



**CTEH INC.**

**加達控股有限公司**

Incorporated in Ontario, Canada and continued in  
the Cayman Islands with limited liability

Stock Code : 1620

**INTERIM REPORT**  
**2020**



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## FINANCIAL HIGHLIGHTS

	Six months ended June 30,		
	2020 HK\$ million	2019 HK\$ million	Increase/ (decrease)
Revenue	40.1	57.0	(29.6%)
Gross profit	24.6	41.2	(40.3%)
Profit for the period	7.3	8.1	(9.9%)
Basic and diluted earnings per share (HK cents)	0.6	0.7	(14.3%)

  

Financial Position	As at		Increase/ (decrease)
	June 30, 2020 HK\$ million	December 31, 2019 HK\$ million	
Total assets	207.4	252.6	(17.9%)
Shareholders' equity	164.5	167.1	(1.6%)
Current ratio and quick ratio (times)	4.5	2.5	80.0%
Gearing ratio (%)	1.4	—	N/A

# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### Executive Directors

Mrs. Rita Pik Fong Tsang (*Chairperson*)

Ms. Annie Shuk Fong Tsu  
(*Chief Executive Officer*)

### Non-executive Director

Dr. Kwok Chun Dennis Chu

### Independent Non-executive Directors

Dr. Michael Edward Ricco

Mrs. Kitty Yuk-Yee Yeung

Mr. Sik Yuen Lau

## AUDIT COMMITTEE

Mr. Sik Yuen Lau (*Chairman*)

Dr. Michael Edward Ricco

Dr. Kwok Chun Dennis Chu

## REMUNERATION COMMITTEE

Dr. Michael Edward Ricco (*Chairman*)

Mrs. Kitty Yuk-Yee Yeung

Mr. Sik Yuen Lau

Dr. Kwok Chun Dennis Chu

## NOMINATION COMMITTEE

Mrs. Rita Pik Fong Tsang (*Chairperson*)

Mrs. Kitty Yuk-Yee Yeung

Dr. Michael Edward Ricco

## COMPANY SECRETARY

Mr. Kai Yu Chow (*HKICPA*)

## AUTHORISED REPRESENTATIVES

Ms. Annie Shuk Fong Tsu

Mr. Kai Yu Chow

## REGISTERED OFFICE

4th Floor, Harbour Place  
103 South Church Street  
PO Box 10240  
Grand Cayman, KY1-1002  
Cayman Islands

## HEADQUARTERS AND PLACE OF BUSINESS IN CANADA

15 Kern Road  
Toronto, Ontario  
Canada M3B 1S9

## PRINCIPAL PLACE OF BUSINESS IN HONG KONG

31st Floor, 148 Electric Road  
North Point  
Hong Kong

## HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

Boardroom Share Registrars (HK) Limited  
2103B, 21st Floor, 148 Electric Road  
North Point  
Hong Kong

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Harneys Fiduciary (Cayman) Limited  
4th Floor, Harbour Place  
103 South Church Street  
PO Box 10240  
Grand Cayman  
KY1-1002  
Cayman Islands

## AUDITOR

BDO Limited

## LEGAL ADVISER AS TO HONG KONG LAW

Sidley Austin

## FINANCIAL ADVISER

Lego Corporate Finance Limited

## PRINCIPAL BANKERS

HSBC Bank Canada  
Industrial and Commercial Bank of China (Asia) Limited

## STOCK CODE

1620

## WEBSITE

[www.toureast.com](http://www.toureast.com)

# MANAGEMENT DISCUSSION AND ANALYSIS

The board of directors (the “**Directors**”) of the Company (the “**Board**”) hereby presents the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended June 30, 2020 together with the unaudited comparative figures for the six months ended June 30, 2019.

## BUSINESS REVIEW

The Group is a long-established air ticket consolidator, travel business process management provider and travel products and services provider in Canada, founded in 1976 and with more than 40 years of operating history. The principal businesses of the Group include (i) air ticket distribution in which it distributes air tickets to travel agents and travelers and issue air tickets directly on behalf of contracted airlines; (ii) travel business process management in which it provides mid-office and back-office support services to travel agents; and (iii) travel products and services in which it designs, develops and sells package tours, as well as other travel products and services to travel agents and travelers.

The first half of 2020 was challenging marked by the ongoing pandemic of the coronavirus disease 2019 (“**COVID-19**”) and continuous escalation of China-US trade frictions. These uncertainties negatively affected the Group’s performance which led to a corresponding significant decrease in revenue and gross profit. The total revenue of the Group decreased by approximately 29.6% from approximately HK\$57.0 million for the six months ended June 30, 2019 to approximately HK\$40.1 million for the six months ended June 30, 2020, which was mainly due to lower revenue generated from air ticket distribution and travel products and services segments. The gross profit decreased by approximately HK\$16.6 million or approximately 40.3%, from approximately HK\$41.2 million for the six months ended June 30, 2019 to HK\$24.6 million for the six months ended June 30, 2020. The overall gross profit margin decreased by approximately 11.0% from approximately 72.3% for the six months ended June 30, 2019 to approximately 61.3% for the six months ended June 30, 2020 due to the increasingly higher portion of the revenue from travel business process management in 2020 which derived lower profit margins as compared to the air ticket distribution segment. In the first half of 2020, the Group acquired technological tools to adopt the work from home policy for all employees, requiring them to work remotely from their homes to maintain the operation of the Group during the COVID-19 pandemic. The Group also continued to expand the travel business process management business and two new customers were engaged during the period.

## Air Ticket Distribution

Air ticket distribution business segment continued to be the largest revenue contributor of the Group. Segment revenue dropped by approximately 43.9%, from approximately HK\$35.8 million for the six months ended June 30, 2019 to approximately HK\$20.1 million for the six months ended June 30, 2020, and accounted for approximately 50.2% of the total revenue of the Group. Such decrease was mainly attributable to the decline in transaction volume of air tickets sales and gross sales proceeds generated from air tickets sales due to the travel restrictions imposed by countries of its own and across the world during the COVID-19 pandemic, which further resulted in declining international travel. As one of the International Airport Transportation Association (IATA) accredited travel agents in Canada and one of the Airlines Reporting Corporation (ARC) accredited travel agents in the United States, the Group is qualified to obtain ticketing authority to issue air tickets of all available flights (origins and destinations) on behalf of IATA member airlines and ARC member airlines and secure private fare deals directly from them. As of June 30, 2020, the Group had ticketing authority for more than 150 airlines and private fare deals with around 70 airlines, including top airlines based in Canada, the United States and China.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Travel Business Process Management

The Group continued to provide a range of travel business process management including air ticket transaction processing, customer contact, BSP/ARC settlement and reconciliation, software development and travel licensing, compliance and other administrative matters to its customers. Segment revenue generated from travel business process management increased by approximately 42.0%, from approximately HK\$13.1 million for the six months ended June 30, 2019 to approximately HK\$18.6 million for the six months ended June 30, 2020, and accounted for approximately 46.4% of the total revenue of the Group. The management has continued to expand the Group's customer base by initiating sales efforts targeting travel agents that share similar profile and market positioning as its existing customers. During the six months ended June 30, 2020, the Group had been providing travel business process management services to 12 customers which include some of well-known global brands.

### Travel Products and Services

The Group continued to offer package tours and other travel products and services to more than 200 cities in over 40 countries in Asia, Europe, Middle East, North America and South American to its customers. Segment revenue generated from travel products and services decreased by approximately 82.7%, from approximately HK\$8.1 million for the six months ended June 30, 2019 to approximately HK\$1.4 million for the six months ended June 30, 2020, and accounted for approximately 3.4% of the total revenue of the Group. Such decrease was mainly due to decreased sales volume of package tours as a result of the COVID-19 pandemic.

### FUTURE PROSPECT

It is expected that the COVID-19 pandemic continues to impact on the airline, travel and tourism industry worldwide for the remainder of the year. A series of measures have been adopted by the Group to control costs and to enhance cash flow and operational efficiency, including (i) implementing salary reduction of the Directors and senior management; (ii) applied for the Canada Emergency Wage Subsidy program; (iii) obtaining rent concessions on office premise leased from the landlords; and (iv) streamlining workflow and reducing marketing expenses. The situation relating to the spread and containment of the COVID-19 pandemic remains uncertain and fluid, and the Group will closely monitor the trend of the global environment and maintain pragmatic approach for its businesses.

## MANAGEMENT DISCUSSION AND ANALYSIS

### FINANCIAL REVIEW

#### REVENUE

The following table sets forth the components of the revenue by business segment for the periods:

	For the six months ended June 30,			
	2020		2019	
	HK\$'000 (Unaudited)	% (Unaudited)	HK\$'000 (Unaudited)	% (Unaudited)
Air ticket distribution	20,113	50.2%	35,791	62.8%
Travel business process management	18,605	46.4%	13,096	23.0%
Travel products and services	1,379	3.4%	8,065	14.2%
<b>Total</b>	<b>40,097</b>	<b>100.0%</b>	<b>56,952</b>	<b>100.0%</b>

The Group's revenue decreased by approximately HK\$16.9 million or approximately 29.6%, from approximately HK\$57.0 million for the six months ended June 30, 2019 to HK\$40.1 million for the six months ended June 30, 2020. Such decrease was mainly attributable to lower revenue generated from air ticket distribution and travel products and services segment.

#### Air Ticket Distribution

The revenue from air ticket distribution segment decreased by approximately HK\$15.7 million, or approximately 43.9%, from approximately HK\$35.8 million for the six months ended June 30, 2019 to approximately HK\$20.1 million for the six months ended June 30, 2020. Such decrease was mainly attributable to the decrease in the transaction volume of air tickets sales and gross sales proceeds generated from air tickets sales as a result of declining international travel due to the COVID-19 pandemic and travel restrictions imposed by countries of its own and across the world.

#### Travel Business Process Management

The revenue from travel business process management segment increased by approximately HK\$5.5 million or approximately 42.0%, from approximately HK\$13.1 million for the six months ended June 30, 2019 to approximately HK\$18.6 million for the six months ended June 30, 2020. Such increase was mainly attributable to the increase in number of transaction volume and number of travel business process management customers.

#### Travel Products and Services

The revenue from travel products and services segment decreased by approximately HK\$6.7 million or approximately 82.7%, from HK\$8.1 million for the six months ended June 30, 2019 to approximately HK\$1.4 million for the six months ended June 30, 2020. Such decrease was mainly attributable to the decreased sales volume of package tours due to the COVID-19 pandemic.

## MANAGEMENT DISCUSSION AND ANALYSIS

### GROSS PROFIT AND GROSS PROFIT MARGIN

The following table sets forth the components of the revenue by business segment:

	For the six months ended June 30,			
	2020		2019	
	Gross profit HK\$'000 (Unaudited)	Gross profit margin % (Unaudited)	Gross profit HK\$'000 (Unaudited)	Gross profit margin % (Unaudited)
Air ticket distribution	14,055	69.9%	28,777	80.4%
Travel business process management	9,801	52.7%	9,358	71.5%
Travel products and services	710	51.5%	3,051	37.8%
<b>Total</b>	<b>24,566</b>	<b>61.3%</b>	<b>41,186</b>	<b>72.3%</b>

The gross profit decreased by approximately HK\$16.6 million or approximately 40.3%, from approximately HK\$41.2 million for the six months ended June 30, 2019 to HK\$24.6 million for the six months ended June 30, 2020.

The overall gross profit margin decreased by approximately 11.0%, from approximately 72.3% for the six months ended June 30, 2019 to approximately 61.3% for the six months ended June 30, 2020, which was due to the decrease in the gross profit margin in air ticket distribution segment and travel business process management segment.

#### Air Ticket Distribution

The gross profit attributable to air ticket distribution segment decreased by approximately HK\$14.7 million, or approximately 51.0%, from HK\$28.8 million for the six months ended June 30, 2019 to HK\$14.1 million for the six months ended June 30, 2020, which was in line with the decrease in the transaction volume of air tickets sales and gross sales proceeds generated from air tickets sales as a result of declining international travel due to the COVID-19 pandemic. The gross profit margin for air ticket distribution segment decreased by approximately 10.5% from approximately 80.4% for the six months ended June 30, 2019 to approximately 69.9% for the six months ended June 30, 2020, which was primarily attributable to a greater proportional decrease in the business segment revenue than in the business segment cost of sales.

#### Travel Business Process Management

The gross profit attributable to travel business process management segment increased by approximately HK\$0.4 million, or approximately 4.3%, from approximately HK\$9.4 million for the six months ended June 30, 2019 to approximately HK\$9.8 million for the six months ended June 30, 2020. The gross profit margin for travel business process management segment decreased by approximately 18.8% from approximately 71.5% for the six months ended June 30, 2019 to approximately 52.7% for the six months ended June 30, 2020, which was mainly due to the combined effect of (i) decrease in revenue generated from transaction processing which has higher gross profit margin; and (ii) increase in staff costs for the six months ended June 30, 2020 due to the group had expanded one of the regional office in Canada in the second half of 2019 of travel business process management.



## MANAGEMENT DISCUSSION AND ANALYSIS

### Travel Products and Services

The gross profit attributable to travel products and services segment decreased by approximately HK\$2.4 million or approximately 77.4%, from approximately HK\$3.1 million for the six months ended June 30, 2019 to approximately HK\$0.7 million for the six months ended June 30, 2020. The gross profit margin for travel products and services segment increased by approximately 13.7% from approximately 37.8% for the six months ended June 30, 2019 to approximately 51.5% for the six months ended June 30, 2020, which was primarily attributable to the increase in handling fee for cancellation of travel products and services due to the COVID-19 pandemic.

### Selling Expenses

The selling expenses decreased by approximately HK\$2.2 million or approximately 26.5%, from approximately HK\$8.3 million for the six months ended June 30, 2019 to HK\$6.1 million for the six months ended June 30, 2020, which was mainly due to the decrease in advertising and promotion expenses and temporary closure of retail branch by the order of government of closure of the non-essential businesses in Ontario and Quebec during the period.

### Administrative Expenses

The administrative expenses slightly decreased by approximately HK\$0.8 million or approximately 3.5%, from HK\$22.7 million for the six months ended June 30, 2019 to HK\$21.9 million for the six months ended June 30, 2020, which was mainly due to the implemented salary reduction of the Directors and senior management in response to the COVID-19 pandemic.

### Profit for the period

The profit of the Group decreased by approximately HK\$0.8 million or approximately 9.9%, from approximately HK\$8.1 million for the six months ended June 30, 2019 to HK\$7.3 million for the six months ended June 30, 2020. Such decrease was mainly attributable to the following:

- decrease in gross profit by approximately HK\$16.6 million or approximately 40.3% from approximately HK\$41.2 million for the six months ended June 30, 2019 to HK\$24.6 million for the six months ended June 30, 2020 as discussed in the sub-section headed “Gross Profit and Gross Profit Margin” above; offset by
- increase in the fair value from the Company’s investment in the shares of Xinyi Energy Holdings Limited by approximately HK\$3.1 million;
- increase in other income by approximately HK\$8.5 million, which was primarily attributable to the wage subsidies received from local governments in Canada in response to the COVID-19 pandemic; and
- decrease in selling expenses by approximately HK\$2.2 million or approximately 26.5%, from HK\$8.3 million for the six months ended June 30, 2019 to HK\$6.1 million for the six months ended June 30, 2020 as discussed in the sub-section headed “Selling Expenses” above.

## FINANCIAL RESOURCES AND LIQUIDITY

During the six months ended June 30, 2020, the Group’s primary source of funding included its own working capital, the net proceeds from the listing and the credit facilities provided by the Group’s principal bank in Canada.

Net cash used in operating activities was HK\$14.7 million in six months ended June 30, 2020, as compared with net cash generated from operating activities of HK\$11.2 million in six months ended June 30, 2019. Net cash generated from investing activities was HK\$44,000 in 2020, as compared with net cash used in investing activities of HK\$19.3 million in six months ended June 30, 2019, respectively. Net cash generated from financing activities in six months ended June 30, 2020 was HK\$1.2 million, as compared with net cash used in financing activities of HK\$5.5 million in six months ended June 30, 2019.

## MANAGEMENT DISCUSSION AND ANALYSIS

As at June 30, 2020, the Group's cash and cash equivalents amounted to HK\$55.2 million, representing a decrease of approximately 22.9% from HK\$71.6 million as at December 31, 2019.

The Group's gearing ratio is calculated based on total loans divided by the shareholders' equity at the end of the financial period and multiplied by 100%. As at June 30, 2020, the Group's gearing ratio was 1.4%. It is mainly due to the loans of approximately HK\$2.3 million and equity of approximately HK\$164.5 million as at June 30, 2020 while the Group recorded a net cash position and its gearing ratio was not applicable as at December 31, 2019. Taking into consideration of the Group's current bank balances and cash, together with the credit facilities available and the expected cash flow from operations, it is anticipated that the Company should have adequate financial resources to meet its ongoing operating and development requirements.

### Net current assets

As at June 30, 2020, the Group had net current assets of HK\$125.3 million as compared with net current assets of HK\$122.4 million as at December 31, 2019.

### EVENT AFTER THE REPORTING PERIOD

On September 8, 2020, the Company disposed on-market of a total of 7,500,000 shares of Xinyi Energy Holdings Limited in a series of transactions at the price between HK\$2.49 and HK\$2.55 per shares for an aggregate gross sale proceeds of approximately HK\$18.86 million (excluding transaction costs). For details, please refer to the announcement of the Company dated September 9, 2020.

### FOREIGN EXCHANGE RISKS

The Group has foreign currency exposures that mainly arise from the balance of assets and liabilities in currencies other than in Canadian dollar, the Group's functional currency. The Group's policy requires the management to control the Group's foreign exchange risk to an acceptable level by ensuring that the Group is able to obtain sufficient amount of USD at acceptable exchange rate for meeting the payment obligations arising from business operations. A net foreign exchange gain of approximately HK\$0.8 million was recorded for the six months ended June 30, 2020 and exchange loss of approximately HK\$0.2 million was recorded for both the six months ended June 30, 2019.

During the six months ended June 30, 2020, the Group did not engage in any derivatives activities and did not commit to any financial instruments to hedge its exposure to foreign currency risk.

### EMPLOYEES AND REMUNERATION POLICIES

As of June 30, 2020, the Group had a total of 150 employees as compared with 167 employees as at December 31, 2019, of which 148 were in Canada and two were in the United States of America. The total staff costs incurred by the Group for the six months ended June 30, 2020 were approximately HK\$29.4 million as compared with approximately HK\$25.4 million for the six months ended June 30, 2019. The Group will regularly review its remuneration policy and the benefits to its employees with reference to market practice and the performance of individual employees.

### MATERIAL ACQUISITION, DISPOSAL AND SIGNIFICANT INVESTMENTS

During the six months ended June 30, 2020, no material acquisition and disposal of subsidiaries and affiliated companies were conducted by the Group.

### PLEDGE OF ASSETS

As of June 30, 2020, the Group had government bond issued by the Canadian government of approximately HK\$1.3 million (December 31, 2019: HK\$1.4 million). The bond is held as a security pledge for the operating permits required under the Quebec Travel Agents Act by the OPC. The interest rate for the bond is 1.8% with a maturity date of March 21, 2023.

## MANAGEMENT DISCUSSION AND ANALYSIS

### CONTINGENT LIABILITIES

As at June 30, 2020, the Group did not have any material contingent liabilities or guarantees.

### FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

The Group did not have plans for material investments and capital assets as at June 30, 2020.

### USE OF PROCEEDS FROM THE LISTING

The shares of the Company were listed on the Stock Exchange on June 28, 2018, with net proceeds received by the Company from the Share Offer in the amount of HK\$49.7 million after deducting underwriting commission and all related listing expenses. The net proceeds received from the Share Offer will be used in the manner consistent with that set out in the section headed “Future Plans and Use of Proceeds” of the prospectus of the Company dated June 15, 2018.

An analysis of the utilisation of the net proceeds from the listing date up to June 30, 2020 is set out below:

Use of net proceeds	Net proceeds from the Share Offer HK\$ million	Actual utilisation up to June 30, 2020 HK\$ million	Unutilised amounts as at June 30, 2020 HK\$ million	Expected year of full utilisation of remaining balance
Repayment of bank borrowings	21.5	21.5	—	—
Expansion of air ticket distribution business	13.4	0.8	12.6	2021
Upgrade the information technology infrastructure	6.7	4.8	1.9	2020
Expansion the travel business process management business	6.9	6.7	0.2	2020
Advertising and promotion	1.2	0.8	0.4	2020
	49.7	34.6	15.1	

### SHARE OPTION SCHEME

The Company has adopted a share option scheme on May 7, 2018 (the “**Share Option Scheme**”). The Share Option Scheme is designed to motivate eligible participants, including executives and key employees, who may make a contribution to the Group, and enables the Group to attract and retain individuals with experience and ability and to reward them for their contributions. Since adoption of the Share Option Scheme and up to the date of this report, no share options had been granted, exercised, lapsed or cancelled under the Share Option Scheme. For the details of the Share Option Scheme, please refer to the Prospectus.

### INTERIM DIVIDENDS

The Board resolved not to declare any payment of an interim dividend for the six months ended June 30, 2020.

The proposed final dividend of 0.54 HK cents per ordinary share of the Company issued for the year ended December 31, 2019 was declared payable and approved by the shareholders at the annual general meeting of the Company on June 18, 2020.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

## CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions set out in the Corporate Governance Code and Corporate Governance Report (the “**CG Code**”) as set out in Appendix 14 to the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Listing Rules**”). The Company has fully complied with the code provisions set out in the CG Code contained in Appendix 14 to the Listing Rules during the six months ended June 30, 2020 and thereafter up to the date of this report. The Board will continue to review and monitor the corporate governance status of the Company for the purpose of complying with the CG Code and maintaining a high standard of corporate governance of the Company.

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”). The Company has made specific enquiry to all Directors, and all Directors have confirmed that they had complied with the Model Code and its code of conduct during the six months ended June 30, 2020 and thereafter up to the date of this report.

The Board has also adopted the Model Code as guidelines for its relevant employees who are likely to be in possession of unpublished inside information of the Company in respect of their dealings in the securities of the Company. No incident of non-compliance of the Model Code by the relevant employees was noted by the Company.

## AUDIT COMMITTEE

The Company established an audit committee on May 7, 2018 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph C.3 of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules. The audit committee consists of three members, two of whom are independent non-executive Directors, being Mr. Sik Yuen Lau and Dr. Michael Edward Ricco, and one non-executive Director, being Dr. Kwok Chun Dennis Chu. The audit committee is chaired by Mr. Sik Yuen Lau. The primary duties of the audit committee are to assist the Board by providing an independent view of the effectiveness of the financial reporting process, internal control and risk management system of the Group, to oversee the audit process, to develop and review the policies and to perform other duties and responsibilities as assigned by the Board. It also acts as an important link between the Board and the Company’s auditor in matters within the scope of the group audit. Meetings shall be held at least twice a year.

The unaudited interim results and financial report of the Group for the six months ended June 30, 2020 has been reviewed by the audit committee and the audit committee is of the view that the interim result for the six months ended June 30, 2020 is prepared in accordance with applicable accounting standards, rules and regulations and appropriate disclosure have been duly made.

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATIONS

As at June 30, 2020, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meanings of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "SFO") which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which any such director or chief executive is taken or deemed to have under such provision of the SFO) or which were required pursuant to section 352 of the SFO, to be entered in the register of members of the Company, or which were required, pursuant to standard of dealings by Directors as referred to the Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

Name of Director	Nature of interest	Number of Shares <sup>(1)</sup>	Approximate Percentage of Shareholding
Mrs. Rita Pik Fong Tsang (Mrs. Tsang) <sup>(2)</sup>	Interest of a controlled corporation	540,000,000	45.0%
Ms. Annie Shuk Fong Tsu (Ms. Tsu) <sup>(3)</sup>	Interest of a controlled corporation	270,000,000	22.5%
Dr. Kwok Chun Dennis Chu (Dr. Chu) <sup>(4)</sup>	Interest of a controlled corporation	90,000,000	7.5%

*Notes:*

- (1) All interests stated are long positions
- (2) BVRTH Inc. (the "BVRTH") is beneficially and wholly-owned by Rita Tsang Group Holdings Inc. (the "RT Group"), in which Mrs. Tsang is entitled to 90.9% of the voting rights in her own capacity. By virtue of the SFO, Mrs. Tsang is deemed to be interested in the Shares held by BVRTH.
- (3) BVATH Inc. (the "BVATH") is beneficially and wholly-owned by AT Horizons Holdings Inc. (the "AT Holdings"), which in turn is wholly-owned by Ms. Tsu. By virtue of the SFO, Ms. Tsu is deemed to be interested in the Shares held by BVATH.
- (4) BVDCH Inc. (the "BVDCH") is beneficially and wholly-owned by Dennis Chu's Holdings Inc. (the "DC Holdings"), which in turn is wholly-owned by Dr. Chu. By virtue of the SFO, Dr. Chu is deemed to be interested in the Shares held by BVDCH.

Save as disclosed above, as at June 30, 2020, none of the Directors and chief executive of the Company had any other interests or short positions in any Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were required 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 required pursuant to Section 352 of the SFO, to be entered in the register of members of the Company or which were required to be notified to the Company and the Stock Exchange, pursuant to standard of dealings by Directors as referred to the Listing Rules.

## CORPORATE GOVERNANCE AND OTHER INFORMATION

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

As at June 30, 2020, the interest and short positions of the persons (other than the Directors or chief executive of the Company) 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 or required to be recorded in the register required to be kept by the Company under section 336 of the SFO were as follows:

Name of Shareholder	Nature of interest	Number of Shares held <sup>(1)</sup>	Percentage of shareholding
BVRTH <sup>(2)</sup>	Beneficial owner	540,000,000	45.0%
RT Group <sup>(2)</sup>	Interest of a controlled corporation	540,000,000	45.0%
Mrs. Tsang <sup>(2)</sup>	Interest of a controlled corporation	540,000,000	45.0%
BVATH <sup>(3)</sup>	Beneficial owner	270,000,000	22.5%
AT Holdings <sup>(3)</sup>	Interest of a controlled corporation	270,000,000	22.5%
Ms. Tsu <sup>(3)</sup>	Interest of a controlled corporation	270,000,000	22.5%
BVDCH <sup>(4)</sup>	Beneficial owner	90,000,000	7.5%
DC Holdings <sup>(4)</sup>	Interest of a controlled corporation	90,000,000	7.5%
Dr. Chu <sup>(4)</sup>	Interest of a controlled corporation	90,000,000	7.5%

*Notes:*

- (1) All interests stated are held in long positions.
- (2) BVRTH is beneficially and wholly-owned by RT Group, in which Mrs. Tsang is entitled to 90.9% of the voting rights in her own capacity. By virtue of the SFO, RT Group and Mrs. Tsang are deemed to be interested in the Shares held by BVRTH.
- (3) BVATH is beneficially and wholly-owned by AT Holdings, which in turn is wholly-owned by Ms. Tsu. By virtue of the SFO, AT Holdings and Ms. Tsu are deemed to be interested in the Shares held by BVATH.
- (4) BVDCH is beneficially and wholly-owned by DC Holdings, which in turn is wholly-owned by Dr. Chu. By virtue of the SFO, DC Holdings and Dr. Chu are deemed to be interested in the Shares held by BVDCH.

Save as disclosed above, as at June 30, 2020, the Company had not been notified by any persons (other than Directors or chief executive of the Company) who had interests or short positions in the shares, underlying shares or 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 which were required, pursuant to Section 336 of the SFO, to be recorded in the register referred to therein.

## **CORPORATE GOVERNANCE AND OTHER INFORMATION**

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

During the six months ended June 30, 2020 and up to the date of this report, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

### **COMPETING BUSINESS**

During the six months ended June 30, 2020 and up to the date of this report, none of the Directors and their respective associates had any interests in a business, apart from the business of the Group, which competes or may compete with the business of the Group or has any other conflict of interest with the Group which would be required to be disclosed under rule 8.10 of the Listing Rules.

### **DISCLOSURE OF INFORMATION**

The interim report of the Company for the six months ended June 30, 2020 will be published on the website of both the Stock Exchange (<http://www.hkexnews.hk>) and the company website ([www.toureast.com](http://www.toureast.com)) and should be dispatched to the shareholders of the Company in due course.

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended June 30, 2020

	Notes	Six months ended June 30,	
		2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Revenue	4	40,097	56,952
Cost of sales	6	(15,531)	(15,766)
<b>Gross profit</b>		<b>24,566</b>	41,186
Other income	5	8,510	—
Other gains, net	5	3,833	1,331
Selling expenses	6	(6,095)	(8,287)
Administrative expenses	6	(21,922)	(22,663)
<b>Operating profit</b>		<b>8,892</b>	11,567
Finance income		60	366
Finance costs		(128)	(108)
Finance (costs)/income, net	7	(68)	258
Share of net profit/(loss) of joint ventures		645	(212)
<b>Profit before income tax</b>		<b>9,469</b>	11,613
Income tax expense	8	(2,177)	(3,545)
Profit for the period		<b>7,292</b>	8,068
<b>Other comprehensive (loss)/income</b>			
<i>Items that may be reclassified to profit or loss subsequently:</i>			
– Currency translation differences		(3,487)	1,226
<b>Other comprehensive (loss)/income for the period</b>		<b>(3,487)</b>	1,226
<b>Total comprehensive income for the period attributable to owners of the Company</b>		<b>3,805</b>	9,294
<b>Basic and diluted earnings per share (HK cents)</b>	10	<b>0.6</b>	0.7



# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at June 30, 2020

	Notes	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
<b>Non-current assets</b>			
Property, plant and equipment	11	5,237	5,947
Intangible assets	11	3,233	4,920
Right-of-use assets	20	5,515	7,252
Interests in joint ventures		11,837	11,192
Financial asset at fair value through profit or loss ("FVTPL")	14	1,323	1,395
Financial asset at fair value through other comprehensive income ("FVTOCI")	14	2,239	2,359
Deferred income tax assets		16,671	17,678
		<b>46,055</b>	50,743
<b>Current assets</b>			
Trade receivables	12	12,328	15,727
Prepayments, deposits and other receivables	13	75,413	93,411
Financial asset at FVTPL	14	18,375	15,300
Income tax recoverable		—	5,814
Cash and cash equivalents		55,208	71,579
		<b>161,324</b>	201,831
<b>Total assets</b>		<b>207,379</b>	252,574
<b>EQUITY</b>			
<b>Equity attributable to the owners of the Company</b>			
Share capital	15	120	120
Share premium		88,248	88,248
Other reserve		(41,256)	(41,256)
Financial asset at FVTOCI reserve		(639)	(639)
Exchange reserve		4,161	7,648
Retained earnings		113,837	113,025
<b>Total equity</b>		<b>164,471</b>	167,146

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION****As at June 30, 2020**

	Notes	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Deferred income tax liabilities		1,080	1,138
Lease liabilities		3,601	4,895
Loans from government		2,275	—
		<b>6,956</b>	6,033
<b>Current liabilities</b>			
Trade payables	16	—	34
Accruals and other payables	17	31,461	73,268
Contract liabilities		1,666	3,574
Lease liabilities		2,290	2,519
Income taxes payables		535	—
		<b>35,952</b>	79,395
<b>Total liabilities</b>		<b>42,908</b>	85,428
<b>Total equity and liabilities</b>		<b>207,379</b>	252,574

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended June 30, 2020

	Attributable to owners of the Company (Unaudited)						
	Share capital HK\$'000 (Note 15)	Share premium HK\$'000	Other reserve HK\$'000	Financial asset at FVTOCI reserve HK\$'000	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
<b>Balance at January 1, 2020</b>	120	88,248	(41,256)	(639)	7,648	113,025	167,146
<b>Comprehensive income</b>							
Profit for the period	—	—	—	—	—	7,292	7,292
<b>Other comprehensive loss</b>							
Currency translation differences	—	—	—	—	(3,487)	—	(3,487)
<b>Total comprehensive income for the period</b>	—	—	—	—	(3,487)	7,292	3,805
<b>Total transactions with owners in their capacity as owners</b>							
– Dividends (Note 9)	—	—	—	—	—	(6,480)	(6,480)
<b>Balance at June 30, 2020</b>	120	88,248	(41,256)	(639)	4,161	113,837	164,471
<b>Balance at January 1, 2019</b>	120	88,248	(41,256)	—	5,979	107,798	160,889
<b>Comprehensive income</b>							
Profit for the period	—	—	—	—	—	8,068	8,068
<b>Other comprehensive income</b>							
Currency translation differences	—	—	—	—	1,226	—	1,226
<b>Total comprehensive income for the period</b>	—	—	—	—	1,226	8,068	9,294
<b>Total transactions with owners in their capacity as owners:</b>							
– Dividends (Note 9)	—	—	—	—	—	(5,520)	(5,520)
<b>Balance at June 30, 2019</b>	120	88,248	(41,256)	—	7,205	110,346	164,663

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended June 30, 2020

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
<b>Cash flows from operating activities</b>		
Cash (used in)/generated from operations	(19,821)	16,140
Interest paid on lease liabilities	(128)	(108)
Income tax refund/(paid)	5,246	(4,796)
Net cash (used in)/generated from operating activities	(14,703)	11,236
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(659)	(1,324)
Purchase of intangible assets	(3)	(889)
Investments in listed equity securities	—	(14,550)
Investments in unlisted equity securities	—	(2,941)
Dividends received from listed equity securities	638	—
Interest received	68	366
Net cash generated from/(used in) investing activities	44	(19,338)
<b>Cash flows from financing activities</b>		
Proceeds of loans from government	2,276	—
Repayment of principal portion of lease liabilities	(1,036)	(1,237)
Dividends paid	—	(4,280)
Net cash generated from/(used in) financing activities	1,240	(5,517)
<b>Net decrease in cash and cash equivalents</b>	(13,419)	(13,619)
Cash and cash equivalents at beginning of the period	71,579	138,274
Effect of currency translation differences	(2,952)	(2,931)
<b>Cash and cash equivalents at end of the period</b>	<b>55,208</b>	<b>121,724</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 1 GENERAL INFORMATION

CTEH Inc. (the “**Company**”) was incorporated in Ontario, Canada on August 18, 2017 and continued in the Cayman Islands from October 20, 2017 as an exempted company with limited liability. The registered address of the Company is 4th Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman, KY1-1002, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries comprising the Group (together, the “**Group**”) are engaged in air ticket distribution, travel business process management and travel products and services (the “**Business**”) in Canada and the United States (the “**U.S.**”).

The Group operates under the licenses issued by the International Airport Transportation Association (“**IATA**”), the Travel Industry Council of Ontario (“**TICO**”), the Québec l’Office de la Protection du Consommateur (“**OPC**”) and the Business Practices & Consumer Protection Authority of British Columbia in Canada, which require the Group to comply with certain industry regulations.

The interim condensed consolidated financial information is presented in Hong Kong dollar (“**HK\$**”) and all values are rounded to the nearest thousand except when otherwise indicated.

## 2 BASIS OF PREPARATION

This interim condensed consolidated financial information for the six months ended June 30, 2020 has been prepared in accordance with the International Accounting Standard (“**IAS**”) 34, “Interim financial reporting”.

The interim condensed consolidated financial information does not include all the notes of the type normally included in an annual financial statements. Accordingly, this report should be read in conjunction with the annual financial statements for the year ended December 31, 2019 (“**2019 annual report**”) which have been prepared in accordance with International Financial Reporting Standards (“**IFRSs**”) and any public announcements made by the Group during the interim reporting period.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted are consistent with those of the 2019 annual report and the adoption of new or revised standards as set out below.

#### 3.1 Adoption of new or revised IFRSs

During the period, the Group has adopted all the new or revised IFRSs issued by International Accounting Standards Board (the “IASB”) that are relevant to its operations and effective for its accounting period beginning on January 1, 2020.

The Group has not early applied new or revised IFRSs that have been issued but are not yet effective for the financial period beginning on January 1, 2020. The Directors anticipate that the new or revised IFRSs will be adopted in the Group’s unaudited interim condensed consolidated financial statements when they become effective. The Group is in the process of assessing, where applicable, the potential effect of all the new or revised IFRSs that will be effective in future periods but is not yet in a position to state whether these new or revised IFRSs would have a material impact on its results of operations and financial position.

#### 3.2 Use of judgments and estimates

In preparing this condensed consolidated interim financial information, the significant judgments made by the management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the 2019 annual report.

### 4 REVENUE AND SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the chief operating decision makers that are used for making strategic decisions. The chief operating decision makers are identified as the executive directors of the Company. The chief operating decision makers regularly monitor and receive reports relating to the performance of the three lines of business the Group operates during the six months ended June 30, 2020. In this regard, management has identified three reportable operating segments, namely (1) Air ticket distribution, (2) Travel business process management and (3) Travel products and services.

The major business activities for the three segments are summarised as follows:

- Air ticket distribution: The Group sells air tickets on behalf of airlines in exchange for margin income and incentive commissions from airlines.
- Travel business process management: The Group performs certain administrative and management services mainly for travel agencies in exchange for travel business process management fees.
- Travel products and services: The Group packages various travel products from suppliers into company-operated tours. The Group also sells other travel products and services, where the travelers are responsible for their trips using travel services sourced by the Group.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 4 REVENUE AND SEGMENT INFORMATION (CONTINUED)

The performance of the operating segments is assessed based on segment revenue and a measure of segment operating results. Unallocated administrative expenses, other income, other gains, net, share of net profit/(loss) of joint ventures, finance cost, net and income tax expense are not included in the segment results. No analysis of segment assets or segment liabilities is presented as they are not regularly provided to the Group's chief operating decision makers.

	Six months ended June 30, 2020 (Unaudited)			
		Travel business process management	Travel products and services	Total
	Air ticket distribution HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue from external customers	20,113	18,605	1,379	40,097
Timing of revenue recognition				
At a point in time	20,113	18,605	20	38,738
Over the time	—	—	1,359	1,359
	20,113	18,605	1,379	40,097
<b>Segment results</b>	5,550	6,011	362	11,923
Other income				8,510
Other gains, net				3,833
Administrative expenses				(15,374)
Finance cost, net				(68)
Share of net profit of joint ventures				645
Profit before income tax				9,469
Income tax expense				(2,177)
<b>Profit for the period</b>				<b>7,292</b>
<b>Other segment items:</b>				
Depreciation and amortisation	599	1,025	334	1,958
Capital expenditure	158	270	87	515
Depreciation of right-of-use assets	333	570	185	1,088

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 4 REVENUE AND SEGMENT INFORMATION (CONTINUED)

	Six months ended June 30, 2019 (Unaudited)			
	Air ticket distribution	Travel business process management	Travel products and services	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue from external customers	35,791	13,096	8,065	56,952
Timing of revenue recognition				
At a point in time	35,791	13,096	—	48,887
Over the time	—	—	8,065	8,065
	35,791	13,096	8,065	56,952
<b>Segment results</b>	16,655	7,624	1,484	25,763
Other gains, net				1,331
Administrative expenses				(15,527)
Finance income, net				258
Share of net loss of joint ventures				(212)
Profit before income tax				11,613
Income tax expense				(3,545)
<b>Profit for the period</b>				8,068
<b>Other segment items:</b>				
Depreciation and amortisation	808	462	577	1,847
Capital expenditure	741	422	528	1,691
Depreciation of right-of-use assets	414	236	295	945

Revenue from external parties contributing 10% or more of the total revenues of the Group is as follows:

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Company A- travel business process management segment	9,870	*
Company B- travel business process management segment	8,447	12,768

\* Represents the amount of revenue from such customer which is less than 10% of total revenue of that period.

There is no material inter-segment revenue.



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 4 REVENUE AND SEGMENT INFORMATION (CONTINUED)

The Group's revenue by geographical locations (as determined by the area or country in which the Group operates) is analysed as follows:

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Canada	33,474	46,640
United States	6,623	10,312
	40,097	56,952

### 5 OTHER INCOME AND OTHER GAINS, NET

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
<b>Other income</b>		
Subsidies (Note)	7,872	—
Dividends income	638	—
	8,510	—
<b>Other gains, net</b>		
Foreign exchange gain/(loss)	758	(244)
Fair value change in financial assets at FVTPL	3,075	1,575
	3,833	1,331

Note: It mainly represents grants received in relation to wage subsidies from Canada Emergency Wage Subsidy program. There are no unfulfilled conditions or contingencies relating to these grants.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 6 EXPENSES BY NATURE

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Cost of packaged tours and tickets	669	5,014
Employee benefit expenses (including directors' emoluments)	29,445	25,384
Office, telecommunication and utility expenses	2,225	2,180
Depreciation of right-of-use assets (Note 20)	1,392	1,290
Advertising and promotion	175	703
Credit card fees	260	524
Auditor's remuneration		
– Audit service	873	151
– Non-audit service	—	88
Depreciation of property, plant and equipment (Note 11)	1,062	1,045
Amortisation of intangible assets (Note 11)	1,437	1,534
Legal and professional fees	1,105	1,179
Service fees	2,183	3,273
Others	2,722	4,351
<b>Total cost of sales, selling and administrative expenses</b>	<b>43,548</b>	<b>46,716</b>

### 7 FINANCE (COST)/INCOME, NET

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
<b>Finance income</b>		
– Interest income	60	366
<b>Finance costs</b>		
– Interest expense on lease liabilities	(128)	(108)
<b>Finance (costs)/income, net</b>	<b>(68)</b>	<b>258</b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 8 INCOME TAX EXPENSE

Canadian corporate income tax has been provided at the rate of 26.5% for the six months ended June 30, 2020 (2019: 26.5%) on the Group's respective taxable income. United States federal income tax has been provided at the rate of 21% for the six months ended June 30, 2020 (2019: 21%) on the Group's respective taxable income and the United States state and city tax has been calculated on the estimated assessable profit at 11.8% for the six months ended June 30, 2020 (2019: 8.85%).

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
<b>Current income tax</b>		
– Canadian corporate income tax	947	1,478
– United States federal and state income tax	212	2,148
<b>Deferred income tax</b>	1,018	(81)
<b>Income tax expense</b>	2,177	3,545

### 9 DIVIDENDS

A dividend of HK\$6,480,000 in respect of the year ended December 31, 2019 was declared and subsequently paid in July 2020 while a dividend of HK\$5,520,000 in respect of the year ended December 31, 2018 was declared and paid in June 2019.

The Board does not recommend the payment of any dividend for the six months ended June 30, 2020 (Six months ended June 30, 2019: Nil).

### 10 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.

	Six months ended June 30,	
	2020 (Unaudited)	2019 (Unaudited)
Profit attributable to owners of the Company (HK\$'000)	7,292	8,068
Weighted average number of ordinary shares in issue (Number of shares in thousand)	1,200,000	1,200,000
Basic and diluted earnings per shares (HK cents)	0.6	0.7

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. Potential ordinary shares are dilutive when, and only when, their conversion to ordinary shares would decrease earnings per share or increase loss per share. During the six months ended June 30, 2020 and 2019, the Group has no dilutive potential ordinary shares.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 11 CAPITAL EXPENDITURE

	Property, plant and equipment HK\$'000	Intangible assets HK\$'000
<b>Six months ended June 30, 2020 (Unaudited)</b>		
<b>Opening net book amounts as at January 1, 2020</b>	5,947	4,920
Additions	659	3
Depreciation/amortisation (Note 6)	(1,062)	(1,437)
Exchange differences	(307)	(253)
<b>Closing net book amounts as at June 30, 2020</b>	<b>5,237</b>	<b>3,233</b>
<b>Six months ended June 30, 2019 (Unaudited)</b>		
<b>Opening net book amounts as at January 1, 2019</b>	5,819	4,913
Additions	1,324	889
Depreciation/amortisation (Note 6)	(1,045)	(1,534)
Exchange differences	233	184
<b>Closing net book amounts as at June 30, 2019</b>	<b>6,331</b>	<b>4,452</b>

### 12 TRADE RECEIVABLES

	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
Incentive commission receivables	7,184	13,158
Other trade receivables	5,144	2,569
	<b>12,328</b>	<b>15,727</b>

Trade receivables primarily represent incentive commission receivables from airlines. The payment periods from customers generally range from 30 to 60 days.

The aging analysis of trade receivables based on initiation date is as follows:

	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
0 to 60 days	12,199	15,609
Over 60 days	129	118
	<b>12,328</b>	<b>15,727</b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 13 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
Rental and other deposits	1,283	1,398
Prepaid expenses	1,526	1,901
Prepaid tour and air ticket costs	571	2,188
Receivables from travel companies for ticket costs	66,908	86,014
Receivables from airlines for ticket refunds	1,902	—
Subsidies receivables	1,561	—
Other receivables	1,662	1,910
	<b>75,413</b>	<b>93,411</b>

### 14 FINANCIAL ASSETS AT FVTPL/FVTOCI

	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (audited)
<b>Non-current assets</b>		
<i>Financial assets at FVTPL</i>		
<i>Government Bond</i> (i)	1,323	1,395
<i>Financial assets at FVTOCI</i>		
<i>Unlisted equity investments</i> (ii)	2,239	2,359
<b>Current assets</b>		
<i>Financial assets at FVTPL</i>		
<i>Listed equity securities</i> (iii)	18,375	15,300

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 14 FINANCIAL ASSETS AT FVTPL/FVTOCI (CONTINUED)

Note

- (i) It represents a government bond issued by the Canadian government. The carrying value of the government bond issued by the Canadian government amounts to CAD250,000 as at both June 30, 2020 and December 31, 2019. (equivalent to approximately HK\$1,323,000 as at June 30, 2020 (December 31, 2019: HK\$1,395,000)). The interest rate for the bond is 1.8% with a maturity date of March 21, 2023.

The bond is held as a security pledge for the operating permits required under the Quebec Travel Agents Act by the OPC.

- (ii) The directors classified the investment as financial asset as FVTOCI as it is held for long term strategic gains and not for trading. The fair value of the unlisted equity investments is a level 3 recurring fair value measurement.
- (iii) The investments represent listed equity securities investments that offer the Group the opportunity for return through dividend income and fair value gains. They have no fixed maturity or coupon rate. The fair values of listed securities traded in an active market were based on market prices at the end of reporting period. Fair value gain on the listed equity securities of HK\$3,075,000 was recognised in "other gain, net" for the six months ended June 30, 2020 (2019: HK\$1,575,000).

### 15 SHARE CAPITAL

	Number of ordinary shares (‘000)	Nominal value of ordinary shares HK\$’000
<b>Authorised:</b>		
Ordinary shares of HK\$0.0001 each		
As at December 31, 2019 (audited) and June 30, 2020 (unaudited)	90,000,000	9,000
<b>Issued and fully paid:</b>		
Ordinary shares of HK\$0.0001 each		
As at December 31, 2019 (audited) and June 30, 2020 (unaudited)	1,200,000	120

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 16 TRADE PAYABLES

As at June 30, 2020 and December 31, 2019, the aging analysis of trade payables based on invoice date are as follows:

	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
0 to 30 days	—	24
31 to 60 days	—	10
	—	34

### 17 ACCRUALS AND OTHER PAYABLES

	As at June 30, 2020 HK\$'000 (Unaudited)	As at December 31, 2019 HK\$'000 (Audited)
Accrued staff costs and management fees	796	398
Accrued expenses	7,002	5,730
Payables to airlines (Note)	—	29,936
Receipt in advance from a customer in relation to travel business process management	5,620	27,944
Dividend payable	6,480	—
Sales tax payable	40	1,446
Payables to travel companies	7,640	2,980
Other payables	3,883	4,834
	<b>31,461</b>	<b>73,268</b>

Note:

The payables to airlines include amounts collected from customers reserved only for the purchase of travel services.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 18 BANKING FACILITIES

The Group had banking facilities available in the form of a demand revolving loan of HK\$17,061,000 as at June 30, 2020 (December 31, 2019: HK\$17,989,000).

The banking facilities were secured by trade and other receivables and cash and cash equivalents of the Group and a security subordination agreement in favour of one of the banks.

The banking facilities were also secured by a guarantee from a Canadian Crown corporation, an enterprise wholly owned by the Government of Canada, in the amount of HK\$66,038,000 as at December 31, 2019. The guarantee was released as at June 30, 2020.

The Group did not draw down any borrowings from the banking facilities and in compliance with all banking covenants as at June 30, 2020 and December 31, 2019.

### 19 CONTINGENT LIABILITIES

From time to time, the Group may be subject to various legal claims arising in the normal course of business. The ultimate outcome of these claims cannot be determined. However, management considers an outflow of resources for these claims is not probable, therefore no provision has been recognised.

### 20 RIGHT-OF-USE ASSETS

Upon the adoption of IFRS 16 on January 1, 2019, the Group recognised right-of-use assets and lease liabilities of existing leases in the amount of approximately HK\$5,452,000. The Group did not have addition on right-of-use assets during the six months ended June 30, 2020.

The depreciation on right-of-use assets for the six months ended June 30, 2020 was approximately HK\$1,392,000 (2019: HK\$1,290,000).

### 21 RELATED PARTY TRANSACTIONS

Parties are considered to be related to the Group if the party has the ability, directly or indirectly, to exercise significant influence over the Group in making financial and operating decisions. Related parties may be individuals (being members of key management personnel, significant shareholders and/or their close family members) or other entities and include entities which are under the significant influence of related parties of the Group where those parties are individuals. Parties are also considered to be related if they are subject to common control.



## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 21 RELATED PARTY TRANSACTIONS (CONTINUED)

Management is of the view that the following were related parties that had transactions with the Group during each of the six months ended June 30, 2020 and June 30, 2019.

Name	Relationships
Mrs. Tsang	Director
Ms. Tsu	Director
Dr. Chu	Director

#### (a) Transactions with key management personnel

Key management includes executive directors and the senior management of the Group. The Group had the following transactions with key management personnel:

	Six months ended June 30,	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Repayment of lease liabilities of office premise (Note (i))	428	706

Notes:

- (i) The transactions were mutually agreed by both parties at a fixed sum or charged based on cost incurred.

#### (b) Key management compensation

Key management compensation, including fees, salaries, allowances and benefits, amounted to HK\$4,195,000 for the six months ended June 30, 2020 (June 30, 2019: HK\$4,761,000).