

DA SEN HOLDINGS GROUP LIMITED 大森控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 1580

2021

Interim Report





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In case of any inconsistency between the English version and the Chinese version of this interim report, the English version shall prevail.

DEFINITIONS

In this interim report, unless the context otherwise requires, the following terms shall have the meanings set out below:

“Board”	the board of Directors
“China” or “PRC”	the People’s Republic of China
“Company”	Da Sen Holdings Group Limited
“Director(s)”	the director(s) of the Company
“Group”, “our Group”, “we”, “us” or “our”	the Company and its subsidiaries or, where the context so requires in respect of the period before the Company became the holding company of the present subsidiaries, the present subsidiaries of the Company and the business carried on by such subsidiaries or (as the case may be) their predecessors
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“RMB”	Renminbi Yuan, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of the Company, with a nominal value of HK\$0.01 each
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

BOARD

Mr. ZHANG Ayang	<i>(Executive Director)</i>
Mr. WONG Ben	<i>(Executive Director)</i>
Mr. CHAI Kaw Sing	<i>(Executive Director)</i>
Mr. WONG Wai Keung Frederick	<i>(Executive Director)</i>
Mr. SUN Yongtao	<i>(Executive Director)</i>
Mr. KWOK Wai Ching Harrison	<i>(Independent non-executive Director)</i> <i>(Resigned on 19 May 2021)</i>
Ms. LO Yuk Yee	<i>(Independent non-executive Director)</i>
Mr. TSO Siu Lun Alan	<i>(Independent non-executive Director)</i>
Mr. LO Kam Cheung Patrick	<i>(Independent non-executive Director)</i> <i>(Appointed on 19 May 2021)</i>

COMPANY SECRETARY

Mr. LEUNG Wing Lun *(HKICPA)*

AUDIT COMMITTEE

Mr. LO Kam Cheung *(Chairman)*
Patrick
Ms. LO Yuk Yee
Mr. TSO Siu Lun Alan

REMUNERATION COMMITTEE

Ms. LO Yuk Yee *(Chairman)*
Mr. SUN Yongtao
Mr. TSO Siu Lun Alan

NOMINATION COMMITTEE

Mr. TSO Siu Lun Alan *(Chairman)*
Mr. LO Kam Cheung
Patrick
Ms. LO Yuk Yee

RISK MANAGEMENT COMMITTEE

Mr. ZHANG Ayang *(Chairman)*
Mr. SUN Yongtao
Mr. WONG Wai Keung
Frederick

AUTHORISED REPRESENTATIVES

(for the purpose of the Listing Rules)

Mr. WONG Ben
Mr. LEUNG Wing Lun *(HKICPA)*

EXTERNAL AUDITOR

PricewaterhouseCoopers
22nd Floor
Prince's Building, Central
Hong Kong

REGISTERED OFFICE

Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman
KY1-1111, Cayman Islands

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 2703, 27th Floor,
K. Wah Centre,
No. 191 Java Road,
North Point, Hong Kong

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN MAINLAND CHINA

Economic Development Zone
Sunsu Town, Chengwu
Shandong, Mainland China

PRINCIPAL SHARE REGISTRAR

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman
KY1-1111, Cayman Islands

HONG KONG SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
No. 183 Queen's Road East
Wanchai, Hong Kong

STOCK CODE

1580

COMPANY'S WEBSITE

<http://www.msdsdn.com>

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Overview

The Group is principally engaged in the manufacturing and sales of wooden products and leasing activities. As the demand for biomass wood pellets has reduced significantly since late 2019 and continued more significantly in the first half of 2020, the Group made the decision to cease the operations of this business segment and leased out part of the biomass wood pellets factories as well as other factories and land which are surplus to the Group with the view to generating a stable recurring rental income.

Plywood Products

The manufacturing and sales of plywood products has contributed significantly to the overall business of the Group. The Group's main production base is strategically located in Heze City, Shandong Province in the PRC.

Given its strategic location of the Group's manufacturing facilities, abundant resources of poplars is available and the Group is able to receive a stable supply for its manufacturing business.

The Group's plywood products consist of furniture board (家具板), ecological plywood (生態板) (also known as melamine faced board (三聚氰胺貼面板)) and hardwood multi-layered board (實木多層板), which are mainly made of poplars. All our products are customised depending on our customers' needs.

Furniture boards are widely used in interior design and certain household furniture, such as tables and chairs, because of its strength, appearance and cost. Ecological plywood, which is also known as melamine faced board, is considered to be more environmentally friendly as compared to the traditional lacquered board. In order to satisfy the requisite requirements for the heat pressing process, several heat pressing processes are included in the production of ecological plywood in order to achieve a smooth surface and lower moisture content. Ecological plywood can be used in interior applications of buildings and furniture making. Hardwood multi-layered board is widely used in high-quality furniture, kitchen furniture and bathroom furniture. Generally, hardwood multi-layered boards are of a higher quality due to the quality of its raw materials and a more complicated production process.

Customers of the Group are mainly end users, such as furniture manufacturers, equipment manufacturers, decoration or renovation companies and packing material producers, and trading companies. Most customers of the Group's plywood products are located in Eastern China and Southern China regions and their respective end customers are in the North American and European regions.

The total revenue of the Group from continuing operations is mainly contributed by the sales of plywood products, which accounted for approximately 99.2% of the total revenue for six months ended 30 June 2021 (30 June 2020: 100.0%).

The Group maintains a large customer base for the plywood products and there were in total 89 customers of plywood products during the six months ended 30 June 2021, out of which the five largest customers contributed for approximately 49.7% (30 June 2020: approximately 50.4%) of the total revenue of plywood products.

Discontinued Operation of Biomass Wood Pellets and Investment Properties

Despite the Group's biomass wood pellets being considered as one of the newer clean alternative energy sources which fit with the recent environmental policy of the Central People's Government of the PRC, its increasing production cost and delivery cost as compared to other traditional energy sources have become an impediment to potential buyers. In addition, certain measures promulgated by the local PRC Government authorities have been implemented in various cities in the PRC to promote the use of natural gas to reduce the use of combustion boiler, in which biomass wood pellets were burnt to generate energy. Such measures have negatively impacted the demand for the Group's biomass wood pellets. The Group recorded a significant drop in the sales of the biomass wood pellets during the year 31 December 2019. The Group has decided to gradually scale down the productions on biomass wood pellets and in the second half of 2020 made the decision to cease the operation of the business. Accordingly, this business has been classified as a discontinued operation.

Since 1 July 2020, the Group has entered into lease agreements to partially lease out the biomass wood pellets factories for agricultural wholesale as well as other factories and land which are surplus to needs in order to generate a stable and recurring rental income.

RECENT DEVELOPMENT

COVID-19 and its Challenges

Since January 2020, there has been a global outbreak of COVID-19 affecting many countries, including the PRC. A series of precautionary and control measures have been adopted and continued to be in place across the PRC and the rest of the world. Given the full impact of COVID-19 to the Group and its customers in the second half of 2020, the management believes COVID-19 has a material impact to the Group's 2020 financial results, and especially its profit margin, cash flow and liquidity needs.

Although the Group's production capacity has resumed to a reasonable level since March 2020 after a temporary suspension of operation in our manufacturing facilities as a precautionary measure against the spread of COVID-19, there has been certain cancellation and postponement of purchase orders on plywood products from the Group's customers. Given the effect of COVID-19, almost all of our customers have requested for substantial price reductions on our plywood products. In the second quarter of 2020, the management made a difficult decision to continue offering substantial discounts to maintain normal production levels on the plywood products and to retain our customers.

As COVID-19 persisted in the second half of 2020 with no signs of market conditions improving, the management had no choice but to continue offering its products at a substantial discount due to weak demand from our customers. The price reductions have affected the profitability of our business in the short run and in turn further reduced our profit margins. As most of our customers (especially those in the furniture sector) export to certain countries where COVID-19 cases have surged in the second half of 2020, certain of our customers have similar experience with their own business and financial difficulties due to lockdown restrictions which had been imposed.

MANAGEMENT DISCUSSION AND ANALYSIS

In the first six months of 2021, the Company has gradually improved the profit margins of its plywood products by increasing its price and cost control and reduction. For the Group's plywood business, the Group was also able to generate a good sales volume in the first six months of 2021 (40,979 m³ in the first six months of 2021 as compared with 49,064 m³ in the first six months of 2020), as well as revenue (approximately RMB81.5 million in the first six months of 2021 as compared with approximately RMB80.1 million in the first six months of 2020).

Scheme of Arrangement and Open Offer

References are made to the announcements of the Company dated 30 November 2020, 8 January 2021, and 18 May 2021 (the "Announcements") in relation to the proposed debt restructuring (the "Proposed Restructuring"). Unless otherwise stated, the terms used in this section have the same meanings as those defined in the Announcements.

On 30 November 2020, the Board, having considered the latest financial position of the Group, resolved to implement a debt restructuring plan which includes, among others, the Creditors Scheme. On 8 January 2021, the Board further resolved to implement the Open Offer to fund the implementation of the Creditor Schemes.

In light of the uncertainties cast by the outbreak of COVID-19, the Sino-US trade war and economic downturn in the PRC, the Group's business has been adversely affected since the beginning of 2020. The PRC main operating subsidiaries of the Company have been making losses in 2020 and first half of 2021.

The Company has received several writs of summons with a total statement of claim of approximately HK\$5.6 million issued in the District Court of the Hong Kong (the "Court") by certain bondholders against the Company, which have been disclosed in the announcements of the Company dated 29 June 2020, 3 September 2020 and 24 September 2020 and 17 February 2021, respectively. The Company has also received a statutory demand pursuant to section 178(1)(a) or section 327(4)(a) of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of Laws of Hong Kong) from one of its bondholders on 19 January 2021 for the claim of HK\$0.1 million, being the unpaid interest of the bond in the principal amount of HK\$2.0 million issued by the Company to that bondholder.

For the two writs of summons as disclosed in the announcements of the Company dated 29 June 2020 and 24 September 2020, the Court has granted orders of the Summons in favor of the Plaintiffs and the Company has provided updates for these legal proceedings in the announcements of the Company dated 20 July 2021 and 4 August 2021, respectively.

The Company, being an investment holding company, does not hold any material asset, business or operation other than holding interests in its subsidiaries. Since the Company's subsidiaries have experienced a series of events including, among others, the Sino-US trade war and COVID-19 pandemic which caused serious deterioration to their financial condition, the Directors estimate that the Company (as the ultimate holding company of the Group) would likely receive minimal or nil distribution and/or recovery from its subsidiaries from realisation or disposal of the underlying entities, assets and/or businesses after settlement of each of the subsidiaries' own indebtedness.

After due and careful consideration, and in light of the legal proceedings in relation to the bonds issued by the Company (the “Bonds”) initiated by certain bondholders against the Company, the Board is of the view that a restructuring of its existing debts and liabilities under the Bonds, coupled with an injection of new capital into the Company by interested shareholder(s) and investor(s), represent the only realistic and effective way which would allow the Company to offer a higher return to the bondholders in return for discharging and releasing their respective claims against the Company under the Bonds pursuant to the Scheme. The Board believes that, the successful implementation of a debt restructuring plan will allow the Company to reduce its indebtedness, leaving the Group with a sustainable capital structure and continue to operate on a going concern basis.

The Company has appointed Ernst & Young Transactions Limited as its restructuring adviser (the “Restructuring Adviser”) to assist the Company regarding the Proposed Restructuring. The Company will continue to work closely with the Restructuring Adviser and its other professional advisers to expedite the implementation of the Proposed Restructuring and will disclose any material development as and when appropriate by way of publishing announcement(s).

Disposal of Non-Core Assets in China

References are made to the announcements of the Company dated 28 June 2021 and 30 August 2021 in relation to the civil lawsuits filed against the indirectly wholly-owned subsidiaries of the Company incorporated in the PRC for overdue bank borrowings (the “Overdue Bank Borrowings”). On 21 August 2021, the Court of Chengwu Country of Shangdong Province of the PRC handed down a judgment on one of the Company’s PRC subsidiaries requiring it to repay to the bank the outstanding principal amount of RMB7,441,641.41 together with interest and costs. Further details of this are set out in the announcement of the Company dated 30 August 2021.

The Company has been in discussions with a number of potential independent buyers on a possible disposal of certain non-core assets of the Group to repay the Overdue Bank Borrowings and believes that a successful disposal will allow the Group to settle all of the Overdue Bank Borrowings.

OUTLOOK

The management believes that market conditions are gradually improving in 2021 despite the uncertainties surround COVID-19, when comparing to 2020 and, barring any unforeseen circumstances, expects such improvements to continue.

Plywood Products

The management has seen improvements in both the sales volume and the pricing of its plywood products in the first half of 2021. As vaccines are now widely adopted in the PRC and the Western countries, the management has seen a gradual surge in demand in the products of our customers and in turn the demand for our plywood products. We remain confident in the long-term competitiveness of our plywood products, given our years of development experience in the production process and quality control, and our ability to meet the needs of our customers. We will continue to leverage on our strategic advantage of having quality poplar supplies in our neighbourhood as the world recovers from the impact of COVID-19.

MANAGEMENT DISCUSSION AND ANALYSIS

Going forward, the Group will continue to review the prospect of capturing the low to middle end plywood market and explore the prospects of developing, along the furniture supply chain, the manufacturing, sales and distributions of furniture in the longer term. The low to middle end plywood market will allow the Group to serve both domestic and international end users, and if successfully implemented, is expected to reduce the degree of the Group's sole reliance on demand from international customers.

The longer term prospects of entering into the furniture business, if successfully implemented, is expected to allow the Group to capture the more profitable parts of the furniture supply chain with significant improvement to the overall gross profit and gross profit margin.

China Opportunities

With COVID-19 under control in China and the domestic market demonstrating a recovery in demand, the management will also make a proactive effort to optimize and diversify its plywood business to focus on business opportunities within China.

MATERIAL ACQUISITIONS AND DISPOSALS

Save as disclosed elsewhere in this report, the Group did not carry out any material acquisition or disposal of any subsidiary, associate or joint venture during the six months ended 30 June 2021.

FINANCIAL REVIEW

Business Segments

Continuing Operations

For the six months ended 30 June 2021, the Group principally engages in two business segments, namely the plywood products business and leasing activities.

The plywood products business comprises the manufacturing, sales and distribution of plywood products to customers who are mainly end users with their finished products being exported to the American and European regions.

The leasing business represents the leasing of investment properties, including the biomass wood pellets factories (which ceased operation from 1 July 2020) for agricultural wholesale together with other factories and land which are surplus to needs for stable and recurring rental income.

Discontinued Operation

Following the significant deterioration of demand for the biomass wood pellet products, on 1 July 2020, the Company made the decision to cease the biomass wood pellet business. Consistent with the treatment of the biomass wood pellet business in the consolidated financial statements of the Group for the year ended 31 December 2020 and the unaudited financial results of the Group for the six months ended 30 June 2021, the biomass wood pellet business has also been accounted for as a discontinued operation and comparatives for the corresponding six months ended 30 June 2020 have been restated to conform with the current basis of presentation.

Results from Continuing Operations

Revenue

For the six months ended 30 June 2021, the Group reported a slight increase in revenue of approximately RMB82.1 million, or approximately 2.5% comparing to approximately RMB80.1 million (restated) for the six months ended 30 June 2020. The increase was primarily attributable to the plywood products business segment which accounted for approximately RMB1.3 million or approximately 65% of the overall increase with the remaining increase accounted for by the rental income from the leasing business segment created since 1 July 2020.

Gross loss

The gross loss for the six months ended 30 June 2021 has significantly improved from approximately RMB99.9 million (restated) for the six months ended 30 June 2020 to a gross loss of approximately RMB13.6 million. The gross loss margin for the six months ended 30 June 2021 improved significantly from a gross loss margin of approximately 124.7% (restated) for the six months ended 30 June 2020 to a gross loss margin of approximately 16.5%. Included in cost of sales for the six months ended 30 June 2021 were reversal of provision for inventory write-down of approximately RMB0.5 million (2020: provision for inventory write-down approximately RMB33.7 million (restated)) and provision for impairment charges for property, plant and equipment of approximately RMB Nil (2020: approximately RMB28.2 million (restated)). Excluding these specific provisions, for the six months ended 30 June 2021, the adjusted gross loss was approximately RMB14.0 million (2020: approximately RMB38.0 million (restated)) and gross loss margin was approximately 17.1% (2020: approximately 47.4% (restated)). The improvement in adjusted gross loss margin was mainly attributable to the gradual improvement in profit margins of plywood products through price increase and cost reductions and volume increase.

Other income

No significant other income were generated for both current and prior periods.

Other losses – net

Other losses – net represents the non-recurring losses recorded for the six months ended 30 June 2021 of approximately RMB20,000 (2020: approximately RMB4.24 million (restated)). Other losses for the six months ended 30 June 2021 were mainly due to the loss attributable to the disposal of certain property, plant and equipment of the Group which in aggregate amounted to approximately RMB10,000.

Selling and distribution expenses

Selling and distribution expenses mainly comprise employee benefits expenses incurred for the sales team and the distribution costs for our products for the six months ended 30 June 2021. There was an increase of approximately RMB0.1 million in selling and distribution expenses for the six months ended 30 June 2021 to approximately RMB0.5 million from approximately RMB0.4 million for the six months ended 30 June 2020. The increase in expenses correlated with the improvements in sales activities.

MANAGEMENT DISCUSSION AND ANALYSIS

Administrative expenses

Administrative expenses mainly represented research and development expenses, Directors' remuneration, employee benefits expenses for administrative staff, depreciation and repair and maintenance expenses on buildings and office equipment, and legal and professional expenses. Increase in administrative expenses of approximately RMB10.2 million from approximately RMB4.9 million (restated) for the six months ended 30 June 2020 to approximately RMB15.1 million for the six months ended 30 June 2021 was mainly attributable to the additional professional fees incurred relating to the additional ongoing advisory support from both the professional financial advisers and legal advisers as the Group is going through the lengthy process of restructuring; one-off repairs to buildings; and the transfer of raw materials and consumables used for research and development for lower end plywood products pursuant to the plan to expand our business into the lower end plywood market to alleviate concentration risk on high end products.

Provision for impairment losses on financial assets

Provision for impairment losses on financial assets related to the movements in impairment provision for trade receivables and other receivables recorded during the six months ended 30 June 2021. The decrease in provision from approximately RMB9.0 million (restated) for the six months ended 30 June 2020 to a provision of approximately RMB0.9 million for the six months ended 30 June 2021 reflected the settlement of outstanding balances from certain long overdue trade receivables customers of approximately RMB2.3 million which were partially offset by the additional provision on trade receivables of RMB3.2 million under the expected credit loss model for the six months ended 30 June 2021 as significant provisions of approximately RMB73.5 million had already been made on impairment loss in the second half of the 2020 year against the collectability of outstanding receivables from the Group's downstream customers which have been experiencing difficulties in their business operations as a result of COVID-19.

Net finance costs

Finance costs — net for the six months ended 30 June 2021 maintained at similar level as that for the six months ended 2020 of approximately RMB2.6 million (restated) as the level of interest bearing borrowings remained the same for both periods.

Income tax credit

For the six months ended 30 June 2021, no income tax needs to be provided as the Group continued to incurred losses for tax purposes. The tax credit for the six months ended 30 June 2020 was mainly related to recognition of temporary differences arising from losses carried forward which were subsequently reversed in the second half of 2020.

Loss for the period from continuing operations

Loss from continuing operations for the six months ended 30 June 2021 decreased from approximately RMB83.5 million (restated) for the six months ended 30 June 2020 to approximately RMB32.7 million. The increase was mainly due to the reasons stated above.

Results from Discontinued Operation

The discontinued operation relates to the cessation of business of the biomass wood pellets. No loss was recorded for the six months ended 30 June 2021 as the biomass wood pellets business was discontinued with effect from 1 July 2020. The loss of approximately RMB12.9 million for the six months ended 30 June 2020 mainly reflected provision of impairment losses on financial assets of approximately RMB13.6 million against trade receivables.

Property, plant and equipment

The Group used to operate two plants for the production of plywood products and biomass wood pellets respectively in Heze City, Shandong Province, China. As a result of the cessation of the biomass wood pellets business in July 2020, the biomass wood pellets plant as well as other plants and land which are surplus to current and future needs to certain operators under long term lease to generate recurring rental income and these property, plant and equipment were transferred to and reclassified as investment properties as at 31 December 2020. Movements between 30 June 2021 and 31 December 2020 reflected the depreciation charge for the period.

As at 30 June 2021, items of property, plant and equipment with net book value of approximately RMB17.6 million (2020: approximately RMB35.4 million) were pledged to secure short-term bank borrowings advanced to the Group.

Investment properties

Since 1 July 2020, the Group has entered into lease agreements to lease out its idle factories and land. This became the new leasing activities segment which has continued to bring in stable and recurring income to the Group. The movement in investment properties balance represents depreciation charge for the six months ended 30 June 2021.

Inventories

The Group's inventory balances as at 30 June 2021 comprised raw materials, work-in-progress and finished goods for plywood products. The decrease in the inventories balance of approximately RMB12.3 million, from approximately RMB47.2 million as at 31 December 2020 to approximately RMB34.9 million as at 30 June 2021, was mainly due to less work-in-progress and finished goods of plywood products held as at 30 June 2021 as a result of the approach of the Group to shorten the turnover cycle time of the inventories to sales so that inventories can be kept to a lower level.

Trade receivables

Trade receivables balance of approximately RMB86.7 million as at 30 June 2021 (as at 31 December 2020: approximately RMB88.9 million) which mainly represented outstanding receivables balance from customers of our plywood products.

Cash and cash equivalents

Cash and cash equivalents balance as at 30 June 2021 decreased to approximately RMB0.4 million as compared to approximately RMB5.8 million as at 31 December 2020. The decrease in cash and cash equivalents balance reflected the application of such funds for the financing of the ongoing operations of the subsidiaries in China.

MANAGEMENT DISCUSSION AND ANALYSIS

Borrowings and charge on assets

The source of debt financing of the Group was mainly from banks and individual bondholders. As at 30 June 2021, the Group had bank borrowings denominated in RMB of approximately RMB26.3 million from banks located in China, decreasing from approximately RMB28.9 million as at 31 December 2020 as partial repayments were made during the six months ended 30 June 2021. The Group's bank borrowings are secured by land use rights and plants of the Group with aggregate net book value of approximately RMB22.6 million (as at 31 December 2020: approximately RMB23.2 million) and investment properties of the Group with net book value of approximately RMB32.6 million (as at 31 December 2020: approximately RMB33.1 million), and certain guarantees provided to the banks by certain former and present Directors and individuals as at 30 June 2021.

Both the bonds owed to bondholders and short-term borrowings from banks were in default during the six months ended 30 June 2021 and remained in default as at the date of this report. Further details of the default are set out in note 17 to the interim condensed consolidated financial statements.

Liquidity and resources

As at 30 June 2021, the Group had current assets of approximately RMB136.5 million (as at 31 December 2020: approximately RMB164.3 million) and current liabilities amounted to approximately RMB108.6 million (as at 31 December 2020: approximately RMB106.0 million). Accordingly, the current ratio, being the ratio of current assets to current liabilities, was approximately 1.3 as at 30 June 2021 (as at 31 December 2020: approximately 1.6).

Gearing ratio

As at 30 June 2021, the gearing ratio of the Group, calculated based on the total interest-bearing debts divided by the total equity as at the end of the period, was approximately 43.1% (as at 31 December 2020: approximately 34.2%). Gearing ratio increased when compared with that of the year ended 31 December 2020 resulted primarily from the decrease in equity due to net loss for the six months ended 30 June 2021.

Foreign currency risk

A substantial majority of our assets and liabilities are denominated in RMB, except for certain bank balances which are denominated in USD and HKD. The Group had not experienced any material effects on its operation or liquidity as a result of fluctuations in currency exchange rates and had not adopted any currency hedging policy or any hedging instrument during the six months ended 30 June 2021. The Group will continue to monitor its foreign currency risk exposure and will consider hedging significant foreign currency risk should the need arise.

Contingent liabilities

The Group had no material contingent liabilities as at 30 June 2021 (as at 31 December 2020: HK\$ Nil).

Capital commitments

As at 30 June 2021, the Group had no capital commitments contracted but not provided for (31 December 2020: HK\$ Nil).

Future plans for material investments or capital assets

There were no future plans for material investments or capital assets up to the date of this report.

COMPLIANCE

Save for the delay in publishing the annual results and annual report for the financial year ended 31 December 2020 which have been fully remedied by the Company, the Company has applied the principles and complied with the applicable code provisions in the Corporate Governance Code contained in Appendix 14 to the Listing Rules (the “CG Code”) throughout the six months ended 30 June 2021.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules as the Company’s code of conduct regarding Directors’ securities transactions.

The Company has made specific enquiry to all Directors, and all Directors have confirmed that they had complied with the standards set out in the Model Code throughout the six months ended 30 June 2021.

CHANGES IN INFORMATION OF DIRECTORS

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes to information of Directors subsequent to the date of the annual report of the Company for the year ended 31 December 2020 are set out as follows:

Mr. WONG Wai Keung Frederick, the executive Director, has resigned as an independent non-executive director and chairman of the audit committee of Burwill Holdings Limited (provisional liquidators appointed) (delisted from the Stock Exchange) (stock code: 24) with effect from 11 August 2021.

Save as disclosed above, during the six months ended 30 June 2021 and up to the date of this interim report, there were no other information of Directors required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

REVIEW BY THE AUDIT COMMITTEE

The audit committee of the Company (the “Audit Committee”) has been established in compliance with Rules 3.21 and 3.22 of the Listing Rules with written terms of reference in compliance with the CG Code. The primary responsibilities of the Audit Committee are to review and monitor the financial reporting and internal control and risk management principles of the Group and to assist the Board to fulfill its responsibilities over audit.

The Audit Committee has reviewed and confirmed the accounting principles and practices adopted by the Group and discussed the auditing, internal control, risk management and financial reporting matters. The Audit Committee consists of three independent non-executive Directors: Mr. KWOK Wai Ching Harrison (resigned on 19 May 2021), Ms. LO Yuk Yee, Mr. TSO Siu Lun Alan and Mr. LO Kam Cheung Patrick (appointed on 19 May 2021). Mr. KWOK Wai Ching Harrison served as the chairman of the Audit Committee until his resignation on 19 May 2021 and Mr. LO Kam Cheung Patrick has served as the chairman of the Audit Committee since his appointment on 19 May 2021. The interim results of the Company for the six months ended 30 June 2021 have been reviewed by the Audit Committee.

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES AND DEBENTURES

As at 30 June 2021, the interests and short positions of the Directors and chief executive in the share capital and underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO), as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

Long positions in Shares:

Name of Director	Number of Shares held, capacity and nature of interest			Percentage of the Company's share capital
	Directly beneficially owned	Through spouse or minor children	Total	
Mr. ZHANG Ayang (<i>Note 1</i>)	—	299,783,000	299,783,000	30.77%
Mr. CHAI Kaw Sing	57,200,000	16,300,000	73,500,000	7.55%

Note:

1. Mr. ZHANG Ayang is the spouse of Ms. WU Haiyan and he is deemed to be interested in these Shares under the SFO.

Save as disclosed above, as at 30 June 2021, none of the Directors and chief executive had registered an interest or short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

At 30 June 2021, the following interests and short positions of 5% or more of the share capital and share options of the Company were recorded in the register of interests required to be kept by the Company pursuant to section 336 of the SFO:

Name	Number of Shares held, capacity and nature of interest			Percentage of the Company's share capital
	Directly beneficially owned	Interest in persons acting in concert (<i>note 1</i>)	Total	
Mr. WONG Tseng Hon	221,405,000	—	221,405,000	22.72%
Mr. KE Mingcai	232,380,800	67,403,000	299,783,800	30.77%
Mr. WANG Songmao	25,291,000	274,492,800	299,783,800	30.77%
Mr. WU Shican	12,300,000	287,483,800	299,783,800	30.77%
Mr. LIN Qingxiong	100,000	299,683,800	299,783,800	30.77%
Ms. WU Haiyan	29,712,000	270,071,800	299,783,800	30.77%

Note:

1. Pursuant to the Concert Party Agreement, KE Mingcai, CAI Jinxu, WANG Songmao, LIN Qingxiong, WU Shican and WU Haiyan have agreed on certain arrangements pertaining to their shareholdings in the Company. Pursuant to the SFO, since each of LIN Qingxiong and WU Haiyan is a party to the Concert Party Agreement, each of LIN Qingxiong and WU Haiyan is deemed to be interested in the Shares which the other parties to the Concert Party Agreement are interested in. Subsequent to 30 June 2021, the Company has been given to understand that Mr. KE Mingcai has been declared bankrupt and his interest in the Company is in the hands of the receiver.

EMOLUMENT POLICY

The Group had 153 employees in Hong Kong and the PRC as at 30 June 2021. The total salaries and related costs granted to employees amounted to approximately RMB4.9 million for the six months ended 30 June 2021.

The Group's remuneration policy, bonus and share option scheme determines benefits of employees (including Directors) based on the duties and performance of each individuals. The Group has also participated in the mandatory provident fund retirement benefit scheme in Hong Kong, and the central pension scheme operated by the local municipal government in the PRC.

SHARE OPTION SCHEME

The Company operates a share option scheme (the "Option Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Option Scheme include the Directors, other employees of the Group, suppliers of goods or services to the Group, customers of the Group, the Shareholders, and any non-controlling shareholder in the Company's subsidiaries.

At no time during the six months ended 30 June 2021 were rights to acquire benefits by means of the acquisition of Shares or debentures of the Company granted to any of the Directors or their respective spouses or minor children, or were any such rights exercised by them; or was the Company or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

As at 31 December 2020 and 30 June 2021, the Company did not have share options outstanding under the Option Scheme.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the six months ended 30 June 2021.

DIVIDENDS

The Board resolved not to declare any interim dividend for the six months ended 30 June 2021.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's articles of association or the laws of Cayman Islands which would oblige the Company to offer new Shares on a pro rata basis to existing Shareholders.

OTHER INFORMATION

FOREIGN EXCHANGE EXPOSURE

The Group mainly earns revenue in RMB and incurs costs in RMB and HK\$. The Group is exposed to foreign exchange risk based on fluctuations between RMB and HK\$ arising from its core operation in the PRC. In order to minimise the foreign currency risk exposure between these two currencies, the Group generally maintains cash balances in both currencies that are sufficient to meet three to four months of operating cash flows requirements of the Group.

The Group had not experienced any material effects on its operation or liquidity as a result of fluctuations in currency exchange rates and had not adopted any currency hedging policy or any hedging instrument during the Reporting Period. The Group will continue to monitor foreign currency risk exposure and will consider hedging significant foreign currency risk should the need arise.

By order of the Board

Da Sen Holdings Group Limited

WONG Wai Keung Frederick

Executive Director

Hong Kong, 31 August 2021

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2021

	Note	Six months ended 30 June	
		2021 RMB'000 Unaudited	2020 RMB'000 Unaudited (Restated)
Continuing operations			
Revenue	6	82,113	80,118
Cost of sales	7	(95,684)	(180,023)
Gross loss	7	(13,571)	(99,905)
Selling and distribution expenses	7	(543)	(416)
Administrative expenses		(15,130)	(4,900)
Provision for impairment losses on financial assets	7	(888)	(9,010)
Other income		18	959
Other losses — net		(20)	(4,236)
Operating loss from continuing operations		(30,134)	(117,508)
Finance income		—	5
Finance costs		(2,561)	(2,689)
Finance costs — net		(2,561)	(2,684)
Loss before income tax from continuing operations		(32,695)	(120,192)
Income tax credit	8	—	36,688
Loss for the period from continuing operations		(32,695)	(83,504)
Discontinued operation			
Loss for the period from discontinued operation	9	—	(12,890)
Total comprehensive loss for the period and attributable to the shareholders of the Company		<u>(32,695)</u>	<u>(96,394)</u>
Loss per share for the period from continuing operations attributable to the shareholders of the Company			
(expressed in RMB cents per share)			
— Basic and diluted	10	<u>(3.36)</u>	<u>(8.57)</u>
Loss per share for the period from discontinued operation attributable to the shareholders of the Company			
(expressed in RMB cents per share)			
— Basic and diluted	10	<u>N/A</u>	<u>(1.32)</u>

The notes on pages 22 to 44 are an integral part of this interim condensed consolidated financial statements.

INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

As of 30 June 2021

	Note	30 June 2021 RMB'000 Unaudited	31 December 2020 RMB'000 Audited
ASSETS			
Non-current assets			
Right-of-use assets	12	10,384	10,579
Property, plant and equipment	11	53,474	54,813
Investment properties	13	45,181	45,878
Total non-current assets		109,039	111,270
Current assets			
Inventories	14	34,902	47,228
Trade and other receivables	15	101,147	111,354
Cash and bank balances		423	5,763
Total current assets		136,472	164,345
Total assets		245,511	275,615
EQUITY			
Equity attributable to the shareholders of the Company			
Share capital	16	8,592	8,592
Share premium	16	212,502	212,502
Other reserves		52,942	52,942
Accumulated losses		(137,460)	(104,765)
Total equity		136,576	169,271
LIABILITIES			
Non-current liabilities			
Deferred income		304	317
		304	317

INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

As of 30 June 2021

	Note	30 June 2021 RMB'000 Unaudited	31 December 2020 RMB'000 Audited
LIABILITIES			
Current liabilities			
Trade and other payables	18	42,654	40,922
Current income tax liabilities		7,168	7,168
Borrowings	17	58,809	57,937
		<u>108,631</u>	<u>106,027</u>
Total liabilities		<u>108,935</u>	<u>106,344</u>
Total equity and liabilities		<u><u>245,511</u></u>	<u><u>275,615</u></u>

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Unaudited				
	Equity attributable to the shareholders of the Company				
	Share capital (Note 16) RMB'000	Share premium (Note 16) RMB'000	Other reserves RMB'000	Retained earnings/ Accumulated losses RMB'000	Total RMB'000
Balance at 1 January 2021	8,592	212,502	52,942	(104,765)	169,271
Total comprehensive loss for the period ended 30 June 2021					
Loss for the period	—	—	—	(32,695)	(32,695)
Balance at 30 June 2021	<u>8,592</u>	<u>212,502</u>	<u>52,942</u>	<u>(137,460)</u>	<u>136,576</u>
Balance at 1 January 2020	8,592	212,502	52,942	130,537	404,573
Total comprehensive loss for the period ended 30 June 2020					
Loss for the period	—	—	—	(96,394)	(96,394)
Balance at 30 June 2020	<u>8,592</u>	<u>212,502</u>	<u>52,942</u>	<u>34,143</u>	<u>308,179</u>

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Note	Six months ended 30 June	
		2021 RMB'000 Unaudited	2020 RMB'000 Unaudited
Cash flows from operating activities			
Cash used in operations		(2,747)	(5,892)
Interest received		—	5
Interest paid		—	(951)
Income taxes paid		—	(8)
		<u>(2,747)</u>	<u>(6,846)</u>
Net cash flows used in operating activities			
Cash flows from investing activities			
Purchases of property, plant and equipment	11, 17	—	(13,880)
Proceeds from disposal of property, plant and equipment		—	240
		<u>—</u>	<u>(13,640)</u>
Net cash used in investing activities			
Cash flows from financing activities			
Proceeds from borrowings	17	—	23,900
Repayments of borrowings	17	(2,593)	(23,999)
Principal elements of lease payments		—	(277)
		<u>(2,593)</u>	<u>(376)</u>
Net cash used in financing activities			
Net decrease in cash and cash equivalents			
Cash and cash equivalents at beginning of the period		5,763	51,007
Effects of exchange rate changes on cash and cash equivalents		—	—
		<u>—</u>	<u>—</u>
Cash and cash equivalents at end of the period		<u><u>423</u></u>	<u><u>30,145</u></u>

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

The Group is principally engaged in the manufacturing and sales of wooden products and leasing activities.

The Company is a limited liability company incorporated in Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. box 2681, Grand Cayman KY1-1111, Cayman Islands.

These interim condensed consolidated financial information are presented in RMB, unless otherwise stated.

These interim condensed consolidated financial information have been reviewed by the audit committee of the Company and have been approved for issue by the Board on 31 August 2021.

2. BASIS OF PREPARATION

This interim condensed consolidated financial information for the half-year reporting period ended 30 June 2021 has been prepared in accordance with International Accounting Standards (“IAS”) 34, “Interim Financial Reporting”. The interim condensed consolidated financial information also comply with the applicable disclosure requirements of the Rules (the “Listing Rules”) Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The condensed consolidated interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this interim condensed consolidated financial report is to be read in conjunction with the annual report for the year ended 31 December 2020, which have been prepared in accordance with International Financial Reporting Standards (“IFRSs”).

Going Concern

Going concern basis

The Directors have given careful consideration to the future liquidity and performance of the Group and its available sources of financing in assessing whether the Group will have sufficient financial resources to continue as a going concern. A number of measures have been taken to mitigate the liquidity pressure and to improve the financial position, to refinance its operation and to restructure its debts. These include the followings:

- (i) On 30 November 2020, the Company announced the Proposed Restructuring, including the bonds borrowings (Note 17(a)) and the interests accrued and other liabilities, in Hong Kong, by way of implementing a creditors scheme (“Scheme”). The Group has been in active negotiations with the bond holder creditors to seek their support to the Scheme. On the best estimate of the Directors, the Scheme will be implemented in 1st quarter of 2022 and the Proposed Restructuring will also be completed in 1st quarter of 2022;
- (ii) On 8 January 2021, the Company announced a proposed open offer (“Open Offer”) to raise fund for the implementation of the Scheme. Details of which have been disclosed in the Company’s announcement dated 8 January 2021;

2. BASIS OF PREPARATION — *continued*

Going Concern — *continued*

Going concern basis — continued

- (iii) The Group has been in active contact with the respective banks in the PRC regarding the repayment arrangement of the Group's bank borrowings in the PRC subsidiaries. In respect of the three overdue bank borrowings totalling RMB26,307,000 as at 30 June 2021, the Group has been in discussion with potential buyers to dispose certain land and buildings of its subsidiaries in the PRC so as to raise additional cash; and
- (iv) The Group will continue its efforts to implement measures to strengthen its working capital position by managing impact from COVID-19 outbreak, improving its sales, expediting collection of outstanding trade and other receivables and sales of inventories, as well as controlling cost and capital expenditures.

The Directors have reviewed the Group's cash flow projections prepared by management and are of the view that, taking into account the abovementioned plans and measures, the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due. Accordingly, the Directors are satisfied that it is appropriate to prepare the condensed consolidated financial statements for the six months ended 30 June 2021 on a going concern basis.

3. CHANGES IN ACCOUNTING POLICIES

The accounting policies in this interim condensed consolidated financial report applied are consistent with those of the annual financial statements for the year ended 31 December 2020 except for the adoption of new and amended standards as set out below.

In the current interim period, the Group has applied the following amendments to IFRSs issued by the IASB, for the first time, which are mandatorily effective for the annual periods beginning on or after 1 January 2021 for the preparation of the Group's condensed consolidated financial statements:

Amendment to IFRS 16	COVID-19-Related Rent Concessions beyond 30 June 2021 (early adopted)
Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16	Interest Rate Benchmark Reform — Phase 2

The application of the amendments to IFRSs and the early application of the amendment in the current interim period has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

4. ESTIMATES

The preparation of interim condensed consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this interim condensed consolidated financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2020.

5. FINANCIAL RISK MANAGEMENT

5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow interest rate risk and fair value interest rate risk), credit risk and liquidity risk.

The interim condensed consolidated financial statements do not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2020.

There have been no changes in the risk management department since the last year end or in any risk management policies.

5.2 Credit Risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, as well as credit exposures to the customers, including outstanding receivables.

(i) Risk management

Credit risk is managed on a group basis. Cash at bank are deposited in reputable financial institutions which are considered with low credit risk.

The Group has policies in place to ensure that receivables with credit terms are made to counterparties with an appropriate credit history and management performs ongoing credit evaluations of the counterparties. The credit period granted to the customers is usually no more than 90 days and the credit quality of these customers is assessed, which takes into account their financial position, past experience and other factors. In view of the sound collection history of receivables due from them, management believes that the credit risk inherent in the Group's outstanding trade receivables arising from sales of products due from them is not significant.

5. FINANCIAL RISK MANAGEMENT — *continued*

5.2 Credit Risk — *continued*

(ii) *Impairment of financial assets*

The Group has trade receivables for sales of inventory that are subject to the expected credit loss model.

While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

Trade receivables

The Group applies the IFRS 9 modified retrospective approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables from initial recognition.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days exceed the normal collecting period.

The expected loss rates are based on the payment profiles of customers over a period of 36 month before 30 June 2021 or 31 December 2020 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has considered the business, financial or economic conditions and performance and behaviour of customers, and accordingly adjusts the historical loss rates based on expected changes in these factors.

In assessing the expected loss rate, the management of the Company calculated the probability of default (“PD”) and potential loss given default (“LGD”) for each class of accounts receivables by incorporating forward-looking adjustments, taking into accounts the effect of macroeconomic variables such as consumer price index and producer price index. The management of the Company adjusted both the PD and LGD using the Merton’s model and the Moody’s model respectively taking into accounts the effect of macroeconomic variables. In deriving the weighted average of the expected loss rates for the Group’s impairment assessment, the expected loss rate for each of the future scenarios were calculated by multiplying the respective adjusted PD and the respective adjusted LGD.

The Board, having considered the characteristics and profile of the Group’s customers which have remained relatively the same in previous years, concluded that the basis of assessment adopted for the six months ended 30 June 2021 (being the basis which has been adopted and applied consistently by the Group in previous years) is appropriate.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT — *continued*

5.2 Credit Risk — *continued*

(ii) *Impairment of financial assets — continued*

Trade receivables — continued

On that basis, the loss allowance as at 30 June 2021 and 31 December 2020 was determined as follows for trade receivables:

	Current RMB'000	Past due for 1 to 6 months RMB'000	Past due for more than 6 months and less than 1 year RMB'000	Past due for more than 1 year RMB'000	Total RMB'000
30 June 2021					
Historical loss rate	1.15%	2.70%	10.59%	41.38%	8.53%
Expected loss rate	1.22%	2.92%	5.15%	50.13%	9.79%
Gross carrying amount	18,228	25,042	40,124	12,744	96,138
Loss allowance	223	732	2,067	6,389	9,411
Individually impaired receivables	—	—	6,446	66,984	73,430
Total loss allowance	223	732	8,513	73,373	82,841
31 December 2020					
Historical loss rate	1.52%	3.41%	15.74%	42.79%	5.53%
Expected loss rate	2.13%	4.27%	11.12%	54.57%	6.59%
Gross carrying amount	41,743	40,591	7,699	5,104	95,137
Loss allowance	890	1,734	856	2,785	6,265
Individually impaired receivables	—	465	21,682	53,541	75,688
Total loss allowance	890	2,199	22,538	56,326	81,953

5. FINANCIAL RISK MANAGEMENT — *continued*

5.2 Credit Risk — *continued*

(ii) *Impairment of financial assets — continued*

Trade receivables — continued

The loss allowances for trade receivables as at 30 June 2021 and 31 December 2020 reconcile to the opening loss allowances as follows:

	Trade receivables RMB'000
Opening loss allowance at 1 January 2020	8,334
Provision for impairment loss allowances	<u>73,619</u>
Closing loss allowance at 31 December 2020	81,953
Provision for impairment loss allowances	3,146
Reversal of receivables impairment during the year	<u>(2,258)</u>
Closing loss allowance at 30 June 2021	<u><u>82,841</u></u>

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period greater than 2 years past due (credit terms).

The management considers that the Group should have sufficient time within a timespan of two years to attempt all methods of recovery including but not limited to discussion with debtors relating to potential repayment plans or any partial settlements. The management is of the view that two years is an appropriate period before provisions of impairments are made to trade receivables of the Group.

Impairment losses on trade receivables are presented within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT — *continued*

5.2 Credit Risk — *continued*

(ii) *Impairment of financial assets — continued*

Other financial assets at amortised cost

Other financial assets at amortised cost include other receivables. Impairment on other receivables is measured as either 12-month expected credit losses or lifetime expected credit loss, depending on whether there has been a significant increase in credit risk since initial recognition. If a significant increase in credit risk of a receivable has occurred since initial recognition, then impairment is measured as lifetime expected credit losses.

Net impairment losses on financial assets recognised in the consolidated statement of comprehensive income

During the six months ended 30 June 2021 and 2020, the following gains or losses were recognised in “(Provision for)/reversal of net impairment losses on financial assets” in the condensed consolidated statement of comprehensive income in relation to impaired financial assets.

	Six months ended 30 June	
	2021	2020
	RMB'000	RMB'000
Provision for impairment losses		
— Provision for loss allowance for trade receivables	888	23,082

5.3 Liquidity Risk

Cash flow forecasting is performed in the operating entities of the Group and aggregated by the Group finance. Group finance monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet operational needs. Such forecasting takes into consideration the Group's debt financing plans, covenant compliance, compliance with internal balance sheet ratio targets and, if applicable external regulatory or legal requirements — for example, currency restrictions.

5. FINANCIAL RISK MANAGEMENT — *continued*

5.3 Liquidity Risk — *continued*

The table below analyses the Group's non-derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year RMB'000	Between 1 and 2 years RMB'000	Between 3 and 5 years RMB'000	Over 5 years RMB'000	Total RMB'000
At 30 June 2021					
Borrowings	58,809	—	—	—	58,809
Interest payables for borrowings (i)	6,229	—	—	—	6,229
Trade and other payables	8,391	—	—	—	8,391
	<u>73,429</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>73,429</u>
At 31 December 2020					
Borrowings	57,937	—	—	—	57,937
Interest payables for borrowings (i)	5,216	—	—	—	5,216
Trade and other payables	9,683	—	—	—	9,683
	<u>72,836</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>72,836</u>

(i) The interests on borrowings are calculated based on bank borrowings and corporate bonds held as at 30 June 2021 and 31 December 2020 without taking into account of future issues.

5.4 Fair value estimation

The Group adopts the amendment to IFRS 13 for financial instruments that are measured in the consolidated balance sheet at fair value, which requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).

Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).

Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

As at 30 June 2021, the Group had no financial instruments that are subsequently measured in the consolidated balance sheet at fair value.

5. FINANCIAL RISK MANAGEMENT — *continued*

5.4 Fair value estimation — *continued*

The carrying amounts of the Group's financial assets, including trade and other receivables, cash and bank deposits and short term liabilities, including trade and other payables and borrowings are assumed to approximate their fair values due to their short-term maturities.

6. REVENUE AND SEGMENT INFORMATION

The executive Directors are the Group's chief operating decision maker. The executive Directors review the Group's internal reporting in order to assess performance and allocate resources. The executive Directors have determined the operating segments based on these reports. The executive Directors consider the business from products and services perspective, and determine that the Group has the following operating segments:

Continuing operations:

- Manufacturing and sales of plywood;
- Leasing activities.

Discontinued operation:

- Manufacturing and sales of biomass wood pellets.

The Group was previously engaged in the manufacturing and sales of plywood and biomass wood pellets in the PRC. In the second half year of 2020, the Group decided to cease the biomass wood pellets operation and changed the factory site to a market for trading of agricultural products and leased the market to a third party. The Group also leased out other land and factory buildings of the PRC subsidiaries which were surplus to needs in order to generate a stable and recurring rental income. Accordingly, leasing activities has become a new business segment of the Group and the cessation of biomass wood pellets operation is presented as a discontinued operation in the condensed consolidated financial statements of the Group for the six months ended 30 June 2021 with the comparatives for the corresponding six months of 2020 restated to conform with the current period's presentation.

No geographical segment information is presented as all the revenue and operating losses of the Group are derived within Mainland China and all the operating assets of the Group are located in Mainland China, which is considered as one geographic location with similar risks and returns.

The executive Directors assess the performance of the business segments based on loss before income tax without allocation of finance costs, which is consistent with that in the condensed consolidated financial statements.

Approximately 25.4% of revenue were derived from two single external customers that exceeded 10% of the total revenue of the Group for the six months ended 30 June 2021 and 23.7% of revenue were derived from two single external customers that exceeded 10% of the total revenue of the Group for the six months ended 30 June 2020.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

6. REVENUE AND SEGMENT INFORMATION — *continued*

The segment information for the six months ended 30 June 2021 is as follows:

	Continuing operations		Discontinued operation	Group RMB'000
	Plywood RMB'000	Lease activities RMB'000	Biomass wood pellets RMB'000	
Segment result				
Revenue	81,452	661	—	82,113
Segment results	(28,393)	(1,741)	—	(30,134)
Finance costs — net				(2,561)
Loss before income tax				(32,695)
Income tax expense (Note 8)				—
Loss for the period				<u>(32,695)</u>
Other Segment items				
Depreciation of property, plant and equipment (Note 11)	1,339	—	—	1,339
Amortisation of land use rights (Note 12)	195	—	—	195

The segment assets and liabilities at 30 June 2021 are as follows:

	Plywood RMB'000	Lease activities RMB'000	Unallocated RMB'000	Group RMB'000
Total assets	196,672	48,494	345	<u>245,511</u>
Total liabilities	57,256	12,706	38,973	<u>108,935</u>

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

6. REVENUE AND SEGMENT INFORMATION — *continued*

The segment information for the six months ended 30 June 2020 is as follows:

	Continuing operations	Discontinued operation		Group
		Biomass wood pellets	Inter-segment revenue	
	Plywood RMB'000	RMB'000	RMB'000	RMB'000
Segment result				
Revenue	80,118	10,735	(7,783)	83,070
Segment results	(111,377)	(20,872)	1,069	(131,180)
Finance costs — net				(2,936)
Loss before income tax				(134,116)
Income tax credit (Note 8)				(37,722)
Loss for the period				(96,394)
Other Segment items				
Depreciation of property, plant and equipment (Note 11)	1,805	572	—	2,377
Amortisation of land use rights (Note 12)	195	110	—	305
Gain on disposal of property, plant and equipment	329	(30)	—	299
Impairment charges for property, plant and equipment (Note 11)	25,748	2,419	—	28,168
Additions to non-current assets	3,280	10,600	—	13,880

The segment assets and liabilities at 30 June 2020 are as follows:

	Plywood RMB'000	Biomass	Unallocated RMB'000	Group RMB'000
		wood pellets RMB'000		
Total assets	340,426	70,388	61	410,875
Total liabilities	55,262	12,041	35,393	102,696

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

7. OPERATING (LOSS)/PROFIT

An analysis of the amounts presented as operating items in the financial information is given below.

	Six months ended 30 June	
	2021 RMB'000	2020 RMB'000
Changes in inventories of finished goods and work-in-progress	19,036	28,272
Raw materials and consumables used	60,923	86,999
Employee benefit expenses	4,879	6,368
(Reversal of) / Provision for inventory write-down (Note 14)	(474)	33,717
Provision for impairment charges for property, plant and equipment (Note 11)	—	28,168
Depreciation and amortisation (Note 11)	1,339	2,377
Depreciation of right-of-use assets (Note 12)	195	305
Provision for net impairment losses on financial assets (Note 15)	888	22,607
	<u>888</u>	<u>22,607</u>

8. INCOME TAX (CREDIT)/EXPENSE

PRC profits tax is calculated at the rate of 25% (30 June 2020: 25%) on the estimated assessable profit for the period. As a result of there being no assessable profit, no PRC profits tax has been provided for the current period.

	Six months ended 30 June	
	2021 RMB'000	2020 RMB'000
Current income tax (Note 19)	—	(1,034)
Deferred income tax (Note 19)	—	(36,688)
	<u>—</u>	<u>(37,722)</u>

(i) Cayman Islands profits tax

The Company is not subject to any taxation in the Cayman Islands.

(ii) British Virgin Islands profits tax

The Company's subsidiary in the British Virgin Islands ("BVI") is exempted from BVI income tax, as it is incorporated under the International Business Companies Act of the BVI.

(iii) Hong Kong profits tax

No Hong Kong profits tax has been provided, as the Group has no taxable profit earned or derived in Hong Kong. The applicable Hong Kong profits tax rate is 16.5% (six months ended 30 June 2020: 16.5%) for the period.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

8. INCOME TAX (CREDIT)/EXPENSE — *continued*

(iv) PRC corporate income tax (“CIT”)

CIT is provided on the assessable profit of entities within the Group incorporated in the PRC. The applicable CIT rate is 25% (six months ended 30 June 2020: 25%) for the period.

(v) PRC withholding income tax

According to the new CIT Law, a 10% withholding tax will be levied on the immediate holding companies established out of the PRC, in respect of earnings generated after 31 December 2007. A lower withholding tax rate may be applied if there is a tax treaty arrangement between the PRC and the jurisdiction of the foreign immediate holding companies. During the period, no withholding tax has been provided as the directors have confirmed that the Group does not expect the PRC subsidiaries to distribute the retained earnings as at 30 June 2020 in the foreseeable future.

9. DISCONTINUED OPERATION

In the second half year of 2020, the Group decided to cease the biomass wood pellets operation and changed the factory site to a market for trading of agricultural products and leased the market to a third party. Accordingly, the cessation of biomass wood pellets operation is presented as a discontinued operation in the consolidated financial statements of the Group for six months ended 30 June 2021 with the comparatives for the corresponding year of 2020 be restated to conform with the current year’s presentation.

Results from the discontinued operation:

	As at	
	30 June 2021 RMB’000	31 December 2020 RMB’000
Revenue — sales of biomass wood pellets	—	2,952
Cost of sales	—	(3,783)
	<hr/>	<hr/>
Gross loss from discontinued operation	—	(831)
Selling and distribution expenses	—	(17)
Administrative expenses	—	(3,172)
Provision for impairment losses on financial assets	—	(13,597)
Other income	—	275
Other losses-net	—	3,670
	<hr/>	<hr/>
Operating loss from discontinued operation	—	(13,672)
Finance income	—	—
Finance costs	—	(252)
	<hr/>	<hr/>
Finance costs — net	—	(252)
	<hr/>	<hr/>
Loss before income tax from discontinued operation	—	(13,924)
Income tax credit	—	1,034
	<hr/>	<hr/>
Loss for the year from discontinued operation	—	(12,890)
	<hr/> <hr/>	<hr/> <hr/>

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

10. LOSSES PER SHARE

(a) Basic

Basic losses per share for the six months ended 30 June 2021 and 2020 are calculated by dividing the loss attributable to the shareholders of the Company by the weighted average number of ordinary shares in issue during the respective periods.

	Six months ended 30 June	
	2021	2020
Loss attributable to the shareholders of the Company		
From continuing operations	(32,695)	(83,504)
From discontinued operation	—	(12,890)
	<u>(32,695)</u>	<u>(96,394)</u>
Weighted average number of ordinary shares in issue (thousands)	<u>974,400</u>	<u>974,400</u>
Basic losses per share (RMB cents per share)		
From continuing operations	(3.36)	(8.57)
From discontinued operation	—	(1.32)
	<u>(3.36)</u>	<u>(9.89)</u>

(b) Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

During the six months ended 30 June 2020 and 2021, the diluted losses per share is equal to basic losses per share, as there were no instruments outstanding that could have a dilutive effect on the Company's ordinary shares.

11. PROPERTY, PLANT AND EQUIPMENT

	Property, plant and equipment RMB'000
Six months ended 30 June 2021	
Opening net book amount at 1 January 2021	54,813
Depreciation and amortisation	<u>(1,339)</u>
Closing net book amount at 30 June 2021	<u>53,474</u>

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

11. PROPERTY, PLANT AND EQUIPMENT — *continued*

	Property, plant and equipment RMB'000
Six months ended 30 June 2020	
Opening net book amount at 1 January 2020	119,675
Additions	10,900
Disposals	(549)
Provision for impairment loss	(28,168)
Depreciation and amortisation	<u>(2,377)</u>
Closing net book amount at 30 June 2020	<u>99,482</u>

The land use rights are held with lease term of 50 years and the land is situated in Heze city, Shandong province, the Mainland China.

As at 30 June 2021, plants of the Group with a total net book value of RMB17,216,000 (31 December 2020: RMB17,648,000) were pledged to secure short-term borrowings as disclosed in Note 17. The borrowings of RMB19,700,00 were guaranteed by Mr. KE Mingcai together with his spouse via guarantee agreements between these individuals and banks; And the remaining short-term borrowings of RMB10,000,000 were guaranteed by Mr. KE Mingcai together with Mr. ZHANG Ayang and Mr Cai Qiren via guarantee agreements between these individuals and banks (Note 20(b)).

12. LEASES

This note provides information for leases where the Group is a lessee.

(i) Amounts recognised in the interim condensed consolidated balance sheet

The interim condensed consolidated balance sheet shows the following amounts relating to leases:

	As at	
	30 June 2021 RMB'000	31 December 2020 RMB'000
Right-of-use assets		
Land use rights (a)	10,384	10,579
Buildings	<u>—</u>	<u>—</u>
	<u>10,384</u>	<u>10,579</u>
Lease liabilities		
Current	—	—
Non-current	<u>—</u>	<u>—</u>
	<u>—</u>	<u>—</u>

12. LEASES – *continued*

(i) Amounts recognised in the interim condensed consolidated balance sheet – *continued*

(a) *Land-use rights*

	Leasehold land-use rights RMB'000
Six months ended 30 June 2021	
Opening net book amount at 1 January 2021	10,579
Depreciation and amortisation	(195)
Closing net book amount at 30 June 2021	<u>10,384</u>
Six months ended 30 June 2020	
Opening net book amount at 1 January 2020	26,838
Depreciation and amortisation	(305)
Closing net book amount at 30 June 2020	<u>26,533</u>

As at 30 June 2021, land use rights of the Group with a total net book value of RMB5,419,000 (2020: RMB5,521,000) were pledged to secure short-term borrowings as disclosed in Note 17.

13. INVESTMENT PROPERTIES

During the year ended 31 December 2020, the Group transferred certain of its land-use-rights and plant from property, plant and equipment to investment properties. These investment properties, which are located at Dasen Industrial Park, Chengwu County Development Zone, Heze, Shandong Province, PRC and Meisen Industrial Park, Sunsi Town Chengwu County, Heze, Shandong Province, PRC, respectively, were stated at historical cost less subsequent accumulated depreciation and any accumulated impairment losses at the end of each reporting period.

13. INVESTMENT PROPERTIES — *continued*

As advised by the independent valuer engaged to conduct the valuation of the investment properties of the Group as of 31 December 2020, there has been no material change in fair value of the Group's investment properties since 8 March 2021, the date of issuance of its reports, and up to 30 June 2021. Accordingly, the directors of the Company consider it appropriate to determine the fair value of the Group's investment properties of as at 30 June 2021 with reference to the fair value as at 31 December 2020.

Valuations as of 31 December 2020

The fair value of the Group's investment properties as at 31 December 2020 were determined to be approximately RMB47,608,000 by the directors of the Company with reference to valuations performed by Shandong Tongcheng Real Estate Valuation and Consulting Co., Limited (山東同誠房地產評估諮詢有限公司), an independent valuer on the investment properties as at 31 December 2020. The valuer has appropriate qualifications and experience in the valuation of properties in the relevant locations.

The valuations were based on market approach, an approach determined to be the most appropriate valuation methodology for valuing the investment properties of the Group. The rationale for this method is to determine the market rate by considering identified market comparable transactions with the subject property. Adjustments will be applied to the said comparable transactions to adjust for differences between the subject property and the comparable transactions. The fair value estimation of the investment property is categorised in level 3 hierarchy. As at 31 December 2020, the key assumptions adopted in the valuation that support the determination of fair value were in the following ranges for the Group's portfolio of investment properties:

Description	Fair value at 31 December 2020 (RMB'000)	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Investment properties	47,608	Comparison approach	Comparable's unit selling price	RMB1,370– RMB1,480 per square meter	The higher the unit selling price, the higher the fair value

For further details of the valuation as at 31 December 2020, please refer to the supplemental announcement in relation to the 2020 annual report of the Company dated 6 July 2021.

14. INVENTORIES

Inventories include raw materials, work in progress and finished goods are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. Cost comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure. In arriving at the provision amount for inventory write-down, the Management assessed the net realisable value of its inventories based on the estimated selling price in the ordinary course of business, less estimated completion costs and other selling expenses. These estimates are based on the prevailing market condition and the comparable prices of similar products.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

15. TRADE AND OTHER RECEIVABLES

	As at	
	30 June 2021 RMB'000	31 December 2020 RMB'000
Trade receivables (note)	169,568	170,825
Less: provision for impairment (note 5.2 (ii))	<u>(82,841)</u>	<u>(81,953)</u>
Trade receivables — net	86,727	88,872
Prepayments for raw materials	7,514	14,195
Other receivables	24,877	26,258
Less: provision for impairment	<u>(17,971)</u>	<u>(17,971)</u>
	<u><u>101,147</u></u>	<u><u>111,354</u></u>

Note:

As at 30 June 2021 and 31 December 2020 the aging analysis of the trade receivables based on invoice date was as follows:

	As at	
	30 June 2021 RMB'000	31 December 2020 RMB'000
Up to 3 months	36,232	41,744
4 to 6 months	11,747	19,146
7 to 12 months	39,864	31,517
Over 1 year	<u>81,725</u>	<u>78,418</u>
	<u><u>169,568</u></u>	<u><u>170,825</u></u>

The Group has a large number of customers, mainly in Fujian Province, Guangdong Province and Zhejiang Province. There is no concentration of credit risk with respect to trade receivables. Majority of the Group's sales are with credit terms. Due to the impact of COVID-19, the Group's downstream customers have difficulties in their operations. As a result, the Group has difficulties in collecting money from these downstream customers and management analyzes all receivables and significant provision for bad debts was made. The Group applies the IFRS 9 modified retrospective approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

16. SHARE CAPITAL AND SHARE PREMIUM

	Number of ordinary shares '000	Amount		
		Share capital RMB'000	Share premium RMB'000	Total RMB'000
At 1 January 2020, 30 June 2020, 1 January 2021 and 30 June 2021	974,400	8,592	212,502	221,094

17. BORROWINGS

	As at	
	30 June 2021 RMB'000	31 December 2020 RMB'000
Current		
Bonds repayable within one year (a)	32,502	29,037
Short-term bank borrowings — secured (b)	26,307	28,900
	<u>58,809</u>	<u>57,937</u>

(a) Bonds

The Company has issued both short-term and long-term bonds with fixed interest rates ranging from 6% to 8% per annum. The tenures of the bonds are between 1 to 7.5 years. The fair values of the bonds approximated their carrying amount as at 30 June 2021.

The Company failed to pay the interests of all the bonds that were due for repayment during the year thereby triggered the default redemption clause of the bond contracts. As a result, all the outstanding bond borrowings amounted to RMB32,502,000 as at 30 June 2021 became immediately repayable if requested by the bond holder creditors, of which RMB8,216,000 represented bonds with original maturity dates within one year, while the remaining RMB24,286,000 represented bonds with original maturity dates beyond 30 June 2021 and were reclassified as current liabilities as at 30 June 2021. In addition, the Company received several writs of summons and a statutory demand with a total statement of claims of approximately HK\$5,630,000 issued by certain bond holder creditors against the Company, details of which have been disclosed in the announcements of the Company dated 29 June 2020, 3 September 2020, 24 September 2020, 19 January 2021 and 17 February 2021.

17. BORROWINGS — *continued*

(a) Bonds — *continued*

In order to discharge substantially the liabilities and claims against the Company in Hong Kong and to alleviate its cash flow pressure, on 30 November 2020, the Company announced the Proposed Restructuring of the Company in Hong Kong, including the bonds borrowings and the interests accrued and other liabilities in Hong Kong, by way of implementing the Scheme. The Scheme is a scheme of arrangement to be entered into between the Company and the creditors pursuant to Sections 666 to 675 of the Companies Ordinance of Hong Kong (Chapter 622 of the Laws of Hong Kong).

(b) Short-term bank borrowings

The Group's short term bank borrowings were borrowed by the PRC subsidiaries of the Group from banks in the PRC. They are secured by the Group's land use rights with net book value of RMB5,418,000 (2020: RMB5,521,000), plants of the Group with net book value of RMB17,216,000 (2020: RMB17,648,000), and investment properties with net book value of RMB32,596,000 (2020: RMB33,099,000) as at 30 June 2021. The bank borrowings were also guaranteed by Mr. KE Mingcai, a former Director, together with his spouse, Mr. ZHANG Ayang, an executive Director and an employee of the Group's PRC subsidiary.

The Group failed to repay three borrowings from a bank in the PRC, totalling RMB18,900,000 as at 31 December 2020, when the three bank borrowings were due for repayment in January and February 2021. This had triggered cross default of another bank borrowing from a bank in the PRC, totalling RMB10,000,000 as at 31 December 2020, which were originally due for repayment in June 2021 and will be subject to immediate repayment if requested by the respective bank.

The Group has been in active contact with the respective banks in the PRC regarding the repayment arrangement of the Group's bank borrowings in the PRC subsidiaries. In respect of the three overdue bank borrowings totalling RMB26,307,000, following negotiations with the bank, subsequently in April 2021, verbal agreement was reached with the bank for the extension of the repayment period of the three bank borrowings to June 2021 subject to certain partial early repayments.

On 21 August 2021, the Court of Chengwu Country of Shangdong Province of the PRC handed down a judgment on one of the Company's PRC subsidiaries requiring it to repay to a bank the outstanding principal amount of RMB7,441,641.41 together with interest and costs. Further details of this are set out in the announcement of the Company dated 30 August 2021.

The carrying amounts of the Group's borrowings from banks were denominated in RMB and approximated their fair values at the respective balance sheet dates.

For the six months ended 30 June 2021, the weighted average effective interest rate on borrowings from banks was 6.39% (six months ended 30 June 2020: 6.44%).

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

18. TRADE AND OTHER PAYABLES

	As at	
	30 June 2021 RMB'000	31 December 2020 RMB'000
Trade payables (note)	876	714
Employee benefit payables	6,395	8,473
Advances from customers	4,340	1,643
Other taxes payable	20,764	18,359
Interest payable	2,764	2,764
Others	7,515	8,969
	<u>42,654</u>	<u>40,922</u>

Note:

As at 30 June 2021 and 31 December 2020, the aging analysis of the trade payables based on invoice date was as follows:

	As at	
	30 June 2021 RMB'000	31 December 2020 RMB'000
Within 3 months	<u>876</u>	<u>714</u>

19. DEFERRED INCOME TAX

	Six months ended 30 June	
	2021 RMB'000	2020 RMB'000
At beginning of the period	—	7,280
Income statement credit (Note 8)	—	37,722
	<u>—</u>	<u>45,002</u>
At end of the period	<u>—</u>	<u>45,002</u>

20. DIVIDENDS

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2021 (30 June 2020: RMB Nil).

21. CONTINGENT LIABILITIES

As at 30 June 2021 and 31 December 2020, the Group had no material contingent liabilities (30 June 2020: RMB Nil).

22. RELATED PARTY TRANSACTIONS AND BALANCES

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operation decisions.

Name and relationship with related parties are set out below:

Related party	Relationship
Mr. KE Mingcai	Shareholder and former Director
Mr. ZHANG Ayang	Shareholder and Director
Mr. Wu Shican	Shareholder and former Director
Mr. Wong Tseng Hon	Shareholder
Mr. Cai Jinxu	Former Shareholder

(a) Key management compensation

	Six months ended 30 June	
	2021 RMB'000	2020 RMB'000
Salaries and bonus	1,308	1,240
Pension, housing fund, medical insurance and other	—	46
	<u>1,308</u>	<u>1,286</u>

Key management are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including directors and executive officers.

(b) Guarantees provided by related parties in respect of the Group's short-term borrowings from banks

As at 30 June 2021, the Group's short-term borrowings of RMB18,900,000 were guaranteed by Mr. KE Mingcai, together with his spouse. Short-term borrowings of RMB10,000,000 were guaranteed by Mr. KE Mingcai together with Mr. ZHANG Ayang (Note 17(b)).

As at 31 December 2020, the Group's short-term borrowings of RMB18,900,000 were guaranteed by Mr. KE Mingcai, together with his spouse. Short-term borrowings of RMB10,000,000 were guaranteed by Mr. KE Mingcai together with Mr. ZHANG Ayang (Note 17(b)).

23. EVENTS OCCURRING AFTER THE REPORTING PERIOD

- (a) As mentioned in Note 17(b) above, the Group failed to repay three bank borrowings in the PRC totalling RMB18,900,000 as at 31 December 2020 when the bank borrowings were due for repayment in January and February 2021, and had triggered cross default of another bank borrowing in the PRC of RMB10,000,000 as at 31 December 2020, which was originally due for repayment in June 2021 and will be subject to immediate repayment if requested by the respective bank.

The Group has been in active contact with the respective banks in the PRC regarding the repayment arrangement of the Group's bank borrowings in the PRC subsidiaries. In respect of the three overdue bank borrowings totalling RMB26,307,000, following negotiations with the bank, subsequently in April 2021, verbal agreement was reached with the bank for the extension of the repayment period of the three bank borrowings to June 2021 subject to certain partial early repayments.

On 21 August 2021, the Court of Chengwu Country of Shangdong Province of the PRC handed down a judgment on one of the Company's PRC subsidiaries requiring it to repay to a bank the outstanding principal amount of RMB7,441,641.41 together with interest and costs. Further details of this are set out in the announcement of the Company dated 30 August 2021.

- (b) **Update on legal proceedings undertaken by bondholders against the Company**

Reference is made to the announcements of the Company dated 29 June 2020 and 24 September 2020 in respect of the writs of summons with a statement of claim filed by two bondholders (the "Plaintiffs") in the District Court of the Hong Kong Special Administrative Region (the "Court") against the Company for amounts owe to them under the bonds. Applications for summary judgment by way of summons against the Company by the Plaintiffs were subsequently granted in favour of the Plaintiffs by the Court. Further details of this are out in the announcements of the Company dated 20 July 2021 and 4 August 2021.