



創輝珠寶集團控股有限公司
Chong Fai Jewellery Group Holdings Company Limited

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock code 股份代號 : 8537

2022/23

中期報告 INTERIM REPORT



CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”) 香港聯合交易所有限公司（「聯交所」）GEM 的特色

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This report, for which the directors (the “Director(s)”) of Chong Fai Jewellery Group Holdings Company Limited (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

This report will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least seven days from the date of its posting and the Company’s website at www.chongfaiholdings.com.

GEM 乃為較其他於聯交所主板上市的公司帶有更高投資風險的中小型公司提供一個上市的市場。有意投資者應了解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。

考慮到 GEM 上市公司一般為中小型公司，在 GEM 買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時無法保證在 GEM 買賣的證券會有高流通量的市場。

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本報告將自其刊發日期起於 GEM 網站 www.hkgem.com 「最新上市公司公告」一頁內至少保留 7 天，以及刊載於本公司網站 www.chongfaiholdings.com。

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CORPORATE INFORMATION

公司資料

Executive Directors

Mr. Fu Chun Keung (*Chairman and Chief Executive Officer*)
Ms. Cheung Lai Yuk
Ms. Fu Wan Ling

Independent non-executive Directors

Mr. Chan Cheong Tat
Mr. Wong Wing Keung Meyrick
Mr. Chan Chi Ming Tony

Audit Committee

Mr. Chan Chi Ming Tony (*Chairman*)
Mr. Chan Cheong Tat
Mr. Wong Wing Keung Meyrick

Remuneration Committee

Mr. Chan Chi Ming Tony (*Chairman*)
Mr. Fu Chun Keung
Mr. Wong Wing Keung Meyrick

Nomination Committee

Mr. Fu Chun Keung (*Chairman*)
Mr. Chan Cheong Tat
Mr. Wong Wing Keung Meyrick

Company Secretary

Mr. Wong Ho Pang

Compliance Officer

Ms. Cheung Lai Yuk

Authorised Representatives

Mr. Fu Chun Keung
Mr. Wong Ho Pang

執行董事

傅鎮強先生 (*主席兼行政總裁*)
張麗玉女士
傅雲玲女士

獨立非執行董事

陳昌達先生
王泳強先生
陳子明先生

審核委員會

陳子明先生 (*主席*)
陳昌達先生
王泳強先生

薪酬委員會

陳子明先生 (*主席*)
傅鎮強先生
王泳強先生

提名委員會

傅鎮強先生 (*主席*)
陳昌達先生
王泳強先生

公司秘書

黃浩鵬先生

合規主任

張麗玉女士

授權代表

傅鎮強先生
黃浩鵬先生

CORPORATE INFORMATION

公司資料

Auditor

Grant Thornton Hong Kong Limited
Level 12, 28 Hennessy Road
Wanchai
Hong Kong SAR

Legal Advisers

As to Hong Kong Laws
Patrick Mak & Tse
Rooms 901-905, 9/F, Wing On Centre
111 Connaught Road Central
Hong Kong

As to Cayman Islands Laws
Maples and Calder (Hong Kong) LLP
53/F, The Center
99 Queen's Road Central
Hong Kong

Principal Bankers

The Hongkong and Shanghai Banking Corporation Limited
HSBC Main Building
1 Queen's Road Central
Hong Kong

Nanyang Commercial Bank Limited
151 Des Voeux Road Central
Hong Kong

Principal Share Registrar and Transfer Office in the Cayman Islands

Maples Fund Services (Cayman) Limited
PO Box 1093
Boundary Hall
Cricket Square
Grand Cayman, KY1-1102
Cayman Islands

核數師

致同(香港)會計師事務所有限公司
香港特區
灣仔
軒尼詩道28號12樓

法律顧問

有關香港法律
麥家榮律師行
香港
干諾道中111號
永安中心9樓901-905室

有關開曼群島法律
邁普達律師事務所(香港)有限法律責任合夥
香港
皇后大道中99號
中環中心53樓

主要往來銀行

香港上海滙豐銀行有限公司
香港
皇后大道中1號
滙豐總行大廈

南洋商業銀行有限公司
香港
德輔道中151號

開曼群島股份登記及過戶總處

Maples Fund Services (Cayman) Limited
PO Box 1093
Boundary Hall
Cricket Square
Grand Cayman, KY1-1102
Cayman Islands

CORPORATE INFORMATION

公司資料

Hong Kong Branch Share Registrar

Tricor Investor Services Limited
17F
Far East Finance Centre
16 Harcourt Road
Hong Kong

Registered office

PO Box 309, Ugland House
Grand Cayman, KY1-1104
Cayman Islands

Headquarters and principal place of business in Hong Kong

No. 6-13, Faerie Court
80 Ko Shan Road
Hung Hom
Kowloon, Hong Kong

Company's website

www.chongfaiholdings.com

Stock code

8537

香港股份登記分處

卓佳證券登記有限公司
香港
夏慤道16號
遠東金融中心
17樓

註冊辦事處

PO Box 309, Ugland House
Grand Cayman, KY1-1104
Cayman Islands

總部及香港主要營業地點

香港
九龍紅磡
高山道80號
富怡閣6-13號

本公司網站

www.chongfaiholdings.com

股份代號

8537

FINANCIAL HIGHLIGHTS

財務摘要

HIGHLIGHTS

The profit of the Group for the six months ended 30 September 2022 was approximately HK\$2.7 million (2021: loss of approximately HK\$0.9 million).

The revenue of the Group for the six months ended 30 September 2022 was approximately HK\$71.9 million, representing an increase of approximately 30.3% as compared with the revenue of approximately HK\$55.1 million for the six months ended 30 September 2021.

The Board does not recommend the payment of any dividend for the six months ended 30 September 2022 (2021: nil).

The board (the “**Board**”) of Directors of the Company is pleased to announce the unaudited condensed consolidated results of the Group for the six months ended 30 September 2022, together with comparative figures for the corresponding period of 2021.

In this report, “we”, “us” and “our” refer to the Company and where the context otherwise requires, the Group.

摘要

截至2022年9月30日止六個月，集團溢利約為2.7百萬港元（2021年：虧損約為0.9百萬港元）。

截至2022年9月30日止六個月，本集團的收益約為71.9百萬港元，較截至2021年9月30日止六個月的收益約55.1百萬港元增加約30.3%。

董事會不建議就截至2022年9月30日止六個月派付任何股息（2021年：無）。

本公司董事會（「**董事會**」）欣然宣佈本集團截至2022年9月30日止六個月未經審核的簡明綜合業績，連同2021年同期的比較數字。

於本報告，「我們」指本公司，及如文義另有所指則為本集團。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

CHANGE OF COMPANY SECRETARY AND AUTHORIZED REPRESENTATIVE

On 18 August 2022, Mr. Wai Kiu Hon resigned as the company secretary and authorized representative of the Company while Mr. Wong Ho Pang was appointed as the company secretary and authorized representative of the Company.

INTERIM DIVIDEND

The Board does not recommend the payment of any interim dividend for the six months ended 30 September 2022.

OUTLOOK

During the six months ended 30 September 2022, the novel coronavirus (“COVID-19”) in Hong Kong was generally stable and the Group was able to sustain a positive revenue growth momentum. Also, the Hong Kong government launched the consumption voucher in April and August 2022, which stimulated local consumption and contributed to the significant revenue growth during the period.

Looking forward, the Group will seek to expand the Group's jewellery design collection in line with customer needs, preferences and market trends, and expand its retail presence to capture a wider range of market opportunities until the situation of COVID-19 and the economic environment in Hong Kong becomes better. We are extending our marketing campaign to the social media in the hope that it will bring a desirable return to the shareholders of the Company (the “Shareholders”) and sustain a long-term growth of the Group.

更改公司秘書及授權代表

於2022年8月18日，衛翹翰先生辭任本公司的公司秘書及授權代表；而黃浩鵬先生獲委任為本公司的公司秘書及授權代表。

中期股息

董事會不建議就截至2022年9月30日止六個月派付任何中期股息。

前景

截至2022年9月30日止六個月，新型冠狀病毒（「COVID-19」）疫情大致穩定，集團收入亦保持正增長勢頭。此外，受惠於香港政府於2022年4月及8月推出的消費券，本地市民消費意欲回升，促使本集團期內收入有明顯增長。

展望未來，當COVID-19疫情及本港經濟環境好轉，本集團將致力擴大本集團的珠寶設計系列，以迎合客戶需求、喜好及市場趨勢，同時亦會擴充其零售據點，把握各種市場機遇。我們正將市場推廣活動拓展至社交媒體，期望為股東帶來豐厚回報，並維持本集團的長遠發展。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS REVIEW

The Group's revenue increased by approximately HK\$16.8 million, or approximately 30.3%, from approximately HK\$55.1 million for the six months ended 30 September 2021 to approximately HK\$71.9 million for the six months ended 30 September 2022. The increase in revenue was mainly attributable to the increase in revenue from (i) Gem-set Jewellery Products (as defined below) for the amount of approximately HK\$3.2 million; (ii) pure gold products for the amount of approximately HK\$8.8 million; and (iii) trading of recycled gold products by approximately HK\$4.8 million. The above increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops.

Revenue in terms of Products

(a) Diamond, karat gold, jade, pearl, platinum jewellery products (the "Gem-set Jewellery Products")

For the six months ended 30 September 2022, the Group's revenue from Gem-set Jewellery Products was approximately HK\$29.0 million which increased by approximately HK\$3.2 million, or approximately 12.4%, as compared to approximately HK\$25.8 million for the six months ended 30 September 2021. Such increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops.

(b) Pure gold products

For the six months ended 30 September 2022, the Group's retail and wholesales revenue from pure gold products was approximately HK\$34.4 million which increased by approximately HK\$8.8 million, or approximately 34.2%, as compared to approximately HK\$25.6 million for the six months ended 30 September 2021. The increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops.

(c) Trading of recycled gold products

For the six months ended 30 September 2022, the Group's revenue from trading of recycled gold products was approximately HK\$8.5 million which increased by approximately HK\$4.7 million, or approximately 126.6%, as compared to approximately HK\$3.8 million for the six months ended 30 September 2021. The increase was mainly attributable to the fluctuation of global pure gold prices.

業務審視

本集團的收益由截至2021年9月30日止六個月的約55.1百萬港元增加約16.8百萬港元或約30.3%至截至2022年9月30日止六個月的約71.9百萬港元。收益增加主要由於(i)寶石鑲嵌珠寶產品(定義如下)收益增加約3.2百萬港元；(ii)純金產品收益增加約8.8百萬港元；及(iii)回收黃金產品貿易的收益增加約4.8百萬港元部分。上述增加主要由於本地市民消費意欲及我們店舖的人流繼續回升。

按產品劃分的收益

(a) 鑽石·K金·翡翠·珍珠·鉑金珠寶產品 (「寶石鑲嵌珠寶產品」)

截至2022年9月30日止六個月，本集團來自寶石鑲嵌珠寶產品的收益為約29.0百萬港元，較截至2021年9月30日止六個月的約25.8百萬港元增加約3.2百萬港元或約12.4%。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升所致。

(b) 純金產品

截至2022年9月30日止六個月，本集團純金產品的零售及批發收益為約34.4百萬港元，較截至2021年9月30日止六個月的約25.6百萬港元增加約8.8百萬港元或約34.2%。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升所致。

(c) 回收黃金產品貿易

截至2022年9月30日止六個月，本集團來自回收黃金產品貿易的收益為約8.5百萬港元，較截至2021年9月30日止六個月的約3.8百萬港元增加約4.7百萬港元或約126.6%。有關增幅主要由於全球純金價格波動所致。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Revenue in terms of Business (sales channels)

(a) Retail

For the six months ended 30 September 2022, the Group's revenue from retail channel was approximately HK\$58.4 million which increased by approximately HK\$12.8 million, or approximately 28.0%, as compared to approximately HK\$45.6 million for the six months ended 30 September 2021. The increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops.

(b) Wholesale

For the six months ended 30 September 2022, the Group's revenue from wholesale channel was approximately HK\$4.9 million which decreased by approximately HK\$0.8 million, or approximately 14.3%, as compared to approximately HK\$5.7 million for the six months ended 30 September 2021.

(c) Trading of recycled gold products

For the six months ended 30 September 2022, the Group's revenue from trading of recycled gold products was approximately HK\$8.5 million which increased by approximately HK\$4.7 million, or approximately 126.6%, as compared to approximately HK\$3.8 million for the six months ended 30 September 2021. The increase was mainly attributable to the fluctuation of global pure gold prices.

Other income

Other income for the six months ended 30 September 2022 amounted to approximately HK\$1.9 million (2021: approximately HK\$0.8 million), representing an increase of approximately HK\$1.1 million as compared with the corresponding period in 2021. The increase in other income was mainly due to the receipt of the Anti-epidemic Fund under the Employment Support Scheme (the "Government Grants") of approximately HK\$1.1 million for the six months ended 30 September 2022 while such Government Grants were not available for the six months ended 30 September 2021.

按業務劃分的收益(銷售渠道)

(a) 零售

截至2022年9月30日止六個月，本集團來自零售渠道的收益為約58.4百萬港元，較截至2021年9月30日止六個月的約45.6百萬港元增加約12.8百萬港元或約28.0%。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升所致。

(b) 批發

截至2022年9月30日止六個月，本集團來自批發渠道的收益為約4.9百萬港元，較截至2021年9月30日止六個月的約5.7百萬港元減少約0.8百萬港元或約14.3%。

(c) 回收黃金產品貿易

截至2022年9月30日止六個月，本集團來自回收黃金產品貿易的收益為約8.5百萬港元，較截至2021年9月30日止六個月約3.8百萬港元增加約4.7百萬港元或約126.6%。有關增幅主要由於全球純金價格波動所致。

其他收入

截至2022年9月30日止六個月，其他收入約為1.9百萬港元（2021年：約0.8百萬港元），較2021年同期增加約1.1百萬港元。其他收入的增加主要由於截至2022年9月30日止六個月透過防疫抗疫基金根據「保就業」計劃所獲政府補助（「政府補助」）的其他收入約1.1百萬港元，但是截至2021年9月30日止六個月期間本公司沒有獲得相關之政府補助。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Other gains and losses

Other losses amounted to approximately HK\$0.5 million for the six months ended 30 September 2022 (2021: losses of approximately HK\$0.8 million). The losses were mainly due to fair value loss on financial assets at fair value through profit or loss (“FVTPL”) of approximately HK\$0.5 million (2021: loss of approximately HK\$0.8 million).

Selling and distribution costs

Selling and distribution costs for the six months ended 30 September 2022 increased by approximately HK\$0.5 million or approximately 4.3% as compared with the corresponding period in 2021.

General and administrative expenses

General and administrative expenses for the six months ended 30 September 2022 increased by approximately HK\$0.5 million or approximately 8.5% as compared with corresponding period in 2021.

LIQUIDITY AND FINANCIAL RESOURCES AND TREASURY POLICY

Liquidity and Financial Resources

As at 30 September 2022, the Group had total assets of approximately HK\$135.1 million (as at 31 March 2022: approximately HK\$129.2 million), which is financed by total liabilities and shareholders' equity (comprising share capital and reserves) of approximately HK\$60.2 million (as at 31 March 2022: approximately HK\$56.2 million) and approximately HK\$74.9 million (as at 31 March 2022: approximately HK\$73.0 million), respectively.

The total interest-bearing borrowings of the Group as at 30 September 2022 were approximately HK\$26.2 million (as at 31 March 2022: approximately HK\$28.3 million), and the current ratio as at 30 September 2022 was approximately 1.8 times (as at 31 March 2022: approximately 2.0 times), mainly due to the increase in amount due to a director as a result of the acquisition of an associated company by the Group for the six months ended 30 September 2022.

其他收益及虧損

截至2022年9月30日止六個月的其他淨虧損為約0.5百萬港元（2021年：淨虧損約0.8百萬港元）。有關虧損主要由按公平值計入損益的金融資產虧損約0.5百萬港元（2021年：虧損約0.8百萬港元）所致。

銷售及分銷成本

截至2022年9月30日止六個月，銷售及分銷成本較2021年同期增加約0.5百萬港元或約4.3%。

一般及行政開支

截至2022年9月30日止六個月，一般及行政開支較2021年同期增加約0.5百萬港元或約8.5%。

流動資金及財務資源及庫務政策

流動資金及財務資源

於2022年9月30日，本集團的資產總值為約135.1百萬港元（於2022年3月31日：約129.2百萬港元），此乃由負債總額約60.2百萬港元（於2022年3月31日：約56.2百萬港元）及股東權益（包括股本及儲備）約74.9百萬港元（於2022年3月31日：約73.0百萬港元）撥付。

於2022年9月30日，本集團的計息借款總額為約26.2百萬港元（於2022年3月31日：約28.3百萬港元），而於2022年9月30日的流動比率為約1.8倍（於2022年3月31日：約2.0倍），主要由於本集團於截至2022年9月30日止六個月收購聯營公司衍生之應付董事款項增加。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Gearing Ratio

The Group's gearing ratio, which is calculated by dividing total debts (total debts are defined to include payables incurred not in the ordinary course of business) by total equity as at the end of each financial year, decreased from approximately 38.8% as at 31 March 2022 to approximately 35.0% as at 30 September 2022, primarily due to the decrease in bank borrowings.

The Group has no available unutilised banking loan facilities.

The Directors are of the view that as at the date hereof, the Group's financial resources are sufficient to support its business and operations.

Treasury Policy

The Group adopts a prudent financial management approach towards its treasury policy and thus maintained a healthy liquidity position throughout the reporting period. The management of the Group regularly reviews the recoverable amount of trade receivables by performing ongoing credit assessments and monitoring prompt recovery. The Group will make adequate impairment losses for irrecoverable amounts if necessary. In order to achieve better cost control and minimise the cost of funds, the Group's treasury activities are centralised and cash is generally deposited with leading licensed banks in Hong Kong and denominated in Hong Kong dollars.

Capital Structure

The Company's shares were successfully listed on GEM board on 27 March 2019. There has been no change in the Company's capital structure from 27 March 2019 to the date of this interim report. The capital structure of the Group consists of issued share capital and reserves. The Directors have reviewed the Group's capital structure regularly.

As at 30 September 2022, the Company's issued share capital was HK\$7,500,000 and the number of its issued ordinary shares was 750,000,000.

資產負債比率

本集團的資產負債比率（按各財政年度末債務總額（債務總額是指並非於日常業務過程產生的應付款項）除以權益總額計算）由2022年3月31日的約38.8%下降至2022年9月30日的約35.0%，主要由於銀行借款減少。

本集團並無可用未使用的銀行貸款融資。

董事認為，於本報告日期，本集團的財務資源足以支持其業務及營運。

庫務政策

本集團已就其庫務政策採納審慎的財務管理策略，因此於整個報告期內維持穩健的流動資金狀況。本集團管理層透過持續進行信貸評估及監督款項及時收回，定期檢討貿易應收款項的可收回金額。本集團將在必要時就不可收回的金額作出充足的減值虧損。為更有效控制成本及盡量降低資金成本，本集團的財資活動乃中央統籌，而現金一般存放於香港主要持牌銀行，以港元計值。

資本架構

本公司的股份於2019年3月27日成功在GEM上市。本公司的資本架構自2019年3月27日至本中期報告日期並無變動。本集團的資本架構包括已發行股本及儲備。董事定期檢討本集團的資本架構。

於2022年9月30日，本公司的已發行股本為7,500,000港元，而其已發行普通股數目為750,000,000股。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Pledge of Assets

As at 30 September 2022 and 31 March 2022, the Group has not pledged any of its assets.

Future Plans for Material Investments or Capital Assets

Save as disclosed in the Prospectus and this interim report, the Group did not have any other plans for material investment and capital assets as at 30 September 2022.

Foreign Currency Exposure

The Group is mainly exposed to the foreign currency risk of US\$ and RMB. Under the pegged exchange rate system, the financial impact on exchange difference between HK\$ and US\$ will be immaterial as most US\$ denominated monetary assets and liabilities are held by group entities with HK\$ as their functional currency.

During the six months ended 30 September 2022, the Group did not have any hedging arrangements. The Group currently does not have a foreign currency hedging policy. The management of the Group manages its foreign currency risk by closely monitoring the movement of the foreign currency rates and may consider hedging significant foreign currency exposure should the need arise. The management of the Group considers the exposure to the foreign exchange risk fluctuation for the Group is not material.

Capital Commitments

As at 30 September 2022, the Group did not have any capital commitments (as at 31 March 2022: approximately HK\$0.3 million).

Contingent Liabilities

As at 30 September 2022 and 31 March 2022, the Group did not have contingent liabilities.

Employees and Remuneration Policies

As at 30 September 2022, the Group employed 80 staffs (including Executive Directors) (as at 31 March 2022: 85). We determine the employees' remuneration based on factors such as qualification, duty, contributions and years of experience. As at 30 September 2022, the Group had no significant obligation apart from the defined contributions schemes and there is no forfeited contribution arising from employees leaving the retirement benefits scheme which could set-off the contributions payable. In addition, the Group provides comprehensive training programs to its employees and sponsors the employees to attend various job-related training courses.

資產抵押

於2022年9月30日及2022年3月31日，本集團並無抵押其任何資產。

有關重大投資或資本資產的未來計劃

除招股章程及本中期報告所披露者外，於2022年9月30日，本集團並無有關重大投資及資本資產的任何其他計劃。

外幣風險

本集團主要面對美元及人民幣的外幣風險。根據聯繫匯率制度，有關港元與美元匯兌差額的財務影響並不重大，此乃由於大部分以美元計值的貨幣資產及負債由以港元作為功能貨幣的集團實體持有。

截至2022年9月30日止六個月，本集團並無任何對沖安排。本集團現時並無外幣對沖政策。然而，本集團管理層透過密切監察外幣匯率的變動，並於有需要時考慮就重大外幣風險進行對沖，以管理其外幣風險。本集團管理層認為，本集團所面對的外匯風險波動並不重大。

資本承擔

於2022年9月30日，本集團並無任何資本承擔（於2022年3月31日：約0.3百萬港元）。

或然負債

於2022年9月30日及2022年3月31日，本集團並無擁有或然負債。

僱員及薪酬政策

於2022年9月30日，本集團聘有80名員工（包括執行董事）（於2022年3月31日：85名）。我們根據資格、職務、貢獻及年資等因素釐定僱員薪酬。於2022年9月30日，除定額供款計劃外，本集團並無任何重大責任，且亦無因僱員退出退休福利計劃而產生及可用以減少應付供款的沒收供款。此外，本集團為其僱員提供全面的培訓計劃及資助僱員參與多種工作相關培訓課程。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND CAPITAL ASSETS

On 6 September 2022, Depasser Group Holdings Company Limited (the “**Purchaser**”), a direct wholly-owned subsidiary of the Company, entered into a sale and purchase agreement with Mr. Fu Chun Keung (the “**Vendor**”), an executive director and chairman of the Company, pursuant to which the Purchaser has agreed to acquire and the Vendor has agreed to sell shares of Dia Myth Jewelry (MFY) Co., Limited (“**Dia Myth**”) which are equivalent to 20% of its total issued share capital at a cash consideration of HK\$8,900,000.

The shares of Dia Myth were originally owned as to approximately 96% by the Vendor and approximately 4% by Ms. Fu Wan Ling, the sister of the Vendor and a Director. Upon completion of the above transaction, the shares of Dia Myth shall be owned as to approximately 76% by the Vendor, approximately 4% by Ms. Fu and 20% by the Company through the Purchaser respectively. The Board is of the view that upon entering into the above transaction, the Company can ensure that the increase in rental costs of a property owned by Dia Myth and rented by Chong Fai Group Holdings Company (the “**Tenant**”), an indirect wholly-owned subsidiary of the Company, will be controllable for the forthcoming 5 years and the profit of Dia Myth can, to certain extent, set off the rental costs to be paid by the Tenant to Dia Myth.

The above transaction constituted a discloseable and connected transaction of the Company. Further details of the above transaction are set out in the Company’s announcement dated 6 September 2022.

Save as disclosed in this interim report, the Group did not have any significant investments, material acquisitions and disposals of subsidiaries and capital assets during the six months ended 30 September 2022.

重大投資、重大收購及出售附屬公司及資本資產

於2022年9月6日，Depasser Group Holdings Company Limited（本公司的直接全資附屬公司）（「**買方**」）與傅鎮強先生（本公司的執行董事及行政總裁）（「**賣方**」）訂立買賣協議，據此，買方同意收購而賣方同意以8.9百萬港元的現金代價出售銷售卓薈珠寶有限公司（「**卓薈珠寶**」）相等於其已發行股本總額的20%的股份。

卓薈珠寶的股份原本由賣方及傅雲玲女士（賣方之姐姐及董事）分別擁有約96%及約4%。於上述交易交割後，卓薈珠寶的股份將由賣方、傅女士及本公司通過買方分別擁有約76%、約4%及20%。董事會認為於訂立上述交易後，本公司可確保由卓薈珠寶持有的及由創輝集團控股有限公司（本公司的間接全資附屬公司）（「**承租方**」）租用的物業未來五年的租金成本的增幅是可控的，而且卓薈珠寶的溢利可在一定程度上抵銷承租方向卓薈珠寶支付的租金成本。

上述交易構成本公司一項須予披露及關聯交易。上述交易之進一步詳情載於本公司日期為二零二二年九月六日的公告。

除本中期報告披露外，截至2022年9月30日止六個月，本集團並無任何重大投資、重大收購及出售附屬公司及資本資產。

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CORPORATE GOVERNANCE PRACTICE

The Company is committed to achieving and maintaining the highest standards of corporate governance in line with the needs and demands of the business and its shareholders, and in compliance with the code provisions as set out in the Corporate Governance Code (the “CG Code”) contained in Part 2 of Appendix 15 to the GEM Listing Rules. The Group has considered the CG Code and has put in place the corporate governance practices to meet the code provisions. Except for the deviation from code provision C.2.1 in Part 2 of the CG Code, the Group has adopted and complied with the CG Code during the six months ended 30 September 2022 up to the date of this report.

Mr. Fu Chun Keung, the major founder of the Group, is the chairman of the Board and chief executive officer of the Company. With extensive experience in jewelry industry, Mr. Fu is responsible for the overall management, decision-making and strategy planning of the Group and is instrumental to the Group's growth and business expansion. Since Mr. Fu is the key person for the Group's development and he will not undermine the Group's interests in any way under any circumstances, the Board considers that vesting the roles of chairman and chief executive officer in Mr. Fu is in the best interest of the Group and beneficial to the management of the Group. In addition, the senior management and the Board, which comprise experienced individuals, could effectively check and balance the power and authority of Mr. Fu. Therefore, the Board considers that the deviation from code provision C.2.1 in Part 2 of the CG Code is appropriate in such circumstances.

企業管治常規

本公司致力達致並維持最高企業管治水平，以期切合業務及其股東的需求及要求，並符合GEM上市規則附錄十五第2部分所載的企業管治守則（「企業管治守則」）的守則條文。本集團已考慮企業管治守則並設有企業管治常規，以遵守守則條文。自截至2022年9月30日止六個月直至本報告日期，除偏離企業管治守則第2部份的第C.2.1條外，本集團已採納及遵守企業管治守則。

本集團的主要創辦人傅鎮強先生為董事會主席兼本公司行政總裁。憑藉傅先生於珠寶行業的豐富經驗，彼負責本集團的整體管理、決策及戰略規劃，且對本集團的增長及業務擴張貢獻良多。由於傅先生為本集團發展的關鍵人物，且彼於任何情況下將不會以任何方式損害本集團的利益，故董事會認為將主席及行政總裁的職務授予傅先生符合本集團的最佳利益，並對本集團的管理有利。此外，由經驗豐富的個人組成的高級管理層及董事會可有效監察及制衡傅先生的權力及職權。因此，董事會認為於該等情況下偏離企業管治守則第2部份的第C.2.1條乃屬恰當。

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DIRECTORS' SECURITIES TRANSACTION

The Company has adopted the required standard of dealings (the “**Required Standard of Dealings**”) as set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiries of all the Directors, each of them has confirmed that they have complied with the Required Standard of Dealings during the six months ended 30 September 2022. No incident of non-compliance was noted by the Company during such period.

PURCHASE, SALE OR REDEMPTION OF LISTING SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares during the six months ended 30 September 2022.

Directors' and Chief Executive's Interests and Short Positions in the Shares, Underlying Shares and Debentures of the Company or any Associated Corporation

As at 30 September 2022, interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Cap. 571 of the Laws of Hong Kong (the “**SFO**”) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

董事證券交易

本公司已採納GEM上市規則第5.48條至5.67條所載的交易規定標準(「**交易規定標準**」)作為董事買賣本公司證券的操守守則。向全體董事作出特定查詢後，各董事均已確認彼等於截至2022年9月30日止六個月一直遵守交易規定標準。於上述期間，本公司概無發現任何不合規事件。

購買、出售或贖回上市證券

本公司或其任何附屬公司於截至2022年9月30日止六個月內概無購買、出售或贖回本公司任何股份。

董事及行政總裁於本公司及任何相聯法團的股份、相關股份及債權證的權益及淡倉

於2022年9月30日，董事及行政總裁於本公司或其任何相聯法團(定義見香港法例第571章證券及期貨條例(「**證券及期貨條例**」)第XV部)的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益及淡倉(包括根據證券及期貨條例有關條文彼等被當作或視為擁有的權益及淡倉)，或根據證券及期貨條例第352條須登記於由本公司存置的登記冊的權益及淡倉，或根據GEM上市規則第5.46條至第5.67條須知會本公司及聯交所的權益及淡倉如下：

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Long positions in ordinary shares and underlying shares of the Company

於本公司普通股份及相關股份的好倉

Name of Director	Capacity	Number of Shares ¹ held as at 30 September 2022 於2022年9月30日 持有的 股份數目 ¹	Percentage of shareholding in the Company's issued share capital as at 30 September 2022 於2022年9月30日 佔本公司已發行 股本的股權百分比
Mr. FU Chun Keung ("Mr. Fu") ² (also a chief executive) 傅鎮強先生(「傅先生」) ² (也是行政總裁)	Interest in controlled corporation 受控法團權益	562,500,000	75%
Ms. FU Wan Ling ("Ms. Fu") ² 傅雲玲女士(「傅女士」) ²	Interest in controlled corporation 受控法團權益	562,500,000	75%
Ms. CHEUNG Lai Yuk ("Ms. Cheung") ^{2,3} 張麗玉女士(「張女士」) ^{2,3}	Interest in controlled corporation, interest of spouse 受控法團權益、配偶權益	562,500,000	75%

Notes:

- All interests stated are long positions.
- Mr. Fu, Ms. Fu and Ms. Cheung collectively are interested in the entire issued share capital of Mythe Group Holdings Company Limited ("MGH Limited") which holds 562,500,000 Shares and they are therefore deemed to be interested in the Shares held by MGH Limited by virtue of the SFO.
- Ms. Cheung is the spouse of Mr. Fu and she is therefore deemed to be interested in the Shares held by Mr. Fu by virtue of the SFO.

附註:

- 列示的所有權益均為好倉。
- 傅先生、傅女士及張女士共同擁有 Mythe Group Holdings Company Limited (「MGH Limited」, 其持有562,500,000股股份)全部已發行股本權益, 因此, 根據證券及期貨條例, 彼等被視為於 MGH Limited 持有的股份中擁有權益。
- 張女士為傅先生的配偶, 因此, 根據證券及期貨條例, 彼被視為於傅先生持有的股份中擁有權益。

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Save as disclosed herein, neither the Directors nor any of their associates had any interests or short positions in shares, underlying shares and debentures of the Company or any of its associated corporations as at 30 September 2022 as defined in Section 352 of the SFO. In addition, at no time during the period had the Directors and chief executive of the Company (including their spouses and children under 18 years of age) any interest in, or been granted, or exercised any rights to subscribe for shares (or warrants or debentures, if applicable) of the Company and its associated corporations (within the meaning of the SFO). Save as disclosed above, at no time during the period was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Substantial Shareholders' Interests and Short Positions in the Shares and Underlying Shares of the Company

As at 30 September 2022, the interests or short positions of person in the shares and underlying shares and debentures of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or, who is, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group, or any other substantial shareholders whose interests or short positions were recorded in the register required to be kept by the Company under Section 336 of the SFO were as follows:

除本中期報告所披露者外，於2022年9月30日，概無董事或其任何聯繫人於本公司或其任何相聯法團的股份、相關股份及債權證中擁有任何權益或淡倉（定義見證券及期貨條例第352條）。此外，於期內任何時間，董事及本公司最高行政人員（包括彼等的配偶及18歲以下的子女）概無於可認購本公司及其相聯法團（定義見證券及期貨條例）股份（或認股權證或債權證（如適用））的權利中擁有任何權益，或獲授或已行使任何有關權利。除上文所披露者外，本公司或其任何附屬公司於期內任何時間概無訂立任何安排，致使董事透過收購本公司或任何其他法人團體的股份或債券而獲得利益。

主要股東於本公司股份及相關股份中的權益及淡倉

於2022年9月30日，將於本公司股份及相關股份及債權證中擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司披露的權益或淡倉，或直接或間接擁有附帶權利可於所有情況下在本集團任何其他成員公司的股東大會投票的任何類別股本面值5%或以上權益的人士，或其權益或淡倉已記入本公司根據證券及期貨條例第336條須存置的登記冊的任何其他主要股東如下：

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Long positions in ordinary shares and underlying shares of the Company

於本公司普通股份及相關股份的好倉

Name	Capacity	Number of Shares ¹ held as at 30 September 2022 於2022年9月30日 持有的 股份數目 ¹	Percentage of shareholding in the Company's issued share capital as at 30 September 2022 於2022年9月30日 佔本公司 已發行股本的 股權百分比
名稱／姓名	身份		
MGH Limited ²	Beneficial Interest 實益權益	562,500,000	75%
Mr. Fu ² 傅先生 ²	Interest in controlled corporation 受控法團權益	562,500,000	75%
Ms. Fu ² 傅女士 ²	Interest in controlled corporation 受控法團權益	562,500,000	75%
Ms. Cheung ^{2,3} 張女士 ^{2,3}	Interest in controlled corporation, interest of spouse 受控法團權益、配偶權益	562,500,000	75%

Notes:

- All interests stated are long positions.
- The entire issued share capital of MGH Limited is legally and beneficially owned by Mr. Fu, Ms. Fu and Ms. Cheung who are deemed to be interested in the Shares held by MGH Limited by virtue of the SFO.
- Ms. Cheung is the spouse of Mr. Fu and she is therefore deemed to be interested in the Shares held by Mr. Fu by virtue of the SFO.

附註：

- 列示的所有權益均為好倉。
- MGH Limited 全部已發行股本由傅先生、傅女士及張女士合法實益擁有，根據證券及期貨條例，彼等被視為於MGH Limited持有的股份中擁有權益。
- 張女士為傅先生的配偶，因此，根據證券及期貨條例，彼被視為於傅先生持有的股份中擁有權益。

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Save as disclosed above, as at 30 September 2022, the Directors were not aware of any other person (other than the Directors and chief executives of the Company) who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or, who is, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group, or any other substantial Shareholders whose interests or short positions were recorded in the register required to be kept by the Company under Section 336 of the SFO.

SHARE AWARD SCHEME

The Company adopted a share award scheme on 19 March 2021 (the “**Share Award Scheme**”). It is a share incentive scheme which is established to recognise and acknowledge the contributions that the eligible persons have had or may have made to the Group. The terms of the Share Award Scheme are in compliance with the provision of Chapter 23 of the GEM Listing Rules.

As at 30 September 2022, Bank of Communications Trustee Limited (the “**Trustee**”) held 10,300,000 shares of the Company purchased but not yet awarded under the Share Award Scheme.

As at 30 September 2022, no share award was granted, exercised, outstanding, cancelled or lapsed under the Share Award Scheme.

SHARE OPTION SCHEME

The Company adopted a share option scheme on 6 March 2019 (the “**Share Option Scheme**”). It is a share incentive scheme which is established to recognise and acknowledge the contributions that the eligible participants have had or may have made to the Group. The terms of the Share Option Scheme are in compliance with the provision of Chapter 23 of the GEM Listing Rules.

As at 30 September 2022, no share option was granted, exercised, outstanding, cancelled or lapsed under the Share Option Scheme.

除上文所披露者外，於2022年9月30日，董事並不知悉於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部的條文須向本公司披露的權益或淡倉的任何其他人士（董事及本公司最高行政人員除外），或直接或間接擁有附帶權利可於所有情況下在本集團任何其他成員公司的股東大會投票的任何類別股本面值5%或以上權益的人士，或其權益或淡倉已記入本公司根據證券及期貨條例第336條須存置的登記冊的任何其他主要股東。

股份獎勵計劃

本公司於2021年3月19日採納一項股份獎勵計劃（「**股份獎勵計劃**」）。該計劃為一項股份獎勵計劃，乃為嘉許及肯定合資格參與者對本集團所作出或可能作出的貢獻而設立。股份獎勵計劃的條款符合GEM上市規則第23章的規定。

於2022年9月30日，交通銀行信託有限公司（「**受託人**」）持有公司10,300,000股但尚未在股份獎勵計劃中作出獎勵。

於2022年9月30日，概無股份獎勵根據股份獎勵計劃已獲授出、行使、尚未行使、註銷或失效。

購股權計劃

本公司於2019年3月6日採納一項購股權計劃（「**購股權計劃**」）。該計劃為一項股份獎勵計劃，乃為嘉許及肯定合資格參與者對本集團所作出或可能作出的貢獻而設立。購股權計劃的條款符合GEM上市規則第23章的規定。

於2022年9月30日，概無購股權根據購股權計劃已獲授出、行使、尚未行使、註銷或失效。

OTHER INFORMATION

其他資料

DIRECTORS' INTERESTS IN COMPETING BUSINESS

As at 30 September 2022, none of the Directors or their respective close associates (as defined under the GEM Listing Rules) had any business or interests in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

AUDIT COMMITTEE

The Audit Committee consists of three independent non-executive Directors of the Company, namely, Mr. CHAN Chi Ming Tony, Mr. CHAN Cheong Tat and Mr. WONG Wing Keung Meyrick. Mr. Chan Chi Ming Tony is the chairman of the Audit Committee. The primary duties of the Audit Committee include reviewing and supervision of the financial reporting process, the internal monitoring system and risk management system of the Group.

The Audit Committee has reviewed the Group's unaudited consolidated interim results for the six months ended 30 September 2022 and considered that the preparation of those results are in compliance with the appropriate accounting standards and relevant regulations and laws.

FUTURE PLANS FOR MAJOR ACQUISITION AND DISPOSALS

Currently, the Group has no plans for major acquisitions and disposals.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board has conducted regular review of the risk management and internal control systems of the Group to ensure that the systems are effective and appropriate.

董事於競爭業務的權益

於2022年9月30日，概無董事或彼等各自的緊密聯繫人（定義見GEM上市規則）擁有任何與本集團業務直接或間接存在競爭或可能存在競爭的業務或於該業務中擁有任何權益。

審核委員會

審核委員會由本公司3名獨立非執行董事組成，即陳子明先生、陳昌達先生及王泳強先生。陳子明先生為審核委員會主席。審核委員會的主要職責包括檢討及監督本集團的財務匯報程序、內部控制系統及風險管理系統。

審核委員會已審閱本集團截至2022年9月30日止六個月的未經審核綜合中期業績，並認為該等業績的編製符合適合的會計準則及有關法規及法律。

有關重大收購及出售的未來計劃

本集團當前並無有關重大收購及出售的計劃。

風險管理及內部控制

董事會已對本集團的風險管理及內部監控制度進行定期檢討，以確保有關制度有效且恰當。

OTHER INFORMATION

其他資料

SUFFICIENCY OF PUBLIC FLOAT

Based on the information publicly available to the Company and within the knowledge of the Directors, the Company has maintained the sufficiency of public float requirement as specified in the GEM Listing Rules as at the latest practicable date prior to the issue of this interim report.

By order of the Board

Chong Fai Jewellery Group Holdings Company Limited

Fu Chun Keung

Chairman and Chief Executive Officer

Hong Kong, 8 November 2022

As at the date of this report, the executive Directors are Mr. Fu Chun Keung, Ms. Cheung Lai Yuk and Ms. Fu Wan Ling; and the independent non-executive Directors are Mr. Chan Cheong Tat, Mr. Wong Wing Keung Meyrick and Mr. Chan Chi Ming Tony.

充足公眾持股量

根據本公司可得的公開資料及董事所知，截至本中期報告刊發前的最後實際可行日期，本公司一直維持GEM上市規則中所訂明的充足公眾持股量之規定。

承董事會命

創輝珠寶集團控股有限公司

傅鎮強

主席兼行政總裁

香港，2022年11月8日

於本報告日期，執行董事為傅鎮強先生、張麗玉女士及傅雲玲女士；而獨立非執行董事為陳昌達先生、王泳強先生及陳子明先生。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

簡明綜合損益及其他全面收益表

For the six months ended 30 September 2022
截至2022年9月30日止六個月

		Six months ended 30 September 截至9月30日止六個月		
		2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)	
	Notes 附註			
Revenue	收益	4	71,862	55,134
Cost of goods sold	已售商品成本		(50,461)	(38,227)
Gross profit	毛利		21,401	16,907
Other income	其他收入	5	1,888	832
Other gains or losses	其他收益或虧損	6	(472)	(807)
Selling and distribution costs	銷售及分銷成本		(12,097)	(11,600)
General and administrative expenses	一般及行政開支		(6,726)	(6,197)
Finance costs	財務成本	7	(686)	(579)
Share of (loss) profit of an associate	應佔一間聯營公司(虧損) 溢利		(76)	43
Profit (loss) before taxation	除稅前溢利(虧損)	8	3,232	(1,401)
Income tax (expense) credit	所得稅(開支)抵免	9	(546)	465
Profit (loss) for the period	期內溢利(虧損)		2,686	(936)
Other comprehensive expense for the period	期內其他全面開支			
<i>Item that may be reclassified subsequently to profit or loss:</i>	<i>其後可能重新分類至損益的 項目:</i>			
Exchange differences arising on translation of a foreign operation	換算外國業務生產的 匯兌差額		(731)	(77)
Total comprehensive income (expense) for the period	期內全面收入(開支)總額		1,955	(1,013)
Earnings (loss) per share	每股盈利(虧損)			
Basic (HK cents)	基本(港仙)	11	0.36	(0.12)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 30 September 2022
於2022年9月30日

			At 30 September 2022 於2022年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2022 於2022年 3月31日 <i>HK\$'000</i> 千港元 (Audited) (經審核)
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	12	18,234	20,581
Interest in associates	於聯營公司的權益	13	17,545	8,721
Deferred tax assets	遞延稅項資產		4,502	5,047
Other receivables	其他應收款項	14	2,057	2,028
			42,338	36,377
Current assets	流動資產			
Inventories	存貨		66,517	59,634
Trade and other receivables	貿易及其他應收款項	14	4,014	3,559
Financial asset at fair value through profit of loss ("FVTPL")	按公平值計入損益的 金融資產		3,491	9,026
Bank balances and cash	銀行結餘及現金		18,785	20,572
			92,807	92,791

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明綜合財務狀況表

At 30 September 2022

於2022年9月30日

			At 30 September 2022 於2022年 9月30日 HK\$'000 (Unaudited) (未經審核)	At 31 March 2022 於2022年 3月31日 HK\$'000 (Audited) (經審核)
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	15	5,977	6,142
Amount due to a director	應付董事款項		8,900	—
Contract liabilities	合約負債		3,893	4,395
Refund liabilities	退款負債		496	388
Lease liabilities	租賃負債		7,154	7,372
Bank borrowings	銀行借款		26,196	28,295
			52,616	46,592
Net current assets	流動資產淨值		40,191	46,199
Total assets less current liabilities	資產總值減流動負債		82,529	82,576
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		7,667	9,626
Net assets	資產淨值		74,862	72,950
Capital and reserves	資本及儲備			
Share capital	股本	16	7,500	7,500
Reserves	儲備		67,362	65,450
Total equity	權益總額		74,862	72,950

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the six months ended 30 September 2022
截至2022年9月30日止六個月

		Attributable to owners of the Company 本公司擁有人應佔						
		Share capital	Share premium	Shares held for the Share Award Scheme 就股份 獎勵計劃 持有之 股份	Other reserve	Exchange reserve	Retained profits	Total
		股本 HK\$'000 千港元	股份溢價 HK\$'000 千港元	股份 獎勵計劃 持有之 股份 HK\$'000 千港元	其他儲備 HK\$'000 千港元 (Note) (附註)	匯兌儲備 HK\$'000 千港元	保留溢利 HK\$'000 千港元	總額 HK\$'000 千港元
At 31 March 2022 (audited)	於2022年3月31日 (經審核)	7,500	35,242	(693)	20,489	(1,168)	11,580	72,950
Purchase of shares for the Share Award Scheme	根據股份獎勵計劃購入股份	—	—	(43)	—	—	—	(43)
Transaction with owner	與擁有人進行的交易	—	—	(43)	—	—	—	(43)
Profit for the period	期內虧損	—	—	—	—	—	2,686	2,686
Exchange differences arising from translation of a foreign operation	換算外國業務產生的 匯兌差額	—	—	—	—	(731)	—	(731)
Total comprehensive (expense) income for the period	期內全面(開支)收入總額	—	—	—	—	(731)	2,686	1,955
At 30 September 2022 (unaudited)	於2022年9月30日 (未經審核)	7,500	35,242	(736)	20,489	(1,899)	14,266	74,862
At 31 March 2021 (audited)	於2021年3月31日 (經審核)	7,500	35,242	—	20,489	(1,553)	19,263	80,941
Loss for the period	期內溢利	—	—	—	—	—	(936)	(936)
Exchange differences arising from translation of a foreign operation	換算外國業務產生的 匯兌差額	—	—	—	—	(77)	—	(77)
Total comprehensive expense for the period	期內全面(開支)收入總額	—	—	—	—	(77)	(936)	(1,013)
At 30 September 2021 (unaudited)	於2021年9月30日 (未經審核)	7,500	35,242	—	20,489	(1,630)	18,327	79,928

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 September 2022
截至2022年9月30日止六個月

		Six months ended 30 September 截至9月30日止六個月	
		2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash generated from operating activities	經營活動所產生現金淨額	506	907
Investing activities	投資活動		
Purchases of property, plant and equipment	購買物業、廠房及設備	(181)	(3,299)
Purchase of financial asset at fair value through profit or loss	購買按公允值計入損益的金融資產	(1,038)	(5,744)
Proceeds from sales of financial assets at FVTPL	出售按公允值計入損益的金融資產	6,149	8,716
Interest and dividend received	已收利息及股息	486	508
Net cash generated from investing activities	投資活動所產生現金淨額	5,416	181
Financing activities	融資活動		
Repayments of bank loans	償還銀行貸款	(2,099)	(1,452)
Purchase of shares for the Share Award Scheme	根據股份獎勵計劃購入股份	(43)	—
Interests paid	已付利息	(686)	(450)
Repayment of lease liabilities	償還租賃負債	(4,845)	(1,837)
Net cash used in financing activities	融資活動所用現金淨額	(7,673)	(3,739)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

簡明綜合現金流量表

For the six months ended 30 September 2022
截至2022年9月30日止六個月

		Six months ended 30 September 截至9月30日止六個月	
		2022 2022年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 2021年 HK\$'000 千港元 (Unaudited) (未經審核)
Net decrease in cash and cash equivalents	現金及現金等價物減少淨額	(1,751)	(2,651)
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	20,572	32,021
Effect of foreign exchange rate changes	外匯匯率變動影響	(36)	(5)
Cash and cash equivalents at end of the period, represented by:	期末現金及現金等價物， 以下列項目呈列：		
Bank balances and cash	銀行結餘及現金	18,785	29,365

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

1. GENERAL

Chong Fai Jewellery Group Holdings Company Limited (the “Company”) is a public limited company incorporated in the Cayman Islands on 11 January 2018 and its shares are listed on GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The address of the registered office of the Company is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands and the principal place of business of the Company is at No. 6-13 Faerie Court, 80 Ko Shan Road, Hungghom, Kowloon, Hong Kong.

The immediate holding company and ultimate holding company of the Company is Mythe Group Holdings Company Limited which was incorporated in the British Virgin Islands (the “BVI”). Its ultimate controlling party is Mr. Fu Chun Keung (“Mr. Fu”).

The condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is the same as the functional currency of the Company.

2. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Chapter 18 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost.

Other than changes in accounting policies resulting from application of the amendments to Hong Kong Financial Reporting Standards (“HKFRSs”) and application of certain accounting policies which became relevant to the Group, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 September 2022 are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 March 2022.

1. 一般資料

創輝珠寶集團控股有限公司（「本公司」）於2018年1月11日於開曼群島註冊成立為公眾有限公司，而其股份於香港聯合交易所有限公司（「聯交所」）GEM上市。本公司註冊辦事處之地址為PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands，以及本公司主要營業地點之地址為香港九龍紅磡高山道80號富怡閣6-13號。

本公司直接控股公司及最終控股公司為於英屬處女群島（「英屬處女群島」）註冊成立的Mythe Group Holdings Company Limited。其最終控制方為傅鎮強先生（「傅先生」）。

簡明綜合財務報表以港元（「港元」）呈列，與本公司功能貨幣相同。

2. 編製基準

簡明綜合財務報表已根據香港會計師公會（「香港會計師公會」）頒佈的香港會計準則第34號「中期財務報告」及香港聯合交易所有限公司（「聯交所」）GEM證券上市規則第18章的適用披露規定編製。

3. 主要會計政策

簡明綜合財務報表乃根據歷史成本基準編製。

除應用香港財務報告準則（「香港財務報告準則」）之修訂本及應用若干與本集團相關之會計政策產生的會計政策變動外，截至2022年9月30日止六個月的簡明綜合財務報表所用的會計政策及計算方法與編製本集團截至2022年3月31日止年度的年度綜合財務報表所用者一致。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

簡明綜合財務報表附註

3. PRINCIPAL ACCOUNTING POLICIES — *continued*

Application of amendments to HKFRSs

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual period beginning on or after 1 April 2022 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018-2020

The application of the amendments to HKFRSs in the current 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. REVENUE AND SEGMENT INFORMATION

Revenue represents amounts received and receivable for the sales of jewellery products and net of discounts and returns during the period.

The Group's revenue recognised during the period are as follows:

Jewellery business:		珠寶業務：	
Retail operation of jewellery shops	珠寶店零售業務	58,409	45,625
Wholesales of jewellery products	珠寶產品批發	4,926	5,746
		63,335	51,371
Trading of recycled gold products	回收黃金產品貿易	8,527	3,763
Total	總計	71,862	55,134

3. 主要會計政策 — 續

應用香港財務報告準則之修訂本

於本中期期間，本集團於編製本集團簡明綜合財務報表時已首次應用由香港會計師公會頒佈且於2022年4月1日或之後開始之年度期間強制生效的香港財務報告準則中對概念框架的提述之修訂本及以下香港財務報告準則之修訂本：

香港財務報告準則第3號(修訂本)	概念框架的提述
香港會計準則第16號(修訂本)	物業、廠房及設備—擬定用途前的所得款項
香港會計準則第37號(修訂本)	有償合約—履行合約之成本
香港財務報告準則(修訂本)	香港財務報告準則二零一八年至二零二零年之年度改進

於本期間應用香港財務報告準則之修訂本並無對本期間及過往期間的本集團財務狀況及表現及/或該等簡明綜合財務報表所載的披露造成重大影響。

4. 收益及分部資料

收益指期內珠寶產品銷售以及扣除折扣及回佣的已收及應收金額。

本集團期內確認之收益如下：

Six months ended 30 September

截至9月30日止六個月

2022	2021
2022年	2021年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

	58,409	45,625
	4,926	5,746
	63,335	51,371
	8,527	3,763
Total	71,862	55,134

**NOTES TO THE CONDENSED CONSOLIDATED
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4. REVENUE AND SEGMENT INFORMATION — continued

		Six months ended 30 September	
		截至9月30日止六個月	
		2022	2021
		2022年	2021年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Jewellery business by product:	按產品劃分珠寶業務：		
— Gem-set jewellery products	— 寶石鑲嵌珠寶產品	28,959	25,753
— Gold jewellery products	— 黃金珠寶產品	34,376	25,618
		63,335	51,371
Trading of recycled gold products	回收黃金產品貿易	8,527	3,763
		71,862	55,134

4. 收益及分部資料 — 續

5. OTHER INCOME

		Six months ended 30 September	
		截至9月30日止六個月	
		2022	2021
		2022年	2021年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Sundry income	雜項收入	272	324
Bank interest income	銀行利息收入	5	4
Dividends income from financial asset at FVTPL	按公平值計入損益的金融資產的 股息收入	481	504
Government grants (Note)	政府補助 (附註)	1,130	—
		1,888	832

Note:

Government grants were received from the government of Hong Kong Special Administrative Region of the People's Republic of China for the Anti-epidemic Fund under Employment Support Scheme for the six months ended 30 September 2022.

附註：

截至2022年9月30日止六個月，政府補助乃透過「防疫抗疫基金」根據「保就業」計劃獲中華人民共和國香港特別行政區政府發放。

**NOTES TO THE CONDENSED CONSOLIDATED
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6. OTHER GAINS OR LOSSES

6. 其他收益或虧損

		Six months ended 30 September	
		截至9月30日止六個月	
		2022	2021
		2022年	2021年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Net foreign exchange loss	外匯虧損淨額	(5)	(9)
Fair value loss on financial assets at FVTPL, net	按公平值計入損益的金融資產的公平值虧損	(467)	(798)
		(472)	(807)

7. FINANCE COSTS

7. 財務成本

		Six months ended 30 September	
		截至9月30日止六個月	
		2022	2021
		2022年	2021年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Interest on bank borrowings	銀行借款利息	433	450
Finance charges on lease liabilities	租賃負債的財務費用	253	129
		686	579

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

8. PROFIT (LOSS) BEFORE TAXATION

Profit (loss) before taxation has been arrived at after charging (crediting):

Short term leases and leases with lease term shorter than 12 months as at initial application of HKFRS 16	短期租賃及在首次應用香港財務報告準則第16號時，租賃期少於12個月的租賃	178	150
Depreciation of property, plant and equipment	物業、廠房及設備的折舊		
— Owned assets	— 自有資產	498	266
— Right-of-use assets	— 使用權資產	4,211	5,024
Total depreciation of property, plant and equipment	物業、廠房及設備的折舊總額	4,709	5,290
Directors' remuneration	董事薪酬		
— fee	— 袍金	1,949	1,980
— salaries and other benefits	— 薪金及其他福利	—	—
— retirement benefit scheme contributions	— 退休福利計劃供款	64	75
Other staff's salaries and other benefits	其他員工薪金及其他福利	2,013	2,055
Other staff's retirement benefit scheme contributions	其他員工退休福利計劃供款	7,533	6,819
		315	277
Total staff costs	員工成本總額	9,861	9,151
Auditor's remuneration	核數師酬金	250	250
Cost of inventories recognised as an expense	確認為開支的存貨成本	50,390	38,172
Write-down of inventories to net realisable value, net	將存貨撇減至可變現淨值	71	55

8. 除稅前溢利(虧損)

除稅前溢利(虧損)乃經扣除(計入)下列各項後達致:

Six months ended 30 September

截至9月30日止六個月

2022	2021
2022年	2021年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

9. TAXATION

The taxation charge comprises:

Hong Kong Profits Tax
— Current period
Deferred tax (charge) credit

稅項開支包括：

香港利得稅
— 當前期間
遞延稅項（開支）抵免

Six months ended 30 September
截至9月30日止六個月

2022	2021
2022年	2021年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

—	—
(546)	465
(546)	465

10. DIVIDENDS

No dividends were paid, declared or proposed during the interim period. The directors of the Company have determined that no dividend will be paid in respect of the interim period.

10. 股息

於中期期間，概無派付、宣派或建議派付股息。本公司董事已決定將不會就中期期間派付股息。

11. EARNINGS (LOSS) PER SHARE

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

11. 每股溢利（虧損）

每股基本盈利（虧損）乃按下列數據計算：

Six months ended 30 September
截至9月30日止六個月

2022	2021
2022年	2021年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

Profit (loss)
Profit (loss) for the period

盈利（虧損）
期內溢利（虧損）

2,686	(936)
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Number of shares 股份數目

At 30 September	At 30 September
2022	2021
2022年	於2021年
於9月30日	9月30日
'000	'000
千股	千股
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

Number of Shares
Weighted average number of shares

股份數目
股份加權平均數

750,000	750,000
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No diluted earnings per share is presented as there were no potential dilutive ordinary shares in issue during the six months ended 30 September 2022 and 2021.

截至2022年及2021年9月30日止六個月，由於概無已發行潛在攤薄普通股，故並無呈列每股攤薄盈利。

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12. ADDITIONS IN PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

During the six months ended 30 September 2022, the Group acquired property, plant and equipment amounting to HK\$181,000 (six months ended 30 September 2021: HK\$3,299,000).

13. INTEREST IN ASSOCIATES

During the six months ended 30 September 2022, the Group has acquired 20% equity interests in Dia Myth Jewelry (MFY) Company Limited ("Dia Myth") from Mr. Fu, the ultimate controlling party of the Company, at a cash consideration of HK\$8,900,000. Accordingly, Dia Myth is an associate of the Group and its financial result were accounted for in the consolidated financial statements of the Group using the equity method.

Dia Myth was incorporated by Mr. Fu in 2006.

14. TRADE RECEIVABLES, PREPAYMENTS AND DEPOSITS

12. 物業、廠房及設備以及使用權資產添置

截至2022年9月30日止六個月，本集團收購181,000港元的物業、廠房及設備（截至2021年9月30日止六個月：3,299,000港元）。

13. 於聯營公司的權益

截至2022年9月30日止六個月，本集團以現金代價8,900,000港元向本公司最終控股方傅先生收購卓蒼珠寶有限公司（「卓蒼珠寶」）20%股權。因此，卓蒼珠寶為本集團的聯營公司，其財務業績使用權益法於本集團的綜合財務報表入賬。

傅先生於2006年註冊成立卓蒼珠寶。

14. 貿易應收款項、預付款項及按金

		At September 2022 於2022年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2022 於2022年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	1,769	1,337
Less: expected credit loss	減：預期信貸虧損	(21)	(21)
Trade receivables, net	貿易應收款項淨額	1,748	1,316
Rental deposits	租賃按金	2,554	2,652
Prepayments, other deposits and other receivables	預付款項、其他按金及其他應收款項	1,385	1,262
Right of return assets	退回資產的權利	384	357
		6,071	5,587
Less: Non-current portion of rental deposits	減：租金按金之非即期部分	(2,057)	(2,028)
		4,014	3,559

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

14. TRADE RECEIVABLES, PREPAYMENTS AND DEPOSITS — *continued*

The following is an analysis of the Group's trade receivables by ages, presented based on the invoice date which approximates the respective revenue recognition date.

0 to 30 days	0至30天
31 to 60 days	31至60天
61 to 90 days	61至90天
Over 90 days	超過90天

The Group's retail sales to customers are mainly made in cash or through credit card payments. The trade receivables arise from credit card sales are normally settled in one to two business day in arrears. For the remaining customers, the Group allows a credit period up to 90 days. A longer credit period may be granted to large or long-established customers with good payment history.

Before accepting any new customers, the Group will internally assess the potential customer's credit quality and defines credit limits by customers. The management closely monitors the credit quality and follow up actions will be taken if overdue debts are noted. Credit limits attributed to customers and credit term granted to customers are reviewed on a regular basis.

14. 貿易應收款項、預付款項及按金 — 續

下文為根據發票日期（與各自收益確認日期相若）呈列按賬齡劃分的本集團貿易應收款項分析。

At 30 September 2022 於2022年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2022 於2022年 3月31日 HK\$'000 千港元 (Audited) (經審核)
1,055	492
330	346
167	195
196	283
1,748	1,316

本集團對客戶的零售銷售主要以現金或透過信用卡付款進行。信用卡銷售產生的貿易應收款項通常會遞延1至2個營業日結清。就餘下客戶而言，本集團允許信用期最高達90天，或會向具備良好付款記錄的大型或長期建立的客戶授出較長信用期。

於接受任何新客戶前，本集團將內部評估潛在客戶的信用質素並按客戶界定信用限額。管理層密切監督信用質素並將在留意到逾期債務時採取跟進行動。客戶享有的信用限額以及向客戶授出的信用條款會定期進行覆核。

**NOTES TO THE CONDENSED CONSOLIDATED
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15. TRADE AND OTHER PAYABLES

		At 30 September 2022	At 31 March 2022
		於2022年 9月30日	於2022年 3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
Trade payables	貿易應付款項	1,609	2,205
Accrued staff costs	應計員工成本	2,667	2,256
Other payables and accrued charges	其他應付款項及應計費用	1,701	1,681
		5,977	6,142

The following is an aged analysis of the Group's trade payables based on the invoice date at the end of each reporting period:

		At 30 September 2022	At 31 March 2022
		於2022年 9月30日	於2022年 3月31日
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Audited)
		(未經審核)	(經審核)
0 to 30 days	0至30天	147	216
31 to 60 days	31至60天	407	741
61 to 90 days	61至90天	323	338
Over 90 days	超過90天	732	910
		1,609	2,205

以下為於各報告期末根據發票日期呈列本集團貿易應付款項的賬齡分析：

16. SHARE CAPITAL

		Number of shares 股份數目	Share capital 股本	
			HK\$	HK\$'000
			港元	千港元
Ordinary shares of HK\$0.01 each	每股面值0.01港元 普通股			
Authorised:	法定：			
At 1 April 2021,	於2021年4月1日、			
31 March 2022 and	2022年3月31日及			
30 September 2022	2022年9月30日	1,500,000,000	15,000,000	15,000
Issued and fully paid:	已發行及繳足：			
At 1 April 2021,	於2021年4月1日、			
31 March 2022 and	2022年3月31日及			
30 September 2022	2022年9月30日	750,000,000	7,500,000	7,500



創輝珠寶集團控股有限公司
Chong Fai Jewellery Group Holdings Company Limited