



CHIA TAI ENTERPRISES INTERNATIONAL LIMITED
正大企業國際有限公司

Incorporated in Bermuda with members' limited liability • Stock Code : 3839
於百慕達註冊成立之成員有限責任公司 • 股份代號 : 3839

INTERIM REPORT 2024 中期報告

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MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

GROUP RESULTS

The Group has two lines of business: biochemical business and industrial business. The biochemical business focuses on chlortetracycline (“CTC”) and animal health products, and is carried on by Group subsidiaries. This business segment accounts for all of the Group’s consolidated revenue. The industrial business comprises the Group’s interests in its joint venture ECI Metro Investment Co., Ltd. (together with its subsidiaries, “ECI Metro”) and its associate Zhanjiang Deni Vehicle Parts Co., Ltd. (together with its subsidiaries, “Zhanjiang Deni”). The results of the Group’s industrial business are incorporated in the consolidated statement of comprehensive income as share of profits and losses of joint venture and associate.

For the six months ended 30 June 2024 (“1H2024”), the Group’s revenue increased 30.4% to US\$107.98 million (for the six months ended 30 June 2023 (“1H2023”): US\$82.81 million). However, overall gross profit margin decreased from 20.0% in 1H2023 to 16.7% in 1H2024 mainly due to an increase in trading business which has a lower profit margin.

Profit attributable to shareholders of the Company was US\$1.96 million in 1H2024, a decrease of 3.2% compared to US\$2.03 million in 1H2023.

Basic and diluted earnings per share were both 0.8 US cents (1H2023: 0.8 US cents). The Board of Directors of the Company resolved not to declare an interim dividend for the six months ended 30 June 2024 (1H2023: Nil).

BUSINESS REVIEW

Biochemical

We generate our revenue mainly from the manufacture and/or sale of CTC products (CTC Premix and CTC HCL) and animal health products. CTC products are antibiotics used to prevent or cure animal diseases. Our animal health products, on the other hand, are mainly preventive drugs for livestock diseases. In the past few years, we have been strategically broadening our product portfolio to cover related veterinary products. Of these new offerings, some we manufacture and sale, and some we source and trade. The Group’s major customers include farms, pharmaceutical companies, trading companies and feed mills.

集團業績

本集團從事生化業務及工業業務。生化業務專注於金霉素及動保化藥產品，並由本集團之附屬公司營運。此業務為本集團所有的綜合收入。工業業務包含本集團於ECI Metro Investment Co., Ltd. (及其附屬公司，統稱「ECI Metro」)的合營企業權益及於湛江德利車輛部件有限公司 (及其附屬公司，統稱「湛江德利」)的聯營公司權益。本集團工業業務的業績載列於綜合全面收益表內的應佔合營企業及聯營公司溢利及虧損。

截至二零二四年六月三十日止六個月 (「二零二四年上半年」)，本集團的收入上升30.4%至1億798萬美元 (截至二零二三年六月三十日止六個月 (「二零二三年上半年」)：8,281萬美元)。然而，整體毛利率從二零二三年上半年的20.0%下降至二零二四年上半年的16.7%，主要由於較低利潤率的貿易業務增加所致。

二零二四年上半年本公司股東應佔溢利為196萬美元，較二零二三年上半年的203萬美元下降3.2%。

每股基本及攤薄溢利均為0.8美仙 (二零二三年上半年：0.8美仙)。本公司董事會決議不派付截至二零二四年六月三十日止六個月的中期股息 (二零二三年上半年：無)。

業務回顧

生化業務

我們的收入主要來自製造及／或銷售金霉素產品 (金霉素預混劑及鹽酸金霉素) 和動保化藥產品。金霉素產品為用作預防或治療動物疾病的抗生素。而我們的動保化藥產品主要是用作家畜疾病的防治藥。近年，我們一直戰略性地擴大我們的產品系列，以涵蓋相關的獸藥產品。在這些新產品中，一部分我們製造及銷售，一部分我們採購和貿易。本集團的主要客戶包括養殖場、製藥公司、貿易公司及飼料加工廠。

In 1H2024, the Group's revenue from the biochemical business increased 30.4% to US\$107.98 million (1H2023: US\$82.81 million). Our sales mix changed in line with our strategic business direction. Revenue contribution from CTC products decreased from 48% in 1H2023 to 33% in 1H2024, while revenue contribution from animal health products increased from 52% in 1H2023 to 67% in 1H2024.

Our asset-light trading business – the expanding segment – has a lower profit margin relative to our manufacturing business. As a result, overall gross profit margin reduced from 20.0% in 1H2023 to 16.7% in 1H2024. Nevertheless, contribution from our biochemical business improved in 1H2024.

Industrial

The Group's industrial business is conducted through ECI Metro and Zhanjiang Deni.

ECI Metro is principally engaged in the sale, leasing and servicing of Caterpillar machinery equipment in western China. The excavator market in China had been impacted by a decline in construction machinery demand in the past few years. In 1H2024, according to the China Construction Machinery Association, excavator sales, in unit terms, across the entire market recorded a modest 4.7% increase when compared to that in 1H2023. Although we were able to maintain our volume market share in 1H2024, our revenue from sales of excavators, power system and spare parts decreased due to intense competition. Sales of small and medium-sized construction machinery were also continuously challenged by domestic brands in China. As a result, for the six months ended 30 June 2024, our share of profit of joint venture declined from US\$2.61 million in 1H2023 to US\$0.11 million in 1H2024.

Zhanjiang Deni is principally engaged in the manufacture and sale of automotive parts, which are mainly sold to automobile and motorcycle manufacturers. According to the China Association of Automobile Manufacturers, China automobile sales in 1H2024 increased by 6.1% when compared to that in 1H2023. On the other hand, according to China Chamber of Commerce for Motorcycle, China motorcycle sales in 1H2024 was 2.9% lower than that in 1H2023. For the six months ended 30 June 2024, our share of profit of associate remained stable at US\$1.16 million (1H2023: US\$1.04 million).

二零二四年上半年，本集團生化業務的收入上升30.4%至1億798萬美元（二零二三年上半年：8,281萬美元）。我們的銷售結構隨著我們的戰略業務方向發生變化。金霉素產品的收入佔比從二零二三年上半年的48%下降至二零二四年上半年的33%，而動保化藥產品的收入佔比從二零二三年上半年的52%增加至二零二四年上半年的67%。

我們在擴展中的輕資產貿易業務對比自產業務的利潤率較低，導致整體毛利率從二零二三年上半年的20.0%下降至二零二四年上半年的16.7%。然而，我們的生化業務貢獻在二零二四年上半年有所改善。

工業業務

本集團的工業業務透過ECI Metro及湛江德利經營。

ECI Metro主要在中國西部從事卡特彼勒機械設備的銷售、租賃及維修服務。過去數年，中國挖掘機市場受工程機械需求下滑的沖擊。二零二四年上半年，據中國工程機械工業協會統計，挖掘機總體市場銷量比二零二三年上半年輕微上升4.7%。雖然我們在二零二四年上半年亦能維持市場銷量份額，我們挖掘機、發電機及零件的銷售收入因劇烈競爭而下降。我們中小型工程機械的銷售也不斷受到國內品牌的挑戰。因此，截至二零二四年六月三十日止六個月，應佔合營企業溢利從二零二三年上半年261萬美元下降至二零二四年上半年11萬美元。

湛江德利主要從事製造及銷售汽車零件，主要出售予汽車及摩托車製造商。根據中國汽車工業協會統計，中國汽車二零二四年上半年銷量比二零二三年上半年增加6.1%，而根據中國摩托車商會統計，中國摩托車二零二四年上半年銷量則比二零二三年上半年下降2.9%。截至二零二四年六月三十日止六個月，應佔聯營公司溢利保持平穩為116萬美元（二零二三年上半年：104萬美元）。

OUTLOOK

Looking forward, the pace of farming market recovery and changes in global economic dynamics are expected to bring uncertainties to our biochemical business. For our industrial business, fixed-asset investment growth in the remainder of 2024 is expected to hover at a low level and competition is likely to remain intense. Overall, we remain cautious for our performance in the remainder of 2024.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2024, the Group had total assets of US\$384.0 million, an increase of 1.8% as compared to US\$377.4 million as at 31 December 2023.

Net debt (30 June 2024: US\$28.0 million, 31 December 2023: US\$40.6 million) to equity ratio (defined as total bank borrowings minus cash and deposits divided by total equity) was 0.11 as compared to 0.16 as at 31 December 2023.

All the borrowings of the Group are denominated in Renminbi (“RMB”) as at 30 June 2024 and 31 December 2023.

As at 30 June 2024, the Group’s fixed interest rate bank borrowings amounted to US\$42.7 million (31 December 2023: US\$41.1 million).

All domestic sales in mainland China are transacted in RMB and export sales are transacted in foreign currencies. The Group monitors exchange rate movements and determines appropriate hedging activities when necessary.

CAPITAL STRUCTURE

The Group finances its working capital requirements through a combination of funds generated from operations and borrowings. The Group had cash and cash equivalents of US\$42.0 million as at 30 June 2024, an increase of US\$4.4 million compared to US\$37.6 million as at 31 December 2023.

CHARGES ON GROUP ASSETS

As at 30 June 2024, out of the total borrowings of US\$78.2 million (31 December 2023: US\$78.2 million) obtained by the Group, US\$20.7 million (31 December 2023: US\$21.7 million) was secured, which accounted for 26.5% (31 December 2023: 27.7%) of the total borrowings. Certain of the Group’s property, plant and equipment and land lease prepayments with an aggregate net book value of US\$29.2 million (31 December 2023: US\$33.8 million) were pledged as security.

展望

展望未來，養殖市場復蘇的步伐和全球經濟動態的變化預計會為我們的生化業務帶來不確定性。至於我們的工業業務，預計二零二四年餘下時間固定資產投資增速將徘徊在低位，而行業競爭將會仍然激烈。總體而言，我們對二零二四年餘下時間的表現保持謹慎態度。

資金流動性及財政資源

於二零二四年六月三十日，本集團之總資產為3億8,400萬美元，較二零二三年十二月三十一日之3億7,740萬美元，增加1.8%。

淨債務（二零二四年六月三十日：2,800萬美元，二零二三年十二月三十一日：4,060萬美元）對權益比率（定義為銀行借款減現金及存款後除以權益總額）為0.11，相對二零二三年十二月三十一日之0.16。

本集團於二零二四年六月三十日及二零二三年十二月三十一日的借款全部按人民幣作為單位。

於二零二四年六月三十日，本集團按固定利率計息之銀行借款為4,270萬美元（二零二三年十二月三十一日：4,110萬美元）。

於中國大陸所有國內銷售均以人民幣計算，而出口之銷售則以外幣計算。本集團監控外匯變動，必要時考慮適當的對沖活動。

資本結構

本集團透過營運資金及借款應付其流動資金需求。於二零二四年六月三十日，本集團持有現金及現金等價物4,200萬美元（二零二三年十二月三十一日：3,760萬美元），增加440萬美元。

本集團資產抵押

於二零二四年六月三十日，本集團總借款為7,820萬美元（二零二三年十二月三十一日：7,820萬美元），其中2,070萬美元（二零二三年十二月三十一日：2,170萬美元）借款需提供資產抵押，佔借款總額之26.5%（二零二三年十二月三十一日：27.7%）。本集團若干物業、廠房及設備及預付土地租賃費已用作抵押，賬面淨額合共2,920萬美元（二零二三年十二月三十一日：3,380萬美元）。

CONTINGENT LIABILITIES

As at 30 June 2024, the Group did not have any significant contingent liabilities.

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS AND DISPOSALS

Save for those disclosed in this interim report, there were no other significant investments held nor material acquisitions or disposals during the period.

EMPLOYEE AND REMUNERATION POLICIES

As at 30 June 2024, the Group employed around 900 employees in the Mainland China and Hong Kong. The Group remunerates its employees based on their performance, experience and prevailing market conditions while performance bonuses are granted on a discretionary basis. Other employee benefits include, for example, medical insurance and training.

或有負債

本集團於二零二四年六月三十日並沒有任何重大或有負債。

持有的重大投資、重大收購及出售

除本中期報告所披露外，本集團在期內沒有持有任何其他重大投資，亦沒有進行任何重大收購或出售。

僱員及酬金政策

於二零二四年六月三十日，本集團於中國大陸及香港共聘用約900名僱員。本集團根據僱員的表現、經驗及現行的市場水平，釐訂其薪津，並酌情授予花紅。其他僱員福利包括例如：醫療保險及培訓。

REPORT ON REVIEW OF INTERIM FINANCIAL REPORT



Review report to the board of directors of
Chia Tai Enterprises International Limited
(Incorporated in Bermuda with members' limited liability)

Introduction

We have reviewed the interim financial report set out on pages 8 to 30 which comprises the consolidated statement of financial position of Chia Tai Enterprises International Limited (the "Company") and its subsidiaries (together, the "Group") as of 30 June 2024 and the related consolidated statement of comprehensive income, consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six month period then ended and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and International Accounting Standard 34, *Interim Financial Reporting*, issued by the International Accounting Standards Board. The directors are responsible for the presentation of the interim financial report in accordance with International Accounting Standard 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*, issued by the Hong Kong Institute of Certified Public Accountants. A review of the interim financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

中期財務報告之審閱報告

致正大企業國際有限公司董事會之審閱報告

(於百慕達註冊成立之成員有限責任公司)

緒言

我們已審閱第8至30頁所載之中期財務報告，當中包括正大企業國際有限公司（「貴公司」）及其附屬公司（以下統稱「貴集團」）於二零二四年六月三十日的綜合財務狀況表與截至該日止六個月期間的相關綜合全面收益表、綜合權益變動表和簡明綜合現金流量表及附註解釋。香港聯合交易所有限公司證券上市規則規定，中期財務報告之編製必須符合當中有關條文，以及由國際會計準則委員會頒佈的國際會計準則第34號*中期財務報告*。董事須負責根據國際會計準則第34號編制及呈報中期財務報告。

我們的責任是根據我們的審閱對中期財務報告作出結論，並按照我們雙方所協定之委聘條款僅向全體董事會報告，且不可作其他用途。我們不會就本報告的內容，對任何其他人士負責或承擔任何責任。

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱工作準則第2410號*獨立核數師對中期財務信息的審閱*進行審閱。審閱中期財務報告包括向主要負責財務和會計事務之人員作出查詢，並應用分析性和其他審閱程序。由於審閱範圍遠少於根據香港審核準則進行審核之範圍，故不能保證我們會知悉在審核中可能發現之所有重大事項。因此，我們不會發表審核意見。

**REPORT ON REVIEW OF INTERIM
FINANCIAL REPORT (CONTINUED)**

中期財務報告之審閱報告(續)

Conclusion

結論

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2024 is not prepared, in all material respects, in accordance with International Accounting Standard 34, *Interim Financial Reporting*.

根據我們的審閱，我們並無發現任何事項令我們相信截至二零二四年六月三十日之中期財務報告在各重大方面未有根據國際會計準則第34號中期財務報告編製。

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9 August 2024

二零二四年八月九日

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

綜合全面收益表

| | | Six months ended 30 June 截至六月三十日止六個月 | | |
|---|---------------------|---|-----------------------|-----------------|
| | | 2024 二零二四年 | 2023 二零二三年 | |
| | | US\$'000 美元千元 | US\$'000 美元千元 | |
| | | (Unaudited) (未經審核) | (Unaudited) (未經審核) | |
| | Note 附註 | | | |
| REVENUE | 收入 | 5 | 107,979 | 82,810 |
| Cost of sales | 銷售成本 | | (89,990) | (66,279) |
| Gross profit | | | 17,989 | 16,531 |
| Other income, net | 其他收入淨額 | 6 | 3,307 | 434 |
| Selling and distribution costs | 銷售及分銷成本 | | (6,176) | (5,879) |
| General and administrative expenses | 行政及管理費用 | | (11,589) | (11,319) |
| Finance costs | 財務成本 | 7 | (1,249) | (711) |
| Share of profits and losses of: | 應佔溢利及虧損： | | | |
| Joint venture | 合營企業 | | 114 | 2,606 |
| Associate | 聯營公司 | | 1,161 | 1,043 |
| PROFIT BEFORE TAX | 除稅前溢利 | 8 | 3,557 | 2,705 |
| Income tax | 所得稅 | 9 | (824) | (424) |
| PROFIT FOR THE PERIOD | 期內溢利 | | 2,733 | 2,281 |
| Profit attributable to: | 溢利歸屬予： | | | |
| Shareholders of the Company | 本公司股東 | | 1,963 | 2,027 |
| Non-controlling interests | 非控制性權益 | | 770 | 254 |
| | | | 2,733 | 2,281 |
| | | | US cents | US cents |
| | | | 美仙 | 美仙 |
| EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY | 本公司股東應佔之每股溢利 | | | |
| Basic and diluted | 基本及攤薄 | 11 | 0.80 | 0.80 |

**CONSOLIDATED STATEMENT OF
COMPREHENSIVE INCOME (CONTINUED)**
綜合全面收益表(續)

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|-------------------|--|--|
| | | 2024 二零二四年 US\$'000 美元千元 (Unaudited) (未經審核) | 2023 二零二三年 US\$'000 美元千元 (Unaudited) (未經審核) |
| PROFIT FOR THE PERIOD | 期內溢利 | 2,733 | 2,281 |
| OTHER COMPREHENSIVE INCOME | 其他全面收益 | | |
| Items that may be reclassified subsequently to profit or loss: | 其後可能會重新分類至損益之項目： | | |
| Exchange differences related to translation of foreign operations | 與外地業務於換算時相關之匯兌差額 | (1,615) | (4,110) |
| Share of other comprehensive income of: | 應佔其他全面收益： | | |
| Joint venture | 合營企業 | (2,431) | (5,298) |
| Associate | 聯營公司 | (418) | (873) |
| OTHER COMPREHENSIVE INCOME FOR THE PERIOD | 期內其他全面收益 | (4,464) | (10,281) |
| TOTAL COMPREHENSIVE INCOME FOR THE PERIOD | 期內全面收益總額 | (1,731) | (8,000) |
| Total comprehensive income attributable to: | 全面收益總額歸屬予： | | |
| Shareholders of the Company | 本公司股東 | (1,995) | (7,063) |
| Non-controlling interests | 非控制性權益 | 264 | (937) |
| | | (1,731) | (8,000) |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

| | | | 30 June 2024 二零二四年 六月三十日 | 31 December 2023 二零二三年 十二月三十一日 |
|--|------------|--------------------|---|---|
| | Note 附註 | | US\$'000 美元千元 (Unaudited) (未經審核) | US\$'000 美元千元 (Audited) (經審核) |
| NON-CURRENT ASSETS | | 非流動資產 | | |
| Property, plant and equipment | | 物業、廠房及設備 | 98,825 | 95,951 |
| Land lease prepayments | | 預付土地租賃費 | 4,501 | 4,878 |
| Investments in joint venture | | 於合營企業的投资 | 98,757 | 101,074 |
| Investments in associate | | 於聯營公司的投资 | 20,469 | 19,726 |
| Other non-current assets | | 其他非流動資產 | 964 | 712 |
| Total non-current assets | | 總非流動資產 | 223,516 | 222,341 |
| CURRENT ASSETS | | 流動資產 | | |
| Inventories | | 存貨 | 31,696 | 39,690 |
| Trade and bills receivables | | 應收貿易賬款及票據 | 67,417 | 63,284 |
| Prepayments, deposits and other receivables | | 預付賬款、按金及 其他應收賬款 | 11,230 | 14,453 |
| Pledged deposits | | 已抵押存款 | 8,198 | - |
| Cash and cash equivalents | | 現金及現金等價物 | 41,960 | 37,606 |
| Total current assets | | 總流動資產 | 160,501 | 155,033 |
| CURRENT LIABILITIES | | 流動負債 | | |
| Trade and bills payables | | 應付貿易賬款及票據 | 33,503 | 24,952 |
| Other payables and accruals | | 其他應付賬款及預提費用 | 13,355 | 13,714 |
| Bank borrowings | | 銀行借款 | 58,967 | 58,118 |
| Income tax payables | | 應付所得稅 | 3,563 | 3,304 |
| Total current liabilities | | 總流動負債 | 109,388 | 100,088 |
| NET CURRENT ASSETS | | 淨流動資產 | 51,113 | 54,945 |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | 總資產減流動負債 | 274,629 | 277,286 |

**CONSOLIDATED STATEMENT OF
FINANCIAL POSITION (CONTINUED)**
綜合財務狀況表(續)

| | | | 30 June 2024 二零二四年 六月三十日 | 31 December 2023 二零二三年 十二月三十一日 |
|---|---------------|------------|---|---|
| | | Note 附註 | US\$'000 美元千元 (Unaudited) (未經審核) | US\$'000 美元千元 (Audited) (經審核) |
| NON-CURRENT LIABILITIES | 非流動負債 | | | |
| Bank borrowings | 銀行借款 | | 19,213 | 20,050 |
| Other non-current liabilities | 其他非流動負債 | | 1,379 | 1,648 |
| Deferred tax liabilities | 遞延稅項負債 | | 3,750 | 3,570 |
| Total non-current liabilities | 總非流動負債 | | 24,342 | 25,268 |
| NET ASSETS | 資產淨值 | | 250,287 | 252,018 |
| EQUITY | 權益 | | | |
| Equity attributable to shareholders of the Company | 本公司股東應佔權益 | | | |
| Issued capital | 已發行股本 | 15 | 25,333 | 25,333 |
| Reserves | 儲備 | | 201,102 | 203,097 |
| | | | 226,435 | 228,430 |
| Non-controlling interests | 非控制性權益 | | 23,852 | 23,588 |
| TOTAL EQUITY | 權益總額 | | 250,287 | 252,018 |

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY 綜合權益變動表

Six months ended 30 June 2024

截至二零二四年六月三十日止六個月

| | | Attributable to shareholders of the Company 本公司股東應佔 | | | | | | | | |
|---|------------------|--|--|--|---|--|--|--|---|--|
| | | Issued capital 已發行股本 US\$'000 美元千元 (Unaudited) (未經審核) | Capital reserve 資本儲備 US\$'000 美元千元 (Unaudited) (未經審核) | PRC reserve funds 中國儲備基金 US\$'000 美元千元 (Unaudited) (未經審核) | Exchange fluctuation reserve 外匯波動儲備 US\$'000 美元千元 (Unaudited) (未經審核) | Retained profits 未分配利潤 US\$'000 美元千元 (Unaudited) (未經審核) | Total 總額 US\$'000 美元千元 (Unaudited) (未經審核) | Non-controlling interests 非控制性權益 US\$'000 美元千元 (Unaudited) (未經審核) | Total equity 權益總額 US\$'000 美元千元 (Unaudited) (未經審核) | |
| At 1 January 2024 | 於二零二四年一月一日 | 25,333 | 10,845 | 19,541 | (3,712) | 176,423 | 228,430 | 23,588 | 252,018 | |
| Profit for the period | 期內溢利 | - | - | - | - | 1,963 | 1,963 | 770 | 2,733 | |
| Other comprehensive income for the period: | 期內其他全面收益： | | | | | | | | | |
| Exchange differences related to translation of foreign operations | 與外地業務於換算時相關之匯兌差額 | - | - | - | (1,109) | - | (1,109) | (506) | (1,615) | |
| Share of other comprehensive income of: | 應佔其他全面收益： | | | | | | | | | |
| Joint venture | 合營企業 | - | - | - | (2,431) | - | (2,431) | - | (2,431) | |
| Associate | 聯營公司 | - | - | - | (418) | - | (418) | - | (418) | |
| Total comprehensive income for the period | 期內全面收益總額 | - | - | - | (3,958) | 1,963 | (1,995) | 264 | (1,731) | |
| Transfer (out)/in | 轉(出)/入 | - | - | (28) | - | 28 | - | - | - | |
| At 30 June 2024 | 於二零二四年六月三十日 | 25,333 | 10,845 | 19,513 | (7,670) | 178,414 | 226,435 | 23,852 | 250,287 | |

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED) 綜合權益變動表(續)

Six months ended 30 June 2023

截至二零二三年六月三十日止六個月

| | | Attributable to shareholders of the Company 本公司股東應佔 | | | | | | | |
|---|------------------|--|-----------------|-------------------|------------------------------|------------------|-------------|---------------------------|--------------|
| | | Issued capital | Capital reserve | PRC reserve funds | Exchange fluctuation reserve | Retained profits | Total | Non-controlling interests | Total equity |
| | | 已發行股本 | 資本儲備 | 中國儲備基金 | 外匯波動儲備 | 未分配利潤 | 總額 | 非控制性權益 | 權益總額 |
| | | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 | US\$'000 |
| | | 美元千元 | 美元千元 | 美元千元 | 美元千元 | 美元千元 | 美元千元 | 美元千元 | 美元千元 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) |
| At 1 January 2023 | 於二零二三年一月一日 | 25,333 | 10,845 | 19,317 | 1,261 | 174,094 | 230,850 | 24,902 | 255,752 |
| Profit for the period | 期內溢利 | - | - | - | - | 2,027 | 2,027 | 254 | 2,281 |
| Other comprehensive income for the period: | 期內其他全面收益： | | | | | | | | |
| Exchange differences related to translation of foreign operations | 與外地業務於換算時相關之匯兌差額 | - | - | - | (2,919) | - | (2,919) | (1,191) | (4,110) |
| Share of other comprehensive income of: | 應佔其他全面收益： | | | | | | | | |
| Joint venture | 合營企業 | - | - | - | (5,298) | - | (5,298) | - | (5,298) |
| Associate | 聯營公司 | - | - | - | (873) | - | (873) | - | (873) |
| Total comprehensive income for the period | 期內全面收益總額 | - | - | - | (9,090) | 2,027 | (7,063) | (937) | (8,000) |
| Transfer in/(out) | 轉入/(出) | - | - | 46 | - | (46) | - | - | - |
| At 30 June 2023 | 於二零二三年六月三十日 | 25,333 | 10,845 | 19,363 | (7,829) | 176,075 | 223,787 | 23,965 | 247,752 |

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS 簡明綜合現金流量表

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|--------------------------|--|--|
| | | 2024 二零二四年 US\$'000 美元千元 (Unaudited) (未經審核) | 2023 二零二三年 US\$'000 美元千元 (Unaudited) (未經審核) |
| CASH FLOWS FROM OPERATING ACTIVITIES | 經營活動之現金流量 | | |
| Cash generated from/(used in) operations | 經營產生/(所用)之現金 | 11,475 | (794) |
| Interest paid | 已付利息 | (1,604) | (1,396) |
| Income tax paid | 已付所得稅 | (356) | (962) |
| Net cash flows generated from/(used in) operating activities | 經營活動所得/(所用)現金流量淨額 | 9,515 | (3,152) |
| CASH FLOWS FROM INVESTING ACTIVITIES | 投資活動之現金流量 | | |
| Payment for the purchase of property, plant and equipment | 購買物業、廠房及設備所付款項 | (8,950) | (3,190) |
| Proceeds from disposal of property, plant and equipment | 出售物業、廠房及設備所得款項 | 1,440 | – |
| Other cash flows arising from investing activities | 其他源自投資活動之現金流量 | 694 | 534 |
| Net cash flows used in investing activities | 投資活動所用之現金流量淨額 | (6,816) | (2,656) |
| CASH FLOWS FROM FINANCING ACTIVITIES | 融資活動之現金流量 | | |
| Proceeds from bank borrowings | 銀行借款所得款項 | 29,884 | 47,801 |
| Repayment of bank borrowings | 償還銀行借款 | (27,994) | (35,889) |
| Net cash flows generated from financing activities | 融資活動所得之現金流量淨額 | 1,890 | 11,912 |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 現金及現金等價物增加淨額 | 4,589 | 6,104 |
| Cash and cash equivalents at beginning of period | 期初之現金及現金等價物 | 37,606 | 30,859 |
| Effect of foreign exchange rate changes, net | 外匯率變動之影響淨額 | (235) | (741) |
| CASH AND CASH EQUIVALENTS AT END OF PERIOD | 期末之現金及現金等價物 | 41,960 | 36,222 |

NOTES TO INTERIM FINANCIAL REPORT

1. GENERAL INFORMATION

Chia Tai Enterprises International Limited (the “Company”) is a limited liability company incorporated in Bermuda. The Company and its subsidiaries hereinafter are collectively referred to as the “Group”. The Group is principally engaged in the manufacture and/or sale of chlortetracycline (“CTC”) and animal health products. Additionally, the Group is also involved, through its joint venture and associated company, in the trading of machinery and the manufacture and sale of automotive parts.

At 30 June 2024, the directors consider the immediate holding company of the Company to be Charoen Pokphand Foods Public Company Limited (“CPF”), which is incorporated in the Kingdom of Thailand and shares of which are listed on the Stock Exchange of Thailand, and remains to be as such as at the date of approval of these financial statements. CPF is a significantly owned company of Charoen Pokphand Group Company Limited (“CPG”), which is incorporated in the Kingdom of Thailand.

2. BASIS OF PREPARATION

This interim financial report is unaudited and has been prepared in accordance with International Accounting Standard (“IAS”) 34 *Interim Financial Reporting* issued by the International Accounting Standards Board (the “IASB”) and the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The accounting policies and the basis of preparation adopted in the preparation of this interim financial report are consistent with those adopted in the annual financial statements for the year ended 31 December 2023, which were prepared in accordance with International Financial Reporting Standards (“IFRSs”) (which include all IFRSs, IASs and Interpretations) issued by the IASB, except for the accounting policy changes as set out in note 3 below. This interim financial report should be read in conjunction with the annual financial statements for the year ended 31 December 2023.

3. CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The IASB has issued a number of new standards, amendments to IFRSs and interpretation that are first effective for the current interim period. Of these, the following amendments may be relevant to the Group:

| | |
|--------------------------------|---|
| Amendments to IAS 1 | Presentation of Financial Statements: Classification of liabilities as current or non-current (“2020 amendments”) |
| Amendments to IAS 1 | Presentation of Financial Statements: Non-current Liabilities with Covenants (“2022 amendments”) |
| Amendments to IAS 7 and IFRS 7 | Statement of cash flows and Financial Instruments: Disclosures – Supplier finance arrangements |

中期財務報告附註

1. 一般資料

正大企業國際有限公司(「本公司」)為一家於百慕達註冊成立之有限公司。本公司及其附屬公司以下統稱為「本集團」。本集團主要從事製造及／或銷售金霉素及動保化藥產品。此外，本集團亦透過其合營企業及聯營公司從事機械設備貿易及產銷汽車零部件。

於二零二四年六月三十日，董事認為，本公司之直接控股公司為於泰國註冊成立的Charoen Pokphand Foods Public Company Limited(「CPF」)，其股份於泰國證券交易所上市，並於截至本財務報告獲批當日仍然為本公司的直接控股公司。CPF為一家於泰國註冊成立的Charoen Pokphand Group Company Limited(「CPG」)重大持有之公司。

2. 編製基準

此中期財務報告乃未經審核及按照國際會計準則委員會頒佈之國際會計準則(「國際會計準則」)第34號*中期財務報告*及香港聯合交易所有限公司證券上市規則(「上市規則」)適用之有關披露規定而編製。

除載列於以下附註3之會計政策更改外，此中期財務報告之會計政策及編製基準與截至二零二三年十二月三十一日止年度之年度財務報表所採用之會計政策及編製基準一致，乃按照國際會計準則委員會頒佈之國際財務報告準則(「國際財務報告準則」)(亦包括所有國際財務報告準則、國際會計準則及詮釋)而編製。此中期財務報告應與截至二零二三年十二月三十一日止年度之年度財務報表一併閱讀。

3. 會計政策及披露之更改

國際會計準則委員會已頒佈若干國際財務報告準則的新準則、修訂及詮釋，並於本中期首次生效。下列為當中可能與本集團有關之修訂：

| | |
|--------------------------|--------------------------------|
| 國際會計準則第1號的修訂 | 財務報表的表達：流動或非流動負債的分類(「2020年修訂」) |
| 國際會計準則第1號的修訂 | 財務報表的表達：附帶契諾之非流動負債(「2022年修訂」) |
| 國際會計準則第7號及國際財務報告準則第7號的修訂 | 現金流量表及金融工具：披露－供應商融資安排 |

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

3. CHANGES IN ACCOUNTING POLICY AND DISCLOSURES (CONTINUED)

None of the new standard, amendment or interpretation have had a significant financial effect to the Group. The Group has not applied any new standard, amendment or interpretation that is not yet effective for the current period.

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has two reportable operating segments:

- the biochemical segment is principally engaged in the manufacture and/or sale of chlortetracycline and animal health products; and
- the industrial segment is principally engaged in the trading of machinery and the manufacture and sale of automotive parts, through the Group's joint venture and associate.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group's profit before tax except that bank interest income, finance costs and items not specifically attributed to individual segments, such as head office or corporate administration expenses are excluded from such measurements.

Segment assets exclude unallocated corporate assets. Unallocated corporate assets include cash and cash equivalents, income tax receivables and other assets that are managed on a group basis.

Segment liabilities exclude unallocated corporate liabilities. Unallocated corporate liabilities include bank borrowings, income tax payables, deferred tax liabilities and other liabilities that are managed on a group basis.

All revenue from contracts with customers is recognised at the point in time when our customer obtains control of the promised goods, i.e. when products are delivered to the customers' premises for domestic sales or in accordance with the terms and conditions of sale for export sales. The major product line of the Group is the manufacture and/or sale of chlortetracycline and animal health products in the biochemical segment as disclosed in note 4(a).

Disaggregation of revenue from contracts with customers by geographical location of customers is disclosed in note 4(b)(i).

3. 會計政策及披露之更改(續)

新準則、修訂及詮釋不會對本集團構成重大財務影響。本集團於本期內並無採納任何尚未生效的新準則、修訂或詮釋。

4. 經營分類資料

按管理所需，本集團將業務按產品及服務分成兩個可呈報經營分類：

- 生化分類代表主要製造及／或銷售金霉素及動保化藥產品；及
- 工業分類代表主要機械設備貿易及產銷汽車零部件（透過本集團之合營企業及聯營公司）。

管理層會獨立監察本集團經營分類之業績而作出資源分配之決定及評定其表現。分類表現評估乃根據可呈報分類之溢利，即以經調整稅前溢利計算。經調整稅前溢利之計算與本集團稅前溢利之計算一致，除銀行利息收入、財務成本及不屬於個別分類之項目，如總部或企業行政開支不包括在其計算當中。

分類資產不包括未分配企業資產。未分配企業資產包括現金及現金等價物、預付所得稅及其他在集團層面管理之資產。

分類負債不包括未分配企業負債。未分配企業負債包括銀行借款、應付所得稅、遞延稅項負債及其他在集團層面管理之負債。

所有源自與客戶的合約收入於客戶獲得承諾產品之控制權之時點確認，即於產品送達客戶場地時（國內銷售）或按照銷售條款和條件（出口銷售）。本集團主要的產品線為生化分類之製造及／或銷售金霉素及動保化藥產品，如附註4(a)披露。

源自與客戶的合約收入按客戶所在地分類，並於附註4(b)(i)披露。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分類資料(續)

(a) Reportable operating segments

(a) 可呈報經營分類

The following tables present revenue, profit or loss and certain assets, liabilities and expenditure information for the Group's reportable operating segments during the period.

以下報表為本集團各可呈報經營分類於期內之收入、損益及若干資產、負債及開支資料。

Six months ended 30 June 2024

截至二零二四年六月三十日止六個月

| | | Biochemical operations 生化業務 US\$'000 美元千元 (Unaudited) (未經審核) | Industrial operations 工業業務 US\$'000 美元千元 (Unaudited) (未經審核) | Total 總額 US\$'000 美元千元 (Unaudited) (未經審核) |
|---|----------------|--|---|--|
| Segment revenue | 分類收入 | | | |
| Sales to external customers | 銷售予外來客戶 | 107,979 | – | 107,979 |
| Segment results | 分類業績 | | | |
| The Group | 本集團 | 4,954 | (973) | 3,981 |
| Share of profits and losses of: | 應佔溢利及虧損： | | | |
| Joint venture | 合營企業 | – | 114 | 114 |
| Associate | 聯營公司 | – | 1,161 | 1,161 |
| | | <u>4,954</u> | <u>302</u> | <u>5,256</u> |
| Reconciliation: | 調節項目： | | | |
| Bank interest income | 銀行利息收入 | | | 694 |
| Finance cost | 財務費用 | | | (1,249) |
| Unallocated head office and corporate expenses | 未分配總部及 企業開支 | | | <u>(1,144)</u> |
| Profit before tax | 除稅前溢利 | | | <u>3,557</u> |
| Other segment information | 其他分類資料 | | | |
| Depreciation and amortisation | 折舊及攤銷 | 3,938 | – | 3,938 |
| Capital expenditure* | 資本開支* | 8,950 | – | 8,950 |

* Including additions to property, plant and equipment.

* 包括物業、廠房及設備之新增。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分類資料(續)

(a) Reportable operating segments (Continued)

(a) 可呈報經營分類(續)

At 30 June 2024

於二零二四年六月三十日

| | | Biochemical operations 生化業務 US\$'000 美元千元 (Unaudited) (未經審核) | Industrial operations 工業業務 US\$'000 美元千元 (Unaudited) (未經審核) | Total 總額 US\$'000 美元千元 (Unaudited) (未經審核) |
|--|------------------|--|---|--|
| Segment assets | 分類資產 | 210,930 | 122,906 | 333,836 |
| Reconciliation: Unallocated corporate assets | 調節項目： 未分配企業資產 | | | 50,181 |
| Total assets | 總資產 | | | 384,017 |
| Segment liabilities | 分類負債 | 46,866 | 116 | 46,982 |
| Reconciliation: Unallocated corporate liabilities | 調節項目： 未分配企業負債 | | | 86,748 |
| Total liabilities | 總負債 | | | 133,730 |
| Other segment information | 其他分類資料 | | | |
| Investments in joint venture | 於合營企業的投資 | - | 98,757 | 98,757 |
| Investments in associate | 於聯營公司的投資 | - | 20,469 | 20,469 |

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分類資料(續)

(a) Reportable operating segments (Continued)

(a) 可呈報經營分類(續)

Six months ended 30 June 2023

截至二零二三年六月三十日止六個月

| | | Biochemical operations 生化業務 US\$'000 美元千元 (Unaudited) (未經審核) | Industrial operations 工業業務 US\$'000 美元千元 (Unaudited) (未經審核) | Total 總額 US\$'000 美元千元 (Unaudited) (未經審核) |
|--|---------------|--|---|--|
| Segment revenue | 分類收入 | | | |
| Sales to external customers | 銷售予外來客戶 | 82,810 | – | 82,810 |
| Segment results | 分類業績 | | | |
| The Group | 本集團 | 1,063 | (801) | 262 |
| Share of profits and losses of: | 應佔溢利及虧損： | | | |
| Joint venture | 合營企業 | – | 2,606 | 2,606 |
| Associate | 聯營公司 | – | 1,043 | 1,043 |
| | | 1,063 | 2,848 | 3,911 |
| Reconciliation: | 調節項目： | | | |
| Bank interest income | 銀行利息收入 | | | 505 |
| Finance cost | 財務費用 | | | (711) |
| Unallocated head office and corporate expenses | 未分配總部及企業開支 | | | (1,000) |
| Profit before tax | 除稅前溢利 | | | 2,705 |
| Other segment information | 其他分類資料 | | | |
| Depreciation and amortisation | 折舊及攤銷 | 3,526 | – | 3,526 |
| Capital expenditure* | 資本開支* | 3,190 | – | 3,190 |

* Including additions to property, plant and equipment.

* 包括物業、廠房及設備之新增。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分類資料(續)

(a) Reportable operating segments (Continued)

(a) 可呈報經營分類(續)

At 31 December 2023

於二零二三年十二月三十一日

| | | Biochemical operations 生化業務 US\$'000 美元千元 (Audited) (經審核) | Industrial operations 工業業務 US\$'000 美元千元 (Audited) (經審核) | Total 總額 US\$'000 美元千元 (Audited) (經審核) |
|--|------------------|---|--|---|
| Segment assets | 分類資產 | 215,163 | 124,578 | 339,741 |
| Reconciliation: Unallocated corporate assets | 調節項目： 未分配企業資產 | | | 37,633 |
| Total assets | 總資產 | | | 377,374 |
| Segment liabilities | 分類負債 | 39,118 | 22 | 39,140 |
| Reconciliation: Unallocated corporate liabilities | 調節項目： 未分配企業負債 | | | 86,216 |
| Total liabilities | 總負債 | | | 125,356 |
| Other segment information | 其他分類資料 | | | |
| Investments in joint venture | 於合營企業的投資 | - | 101,074 | 101,074 |
| Investments in associate | 於聯營公司的投資 | - | 19,726 | 19,726 |

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

4. OPERATING SEGMENT INFORMATION (CONTINUED)

4. 經營分類資料(續)

(b) Geographical information

(b) 地區資料

(i) Revenue from external customers

(i) 來自外來客戶之收入

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|---------------|---|-------------|
| | | 2024 | 2023 |
| | | 二零二四年 | 二零二三年 |
| | | US\$'000 | US\$'000 |
| | | 美元千元 | 美元千元 |
| | | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| Mainland China | 中國大陸 | 74,072 | 45,094 |
| Americas | 美洲 | 15,097 | 15,916 |
| Asia Pacific (excluding mainland China) | 亞太地區(不包括中國大陸) | 11,245 | 15,873 |
| Europe | 歐洲 | 3,330 | 2,615 |
| Elsewhere | 其他地方 | 4,235 | 3,312 |
| | | 107,979 | 82,810 |

The revenue information shown above is based on the location of customers.

上列收入資料乃按客戶所在地分類。

(ii) Non-current assets

(ii) 非流動資產

At 30 June 2024, 99% (31 December 2023: 99%) of the Group's non-current assets are located in mainland China.

於二零二四年六月三十日，本集團99% (二零二三年十二月三十一日：99%) 之非流動資產均位於中國大陸。

5. REVENUE

5. 收入

Revenue represents the aggregate of the invoiced value of goods sold, net of value-added tax and government surcharges, and after allowances for goods returned and trade discounts recognised within the scope of IFRS 15. All of the Group's revenue is from the biochemical segment.

收入指除增值稅及政府附加費，及扣除退貨及貿易折扣後之累積銷售發票淨額並在國際財務報告準則第15號的範圍內確認。所有本集團之收入均來自生化業務。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

6. OTHER INCOME, NET

6. 其他收入淨額

An analysis of other income, net is as follows:

其他收入淨額分析如下：

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|--|----------------|---|-------------|
| | | 2024 | 2023 |
| | | 二零二四年 | 二零二三年 |
| | | US\$'000 | US\$'000 |
| | | 美元千元 | 美元千元 |
| | | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| Bank interest income | 銀行利息收入 | 694 | 505 |
| Government grants | 政府補助 | 1,066 | 412 |
| Gain on disposal of property, plant and equipment, net | 出售物業、廠房及設備收入淨額 | 929 | – |
| Foreign exchange differences, net | 外幣折算差異淨額 | (521) | (801) |
| Service income | 服務收入 | 987 | – |
| Others | 其他 | 152 | 318 |
| | | 3,307 | 434 |

7. FINANCE COSTS

7. 財務成本

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|-------------------------------------|------------|---|-------------|
| | | 2024 | 2023 |
| | | 二零二四年 | 二零二三年 |
| | | US\$'000 | US\$'000 |
| | | 美元千元 | 美元千元 |
| | | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| Interest expense on bank borrowings | 銀行借款之利息費用 | 1,604 | 1,444 |
| Less: Interest expense capitalised* | 減：利息費用資本化* | (355) | (733) |
| | | 1,249 | 711 |

* Interest expense was capitalised at interest rate based on the respective loan facilities of 3.2%-5.1% per annum (six months ended 30 June 2023: 3.3%-5.1%).

* 利息費用資本化乃按各貸款協議之年利率3.2%至5.1% (二零二三年六月三十日止六個月：3.3%至5.1%) 計算。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

8. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging:

| | | | |
|---|-------------|--------|--------|
| Cost of inventories sold | 已出售存貨成本 | 89,990 | 66,279 |
| Depreciation of property, plant and equipment | 物業、廠房及設備之折舊 | 3,877 | 3,446 |
| Amortisation of land lease prepayments | 預付土地租賃費之攤銷 | 61 | 80 |

9. INCOME TAX

No provision for Hong Kong profits tax has been made for the period as the Group did not generate any assessable profits in Hong Kong during the current period (six months ended 30 June 2023: nil).

Subsidiaries operating in the People's Republic of China ("PRC") are subject to income tax at the rate of 25% (six months ended 30 June 2023: 25%) on their taxable income according to the PRC corporate income tax laws. In accordance with the relevant tax rules and regulations in the PRC, certain subsidiaries of the Group in the PRC enjoy income tax exemptions or reductions.

| | | | |
|--------------------------------|---------|-----|-------|
| Current – the PRC | 本期 – 中國 | 691 | 754 |
| Charge for the period | 期內支出 | – | 19 |
| Under-provision in prior years | 往年少計提 | – | – |
| Deferred | 遞延 | 133 | (349) |

Total tax expense for the period

期內稅項總支出

824

424

10. INTERIM DIVIDEND

The board has resolved not to declare an interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: nil).

8. 除稅前溢利

本集團除稅前溢利經扣除下列各項：

| Six months ended 30 June | |
|--------------------------|-------------|
| 截至六月三十日止六個月 | |
| 2024 | 2023 |
| 二零二四年 | 二零二三年 |
| US\$'000 | US\$'000 |
| 美元千元 | 美元千元 |
| (Unaudited) | (Unaudited) |
| (未經審核) | (未經審核) |

| | |
|--------|--------|
| 89,990 | 66,279 |
| 3,877 | 3,446 |
| 61 | 80 |

9. 所得稅

本集團於本期內未有在香港賺取任何應課稅收入，所以未於期內作香港利得稅撥備（截至二零二三年六月三十日止六個月：無）。

根據中國企業所得稅稅例，於中華人民共和國（「中國」）經營之附屬公司需就其應課稅收入按稅率25%（截至二零二三年六月三十日止六個月：25%）繳交所得稅。根據中國之相關稅務守則及法例，本集團於中國之若干附屬公司享有豁免或減收所得稅之優惠。

| Six months ended 30 June | |
|--------------------------|-------------|
| 截至六月三十日止六個月 | |
| 2024 | 2023 |
| 二零二四年 | 二零二三年 |
| US\$'000 | US\$'000 |
| 美元千元 | 美元千元 |
| (Unaudited) | (Unaudited) |
| (未經審核) | (未經審核) |

| | |
|-----|-------|
| 691 | 754 |
| – | 19 |
| – | – |
| 133 | (349) |

824

424

10. 中期股息

董事會決議截至二零二四年六月三十日止六個月不派付中期股息（截至二零二三年六月三十日止六個月：無）。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

11. EARNINGS PER SHARE ATTRIBUTABLE TO SHAREHOLDERS OF THE COMPANY

The calculation of basic earnings per share is based on the profit for the period attributable to shareholders of the Company and the weighted average number of ordinary shares and convertible preference shares in issue during the period.

The calculation of basic earnings per share is based on the following data:

11. 本公司股東應佔之每股溢利

每股基本溢利金額之計算乃根據本公司股東應佔期內溢利及期內已發行之普通股及可換股優先股加權平均數。

每股基本溢利乃根據以下數據計算：

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|----------------------------------|--|--|
| | | 2024 二零二四年 US\$'000 美元千元 (Unaudited) (未經審核) | 2023 二零二三年 US\$'000 美元千元 (Unaudited) (未經審核) |
| Earnings | 溢利 | | |
| Profit for the period attributable to shareholders of the Company, used in the basic earnings per share calculation | 用於計算每股基本溢利之本公司股東本期應佔溢利 | 1,963 | 2,027 |
| | | Six months ended 30 June 截至六月三十日止六個月 | |
| | | 2024 二零二四年 (Unaudited) (未經審核) | 2023 二零二三年 (Unaudited) (未經審核) |
| Shares | 股份 | | |
| Weighted average number of ordinary shares and convertible preference shares in issue during the period, used in the basic earnings per share calculation | 用於計算每股基本溢利之期內已發行之普通股及可換股優先股加權平均數 | 253,329,087 | 253,329,087 |

As there were no potential dilutive ordinary shares during the six months ended 30 June 2024 and 2023, the amount of diluted earnings per share is equal to basic earnings per share.

於二零二四及二零二三年六月三十日止六個月期間並無潛在攤薄普通股，故每股攤薄溢利相等於每股基本溢利。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

12. PROPERTY, PLANT AND EQUIPMENT

12. 物業、廠房及設備

| | | 2024 二零二四年 US\$'000 美元千元 (Unaudited) (未經審核) | 2023 二零二三年 US\$'000 美元千元 (Audited) (經審核) |
|---|-----------------------|--|---|
| At 1 January: | 於一月一日： | | |
| Cost | 成本 | 162,181 | 157,150 |
| Accumulated depreciation and impairment | 累計折舊及減值 | (66,230) | (63,303) |
| Net carrying amount | 賬面淨值 | 95,951 | 93,847 |
| Net carrying amount: | 賬面淨值： | | |
| At 1 January | 於一月一日 | 95,951 | 93,847 |
| Additions | 添置 | 8,950 | 11,112 |
| Depreciation provided during the period | 期內計提折舊 | (3,877) | (6,336) |
| Disposals | 出售 | (306) | - |
| Exchange realignment | 匯兌調整 | (1,893) | (2,672) |
| At 30 June/31 December | 於六月三十日/十二月三十一日 | 98,825 | 95,951 |
| At 30 June/31 December: | 於六月三十日/十二月三十一日： | | |
| Cost | 成本 | 168,855 | 162,181 |
| Accumulated depreciation and impairment | 累計折舊及減值 | (70,030) | (66,230) |
| Net carrying amount | 賬面淨值 | 98,825 | 95,951 |

13. TRADE AND BILLS RECEIVABLES

13. 應收貿易賬款及票據

Depending on the requirements of the market and business, the Group may extend credit to its customers. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by management and interest may be charged by the Group for overdue trade receivable at rates determined by the Group with reference to market practice. In the opinion of the directors, there is no significant concentration of credit risk. An aging analysis of the Group's trade receivables (based on the date of delivery of goods) and bills receivables (based on issue date) are as follows:

取決於市場及業務需求，本集團或給予客戶信貸期。本集團對結欠賬款採取嚴格之監控。管理層亦會定時檢查過期之結欠，及可能會按本集團參考市場慣例釐定之利率收取逾期利息。按董事意見，本集團沒有明顯集中信貸風險。本集團應收貿易賬款(以發貨日期為基準)及應收票據(以發行日期為基準)之賬齡分析如下：

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

13. TRADE AND BILLS RECEIVABLES (CONTINUED)

13. 應收貿易賬款及票據(續)

| | | 30 June 2024 二零二四年 六月三十日 US\$'000 美元千元 (Unaudited) (未經審核) | 31 December 2023 二零二三年 十二月三十一日 US\$'000 美元千元 (Audited) (經審核) |
|--------------------|---------|--|---|
| Trade receivables: | 應收貿易賬款： | | |
| 60 days or below | 60日或以下 | 35,978 | 33,849 |
| 61 to 180 days | 61至180日 | 24,013 | 19,033 |
| Over 180 days | 多於180日 | 4,515 | 8,928 |
| | | 64,506 | 61,810 |
| Bills receivables: | 應收票據： | | |
| 60 days or below | 60日或以下 | 2,855 | 1,105 |
| 61 to 180 days | 61至180日 | 56 | 369 |
| | | 2,911 | 1,474 |
| | | 67,417 | 63,284 |

14. TRADE AND BILLS PAYABLES

14. 應付貿易賬款及票據

An aging analysis of the Group's trade payables (based on the date of receipt of goods) and bills payables (based on issue date) as at the end of the reporting period are as follows:

本集團於報告期末應付貿易賬款(以收貨日期為基準)及應付票據(以發行日期為基準)之賬齡分析如下：

| | | 30 June 2024 二零二四年 六月三十日 US\$'000 美元千元 (Unaudited) (未經審核) | 31 December 2023 二零二三年 十二月三十一日 US\$'000 美元千元 (Audited) (經審核) |
|------------------|---------|--|---|
| Trade payables: | 應付貿易賬款： | | |
| 60 days or below | 60日或以下 | 10,243 | 16,895 |
| 61 to 180 days | 61至180日 | 13,735 | 2,113 |
| Over 180 days | 多於180日 | 1,327 | 592 |
| | | 25,305 | 19,600 |
| Bills payables: | 應付票據： | | |
| 60 days or below | 60日或以下 | 3,301 | 5,352 |
| 61 to 180 days | 61至180日 | 4,897 | - |
| | | 8,198 | 5,352 |
| | | 33,503 | 24,952 |

Bills payables were secured by pledged deposits.

應付票據由已抵押存款擔保。

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

15. SHARE CAPITAL

15. 股本

| | | 30 June 2024 二零二四年 六月三十日 US\$'000 美元千元 (Unaudited) (未經審核) | 31 December 2023 二零二三年 十二月三十一日 US\$'000 美元千元 (Audited) (經審核) |
|---|---|--|---|
| Authorised | 法定 | | |
| <i>Ordinary shares:</i> | <i>普通股:</i> | | |
| 787,389,223 shares (31 December 2023: 787,389,223 shares) of US\$0.1 each | 787,389,223股 (二零二三年十二月三十一日： 787,389,223股) 每股面值0.1美元 | 78,739 | 78,739 |
| <i>Convertible preference shares:</i> | <i>可換股優先股:</i> | | |
| 12,610,777 shares (31 December 2023: 12,610,777 shares) of US\$0.1 each | 12,610,777股 (二零二三年十二月三十一日： 12,610,777股) 每股面值0.1美元 | 1,261 | 1,261 |
| | | 80,000 | 80,000 |
| Issued and fully paid | 已發行及繳足 | | |
| <i>Ordinary shares:</i> | <i>普通股:</i> | | |
| 240,718,310 shares (31 December 2023: 240,718,310 shares) of US\$0.1 each | 240,718,310股 (二零二三年十二月三十一日： 240,718,310股) 每股面值0.1美元 | 24,072 | 24,072 |
| <i>Convertible preference shares:</i> | <i>可換股優先股:</i> | | |
| 12,610,777 shares (31 December 2023: 12,610,777 shares) of US\$0.1 each | 12,610,777股 (二零二三年十二月三十一日： 12,610,777股) 每股面值0.1美元 | 1,261 | 1,261 |
| | | 25,333 | 25,333 |

There were no movements in the Company's issued ordinary shares and convertible preference shares during the six months ended 30 June 2024.

於截至二零二四年六月三十日止六個月內，本公司已發行普通股及可換股優先股概無變動。

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中期財務報告附註

15. SHARE CAPITAL (CONTINUED)

Notes:

The convertible preference shares are convertible into ordinary shares of the Company and are entitled to the same dividends that are declared for the ordinary shares. Convertible preference shares do not carry the right to vote in shareholders' meeting. Upon winding up, the Company's residual assets and funds are distributed to the members of the Company in the following priority:

- (i) in paying to the holders of the convertible preference shares, pari passu as between themselves by reference to the aggregate nominal amounts of the convertible preference shares held by them respectively, an amount equal to the aggregate of the distribution value (as defined in the bye-laws of the Company) of all the convertible preference shares held by them respectively;
- (ii) the balance of such assets shall be distributed on a pari passu basis among the holders of any class of shares in the capital of the Company other than the convertible preference shares and other than any shares which are not entitled to participate in such assets, by reference to the aggregate nominal amounts paid up on the shares held by them respectively; and
- (iii) the remaining balance of such assets shall belong to and be distributed on a pari passu basis among the holders of any class of shares including the convertible preference shares, other than any shares not entitled to participate in such assets, by reference to the aggregate nominal amounts of shares held by them respectively.

The convertible preference shares shall be non-redeemable by the Company or the holders thereof.

16. CAPITAL COMMITMENTS

The Group had the following capital commitments as at the end of the reporting period:

Contracted, but not provided for:
Property, plant and machinery

已簽約，但尚未作出撥備：
物業、廠房及機器

7,447

6,642

15. 股本(續)

附註：

可換股優先股可轉換成本公司普通股及可收取與普通股持有人同等之股息。可換股優先股於股東會議不設投票權。於清盤時，本公司股東按以下次序分配本公司餘下資產及資金：

- (i) 向可換股優先股之持有人(彼等之間地位相等)參照彼等各自持有之可換股優先股面值總額支付相等於彼等各自持有之全部可換股優先股分派價值(於本公司細則中定義)總額之金額；
- (ii) 該等資產之結餘將按同等地位基準向本公司股本中任何類別股份(可換股優先股及無權參與分派該等資產之任何股份除外)之持有人(參照彼等各自持有之股份面值總額)予以分派；及
- (iii) 該等資產餘下之結餘將屬於並按同等地位基準向任何類別股份(包括可換股優先股但不包括無權參與分派該等資產之任何股份)之持有人(參照彼等各自持有之股份面值總額)予以分派。

本公司或持有人均不會對可換股優先股作出回購。

16. 資本承擔

本集團於報告期末之資本承擔如下：

| 30 June 2024 二零二四年 六月三十日 US\$'000 美元千元 (Unaudited) (未經審核) | 31 December 2023 二零二三年 十二月三十一日 US\$'000 美元千元 (Audited) (經審核) |
|--|---|
|--|---|

NOTES TO INTERIM FINANCIAL REPORT

中期財務報告附註

17. RELATED PARTY TRANSACTIONS

17. 關連交易

(a) Transactions with related parties

(a) 與關連人士的交易

The Group had the following transactions with related parties during the period:

本集團於期內與關連人士有以下的交易：

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|--|--|--|--|
| | | 2024 二零二四年 US\$'000 美元千元 (Unaudited) (未經審核) | 2023 二零二三年 US\$'000 美元千元 (Unaudited) (未經審核) |
| Sales of goods to: | 銷售產品予： | | |
| High Orient Enterprises Limited and its related entities, including C.P. Pokphand Co. Ltd. and its subsidiaries* | High Orient Enterprises Limited 及其關連企業，包括卜蜂國際有限公司及其附屬公司* | 46,843 | 19,829 |
| Other related entities with same shareholders as CPG | 與CPG有相同股東之其他關連企業 | 2,942 | 414 |
| Purchase of goods from: | 購買產品來自： | | |
| ITOCHU Corporation and its subsidiaries* | 伊藤忠商事株式會社及其附屬公司* | 85 | 313 |

Note:

附註：

Prices of goods sold to related parties were determined with reference to the cost of raw materials, procurement costs, other value added, reasonable profit margins, market demand for goods and prices offered by independent third-party suppliers of similar products. The procedures to determine the prices of products sold to related parties are the same as those used to determine the prices of products supplied to independent third party customers. The selling prices to related parties shall be no more favourable than those made available to the Group's customers which are independent third parties.

向關連人士銷售的產品售價乃按原材料成本、採購成本、其他增值、合理的利潤率、市場對該產品之需求及由獨立第三方供應商提供類似產品的價格而釐定。釐定向關連人士銷售的產品售價的程序與釐定向獨立第三方客戶供應的產品售價所用者一致。向關連人士銷售的產品售價並不遜於本集團給予獨立第三方客戶之價格。

Prices and terms of goods purchased from related parties were on normal commercial terms and negotiated between the Group and related parties on an arm's length basis similar to those transactions which the Group conducts with independent third party suppliers and on terms which are no less favourable to the Group than those offered by independent third party suppliers.

向關連人士購買的產品售價和條款乃屬一般商業條款，經本集團與關連人士按公平原則磋商，類似本集團與獨立第三方供應商進行的交易及條款，及不遜於可由獨立第三方供應商提供予本集團之條款。

* These related party transactions also constituted continuing connected transactions as defined in Chapter 14A of the Listing Rules.

* 該等關連人士交易也構成上市規則第14A章內定義之持續關連交易。

NOTES TO INTERIM FINANCIAL REPORT**中期財務報告附註****17. RELATED PARTY TRANSACTIONS (CONTINUED)****17. 關連交易(續)****(b) Outstanding balances with related parties****(b) 與關連人士之間未清賬**

- (i) Included in the Group's trade receivables as at 30 June 2024 were aggregate amounts of US\$38,987,000 (31 December 2023: US\$36,646,000) due from related companies, arising from transactions carried out in the ordinary course of business of the Group. The balances were unsecured, bore interest at rates determined by the Group after past due and were repayable within credit periods similar to those offered by the Group to its major independent third party customers.
- (ii) Included in the Group's prepayments, deposits and other receivables as at 30 June 2024 were aggregate amounts of US\$3,654,000 (31 December 2023: US\$3,757,000) and US\$242,000 (31 December 2023: US\$218,000) due from associate and related companies respectively. The balances were unsecured, interest-free and with no fixed terms of repayment.

- (i) 本集團於二零二四年六月三十日之應收貿易賬款包括本集團經營日常業務交易時所產生的應收關連公司之款項合計為3,898.7萬美元(二零二三年十二月三十一日: 3,664.6萬美元)。該等餘額乃無抵押、於過期後按本集團所定的利率計息及須於信貸期內償還(與本集團向主要獨立第三方客戶提供之利率及信貸期相若)。
- (ii) 本集團於二零二四年六月三十日之預付賬款、按金及其他應收賬款中, 包含合計365.4萬美元(二零二三年十二月三十一日: 375.7萬美元)及24.2萬美元(二零二三年十二月三十一日: 21.8萬美元)分別為應收聯營公司及關連公司之款項。該餘額均無抵押、免息及無固定還款期。

18. COMPARATIVE AMOUNTS**18. 對比數字**

Comparative amounts of transportation expenses for distributing products included in selling and distribution costs have been reclassified to cost of sales to conform to the current period's presentation.

在對比數字中, 銷售及分銷成本中所含的分銷產品運輸費用已重新分類至銷售成本, 以符合本期的呈報方式。

OTHER INFORMATION

其他資料

INTERIM DIVIDEND

The board of directors of the Company (the “Board”) has resolved not to declare an interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: nil).

DIRECTORS’ AND CHIEF EXECUTIVES’ INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2024, the interests and short positions of the directors and chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) pursuant to Appendix C3 to the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) – Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) are set out below:

Directors’ interests in shares of the Company (Long Positions)

| Name of director | Capacity | Number of ordinary shares held | Approximate percentage of the issued ordinary share capital of the Company |
|--------------------------------------|---------------------------|--------------------------------|--|
| 董事名稱 | 身分 | 所持普通股股份數目 | 估本公司已發行普通股股本概約百份比 |
| Mr. Thirayut Phityaisarakul 李紹慶先生 | Beneficial owner 實益擁有人 | 410,000 | 0.17% |
| Mr. Thanakorn Seriburi 李紹祝先生 | Beneficial owner 實益擁有人 | 625,848 | 0.26% |

Save as disclosed above, as at 30 June 2024, none of the directors or chief executives of the Company had any interests or short positions in the shares, underlying shares or 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 under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

中期股息

本公司董事會（「董事會」）決議截至二零二四年六月三十日止六個月不派付中期股息（截至二零二三年六月三十日止六個月：無）。

董事及主要行政人員持有本公司及其相聯法團的股份、相關股份及債權證的權益及淡倉

於二零二四年六月三十日，根據證券及期貨條例第352條規定由本公司備存之登記冊的記錄，又或根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄C3之上市發行人董事進行證券交易的標準守則（「標準守則」）向本公司及聯交所發出的通知，各董事及主要行政人員持有本公司及其相聯法團（按證券及期貨條例第XV部所界定者）的股份、相關股份及債權證的權益及淡倉載列如下：

董事於本公司股份的權益（好倉）

除上述披露者外，於二零二四年六月三十日，根據證券及期貨條例第352條規定由本公司備存之登記冊的記錄，又或根據標準守則向本公司及聯交所發出的通知，概無任何本公司董事或主要行政人員在本公司或其相聯法團（按證券及期貨條例第XV部所界定者）的股份、相關股份或債權證中擁有任何權益或淡倉。

SUBSTANTIAL SHAREHOLDERS AND PERSONS WHO HAVE INTERESTS OR SHORT POSITIONS WHICH ARE DISCLOSEABLE UNDER THE SECURITIES AND FUTURES ORDINANCE

主要股東及根據證券及期貨條例規定須予披露擁有權益或淡倉的人士

As at 30 June 2024, the following persons (not being a director or chief executive of the Company) had the following interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

於二零二四年六月三十日，根據證券及期貨條例第336條規定由本公司備存之登記冊的記錄，下列人士（非本公司的董事或主要行政人員）於本公司的股份及相關股份擁有的權益或淡倉如下：

| Name of shareholder | Notes | Capacity | Number of shares and underlying shares held | Approximate percentage of the issued ordinary share capital of the Company |
|---|-------|--|---|--|
| 股東名稱 | 附註 | 身分 | 持有股份及相關股份數目 (Note 1) (附註1) | 已發行普通股股本概約百分比 (Note 1) (附註1) |
| Charoen Pokphand Group Company Limited | (2) | Interest of controlled corporation 受控制法團權益 | 127,748,147 (L) | 53.07% (L) |
| Charoen Pokphand Foods Public Company Limited | (2) | Beneficial owner and interest of controlled corporation 實益擁有人及受控制法團權益 | 127,748,147 (L) | 53.07% (L) |
| CPF Investment Limited | (2) | Beneficial owner 實益擁有人 | 115,137,370 (L) | 47.83% (L) |
| ITOCHU Corporation 伊藤忠商事株式會社 | | Beneficial owner 實益擁有人 | 60,179,593 (L) | 25.00% (L) |

Notes:

- The letter "L" denotes a long position.
- Charoen Pokphand Foods Public Company Limited ("CPF") held 127,748,147 shares and underlying shares of the Company, which included (i) 115,137,370 ordinary shares beneficially owned by CPF's wholly-owned subsidiary, CPF Investment Limited and (ii) 12,610,777 convertible preference shares beneficially owned by CPF. Charoen Pokphand Group Company Limited also declared interest in these shares by virtue of its shareholding interest in CPF.

Save as disclosed above, as at 30 June 2024, no persons (not being a director or chief executive of the Company) had any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

附註：

- 「L」代表好倉。
- Charoen Pokphand Foods Public Company Limited (「CPF」) 持有127,748,147股本公司股份及相關股份，其中包括(i) CPF全資附屬公司CPF Investment Limited實益擁有的115,137,370股普通股及(ii) CPF實益擁有的12,610,777股可換股優先股。Charoen Pokphand Group Company Limited亦申報因擁有CPF的股權，故同樣擁有該等股份的權益。

除上述披露者外，於二零二四年六月三十日，根據證券及期貨條例第336條規定由本公司備存之登記冊的記錄，概無人士（非本公司董事或主要行政人員）在本公司的股份或相關股份中擁有任何權益或淡倉。

SHARE OPTION SCHEME

The Company adopted a share option scheme (the “Share Option Scheme”) on 18 March 2015. As at the date of this interim report, the total number of ordinary shares which may be issued upon exercise of all options to be granted under the Share Option Scheme shall not in aggregate exceed 24,071,831 shares, being 10% of the total number of ordinary shares of the Company in issue on the date of listing on 3 July 2015. As at the date of this interim report, no option had been granted, exercised, cancelled or lapsed under the Share Option Scheme.

DISCLOSURE OF DIRECTORS’ INFORMATION PURSUANT TO RULE 13.51B(1) OF THE LISTING RULES

Director’s Emolument

The annual emolument of Mr. Chawalit Na Muangtoun for the year ending 31 December 2024 was adjusted to US\$304,000. This amount comprised salaries, allowances and benefits in-kind in respect of his services during the year 2024.

CORPORATE GOVERNANCE CODE

The Company is committed to maintaining strict corporate governance standards. The principles of these standards are to uphold a high standard of ethics, transparency, accountability and integrity in all aspects of business and to ensure that affairs are conducted in accordance with applicable laws and regulations.

In the opinion of the Board, the Company has applied the principles and complied with the code provisions prescribed in the Corporate Governance Code as set out in Appendix C1 to the Listing Rules throughout the six months ended 30 June 2024.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the Code of Conduct for Securities Transactions, which is based on the required standard set out in the Model Code, as the code of conduct for dealings in the Company’s securities by its directors. All Directors responded to a specific enquiry by the Company and confirmed that they complied with the required standard set out in the Code of Conduct for Securities Transactions during the six months ended 30 June 2024.

購股權計劃

本公司於二零一五年三月十八日採納購股權計劃（「購股權計劃」）。於本中期報告日期，根據購股權計劃將予授出的全部購股權獲行使時可予發行的普通股股份總數合共不得超過24,071,831股，相當於本公司於上市日期二零一五年七月三日已發行普通股股份總數的10%。於本中期報告日期，概無根據購股權計劃已授出、行使、註銷或失效的購股權。

按上市規則第13.51B(1)條之董事資料披露

董事酬金

於截至二零二四年十二月三十一日止年度，馬德壽先生之年度酬金已調整至30.4萬美元。該金額包括彼於二零二四年所提供服務相關之薪酬、津貼及非現金利益。

企業管治守則

本公司致力保持嚴格的企業管治水平。其原則旨在維護公司在各業務方面均能貫徹高水平的道德、透明度、責任及誠信操守，並確保所有業務運作符合適用法律和法規。

董事會認為於二零二四年六月三十日止六個月內，本公司已應用載於上市規則附錄C1之企業管治守則的原則及遵守其守則條文。

董事的證券交易

本公司已採納證券交易行為守則，其乃根據標準守則所載的規定標準，作為其董事買賣本公司證券的行為守則。所有董事已回應本公司具體查詢並確認於截至二零二四年六月三十日止六個月內彼等遵守證券交易行為守則內所載的規定標準。

REVIEW OF INTERIM REPORT

The interim financial report for the six months ended 30 June 2024 is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* issued by the Hong Kong Institute of Certified Public Accountants. KPMG's unmodified review report is set out on pages 6 to 7 of this interim report.

The audit committee of the Company has also reviewed the interim report for the six months ended 30 June 2024.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30 June 2024, neither the Company nor any of its subsidiaries have purchased, sold or redeemed any of the Company's listed securities.

By Order of the Board
Thanakorn Seriburi
Director

9 August 2024

審閱中期報告

截至二零二四年六月三十日止六個月的中期財務報告為未經審核，但經畢馬威會計師事務所根據香港會計師公會頒佈的香港審閱工作準則第2410號*獨立核數師對中期財務信息的審閱*進行審閱。畢馬威會計師事務所的無修訂審閱報告已載於本中期報告的第6至7頁。

本公司審核委員會亦已審閱截至二零二四年六月三十日止六個月的中期報告。

購買、出售或贖回本公司的上市證券

截至二零二四年六月三十日止六個月內，本公司或其任何附屬公司概無購買、出售或贖回任何本公司的上市證券。

承董事會命
董事
李紹祝

二零二四年八月九日

CORPORATE INFORMATION

公司資料

Chairman and Non-executive Director

Mr. Soopakij Chearavanont

董事長及非執行董事

謝吉人先生

Executive Directors

Mr. Thirayut Phityaisarakul
(Chief Executive Officer (Biochemical Division))

Mr. Thanakorn Seriburi
(Chief Executive Officer (Industrial Division))

Mr. Nopadol Chiaravanont

Mr. Chawalit Na Muangtoun

執行董事

李紹慶先生
(行政總裁(生化業務))

李紹祝先生
(行政總裁(工業業務))

謝杰人先生

馬德壽先生

Non-executive Director

Mr. Yoichi Ikezoe

非執行董事

池添洋一先生

Independent Non-executive Directors

Mr. Surasak Rounroengrom

Mr. Cheng Yuk Wo

Mr. Edward Ko Ming Tung

Ms. Cheung Marn Kay

獨立非執行董事

Surasak Rounroengrom先生

鄭毓和先生

高明東先生

章曼琪女士

Audit Committee

Mr. Cheng Yuk Wo (Chairman)

Mr. Surasak Rounroengrom

Mr. Edward Ko Ming Tung

審核委員會

鄭毓和先生(主席)

Surasak Rounroengrom先生

高明東先生

Remuneration Committee

Mr. Cheng Yuk Wo (Chairman)

Mr. Thanakorn Seriburi

Ms. Cheung Marn Kay

薪酬委員會

鄭毓和先生(主席)

李紹祝先生

章曼琪女士

Nomination Committee

Mr. Surasak Rounroengrom (Chairman)

Mr. Thirayut Phityaisarakul

Ms. Cheung Marn Kay

提名委員會

Surasak Rounroengrom先生(主席)

李紹慶先生

章曼琪女士

Corporate Governance Committee

Mr. Edward Ko Ming Tung (Chairman)

Mr. Nopadol Chiaravanont

Mr. Chawalit Na Muangtoun

企業管治委員會

高明東先生(主席)

謝杰人先生

馬德壽先生

Company Secretary

Mr. Lau Wing Yuen

公司秘書

劉永源先生

Registered Office

Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

註冊辦事處

Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

Principal Place of Business in Hong Kong

21st Floor, Far East Finance Centre
16 Harcourt Road, Hong Kong

香港主要營業地點

香港夏慤道16號
遠東金融中心21樓

Auditor

KPMG
Certified Public Accountants
Public Interest Entity Auditor
registered in accordance with
the Accounting and Financial Reporting Council Ordinance

核數師

畢馬威會計師事務所
執業會計師
於《會計及財務匯報局條例》下
的註冊公眾利益實體核數師

Principal Bankers

Bank of China
Bank of Communications
Industrial Bank

主要往來銀行

中國銀行
交通銀行
興業銀行

Share Registrars

Bermuda Principal Share Registrar
Ocorian Management (Bermuda) Limited
Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

股份過戶登記處

百慕達主要股份過戶登記處
Ocorian Management (Bermuda) Limited
Victoria Place, 5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

Hong Kong Branch Share Registrar
Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre
183 Queen's Road East, Wanchai, Hong Kong

香港股份過戶登記分處
香港中央證券登記有限公司
香港灣仔皇后大道東183號
合和中心17樓1712-1716號舖

Shares Listing

The Stock Exchange of Hong Kong Limited
Stock Code: 3839

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