



SING LEE SOFTWARE (GROUP) LIMITED

新利軟件(集團)股份有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 8076)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2019

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a high investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This announcement, for which the directors of Sing Lee Software (Group) Limited (the “Company”) (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 announcement 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 announcement misleading.

RESULTS

The board of Directors (the “Board”) of Sing Lee Software (Group) Limited (the “Company”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2019, together with the unaudited comparative figures for the corresponding periods in 2018, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2019

		Three months ended 30 June		Six months ended 30 June	
	Notes	2019 RMB'000 (Unaudited)	2018 RMB'000 (Unaudited)	2019 RMB'000 (Unaudited)	2018 RMB'000 (Unaudited)
Revenue					
– Goods and services	2	30,247	25,402	44,040	33,107
Cost of sales and services		(15,612)	(11,746)	(32,746)	(27,937)
Gross profit		14,635	13,656	11,294	5,170
Other income	3	(391)	707	294	727
Impairment losses, net of reversal on trade receivables and contract assets		61	2	19	3
Other gains and losses		1,704	(2,388)	1,666	(1,075)
Distribution and selling expenses		(3,023)	(2,615)	(7,429)	(6,299)
Administrative expenses		(3,188)	(6,405)	(6,626)	(9,700)
Finance costs		(646)	(557)	(1,321)	(1,130)
Profit (loss) before tax		9,152	2,400	(2,103)	(12,304)
Income tax expense	4	(638)	–	(972)	–
Profit (loss) and total comprehensive income (expenses) for the period		8,514	2,400	(3,075)	(12,304)
Earnings (loss) per share					
– Basic (RMB cents)	5	0.78	0.25	(0.28)	(1.27)
– Diluted (RMB cents)	5	0.78	0.25	(0.28)	(1.27)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2019

		As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
	<i>Notes</i>		
Non-current Assets			
Property, plant and equipment		12,502	13,092
Intangible assets		17,432	14,538
Right of use asset		3,954	–
Deferred tax assets		1,696	1,696
		<u>35,584</u>	<u>29,326</u>
Current Assets			
Inventories		3,349	336
Trade and other receivables	7	94,791	75,882
Contract assets	8	1,295	1,129
Financial assets at fair value through profit or loss		218	237
Bank balances and cash		24,542	45,648
		<u>124,195</u>	<u>123,232</u>
Current Liabilities			
Trade and other payables	9	11,789	21,302
Amounts due to directors		397	536
Amount due to immediate holding company		12	12
Borrowings	10	25,531	28,131
		<u>37,729</u>	<u>49,981</u>
Net Current Assets		<u>86,466</u>	<u>73,251</u>
Total Assets Less Current Liabilities		<u>122,050</u>	<u>102,577</u>
Non-current Liabilities			
Deferred tax liabilities		3,861	2,889
Borrowings	10	45,570	49,304
Lease liabilities		3,746	–
		<u>53,177</u>	<u>52,193</u>
Net Assets		<u>68,873</u>	<u>50,384</u>
Capital and Reserves			
Share capital	11	12,538	8,661
Reserves		56,335	41,723
Total Equity		<u>68,873</u>	<u>50,384</u>

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2019

	Share Capital RMB'000	Share premium RMB'000	Statutory reserve RMB'000	Shareholder's contribution RMB'000	Translation reserve RMB'000	Share option reserve RMB'000	Accumulated losses RMB'000	Total RMB'000
At 1 January 2019 (Audited)	8,661	161,445	3,613	786	5,217	33,688	(163,026)	50,384
Loss and total comprehensive expenses for the period	-	-	-	-	-	-	(3,075)	(3,075)
Issuance of ordinary shares upon rights issue, net of transaction costs	3,877	17,687	-	-	-	-	-	21,564
At 30 June 2019 (Unaudited)	<u>12,538</u>	<u>179,132</u>	<u>3,613</u>	<u>786</u>	<u>5,217</u>	<u>33,688</u>	<u>(166,101)</u>	<u>68,873</u>
At 1 January 2018 (Audited)	8,551	158,608	3,613	786	5,217	33,804	(185,229)	25,350
Loss and total comprehensive expenses for the period	-	-	-	-	-	-	(12,304)	(12,304)
Exercised of share options	110	2,837	-	-	-	(937)	-	2,010
Recognition of equity-settled share-based payments	-	-	-	-	-	790	-	790
At 30 June 2018 (Unaudited)	<u>8,661</u>	<u>161,445</u>	<u>3,613</u>	<u>786</u>	<u>5,217</u>	<u>33,657</u>	<u>(197,533)</u>	<u>15,846</u>

Under the Companies Act 1981 of Bermuda (“Companies Act”), share premium is distributable to shareholders, subject to the condition that the Company cannot declare or pay a dividend, or make a distribution out of share premium and other reserves if (i) it is, or would after the payment be, unable to pay its liabilities as they become due, or (ii) the realisable value of its assets would thereby be less than the aggregate of its liabilities and its issued share capital account.

As stipulated by the relevant laws and regulations for foreign investment enterprises in the People’s Republic of China (the “PRC”), the Company’s PRC subsidiaries are required to maintain two statutory reserves, being an enterprise expansion fund and a statutory surplus reserve fund which are non-distributable. Appropriations to such reserves are made out of net profit after taxation reported in the statutory financial statements of the PRC subsidiaries while the amounts and allocation basis are decided by their respective boards of directors annually. The statutory surplus reserve fund can be used to make up their prior year losses, if any, and can be applied in conversion into capital by means of capitalisation issue. The enterprise expansion fund can be used for expanding the capital base of the PRC subsidiaries by means of capitalisation issue.

On 30 September 2017, Mr. Hung Yung Lai, being the Chairman, executive director and controlling shareholder of the Company, waived the balance due to him of approximately RMB786,000. The amount has been capitalised as shareholder’s contribution.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2019

	Six months ended 30 June	
	2019	2018
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Net cash used in operating activities	(29,374)	(25,987)
Net cash used in investing activities	(4,377)	(673)
Net cash generated from (used in) financing activities	<u>12,645</u>	<u>(2,056)</u>
Net decrease in cash and cash equivalents	(21,106)	(28,716)
Cash and cash equivalents at beginning of the period	<u>45,648</u>	<u>35,034</u>
Cash and cash equivalents at the end of the period represented by: Bank balances and cash	<u><u>24,542</u></u>	<u><u>6,318</u></u>

Notes:

1. GENERAL

The unaudited consolidated interim financial statements have been prepared in accordance with the applicable disclosure requirements set out in Chapter 18 of the GEM Listing Rules and International Accounting Standards (“IAS”) 34 “Interim Financial Reporting” issued by the International Accounting Standards Board (“IASB”).

The unaudited consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2018.

The unaudited consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards (“IFRS”) issued by the IASB, the disclosure requirements of the Hong Kong Companies Ordinance and the Rules Governing the Listing of Securities on GEM.

The unaudited consolidated interim financial statements are presented in Renminbi (“RMB”), which is the same as the functional currency of the Group.

All significant intra-group transactions and balances have been eliminated on consolidation.

The accounting policies adopted are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2018 (the “2018 Consolidated Financial Statements”), except for the amendments and interpretations of IFRSs (the “New IFRSs”) issued by IASB which have become effective in this period as detailed in the notes of the 2018 Consolidated Financial Statements. The adoption of the New IFRSs has no material impact on the accounting policies in the Group’s condensed consolidated financial statements for the period.

2. REVENUE AND SEGMENT INFORMATION

Information reported to the Company’s executive directors, being the chief operating decision maker (“CODM”), for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

Specifically, the Group’s reportable and operating segments under IFRS 8 Operating Segments are as follows:

1. Sales of software products
2. Sales of related hardware products
3. Provision of technical support services

No operating segments have been aggregated in arising at the reportable segments of the group.

The following is an analysis of the Group's revenue and results by operating and reportable segment:

For the six months ended 30 June 2019

	Sale of software products <i>RMB'000</i> (Unaudited)	Sale of related hardware products <i>RMB'000</i> (Unaudited)	Provision of technical support services <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
External sales and total revenue				
– segment revenue	<u>2,773</u>	<u>624</u>	<u>40,643</u>	<u>44,040</u>
SEGMENT RESULTS	<u>(237)</u>	<u>(20)</u>	<u>(1,259)</u>	<u>(1,516)</u>
Unallocated other income				294
Unallocated other gains and losses				1,666
Unallocated corporate expenses				(1,226)
Finance costs				<u>(1,321)</u>
Loss before tax				<u>(2,103)</u>

For the six months ended 30 June 2018

	Sale of software products <i>RMB'000</i> (Unaudited)	Sale of related hardware products <i>RMB'000</i> (Unaudited)	Provision of technical support services <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
External sales and total revenue				
– segment revenue	<u>2,949</u>	<u>1,240</u>	<u>28,918</u>	<u>33,107</u>
SEGMENT RESULTS	<u>(968)</u>	<u>(386)</u>	<u>(7,921)</u>	<u>(9,275)</u>
Unallocated other income				727
Unallocated other gains and losses				(1,075)
Unallocated corporate expenses				(1,551)
Finance costs				<u>(1,130)</u>
Loss before tax				<u>(12,304)</u>

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment results represents the loss from each segment without allocation of finance costs, unallocated corporate expenses, other income and other gains and losses. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment. No analysis of segment asset and segment liability is presented as the CODM does not regularly review such information for the purposes of resources allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

Other Segment information

For the six months ended 30 June 2019

	Sale of software products <i>RMB'000</i> (Unaudited)	Sale of related hardware products <i>RMB'000</i> (Unaudited)	Provision of technical support services <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
Amounts included in the measure of segment results:				
Depreciation of property, plant and equipment	35	8	519	562
Depreciation of right of use asset	72	17	1,057	1,146
Amortization of intangible assets	110	25	1,618	1,753
Impairment losses on trade receivables and contract assets reversed in profit of loss	(1)	-	(18)	(19)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

For the six months ended 30 June 2018

	Sale of software products <i>RMB'000</i> (Unaudited)	Sale of related hardware products <i>RMB'000</i> (Unaudited)	Provision of technical support services <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
Amounts included in the measure of segment results:				
Depreciation of property, plant and equipment	44	18	430	492
Amortization of intangible assets	58	25	569	652
Impairment losses on trade receivables and contract assets reversed in profit of loss	-	-	(3)	(3)
Share-based payment expenses (excluding expenses recognised in corporate expenses)	26	11	255	292
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

Geographical information

The Group's revenue from external customers is all from customers located in the PRC.

All non-current assets of the Group are located in the PRC by location of assets.

3. OTHER INCOME

	Three months ended		Six months ended	
	30 June		30 June	
	2019	2018	2019	2018
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Interest income	100	6	254	26
Others	(491)	701	40	701
	<u>100</u>	<u>701</u>	<u>254</u>	<u>701</u>
	<u>(491)</u>	<u>707</u>	<u>40</u>	<u>701</u>
	<u>(391)</u>	<u>707</u>	<u>294</u>	<u>727</u>

4. INCOME TAX EXPENSE

	Three months ended		Six months ended	
	30 June		30 June	
	2019	2018	2019	2018
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
PRC enterprise income tax ("EIT")				
– Current year	–	–	–	–
Deferred taxation				
– Current year	638	–	972	–
	<u>638</u>	<u>–</u>	<u>972</u>	<u>–</u>
	<u>638</u>	<u>–</u>	<u>972</u>	<u>–</u>

Hangzhou Singlee Technology Company Limited ("Singlee Technology"), a subsidiary of the Company, was established in Hangzhou, the PRC, with statutory tax rate of 25%. Singlee Technology is regarded as a High and New Technology Enterprise defined by Zhejiang Finance Bureau, Administrator of Local Taxation of Zhejiang Municipality and Zhejiang Municipal office of the State Administration of Taxation and is therefore entitled to 15% preferential tax rate for the PRC EIT since 2010. Accordingly, the tax rate for Singlee Technology is 15% for the six months ended 30 June 2019 and 2018.

According to the PRC Enterprise Income Tax Law, the applicable tax rate of Hangzhou Singlee Software Company Limited ("Singlee Software") and Xin Yintong Technology Co., Ltd. ("Xin YinTong") is 25% for the six months ended 30 June 2019 and 2018.

No provision for Hong Kong Profits Tax has been made as the Group had no estimated assessable profits arising from Hong Kong during the six months ended 30 June 2019 and 2018.

PRC enterprise income tax has not been provided as the Group had no estimated assessable profits arising from PRC for the six months ended 30 June 2019 (six months ended 30 June 2018: Nil).

5. EARNINGS (LOSS) PER SHARE

The calculation of the basic and diluted earnings (loss) per share attributable to the owners of the Company is based on the following data:

	Three months ended 30 June		Six months ended 30 June		
	2019 <i>RMB'000</i> (Unaudited)	2018 <i>RMB'000</i> (Unaudited)	2019 <i>RMB'000</i> (Unaudited)	2018 <i>RMB'000</i> (Unaudited)	
Profit (loss) for the period attributable to owners of the Company for the purposes of basic and diluted earnings (loss) per share	8,514	2,400	(3,075)	(12,304)	
	<th>Three months ended 30 June</th> <th colspan="2">Six months ended 30 June</th>		Three months ended 30 June	Six months ended 30 June	
	2019 '000 (Unaudited)	2018 '000 (Unaudited) (restated)	2019 '000 (Unaudited)	2018 '000 (Unaudited) (restated)	
Weighted average number of ordinary shares for the purpose of basic earnings (loss) per share	1,091,384	969,747	1,091,384	969,747	
Effect of dilutive potential ordinary shares – Share options	717	2,542	–	–	
Weighted average number of ordinary shares for the purpose of diluted earnings (loss) per share	1,092,101	972,289	1,091,384	969,747	

The basic and diluted earnings (loss) per share for current and prior reporting periods have been adjusted as a result of rights issue completed in 21 May 2019.

6. DIVIDEND

The Board does not recommend the payment of dividend for the six months ended 30 June 2019 (six months ended 30 June 2018: Nil).

7. TRADE AND OTHER RECEIVABLES

	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
Trade receivables		
– goods and services	83,709	67,319
<i>Less:</i> allowance for credit losses	<u>(1,173)</u>	<u>(1,192)</u>
	82,536	66,127
Other receivables and prepayments	<u>12,255</u>	<u>9,755</u>
Total trade and other receivables	<u>94,791</u>	<u>75,882</u>

The following is an aged analysis of trade receivables net of allowance for credit losses presented based on the invoice dates:

	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
0 – 120 days	40,589	43,261
121 – 180 days	60	271
181 – 365 days	25,795	4,886
Over 365 days	<u>16,092</u>	<u>17,709</u>
	<u>82,536</u>	<u>66,127</u>

Customers are generally granted with credit period ranging from 120 – 180 days. The Group may, on a case by case basis and after evaluation of the business relationship and creditworthiness, extend the credit period upon customer's request.

8. CONTRACT ASSETS

	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
Retention receivable	<u>1,295</u>	<u>1,129</u>

The contract assets primarily relate to the Group's right to consideration for work completed and not billed because the rights are conditioned on the Group's future performance. The contract assets are transferred to trade receivables when the rights become unconditional.

9. TRADE AND OTHER PAYABLES

	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
Trade payables	1,245	1,575
Payroll payables	4,920	4,558
Other PRC tax payables	451	2,179
Employee reimbursement payable	3,594	7,274
Accruals	490	178
Other payables	<u>1,089</u>	<u>5,538</u>
Total	<u>11,789</u>	<u>21,302</u>

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

	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
Within 90 days	17	380
91 – 180 days	3	3
181 – 365 days	29	57
Over 365 days	<u>1,196</u>	<u>1,135</u>
	<u>1,245</u>	<u>1,575</u>

10. BORROWINGS

	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
Unsecured loans from a director (<i>Note i</i>)	60,101	66,435
Secured bank borrowings (<i>Note ii</i>)	11,000	11,000
	<u>71,101</u>	<u>77,435</u>
Carrying amount of the above borrowings are repayable:		
	As at 30 June 2019 <i>RMB'000</i> (Unaudited)	As at 31 December 2018 <i>RMB'000</i> (Audited)
Within one year	25,531	28,131
Within a period of more than one year but not exceeding two years	2,561	5,157
Within a period of more than two years but not exceeding five years	11,531	13,137
Within a period of more than five years	31,478	31,010
	<u>71,101</u>	<u>77,435</u>
Less: Amounts due within one year shown under current liabilities	<u>(25,531)</u>	<u>(28,131)</u>
Amounts shown under non-current liabilities	<u>45,570</u>	<u>49,304</u>

Notes:

- (i) The exposure of the Group's loans from a director and the contractual maturity dates are as follows:

	As at 30 June 2019 RMB'000 (Unaudited)	As at 31 December 2018 RMB'000 (Audited)
Within one year	14,531	17,131
Between one to two years	2,561	5,157
Between two to five years	11,531	13,137
More than five years	31,478	31,010
	<u>60,101</u>	<u>66,435</u>

The ranges of effective interest rates on the Group's loans from a director are as follows:

	As at 30 June 2019 (Unaudited)	As at 31 December 2018 (Audited)
Effective interest rate:		
Fixed-rate borrowings	<u>2.68% – 4.30%</u>	<u>2.68% – 4.30%</u>

The loans from a director of approximately RMB49,106,000 (31 December 2018: RMB51,995,000) are denominated in HK\$, other borrowings are denominated in the functional currency of the respective group entity.

- (ii) The exposure of the Group's bank borrowings and the contractual maturity dates are as follows:

	As at 30 June 2019 RMB'000 (Unaudited)	As at 31 December 2018 RMB'000 (Audited)
Fixed-rate bank borrowings:		
Within one year	<u>11,000</u>	<u>11,000</u>

The effective interest rates (which are also equal to contracted interest rates) on the Group's borrowings are as follows:

	As at 30 June 2019 (Unaudited)	As at 31 December 2018 (Audited)
Effective interest rate:		
Fixed-rate borrowings	<u><u>5.46%</u></u>	<u><u>5.46%</u></u>

The buildings with a carrying amount of approximately RMB10,265,000 (31 December 2018: RMB10,539,000) have been pledged to secure bank borrowings of the Group.

11. SHARE CAPITAL

	Number of Shares '000	Amount RMB'000
Ordinary shares of HK\$0.01 each of the Company (the "Shares"):		
<i>Authorized:</i>		
At 31 December 2018 and 30 June 2019	<u><u>10,000,000</u></u>	<u><u>100,000</u></u>
<i>Issued and fully paid:</i>		
At 31 December 2018	878,160	8,661
Issue of rights shares (<i>Note</i>)	<u>439,080</u>	<u>3,877</u>
At 30 June 2019	<u><u>1,317,240</u></u>	<u><u>12,538</u></u>

Note:

On 21 May 2019, the Company completed the issue of 439,080,000 rights shares to the qualifying shareholders, on the basis of one rights share (the "Rights Share") for every two existing Shares held on 24 April 2019 at the subscription price of HK\$0.06 per Rights Share (the "Rights Issue"). The net proceeds from Rights Issue raised by the Company was approximately HK\$24,420,000 (equivalent to approximately RMB21,564,000).

As a result of the Rights Issue, the Company's issued Shares increased to 1,317,240,000 Shares accordingly.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial review and results of operations

For the six months ended 30 June 2019, the Group recorded a total revenue of approximately RMB44,040,000, an increase of 33% as compared to the same period of last year (For the six months ended 30 June 2018: approximately RMB33,107,000). The increase in the turnover of the Group was mainly attributable to the increase in the revenue of the Group's provision of technical support services. Cost of sales for the six months ended 30 June 2019 increased by 17% to approximately RMB32,746,000 (For the six months ended 30 June 2018: approximately RMB27,937,000). Cost of sales increased in line with business activities. The Group's gross profit ratio is 26% (For the six months ended 30 June 2018: 16%).

Administrative expenses for the six months ended 30 June 2019 decreased by 32% to approximately RMB6,626,000 (For the six months ended 30 June 2018: approximately RMB9,700,000). The decrease in administrative expenses was mainly due to the decrease in recognition of share options expenses when compared to the same period of last year and our effective cost control measures. For the distribution and selling expenses, it is increased by 18% to RMB7,429,000 (For the six months ended 30 June 2018: approximately RMB6,299,000). The increase in distribution and selling expenses was mainly due to the increased in staff costs to cope with the needs for business expansion. Other income included refund of value added tax and interest income; and other gains and losses included exchange differences and fair value changes in financial assets at fair value through profit or loss.

Finance costs for the six months ended 30 June 2019 increased by 17% to approximately RMB1,321,000 (For the six months ended 30 June 2018: approximately RMB1,130,000). The increase in finance costs was mainly attributable to the recognition of interest expenses of lease liabilities due to adoption of IFRS16.

The Group recorded a loss of approximately RMB3,075,000 for the six months ended 30 June 2019, decrease of 75% as compared to the same period of last year (For the six months ended 30 June 2018: net loss approximately RMB12,304,000). Decrease in loss was primarily attributable to increase in turnover and our effective cost control measures.

No equity-settled share-based payment was recognised for the six months ended 30 June 2019 (For the six months ended 30 June 2018: approximately RMB790,000).

We will continue striving our best to increase sales and strengthen our cost control measures. With the products of our Group becoming more mature in the market and the effective cost control, we expect that financial results of the group would be further improved in the coming quarter.

BUSINESS REVIEW

Overall Business of the Group for the first half of 2019

Since the implementation of the strategy of one core business and two complementary products in 2017, the Group has been enhancing and meticulously executing the overall strategy. Hence, it registered a net profit of RMB22,203,000 in 2018, representing a year-on-year increase of 41% and an increasingly evident of success in the transformation of Sing Lee Group. Due to the investment without significant income in the suppliers by the banking industry in the first half of the year, the Group performed well, with a 33% increase in sales and just a 17% increase in the cost of sales in the first half of the year, as compared with the same period of last year. However, facing requirements of the overall strategic development in the next three years, there was an unavoidable increase in cost of sales, thus leading to losses, which decreased by 75% as compared with the same period in 2018. This was obviously attributable to the overall strategic development of one core business and two complementary products.

Driven by the normalization of structural reforms in the financial environment and the continuous adjustment of relevant markets, the continuous growth of capital products not only highlights the clear path of product research, development and marketing, but also reflects customers' recognition of the Group's relevant products. This was proven by the cooperation with leading urban commercial banks in China, such as Bank of Beijing, Bank of Shanghai, Bank of Jiangsu and Bank of Nanjing. The State's continuous liberation of regional banks resulted in a greater use of the Group's existing customers and market shares to pursue a rapid development of the Group's own brands and collaborative projects. The Group entered into investment cooperation agreements with regional banks, such as Chinese Merchandise Bank, Zaozhuang Bank and Z-Bank, during the second quarter, such that a sales model of "flexible business portfolio" of the products on the whole was formed with the help of small, mid-sized and large urban commercial banks.

“Payment plus service” 1 – Payment: Payment has become a popular product, as a result of diversification of payment forms due to cooperative promotion by banks and third parties, as well as increasingly accelerated maturity. Meanwhile, online and offline payment modes emerged one after another. The unconscious payment method in which the Group and China Construction Bank cooperated has been adopted in Home Inns Group, while there is an opportunity for business model transformation to cooperative operation with regard to the collection and payment agency platform jointly developed with China Citic Bank, in addition to the development of new business models. Due to the great development potential of the payment market and based on the knowledge of Sing Lee about the industry, continuously developing the market through transformation and innovation will be the future direction of the company.

“Payment plus service” 2 – Service: Development of offline markets and targeted development of merchant service businesses have become one of the main objectives of the Group. The Group increased the number of banks served from only two provincial branch banks 5 years ago to a number of banks in 13 provinces including Zhejiang, Jiangsu, Guangdong and other economic powerhouses in the first half of the year. Therefore, the Group’s services will further reflect the operation project of deepening value-added services and strengthening of the cooperation with banks with a focus on merchants and cardholders, where divided businesses will be gradually combined to integrate banking outsourcing service products (merchant) and payment products, and business portfolio will become the focus of future development.

In spite of the declining performance of various industries due to the trade war between China and the United States, Sing Lee Group achieved better results under pressure in the previous year, which sufficiently shows the clear strategy of the Board of Directors and the effective execution by the management team.

FUTURE OUTLOOK

While the discussion about the cooperation of payment and credit risk control products with banks began, the payment plus outsourcing service, business platform evolved from traditional operations and “Bank-School Express” remain our main sources of big data. With the help of these products, the Group will form a unique OFFLINE TO ONLINE (O2O) model. We also plan to extend the collaborative model with banks to other commercial banks. Meanwhile, the business portfolio will be better aligned to the overall development of the financial environment.

LIQUIDITY, FINANCIAL RESOURCES AND GEARING RATIO

The operating expenditures of the Group are funded by cash flow from operations, the net proceeds from the Rights Issue on 21 May 2019 and borrowings. The Group has adequate sources of funds to meet its future working capital requirements.

As at 30 June 2019, the Group held cash and cash equivalents denominated in RMB, US dollars and HK dollars, amounted to approximately RMB24,542,000 (31 December 2018: approximately RMB45,648,000). The Group's current ratio, based on total current assets over total current liabilities, as at 30 June 2019 was approximately 3.3 times (31 December 2018: approximately 2.5 times).

At 30 June 2019, the Group had the following outstanding borrowings:

	As at 30 June 2019 RMB'000	As at 31 December 2018 RMB'000
Fixed-rate borrowings:		
Unsecured loans from a director	60,101	66,435
Secured bank borrowings	11,000	11,000
	71,101	77,435

The borrowings' contractual maturity dates are as follows:

	As at 30 June 2019 RMB'000	As at 31 December 2018 RMB'000
Within one year	25,531	28,131
Between one to two years	2,561	5,157
Between two to five years	11,531	13,137
More than five years	31,478	31,010
	71,101	77,435

The loans from a director of approximately RMB49,106,000 (31 December 2018: RMB51,995,000) are denominated in HK dollars, other borrowings are denominated in the functional currency of the respective group entity.

No interest was capitalized by the Group during the period under review (31 December 2018: Nil).

The gearing ratio of the Group, based on total liabilities over total assets, as at 30 June 2019 was approximately 57% (31 December 2018: approximately 67%).

ACQUISITION AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

The group did not have any material acquisitions or disposals of subsidiaries and affiliated companies during the period under review.

EMPLOYEE INFORMATION

As at 30 June 2019, the Group had 864 employees (six months ended 30 June 2018: 732), including both PRC and Hong Kong employees. Remuneration and bonus policy are primarily determined by the performance of the individual employees and financial results of the Group. Total staff costs for the reported period were approximately RMB28,817,000 (six months ended 30 June 2018: approximately RMB21,258,000).

The Group has adopted a share option scheme whereby certain employees of the Group granted options to acquire shares.

CHARGE ON GROUP ASSETS

As at 30 June 2019, certain properties of the Group located in Hangzhou with an aggregate net carrying amount of approximately RMB10,265,000 (31 December 2018: approximately RMB10,539,000) were used to secure the banking facilities.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND EXPECTED SOURCE OF FUNDING

Details of the Group's future plans for material investments or capital assets and their expected source of funding have been stated in the Company's prospectus dated 30 August 2001 under the sections headed "Statement of Business Objectives" and "Reasons for the New Issue and Use of Proceeds" respectively.

RIGHTS ISSUE IN MAY 2019

During the six months ended 30 June 2019, the Company proposed a rights issue of 439,080,000 rights issue shares at HK\$0.06 per rights issue share on the basis of 1 rights issue share for every 2 shares held by shareholders. Details of the rights issue are set out in the circular of the Company dated 25 April 2019.

The rights issue was completed on 21 May 2019 and the net proceed of approximately HK\$24,420,000 (equivalent to approximately RMB21,564,000) was raised. Up to the date of this report, a total of approximately HK\$5,700,000 (equivalent to approximately RMB5,033,000) was paid for general working capital, which was applied consistently with the intended uses previously disclosed in the circular of the Company dated 25 April 2019. The remaining of approximately HK\$18,720,000 (equivalent to approximately RMB16,531,000) will be utilized as intended.

CAPITAL STRUCTURE

During the six months ended 30 June 2019, 439,080,000 rights shares were allotted and issued.

Pursuant to the terms of the Share Option Schemes, the exercise prices of and/or the number of the shares falling to be issued upon exercise of the outstanding Share Options granted by the Company under the Share Option Schemes respectively as a result of the rights issue were adjusted in the following manner:

Date of grant	Immediately prior to the adjustments as a result of completion of the Rights Issue		Immediately after the adjustments as a result of completion of the Rights Issue	
	<i>Number of Shares falling to be issued upon exercise of the Outstanding Share Options</i>	<i>Exercise price per Share (HK\$)</i>	<i>Adjusted number of Shares falling to be issued upon exercise of the Outstanding Share Options</i>	<i>Adjusted exercise price per Share (HK\$)</i>
19 January 2010	7,680,000	0.2000	9,086,208	0.1690
16 August 2010	2,360,000	0.8400	2,792,116	0.7100
28 February 2011	65,000,000	0.7300	76,901,500	0.6170
28 February 2011	12,290,000	0.7140	14,540,299	0.6035
24 June 2013	6,240,000	0.1122	7,382,544	0.0948
15 May 2015	19,750,000	0.4300	23,366,225	0.3635
07 April 2017	72,210,000	0.1820	85,431,651	0.1538
Total	<u>185,530,000</u>		<u>219,500,543</u>	

EXPOSURE TO EXCHANGE RATE FLUCTUATION

The Group's revenue generating operations are mainly transacted in RMB. The Directors consider the impact of foreign exchange exposure to the Group is minimal.

CONTINGENT LIABILITIES

As at 30 June 2019, the Group did not have any material contingent liabilities (31 December 2018: Nil).

PROSPECTS OF NEW PRODUCTS

Please refer to the Business Review in the section of Management Discussion and Analysis for a discussion on this.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITION IN SHARES, UNDERLYING SHARES AND DEBENTURES

So far as is known to any directors or chief executives of the Company, as at 30 June 2019, shareholders (other than directors or chief executive of the Company) who had interests or short positions in the shares, 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 directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote on all circumstances at general meeting of any other members of the Group or substantial shareholders as recorded in the register required to be kept by the Company under Section 336 of the SFO were as follow:

a) Ordinary shares of HK\$0.01 each of the Company

Name of shareholders	Capacity/ Nature of interest	Number of shares held		Percentage of shareholding
		Long position	Short position	
Goldcorp Industrial Limited	Beneficial owner	431,782,500 (note 1)	—	32.78%
Great Song Enterprises Limited	Beneficial owner	431,782,500 (note 1)	—	32.78%
Mr. Hung Yung Lai	Corporate interest	431,782,500 (notes 2 and 4)	—	32.78%
	Beneficial owner	48,217,500	—	3.66%
Ms. Li Kei Ling	Corporate interest	431,782,500 (notes 2 and 3)	—	32.78%
Mdm. Iu Pun	Family interest	556,901,500 (note 5)	—	42.28%

b) Share options

Name of shareholder	Capacity/ Nature of interest	Number of options held	Number of underlying shares
Mr. Hung Yung Lai	Beneficial owner	76,901,500	76,901,500

Notes:

1. Goldcorp Industrial Limited is a limited liability company incorporated in the British Virgin Islands equally owned by Mr. Hung Yung Lai and Great Song Enterprises Limited which in turn is wholly owned by Ms. Li Kei Ling.
2. The Shares were held by Goldcorp Industrial Limited.
3. Ms. Li Kei Ling controls more than one third of the voting power of Great Song Enterprises Limited which in turn holds more than one third of the voting power of Goldcorp Industrial Limited. Ms Li Kei Ling is deemed, by virtue of the SFO, to be interested in the same 431,782,500 shares held by Goldcorp Industrial Limited.
4. Mr. Hung Yung Lai controls more than one third of the voting power of Goldcorp Industrial Limited. Mr. Hung Yung Lai is deemed, by virtue of the SFO, to be interested in the same 431,782,500 shares held by Goldcorp Industrial Limited.
5. These shares are beneficially owned by Goldcorp Industrial Limited as mentioned in Note 4 of above. Mr. Hung Yung Lai is deemed to be interested in the same 431,782,500 shares held by Goldcorp Industrial Limited. Mdm Iu Pun is the wife of Mr. Hung Yung Lai and is deemed to be interested in these shares in which Mr. Hung Yung Lai is deemed or taken to be interested for the purpose of the SFO. She is also deemed to be interested in the 76,901,500 share options and the 48,217,500 shares beneficially owned by Mr. Hung Yung Lai as mentioned in Note 4 above for the purpose of SFO.

Save as disclosed above, as at 30 June 2019, the Company were not aware of any other person (other than directors or chief executives of the Company) who had an interest or short position in the shares, underlying shares and debentures of the Company which would fall to be disclosed to the Company under the provision of Divisions 2 and 3 of Part XV of the SFO, or who was interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any other member of the Group or any other substantial shareholders as recorded in the register required to be kept by the Company under Section 336 of the SFO.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITION IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2019, the interests or short positions of the directors and chief executives 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 (Chapter 571 of 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 or short positions which he/she is taken or deemed to have under such provisions of the SFO); or which were required to be entered into the register required to be kept by the Company, pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.48 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Directors' interests in securities of the Company:

Name of Directors	Long/Short Position	Capacity/Nature of interests	Interests in ordinary shares	Interest in underlying shares of share options	Aggregate interests	Percentage of aggregate interests to total issued share capital of the Company
Mr. Hung Yung Lai	Long Position	Corporate interest	431,782,500 (note 1)	–	431,782,500	32.78%
	Long Position	Beneficial owner	48,217,500	76,901,500	125,119,000	9.50%
Mr. Hung Ying	Long Position	Beneficial owner	14,347,500	8,654,377	23,001,877	1.75%
Mr. Lin Xue Xin	Long Position	Beneficial owner	9,470,000	6,944,797	16,414,797	1.25%
Mr. Pao Ping Wing	Long Position	Beneficial owner	–	1,017,466	1,017,466	0.08%
Mr. Thomas Tam	Long Position	Beneficial owner	–	1,017,466	1,017,466	0.08%
Mr. Lo King Man	Long Position	Beneficial owner	–	1,017,466	1,017,466	0.08%

Directors' interests in the associated corporation:

Name of Director	Long/ Short Position	Capacity/Nature of interests	Name of the associated corporation	Number of ordinary shares held	Percentage of total number of shares of the associated corporations (note 2)
Mr. Hung Yung Lai	Long Position	Beneficial owner	Goldcorp Industrial Limited	1	50%

Notes:

1. The Shares were held by Goldcorp Industrial Limited. Mr. Hung Yung Lai has 50% interest in Goldcorp Industrial Limited
2. The entire issued capital of Goldcorp Industrial Limited as of 30 June 2019 composed of 2 ordinary shares.

Save as disclosed above, as at 30 June 2019, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares and debenture of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be 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 were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.48 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

SHARE OPTION SCHEME

The Company's share option scheme (the "Scheme") was adopted on 27 August 2001 for the primary purpose of providing incentives to directors and eligible employees, and has been expired on 27 August 2011. Under the Scheme, the board of Directors of the Company may grant options to eligible employees, including directors of the Company and its subsidiaries, to subscribe for shares in the Company. The Scheme would be valid and effective for a period of ten years commencing on the adoption date and have come to its expiration. All other respects of the provisions of the Scheme shall remain in full force and holders of all options granted under the Scheme prior to such expiry shall be entitled to exercise the outstanding options pursuant to the terms of the Scheme until expiry of the said options. As a result, a new share option scheme which was approved on 28 February 2011 (the "New Scheme"), take effect immediately after the expiry of the Scheme. The principal terms of the New Scheme are same with the Scheme.

Pursuant to the ordinary resolution passed by the shareholders at the special general meeting of the Company held on 28 February 2011 (the “SGM”), the Scheme mandate limit was refreshed so that the Company was authorized to grant share options under the existing Scheme for subscription of up to a total of 81,184,000 shares, representing approximately 10% of the issued share capital of the Company as at the date of the SGM.

Pursuant to the ordinary resolution passed by the shareholders at the annual general meeting of the Company held on 11 May 2016 (the “AGM”), the scheme mandate limit under the share option scheme of the Company was refreshed again so that the Company was authorized to grant additional share options for subscription for a total of 86,443,000 shares under the refreshed mandate limit, representing approximately 10% of the issued share capital of the Company as at the date of the AGM.

Pursuant to the ordinary resolution passed by the shareholders at the annual general meeting of the Company held on 11 May 2018 (the “AGM”), the scheme mandate limit under the share option scheme of the Company was refreshed again so that the Company was authorised to grant additional share options for subscription for a total of 61,032,000 shares under the refreshed mandate limit, representing approximately 6.95% of the issued share capital of the Company as at the date of the AGM.

The total number of shares issued and to be issued upon the exercise of options granted and to be granted to each Participant (including both exercised and outstanding options) in any 12 months period up to the date of grant must not exceed 1% of the shares in issue at the date of grant.

The subscription shall be a price determined by the Board at its absolute discretion and shall not be less than the higher of the closing price of the share on the date of grant of the option and the average closing price of the shares for the five business days immediately preceding the date of grant of the option.

Options granted shall be deemed to be accepted upon receipt of the acceptance of offer letter from the grantee within 28 days from the offer date, together with a remittance in favour of the Company of HK\$1 by way of consideration for the grant.

An option may be exercised in accordance with the terms of the Scheme at any time during a period notified by the Board to each grantee but may not be exercised after the expiry of 10 years from the date of grant.

On 9 October 2007 the Company granted 47,550,000 options to subscribe for shares in the Company under the Scheme at an exercise price of HK\$0.368 per share to its employees of the Group. Shares of the Company were at closing price of HK\$0.36 immediately before the day on which options were granted. Options granted on 9 October 2007 were expired during year 2017.

On 19 January 2010 the Company granted 20,900,000 options to subscribe for shares in the Company under the Scheme at an exercise price of HK\$0.20 per share to its directors and employees of the Group. Shares of the Company were at closing price of HK\$0.20 immediately before the day on which options were granted.

On 16 August 2010 the Company granted 8,990,000 options to subscribe for shares in the Company under the Scheme at an exercise price of HK\$0.84 per share to its employees of the Group. Shares of the Company were at closing price of HK\$0.84 immediately before the day on which options were granted.

On 10 January 2011, the Company granted 65,000,000 share options to subscribe for shares in the Company under the Share Option Scheme at an exercise price of HK\$0.730 per share to Mr. Hung Yung Lai, Chairman of the Group. Shares of the Company were at closing price of HK\$0.730 immediately before the day on which options were granted. The grant of share options to Mr. Hung Yung Lai and the specific mandate to allot, issue and deal with the shares of the Company upon conversion of the foregoing share options were approved by the SGM held on 28 February 2011.

On 13 January 2011, the Company granted 19,260,000 share options to subscribe for shares in the Company under the Share Option Scheme at an exercise price of HK\$0.714 per share to its employees of the Group. Shares of the Company were at closing price of HK\$0.690 immediately before the day on which options were granted. The grant of share options to its employees of the Company and the specific mandate to allot, issue and deal with the shares of the Company upon conversion of the foregoing share options were approved by the SGM held on 28 February 2011.

On 24 June 2013, the Company granted 59,780,000 share options to subscribe for shares in the Company under the Share Option Scheme at an exercise price of HK\$0.1122 per share to a Director and its employees of the Group. Shares of the Company were at closing price of HK\$0.101 immediately before the day on which options were granted.

On 15 May 2015, the Company granted 21,400,000 share options to subscribe for shares in the Company under the Share Option Scheme at an exercise price of HK\$0.43 per share to a Director and its employees of the Group. Shares of the Company were at closing price of HK\$0.43 immediately before the day on which options were granted.

On 7 April 2017, the Company granted 86,440,000 share options to subscribe for shares in the Company under the Share Option Scheme at an exercise price of HK\$0.182 per share to its directors, employees and consultants of the Group. Shares of the Company were at closing price of HK\$0.182 immediately before the day on which options were granted.

The summary details of options granted are as follows:

Name of directors, continuous contract employees and consultants	Exercise period	Adjusted exercise price HK\$ (Note)	Number of	Number of share options granted during the period	Number of share options adjusted during the period (Note)	Number of share options exercised during the period	Number of share options cancelled during the period	Number of share options lapsed during the period	Number of
			share options outstanding as at 1 January 2019						share options outstanding as at 30 June 2019
Pao Ping Wing	19 July 2010 to 18 January 2020	0.1690	600,000	–	109,860	–	–	–	709,860
Thomas Tam	19 July 2010 to 18 January 2020	0.1690	600,000	–	109,860	–	–	–	709,860
Lo King Man	19 July 2010 to 18 January 2020	0.1690	600,000	–	109,860	–	–	–	709,860
Hung Ying	19 July 2010 to 18 January 2020	0.1690	2,500,000	–	457,750	–	–	–	2,957,750
Lin Xue Xin	19 July 2010 to 18 January 2020	0.1690	650,000	–	119,015	–	–	–	769,015
Continuous contract employees (other than directors)	19 July 2010 to 18 January 2020	0.1690	2,730,000	–	499,863	–	–	–	3,229,863
Hung Ying	16 February 2011 to 15 August 2020	0.7100	1,550,000	–	283,805	–	–	–	1,833,805
Lin Xue Xin	16 February 2011 to 15 August 2020	0.7100	310,000	–	56,761	–	–	–	366,761
Continuous contract employees (other than directors)	16 February 2011 to 15 August 2020	0.7100	500,000	–	91,550	–	–	–	591,550
Hung Yung Lai	28 February 2011 to 9 January 2021	0.6170	65,000,000	–	11,901,500	–	–	–	76,901,500
Lin Xue Xin	28 February 2011 to 12 January 2021	0.6035	690,000	–	126,339	–	–	–	816,339
Continuous contract employees (other than directors)	28 February 2011 to 12 January 2021	0.6035	11,600,000	–	2,123,960	–	–	–	13,723,960
Hung Ying	24 June 2013 to 23 June 2023	0.0948	40,000	–	7,324	–	–	–	47,324
Continuous contract employees (other than directors)	24 June 2013 to 23 June 2023	0.0948	6,200,000	–	1,135,220	–	–	–	7,335,220
Hung Ying	15 May 2015 to 14 May 2025	0.3635	1,900,000	–	347,890	–	–	–	2,247,890
Lin Xue Xin	15 May 2015 to 14 May 2025	0.3635	3,000,000	–	549,300	–	–	–	3,549,300

Name of directors, continuous contract employees and consultants	Exercise period	Adjusted exercise price HK\$ (Note)	Number of	Number of	Number of	Number of	Number of	Number of	Number of
			share options outstanding as at 1 January 2019	share options granted during the period	share options adjusted during the period	share options exercised during the period	share options cancelled during the period	share options lapsed during the period	share options outstanding as at 30 June 2019
Continuous contract employees (other than directors)	15 May 2015 to 14 May 2025	0.3635	14,850,000	–	2,719,035	–	–	–	17,569,035
Hung Ying	7 April 2017 to 6 April 2027	0.1538	1,325,000	–	242,608	–	–	–	1,567,608
Lin Xue Xin	7 April 2017 to 6 April 2027	0.1538	1,220,000	–	223,382	–	–	–	1,443,382
Pao Ping Wing	7 April 2017 to 6 April 2027	0.1538	260,000	–	47,606	–	–	–	307,606
Thomas Tam	7 April 2017 to 6 April 2027	0.1538	260,000	–	47,606	–	–	–	307,606
Lo King Man	7 April 2017 to 6 April 2027	0.1538	260,000	–	47,606	–	–	–	307,606
Continuous contract employees (other than directors)	7 April 2017 to 6 April 2027	0.1538	32,840,000	–	6,013,004	–	–	–	38,853,004
Consultants	7 April 2017 to 6 April 2027	0.1538	36,045,000	–	6,599,839	–	–	–	42,644,839
			<u>185,530,000</u>	<u>–</u>	<u>33,970,543</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>219,500,543</u>

Note:

The exercise price for the options granted and number of shares in respect of options granted were adjusted to reflect the impact of the rights issue during the six months ended 30 June 2019.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors, management shareholders or substantial shareholders of the Company or any of their respective associates, as defined in GEM Listing Rules, has engaged in any business that competes or may compete, either directly or indirectly, with the business of the Group or has any other conflict or interests with the Group during the six months ended 30 June 2019.

CORPORATE GOVERNANCE PRACTICES

The Company has complied with the code provisions as set out in the Corporate Governance Code as contained in Appendix 15 to the GEM Listing Rules during the six months ended 30 June 2019.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the code of conduct regarding directors' securities transactions during the six months ended 30 June 2019 as set out in GEM Listing Rules 5.48 to 5.67. The Company has made specific enquiry of all the Directors and the Company was not aware of any non-compliance with the required standard of dealings regarding the securities transactions by Directors.

Specific employees who are likely to be possession of unpublished price-sensitive information of the Group are also subject to compliance with the same Code of Conduct. No incident of non-compliance was noted by the Company for the six months ended 30 June 2019.

REMUNERATION COMMITTEE

The Company established a remuneration committee in November 2005. The primary duties of the remuneration committee are to review and make recommendation for the remuneration policy of the directors and senior management. The chairman of the remuneration committee is Mr. Pao Ping Wing and other members include Mr. Hung Yung Lai, Mr. Thomas Tam and Mr. Lo King Man.

NOMINATION COMMITTEE

The Company established a nomination committee in March 2012. The principal duties of the nomination committee are to formulate nomination policy and make recommendation to the Board on nomination and appointment of the directors and board succession; formulate and review the Board Diversity Policy. The chairman of the nomination committee is Mr. Hung Yung Lai and other members include Mr. Pao Ping Wing, Mr. Thomas Tam and Mr. Lo King Man.

AUDIT AND RISK MANAGEMENT COMMITTEE

The Company established an audit and risk management committee on 27 August 2001 with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules. The primary duties of the audit and risk management committee are to review and supervise the financial reporting process, internal control procedures and risk management system of the Group. The chairman of the audit and risk management committee is Mr. Pao Ping Wing and other members include Mr. Thomas Tam and Mr. Lo King Man, all of them are independent non-executive directors.

The Group's unaudited results for the six months ended 30 June 2019 have been reviewed by the audit and risk management committee, which was of the opinion that the preparation of such results complied with the applicable accounting standards and requirements and that adequate disclosures have been made.

By Order of the Board
Sing Lee Software (Group) Limited
Hung Yung Lai
Chairman

The Board comprises of:

Hung Yung Lai (*Executive Director*)
Hung Ying (*Executive Director*)
Lin Xue Xin (*Executive Director*)
Cui Jian (*Executive Director*)
Pao Ping Wing (*Independent Non-Executive Director*)
Thomas Tam (*Independent Non-Executive Director*)
Lo King Man (*Independent Non-Executive Director*)

Hong Kong, 12 August 2019

This announcement will remain on the GEM website at <http://www.hkgem.com> on the "Latest Company Announcements" page for at least 7 days from the date of its posting and will be published on the website of the Company (<http://www.singlee.com.cn>).