Courage Investment Group Limited
勇利投資集團有限公司

(Incorporated in Bermuda with limited liability)
(Hong Kong Stock Code: 1145)
(Singapore Stock Code: CIN)

2024
ANNUAL REPORT

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Corporate Information

BOARD OF DIRECTORS

Executive Directors

Ms. Liu Sainan *(Chairlady)*
(appointed on 10 March 2025)
Mr. Wu Ying Ha *(Chief Executive Officer)*
(appointed on 8 October 2024 and redesignated as Chief Executive Officer on 10 March 2025)
Ms. Lee Chun Yeung, Catherine (resigned from position of Chief Executive Officer on 10 March 2025)
Mr. Sue Ka Lok (resigned on 22 November 2024)
Ms. Wang Yu (resigned on 10 March 2025)

Independent Non-executive Directors

Mr. Zhu Gaoming (appointed on 10 March 2025)
Mr. Qiu Yiyong (appointed on 10 March 2025)
Mr. Deng Banghao (appointed on 10 March 2025)
Mr. Zhou Qijin (resigned on 31 March 2025)
Mr. Pau Shiu Ming (resigned on 31 March 2025)
Mr. Tsao Hoi Ho (resigned on 31 March 2025)

AUDIT COMMITTEE

Mr. Zhu Gaoming *(Chairman)* (appointed on 10 March 2025 and redesignated as Chairman on 31 March 2025)
Mr. Qiu Yiyong (appointed on 10 March 2025)
Mr. Deng Banghao (appointed on 10 March 2025)
Mr. Tsao Hoi Ho (resigned on 31 March 2025)
Mr. Zhou Qijin (resigned on 31 March 2025)
Mr. Pau Shiu Ming (resigned on 31 March 2025)

REMUNERATION COMMITTEE

Mr. Qiu Yiyong *(Chairman)* (appointed on 10 March 2025 and redesignated as Chairman on 31 March 2025)
Mr. Zhu Gaoming (appointed on 10 March 2025)
Mr. Deng Banghao (appointed on 10 March 2025)
Mr. Pau Shiu Ming (resigned on 31 March 2025)
Mr. Zhou Qijin (resigned on 31 March 2025)
Mr. Tsao Hoi Ho (resigned on 31 March 2025)

NOMINATION COMMITTEE

Ms. Liu Sainan *(Chairlady)* (appointed on 10 March 2025 and redesignated as Chairlady on 31 March 2025)
Mr. Zhu Gaoming (appointed on 10 March 2025)
Mr. Qiu Yiyong (appointed on 10 March 2025)
Mr. Deng Banghao (appointed on 10 March 2025)
Mr. Sue Ka Lok (resigned on 22 November 2024)
Mr. Zhou Qijin (resigned on 31 March 2025)
Mr. Pau Shiu Ming (resigned on 31 March 2025)
Mr. Tsao Hoi Ho (resigned on 31 March 2025)

COMPANY SECRETARY

Mr. Chan Suk Ching
(appointed on 10 March 2025)
Ms. Wang Yu (resigned on 10 March 2025)

DEPUTY COMPANY SECRETARY

Ms. Lee Pih Peng

TRADING OF SHARES

Hong Kong Stock Exchange
(Stock Code: 1145)
Singapore Exchange
(Stock Code: CIN)

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

PRINCIPAL PLACE OF BUSINESS

Rooms 1405-1412, 14th Floor
Sun Hung Kai Centre
30 Harbour Road
Wanchai
Hong Kong

PRINCIPAL BANKERS

Bank of Communications Co., Ltd.,
Hong Kong Branch
Bank of Communications (Hong Kong) Limited
Hang Seng Bank Limited

AUDITOR

Deloitte Touche Tohmatsu
Certified Public Accountants
Registered Public Interest Entity Auditors

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

SINGAPORE SHARE TRANSFER AGENT

Unit Trust/Share Registration
Boardroom Corporate & Advisory Services Pte. Ltd.
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

WEBSITE

www.courageinv.com

Statement from the Board

On behalf of the Board, I hereby present to the shareholders of the Company the results of the Group for the year ended 31 December 2024 ("**FY2024**").

RESULTS

During FY2024, the Group continued to principally engage in the business of marine transportation, investment holding, property holding and investment, and merchandise trading. Overall, in comparison to 2023, the market fundamentals for the Group's shipping business showed improvement, primarily driven by the global economic recovery, which boosted demand for dry bulk commodities. At the same time, vessel supply was constrained by various factors, and the Red Sea Crisis further exacerbated the global shortage of shipping capacity, contributing to the rise in market freight.

For FY2024, the Group reported an increase in revenue by 8% to US$9,183,000 (2023: US$8,512,000), mainly due to the increase in revenue of the marine transportation business, and recorded a profit attributable to owners of the Company of US$1,706,000 (2023: loss of US$3,974,000). Basic earnings per share was US0.16 cent (2023: basic loss per share of US0.36 cent). The turnaround of the Group's results is mainly attributed to (i) an increase in profit contribution from the Group's marine transportation operation to US$3,097,000 (2023: US$2,227,000); (ii) a gain on disposal of a subsidiary of US$106,000 (2023: a loss of US$2,100,000); (iii) an impairment loss reversed on a vessel of US$91,000 (2023: an impairment loss recognised on vessels of US$1,008,000); (iv) an absence of loss of a joint venture shared by the Group (2023: US$788,000); and (v) a decrease of an allowance for credit losses on debt instruments at fair value through other comprehensive income to US$389,000 (2023: US$1,146,000).

PROSPECTS

The Group maintains a cautiously optimistic view over the prospects of marine transportation business in medium to long term. The global economic recovery, particularly the growth in emerging markets, has driven demand for bulk commodities. Transportation demand for iron ore, coal, grains, and construction materials is expected to maintain steady growth, providing momentum for the dry bulk shipping market. However, the industry also faces challenges, including geopolitical uncertainties, fuel price fluctuations, and uneven global economic recovery, which may lead to short-term volatility.

The Board is striving to explore various means in fostering diversified sources of income to minimise cyclical impact of fleet demands to enhance a sustainable long-term growth of the Group.

The Group will continue to adhere to a prudent business philosophy, focusing on cost reduction and efficiency improvement while enhancing vessel management standards. At the same time, the Group will actively address challenges striving to resume and expand merchandise trading businesses, seize opportunities, and explore potential investment and acquisition opportunities, with the aim of bringing long-term benefits to shareholders.

APPRECIATION

On behalf of the Board, I would like to express our gratitude to all our shareholders, investors, bankers, business associates and customers for their continuing support to the Group, our fellow directors for their valuable services, and all staff members for their dedicated efforts during FY2024.

Wu Ying Ha
Executive Director
Hong Kong, 7 March 2025

Management Discussion and Analysis

BUSINESS REVIEW

During the year ended 31 December 2024 (“**FY2024**”), the Group continued to principally engage in the business of marine transportation, investment holding, property holding and investment, and merchandise trading.

Overall, in comparison to 2023, the market fundamentals for the Group’s shipping business showed improvement, primarily driven by the global economic recovery, which boosted demand for dry bulk commodities. At the same time, vessel supply was constrained by various factors, and the Red Sea Crisis further exacerbated the global shortage of shipping capacity, contributing to the rise in market freight. For FY2024, the Group reported an increase in revenue by 8% to US$9,183,000 (2023: US$8,512,000), mainly due to the increase in revenue of the marine transportation business, and recorded a profit attributable to owners of the Company of US$1,706,000 (2023: loss of US$3,974,000). Basic earnings per share was US0.16 cent (2023: basic loss per share of US0.36 cent).

Marine transportation

For FY2024, the revenue of the Group’s marine transportation business increased by 9% to US$9,183,000 (2023: US$8,449,000), while its profit increased by 39% to US$3,097,000 (2023: US$2,227,000). The increases in revenue and profit of the operation were mainly attributable to the general improvement in market conditions and the considerable increase in freight for dry bulk vessels, which were in turn largely the results of the increased global demand for commodity and the reduced vessel supply caused by the Red Sea Crisis.

During FY2024, the freight charged by the Group’s vessels were in general higher than last year, which were in line with the movements of the BDI, an index closely correlated to the market freight. During the year, the BDI remained volatile by reaching its peak of about 2,400 points in March 2024, hitting its low of about 1,000 points in December 2024, hovering between the 1,500 to 2,000 points level for much of the year, and was considerably higher than the 1,000 to 2,000 points level in 2023. Although the market freight fluctuated considerably during the year, as global trading activities have increased alongside the recovery and growth of the global economy, the Group remains cautiously optimistic about the prospects of the marine transportation business in the medium to long term.

During FY2024, the Group disposed one of its dry bulk Supramax vessels named “Zorina” and acquired a second-hand dry bulk Supramax vessel. Please refer to the section headed “Major Acquisition and Disposal” below for details. The carrying capacity of the Group’s dry bulk fleet, which currently comprises three Supramax size vessels, is approximately 171,000 dwt.

At 31 December 2024, with reference to the prevailing market conditions (including second-hand prices of similar vessels in terms of country of built, tonnage and age and market freight), an impairment loss on a vessel of US$91,000 was reversed (2023: an impairment loss on vessels of US$1,008,000 was recognised) for the year.

Major Acquisition and Disposal

On 13 September 2024, the Group entered into an agreement for acquisition of the entire issued share capital of and the shareholder’s loan to a company (the “**Acquired Company**”) at a maximum consideration of US$15,450,100 (the “**Acquisition**”). The Acquisition was completed on 22 November 2024 and immediately after completion of the Acquisition, the Acquired Company which held the contractual rights under a memorandum of agreement to purchase a second-hand dry bulk vessel named “Diva” (the “**Acquisition of Vessel**”) at a purchase price of US$14,750,000, has become a wholly owned subsidiary of the Company and the Acquisition of Vessel was subsequently completed on 27 December 2024. For details of the Acquisition and the Acquisition of Vessel, please refer to (i) the announcements of the Company dated 13 September 2024, 22 November 2024 and 27 December 2024 and (ii) the circular of the Company dated 1 November 2024.

On 13 September 2024, the Group entered into an agreement for disposal of the entire issued share capital of and the shareholder's loan to an indirect wholly-owned subsidiary of the Company (the "**Disposal Company**") at a disposal price of US$13,800,000 (the "**Disposal**") where the sole asset of the Disposal Company was a dry bulk vessel named "Zorina". The Disposal was completed on 25 November 2024. For details of the Disposal, please refer to (i) the announcements of the Company dated 13 September 2024 and 25 November 2024 and (ii) the circular of the Company dated 1 November 2024.

Investment holding

During FY2024, no revenue (2023: US$63,000) was recognised for the Group's investment holding business but with a segment loss of US$389,000 (2023: US$1,186,000). For the year ended 31 December 2023, the revenue of the business represented interest income from corporate bonds. For the year ended 31 December 2024, the loss incurred represented mainly the recognition of net allowance for credit losses on debt instruments (i.e., corporate bonds) at fair value through other comprehensive income ("**FVTOCI**") of US$389,000 (2023: US$1,146,000). The recognition of credit losses represented a further deterioration of the financial position of the issuers of the corporate bonds held by the Group. These bond issuers are all property companies based in the Mainland with their credit ratings being withdrawn or downgraded by the credit rating agencies, and the bonds held by the Group at the year end were in default status due to non-payments of interest and/or principal.

As the Group expected the uncertainties of the financial position of these bond issuers would ultimately affect the collection of contractual cash flows from their bonds, an allowance for credit losses on debt instruments at FVTOCI of US$389,000 (2023: US$1,146,000), which mainly reflected the further increase in credit risks of these bonds, was recognised during the year. The Group had performed an impairment assessment on these debt instruments under the expected credit losses ("**ECL**") model. The measurement of ECL is a function of the probability of default and the loss given default (i.e., the magnitude of the loss if there is a default), and the assessment of the probability of default and loss given default is based on historical data and forward-looking information. In determining the ECL on the Group's debt instruments, the management had taken into account factors including the withdrawal or downgrading of credit rating of the bond issuers by the credit rating agencies, the defaults of the bond issuers in their payments of interest and/or principal, and forward-looking information including the future macroeconomic conditions affecting the operations of the bond issuers.

During FY2024, the Group had not made any new investments in corporate bonds.

Property holding and investment

During FY2024, the Group was not holding any investment property and no revenue (2023: nil) was recognised. The loss of US$1,000 (2023: US$7,000) was administrative costs of the operation. The Group has been looking for acquisition of high rental yield and/or great appreciation potential investment property opportunities.

Merchandise trading

During FY2024, as market conditions continued to be volatile, the Group did not engage in merchandise trading business and no revenue (2023: nil) or profit or loss (2023: nil) was recongised. The management remains striving to resume the Group's merchandise trading business in the near future.

Share of result of a joint venture

In September 2023, the Group entered into an agreement to dispose of a subsidiary that held an indirect holding of 41.7% equity interest in a joint venture, which in turn held an industrial property in Shanghai, China. The disposal of the subsidiary was completed in October 2023. For the year ended 31 December 2023, the loss of the joint venture shared by the Group amounted to US$788,000 and was mainly related to the decrease in fair value of the aforementioned industrial property.

OVERALL RESULTS

For FY2024, the Group recorded a profit attributable to owners of the Company of US$1,706,000 (2023: loss of US$3,974,000) and a total comprehensive income attributable to owners of the Company of US$1,706,000 (2023: expense of US$4,040,000). Such turnaround of the Group's results is mainly attributed to (i) an increase in profit contribution from the Group's marine transportation operation to US$3,097,000 (2023: US$2,227,000); (ii) a gain on disposal of a subsidiary of US$106,000 (2023: a loss of US$2,100,000); (iii) an impairment loss reversed on a vessel of US$91,000 (2023: an impairment loss recognised on vessels of US$1,008,000); (iv) an absence of loss of a joint venture shared by the Group (2023: US$788,000); and (v) a decrease of an allowance for credit losses on debt instruments at FVTOCI to US$389,000 (2023: US$1,146,000).

FINANCIAL REVIEW

Liquidity, financial resources and capital structure

During FY2024, the Group financed its operation mainly by cash generated from operations as well as shareholders' funds. At 31 December 2024, the Group had current assets of US$19,660,000 (2023: US$18,807,000) and liquid assets comprising bank deposits and cash and cash equivalents totalling US$18,938,000 (2023: US$17,849,000). The Group's current ratio, calculated based on current assets over current liabilities of US$1,003,000 (2023: US$1,927,000), was at a strong ratio of about 19.60 (2023: 9.76) at the year end. The significant increase in current ratio was mainly the combined effect of an increase in profit contribution from the Group's marine transportation operation to US$3,097,000 during the year, which in turn led to the increase in bank balances and the loans were fully repaid during the year, which in turn led to the decrease in borrowings.

At 31 December 2024, the equity attributable to owners of the Company amounted to US$58,804,000 (2023: US$57,098,000), increased by US$1,706,000 when compared with the last year end and was mainly a result of the profit earned by the Group of US$1,706,000 (2023: loss incurred of US$3,974,000).

The Group's borrowings represented loans from a financial institution and were fully repaid during FY2024. At 31 December 2023, such borrowings were mainly applied for financing the holding of vessels, and were all due within one year, denominated in United States dollars, bore interests at floating rates, and secured by two vessels owned by the Group.

For FY2024, the Group's finance costs of US$20,000 (2023: US$187,000) represented mainly interests for the borrowings, finance costs decreased by 89% was mainly a result of the full repayment of borrowings during the year.

At 31 December 2024, the Group's gearing ratio was zero. At 31 December 2023, such ratio, calculated on the basis of total borrowings of US$756,000 divided by total equity of US$57,098,000, was at a low ratio of about 1%.

The Group's interest income from banks increased by 27% to US$776,000 (2023: US$612,000) over last year, mainly resulted from additional surplus funds on hand.

With the amount of liquid assets on hand, the management is of the view that the Group has sufficient financial resources to meet its ongoing operational requirement.

Use of proceeds from the Open Offer

In January 2021, the Company successfully raised US$9,148,000 before expenses by way of an open offer of 548,851,784 offer shares (with aggregate nominal value of US$548,851.784) at the subscription price of HK$0.13 per offer share (the closing price of the Company's shares was HK$0.193 on the day when the subscription price was fixed) on the basis of one offer share for every one share of the Company held on the record date (the "**Open Offer**"). The net proceeds from the Open Offer were US$8,621,000 (equivalent to a net subscription price of approximately HK$0.12 per offer share), of which a sum of US$2,821,000 was utilised as intended to repay a bank revolving loan to achieve immediate saving in finance costs, whilst the remainder of the net proceeds of US$5,800,000 was earmarked as working capital for the Group's marine transportation business. As opposed to the original intention to apply approximately 50% of the remainder of the proceeds to its marine transportation business, approximately 40% to its investment holding business and approximately 10% to its merchandise trading business as working capital, the net proceeds from the Open Offer were not applied as working capital for the Group's merchandise trading and investment holding businesses as the Group was not active in its merchandise trading and investment activities primarily owing to the adverse economic impact brought by the prolonged continuation of the COVID pandemic. The Company had therefore earmarked the remaining net proceeds of US$5,800,000 as working capital for the Group's marine transportation business before any acquisition of a vessel is proceeded with. However, upon completion of the Acquisition of Vessel on 27 December 2024, the net proceeds of US$5,800,000 have been fully utilised.

Events after the reporting period

Subsequent to the end of the reporting period, China Mark Limited, a limited company incorporated in Hong Kong which is wholly-owned by Ms. Liu Sainan, become the immediate and ultimate holding company of the Company.

Foreign currency management

The monetary assets and liabilities as well as business transactions of the Group are mainly denominated in United States dollars or Hong Kong dollars. During FY2024, the Group had not experienced any significant exposure to exchange rate fluctuations, as such, the Group had not entered into any financial arrangements for hedging purposes. Appropriate measures will be undertaken by the Group should exchange rate fluctuations become significant.

Pledge of assets

At 31 December 2023, two vessels with an aggregate carrying amount of US$25,574,000 (including dry-docking) were pledged to a financial institution as security for the loan facilities granted to the Group. At 31 December 2024, no assets were pledged by the Group as all the borrowings were fully repaid and the pledged assets were fully released during the year.

Contingent liabilities

At 31 December 2024, the Group had no significant contingent liability (2023: nil).

Capital commitments

At 31 December 2024, the Group had no significant capital commitment (2023: nil).

EMPLOYEES AND REMUNERATION POLICY

At 31 December 2024, the Group had 18 (2023: 17) employees including directors of the Company. For FY2024, staff costs (including directors' emoluments) amounted to US$930,000 (2023: US$802,000). The remuneration packages for directors and staff are normally reviewed annually and are structured by reference to prevailing market terms and individual competence, performance and experience. The Group operates a Mandatory Provident Fund Scheme (the "**MPF Scheme**") for employees in Hong Kong. In addition, the Group provides other employee benefits including medical insurance, subsidised training programme as well as discretionary bonus.

The Group's contributions to the MPF Scheme for its employees are fully and immediately vested in the employees once the contributions are made. Accordingly, there are no forfeited contributions under the MPF Scheme that may be used by the Group to reduce the existing level of contributions.

During FY2024, the Group continued to engage a crew agency to provide crew services (about 64 crew members) for three of the Group's vessels, crew expenses for the year amounted to US$1,936,000 (2023: US$2,381,000).

RISK FACTORS

The Group has identified and is facing a number of significant risks during FY2024. Some of these risks are ongoing factors which the industry has to cope with in the medium to long term. Other risk factors are specific to the Group.

Economic Risk

The global economic slowdown with the ongoing geopolitical crisis, the demand for chartering services, the supply of vessels and commodity price fluctuations were some of the major factors that contributed to the volatility of BDI during FY2024. The BDI, which has a close correlation to market freight, remained volatile during 2024 by reaching its peak of about 2,400 points in March 2024, hitting its low of about 1,000 points in December 2024, hovering between the 1,500 to 2,000 points level for much of 2024. The movement of BDI is outside of the Group's control and would have a material effect on the financial performance of the Group's marine transportation business.

The global economic conditions and the state of international financial and investment markets, including the economy, financial and investment markets of the US, Mainland China and Hong Kong, of which the Group has no control, have significant influence on the financial performance of the Group's investment holding business.

Market Risk

The Group's marine transportation business operates in a rather volatile market. The business of its dry bulk cargo carriers is heavily influenced by fluctuations in the demand for chartering services and the supply of vessels, both regionally and globally, tightened sanctions regulations and trade restrictions by various countries, including geopolitical crisis and Sino-US trade tension. As a result, the Group faces intense competition within the shipping industry resulting in volatility of freight.

Financial Risk

The Group is exposed to financial risks relating to foreign currency, interest rate, credit and liquidity in its ordinary course of business. Details of such risks and management policies are set out in note 33 to the consolidated financial statements.

Environment Risk

The Group is constantly exposed to inherent risks such as oil spills, pollution, collisions, mechanical breakdown of its vessels, adverse weather conditions, fire or other calamity. Any of these factors may cause disruptions to the Group's marine transportation business and result in loss or damage to its vessels or cargo. The Group may also be liable for damages or compensation payable and its existing insurance may not be able to cover all claims fully or its costs may increase significantly. This may adversely affect the financial performance of the Group's marine transportation business.

Supply Chain Risk

The Group sources goods and products from a wide range of suppliers. The cooperation is based on well-entrenched relationship and fair terms of trade between the Group and its suppliers. However, the Group cannot warrant that the relationship with each supplier will remain unchanged, in the event the Group is unable to reach agreement upon reasonable terms with any suppliers and cannot find suitable substitute suppliers, the Group's marine transportation business may be affected.

COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

As far as the Board and the management are aware, the Group has complied in material respects with the relevant laws and regulations that have significant impact on the businesses and operations of the Group. During FY2024, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

RELATIONSHIP WITH EMPLOYEES, CUSTOMERS AND SUPPLIERS

The Group understands the importance of maintaining good relationships with its employees, customers and suppliers to meet its immediate and long-term business goals. During FY2024, there were no significant disputes between the Group and its employees, customers and suppliers.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group is committed to the long-term sustainability of the environment and communities in which it operates. The Group is closely following the rules and regulations of the International Maritime Organization ("**IMO**"). The IMO sets out a number of regulations and guidelines for the shipping industry that include safety, environment, human, technical, legal and security elements. The Group has established internal control systems and procedures based on these IMO rules, especially the International Safety Management Code. The Group's internal control systems are subject to annual review and audit by the IMO compliance agents. The Group is working vigorously to improve its performance in order to follow and match the ever-changing requirements of the industry and the IMO in particular.

Biographical Details of Directors

The biographical details of Directors, as of the date of this report, are set out below:

EXECUTIVE DIRECTORS

Ms. Lee Chun Yeung, Catherine ("Ms. Lee"), *Chief Executive Officer*

Aged 56, joined the Group as Executive Director and Chief Executive Officer in August 2023. She is a director of various subsidiaries of the Company. Ms. Lee holds a Bachelor of Arts degree from Guangzhou Institute of Foreign Languages (now known as Guangdong University of Foreign Studies) and a Master of Business Administration degree from the University of South Australia. Before joining the Group, Ms. Lee had served as an executive director and/or senior executive in several Hong Kong listed companies. She has extensive experience in business management, supply chain management and international trading of metal minerals and commodities.

Ms. Wang Yu ("Ms. Wang"), *Company Secretary*

Aged 49, joined the Group as Executive Director in October 2017, appointed as Joint Company Secretary in February 2019 and subsequently appointed as Company Secretary in March 2019. She is a director of various subsidiaries of the Company. Ms. Wang holds a Bachelor of Arts degree from the University of Science and Technology of China, Bachelor of Laws degree from Manchester Metropolitan University, Master of Business Administration degree from the University of Birmingham in the United Kingdom, Master of Corporate Governance degree and Master of Professional Accounting degree from The Hong Kong Polytechnic University. Ms. Wang is a chartered secretary, chartered governance professional and fellow of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. She has experience in logistics industry, corporate administration and company secretarial practice.

Mr. Wu Ying Ha ("Mr. Wu")

Aged 61, joined the Group as Executive Director in October 2024, he is also a director of various subsidiaries of the Company. Mr. Wu holds a Master of Business Administration degree from Southeastern University in Washington D.C., United States. Before joining the Group, Mr. Wu had held senior positions in several member companies of CITIC Group for over 20 years, including the positions of chief corporate officer and senior corporate director in liaison and project management of Dah Chong Hong Holdings Limited ("**DCH**"), a company previously listed on the Main Board of the Stock Exchange; a director of Dah Chong Hong Macau Total Supply Chain Management Company Limited; the chairman and general manager of DCH China Consumer Goods; a vice president of CITIC Resources Holdings Limited (Hong Kong Stock Code: 1205) ; and an assistant general manager and the general manager of the personnel & administration department of CITIC United Asia Investments Limited. Mr. Wu had also served as an assistant general manager of the international tour department of China Travel Service (Hong Kong) Limited. Mr. Wu has over 20 years of corporate management experience in tourism, consumer goods trading, supply chain management and resources businesses. Mr. Wu was an executive director and the chief executive officer of China Ecotourism Group Limited (Hong Kong Stock Code: 1371) until January 2022.

Biographical Details of Directors

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Zhou Qijin ("Mr. Zhou")

Aged 64, joined the Group as Independent Non-executive Director in October 2015 and is the Chairman of the Nomination Committee and a member of the Audit Committee and the Remuneration Committee. Mr. Zhou holds a Bachelor's degree in law from the Southwest University of Political Science and Law, the PRC. He has extensive experience in property investments and automobile sales and marketing in the PRC.

Mr. Pau Shiu Ming ("Mr. Pau")

Aged 75, joined the Group as Independent Non-executive Director in April 2018 and is the Chairman of the Remuneration Committee and a member of the Audit Committee and the Nomination Committee. Mr. Pau holds a Bachelor of Social Sciences degree from the University of Hong Kong. Mr. Pau had held senior roles in various international banks and has extensive experience in the banking and finance industry.

Mr. Tsao Hoi Ho ("Mr. Tsao")

Aged 60, joined the Group as Independent Non-executive Director in November 2019 and is the Chairman of the Audit Committee and a member of the Remuneration Committee and the Nomination Committee. Mr. Tsao holds a Master of Business Administration degree from the University of Warwick in the United Kingdom. Mr. Tsao is a Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants, an associate of The Chartered Governance Institute in the United Kingdom and an associate of the Financial Services Institute of Australasia (formerly known as Australasian Institute of Banking and Finance). Mr. Tsao has over 21 years' extensive experience in auditing, corporate finance and company secretarial practice.

CHANGES IN INFORMATION OF DIRECTORS

Pursuant to Rule 13.51(B)(1) of the Hong Kong Listing Rules, the changes in information of Directors of the Company, as notified to the Company, subsequent to the date of the 2024 Interim Report or the date of announcement on appointment of Director are set out below:

Directors	Details of Change
Ms. Lee Chun Yeung, Catherine	Stepped down from the position of Chief Executive Officer and authorized representative on 10 March 2025
Ms. Wang Yu	Resigned as Executive Director, company secretary and authorized representative on 10 March 2025
Mr. Wu Ying Ha	Appointed as the Chief Executive Officer and authorized representative on 10 March 2025
Mr. Zhou Qijin	Resigned as Independent Non-executive Director on 31 March 2025
Mr. Pau Shiu Ming	Resigned as Independent Non-executive Director on 31 March 2025
Mr. Tsao Hoi Ho	Resigned as Independent Non-executive Director on 31 March 2025

Report of the Directors

The Directors are pleased to present their report and the audited consolidated financial statements of the Company for the year ended 31 December 2024.

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The Company acts as an investment holding. The principal activities of its principal subsidiaries are set out in note 37 to the consolidated financial statements.

Further discussion and analysis of the Group's activities as required by Schedule 5 to the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), including a discussion of the principal risks and uncertainties the Group facing, the particulars of important events affecting the Group that have occurred since the end of the financial year, an indication of likely future developments in the Group's businesses, the key relationships with employees, customers and suppliers, and the compliance with laws and regulations, can be found in the "Statement from the Board" and "Management Discussion and Analysis" sections set out on pages 3 to 9 of this annual report and the "Corporate Governance Report" set out on pages 17 to 30 of this annual report. These discussions form part of this directors' report. In addition, discussions on the Group's environmental policies and performance are contained in the "Environmental, Social and Governance Report" on pages 31 to 50 of this annual report.

RESULTS

The results of the Group for the year ended 31 December 2024 are set out in the consolidated statement of profit or loss and other comprehensive income on page 56.

FINAL DIVIDEND

The Board has resolved not to declare the payment of a final dividend for the year ended 31 December 2024 (2023: nil).

FIVE-YEAR FINANCIAL SUMMARY

A summary of the published results and assets and liabilities of the Group for the last five financial years, as extracted from the audited consolidated financial statements of the Company, is set out on page 94. This summary does not form part of the audited consolidated financial statements.

PROPERTY, PLANT AND EQUIPMENT

Details of movements in the Group's property, plant and equipment during the year are set out in note 15 to the consolidated financial statements.

SHARE CAPITAL

Details of the Company's share capital are set out in note 25 to the consolidated financial statements.

DISTRIBUTABLE RESERVE OF THE COMPANY

The Company has distributable reserve of US$17,772,000 (2023: US$18,192,000) as at 31 December 2024 available for distribution to its shareholders.

MAJOR CUSTOMERS AND SUPPLIERS

During the year, sales to the Group's three (2023: two) largest customers accounted for approximately 96.8% (2023: 100.0%) of the total revenue for the year and sales to the largest customer accounted for approximately 51.5% (2023: 80.7%). Purchases from the Group's five largest suppliers accounted for approximately 55.0% (2023: 46.9%) of the total purchases for the year and purchases from the largest supplier accounted for approximately 36.4% (2023: 40.1%).

None of the directors of the Company or any of their close associates or any shareholders (which, to the best knowledge of the directors, own more than 5% of the number of issued shares of the Company) had any beneficial interest in the Group's five largest customers or suppliers during the year.

DIRECTORS

The directors of the Company during the year and up to the date of this annual report were:

Executive Directors:

Mr. Sue Ka Lok *(Chairman)* (resigned on 22 November 2024)
Ms. Lee Chun Yeung, Catherine *(Chief Executive Officer)*
Mr. Wu Ying Ha (appointed on 8 October 2024)
Ms. Wang Yu

Independent Non-executive Directors:

Mr. Zhou Qijin
Mr. Pau Shiu Ming
Mr. Tsao Hoi Ho

In accordance with Bye-law 85(6) of the Bye-laws, any Director appointed by the Board shall retire at the next annual general meeting of the Company and shall then be eligible for re-election at that meeting. And in accordance with Bye-law 86 of the Bye-laws, each Director shall retire at least once every three year.

DIRECTORS' SERVICE CONTRACTS

None of the directors being proposed for re-election at the 2025 AGM has a service contract with the Company or any of its subsidiaries which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

PERMITTED INDEMNITY PROVISIONS

Pursuant to the Bye-laws, every director or other officer of the Company for the time being acting in relation to any affairs of the Company shall be entitled to be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which he/she shall or may incur or sustain in or about the execution of the duties of his/her office or otherwise in relation thereto, and no director or other officer shall be liable for any loss, misfortune or damage which may happen in the execution of his/her office or in relation thereto provided that this indemnity shall not extend to any matter in respect of any fraud or dishonesty which may attach to any of the directors or other officers. The Company has arranged appropriate directors' and officers' liability insurance coverage for the directors and other officers of the Company during the year.

DIRECTORS' REMUNERATION

Details of directors' remuneration are set out in note 11 to the consolidated financial statements.

DIRECTORS' MATERIAL INTERESTS IN CONTRACTS OF SIGNIFICANCE

No contract of significance to which the Company or any of its subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

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

As at 31 December 2024, save as disclosed in the section headed "Interests and Short Positions of Shareholders Discloseable under the SFO", none of the directors and chief executive of the Company had any interests in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under section 352 of the SFO, or as otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code contained in the Hong Kong Listing Rules.

SHARE OPTION SCHEME

Details of the share option scheme of the Company are set out in note 26 to the consolidated financial statements.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the section headed "Share Option Scheme" above, at no time during the year was the Company or any of its subsidiaries a party to any arrangements to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the directors of the Company or their spouse or minor children had any rights to subscribe for the securities of the Company, or had exercised any such rights during the year.

INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS DISCLOSEABLE UNDER THE SFO

As at 31 December 2024, the following interests of more than 5% of the total number of issued shares of the Company were recorded in the register of interests required to be kept by the Company pursuant to section 336 of the SFO:

Long positions in the shares of the Company:

Name of shareholder	Capacity and nature of interest	Number of shares held	Approximate percentage of the Company's issued shares
Liu Sainan ("**Ms. Liu**")	Interest of controlled corporation	315,990,132 *(Note)*	28.79%
China Mark Limited	Beneficial owner	315,990,132 *(Note)*	28.79%

Note:

China Mark Limited is wholly-owned by Ms. Liu. Ms. Liu is deemed to be interested in 315,990,132 shares of the Company held by China Mark Limited under the SFO.

Save as disclosed above, the Company had not been notified of any other relevant interests or short positions in the shares and underlying shares of the Company as at 31 December 2024 as required pursuant to section 336 of the SFO.

RELATED PARTY TRANSACTIONS

The related party disclosures in note 31 to the consolidated financial statements fall under the scope of "Connected Transactions" or "Continuing Connected Transactions" under Chapter 14A of the Hong Kong Listing Rules but are exempted from reporting, annual review, announcement or independent shareholders' approval requirements.

REMUNERATION POLICY

The Group remunerates its employees based on their competence, performance, experience and prevailing market terms. Other employee benefits included provident fund scheme, medical insurance, subsidised training programme as well as discretionary bonus.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

During the year and up to the date of this annual report, none of the directors, or any of their respective close associates (as defined in the Hong Kong Listing Rules) had any material interest in a business that competes or may compete with the businesses of the Group.

Report of the Directors

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Bye-laws or the Companies Act 1981 of Bermuda which would oblige the Company to offer new shares on a pro rata basis to existing shareholders.

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

During the year ended 31 December 2024, neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

EQUITY-LINKED AGREEMENTS

Save for the share option scheme of the Company disclosed above, no equity-linked agreements were entered into by the Group, or existed during the year.

MANAGEMENT CONTRACTS

No contract concerning the management and administration of the whole or any substantial part of any business of the Company was entered into or existed during the year.

AUDIT COMMITTEE

The audited consolidated financial statements of the Company for the year ended 31 December 2024 have been reviewed by the Audit Committee and are duly approved by the Board under the recommendation of the Audit Committee.

AUDITOR

The consolidated financial statements of the Company for the year ended 31 December 2024 have been audited by Deloitte Touche Tohmatsu. A resolution will be proposed at the 2025 AGM to re-appoint Deloitte Touche Tohmatsu as auditor of the Company.

On behalf of the Board

Wu Ying Ha
Executive Director
Hong Kong, 7 March 2025

Corporate Governance Report

The Company has recognised the importance of transparency and accountability, and believes that shareholders can benefit from good corporate governance. The Company aims to achieve good standard of corporate governance.

CULTURES AND VALUES

The Board believes a healthy corporate culture is vital in attaining the Group's vision, values and strategy. It trusts that conducting business in an ethical and reliable way will maximise its long-term interests and those of its stakeholders. The structure of corporate governance adopted by the Company emphasises a quality board, sound internal controls and accountability to shareholders and these are based upon an ethical corporate culture. It is the Board's mission to establish and foster a healthy corporate culture with the following principles and to ensure that the Company's vision, values and business strategies are aligned to it.

(i) Ethics and Integrity

The Group strives to maintain a high standard of business ethics and corporate governance across all business levels and operating activities. Directors, management and staff are all required to act lawfully, ethically and responsibly. Such required standards are set out in the Group's Code of Conduct, Anti-corruption Policy and Whistleblowing Policy (further discussions on the two policies are in the sections below). Trainings are conducted from time to time to reinforce the values across the Group and to uphold the standards with respect to ethics and integrity.

(ii) Commitment to Excellence

The Group believes commitment to excellence is the first step to continuous improvement and the driving force behind a business organisation. The Group implements a performance appraisal system and aims to reward and recognise performing staff members by providing them competitive remuneration packages, as well as the opportunities of career development and progression within the Group. Such values are articulated in policies, procedures and processes in day-to-day operations. Department heads are responsible to set expectations for staff members with respect to their roles and responsibilities. In addition, staff members are also encouraged to enroll in external training courses and seminars in order to update their technical skills and keep abreast of the market and regulatory developments.

CORPORATE GOVERNANCE

The Company had complied with all the applicable provisions of the Corporate Governance Code (the "**CG Code**") set out in Appendix C1 to the Hong Kong Listing Rules for the year ended 31 December 2024, except for the deviation with reasons as explained under the section headed "Chairman and Chief Executive" below.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code set out in Appendix C3 to the Hong Kong Listing Rules as its own code of conduct regarding securities transactions by directors of the Company. Having made specific enquiry with the directors, all of them confirmed that they had complied with the required standards set out in the Model Code during the year ended 31 December 2024.

BOARD OF DIRECTORS

The Board formulates the overall strategy of the Group, monitors its financial performance and maintains effective oversight over the management. The Board members are fully committed to their roles and have acted in good faith to maximise the shareholders' value in the long run, and have aligned the Group's goals and directions with the prevailing economic and market conditions. Daily operations and administration are delegated to the management.

The Board met regularly throughout the year to discuss the overall business strategy as well as the operational and financial performance of the Group. The directors are kept informed on timely basis of major changes that may affect the Group's businesses, including relevant rules and regulations. The directors can, upon reasonable request, seek independent professional advice in appropriate circumstances, at the Company's expenses. The Board shall resolve to provide separate appropriate independent professional advice to the directors to assist the relevant directors to discharge their duties.

As at the date of this annual report, the Board comprises six directors, three of which are Executive Directors, namely Ms. Lee Chun Yeung, Catherine, Ms. Wang Yu, Mr. Wu Ying Ha and three independent non-executive directors, namely Mr. Zhou Qijin, Mr. Pau Shiu Ming and Mr. Tsao Hoi Ho. The directors are considered to have a balance of skills and experience appropriate for the requirements of the businesses of the Company. The Company has received from each of the independent non-executive directors an annual confirmation of his independence pursuant to Rule 3.13 of the Hong Kong Listing Rules.

The Company considers all the independent non-executive directors are independent in accordance with the independence guidelines set out in the Hong Kong Listing Rules. Biographical details of the directors are set out under the section headed "Biographical Details of Directors" on pages 10 to 11 of this annual report.

The Company will provide a comprehensive, formal and tailored induction to each newly appointed director on his/her first appointment in order to enable him/her to have an appropriate understanding of the businesses and operations of the Group and that he/she is fully aware of his/her responsibilities and obligations under the Hong Kong Listing Rules and the relevant regulatory requirements. Mr. Wu Ying Ha, newly appointed as Executive Director on 8 October 2024, obtained the legal advice referred to in Rule 3.09D of the Hong Kong Listing Rules and he has confirmed he understood his obligations as a director of the Company.

All directors are encouraged to participate in continuous professional development to develop and refresh their knowledge and skills, and are continually updated on the developments of the statutory and regulatory regime and the business environment to facilitate the discharge of their responsibilities. The Company has provided timely technical updates, including briefings on the amendments on the Hong Kong Listing Rules and the news release published by the Hong Kong Stock Exchange to the directors. Continuing briefing and professional development for directors will be arranged where necessary.

The directors have participated in continuous professional development by attending seminars, in-house briefings and/or reading materials on the related areas to develop and refresh their knowledge and skills. During the year ended 31 December 2024, all the directors had complied with Code Provision C.1.4 of the CG Code and had provided the Company with their respective training records pursuant to the CG Code.

The Board has established the mechanism to ensure independent views and input of independent non-executive directors are made available to the Board. The summary of the mechanism is set out below:

(a) Composition

The Board ensures the appointment of at least three independent non-executive directors and at least one-third of its members being independent non-executive directors, with at least one independent non-executive director possessing appropriate professional qualifications, or accounting or related financial management expertise. The current Board has a balanced composition of three executive directors and three independent non-executive directors so that there is a strong independent element on the Board, which allows the effective exercise of independent judgement.

(b) Independence Assessment

The Board assesses the independence of independent non-executive directors annually with regards to, among others, (i) their character, integrity, expertise and experience; (ii) declaration of conflict of interest in their roles as independent non-executive directors; (iii) duration of appointment as independent non-executive directors; (iv) time commitments to the Company's affairs; (v) past and present financial or other interests in the business of the Company; and (vi) connection with other director(s), chief executive or substantial shareholder(s) of the Company.

(c) Board Decision Making

Directors (including independent non-executive directors) are entitled to seek further information independently from the management on the matters to be discussed at Board meetings and, where necessary, independent advice from external professional advisers at the Company's expense. A director (including independent non-executive director) who has a material interest in a contract, transaction or arrangement shall not vote or be counted in the quorum on any Board resolution approving the same. The Chairman shall promote a culture of openness, encourages directors with different views to voice their concerns and allows sufficient time for discussion of matters.

The Board will review the above mechanism annually to ensure it is implemented effectively.

During the year ended 31 December 2024, four regular Board meetings and two general meetings were held and the attendance of each director is set out below:

	Number of attendance		
	Board Meetings	2024 AGM	2024 SGM
Executive Directors			
Mr. Sue Ka Lok (resigned on 22 November 2024)	3/4	1/1	1/1
Ms. Lee Chun Yeung, Catherine	4/4	1/1	1/1
Ms. Wang Yu	4/4	1/1	1/1
Mr. Wu Ying Ha (appointed on 8 October 2024)	1/1	N/A	1/1
Independent Non-executive Directors			
Mr. Zhou Qijin	4/4	1/1	1/1
Mr. Pau Shiu Ming	4/4	1/1	1/1
Mr. Tsao Hoi Ho	4/4	1/1	1/1

CHAIRMAN AND CHIEF EXECUTIVE

Code provision C.2.1 of the CG Code requires the roles of chairman and chief executive should be separate and should not be performed by the same individual. The Company had deviated from Code Provision C.2.1 since 22 November 2024 as the position of Chairman of the Board had been left vacant following the resignation of Mr. Sue Ka Lok as Executive Director and Chairman of the Board on 22 November 2024. Ms. Lee Chun Yeung, Catherine acted as the Chief Executive Officer of the Company and is responsible for overseeing the day-to-day operations of the Group and implement the strategies and policies approved by the Board.

Notwithstanding the deviation, the overall direction and strategy of the businesses of the Group are decided by the agreement of the Board; and the three Executive Directors of the Company collectively provide overall leadership to the Board. There are also three Independent Non-executive Directors on the Board offering independent and differing perspectives. The Board is therefore of the view that there are adequate balance of power and safeguards in place to enable the Company to make and implement decisions promptly and effectively.

The Board will review the current structure of the Board from time to time and should a candidate with suitable knowledge, skill and experience be identified, the Company will make appointment to fill the position of the Chairman as appropriate

TERM OF APPOINTMENT OF NON-EXECUTIVE DIRECTORS

Each of the Independent Non-executive Directors is appointed for a term of twelve-month period which automatically renews for successive twelve-month periods unless terminated by either party in writing prior to the expiry of the term. All the Independent Non-executive Directors are also subject to retirement by rotation and re-election at least once every three years at the annual general meetings of the Company in accordance with the Bye-laws.

REMUNERATION COMMITTEE

The Remuneration Committee has specific written terms of reference that is in compliance with the CG Code. As at the date of this annual report, the Remuneration Committee comprises three Independent Non-executive Directors, namely Mr. Pau Shiu Ming, Mr. Zhou Qijin and Mr. Tsao Hoi Ho. Mr. Pau Shiu Ming is the Chairman of the Remuneration Committee.

The Remuneration Committee is mainly responsible for formulating the remuneration policy, reviewing and recommending to the Board the annual remuneration policy and the remuneration of the directors and senior management. The overriding objective of the remuneration policy is to ensure that the Group is able to attract, retain and motivate a high-caliber team which is essential to the success of the Group. The full terms of reference are available on the Company's website and the Hong Kong Stock Exchange's website.

The Remuneration Committee met two times during the year ended 31 December 2024 to assess the performance of the directors, and review and make recommendations to the Board on the remuneration packages for directors and senior management. The attendance of each member is set out below:

Members	Number of attendance
Mr. Pau Shiu Ming	2/2
Mr. Zhou Qijin	2/2
Mr. Tsao Hoi Ho	2/2

Details of the director remuneration are set out in note 11 to the consolidated financial statements. Pursuant to Code Provision E.1.5 of the CG Code, the details of the annual remuneration of the senior management by bands during the year are set out below:

Remuneration band	Number of individual
HK$500,000 to HK$1,000,000	1

NOMINATION COMMITTEE

The Nomination Committee has specific written terms of reference that is in compliance with the CG Code. As at the date of this annual report, the Nomination Committee comprises three members, including three Independent Non-executive Directors, namely Mr. Zhou Qijin, Mr. Pau Shiu Ming and Mr. Tsao Hoi Ho. Mr. Zhou Qijin is the Chairman of the Nomination Committee.

The Nomination Committee is mainly responsible for reviewing the structure, size, and composition of the Board, assessing the independence of independent non-executive directors, identifying potential directors and making recommendations to the Board on the appointment or re-appointment of directors of the Company. Potential new directors are selected on the basis of their qualifications, skills and experience that he/she could add value to the management through his/her contributions in the relevant strategic business areas. It is also authorised to obtain independent professional advice, at the Company's expense, if it considers necessary. The full terms of reference are available on the Company's website and the Hong Kong Stock Exchange's website.

The Nomination Committee met two times during the year ended 31 December 2024 to review the board diversity policy (the "**Board Diversity Policy**") and the nomination policy (the "**Nomination Policy**") of the Company, the independence of the independent non-executive directors, and the structure, size and composition of the Board; and to make recommendation to the Board on the re-election of directors and the appointment of director. The attendance of each member is set out below:

Members	Number of attendance
Mr. Zhou Qijin	2/2
Mr. Pau Shiu Ming	2/2
Mr. Tsao Hoi Ho	2/2
Mr. Sue Ka Lok (resigned on 22 November 2024)	2/2

Board Diversity Policy

The Company recognises the benefits of having a diverse Board to enhance the quality of its performance and adopted the Board Diversity Policy. The Board Diversity Policy sets out that in determining the optimum composition of the Board, differences in skills, regional and industry experience, background, race, gender and other qualities of directors shall be considered. All Board appointments are made on merits, in the context of skills and experience the Board as a whole requires, with due regard for the benefits of diversity of the Board. The Nomination Committee and the Board shall review and assess the Board composition and its effectiveness on an annual basis. When there is vacancy on Board, the Nomination Committee will recommend suitable candidates for appointment to the Board on merits, based on the terms of reference of the Nomination Committee, with due regard to the Company's own circumstances.

During the year ended 31 December 2024, the Company maintained an effective Board comprising members of different genders, professional background and industry experience. The Board Diversity Policy has been consistently implemented. As at the date of this annual report, the Board consists of two female Directors and four male Directors. The Board considered gender diversity in respect of the Board is satisfactory.

The Group has taken, and will continue to take, steps to promote diversity at all levels of workforce (including senior management). Opportunities for employment, training and career development are equally opened to all eligible employees without discrimination so as to develop a pipeline of potential successors to the Board and the workforce. As at 31 December 2024, the male to female ratio in the workforce (including senior management) is approximately 7:11. The Board considered gender diversity in respect of workforce is achieved.

Nomination Policy

The Board has adopted the Nomination Policy setting out the principles which guide the Nomination Committee to identify and evaluate a candidate for nomination to (i) the Board for appointment; and (ii) the shareholders for election as a director of the Company. According to the Nomination Policy, in assessing the suitability of a proposed candidate, the Board shall take into account, among others, the following factors: (i) qualifications, professional experience, skills and knowledge relevant to the businesses of the Group; (ii) commitment in respect of available time and relevant interest; (iii) diversity perspectives set out in the Board Diversity Policy; (iv) in case of independent non-executive directors, regulatory requirement for appointment of independent non-executive directors and the independence criteria set out in the Hong Kong Listing Rules; and (v) any other factors that the Board considers appropriate.

For filling a casual vacancy or as an addition to the existing Board, the Nomination Committee shall make recommendations for the Board's consideration and approval. For proposing candidates to stand for election at a general meeting, the Nomination Committee shall make nominations to the Board for its consideration and recommendation. On making recommendation, the Nomination Committee may submit to the Board for consideration a proposal comprising, inter alia, the personal profile of the proposed candidate, which contains at least the candidate's information required to be disclosed under Rule 13.51 of the Hong Kong Listing Rules. The Board shall be vested with power to make the final decision on all matters relating to the recommendation of candidates (i) for appointment and (ii) for standing for election at a general meeting as a director of the Company.

The Nomination Committee will review the Board Diversity Policy annually and the Nomination Policy from time to time to ensure that the policies will be implemented effectively.

AUDITOR AND AUDITOR'S REMUNERATION

The statement of the external auditor of the Company about their responsibilities on the Company's consolidated financial statements for the year ended 31 December 2024 is set out in the "Independent Auditor's Report" on pages 51 to 55 of this annual report.

For the year ended 31 December 2024, the remuneration payable to the Company's auditor, Deloitte Touche Tohmatsu, for the provision of audit services amounted to HK$1,130,000 and that for the provision of non-audit related services amounted to HK$20,000.

AUDIT COMMITTEE

The Audit Committee has specific written terms of reference that is in compliance with the CG Code. As at the date of this annual report, the Audit Committee comprises three Independent Non-executive Directors, namely Mr. Tsao Hoi Ho, Mr. Zhou Qijin and Mr. Pau Shiu Ming, who among themselves possess a wealth of management experience in the accounting profession and in commercial fields. Mr. Tsao Hoi Ho is the Chairman of the Audit Committee.

The Audit Committee is mainly responsible for reviewing financial statements of the Company, reviewing the risk management and internal control systems of the Group and meeting with the auditor of the Company for audit matters. Any findings and recommendations of the Audit Committee will be submitted to the Board for consideration.

The Audit Committee is authorised by the Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee. It is also authorised to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise if it considers necessary. The full terms of reference are available on the Company's website and the Hong Kong Stock Exchange's website.

The Audit Committee met three times during the year ended 31 December 2024 and the attendance of each member is set out below:

Members	**Number of attendance**
Mr. Tsao Hoi Ho	3/3
Mr. Zhou Qijin	3/3
Mr. Pau Shiu Ming	3/3

The following is a summary of work performed by the Audit Committee during the year:

1. reviewed and discussed the audited consolidated financial statements of the Company for the year ended 31 December 2023 and recommended the same to the Board for approval;

2. reviewed and discussed the unaudited condensed consolidated financial statements of the Company for the six months ended 30 June 2024 and recommended the same to the Board for approval;

3. reviewed and discussed with the management and the auditor of the Company the accounting policies and practices which might have significant impact on the consolidated financial statements of the Company and the scope of the audit;

4. reviewed report from the auditor of the Company regarding their audit on the Company's consolidated financial statements for the year ended 31 December 2023;

5. reviewed the effectiveness of the risk management and internal control systems of the Group;

6. reviewed and approved the remuneration and the terms of engagement of the Company's auditor; and reviewed and made recommendations to the Board on the re-appointment of the Company's auditor; and

7. reviewed the Non-audit Services Policy, Anti-corruption Policy (as referred to below) and Whistleblowing Policy (as referred to below).

DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors acknowledge their responsibility for preparing the consolidated financial statements of the Company for the year ended 31 December 2024, which give a true and fair view of the state of affairs of the Company and of the Group at that date and of the Group's results and cash flows for the year then ended and are properly prepared on the going concern basis in accordance with the statutory requirements and applicable accounting standards.

CORPORATE GOVERNANCE FUNCTIONS

The Board is responsible for determining the policy for corporate governance of the Company and performing the corporate governance duties as set out below:

1. to develop and review the Group's policies and practices on corporate governance and make recommendations;

2. to review and monitor the training and continuous professional development of directors and senior management;

3. to review and monitor the Group's policies and practices on compliance with all legal and regulatory requirements;

4. to develop, review and monitor the code of conduct and compliance manual applicable to employees and directors of the Group; and

5. to review the Group's compliance with the CG Code and its disclosure requirements in the corporate governance report.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board has ultimate responsibilities for evaluating and determining the Company's levels of risk tolerance, overseeing the management in the design, implementation and monitoring of the risk management and internal control systems on an ongoing basis and reviewing their effectiveness.

The Group's risk management and internal control systems aim to manage rather than eliminate the risk of failure to achieve business objectives, and provide reasonable but not absolute assurance against material misstatements or losses caused by judgment in decision making process, human error, fraud or other irregularities.

The Board is also committed to review the adequacy and effectiveness of the Group's risk management and internal control systems annually. The review covered material controls, including financial, operational and compliance controls at entity and operational levels. The Group does not have an internal audit function due to the size of the Group and consideration for cost effectiveness. Instead, such review is carried out with the assistance of Roma Risk Advisory Limited ("**Roma**"), an independent outsourced internal auditor. The review aims to ensure the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting, internal audit and financial reporting functions. It also assists the Group to maintain the quality of the review in assessing its risk management and internal control systems.

For the year ended 31 December 2024, the Group had reviewed the internal audit charter which defined the scope and objectives of the internal audit function and its reporting protocol. The Group had also conducted an annual risk assessment to identify, evaluate and manage the significant strategic risks, financial risks, operational risks, compliance risks and environmental, social and governance ("**ESG**") risks of its major business segments. Based on the risk assessment results following a risk based methodology audit approach, an annual review by Roma was performed with a view to assisting the Board and the Audit Committee to evaluate the effectiveness of the Group's risk management and internal control systems. For conducting the annual review, Roma had reviewed the relevant policies and procedures of the Group, conducted collaborative interviews and document inspections, and performed walkthrough tests and samples testing procedures on the Group's risk management and internal control systems. After the review, Roma had presented to the Board and the Audit Committee the Enterprise Risk Management Report (the "**ERM Report**") and the Internal Control Report (the "**IC Report**") which contained certain findings and relevant recommendations and suggestions for improvement. The Board and the Audit Committee have reviewed and discussed the findings and recommendations with the management. In order to manage risks (including ESG risks) effectively and control risks within acceptable levels, the management will continue to monitor the identified risks (including ESG risks) and the respective control measures, and arrange adequate resources for the effective control measures undertaken. The ERM Report and the IC Report have been endorsed by the Audit Committee and the management is required to establish remedial plans and take actions to rectify those internal control deficiencies identified (if any) according to their respective risk level and priorities. Subsequent review, where applicable, will be performed by Roma to monitor the implementation of those agreed recommendations and to report the results of the follow-up review to the Audit Committee.

In connection with the controls on compliance aspect, the Company has established a policy on handling and dissemination of inside information that sets out the procedures in handling inside information in an accurate and secure manner so as to avoid possible mishandling of inside information within the Group.

The Board has also considered the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting and financial reporting function as well as those relating to the Group's ESG performance and reporting. Based on the risk management and internal control systems established and maintained by the Group, the work performed by Roma and the external auditor, and the reviews performed by the management, the Audit Committee and the Board, the Audit Committee and the Board are not aware of any significant internal control and risk management weaknesses or inconsistencies with the Group's risk management and internal control policies, and are of the opinion that the Group has maintained adequate and effective risk management and internal control systems addressing strategic, financial, operational, compliance and ESG risks for the year ended 31 December 2024. The Company has complied with the relevant code provisions of the CG Code relating to risk management and internal control. Furthermore, the Board is of the opinion that the Group has adequate financial and human resources for its accounting and financial reporting function.

Anti-corruption Policy

The Board has adopted an anti-fraud and counter-corruption policy (the "**Anti-corruption Policy**") which forms an important part of the Group's effective risk management and internal control systems. The Group is committed to achieving high standards of business ethics and corporate governance across all business levels and operating activities and has zero tolerance towards fraud and corruption. The Group strives to protect its reputation, assets and information from any attempt of fraud, corruption, deceit or improper conduct by employees or third parties. In line with this, the Anti-corruption Policy has outlined the Company's expectations and requirements relating to the prevention, detection, reporting and investigation of any suspected fraud, corruption and other similar irregularities. The Anti-corruption Policy applies to all Group employees and all business partners, including customers, suppliers and debtors. The Audit Committee has the overall responsibility for the implementation, monitoring and periodic review of the Anti-corruption Policy.

Whistleblowing Policy

The Board has adopted a whistleblowing policy (the "**Whistleblowing Policy**") which forms an important part of the Group's effective risk management and internal control systems. In line with the Group's commitment to promote ethical standards and to uncover any fraud, malpractice and misconduct within the organisation, the purpose of the Whistleblowing Policy is to (i) encourage and assist any employee(s) of the Group or third parties (e.g. customers, suppliers etc.) to raise the concern and disclose related information confidentially; (ii) provide reporting channels and guidance on whistleblowing to employees or third parties to raise the concern rather than neglecting it; and (iii) reveal suspected fraud, malpractice or misconduct before these activities cause disruption or loss to the Group. The Audit Committee has the overall responsibility for implementing, monitoring and reviewing the effectiveness of the Whistleblowing Policy and the actions resulting from the investigation.

External parties who wish to obtain more information on the Anti-corruption Policy and Whistleblowing Policy could contact us by email to acchairman@courageinv.com or by mail to Rooms 1405-1412, 14th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong.

COMPANY SECRETARY

Ms. Wang Yu has been appointed the Company Secretary since March 2019. She has taken no less than 15 hours of the relevant professional training during the year ended 31 December 2024.

SHAREHOLDER RIGHTS

The annual general meeting ("**AGM**") of the Company provides a forum for communication between the shareholders and the Board. The notice of the AGM is despatched to all shareholders at least twenty-one clear days prior to such AGM. The chairmen of all Board committees are invited to attend the AGM. The chairman of the Board and the chairmen of all the Board committees, or in their absence, other members of the respective committees, are available to answer questions at the AGM. The auditor of the Company is also invited to attend the AGM to answer questions about the conduct of the audit, the preparation and content of the auditors' report, the accounting policies and the auditor's independence.

Procedures for shareholders to convene a special general meeting

Shareholders can submit a requisition to convene a special general meeting pursuant to the Companies Act 1981 of Bermuda (the "**Companies Act**"), shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Company Secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business specified in such requisition.

The written requisition must:

- state the purposes of the special general meeting;
- be signed by all the requisitionists (may consist of one or several documents in like form each signed by one or more requisitionists); and
- be deposited at the Company's office in Hong Kong for the attention of the Company Secretary.

If the Directors do not within twenty-one days from the date of the deposit of the requisition proceed duly to convene a special general meeting, the requisitionists, or any of them representing more than one-half of the total voting rights of all of them, may themselves convene a special general meeting, but any meeting so convened shall not be held after the expiration of three months from the said date.

Procedures for shareholders to put forward proposals at general meetings

Pursuant to the Companies Act, any number of shareholders representing not less than one-twentieth of the total voting rights of all the shareholders having at the date of the requisition a right to vote at the meeting to which the requisition relates; or not less than one hundred shareholders, can request the Company in writing to:

(a) give to shareholders of the Company entitled to receive notice of the next annual general meeting notice of any resolution which may properly be moved and is intended to be moved at that meeting; and

(b) circulate to shareholders of the Company entitled to have notice of any general meeting send to them any statement of not more than one thousand words with respect to the matter referred to in any proposed resolution or the business to be dealt with at that meeting.

The requisition must be deposited to the Company not less than six weeks before the meeting in case of a requisition requiring notice of a resolution or not less than one week before the meeting in case of any other requisition.

Procedures for shareholders to propose a person for election as a director of the Company

According to Bye-law 87 of the Bye-laws, no person other than a director retiring at the general meeting of the Company shall, unless recommended by the directors for election, be eligible for election as a director at any general meeting of the Company unless a notice signed by a shareholder of the Company (other than the person to be proposed) duly qualified to attend and vote at the general meeting of the Company for which such notice is given of his/her intention to propose such person for election and also a notice signed by the person to be proposed of his/her willingness to be elected shall have been lodged at the Company's principal place of business in Hong Kong, at the Company's Hong Kong branch share registrar and transfer office, Tricor Investor Services Limited or at the Company's Singapore share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd. provided that the minimum length of the period, during which such notice(s) are given, shall be at least seven days, and that (if the notice(s) are submitted after the despatch of the notice of the general meeting convened for such election) the period for lodgement of such notice(s) shall commence on the day after the despatch of the notice of the general meeting convened for such election and end no later than seven days prior to the date of such general meeting.

Procedures for directing shareholders' enquiries to the Board

Shareholders may at any time send their enquiries and concerns in writing to the Company Secretary at the Company's principal place of business in Hong Kong at Rooms 1405-1412, 14th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong.

Shareholders Communication Policy

The Group has adopted a shareholders communication policy (the "**Shareholders Communication Policy**") which sets out the objective of ensuring that the Company's shareholders, both individual and institutional and, in appropriate circumstances, the investment community at large, are provided with ready, equal and timely access to balanced and understandable information about the Company (including its financial performance, strategic goals and plans, material developments, governance and risk profile), in order to enable the shareholders to exercise their rights in an informed manner, and to allow the shareholders and the investment community to engage actively with the Company. The Group has established a range of communication channels between itself and the shareholders, investors and other stakeholders. These include (i) contacting the Hong Kong branch share registrar, Tricor Investor Services Limited, or the Singapore share transfer agent, Boardroom Corporate & Advisory Services Pte. Ltd. regarding questions on shareholdings; (ii) publishing corporate communications such as announcements, circulars and the annual and interim reports; (iii) maintaining a corporate website at www.courageinv.com; and (iv) holding shareholders' meetings. The Board has the overall responsibility to maintain an ongoing dialogue with the shareholders and the investment community, and will regularly review the Shareholders Communication Policy to ensure its effectiveness.

For the year ended 31 December 2024, the Board has reviewed the implementation and effectiveness of the Shareholders Communication Policy including steps taken at the general meetings, the handling of queries received (if any) and the multiple channels of communication and engagement in place, and considered that the Shareholders Communication Policy has been properly implemented during the year under review and is effective.

DIVIDEND POLICY

According to the dividend policy adopted by the Company, in deciding whether to propose a dividend and in determining the dividend amount, the Board shall take into account among others, the following factors: (i) the actual and expected financial performance of the Group; (ii) the retained earnings and distributable reserves of the Group; (iii) the expected working capital requirements and future expansion plans of the Group; (iv) the liquidity position of the Group and (v) any other factors that the Board deems appropriate. The declaration and payment of dividends by the Company shall be determined at the sole and absolute discretion of the Board and is also subject to compliance with all applicable laws and regulations including the laws of Bermuda and the Bye-laws.

INVESTOR RELATIONS

As a channel to further promote effective communication, the Group maintains a website at www.courageinv.com where the Company's annual and interim reports, notices, announcements and circulars are posted.

A copy of the Bye-laws of the Company has been published on the websites of the Company and the Hong Kong Stock Exchange. There had been no changes in the Company's constitutional documents during the year ended 31 December 2024.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued shares is held by the public at the date of this annual report.

On behalf of the Board

Wu Ying Ha
Executive Director
Hong Kong, 7 March 2025

Environmental, Social and Governance Report

OVERVIEW

The Board is pleased to present the Environmental, Social and Governance Report (the "**ESG Report**") of the Group, which reviews the Group's Environmental, Social and Governance ("**ESG**") initiatives, plans and performance, as well as its sustainable development in respect of environmental protection, labour practices, business operations, supply chain management, and other issues. As a responsible corporate citizen, the Group views ESG commitments as part of its social responsibilities and is committed to incorporating ESG considerations into its decision-making process.

INTRODUCTION

The Group is principally engaged in the business of marine transportation, investment holding, property holding and investment, and merchandise trading. The marine transportation business comprises vessel chartering activities.

The ESG Report summarises the ESG initiatives, plans, and performance of the Group in relation to environmental protection, labour practices, business operations, supply chain management, and other issues. The Group focuses on the expectations and concerns of its stakeholders, and demonstrates strong commitment to sustainable development.

The ESG Governance Structure

The Group utilises a top-down management approach to manage ESG issues. The members of the Board possess the appropriate skills, experience, knowledge, and perspectives necessary to oversee the Group's ESG matters. The Board must hold at least one meeting each year to establish the overall ESG approach, manage and assess the potential impacts and risks of the ESG issues related to the Group's operations, review the Group's performance against the ESG-related targets and the materiality of the ESG issues, ensure the effectiveness of the Group's risk management and internal control systems, and approve disclosures in the ESG Report.

The Group's designated personnel from the business and functional departments facilitates the Board's oversight of the ESG-related issues. Their duties include but are not limited to overseeing and reviewing the Group's ESG-related policies, performance, and management approach, identifying ESG-related risks and opportunities, as well as reporting and recommending improvements on ESG-related strategies, priorities, goals, and targets to the Board. They are obligated to report to the Board at least once a year for the evaluation and subsequent implementation or revision of the Group's ESG-related strategies and risk management and internal control systems. Meanwhile, they are also responsible for preparing and presenting the ESG reports to the Board for approval.

Reporting Period

The ESG Report specifies the ESG activities, challenges, and measures taken by the Group during the year ended 31 December 2024 ("**FY2024**") as well as the comparative data for the year ended 31 December 2023 ("**FY2023**") where appropriate.

Environmental, Social and Governance Report

REPORTING SCOPE

The senior management of the Group has discussed and identified the reporting scope of the ESG Report based on the materiality principle and after having considered the Group's core business and main revenue source. The ESG Report covers all of the Group's business operations (except for the property holding and investment sector and the merchandise trading sector, as explained below), which are mainly office-based. The ESG Report serves to provide details of the Group's ESG policies and initiatives with respect to its businesses. The Group's merchandise trading operation had been in temporary halt since the year ended 31 December 2021 and the Group had disposed of its investment property during FY2022. As these sectors did not generate any revenue during FY2023 and FY2024, activities and data related to them are not covered in the ESG Report for FY2024.

The ESG key performance indicator ("**KPI**") data was gathered from the companies and subsidiaries that are under the Group's direct operational control. The KPIs are shown in the ESG Report and are supplemented by explanatory notes to establish benchmarks. The Group will extend the scope of disclosures when and where applicable.

REPORTING FRAMEWORK

The ESG Report has been prepared in accordance with the Environmental, Social and Governance Reporting Guide (the "**ESG Reporting Guide**") set out in Appendix C2 to the Hong Kong Listing Rules. Information relating to the Group's corporate governance practices is set out in the "Corporate Governance Report" on pages 17 to 30 of this annual report.

During the preparation of the ESG Report, the Group has applied the following reporting principles, which are set out in the ESG Reporting Guide:

Materiality: A materiality assessment was conducted to identify material issues during FY2024, with the confirmed material issues being the focus of the ESG Report. The materiality of the various issues were reviewed and confirmed by the Board and senior management before disclosure. Further details of the assessment process are set out in the sections headed "Stakeholder Engagement" and "Materiality Assessment".

Quantitative: The standards and methodologies used in the calculation of relevant data in the ESG Report, as well as the applicable assumptions are disclosed. The KPIs are supplemented by explanatory notes to establish benchmarks where appropriate.

Balance: The ESG Report provides an unbiased picture of the Group's ESG-related matters by avoiding selection, omissions, or presentation formats that may inappropriately influence a reader's decision or judgment.

Consistency: The approach adopted in preparing the ESG Report is substantially consistent with the one adopted in FY2023. Explanations are provided for data with changes to the scope of disclosure or calculation methodologies.

The ESG Report has been internally reviewed by the Group's senior management and approved by the Board.

CONTACT US

The Group welcomes all questions, feedback, and suggestions from stakeholders. You can provide valuable advice in respect of the ESG Report or our performance in sustainable development by writing to Rooms 1405-1412, 14th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong or by email to courage@courageinv.com.

STAKEHOLDERS ENGAGEMENT

The Group values its stakeholders and believes their feedback regarding ESG aspects enables the Group to improve. The Group maintains close communication with its key stakeholders, including but not limited to, government and regulatory authorities, shareholders and investors, employees, customers, suppliers, as well as the media and the public.

Striving to integrate stakeholders' expectations into consideration, the Group has developed and utilised diversified engagement methods and communication channels as shown below:

Stakeholders	Communication Channels	Expectations
Government and regulatory authorities	• Routine reports • Written or electronic correspondences • Supervision on relevant laws and regulations	• Compliance with relevant laws and regulations • Stability in business operations
Shareholders and investors	• General meetings and other shareholders' meetings • Annual and interim reports • Announcements and circulars • Investor meetings • Company website	• Sustainable profitability • Shareholders' return • Corporate governance • Business compliance
Employees	• Training, seminars, and briefing • Performance reviews • Intranet • Regular employee meetings • Electronic correspondences	• Remuneration, compensation, and benefits • Pleasant working environment • Employee development and training
Customers	• Company service hotline and email • Face-to-face meetings	• High-quality products and services • Prompt response and customer satisfaction
Suppliers	• Suppliers' satisfactory assessment • On-site visits • Regular calls and meetings	• Fair and open procurement • Win-win cooperation • Compliance with relevant laws and regulations • Risk management
Media and the public	• ESG reports • Company website • Regular reports and announcements	• Transparency of financial and ESG issues disclosure • Compliance with relevant laws and regulations

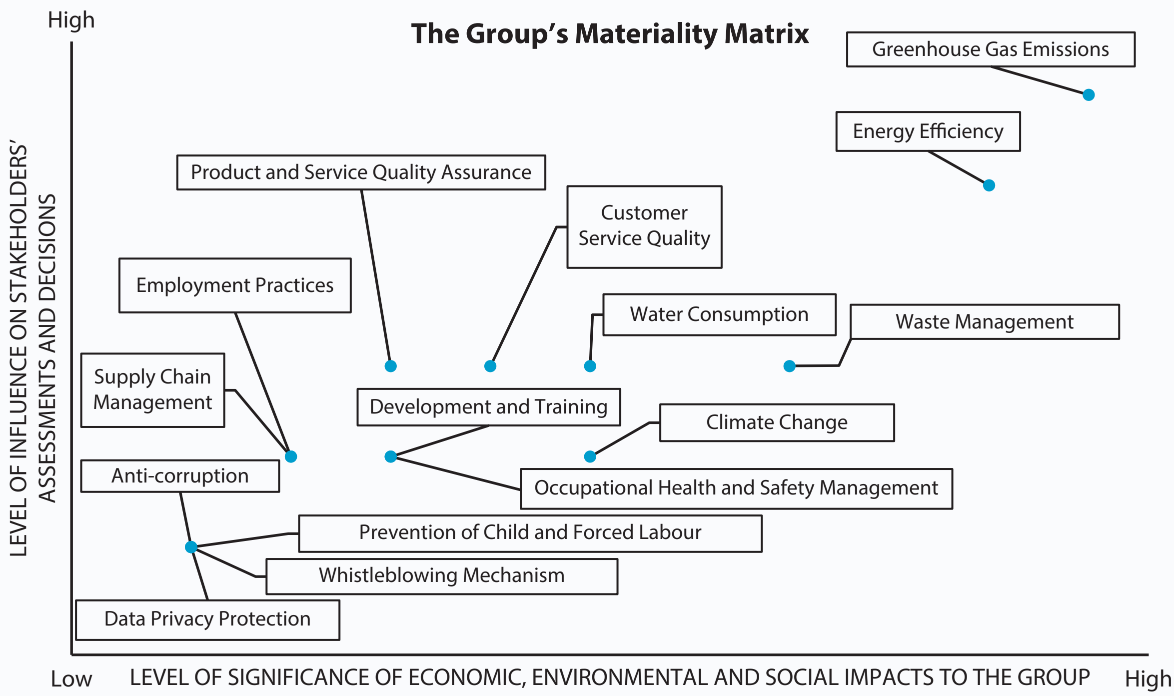
The Group aims to maintain effective communication with its stakeholders to ensure that their opinions and concerns are addressed. In the long run, stakeholders' contributions will aid the Group in identifying potentially overlooked ESG aspects and enhancing overall ESG performance.

MATERIALITY ASSESSMENT

Materiality assessment is the process of identifying, refining, and assessing ESG issues that could affect the Group's businesses and its stakeholders. The results of the materiality assessment are used to formulate strategy, set targets, and determine the focus of the ESG Report. Besides, materiality assessment enables the Group to analyse business risks and opportunities, which support the sustainable development of its businesses.

The Group values the feedback of stakeholders and their opinions on which ESG aspects they consider material. With the assistance of the Group's management, a list of material ESG issues has been identified based on the Group's businesses, the ESG Reporting Guide, and an analysis of industry peers. During FY2024, the Group conducted a materiality assessment survey to prioritise the identified material ESG issues. Employees of different business units and departments were invited to evaluate the significance of the identified ESG issues to the Group's businesses and its stakeholders. The Group compiled the materiality matrix based on the results of the survey, which was then reviewed by the Group's management and approved by the Board.

The materiality matrix below summarises the Group's material ESG issues included in the ESG Report:



The Group confirmed that it has established appropriate and effective management policies and internal control systems to address the material ESG issues, and to ensure that the disclosed contents are in compliance with the requirements of the ESG Reporting Guide.

A. ENVIRONMENTAL

The Group is committed to mitigating its environmental impacts and incorporating sustainability into its business strategy. To enhance decarbonisation endeavours and address stakeholders' concerns as reflected in the identified material ESG issues, the Group has set environmental targets in regard to GHG emissions, waste reduction, and energy efficiency. The Group regularly reviews the progress towards these targets and the effectiveness of its environmental protection measures, further details are set out in the below sections under Aspects A1 and A2.

A1. Emissions

The Group recognises the importance of operating its business in a sustainable manner. As such, the Group continuously improves existing policies and incorporates new policies with the intention of mitigating potential direct and indirect negative environmental impacts arising from the Group's business operations.

During FY2024, the Group was not aware of any material non-compliance with laws and regulations that would have a significant impact on the Group relating to air emissions, discharges into water and land, and generation of hazardous and non-hazardous waste. The relevant laws and regulations include but are not limited to the Air Pollution Control Ordinance, Waste Disposal Ordinance, and Water Pollution Control Ordinance of the Laws of Hong Kong.

Air Emissions

In respect of the Group's marine transportation operations, the vessels owned by the Group were leased out on a time charter basis virtually throughout the whole of FY2024. The fuels used by the vessels were therefore not under the direct control of the Group but the charterers. Nonetheless, the Group closely monitored the environmental practices of the charterers and understood that the use of fuels by the charterers were in all material respects complied with the relevant environmental rules and regulations. The Group considers that the air emissions directly produced by the Group during FY2024 were immaterial.

GHG Emissions

The principal GHG emissions produced by the Group were from purchased electricity (Scope 2), paper waste disposal (Scope 3), business air travel (Scope 3), and downstream leased vessels (Scope 3). In view of the expanded Scope 3 calculation scope, the Group reviewed and updated the GHG emission target in FY2024 to reducing GHG emission intensity (tCO_2e/employee) by 20% by the year ended 31 December 2030 ("**FY2030**"), using FY2024 as the baseline year. To achieve the set target, the Group has adopted the following measures to reduce its GHG emissions.

Scope 1 – Direct GHG Emissions

During FY2024, the vessels owned by the Group were virtually leased out throughout the whole year and the Group did not own any vehicles. Hence, the Group's operations did not produce any direct GHG emissions.

Scope 2 – Indirect GHG Emissions

Electricity consumption accounted for the indirect GHG emissions produced by the Group. The Group has implemented measures to reduce energy consumption, which are set out in the section headed "Energy Efficiency" under Aspect A2 below.

Scope 3 – Other Indirect GHG Emissions

Paper waste disposal, business air travel by employees, and the fuel consumption of the leased vessels are sources of other indirect GHG emissions. The measures implemented to reduce paper waste disposal are set out in the section headed "Waste Management" below. Meanwhile, the Group prioritises and promotes telecommunication channels to avoid unnecessary business air travel. For the leased vessels, the Group encourages the charterers to adopt environmentally- friendly practices and monitor the energy efficiency of the vessels.

During FY2024, the Group's total GHG emissions intensity was approximately 172.87 tCO_2e per employee. Striving to provide a comprehensive emission overview, the Group expanded the Scope 3 calculation scope to include emissions from downstream leased vessels in FY2024. The Group will closely monitor the progress of the new target and update it if necessary.

Summary of the Group's GHG emission performance:

Indicator[1]	Unit[2]	FY2024	FY2023
Scope 2 – Indirect GHG emissions	tCO_2e	5.24	6.93
• Purchased electricity			
Scope 3 – Other indirect GHG emissions	tCO_2e	3,106.49[4]	2.01
• Paper waste disposal			
• Business air travel			
• Downstream leased vessels			
Total GHG emissions	tCO_2e	3,111.73[4]	8.94
Total GHG emissions intensity[3]	tCO_2e/employee	172.87[4]	0.53

Notes:

1. GHG emissions data is presented in terms of carbon dioxide equivalent and is based on, but not limited to, "The Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard" issued by the World Resources Institute and the World Business Council for Sustainable Development, "How to prepare an ESG report – Appendix 2: Reporting Guidance on Environmental KPIs" issued by the Hong Kong Stock Exchange, the "Global Warming Potential Values" from the Sixth Assessment Report (AR6) of the Intergovernmental Panel on Climate Change (IPCC) and the Sustainability Report 2023 published by HK Electric.

2. tCO_2e is defined as tonne of carbon dioxide equivalent.

3. As at 31 December 2024, the Group had 18 (FY2023: 17) employees including directors of the Company. This data is also used for calculating other intensity data in this ESG Report.

4. The emissions from downstream leased vessels were included in 2024, resulting in a significant increase of Scope 3 emissions compared to the data of FY2023.

Waste Management

Hazardous Waste Management

Owing to the Group's business nature, the Group's operations did not involve hazardous materials. Hence, no material hazardous waste was produced by the Group during FY2024.

Non-hazardous Waste Management

Most of the non-hazardous waste produced by the Group was office paper. All non-hazardous waste was properly handled and disposed of by authorised third parties. Although its operations do not generate a significant amount of non-hazardous waste, the Group endeavours to further reduce the waste produced by implementing various "green office" initiatives. The Group is dedicated to implementing the following green measures to reduce waste production from sources:

- Print electronic correspondences only when necessary;
- Reuse single-sided office paper;
- Encourage double-sided printing or photocopying;
- Procure paper bearing the Forest Stewardship Council Recycled Label; and
- Recycle outdated office supplies and electronic equipment after their life cycles.

In FY2024, the Group reviewed its previous targets and formulated the following non-hazardous waste reduction targets to facilitate further improvement:

- From FY2024 onwards, provide notices to inform employees on the reduce, reuse and recycle principle every year;
- From FY2024 onwards, provide waste separation recycling bins for collection of recyclables including waste paper, plastics, metals and glass in each of the Company's offices; and
- Reduce non-hazardous waste intensity (tonne/employee) by FY2030, using FY2024 as the baseline year.

During FY2024, the Group's total non-hazardous waste intensity was approximately 0.02 tonne per employee, which was a 100.00% increase compared to 0.01 tonne per employee in FY2023. This was mainly due to the increase in business activities. To achieve the aforementioned targets, the Group will continue to provide waste separation bins for collecting recyclables and actively promote waste-saving measures to reduce paper consumption.

Summary of the Group's non-hazardous waste discharge performance:

Category	Unit	FY2024	FY2023
Office paper	tonne	0.37	0.16
Total non-hazardous waste	tonne	0.37	0.16
Total non-hazardous waste intensity	tonne/employee	0.02	0.01

Discharges into Water and Land

Owing to the Group's business nature, its business activities do not consume a significant volume of water during its daily operations, and thus it does not generate a material portion of sewage. As wastewater from the Group will be discharged into the sewage pipe network connected to a regional water purification plant, the volume of water consumed by the Group is considered the volume of sewage discharged. Further details of water consumption are set out in the section headed "Water Consumption" under Aspect A2 below.

Meanwhile, all the vessels have installed the ballast water treatment system under the regulation by International Marine Organization ("**IMO**"), so as to ensure the quality of the ballast water and minimise the disturbance to the ocean water.

A2. Use of Resources

In order to reduce resource consumption, the Group is committed to enhancing resource efficiency across business operations. The Group keeps track of the ESG-related KPIs through its internal monitoring programme on procurement and use of resources to identify room for improvement and has established relevant policies and procedures in resource management.

Energy Efficiency

During FY2024, the energy consumed by the Group was mainly electricity used for daily office operations, which was classified an indirect energy consumption. As all of the Group's vessels were leased out virtually throughout the whole of FY2024, the Group had no direct energy consumption during the year. Despite the fact that the Group does not consume a significant amount of energy in its business operations, the Group reviewed its previous targets and formulated the following energy efficiency targets in FY2024:

- Organise annual activities (e.g. seminars) to raise employee's awareness on energy saving measures;
- Support energy-saving campaigns such as the lights-out campaign of the Earth Hour;
- Change all office lighting to LED bulbs by FY2026;
- Install occupancy/motion sensors to automatically control lighting in the offices by FY2026; and
- Reduce the total electricity consumption intensity (MWh/employee) by FY2030, using FY2024 as the baseline year.

To achieve the targets, the Group adopts the following energy-saving measures:

- Post eye-catching stickers on energy conservation as a reminder to employees;
- Switch off unnecessary lighting and electrical appliances when not in use;
- Purchase energy-efficient equipment to replace retired equipment;
- Set all computer screens and printers to standby mode after a certain period of time; and
- Participate in energy-saving campaigns, including the Earth Hour lights-out campaign.

The Group will also investigate anomalies in electricity consumption to identify the root causes and carry out the corresponding preventive measures. The Group will also allocate resources to raise awareness of employees and organise energy-saving activities.

During FY2024, the Group's total energy consumption intensity was 441.28 kWh per employee, which was decreased by 26.37% compared to 599.35 kWh per employee in FY2023. This was mainly due to efforts in energy-saving. The Group will continue to enhance its energy conservation measures in order to reduce energy consumption.

Summary of the Group's energy consumption performance:

Type of energy	Unit	FY2024	FY2023
Indirect energy consumption			
• Electricity	kWh	7,943.00	10,189.00
Total energy consumption	kWh	7,943.00	10,189.00
Total energy consumption intensity	kWh/employee	441.28	599.35

In relation to the operations of the Group's vessels, the Group follows the rules of Energy Efficiency Existing Ship Index (EEXI) regulations, including the Engine Power Limitation (EPL), to ensure high energy efficiency.

Water Consumption

Owing to the Group's business nature, the usage of water is confined to water consumed by the employees in the office. To this end, the Group considers its water consumption does not pose a significant impact on the environment and does not set a target for this aspect.

Nonetheless, the Group recognises the preciousness of water and is dedicated to highlighting the importance of water conservation to its employees. Apart from posting eye-catching stickers to promote water conservation, the Group also regularly inspects water taps to prevent leakage and encourages employees to adopt water-saving practices such as reducing unnecessary water consumption in washrooms and pantry. During FY2024, the Group did not encounter any problems in sourcing water that was fit for its purpose, was not aware of any abnormal water usage, and water consumption data was not available since water usage was covered in the office building management fees.

Use of Packaging Material

Owing to the Group's business nature, the Group's operations did not involve manufacturing. Hence, the use of packaging material is not considered a material ESG aspect of the Group.

A3. The Environment and Natural Resources

Although the core business of the Group has no significant adverse impacts on the environment and natural resources, the Group realises its responsibility to minimise any negative environmental impacts from its business operations and strives to demonstrate ongoing commitment to good corporate social responsibility. The Group regularly assesses the environmental risks of its businesses, adopts relevant preventive policies and measures to reduce the identified risks, and ensures compliance with the relevant laws and regulations. During FY2024, the Group placed a "green" deposit with a bank as part of the pools of funds designated for financing green projects.

Indoor Air Quality

To ensure that the Group's work environment is pleasant, the indoor air quality in its workplace is regularly monitored. During FY2024, the indoor air quality of the Group's office was satisfactory. To improve indoor air quality, air purifying equipment is used in the office when considered appropriate and the air conditioning system is cleaned periodically to filter out pollutants, contaminants and dust particles.

The Group believes that running an environmentally sustainable business model could greatly lower operational risk and in turn generate a more stable return to the Group and its shareholders. Hence, the Group closely monitors its environmental performance and will formulate corrective measures once it identifies any significant negative impacts to the environment and natural resources from its operations.

A4. Climate Change Mitigation and Adaptation

The Group recognises the importance of identifying significant climate-related issues and mitigating the related risks. Hence, the Group is committed to managing the potential climate-related risks that may impact the Group's business activities. The Group has an established risk management policy to govern the identification and mitigation of different risks, including climate-related risks. During FY2024, the Group conducted a climate change assessment to identify and mitigate the potential risks that may arise from its business operations. These risks mainly stem from the following dimensions:

Physical Risks

The increase in frequency and severity of extreme weather events such as typhoons, storms and heavy rains can disrupt the Group's operations by causing floods, damaging the power grid and communication infrastructures, and hindering and injuring its employees and seafarers hired through crew agencies when they are at work or in commute. These could result in temporary, permanent, or partial halt of the Group's business operations, which exposes the Group to risks associated with non-performance and delayed performance.

Besides, the extreme weather conditions may cause damage to the Group's vessels, resulting in substantial maintenance, repair, or replacement costs. Other risks posed by extreme weather conditions such as the risk of detention, sinking, collision, and other marine disasters could also significantly hinder the operations of the Group's marine transportation business. Any damage to the vessels may cause environmental pollution, including but not limited to fuel leakage and disposal of vessel debris. In certain circumstances, severe weather conditions could cause loss or damage to cargo and property, which would affect the Group's financial performance and require significant resources for remedies if any accidents occurred.

To better manage the aforementioned physical risks, the Group has evaluated the possible extreme weather events that could influence the Group's business operations and has included the relevant risks in the Group's risk management system. Moreover, the Group has formulated a crisis response plan to reduce the negative impacts brought by extreme weather events. When extreme weather events occur or are expected to occur, senior management will respond as planned and communicate with employees about the work arrangement in a timely manner to ensure employee safety and operation continuity. The Group will also from time to time review its response plan, which sets out appropriate solutions for employees to follow, so the employees will know how to respond if any of the essential work arrangements become unavailable due to extreme weather events.

Transition Risks

Policy and Legal Risks

The Group anticipates that there will be more stringent climate legislation and regulations to support the global vision of carbon neutrality. From a listed company's perspective, the Group acknowledges the increasing requirements for climate-related information disclosures. In addition, climate change may lead to higher emissions standards and regulations on vessels. Failure to meet the compliance requirements for climate change may harm the Group's corporate reputation and expose it to higher risks of claims and lawsuits. The Group expects the related capital investment and compliance costs to increase accordingly.

In response to policy and legal risks, as well as reputation risks, the Group regularly monitors existing and emerging trends, policies and regulations relevant to climate change, and ensures the senior management is aware of any changes in policies or legislation in order to avoid unnecessary costs or non-compliance fines, and to reduce reputation risks resulting from delayed responses. The Group has also included the above-mentioned transition risks in its risk management system, which will be reviewed regularly.

Market Risk

Under the advocation of "Net Zero", which refers to the ambition to achieve net zero GHG emissions, and the global vision of decarbonisation, there are an increasing number of investors who advocate for combating climate change. If the Group fails to implement effective measures to manage climate risks, investors may disinvest. To cope with the potential risk of disinvestment, the Group intends to maintain a high level of transparency in ESG reporting and its related activities, which helps to establish trust and confidence between the Group and investors. The Group also sets targets for and endeavours to make commitments to ESG-related issues. The Group also reviews the progress in its ESG-related matters to ensure the Group's development is aligned with the global trend.

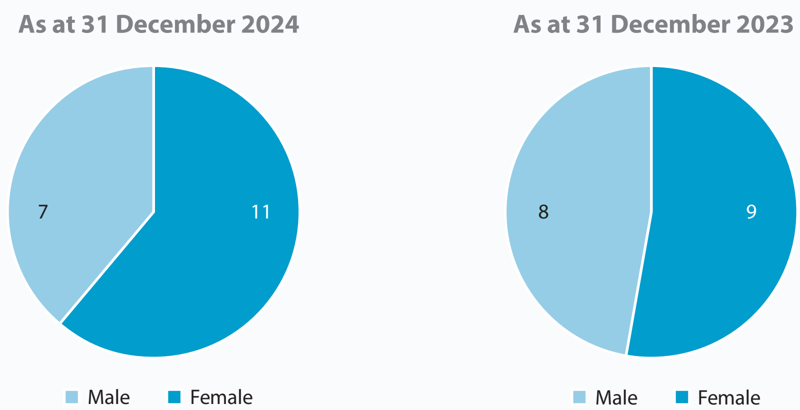
B. SOCIAL

B1. Employment Practices

Human resources are the foundation of the Group and they help the Group to thrive. Since the Group recognises its sustainable growth relies on employees, it has formulated and implemented good recruitment and retention practices.

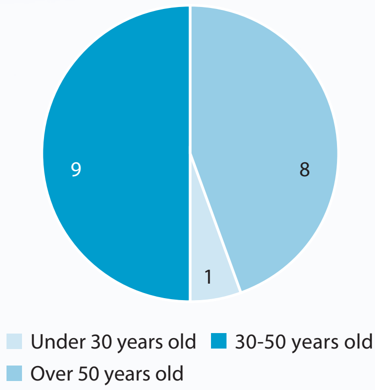
As at 31 December 2024, the Group had 18 (FY2023: 17) full-time employees in total. Seafarers and other crew ashore and aboard are employed and managed by the crew agencies and are therefore not included in the Group's workforce. The distribution of employees by gender, age group, geographical region, and employee category are as follows:

(i) Total Workforce by Gender

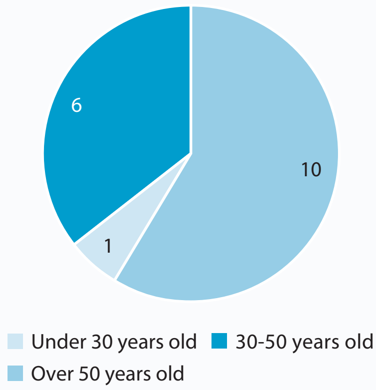


(ii) Total Workforce by Age Group

As at 31 December 2024

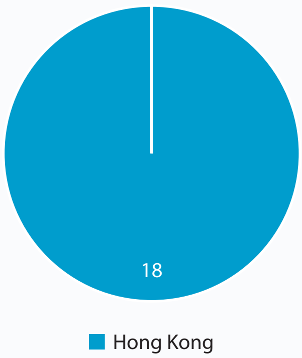


As at 31 December 2023

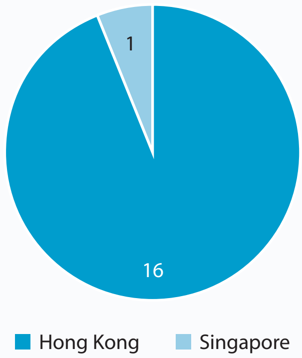


(iii) Total Workforce by Geographical Region

As at 31 December 2024

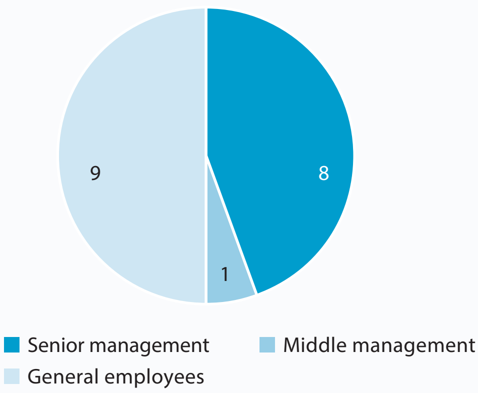


As at 31 December 2023

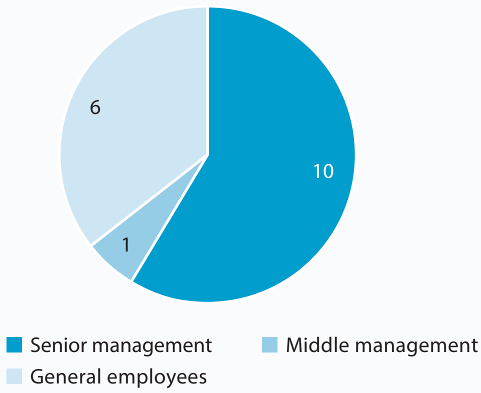


(iv) Total Workforce by Employee Category

As at 31 December 2024



As at 31 December 2023



During FY2024, the total number of employees leaving employment was 5 (FY2023: nil) and the total employee turnover rate[5] was 27.78% (FY2023: nil).

The overall employee turnover rate[6] by gender, age group and geographical region are as follows:

Category	FY2024	FY2023
By Gender		
Male	57.14%	–
Female	9.09%	–
By Age Group		
Under 30 years old	0.00%	–
30 – 50 years old	11.11%	–
Above 50 years old	50.00%	–
By Geographical Region		
Hong Kong	22.22%	–
Singapore	–[7]	–

Notes:

5. The total employee turnover rate is calculated by dividing the number of employees leaving employment during the reporting period by the number of employees at the end of the reporting period.

6. The turnover rate by category is calculated by dividing the number of employees in the specified category leaving employment during the reporting period by the number of employees in the specified category at the end of the reporting period.

7. Since there are no employees in this category at the end of the reporting period, the turnover rate is undetermined.

During FY2024, the Group was not aware of any material non-compliance with employment-related laws and regulations that would have a significant impact on the Group relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare. The relevant laws and regulations include but are not limited to the Employment Ordinance, Sex Discrimination Ordinance, and Employees' Compensation Ordinance of the laws of Hong Kong.

Relevant employment policies are formally documented in the Employee Handbook, Code of Conduct and Ethics, and Management for Crew Employment/Manning. The policies cover topics such as recruitment and remuneration, compensation, working hours and rest periods, diversity and equal opportunity, etc. The Group periodically reviews its current employment practices and policies to ensure continuous improvement of its employment standards and competitiveness against companies in similar industries.

Recruitment, Promotion and Remuneration

Talent acquisition is vital to the sustainable development of the Group's businesses. Employees are recruited via a robust, transparent, and non-discriminatory recruitment process based on their merits and their potential to fulfil the Group's current and future needs.

Remuneration and promotion are based on job-related skills, qualifications and performance. The Group conducts annual performance and salary reviews to determine salary adjustments and/or promotion opportunities.

The Group also ensures that all hired seafarers operating on its vessels possess the necessary credentials required by the International Safety Management ("**ISM**") Code.

Working Hours and Rest Periods

To facilitate employees' work-life balance, the Group has formulated policies for determining working hours and rest periods for employees, following local employment laws and regulations. The Group adopts a five-day workweek, and its employees are entitled to basic leaves such as sick leave, annual leave, maternity leave, paternity leave, marriage leave, and bereavement leave.

Compensation and Dismissal

All employees are covered under the Employees' Compensation Ordinance of the laws of Hong Kong upon joining the Group. The statute protects employees who are injured in the course of their employment due to an accident. Unreasonable dismissal under any circumstances is strictly prohibited, while dismissal would be based on reasonable and lawful grounds supported by internal policies of the Group.

Equal Opportunity, Diversity and Anti-discrimination

The Group's sustainable growth is dependent on the diversity of its talents, and it is thus committed to creating and maintaining an inclusive and collaborative workplace culture. Furthermore, the Group is dedicated to providing equal opportunities in all aspects of employment and protecting its employees from discrimination, physical or verbal harassment, and other forms of unfair treatment. The Group also has zero tolerance for sexual harassment or abuse in the workplace in any form. The Group makes human resources decisions regardless of gender, age, religion, disability, ethnicity, political stance, marital status, and other non-job-related factors. The Group ensures that complaints, afflictions, and concerns, including whistleblowing, are dealt with promptly and confidentially.

Other Benefits and Welfare

The Group understands that good benefits and welfare encourage staff retention and foster a sense of belonging, as such, the Group seeks to provide additional remuneration and benefits to employees where possible. Remuneration packages for employees usually include discretionary bonuses, annual leave, maternity leave, paternity leave, marriage leave and bereavement leave. Except for the aforementioned entitlement to various leaves, employees are also entitled to benefits such as medical insurance and other clinical benefits.

B2. Health and Safety

Occupational Health and Safety Management

During FY2024, the Group was not aware of any material non-compliance with laws and regulations that would have a significant impact on the Group relating to providing a safe working environment and protecting employees from occupational hazards. Relevant laws and regulations include but are not limited to the Occupational Safety and Health Ordinance of the laws of Hong Kong. There were no reported cases of work-related fatalities (FY2023: nil) or no lost days due to work injury during FY2024 (FY2023: nil). In the past three years (including FY2024), the Group had no cases of work-related fatalities.

Providing employees with a safe and healthy work environment is of utmost importance to the Group. Therefore, the Group has formulated comprehensive policies to safeguard the interests and well-being of all employees. Even though office-based operations face limited health and safety issues, the Group is committed to safeguarding the well-being of all employees. In the office, fire extinguishers are appropriately placed, fire exits are free from obstructions, and first aid boxes can be found around the premises. Relevant safety policies are reviewed annually, or soon after an incident arises, to ensure their relevancy.

For the marine transportation operation, the Group has established a sound safety management system with a comprehensive Safety Management Manual and Shipboard Emergency Plan to assist its crews ashore and abroad in dealing with unexpected incidents and standardise the subsequent approach to minimise damages, losses, or hazardous outputs. The Group understands that the potential impact of an incident on the marine transportation operation would be greater than that on an office-based operation. Therefore, the Group convenes a safety management system review meeting at least once every year to review the effectiveness of the safety management system and determine whether the latest ISM code has been followed. Relevant training sessions will be provided to employees where necessary.

B3. Development and Training

Training and continuous development are essential for the Group's employees to keep up with the industry's ever-changing trends. As such, the Group takes a proactive approach to providing employees with learning opportunities to advance their careers. The Group also encourages employees to apply for internal and external training courses to strengthen their skills and acquire new knowledge. Relevant policies and measures are implemented to standardise the management of employees' training.

Regular training and drills are carried out to familiarise employees and vessel crews with the Group's existing policies and new guidelines. Training includes proper shipboard operation and correct emergency procedures for marine pollution prevention. The Group believes that proper training could lower the risk of avoidable incidents and ensure compliance with the provisions set out by the IMO. The content of internal training sessions is regularly updated to reflect industry standards and the Group's business needs in order to maximise benefits to the Group and its employees.

During FY2024, approximately 77.78%[8] (FY2023: 76.47%) of the Group's employees received training, with an average of approximately 20.00 training hours[9] (FY2023: 35.59 hours) per employee. The percentage of trained employees, breakdown of trained employees, and average training hours per employee, by gender and employee category, are as follows:

	Percentage of trained employees[10] (%)		Breakdown of trained employees[11] (%)		Average training hours per employee[12] (hours)	
	FY2024	FY2023	FY2024	FY2023	FY2024	FY2023
By Gender						
Male	85.71	100.00	42.86	61.54	25.71	59.38
Female	72.73	55.56	57.14	38.46	16.36	14.44
By Employee Category						
Senior management	100.00	100.00	57.14	76.92	25.00	54.50
Management	100.00	100.00	7.14	7.70	40.00	25.00
General employees	55.56	33.33	35.72	15.38	13.33	5.83

Notes:

8. This percentage is calculated by dividing the total number of trained employees during the reporting period by the total number of employees at the end of the reporting period.

9. The average training hours per employee is calculated by dividing the total number of training hours during the reporting period by the total number of employees at the end of the reporting period.

10. The percentage of trained employees by category is calculated by dividing the number of trained employees in the specified category during the reporting period by the number of employees in the specified category at the end of the reporting period.

11. The breakdown of trained employees by category is calculated by dividing the number of trained employees in the specified category during the reporting period by the total number of trained employees at the end of the reporting period.

12. The average training hours by category is calculated by dividing the number of training hours for employees in the specified category during the reporting period by the number of employees in the specified category at the end of the reporting period.

B4. Labour Standards

Prevention of Child and Forced Labour

Child and forced labour are strictly prohibited as defined by laws and regulations. The Group does not employ children before they reach the legal age to work as defined by the relevant laws and regulations. The Group guarantees that no employee will be forced or persuaded to work in the Group against their will, experience any form of threatening or abusive behaviour, or be subjected to any type of coercion or punishment in the workplace.

Personal data is collected during the recruitment process as detailed in the Group's New Employee Recruitment Procedures to assist in the selection of suitable candidates and the verification of the candidates' eligibility. The human resources department is responsible for ensuring that the identity documents are carefully checked and that the selected candidate is legally employable. If any employees suspect a violation is involved, they should report it to their supervisors or the human resources department. Once the Group discovers case that fails to conform to the relevant labour laws, regulations, or standards, the relevant employment contract will be immediately terminated.

During FY2024, the Group was not aware of any material non-compliance with laws and regulations that would have a significant impact on the Group relating to child and forced labour, including but not limited to the Employment Ordinance of the laws of Hong Kong.

B5. Supply Chain Management

The Group selects suppliers based on their technical proposals, prevailing market prices, delivery times, and reputations. To prevent jeopardising its own service provision, the Group strives to avoid over-reliance on a single supplier. An annual performance evaluation is performed to assess the suppliers' quality of products and services. Contracts with suppliers or subcontractors may be deactivated or terminated if their performance fails to meet the Group's expectation. Any discrimination against certain vendors without reasonable grounds and any types of business bribery are strictly prohibited. In addition, the Group's Ship Supply Procedures are in place to ensure quality and safety when purchasing ship supplies.

To manage the environmental and social risks in relation to its marine transportation operations, the Group follows the rules and regulations set down by the IMO and the ship classification societies. In addition, the Group undertakes onsite inspections regularly to monitor the suppliers' or subcontractors' business procedures to reduce its social and environmental risks along the supply chain. Any non-compliance with the relevant environmental and social rules and regulations discovered during the onsite inspection of a supplier or subcontractor will be promptly reported to the Group's management. A corrective action plan will be carried out by management to remediate the identified risk in a timely manner.

The Group encourages its business partners and suppliers to consider the risks posed to their operations from climate change and to mitigate the related environmental impacts on them during supplier management meetings and events. Suppliers with the ISO 14001: Environmental Management System (EMS) certificate will be prioritised in the Group's supplier engagement process.

Fair and Open Tendering

The Group has developed a tendering procedure to engage suppliers in a fair and competitive manner, under which the senior management is responsible for all the decision-making during the tendering process. The Group strictly prohibits differentiation or discrimination against certain suppliers, and it monitors and prevents all kinds of business bribery in a serious manner. Employees or personnel having any direct or indirect interests associated with the suppliers would not be involved in any business negotiation process with the suppliers.

Apart from requiring its suppliers and subcontractors to comply with local regulations, the Group is also aware of the importance of enhancing their environmental and safety performance. The management team regularly inspects the product quality and the environmental, health and safety conditions of its suppliers. During the selection process, suppliers, subcontractors, and vendors who consider and manage their environmental and social issues in their operations are prioritised to enhance the performance of the Group's supply chain. The Group maintains close communication with suppliers to understand their supply and services, resolves the related supply and service issues, and makes corresponding improvement measures. The Group also shares sustainable operating practices and disseminates environmental concepts, including the latest knowledge on quality, safety, as well as good employment and environmental practices.

During FY2024, the Group collaborated with 9 (FY2023: 6) major suppliers, and 2 (FY2023: 2) of them are covered by the supplier engagement practices mentioned above. The distribution of major suppliers by geographical region is as follows:

	Number of Major Suppliers	
By Geographical Region	**FY2024**	**FY2023**
Hong Kong	2	2
PRC	3	2
Singapore	1	2
Others	3	–

B6. Product Responsibility

The Group's mission is to provide the best products and services to its customers. Therefore, the Group has systems and controls in place to monitor the status and progress of all its business activities carried out by different levels of employees to ensure high-quality products and services are delivered.

During FY2024, the Group was not aware of any non-compliance with laws and regulations that would have a significant impact on the Group relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress. Relevant laws and regulations include but are not limited to the Personal Data (Privacy) Ordinance, the Trade Descriptions Ordinance, and the Food Safety Ordinance of the laws of Hong Kong and the Food and Drugs (Composition and Labelling) (Amendment) (No. 2) Regulation 2014.

Product and Service Quality Assurance

The Group understands the necessity of enhancing the health and safety performance of its marine transportation business. In addition to strict compliance with the ISM code, the Group has established a number of policies to stipulate the responsibilities of each officer on board the vessels. In particular, the Group has a well-established shipboard emergency alert mechanism, under which a Safety Committee and an Emergency Response Team have been set up to investigate and handle any shipboard hazardous occurrences or emergency incidents. To address incidents of damage, breakdown, malfunction, and defect in the vessels' hull, equipment, and machinery, the Group has established the Ship Management Procedure and the Deficiency Management Procedure to determine the appropriate corrective and preventive actions required.

Owning to the Group's business nature, there was no product sold or shipped subjected to recall for safety and health reasons during FY2024.

Data Privacy Protection

The Group values its customers' information and strives to protect their data privacy by strictly enforcing the standards of the information security management systems. In addition, the Group has provisions regarding data privacy in its Code of Conduct and Ethics. Employees are trained to respect the confidentiality of customers' information. Any leakage of confidential information to third parties is strictly prohibited. The Group has also installed firewalls, as well as anti-virus and anti-spam measures for its information technology ("**IT**") systems to safeguard customers' confidential information. The Group will update the measures on a regular basis to ensure their effectiveness.

Customer Service Quality

The Group welcomes feedback from customers, as their opinions are the key to enhancing the Group's services. The Group has set up procedures for handling feedback or complaints. All feedback or complaints will be recorded in detail and appropriate follow-up actions will be taken. Should a feedback or complaint bears significant weight in the improvement of the Group's services, the feedback or complaint will be considered a case study to prevent future recurrence. During FY2024, the Group did not receive any material product- or service-related complaints.

Advertising and Labelling

Owing to the Group's business nature, advertising and labelling matters are not considered a material ESG aspect of the Group.

Protection of Intellectual Property ("IP") Rights

Owning to the Group's business nature, IP rights are not considered a material ESG aspect of the Group. Nevertheless, the Group has established relevant guidelines to govern IT management within the Group. In addition, the IT department is responsible for obtaining proper licences for the software, hardware, and information used in the Group's daily business operations. Duplication or downloading of information, software, and images from the internet must be approved by the relevant department head. Furthermore, the Group closely monitors the infringement actions in the market and prevents the emergence of any infringement behaviour among the employees. The Group regularly monitors its employees to ensure that IP rights are not being infringed upon.

B7. Anti-Corruption and Whistleblowing

Anti-corruption

Solid corporate governance and risk management are essential to the Group's long-term development and sustainable growth. The Group endeavours to continuously improve its corporate rules and regulations while ensuring strict compliance with local laws and regulations. The Group values and upholds integrity, honesty, and fairness in how the Group conducts business. The Group emphatically asserts its zero-tolerance stance regarding behaviours that not only violate local laws and regulations but also severely damage the Group's reputation.

During FY2024, the Group was not aware of any material non-compliance with the laws and regulations that would have a significant impact on the Group relating to bribery, extortion, fraud, and money laundering. Relevant laws and regulations include but are not limited to the Prevention of Bribery Ordinance of the laws of Hong Kong. There were also no legal cases regarding corruption practices brought against the Group or its employees.

The Group affirms its zero-tolerance policy regarding corruption, fraud, and all other behaviours that severely violate professionalism and work ethics. The Code of Conduct and Ethics and the Conflict of Interest and Transactions with Interested Persons Policy have been formulated by the Group to prevent misconduct and promote ethical business behaviour. Moreover, the Board and all employees are required to declare their interests, gifts, or hospitality received in connection with their role within the Group.

To ensure that all employees can perform their duties with high ethical standards and professionalism, the Group has arranged internal and external anti-corruption and corporate governance training for employees to learn about the latest developments and future trends in global anti-money laundering. During FY2024, the Group's directors and employees received a total of approximately 9.00 hours (FY2023: 12.00 hours) and approximately 12.00 hours (FY2023: 12.00 hours) of anti-corruption training, respectively.

Whistleblowing Mechanism

The Group has established the Whistleblowing Policy, which sets out the reporting and investigative procedures to facilitate the identification of any fraudulent activities. The Group intends to protect the whistle-blower from common concerns such as confidentiality, reprisal, and potential retaliation. A corporate email address has been set up for access by the Chairman of the Audit Committee and all independent non-executive directors for whistleblowing purposes. For any report received, the Audit Committee will consult with the Chairman of the Board and independent non-executive directors to formulate mitigation and preventive measures, so as to prevent future breaches of a similar nature from taking place. The Audit Committee will coordinate with the relevant department(s) to implement such preventive measures and regularly review the efficacy of the said measures. The Group assures the whistle-blower reporting in good faith against unfair dismissal or victimisation, even if the reports are subsequently proved to be unsubstantiated.

B8. Community Investment

Community Participation

The Group realises the importance of giving back to society and is committed to supporting the community by various means of social participation and contribution as part of its strategic development. As a responsible corporation, the Group has established relevant guidelines on community investment to encourage its employees to engage in community services and voluntary activities. Since the Group’s core business of marine transportation will result in unavoidable carbon emissions and other environmental footprint when its vessels are chartered for use, the Group has identified environmental concerns as its focus area of contribution for community investment, particularly in the area of marine conservation.

Deloitte. 德勤

TO THE SHAREHOLDERS OF COURAGE INVESTMENT GROUP LIMITED
勇利投資集團有限公司
(Incorporated in Bermuda with limited liability)

OPINION

We have audited the consolidated financial statements of Courage Investment Group Limited (the "**Company**") and its subsidiaries (collectively referred to as the "**Group**") set out on pages 56 to 93, which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2024, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("**IASB**") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing ("**ISAs**"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (including International Independence Standards) (the "**IESBA Code**"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Impairment assessment of vessels	
We identified the impairment assessment of vessels as a key audit matter due to the significance of the balance and management's judgement required in the assessment. The carrying value of vessels was US$37,596,000 as at 31 December 2024. As disclosed in note 4 to the consolidated financial statements, the management determines the recoverable amount of the vessels based on the higher of value in use and fair value less costs of disposal and compares such recoverable amount to the carrying amount to determine if any impairment loss or reversal of impairment loss should be recognised. At 31 December 2024, the recoverable amount of the vessels was determined based on the valuation carried out by an independent qualified professional valuer using market approach based on the direct comparison method by making reference to the recent sale transactions of similar vessels with similar age and condition. An impairment loss of US$91,000 was reversed as set out in note 15 to the consolidated financial statements.	Our procedures in relation to the impairment assessment of vessels included: • Obtaining the valuation reports from the independent qualified professional valuer on the vessels to evaluate the relevance of key data inputs underpinning the valuation, including the recent transactions of vessels of similar age and condition from open sources; • Checking, on a sample basis, the accuracy and relevance of the input data used in the value in use calculation prepared by the management; and • Assessing the reasonableness of the management's key assumptions used in the value in use calculation based on available market data of the vessel chartering industry.

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as issued by the IASB and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Lam Shu Lung.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
7 March 2025

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 December 2024

	Notes	2024 US$'000	2023 US$'000
Revenue			
Marine transportation income		**9,183**	8,449
Interest income		**–**	63
Total revenue	5	**9,183**	8,512
Direct expenses		**(6,040)**	(6,219)
Other income		**1,111**	672
Other losses	7	**–**	(147)
Administrative expenses		**(2,336)**	(1,563)
Impairment loss reversed (recognised) on vessels	15	**91**	(1,008)
Allowance for credit losses on debt instruments at fair value through other comprehensive income, net	17	**(389)**	(1,146)
Gain (loss) on disposal of subsidiaries	28	**106**	(2,100)
Share of result of a joint venture		**–**	(788)
Finance costs	8	**(20)**	(187)
Profit (loss) before tax	9	**1,706**	(3,974)
Income tax expense	10	**–**	–
Profit (loss) for the year attributable to owners of the Company		**1,706**	(3,974)
Other comprehensive income (expense)			
Items that may be reclassified subsequently to profit or loss:			
Net decrease in fair value of debt instruments at fair value through other comprehensive income		**–**	(1,219)
Allowance for credit losses on debt instruments at fair value through other comprehensive income, net	17	**–**	1,146
Exchange difference arising on translation of financial statements of the foreign operation of a joint venture		**–**	(163)
Reclassification of cumulative exchange reserve upon disposal of the foreign operation of a joint venture	28	**–**	170
Other comprehensive expense for the year, net of income tax		**–**	(66)
Total comprehensive income (expense) for the year attributable to owners of the Company		**1,706**	(4,040)
Basic earnings (loss) per share attributable to owners of the Company (US cent)	13	**0.16**	(0.36)

Consolidated Statement of Financial Position

At 31 December 2024

	Notes	2024 US$'000	2023 US$'000
Non-current assets			
Property, plant and equipment	*15*	**40,139**	39,733
Right-of-use asset	*16*	**8**	105
Debt instruments at fair value through other comprehensive income	*17*	**–**	389
		40,147	40,227
Current assets			
Trade receivables	*18*	**–**	323
Other receivables and prepayments	*19*	**722**	635
Bank deposits	*20*	**14,681**	16,535
Cash and cash equivalents	*20*	**4,257**	1,314
		19,660	18,807
Total assets		**59,807**	59,034
Current liabilities			
Deposits received, other payables and accruals	*21*	**775**	1,072
Contract liabilities	*22*	**219**	–
Borrowings – due within one year	*23*	**–**	756
Lease liabilities	*24*	**9**	99
		1,003	1,927
Net current assets		**18,657**	16,880
Total assets less current liabilities		**58,804**	57,107

Consolidated Statement of Financial Position

At 31 December 2024

	Notes	2024 US$'000	2023 US$'000
Capital and reserves			
Share capital	*25*	**1,098**	1,098
Reserves		**57,706**	56,000
Total equity		**58,804**	57,098
Non-current liabilities			
Lease liabilities	*24*	**–**	9
Total liabilities and equity		**59,807**	59,034

The consolidated financial statements on pages 56 to 93 have been approved and authorised for issue by the Board of Directors on 7 March 2025 and are signed on its behalf by:

Wu Ying Ha	**Lee Chun Yeung, Catherine**
DIRECTOR	*DIRECTOR*

Consolidated Statement of Changes in Equity

For the year ended 31 December 2024

	Share capital US$'000	Share premium US$'000	Contributed surplus US$'000	Investment revaluation reserve US$'000	Other reserve US$'000 (Note)	Exchange reserve US$'000	Retained profits US$'000	Total US$'000
At 1 January 2023	1,098	8,072	41,029	73	1,531	(7)	9,342	61,138
Loss for the year	–	–	–	–	–	–	(3,974)	(3,974)
Exchange difference arising on translation of financial statements of the foreign operation of a joint venture	–	–	–	–	–	(163)	–	(163)
Reclassification of cumulative exchange reserve upon disposal of the foreign operation of a joint venture	–	–	–	–	–	170	–	170
Reclassification of other reserve to retained profits upon disposal of subsidiaries *(Note)*	–	–	–	–	(1,531)	–	1,531	–
Net decrease in fair value of debt instruments at fair value through other comprehensive income	–	–	–	(1,219)	–	–	–	(1,219)
Allowance for credit losses on debt instruments at fair value through other comprehensive income, net	–	–	–	1,146	–	–	–	1,146
Total comprehensive (expense) income for the year	–	–	–	(73)	(1,531)	7	(2,443)	(4,040)
At 31 December 2023	1,098	8,072	41,029	–	–	–	6,899	57,098
Profit and total comprehensive income for the year	**–**	**–**	**–**	**–**	**–**	**–**	**1,706**	**1,706**
At 31 December 2024	**1,098**	**8,072**	**41,029**	**–**	**–**	**–**	**8,605**	**58,804**

Note: At 1 January 2023, other reserve of US$1,531,000 represented the excess of the fair value of a property interest transferred to a joint venture of the Group attributable to the Group over the carrying amount of a deferred consideration receivable, which was settled by an independent third party in the prior year. Such other reserve was released and transferred to retained profits upon completion of the disposal of the joint venture during the year ended 31 December 2023.

Consolidated Statement of Cash Flows

For the year ended 31 December 2024

	2024 US$'000	2023 US$'000
Operating activities		
Profit (loss) for the year	**1,706**	(3,974)
Adjustments for:		
Interest income	**(776)**	(675)
Interest expenses	**20**	187
(Gain) loss on disposal of subsidiaries	**(106)**	2,100
Depreciation of property, plant and equipment	**2,098**	2,042
Depreciation of right-of-use asset	**97**	100
Impairment loss (reversed) recognised on vessels	**(91)**	1,008
Allowance for credit losses on debt instruments at fair value through other comprehensive income, net	**389**	1,146
Written-off of property, plant and equipment	**–**	42
Allowance for credit losses on other receivables	**–**	104
Share of result of a joint venture	**–**	788
Operating cash flows before movements in working capital	**3,337**	2,868
Decrease (increase) in trade receivables	**323**	(323)
(Increase) decrease in other receivables and prepayments	**(151)**	684
Decrease in deposits received, other payables and accruals	**(266)**	(1,243)
Increase (decrease) increase in contract liabilities	**219**	(101)
Net cash from operations	**3,462**	1,885
Interest income received	**776**	776
Interest expenses paid	**(31)**	(190)
Net cash from operating activities	**4,207**	2,471

Consolidated Statement of Cash Flows

For the year ended 31 December 2024

	2024 US$'000	2023 US$'000
Investing activities		
Purchase of property, plant and equipment	**(14,559)**	(65)
Acquisition of a subsidiary *(note 27)*	**(1,501)**	–
Net proceeds from disposal of subsidiaries *(note 28)*	**13,800**	1,803
Proceeds from redemption of debt instruments at fair value through other comprehensive income	**–**	48
Placement of bank deposits	**(242,923)**	(58,089)
Withdrawal of bank deposits	**244,777**	55,172
Net cash used in investing activities	**(406)**	(1,131)
Financing activities		
Repayment of borrowings	**(756)**	(2,122)
Repayment of lease liabilities	**(102)**	(105)
Cash used in financing activities	**(858)**	(2,227)
Net increase (decrease) in cash and cash equivalents	**2,943**	(887)
Cash and cash equivalents at the beginning of the year	**1,314**	2,201
Cash and cash equivalents at the end of the year	**4,257**	1,314

1. GENERAL INFORMATION

The Company (Registration No. 36692) was incorporated in Bermuda on 5 April 2005 as an exempted company with limited liability under the Companies Act 1981 of Bermuda. Its registered office is at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda and its principal place of business is at Rooms 1405-1412, 14th Floor, Sun Hung Kai Centre, 30 Harbour Road, Wanchai, Hong Kong. The Company is primarily listed on the Main Board of the Hong Kong Stock Exchange and secondarily listed on the Main Board of SGX-ST. The consolidated financial statements are presented in US$, which is the functional currency of the Company, and all values are rounded to the nearest thousand (US$'000) where appropriate or as indicated.

The Company acts as an investment holding company. The principal activities of its principal subsidiaries are set out in note 37.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS ("IFRSs")

Amendments to IFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to IFRSs issued by the International Accounting Standards Board ("**IASB**") for the first time, which are mandatorily effective for the annual period beginning on 1 January 2024 for the preparation of the consolidated financial statements:

Amendments to IFRS 16	Lease Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

The application of the amendments to IFRSs in the current year has had no material impact on the Group's financial positions and performance for the current and prior years.

2. APPLICATION OF NEW AND AMENDMENTS TO IFRS ACCOUNTING STANDARDS ("IFRSs") (continued)

New and amendments to IFRSs in issue but not yet effective

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

Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[1]
Amendments to IAS 21	Lack of Exchangeability[2]
Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[3]
Amendments to IFRS Accounting Standards	Annual Improvements to IFRS Accounting Standards – Volume 11[3]
Amendments to IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity[3]
IFRS 18	Presentation and Disclosure in Financial Statements[4]

1 Effective for annual periods beginning on or after a date to be determined.
2 Effective for annual periods beginning on or after 1 January 2025.
3 Effective for annual periods beginning on or after 1 January 2026.
4 Effective for annual periods beginning on or after 1 January 2027.

IFRS 18 introduces new requirements to present specified categories and defined subtotals in the consolidated statement of profit or loss, provide disclosures on management-defined performance measures (MPMs) in the notes to the consolidated financial statements, and improve aggregation and disaggregation. The application of IFRS 18 is expected to affect the presentation of the consolidated statement of profit or loss and other comprehensive income and disclosures in the future financial statements. The Group is in the process of assessing the detailed impact of IFRS 18 on the Group's consolidated financial statements.

Other than the above, the directors of the Company anticipate that the application of the other amendments to IFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

The consolidated financial statements have been prepared in accordance with IFRSs issued by the IASB. In addition, the consolidated financial statements include applicable disclosures required by the Hong Kong Listing Rules and by the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for value in use in IAS 36 *Impairment of Assets*.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Group. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

All intra-group assets, liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

When the Group loses control of a subsidiary, the assets and liabilities of that subsidiary are derecognised. A gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and (ii) the carrying amount of the assets and liabilities of the subsidiary. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRSs).

Revenue from contracts with customers

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when control of the goods or services underlying the particular performance obligation is transferred to the customer. A performance obligation represents a good or service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Taxation

The tax currently payable is based on taxable profit for the year. Taxable profit differs from (loss) profit before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Current tax is recognised in profit or loss.

Property, plant and equipment

Property, plant and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes. Property, plant and equipment are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and accumulated impairment losses, if any.

Depreciation is recognised so as to write off the cost of items of property, plant and equipment (other than vessels) over their estimated useful lives and after taking into account of their estimated residual value, using the straight-line method. When parts of an item of property, plant and equipment have different useful lives, the cost of each part is depreciated separately.

Depreciation of vessels is charged so as to write off the cost of vessels over their remaining estimated useful lives from the date of initial delivery from the shipyard (second hand vessels are depreciated from the date of their acquisition over their remaining estimated useful lives), after allowing for residual values estimated by the directors of the Company, using the straight-line method. The residual value of vessels is estimated at the product of its lightweight tonnage and estimated scrap rate.

Upon acquisition of a vessel, the components of the vessel which are required to be replaced at the next dry-docking are identified and their costs are depreciated over the period to the next estimated dry-docking date, usually ranging from 2.5 to 5 years. Costs incurred on subsequent dry-docking of vessels are capitalised and depreciated over the period to the next estimated dry-docking date. When significant dry-docking costs are incurred prior to the expiry of the depreciation period, the remaining costs of the previous dry-docking are written off immediately.

Expenditure incurred after items of property, plant and equipment have been put into operations, such as repairs and maintenance, is normally charged to profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in profit or loss.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Impairment on property, plant and equipment

At the end of each reporting period, the Group reviews the carrying amounts of its property, plant and equipment to determine whether there is any indication that those assets have suffered an impairment loss or an impairment loss recognised in prior years may no longer exist or may have decreased. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss or reversal of impairment loss (if any).

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Cash and cash equivalents

Cash and cash equivalents presented on the consolidated statement of financial position and consolidated statement of cash flows include cash, which comprises of cash on hand and demand deposits; and cash equivalents, which comprise of short-term (generally with original maturity of three months or less), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes.

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument. All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis.

Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contract with customers which are initially measured in accordance with IFRS 15. The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest income recognised using effective interest method which are derived from the Group's ordinary course of business are presented as revenue.

Financial assets

Classification and subsequent measurement of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and

- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Impairment of financial assets

The Group performs impairment assessment under expected credit losses ("**ECL**") model on financial assets (including other receivables, bank deposits and cash and cash equivalents). The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

The Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("**12m ECL**") represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Financial liabilities at amortised cost

Financial liabilities (including other payables) are subsequently measured at amortised cost, using the effective interest method.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Employee benefits

Retirement benefit costs

Payments to defined contribution retirement benefit plan are recognised as an expense when employees have rendered service entitling them to the contributions.

Short-term employee benefits

Short-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognised as an expense.

4. KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in note 3, the directors of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The followings are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Impairment assessment of vessels

The Group assesses regularly whether the vessels have any indications of impairment or indication of impairment reversals in accordance with its accounting policy. The Group determines the recoverable amount of the vessels based on the higher of value in use and fair value less costs of disposal, which is subject to estimates. The aggregate carrying amount of the Group's vessels at the end of the reporting period was US$37,596,000 (2023: US$37,721,000). By comparing the recoverable amount of the vessels with their respective carrying amounts, impairment loss on a vessel amounted to US$91,000 was reversed (2023: impairment loss on vessels of US$1,008,000 was recognised) in profit or loss.

5. REVENUE

(i) Disaggregation of revenue from contracts with customers

2024

	Marine transportation *US$'000*	**Investment holding** *US$'000*	**Total** *US$'000*
Type of services:			
Marine transportation	**8,060**	**–**	**8,060**
Revenue from contracts with customers	**8,060**	**–**	**8,060**
Leases	**1,123**	**–**	**1,123**
Total revenue	**9,183**	**–**	**9,183**

2023

	Marine transportation *US$'000*	Investment holding *US$'000*	Total *US$'000*
Type of services:			
Marine transportation	6,819	–	6,819
Revenue from contracts with customers	6,819	–	6,819
Leases	1,630	–	1,630
Interest income from debt instruments at fair value through other comprehensive income ("**FVTOCI**")	–	63	63
Total revenue	8,449	63	8,512

5. REVENUE (continued)

(ii) Performance obligations for contracts with customers

The Group provides marine transportation services to customers. Such service income is recognised over time as a performance obligation when the customer simultaneously receives and consumes the benefit provided by the Group. Revenue is recognised for these marine transportation services based on the stage of completion of the contract using output method.

The Group normally required the customer to pay 15 days in advance for the marine transportation service. If upfront payments are received for the services to be provided, such receipts are recognised as contract liabilities until the services have been performed for the customers.

(iii) Transaction price allocated to the remaining performance obligation for contracts with customers

The marine transportation service is for periods of one year or less. As permitted under IFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

(iv) Leases

	2024 ***US$'000***	2023 *US$'000*
Operating lease income – vessel with fixed payment	**1,123**	1,630

6. SEGMENT INFORMATION

The following is an analysis of the Group's revenue and results by operating segments, based on information provided to the executive directors and chief executive of the Company, being the chief operating decision makers ("**CODM**"), for the purposes of resources allocation and assessment of segment performance. This is also the current basis of organisation in the Group, whereby the management organises the Group based on different operating activities.

The accounting policies of the reportable and operating segments are the same as the Group's accounting policies described in note 3.

Specifically, the Group's reportable and operating segments are as follows:

1. Marine transportation
2. Investment holding
3. Property holding and investment
4. Merchandise trading

6. SEGMENT INFORMATION (continued)

Segment results represent the profit/loss from each segment without allocation of corporate income, corporate expenses, impairment loss reversed/recognised on vessels, gain/loss on disposal of subsidiaries, share of result of a joint venture and finance costs. Net allowance for credit losses on debt instruments at FVTOCI is included in the result of investment holding segment. The CODM has allocated vessels to the measurement of segment assets while the impairment loss reversed/recognised on vessels, share of result of a joint venture and gain/loss on disposal of subsidiaries are not allocated in the measurement of segment results.

Segment revenue and results

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

2024

	Marine transportation *US$'000*	Investment holding *US$'000*	Property holding and investment *US$'000*	Total *US$'000*
Segment revenue	**9,183**	**–**	**–**	**9,183**
Segment results	**3,097**	**(389)**	**(1)**	**2,707**
Unallocated:				
Corporate income				**787**
Corporate expenses				**(1,965)**
Impairment loss reversed on a vessel				**91**
Gain on disposal of a subsidiary				**106**
Finance costs				**(20)**
Profit before tax				**1,706**

6. SEGMENT INFORMATION (continued)

Segment revenue and results (continued)

2023

	Marine transportation *US$'000*	Investment holding *US$'000*	Property holding and investment *US$'000*	Total *US$'000*
Segment revenue	8,449	63	–	8,512
Segment results	2,227	(1,186)	(7)	1,034
Unallocated:				
Corporate income				636
Corporate expenses				(1,561)
Impairment loss recognised on vessels				(1,008)
Loss on disposal of subsidiaries				(2,100)
Share of result of a joint venture				(788)
Finance costs				(187)
Loss before tax				(3,974)

6. SEGMENT INFORMATION (continued)

Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segments:

2024

	Marine transportation *US$'000*	Investment holding *US$'000*	Property holding and investment *US$'000*	Total *US$'000*
Segment assets	**43,153**	**10**	**21**	**43,184**
Unallocated corporate assets				**16,623**
Total assets				**59,807**
Segment liabilities	**789**	**–**	**1**	**790**
Unallocated corporate liabilities				**213**
Total liabilities				**1,003**

2023

	Marine transportation *US$'000*	Investment holding *US$'000*	Property holding and investment *US$'000*	Total *US$'000*
Segment assets	41,227	417	21	41,665
Unallocated corporate assets				17,369
Total assets				59,034
Segment liabilities	1,626	–	10	1,636
Unallocated corporate liabilities				300
Total liabilities				1,936

6. SEGMENT INFORMATION (continued)

Segment assets and liabilities (continued)

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to operating segments other than certain property, plant and equipment, right-of-use asset, other receivables and prepayments, bank deposits and cash and cash equivalents; and

- all liabilities are allocated to operating segments other than certain other payables and accruals and lease liabilities.

Geographical information

The Group's operations are principally located in Hong Kong and other Asian countries. The directors of the Company consider that the nature of the Group's marine transportation business precludes a meaningful allocation of the Group's revenue and non-current assets relating to such business to specific geographical segments as these revenue and non-current assets mainly derive from and include vessels which are utilised across different geographical markets.

Excluding revenue from marine transportation business, the revenue from external customers/sources amounting to nil (2023: US$63,000) is derived in Hong Kong, based on geographical location of the operations. Excluding debt instruments at FVTOCI, vessels and dry-docking, non-current assets amounting to US$25,000 (2023: US$127,000) is located in Hong Kong.

Information about major customers

Revenue arising from customers individually contributing over 10% of the total revenue of the Group are related to marine transportation segment and are disclosed as follows:

	2024 ***US$'000***	2023 *US$'000*
Customer A	**4,727**	6,819
Customer B	**3,039**	–
Customer C	**1,123**	1,630

7. OTHER LOSSES

	2024 ***US$'000***	2023 *US$'000*
Allowance for credit losses on other receivables	**–**	(104)
Written-off of property, plant and equipment	**–**	(42)
Net foreign exchange loss	**–**	(1)
	–	(147)

8. FINANCE COSTS

	2024	2023
	US$'000	*US$'000*
Interest expenses from borrowings	**17**	180
Interest on lease liabilities	**3**	7
	20	187

9. PROFIT (LOSS) BEFORE TAX

Profit (loss) before tax has been arrived at after charging (crediting) the following items:

	2024	2023
	US$'000	*US$'000*
Auditor's remuneration		
– Audit services	**144**	144
– Non-audit services	**3**	3
	147	147
Employee benefits expenses (including directors' emoluments):		
– Salaries and other benefits	**894**	773
– Contributions to retirement benefits scheme	**36**	29
	930	802
Marine crew expenses	**1,936**	2,381
Depreciation of property, plant and equipment	**2,098**	2,042
Depreciation of right-of-use asset	**97**	100
Interest income from banks	**(776)**	(612)

10. INCOME TAX EXPENSE

There was no assessable profit arising in Hong Kong for the years ended 31 December 2024 and 2023. In the opinion of the directors of the Company, there is no taxation arising in other jurisdictions.

Income tax expense for the year is reconciled to profit (loss) before tax per the Group's consolidated statement of profit or loss and other comprehensive income as follows:

	2024	2023
	US$'000	*US$'000*
Profit (loss) before tax	**1,706**	(3,974)
Tax at the applicable income tax rate of 16.5% *(Note)*	**281**	(656)
Tax effect of income not taxable for tax purpose	**(1,731)**	(1,500)
Tax effect of expenses not deductible for tax purpose	**1,450**	1,911
Tax effect of tax losses not recognised	**–**	245
Income tax expense for the year	**–**	–

Note: Hong Kong Profits Tax rate is used for the tax reconciliation as the Group is considered to be principally managed in Hong Kong.

At the end of the reporting period, the Group had unused tax losses of US$6,255,000 (2023: US$6,255,000). No deferred tax asset had been recognised in respect of such losses due to the unpredictability of future profit streams. The losses may be carried forward indefinitely.

11. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS

The emoluments paid or payable to each of the seven (2023: seven) directors or chief executive were as follows:

2024

	Directors' fees *US$'000*	Basic salaries and allowance *US$'000*	Contributions to retirement benefits scheme *US$'000*	Total *US$'000*
Executive Directors				
Mr. Wu Ying Ha *(Note a)*	–	13	1	14
Ms. Lee Chun Yeung, Catherine *(Note b)*	–	157	8	165
Ms. Wang Yu	–	58	2	60
Mr. Sue Ka Lok *(Note c)*	–	153	8	161
	–	381	19	400
Independent Non-executive Directors				
Mr. Zhou Qijin	19	–	–	19
Mr. Pau Shiu Ming	19	–	–	19
Mr. Tsao Hoi Ho	19	–	–	19
	57	–	–	57
Total	57	381	19	457

11. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS (continued)

2023

	Directors' fees *US$'000*	Basic salaries and allowance *US$'000*	Contributions to retirement benefits scheme *US$'000*	Total *US$'000*
Executive Directors/Chief Executive				
Ms. Lee Chun Yeung, Catherine *(Note b)*	–	56	4	60
Ms. Wang Yu	–	54	3	57
Mr. Sue Ka Lok *(Note c)*	–	167	7	174
Mr. Yuen Chee Lap, Carl *(Note d)*	–	78	1	79
	–	355	15	370
Independent Non-executive Directors				
Mr. Zhou Qijin	19	–	–	19
Mr. Pau Shiu Ming	19	–	–	19
Mr. Tsao Hoi Ho	19	–	–	19
	57	–	–	57
Total	57	355	15	427

Notes:

a. Mr. Wu Ying Ha was appointed as Executive Director on 8 October 2024.

b. Ms. Lee Chun Yeung, Catherine was appointed as Executive Director and Chief Executive Officer on 18 August 2023.

c. Mr. Sue Ka Lok resigned as Executive Director on 22 November 2024.

d. Mr. Yuen Chee Lap, Carl ceased to be Chief Executive Officer on 18 August 2023 and has been re-designated as Chief Operating Officer, the basic salaries and allowance he received and the contributions to retirement benefits scheme made by the Group during the period from 19 August 2023 to 31 December 2023 amounted to US$43,000 and US$1,000 respectively.

The executive directors' emoluments shown above were for their services in connection with the management of the affairs of the Group. The independent non-executive directors' emoluments shown above were for their services as directors of the Company.

There was no arrangement under which a director or the chief executive officer of the Company waived or agreed to waive any remuneration during the year.

12. EMPLOYEES' EMOLUMENTS

Of the five individuals with the highest emoluments in the Group, three were directors (2023: three were directors or chief executive officer) of the Company whose emoluments are included in note 11 above. The emoluments of the remaining two (2023: two) individuals are as follows:

	2024	2023
	US$'000	*US$'000*
Salaries and allowance	**137**	135
Contributions to retirement benefits scheme	**5**	5
	142	140

The emoluments of the remaining two (2023: two) highest paid individuals (other than directors or chief executive officer) were within the band of nil to HK$1,000,000.

No emolument was paid by the Group to any of the directors and the five individuals with the highest emoluments in the Group as an inducement to join or upon joining the Group or as compensation for loss of office.

13. EARNINGS (LOSS) PER SHARE

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

	2024	2023
	US$'000	*US$'000*
Earnings (loss)		
Profit (loss) for the year attributable to owners of the Company	**1,706**	(3,974)

	2024	2023
	'000	*'000*
Number of shares		
Weighted average number of ordinary shares in issue during the year	**1,097,704**	1,097,704

For the years ended 31 December 2024 and 2023, no diluted earnings (loss) per share is presented as there were no dilutive potential ordinary shares outstanding during both years.

14. DIVIDEND

During the year ended 31 December 2024, no dividend was paid, declared or proposed (2023: nil), nor has any dividend been proposed by the directors of the Company since the end of reporting period.

15. PROPERTY, PLANT AND EQUIPMENT

	Vessels US$'000	Dry-docking US$'000	Furniture, fixtures and equipment US$'000	Leasehold improvement US$'000	Total US$'000
COST					
At 1 January 2023	64,533	4,835	20	76	69,464
Additions	–	45	–	20	65
Written off	–	–	–	(76)	(76)
At 31 December 2023	64,533	4,880	20	20	69,453
Additions	14,751	1,309	2	–	16,062
Disposal of a subsidiary *(note 28)*	(26,600)	(436)	(1)	–	(27,037)
At 31 December 2024	**52,684**	**5,753**	**21**	**20**	**58,478**
ACCUMULATED DEPRECIATION AND IMPAIRMENT					
At 1 January 2023	24,366	2,292	12	34	26,704
Depreciation	1,438	598	3	3	2,042
Written off	–	–	–	(34)	(34)
Impairment loss recognised in profit or loss	1,008	–	–	–	1,008
At 31 December 2023	26,812	2,890	15	3	29,720
Depreciation	1,318	773	3	4	2,098
Disposal of a subsidiary *(note 28)*	(12,951)	(436)	(1)	–	(13,388)
Impairment loss reversed in profit or loss	(91)	–	–	–	(91)
At 31 December 2024	**15,088**	**3,227**	**17**	**7**	**18,339**
CARRYING VALUES					
At 31 December 2024	**37,596**	**2,526**	**4**	**13**	**40,139**
At 31 December 2023	37,721	1,990	5	17	39,733

15. PROPERTY, PLANT AND EQUIPMENT (continued)

The estimated useful lives of the assets are summarised as follows:

Vessels	Shorter of 30 years or the estimated remaining useful life of the second hand vessels
Dry-docking	2.5 to 5 years
Furniture, fixtures and equipment	5 years
Leasehold improvement	5 years

During the year ended 31 December 2024, the BDI, an index that was closely correlated to market freight rate, continued to be volatile and gave an indication that conducting an impairment assessment on the recoverable amount of the Group's vessels was warranted.

The fair value of the Group's vessels were determined based on the valuation carried out by JP Assets Consultancy Limited, an independent qualified professional valuer not connected to the Group, and the market approach was principally adopted for the valuation as there was a known market for used vessels. The fair value of the vessels were primarily determined based on the direct comparison method by making reference to the recent sale transactions of similar vessels with similar age and condition (Level 2 fair value hierarchy).

At 31 December 2024, the fair value less costs of disposal of a vessel (2023: two vessels) was determined with reference to prevailing market conditions (including second-hand prices and freight rate of similar vessels) and amounted to US$14,108,000 (2023: US$28,919,000). As such, an impairment loss on the vessel of US$91,000 was reversed in profit or loss as the recoverable amount of the vessel was higher than its carrying amount before impairment (2023: an impairment loss on vessels of US$1,008,000 was recognised in profit or loss as the recoverable amount of vessels were lower than their individual carrying amount before impairment).

16. RIGHT-OF-USE ASSET

	2024	2023
	US$'000	*US$'000*
At 31 December		
Carrying amount	**8**	105
For the year ended 31 December		
Depreciation	**97**	100
Total cash outflow for leases	**102**	105
Additions to right-of-use asset	**–**	194

The Group leases office for its operations. Lease contract is entered into for fixed term of two years. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor and the relevant leased assets may not be used as security for borrowing purposes.

17. DEBT INSTRUMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

The Group's debt instruments at FVTOCI are corporate bond investments issued by PRC property developer companies listed on either the Hong Kong Stock Exchange or SGX-ST which were acquired in previous years. These debt instruments carried coupon from 5.25% to 11.95% per annum and their contractual maturity dates were from 22 March 2022 to 28 June 2025.

During the year ended 31 December 2024, these debt instruments were written off as they had defaulted for interest payments and/or principal repayments. During the year ended 31 December 2023, a net allowance for credit losses on debt instruments at FVTOCI of US$1,146,000 was recognised in profit or loss with a corresponding adjustment to other comprehensive income.

18. TRADE RECEIVABLES

Trade receivables arose from the marine transportation business and aged within 30 days based on the invoice date. The credit periods for customers of time charter are from 0 day to 30 days. At 31 December 2023, none of the Group's trade receivables were past due nor impaired and all were subsequently settled.

19. OTHER RECEIVABLES AND PREPAYMENTS

	2024	2023
	US$'000	*US$'000*
Other receivables	**558**	481
Account balances with brokers	**10**	10
Prepayments and other deposits for operating expenses	**154**	144
	722	635

20. BANK DEPOSITS AND CASH AND CASH EQUIVALENTS

Bank deposits represented time deposits denominated in Hong Kong dollars or United States dollars which were placed with a bank in Hong Kong for investment purposes, and carried fixed interest from 2.72% to 3.92% (2023: 4.77% to 5.48%) per annum.

Cash and cash equivalents included cash on hand, demand deposits and short-term deposits placed for the purpose of meeting the Group's short-term cash commitments from time to time, which carried interest at prevailing market rates.

21. DEPOSITS RECEIVED, OTHER PAYABLES AND ACCRUALS

	2024	2023
	US$'000	*US$'000*
Accrued expenses and other payables for operations	**625**	337
Deposits received from lessee of vessel	**150**	735
	775	1,072

22. CONTRACT LIABILITIES

Current liabilities represent the marine transportation income to be recognised in next year. As at 1 January 2023, contract liabilities amounted to US$101,000. Such balance was recognised as revenue during the year ended 31 December 2023.

23. BORROWINGS

During the year ended 31 December 2024, the loans were fully repaid and no assets were pledged by the Group.

At 31 December 2023, the loans were carrying interest at Secured Overnight Financing Rate plus certain basis points and the effective interest rate is 8.65% to 9.46% per annum. The outstanding loans at 31 December 2023 were repayable within one year.

The borrowings at 31 December 2023 were secured by a corporate guarantee from the Company, a first preferred mortgage over the vessels held by Heroic Marine Corp. and Polyworld Marine Corp., named MV Heroic and MV Polyworld respectively amounting to an aggregate carrying amount of US$25,574,000; and an assignment of insurance proceeds in respect of vessels MV Heroic and MV Polyworld.

24. LEASE LIABILITIES

	2024	2023
	US$'000	*US$'000*
Lease liabilities are payable:		
Within a period not exceeding one year	**9**	99
Within a period of more than one year but not exceeding two years	**–**	9
Total	**9**	108
Less: Amounts due for settlement within one year shown under current liabilities	**(9)**	(99)
Amounts due for settlement after one year shown under non-current liabilities	**–**	9

25. SHARE CAPITAL

	Number of shares	**Amount**
	'000	***US$'000***
Authorised:		
At 1 January 2023, 31 December 2023 and 31 December 2024	**180,000,000**	**180,000**
Issued and fully paid:		
At 1 January 2023, 31 December 2023 and 31 December 2024	**1,097,704**	**1,098**

At 31 December 2024, all issued ordinary shares have a par value of US$0.001 each (2023: US$0.001 each), carry one vote per share and carry the rights to dividends as and when declared by the Company.

26. SHARE-BASED PAYMENT TRANSACTIONS

Equity-settled share option scheme of the Company

The share option scheme of the Company (the "**Share Option Scheme**") was adopted by the Company at the annual general meeting of the Company held on 28 June 2017. Unless otherwise cancelled or amended, the Share Option Scheme will be valid and effective for a period of ten years commencing on the date of adoption.

The purpose of the Share Option Scheme is to provide participants with the opportunity to acquire proprietary interests in the Company and to encourage participants to work towards enhancing the value of the Company and its shares for the benefit of the Company and its shareholders as a whole. Participants of the Share Option Scheme comprising of (a) directors of the Company (including executive directors, non-executive directors and independent non-executive directors); (b) employees of the Group; and (c) any advisors, consultants, business partners, agents, customers, suppliers, service providers, contractors of any member of the Group or any company or other entity in which the Group or any member of it has a shareholding interest, who, in the sole discretion of the Board, has contributed or may contribute to the Group or any member of it. The offer of a grant of options may be accepted for a period of 30 days from the date of grant, provided that no such offer shall be open for acceptance after the expiry of the period of ten years commencing on the adoption date of the Share Option Scheme or after the Share Option Scheme has been terminated. The amount payable by each grantee of options to the Company on acceptance of the offer for the grant of options is HK$1.00.

The subscription price for the shares on the exercise of options under the Share Option Scheme shall be a price as determined by the Board in its absolute discretion at the time of the grant of the relevant option (and shall be stated in the letter containing the offer of the grant of the option) but in any case the subscription price shall not be less than the higher of (i) the closing price of the Company's shares as stated in the Hong Kong Stock Exchange's daily quotations sheet on the date of grant, which must be a trading day; (ii) the average closing price of the Company's shares as stated in the Hong Kong Stock Exchange's daily quotations sheets for the five trading days immediately preceding the date of grant; or (iii) the nominal value of a Company's share (if any) on the date of grant.

The total number of the Company's shares issued and to be issued upon exercise of the options granted to each participant, together with all options granted and to be granted to him/her/it under any other share option scheme(s) of the Company within the 12-month period immediately preceding the proposed date of grant (including exercised, cancelled and outstanding options) shall not exceed 1% of the total number of the Company's shares in issue as at the proposed date of grant. Any further grant of options to a participant in excess of the 1% limit shall be subject to the shareholders' approval of the Company with such participant and his/her/its associates abstaining from voting.

The limit on the total number of the Company's shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option scheme(s) of the Company must not exceed 30% of the total number of the Company's shares in issue from time to time. In addition, the total number of the Company's shares which may be issued upon exercise of all options to be granted under the Share Option Scheme, together with all options to be granted under any other share option scheme(s) of the Company (excluding lapsed options), must not represent more than 10% of the total number of the Company's shares in issue as at the date of adoption of the Share Option Scheme (the "**Scheme Mandate Limit**") or as at the date of the approval of the refreshed Scheme Mandate Limit as the case may be.

26. SHARE-BASED PAYMENT TRANSACTIONS (continued)

Equity-settled share option scheme of the Company (continued)

At the special general meeting of the Company held on 20 October 2021, the shareholders of the Company approved the refreshment of mandate limit in respect of the grant of options to subscribe for shares of the Company under the Share Option Scheme (the "**Scheme Mandate Limit Refreshment**"). Accordingly, the total number of shares of the Company available for issue under the Share Option Scheme was 109,770,356 shares as refreshed, representing approximately 10% of the issued shares of the Company as at the date of approval of the Scheme Mandate Limit Refreshment.

No share options has been granted under the Share Option Scheme since its adoption. The total number of shares of the Company available for issue under the Share Option Scheme is 109,770,356 shares representing approximately 10% of the issued shares of the Company as at the date of this annual report.

27. ACQUISITION OF A SUBSIDIARY

During the current year, the Group has acquired the entire interest in Poly Odyssey Marine Corp., which paid a deposit for the acquisition of a vessel at the date of acquisition, from an independent third party at a cash consideration of US$1,503,000 and such acquisition is accounted for as an asset acquisition. The acquisition of the vessel has been completed during the current year.

Net assets acquired and recognised at date of acquisition were as follows:

	US$'000
Deposit paid for acquisition of property, plant and equipment	**1,503**
Cash and cash equivalents	**2**
Other payables	**(2)**
	1,503
Net cash outflow arising on acquisition of a subsidiary:	
Net cash consideration paid	**(1,503)**
Cash and cash equivalents acquired	**2**
Net cash outflow on acquisition	**(1,501)**

28. DISPOSAL OF SUBSIDIARIES

For the year ended 31 December 2024

During the current year, the Group disposed of its entire interest in Zorina Navigation Corp. to an independent third party at a cash consideration of US$13,800,000.

The net assets of Zorina Navigation Corp. at the date of disposal were as follows:

	US$'000
Property, plant and equipment	**13,649**
Other receivables and prepayments	**64**
Other payables and accruals	**(19)**
	13,694
Cash consideration received	**13,800**
Gain on disposal of a subsidiary	**106**
Cash inflow arising on disposal of a subsidiary:	
Cash consideration received and cash inflow on disposal	**13,800**

For the year ended 31 December 2023

During the prior year, the Group disposed of its interest in a joint venture through a disposal of a subsidiary to an independent third party at a cash consideration of RMB13,500,000 (approximately US$1,861,000 at the date of transaction).

The net assets of the disposal group at the date of disposal were as follows:

	US$'000
Interest in a joint venture	3,064
Amount due from a joint venture	669
	3,733
Cash consideration received, net	1,803
Reclassification of cumulative exchange reserve	(170)
Net assets disposed of	(3,733)
Loss on disposal of subsidiaries	(2,100)
Net cash inflow arising on disposal of subsidiaries:	
Net cash consideration received and net cash inflow on disposal	1,803

29. OPERATING LEASES

The Group as lessor

At the end of the reporting period, the Group had contracted with a charterer for the following future undiscounted lease payments:

	2024	2023
	US$'000	*US$'000*
Within one year	–	417

30. RETIREMENT BENEFITS SCHEME

The Group operates a Mandatory Provident Fund Scheme (the "**MPF Scheme**") for all qualifying employees in Hong Kong. The assets of the schemes are held separately from those of the Group in funds under the control of trustees. Both the Group and employees contribute a fixed percentage to the MPF Scheme based on their monthly salary in accordance with government regulations. The Group's contributions to the MPF Scheme for its employees are fully and immediately vested in the employees once the contributions are made. Accordingly, there are no forfeited contributions under the MPF Scheme that may be used by the Group to reduce the existing level of contributions.

Pursuant to the Hong Kong Employment Ordinance, Chapter 57, the Group has the obligation to pay long service payment ("**LSP**") to qualifying employees in Hong Kong upon retirement, subject to a minimum of 5 years employment period amounting to two-third of last monthly wages (before termination of employment) multiplied by years of service. Last monthly wages are capped at HK$22,500 while the amount of LSP shall not exceed HK$390,000. This obligation is accounted for as a post-employment defined benefit plan.

Under Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Ordinance 2022 which will be effective from 1 May 2025 (the "**Transition Date**"), any accrued benefits attributable to the employee's mandatory contributions under the MPF scheme of an entity would no longer be eligible to offset against its obligations on LSP for the portion of the LSP accrued on or after the Transition Date. The unfunded LSP obligation at 31 December 2024 and 2023 and the current service cost during the years ended 31 December 2024 and 2023 is insignificant.

31. RELATED PARTY DISCLOSURES

(a) During the year ended 31 December 2024, the Group paid office lease expenses of US$44,000 (2023: US$44,000) to a related company that has a common substantial shareholder as the Company.

This related party transaction is also constituted a connected transaction as defined under Chapter 14A of the Hong Kong Lising Rules. It was conducted on normal commercial terms or better and is classified as a de-minimis connected transaction pursuant to section 14A.76 of the Hong Kong Listing Rules. It therefore is fully exempted from reporting, announcement and independent shareholders' approval.

(b) During the years ended 31 December 2024 and 2023, the remuneration of the Group's key management personnel comprising directors and chief executive officer of the Company is disclosed in note 11.

32. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders of the Company through the optimisation of the debt and equity balance. The capital structure of the Group consists of cash and cash equivalents and equity attributable to owners of the Company, comprising issued share capital and reserves.

The directors of the Company review the capital structure on a continuous basis taking into account the cost of capital and the risk associated with the capital. The Group will balance its overall capital structure through payment of dividend, issuance of new shares as well as raising of new debts or repayment of existing debts. The Group's overall strategy remains unchanged from prior year.

33. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

	2024	2023
	US$'000	*US$'000*
Financial assets		
Debt instruments at FVTOCI	**–**	389
Financial assets at amortised cost	**19,506**	18,663
Financial liabilities		
Amortised cost	**207**	1,508

(b) Financial risk management objectives and policies

The Group's financial instruments include other receivables, bank deposits, cash and cash equivalents, deposits received and other payables. The risks associated with the financial instruments include market risk (currency risk and interest rate risk), credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Currency risk

Most of the Group's assets and liabilities are denominated and settled in Hong Kong dollars or United States dollars. As Hong Kong dollars is pegged to United States dollars, the management thus considers the Group's foreign currency exposure is not significant.

Interest rate risk

The Group is exposed to fair value interest rate risk in relation to bank deposits (see note 20) and lease liabilities (see note 24). The management monitors interest rate exposure and will consider necessary actions when significant interest rate exposure is anticipated.

Credit risk and impairment assessment

The Group's credit risk exposure are primarily attributable to and concentrated in bank deposits and cash equivalents. The Group does not hold any collateral or other credit enhancements to cover its credit risk. The credit risks on bank deposits and cash equivalents are limited because the deposits are mainly placed in a state-owned bank and therefore the ECL is considered negligible.

33. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management objectives and policies (continued)

Liquidity risk

The Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows. The management therefore considers that the Group's liquidity risk has been reduced.

At 31 December 2024, the financial liabilities are not interest-bearing and the carrying amounts of the financial liabilities represent the undiscounted cash flows that are repayable on demand or within one year by the Group. At 31 December 2023, except bank borrowings which carry effective interest rate at 9.28% with the repayment of undiscounted amount of US$776,000 within six months, other financial liabilities are not interest-bearing and the carrying amounts of the financial liabilities approximate the undiscounted cash flows that are repayable on demand or within one year by the Group.

(c) Fair values

The fair values of the financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost at the end of each reporting period approximate their fair values.

34. EVENT AFTER THE REPORTING PERIOD

Subsequent to the end of the reporting period, China Mark Limited, a limited company incorporated in Hong Kong which is wholly-owned by Ms. Liu Sainan, become the immediate and ultimate holding company of the Company.

35. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

	Lease liabilities *US$'000*	**Borrowings** *US$'000*
At 1 January 2023	12	2,878
Addition	194	–
Interest expenses	7	–
Repayment	(105)	(2,122)
At 31 December 2023	108	756
Interest expenses	3	–
Repayment	(102)	(756)
At 31 December 2024	**9**	**–**

36. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY

	2024	2023
	US$'000	*US$'000*
Non-current assets		
Interests in subsidiaries	**–**	–
Amounts due from subsidiaries	**74,748**	52,379
	74,748	52,379
Current assets		
Other receivables and prepayments	**61**	133
Bank deposits	**–**	11,589
Cash and cash equivalents	**176**	134
	237	11,856
Total assets	**74,985**	64,235
Current liabilities		
Amounts due to subsidiaries	**47,874**	36,739
Other payables and accruals	**169**	134
	48,043	36,873
Net current liabilities	**(47,806)**	(25,017)
Total assets less current liabilities	**26,942**	27,362
Capital and reserves		
Share capital *(note 25)*	**1,098**	1,098
Reserves *(note)*	**25,844**	26,264
	26,942	27,362
Total liabilities and equity	**74,985**	64,235

Note:

	Share premium	**Contributed surplus**	**Accumulated losses**	**Total**
	US$'000	***US$'000***	***US$'000***	***US$'000***
At 1 January 2023	8,072	41,029	(16,034)	33,067
Loss and total comprehensive expense for the year	–	–	(6,803)	(6,803)
At 31 December 2023	8,072	41,029	(22,837)	26,264
Loss and total comprehensive expense for the year	–	–	(420)	(420)
At 31 December 2024	**8,072**	**41,029**	**(23,257)**	**25,844**

37. PARTICULARS OF THE PRINCIPAL SUBSIDIARIES OF THE COMPANY

Name of subsidiaries	Place of incorporation/ establishment	Class of shares held	Issued capital	Proportion of nominal value of issued capital held by the Company		Principal activities
				2024	2023	
				%	%	
Direct:						
Courage Marine Holdings (BVI) Limited	The British Virgin Islands ("**BVI**")	Ordinary	US$10,000	**100**	100	Investment holding
Peak Prospect Global Limited	BVI	Ordinary	US$1	**100**	100	Investment holding
Indirect:						
CMG Management Limited	Hong Kong	Ordinary	HK$1	**100**	100	Investment holding and provision of management services
Heroic Marine Corp.	Republic of Panama	Ordinary	US$200	**100**	100	Provision of marine transportation services
Polyworld Marine Corp.	Republic of Panama	Ordinary	US$10,000	**100**	100	Provision of marine transportation services
Poly Odyssey Marine Corp.	Republic of the Marshall Islands	Ordinary	US$100	**100**	–	Provision of marine transportation services
Zorina Navigation Corp.	Republic of Panama	Ordinary	US$10,000	**–**	100	Provision of marine transportation services

The directors are of the opinion that a complete list of subsidiaries of the Company will be of excessive length and therefore the above list contains only the particulars of subsidiaries which principally affects the results or assets of the Group.

None of the subsidiaries had issued any debt securities as at the end of the year.

Five-Year Financial Summary

	Year ended 31 December				
	2024	2023	2022	2021	2020
	US$'000	*US$'000*	*US$'000*	*US$'000*	*US$'000*
RESULTS					
Revenue	**9,183**	8,512	12,372	9,738	7,920
Profit (loss) before tax	**1,706**	(3,974)	1,123	10,488	(3,471)
Income tax credit	**–**	–	–	–	1
Profit (loss) for the year	**1,706**	(3,974)	1,123	10,488	(3,470)

	At 31 December				
	2024	2023	2022	2021	2020
	US$'000	*US$'000*	*US$'000*	*US$'000*	*US$'000*
ASSETS AND LIABILITIES					
Total assets	**59,807**	59,034	66,455	72,451	66,926
Total liabilities	**(1,003)**	(1,936)	(5,317)	(10,999)	(17,386)
Equity attributable to owners of the Company	**58,804**	57,098	61,138	61,452	49,540

Past Performance and Forward Looking Statements

Performance and results of the operations of the Company for previous years described within this annual report are historical in nature. Past performance is no guarantee of the future results of the Company. This annual report may contain forward-looking statements and opinions, and therefore risks and uncertainties are involved. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. None of the Company, the Directors, employees or agents assumes (a) any obligation to correct or update any forward looking statements or opinions contained in this Annual Report; and (b) any liability arising from any forward looking statements or opinions that do not materialise or prove to be incorrect.

Glossary of Terms

In this annual report, the following abbreviations have the following meanings unless otherwise specified:

"2024 AGM"	the annual general meeting of the Company held on Friday, 28 June 2024 at 11:00 a.m. at Plaza 3, Basement 3, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong and via video conference at Connection 4, Level 3, Amara Hotel, 165 Tanjong Pagar Road, Singapore 088539
"2024 SGM"	the special general meeting of the Company held on Thursday, 21 November 2024 at 11:00 a.m. at Plaza 3, Basement 3, Novotel Century Hong Kong, 238 Jaffe Road, Wanchai, Hong Kong and via video conference at Connection 1, Level 3, Amara Hotel, 165 Tanjong Pagar Road, Singapore 088539
"BDI"	Baltic Dry Index
"Board"	Board of Directors of the Company
"Bye-laws"	Bye-laws of the Company
"Company"	Courage Investment Group Limited
"Director(s)"	director(s) of the Company
"dwt"	dead weight tonnage
"Group"	the Company and its subsidiaries
"Hong Kong Listing Rules"	Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Model Code"	Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix C3 to the Hong Kong Listing Rules
"PRC"	People's Republic of China
"SFO"	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"SGX-ST"	Singapore Exchange Securities Trading Limited
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"US$" and "US cent(s)"	United States dollars and cent(s), the lawful currency of the United States of America
"%"	per cent

The Chinese version of this annual report is a translation of the English version and is for reference only. In case of any discrepancies or inconsistencies between the English version and the Chinese version, the English version shall prevail.