**Shenghui Cleanness Group Holdings Limited**
**升輝清潔集團控股有限公司**
*（於開曼群島註冊成立的有限公司）*
**（股份代號：2521）**

# 截至二零二六年六月三十日止六個月之中期業績公佈

升輝清潔集團控股有限公司（「**本公司**」）董事（「**董事**」）會（「**董事會**」）欣然宣佈本公司及其附屬公司截至二零二六年六月三十日止六個月之未經審核簡明綜合業績。本公佈列載本公司二零二六年中期業績報告全文，符合香港聯合交易所有限公司（「**聯交所**」）證券上市規則（「**上市規則**」）中有關中期業績初步公佈附載的資料之相關要求。

承董事會命
**升輝清潔集團控股有限公司**
*聯席主席兼執行董事*
**李承華**

香港，二零二六年八月二十七日

*於本公告日期，董事會包括四名執行董事，即李承華先生（聯席主席兼行政總裁）、魏東金先生（聯席主席），董建剛先生及陳黎明先生；及三名獨立非執行董事，即張寶文女士、邱燕虹女士及王輝博士。*

# Shenghui Cleanness Group Holdings Limited
# 升輝清潔集團控股有限公司

(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：2521

# Interim Report 2026
# 中期報告

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# 目錄

# CORPORATE INFORMATION

## EXECUTIVE DIRECTORS

Mr. Li Chenghua *(Co-chairman and Chief Executive Officer)*
Mr. Wei Dongjin *(Co-chairman)*
Mr. Chen Liming
Mr. Dong Jiangang *(appointed on 26 January 2026)*

## INDEPENDENT NON-EXECUTIVE DIRECTORS

Ms. Cheung Bo Man
Ms. Yau Yin Hung
Dr. Wang Hui

## COMPANY SECRETARY

Mr. Lau Kai San

## AUTHORISED REPRESENTATIVES

Mr. Li Chenghua
Mr. Lau Kai San

## AUDIT COMMITTEE

Dr. Wang Hui *(Chairperson)*
Ms. Cheung Bo Man
Ms. Yau Yin Hung

## REMUNERATION COMMITTEE

Ms. Cheung Bo Man *(Chairperson)*
Ms. Yau Yin Hung
Dr. Wang Hui

# 公司資料

## 執行董事

李承華先生*(聯席主席兼行政總裁)*
魏東金先生*(聯席主席)*
陳黎明先生
董建剛先生*(於二零二六年一月二十六日獲委任)*

## 獨立非執行董事

張寶文女士
邱燕虹女士
王輝博士

## 公司秘書

劉啟燊先生

## 授權代表

李承華先生
劉啟燊先生

## 審核委員會

王輝博士*(主席)*
張寶文女士
邱燕虹女士

## 薪酬委員會

張寶文女士*(主席)*
邱燕虹女士
王輝博士

# CORPORATE INFORMATION (continued)

# 公司資料(續)

## NOMINATION COMMITTEE

Ms. Yau Yin Hung *(Chairperson)*
Ms. Cheung Bo Man
Dr. Wang Hui

## 提名委員會

邱燕虹女士*(主席)*
張寶文女士
王輝博士

## INVESTMENT COMMITTEE

Mr. Wei Dongjin *(Chairperson)*
Dr. Wang Hui
Ms. Cheung Bo Man
Ms. Yau Yin Hung

## 投資委員會

魏東金先生*(主席)*
王輝博士
張寶文女士
邱燕虹女士

## REGISTERED OFFICE

Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

## 註冊辦事處

Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

## HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA

3/F, Office Block
36 Xinguang Road
Xinzao Town
Panyu District
Guangzhou
The People's Republic of China

## 總部及中華人民共和國主要營業地點

中華人民共和國
廣州市
番禺區
新造鎮
新廣路36號
(辦公樓)3樓

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

15th Floor, YF Life Centre
No. 38 Gloucester Road
Wanchai
Hong Kong

## 香港主要營業地點

香港
灣仔
告士打道38號
萬通保險中心15樓

# CORPORATE INFORMATION (continued)

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

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

## BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

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

## PRINCIPAL BANKER

Industrial and Commercial Bank of China Limited, Guangzhou Huanan Sub-branch

## COMPANY'S WEBSITE

www.gzshqj.com

## STOCK CODE

2521

# 公司資料(續)

## 開曼群島主要股份過戶登記處

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

## 香港股份過戶登記分處

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

## 主要往來銀行

中國工商銀行股份有限公司
(廣州市華南支行)

## 公司網站

www.gzshqj.com

## 股份代號

2521

# MANAGEMENT DISCUSSION AND ANALYSIS

## BUSINESS REVIEW

The Group is a cleaning and maintenance service provider in the Guangdong province of PRC. For the six months ended 30 June 2026, the total revenue of the Group was approximately RMB364.9 million, while profit for the six months ended was approximately RMB12.9 million.

We generated gross profit of approximately RMB45.9 million for the six months ended 30 June 2026 as compared to approximately RMB60.2 million for the six months ended 30 June 2025. The Group's gross profit margins decreased from 16.8% for the six months ended 30 June 2025 to 12.6% for the six months ended 30 June 2026. The decrease is mainly due to the increase in employee benefit expenses.

## OUTLOOK

Since our Group's establishment in 2000 and foothold in Guangzhou, we have built a strong position in Guangdong province. In view of the PRC's continuous growth in the economy and urbanisation, as well as the expected increase in the number of new properties, apart from growing the business through organic growth initiatives, we plan to leverage on our extensive experience in cleaning and maintenance services and expand our presence in both existing and new markets. We intend to replicate our model to other regions in the PRC with a strong demand for property cleaning services. Our Group also explore and pursue opportunities to expand the customer base and bolster the geographic presence in other provinces by potential acquisition and/or investment in cleaning and maintenance service provider(s) in the Greater Bay Area to enable us to expand the geographic reach and tender for cleaning services provision in major infrastructures to be completed in the near future.

# 管理層論述與分析

## 業務回顧

本集團為於中國廣東省的清潔及維護服務供應商。於截至二零二六年六月三十日止六個月，本集團總收益約為人民幣364.9百萬元，截至該日期止六個月的溢利約為人民幣12.9百萬元。

截至二零二六年六月三十日止六個月，本集團產生毛利約人民幣45.9百萬元，而截至二零二五年六月三十日止六個月約為人民幣60.2百萬元。本集團毛利率由截至二零二五年六月三十日止六個月的16.8%減少至截至二零二六年六月三十日止六個月的12.6%。減少主要是由於僱員福利開支增加所致。

## 展望

自本集團於二零零零年成立並進駐廣州以來，我們已於廣東省建立起穩固的地位。鑒於中國經濟及城市化進程的持續發展，並預期新建物業數量會增加，除通過內生增長措施實現業務增長外，我們亦計劃利用我們在清潔及維護服務方面的豐富經驗，擴大我們存量業務及增量業務。我們計劃將我們的模式複製到中國其他對物業清潔服務需求旺盛的地區。本集團亦會勘探及尋求機會，通過收購及／或投資大灣區的清潔及維修服務供應商，擴大客戶群，並加強在其他省份的業務，從而令我們能夠擴大地域覆蓋範圍，並參加競投，以期為將於不久將來落成的大型基建提供清潔服務。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

To complement our core traditional cleaning services, the Group is accelerating its strategic transformation towards tech-enabled environmental solutions. On 17 July 2026, we entered into a cooperation intention framework agreement with Hanshu Capital (Beijing) Company Limited to explore the establishment of a merger and acquisition fund targeting China Water Environment Group Company Limited, alongside joint venture partnerships in AI-powered smart water management, operations, and product lines in the water and beverage category.

Additionally, on 31 July 2026, the Group partnered with the Research Institute of Tsinghua University in Shenzhen to establish a Joint Innovation Centre for Industrial Embodied Intelligence. This collaboration focuses on developing large-scale AI models for the water sector, industrial embodied intelligence platforms, and digital automation to enhance operational efficiency.

Looking forward, the Group will continue to reinforce its foundation in property cleaning while integrating artificial intelligence, smart water management, and green technology into its service ecosystem to broaden revenue streams and drive long-term value for shareholders.

# 管理層論述與分析(續)

為配合本集團核心傳統清潔服務，本集團正加快其戰略轉型，發展以科技驅動的環保解決方案。於二零二六年七月十七日，本集團與寒樹資本(北京)有限公司訂立一份合作意向框架協議，以探討設立以中國水環境集團有限公司為目標的併購基金，並在人工智能驅動的智慧水務管理、營運及水及飲料類別產品線方面建立合資夥伴關係。

此外，於二零二六年七月三十一日，本集團與深圳清華大學研究院合作成立工業具身智能聯合創新中心。是項合作專注於開發水務行業AI大模型、工業具身智能平台以及數字化及自動化，以提升營運效率。

展望未來，本集團將繼續鞏固物業清潔基礎，同時將人工智能、智慧水務管理及綠色科技融入服務生態系統，以拓寬收益來源，為股東創造長期價值。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

## FINANCIAL REVIEW

### Revenue

For the six months ended 30 June 2026, we derived our revenue primarily from (i) property cleaning services for various type of commercial building, residential building, transportation hub, shopping mall, public utilities and industrial park; and (ii) public space cleaning services primarily for road sweeping and cityscape cleaning. We recorded revenue of approximately RMB364.9 million for the six months ended 30 June 2026. For the six months ended 30 June 2026, our revenue mainly generated from property cleaning services and public space cleaning services, accounted for 95.7% and 4.3%, respectively, of our total revenue.

We recorded an increase in revenue from approximately RMB358.8 million for the six months ended 30 June 2025 to approximately RMB364.9 million for the six months ended 30 June 2026, representing an increase of approximately 1.7%. The increase in revenue was mainly due to the increase in number of projects in property cleaning service.

### Cost of services

Our cost of services increased from approximately RMB298.6 million for the six months ended 30 June 2025 to approximately RMB319.0 million for the six months ended 30 June 2026, representing an increase of approximately 6.8%. The increase in cost of services was due to the increase in employee benefit expenses and the increase in subcontracting labour costs which was in line with the increase in the number of workers employed over the corresponding period in order to meet the manpower requirement of increased number of projects.

### Gross profit and gross profit margin

We generated gross profit of approximately RMB45.9 million for the six months ended 30 June 2026 as compared to approximately RMB60.2 million for six months ended 30 June 2025. The Group's gross profit margins decreased from 16.8% for the six months ended 30 June 2025 to 12.6% for the six months ended 30 June 2026. The decrease in gross profit margin is mainly due to the increase in employee benefit expenses and the increase in subcontracting labour costs.

## 財務回顧

### 收益

截至二零二六年六月三十日止六個月，我們的收益主要來自(i)各類商業樓宇、住宅樓宇、交通樞紐、購物商場、公共設施及工業園的物業清潔服務；及(ii)公共空間清潔服務，主要為道路清掃及城市景觀清潔。我們於截至二零二六年六月三十日止六個月錄得收益約人民幣364.9百萬元。於截至二零二六年六月三十日止六個月，主要來自物業清潔服務及公共空間清潔服務的收益分別佔我們總收益的95.7%及4.3%。

我們錄得收益由截至二零二五年六月三十日止六個月約人民幣358.8百萬元增加至截至二零二六年六月三十日止六個月約人民幣364.9百萬元，增幅約1.7%。收益增加主要由於物業清潔服務項目數目增加所致。

### 服務成本

我們服務成本由截至二零二五年六月三十日止六個月約人民幣298.6百萬元增加至截至二零二六年六月三十日止六個月約人民幣319.0百萬元，增幅約為6.8%。有關服務成本增加主要由於僱員福利開支增加及分包勞工成本增加，與由於在相應期間增聘工人以滿足項目數目增加所需的人力增幅一致。

### 毛利及毛利率

截至二零二六年六月三十日止六個月，我們產生毛利約人民幣45.9百萬元，而截至二零二五年六月三十日止六個月約為人民幣60.2百萬元。本集團毛利率由截至二零二五年六月三十日止六個月的16.8%減少至截至二零二六年六月三十日止六個月的12.6%。毛利率減少主要是由於僱員福利開支及分包勞工成本增加所致。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

## Other income, net

Our other income increased from approximately RMB2.6 million for six months ended 30 June 2025 to approximately RMB3.6 million for the six months ended 30 June 2026, representing an increase of approximately 38.5%. The increase in other income was primarily due to the increase in rental income.

## 其他收入淨額

我們其他收入由截至二零二五年六月三十日止六個月約人民幣2.6百萬元增加至截至二零二六年六月三十日止六個月約人民幣3.6百萬元，增幅約為38.5%。其他收入增加主要是由於租金收入增加所致。

## Selling and marketing expenses

We recorded an decrease in the selling and marketing expenses from approximately RMB4.3 million for six months ended 30 June 2026 to approximately RMB2.3 million for six months ended 30 June 2026, representing an decrease of approximately 46.5%. Such decrease was due to the decrease in marketing and entertainment expenses.

## 銷售及營銷開支

本集團銷售及營銷開支由截至二零二五年六月三十日止六個月約人民幣4.3百萬元減少到截至二零二六年六月三十日止六個月約人民幣2.3百萬元，減幅約為46.5%。有關減少乃由於營銷及酬酢開支減少所致。

## General and administrative expenses

Our general and administrative expenses increased from approximately RMB21.6 million for six months ended 30 June 2025 to approximately RMB32.3 million for six months ended 30 June 2026, representing a increase of 49.5% which was primarily due to increase in employee benefit expenses and office expenses.

## 一般及行政開支

我們一般及行政開支由截至二零二五年六月三十日止六個月約人民幣21.6百萬元增加至截至二零二六年六月三十日止六個月約人民幣32.3百萬元，增幅為49.5%，主要由於僱員福利開支及辦公室開支增加所致。

## Finance expenses, net

Our net net finance expenses amounted to approximately RMB768,000 for six months ended 30 June 2026, as compared to a net finance income amounted to approximately RMB10,000 for the six months ended 30 June 2025 due to the increase in interest expenses.

## 財務開支淨額

截至二零二六年六月三十日止六個月，我們財務開支淨額約為人民幣768,000元，而截至二零二五年六月三十日止六個月，財務收入淨額約為人民幣10,000元，乃由於利息開支增加所致。

## Income tax expenses

Our income tax expenses decreased from approximately RMB4.0 million for six months ended 30 June 2025 to approximately RMB2.2 million for the six months ended 30 June 2026 due to the decrease in assessable profit.

## 所得稅開支

我們的所得稅開支由截至二零二五年六月三十日止六個月的約人民幣4.0百萬元減少至截至二零二六年六月三十日止六個月的約人民幣2.2百萬元，乃由於應課稅溢利減少所致。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

## Net profit and net profit margin

As a result of the foregoing, our Group recorded a increase in the net profit from approximately RMB7.9 million for six months ended 30 June 2025 to approximately RMB12.9 million during the six months ended 30 June 2026, whilst our net profit margin increased from 2.2% for six months ended 30 June 2025 to 3.5% for the six months ended 30 June 2026. The increase was due to the absence of recognition of fair value loss on financial assets at fair value through profit or loss recorded during the six months ended 30 June 2025.

## Capital structure

Details of the Company's share capital are set out in note 13 to the condensed consolidated financial statements in this interim report.

# 管理層論述與分析(續)

## 純利及純利率

由於上述原因，本集團於截至二零二六年六月三十日止六個月錄得純利由截至二零二五年六月三十日止六個月約人民幣7.9百萬元增加至約人民幣12.9百萬元，而純利率由截至二零二五年六月三十日止六個月的2.2%上升至截至二零二六年六月三十日止六個月的3.5%。增加是由於並未錄得如截至二零二五年六月三十日止六個月按公平值計入損益的金融資產確認公平值虧損。

## 資本結構

本公司股本詳情載於本中期報告簡明綜合財務報表附註13。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

## Liquidity and financial resources

For the Reporting Period, our Group mainly financed the operations with our own working capital and bank borrowings. As at 30 June 2026, our Group's net asset amounted to approximately RMB472.2 million (31 December 2025: RMB459.2 million).

We had cash, bank balances and restricted bank deposits amounted to approximately RMB50.4 million as at 30 June 2026 (31 December 2025: RMB68.1 million). As at 30 June 2026, the total borrowings consisting of lease liabilities and Bank borrowing was approximately RMB88.6 million (31 December 2025: RMB81.7 million).

## 流動資金狀況及財務資源

於報告期間，本集團主要以其自身營運資金及銀行借款為營運撥付資金。於二零二六年六月三十日，本集團的資產淨值約為人民幣472.2百萬元(二零二五年十二月三十一日：人民幣459.2百萬元)。

於二零二六年六月三十日，我們的現金、銀行結餘及受限制銀行存款約為為人民幣50.4百萬元(二零二五年十二月三十一日：人民幣68.1百萬元)。於二零二六年六月三十日，借款總額(包括租賃負債及銀行借款)約為人民幣88.6百萬元(二零二五年十二月三十一日：人民幣81.7百萬元)。

| | | **30 June 2026 二零二六年六月三十日** | 31 December 2025 二零二五年十二月三十一日 |
|---|---|---|---|
| Current ratio (times) [1] | 流動比率(倍) [1] | **2.2** | 2.2 |
| Gearing ratio (%) [2] | 資產負債比率(%) [2] | **18.8** | 17.8 |
| Net debt to equity ratio (%) [3] | 淨負債權益比率(%) [3] | **Net cash 淨現金** | Net cash 淨現金 |

*Notes:*

1. Current ratio is calculated based on the total current assets divided by the total current liabilities as at the end of the respective financial year.

2. Gearing ratio is calculated based on the total borrowings and lease liabilities divided by total equity as at the end of the respective financial year and multiplied by 100.0%.

3. Net debt to equity ratio is calculated based on the net debts (total debts net of cash and cash equivalents) divided by total equity as at the end of the respective year and multiplied by 100.0%.

*附註：*

1. 流動比率乃將各財政年度末的流動資產總額除以流動負債總額計算得出。

2. 資產負債比率乃將各各財政年度末的總借款及租賃負債除以總權益，再乘以100.0%計算得出。

3. 淨負債權益比率乃將各年末的淨負債(扣除現金及現金等價物的總負債)除以總權益，再乘以100.0%計算得出。

Details of changes in the Company's share capital are set out in note 13 to the consolidated financial statements in this report.

本公司股東變動詳情載於本報告綜合財務報表附註13。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

## Capital expenditure and commitments

Our capital expenditure for the six months ended 30 June 2026 amounted to approximately RMB1.3 million (2025: RMB1 million), comprising mainly expenditures for the purchase of property, plant and equipment.

No capital commitments to be incurred as at 30 June 2026 (31 December 2025: nil).

## 資本開支及承擔

截至二零二六年六月三十日止六個月，我們的資本開支約為人民幣1.3百萬元(二零二五年：人民幣1百萬元)，主要包括購買物業、廠房及設備的開支。

截至二零二六年六月三十日，並無產生資本承擔(二零二五年十二月三十一日：無)。

## Pledge of assets

As at 30 June 2026, we did not pledge any assets (31 December 2025: nil) as securities for any facilities granted to our Group.

## 資產抵押

於二零二六年六月三十日，我們並無抵押任何資產(二零二五年十二月三十一日：無)作為授予本集團任何融資的擔保。

## Contingent liabilities

Our Group did not have material contingent liabilities as at 30 June 2026 and 31 December 2025.

## 或然負債

於二零二六年六月三十日及二零二五年十二月三十一日，本集團並無重大或然負債。

## Treasury policies

We adopt prudent treasury policies. The Group's management closely monitors our liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and commitments can meet its funding requirements.

## 庫務政策

我們採取審慎的庫務政策。本集團管理層密切監察我們的流動資金狀況，以確保本集團的資產、負債及承擔的流動資金架構可滿足其資金要求。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

## Foreign exchange exposure

Substantially all of our Group's financial assets and liabilities are primarily denominated RMB. As at 30 June 2026 and 31 December 2025, our foreign exchange risk on financial assets and liabilities denominated in foreign currencies was insignificant to the Group. The Group currently does not undertake any foreign currency hedging and does not use any financial instrument for hedging purposes. However, our management will closely monitor the foreign exchange exposure of the Group and will consider hedging the foreign exchange exposure if it becomes significant to our Group.

Furthermore, the conversion of RMB into foreign currencies is subject to rules and regulations of exchange control enforced by the government.

## 外匯風險

本集團絕大部分金融資產及負債主要以人民幣計值。於二零二六年六月三十日及二零二五年十二月三十一日，我們有關以外幣計值的金融資產及負債之外匯風險對本集團而言微不足度。本集團目前並無進行任何外幣對沖，亦無就對沖目的使用任何金融工具。然而，我們的管理層將密切監察本集團的外匯風險敞口，並將於外匯風險敞口變得對本集團屬重大時考慮進行對沖。

再者，以人民幣兌換外幣須遵守政府強制執行之外匯控制規例及法規。

## Interest rate exposure

The Group's interest rate risk arises primarily from cash flow interest rate risk in relation to variable rate restricted bank deposits and bank balances and fixed rate bank borrowing.

Management monitors interest rate exposure and will consider hedging significant interest rate exposure should the need arises.

## 利率風險

本集團的利率風險主要來自與浮動利率受限制銀行存款和銀行結餘以及固定利率銀行借款有關的現金流利率風險。

管理層對利率風險進行監控，並在必要時考慮對沖重大利率風險。

## Use of proceeds from the global offering

On 27 November 2023, the Company offered 414,375,000 Shares for subscription in the global offering. The offer price per Share was determined at HK$0.32 and the Shares were successfully listed on the Main Board of the Stock Exchange on 5 December 2023. The net proceeds (after deduction of underwriting fees and commissions and other listing expenses) from the Listing were approximately HK$73.5 million. The estimated net proceeds under the section headed "Future plans and use of proceeds" to the prospectus of the Company dated 27 November 2023 (the "**Prospectus**") was HK$87.4 million. The difference of approximately HK$13.9 million has been adjusted in the same proportion to the use of proceeds as disclosed in the Prospectus.

## 全球發售所得款項用途

於二零二三年十一月二十七日，本公司提呈發售414,375,000股股份，以於全球發售進行認購。發售價釐定為每股股份0.32港元，而股份於二零二三年十二月五日成功在聯交所主板上市。上市所得款項淨額(經扣除包銷費用及佣金以及其他上市開支)約為73.5百萬港元。本公司日期為二零二三年十一月二十七日的招股章程(「**招股章程**」)「未來計劃及所得款項用途」一節項下估計所得款項淨額為87.4百萬港元。差額約13.9百萬港元已按比例對招股章程所披露所得款項用途作出調整。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

The below table sets out the planned application of the net proceeds:

下表載列所得款項淨額的計劃用途：

| Intended application of the net proceeds<br>所得款項淨額的擬定用途 | | Approximate percentage of total net proceeds<br>佔總所得款項淨額概約百分比 | Adjusted planned allocation<br>經調整計劃分配<br>HK$ million<br>百萬港元 | Unutilised amount as at 1 January 2026<br>於二零二六年一月一日的未動用金額<br>HK$ million<br>百萬港元 | Utilised amount during the Reporting Period<br>於報告期間的已動用金額<br>HK$ million<br>百萬港元 | Unutilised amount as at 30 June 2026<br>於二零二六年六月三十日的未動用金額<br>HK$ million<br>百萬港元 | Expected timetable for full utilisation *(Note)*<br>悉數動用的預期時間表*(附註)* |
|---|---|---|---|---|---|---|---|
| Establishment of new branch offices | 新建辦事分處 | 48.9% | 36.0 | 27.4 | 0.2 | 27.2 | December 2026<br>二零二六年十二月 |
| Acquisition or investment in cleaning and maintenance service provider(s) | 收購或投資環境清潔及維護服務供應商 | 21.4% | 15.7 | – | – | – | December 2026<br>二零二六年十二月 |
| Enhancing service capabilities in the public space cleaning sector | 加強於公共空間清潔界別的服務實力 | 19.4% | 14.3 | 7.4 | 0.9 | 6.5 | December 2026<br>二零二六年十二月 |
| Adopting technological advances and upgrading information technology system | 採納技術改革及升級資訊科技系統 | 7.6% | 5.6 | 3.4 | 0.1 | 3.3 | December 2026<br>二零二六年十二月 |
| Expanding marketing department | 擴展營銷部 | 2.5% | 1.8 | 0.3 | 0.3 | – | December 2026<br>二零二六年十二月 |
| General working capital | 一般營運資金 | 0.2% | 0.1 | – | – | – | |
| **Total** | **總計** | **100.0%** | **73.5** | **38.5** | **1.5** | **37** | |

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

# 管理層論述與分析(續)

## Future plans for material investments or capital assets

Save as disclosed in the Prospectus and this report, there was no specific plan for material investments or capital assets as at 30 June 2026.

## 重大投資或資本資產的未來計劃

除招股章程及本報告所披露者外，於二零二六年六月三十日，概無重大投資或資本資產的的特定計劃。

## Human resources

The total employee benefit expenses was RMB191.4 million during the six months ended 30 June 2026 (FY2025: RMB186.1 million). The number of staff was 7,941 as at 30 June 2026 (30 June 2025: 8,068). Each employee's remuneration was determined in accordance with the individual's responsibility, competence and skills, experience and performance, as well as market pay levels. All employees of the Group participate in employee social insurance plans established in the PRC, which cover pension, medical and other welfare benefits. Training programmes, including environmental protection, quality and occupational safety and health training, emergency response and rescue training, specialised cleaning skills training and management skills training, are regularly provided or arranged to our employees. We has also adopted a share option scheme to provide incentives or rewards to the staff.

## 人力資源

截至二零二六年六月三十日止六個月，僱員福利開支總額為人民幣191.4百萬元(二零二五財政年度：人民幣186.1百萬元)。於二零二六年六月三十日，員工人數為7,941名(二零二五年六月三十日：8,068名)。各僱員的薪酬乃根據個人職責、才幹及技能、經驗及表現以及市場薪酬水平而釐定。本集團全體僱員均參與中國的僱員社會保險計劃，當中包括退休金、醫療及其他福利。我們定期向僱員提供或安排培訓計劃，包括環境保護、品質及職業安全與健康培訓、應急及救援培訓、專門清潔技能培訓及管理技能培訓。我們亦已採納購股權計劃以向員工提供激勵及獎勵。

## Events after reporting period

*(a) Entering into Strategic Cooperation Intention Framework Agreement with Hanshu Capital*

On 17 July 2026, the Company entered into a non-legally binding cooperation intention framework agreement with Hanshu Capital (Beijing) Company Limited in relation to the proposed formation of a merger and acquisition fund to acquire equity interests in China Water Environment Group Company Limited, as well as the proposed establishment of two joint venture companies focusing on AI smart water management and beverage product lines. Details were set out in the voluntary announcement of the Company dated 17 July 2026.

## 報告期後事項

*(a) 與寒樹資本訂立合作意向框架協議*

於二零二六年七月十七日，本公司與寒樹資本(北京)有限公司訂立一份無法律約束力的合作意向框架協議，內容有關建議成立併購基金，旨在收購中國水環境集團有限公司的股權，以及建議成立兩間合資公司，專門從事人工智能供水管理及飲料產品線。詳情載於本公司日期為二零二六年七月十七日的自願公告內。

# MANAGEMENT DISCUSSION AND ANALYSIS (continued)

(b) *Change in Shareholding of a Controlling Shareholder*

On 24 July 2026, Prosperity Cleanness Investment Holdings Limited (a controlling shareholder of the Company wholly owned by Mr. Li Chenghua, Co-chairman of the Board and Executive Director) disposed of 175,476,150 shares of the Company (representing approximately 9.0% of the total issued share capital). Following completion of the disposal, its shareholding decreased from approximately 30.1% to 21.1%, and consequently, Prosperity Cleanness and Mr. Li Chenghua ceased to be controlling shareholders of the Company. Details were set out in the voluntary announcement of the Company dated 24 July 2026.

(c) *Entering into Cooperation Agreement with Tsinghua Research Institute*

On 31 July 2026, the Company entered into a cooperation agreement with the Research Institute of Tsinghua University in Shenzhen in relation to the joint establishment of the "Shenghui Cleanness Group Holdings Limited – Research Institute of Tsinghua University in Shenzhen Joint Innovation Centre for Industrial Embodied Intelligence" to focus on R&D for industrial embodied intelligence platforms, AI models for the water sector, and project digitalization and automation. Details were set out in the voluntary announcement of the Company dated 31 July 2026.

# 管理層論述與分析(續)

(b) *控股股東股權變動*

於二零二六年七月二十四日，本公司控股股東豐盛清潔投資控股有限公司(由董事會聯席主席兼執行董事李承華先生全資擁有)出售175,476,150股本公司股份(相當於已發行股本總數約9.0%)。於出售事項後，其持股由約30.1%減少至21.1%，而於其後，豐盛清潔及李承華先生不再為本公司控股股東。詳情載於本公司日期為二零二六年七月二十四日的自願公告內。

(c) *與深清院訂立合作協議*

於二零二六年七月三十一日，本公司與深圳清華大學研究院訂立合作協議，內容有關聯合成立「升輝清潔集團控股有限公司－深圳清華大學研究院工業具身智能聯合創新中心」，以專注於工業具身智能平台、水務行業AI模型以及項目數字化及自動化的研發。詳情載於本公司日期為二零二六年七月三十一日的自願公告內。

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

# 未經審核簡明綜合全面收益表

*FOR THE SIX MONTHS ENDED 30 JUNE 2026*

*截至二零二六年六月三十日止六個月*

| | | | For the six months ended 30 June 截至六月三十日止六個月 | |
|---|---|---|---|---|
| | | *Notes 附註* | **2026 二零二六年 RMB'000 人民幣千元 (unaudited) （未經審核）** | 2025 二零二五年 RMB'000 人民幣千元 (unaudited) （未經審核） |
| Revenue | 收益 | | **364,902** | 358,829 |
| Cost of services | 服務成本 | | **(319,000)** | (298,629) |
| **Gross profit** | **毛利** | | **45,902** | 60,200 |
| Selling and marketing expenses | 銷售及營銷開支 | | **(2,300)** | (4,319) |
| General and administrative expenses | 一般及行政開支 | | **(32,319)** | (21,589) |
| Fair value loss on financial assets at fair value through profit or loss | 按公平值計入損益的金融資產之公平值虧損 | | **373** | (25,394) |
| Share of results of associate | 分佔聯營公司業績 | *15* | **790** | 443 |
| Other income, net | 其他收入淨額 | *5* | **3,466** | 2,560 |
| Finance expenses, net | 財務開支淨額 | *6* | **(768)** | 10 |
| **Profit before income tax** | **除所得稅前溢利** | | **15,144** | 11,911 |
| Income tax expenses | 所得稅開支 | *7* | **(2,195)** | (3,968) |
| **Profit for the year** | **年內溢利** | | **12,949** | 7,943 |
| **Attributable to:** | **下列人士應佔：** | | | |
| **Owners of the Company** | **本公司擁有人** | | **13,085** | 7,943 |
| **Non-controlling interests** | **非控股權益** | | **(136)** | – |
| **Earnings per share attributable to owners of the Company (expressed in RMB cents per share)** | **本公司擁有人應佔每股盈利（以每股人民幣分列示）** | | | |
| – Basis and diluted | –基本及攤薄 | *9* | **0.67** | 0.45 |

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (continued)

*FOR THE SIX MONTHS ENDED 30 JUNE 2026*

# 未經審核簡明綜合全面收益表(續)

*截至二零二六年六月三十日止六個月*

| | | | For the six months ended 30 June<br>截至六月三十日止六個月 | |
|---|---|---|---|---|
| | | *Notes*<br>*附註* | **2026**<br>**二零二六年**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**（未經審核）** | 2025<br>二零二五年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>（未經審核） |
| **Profit for the year** | **年內溢利** | | **12,949** | 7,943 |
| **Other comprehensive expense** | **其他全面開支** | | | |
| Item 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 arising on translation of foreign operations | 換算海外業務產生之匯兌差額 | | **3** | – |
| **Total comprehensive income for the year** | **年內全面收益總額** | | **12,952** | 7,943 |
| **Attributable to:** | **下列人士應佔：** | | | |
| **Owners of the Company** | **本公司擁有人** | | **13,088** | 7,943 |
| **Non-controlling interests** | **非控股權益** | | **(136)** | – |
| | | | **12,952** | 7,943 |

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

# 未經審核簡明綜合財務狀況表

*AS AT 30 JUNE 2026*

*於二零二六年六月三十日*

| | | Notes<br>附註 | 30 June 2026<br>二零二六年六月三十日<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) | 31 December 2025<br>二零二五年十二月三十一日<br>RMB'000<br>人民幣千元<br>(audited)<br>(經審核) |
|---|---|---|---|---|
| **Assets** | **資產** | | | |
| **Non-current assets** | **非流動資產** | | | |
| Property, plant and equipment | 物業、廠房及設備 | *10* | **63,916** | 64,342 |
| Investment properties | 投資物業 | | **740** | 795 |
| Interest in associate | 於聯營公司的權益 | *15* | **93,082** | 92,292 |
| Right-of-use assets | 使用權資產 | | **8,510** | 12,688 |
| Intangible assets | 無形資產 | | **6,379** | 6,379 |
| Financial assets at fair value through profit or loss | 按公平值計入損益的金融資產 | | **14,115** | 13,742 |
| Deferred income tax assets | 遞延所得税資產 | | **8,108** | 8,108 |
| Deposits and prepayments | 按金及預付款項 | | **30,017** | 32,463 |
| | | | **224,867** | 230,809 |
| **Current assets** | **流動資產** | | | |
| Trade and other receivables and prepayments | 貿易及其他應收款項以及預付款項 | *11* | **419,995** | 372,625 |
| Restricted bank deposits | 受限制銀行存款 | | **250** | 230 |
| Cash and cash equivalents | 現金及現金等價物 | | **50,136** | 67,884 |
| | | | **470,381** | 440,739 |
| **Total assets** | **資產總值** | | **695,248** | 671,548 |
| **Equity** | **權益** | | | |
| **Equity attributable to owners of the Company** | **本公司擁有人應佔權益** | | | |
| Share capital | 股本 | *13* | **17,725** | 17,725 |
| Reserves | 儲備 | | **454,503** | 436,863 |
| Equity attributable to owners of the Company | 本公司擁有人應佔權益 | | **467,676** | 454,588 |
| Non-controlling interests | 非控股權益 | | **4,552** | 4,688 |
| **Total equity** | **總權益** | | **472,228** | 459,276 |

# UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

# 未經審核簡明綜合財務狀況表(續)

*AS AT 30 JUNE 2026*

*於二零二六年六月三十日*

| | | Notes<br>附註 | 30 June<br>2026<br>二零二六年<br>六月<br>三十日<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) | 31 December<br>2025<br>二零二五年<br>十二月<br>三十一日<br>RMB'000<br>人民幣千元<br>(audited)<br>(經審核) |
|---|---|---|---|---|
| **Liabilities** | **負債** | | | |
| **Non-current liabilities** | **非流動負債** | | | |
| Other payables | 其他應付款項 | | **1,429** | 1,429 |
| Lease liabilities | 租賃負債 | | **5,111** | 8,923 |
| | | | **6,540** | 10,352 |
| **Current liabilities** | **流動負債** | | | |
| Trade and other payables | 貿易及其他應付款項 | *14* | **111,966** | 109,738 |
| Tax payables | 應付稅項 | | **18,700** | 17,678 |
| Bank borrowing | 銀行借款 | *12* | **77,830** | 66,696 |
| Contract liabilities | 合約負債 | | **2,276** | 1,734 |
| Lease liabilities | 租賃負債 | | **5,708** | 6,074 |
| | | | **216,480** | 201,920 |
| **Total liabilities** | **負債總額** | | **223,020** | 212,272 |
| **Total equity and liabilities** | **總權益及負債** | | **695,248** | 671,548 |

# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

# 未經審核簡明綜合權益變動表

*FOR THE SIX MONTHS ENDED 30 JUNE 2026*

*截至二零二六年六月三十日止六個月*

| | | Attributable to owners of the Company 本公司擁有人應佔 | | | | |
|---|---|---|---|---|---|---|
| | | Share capital 股本 *(Note 13)* *(附註13)* RMB'000 人民幣千元 | Reserves 儲備 RMB'000 人民幣千元 | Sub-total 小計 RMB'000 人民幣千元 | Non-controlling interests 非控股權益 RMB'000 人民幣千元 | Total 總計 RMB'000 人民幣千元 |
| **At 1 January 2025** | 於二零二五年一月一日 | 15,953 | 368,949 | 384,902 | – | 384,902 |
| **Comprehensive income** | **全面收益** | | | | | |
| Profit for the period | 期內溢利 | – | 7,943 | 7,943 | – | 7,943 |
| **Total comprehensive income for the period** | **期內全面收益總額** | – | 7,943 | 7,943 | – | 7,943 |
| Placing of new shares | 配售新股份 | 1,768 | 41,773 | 43,541 | – | 43,541 |
| **Balance at 30 June 2025 (unaudited)** | **於二零二五年六月三十日的結餘（未經審核）** | 17,721 | 418,665 | 436,386 | – | 436,386 |
| **At 1 January 2026** | **於二零二六年一月一日** | **17,725** | **436,863** | **454,588** | **4,688** | **459,276** |
| **Comprehensive income** | **全面收益** | | | | | |
| Profit for the period | 期內溢利 | **–** | **13,088** | **13,088** | **(136)** | **12,952** |
| **Total comprehensive income for the period** | **期內全面收益總額** | **–** | **13,088** | **13,088** | **(136)** | **12,952** |
| **Balance at 30 June 2026 (unaudited)** | **於二零二六年六月三十日的結餘（未經審核）** | **17,725** | **449,951** | **467,676** | **4,552** | **472,228** |

# UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

# 未經審核簡明綜合現金流量表

*FOR THE SIX MONTHS ENDED 30 JUNE 2026*

*截至二零二六年六月三十日止六個月*

| | | 2026<br>二零二六年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) | 2025<br>二零二五年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) |
|---|---|---|---|
| **Cash flows from operating activities** | **來自經營活動的現金流量** | | |
| Cash generated/(used) in operations | 經營所得／(所用)現金 | **(21,471)** | 1,976 |
| Income tax paid | 已付所得税 | **(1,173)** | (4,545) |
| Net cash used in operating activities | 經營活動所用現金淨額 | **(22,644)** | (2,569) |
| **Cash flows from investing activities** | **來自投資活動的現金流量** | | |
| Purchase of financial assets at fair value through profit or loss | 購買按公平值計入損益的金融資產 | **–** | (15,752) |
| Interest income received | 已收利息收入 | **563** | 876 |
| Purchases of property, plant and equipment | 購買物業、廠房及設備 | **(1,275)** | (1,043) |
| Net cash used in investing activities | 投資活動所用現金淨額 | **(712)** | (15,919) |
| **Cash flows from financing activities** | **來自融資活動的現金流量** | | |
| Bank borrowings interest paid | 已付銀行借款利息 | **(961)** | (607) |
| Interest payments of lease liabilities | 租賃負債利息付款 | **(370)** | (259) |
| Principal repayments of lease liabilities | 租賃負債本金還款 | **(4,178)** | (753) |
| Proceed from bank borrowing | 銀行借款所得款項 | **31,400** | 32,820 |
| Repayments of bank borrowings | 償還銀行借款 | **(20,266)** | (42,414) |
| Proceeds from issuance of shares | 發行股份所得款項 | **–** | 43,541 |
| Net cash generated from financing activities | 融資活動所得現金淨額 | **5,625** | 32,328 |
| **Net (decrease)/increase in cash and cash equivalents** | **現金及現金等價物(減少)／增加淨額** | **(17,731)** | 13,840 |
| **Cash and cash equivalents at beginning of the period** | **期初現金及現金等價物** | **68,114** | 91,109 |
| **Effect of foreign exchange rate changes, net** | **外幣匯率變動的影響淨額** | **3** | – |
| **Cash and cash equivalents at end of the period** | **期末現金及現金等價物** | **50,386** | 104,949 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

# 簡明綜合中期財務報表附註

## 1 CORPORATE INFORMATION

Shenghui Cleanness Group Holdings Limited (the "**Company**") was incorporated in the Cayman Islands on 4 January 2021 as an exempted company with limited liability under the Companies Act (Cap. 22, Act 3 of 1961, as consolidated and revised) of the Cayman Islands. The Company's shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 5 December 2023. The address of the Company's registered office is at 11th Floor, Gloucester Tower, The Landmark, 15 Queen's Road Central, Hong Kong.

The Company is an investment holding company, together with its subsidiaries (collectively the "**Group**") are principally engaged in the provision of cleaning and maintenance services in the People's Republic of China (the "**PRC**"). The controlling shareholders of the Company are Mr. Li Chenghua ("**Mr. Li**") and Mr. Chen Liming ("**Mr. Chen**") (the "**Controlling Shareholdings**"). The condensed consolidated financial statements are presented in Renminbi ("**RMB**") and all values are rounded to the nearest thousand of RMB ("**RMB'000**") except when otherwise indicated.

## 1 公司資料

升輝清潔集團控股有限公司(「**本公司**」)根據開曼群島公司法(第22章一九六一年第3號法例，經綜合及修訂)於二零二一年一月四日在開曼群島註冊成立為獲豁免有限公司。本公司股份於二零二三年十二月五日在香港聯合交易所有限公司(「**聯交所**」)主板上市。本公司的註冊辦事處位於香港皇后大道中15號置地廣場告羅士打大廈11樓。

本公司為投資控股公司，連同其附屬公司(統稱為「**本集團**」)主要從事在中華人民共和國(「**中國**」)提供清潔及維護服務。本公司控股股東為李承華先生(「**李先生**」)及陳黎明先生(「**陳先生**」)(「**控股股東**」)。簡明綜合財務報表以人民幣(「**人民幣**」)呈列，除另有說明外，所有數值均按四捨五入方式調整至最接近的人民幣千元(「**人民幣千元**」)。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 2 PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 June 2026 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**") and the applicable disclosure requirements under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

The accounting policies and the method of computation used in the preparation of the unaudited condensed consolidated financial statements are consistent with those used in the preparation of the Group's annual financial statements for the year ended 31 December 2025 except for the adoption of the standards, amendments and interpretations issued by the HKICPA mandatory for the annual periods beginning on 1 January 2026. The unaudited condensed consolidated financial statements do not include all the information and disclosures required for annual financial statements, and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 December 2025.

During the interim period, the Group has adopted all the new and amended Hong Kong Financial Reporting Standards ("**HKFRSs**") which are first effective for the reporting period and relevant to the Group. The adoption of these new and amended HKFRSs did not result in material changes to the Group's accounting policies and unaudited condensed consolidated interim financial information.

## 2 主要會計政策

本集團截至二零二六年六月三十日止六個月的未經審核簡明綜合財務報表乃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證券上市規則(「**上市規則**」)項下適用披露規定編製。

編製未經審核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二零二五年十二月三十一日止年度財務報表所用者一致，惟採用香港會計師公會所發佈並於二零二六年一月一日開始的年度期間強制適用的準則、修訂及詮釋。未經審核的簡明綜合財務報表並未包括年度財務報表所需的所有資料及披露，應與本集團截至二零二五年十二月三十一日止年度的綜合財務報表一併閱讀。

於中期期間，本集團已採納於報告期間首次生效並與本集團相關的所有新訂及經修訂香港財務報告準則(「**香港財務報告準則**」)。採用相關新訂及經修訂香港財務報告準則並未導致本集團的會計政策及未經審核的簡明綜合中期財務資料發生重大變化。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 2 PRINCIPAL ACCOUNTING POLICIES (continued)

### Amended HKFRSs that are effective for annual periods beginning or after 1 January 2026

The condensed consolidated interim financial statements for the six months ended 30 June 2026 have been prepared in accordance with the accounting policies adopted in the Group's annual financial statements for the year ended 31 December 2025, except for the adoption of the following amended HKFRSs which are effective as of 1 January 2026.

| | |
|---|---|
| Amendments to HKFRS 9 and HKFRS 7 | Contracts Referencing Nature – dependent Electricity |
| Amendments to HKFRS 9 and HKFRS 7 | Amendments to the classification and measurement of financial instruments |
| Amendments to HKFRS Accounting Standards | Annual improvements to HKFRS Accounting Standards – Volume 11 |

None of the new and amended HKFRSs is expected to have a material impact on the Group's condensed consolidated interim financial statements.

## 2 主要會計政策(續)

### 於自二零二六年一月一日或之後開始的年度期間生效的經修訂香港財務報告準則

截至二零二六年六月三十日止六個月的簡明綜合中期財務報表乃根據本集團截至二零二五年十二月三十一日止年度財務報表中採用的會計政策編製，惟採用以下於二零二六年一月一日生效的經修訂香港財務報告準則。

| | |
|---|---|
| 香港財務報告準則第9號及香港財務報告準則第7號(修訂本) | 涉及依賴自然能源生產電力之合約 |
| 香港財務報告準則第9號及香港財務報告準則第7號(修訂本) | 金融工具的分類及計量之修訂本 |
| 香港財務報告準則會計準則(修訂本) | 香港財務報告準則會計準則年度改進－第11卷 |

預期所有新訂及經修訂香港財務報告準則均不會對本集團的簡明綜合中期財務報表產生重大影響。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 3 REVENUE AND SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the chief operating decision-maker ("**CODM**"). The CODM, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the executive directors of the Company.

For the period ended 30 June 2026, the Group is principally engaged in the provision of cleaning and maintenance services in the PRC. CODM reviews the operating results of the business as one operating segment to make decisions about resources to be allocated. Therefore, the CODM regards that there is only one identified segment, under the requirement of HKFRS 8 "Operating Segments", which is used to make strategic decisions. No geographical segment is disclosed.

Revenue recognised for the period ended 30 June 2026 is as follows:

## 3 收益及分部資料

管理層已根據主要營運決策者(「**主要營運決策者**」)審閱的報告釐定經營分部。已經識別出負責分配資源和評定經營分部表現的主要營運決策者為本公司的執行董事。

截至二零二六年六月三十日止期間，本集團主要在中國從事提供清潔及維護服務。主要營運決策者將業務的經營業績作為一個經營分部進行檢討，以作出有關資源分配的決策。因此，主要經營決策者認為，根據香港財務報告準則第8號「經營分部」的規定，僅有一個已確定的分部用於作出戰略決策。概無地區分部予以披露。

截至二零二六年六月三十日止期間確認的收益如下：

| | | Six months ended 30 June<br>截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026**<br>**二零二六年**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 2025<br>二零二五年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) |
| **Revenue from contracts with customers recognised over time** | **隨時間確認的客戶合約收益** | | |
| Cleaning and maintenance services income | 清潔及維護服務收入 | **364,902** | 358,829 |

The Group offers comprehensive cleaning and maintenance services for office buildings, shopping malls, airport and commercial and residential premises.

本集團為辦公樓、購物商場、機場及商住樓宇提供全面的清潔及維護服務。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

## 3 REVENUE AND SEGMENT INFORMATION (continued)

The major operating entities of the Group are domiciled in the PRC. Accordingly, all of the Group's revenue were derived in the PRC for the period ended 30 June 2026. None of the individual customer of the Group contributed 10% or more of the Group's revenue for the period ended 30 June 2026.

As at 30 June 2026, all of the Group's non-current assets were located in the PRC or arisen from transactions as conducted in the PRC.

### (a) Contract assets

As at the end of each of reporting period ended 30 June 2026, there were no significant contract assets recognised.

### (b) Contract liabilities

As at the end of the reporting period ended 30 June 2026, there were no significant contract liabilities recognised as no advance payments were made by customers.

### (c) Unsatisfied performance obligations

For the provision of cleaning and maintenance services, the Group recognises revenue in the amount that equals to the right to invoice which corresponds directly with the value to the customer of the Group's performance to date, on a regular basis. The Group has elected the practical expedient for not to disclose the remaining performance obligations for these contracts.

### (d) Assets recognised from incremental costs to obtain and fulfill a contract

For the period ended 30 June 2026 and 2025, there were no significant incremental costs incurred to obtain and fulfill a contract.

# 簡明綜合中期財務報表附註(續)

## 3 收益及分部資料(續)

本集團的主要經營實體位於中國。因此，截至二零二六年六月三十日止期間，本集團的全部收益均來自中國。截至二零二六年六月三十日止期間，本集團概無個別客戶貢獻本集團10%或以上的收益。

於二零二六年六月三十日，本集團的全部非流動資產均位於中國或源自於在中國進行的交易。

### (a) 合約資產

於截至二零二六年六月三十日止各報告期間結束時，並無確認重大合約資產。

### (b) 合約負債

於截至二零二六年六月三十日止報告期間結束時，由於客戶並無作出任何預付款項，故並無確認重大合約負債。

### (c) 未履行的履約責任

就提供清潔及維護服務而言，在有權開立發票金額與本集團迄今履約對於客戶的價值直接相關時，本集團定期按相等於有權開立發票的金額確認收益。本集團已選擇可行權宜辦法，以致毋須披露該等合約的剩餘履約責任。

### (d) 因獲得及履行合約的增量成本而確認的資產

於截至二零二六年及二零二五年六月三十日止期間，於獲得及履行合約方面並無重大增量成本。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 3 REVENUE AND SEGMENT INFORMATION (continued)

### (e) Accounting policies for revenue recognition

Revenue is recognised when control over a service is transferred to the customer, at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

The revenue of the Group is arisen from the provision of cleaning and maintenance services. Depending on the terms of the contract, control of the service may be transferred over time or at a point in time. Control of the service is transferred over time if the Group's performance:

- provides all of the benefits received and consumed simultaneously by the customer;
- creates or enhances an asset that the customer controls as the Group performs; or
- does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If control of the services transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the service.

## 3 收益及分部資料(續)

### (e) 收益確認的會計政策

當服務的控制權轉移至客戶時，收益按本集團預期有權獲得的承諾代價金額確認，不包括代第三方收取的金額。收益不包括增值稅或其他銷售稅，並已扣除任何商業折扣。

本集團的收益乃源自提供清潔及維護服務。視乎合約條款，服務控制權可能在一段時間內或於某個時間點轉移。倘本集團滿足下列條件時，服務控制權在一段時間內轉移：

- 客戶在本集團履約同時取得且消耗所有利益；
- 創建或提升本集團履約過程中由客戶控制的資產；或
- 本集團履約過程中所產出的資產具有不可替代用途，且本集團有權就累計至今已完成的履約部分收取款項。

倘服務控制權在一段時間內轉移，則收益參照完成履約責任的進度而於合約期間內確認。否則，收益於客戶取得服務控制權的時間點確認。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 3 REVENUE AND SEGMENT INFORMATION (continued)

## 3 收益及分部資料(續)

### (e) Accounting policies for revenue recognition (continued)

When either party to a contract has performed, the Group presents the contract in the consolidated statements of financial position as a contract asset or a contract liability, depending on the relationship between the Group's performance and the customer's payment.

A contract asset is the Group's right to consideration in exchange for services that the Group has transferred to a customer. Incremental costs incurred to obtain a contact, if recoverable, are capitalised and presented as assets under "contract assets" and subsequently amortised when the related revenue is recognised.

If a customer pays consideration or the Group has a right to an amount of consideration that is unconditional, before the services are provided to the customer, the Group presents the amount as a contract liability when the payment is received or a receivable is recorded (whichever is earlier).

A receivable is recorded when the Group has an unconditional right to consideration. A right to consideration is unconditional if only the passage of time is required before payment of that consideration is due.

### (e) 收益確認的會計政策(續)

當合約的任何一方已履約時，本集團根據本集團履約與客戶付款之間的關係，將該合約於綜合財務狀況表中呈列為合約資產或合約負債。

合約資產為本集團已向客戶轉讓服務而有權收取代價的權利。為取得合約而產生的增量成本預期如可收回，則將其資本化並在「合約資產」項下呈列為資產，其後於相關收益確認時攤銷。

倘客戶支付代價或本集團擁有無條件向客戶收取代價的權利，在向客戶提供服務前，本集團於收到付款或應收款項入賬時(以較早者為準)將該金額列為合約負債。

應收款項於本集團有權無條件收取代價時入賬。只有在合約代價到期前僅僅隨著時間的流逝即可收款的權利，才是無條件的收款權。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 4 EXPENSES BY NATURE

## 4 按性質劃分的開支

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026 二零二六年 RMB'000 人民幣千元 (unaudited) (未經審核)** | 2025 二零二五年 RMB'000 人民幣千元 (unaudited) (未經審核) |
| Employee benefit expenses including director's remuneration | 僱員福利開支(包括董事薪酬) | | |
| – Salaries, wages and bonus | –薪金、工資及花紅 | **184,842** | 178,281 |
| – Social insurance and housing provident fund contribution | –社會保險及住房公積金供款 | **6,287** | 7,264 |
| – Other employee benefits | –其他僱員福利 | **266** | 551 |
| Subcontracting labor costs | 分包勞工成本 | **103,169** | 97,265 |
| Cost of cleaning materials consumed | 已消耗的清潔材料成本 | **9,771** | 7,893 |
| Depreciation | 折舊 | **5,934** | 1,906 |
| Short-term lease expenses | 短期租賃開支 | **2,662** | 2,827 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 5 OTHER INCOME, NET

## 5 其他收入淨額

| | | Six months ended 30 June<br>截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026**<br>**二零二六年**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 2025<br>二零二五年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) |
| Rental income *(Note i)* | 租金收入*(附註i)* | **3,085** | 2,532 |
| Others | 其他 | **381** | 28 |
| | | **3,466** | 2,560 |

*Note:*

(i) Rental income arising from the investment properties and the leased shops is recognised on a straight-line basis over the terms of the lease agreements. The rental income arising from the leased car park is recognised over the lease period.

*附註：*

(i) 來自投資物業及租賃商鋪的租金收入在租賃協議的期限內以直線法確認。來自租賃停車場的租金收入於租期內確認。

## 6 FINANCE INCOME/(EXPENSES), NET

## 6 財務收入／(開支)淨額

| | | Six months ended 30 June<br>截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026**<br>**二零二六年**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 2025<br>二零二五年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) |
| **Finance income** | **財務收入** | | |
| Interest income | 利息收入 | **563** | 876 |
| **Finance expenses** | **財務開支** | | |
| Interest expense on bank borrowings | 銀行借款利息開支 | **(961)** | (607) |
| Interest expense on lease liabilities | 租賃負債利息開支 | **(370)** | (259) |
| Finance (expense) income, net | 財務(開支)收入淨額 | **(768)** | 10 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 7 INCOME TAX EXPENSES

## 7 所得税開支

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026 二零二六年 RMB'000 人民幣千元 (unaudited) (未經審核)** | 2025 二零二五年 RMB'000 人民幣千元 (unaudited) (未經審核) |
| Current income tax | 即期所得税 | **2,195** | 2,278 |
| Deferred income tax | 遞延所得税 | **–** | 1,690 |
| | | **2,195** | 3,968 |

### (a) Corporate income tax

Hong Kong Profits Tax is calculated at 16.5% (2025: 16.5%) based on the estimated assessable profit for the year, except for one subsidiary of the Group which is a qualifying corporation under the two-tiered Profits Tax rates regime. For that subsidiary, the first HK$2 million of assessable profits are taxed at 8.25% and the remaining assessable profits are taxed at 16.5%.

No provision for Hong Kong profits tax has been made as the Group had no estimated assessable profit generated in Hong Kong for the period ended 30 June 2026 and 2025.

The Company is incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of Cayman Islands and accordingly, is exempted from Cayman Islands income tax.

### (a) 企業所得税

香港利得税乃根據年內估計應課税溢利按16.5%(二零二五年:16.5%)之税率計算,惟根據利得税兩級制屬合資格法團之本集團一間附屬公司則除外。就該附屬公司而言,首2百萬港元的應課税溢利按8.25%徵税,而餘下應課税溢利則按16.5%徵税。

概無計提香港利得税撥備,因為本集團截至二零二六年及二零二五年六月三十日止期間並無在香港產生估計應課税溢利。

本公司根據開曼群島公司法在開曼群島註冊成立為獲豁免有限公司,並據此獲豁免繳付開曼群島所得税。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 7 INCOME TAX EXPENSES (continued)

### (a) Corporate income tax (continued)

The major operating income are derived from the PRC. Under the Law of the PRC on Enterprise Income Tax (the "**EIT Law**") and the Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both years, except for certain PRC subsidiaries that are subject to tax relief explained below.

Guangzhou Shenghui has been qualified as a High and New Technology Enterprise and enjoyed a preferential income tax rate of 15% since 2020, which is subject to review and renewal once every three years. The High and New Technology Enterprise Certificate was obtained and be remained valid for 3 years from December 2020 to December 2023. Guangzhou Shenghui has obtained the renewal of the High and New Technology Enterprise Certificate on 28 December 2023 which is valid for 3 years to 28 December 2026.

According to the policy promulgated by the State Council of the PRC, enterprises engaged in research and development activities are entitled to claim an additional tax deduction amounting to maximin 75% of the qualified research and development expenses incurred in determining its tax assessable profits for that year and the additional tax deduction rate has been increased to 100% since year 2023 (the "**Super Deduction**"). Guangzhou Shenghui is qualified to enjoy the Super Deduction for the period ended 30 June 2026 and 2025.

As at 30 June 2026 and 31 December 2025, the Group did not recognise deferred income tax assets in respect of tax losses that can be carried forward against future taxable income. Tax losses of group companies operated in the PRC could only be carried forward for a maximum for five years from the year of incurrence.

## 7 所得稅開支(續)

### (a) 企業所得稅(續)

主要經營收入來自中國。根據中國企業所得稅法(「**企業所得稅法**」)及企業所得稅法實施條例，中國附屬公司於兩個年度之稅率為25%，惟享有下文所述稅務寬免之若干中國附屬公司則除外。

廣州升輝自二零二零年起獲得高新技術企業資格及享有優惠所得稅稅率15%，惟資格須每三年審視及重續一次。所獲得高新技術企業證書將維持3年有效期，自二零二零年十二月至二零二三年十二月。廣州升輝已於二零二三年十二月二十八日獲重續高新技術企業證書，有效期為3年，直至二零二六年十二月二十八日止。

根據中國國務院頒佈的政策，從事研發活動的企業在確定其當年的應課稅溢利時，有權按照所產生的合規研發費用的最高75%申請額外扣稅，及自二零二三年度，額外扣稅率增加至100%(「**加計扣除**」)。廣州升輝於截至二零二六年及二零二五年六月三十日止期間具備享有加計扣除的資格。

於二零二六年六月三十日及二零二五年十二月三十一日，本集團並無就針對未來應課稅收入可結轉的稅項虧損確認遞延所得稅資產。於中國營運的集團公司的稅項虧損僅可自產生年度起結轉最多五年。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 8 DIVIDEND

No dividend has been paid or declared by the Company for the period ended 30 June 2026 and 2025.

## 8 股息

截至二零二六年及二零二五年六月三十日止期間，本公司並無支付或宣派股息。

## 9 EARNINGS PER SHARE

### (a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the respective periods.

## 9 每股盈利

### (a) 每股基本盈利

每股基本盈利的計算方法乃將本公司擁有人應佔溢利除以各期內已發行普通股的加權平均數。

| | | Six months ended 30 June 截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026 二零二六年 (unaudited) (未經審核)** | 2025 二零二五年 (unaudited) (未經審核) |
| Profit attributable to owners of the Company (RMB'000) | 本公司擁有人應佔溢利(人民幣千元) | **13,085** | 7,943 |
| Weighted average number of ordinary shares in issue (thousands) | 已發行普通股加權平均數(千股) | **1,949,735** | 1,772,037 |
| Basic earnings per share (RMB cents) | 每股基本盈利(人民幣分) | **0.67** | 0.45 |

The calculation of basic profit per share of the Company (the "**Share**") for the six months ended 30 June 2026 is based on the profit attributable to owners of the Company of approximately RMB13,085,000 (2025:RMB7,943,000) and on the weighted average number of 1,949,735,000 (2025: weighted average number of 1,772,037,044) ordinary shares in issue during the period. For six months ended 30 June 2025, the weighted average number of shares are taking into account the placing of 193,755,000 Shares completed on 16 June 2025. (2026: Nil).

截至二零二六年六月三十日止六個月，本公司每股(「**股份**」)基本溢利乃根據本公司擁有人應佔溢利約人民幣13,085,000元(二零二五年：人民幣7,943,000元)及期內已發行普通股加權平均數1,949,735,000股(二零二五年：加權平均數1,772,037,044股)計算。截至二零二五年六月三十日止六個月，加權平均股份數目已計及於二零二五年六月十六日完成的配售193,755,000股股份(二零二六年：無)。

### (b) Diluted earnings per share

Diluted earnings per share were the same as the basic earnings per share as there were no potentially dilutive ordinary shares outstanding for the period ended 30 June 2026 and 2025.

### (b) 每股攤薄盈利

由於截至二零二六年及二零二五年六月三十日止期間並無發行在外的潛在攤薄普通股，故每股攤薄盈利與每股基本盈利相同。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 10 PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2026, the Group acquired property, plant and equipment of RMB1,275,000 (2025: RMB1,043,000) mainly for the plant and machinery.

## 10 物業、廠房及設備

截至二零二六年六月三十日止六個月，本集團已收購人民幣1,275,000元(二零二五年：人民幣1,043,000元)的物業、廠房及設備，主要為廠房及機械。

## 11 TRADE AND OTHER RECEIVABLES AND PREPAYMENTS

## 11 貿易及其他應收款項及預付款項

| | | **30 June 2026 二零二六年六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核)** | 31 December 2025 二零二五年十二月三十一日 RMB'000 人民幣千元 (audited) (經審核) |
|---|---|---|---|
| **Trade receivables** | **貿易應收款項** | **391,343** | 339,030 |
| Less: allowance for impairment | 減：減值撥備 | **(35,912)** | (35,912) |
| | | **355,431** | 303,118 |
| **Deposits** | **按金** | **28,986** | 32,664 |
| Less: allowance for impairment | 減：減值撥備 | **(2,592)** | (2,592) |
| | | **26,394** | 30,072 |
| Less: deposits – non-current portion | 減：按金－非流動部分 | **(7,459)** | (11,817) |
| Deposits – current portion | 按金－流動部分 | **18,935** | 18,225 |
| **Other receivables** | **其他應收款項** | **36,839** | 33,361 |
| **Prepayments** | **預付款項** | **31,348** | 38,537 |
| Trade and other receivables and prepayment, net | 貿易及其他應收款項及預付款項淨額 | **450,012** | 405,088 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 11 TRADE AND OTHER RECEIVABLES AND PREPAYMENTS (continued)

## 11 貿易及其他應收款項及預付款項(續)

*Notes:*

(a) The carrying amounts of trade and other receivables are all denominated in RMB and approximate their fair values.

(b) The aging analysis of the trade receivables based on invoice date was as follows:

*附註：*

(a) 貿易及其他應收款項的賬面值均以人民幣計值，並與其公平值相若。

(b) 貿易應收款項按發票日期的賬齡分析如下：

| | | **30 June 2026**<br>**二零二六年六月三十日**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 31 December 2025<br>二零二五年十二月三十一日<br>RMB'000<br>人民幣千元<br>(audited)<br>(經審核) |
|---|---|---|---|
| 0 – 60 days | 0至60日 | **223,066** | 216,436 |
| 61 – 180 days | 61至180日 | **58,701** | 35,048 |
| 181 – 365 days | 181至365日 | **46,961** | 38,560 |
| Over 1 years | 1年以上 | **62,615** | 48,986 |
| | | **391,343** | 339,030 |

## 12 BANK BORROWING

## 12 銀行借貸

| | | **30 June 2026**<br>**二零二六年六月三十日**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 31 December 2025<br>二零二五年十二月三十一日<br>RMB'000<br>人民幣千元<br>(audited)<br>(經審核) |
|---|---|---|---|
| Bank loans | 銀行貸款 | **77,830** | 66,696 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 13 SHARE CAPITAL

## 13 股本

| | | Number of ordinary shares<br>普通股數目 | Nominal value of shares<br>股份面值<br>HK$<br>港元 | Equivalent nominal value of shares<br>股份等值面值<br>RMB<br>人民幣元 |
|---|---|---|---|---|
| **Authorised** | **法定** | | | |
| At 1 January 2026 and 30 June 2026 | 於二零二六年一月一日及二零二六年六月三十日 | **10,000,000,000** | **100,000,000** | **90,593,500** |
| At 1 January 2026 and at 30 June 2026 | 於二零二六年一月一日及二零二六年六月三十日 | **1,949,735,000** | **19,497,350** | **17,720,759** |

## 14 TRADE AND OTHER PAYABLES

## 14 貿易及其他應付款項

| | | **30 June 2026**<br>**二零二六年六月三十日**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 31 December 2025<br>二零二五年十二月三十一日<br>RMB'000<br>人民幣千元<br>(audited)<br>(經審核) |
|---|---|---|---|
| Trade payables | 貿易應付款項 | **27,152** | 31,079 |
| Other payables | 其他應付款項 | **86,243** | 80,088 |
| Trade and other payables | 貿易及其他應付款項 | **113,395** | 111,167 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 14 TRADE AND OTHER PAYABLES (continued)

## 14 貿易及其他應付款項(續)

The ageing analysis of trade payables based on the invoice date was as follows:

根據發票日期的貿易應付款項賬齡分析如下：

| | | 30 June 2026 二零二六年六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核) | 31 December 2025 二零二五年十二月三十一日 RMB'000 人民幣千元 (audited) (經審核) |
|---|---|---|---|
| 0 – 60 days | 0至60日 | **18,712** | 21,435 |
| 61 – 180 days | 61至180日 | **5,845** | 7,066 |
| 181 – 365 days | 181至365日 | **773** | 491 |
| More than 1 year | 超過1年 | **1,822** | 2,087 |
| | | **27,152** | 31,079 |

The carrying amounts of trade and other payables are denominated in RMB and are approximate their fair values.

貿易及其他應付款項的賬面值以人民幣計值，並與其公平值相若。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 15 INTEREST IN ASSOCIATE

## 15 於聯營公司的權益

| | | 30 June 2026 二零二六年六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核) | 31 December 2025 二零二五年十二月三十一日 RMB'000 人民幣千元 (audited) (經審核) |
|---|---|---|---|
| Cost of investment in associates | 聯營公司投資成本 | | |
| Listed in the PRC | 於中國上市 | **87,704** | 87,704 |
| Unlisted | 非上市 | **1,860** | 1,860 |
| Share of post-acquisition results | 分佔收購後業績 | **3,518** | 2,728 |
| | | **93,082** | 92,292 |

*Notes:*

1. The Group's associate was accounted for using the equity method in these condensed consolidated financial statements.

2. BTI is a company incorporated in People Republic of China, which principally engaged in recycling of waste materials for manufacturing of packaging materials, and design, manufacture and sale of environmentally friendly biodegradable materials.

3. As at 30 June 2026, the Group held 24.56% effective interest of BTI (31 December 2025: 23.96%).

4. Mr. Wei Dongjin, co-chairman and executive director of the Company is also the director and substantial shareholder of BTI.

*附註：*

1. 本集團的聯營公司於簡明綜合財務報表採用權益法入賬。

2. 百事達為一間於中華人民共和國註冊成立的公司，主要從事回收廢棄材料用於包裝材料生產的業務，設計、製造及銷售可生物降解的環保材料。

3. 於二零二六年六月三十日，本集團持有百事達的24.56%實益權益(二零二五年十二月三十一日：23.96%)。

4. 本公司聯席主席兼執行董事魏東金先生亦為百事達的董事及主要股東。

## 16 COMMITMENTS

No capital commitments to be incurred as at 30 June 2026 (31 December 2025: Nil).

## 16 承擔

截至二零二六年六月三十日，並無產生資本承擔(二零二五年十二月三十一日：無)。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 17 RELATED PARTY TRANSACTIONS

Apart from the related parties transactions disclosed elsewhere in the consolidated financial statements, the following transactions were carried out with related parties/companies:

## 17 關聯方交易

除綜合財務報表另有披露的關聯方交易外，以下交易乃與關聯方／關聯公司進行：

### (a) Balances due to Controlling Shareholders

### (a) 應付控股股東的結餘

| | | 30 June 2026 二零二六年六月三十日 RMB'000 人民幣千元 (unaudited) (未經審核) | 31 December 2025 二零二五年十二月三十一日 RMB'000 人民幣千元 (audited) (經審核) |
|---|---|---|---|
| **Controlling Shareholders** | **控股股東** | | |
| Non-trade in nature and included in: | 非貿易性質及計入： | | |
| – Amount due to Mr. Li | –應付李先生款項 | **14,590** | 16,361 |
| – Amount due to Mr. Chen | –應付陳先生款項 | **180** | 180 |
| Non-trade in nature and included in other payables: | 非貿易性質及計入其他應付款項： | | |
| – Amount due to Argogo Green Tech Limited | –應付綠谷科技有限公司款項 | **1,840** | 1,840 |
| Loan to an associate | 貸款予一間聯營公司 | | |
| – Loan to Guangzhou Oriental Hospital Co., Ltd. | –貸款予廣州東方醫院有限公司 | **12,471** | 12,471 |

*Note:* The balances with Controlling Shareholders which are non-trade in nature and are unsecured, denominated in RMB, interest-free and repayable on demand.

*附註：*與控股股東的結餘為非貿易性質及無抵押、以人民幣計值、免息及須按要求償還。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 17 RELATED PARTY TRANSACTIONS (continued)

## 17 關聯方交易(續)

### (b) Key management compensation

Key management includes directors and senior managements of the Group. The compensation paid or payable to key management is shown below:

### (b) 主要管理層報酬

主要管理層包括本集團董事及高級管理層。已付或應付主要管理層的報酬如下：

| | | Six months ended 30 June<br>截至六月三十日止六個月 | |
|---|---|---|---|
| | | **2026**<br>**二零二六年**<br>**RMB'000**<br>**人民幣千元**<br>**(unaudited)**<br>**(未經審核)** | 2025<br>二零二五年<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) |
| Salaries and wages | 薪金及工資 | **1,351** | 1,247 |
| Discretionary bonus | 酌情花紅 | **–** | – |
| Social insurance and housing provident fund contribution | 社會保險及住房公積金供款 | **81** | 102 |
| | | **1,432** | 1,349 |

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 18 FINANCIAL RISK MANAGEMENT

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis.

Some of the Group's financial assets and financial liabilities are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets and financial liabilities are determined:

## 18 財務風險管理

本集團按經常性基準按公平值計量的金融資產及金融負債之公平值。

本集團部分金融資產及金融負債於各報告期末按公平值計量。下表提供此等金融資產及金融負債的公平值釐定方法之資料：

### Financial assets at FVTPL

### 按公平值計入損益的金融資產

| Financial assets<br>金融資產 | 30 June 2026<br>二零二六年六月三十日<br>RMB'000<br>人民幣千元<br>(unaudited)<br>(未經審核) | 31 December 2025<br>二零二五年十二月三十一日<br>RMB'000<br>人民幣千元<br>(audited)<br>(經審核) | Fair value hierarchy<br>公平值層級 | Basis of fair value measurement<br>公平值計量基準 | Significant unobservable inputs<br>重大不可觀察輸入數據 |
|---|---|---|---|---|---|
| Investment fund | 14,115 | 13,742 | Level 2 | Quoted price from financial | N/A |
| 投資基金 | 14,115 | 13,742 | 第二級 | 金融機構報價 | 不適用 |

## 19 SUBSEQUENT EVENTS

### (a) Entering into Strategic Cooperation Intention Framework Agreement with Hanshu Capital

On 17 July 2026, the Company entered into a non-legally binding cooperation intention framework agreement with Hanshu Capital (Beijing) Company Limited in relation to the proposed formation of a merger and acquisition fund to acquire equity interests in China Water Environment Group Company Limited, as well as the proposed establishment of two joint venture companies focusing on AI smart water management and beverage product lines. Details were set out in the voluntary announcement of the Company dated 17 July 2026.

## 19 期後事項

### (a) 與寒樹資本訂立合作意向框架協議

於二零二六年七月十七日，本公司與寒樹資本(北京)有限公司訂立一份無法律約束力的合作意向框架協議，內容有關建議成立併購基金，旨在收購中國水環境集團有限公司的股權，以及建議成立兩間合資公司，專門從事人工智能供水管理及飲料產品線。詳情載於本公司日期為二零二六年七月十七日的自願公告內。

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS (continued)

# 簡明綜合中期財務報表附註(續)

## 19 SUBSEQUENT EVENTS (continued)

### (b) Change in Shareholding of a Controlling Shareholder

On 24 July 2026, Prosperity Cleanness Investment Holdings Limited (a controlling shareholder of the Company wholly owned by Mr. Li Chenghua, Co-chairman of the Board and Executive Director) disposed of 175,476,150 shares of the Company (representing approximately 9.0% of the total issued share capital). Following completion of the disposal, its shareholding decreased from approximately 30.1% to 21.1%, and consequently, Prosperity Cleanness and Mr. Li Chenghua ceased to be controlling shareholders of the Company. Details were set out in the voluntary announcement of the Company dated 24 July 2026.

### (c) Entering into Cooperation Agreement with Tsinghua Research Institute

On 31 July 2026, the Company entered into a cooperation agreement with the Research Institute of Tsinghua University in Shenzhen in relation to the joint establishment of the "Shenghui Cleanness Group Holdings Limited – Research Institute of Tsinghua University in Shenzhen Joint Innovation Centre for Industrial Embodied Intelligence" to focus on R&D for industrial embodied intelligence platforms, AI models for the water sector, and project digitalization and automation. Details were set out in the voluntary announcement of the Company dated 31 July 2026.

## 19 期後事項(續)

### (b) 控股股東股權變動

於二零二六年七月二十四日，本公司控股股東豐盛清潔投資控股有限公司(由董事會聯席主席兼執行董事李承華先生全資擁有)出售175,476,150股本公司股份(相當於已發行股本總數約9.0%)。於出售事項後，其持股由約30.1%減少至21.1%，而於其後，豐盛清潔及李承華先生不再為本公司控股股東。詳情載於本公司日期為二零二六年七月二十四日的自願公告內。

### (c) 與深清院訂立合作協議

於二零二六年七月三十一日，本公司與深圳清華大學研究院訂立合作協議，內容有關聯合成立「升輝清潔集團控股有限公司－深圳清華大學研究院工業具身智能聯合創新中心」，以專注於工業具身智能平台、水務行業AI模型以及項目數字化及自動化的研發。詳情載於本公司日期為二零二六年七月三十一日的自願公告內。

# OTHER INFORMATION

# 其他資料

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY

As at 30 June 2026, the interests and short positions of the directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance 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 are taken or deemed to have under such provisions of the SFO) or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 of the Listing Rules were as follows:

## 董事及最高行政人員於本公司的股份、相關股份及債權證的權益及淡倉

於二零二六年六月三十日，董事及本公司最高行政人員於本公司或其任何相聯法團(定義見香港證券及期貨條例(「**證券及期貨條例**」)第XV部)的股份、相關股份及債權證中擁有須根據證券及期貨條例第XV部第7及8分部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該等條文，彼等被當作或視為擁有的任何權益及淡倉)，或將須根據證券及期貨條例第352條登記於該條所述的登記冊內的權益及淡倉，或根據上市規則附錄C3所載上市發行人董事進行證券交易的標準守則(「**標準守則**」)須知會本公司及聯交所的權益及淡倉如下：

### (a) Long positions in the shares of HK$0.01 each of the Company (the "Shares")

### (a) 於本公司每股面值0.01港元的股份(「股份」)的好倉

| Name of Directors<br>董事姓名 | Nature of interest<br>權益性質 | Number of Shares held<br>所持股份數目 | Percentage of issued share capital<br>佔已發行股本百分比 |
|---|---|---|---|
| Mr. Li Chenghua ("**Mr. Li**") *(Notes 1 to 3)* | Interest in controlled corporation<br>受控制法團權益 | 586,543,750 | 30.08% |
| 李承華先生(「**李先生**」) *(附註1至3)* | Interest of controlled corporation<br>受控制法團權益 | 586,543,750 | 30.08% |
| Mr. Chen Liming ("**Mr. Chen**") *(Notes 1 to 3)* | Interest in controlled corporation<br>受控制法團權益 | 122,801,600 | 6.3% |
| 陳黎明先生(「**陳先生**」) *(附註1至3)* | Interest of controlled corporation<br>受控制法團權益 | 122,801,600 | 6.3% |

# OTHER INFORMATION (continued)

# 其他資料(續)

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY (continued)

### (a) Long positions in the shares of HK$0.01 each of the Company (the "Shares") (continued)

*Notes:*

1. 586,543,750 Shares are held by Prosperity Cleanness Investment Holdings Limited ("**Prosperity Cleanness**") which is wholly owned by Mr. Li. Therefore, Mr. Li is deemed to be interested in all the Shares held by Prosperity Cleanness under the SFO.

2. 122,801,600 Shares are held by Sunrise Cleanness Investment Holdings Limited ("**Sunrise Cleanness**") which is wholly owned by Mr. Chen. Therefore, Mr. Chen is deemed to be interested in all the Shares held by Sunrise Cleanness under the SFO.

3. On 16 March 2021, Mr. Li and Mr. Chen executed the confirmation, pursuant to which Mr. Li and Mr. Chen confirmed that they have been a group of controlling shareholders of the Company under the Listing Rules. Accordingly, each of Mr. Li, Prosperity Cleanness, Mr. Chen and Sunrise Cleanness is deemed to be interested in 709,345,350 Shares which are 586,543,750 Shares held by Prosperity Cleanness and 122,801,600 Shares held by Sunrise Cleanness.

## 董事及最高行政人員於本公司的股份、相關股份及債權證的權益及淡倉(續)

### (a) 於本公司每股面值0.01港元的股份(「股份」)的好倉(續)

*附註：*

1. 586,543,750股股份由豐盛清潔投資控股有限公司(「**豐盛清潔**」)持有，而豐盛清潔由李先生全資擁有。因此，根據證券及期貨條例，李先生被視為於豐盛清潔持有的所有股份中擁有權益。

2. 122,801,600股股份由日出清潔投資控股有限公司(「**日出清潔**」)持有，而日出清潔由陳先生全資擁有。因此，根據證券及期貨條例，陳先生被視為於日出清潔持有的所有股份中擁有權益。

3. 於二零二一年三月十六日，李先生及陳先生簽立確認書，據此，李先生及陳先生確認彼等為上市規則項下本公司一組控股股東。因此，李先生、豐盛清潔、陳先生及日出清潔各自被視為於709,345,350股股份中擁有權益，其中586,543,750股股份由豐盛清潔持有及122,801,600股股份由日出清潔持有。

# OTHER INFORMATION (continued)

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY (continued)

Save as disclosed above, as at 30 June 2026, none of the directors or chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of 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 or short positions which they are taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix C3 of the Listing Rules.

# 其他資料(續)

## 董事及最高行政人員於本公司的股份、相關股份及債權證的權益及淡倉(續)

除上文所披露者外，於二零二六年六月三十日，董事或本公司最高行政人員概無於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份或債權證中擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益或淡倉(包括根據證券及期貨條例該等條文，彼等被當作或視為擁有的權益或淡倉)，或將須根據證券及期貨條例第352條登記於該條所述的登記冊內的權益或淡倉，或根據上市規則附錄C3所載標準守則須知會本公司及聯交所的權益或淡倉。

# OTHER INFORMATION (continued)

# 其他資料(續)

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

## 主要股東於本公司股份及相關股份的權益及淡倉

As at 30 June 2026, the following persons had interests or short positions in the shares and underlying shares of the Company which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO and entered in the register maintained by the Company pursuant to Section 336 of the SFO were as follows:

於二零二六年六月三十日，以下人士於本公司股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部知會本公司及聯交所以及根據證券及期貨條例第336條登記於本公司根據該條存置的登記冊內的權益或淡倉：

### Long positions in the Shares

### 於股份的好倉

| | Name of Shareholders<br>股東姓名／名稱 | Nature of interest<br>權益性質 | Number of Shares held<br>所持股份數目 | Percentage of issued share capital<br>佔已發行股本百分比 |
|---|---|---|---|---|
| (a) | Prosperity Cleanness *(Notes 1 to 3)*<br>豐盛清潔*(附註1至3)* | Beneficial owner<br>實益擁有人 | 586,543,750 | 30.08% |
| | | Others (Interest of controlling shareholders)<br>其他(控股股東權益) | 586,543,750 | 30.08% |
| | Mr. Li *(Notes 1 to 3)*<br>李先生*(附註1至3)* | Interest in controlled corporation<br>受控制法團權益 | 586,543,750 | 30.08% |
| | | Interest of controlled corporation<br>受控制法團權益 | 586,543,750 | 30.08% |
| | Ms. Tang Yongzhen *(Note 4)*<br>唐永珍女士*(附註4)* | Interest of spouse<br>配偶權益 | 586,543,750 | 30.08% |
| (b) | Sunrise Cleanness *(Notes 1 to 3)*<br>日出清潔*(附註1至3)* | Beneficial owner<br>實益擁有人 | 122,801,600 | 6.3% |
| | | Others (Interest of controlling shareholders)<br>其他(控股股東權益) | 122,801,600 | 6.3% |
| | Mr. Chen *(Notes 1 to 3)*<br>陳先生*(附註1至3)* | Interest in controlled corporation<br>受控制法團權益 | 122,801,600 | 6.3% |
| | | Interest of controlled corporation<br>受控制法團權益 | 122,801,600 | 6.3% |

# OTHER INFORMATION (continued)

# 其他資料(續)

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (continued)

## 主要股東於本公司股份及相關股份的權益及淡倉(續)

### Long positions in the Shares (continued)

### 於股份的好倉(續)

*Notes:*

*附註：*

1. 586,543,750 Shares are held by Prosperity Cleanness which is wholly owned by Mr. Li. Therefore, Mr. Li is deemed to be interested in all the Shares held by Prosperity Cleanness under the SFO.

2. 122,801,600 Shares are held by Sunrise Cleanness which is wholly owned by Mr. Chen. Therefore, Mr. Chen is deemed to be interested in all the Shares held by Sunrise Cleanness under the SFO.

3. On 16 March 2021, Mr. Li and Mr. Chen executed the confirmation, pursuant to which Mr. Li and Mr. Chen confirmed that they have been a group of controlling shareholders of the Company under the Listing Rules. Accordingly, each of Mr. Li, Prosperity Cleanness, Mr. Chen and Sunrise Cleanness is deemed to be interested in 709,345,350 Shares which are 586,543,750 Shares held by Prosperity Cleanness and 122,801,600 Shares held by Sunrise Cleanness.

4. Ms. Tang Yongzhen is the spouse of Mr. Li. By virtue of the SFO, Ms. Tang Yongzhen is deemed to be interested in the Shares which Mr. Li has interest in.

Save as disclosed above, as at 30 June 2026, the Company had not been notified by any persons who had interests or short positions 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 which were recorded in the register maintained by the Company pursuant to Section 336 of the SFO.

1. 586,543,750股股份由豐盛清潔持有，而豐盛清潔由李先生全資擁有。因此，根據證券及期貨條例，李先生被視為於豐盛清潔持有的所有股份中擁有權益。

2. 122,801,600股股份由日出清潔持有，而日出清潔由陳先生全資擁有。因此，根據證券及期貨條例，陳先生被視為於日出清潔持有的所有股份中擁有權益。

3. 於二零二一年三月十六日，李先生及陳先生簽立確認書，據此，李先生及陳先生確認彼等為上市規則項下本公司一組控股股東。因此，李先生、豐盛清潔、陳先生及日出清潔各自被視為於709,345,350股股份中擁有權益，其中586,543,750股股份由豐盛清潔持有及122,801,600股股份由日出清潔持有。

4. 唐永珍女士為李先生的配偶。根據證券及期貨條例，唐永珍女士被視為於李先生擁有權益的股份中擁有權益。

除上文所披露者外，於二零二六年六月三十日，本公司並無獲任何人士告知，表示其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分部須向本公司披露的權益或淡倉，或根據證券及期貨條例第336條記錄於本公司根據該條存置的登記冊內的權益或淡倉。

# OTHER INFORMATION (continued)

# 其他資料(續)

## DISCLOSURE OF INFORMATION ON DIRECTOR

## 披露董事資料

### Independent non-executive Director

Pursuant to Rule 13.51B(1) of the Listing Rules, the biographical details of a director of the Company has been updated as follows:

Ms. Cheung Bo Man, aged 38, was appointed as an independent non-executive Director on 14 November 2023 and is responsible for providing independent judgement on issues of strategy, policy, performance, accountability, resources, key appointments and standards of conduct. She is the chairperson of the remuneration committee of the Company and a member of the audit committee, the nomination committee and the investment committee of the Company.

Ms. Cheung is a practising solicitor in Hong Kong and a partner of Messrs. Ronald Tong & Co. She has over 12 years of experience in the legal industry and experience in corporate transactions involving listed companies. Since 25 April 2017, she has been the company secretary of China Display Optoelectronics Technology Holdings Limited (stock code: 334), and she was appointed as the company secretary and an authorised representative of Y. T. Realty Group Limited (stock code: 75) with effect from 15 May 2026, both of which are companies listed on the Main Board of the Stock Exchange. Ms. Cheung obtained a Bachelor of Business Administration (Law) degree and a Bachelor of Laws degree from the University of Hong Kong in December 2009 and November 2011 respectively, and further obtained a Postgraduate Certificate in Laws from the University of Hong Kong in June 2012.

### 獨立非執行董事

根據上市規則第13.51(B)1條，本公司一名董事的履歷詳情已更新如下：

張寶文女士，38歲，於二零二三年十一月十四日獲委任為獨立非執行董事，負責就策略、政策、業績、問責、資源、主要任命及行為標準等事宜提供獨立判斷。彼為本公司薪酬委員會主席以及本公司審核委員會、提名委員會及投資委員會成員。

張女士為香港執業律師，現為唐匯棟律師行的合夥人。彼於法律界擁有超過12年經驗，亦擁有處理上市公司企業交易的經驗。自二零一七年四月二十五日起，彼獲委任為華顯光電技術控股有限公司(股份代號：334)的公司秘書，並自二零二六年五月十五日起獲委任為渝太地產集團有限公司(股份代號：75)的授權代表，兩家均為於聯交所主板上市的公司。張女士分別於二零零九年十二月及二零一一年十一月獲得香港大學工商管理(法學)及法律學士學位，並於二零一二年六月獲得香港大學法學專業證書。

# OTHER INFORMATION (continued)

## SECURITIES TRANSACTIONS BY DIRECTORS

The Company adopted the Model Code as set out in Appendix C3 of the Listing Rules as its codes of conduct regarding securities transactions by the Directors and by relevant employees of the Group. Specific enquiry has been made with all the Directors who were holding office as a Director during the six months ended 30 June 2026 and all of them confirmed that they fully complied with the Model Code and its code of conduct regarding the Directors' securities transactions during the six months ended 30 June 2026.

## CORPORATE GOVERNANCE

During the six months ended 30 June 2026, the Company complied with the code provisions as set out in Part 2 of Corporate Governance Code (the "**CG Code**") contained in Appendix C1 of the Listing Rules except for the following deviation:

Under the code provision C.2.1 of the CG Code, the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Li currently holds the positions of the co-chairman of the Board (the "**Co-chairman**") and chief executive officer of the Company. Throughout the history of the Group, Mr. Li, the Co-chairman, chief executive officer, executive director and controlling shareholder of the Company, has held key leadership position of the Group and has been responsible for overseeing all aspects of the operations of the Group including strategic planning, management, operation and business development. The Directors (including the independent non-executive Directors) consider that Mr. Li is the best candidate for both positions and the present structure is conductive to strong and consistent leadership, enabling the Group to make and implement decisions efficiently, and thus is in the best interests of the Group and the shareholders of the Company as a whole.

# 其他資料(續)

## 董事進行證券交易

本公司已採納上市規則附錄C3所載的標準守則，作為董事及本集團相關僱員進行證券交易的行為守則。本公司向於截至二零二六年六月三十日止六個月期間任職董事的全體董事作出具體查詢，且全體董事均已確認於截至二零二六年六月三十日止六個月期間，彼等完全遵守標準守則及其有關董事進行證券交易的行為守則。

## 企業管治

於截至二零二六年六月三十日止六個月期間，本公司一直遵守上市規則附錄C1企業管治守則(「**企業管治守則**」)第二部分所載的守則條文，惟以下偏離情況除外：

根據企業管治守則的守則條文第C.2.1條，主席與行政總裁的角色應有區分，並不應由一人同時兼任。李先生目前擔任董事會聯席主席(「**聯席主席**」)兼本公司行政總裁。縱觀本集團歷史，本公司聯席主席、行政總裁、執行董事兼控股股東李先生一直擔任本集團的主要領導層職務，並負責監督本集團各方面的營運，包括策略規劃、管理、營運及業務發展。董事(包括獨立非執行董事)認為，李先生為擔任上述兩個職位的最佳人選，且目前的結構有利於建立強大而一致的領導，令本集團能夠有效地制定及落實決策，因此符合本集團及本公司股東的最佳整體利益。

# OTHER INFORMATION (continued)

## SHARE OPTION SCHEME

The Company has adopted the share option scheme (the "**Share Option Scheme**") on 14 November 2023. The purpose of the Share Option Scheme is to attract and retain the best available personnel, to provide additional incentive to employees, directors, advisers, consultants, distributors, contractors, suppliers, agents and service providers of the Group and to promote the success of the business of the Group.

The Board may, at its absolute discretion, invite any person belonging to any of the following classes of participants to take up options to subscribe for Shares:

(a) any director and employee of the Company or any of its subsidiaries (including persons who are granted options as an inducement to enter into employment contracts with the Company or any of its subsidiaries) (the "**Employee Participants**");

(b) any director and employee of the holding companies, fellow subsidiaries or associated companies of the Company;

(c) any person who provides services to the Group on a continuing and recurring basis in its ordinary and usual course of business which are in the interests of the long-term growth of the Group, including but not limited to person(s) who work for the Company as independent contractors (including advisers, consultants, distributors, contractors, suppliers, agents and service providers of any member of the Group) where the continuity and frequency of their services are akin to those of employees, but excluding (i) placing agents or financial advisers providing advisory services for fundraising, mergers or acquisitions; and (ii) professional service providers such as auditors or valuers who provide assurance, or are required to perform their services with impartiality and objectivity (the "**Service Providers**").

# 其他資料(續)

## 購股權計劃

本公司於二零二三年十一月十四日採納購股權計劃(「**購股權計劃**」)。購股權計劃旨在吸引及挽留最稱職的人員，並向本集團僱員、董事、顧問、諮詢人士、分銷商、承包商、供應商、代理及服務提供者提供額外獎勵以及推動本集團業務創出佳績。

董事會可能全權酌情邀請屬於以下任何類別參與者的任何人士接納購股權以認購股份：

(a) 本公司或其任何附屬公司的任何董事及僱員(包括獲授購股權以促成其與本公司或其任何附屬公司訂立僱傭合約的人士)(「**僱員參與者**」)；

(b) 本公司的控股公司、同系附屬公司或聯營公司的任何董事及僱員；

(c) 在本集團日常業務過程中持續並經常向其提供對其長遠發展有利之服務的人士，包括但不限於以獨立承包商的身份為本公司工作的人士(包括本集團任何成員公司的顧問、諮詢人士、分銷商、承包商、供應商、代理及服務提供者)，而其服務的持續性及頻密程度與僱員相若，但不包括(i)配售代理或就集資、合併或收購事宜提供顧問服務的財務顧問；及(ii)提供鑒證服務或須公正客觀地履行服務的專業服務提供者，例如核數師或估值師(「**服務提供者**」)。

# OTHER INFORMATION (continued)

# 其他資料(續)

## SHARE OPTION SCHEME (continued)

The exercise price shall be a price solely determined by the Board and notified to a Participant and shall be at least the higher of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the offer date; (ii) the average of the closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the offer date; and (iii) the nominal value of the Shares on the offer date.

The total number of Shares which may be issued in respect of all options and awards to be granted under the Share Option Scheme and any other share option scheme(s) and share award scheme(s) of the Company shall not exceed 10% of the total number of Shares in issue as at the beginning of such calendar year subject to adjustment in the event of capitalization issue or right issue. The total number of Shares which may be issued in respect of all options granted to Service Providers shall not exceed 1% of the total number of Shares in issue. The total number of Shares issued and to be issued in respect of all options and awards granted to each participant (excluding any options or awards lapsed in accordance with the terms of the relevant schemes) under the Share Option Scheme and any other share option scheme(s) and share award scheme(s) of the Company in any 12-month period up to and including the date of grant shall not exceed 1% of the Shares in issue.

An option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period as the Board may determine which shall not exceed 10 years from the date of grant subject to the provisions of early termination thereof. The amount payable by the grantee of an option to the Company on acceptance of the offer is HK$1.

The vesting period for the options shall not be less than 12 months from the offer date, provided that where the participant is an Employee Participants, the Board will have the authority to determine a shorter vesting period under some specific circumstances.

## 購股權計劃(續)

行使價由董事會全權釐定並通知參與者，且不得低於下列較高者：(i)股份於要約日期在聯交所每日報價表所報的收市價；(ii)股份於緊接要約日期前五個營業日在聯交所每日報價表所報的平均收市價；及(iii)股份於要約日期的面值。

就根據購股權計劃及本公司任何其他購股權計劃及股份獎勵計劃授出的所有購股權及獎勵可予發行的股份總數，不得超過於有關曆年年初時已發行股份總數的10%(倘進行資本化發行或供股，則可予調整)。就向服務供應商授出的所有購股權可予發行的股份總數不應超過已發行股份總數的1%。截至授出日期(包括當日)的任何12個月期間，就根據購股權計劃及本公司任何其他購股權計劃及股份獎勵計劃向各參與者授出的所有購股權及獎勵(不包括根據相關計劃條款失效的任何購股權或獎勵)已發行及將發行的股份總數不得超過已發行股份的1%。

購股權可於董事會可能釐定不超過授出日期起計10年時限內，隨時根據購股權計劃的條款行使，惟須受有關提前終止條文所規限。購股權承授人在接納授出要約時應向本公司支付的金額為1港元。

購股權的歸屬期須不少於自要約日期起12個月，惟倘參與者為僱員參與者，董事會於若干特定情況有權釐定較短的歸屬期。

# OTHER INFORMATION (continued)

# 其他資料(續)

## SHARE OPTION SCHEME (continued)

The Share Option Scheme will remain in force for a period of 10 years commencing on 14 November 2023 and shall expire at the close of business on the business day immediately preceding the tenth anniversary thereof.

As at 30 June 2026, there was no option outstanding, granted, cancelled, exercised or lapsed.

## 購股權計劃(續)

購股權計劃將於二零二三年十一月十四日起計10年內維持有效，並將於緊接該計劃第十週年前的營業日當天營業時間結束時屆滿。

於二零二六年六月三十日，概無購股權尚未行使、已授出、註銷、行使或失效。

## MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the businesses of the Company were entered into or existed during the Reporting Period.

## 管理合約

於報告期內，本公司並無就有關全部或任何重要部分業務的管理及行政工作簽訂或訂有任何合約。

## PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares of the Company) during the six months ended 30 June 2026.

## 購買、出售或贖回本公司上市證券

於截至二零二六年六月三十日止六個月期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券(包括出售本公司庫存股份)。

## AUDIT COMMITTEE

The Audit Committee has reviewed the Group's unaudited condensed financial results for the six months ended 30 June 2026 and discussed with the management of the Company on the accounting principles and practices adopted by the Group, including a review of the unaudited condensed consolidated financial statements and the interim report of the Company for the six months ended 30 June 2026, with no disagreement by the Audit Committee.

## 審核委員會

審核委員會已審閱本集團截至二零二六年六月三十日止六個月期間的未經審核簡明財務業績，並與本公司管理層討論本集團所採納的會計原則及常規(包括審閱本公司截至二零二六年六月三十日止六個月的未經審核簡明綜合財務報表及中期報告)，且審核委員會並無異議。

By Order of the Board
**Shenghui Cleanness Group Holdings Limited**
**Li Chenghua**
*Chairman and Executive Director*

Hong Kong, 27 August 2026

承董事會命
**升輝清潔集團控股有限公司**
*主席兼執行董事*
**李承華**

香港，二零二六年八月二十七日

Shenghui Cleanness Group Holdings Limited
升輝清潔集團控股有限公司