

TASTY CONCEPTS HOLDING LIMITED

(Incorporated in the Cayman Islands with limited liability)



賞之味控股有限公司

Stock Code: 8096

INTERIM REPORT

2023/2024

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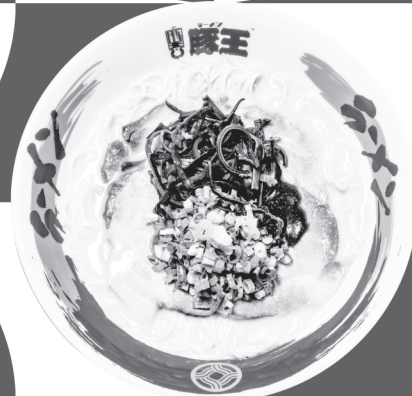
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*This report, for which the directors (the “**Directors**”) of Tasty Concepts Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of the Stock Exchange for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors:

Mr. Tang Chun Ho Chandler
(Chairman and Chief Executive Officer)
Ms. Sung Kwan Wun

Independent non-executive Directors:

Mr. Ho Lai Chuen
Ms. Li Mingrong
Mr. Lui Sze Ho

BOARD COMMITTEES

Audit Committee

Mr. Lui Sze Ho *(Chairman)*
Mr. Ho Lai Chuen
Ms. Li Mingrong

Remuneration Committee

Mr. Ho Lai Chuen *(Chairman)*
Mr. Tang Chun Ho Chandler
Mr. Lui Sze Ho

Nomination Committee

Mr. Tang Chun Ho Chandler *(Chairman)*
Mr. Ho Lai Chuen
Mr. Lui Sze Ho

COMPANY SECRETARY

Ms. Wong Tsz Yan Pinky
(resigned on 8 November 2023)
Mr. Man Yun Wah *(appointed on 8 November 2023)*

AUTHORISED REPRESENTATIVES

Mr. Tang Chun Ho Chandler
Ms. Wong Tsz Yan Pinky
(resigned on 8 November 2023)
Mr. Man Yun Wah *(appointed on 8 November 2023)*

COMPLIANCE OFFICER

Mr. Tang Chun Ho Chandler

AUDITOR

D & PARTNERS CPA LIMITED
Room 2201, 22/F, West Exchange Tower
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Sheung Wan
Hong Kong

REGISTERED OFFICE IN THE CAYMAN ISLANDS

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Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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Kowloon
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PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

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

PRINCIPAL BANK

The Hongkong and Shanghai Banking Corporation Limited

COMPANY'S WEBSITE

www.butaoramen.com

STOCK CODE

8096

FINANCIAL HIGHLIGHTS

- The Group's revenue for the six months ended 30 September 2023 was approximately HK\$23.5 million, representing an increase of approximately 12.4% when compared with that of the corresponding period in 2022.
- Loss for the six months ended 30 September 2023 attributable to owners of the Company was approximately HK\$3.8 million, representing a decrease of approximately 28.3% when compared with that of the corresponding period in 2022.
- The board (the "**Board**") of Directors did not recommend payment of any dividend for the six months ended 30 September 2023 (2022: Nil).



CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and six months ended 30 September 2023

	Notes	For the three months ended 30 September		For the six months ended 30 September	
		2023	2022	2023	2022
		HK\$'000 (Unaudited)	HK\$'000 (Unaudited)	HK\$'000 (Unaudited)	HK\$'000 (Unaudited)
Revenue	4	11,428	12,293	23,462	20,893
Cost of inventories		(3,317)	(2,787)	(6,393)	(5,008)
Other income	5	36	823	86	1,533
Other gains and losses	5	(2)	(17)	(2)	(31)
Staff costs		(4,762)	(5,930)	(10,096)	(10,421)
Rental and related expenses		(632)	(738)	(1,214)	(1,293)
Depreciation expenses		(1,864)	(842)	(3,591)	(1,304)
Equity-settled share-based payments		–	–	–	(2,019)
Other expenses		(3,267)	(4,915)	(5,514)	(7,287)
Finance costs	6	(206)	(156)	(419)	(299)
Loss before taxation		(2,586)	(2,269)	(3,681)	(5,236)
Taxation	8	–	(49)	–	(135)
Loss for the period		(2,586)	(2,318)	(3,681)	(5,371)
Other comprehensive income (expense) for the period					
<i>Item that may be reclassified subsequently to profit or loss:</i>					
Exchange differences arising on the translation of foreign operations		(13)	(10)	34	22
Total comprehensive expense for the period		(2,599)	(2,328)	(3,647)	(5,349)
Loss for the period attributable to:					
– owners of the Company		(2,633)	(2,312)	(3,754)	(5,269)
– non-controlling interests		47	(6)	73	(102)
		(2,586)	(2,318)	(3,681)	(5,371)
Total comprehensive expenses for the period attributable to:					
– owners of the Company		(2,646)	(2,318)	(3,720)	(5,243)
– non-controlling interests		47	(6)	73	(102)
		(2,599)	(2,324)	(3,647)	(5,345)
Loss per share					
Basic (HK cents)	10	(4.79)	(4.29)	(6.83)	(10.14)
Diluted (HK cents)	10	N/A	N/A	N/A	N/A

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2023

	Notes	30 September 2023 HK\$'000 (Unaudited)	31 March 2023 HK\$'000 (Audited)
Non-current assets			
Right-of-use assets	11	10,064	10,060
Property and equipment	11	3,473	3,763
Deposits	12	1,595	2,326
		15,132	16,149
Current assets			
Inventories		673	590
Trade and other receivables, deposits and prepayments	12	5,877	5,747
Bank balances and cash		5,650	6,594
		12,200	12,931
Current liabilities			
Trade and other payables and accruals	13	7,547	6,903
Tax payable		86	75
Bank borrowings		–	149
Amount due to a shareholder		7,451	5,540
Lease liabilities		6,837	6,381
Provisions		194	253
		22,115	19,301
Net current liabilities		(9,915)	(6,370)
Total assets less current liabilities		5,217	9,779
Non-current liabilities			
Lease liabilities		6,895	7,891
Provisions		238	157
		7,133	8,048
Net (liabilities)/assets		(1,916)	1,731
Capital and reserves			
Share capital	14	5,500	5,500
Reserves		(5,431)	(1,711)
Equity attribute to owners of the Company		69	3,789
Non-controlling interests		(1,985)	(2,058)
Total equity		(1,916)	1,731

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the six months ended 30 September 2023

	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Statutory reserve HK\$'000 <i>(Note i)</i>	Translation reserve HK\$'000	Accumulated losses HK\$'000	Share options reserve HK\$'000 <i>(Note ii)</i>	Sub total HK\$'000	Non- controlling interests HK\$'000	Total HK\$'000
At 1 April 2022 (audited)	5,000	64,646	9,107	26	(118)	(71,175)	-	7,486	(1,969)	5,517
Loss for the period	-	-	-	-	-	(5,269)	-	(5,269)	(102)	(5,371)
Other comprehensive income for the period	-	-	-	-	22	-	-	22	-	22
Total comprehensive income (expense) for the period	-	-	-	-	22	(5,269)	-	(5,247)	(102)	(5,349)
Recognition of equity-settled share-based compensation	-	-	-	-	-	-	2,019	2,019	-	2,019
Issue of shares upon exercise of share options	500	5,309	-	-	-	-	(2,019)	3,790	-	3,790
At 30 September 2022 (unaudited)	5,500	69,955	9,107	26	(96)	(76,444)	-	8,048	(2,071)	5,977
At 1 April 2023 (audited)	5,500	69,955	9,107	26	26	(80,825)	-	3,789	(2,058)	1,731
Loss for the period	-	-	-	-	-	(3,754)	-	(3,754)	73	(3,681)
Other comprehensive income for the period	-	-	-	-	34	-	-	34	-	34
Total comprehensive income (expense) for the period	-	-	-	-	34	(3,754)	-	(3,720)	73	(3,647)
At 30 September 2023 (unaudited)	5,500	69,955	9,107	26	60	(84,579)	-	69	(1,985)	(1,916)

Notes:

- (i) In accordance with statutory requirements in the People's Republic of China (the "PRC"), other than Hong Kong, subsidiaries registered in the PRC are required to transfer a certain percentage of the annual net income from accumulated profits to the statutory funds, until the statutory funds are accumulated up to 50% of its registered capital. Under normal circumstances, the statutory funds are not allowed to be distributed to the subsidiaries' shareholders as dividends. The statutory funds shall only be used for offsetting accumulated losses, capitalisation into paid-in capital and expansion of its production and operations.
- (ii) Share options reserve represents the cumulative expenses recognised on the granting of share options to the grantees. Recognition of equity-settled share-based payments spread over the vesting period of the share options or if the case there is no vesting period required, equity-settled share-based payments are fully recognised on the grant date of the share options.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2023

	For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Net cash generated from operating activities	1,532	2,211
Net cash used in investing activities	(170)	(490)
Net cash used in financing activities	(2,341)	(4,958)
Net decrease in cash and cash equivalents	(979)	(3,237)
Cash and cash equivalents at the beginning of the period	6,594	11,619
Effect of foreign exchange rate changes	35	–
Cash and cash equivalents at the end of the period	5,650	8,382

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

1. GENERAL

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 23 July 2018 under the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The shares of the Company were listed on GEM of the Stock Exchange on 15 March 2019 (the "**Listing**"). The addresses of the registered office and the principal place of business of the Company are Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands and Room 206, 2/F., Seaview Centre, 139-141 Hoi Bun Road, Kowloon, Hong Kong respectively.

The Company acts as an investment holding company and its subsidiaries are principally engaged in operation of restaurants in Hong Kong.

The unaudited condensed consolidated financial statements for the six months ended 30 September 2023 are presented in Hong Kong Dollar ("**HK\$**"), which is also the functional currency of the Company.

2. BASIS OF PREPARATION

These unaudited condensed consolidated financial statements for the six months ended 30 September 2023 have been prepared in accordance with the accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**"). In addition, the unaudited condensed consolidated financial statements include the applicable disclosure provisions of Chapter 18 of the GEM Listing Rules and the Companies Ordinance (Chapter 622 of the laws of Hong Kong). The unaudited condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 March 2023.

GOING CONCERN ASSUMPTION

In preparing the unaudited condensed consolidated financial statements, the directors of the Company have given careful consideration to the future liquidity and performance of the Group and the Company in light of the fact that:

- (i) The Group incurred a loss attribute to the owners of the Company of approximately HK\$3.8 million for the six months ended 30 September 2023.
- (ii) The Group's current liabilities exceeded its current assets by approximately HK\$9.9 million as at 30 September 2023. The Group's total liabilities exceeded its total assets by approximately HK\$1.9 million as at 30 September 2023.
- (iii) the Group served a number of claims as result of arrears rent and related expenses. These claims are legal proceedings and the outcomes might have a significant impact on the continuity of the Group and the Company.

In view of such circumstances, which indicate the existence of uncertainties that may cast doubt about the Group's and the Company's ability to continue as a going concern.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

2. BASIS OF PREPARATION *(Continued)*

GOING CONCERN ASSUMPTION *(Continued)*

The unaudited condensed consolidated financial statements have been prepared on the assumptions that the Group will continue to operate as a going concern notwithstanding the conditions prevailing as at 30 September 2023 and subsequently thereto up to the date when the unaudited condensed consolidated financial statements are authorised for issue. In order to improve the Group's financial position, immediate liquidity and cash flows, and otherwise to sustain the Group as a going concern, the directors of the Company have adopted several measures together with other measures in progress at the date when the unaudited condensed consolidated financial statements are authorised for issue, but not limited to, the followings:

- (a) Management of the Company is working closely with the Group's lawyers to settle the claims and litigations arisen from arrears rent and related expenses for the benefits of the Group.
- (b) Implementing comprehensive polices to monitor cash flows through cutting costs and capital expenditure;
- (c) Mr. Tang Chun Ho Chandler, one of the shareholder of the Group, has agreed not to demand any payment from the Group within the next twelve months from 30 September 2023 which regarding to the amount due to a shareholder of HK\$7,451,000 as at 30 September 2023; and
- (d) The Group proposed to raise funds by way of a rights issue of 137,500,000 rights shares at the subscription price of HK\$0.2 each and on the basis of five (5) rights shares for every two (2) shares. Based on the results of the rights issue, the rights shares allotted and issued amounted to 137,500,000. The gross proceeds raised from the rights issue were approximately HK\$27.5 million (before expenses).

The directors of the Company, based on a cash flow forecast of the Group covering a period up to 30 September 2024 which has taken into account the abovementioned plans and measures, consider that the Group would have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due within the next twelve months from the date of the unaudited condensed consolidated financial statements. Accordingly, the directors of the Company are of the opinion that it is appropriate to prepare the unaudited condensed consolidated financial statements for the six months ended 30 September 2023 on a going concern basis of accounting.

Should the going concern basis of accounting become inappropriate, adjustments might have to be made to reflect the situation that assets may need to be realised at the amounts other than which they are currently recorded in the unaudited condensed consolidated statement of financial position at 30 September 2023, to provide for any further liabilities which might arise, and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in these unaudited condensed consolidated financial statements.

The accounting policies and methods of computation used in preparing the unaudited condensed consolidated financial statements for the six months ended 30 September 2023 are consistent with those used in the Group's annual financial statements for the year ended 31 March 2023 except as described below.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

3. APPLICATION OF NEW AND AMENDMENTS TO HKFRSs

ADOPTION OF NEW AND AMENDMENTS TO HKFRSs

In the current period, the Group has adopted all the new and revised HKFRSs, including Hong Kong Accounting Standards (“**HKASs**”) and Interpretations, issued by the HKICPA that are relevant to its operations and effective for its accounting period beginning on 1 April 2023. The adoption of these new and revised HKFRSs in the current period has no material effect on the Group’s financial positions and performance for the current and prior years and/or on the amounts and/or disclosures set out in these unaudited condensed consolidated financial statements.

Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies
Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
HKFRS 17 (including the October 2020 and February 2022 Amendments to HKFRS 17)	Insurance Contracts

NEW AND AMENDMENTS TO HKFRSs IN ISSUED BUT NOT YET EFFECTIVE

Except for the amendments to HKFRSs mentioned above, the Group has not applied the new HKFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new HKFRSs and anticipates that the application of these new HKFRSs would have no material impact on its results of operations and financial position.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

4. REVENUE AND SEGMENT INFORMATION

Revenue

Revenue represents the fair value of amounts received and receivable for services provided and goods sold and net of discount, during the period.

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Recognised at a point in time:				
Operation of restaurants in Hong Kong	10,394	11,701	21,581	19,773
Sales of food and related products to franchisees	719	450	1,286	806
Recognised over time:				
Royalty fee income from franchisees (Note i)	315	138	591	305
License fee income from a licensee (Note ii)	–	4	4	9
	11,428	12,293	23,462	20,893

Notes:

- (i) Royalty fee income is calculated with reference to the revenue or the number of the restaurants run by the franchisees for a term of three or five years.
- (ii) License fee income is calculated with reference to the production volume of the licensed products produced by the licensee for a term of two years.

Contracts for royalty fee income are under 3- or 5-year non-cancellable term in which the Group bills at a fixed rate on the sales generated from the use of trademark by the franchisees or the number of the restaurants run by the franchisees under the trademark. The Group elected to apply the practical expedient by recognising revenue in the amount to which the Group has the right to invoice. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied performance obligations is not disclosed.

Contracts for license fee income are under 2-year non-cancellable term in which the Group bills at a fixed amount for each licensing product produced by the licensee. The Group elected to apply the practical expedient by recognising revenue in the amount to which the Group has the right to invoice. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied performance obligations is not disclosed.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

4. REVENUE AND SEGMENT INFORMATION *(Continued)*

Segment information

The Group is principally engaged in operation of Japanese ramen restaurants and Hong Kong style restaurant in Hong Kong. This operating segment has been identified on the basis of internal management reports prepared in accordance with the Group's accounting policies. The executive Directors have been identified as the chief operating decision maker ("CODM"). The CODM reviews the Group's revenue analysis by geographical location in order to assess performance and allocation of resources.

Other than revenue analysis, no operating results or other discrete financial information is available for the assessment of performance and allocation of resources. The CODM reviews the results of the Group as a whole to make decisions. Accordingly, other than entity wide information, no analysis of this single operating segment is presented.

Geographical information

The Group's current operations are mainly located in Hong Kong. Information about the Group's revenue from external customers is presented based on the location of the customers. Information about its non-current assets by geographical location of assets is detailed below:

	Revenue				Non-current assets	
	For the three months ended		For the six months ended		As at	As at
	30 September		30 September			
	2023	2022	2023	2022	30 September	31 March
HK\$'000	HK\$'000	HK\$'000	HK\$'000	2023	2023	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Hong Kong	10,395	12,076	21,585	20,153	15,132	16,149
The PRC <i>(Note i)</i>	24	24	47	47	-	-
Macau Special Administrative Region of the PRC ("Macau") <i>(Note ii)</i>	1,009	193	1,830	693	-	-
	11,428	12,293	23,462	20,893	15,132	16,149

Note:

- (i) The revenue is derived from the sales of food and related products to and royalty fee and consultancy services income from a franchisee which is located in the PRC.
- (ii) The revenue is derived from the sales of food and related products to and royalty fee income from a franchisee which is located in Macau.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

5. OTHER INCOME/OTHER GAINS AND LOSSES

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
<u>Other income:</u>				
Government grants (Note)	-	783	-	1,319
Rental concessions	-	-	16	136
Imputed interest income	28	39	55	73
Others	8	1	15	5
	36	823	86	1,533
<u>Other gains and losses:</u>				
Net exchange losses	(2)	(17)	(2)	(31)

Note: Government grants mainly represent subsidies received from the "Anti-epidemic Fund" and "Employment Support Scheme" from the government of Hong Kong Special Administrative Region (the "Hong Kong Government"). There were no unfulfilled conditions and other contingencies attached to the receipt of the grants.

6. FINANCE COSTS

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Interests on lease liabilities	206	148	418	280
Interests on bank borrowings	-	8	1	19
	206	156	419	299

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

7. LOSS BEFORE TAXATION

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Loss before taxation has been arrived at after charging:				
Auditor's remuneration	138	130	275	260
Directors' remuneration	164	255	274	702
Other staff costs:				
– salaries, bonuses and allowances	4,389	5,478	9,369	9,326
– retirement benefits schemes contributions	218	197	453	393
Total staff costs	4,771	5,930	10,096	10,421
Depreciation of property and equipment	197	108	388	216
Depreciation of right-of-use assets	1,667	734	3,203	1,088
Total depreciation expenses	1,864	842	3,591	1,304

8. TAXATION

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
The taxation comprises:				
Hong Kong Profits Tax charge for the period	–	29	–	45
Deferred tax (credit) charge for the period	–	20	–	90
	–	49	–	135

Under the two-tiered profits tax rates regime, the first HK\$2,000,000 of profits of qualifying corporations will be taxed at 8.25%, and profits above HK\$2,000,000 will be taxed at 16.5%. The 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%.

For the six months ended 30 September 2022 and 2023, Hong Kong Profits Tax is calculated at 8.25% on the first HK\$2,000,000 of the estimated assessable profits of one of the subsidiaries of the Company and at 16.5% on the estimated assessable profits above HK\$2,000,000 of that subsidiary, if any. The profits of corporations not qualified for the two-tier profits tax regime will continue to be taxed at a flat rate of 16.5%. For the six months ended 30 September 2023, no provision for Hong Kong Profits Tax has been made since the Group has no assessable profit.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

9. DIVIDENDS

The Board did not recommend the payment of any dividend for the six months ended 30 September 2023 (2022: Nil).

10. LOSS PER SHARE

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

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Loss				
Loss for the period attributable to owners of the Company for the purpose of basic loss per share	(2,633)	(2,312)	(3,754)	(5,269)

	For the three months ended 30 September		For the six months ended 30 September	
	2023 (Unaudited)	2022 (Unaudited)	2023 (Unaudited)	2022 (Unaudited)
Number of shares				
Weighted average number of ordinary shares for the purpose of basic loss per share	55,000,000	53,913,043	55,000,000	51,967,213

The share consolidation on the basis of every ten (10) issued and unissued shares of par value of HK\$0.01 each in the existing share capital of the Company be consolidated into one (1) consolidated share of par value of HK\$0.1 each became effective on 10 August 2022. The weighted average number of ordinary shares during the three months and nine months ended 30 September 2022 have been adjusted for the share consolidation.

No separate diluted loss per share information has been presented for the six months ended 30 September 2022 and 2023 as there were either no potential ordinary shares in issue or the exercise price of the Company's share options was higher than the average market price for the shares during the period when those options are outstanding.

11. PROPERTY AND EQUIPMENT AND RIGHT-OF-USE ASSETS

- During the six months ended 30 September 2023, the Group has acquired property and equipment of approximately HK\$86,000 which represented addition in fixtures and equipment.
- During the six months ended 30 September 2023, the Group entered into leases with the right-of-use assets additionally recognised in respect of leased properties amounted to approximately HK\$3.2 million.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

12. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	30 September 2023 HK\$'000 (Unaudited)	31 March 2023 HK\$'000 (Audited)
Trade receivables from restaurant operations	246	203
Trade receivables from franchisees	391	915
Trade receivables from a licensee	19	23
Rental deposits	3,751	4,023
Utilities and other deposits	1,454	1,309
Other receivables	726	631
Prepayments	885	969
Total trade and other receivables, deposits and prepayments	7,472	8,073
Analysed for reporting purposes as:		
Non-current assets	1,595	2,326
Current assets	5,877	5,747
	7,472	8,073

An ageing analysis of the trade receivables from restaurant operations, based on the invoice date, which approximate the revenue recognition date, is as follows:

	30 September 2023 HK\$'000 (Unaudited)	31 March 2023 HK\$'000 (Audited)
0-30 days	246	203

An ageing analysis of the trade receivables from franchisees, based on the invoice date, which approximate the revenue recognition date, is as follows:

	30 September 2023 HK\$'000 (Unaudited)	31 March 2023 HK\$'000 (Audited)
0-30 days	350	872
31-60 days	–	–
61-90 days	–	1
Over 90 days	41	42
	391	915

The ageing analysis of the trade receivables from a licensee, based on invoice date, which approximate the revenue recognition date is within the banding of 0 – 30 days.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

13. TRADE AND OTHER PAYABLES AND ACCRUALS

The credit period on purchases is ranging from 0 to 30 days. An ageing analysis of trade payable, based on the invoice date, is as follows:

	30 September 2023 HK\$'000 (Unaudited)	31 March 2023 HK\$'000 (Audited)
0-30 days	1,162	1,052
31-90 days	11	73
Over 90 days	130	11
	1,303	1,136

14. SHARE CAPITAL

Details of the Company's shares are disclosed as follows:

	Number of shares	Amount HK\$
Authorised:		
At 1 April 2022	10,000,000,000	100,000,000
Share consolidation (Note i)	(9,000,000,000)	–
As at 31 March 2023, 1 April 2023, 30 September 2023	1,000,000,000	100,000,000
Issued and paid:		
At 1 April 2022	500,000,000	5,000,000
Issue of shares upon exercise of share options	50,000,000	500,000
Share consolidation (Note i)	(495,000,000)	–
As at 31 March 2023, 1 April 2023, 30 September 2023	55,000,000	5,500,000

Note i: An annual general meeting was held on 8 August 2022 in which the resolution to approve the proposed share consolidation of every ten (10) issued and unissued shares of par value of HK\$0.01 each in the existing share capital of the Company be consolidated into one (1) consolidated share of par value of HK\$0.1 each was passed by the shareholders of the Company. The share consolidation became effective on 10 August 2022. Please refer to the announcements of the Company dated 20 June 2022, 8 August 2022 and 10 August 2022 and the circular of the Company dated 30 June 2022 for details of the share consolidation.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2023

15. RELATED PARTY TRANSACTIONS

Saved as disclosed elsewhere in these condensed consolidated financial statements, the Group had the following transactions with its related parties during the period:

COMPENSATION OF KEY MANAGEMENT PERSONNEL

The remuneration of the Directors and other member of key management personnel during the period were as follows:

	For the three months ended 30 September		For the six months ended 30 September	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Short-term benefits	164	255	274	702
Post-employment benefits	-	6	-	13
	164	261	274	715

16. EVENTS AFTER THE REPORTING PERIOD

On 14 July 2023, the Company proposed to raise up to approximately HK\$27.5 million before expenses by way of a rights issue of 137,500,000 rights shares at the subscription price of HK\$0.2 each and on the basis of five (5) rights share for every two (2) shares held by the qualifying shareholders on the record date. Based on the subscription results of the rights issue and the placing results of the compensatory arrangements, the rights shares to be allotted and issued amounted to 137,500,000, representing 100% of the total number of rights shares offered for subscription under the rights issue. Please refer to the prospectus of the Company dated 3 October 2023 and the announcement of the Company dated 25 October 2023 and 10 November 2023 for details.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the six months ended 30 September 2023 and up to the date of this report, the Group has been principally engaged in operating restaurants in Hong Kong, generating revenue from provision of catering services. Besides, the Group also generates revenue from (i) franchising its own brand to franchisees to operate ramen restaurants in Macau and the PRC and receives royalty fee and consultancy services income and income from sales of food and accessories products to franchisees; and (ii) granting an exclusive licence to a licensee to use the Group's trademarks on licensed products, license fee income is charged based on the production volume.

As at 30 September 2023, the Group operated 6 ramen restaurants and 1 Hong Kong style restaurant, 1 Sichuan style restaurant and 1 Japanese style restaurant respectively in Hong Kong.

FINANCIAL REVIEW

REVENUE

The revenue of the Group increased by approximately 12.4% from approximately HK\$20.9 million for the six months ended 30 September 2022 to approximately HK\$23.5 million for the six months ended 30 September 2023. The increase in revenue was mainly because the Group has opened two new restaurants in January 2023 and the number of customers bounced back after all travel restrictions and social distancing measures on catering business had been lifted.

COST OF INVENTORIES

Cost of inventories increased by approximately HK\$1.4 million, or approximately 28.0%, from approximately HK\$5.0 million for the six months ended 30 September 2022 to approximately HK\$6.4 million for the six months ended 30 September 2023. The increase in cost of inventories was in line with the increase in the revenue. The cost of inventories sold amounted to approximately 23.9% and 27.2% of the Group's total revenue for the six months ended 30 September 2022 and 2023, respectively.

OTHER INCOME

Other income mainly comprised of subsidies granted by the Hong Kong Government, rental concessions received, imputed interest income and other miscellaneous income. The decrease in amount of approximately HK\$1.4 million was mainly because no government grants was received under the "Employment Support Scheme" during the six months ended 30 September 2023.

OTHER GAINS AND LOSSES

Other gains and losses mainly represented net exchange losses or gains for the six months ended 30 September 2022 and 2023.

MANAGEMENT DISCUSSION AND ANALYSIS

STAFF COSTS

Staff costs were relatively stable with approximately 2.9% decrease from approximately HK\$10.4 million for the six months ended 30 September 2022 to approximately HK\$10.1 million for the six months ended 30 September 2023. Staff costs were the most significant portion of the operating costs, as a percentage of revenue, staff costs amounted to approximately 49.9% for the six months ended 30 September 2022 and approximately 43.0% for the six months ended 30 September 2023.

The Group understands the importance of recruiting the skilled personnel and retaining experienced staff in the highly competitive labour market in order to properly manage the Group's restaurants and interact with the customers, which is critical to maintaining the quality and consistency of the Group's services as well as the brand reputation.

RENTAL AND RELATED EXPENSES

Rental and related expenses represents (i) building management fee, (ii) government rent and rates, (iii) rental for machineries, (iv) contingent rents and (v) other leases for which the lease term ends within twelve months or leases of which the underlying assets are of low value. The rental and related expenses decreased by approximately HK\$79,000 or 6.1% for the six months ended 30 September 2023 compared to corresponding period in year 2022.

DEPRECIATION EXPENSES

Depreciation expenses represents depreciation charge for (i) leasehold improvements, (ii) fixtures and equipment and (iii) right-of-use assets of the Group. For the six months ended 30 September 2023, the Group has recorded depreciation of right-of-use assets amounted to approximately HK\$3.2 million (2022: approximately HK\$1.1 million) and depreciation charges for property and equipment amounted to approximately HK\$0.4 million (2022: approximately HK\$0.2 million). The increase of depreciation expenses amounted to approximately HK\$2.3 million or 176.9% owing to the increase in right-of-use assets as compared to the corresponding period in year 2022.

OTHER EXPENSES

Other expenses mainly consist of water, electricity, gas and other utilities expenses, repair and maintenance fee, audit and professional fees, business and product development expenses, cleaning expenses and motor vehicle and logistics expenses. Other expenses decreased by approximately HK\$1.8 million or 24.7% from approximately HK\$7.3 million for the six months ended 30 September 2022 to approximately HK\$5.5 million for the six months ended 30 September 2023. The decrease was mainly attributed to various cost control measures implemented by the Group. Other expenses for the six months ended 30 September 2023 mainly comprised of utilities expenses of approximately HK\$1.9 million and audit and professional fees of approximately HK\$1.3 million.

FINANCE COSTS

Finance costs for the six months ended 30 September 2023 represents (i) interests on lease liabilities amounted to approximately HK\$0.4 million (2022: approximately HK\$0.3 million), and (ii) interests on bank borrowings amounted to approximately HK\$1,000 (2022: approximately HK\$19,000).

MANAGEMENT DISCUSSION AND ANALYSIS

TAXATION

Income tax expense amounted to approximately HK\$135,000 for the six months ended 30 September 2023 mainly represented the deferred tax charged to profit or loss resulting from the tax impact in temporary difference between the tax base and the carrying amounts of the Group's property and equipment and right-of-use assets.

LOSS FOR THE PERIOD

The Group recorded a loss attributable to owners of the Company of approximately HK\$3.8 million for the six months ended 30 September 2023 (2022: approximately HK\$5.3 million). The decrease in loss was primarily due to (i) the increase in revenue; and (ii) the recognition of equity-settled share-based payments during the six months ended 30 September 2022.

OUTLOOK

The Group's objective is to provide premium quality "Hakata-Style" Japanese ramen and unforgettable excellent service to the customers. The Group always strive for every possible opportunity to enhance the operation efficiency and profitability of its business. Besides, one of the business strategies of the Group is expanding its network of restaurants by opening new restaurants in suitable and strategic locations in Hong Kong, so as to secure new and additional source of income to the Group. The Group intends to set up new restaurants that offer different style of cuisines in 2024.

Since forth quarter of year 2022, more countries and cities have loosened the travelling restriction measures and cancelled the quarantine requirement, hopefully the global travel can be resumed to a certain level and stimulate the economic growth, and that the Group can be benefit from such development.

The management will keep on monitor the market development and to react in a timely basis. Meanwhile, we will be endeavoring to enhance the quality of the food and providing excellent services to our customers.

The Group will also proactively seek potential business opportunities or cooperation with different potential parties to broaden the sources of income and bringing better return on investment for the shareholders.

LIQUIDITY AND FINANCIAL RESOURCES, CAPITAL STRUCTURE AND GEARING RATIO

The Group financed its business with internally generated cash flows and borrowings. As at 30 September 2023, the Group's bank balances and cash amounted to approximately HK\$5.7 million, representing a decrease of approximately HK\$0.9 million from approximately HK\$6.6 million as at 31 March 2023. Most of the Group's bank deposits and cash were denominated in HK\$ and Renminbi.

As at 30 September 2023, the Group had no interest-bearing bank borrowings (31 March 2023: approximately HK\$0.1 million) and lease obligation of approximately HK\$13.7 million (31 March 2023: approximately HK\$14.3 million). The interest-bearing bank borrowings were unsecured, repayable on demand and denominated in Hong Kong dollar and bore variable interest rate at HK\$ Best Lending Rate minus 0.5% per annum. The Group did not use any financial instrument for hedging purpose.

MANAGEMENT DISCUSSION AND ANALYSIS

As at 30 September 2023, the Group's total current assets and current liabilities were approximately HK\$12.2 million (31 March 2023: approximately HK\$12.9 million) and approximately HK\$22.1 million (31 March 2023: approximately HK\$19.3 million) respectively. The Group's current ratio, calculated by dividing the total current assets over the total current liabilities, was approximately 0.6 times (31 March 2023: approximately 0.7 times). The Group's gearing ratio, calculated as percentage of sum of bank borrowings to the total equity attributable to owners of the Company, was 0% as at 30 September 2023 (31 March 2023: approximately 3.9%).

TREASURY POLICY

The Directors will continue to follow a prudent policy in managing the Group's bank balances and maintain a strong and healthy liquidity to ensure that the Group is well placed to take advantage of future growth opportunities.

FOREIGN CURRENCY RISK

During the six months ended 30 September 2023, most of the transactions of the Group were denominated and settled in HK\$ and Renminbi. The Renminbi is not a freely convertible currency. Future exchange rates of the Renminbi could vary significantly from the current or historical exchange rates as a result of the capital controls that could be imposed by the PRC government. The exchange rates may also be affected by economic developments and political changes both domestically and internationally, and also from the demand and supply of the Renminbi. The appreciation or devaluation of the Renminbi against HK\$ may have an impact on the Group's results. The Group has currently not implemented any foreign currency hedging policy but the management will closely monitor the exposure and consider hedging against significant foreign exchange exposure should the need arise.

CONTINGENT LIABILITIES

The Group has been served a number of litigations and claims. These claims and litigations are arisen from arrears rental and other related expenses of the Group and has been recognised in the other payables and accruals and provisions. Additional interest, surcharge and penalty might be incurred due to the delay in settlement of such payables.

Nevertheless, the management of the Company obtained legal advice, and considered no additional interest, surcharge and penalty required apart from the amounts stated in the other payables and accruals and provisions. As at 30 September 2023, the related amounts included in other payables and accruals and provisions are HK\$1,867,000 and HK\$147,000 (31 March 2023: HK\$1,867,000 and HK\$147,000) respectively.

The management and the legal advisor of the Company have taken collective efforts to resolve these cases. As at the reporting date, the corresponding cases are open and might affect the Group in future.

Except as disclosed elsewhere in this report, the Group did not have any material contingent liabilities, guarantees or any litigations or claims of material importance, pending or threatened against any member of the Group that is likely to have a material and adverse effect on the Group's business, financial condition or results of operations as at 30 September 2023.

CHARGE OF ASSETS

As at 30 September 2023, the Group did not have any mortgages, charges and pledges over the Group's assets. (As at 31 March 2023, motor vehicles with carrying amount of approximately HK\$17,000 was under lease arrangements of which the rights to the leased assets are reverted to the lessors in the event of default of lease liabilities by the Group.)

MANAGEMENT DISCUSSION AND ANALYSIS

DIVIDEND

The Board does not recommend the payment of interim dividend for the six months ended 30 September 2023 (2022: nil).

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group did not have any significant investments, material acquisitions and disposals of subsidiaries and associated companies during the six months ended 30 September 2023.

SHARE OPTIONS

The Company has conditionally adopted by the resolutions in writing of all the shareholders passed on 21 February 2019 a share option scheme (the “**Share Option Scheme**”). The Share Option Scheme became effective on the listing date (e.g. 15 March 2019). The Share Option Scheme enables the Company to grant share options to any Director, employee or other stakeholders to the Company or any of its subsidiaries, as incentives or rewards for their contributions to the Group. As at 1 April 2023, 30 September 2023 and the date of this report, there was no outstanding share option under the Share Option Scheme. During the six months ended 30 September 2023, no share option was granted, exercised, lapsed or cancelled under the Share Option Scheme. The total number of share options available for grant under the Share Option Scheme was 5,500,000 as at 1 April 2023 and 30 September 2023.

SEGMENT INFORMATION

Segmental information is presented for the Group as disclosed on Note 4 to the condensed consolidated financial statements.

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as disclosed in this report, the Group did not have other plans for material investments or capital assets as of 30 September 2023.

CAPITAL COMMITMENT

As at 30 September 2023, the Group did not have any capital commitment (31 March 2023: nil).

HUMAN RESOURCES AND REMUNERATION POLICY

As at 30 September 2023, the Group had a total of 80 employees (2022: 78). The staff costs (included Directors’ emoluments) were approximately HK\$10.1 million for the six months ended 30 September 2023 (2022: approximately HK\$10.4 million). The remuneration package of the employees is determined by various factors such as their working experience and job performance, the market condition, industry practice and applicable employment law. Discretionary bonus based on job performance will be paid to employees as recognition of and reward for their contributions. The employees of the Group’s subsidiaries which operate in the PRC are required to participate in a central pension scheme operated by the local municipal government. These subsidiaries are required to contribute certain percentage of employees’ salaries to the central pension scheme. The Group also maintains the Mandatory Provident Fund Scheme and insurance for its employees in Hong Kong. Various types of trainings were provided to the employees. Share options may also be granted to eligible employees by reference to the Group’s performance as well as individual employees’ contribution.

OTHER INFORMATION

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

As at 30 September 2023, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO) or required to be entered in the register maintained by the Company pursuant to Section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to the required standard of dealings by the Directors as referred to Rules 5.46 to 5.68 of the GEM Listing Rules, were as follows:

Long position in the shares

Name	Capacity/Nature	Number of Shares held/interested	Percentage of shareholding
Mr. Tang Chun Ho Chandler ("Mr. C Tang") (Note)	Interested in a controlled corporation	3,001,000	5.46%

Note: Brilliant Trade Enterprises Limited ("**Brilliant Trade**") is owned as to 35% by Mr. C Tang, whom by virtue of the SFO is deemed to be interested in 5.46% of the issued share capital of the Company in which Brilliant Trade is interested in.

Save as disclosed above, as at 30 September 2023, none of the Directors and chief executive of the Company has any interest or short position in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO) or required to be entered in the register maintained by the Company pursuant to Section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to the required standard of dealings by the Directors as referred to Rules 5.46 to 5.68 of the GEM Listing Rules.

OTHER INFORMATION

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

As at 30 September 2023, the following persons/entity (other than the Directors and chief executives of the Company) had or were deemed to have an interest or a short position in the shares or the underlying shares of the Company which would be required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under Section 336 of the SFO, or who were directly or indirectly, to be interests in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other member of the Group:

Long position in the shares

Name	Capacity/Nature	Number of Shares held/interested	Percentage of shareholding
Brilliant Trade	Beneficial owner	3,001,000	5.46%
Ms. Tang Hing Chee (Note 1)	Interested in a controlled corporation	3,001,000	5.46%
Ms. Tai Shiu Bun Mariana (Note 2)	Interest of spouse	3,001,000	5.46%
Ms. Lee Wai Yu Giselle (Note 3)	Interest of spouse	3,001,000	5.46%

Notes:

- (1) Brilliant Trade was 35%, 35%, 15% and 15% owned by Mr. C Tang, Mr. Tang Hing Chee ("Mr. HC Tang"), father of Mr. C Tang, Ms. Tai Shiu Bun Mariana, mother of Mr. C Tang, and Ms. Tang Wing Shan Ariel, sister of Mr. C Tang.
- (2) Ms. Tai Shiu Bun Mariana is the spouse of Mr. HC Tang. Accordingly, Ms. Tai Shiu Bun Mariana is deemed, or taken to be, interested in the shares in which Mr. HC Tang is interested for the purpose of the SFO.
- (3) Ms. Lee Wai Yu Giselle is the spouse of Mr. C Tang. Accordingly, Ms. Lee Wai Yu Giselle is deemed, or taken to be, interested in the shares in which Mr. C Tang is interested for the purpose of the SFO.

Save as disclosed above, as at 30 September 2023, none of the substantial or significant shareholders or other persons, other than the Directors and chief executives of the Company whose interests are set out in the section "Other information – Directors' and chief executives' interests and short positions in shares, underlying shares and debentures" above, had or were deemed to have an interest or a short position in the shares or the underlying shares of the Company which would be required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under Section 336 of the SFO, or who were directly or indirectly, to be interests in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other member of the Group.

OTHER INFORMATION

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's shares during the six months ended 30 September 2023.

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors, the controlling shareholders or substantial shareholders of the Company or any of its respective close associates (as defined under the GEM Listing Rules) has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group or has any other conflict of interests with the Group during the six months ended 30 September 2023.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings, as set out in Rules 5.48 to 5.68 of the GEM Listing Rules as the code of conduct for securities transactions by the Directors in respect of the shares of the Company. Having made specific enquiry of all Directors, all Directors have confirmed that they have complied with the required standard of dealings and the code of conduct for securities transactions by the Directors during the six months ended 30 September 2023.

CORPORATE GOVERNANCE PRACTICE

The Directors are committed to the maintenance of good corporate governance practices and procedures. The Company believes that good corporate governance provides a framework that is essential for effective management, a healthy corporate culture, successful business growth and enhancing shareholders' value. The corporate governance principles of the Company emphasise a quality Board, sound internal controls, and transparency and accountability to all shareholders.

To the best knowledge of the Board, the Company has complied with the code provisions of Corporate Governance Code as contained in part 2 of Appendix 15 to the GEM Listing Rules (the "CG Code") during the six months ended 30 September 2023 except for the deviation from code provision C.2.1 of the CG Code which is explained below:

Code Provision C.2.1 of CG Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. As Mr. C Tang performs the roles of chairman and chief executive officer of the Company, the Company has deviated from this Code Provision from 1 February 2022. However, the Board believes that it is appropriate and in the interests of the Company for Mr. C Tang to take up both roles at the present stage as it helps to ensure consistent leadership within the Group and enable more effective and efficient overall strategic planning for the Group. The Board also believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by the current Board which comprises experienced and high-calibre individuals with not less than half the number thereof being independent non-executive Directors. However, it is the long-term objective of the Company to have these two roles performed by separate individuals when suitable candidates are identified.

OTHER INFORMATION

AUDIT COMMITTEE

Pursuant to the GEM Listing Rules, the Company established an audit committee (the “**Audit Committee**”) with written terms of reference aligned with the provision of the code provisions set out in the GEM Listing Rules. The primary duties of the Audit Committee are mainly to review the financial information and reporting process, internal control procedures and risk management system, audit plan and relationship with external auditors and arrangements to enable employees of the Company to raise, in confidence, concerns about possible improprieties in financial reporting, internal control or other matters of the Company. As at the date of this report, the Audit Committee comprises Mr. Lui Sze Ho (the chairman of the Audit Committee), Ms. Li Mingrong and Mr. Ho Lai Chuen, all of whom are independent non-executive Directors.

The Audit Committee has reviewed with the management of the Company on the accounting principles and practices adopted by the Group in preparation of this report and the unaudited condensed consolidated financial results of the Group for the six months ended 30 September 2023. The Audit Committee is of the opinion that such results and report comply with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures have been made.

By order of the Board
Tasty Concepts Holding Limited
Tang Chun Ho Chandler
Chairman and Executive Director

Hong Kong, 14 November 2023

As at the date of this report, the Board comprises Mr. Tang Chun Ho Chandler and Ms. Sung Kwan Wun as executive Directors; and Mr. Lui Sze Ho, Mr. Ho Lai Chuen and Ms. Li Mingrong as independent non-executive Directors.

