



英皇資本集團有限公司  
Emperor Capital Group Limited

Incorporated in Bermuda with limited liability (Stock Code:717)

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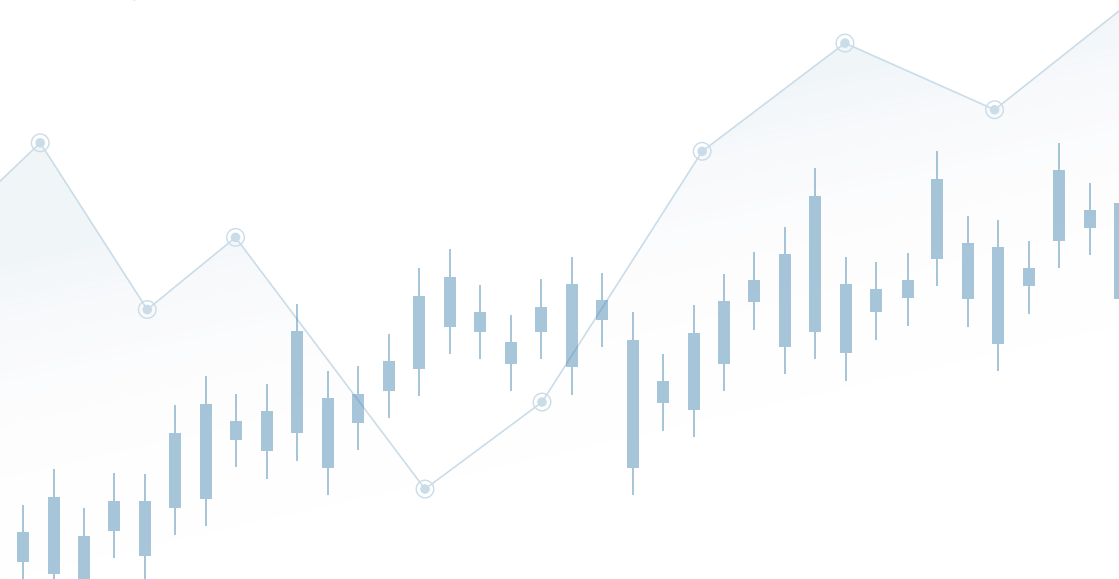


2022/2023  
Interim Report

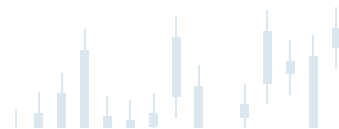


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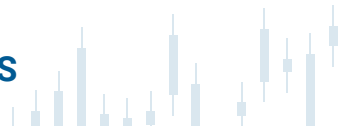
# FINANCIAL SUMMARY



The board of directors (“Board” or “Directors”) of Emperor Capital Group Limited (“Company”) presents the unaudited consolidated results of the Company and its subsidiaries (collectively referred to as “Group”) for the six months ended 31 March 2023 (“Period”).

<i>HK\$'000 (unaudited)</i>	<b>For the six months ended 31 March</b>	
	<b>2023</b>	2022
Total revenue	<b>190,344</b>	244,810
Financing	<b>136,075</b>	203,361
Brokerage Services	<b>49,725</b>	35,961
Corporate Finance	<b>4,315</b>	4,010
Placing & Underwriting	<b>229</b>	1,478
Impairment allowances <sup>1</sup>	<b>47,780</b>	161,809
Net profit/(loss)	<b>45,223</b>	(35,013)
Basic earnings/(loss) per share	<b>HK0.67 cent</b>	HK(0.52) cent

<sup>1</sup> Represents the net impairment allowances for margin loans, and other loans and advances



## RESULTS

With market uncertainties and challenges as a result of a number of macroeconomic issues, the Group's total revenue inevitably decreased to HK\$190.3 million (2022: HK\$244.8 million) during the Period. However, net impairment allowances for margin loans, and other loans and advances ("Impairment") decreased significantly to HK\$47.8 million (2022: HK\$161.8 million), hence the Group achieved a turnaround and recorded a net profit of HK\$45.2 million (2022: net loss of HK\$35.0 million) during the Period. Basic earnings per share was HK0.67 cent (2022: basic loss per share of HK0.52 cent).

## BUSINESS REVIEW

Established in 1993, the Group is a renowned financial institution providing one-stop financial services including (i) commercial and personal lending as well as margin and initial public offering ("IPO") financing; (ii) brokerage services, wealth management and asset management; (iii) placing and underwriting services for listed issuers; and (iv) corporate finance advisory services. The Company was listed on the Main Board of The Stock Exchange of Hong Kong Limited in April 2007.

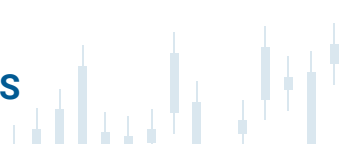
During the Period, the adoption of a new Chinese name – “英皇資本集團有限公司” – as a secondary name of the Company became effective. Since then, Emperor Capital Limited (英皇融資有限公司), a wholly-owned subsidiary of the Company, has been renamed as Emperor Corporate Finance Limited (英皇企業融資有限公司). In addition, the Chinese name of Emperor Securities Limited, another wholly-owned subsidiary of the Company, has been changed from “英皇證券(香港)有限公司” to “英皇證券有限公司”, while the English name remained unchanged. Details of these changes were set out in the Company's announcement dated 31 March 2023.

## Financing

The Group's financing segment derives interest income from commercial and personal lending as well as margin and IPO financing. The loans granted to customers range from short-term unsecured loans (e.g. tax loan, bridging loan, term loan and personal loan) to long-term secured loans (e.g. property mortgage). Built on a renowned reputation for delivering professional and personalised loan services, the Group has developed a niche in the loan market, providing corporate and retail clients with tailored liquidity solutions to meet their corporate goals and personal needs.



# MANAGEMENT DISCUSSION AND ANALYSIS



In view of the economic instability, the Group continued to adhere to its cautious approach to strengthening the overall credit risk management and control mechanism, in order to minimise default risks. The Group also adjusted the interest rate and loan-to-value ratio on a timely basis, according to the market situation. During the Period, the segment's revenue was HK\$136.1 million (2022: HK\$203.4 million), accounting for 71.5% (2022: 83.1%) of the Group's total revenue.

## Brokerage Services

The Group currently provides brokerage services for securities, futures and options traded on exchanges in Hong Kong, mainland China (via Shanghai and Shenzhen-Hong Kong Stock Connect schemes respectively) and major overseas countries, as well as wealth management and asset management services. The Group offers web-based and mobile trading platforms which enable real-time transaction and investment portfolio monitoring. As at 31 March 2023, the Group operated 2 branches in Hong Kong and 3 liaison offices in mainland China, which are located in Beijing, Shanghai and Guangzhou respectively. The Group's wealth management division provides advice regarding a wide array of investment services, including securities, mutual funds, insurance-linked products, and real estate investment. In its asset management arm, apart from running private equity fund, the Group also provides customised discretionary investment services to its customers. During the Period, the Group arranged online and offline seminars via "Sun Channel", a self-operated financial channel on YouTube.

During the Period, revenue from brokerage services was HK\$49.7 million (2022: HK\$36.0 million), accounting for 26.1% (2022: 14.7%) of the Group's total revenue.

## Corporate Finance

The division holds a full corporate finance advisory licence under the Securities and Futures Ordinance, allowing it to advise on Takeovers Code related transactions and undertake sponsor work for IPOs in addition to general corporate finance advisory services. Apart from IPO-related services, the Group offers advisory services for corporate transactions including placing, rights issue, corporate restructuring and merger and acquisition. During the Period, the Group continued to partake in fundraising projects, with involvement in multiple roles.



# MANAGEMENT DISCUSSION AND ANALYSIS



During the Period, the Group handled several corporate transactions and IPO projects. Revenue from the corporate finance segment was HK\$4.3 million (2022: HK\$4.0 million), accounting for 2.3% (2022: 1.6%) of the Group's total revenue.

## Placing and Underwriting

With a highly experienced team of professionals, the Group offers placing and underwriting services to listed issuers. The Group serves as placing agents in equity and debt placing deals and IPO-related transactions. The Group also participates in underwriting rights issue exercises.

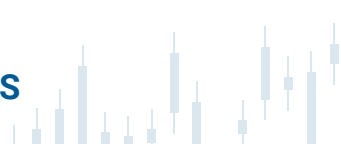
During the Period, revenue from the placing and underwriting segment was HK\$0.2 million (2022: HK\$1.5 million), accounting for 0.1% (2022: 0.6%) of the Group's total revenue.

## OUTLOOK

Reflecting its dedication to continually striving for improvements, the Group will further strengthen its wealth solutions team covering global investment, wealth management and asset management. The Group will also strive to expand its high net worth customer base by providing tailor-made solutions and enhancing its product offerings spanning fixed income, funds and insurance products. With the launch of the upcoming new Capital Investment Entrant Scheme (CIES), the Group is also poised to gain advantages riding on its two decades of experience.

Fears of continued interest rate hikes and potential global financial crises subsequent to the collapse of several international banks have added to the uncertainties for the market outlook. However, with Hong Kong being a regional hub for green technology and finance, and its strategic role in the Greater Bay Area connecting China and the world, it is envisaged that Hong Kong will continue playing a crucial role in the regional capital market. With both opportunities and challenges ahead, the Group will adopt a prudent approach in the course of its business development and delivery of quality services, as well as undertaking the responsibility to nurture the next generation of elites for the industry.





## FINANCIAL INFORMATION

### Capital Structure, Liquidity and Financial Resources

The Group financed its operations by cash mainly generated from business operations and borrowings. As at 31 March 2023, the Group's current assets and current liabilities were HK\$4,953.8 million (30 September 2022: HK\$4,984.9 million) and HK\$1,947.2 million (30 September 2022: HK\$2,134.5 million) respectively. As at 31 March 2023, aggregate of bank balances, cash and pledged bank deposits of the Group amounted to HK\$984.3 million (30 September 2022: HK\$1,020.8 million), which were mainly denominated in Hong Kong dollar.

As at 31 March 2023, the Group's bank borrowings decreased to HK\$310.0 million (30 September 2022: HK\$430.0 million), and the gearing ratio was 8.6% (30 September 2022: 12.1%; calculated as a percentage of total borrowings over total equity of the Group). The Group did not have any material foreign exchange exposure as at 31 March 2023.

With the Group's sufficient bank balances and cash, as well as its available unutilised banking facilities of HK\$1,725.0 million (30 September 2022: HK\$2,049.0 million), the Board considers the Group has sufficient working capital for its operation and future development.

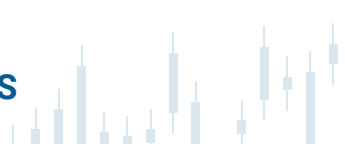
### Pledge of Assets

As at 31 March 2023, bank deposit of the Group with aggregate carrying amount of HK\$160.0 million (2022: HK\$160.0 million) was pledged to a bank as security for banking facilities.

## RISK MANAGEMENT

The risk management process includes risk identification, risk evaluation, risk management measures and risk control and review.

The management is entrusted with duties to identify, analyse, evaluate, respond, monitor and communicate risks associated with any activity, function or process within its scope of responsibility and authority. It endeavours to evaluate and compare the level of risk against predetermined acceptable levels of risk. For risk control and monitoring, it involves making decisions regarding which risks are acceptable and how to address those that are not. The management will develop contingency plans for possible loss scenarios. Accidents and other situations involving loss or near-loss will be investigated and properly documented as part of the effort to manage risks.



## SIGNIFICANT RISKS

The Group's business, financial conditions and results may be affected by risks and uncertainties pertaining to the Group's business. Certain significant risks have been identified through the process of risk identification and assessment. Such significant risks of the Group and their respective key strategies/control measures are set out below:

### (1) Credit Risk

Credit risk refers to the risk that the borrower or counterparty may fail to perform its obligation to pay in a timely manner, or that its ability to perform such obligation may get impaired before delivery date.

The Group's Credit Committee, the ultimate credit decision-making organ of the Group, is responsible for putting in place credit policies and procedures for approving margin financing and lending portfolio as well as debt recovery procedures to ensure prompt and effective recovery of outstanding debts. The Credit Committee meets both regularly and timely to review the development and status of past due accounts and to ensure appropriate actions are taken in a timely manner. The Group's exposure to credit risk lies mainly in two areas:

#### a) *Margin financing*

The customers' trading of securities or futures may expose the Group to risk arising from price volatility which may reduce the customers' ability to meet their obligations. The Credit Committee will prescribe from time to time the lending limits on individual stock or on any individual customers and their respective associates by considering their creditworthiness, financial strength and the size of their positions or commitments for the purpose of monitoring the customer concentration risk and stock concentration risk.

The Credit and Risk Control Department ("CRC Department") is responsible for the daily monitoring of the changes in customers' positions, their accounts and financing ratios; to observe strictly the approved financing and credit policies; to make margin calls and perform forced liquidation, where appropriate; to report to the management regularly and when abnormalities arise; to closely monitor the unusual movements and trading halts of stocks and timely identify non-performing debts; and to demand higher margin requirements and step up risk control for particular customers or products, where appropriate.





# MANAGEMENT DISCUSSION AND ANALYSIS



The Group has set up policies on customer concentration risk and stock concentration risk. The CRC Department will monitor the concentration of credit risk and regularly review stress tests performed by the Finance & Accounts Department to assess the Group's credit risk exposure and capital adequacy and to report anomaly or any unusual price movements of customers' stock positions.

## ***b) Lending portfolio***

All loans and advances are subject to credit analysis, borrower's due diligence, risk assessment and are approved by the management according to the credit policies set by the Credit Committee. The Loans Operation Department is tasked with the daily monitoring of exposures for loans and advances.

Moreover, the Internal Audit Department also conducts independent reviews on the adequacy and effectiveness of these policies and controls to ensure that the Group is operating according to the established policies, procedures and credit limits.

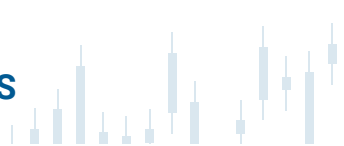
## **(2) Equity Risk**

Equity risk arises from fluctuation in the price and volatility of equities such as stocks, equity portfolio and stock index futures. The Group does not have proprietary equity investments. On the other hand, the Group may be subject to exposure arising from the underwriting commitments. The Group mitigates its risks by conducting detailed analysis of the issuer's fundamentals and pricing against market conditions and appetites. Such risk exposure is also reduced by way of internal sales and distribution and by sub-underwritings.

## **(3) Liquidity Risk**

The Group's financing business is a capital intensive business which may be subject to liquidity risk. As part of its ordinary brokerage activities, the Group is also exposed to liquidity risk arising from timing difference between settlements with clearing houses or brokers and customers. The goal of liquidity risk management is to ensure the Group maintains adequate liquid capital to fund its business commitments as well as to comply with the relevant Financial Resources Rules applying to various licensed subsidiaries.

To address the liquidity risk, the Group's Finance and Accounts Department and the management will review and monitor the Group's liquidity position on a daily basis to ensure availability of sufficient liquid funds. In addition, the Group has maintained sufficient stand-by banking and other facilities in order to meet any contingency in its operations. The management believes the Group's working capital is adequate to meet its financial obligations.



## **(4) Operational Risk**

Operational risk is the risk of losses arising from inadequate or failed internal processes, people, systems or external events. The Group extends operational risk management to cover potential losses arising from legal and compliance breaches. Operational risk is reduced and controlled through establishing effective internal controls, clear lines of responsibility, proper segregation of duties and effective internal reporting and contingency planning. It is our corporate culture that the business and operating line management are fully aware of their responsibilities for managing the operational risks of their business units on a day-to-day basis. Independent monitoring and reviews are conducted by the Compliance Department and the Internal Audit Department, which report regularly to the management and the Audit Committee.

## **(5) Other risks**

Occurrence of any natural disaster or outbreak of contagious diseases such as COVID-19 pandemic, could adversely affect the Group's business and operations. The Group implements business continuity plans which include "Work from Home", "Flexible Working Hours" and "Split-team Arrangements"; and ensures all safety measures as required by the Hong Kong SAR Government are fully implemented.

## **EMPLOYEES AND REMUNERATION POLICY**

As at 31 March 2023, the Group had 84 (2022: 78) account executives and 128 (2022: 141) employees. Total staff costs (including Directors' remuneration) were approximately HK\$35.7 million (2022: HK\$41.6 million) for the Period. Each employee's remuneration was determined in accordance with individual's responsibilities, competence and skills, experience and performance as well as market pay levels. Staff benefits include medical and life insurance, provident funds and other competitive fringe benefits.

To provide incentives or rewards to the staff, the Company has adopted a share option scheme, particulars of which are set out in the section headed "Share Options" of the interim report of the Company.

## **INTERIM DIVIDEND**

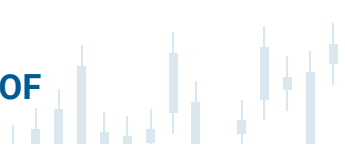
The Board has resolved not to declare any payment of interim dividend for the Period (2022: Nil).



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

		<b>Six months ended 31 March</b>	
		<b>2023</b>	2022
		<b>(unaudited)</b>	(unaudited)
	Notes	<b>HK\$'000</b>	HK\$'000
Revenue			
Commission and fee income	4	<b>34,152</b>	39,332
Interest income	4	<b>156,192</b>	205,478
		<b>190,344</b>	244,810
Other income and gains or losses		<b>4,873</b>	9,721
Impairment allowances, net of reversal	5	<b>(47,780)</b>	(161,809)
Staff costs		<b>(35,725)</b>	(41,567)
Commission and fee expenses		<b>(15,755)</b>	(20,377)
Other expenses	6	<b>(37,017)</b>	(43,651)
Finance costs		<b>(7,599)</b>	(14,505)
Share of loss of an associate		–	(90)
Profit (loss) before tax	6	<b>51,341</b>	(27,468)
Income tax expense	7	<b>(6,118)</b>	(7,545)
Profit (loss) and total comprehensive income/(expense) for the period attributable to owners of the Company		<b>45,223</b>	(35,013)
Earnings (loss) per share			
– Basic	8	<b>HK0.67 cent</b>	HK(0.52) cent

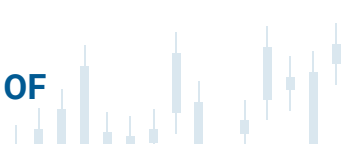
# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION



	Notes	As at	
		31 March 2023 (unaudited) HK\$'000	30 September 2022 (audited) HK\$'000
<b>Non-current assets</b>			
Property and equipment		7,294	6,893
Right-of-use assets		1,104	1,670
Intangible assets	10	–	–
Other assets		6,255	5,189
Loans and advances	11	575,268	686,871
Deferred tax assets		590	590
		<b>590,511</b>	<b>701,213</b>
<b>Current assets</b>			
Accounts receivable	12	721,482	691,807
Loans and advances	11	1,786,686	1,669,893
Other debtors, deposits and prepayments		16,597	14,361
Tax recoverable		15,115	15,004
Pledged bank deposits			
– general accounts		160,000	160,000
Bank balances and cash			
– general accounts		824,280	860,796
Bank balances and cash			
– segregated accounts		1,429,590	1,573,074
		<b>4,953,750</b>	<b>4,984,935</b>



# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION



	Notes	As at	
		31 March 2023 (unaudited) HK\$'000	30 September 2022 (audited) HK\$'000
<b>Current liabilities</b>			
Accounts payable	13	1,592,813	1,653,186
Other creditors and accrued charges		38,109	32,575
Tax liabilities		4,018	12,260
Lease liabilities		2,272	6,464
Short-term bank borrowings		310,000	430,000
		1,947,212	2,134,485
<b>Net current assets</b>		3,006,538	2,850,450
<b>Total assets less current liabilities</b>		3,597,049	3,551,663
<b>Non-current liabilities</b>			
Lease liabilities		1,485	1,322
<b>Net assets</b>		3,595,564	3,550,341
<b>Capital and reserves</b>			
Share capital	14	67,408	67,408
Reserves		3,528,156	3,482,933
<b>Total equity</b>		3,595,564	3,550,341

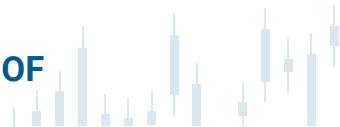
# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY



	Share capital	Share premium	Special reserve	Capital contribution reserve	Translation reserve	Retained profits	Total
	HK'000	HK'000	HK'000	HK'000	HK'000	HK'000	HK'000
At 1 October 2022 (audited)	67,408	3,199,289	9,950	2,004	(137)	271,827	3,550,341
Profit for the period	-	-	-	-	-	45,223	45,223
<b>At 31 March 2023 (unaudited)</b>	<b>67,408</b>	<b>3,199,289</b>	<b>9,950</b>	<b>2,004</b>	<b>(137)</b>	<b>317,050</b>	<b>3,595,564</b>
At 1 October 2021 (audited)	67,408	3,199,289	9,950	2,004	(70)	571,061	3,849,642
Loss for the period	-	-	-	-	-	(35,013)	(35,013)
At 31 March 2022 (unaudited)	67,408	3,199,289	9,950	2,004	(70)	536,048	3,814,629

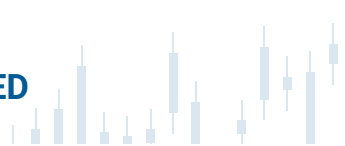


# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS



	<b>Six months ended 31 March</b>	
	<b>2023</b> <b>(unaudited)</b> <b>HK\$'000</b>	<b>2022</b> <b>(unaudited)</b> <b>HK\$'000</b>
Net cash generated from operating activities	<b>85,749</b>	173,532
Net cash used in investing activities	<b>(2,265)</b>	(1,507)
Net cash used in financing activities	<b>(120,000)</b>	(152,264)
Net (decrease) increase in cash and cash equivalents	<b>(36,516)</b>	19,761
Cash and cash equivalents at the beginning of the period	<b>860,796</b>	864,062
Cash and cash equivalents at the end of the period	<b>824,280</b>	883,823
Analysis of the balances of cash and cash equivalents		
Bank balances and cash – general accounts	<b>824,280</b>	883,823

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 1. BASIS OF PREPARATION

The unaudited condensed consolidated interim financial statements for the six months ended 31 March 2023 (the “Interim Financial Statements”) have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

The Interim Financial Statements should be read, where relevant, in conjunction with the annual financial statements of the Group for the year ended 30 September 2022, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by HKICPA.

## 2. SIGNIFICANT ACCOUNTING POLICIES

The Interim Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value as appropriate. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Other than changes in accounting policies resulting from application of new HKFRSs, the accounting policies and methods of computation used in the Interim Financial Statements are the same as those followed in the preparation of the Group’s audited consolidated financial statements for the year ended 30 September 2022.

Details of any changes in accounting policies are set out below.

### Application of Amendments to HKFRSs

#### ***Amendments to HKFRSs that are mandatorily effective for the current year***

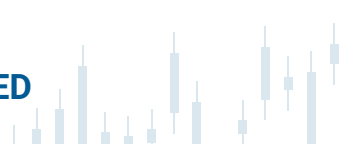
In the current period, the Company has applied the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) for the first time, which are mandatorily effective for the annual period beginning on 1 January 2022 for the preparation of the financial statements:

Amendments to HKFRS 3	<i>Reference to the Conceptual Framework</i>
Amendment to HKFRS 16	<i>Covid-19-Related Rent Concessions beyond 30 June 2021</i>
Amendments to HKAS 16	<i>Property, Plant and Equipment – Proceeds before Intended Use</i>
Amendments to HKAS 37	<i>Onerous Contracts – Cost of Fulfilling a Contract</i>
Amendments to HKFRSs	<i>Annual Improvements to HKFRSs 2018-2020</i>





# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

### Application of Amendments to HKFRSs (Continued)

#### **Amendments to HKFRSs that are mandatorily effective for the current year** (Continued)

The application of the amendments to HKFRSs in the current period has had no material impact on the financial positions and performance for the current and prior periods and/or on the disclosures set out in the Interim Financial Statements.

#### **New and amendments to HKFRSs in issue but not yet effective**

The Company has not early applied the following new and amendments to HKFRSs that have been issued but are not yet effective:

HKFRS 17 (including the October 2020 and February 2022 Amendments to HKFRS 17)	Insurance Contracts <sup>1</sup>
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>2</sup>
Amendment to HKFRS 16	Lease Liability in a Sale and Leaseback <sup>3</sup>
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) <sup>3</sup>
Amendments to HKAS 1	Non-current Liabilities with Covenants <sup>3</sup>
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies <sup>1</sup>
Amendments to HKAS 8	Definition of Accounting Estimates <sup>1</sup>
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction <sup>1</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2023.

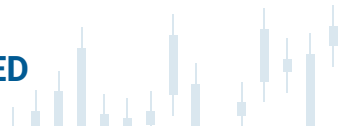
<sup>2</sup> Effective for annual periods beginning on or after a date to be determined.

<sup>3</sup> Effective for annual periods beginning on or after 1 January 2024.

The Directors anticipate that the application of the new and amendments to HKFRSs will have no material impact on the Interim Financial Statements in the foreseeable future.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 3. SEGMENT INFORMATION

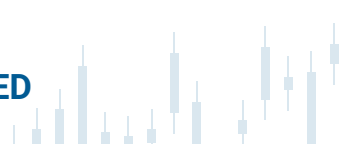
Information reported to the executive directors of the Company, being the chief operating decision makers, for the purposes of resource allocation and assessment of segment performance focuses on types of services provided.

According to HKFRS 8, the Group has the following operating and reportable segments:

- (a) Financing – Provision of margin financing and money lending services
- (b) Brokerage services – Provision of securities, options, futures, insurance, other assets and wealth management products broking services and related handling services
- (c) Placing and underwriting – Provision of placing and underwriting services
- (d) Corporate finance – Provision of corporate finance advisory services



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 3. SEGMENT INFORMATION *(Continued)*

### Segment revenue and results

The following is an analysis of the Group's revenue and results from continuing operations by operating and reportable segments:

#### For the six months ended 31 March 2023

	Financing (unaudited) HK\$'000	Brokerage services (unaudited) HK\$'000	Placing and underwriting (unaudited) HK\$'000	Corporate finance (unaudited) HK\$'000	Elimination (unaudited) HK\$'000	Total (unaudited) HK\$'000
<b>REVENUE</b>						
Segment revenue – external customers						
Commission and fee income	–	29,704	229	4,315	–	34,248
Interest income	136,075	20,021	–	–	–	156,096
Inter-segment sales	153,634	–	–	–	(153,634)	–
	289,709	49,725	229	4,315	(153,634)	190,344

Inter-segment sales are charged at prevailing market rates.

<b>RESULTS</b>					
Segment results	49,091	17,357	65	(756)	65,757
Unallocated other income and gains or losses					831
Unallocated corporate expenses					
– staff costs (including directors' remuneration but excluding staff commission expenses)					(730)
– service charge to related companies					(12,633)
– others					(1,884)
Profit before tax					51,341
Income tax expense					(6,118)
Profit for the period					45,223

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 3. SEGMENT INFORMATION *(Continued)*

### Segment revenue and results *(Continued)*

For the six months ended 31 March 2022

	Financing (unaudited) HK\$'000	Brokerage services (unaudited) HK\$'000	Placing and underwriting (unaudited) HK\$'000	Corporate finance (unaudited) HK\$'000	Elimination (unaudited) HK\$'000	Total (unaudited) HK\$'000
<b>REVENUE</b>						
Segment revenue – external customers						
Commission and fee income	–	33,844	1,478	4,010	–	39,332
Interest income	203,361	2,117	–	–	–	205,478
Inter-segment sales	156,247	–	–	–	(156,247)	–
	359,608	35,961	1,478	4,010	(156,247)	244,810

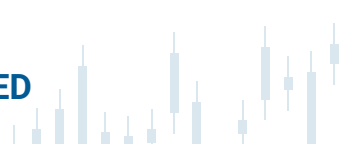
Inter-segment sales are charged at prevailing market rates.

### RESULTS

Segment results	(12,268)	(3,376)	1,302	(297)		(14,639)
Unallocated other income and gains or losses						378
Unallocated corporate expenses						
– staff costs (including directors' remuneration but excluding staff commission expenses)						(750)
– service charge to related companies						(9,553)
– others						(2,814)
Share of loss of an associate						(90)
Loss before tax						(27,468)
Income tax expense						(7,545)
Loss for the period						(35,013)



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 4. REVENUE

	<b>Six months ended 31 March</b>	
	<b>2023</b> <b>(unaudited)</b> <b>HK\$'000</b>	<b>2022</b> <b>(unaudited)</b> <b>HK\$'000</b>
Commission and fee income <i>(Note)</i> :		
Commission and fee income on dealing in securities	<b>25,206</b>	26,224
Commission and fee income on dealing in futures and options contracts	<b>4,020</b>	5,258
Commission and fee income from insurance brokerage and wealth management	<b>478</b>	2,362
Corporate finance advisory services fee income	<b>4,315</b>	4,010
Placing and underwriting commission	<b>229</b>	1,478
	<b>34,248</b>	39,332
Interest income:		
Interest income from margin and initial public offer financing	<b>37,886</b>	64,065
Interest income from loans and advances	<b>98,189</b>	139,296
Interest income from bank deposits	<b>19,842</b>	2,116
Others	<b>179</b>	1
	<b>156,096</b>	205,478
	<b>190,344</b>	244,810

*Note:* Commission and fees income is the only revenue arising from HKFRS 15, while interest income is under the scope of HKFRS 9.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 5. IMPAIRMENT ALLOWANCES, NET OF REVERSAL

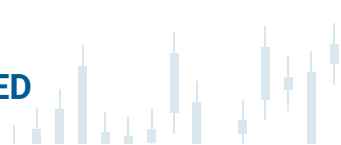
	Six months ended 31 March	
	2023 (unaudited) HK\$'000	2022 (unaudited) HK\$'000
Net impairment allowances on:		
Accounts receivable	69,348	(56,054)
Loans and advances	(21,568)	217,863
	47,780	161,809

## 6. PROFIT (LOSS) BEFORE TAX

	Six months ended 31 March	
	2023 (unaudited) HK\$'000	2022 (unaudited) HK\$'000
Profit (loss) before tax has been arrived at after charging:		
Other expenses:		
Auditor's remuneration	1,336	1,243
Legal and professional fee	2,365	3,120
Advertising and promotion expenses	1,295	1,187
Information technology services and communication expenses	12,979	14,482
Depreciation of property and equipment	1,873	1,376
Depreciation of right-of-use assets	2,453	5,250
General and administrative expenses	8,529	9,464
Rates and building management fee	1,279	1,269
Settlement expenses	1,020	1,305
Miscellaneous expenses	3,888	4,955
	37,017	43,651



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 7. INCOME TAX EXPENSE

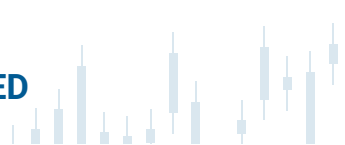
	Six months ended 31 March	
	2023	2022
	(unaudited)	(unaudited)
	HK\$'000	HK\$'000
Current period:		
Hong Kong Profits Tax	6,110	7,533
PRC Enterprise Income Tax	8	12
	<b>6,118</b>	<b>7,545</b>

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

Under the Law of the People's Republic of China ("PRC") on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 8. EARNINGS (LOSS) PER SHARE

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

	Six months ended 31 March	
	2023 (unaudited) HK\$'000	2022 (unaudited) HK\$'000
<b>Earnings (loss)</b>		
Earnings (loss) for the purpose of basic earnings (loss) per share	<b>45,223</b>	(35,013)

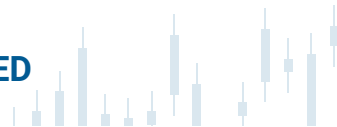
	Six months ended 31 March	
	2023 (unaudited) '000	2022 (unaudited) '000
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of basic earnings (loss) per share	<b>6,740,846</b>	6,740,846

No diluted earnings (loss) per share for the six months ended 31 March 2023 and 31 March 2022 were presented as there were no potential ordinary shares outstanding during both periods.





# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 9. DIVIDENDS

The directors of the Company did not declare any payment of interim dividend for the financial years ended 30 September 2023 and 30 September 2022.

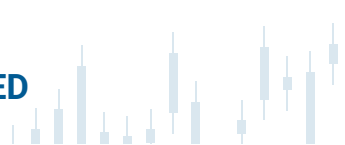
## 10. INTANGIBLE ASSETS

	HK\$'000
<b>COST</b>	
At 1 October 2021, 30 September 2022 and <b>31 March 2023</b>	9,802
<b>AMORTISATION AND IMPAIRMENT</b>	
At 1 October 2021, 30 September 2022 and <b>31 March 2023</b>	9,802
<b>CARRYING VALUES</b>	
<b>At 31 March 2023</b>	–
At 30 September 2022	–

Trading rights were fully amortised over 10 years from the effective date of the merger of the Stock Exchange, the Hong Kong Futures Exchange and the Hong Kong Securities Clearing Company Limited to year 2000.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

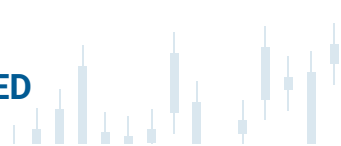


## 11. LOANS AND ADVANCES

	As at	
	31 March 2023 (unaudited) HK\$'000	30 September 2022 (audited) HK\$'000
Fixed-rate loans receivable	2,640,803	2,776,406
Variable-rate loans receivable	198,373	239,784
	<b>2,839,176</b>	3,016,190
Less: provision for impairment	(477,222)	(659,426)
	<b>2,361,954</b>	2,356,764
Analysed as:		
Current	1,786,686	1,669,893
Non-current	575,268	686,871
	<b>2,361,954</b>	2,356,764



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 11. LOANS AND ADVANCES *(Continued)*

*Note:* As at 31 March 2023, credit-impaired loans and advances of gross carrying amount of approximately HK\$301 million (30 September 2022: HK\$358 million), on which provision for impairment of approximately HK\$80 million (30 September 2022: HK\$80 million) was made, are secured by properties. Also included in the provision for impairment is an amount of approximately HK\$65 million (30 September 2022: HK\$64 million) made on credit-impaired loans and advances of gross carrying amount of approximately HK\$100 million (30 September 2022: HK\$153 million), the borrowers of which hold Hong Kong listed marketable securities under the securities account in or held in custody by a wholly owned subsidiary of the Company. The Group has the rights on these listed marketable securities to repay the outstanding loans in the event that the borrowers fail to pay the amount due. In determining the allowances for credit-impaired loans and advances, the management of the Group also takes into account the fair value of collateral and the outstanding balance of loan receivables individually taking into account of executable settlement plan and restructuring arrangements with available forward looking information.

The Group has established credit policies to ensure all loans and advances are subject to credit risk assessment and ongoing monitoring, including evaluation of customers' credit ratings (if publicly available), financial background and repayment abilities. ECL assessment is carried out based on a close monitoring and evaluation of the collectability of individual account and on management's judgement, including the current creditworthiness of the borrowers, collateral value, the past collection history and available forward looking information. The Group had commenced legal proceedings against the borrowers of the credit-impaired loans with the gross carrying amount totalling approximately HK\$296 million (30 September 2022: HK\$336 million), on which provision for impairment of approximately HK\$61 million (30 September 2022: HK\$47 million) was made as at 31 March 2023. As at the reporting date of the Interim Financial Statements, the legal proceedings are still in progress.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



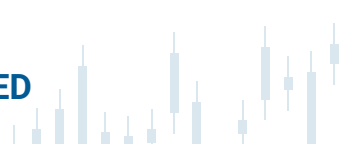
## 11. LOANS AND ADVANCES (Continued)

The carrying amounts of the Group's fixed-rate and variable-rate loans receivable together with their remaining contractual maturity dates are as follows:

	As at	
	31 March 2023 (unaudited) HK\$'000	30 September 2022 (audited) HK\$'000
Fixed-rate loans receivable:		
Within one year	1,561,345	1,379,586
In more than one year but no more than five years	95,678	126,481
Over five years	303,458	342,656
	<b>1,960,481</b>	1,848,723
Past due	203,100	268,387
	<b>2,163,581</b>	2,117,110
Variable-rate loans receivable:		
Within one year	7,359	8,794
In more than one year but no more than five years	32,237	47,811
Over five years	143,896	169,923
	<b>183,492</b>	226,528
Past due	14,881	13,126
	<b>198,373</b>	239,654



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 11. LOANS AND ADVANCES (Continued)

The effective interest rates of the Group's loans receivable are as follows:

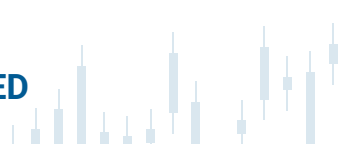
	<b>As at</b>	
	<b>31 March 2023 (unaudited)</b>	30 September 2022 (audited)
Effective interest rates:		
Fixed-rate loans receivable	<b>0.67% per month to 3.83% per month</b>	0.67% per month to 3.83% per month
Variable-rate loans receivable	<b>Prime rate – 2.5% per annum to prime rate per annum</b>	Prime rate – 2.75% per annum to prime rate per annum

As at 31 March 2023, 262 (30 September 2022: 239) secured loans with the aggregate gross amount of approximately HK\$1,737 million (30 September 2022: HK\$1,596 million) were secured by first legal charges in respect of respective properties located in Hong Kong and Canada. The collateral for each individual loan is sufficient to cover the loan amount on an individual basis. They were advanced to various independent borrowers and will be due for repayment within 1 to 29 years (30 September 2022: 1 to 30 years).

As at 31 March 2023, loans receivable amounting to approximately HK\$626 million (30 September 2022: HK\$787 million) provided to independent third parties of the Group, were with second or third legal charges in respect of properties located in Hong Kong and Canada and will be due for repayment within 1 to 29 years (30 September 2022: 1 to 30 years) from the respective loans' date of advance.

As at 31 March 2023, there are 3 secured loans (30 September 2022: 14) with the aggregate gross amount of approximately HK\$100 million (30 September 2022: HK\$376 million). The borrowers hold Hong Kong listed marketable securities under the securities account in one of the Group entities. The Group has the right to sell or require a sale of all these securities and use the proceeds to repay the outstanding loans in the event that the borrowers fail to pay the amount due on due date when the value of marketable securities is sufficient to cover the margin loan amount under the securities account. The remaining gross balance of loans of approximately HK\$288 million (30 September 2022: HK\$256 million) were unsecured.

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 11. LOANS AND ADVANCES *(Continued)*

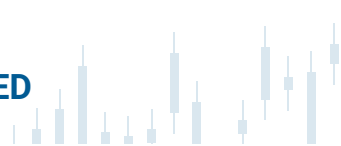
As at 31 March 2023 and 30 September 2022, there are no individual loans with net carrying amount, on an individual basis, being more than 10% of the net carrying amount of the total loans and advances.

## 12. ACCOUNTS RECEIVABLE

	As at	
	31 March 2023 (unaudited) HK\$'000	30 September 2022 (audited) HK\$'000
Accounts receivable from the business of dealing in securities: Clearing houses, brokers and cash clients	121,290	42,038
Secured margin loans	2,030,848	2,031,389
IPO margin loans	–	2,408
Accounts receivable from the business of dealing in futures contracts: Clearing houses, brokers and margin clients	71,328	48,522
Accounts receivable from the business of corporate finance	3,193	2,860
	<b>2,226,659</b>	2,127,217
Less: provision for impairment	<b>(1,505,177)</b>	(1,435,410)
	<b>721,482</b>	691,807



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 12. ACCOUNTS RECEIVABLE *(Continued)*

The settlement terms of accounts receivable, except for secured margin loans and IPO margin loans, arising from the business of dealing in securities are two days after trade date, and of accounts receivable arising from the business of dealing in futures contracts are one day after trade date.

Normal settlement terms of accounts receivable from the business of corporate finance, and placing and underwriting are determined in accordance with the contractual terms. The Group seeks to maintain tight control over its outstanding accounts receivable from the business of corporate finance in order to minimise the credit risk.

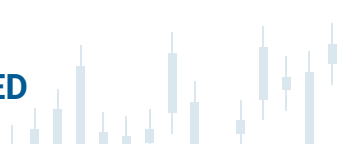
As at 31 March 2023, there was one (30 September 2022: Nil) individual account with net carrying amount of HK\$54 million, representing more than 10% of the net carrying amount of total accounts receivable.

No ageing analysis of secured margin loans and IPO margin loans is disclosed as in the opinion of the executive directors of the Company, the ageing analysis does not give additional value in view of the nature of this business.

The ageing analysis of the remaining balance of the accounts receivable (before impairment) are as follows:

	<b>As at</b>	
	<b>31 March 2023 (unaudited) HK\$'000</b>	30 September 2022 (audited) HK\$'000
Past due:		
0–30 days	1,111	882
31–60 days	713	2
61–90 days	4	4
Over 90 days	2,118	2,708
Accounts receivable which were past due	3,946	3,596
Accounts receivable which were not past due	191,865	89,824
	<b>195,811</b>	93,420

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 12. ACCOUNTS RECEIVABLE *(Continued)*

*Note:* In determining the allowances for credit-impaired loans to margin clients, the management of the Group also takes into account shortfall by comparing the fair value of listed securities pledged as collateral and the outstanding balance of accounts receivable from margin client individually taking into account of subsequent settlement or executable settlement plan and restructuring arrangements with available forward looking information.

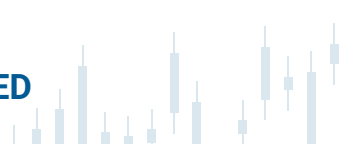
To minimise the Group's exposure to credit risk, the Group has a policy for reviewing and monitoring accounts receivable without sufficient collateral and those with default or delinquency in interest or principal payment. ECL assessment is carried out based on an evaluation of the collectability and ageing analysis of the accounts and on management's judgement including the current creditworthiness, collateral value, the past collection history and available forward looking information.

Management had set up the credit limits for each individual customer which are subject to regular reviews by the management. Any extension of credit beyond these approval limits has to be approved by relevant level of management on an individual basis according to the exceeded amount. Impairments are made for those clients with shortfall as at the end of the reporting period and with no settlement or executable settlement plan and arrangement after the end of the reporting period. The Group had commenced legal proceedings against the borrowers of the credit-impaired loans of the gross carrying amount totalling approximately HK\$398 million (30 September 2022: HK\$102 million) for recovery, on which provision for impairment of HK\$341 million (30 September 2022: HK\$96 million) was made as at 31 March 2023. As at the reporting date of the Interim Financial Statements, the legal proceedings are still in progress.





# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 13. ACCOUNTS PAYABLE

	As at	
	31 March 2023 (unaudited) HK\$'000	30 September 2022 (audited) HK\$'000
Accounts payable from the business of dealing in securities:		
Clearing houses and brokers	5,104	8,033
Margin and cash clients	1,388,762	1,484,312
Accounts payable from the business of dealing in futures contracts:		
Margin clients	198,947	160,841
	<b>1,592,813</b>	<b>1,653,186</b>

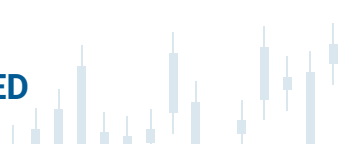
The settlement terms of accounts payable, except for margin loans, arising from the business of dealing in securities are two days after trade date and accounts payable arising from the business of dealing in futures contracts are one day after trade date. No ageing analysis is disclosed as in the opinion of the executive directors of the Company, the ageing analysis does not give additional value in view of the nature of this business.

Accounts payable to margin and cash clients arising from the business of dealing in securities and dealing in futures bear variable interest at commercial rates, and are repayable on demand subsequent to settlement date.

Included in accounts payable, amounts of approximately HK\$1,430 million and HK\$1,573 million as at 31 March 2023 and 30 September 2022 respectively were payable to clients and other institutions in respect of the trust and segregated bank balances received and held for clients and other institutions in the course of conducting the regulated activities. However, the Group currently does not have an enforceable right to offset these accounts payable with the deposits placed.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 14. SHARE CAPITAL

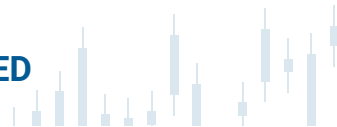
	Number of shares '000	HK\$'000
Ordinary shares of HK\$0.01 each		
Authorised:		
At 1 October 2022 and <b>31 March 2023</b>	500,000,000	5,000,000
Issued and fully paid:		
At 1 October 2022	6,740,846	67,408
<b>At 31 March 2023</b>	6,740,846	67,408

## 15. FAIR VALUE MEASUREMENT ON FINANCIAL INSTRUMENTS

The executive directors of the Company consider that the carrying amounts of all financial assets and financial liabilities recorded at amortised cost at the respective reporting period ends approximate their corresponding fair values.



# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 16. RELATED PARTY TRANSACTIONS

(a) In addition to the transactions and balances detailed elsewhere in the Interim Financial Statements, the Group had the following significant transactions and balances with related parties:

	<b>Six months ended 31 March</b>	
	<b>2023</b> <b>(unaudited)</b> <b>HK\$'000</b>	<b>2022</b> <b>(unaudited)</b> <b>HK\$'000</b>
(i) Corporate finance advisory services fee income from related companies	<b>1,690</b>	1,310
(ii) Sharing of information technology services and administrative expenses paid and payable to related companies	<b>12,633</b>	9,191
(iii) Printing, advertising and promotion expenses to related companies	<b>639</b>	1,019
(iv) Accounts payable to margin and cash clients arising from business of dealing in securities by		
– an associate	–	11,515
– directors of the Company	<b>103</b>	2,159
(v) Rental deposits and other deposits paid to related companies	<b>3,248</b>	3,249
(vi) Interest expense from lease payable to related companies	<b>62</b>	188
(vii) Lease liabilities payable to related companies	<b>1,546</b>	9,556

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



## 16. RELATED PARTY TRANSACTIONS *(Continued)*

(b) The key management personnel of the Company are the directors of the Company. The remuneration paid to them during the period are as follows:

	Six months ended 31 March	
	2023 (unaudited) HK\$'000	2022 (unaudited) HK\$'000
Fees	730	750
Salaries and other emoluments	2,027	3,679
	<b>2,757</b>	4,429



## DIRECTOR'S AND CHIEF EXECUTIVE'S INTERESTS IN SECURITIES



As at 31 March 2023, the following Director and chief executive of the Company had or was deemed or taken to have interests and short positions in the following shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors adopted by the Company (“ECG Securities Code”):

### LONG POSITION INTERESTS IN THE COMPANY

#### *Ordinary shares of HK\$0.01 each of the Company (“Shares”)*

Name of Director	Capacity/ Nature of Interests	Number of Shares interested	% of issued voting Shares
Ms. Daisy Yeung	Eligible beneficiary of a private discretionary trust	2,879,521,438 <i>(Note)</i>	42.72%
	Beneficial owner	18,000,000	0.26%

*Note:*

These Shares were held by Emperor Capital Group Holdings Limited, a wholly-owned subsidiary of Albert Yeung Capital Holdings Limited (“AY Capital Holdings”). AY Capital Holdings was in turn held by CDM Trust & Board Services AG (“CDM Trust”) in trust for a private discretionary trust of which Ms. Daisy Yeung is one of the eligible beneficiaries of the trust.

Save as disclosed above, as at 31 March 2023, none of the Directors nor chief executives of the Company had any interests or short positions in any Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).



## OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES



So far as is known to any Directors or chief executives of the Company, as at 31 March 2023, the following persons or corporations (other than a Director or chief executive of the Company) who had, or were deemed or taken to have interests or short positions in the Shares or underlying Shares as recorded in the register required to be kept under Section 336 of the SFO (“DI Register”) were as follows:

### LONG POSITION IN THE SHARES

Name	Capacity/Nature of interests	Number of Shares interested	% of issued voting Shares
AY Capital Holdings	Interest in a controlled corporation	2,879,521,438 (Note)	42.72%
CDM Trust	Trustee of a private discretionary trust	2,879,521,438 (Note)	42.72%
Dr. Yeung Sau Shing, Albert	Founder of a private discretionary trust	2,879,521,438 (Note)	42.72%
Ms. Luk Siu Man, Semon	Interest of spouse	2,879,521,438 (Note)	42.72%
China Huarong Asset Management Co., Ltd.	Interest in a controlled corporation	551,522,000	8.18%
華融華僑資產管理股份有限公司	Interest in a controlled corporation	551,522,000	8.18%
Taiping Assets Management (HK) Company Limited	Investment manager	612,900,000	9.09%
Taiping Trustees Limited	Trustee	612,900,000	9.09%

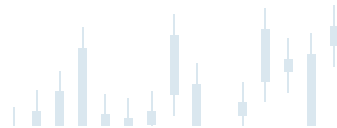
*Note:*

These Shares were the same Shares of which Ms. Daisy Yeung had deemed interest as set out under the section of “Director’s and Chief Executive’s Interests in Securities” above.

Save as disclosed above, as at 31 March 2023, the Directors or chief executives of the Company were not aware of any person or corporation (other than a Director or chief executive of the Company) who had, or were deemed or taken to have, any interests or short positions in any Shares or underlying Shares as recorded in the DI Register.



# CORPORATE GOVERNANCE AND OTHER INFORMATION



## SHARE OPTIONS

The Company has adopted a share option scheme (“Share Option Scheme”) on 26 January 2017 to provide incentive or rewards to participants including the Directors and eligible employees of the Group. No option was granted under the Share Option Scheme since its adoption and up to 31 March 2023.

## CORPORATE GOVERNANCE CODE

The Company had complied throughout the Period with the code provisions as set out in the Corporate Governance Code under Appendix 14 to the Listing Rules, except with the deviation from code provision C.2.1 which requires that the roles of chairman and chief executive officer should be separate and not be performed by the same individual. Ms. Daisy Yeung (being the Chief Executive Officer of the Group) has also been appointed as the Chairperson of the Company by the Board who provides the Board with strong and consistent leadership while at the same time leading the management on effective planning, formulation, implementation and execution of long-term business strategies of the Group. The Directors have considered the issue of balance of power and authority of the Board and the structure which can properly address the potential issue on power concentration. All Directors, who bring different experience and expertise to the Company, were properly briefed on issues arising at Board meetings and that adequate, complete and reliable information is received by the Directors.

## MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted ECG Securities Code as its own code of conduct regarding securities transactions by Directors on no less exacting terms than the required standards as set out in Appendix 10 to the Listing Rules regarding the Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”). Having made specific enquiry to all Directors, all of them confirmed that they had complied with the required standard of dealings as set out in the ECG Securities Code throughout the Period.

Relevant employees who are likely to be in possession of unpublished price-sensitive information of the Group are also subject to compliance with written guidelines in line with the Model Code. No incident of non-compliance by relevant employees was noted throughout the Period.



# CORPORATE GOVERNANCE AND OTHER INFORMATION



## CHANGES IN INFORMATION OF DIRECTORS

Save as disclosed in the announcement of the Company dated 28 February 2023 regarding, inter alia, the change of Independent Non-executive Directors and members of the board committees, the Company is not aware of any changes in the Directors' information which is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules since the date of the 2021/2022 Annual Report.

## REVIEW OF INTERIM REPORT

The condensed consolidated financial statements of the Group for the Period as set out in this interim report had not been audited nor reviewed by the Company's auditor, Deloitte Touche Tohmatsu (Registered Public Interest Entity Auditor), but this report had been reviewed by the audit committee of the Company, which comprises the three Independent Non-executive Directors of the Company.

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

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

By order of the Board  
**Emperor Capital Group Limited**  
**Daisy Yeung**  
*Chairperson*

Hong Kong, 30 May 2023

As at the date of this report, the Board comprises:

*Executive Directors:*

Ms. Daisy Yeung  
Mr. Wong Chi Fai  
Ms. Fan Man Seung, Vanessa

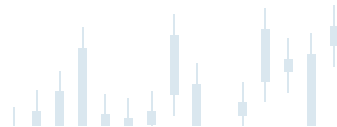
*Independent Non-executive Directors:*

Ms. Wan Choi Ha  
Mr. Wong Tak Ming, Gary  
Mr. Yu King Tin





## CORPORATE GOVERNANCE AND OTHER INFORMATION



This interim report (in both English and Chinese versions) is available to any shareholder of the Company in printed form or on the websites of the Stock Exchange (<https://www.hkexnews.hk>) and the Company (<https://www.EmperorCapital.com>). In order to protect the environment, the Company highly recommends the shareholders to receive electronic copy of this interim report. Shareholders may have the right to change their choice of receipt of our future Corporate Communications at any time by reasonable notice in writing to the Company's Hong Kong Branch Share Registrar, Tricor Secretaries Limited, by post at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or by email at [is-ecom@hk.tricorglobal.com](mailto:is-ecom@hk.tricorglobal.com).

