



In Technical Productions Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號: 8446

First Quarterly Report
2022/2023 第一季度業績報告

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香港聯合交易所有限公司(「聯交所」)GEM之特色

GEM乃為較於聯交所上市的其他公司帶有更高投資風險的中小型公司提供上市的市場。潛在投資者應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

鑒於在GEM上市之公司一般為中小型公司，在GEM買賣的證券可能會較於主板買賣的證券承受較大的市場波動風險，同時亦無法保證在GEM買賣的證券會有高流通量之市場。

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HIGHLIGHTS

概要

Three months ended 31 August

截至八月三十一日止三個月

| | | 2022 | 2021 | Change |
|---|-------------------|-------------|-------------|----------|
| | | 二零二二年 | 二零二一年 | 變動 |
| | | HK\$'000 | HK\$'000 | |
| | | 千港元 | 千港元 | |
| | | (Unaudited) | (Unaudited) | |
| | | (未經審核) | (未經審核) | |
| Revenue | 收益 | 11,152 | 4,630 | 140.9% |
| Gross profit/(loss) | 毛利/(毛損) | 103 | (3,369) | (103.1%) |
| Profit/(Loss) for the period | 期內溢利/(虧損) | 8,009 | (6,493) | (223.3%) |
| Earnings/(Loss) per share (HK cents) | 每股盈利/(虧損) (港仙) | 0.99 | (0.81) | (222.2%) |

- The Group recorded an unaudited revenue of approximately HK\$11.2 million for the three months ended 31 August 2022, representing an increase of approximately 140.9% as compared with that for the corresponding period in 2021.
- The Group's unaudited profit was approximately HK\$8.0 million for the three months ended 31 August 2022, as compared with a loss of approximately HK\$6.5 million for the corresponding period in 2021.
- The board of directors (the "Board") does not recommend the payment of dividend for the three months ended 31 August 2022.
- 截至二零二二年八月三十一日止三個月，本集團錄得未經審核收益約11.2百萬港元，較二零二一年同期增加約140.9%。
- 截至二零二二年八月三十一日止三個月，本集團未經審核溢利約為8.0百萬港元，而二零二一年同期虧損約為6.5百萬港元。
- 董事會(「董事會」)不建議派付截至二零二二年八月三十一日止三個月之股息。

UNAUDITED CONDENSED CONSOLIDATED FIRST QUARTER RESULTS FOR THE THREE MONTHS ENDED 31 AUGUST 2022

The Board is pleased to announce the unaudited condensed consolidated first quarter results of the Group for the three months ended 31 August 2022 together with the comparative unaudited figures for the three months ended 31 August 2021, as follows:

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

截至二零二二年八月三十一日止三個月之未經審核簡明綜合第一季度業績

董事會欣然宣佈本集團截至二零二二年八月三十一日止三個月之未經審核簡明綜合第一季度業績，連同截至二零二一年八月三十一日止三個月之未經審核比較數字如下：

未經審核簡明綜合損益及其他全面收益表

| | | Three months ended 31 August 截至八月三十一日止 三個月 | |
|---|------------|---|---|
| | | 2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核) | 2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核) |
| | Note 附註 | | |
| Revenue | | 11,152 | 4,630 |
| Cost of services | 4 | (11,049) | (7,999) |
| Gross profit/(losses) | | 103 | (3,369) |
| Other income | | 1,488 | 240 |
| Other (losses), net | | (150) | (8) |
| Gain on bargain purchase on acquisition of a subsidiary | | 12,022 | — |
| Administrative expenses | | (5,308) | (3,206) |
| Operating profit/(loss) | | 8,155 | (6,343) |
| Finance costs | | (146) | (150) |
| Finance costs, net | | (146) | (150) |

**Three months ended
31 August**
截至八月三十一日止
三個月

| | | 2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核) | 2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核) |
|--|--------------------------|---|---|
| | | Note 附註 | |
| Profit/(Loss) before income tax | 所得稅前溢利／ (虧損) | 8,009 | (6,493) |
| Income tax expense | 所得稅開支 | — | — |
| Profit/(Loss) for the period | 期內溢利／(虧損) | 8,009 | (6,493) |
| Attributable to: | 以下人士應佔： | | |
| — Owners of the Company | — 本公司擁有人 | 7,957 | (6,475) |
| — Non-controlling interests | — 非控股權益 | 52 | (18) |
| | | 8,009 | (6,493) |
| Other comprehensive expense: | 其他全面開支： | | |
| <i>Items that may be subsequently reclassified to profit or loss:</i> | <i>其後可能重新分類至損益的項目</i> | | |
| — Exchange difference on translation of foreign operations | — 換算海外業務之匯兌差額 | (3,208) | — |
| Total comprehensive income/ (expense) for the period | 期內全面收益／ (開支)總額 | 4,801 | (6,493) |
| Attributable to: | 以下人士應佔： | | |
| — Owners of the Company | — 本公司擁有人 | 7,859 | (6,475) |
| — Non-controlling interests | — 非控股權益 | (3,058) | (18) |
| | | 4,801 | (6,493) |
| Earnings/(Loss) per share attributable to the owners of the Company during the period | 期內本公司擁有人應佔的每股盈利／ (虧損) | | |
| Basic and diluted (HK cents) | 基本及攤薄(港仙) | 0.99 | (0.81) |

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 August 2022

未經審核簡明綜合權益變 動表

截至二零二二年八月三十一日止三個月

| | | Attributable to owners of the Company 本公司擁有人應佔 | | | | | | | | |
|---|------------------|---|------------------|--------------------|---------------------|----------------------|--|-------------|----------------------------------|-----------------|
| | | Share capital | Share premium | Capital reserve | Exchange reserve | Statutory reserve | (Accumulated losses)/ Retained earnings/ (累計虧損)/ | Total | Non- controlling interests | Total equity |
| | | 股本 | 股份溢價 | 資本儲備 | 匯兌儲備 | 法定儲備 | 保留盈利 | 總計 | 非控股 權益 | 權益總額 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) | (未經審核) |
| Balance at 1 June 2022 | 於二零二二年六月一日的結餘 | 8,000 | 56,497 | 774 | 321 | 332 | (19,461) | 46,463 | (523) | 45,940 |
| Profit for the period and total comprehensive income/ (expense) | 期內溢利及全面收益/(開支)總額 | — | — | — | (98) | — | 7,957 | 7,859 | (3,058) | 4,801 |
| Acquisition of a subsidiary | 收購附屬公司 | — | — | — | — | — | — | — | 173,020 | 173,020 |
| Balance at 31 August 2022 | 於二零二二年八月三十一日的結餘 | 8,000 | 56,497 | 774 | 223 | 332 | (11,504) | 54,322 | 169,439 | 223,761 |
| Balance at 1 June 2021 | 於二零二一年六月一日的結餘 | 8,000 | 56,497 | 774 | 305 | 332 | 4,782 | 70,690 | (357) | 70,333 |
| Loss for the period and total comprehensive expense | 期內虧損及全面開支總額 | — | — | — | — | — | (6,475) | (6,475) | (18) | (6,493) |
| Balance at 31 August 2021 | 於二零二一年八月三十一日的結餘 | 8,000 | 56,497 | 774 | 305 | 332 | (1,693) | 64,215 | (375) | 63,840 |

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL INFORMATION

For the three months ended 31 August 2022

未經審核簡明綜合財務 資料附註

截至二零二二年八月三十一日止三個月

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 4 November 2016 as an exempted company with limited liability under the Companies Law (as revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time. The address of its registered office is Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands.

The Company is an investment holding company. The Group is principally engaged in (1) the provision of visual display solution services for concerts and events primarily in Hong Kong, Macau and the People's Republic of China (the "PRC") and (2) the provision of information technology consulting services in the PRC.

The Company's shares were listed on GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") (the "Listing") on 14 June 2017 (the "Listing Date").

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("HK\$"), unless otherwise stated.

1 一般資料

本公司於二零一六年十一月四日根據開曼群島公司法(經修訂)(經不時修訂、補充或以其他方式修改)在開曼群島註冊成立為獲豁免有限公司。其註冊辦事處地址為Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman, KY1-1108 Cayman Islands。

本公司為一間投資控股公司。本集團主要從事(1)為香港、澳門及中華人民共和國(「中國」)的演唱會及活動提供視象顯示解決方案服務及(2)於中國提供資訊科技諮詢服務。

本公司股份於二零一七年六月十四日(「上市日期」)於香港聯合交易所有限公司(「聯交所」)GEM上市(「上市」)。

除非另有註明，未經審核簡明綜合財務報表以港元(「港元」)列示。

2 BASIS OF PREPARATION

The unaudited condensed consolidated financial information of the Group for the three months ended 31 August 2022 has been prepared in accordance with accounting policies which conform with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) applicable to interim periods and the applicable disclosure provisions of the GEM Listing Rules. However, the unaudited condensed consolidated financial information does not contain sufficient information to constitute an interim financial report as defined in HKFRSs. The unaudited condensed consolidated financial information should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 May 2022 included in the annual report of the Company dated 23 August 2022, which have been prepared in accordance with HKFRSs issued by the HKICPA.

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis.

2 編製基準

本集團截至二零二二年八月三十一日止三個月的未經審核簡明綜合財務資料乃根據符合香港會計師公會（「香港會計師公會」）所頒佈適用於中期期間的香港財務報告準則（「香港財務報告準則」）的會計政策及GEM上市規則的適用披露條文編製。然而，未經審核簡明綜合財務資料並無載有足夠資料構成香港財務報告準則所界定之中期財務報告。未經審核簡明綜合財務資料應與本集團截至二零二二年五月三十一日止年度的綜合財務報表一併閱讀，該綜合財務報表已載列於本公司日期為二零二二年八月二十三日的年度報告內，該報告乃根據香港會計師公會頒佈的香港財務報告準則編製。

未經審核簡明綜合財務報表乃按歷史成本基準編製。

3 SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these unaudited condensed consolidated financial information are consistent with those followed in the preparation of the Group's consolidated financial statements for the year ended 31 May 2022.

The Group has adopted and applied the new standards, amendments to standards and interpretations that have been issued and effective for the accounting periods beginning on 1 June 2022. The adoption of these new standards and amendments to standards has no material impact on the Group's results and financial position.

The Group has not early adopted those new standards, amendments to standards and interpretations which have been issued by the HKICPA but are not yet effective. The Group is in the process of assessing their impact on the Group's results and financial position.

3 主要會計政策

編製該等未經審核簡明綜合財務資料所採用的主要會計政策與編製本集團截至二零二二年五月三十一日止年度的綜合財務報表所採用者一致。

本集團已採納及應用已頒佈並於二零二二年六月一日開始的會計期間生效的新準則、準則修訂本及詮釋。採納該等新準則及準則修訂本對本集團業績及財務狀況並無重大影響。

本集團尚未提前採納香港會計師公會已頒佈但尚未生效的新準則、準則修訂本及詮釋。本集團現正評估其對本集團業績及財務狀況的影響。

4 REVENUE

Revenue from visual display solution services is recognised over the show or event period of a project as customers have simultaneously received and consumed the benefits provided by the Group's services. Such revenue is recognised using the output method by reference to the progress towards complete satisfaction of the performance obligation, which is directly measured by the value of each show or event being performed. Revenue from equipment rental is recognised on a straight-line basis over the term of the lease. Revenue from information technology consulting services is recognised when the service is rendered and there is no unfulfilled obligation that could affect the customer's acceptance of the service.

An analysis of the Group's revenue for the reporting period is as follows:

4 收益

來自視像顯示解決方案服務的收益於演出或項目活動進行的期間確認，因為客戶同時取得並消耗本集團的服務所提供的利益。有關收益乃參照完全履行履約責任的進度使用輸出法確認，完成履行履約責任的進度直接按所進行每場演出或活動的價值計量。設備租賃收益於租約期內以直線法確認。資訊科技諮詢服務的收益在服務提供時確認，且概無可影響顧客接受服務之未履行責任。

於報告期內本集團收益情況分析如下：

| | | Three months ended 31 August 截至八月三十一日止 三個月 | |
|---|--------------|---|----------------------------------|
| | | 2022 二零二二年 HK\$'000 千港元 | 2021 二零二一年 HK\$'000 千港元 |
| Revenue from visual display solution services | 視像顯示解決方案服務收益 | 7,231 | 4,552 |
| Revenue from information technology consulting services | 資訊科技諮詢服務收益 | 3,688 | — |
| Equipment rental income | 設備租賃收入 | 233 | 78 |
| | | 11,152 | 4,630 |

5 INCOME TAX EXPENSE

Pursuant to the enactment of two-tiered profit tax rates issued by the Inland Revenue Department (“IRD”) from the year of assessment 2018/19 onwards, the Group’s first HK\$2 million of assessable profits under Hong Kong profits tax for the three months ended 31 August 2022 is subject to a tax rate of 8.25%, while the remaining assessable profits are subject to a tax rate of 16.5%. Hong Kong profits tax has been provided for at the rate of 16.5% on the estimated assessable profits for the three months ended 31 August 2022.

All PRC subsidiaries of the Company are subject to the PRC Enterprise Income Tax at the rate of 25.0% for the three months ended 31 August 2022 and 31 August 2021.

The Macau subsidiary of the Company was subject to Macau complementary tax at the rate of 12.0% on the estimated assessable income exceeding MOP600,000 for the three months ended 31 August 2022.

There was nil effective income tax of the Group for the three months ended 31 August 2022 (three months ended 31 August 2021: Nil).

5. 所得稅開支

根據稅務局(「稅務局」)自二零一八／一九課稅年度起頒佈的兩級制利得稅稅率，本集團截至二零二二年八月三十一日止三個月香港利得稅制制定的首個2百萬港元應課稅溢利，應以稅率8.25%計算，而剩餘應課稅溢利稅率為16.5%。截至二零二二年八月三十一日止三個月的估計應課稅溢利按香港利得稅稅率16.5%計提撥備。

截至二零二二年八月三十一日及二零二一年八月三十一日止三個月，本公司所有中國附屬公司須按25.0%稅率繳納中國企業所得稅。

截至二零二二年八月三十一日止三個月，本公司之澳門附屬公司估計應課稅收入超過澳門幣600,000元的部分須按12.0%稅率繳納澳門所得補充稅。

截至二零二二年八月三十一日止三個月，本集團並無實際所得稅(截至二零二一年八月三十一日止三個月：無)。

6 DIVIDENDS

The Directors do not recommend the payment of dividend for the three months ended 31 August 2022 (three months ended 31 August 2021: Nil).

7 EARNINGS/(LOSS) PER SHARE

For the three months ended 31 August 2022 and the same corresponding period in 2021, the basic earnings/(loss) per share is calculated based on (i) the profit/(loss) attributable to owners of the Company and (ii) the weighted average number of shares issued during the period.

Profit/(Loss) attributable to owners of the Company (HK\$'000) 本公司擁有人應佔溢利/(虧損) (千港元)

Weighted average number of ordinary shares in issue (thousand shares) 已發行普通股之加權平均數(千股)

Earnings/(Loss) per share (HK cents) 每股盈利/(虧損) (港仙)

Diluted earnings/(loss) per share were same as the basic earnings/(loss) per share as there were no potential dilutive Shares in existence during the reporting period.

6 股息

董事不建議派付截至二零二二年八月三十一日止三個月的股息(截至二零二一年八月三十一日止三個月：無)。

7 每股盈利/(虧損)

截至二零二二年八月三十一日止三個月及二零二一年同期，每股基本盈利/(虧損)乃按(i)本公司擁有人應佔溢利/(虧損)及(ii)期內已發行普通股之加權平均數計算。

Three months ended 31 August

截至八月三十一日止
三個月

| | 2022 二零二二年 | 2021 二零二一年 |
|---|---------------|---------------|
| Profit/(Loss) attributable to owners of the Company (HK\$'000) | 7,957 | (6,475) |
| Weighted average number of ordinary shares in issue (thousand shares) | 800,000 | 800,000 |
| Earnings/(Loss) per share (HK cents) | 0.99 | (0.81) |

每股攤薄盈利/(虧損)與每股基本盈利/(虧損)相同，因為於本報告期內並無存在潛在的攤薄股份。

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is principally engaged in (1) the provision of visual display solution services and (2) the provision of information technology consulting services.

Visual display solutions

During the three months ended 31 August 2022, the Group was engaged in 72 pop concert shows for Hong Kong and non-Hong Kong artists/bands (three months ended 31 August 2021: 29).

The Group derived approximately HK\$4.3 million during the three months ended 31 August 2022 from the provision of visual display solution services to pop concerts (three months ended 31 August 2021: approximately HK\$1.8 million), the majority of which took place in Hong Kong and the PRC. The remainder of the Group's revenue from visual display solutions amounted to approximately HK\$2.9 million (three months ended 31 August 2021: approximately HK\$2.8 million), which was attributable to other live events, including corporate events, exhibitions, sports and recreational events and other live performances, as well as equipment rental.

Information technology consulting

On 18 August 2022, the Group completed the acquisition of 22.9% of the issued share capital of Shenzhen Xinhang Information Technology Company Limited (“**Shenzhen Xinhang**”), which is principally engaged in the provision of information technology consulting services in the PRC. As the Group has control over the board of directors of Shenzhen Xinhang, the financial results of Shenzhen Xinhang were consolidated to the Group's unaudited condensed consolidated first quarter results for the three months ended 31 August 2022 since 18 August 2022.

During the three months ended 31 August 2022, the revenue of provision of information technology consulting services amounted to approximately HK\$3.7 million (representing 33.1% of the Group's total revenue), which was mainly contributed by an information technology project of a customer in the PRC.

管理層討論及分析

業務回顧

本集團主要從事(1)提供視像顯示解決方案服務及(2)提供資訊科技諮詢服務。

視像顯示解決方案

截至二零二二年八月三十一日止三個月內，本集團獲委聘為香港及非香港藝人／樂隊的72場流行音樂演唱會(截至二零二一年八月三十一日止三個月：29場)提供服務。

截至二零二二年八月三十一日止三個月內，本集團收益約4.3百萬港元來自為流行音樂演唱會提供視像顯示解決方案服務(截至二零二一年八月三十一日止三個月：約為1.8百萬港元)，其中大部分在香港及中國舉行。本集團餘下視像顯示解決方案的收益約為2.9百萬港元(截至二零二一年八月三十一日止三個月：約為2.8百萬港元)則來自企業活動、展覽、體育及休閒活動以及其他現場表演等其他現場活動以及設備租賃。

資訊科技諮詢

於二零二二年八月十八日，本集團完成收購深圳市鑫杭信息科技有限公司(「**深圳鑫杭**」)22.9%已發行股本，該公司主要在中國從事提供資訊科技諮詢服務。由於本集團對深圳鑫杭的董事會擁有控制權，深圳鑫杭的財務業績自二零二二年八月十八日起與本集團截至二零二二年八月三十一日止三個月的未經審核簡明綜合第一季度業績綜合入賬。

截至二零二二年八月三十一日止三個月，提供資訊科技諮詢服務的收益約為3.7百萬港元(佔本集團總收益的33.1%)，主要由一名中國客戶的資訊科技項目貢獻。

FINANCIAL REVIEW

Revenue

The Group generates revenue from providing (i) visual display solutions to its customers in relation to pop concert shows and various other live events; (ii) information technology consulting services; and (iii) equipment rental.

The following table sets out a breakdown of the Group's revenue by source of income during the three months ended 31 August 2022 with the comparative figures for the three months ended 31 August 2021:

| | | Three months ended 31 August 2022 截至二零二二年 八月三十一日止三個月 | | Three months ended 31 August 2021 截至二零二一年 八月三十一日止三個月 | |
|-----------------------------------|----------|---|--|---|--|
| | | HK\$'000 | % of total revenue 佔收益 總額的 百分比 | HK\$'000 | % of total revenue 佔收益 總額的 百分比 |
| | | 千港元 | | 千港元 | |
| Visual display solutions | 視像顯示解決方案 | 7,231 | 65 | 4,552 | 98 |
| Information technology consulting | 資訊科技諮詢 | 3,688 | 33 | — | — |
| Equipment rental | 設備租賃 | 233 | 2 | 78 | 2 |
| Total | 總計 | 11,152 | 100 | 4,630 | 100 |

During the three months ended 31 August 2022, the Group principally derived its revenue from the provision of visual display solutions and the provision of information technology consulting services, which accounted for 65% of the Group's total revenue (three months ended 31 August 2021: approximately 98%) and 33.1% of the Group's total revenue (three months ended 31 August 2021: Nil), respectively. The Group's revenue increased by approximately 140.9% from approximately HK\$4.6 million for the three months ended 31 August 2021 to approximately HK\$11.2 million for the three months ended 31 August 2022.

財務回顧

收益

本集團透過(i)為流行音樂演唱會及多種其他現場活動的相關客戶提供視像顯示解決方案；(ii)提供資訊科技諮詢服務；及(iii)提供設備租賃產生收益。

下表按收入來源載列本集團截至二零二二年八月三十一日止三個月的收益明細及截至二零二一年八月三十一日止三個月的比較數據：

截至二零二二年八月三十一日止三個月，本集團收益主要來自提供視像顯示解決方案及提供資訊科技諮詢服務，其分別佔本集團總收益的65%（截至二零二一年八月三十一日止三個月：約98%）及33.1%（截至二零二一年八月三十一日止三個月：無）。本集團收益由截至二零二一年八月三十一日止三個月的約4.6百萬港元增加約140.9%至截至二零二二年八月三十一日止三個月約11.2百萬港元。

Visual display solutions

The following table sets out a breakdown of the Group's revenue from visual display solutions during the three months ended 31 August 2022 with the comparative figures for the three months ended 31 August 2021. For the purpose of revenue breakdown presentation, other live events include corporate events, sports and recreation events, exhibitions and other live performances.

視像顯示解決方案

下表載列於截至二零二二年八月三十一日止三個月本集團來自視像顯示解決方案的收益明細連同截至二零二一年八月三十一日止三個月的比較數據。就呈列收益明細而言，其他現場活動包括企業活動、體育及休閒活動、展覽及其他現場表演。

| Three months ended 31 August 2022 截至二零二二年八月三十一日止三個月 | | | | | Three months ended 31 August 2021 截至二零二一年八月三十一日止三個月 | | | | |
|--|---------------------------|--|----------------------------------|--------------------------|--|---------------------------|--|----------------------------------|--------------------------|
| No. of shows | Revenue | % of total revenue from visual display solutions | | Average revenue per show | No. of shows | Revenue | % of total revenue from visual display solutions | | Average revenue per show |
| | | 估視像顯示解決方案 | 總收益的百分比 | | | | 估視像顯示解決方案 | 總收益的百分比 | |
| 演出數目 | 收益 (HK\$'000) (千港元) | 百分比 | 每場演出的平均收益 (HK\$'000) (千港元) | | 演出數目 | 收益 (HK\$'000) (千港元) | 百分比 | 每場演出的平均收益 (HK\$'000) (千港元) | |
| Pop concerts | 流行音樂 | | | | | | | | |
| | 演唱會 | 72 | 4,343 | 60.1 | 60 | 29 | 1,773 | 38.9 | 61 |
| Other live events | 其他現場活動 | 362 | 2,888 | 39.9 | 8 | 192 | 2,779 | 61.1 | 14 |
| Total revenue from visual display solutions | 視像顯示解決方案 方案收益 總額 | 434 | 7,231 | 100 | 17 | 221 | 4,552 | 100 | 21 |

The increase in revenue from pop concerts was mainly attributable to the increase in the number of pop concert shows undertaken by the Group from 29 for the three months ended 31 August 2021 to 72 for the three months ended 31 August 2022, which was partially offset by the slight decrease in the average revenue per show for pop concerts from approximately HK\$61,000 for the three months ended 31 August 2021 to approximately HK\$60,000 for the three months ended 31 August 2022.

來自流行音樂演唱會的收益增加乃主要由於本集團承接的流行音樂演唱會數量由截至二零二一年八月三十一日止三個月的29場增加至截至二零二二年八月三十一日止三個月的72場，惟部分被流行音樂演唱會每場演出的平均收益由截至二零二一年八月三十一日止三個月約61,000港元輕微減少至截至二零二二年八月三十一日止三個月約60,000港元所抵銷。

The increase in revenue from other live events was mainly attributable to the increase in the number of other live events undertaken by the Group from 192 for the three months ended 31 August 2021 to 362 for the three months ended 31 August 2022, which was partially offset by the decrease in the average revenue per show for other live events from approximately HK\$14,000 for the three months ended 31 August 2021 to HK\$8,000 for the three months ended 31 August 2022.

Revenue analysis by geographical location

The following table sets out a breakdown of the revenue of the Group from pop concerts by geographical location during the three months ended 31 August 2022 with comparative figures for the three months ended 31 August 2021:

來自其他現場活動的收益增加乃主要由於本集團承接的其他現場活動數量由截至二零二一年八月三十一日止三個月約192場增加至截至二零二二年八月三十一日止三個月的362場，惟部份被其他現場活動每場演出的平均收益由截至二零二一年八月三十一日止三個月約14,000港元減少至截至二零二二年八月三十一日止三個月約8,000港元所抵銷。

按地理位置劃分的收益分析

下表載列截至二零二二年八月三十一日止三個月本集團按地理位置劃分來自流行音樂演唱會的收益明細及截至二零二一年八月三十一日止三個月的比較數據：

| | | Three months ended 31 August 2022 截至二零二二年八月三十一日止三個月 | | | | Three months ended 31 August 2021 截至二零二一年八月三十一日止三個月 | | | |
|---------------------------------|-----------------|--|------------|---------------------------|--------------------------|--|------------|---------------------------|--------------------------|
| | | | | % of total | | | | % of total | |
| | | No. of shows | Revenue | revenue from pop concerts | Average revenue per show | No. of shows | Revenue | revenue from pop concerts | Average revenue per show |
| | | | | 佔流行音樂演唱會 | 每場演出的 | | | 佔流行音樂演唱會 | 每場演出的 |
| | | 演出數目 | 收益 | 總收益的百分比 | 平均收益 | 演出數目 | 收益 | 總收益的百分比 | 平均收益 |
| | | | (HK\$'000) | | (HK\$'000) | | (HK\$'000) | | (HK\$'000) |
| | | | (千港元) | | (千港元) | | (千港元) | | (千港元) |
| Pop concerts | 流行音樂演唱會 | | | | | | | | |
| Hong Kong | 香港 | 52 | 3,313 | 76.3 | 64 | 28 | 1,723 | 97.2 | 62 |
| PRC | 中國 | 14 | 48 | 1.1 | 3 | — | — | — | — |
| Macau | 澳門 | — | — | — | — | 1 | 50 | 2.8 | 50 |
| Others | 其他 | 6 | 982 | 22.6 | 164 | — | — | — | — |
| Total revenue from pop concerts | 流行音樂演唱會 收益總額 | 72 | 4,343 | 100 | 60 | 29 | 1,773 | 100 | 61 |

The following table sets out a breakdown of the revenue of the Group from other live events by geographical location during the three months ended 31 August 2022 with comparative figures for the three months ended 31 August 2021:

下表載列截至二零二二年八月三十一日止三個月本集團按地理位置劃分來自其他現場活動獲得的收益明細連同截至二零二一年八月三十一日止三個月的比較數據：

| Three months ended 31 August 2022 截至二零二二年八月三十一日止三個月 | | | | | Three months ended 31 August 2021 截至二零二一年八月三十一日止三個月 | | | | |
|--|------------|------------------------|----------------|--------------------------|--|---------|------------------------|----------------|--------------------------|
| No. of shows | Revenue | % of total revenue | | Average revenue per show | No. of shows | Revenue | % of total revenue | | Average revenue per show |
| | | from other live events | 佔其他現場活動總收益的百分比 | | | | from other live events | 佔其他現場活動總收益的百分比 | |
| 演出數目 | 收益 | 佔其他現場活動總收益的百分比 | 每場演出的平均收益 | (HK\$'000) | 演出數目 | 收益 | 佔其他現場活動總收益的百分比 | 每場演出的平均收益 | (HK\$'000) |
| | (千港元) | | (千港元) | | | (千港元) | | (千港元) | |
| Other live events | 其他現場活動 | | | | | | | | |
| Hong Kong | 香港 | 274 | 2,501 | 86.6 | 9 | 150 | 1,748 | 62.9 | 12 |
| PRC | 中國 | 57 | 316 | 10.9 | 6 | 32 | 754 | 27.1 | 24 |
| Macau | 澳門 | 30 | 7 | 0.3 | 0 | 10 | 277 | 10.0 | 28 |
| Others | 其他 | 1 | 64 | 2.2 | 64 | — | — | — | — |
| Total revenue from other live events | 其他現場活動收益總額 | 362 | 2,888 | 100 | 8 | 192 | 2,779 | 100 | 14 |

Information technology consulting

On 18 August 2022, the Group has completed the acquisition of 22.9% of the issued share capital of Shenzhen Xinhang, which is principally engaged in the provision of information technology consulting services in the PRC. As the Group has control over the board of directors of Shenzhen Xinhang, the financial results of Shenzhen Xinhang were consolidated to the Group's unaudited condensed consolidated first quarter results for the three months ended 31 August 2022 since 18 August 2022.

資訊科技諮詢

於二零二二年八月十八日，本集團完成收購深圳鑫杭22.9%已發行股本，該公司主要在中國從事提供資訊科技諮詢服務。由於本集團對深圳鑫杭的董事會擁有控制權，深圳鑫杭的財務業績自二零二二年八月十八日起與本集團截至二零二二年八月三十一日止三個月的未經審核簡明綜合第一季度業績綜合入賬。

During the three months ended 31 August 2022, the revenue of provision of information technology consulting services amounted to approximately HK\$3.9 million (representing 33.1% of the Group's total revenue), which was mainly contributed by an information technology project of a customer in the PRC.

Gross profit/(loss) and gross profit/(loss) margin

The gross profit of the Group for the three months ended 31 August 2022 amounted to approximately HK\$0.1 million (three months ended 31 August 2021: gross loss of approximately HK\$3.4 million), representing a gross profit margin of approximately 1% (three months ended 31 August 2021: gross loss margin of approximately 73%). The increase of the gross profit/(loss) margin was mainly attributable to the increase in revenue.

Income tax expense

The Group is subject to income tax on an enterprise basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

During the three months ended 31 August 2022 and the three months ended 31 August 2021, all PRC subsidiaries of the Company were subject to the PRC Enterprise Income Tax at the rate of 25.0%.

Pursuant to the enactment of the two-tiered profit tax rates issued by the IRD from the year of assessment 2018/19 onwards, the Group's first HK\$2 million of assessable profits under Hong Kong profits tax for the three months ended 31 August 2022 is subject to a tax rate of 8.25%, while the remaining assessable profits are subject to a tax rate of 16.5%. During the three months ended 31 August 2022, no Hong Kong profits tax has been provided for as the Group did not generate any estimated assessable profit (three months ended 31 August 2021: same).

截至二零二二年八月三十一日止三個月，提供資訊科技諮詢服務的收益約為3.9百萬港元（佔本集團總收益的33.1%），主要由一名中國客戶的資訊科技項目貢獻。

毛利／（毛損）及毛利／（毛損）率

截至二零二二年八月三十一日止三個月，本集團的毛利約為0.1百萬港元（截至二零二一年八月三十一日止三個月：毛損約3.4百萬港元），毛利率約為1%（截至二零二一年八月三十一日止三個月：毛損率約73%）。毛利／（毛損）率增加乃主要由於收益增加。

所得稅開支

本集團須就產生或源自本集團成員公司所處及經營所在司法權區的溢利繳納企業所得稅。

於截至二零二二年八月三十一日止三個月及截至二零二一年八月三十一日止三個月，本公司的所有中國附屬公司按25.0%稅率繳納中國企業所得稅。

根據稅務局自二零一八／一九評稅年度起頒佈的兩級制利得稅稅率，截至二零二二年八月三十一日止三個月本集團於香港利得稅項下首2百萬港元的應課稅溢利按稅率8.25%計算，而剩餘應課稅溢利則按稅率16.5%計算。於截至二零二二年八月三十一日止三個月，本公司並無計提香港利得稅，乃因本集團並無產生任何估計應課稅溢利（截至二零二一年八月三十一日止三個月：相同）。

The Macau subsidiary of the Company was subject to Macau complementary tax at the rate of 12.0% on the estimated assessable income exceeding MOP600,000 during the three months ended 31 August 2022 and the three months ended 31 August 2021.

There was no effective income tax of the Group for the three months ended 31 August 2022 (three months ended 31 August 2021: nil).

Profit/(Loss) for the period

As a result of the foregoing, the Group's profit was approximately HK\$8.0 million for the three months ended 31 August 2022, as compared with a loss of approximately HK\$6.5 million for the corresponding period in 2021. The profit was mainly due to the gain on bargain purchase of a subsidiary which amounted to approximately HK\$12.0 million for the three months ended 31 August 2022.

Excluding the gain on bargain purchase, the Group incurred a loss for the period which amounted to approximately HK\$4.0 million. Although the revenue for the three months ended 31 August 2022 has increased by HK\$6.5 million compared with the corresponding period in 2021, the increment was still insufficient to compensate the cost of services and administrative expenses during the period (including the high equipment depreciation cost).

LIQUIDITY AND CAPITAL RESOURCES

Financial Resources, Liquidity and Capital Structure

The Group finances its operations primarily through cash generated from operating activities and interest-bearing bank borrowing, overdrafts and finance leases. The Group recorded net current asset of approximately HK\$120.7 million as at 31 August 2022 (31 August 2021: net current liabilities of approximately HK\$15.2 million).

於截至二零二二年八月三十一日止三個月及截至二零二一年八月三十一日止三個月，本公司的澳門附屬公司估計應課稅收入超過600,000澳門元的部分須按12.0%稅率繳納澳門所得補充稅。

截至二零二二年八月三十一日止三個月，本集團並無實際所得稅(截至二零二一年八月三十一日止三個月：無)。

期內溢利／(虧損)

由於上述原因，截至二零二二年八月三十一日止三個月，本集團的溢利約為8.0百萬港元，而二零二一年同期的虧損則約為6.5百萬港元。出現溢利，乃主要由於截至二零二二年八月三十一日止三個月出現有關一間附屬公司之議價收購收益約12.0百萬港元。

如果不考慮議價收購收益，本集團產生期內虧損約為4.0百萬港元。雖然截至二零二二年八月三十一日止三個月的收益比二零二一年同期增加6.5百萬港元，但增幅仍不足以填補期內服務成本和行政開支(包括高額的設備折舊費)。

流動資金及資本資源

財務資源、流動資金及資本架構

本集團主要通過經營活動產生的現金及計息銀行借款、透支及融資租賃為其經營提供資金。本集團於二零二二年八月三十一日錄得流動資產淨值約為120.7百萬港元(二零二一年八月三十一日：流動負債淨額約15.2百萬港元)。

As at 31 August 2022, the Group's current ratio was approximately 2.20 (31 August 2021: approximately 0.53) and the Group's gearing ratio calculated based on the total debt (including shareholder's loans) at the end of the period divided by total equity at the end of the period was approximately 22.4% (31 August 2021: approximately 17.7%). The increase of the Group's gearing ratio in the three months ended 31 August 2022 was mainly due to the increase in shareholder's loans.

As at 31 August 2022, the maximum limit of the banking facilities available to the Group amounted to HK\$13 million. The bank borrowings were denominated in Hong Kong dollars, repayable within one year or on demand and interest-bearing at floating rates from 2.8% to 4.2% per annum (31 August 2021: 2.8% to 3.8% per annum).

As at 31 August 2022, the capital structure of the Group consisted of equity attributable to owners of the Company of approximately HK\$54.3 million, comprising issued share capital and reserves.

The Shares were listed on GEM of the Stock Exchange on 14 June 2017. There has been no change in the capital structure of the Group since then.

FOREIGN CURRENCY EXPOSURE RISKS

The Group operates mainly in the PRC including Hong Kong and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to certain purchases with United States dollars ("US\$") and Macau Patacas ("MOP"). Foreign exchange risk arises when future commercial transactions, recognised assets and liabilities are denominated in a currency that is not the group entities' functional currency. The Group however did not engage in any derivatives agreements and did not commit to any financial instrument to hedge its foreign exchange exposure during the three months ended 31 August 2022.

於二零二二年八月三十一日，本集團的流動比率約為2.20（二零二一年八月三十一日：約0.53）及本集團的資產負債比率以期末債務（包括股東貸款）總額除以期末權益總額計算約為22.4%（二零二一年八月三十一日：約17.7%）。本集團資產負債比率於截至二零二二年八月三十一日止三個月增加乃主要由於股東貸款增加。

於二零二二年八月三十一日，本集團最大限額銀行融資為13百萬港元。銀行借款以港元計值，須於一年內或按要求償還，浮動年利率介乎2.8%至4.2%（二零二一年八月三十一日：年利率介乎2.8%至3.8%）。

於二零二二年八月三十一日，本集團資本架構包括本公司擁有人應佔權益約54.3百萬港元（包括已發行股本及儲備）。

股份於二零一七年六月十四日於聯交所GEM上市。此後，本集團資本架構概無變動。

外匯風險

本集團主要在中國（包括香港）經營，並面臨各種貨幣風險所引起的外匯風險，主要指若干以美元（「美元」）及澳門元（「澳門元」）的購買。當未來商業交易、確認資產及負債以非集團實體功能貨幣計值時，則會出現外匯風險。然而，於截至二零二二年八月三十一日止三個月，本集團並未涉及任何衍生工具協議及並無訂立任何金融工具以對沖外匯風險。

TREASURY POLICIES

The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the three months ended 31 August 2022. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES

On 18 August 2022, the Group completed the acquisition of 22.9% of the issued share capital of Shenzhen Xinhang, which is principally engaged in the provision of information technology consulting services in the PRC. As the Group has control over the board of directors of Shenzhen Xinhang, the financial results of Shenzhen Xinhang were consolidated to the Group's unaudited condensed consolidated first quarter results for the three months ended 31 August 2022 since 18 August 2022.

Save as disclosed above, during the three months ended 31 August 2022, the Group did not have any significant investments, material acquisitions nor disposals of subsidiaries and affiliated companies.

CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES

As at 31 August 2022, the Group did not have any material capital commitments or any material contingent liabilities.

庫務政策

本集團對其庫務政策採取審慎的財務管理方法，因此，截至二零二二年八月三十一日止三個月整段期間保持了健康的流動資金狀況。本集團力求通過持續的信貸評估及對其客戶財務狀況進行評估以降低信用風險。為管理流動性風險，董事會密切監察本集團的流動資金狀況，確保本集團資產、負債及其他承諾的流動性結構不時滿足其資金需求。

重大投資、重大收購及出售附屬公司

二零二二年八月十八日，本集團完成收購深圳鑫杭22.9%已發行股本，該公司主要在中國從事提供資訊科技諮詢服務。由於本集團對深圳鑫杭的董事會擁有控制權，深圳鑫杭的財務業績自二零二二年八月十八日起與本集團截至二零二二年八月三十一日止三個月的未經審核簡明綜合第一季度業績綜合入賬。

除上文所披露者外，在截至二零二二年八月三十一日止三個月內，本集團沒有任何重大投資、重大收購或出售附屬公司及聯屬公司。

資本承擔及或有負債

於二零二二年八月三十一日，本集團並無任何重大資本承擔事項或任何重大或有負債。

DIVIDEND

The Board does not recommend the payment of dividend for the three months ended 31 August 2022.

PLEDGE OF ASSETS

As at 31 August 2022, the Group did not have any pledged short-term bank deposits as security for the Group's banking facilities (31 August 2021: Nil).

EMPLOYEES AND REMUNERATION POLICIES

As at 31 August 2022, the Group engaged a total of 79 employees (31 August 2021: 61) including the Directors. For the three months ended 31 August 2022, total staff costs amounted to approximately HK\$3.4 million (three months ended 31 August 2021: approximately HK\$2.5 million). Remuneration (including employees' benefits) is maintained at an attractive level and reviewed on a periodic basis. Employees' salary and relevant benefits are determined on the basis of performance, qualification, experience, positions and the Group's business performance.

EVENTS AFTER THE REPORTING PERIOD

The Directors are not aware of any significant event requiring disclosure that has taken place subsequent to 31 August 2022 and up to the date of this report.

股息

董事會不建議派付截至二零二二年八月三十一日止三個月的股息。

資產抵押

於二零二二年八月三十一日，本集團並無任何已抵押短期銀行存款，作為本集團銀行融資之抵押（二零二一年八月三十一日：無）。

僱員及薪酬政策

於二零二二年八月三十一日，本集團共聘用79名僱員（二零二一年八月三十一日：61名），其中包括董事。截至二零二二年八月三十一日止三個月，員工成本總額約為3.4百萬港元（截至二零二一年八月三十一日止三個月：約2.5百萬港元）。薪酬（包括僱員福利）維持在有吸引力的水平，並定期審查。僱員薪酬及相關福利乃根據表現、資質、經驗、職位以及本集團業務績效確定。

報告期後事項

由二零二二年八月三十一日起至本報告日期，董事會並不知悉有發生任何須予披露的重大事件。

AUDIT COMMITTEE

The Company has established an audit committee on 19 May 2017 (the “**Audit Committee**”) with written terms of reference in compliance with Rules 5.28 to 5.29 of the GEM Listing Rules. The primary duties of the Audit Committee are to review the Company’s draft annual, interim and quarterly financial reports and accounts and to provide advice and comments thereon to the Board. The Audit Committee is also responsible for reviewing and supervising the financial reporting process and internal control procedures of the Group. The Audit Committee currently comprises four independent non-executive Directors, namely Mr. Ji Gui Bao, Mr. Cui Hai Bin, Mr. Chen Yue and Ms. Jiang Yu E. Mr. Ji Gui Bao is the chairman of the Audit Committee.

The Audit Committee has reviewed this report and the unaudited condensed consolidated results of the Group for the three months ended 31 August 2022 and the effectiveness of internal control system of the Group.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SECURITIES

The Directors confirm that neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the three months ended 31 August 2022.

審核委員會

本公司已遵照GEM上市規則第5.28條至第5.29條於二零一七年五月十九日成立審核委員會(「**審核委員會**」)，並訂有書面職權範圍。審核委員會主要職責為審查本公司的年度、中期及季度財務報告及賬目草擬本，並就此向董事會提供建議及意見。審核委員會亦負責審查及監督本集團財務申報流程及內部控制程序。審核委員會目前由四名獨立非執行董事(即紀貴寶先生、崔海濱先生、陳越先生及姜玉娥女士)組成。紀貴寶先生為審核委員會主席。

審核委員會已審閱本報告及本集團截至二零二二年八月三十一日止三個月之未經審核簡明綜合業績及內部控制制度的有效性。

購買、出售或贖回本公司上市證券

董事確認，截至二零二二年八月三十一日止三個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

DIRECTORS' AND CONTROLLING SHAREHOLDERS' INTERESTS IN COMPETING BUSINESS

During the three months ended 31 August 2022, the Directors are not aware of any business and interest of the Directors nor the controlling shareholders of the Company nor any of their respective close associates (as defined in the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflict of interests which any such person has or may have with the Group.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding Directors' securities transactions on terms no less than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiries of all Directors, the Company confirms that all of the Directors complied with such required standard of dealings and its code of conduct regarding directors' securities transactions during the three months ended 31 August 2022.

董事及控股股東在競爭業務中的權益

於截至二零二二年八月三十一日止三個月，董事並不知悉董事或本公司控股股東或彼等各自的任何緊密聯繫人（定義見GEM上市規則）擁有任何對本集團業務構成或可能構成競爭的業務及權益，亦不知悉任何有關人士與本集團存在或可能存在任何其他利益衝突。

董事證券交易

本公司已採納有關董事進行證券交易的行為守則，其條款不遜於GEM上市規則第5.48條至第5.67條所載的規定交易標準。本公司對所有董事作出具體查詢後，確認所有董事均於截至二零二二年八月三十一日止三個月遵守規定的交易標準及有關董事進行證券交易的行為守則。

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

As at 31 August 2022, the interests and short positions of the Directors or the chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) which were (i) recorded in the register to be kept pursuant to section 352 of the SFO; or (ii) otherwise notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by Directors, were as follows:

(i) Interests in the Company

| Name of Director | Capacity/Nature of interest | Number of ordinary shares of the Company (the “Shares”)/ underlying shares (Note 1) 本公司普通股 (「股份」)/ 相關股份數目 (附註1) | Percentage of shareholding |
|-----------------------------------|---|---|----------------------------|
| 董事姓名 | 身份/權益性質 | | 股權百分比 |
| Mr. Ma Lie 馬烈先生 | Interest in a controlled corporation (Note 2) 受控法團權益(附註2) | 440,000,000 (L) | 55.0% |
| Mr. Yeung Ho Ting Dennis 楊浩廷先生 | Interest in a controlled corporation (Note 3) 受控制法團權益(附註3) | 80,000,000 (L) | 10.0% |
| Ms. Jiang Yu E 姜玉娥女士 | Beneficial Owner 實益擁有人 | 1,950,000 (L) | 0.24% |

董事及最高行政人員於本公司及其相聯法團的股份、相關股份及債權證中的權益及淡倉

於二零二二年八月三十一日，董事或本公司最高行政人員於本公司或其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份或債權證中，擁有(i)須記錄於根據證券及期貨條例第352條須備存的登記冊內的權益及淡倉，或(ii)根據GEM上市規則第5.46至第5.67條有關董事進行證券交易而須另行知會本公司及聯交所的權益及淡倉如下：

(i) 於本公司的權益

Notes:

1. The letter "L" denotes the person's long position in the Shares.
2. ST Ma. Ltd is wholly owned by Mr. Ma Lie, a chairman, an executive Director and controlling shareholder of the Company. By virtue of the SFO, Mr. Ma Lie was deemed to be interested in the Shares in which ST Ma. Ltd was interested.
3. Next Vision Management Limited ("Next Vision") is beneficially owned by Mr. Yeung Ho Ting Dennis, an executive Director and the chief executive officer of the Company, as to 75%. By virtue of the SFO, Mr. Yeung Ho Ting Dennis was deemed to be interested in the Shares in which Next Vision was interested.

附註：

1. 字母「L」代表相關人士於股份中的好倉。
2. ST Ma. Ltd由本公司主席、執行董事及控股股東馬烈先生全資擁有。根據證券及期貨條例，馬烈先生被視為於ST Ma. Ltd擁有權益的股份中擁有權益。
3. Next Vision Management Limited (「Next Vision」)由本公司執行董事及行政總裁楊浩廷先生實益擁有75%。根據證券及期貨條例，楊浩廷先生被視為於Next Vision擁有權益的股份中擁有權益。

(ii) Interest in associated corporation of the Company

(ii) 於本公司相聯法團中權益

| Name of Director | Name of associated corporation | Capacity | Number of shares (Note 1) 股份數目 (附註1) | Percentage of shareholding in associated corporation 佔相聯法團股權之百分比 |
|--------------------|---|---------------------------|---|---|
| Mr. Ma Lie 馬烈先生 | ST Ma. Ltd (Note 2) ST Ma. Ltd (附註2) | Beneficial owner 實益擁有人 | 50,000,000 (L) | 100.0% |

Notes:

1. The letter "L" denotes the person's long position in the shares.
2. ST Ma. Ltd is wholly owned by Mr. Ma Lie, a chairman, an executive Director and controlling shareholder of the Company. By virtue of the SFO, Mr. Ma Lie was deemed to be interested in the Shares in which ST Ma. Ltd was interested.

附註：

1. 字母「L」代表相關人士於股份中的好倉。
2. ST Ma. Ltd由本公司主席、執行董事及控股股東馬烈先生全資擁有。根據證券及期貨條例，馬烈先生被視為於ST Ma. Ltd擁有權益的股份中擁有權益。

Save as disclosed above, as at 31 August 2022, none of the Directors or the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were (i) recorded in the register to be kept pursuant to section 352 of the SFO; or (ii) otherwise notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by Directors.

除上文所披露者外，於二零二二年八月三十一日，概無董事或本公司最高行政人員於本公司或其相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中，擁有(i)須記錄於根據證券及期貨條例第352條須備存的登記冊內的權益及淡倉，或(ii)根據GEM上市規則第5.46至第5.67條有關董事進行證券交易而須另行知會本公司及聯交所的權益及淡倉。

INTERESTS AND SHORT POSITIONS OF THE SUBSTANTIAL SHAREHOLDERS IN SHARES AND UNDERLYING SHARES

主要股東於股份及相關股份中的權益及淡倉

As at 31 August 2022, so far as it is known to the Directors, the following persons (not being a Director or chief executive of the Company) had or were deemed to have interests or short positions in Shares or underlying Shares which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

於二零二二年八月三十一日，據董事所知，下列人士（本公司董事或最高行政人員除外）於股份或相關股份中擁有或被視為擁有須記錄於本公司根據證券及期貨條例第336條規定須存置的登記冊的權益或淡倉。

| Name of shareholder | Capacity/Nature of interest | Number of Shares held/ interested (Note 1) 持有／擁有權益 股份數目（附註1） | Percentage of shareholding |
|---|-----------------------------|---|----------------------------|
| 股東名稱 | 身份／權益性質 | | 股權百分比 |
| ST Ma. Ltd (Note 2) ST Ma. Ltd (附註2) | Beneficial owner 實益擁有人 | 440,000,000 (L) | 55.0% |
| Next Vision (Note 3) Next Vision (附註3) | Beneficial owner 實益擁有人 | 80,000,000 (L) | 10.0% |

Notes:

1. The letter "L" denotes the person's long position in the Shares.
2. ST Ma. Ltd is wholly owned by Mr. Ma Lie, a chairman, an executive Director and controlling shareholder of the Company. By virtue of the SFO, Mr. Ma Lie was deemed to be interested in the Shares in which ST Ma. Ltd was interested.
3. Next Vision was beneficially owned by Mr. Yeung Ho Ting Dennis, an executive Director and the chief executive officer of the Company, as to 75%. By virtue of the SFO, Mr. Yeung Ho Ting Dennis was deemed to be interested in the Shares in which Next Vision was interested.

Save as disclosed above, as at 31 August 2022, the Directors have not been notified by any person who had interests or short positions in the Shares or underlying Shares as recorded in the register required to be kept pursuant to Section 336 of the SFO.

SHARE OPTION SCHEME

The Company conditionally adopted a share option scheme (the "Scheme") on 19 May 2017. The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules. No share option has been granted since the adoption of the Scheme and there was no share option outstanding as at 31 August 2022.

CORPORATE GOVERNANCE

The Company is firmly committed to maintaining and ensuring a high level of corporate governance standards and will review and improve the corporate governance practices and standards constantly. The Company has complied with the code provisions set out in the CG Code (as defined below) contained in Appendix 15 to the GEM Listing Rules (the "CG Code") during the three months ended 31 August 2022.

附註：

1. 字母「L」代表相關人士於股份中的好倉。
2. ST Ma. Ltd由本公司主席、執行董事及控股股東馬烈先生全資擁有。根據證券及期貨條例，馬烈先生被視為於ST Ma. Ltd擁有權益的股份中擁有權益。
3. Next Vision由本公司執行董事及行政總裁楊浩廷先生實益擁有75%。根據證券及期貨條例，楊浩廷先生被視為於Next Vision擁有權益的股份中擁有權益。

除上文所披露者外，於二零二二年八月三十一日，概無任何人士已經知會董事於股份或相關股份中擁有須記存於根據證券及期貨條例第336條規定存置的登記冊的權益或淡倉。

購股權計劃

本公司於二零一七年五月十九日有條件地採納購股權計劃（「該計劃」）。該計劃之條款符合GEM上市規則第23章之條文。自採納該計劃以來概無授予購股權及於二零二二年八月三十一日概無未行使之購股權。

企業管治

本公司堅定不移地維持及確保保持高水準的企業管治，不斷審查及完善企業管治慣例及標準。本公司於截至二零二二年八月三十一日止三個月，已遵守GEM上市規則附錄十五所載企業管治守則（定義如下）（「企業管治守則」）所載之守則條文。

COMMUNICATION WITH SHAREHOLDERS

The Company believes that maintaining a high level of transparency is a key to enhancing investor relations. It is committed to a policy of open and timely disclosure of corporate information to its shareholders and investment public. The Company updates the shareholders on its latest business developments and financial performance through its quarterly, interim and annual reports and communicates with the shareholders through annual general meetings and extraordinary general meetings. In compliance with the requirements of the GEM Listing Rules, the Company issued regular reports, announcements, circulars and notice of general meetings. Always updated with the latest information, the corporate website of the Company (www.intechproductions.com) has provided an effective communication platform to the public and the shareholders.

OUTLOOK

The Group will make steady progress in accordance with its business plans and its actual operational conditions, so as to facilitate effective implementation of the business objectives of the Company and bring benefits from it.

Apart from the above, the Group will actively explore investment opportunities related to visual display technology and other related information technology in the future to diversify its business scope, thereby creating long-term value for shareholders and the Group.

By order of the Board
**In Technical Productions
Holdings Limited**
Ma Lie
Chairman

Hong Kong, 11 October 2022

股東通訊

本公司認為保持高水準的透明度是加強投資者關係的關鍵。我們秉持向股東及公眾投資者公開及時披露企業資訊的政策。本公司通過季度、中期及年度報告向股東更新其最新業務發展情況及財務表現，並通過股東週年大會及股東特別大會與股東溝通。按照GEM上市規則的規定，本公司定期發佈報告、公佈、通函及股東大會通告。本公司的公司網站(www.intechproductions.com)會持續發佈最新資訊，為公眾及股東提供一個有效的溝通平台。

展望

本集團將按照其業務規劃，並結合實際運營情況穩步推進業務發展，以有效落實本公司的各項業務目標並從中獲利。

此外，本集團未來會積極探索有關視覺顯示技術及與其他資訊科技相關的投資機會以使其商業範疇更多元化，並為股東及本集團創造長遠價值。

承董事會命
**In Technical Productions
Holdings Limited**
主席
馬烈

香港，二零二二年十月十一日

The image features a blue background with a complex geometric pattern of overlapping triangles and polygons. In the lower-left quadrant, there is a grid of small, light blue circles. Centered in the middle of the page is the text "ITP" in a bold, dark blue, sans-serif font.

ITP