



(上接B7版)									
序号	公司名称	行业	主要产品/服务	营业收入(万元)	净利润(万元)	总资产(万元)	净资产(万元)	应收账款(万元)	其他重要信息
1	东莞市多美电子科技有限公司	开业	PCBA生产	75.08	28.84	56.00	28.00	月结90天	目前股东有调整,生产型企业,应收账款账期长,有逾期未回款情况,暂未计提坏账准备
2	钱多数据(东莞)有限公司	开业	电池业务	214.70	189.78	52.83	26.42	货到付	已诉讼,已申请执行
3	东莞南方能源科技有限公司	开业	电池业务	251.40	188.74	95.34	26.19	月结	已诉讼,已申请执行
4	深圳同洲电子科技有限公司(经备案)	开业	电池业务	12.61	-	14.25	14.25	货到付	已诉讼,已申请执行
5	四川盛世互联科技有限公司	注销	机顶盒及网络设备	13.21	-	14.00	14.00	持续通过验收	2024-7-22公司已注销
6	宜昌尚德智能技术有限公司(失信执行人)	贸易业务	贸易业务	120.35	124.00	12.00	12.00	月结	失信执行人,预计无法收回
7	东莞智智川供应链管理有限公司	开业	电池业务	30.18	10.50	23.60	11.80	货到30天	已诉讼,已申请执行
8	深圳市吉事达科技有限公司	注销	电池业务	9.81	11.09	11.09	月结	1-2年	已诉讼,已申请执行
9	东莞百利行电子有限公司	开业	电池业务	13.34	5.00	10.08	5.04	货到付	已诉讼
10	江科瑞通科技有限公司	贸易业务	机顶盒及网络设备	28.32	28.00	4.00	4.00	验收合格付	2024-9-9公司已注销
11	天象物联(深圳)有限公司	开业	电池业务	50.84	55.45	2.00	2.00	月结30天	已诉讼
12	山西广电网络有限公司(失信执行人)	机顶盒及网络设备	0.38	-	0.43	0.43	按季度支付	4-5年	已被列入失信被执行人,预计无法收回
13	深圳市联合电子有限公司	贸易业务	贸易业务	0.20	-	0.20	0.20	合同签收付	2024-5-27公司已注销,预计无法收回
合计				9,474.47	3,407.33	2,589.60			

由上表可知,公司单项计提坏账的账龄主要是电池业务及其相关的贸易业务形成。由于近期电池行业景气度下降,市场持续低迷,企业面临较大资金压力,我公司已采取业务和相关法律诉讼途径进行催收。相关的交易有真实合同和实物交易,且绝大部分客户账龄公司都是有偿交易,有正常结算过货款的。对此部分应收款项计提坏账,是根据公司会计政策对该部分应收款项可回收性的估计,相关业务是真实、具有商业实质的。

(3)请说明因本次归集的期末余额前五名应收账款的业务背景、欠款方的经营状况和履约能力、价款支付安排及实际回款情况。

2024年公司按欠款方归集的期末余额前五名应收账款情况如下:									
排名	客户名称	合计	业务背景	业务背景	业务背景	业务背景	业务背景	业务背景	业务背景
第一名	客户A	17,196.19	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数	主营智慧城市相关的业务和电子产品,采购高功率电源为客户数
第二名	客户B	8,927.82	主营电脑配件,因生产需要采购到高功率电源	主营电脑配件,因生产需要采购到高功率电源	主营电脑配件,因生产需要采购到高功率电源	主营电脑配件,因生产需要采购到高功率电源	主营电脑配件,因生产需要采购到高功率电源	主营电脑配件,因生产需要采购到高功率电源	主营电脑配件,因生产需要采购到高功率电源
第三名	客户C	4,954.12	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源
第四名	客户D	4,634.53	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源
第五名	客户E	4,440.41	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源	主营电子产品生产,生产产品需用到高功率电源
合计	国内	40,153.06							

第一名是国内人工智能物联网相关集团企业,2023年度中国独角兽企业,后期款项已结清;

第二名至第五名均为境外企业,其中第二名、第三名、第五名均已上市,分别是台湾上市公司、马来西亚上市公司、A股上市公司,后期款项已结清。

(4)请结合资产负债表日应收账款的审计程序、核查比例,获得的审计证据及审计结论,并针对前述问题发表明确意见。

年审会计师回复:

1.我们在本次年报审计中,对上述事项主要执行了以下审计程序:

- (1)了解、评估并验证有关收入循环的关键内部控制的设计和运行,了解和测试应收账款相关的内控,未见重大异常相关内控有效;
- (2)对应收账款执行函证程序,发函金额4.83亿元,回函金额4.19亿元,回函金额比例64.12%,占期末应收账款账面价值的90.45%。未回函的原因主要是:回函的客户与账龄长与客户长期没有业务往来回函;“电业业务”客户主要为国有企业,由于内部管理制度很难回函,一直回函率不高;以及本期有诉讼客户不回函,停产的子公司后续合作概率不大导致客户回函意愿不大等。对未回函的均执行替代程序,替代

测试的金额0.64亿元,替代程序为对借贷方发生额进行查验,借贷方发生额国内客户检查其合同、送货单、国外客户检查合同、报关单及提单等信息,贷方发生额抽查检查流水或者票据;

- (3)对应收账款进行截止测试,检查未见重大异常;
- (4)对本期应收账款在当期收入细节测试中同步进行细节测试;
- (5)对当期收入大于10万元的客户,了解客户背景,分析客户营业范围是否与公司经营业务相关,以及与客户是否存在关联关系。根据获取的客户信息,其经营范围与公司的业务相符,未发现期末应收账款余额前五客户与公司存在关联关系;
- (6)对应收账款的回款进行检查,其中:2024年当期回款10.9亿元,检查金额10.55亿元,占当期应收账款的96.8%;期后截止2025年3月末回款6.84亿元,检查金额6.79亿元,占2025年1-3月回款金额的99.23%;其中2024年新增的电源业务和服务贸易业务在2024年末应收账款余额分别为2.47亿元和1.72亿元,期后已全部回款并已全部进行核销;
- (7)对应收账款坏账准备的计提进行分析和复核。对于公司按照账龄分类具有类似信用风险特征,并按预期信用损失率计提坏账准备的应收账款组合,分析账龄的准确性,并计算复核坏账准备计提金额是否准确,并根据复核结果对坏账进行了调整;
- 对于公司单项计提坏账准备的应收账款,分析单项认定是否合理,单项计提比例和金额是否适当;经分析未发现公司单项计提金额和比例存在明显不当的地方。

2.核查意见:

经核查,我们未发现公司期末应收账款余额和计提的坏账准备存在重大异常,按欠款方归集的期末余额前五名的应收账款在期后均已收回。公司应收账款账面价值同比增加555.56%,营业收入同比增加155.52%,应收账款增长率远高于营业收入增长率,原因主要为:公司本期新增的公司服务贸易业务交易金额78,506.23万元,按净额法确认收入1,846.98万元,如按全额法将收入还原,营业收入增长482.28%,接近应收账款净值增长555.56%,故应收账款增长率远高于营业收入增长率是合理的。

7.报告期末,你公司存货账面价值为2.27亿元,同比增加377.99%,主要是库存商品、委托加工物资增加:

(1)请分产品类别列示存货的具体内容,包括名称、数量、金额、库龄等,并结合主营业务采购货政策、历史销售情况、在手订单、同行业公司可比公司情况等,说明公司存货规模与业务规模的匹配性。

公司回复:

1.报告期公司期末存货分类别、库龄列示如下:

产品大类	数量		账面价值		数量		账面价值		数量		账面价值		数量		账面价值		账面价值占比	
PCBA生产	-	-	-	115.37	-	-	-	452.77	-	-	-	-	-	-	-	603.82	71.13	0.00%
电池业务	222.27	125	410.91	284.33	321.0	302.12	285	161.19	189.98	38.58	-	-	-	-	-	928.707	39	4.10%
服务贸易业务	0.0100	0	18.498	-	-	-	-	-	-	-	-	-	-	-	-	18.498	1	81.34%
高功率电源业务	377.70	3	304.88	-	-	-	-	-	-	-	-	-	-	-	-	377.70	3	14.53%
机顶盒及相关设备业务	0.0203	0.01	1.16	-	-	2.8675	0	2.16	48.75	0.0	0.22	2.515	10	-	-	54.1186	0	0.02%
贸易业务	0.0003	0.00	0.0061	0.00	-	12.903	90	2.83	0.0031	0	-	-	-	-	-	12.9134	0	0.01%
总计	598.98	288	215.56	398.73	321.0	770.66	167	34	204.37	85.9	38.80	2.515	10	1	1	927.375	23	72.73%

2. 报告期间公司与可比公司在存货周转率情况如下：				
主体	期末存货(万元)	期初存货(万元)	营业成本(万元)	存货周转率
国微电子	22,742.73	4,757.95	39,986.89	2.91
麦格米特	241,600.03	171,767.06	611,513.75	2.82
新雷能	85,975.14	10,088.37	55,268.81	0.69
美泰光电	155,594.63	183,811.06	109,479.51	0.55

2.报告期公司与可比公司存货周转率情况如下:

主体	期末存货(万元)	期初存货(万元)	营业成本(万元)	存货周转率
同洲电子	22,741.73	4,757.95	39,986.89	2.91
麦捷科技	241,600.03	191,767.06	611,513.75	2.82
新雷能	85,975.14	101,088.37	10,088.37	0.59
英赛集团	155,994.63	183,811.06	109,479.51	0.65

报告期公司实现营业收入5.99亿元。2024年度新增的高功率电源业务的营业收入为4.74亿元,占总营业收入的比例为79.15%。期末公司存货中,高功率电源业务所持有的存货占比71.13%,占总存货比例为14.53%,服务贸易业务持有存货占比1.25%,占总存货比例为81.34%,两项合计持有存货占公司总存货比例达到95.87%,由上表可知,公司整体存货周转率2.91,与麦捷科技2.82无明显差异,明显高于新雷能和英赛集团。

因为高功率电源业务和服务贸易业务是公司2024年下半年新开展的业务,无历史销售数据,而公司2024年度营业收入中,主要为高功率电源业务,公司存货亦主要为高功率电源业务和服务贸易业务产生,存货周转率与同行业公司可比公司无明显差异,而且公司采购货政策主要是根据销售预测来采购,截至报告期末,高功率电源业务在手订单金额38,760.68万元,此金额高于期末高功率电源业务所持有的存货金额3,304.88万元,而服务贸易业务所持有的存货在2025年一月实现了销售,公司存货出现积压的概率较低,综上所述,公司存货规模与业务规模是匹配的。

(2)请年审会计师说明对存货实施的审计程序、核查比例,获取的审计证据及审计结论,并针对前述问题发表明确意见。

- 1.我们在本次年报审计中,对上述事项主要执行了以下审计程序:
- (1)了解并测试了与存货相关的关键内部控制设计和运行的有效性,未见重大异常相关内控有效;
- (2)对期末存货进行监盘,监盘金额23,871.66万元,占期末存货余额的96.81%;
- (3)对公司期末存货进行盘点,对主要公司存货进行了评估并出具评估报告,公司参与评估报告评估了跌价准备。参与评估的存货账面原值合计24,711.67万元,占期末存货账面余额的99.72%。我们对第三方评估机构对存货的评估报告进行了复核,评估机构的资质和对参与评估的评估人员的胜任能力进行评估,并对公司计提的存货跌价准备进行了复核,未见重大异常;
- (4)对存货进行计价测试;
- (5)对存货进行截止测试;
- (6)检查存货期后的交易情况。公司期末存货主要为电源成品和服务贸易业务的存货,期末存货分别为1,585.45万元和18,657.11万元,合计占期末公司存货净值的89.01%,经检查2024年末电源成品和服务贸易业务的存货在期后均已销售;

年审会计师回复:

经核查,我们未发现公司期末存货存在重大异常,公司均采购货政策主要是根据销售预测情况来确定采购情况,公司期末存货主要为2024年新增的电源和服务贸易业务存货,与主要业务是相匹配的。

8.报告期末,你公司固定资产账面价值为0.42亿元,占总资产的比例为3.41%,主要是机器设备、电子设备、运输工具和其他设备。

(1)请结合固定资产账面价值的基本情况,包括固定资产原值、类别和名称、折旧方法、折旧年限、取得方式、主要用途、实际使用状况、资产类别划分、规模和现实效益是否相匹配、与同行业公司可比公司是否存在重大差异。

公司回复:

1.报告期公司资产类型、位置、形成时间、取得方式、用途、使用等情况信息列示如下:

主体	类别	存放地点	用途	使用状态	2021年-2021年度	2021年度	2022年度	2023年度	2024年度	合计
主体	类别	存放地点	用途	使用状态	2021年-2021年度	2021年度	2022年度	2023年度	2024年度	合计

证券代码:688600    证券简称:海优新材    公告编号:2025-040

转债代码:181808    转债简称:海优转债

## 上海海优威新材料股份有限公司关于“海优转债”2025年付息公告

公司于2024年12月10日召开2024年第五次临时股东大会审议通过了《关于向下修正“海优转债”转股价格并提请股东大会授权办理相关手续的议案》,并于同日召开公司第四届董事会第二十一次会议,审议通过了《关于向下修正“海优转债”转股价格的议案》,同意将“海优转债”转股价格自2024年12月12日起由109.70元/股向下修正为69.98元/股。具体内容详见公司于2024年12月11日在上海证券交易所网站(www.sse.com.cn)披露的《上海海优威新材料股份有限公司关于向下修正“海优转债”转股价格暨转股停牌的公告》(公告编号:2024-118)。

公司于2025年4月21日召开2025年第一次临时股东大会审议通过了《关于向下修正“海优转债”转股价格并提请股东大会授权办理相关手续的议案》,并于同日召开公司第四届董事会第二十四次会议,审议通过了《关于向下修正“海优转债”转股价格的议案》,同意将“海优转债”转股价格自2025年4月23日起由69.98元/股向下修正为46.80元/股。具体内容详见公司于2025年4月22日在上海证券交易所网站(www.sse.com.cn)披露的《上海海优威新材料股份有限公司关于向下修正“海优转债”转股价格暨转股停牌的公告》(公告编号:2025-028)。

二、本次付息方案

根据《募集说明书》的约定,“海优转债”采用每年付息一次的付息方式,到期归还本息及支付最后一年利息。

(一)年利息计算

计息年度的利息(以下简称“年利息”)指可转换公司债券持有人按持有的可转换公司债券面值总额自可转换公司债券发行首日起每满一年可享受的当期利息。

年利息的计算公式为: $I=B\times i$

I:指年利息额;

B:指本次发行的可转换公司债券持有人在计息年度(以下简称“当年”或“每年”)内持该可转债登记日持有的可转换公司债券票面总金额;

i:指可转换公司债券的当年票面利率。

(二)付息方式

1.本次发行的可转换公司债券采用每年付息一次的付息方式,计息起始日为可转换公司债券发行首日(2022年6月23日,T日)。

2.付息日:每年的付息日为本次发行的可转换公司债券发行首日起每满一年的当日。如当日为法定节假日或休息日,则顺延至下一个交易日,顺延期间不

安恒	其他设备	深圳公司	非生产	使用中	0.06	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
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2.报告期按照主体公司及资产类别列示如下:

主体	电子设备	机器设备	其他设备	运输设备	总计
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