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HK Asia Holdings Limited
港亞控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1723)

ANNOUNCEMENT OF INTERIM RESULTS
FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024

The board (the “**Board**”) of directors (the “**Directors**”) of HK Asia Holdings Limited (the “**Company**”) is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries for the six months ended 30 September 2024, together with the comparative figures for the six months ended 30 September 2023.

This announcement, containing the full text of the interim report of the Company for the six months ended 30 September 2024 (the “**Interim Report**”), complies with the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to information to accompany preliminary announcements of interim results. Printed version of the Interim Report will be dispatched to the Company’s shareholders by post or by electronic means and will also be available at the websites of the Stock Exchange at www.hkexnews.hk and of the Company at www.hkasiaholdings.com in due course.

By Order of the Board
HK Asia Holdings Limited
Mr. SIU Muk Lung
Chairman and Executive Director

Hong Kong, 28 November 2024

As at the date of this announcement, the Board comprises Mr. Siu Muk Lung and Mr. Chung Chi Fai as executive Directors; Mr. Ritchie Ma and Mr. Lam Kin Lun Davie as non-executive Directors; and Mr. Lee Kwan Ho, Vincent Marshall, Mr. Kwok Wai Leung, Stanley, Mr. Shiao Hei Lok Herod and Mr. Fok Kam Chau as independent non-executive Directors.

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Corporate Information

BOARD OF DIRECTORS

Executive Directors

Mr. Siu Muk Lung (*Chairman*)
Mr. Chung Chi Fai

Non-executive Directors

Mr. Ritchie Ma
Mr. Lam Kin Lun Davie
Ms. Cheung Yuet Ngo Flora (*appointed with effect from 29 November 2024*)

Independent Non-executive Directors

Mr. Lee Kwan Ho, Vincent Marshall
Mr. Kwok Wai Leung, Stanley
Mr. Fok Kam Chau
Mr. Shiao Hei Lok Herod (*resigned with effect from 29 November 2024*)

AUDIT COMMITTEE

Mr. Fok Kam Chau (*Chairman*)
Mr. Lam Kin Lun Davie
Mr. Kwok Wai Leung, Stanley
Mr. Shiao Hei Lok Herod (*resigned with effect from 29 November 2024*)

REMUNERATION COMMITTEE

Mr. Shiao Hei Lok Herod (*Chairman*) (*resigned with effect from 29 November 2024*)
Mr. Fok Kam Chau (*Chairman*) (*appointed as Chairman with effect from 29 November 2024*)
Mr. Ritchie Ma
Mr. Kwok Wai Leung, Stanley

NOMINATION COMMITTEE

Mr. Siu Muk Lung (*Chairman*)
Mr. Lee Kwan Ho, Vincent Marshall
Mr. Kwok Wai Leung, Stanley
Mr. Shiao Hei Lok Herod (*resigned with effect from 29 November 2024*)
Mr. Fok Kam Chau

ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

Mr. Chung Chi Fai (*Chairman*)
Mr. Chan Him Alfred
Ms. Chau Pui Cheung

AUTHORISED REPRESENTATIVES

(*for the purpose of the Listing Rules*)

Mr. Siu Muk Lung
Mr. Chan Him Alfred

COMPANY SECRETARY

Mr. Chan Him Alfred

AUDITORS

HLB Hodgson Impey Cheng Limited

LEGAL ADVISOR TO THE COMPANY AS TO HONG KONG LAW

Sit, Fung, Kwong & Shum, Solicitors

REGISTERED OFFICE

Cricket Square
Hutchins Drive
P. O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

24th Floor, Chun Wo Commercial Centre
23 Wing Wo Street, Sheung Wan
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

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

HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

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

STOCK CODE

1723

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited

COMPANY WEBSITE

www.hkasiaholdings.com

Management Discussion and Analysis

The board (the “**Board**”) of directors (the “**Directors**”) of HK Asia Holdings Limited (the “**Company**”) is pleased to present the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 September 2024 (the “**Period**”), together with the comparative figures for the six months ended 30 September 2023.

BUSINESS REVIEW

The Group conducts wholesale and retail sales of pre-paid products (i.e. SIM card and top up voucher) (“**Pre-paid Products**”) in Hong Kong targeted at Indonesian and Filipino consumers and Pre-paid Products targeted at mobile users who demand for local and international phone call and/or mobile data services in Hong Kong and overseas (“**Other Users**”). The Group is a long-established and well-recognised distributor in the industry.

During the Period, the Group obtained four more products sourced from the suppliers for sales which were Pre-paid Products with local phone call and mobile data services in Hong Kong, and twenty six more Pre-paid Products with overseas mobile data services in various countries. After the Period, the Group launched two more Pre-paid Products with overseas mobile data services in various countries and one Pre-paid Product with local phone call service in Hong Kong. During the Period, the Group rented a new self-managed retail shop in Mei Foo. As at 30 September 2024, the Group rented a total of seven self-managed retail shops for selling Pre-paid Products in Hong Kong, including two in Central, one in Causeway Bay, one in Tsuen Wan, one in Yuen Long, one in Mong Kok and one in Mei Foo.

OUTLOOK AND PROSPECT

The Group is seeking to expand its business and further increase its market share in the sectors of Pre-paid Products targeted at (i) Indonesian and Filipino consumers; and (ii) Other Users.

The Group plans to increase the number of retailers in sales network, strengthen the Group’s inventory management capability and adopt other alternatives to reduce the operating costs.

FINANCIAL REVIEW

Revenue

During the Period, the Group’s revenue amounted to approximately HK\$98.5 million which represented a decrease of approximately 23.6% as compared to approximately HK\$129.0 million for the corresponding period in 2023. The decrease in revenue was mainly attributable to the decrease in sales to Other Users of approximately HK\$24.3 million and the decrease in sales to Indonesian and Filipino consumers of approximately HK\$6.2 million which were due to the increase in pricing of overseas voice calls by supplier for some Pre-paid Products, the keen market competition and the decrease in value of total retail industry sales in Hong Kong during the Period.

Management Discussion and Analysis (continued)

Gross profit and gross profit margin

The Group's gross profit decreased by approximately HK\$13.3 million or 41.8% from approximately HK\$31.8 million for the six months ended 30 September 2023 to approximately HK\$18.5 million for the six months ended 30 September 2024. The decrease in gross profit was mainly attributable to the decrease in revenue and the decrease in gross profit margin. The overall gross profit margin decreased from approximately 24.7% for the six months ended 30 September 2023 to approximately 18.8% for the six months ended 30 September 2024. The decrease in overall gross profit margin was primarily due to the increase in discounts provided to customers due to the keen market competition.

Other revenue

During the Period, the Group's other revenue amounted to approximately HK\$1.3 million, representing a decrease of approximately 18.8% as compared to approximately HK\$1.6 million for the corresponding period in 2023. The decrease in other revenue was mainly due to the decrease in bank interest income of approximately HK\$0.2 million and the decrease in consignment income of approximately HK\$0.1 million.

Selling and distribution expenses

Selling and distribution expenses mainly comprised (i) depreciation of right-of-use assets; (ii) staff costs; (iii) advertising and promotion expenses; and (iv) other expenses. During the Period, selling and distribution expenses amounted to approximately HK\$12.4 million (six months ended 30 September 2023: approximately HK\$12.1 million), representing an increase of approximately 2.5% as compared to corresponding period in 2023. The increase in selling and distribution expenses was mainly due to the increase in staff costs of approximately HK\$0.2 million, the increase in depreciation of right-of-use assets of approximately HK\$0.1 million and the increase in transportation costs of approximately HK\$0.2 million which was partly offset by the decrease in advertising and promotion expenses of approximately HK\$0.2 million.

Administrative expenses

Administrative expenses mainly represented (i) staff costs; (ii) professional fees; and (iii) other expenses. For the Period, administrative expenses amounted to approximately HK\$6.4 million (six months ended 30 September 2023: approximately HK\$8.1 million) which was mainly due to the decrease in staff cost of approximately HK\$0.8 million and the decrease in staff welfare of approximately HK\$0.9 million.

Finance cost

Finance cost comprised interest expenses on lease liabilities and amounted to approximately HK\$0.2 million for the six months ended 30 September 2024 (six months ended 30 September 2023: approximately HK\$0.3 million).

Management Discussion and Analysis (continued)

Taxation

During the Period, the income tax expenses amounted to approximately HK\$0.2 million (six months ended 30 September 2023: approximately HK\$2.2 million) and the effective tax rate for the Period was approximately 16.5% (six months ended 30 September 2023: approximately 16.9%).

Profit for the Period

Profit attributable to owners of the Company for the Period was approximately HK\$0.7 million, representing a decrease of approximately 93.5% as compared with approximately HK\$10.8 million for the corresponding period in 2023 which was mainly attributed to the reasons mentioned above.

Inventories

The Group had inventories of approximately HK\$45.2 million as at 30 September 2024, representing a slight decrease of approximately HK\$0.6 million as compared to the inventories of approximately HK\$45.8 million as at 31 March 2024.

LIQUIDITY AND CAPITAL RESOURCES

Net current assets

The Group had net current assets of approximately HK\$88.7 million as at 30 September 2024 (31 March 2024 approximately HK\$106.8 million). The current ratio of the Group decreased from approximately 9.4 times as at 31 March 2024 to approximately 3.8 times as at 30 September 2024. Such decrease was mainly attributable to (i) the increase in current assets of approximately HK\$0.5 million which was mainly attributable to the increase in deposits, prepayments and other receivables of approximately HK\$4.4 million and the increase in amount due from a related party of approximately HK\$0.1 million which was partly offset by the decrease in bank balances and cash of approximately HK\$3.3 million, decrease in inventories of approximately HK\$0.6 million and the decrease in trade receivables of approximately HK\$0.1 million, and (ii) the increase in current liabilities of approximately HK\$18.7 million which was mainly due to the increase in accruals and other payables of approximately HK\$0.5 million and the increase in dividend payable of approximately HK\$20.0 million which was partly offset by the decrease in trade payables of approximately HK\$0.1 million, the decrease in lease liabilities of approximately HK\$1.2 million and the decrease in tax payable of approximately HK\$0.5 million.

Borrowings

The Group's bank and other borrowings was nil as at 30 September 2024 (31 March 2024: nil).

Gearing ratio

The Group's gearing ratio was nil as at 30 September 2024 (31 March 2024: nil) as it has no outstanding debts. The gearing ratio equals total amount of debts divided by total amount of equity and multiplied by 100%.

Management Discussion and Analysis (continued)

Share capital structure

As at 30 September 2024, the Company's issued share capital was HK\$4,000,000 and the number of issued shares of the Company was 400,000,000 ordinary shares of HK\$0.01 each (the "Shares").

There has been no change in the share capital structure of the Company during the Period and up to the date of this report.

Foreign exchange exposure

Transactions of the Group are mainly denominated in HK\$ and the Group is not exposed to any significant foreign exchange risk. The Group had not used any financial instruments for hedging purposes and no hedging policy against foreign currency risk was maintained by the Group.

EMPLOYEES AND EMOLUMENTS POLICY

As at 30 September 2024, the Group had 44 employees (30 September 2023: 47 employees) with a total remuneration of approximately HK\$8.0 million during the Period (30 September 2023: approximately HK\$8.6 million). The salaries of the employees were determined with reference to individual performance, work experience, qualification and current industry practices. Performance bonuses are offered to qualified employees based on individual and the Group's performance. The Group is dedicated to providing training programs for new employees and regular on-the-job trainings to employees to enhance their sales and marketing skills and know-how. The emoluments of the Directors are recommended by the remuneration committee of the Company, with reference to their respective contribution of time, effort and expertise on the Company's matters. The Company has also adopted a share option scheme to grant options to eligible participants as incentives or rewards for their contribution to the growth of the Group and to provide the Group with a more flexible means to reward, remunerate, compensate and/or provide benefits to the eligible participants.

PLEDGE OF ASSETS

As at 30 September 2024, the Group did not have any pledged assets (31 March 2024: nil).

MATERIAL ACQUISITIONS, DISPOSALS AND SIGNIFICANT INVESTMENTS

There was no material acquisition or disposal of subsidiaries, associates or joint ventures, or significant investments by the Group during the Period (six months ended 30 September 2023: nil).

Management Discussion and Analysis (continued)

CAPITAL COMMITMENT

As at 30 September 2024, the Group did not have any capital commitments (31 March 2024: nil) in respect of acquisition of property, plant and equipment.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS AND THEIR EXPECTED SOURCES OF FUNDING

Apart from strengthening the Group's current business and implementing the future plans as disclosed in the prospectus of the Company dated 11 September 2018, the Group will explore new business opportunities as and when appropriate, in order to enhance shareholders' value.

CONTINGENT LIABILITIES

The Group did not have any material contingent liabilities as at 30 September 2024 (31 March 2024: nil).

Corporate Governance and Other Information

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

As at 30 September 2024, the Directors and the chief executive of the Company had the following interests and/or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the "SFO")) which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or which were required pursuant to section 352 of the SFO to be entered in the register referred to therein, or which were required pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") to be notified to the Company and the Stock Exchange:

Long positions in the ordinary shares of the Company

Name of Director/ Chief executive	Capacity/Nature of interest	Number of ordinary shares held	Approximate percentage of shareholding <i>(Note)</i>
Mr. Siu Muk Lung ("Mr. Siu")	Beneficial Owner	281,070,000	70.26%

Note:

The percentage of shareholding was calculated based on the Company's total number of issued shares as at 30 September 2024 (i.e. 400,000,000 shares).

Save as disclosed above, as at 30 September 2024, none of the Directors or the chief executive of the Company had any interest and/or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which was 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 and short positions which they were taken or deemed to have under such provisions of the SFO) or which was required pursuant to section 352 of the SFO to be entered in the register referred to therein or which was required pursuant to the Model Code to be notified to the Company and the Stock Exchange.

Corporate Governance and Other Information (continued)

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES OR UNDERLYING SHARES OF THE COMPANY

So far as is known to the Directors and the chief executive of the Company, as at 30 September 2024, the following persons (not being a Director or chief executive of the Company) had or were deemed to have an interest or a short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company under section 336 of the SFO:

Long positions in the ordinary shares of the Company

Name of shareholder	Capacity/Nature of interest	Number of ordinary shares held	Approximate percentage of shareholding <i>(Note 1)</i>
Ms. Lee Chun Yuk (“Mrs. Siu”)	Interest of spouse <i>(Note 2)</i>	281,070,000	70.26%

Notes:

1. The percentage of shareholding was calculated based on the Company's total number of issued shares as at 30 September 2024 (i.e. 400,000,000 shares).
2. Mrs. Siu is the spouse of Mr. Siu. Under the SFO, Mrs. Siu is deemed to be interested in the same number of shares of the Company which Mr. Siu is interested in.

Save as disclosed above, so far as is known to the Directors and the chief executive of the Company, as at 30 September 2024, there was no other person (not being a Director or chief executive of the Company) who had or was deemed to have an interest or a short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company under section 336 of the SFO.

DIRECTORS' INTERESTS IN CONTRACTS OF SIGNIFICANCE

Other than as disclosed in note 18 to the unaudited condensed consolidated interim financial statements, no contracts of significance, to which the Company or any of its subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, subsisted at the end of the Period or at any time during the Period.

DIRECTORS' INTEREST IN A COMPETING BUSINESS

The Directors are not aware of any business or interest of the Directors nor any of their respective associates (as defined in the Listing Rules) that compete or may compete with the business of the Group or any other conflict of interests which any such person has or may have with the Group during the six months ended 30 September 2024.

Corporate Governance and Other Information (continued)

SHARE OPTION SCHEME

A share option scheme (the “**Share Option Scheme**”) was conditionally adopted by the Company on 27 August 2018 (the “**Adoption Date**”) and became effective on 27 September 2018 (the “**Listing Date**”). The purpose of the Share Option Scheme is to grant options to the Eligible Participants (as defined below) as incentives or rewards for their contribution to the growth of the Group and to provide the Group with a more flexible means to reward, remunerate, compensate and/or provide benefits to the Eligible Participants. Pursuant to the Share Option Scheme, the Board may, at its discretion, make offer of options to any employee (full-time or part-time), director (including executive, non-executive or independent non-executive director) and any consultant or adviser (whether professional or otherwise and whether on an employment or contractual or honorary basis or otherwise and whether paid or unpaid), distributor, contractor, supplier, service provider, agent, customer and business partner of the Group (the “**Eligible Participants**”). The total number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Group must not, in aggregate, exceed 10% of the total number of Shares in issue as at the Listing Date, i.e., 40,000,000 Shares, which represents 10% of the total number of Shares in issue as at the date of this report, unless shareholders’ approval has been obtained.

No share option has been granted, exercised, cancelled, lapsed or outstanding under the Share Option Scheme since the Adoption Date and up to the date of this report. Therefore, a total of 40,000,000 Shares were available for issue under the Share Option Scheme at the beginning and the end of the Period.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any listed securities of the Company during the Period.

DIVIDEND

A special dividend of HK\$0.05 per ordinary Share was approved and declared by the Board on 20 September 2024 and was paid on 17 October 2024 (for six months ended 30 September 2023: HK\$0.15 per ordinary share). For details, please refer to the announcements of the Company dated 20 September 2024.

The Board does not recommend a payment of an interim dividend for the Period (for six months ended 30 September 2023: Nil).

CORPORATE GOVERNANCE PRACTICES

The Board has adopted the principles and code provisions in part 2 of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix C1 to the Listing Rules as the basis of the Company’s corporate governance practices. The Board has reviewed the Company’s corporate governance practices and is satisfied that the Company has complied with the code provisions set out in the CG Code during the Period and up to the date of this report.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge, information and belief of the Directors, the Company has maintained a sufficient public float of not less than 25% of its total issued Shares as required under the Listing Rules during the Period and up to the date of this report.

Corporate Governance and Other Information (continued)

CHANGES IN DIRECTORS' AND CHIEF EXECUTIVE'S INFORMATION

Save as disclosed elsewhere in this report, the Company is not aware of any changes in the information of the Directors and chief executive of the Company which are required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as its code of conduct regarding Directors' securities transactions. All Directors have confirmed that, following specific enquiry by the Company, they have complied with the required standard set out in the Model Code during the Period and up to the date of this report.

The Company has also established written guidelines (the “**Employees Written Guidelines**”) which are of no less exacting terms than the Model Code for securities transactions by the relevant employees who are likely to be in possession of unpublished price-sensitive information of the Company. No incident of non-compliance with the Employees Written Guidelines by the relevant employees during the Period was noted by the Company.

EVENTS AFTER REPORTING PERIOD

No significant events which would materially affect the Group's operating and financial performance occurred since the end of the Period and up to the date of this report.

AUDIT COMMITTEE AND REVIEW OF INTERIM FINANCIAL RESULTS

The Company established an audit committee (the “**Audit Committee**”) on 27 August 2018 with terms of reference in compliance with the CG Code for the purpose of making recommendations to the Board on the appointment and removal of the external auditor, reviewing the financial statements and related materials and providing advice in respect of the financial reporting process, and overseeing the internal control procedures of the Group.

The financial information for the six months ended 30 September 2024 in this report has not been audited by the auditors of the Company, but has been reviewed by the Audit Committee. The Audit Committee has reviewed and discussed with the management the accounting principles and policies adopted by the Group and the unaudited condensed consolidated interim financial statements of the Group for the Period.

Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 30 September 2024

	Notes	For the six months ended 30 September	
		2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Revenue	5	98,542	129,004
Cost of sales		(80,064)	(97,131)
Gross profit		18,478	31,873
Other revenue	6	1,339	1,614
Selling and distribution expenses		(12,378)	(12,115)
Administrative expenses		(6,399)	(8,074)
Finance cost		(213)	(257)
Profit before taxation	7	827	13,041
Taxation	8	(136)	(2,200)
Profit and total comprehensive income for the period		691	10,841
Profit for the period attributable to owners of the Company		691	10,841
Total comprehensive income for the period attributable to owners of the Company		691	10,841
Earnings per share			
Basic and diluted (HK cents)	9	0.17	2.71

Unaudited Condensed Consolidated Statement of Financial Position

As at 30 September 2024

	Notes	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
Assets			
Non-current assets			
Property, plant and equipment	11	10,732	10,699
Right-of-use assets		3,349	5,846
Financial assets at fair value through profit or loss		1,750	1,750
Deposits		922	922
		<u>16,753</u>	<u>19,217</u>
Current assets			
Inventories		45,216	45,759
Trade receivables	12	1,876	1,966
Deposits, prepayments and other receivables	13	10,145	5,747
Amount due from a related party	14	554	480
Bank balances and cash		62,307	65,575
		<u>120,098</u>	<u>119,527</u>
Liabilities			
Current liabilities			
Trade payables	15	337	441
Accruals and other payables	16	5,909	5,354
Lease liabilities		3,328	4,505
Tax payable		1,854	2,398
Dividend payables		20,000	–
		<u>31,428</u>	<u>12,698</u>
Net current assets		<u>88,670</u>	<u>106,829</u>
Total assets less current liabilities		<u>105,423</u>	<u>126,046</u>
Non-current liabilities			
Lease liabilities		193	1,507
Net assets		<u>105,230</u>	<u>124,539</u>
Equity			
Share capital	17	4,000	4,000
Reserves		101,230	120,539
Total equity		<u>105,230</u>	<u>124,539</u>

Unaudited Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 September 2024

	Share Capital HK\$'000	Share Premium HK\$'000	Other Reserve HK\$'000	Retained Earnings HK\$'000	Total HK\$'000
At 1 April 2024 (Audited)	4,000	65,556	670	54,313	124,539
Profit and total comprehensive income for the period	–	–	–	691	691
Special dividend (Note 10)	–	–	–	(20,000)	(20,000)
At 30 September 2024 (Unaudited)	<u>4,000</u>	<u>65,556</u>	<u>670</u>	<u>35,004</u>	<u>105,230</u>
At 1 April 2023 (Audited)	4,000	65,556	670	99,471	169,697
Profit and total comprehensive income for the period	–	–	–	10,841	10,841
Special dividend (Note 10)	–	–	–	(60,000)	(60,000)
At 30 September 2023 (Unaudited)	<u>4,000</u>	<u>65,556</u>	<u>670</u>	<u>50,312</u>	<u>120,538</u>

Unaudited Condensed Consolidated Statement of Cash Flows

For the six months ended 30 September 2024

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Net cash generated from operating activities	378	37,976
Net cash used in investing activities	(433)	(9,888)
Net cash used in financing activities	(3,213)	(63,650)
Decrease in cash and cash equivalents	(3,268)	(35,562)
Cash and cash equivalents at the beginning of the period	65,575	97,080
Cash and cash equivalents at the end of the period	62,307	61,518
Analysis of the balances of cash and cash equivalents		
Bank balances and cash	62,307	61,518

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 5 May 2016 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961 as consolidated and revised) of the Cayman Islands. Its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and its principal place of business in Hong Kong is at 24th Floor, Chun Wo Commercial Centre, 23 Wing Wo Street, Sheung Wan, Hong Kong.

The Company's issued shares have been listed on the Main Board of the Stock Exchange on the Listing Date.

The Company is an investment holding company and its subsidiaries are principally engaged in wholesale and retail sales of the Pre-paid Products in Hong Kong.

The unaudited condensed consolidated interim financial statements are presented in Hong Kong dollars (“**HK\$**”) which is also the functional currency of the Company. All values are rounded to the nearest thousand (“**HK\$'000**”) except otherwise indicated.

2. BASIS OF PREPARATION

The unaudited condensed consolidated interim financial statements have been prepared in accordance with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the applicable disclosure requirements of Appendix D2 to the Listing Rules.

The preparation of the unaudited condensed consolidated interim financial statements in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses on a year-to-date basis. Actual results may differ from these estimates. In preparing these unaudited condensed consolidated interim financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the 2024 Annual Report, except as stated below.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

3. CHANGES IN ACCOUNTING POLICIES

The Group has applied the following amendments to HKFRSs issued by the HKICPA for the first time, which are mandatorily effective for the annual periods beginning on or after 1 January 2024 for the preparation of the condensed consolidated financial statements:

Amendments to HKFRS 16	Lease Liabilities in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

The application of the amendments to HKFRSs in the current period has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in these condensed consolidated financial statements.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

4. OPERATING SEGMENT

An operating segment is a component of the Group that is engaged in business activities from which the Group may earn revenue and incur expenses, and is identified on the basis of the internal management reporting information that is provided to and regularly reviewed by the Group's chief operating decision maker in order to allocate resources and assess performance of the segment. During the Period, the information reported to the executive Directors, who are the chief operating decision makers for the purpose of resource allocation and assessment of performance, does not contain profit or loss information of each product line or geographical area and the executive Directors reviewed the financial results of the Group as a whole reported under HKFRSs.

The Group currently has one operating segment which is revenue from sale of the Pre-paid Products. Accordingly, the Group does not have separate reportable segments.

As all the Group's operations and non-current assets are located in Hong Kong, there is no geographical analysis.

5. REVENUE

Revenue, which is also the Group's turnover, represents the income generated by sale of Pre-paid Products during the six months ended 30 September 2024 and 2023.

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Sales of Pre-paid Products	98,542	129,004

6. OTHER REVENUE

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Promotion income	390	390
Consignment income	104	233
Sundry income	3	1
Bank interest income	842	990
	1,339	1,614

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

7. PROFIT BEFORE TAXATION

The Group's profit before taxation is arrived at after charging:

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Auditors' remuneration	–	–
Cost of inventories recognised as an expense	80,064	97,131
Depreciation of property, plant and equipment	400	300
Employee benefit expenses (including Directors' emoluments)	7,984	8,648
Expenses relating to short-term leases	3,892	3,881
Depreciation of right-of-use assets	3,106	3,011
Advertising and promotion expenses	1,017	1,247
	–	–

8. TAXATION

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
The taxation charge comprises:		
Hong Kong Profits Tax		
– Current year	136	2,200
	136	2,200

On 21 March 2018, the Hong Kong Legislative Council passed the Inland Revenue (Amendment) (No. 7) Bill 2017 (the “**Bill**”) which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day.

Under the two-tiered profits tax rates regime, the first HK\$2 million of assessable profits of qualifying corporations will be taxed at 8.25%, and assessable profits above HK\$2 million will be taxed at 16.5%. The assessable profits of corporations not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

The two-tiered profits tax rates regime is applicable to the Group for the six months ended 30 September 2024 and 2023.

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

9. EARNINGS PER SHARE

The calculation of basic earnings per share attributable to the owners of the Company is based on the following data:

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Earnings:		
Earning for the purpose of calculation of basic earnings per share		
– Profit attributable to owners of the Company	<u>0.17</u>	<u>10,841</u>

	For the six months ended 30 September	
	2024 '000 shares	2023 '000 shares
Number of shares:		
Weighted average number of ordinary shares in issue	<u>400,000</u>	<u>400,000</u>

Diluted earnings per share for the six months ended 30 September 2024 and 2023 were the same as the basic earnings per share as there were no potential dilutive ordinary shares existing for both periods.

10. DIVIDEND

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Special dividend of HK\$0.05 per ordinary share (six months ended 30 September 2023: HK\$0.15 per ordinary share)	<u>20,000</u>	<u>60,000</u>

A special dividend of HK\$0.05 per ordinary share of the Company was declared by the Board on 20 September 2024 and was paid on 17 October 2024.

The Board did not recommend the payment for interim dividend for the six months ended 30 September 2024 (six months ended 30 September 2023: nil).

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2024, the Group paid approximately HK\$433,000 (for the year ended 31 March 2024: approximately HK\$9,890,000) on acquisition of property, plant and equipment.

12. TRADE RECEIVABLES

	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
Trade receivables	1,876	1,966

The Group's trade receivables are attributable to a number of independent customers with credit terms. The Group normally allows a credit period of 0 to 21 days to its customers.

The following table sets forth the ageing analysis of trade receivables, based on invoice date, as at the dates indicated:

	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
0 – 21 days	1,876	1,250
Over 21 days	–	716
	1,876	1,966

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

13. DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
Deposits	5,457	5,197
Prepayments	5,478	1,118
Other receivables	132	354
	11,067	6,669
Less: current portion	(10,145)	(5,747)
Non-current portion	922	922

14. AMOUNT DUE FROM A RELATED PARTY

The amount due from a related party was unsecured, interest-free and repayable on demand.

15. TRADE PAYABLES

	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
Trade payables	337	441

The credit period from suppliers is within 1 month.

The following table sets forth the ageing analysis of trade payables, based on invoice date or date of provision of goods and services:

	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
Within 1 month	337	441

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

16. ACCRUALS AND OTHER PAYABLES

	As at 30 September 2024 HK\$'000 (Unaudited)	As at 31 March 2024 HK\$'000 (Audited)
Accruals	2,085	1,932
Other payables (Note)	3,824	3,422
	5,909	5,354

Note: As at 30 September 2024, other payables mainly comprised of provision for severance payment of approximately HK\$3,539,000 (31 March 2024: HK\$3,419,000)

17. SHARE CAPITAL

	As at 30 September 2024		As at 31 March 2024	
	number of Shares	nominal value HK\$'000	number of Shares	nominal value HK\$'000
Authorised: At beginning and end of the period/year of nominal value of HK\$0.01 each	<u>10,000,000,000</u>	<u>100,000</u>	<u>10,000,000,000</u>	<u>100,000</u>
Issued and fully paid: At beginning and end of the period/year of nominal value of HK\$0.01 each	<u>400,000,000</u>	<u>4,000</u>	<u>400,000,000</u>	<u>4,000</u>

Notes to the Unaudited Condensed Consolidated Interim Financial Statements (continued)

18. MATERIAL RELATED PARTY TRANSACTIONS

Save as disclosed elsewhere in these interim financial statements, the Group entered into the following material related party transactions:

(a) Compensation of key management personnel

The remuneration of key management for the Group (including Directors) during the six months ended 30 September 2024 and 2023 is set out as follows:

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Salaries, allowance and benefit in kind	2,430	3,210
Retirement benefits scheme contributions	32	32
	<u>2,462</u>	<u>3,242</u>

(b) The Group entered into the following significant related party transactions during the six months ended 30 September 2024 and 2023

	For the six months ended 30 September	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Recurring:		
Rental expense paid to related parties:		
– Lung Shun Holdings Limited (<i>Note a</i>)	500	496
Consignment income received from:		
– Hong Kong Telecommunication Direct Selling Centre Limited (<i>Note b</i>)	104	233
	<u>104</u>	<u>233</u>

Notes:

- (a) Lung Shun Holdings Limited was owned by Mr. Siu as to 50% and owned by Mrs. Siu as to 50%.
- (b) Hong Kong Telecommunication Direct Selling Centre Limited is a limited liability company incorporated in Hong Kong that is wholly-owned by Mr. Siu.