



杭品生活科技股份有限公司
HANG PIN LIVING TECHNOLOGY COMPANY LIMITED
(Incorporated in Bermuda with limited liability 於百慕達註冊成立之有限公司)
股份代號 Stock Code :1682

ANNUAL REPORT **2025** 年報



CONTENTS

Corporate Information	2
Introduction	4
Management Discussion and Analysis	8
Biographical Details of Directors and Senior Management	15
Report of the Directors	17
Corporate Governance Report	28
Independent Auditor's Report	43
Consolidated Statement of Profit or Loss and Other Comprehensive Income	48
Consolidated Statement of Financial Position	49
Consolidated Statement of Changes in Equity	50
Consolidated Statement of Cash Flows	52
Notes to the Consolidated Financial Statements	53
Glossary	111
Financial Summary	112



Corporate Information

BOARD OF DIRECTORS

EXECUTIVE DIRECTORS

Mr. Lam Kai Yeung (*Chief Executive Officer*)
Mr. Ng Hoi (*Deputy Chief Executive Officer*)
(Appointed on 21 October 2024)
Mr. Zhang Kaiyuan (Appointed on 30 May 2024)
Mr. Situ Shilun (*Chief Operating Officer*)
(Resigned on 22 May 2024)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chan Kin
Mr. Chau Chi Yan Benny
Ms. Wong Ping Fan
(Appointed on 21 October 2024)
Dr. Lam Lee G.
(Resigned on 21 October 2024)

COMPANY SECRETARY

Ms. Huang Huajuan

AUDIT COMMITTEE

Mr. Chau Chi Yan Benny (*Chairman*)
Mr. Chan Kin
Ms. Wong Ping Fan
(Appointed on 21 October 2024)
Dr. Lam Lee G. (*Chairman*)
(Resigned on 21 October 2024)

REMUNERATION COMMITTEE

Mr. Chau Chi Yan Benny (*Chairman*)
Mr. Chan Kin
Ms. Wong Ping Fan
(Appointed on 21 October 2024)
Dr. Lam Lee G.
(Resigned on 21 October 2024)

NOMINATION COMMITTEE

Mr. Chan Kin (*Chairman*)
Mr. Chau Chi Yan Benny
Ms. Wong Ping Fan
(Appointed on 21 October 2024)
Dr. Lam Lee G.
(Resigned on 21 October 2024)

AUTHORISED REPRESENTATIVES

Mr. Lam Kai Yeung
Ms. Huang Huajuan
(Appointed on 22 May 2024)
Mr. Situ Shilun
(Resigned on 22 May 2024)

LEGAL ADVISERS AS TO HONG KONG LAWS

DeHeng Law Offices (Hong Kong) LLP

AUDITOR

SFAI (HK) CPA Limited
(Appointed on 30 September 2024)
Elite Partners CPA Limited
(Resigned on 30 September 2024)

PRINCIPAL BANKERS

The Bank of East Asia, Limited
Bank of China (Hong Kong) Limited
Chiyu Banking Corporation Limited

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

TRICOR INVESTOR SERVICES LIMITED
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Unit 3309, 33/F
West Tower, Shun Tak Centre
168-200 Connaught Road Central
Sheung Wan
Hong Kong

STOCK CODE

1682

COMPANY WEBSITE

<http://www.hk01682.com>



Introduction

The Board is pleased to present the Group's annual report for the year ended 31 March 2025 (the **"Reporting Period"**).

BUSINESS REVIEW

The Company is a limited company incorporated in Bermuda and is an investment holding company. The Group is principally engaged in (I) garment sourcing, and (II) provision of financial services.

(I) GARMENT SOURCING

During the Reporting Period, the global economic recovery remained subdued, hindered by challenges such as escalating geopolitical conflicts and rising trade protectionism as well as unexpectedly strong inflation data. Confronted with the complexity of increasing external pressures and internal challenges, the Chinese government proactively implemented a coordinated suite of policies, resulting in a sustained overall stable economic performance. According to the National Bureau of Statistics, China's gross domestic product (GDP) increased by 5.0% in 2024. Although China's GDP fulfilled the official economic growth target driven by export growth and stimulus measures, the issue of uneven economic development remained severe. Domestic consumption and real estate market continued to weaken, slowing the overall economic recovery. The insufficient internal consumption momentum has posed considerable impact on the operating environment for retailers of sub-essential products.

Here in Hong Kong, significant demographic shifts are reshaping Hong Kong's retail landscape. As long as the HKD remains strong against the currencies of popular travel destinations like the Japanese Yen and Renminbi, Hong Kong residents are inclined to spend more abroad. Despite the recent resumption of the multiple-entry Individual Visit Scheme and the government's efforts to promote global events in Hong Kong, tourism revenue is expected to remain relatively soft due to the strong HKD.

The Group also faced severe challenge like its peers. As affected by the Sino-US trade disputes, the trading atmosphere had remained tense and the international policy had been highly uncertain. The increasing trade barriers have damaged the market confidence. As a result, the operating performance of retailers was adversely affected, especially for those engaged in the trading of non-daily necessities, such as apparel products. Some retailers even had to shut down their large retail stores and to realise their real assets as they were plunged into liquidity crisis, contributing to the continuous weakening of business confidence and the dampening of consumers' sentiments. Facing the unfavorable market conditions resulted from the undesirable business environment, wholesalers are also cautious in placing orders. In addition, online shopping becomes more and more popular, the pandemic has fueled the growth of the "stay-at-home" economy, further drove the development of online retail business, customers have significantly higher expectation on speediness, quality and pricing of products and services, which also posed challenges to the Group's business.

To meet such challenge, the Company implemented new supplier selection procedures with the aim to drive a sustainable business growth. The Company now prioritises suppliers who are reputable and financially sound, possess a proven solid track record, and are willing to offer favorable terms. The management of the Company believes that this strategic approach helps the Company to maintain competitiveness and sustain business growth.

(II) PROVISION OF FINANCIAL SERVICES

The Group commenced the provision of financial services which includes asset management, finance lease, pawn and money lending business in 2018. The Group has been focusing on accelerating its strategic plan in the PRC and Hong Kong markets, further enriching its product offerings and enhancing its financial service system, with an aim to rapidly enhance its business scale and seize the PRC and Hong Kong market.

Under the money lending business, Golden Maximum Finance Limited (“**Golden Maximum**”), an indirectly wholly-owned subsidiary of the Group and a money lender license holder under the Money Lenders Ordinance (Cap. 163 of the laws of Hong Kong), offers both secured and unsecured loans to borrowers, which primarily include individuals and corporations in Hong Kong or the PRC. The borrowers of Golden Maximum under the money lending business were mainly introduced to the Group by referral by the close business partners or customers of the Group and have sound credit records. The money lending business generates revenue and profit by way of interest income. The money lending business is financed by the internal resources of the Group.

Due to the uncertainty of the market condition, the Group will adopt a more conservative approach in identifying new borrowers under its credit risk assessment and internal control procedure.

During the Reporting Period, the Group (i) had not recorded any default of interest or principal from its borrowers and (ii) had no write-off of loans from the money lending business.

PROSPECTS AND DEVELOPMENT PLAN

The International Monetary Fund (IMF) issued the latest “World Economic Outlook” in April 2025, after enduring a prolonged and unprecedented series of shocks, the global economy appeared to have stabilized, with steady yet underwhelming growth rates. However, the landscape has changed as governments around the world reorder policy priorities and uncertainties have climbed to new highs. Forecasts for global growth have been revised markedly down compared with the January 2025 World Economic Outlook (WEO) Update, reflecting effective tariff rates at levels not seen in a century and a highly unpredictable environment. Global headline inflation is expected to decline at a slightly slower pace than expected in January. Intensifying downside risks dominate the outlook, amid escalating trade tensions and financial market adjustments. Divergent and swiftly changing policy positions or deteriorating sentiment could lead to even tighter global financial conditions. Ratcheting up a trade war and heightened trade policy uncertainty may further hinder both short-term and long-term growth prospects. Scaling back international cooperation could jeopardize progress toward a more resilient global economy. The growth for China is to fall from 5.0% in 2024 to 4.0% in 2025 and in 2026.

Here in Hong Kong, The Hong Kong economy expanded solidly in the first quarter of 2025, mainly supported by visible increases in exports of goods and services, as well as the resumption of moderate growth in overall investment expenditure. Yet, private consumption expenditure continued to register a modest decline. Real GDP expanded by 3.1% year-on-year in the first quarter, picking up from the 2.5% growth in the preceding quarter. On a seasonally adjusted quarter-to-quarter basis, real GDP grew visibly by 1.9%. As international trade tensions have eased somewhat of late, the headwinds and uncertainties in the external environment have lessened to some extent. This may relieve part of the downward pressure on the global economic outlook. Moreover, the sustained steady growth of the Mainland economy amid more proactive fiscal policies and the moderately accommodative monetary policies should bode well for the performance of merchandise exports in Asia including Hong Kong. Sustained international trade flows, coupled with improving inbound tourism, are also expected to benefit Hong Kong’s exports of services. However, uncertainties in the trade policies of the United States persist, and its monetary policy trajectory going forward is still complicated. These may affect global financial conditions and investment sentiment. Apart from this, the change in consumption patterns of residents and visitors would still pose constraints on driving consumption in the domestic market, though sustained increase in employment earnings and the SAR Government’s various policies to promote mega events and tourism would help boost consumption sentiment. Taking into account the actual outturn in the first quarter and the latest developments of the global and local situation, the real GDP growth forecast for 2025 as a whole is maintained at 2%-3%, the same as that announced in the Budget. The forecast rates of underlying and headline consumer price inflation for 2025 are also maintained at 1.5% and 1.8% respectively.

Looking ahead to 2025, uncertainties such as geopolitical conflicts, high inflation and high interest rates that have persisted for several years will continue to loom over the global economy. The resurgence of trade protectionism in various countries, United States tariff policy and the Federal Reserve's suspension of interest rate cuts have also added concerns to the market. ongoing global trade tensions continue to impose pressure on China's economic revival. Against this backdrop and in the absence of large-scale stimulus measures, overall consumption in 2025 is expected to experience subdued growth, the Central Government's further relax fiscal and monetary policy is expected to boost consumer and investor confidence, supporting domestic consumption and capital-raising activity. While domestic consumption in Chinese Mainland may achieve gradual recovery with policy support, the ongoing sluggish real estate market and uncertain economic prospects have dampened consumer confidence. The broader macroeconomic weakness is likely to persist, resulting in an expected modest recovery trajectory for consumption in 2025. While consumer sentiment remains cautious and price-sensitive, the Group holds a conservative yet optimistic view of the domestic economic outlook for 2025.

Subsequent to the termination of tenancy agreement and disposal of assets in PRC, the Group return back to light assets business model which enabled the Group to demonstrate operational resilience in an uncertain market environment, and strictly control the quality of supply chain to ensure its excellent product quality is consistently maintained, to meet the consumers' expectations as well as to adhere to the customer-orientation principle. In light of the unprecedented economic and business challenges, the new business model has reduced both inventory pressure and operating costs so as to improve the Group's competition advantage. The Group will endeavor to raise the level of operations for our principal businesses and will endeavor to search for new business opportunities and expand profit channels with the goal to strive for greater returns for Shareholders.

APPRECIATION

We sincerely thank our dedicated staff, loyal business partners, and supportive shareholders for their unwavering trust in the company. I should also thank the directors for their wise counsel.



Management Discussion and Analysis

FINANCIAL REVIEW

During the Reporting Period, the revenue of the Group amounted to approximately HK\$81,477,000 (2024: approximately HK\$96,691,000); revenue from the garment sourcing amounted to approximately HK\$81,477,000, representing a decrease of approximately 14.51% (2024: approximately HK\$95,311,000); revenue from the provision of financial services amounted to nil (2024: approximately HK\$1,380,000), which was mainly attributable to the shrink of money lending business. The gross profit margin was approximately 1.05%, representing a decrease of approximately 1.34 percentage points (2024: approximately 2.39%). Other income amounted to approximately HK\$12,459,000 (2024: approximately HK\$4,725,000), which was mainly attributable to the fair value changes on financial assets at fair value through profit or loss, the dividend income from financial assets at fair value through profit or loss and the bank interest income. Selling and distribution costs amounted to approximately HK\$155,000 (2024: approximately HK\$158,000). Administrative expenses amounted to approximately HK\$13,909,000, representing an increase of approximately 1.65% (2024: approximately HK\$13,683,000). Reversal of expected credit loss amounted to approximately HK\$1,705,000 (2024: approximately HK\$152,000), which was mainly attributable to the reversal of impairment loss recognised from amount due from a former subsidiary. Income tax credit amounted to nil (2024: approximately HK\$3,000,000). Due to the aforesaid reasons, the profit for the year attributable to the owners of the Company amounted to approximately HK\$929,000 (2024: the loss for the year attributable to the owners of the Company amounted to approximately HK\$3,655,000).

LIQUIDITY AND FINANCIAL RESOURCES

As at 31 March 2025, the Group had total assets of approximately HK\$97,494,000 (as at 31 March 2024: approximately HK\$105,749,000) (including cash and cash equivalents of approximately HK\$61,950,000 (as at 31 March 2024: approximately HK\$60,238,000)) which were financed by current liabilities of approximately HK\$8,258,000 (as at 31 March 2024: approximately HK\$17,658,000) and shareholders' equity of approximately HK\$89,236,000 (as at 31 March 2024: approximately HK\$88,091,000).

The Group generally services its debts primarily through cash generated from its operations. As at 31 March 2025, the liquidity ratio, represented by a ratio between current assets over current liabilities, was 11.63:1 (as at 31 March 2024: 5.93:1), which was at a healthy level. The Directors believe that the Group has sufficient funds for developing existing business.

As at 31 March 2025, the Group had no bank or other borrowings (as at 31 March 2024: nil) and hence no gearing ratio was presented.

TREASURY POLICY

The Group adopts a prudent financial management strategy in implementing the treasury policy. Thus, a sound liquidity position was maintained throughout the Reporting Period. The Group continues to assess its customers' credit and financial positions so as to minimising the credit risks. In order to control the liquidity risks, the Board would closely monitor the liquidity position of the Group to ensure its assets, liabilities and other flow structure committed by the Group would satisfy the funding needs from time to time.

FOREIGN EXCHANGE AND RISK MANAGEMENT

The Group's working capital is mainly financed through internal generated cash flows. The management of the Group regularly monitors the funding requirements of the Group to support its normal operations and its development plans. Most of the Group's cash balances were deposits in US\$, HK\$ and RMB with major global financial institutions and most of the Group's monetary assets, revenues, monetary liabilities and payments were held in US\$, HK\$ and RMB.

Foreign exchange risks arising from sales and purchases transacted in different currencies may be managed by the Group through the use of foreign exchange forward contracts. Pursuant to the Group's policy in place, foreign exchange forward contracts or any other financial derivative contracts may be entered into by the Group for hedging purposes. The Group had not entered into any financial derivative contracts throughout the Reporting Period and had no outstanding financial derivative contracts as at 31 March 2025.

INTERNAL CONTROLS FOR MONEY LENDING BUSINESS

(A) Credit risk assessment

Golden Maximum has adopted a credit risk assessment policy to manage its money lending business.

When a potential borrower is referred to Golden Maximum by the close business partners or customers of the Group, a loan application form will be submitted to Golden Maximum for approval, setting out the potential borrower's personal information and financial position, including his/her source of income and amount of income, the market value of the assets, and details of the outstanding mortgages (if any) with banks or other financing companies. For a corporation, its operating history, identity of its shareholder(s) and guarantor(s) and its other financial and asset information will be submitted for approval. Together with the loan application form, the following documents will be verified or reviewed:

- (a) copy of identity card or passport;
- (b) copy of income proof, such as tax demand note, salary payroll receipt, employment contract or tenancy agreement;
- (c) copy of residential address proof dated within the last three months, such as utility bills, tax return or bank statement;
- (d) legal search for the credit worthiness assessment; and
- (e) land search report for the proof of property ownership.

Golden Maximum will also observe the requirement to comply with the anti-money laundering or counter terrorist financing regulations for its money lending business. Furthermore, to promote the potential borrower's awareness of the requirements of the Money Lenders Ordinance, a summary of provisions of the Money Lenders Ordinance will be attached, for the potential borrower's reference, to the loan agreement to be entered into between Golden Maximum and the potential borrower.



Management Discussion and Analysis

(B) Granting/renewing of unsecured loans

Before granting unsecured loans to the borrower, Golden Maximum must objectively assess all expected material factors having regard to the information provided by the potential borrowers and guarantors, information obtained from registers and information systems used for the assessment of the ability to make repayments and other information available to Golden Maximum that might affect the potential borrowers and guarantors' ability to make repayments, in particular, such factors as sustainable income, credit history and potential changes (increase and decrease) of income of the potential borrowers and guarantors. For renewing unsecured loans, apart from reassessing the factors discussed above, Golden Maximum will also consider the repayment history of the borrowers.

Golden Maximum will use a debt-to-income ratio ("**DTI**") as a tool in decision making. To calculate the DTI, Golden Maximum adds up all the potential borrower's annual debt payments and divide them by their gross annual income. Their gross annual income is generally the amount of money they have earned before taxes and other deductions are taken out. Unless approved on an exceptional basis by the Board, applications by the potential borrower with DTI in excess of 80% should be declined. In any case, DTI must not exceed 90%.

(C) Ongoing monitoring of loans

With a view to minimise the risks of delinquent loans, Golden Maximum actively carries out post-lending management. There will be continuous monitoring on the repayments from borrowers, regular communication with the borrowers, and regular review on credit limit of the loan granted and market value of the borrowers' assets. Each quarter, the finance department of Golden Maximum will check whether there is any overdue repayment of principal or interest and provide a quarterly report of all outstanding loans to the credit committee of the Company. The credit committee shall inform the Board if there are any non-performing loans in the quarterly report.

(D) Loan collection

If there is an outstanding loan, Golden Maximum will have internal discussions on a case-by-case basis as to what recovery actions to take and recover the most in a timely manner. Golden Maximum will keep a close contact with the borrowers to keep the relevant parties informed of the current development and seek a proper solution to resolve the issue. Where appropriate, a reminder letter and a statutory reminder letter will be issued to the borrower. Where appropriate, legal action will be brought against the borrower to recover the amount due and take possession of the borrower's assets. Seizure of the borrower's assets and liquidation of underlying assets will also be done. Where appropriate, Golden Maximum will also apply to the court to wind up the borrower and/or guarantor.

(E) Determination of terms of unsecured loans

When determining the terms of unsecured loans, Golden Maximum will place particular focus on the terms of interest rate and repayment.

Interest rate:

The base interest rate comprises the cost of funds, operational costs and the minimum rate of return desired. The further spread will take into account the factors in the ability to make repayments of the potential borrower in the form of risk premium, including:

- (a) Credit rating: Before accepting any new borrower, Golden Maximum uses an internal credit rating system to assess the potential borrower's credit quality and defines credit limits for the new borrower. The internal credit rating system is a matrix of factors by performing background search and considering historical creditworthiness information and industry recognition;
- (b) Repayment history: If a potential borrower already has a loan account with Golden Maximum, the performance of the borrower on the existing repayments shall be evaluated; and
- (c) Amount applied and tenor of the loan: The interest rate shall also factor in the amount of loan and the number of months that the loan shall be repaid in.

Repayment:

The borrower shall repay all the outstanding principal together with interest upon demand.

CAPITAL COMMITMENTS

As at 31 March 2025, the Group had no significant capital commitments (as at 31 March 2024: nil).

As at the date of this report, the Group had no plan for any material investment or capital assets.

CHARGES ON ASSETS

As at 31 March 2025, the Group had no pledged assets (as at 31 March 2024: nil).

DIVIDENDS

The Board has resolved not to declare any final dividend for the year ended 31 March 2025 (for the year ended 31 March 2024: nil).

EMPLOYEE INFORMATION

As at 31 March 2025, the Group employed 17 employees (excluding Directors). The total salaries and related costs (including the Directors' fees and labour costs) amounted to approximately HK\$8,121,000 (2024: approximately HK\$8,054,000). The Group offers its employees competitive remuneration schemes which are generally structured with reference to market terms and individual qualifications. Salaries and wages are normally reviewed annually based on performance appraisals and other relevant factors. In addition, bonuses are normally paid to those eligible based on the performance of the Group and the relevant employee.

Management Discussion and Analysis

SIGNIFICANT INVESTMENTS HELD DURING THE YEAR

The information on the Group's significant investments held as at 31 March 2025 is as follows:

LISTED EQUITY SECURITIES IN HONG KONG

Stock code	Name of investment	Nature of investment	Number of shares	% of total share capital	Investment cost HK\$'000	Fair value as at 31 March 2025 HK\$'000	% of fair value to the Group's total assets as at 31 March 2025	Realised gain/(loss) during the Reporting Period HK\$'000	Unrealised gain/(loss) during the Reporting Period HK\$'000	Dividend received during the Reporting Period HK\$'000
883	CNOOC LIMITED (Note 1)	Investment in shares	500,000	0.0011	5,461	9,260	9.50	-	3,799	630 (Note 2)
939	CHINA CONSTRUCTION BANK CORPORATION (Note 3)	Investment in shares	1,800,000	0.0007	9,122	12,384	12.70	1,162	3,262	1,450 (Note 2)
1398	INDUSTRIAL AND COMMERCIAL BANK OF CHINA LTD. (Note 4)	Investment in shares	-	0.0000	-	-	-	276	-	257 (Note 2)
3988	BANK OF CHINA LTD. (Note 5)	Investment in shares	750,000	0.0003	2,438	3,517	3.61	204	1,080	356 (Note 2)

FUND

ISIN Code	Fund Name	Nature of investment	Investment cost HK\$'000	Fair value as at 31 March 2025 HK\$'000	% of fair value to the Group's total assets	Realised gain/(loss) during the Reporting Period HK\$'000	Unrealised gain/(loss) during the Reporting Period HK\$'000
HK0000499787	E Fund (HK) Hong Kong Dollar Money Market Fund	Fund subscription	3,000	3,017	3.10	-	17

Notes:

1. CNOOC Limited is a company incorporated in Hong Kong with limited liability and is principally engaged in the exploration, development, production and sale of crude oil and natural gas.
2. During the Reporting Period, the Group received a dividend of approximately HK\$630,000 for holding CNOOC Limited shares; a dividend of approximately HK\$1,450,000 for holding China Construction Bank Corporation shares; a dividend of approximately HK\$257,000 for holding Industrial and Commercial Bank of China Ltd. shares; and a dividend of approximately HK\$356,000 for holding Bank of China Ltd. shares.
3. China Construction Bank Corporation is a joint stock company incorporated in the PRC with limited liability which is a leading large-scale commercial bank in the PRC and provides customers with comprehensive financial services, including corporate finance business, personal finance business and treasury and asset management business. CHINA CONSTRUCTION BANK CORPORATION has subsidiaries in various sectors, including fund management, financial leasing, trust, insurance, futures, pension and banking, and has more than 200 overseas entities covering 31 countries and regions.



Management Discussion and Analysis

4. Industrial and Commercial Bank of China Ltd. is a joint stock company incorporated in the PRC with limited liability which is China's largest commercial bank, a commercial bank mainly engaged in corporate and personal financial services, treasury services, investment banking services, and providing asset management, trust, financial leasing and other financial services.
5. Bank of China Ltd. is a joint stock company incorporated in the PRC with limited liability. As China's most globalised and integrated bank, Bank of China has institutions across the Chinese mainland as well as 62 countries and regions, and BOCHK and the Macau Branch serve as local note-issuing banks in their respective markets. The Bank has a well-established global service network and an integrated service platform based on the pillars of its corporate banking, personal banking, financial markets and other commercial banking business, which covers investment banking, direct investment, securities, insurance, funds, aircraft leasing, asset management, financial technology, financing leasing and other areas, thus providing its customers with financial solutions featuring global expertise and all-round services accessible at any point of contact.
6. During the Reporting Period, the Group disposed on the open market of a total of 1,000,000 shares of CCB Ltd. and recognised a gain of approximately HK\$1,162,000, a total of 850,000 shares of Industrial and Commercial Bank of China Ltd. and recognised a gain of approximately HK\$276,000 and a total of 400,000 shares of Bank of China Ltd. and recognised a gain of approximately HK\$204,000.

The Directors believe that the significant investments held by the Group are of low risk and stable return. The Group will continue to maintain such investment style and strategy and diversify our investment in stable return generating investment in order to improve our capital efficiency.

MATERIAL ACQUISITIONS AND DISPOSALS RELATED TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the Reporting Period, the Group had no material acquisitions and disposals related to subsidiaries, associates and joint ventures.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

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

CONTINGENT LIABILITIES

As at 31 March 2025, the Group did not have any material contingent liabilities (as at 31 March 2024: nil).

EVENTS AFTER THE REPORTING PERIOD

On 7 April 2025, an indirectly wholly-owned subsidiary of the Company has disposed on the open market of a total of 900,000 CCB shares at an aggregate consideration of approximately HK\$5,742,000 (exclusive of transaction costs) at an average price of approximately HK\$6.38 per CCB share.

On 7 May 2025, an indirect wholly-owned subsidiary of the Company has acquired on the open market of a total of 1,000,000 PETROCHINA COMPANY LIMITED ("**PETROCHINA**") shares at an aggregate consideration of approximately HK\$6,030,000 (exclusive of transaction costs) at an average price of approximately HK\$6.03 per PETROCHINA share.



Management Discussion and Analysis

On 20 May 2025, an indirect wholly-owned subsidiary of the Company has further acquired on the open market of a total of 1,000,000 PETROCHINA shares at an aggregate consideration of approximately HK\$6,285,000 (exclusive of transaction costs) at an average price of approximately HK\$6.285 per PETROCHINA share.

For the details, please refer to the announcements of the Company dated 7 April 2025, 7 May 2025 and 20 May 2025.

Save as disclosed in this report, there is no significant event affecting the Group which has occurred after the Reporting Period.

Biographical Details of Directors and Senior Management

EXECUTIVE DIRECTORS

Mr. Lam Kai Yeung (“Mr. Lam”), aged 55, was appointed as an executive director of the Company on 30 June 2017 and the chief executive officer of the Company on 13 September 2017.

Mr. Lam is an independent non-executive director of A Metaverse Company (formerly known as Starrise Media Holdings Limited) (Stock Code: 1616) and Kin Shing Holdings Limited (Stock Code: 1630), the shares of which are listed on the Main Board of the Stock Exchange. He was an independent non-executive director of Shi Shi Services Limited (formerly known as Kong Shum Union Property Management (Holding) Limited) (Stock Code: 8181) from 19 October 2015 to 2 December 2024, the shares of which are listed on GEM of the Stock Exchange.

Mr. Lam is a fellow of the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants and has more than 20 years of experience in finance and auditing. Mr. Lam possessed several years of experience as a licensed person for type 4 (advising on securities) and type 9 (asset management) regulated activities under the SFO in Hong Kong, and he also possessed Asset Management qualification in China. He is also a Certified Dealmaker. He obtained a bachelor’s degree in accounting from Xiamen University (廈門大學) in July 1990 and a master’s degree in business administration from Oxford Brookes University in the United Kingdom in July 2010.

Mr. Ng Hoi (“Mr. Ng”), aged 51, as appointed as an executive director of the Company and the deputy chief executive officer of the Company on 21 October 2024.

Mr. Ng has been an independent non-executive director of China Shun Ke Long Holdings Limited (中國順客隆控股有限公司), a company listed on the Stock Exchange (stock code: 974), since May 2024 and a director of Elite Champion Management Limited (銳勝管理有限公司) since September 2021. He was an executive director of Momentum Financial Holdings Limited (正乾金融控股有限公司), a company listed on the Stock Exchange (stock code: 1152), from November 2016 to August 2021 and a director of Wuhan Handa Real Estate Development Co., Ltd* (武漢漢達房地產開發有限公司) from November 2010 to October 2016.

Mr. Ng obtained a master’s degree in business administration from Tsinghua University (清華大學) in July 2010 and a bachelor’s degree in economics from Xiamen University (廈門大學) in July 1996.

Mr. Zhang Kaiyuan (“Mr. Zhang”), aged 34, was appointed as an executive Director on 30 May 2024.

Mr. Zhang possessed about 10 years of experience in the area of apparel industry and has been working in a private large-scale apparel manufacturing and export enterprise since July 2015, which mainly producing knitted sports apparel, and is currently serving as the deputy general manager. Mr. Zhang is also serving as the general manager of a private real estate company in the PRC.

* for identification purpose only



Biographical Details of Directors and Senior Management

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chan Kin (“Mr. Chan”), aged 61, was appointed as a non-executive Director on 12 June 2017 and re-designated as an independent non-executive Director on 25 February 2019.

Mr. Chan graduated from the Shanghai Institute of Foreign Trade* (上海外貿職工大學) in the 1980s and immigrated to Hong Kong in the 1990s. He engaged in international trade, marketing, finance and investment risk management and other industries. Since 1993, he has been self-employed and founded Fong Shing Investment Limited. With the practical working experience accumulated in Hong Kong and China in the past 30 years, he has been engaged in the project investment research, operation planning and business evaluation of the project as well as the provision of advice regarding corporate strategic management, investment management and capital operation management and risk.

Mr. Chau Chi Yan Benny (“Mr. Chau”), aged 44, was appointed as an independent non-executive Director on 16 April 2021.

Mr. Chau obtained a bachelor’s degree in Business Administration and International Trade from Manchester Metropolitan University in the United Kingdom in September 2005. Mr. Chau is currently an executive director and deputy chief executive officer of ELL Environmental Holdings Limited, a company listed on the Stock Exchange (Stock Code: 1395), the vice president of the Hong Kong Basketball Association and the member of Hong Kong Eastern District Council. Mr. Chau has extensive experience in finance, investment and sports management, and has several years of experience in reviewing or analysing audited financial statements of public companies.

Ms. Wong Ping Fan (“Ms. Wong”), aged 42, was appointed as an independent non-executive Director on 21 October 2024.

Ms. Wong has over eight years of experience in sociopolitical affairs and is currently a Hong Kong Delegate to the National People’s Congress of the People’s Republic of China, a member of executive committee of the Democratic Alliance for the Betterment and Progress of Hong Kong, chief officer of Hong Kong Coalition and project director of AHK Fund Limited. Ms. Wong has been actively involved in various voluntary and community organisations since 2016. She has been a committee member of the Electoral Affairs Commission and the District Fire Safety Committee (Sha Tin District) since 2023 and 2024, respectively. She was a member of the Chinese People’s Political Consultative Conference of Putian City from 2015 to 2023. In addition, Ms. Wong was awarded the Chief Executive’s Commendation for Community Service and the Medal of Honour by the Hong Kong government in 2019 and 2024, respectively.

Ms. Wong has been a registered social worker since 2014. She obtained a master’s degree in social work from the Chinese University of Hong Kong in 2014 and a bachelor’s degree in arts from the City University of Hong Kong in 2006.

* for identification purpose only



Report of the Directors

The Directors present the annual report and the audited consolidated financial statements of the Group for the year ended 31 March 2025.

PRINCIPAL ACTIVITIES

The Company acts as an investment holding company. The principal activities of its principal subsidiaries are set out in Note 30 to the consolidated financial statements.

SEGMENT INFORMATION

An analysis of the Group's revenue by geographical areas of operations for the year ended 31 March 2025 is set out in Note 6 to the consolidated financial statements.

BUSINESS REVIEW

Details of the business review of the Group are set out in the sections headed "Introduction" and "Management Discussion and Analysis" on pages 4 to 14 of this report. Description of the principal risks and uncertainties facing the Company can also be found throughout this report particularly in Note 28 to the consolidated financial statements.

The Group has reported its financial conditions in due compliance with procedures stipulated under the Listing Rules. For details of the financial risks, please refer to the section headed "Financial Review" in "Management Discussion and Analysis" set out on pages 8 to 14 of this report.

The key financial and business performance indicators of the Group included revenue, gross profit, profit attributable to equity holders of the Company, Shareholders' funds and debt to equity ratio. Details of these indicators are provided in the sections headed "Financial Summary" and "Management Discussion and Analysis" on page 112 and pages 8 to 14 of this report, respectively.

The future development in the Group's business has been set out in the section headed "Introduction" on page 4 to 7 of this report.

RESULTS

The results of the Group for the year ended 31 March 2025 and the Group's financial position at that date are set out on pages 48 to 49.

The Board has resolved not to declare any final dividend for the year ended 31 March 2025 (for the year ended 31 March 2024: nil).

To the best knowledge of the Group, no shareholders have entered into any arrangements to waive or agree to waive any dividend.

DISTRIBUTABLE RESERVES OF THE COMPANY

The Company's reserves available for distribution to Shareholders as at 31 March 2025, represented by its share premium, contribution surplus and net of accumulated losses was approximately HK\$31,175,000 (2024: HK\$32,577,000).

SHARE CAPITAL

Details of the share capital of the Company during the Reporting Period are set out in Note 23 to the consolidated financial statements.



Report of the Directors

DIVIDEND POLICY

The objective of the Company's dividend policy (the “**Dividend Policy**”) is to allow Shareholders to participate in the Company's profits whilst retaining adequate reserves for the Group's future growth.

The Board has the discretion to declare and distribute dividends to the Shareholders, subject to the Bye-Laws, all applicable laws and regulations and the factors set out below:

- the Group's results of operations and cash flows;
- the Group's future prospects;
- general business conditions;
- the Group's capital requirements and surplus;
- contractual restrictions on the payment of dividends by the Company to its Shareholders or by subsidiaries to the Company;
- statutory and regulatory restrictions; and
- any other factors the Board may deem relevant.

FIVE YEARS FINANCIAL SUMMARY

A summary of the Group's published results and the Group's assets and liabilities for the last five financial years is set on page 112 of this report.

PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES OF THE COMPANY

During the Reporting Period, neither the Company nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities.

DIRECTORS

The Directors during the Reporting Period and up to the date of this report were:

EXECUTIVE DIRECTORS:

Mr. Lam Kai Yeung (*Chief Executive Officer*)

Mr. Ng Hoi (*Deputy Chief Executive Officer*) (Appointed on 21 October 2024)

Mr. Zhang Kaiyuan (Appointed on 30 May 2024)

Mr. Situ Shilun (*Chief Operating Officer*) (Resigned on 22 May 2024)

DIRECTORS (continued)

INDEPENDENT NON-EXECUTIVE DIRECTORS:

Mr. Chan Kin
Mr. Chau Chi Yan Benny
Ms. Wong Ping Fan (Appointed on 21 October 2024)
Dr. Lam Lee G. (Resigned on 21 October 2024)

In accordance with Bye-Law 108(A), each of Mr. Lam Kai Yeung, Mr. Zhang Kaiyuan, Mr. Chan Kin and Mr. Chau Chi Yan Benny shall retire by rotation and being eligible, offer themselves for re-election at the forthcoming annual general meeting of the Company (the **"Forthcoming AGM"**).

In accordance with Bye-Law 112, any Director appointed by the Board to fill a casual vacancy shall hold office until the first general meeting of Shareholders after his appointment and be subject to re-election at such meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election. On 21 October 2024, Mr. Ng Hoi was appointed by the Board as an addition to the existing Board and Ms. Wong Ping Fan was appointed by the Board to fill a casual vacancy, and shall therefore hold office only until the Annual General Meeting. Mr. Ng Hoi and Ms. Wong Ping Fan shall retire and be eligible for re-election at the Forthcoming AGM.

DIRECTORS' SERVICE CONTRACTS

No Director proposed for re-election at the Forthcoming AGM has a service contract that is not determinable by the Group within one year without payment of compensation (other than statutory compensation).

CHANGE IN INFORMATION OF DIRECTORS

Upon specific enquiry by the Company and following confirmations from the Directors, up to the date of this report, save as set out below, there is no change in the information of the Directors required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

Mr. Lam Kai Yeung resigned as an independent non-executive director of Shi Shi Services Limited (formerly known as Kong Shum Union Property Management (Holding) Limited) (Stock Code: 8181) on 2 December 2024, the shares of which are listed on GEM of the Stock Exchange.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS OF SIGNIFICANCE

No transactions, arrangements and contracts of significance, to which the Company, its holding company, or any of its subsidiaries was a party and in which a Director or a connected entity of a Director had a material interest, whether directly or indirectly, subsisted at the end of the Reporting Period or at any time during the Reporting Period.

CONTRACTS WITH CONTROLLING SHAREHOLDERS

Save for the disclosure in this report, no other contract of significance, including contracts for the provision of services, had been entered into between the Company or any of its subsidiaries and the controlling Shareholders during the Reporting Period.

COMPETING BUSINESS INTERESTS OF DIRECTORS

During the Reporting Period, none of the Directors or their respective associates has any interests in a business that competes or may compete with the business of the Company.

CONNECTED TRANSACTIONS AND RELATED PARTY TRANSACTIONS

Details of the connected and related transactions undertaken in the ordinary course of business by the Group during the Reporting Period are set out in note 26 to the consolidated financial statements. None of these related party transactions constitutes a connected transaction of the Group as defined in and required to be disclosed under Chapter 14A of the Listing Rules. The Group confirms that it has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules.

TAX RELIEF AND EXEMPTION

During the Reporting Period, the Directors are not aware of any tax relief and exemption available to the Shareholders by reason of their holding of the Company's securities.

COMPLIANCE WITH LAWS AND REGULATIONS

The Group's operations are mainly carried out by the Company's subsidiaries in Hong Kong and PRC while the Company itself is listed on the Stock Exchange.

To the best of the Directors' knowledge, during the Reporting Period, there was no material breach of or non-compliance by the Group with the applicable laws and regulations that have a significant impact on the business and operation of the Group.

CONFIRMATION OF INDEPENDENCE BY INDEPENDENT NON-EXECUTIVE DIRECTORS

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 Listing Rules. The Company considers all the independent non-executive Directors are independent to the Group.

BIOGRAPHICAL DETAILS OF DIRECTORS

Brief biographical details of the Directors are set out on pages 15 to 16 of this report.

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

As at 31 March 2025, none of the Directors nor the chief executive of the Group had any interests or short positions in the Shares and underlying shares of the Group or its associated corporations (within the meaning of Part XV of the SFO) (i) which were required to be notified to the Group and the Stock Exchange pursuant to the Divisions 7 and 8 of Part XV of the SFO (including the interests and short positions in which they were taken or deemed to have under such provisions of the SFO); or (ii) which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange.

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

As at 31 March 2025, according to the register kept by the Company pursuant to section 336 of the SFO and so far as is known to, or can be ascertained after reasonable enquiry by the Directors, the following persons (other than Directors and the chief executive of the Company) had interests or short positions in the Shares and/or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name of Shareholder	Capacity	Number of Shares held and class of securities (Note 1)	Approximate percentage of shareholding* (Note 2)
Brilliant Sunshine International Limited	Beneficial owner	431,127,404 Shares (L)	54.86%
Mr. Ng Leung Ho	Interest in controlled corporation	431,127,404 Shares (L) (Note 2)	54.86%
Mr. Yu Xueming	Interest in controlled corporation	431,127,404 Shares (L) (Note 2)	54.86%
Mr. Ng Tsze Lun	Beneficial owner	50,173,000 Shares (L)	6.38%
Ms. Yau Yuk Chun Carole	Interest of spouse	50,173,000 Shares (L) (Note 3)	6.38%

* The percentage has been calculated based on 785,927,000 issued Shares as at 31 March 2025.

Notes:

- The letter "L" denotes the individual's or the corporation's long position in the Shares.
- Brilliant Sunshine International Limited, an investment holding company incorporated in the British Virgin Islands with limited liability, which is owned as to 50% by Mr. Ng Leung Ho and as to 50% by Mr. Yu Xueming. Under the SFO, Mr. Ng Leung Ho and Mr. Yu Xueming are deemed to be interested in all the Shares held by Brilliant Sunshine International Limited.
- Ms. Yau Yuk Chun Carole is the wife of Mr. Ng Tsze Lun. Under the SFO, Ms. Yau Yuk Chun Carole is deemed to be interested in the same number of Shares in which Mr. Ng Tsze Lun is interested.

Save as disclosed above, as at 31 March 2025, there was no other person who was recorded in the register of the Company as having interests or short positions in the Shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who will be, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all the circumstances at general meetings of members of the Group other than the Company, or which were required, pursuant to section 336 of the SFO, to be entered in the register referred to therein.

Report of the Directors

SHARE OPTION SCHEME

The Company conditionally adopted the Share Option Scheme on 2 June 2010. The annual general meeting held on 28 September 2018 approved the refreshment of the scheme limit under the Share Option Scheme. The purpose of the Share Option Scheme was to provide incentives and rewards to eligible participants, including eligible Directors, eligible employees and any other eligible persons, for their contributions to the Group.

Since the Share Option Scheme had lapsed, no share options were available for grant under the Share Option Scheme at the beginning and the end of the Reporting Period. As at 31 March 2025, there was no outstanding share options under the Share Option Scheme due to a total of 15,576,000 share options automatically lapsed and 5,192,000 share options cancelled under the voluntary unconditional general cash offer by Brilliant Sunshine International Limited (For details, please refer to the composite document dated 27 August 2024; and the joint announcement dated 10 September 2024 and 24 September 2024). Details of the share options of the Company were as follows:

Name of Grantee	Date of grant	Exercise price HK\$/share	Exercise period	Vesting period	Number of shares issuable under the share options				
					As at 1 April 2024	Granted during the Reporting Period	Exercised during the Reporting Period	Lapsed/ cancelled during the Reporting Period	As at 31 March 2025
Mr. Lam Kai Yeung	16/01/2018	0.854	16/01/2018– 15/01/2028	16/01/2018– 15/01/2028	5,192,000	–	–	5,192,000	–
Other participants in aggregate	16/01/2018	0.854	16/01/2018– 15/01/2028	16/01/2018– 15/01/2028	15,576,000	–	–	15,576,000	–

ARRANGEMENTS TO PURCHASE SHARES OF DEBENTURES

Save as disclosed in the paragraph headed “Share Option Scheme” above, at no time during the Reporting Period was the Company, its holding company, nor any of its subsidiaries, a party to any arrangement to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

EMOLUMENT POLICY

The emolument policy of the employees of the Group is set up by the Remuneration Committee on the basis of their merit, qualifications and competence.

The emoluments of the Directors and management of the Group are reviewed and recommended by the Remuneration Committee, having regard to the Company's operating results, individual performance and comparable market statistics.

KEY RELATIONSHIP WITH EMPLOYEES

The Group recognises the employees as the most important and valuable assets of the Group. The objective of the Group's human resource management is to reward and recognise performing staff by providing a competitive remuneration package and implementing a sound performance appraisal system with appropriate incentives, and to promote career development and progression through appropriate on-the-job training and providing opportunities within the Group for career advancement.

MANAGEMENT CONTRACTS

The Company has not entered into any contract with any individual, firm or body corporate to manage or administer the whole or any substantial part of any business of the Company for the Reporting Period.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Bye-Laws or the laws of Bermuda which would oblige the Company to offer new Shares on a pro-rata basis to existing Shareholders.

MAJOR CUSTOMERS AND SUPPLIERS

During the Reporting Period, sales to the five largest customers accounted for approximately 100% of the total revenue of the Group and sales to the largest customer included therein accounted for approximately 83.56% of the total revenue of the Group.

During the Reporting Period, purchases from the five largest suppliers accounted for approximately 100% of the total purchases of the Group and purchases from the largest supplier included therein accounted for approximately 83.26% of the total purchases of the Group.

At no time during the Reporting Period did a Director, an associate of a Director or a Shareholder of the Company (which to the knowledge of the Directors owns more than 5% of the Company's share capital) have an interest in any of the Group's five largest suppliers or customers.

RELATIONSHIPS WITH CUSTOMERS AND SUPPLIERS

CUSTOMERS

The Group is committed to offering high-quality services to customers. It values the opinions and feedback of all customers through various means and channels, including the usage of telephone, direct mail and after-sale return visit. This is to ensure that the Group is well aware of all customers' requirements or feedback on a timely basis and provides high-quality services to its customers. In addition, the Group continues to proactively manage customer relations, expand its customer base and enhance customer loyalty.

SUPPLIERS

The Group establishes working relationships with suppliers to meet customers' needs in an effective and efficient manner. The Group's requirements and standards are well-communicated to suppliers before placing orders in order to ensure the deliverance of high-quality samples. All key suppliers have a close and long-term relationship with the Group.

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the latest practicable date prior to the issue of this annual report, the Company has maintained the prescribed public float pursuant to the Listing Rules as at the date of this report.

PERMITTED INDEMNITY PROVISION

A permitted indemnity provision (as defined in the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Bye-Law 191) for the benefit of the Directors was in force at no time during the Reporting Period.

As at the date of this report, the Company has arranged corporate liability insurance for the Directors and senior management of the Company in respect of legal proceedings that may be brought against the Directors and senior management due to the activities of the Company.

CORPORATE GOVERNANCE REPORT

The Company's corporate governance principles and practices are set out in the section headed "Corporate Governance Report" in this annual report.

OTHER DISCLOSURE

Impairment loss on amount due from a former subsidiary

The Company recognised a reversal of impairment loss (the “**Reversal of Impairment**”) on amount due from a former subsidiary, Best Keen International Limited (“**Best Keen**”), of approximately HK\$1,704,788 during the Reporting Period.

The Company has engaged an independent expert (the “**Expert**”) to conduct assessment on the impairment for the preparation of the financial statements of the Group. The recognition of the impairment was determined with reference to the ECL working issued by the Expert as extracted below:

Currency	Gross Carrying Amount	(*1) Cash Flows Expected from Collateral	(*2) Future Cash Flows Expected	Total Estimated Future Cash Flows	(*3) Discount Factor	Expected Credit Losses, ECL	ECL as at 31/03/2024	ECL reversal in 31/03/2025
HK\$	2,357,162	486,613	453,000	939,613	1	1,417,549	3,122,337	1,704,788

(*1) Collateral – Secured Equity Securities of a company listed on the TSX Venture Exchange

No. of Equities Held:	608,372
Share Price at 31/03/2025 in CAD:	1.50
Market Value at 31/03/2025 in CAD:	912,558
@ Exchange Rate at 31/03/2025:	5.40
Market Value at 31/03/2025 in HK\$:	4,932,011
Discount of lack of marketability	90.13%
Market value after adjustment in HK\$	486,613

(*2) There is no further agreement regarding the repayment schedule of the amount due. The management of the Company considers that the amount of the estimated future cash flows should be the actual recovered amount up to the date of the assessment.

(*3) The effect of discounted cash flow is considered to be minimal.

Notes:

The amount due from Best Keen of HK\$4,252,162 as at 31 March 2024 was interest-free and secured by the equity securities listed in Canada. For the year ended 31 March 2025, Best Keen made repayment amounting to HK\$1,895,000 to the Company, leading to the gross carrying amount of HK\$2,357,162 as at 31 March 2025.

According to Paragraph B5.5.33 of HKFRS 9 “Financial Instruments”, for a financial asset that is credit-impaired at the reporting date, but that is not a purchased or originated credit-impaired financial asset, an entity shall measure the expected credit losses as the difference between the asset’s gross carrying amount and the present value of estimated future cash flows discounted at the financial asset’s original effective interest rate. Any adjustment is recognised in profit or loss as an impairment gain or loss.



Report of the Directors

OTHER DISCLOSURE (continued)

Impairment loss on amount due from a former subsidiary (continued)

Notes: (continued)

Besides, Paragraph B5.5.55 “Collateral” of HKFRS 9 “Financial Instruments” states that for the purposes of measuring expected credit losses, the estimate of expected cash shortfalls shall reflect the cash flows expected from collateral and other credit enhancements that are part of the contractual terms and are not recognised separately by the entity. The estimate of expected cash shortfalls on a collateralised financial instrument reflects the amount and timing of cash flows that are expected from foreclosure on the collateral less the costs of obtaining and selling the collateral, irrespective of whether foreclosure is probable (i.e. the estimate of expected cash flows considers the probability of a foreclosure and the cash flows that would result from it). Consequently, any cash flows that are expected from the realisation of the collateral beyond the contractual maturity of the contract should be included in this analysis. Any collateral obtained as a result of foreclosure is not recognised as an asset that is separate from the collateralised financial instrument unless it meets the relevant recognition criteria for an asset in this or other standards.

The value of inputs or assumptions adopted in Year 2021 were “general approach” in accordance with HKFRS 9 which ECL formula is “ $ECL = EAD \times PD \times LGD \times DF$ ”.

Where:

EAD = Exposure at Default

PD = Probability of Default

LGD = Loss Given Default

DF = Discount Factor

The inputs referred to the latest annual default studies issued by “S&P Global Ratings Research and S&P Global Market Intelligence’s CreditPro” and “Moody’s Investors Service”.

Since Year 2022, the circumstance has changed as the long stop date of the share transfer agreement between the Company and the purchaser of Best Keen was expired on 30 September 2021. Therefore, the amount due from Best Keen was considered as a credit-impaired financial asset since then. For the year ended 31 March 2025, Best Keen has made repayment amounting to HK\$1,895,000 to the Company.

Hence, the prior year’s ECL formula was no longer appropriate. Since Year 2022, according to Paragraph B5.5.33 of HKFRS 9, the impairment loss should be the difference between the carrying amount and the estimated future cash flows which is equal to “cash flows expected from collateral” plus “future cash flows expected”.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

Further discussion on the Company’s environmental principles and practices and its relationship with the respective stakeholders is set out in the Environmental, Social and Governance Report, which will be published together with this annual report on the Company’s website (www.hk01682.com) and published on the website of the Stock Exchange (www.hkexnews.hk).

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group recognises the importance of environmental sustainability against modern ecological challenges. As a responsible corporate citizen, the Group has been actively taking steps to minimise the negative environmental impacts, reduce wastage and maximise energy efficiency which in turn provides a green and eco-friendly environment to the community. Green office practices such as double-sided printing and copying, promoting using recycled papers and reducing energy consumption by switching off idle lighting are encouraged in the operation of the Group's businesses. The Group will review its environmental practices from time to time and will consider implementing further practicable measures and practices to enhance environmental sustainability.

AUDITORS

On 30 September 2024, under the approval of the Shareholders at the 2024 AGM, SFAI (HK) CPA Limited ("**SFAI Hong Kong**") was appointed as the auditor of the Company to fill the vacancy following the resignation of Elite Partners CPA Limited.

Save as disclosed above, the Company did not change its auditor in the past three years. The Consolidated Financial Statements of the Group for the year ended 31 March 2025 have been audited by SFAI Hong Kong, who will retire and being eligible, offer themselves for re-appointment at the forthcoming annual general meeting.

By Order of the Board

Lam Kai Yeung

Executive director and Chief Executive Officer

Hong Kong,
20 June 2025



Corporate Governance Report

CORPORATE GOVERNANCE PRACTICES

The Company had complied with all the code provisions (“**Code Provisions**”) under the Corporate Governance Code throughout the year ended 31 March 2025, except for the following deviations:

Code Provision C.2.1 stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The roles of the chairman of the Board and the chief executive officer of the Company are separate and performed by Mr. Zhi Hua and Mr. Lam Kai Yeung respectively from 13 September 2017 to 31 July 2020. Following the retirement of Mr. Zhi Hua as a Director on 31 July 2020, the role of chairman of the Board was suspended. The Board does not have the intention to fill the position of chairman of the Board at present and believes that the absence of a chairman of the Board will not have adverse effect to the Company as decisions of the Company will be made collectively by the Board.

Under Code Provision D.2.5, the Group should have an internal audit function. However, due to the size of the Group and for cost effectiveness consideration, the Group currently does not have an internal audit function. Instead, the Audit Committee has a review of the internal control system annually. The review covers major financial, operational controls on rotation basis and also the risk management functions. No significant deficiency was identified under the current period’s review and the systems were operating effectively and adequately. The Group continues to review the need for an internal audit function annually.

Code Provision F.2.2 requires that the chairman of the board of the company should attend the annual general meeting. Due to the vacancy of the chairman of the board of directors of the Company, Mr. Lam Kai Yeung, an executive Director, acted as the chairman of 2024 AGM in accordance with the Bye-Laws.

The Company will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with the increasing tightened regulatory requirements and to meet the rising expectations of the shareholders and investors.

COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has established a code of conduct regarding Directors’ securities transactions on terms no less exacting than the required standard set out in the Model Code. Having made specific enquiries to the Directors, all Directors confirmed that they had complied with the required standard set out in the Model Code during the Reporting Period.

BOARD OF DIRECTORS

The Board currently comprises six Directors, including three executive Directors, namely Mr. Lam Kai Yeung (chief executive officer), Mr. Ng Hoi (deputy chief executive officer) and Mr. Zhang Kaiyuan; and three independent non-executive Directors, namely Mr. Chan Kin, Mr. Chau Chi Yan Benny and Ms. Wong Ping Fan.

Mr. Zhang Kaiyuan was appointed as an executive Director on 30 May 2024. He had obtained the legal advice referred to in Rule 3.09D of the Listing Rules on 30 May 2024 and has confirmed that he understood his obligations as a Director.

Mr. Ng Hoi and Ms. Wong Ping Fan was appointed as an executive Director and an independent non-executive Director respectively on 21 October 2024. Each of them had obtained the legal advice referred to in Rule 3.09D of the Listing Rules on 21 October 2024 and has confirmed that they understood their obligations as a Director.

The relationship among members of the Board and biographical details of the Directors who are currently serving on the Board are set out on pages 15 to 16 of this annual report. To the best knowledge of the Company and save as disclosed under the section headed “Biographical Details of Directors and Senior Management” of this report and interests set out in the sections headed “Directors’ and Chief Executives’ Interests and Short Positions in Shares, Underlying Shares and Debentures” and “Substantial Shareholders’ and Other Persons’ Interests and Short Positions in Shares and Underlying Shares” in this report, there is no financial, business, family or other material or relevant relationship(s) among members of the Board.

All Directors are subject to retirement by rotation and if eligible, may offer themselves for re-election at the annual general meeting of the Company in accordance with the provisions of the Bye-Laws.

CORPORATE GOVERNANCE REPORT

The Board collectively monitors performance and the related risks and controls in pursuit of the strategic objectives of the Company. Day-to-day management of the Company is delegated to executive Directors and management of the Company in charge of the Group’s business.

To implement the strategies and plans effectively, executive Directors and the management meet on a regular basis to review the performance of the business of the Group, coordinate overall resources and make financial and operational decisions.

NON-COMPLIANCE WITH THE LISTING RULES

During the Reporting Period, there was no material breach or non-compliance with the Listing Rules.



Corporate Governance Report

BOARD MEETINGS

Apart from the regular Board meetings, the Board met on other occasions when a board-level decision on a particular matter was required.

The Board meets regularly to review and determine the corporate strategies and overall strategic policies. Each of the Directors has full access to relevant information at the meetings. The Board has 15 meetings during the year ended 31 March 2025 and conducted the following activities at such regular meetings (including but not limited to):

- (a) approved the interim and final results, interim and annual report, and matters to be considered at the annual general meeting of the Company;
- (b) discussed corporate strategies of the Group for the financial year ended 31 March 2025; and
- (c) reviewed the performance and financial position of the Group.

CORPORATE GOVERNANCE FUNCTIONS

Pursuant to the Board Committees' terms of reference, the Board shall keep the effectiveness of the corporate governance and system of internal non-financial controls of the Group. The Board shall introduce and propose relevant principles concerning corporate governance and review and determine the corporate governance policy, so as to effect a high standard of corporate governance practices in the Group. The duties of the Board and the Board Committees, as the case may be, shall include the following aspects:

- (a) to develop and review the Group's policies and practices on corporate governance and make recommendations to the Board;
- (b) to review and monitor the training and continuous development of the Directors and the management;
- (c) to review and monitor the Group's policies and practices on compliance with legal and regulatory requirements;
- (d) to review and approve the annual corporate governance report and related disclosures in annual and interim reports of the Group and ensure compliance with relevant requirements under the Listing Rules or the rules of any other stock exchange in respect of which the securities of the Company are listed or quoted, or other laws, regulations, rules and codes as may be applicable to the Group (the "**Applicable Laws**");
- (e) to make sure that appropriate monitoring systems are in place to ensure compliance against the relevant internal control systems, processes and policies, and in particular to monitor the implementation of the Group's plans to maintain a high level of compliance with its own risk management standard;
- (f) to monitor if each of the Audit Committee, Remuneration Committee and Nomination Committee (or such other Board committee(s) from time to time established) has duly discharged their respective duties and obligations in accordance with their respective terms of reference, the Listing Rules and any Applicable Laws; and
- (g) to review the Group's compliance with the Corporate Governance Code from time to time adopted by the Group and the disclosure in the corporate governance report to be contained in the Company's annual report.

CHAIRMAN AND CHIEF EXECUTIVE

Code Provision C.2.1 stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual.

During the Reporting Period, the chairman of the Board was vacant. The Board does not have the intention to fill the position of chairman of the Board at present and believes that the absence of a chairman of the Board will not have adverse effect on the Company as decisions of the Company will be made collectively by the Board.

TERMS OF APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

Each of the independent non-executive Directors has entered into an appointment letter with the Company for a fixed term of three years. The term of each of the independent non-executive Directors shall be renewable automatically for a successive term of three years each commencing from the next day after the expiry of their then-current term of appointment, subject to retirement by rotation and re-election at an annual general meeting pursuant to the Bye-Laws unless terminated by not less than one month notice in writing.

Save as disclosed in the paragraph headed “Non-compliance with the Listing Rules” of this report, during the Reporting Period, the Board at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors with at least one independent non-executive Director possessing appropriate professional qualifications, or accounting or related financial management expertise.

The Company has received annual written confirmation of independence from all independent non-executive Directors in accordance with Rule 3.13 of the Listing Rules. The Board considers them to be independent in accordance with the Listing Rules.

BOARD COMMITTEES

The Board has established three Board Committees including the Nomination Committee, the Remuneration Committee and the Audit Committee. The Board has delegated some of its functions to the Board Committees, the details of which are discussed below.

NOMINATION COMMITTEE

The Nomination Committee currently comprises three independent non-executive Directors, namely Mr. Chan Kin (chairman), Mr. Chau Chi Yan Benny and Ms. Wong Ping Fan. It was established on 19 March 2012 and its duties are clearly defined in its revised written terms of reference which have been prepared and adopted according to the Code Provisions. The revised terms of reference of Nomination Committee can be found on the websites of the Stock Exchange and the Company.

The duties of the Nomination Committee are, but are not limited to, to review, formulate and consider the nomination procedures as regards the appointment, reappointment and removal of Directors and to make recommendations to the Board regarding candidates to fill vacancies on the Board. No Director takes part in any discussions and decisions about his own appointment.



Corporate Governance Report

Proposals for the appointment of a new Director, if any, will be considered and reviewed by the Nomination Committee prior to recommending them to the Board for approval. All candidates to be selected and qualified to be members of the Board must also meet the standards as set forth in Rules 3.08 and 3.09 of the Listing Rules. A candidate who is to be appointed as an independent non-executive director should also meet the independence criteria set out in Rule 3.13 of the Listing Rules.

The Board will also seek legal advice on the requirements of Rule 3.13 of the Listing Rules prior to the appointment of any independent non-executive Director as appropriate.

3 meetings of the Nomination Committee were held during the financial year ended 31 March 2025 (with individual member's attendance as set out on page 35 of this report under the paragraph headed "Number of Meetings and Directors' Attendance"). The Nomination Committee conducted, among other things, following major work:

- reviewed the size, structure and the composition of the Board;
- made recommendations of suitable candidates to the Board;
- reviewed the independence of independent non-executive Directors; and
- made recommendations to the Board on the nomination of Directors for re-election at the 2024 AGM.

DIRECTOR NOMINATION POLICY

In assessing the Board composition, the Nomination Committee would take into account various aspects set out in the Board Diversity Policy, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and industry and regional experience. The Nomination Committee would review the implementation of the Board Diversity Policy in achieving the objectives set for the benefit of the Company. In identifying and selecting suitable candidates for directorships, the Nomination Committee would consider the candidate's character, qualifications, experience, independence and other relevant criteria necessary to complement the corporate strategy and achieve Board diversity, where appropriate, before making recommendation to the Board.

BOARD DIVERSITY POLICY

The Company is dedicated to having a diverse Board which can enable corporate issues be considered from different perspectives and appropriate level of examination and evaluation be conducted. On 29 August 2013, the Board adopted a board diversity policy which sets out the approach to achieve diversity on the Board. The Company aims to achieve diversity of its board members through consideration of a number of factors, including but not limited to gender, age, cultural and educational background and professional and industry experience. The Nomination Committee will discuss and agree annually measurable objectives for implementing diversity on the Board and recommend them to the Board for adoption to ensure its continued effectiveness.

To ensure gender diversity on the Board and avoid the Board consisting of members of the same gender, the Board's goal is to appoint or maintain at least one director who is a different gender from the other directors. The Board currently consists of 5 men and 1 woman.

WORKFORCE DIVERSITY

The Group sees workforce diversity as a source of strength and pride. A diverse workforce inspires innovation, enriching every aspect of the Company's business. The Group is committed to ensuring an inclusive workforce, where diversity of gender, age, physical condition and ethnicity are valued and leveraged to foster innovation and creativity. As at 31 March 2025, the Group had a total workforce (including senior management) of 17 employees, of which 53% are males, and 47% are females.

Apart from emphasizing the diversity of employees, the Group provides equal employment opportunities to all applicants, when making employment decisions, is guided by the applicant's ability and job matching, and aims to improve the performance of the Group, hence we believe that setting measurable goals for the gender diversity of our workforce is not applicable.

REMUNERATION COMMITTEE

The Remuneration Committee currently comprises three independent non-executive Directors, namely Mr. Chau Chi Yan Benny (chairman), Mr. Chan Kin and Ms. Wong Ping Fan. It was established by the Board on 8 September 2010 and its duties are clearly defined in its revised written terms of reference which have been prepared and adopted according to the Code Provisions. The revised terms of reference of Remuneration Committee can be found in the websites of the Stock Exchange and the Company.

The Remuneration Committee is primarily responsible for determining the Group's policy and structure for remuneration of Directors and senior management, assessing performance of executive Directors, approving the terms of executive Director's service contracts and making recommendations to the Board regarding the specific remuneration packages of individual Director and senior management of the Company. The remuneration of Directors will be determined by the Board with reference to the individual's experience duties and responsibilities with the Company, and the prevailing market conditions.

4 meetings of the Remuneration Committee were held during the financial year ended 31 March 2025 (with individual member's attendance as set out on page 35 of this report under the paragraph headed "Number of Meetings and Directors' Attendance") and conducted, among other things, the following major work:

- reviewed the policy and structure for the remuneration of Directors and senior management;
- made recommendations of the remuneration package of suitable candidates to the Board; and
- reviewed the remuneration packages of employees of the Group and Directors.

No Director took part in any discussions and decisions about his own remuneration during the year ended 31 March 2025.

Pursuant to Code Provision E.1.5, a company should disclose details of any remuneration payable to members of the senior management by band for the year ended 31 March 2025 in its annual report. Details of the remuneration of members of the senior management are provided in Note 12 to the consolidated financial statement.

AUDIT COMMITTEE

The Audit Committee currently comprises three independent non-executive Directors, namely Mr. Chau Chi Yan Benny (chairman), Mr. Chan Kin and Ms. Wong Ping Fan. It was established by the Board on 8 September 2010 and its duties are clearly defined in its revised written terms of reference which have been prepared and adopted according to the Code Provisions. The revised terms of reference of Audit Committee can be found in the websites of the Stock Exchange and the Company.

Save as disclosed in this report, during the Reporting Period, the Board had complied with the requirements of Rules 3.10(1) and 3.10(2) of the Listing Rules in relation to the appointment of a minimum of three independent non-executive Directors and at least one independent non-executive Director, the chairman of the Audit Committee, having appropriate professional accounting or financial management experience.

The Audit Committee provides an important link between the Board and the Company's external auditor in matters coming within the scope of the Group's audit. It also reviews the annual and interim results of the Company prior to recommending them to the Board for approval, the effectiveness of the external and internal audit and of internal controls and risk evaluation.

During the year ended 31 March 2025, the Audit Committee has convened 4 meetings (with individual member's attendance as set out on page 35 of this report under the paragraph headed "Number of Meetings and Directors' Attendance") and conducted, among other things, the following major work:

- reviewed the interim and annual reports of the Company together with the external auditor and management of the Company;
- reviewed the effectiveness of the risk management and internal control system together with the external auditor of the Company; and
- made recommendations to the Board on the appointment and re-appointment of the external auditor.

There was no disagreement between the Board's and the Audit Committee's views on the selection, appointment and resignation of the external auditor.

The Audit Committee has reviewed the Group's audited consolidated financial statements for the year ended 31 March 2025 with the management and the external auditor of the Company and recommended its adoption to the Board.

NUMBER OF MEETINGS AND DIRECTORS' ATTENDANCE

Attendance records of the Directors at Board Meetings (BM), Audit Committee Meetings (ACM), Remuneration Committee Meetings (RCM), Nomination Committee Meetings (NCM) and Annual General Meeting (AGM) held for the year ended 31 March 2025 are set out below:

	Meetings attended/Eligible to attend For the year ended 31 March 2025				
	BM	ACM	RCM	NCM	AGM
Executive Directors					
Mr. Lam Kai Yeung (<i>Chief Executive Officer</i>)	14/14	N/A	N/A	N/A	1/1
Mr. Ng Hoi (<i>Deputy Chief Executive Officer</i>) (Appointed on 21 October 2024)	5/5	N/A	N/A	N/A	N/A
Mr. Zhang Kaiyuan (Appointed on 30 May 2024)	12/12	N/A	N/A	N/A	1/1
Mr. Situ Shilun (<i>Chief Operating Officer</i>) (Resigned on 22 May 2024)	1/1	N/A	N/A	N/A	N/A
Independent Non-executive Directors					
Mr. Chan Kin	15/15	4/4	4/4	3/3	1/1
Mr. Chau Chi Yan Benny	15/15	4/4	4/4	3/3	1/1
Ms. Wong Ping Fan (Appointed on 21 October 2024)	6/6	1/1	1/1	N/A	N/A
Dr. Lam Lee G (Resigned on 21 October 2024)	8/8	3/3	2/2	2/2	1/1

DIRECTORS' AND OFFICERS' INSURANCE

The Company has arranged appropriate corporate insurance cover in respect of potential legal actions against its Directors and officers.

DIRECTORS' INDUCTION AND CONTINUOUS PROFESSIONAL DEVELOPMENT

Each newly appointed Director receives the necessary induction and information to ensure that he has a proper understanding of the Company's business and operations. In addition, our external legal adviser conducts training for new Director(s) on the first occasion of his appointment, so that he is aware of Director's responsibilities and obligations under the Listing Rules and relevant regulatory requirements.

Corporate Governance Report

Pursuant to Code Provision C.1.4, all Directors should participate in continuous professional development to develop and refresh their knowledge and skills. This is to ensure that their contribution to the Board remains informed and relevant. Up to the date of this report, all Directors have participated in continuous professional development by reading regulatory updates provided by the company secretary of the Company to refresh their knowledge in corporate governance matters, as follows:

	Reading materials
Executive Directors	
Mr. Lam Kai Yeung (<i>Chief Executive Officer</i>)	✓
Mr. Ng Hoi (<i>Deputy Chief Executive Officer</i>) (Appointed on 21 October 2024)	✓
Mr. Zhang Kaiyuan (Appointed on 30 May 2024)	✓
Mr. Situ Shilun (<i>Chief Operating Officer</i>) (Resigned on 22 May 2024)	N/A
Independent Non-executive Directors	
Mr. Chan Kin	✓
Mr. Chau Chi Yan Benny	✓
Ms. Wong Ping Fan (Appointed on 21 October 2024)	✓
Dr. Lam Lee G (Resigned on 21 October 2024)	N/A

AUDITOR'S REMUNERATION

During the Reporting Period, total auditor's remuneration charged in relation to audit and non-audit services of the Group were as follows:

	Service Fee HK\$'000
Audit services	530
Non-audit services	3
Total	533

DIRECTORS' RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Directors are responsible for the preparation of the financial statements for each financial period which give a true and fair view of the state of affairs of the Group and of the results and cash flows for that period. In preparing the financial statements for the year ended 31 March 2025, the Directors have selected suitable accounting policies and applied them consistently, made judgments and estimates that are prudent, fair and reasonable and prepared the financial statements on a going concern basis. The Directors are also responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Group, for safeguarding the assets of the Group and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

RISK MANAGEMENT AND INTERNAL CONTROL

RISK MANAGEMENT

Risk management policy aims to strengthen risk management, achieve business objectives, ensure business continuity, and keep healthy development of the Company.

Risks stated in this policy refer to uncertainty about the future of the Company to achieve business goals. Generally, include the following:

- (a) business risk;
- (b) financial risk;
- (c) operational risk;
- (d) compliance risk; and
- (e) fraud risk and so on.

Risks management policy includes the establishment of sound risk management environment and the effective implementation of risk control management procedure.

The Board is a centralized management department of the risk management. It is responsible for monitoring and assessing the risk management procedure of management center or subordinate companies.

Roles and Responsibilities

- (a) Board of Directors
 - (i) examine and approve the risk assessment report; and
 - (ii) pay attention to the cultivation of a risk management culture.
- (b) Management
 - (i) assess the business management activities;
 - (ii) identify the possible risks;
 - (iii) monitor the possible risks;
 - (iv) develop solutions; and
 - (v) submit a risk evaluation report to the Board.
- (c) All staff
 - (i) analyze the possible risk in accordance with the work plan;
 - (ii) recognise and collect and report promptly to the department leadership; and
 - (iii) implement the measures to avoid or control risk.



Corporate Governance Report

Risk Assessment and Management Procedures

(a) Goal setting

Goals and objectives are to be setting out from the Company's strategic, investment and business plans.

(b) Risks identification

To identify possible risks which are associated with not achieving the objectives.

(c) Analyzing the identified risks

For those identified risks, studies and assessment are to be performed for the possibility of the occurrence and extent of the impact on the company's goals.

Three warning levels of risks are to be identified:

(i) Remote Risk

When the risk is almost impossible to occur, this is remote risk and no need to be concerned about.

(ii) General Risk

When the risk is apt to occur or likely to occur, but the extent of impact is narrow, it will be regarded as a general risk.

(iii) Important Risk

When the risk is apt to occur or likely to occur, and the degree of impact is wide, it will be regarded as an important risk.

(d) Developing Action Plans

For those important risks, solving plans or countermeasures are to be adopted in order to avoiding the risk or reducing the risk. To determine the risk of countermeasures, we should consider the following:

(i) How can the countermeasure affect the level and impact of the risk?

(ii) Compare the costs with benefits of the countermeasures.

(iii) Compare the possible opportunity with related risk in the countermeasure.

(iv) Give full consideration to deal with a wide range of portfolio risk.

Internal Control

The Board is responsible for overseeing and ensuring that a sound and effective internal control system is maintained within the Group in order to safeguard the Group's assets and the interests of the Shareholders. The management reviews and evaluates the control process and monitors any risk factors on a regular basis, and reports to the Board and the Audit Committee on any findings and measures to address the variances and identified risks.

During the Reporting Period, the Group has engaged an external professional consultant to review the internal control system of the Group. The external professional consultant was responsible for analyzing and independently evaluating the adequacy and effectiveness of the Group's risk management and internal control systems. At the same time, the external professional consultant also assessed the risks inherent in the business and operations, and conducted reviews or audits to provide reasons that adequate governance and controls are in place to address those risks.

During the Reporting Period, the Board conducted an annual review of the effectiveness of the Group's internal control system. The Board is satisfied that the existing internal control system of the Group is effective and adequate for its present requirement.

COMPANY SECRETARY

The company secretary of the Company met the requirements of professional training under the Rule 3.29 of the Listing Rules during the financial year ended 31 March 2025.

INVESTOR RELATIONS AND SHAREHOLDER COMMUNICATION

The Company has established a Shareholders' Communication Policy with the objective of promoting effective communication between the Company and its investors and shareholders.

As set out in the Shareholders' Communication Policy, the Board should make every effort to continue to maintain a dialogue with Shareholders, especially through annual general meeting or other communication with Shareholders to encourage their participation.

The Chairman of the Board should attend the annual general meeting and make arrangements for the Chairman of the Audit Committee and Remuneration Committee (whichever is applicable), or in the absence of the chairman of the committee, another member (or, if the member is absent, then its right to appoint their representatives) at the annual general meeting to answer questions. The Chairman of an independent committee under the Board of Directors (if any) should respond to the question at any general meeting approved by the following shareholders transactions, that is, connected transaction, or any other transactions subject to independent approval.



Corporate Governance Report

The Shareholders' communication is also available on the Stock Exchange's website (www.hkexnews.hk) and the Company's website (www.hk01682.com). The Company's website provides a communication channel between the Company and Shareholders and investors. In addition to disclosing all necessary information to Shareholders and investors in accordance with the Listing Rules, the Company's latest news, business development and operations are available on the Company's website.

The Board conducted a review of the implementation and effectiveness of the Shareholders' Communications Policy, and the Board is satisfied that an effective Shareholders' Communications Policy was properly implemented throughout the Reporting Period.

NEWS ALERT SERVICE

To receive instant notifications of the Company's announcements, corporate communications and updates to the Hong Kong Exchanges and Clearing Market Website, the Company's securities holders can subscribe, free of charge, to the Stock Exchange's News Alert Service by https://www.hkex.com.hk/eng/invest/user/login_e.aspx.

SHAREHOLDERS' RIGHTS

CONVENING A SPECIAL GENERAL MEETING ON REQUISITION

- 1.1 Shareholders have the right to call for a special general meeting on requisition in the manner prescribed by and set out in the Bye-Laws and the Companies Act.
- 1.2 Bye-Law 65 provides that "The Directors may, whenever they think fit, convene a special general meeting, and special general meetings shall also be convened on requisition, as provided by the Companies Act, and, in default, may be convened by the requisitionists."
- 1.3 Pursuant to section 74 of 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 (the "**General Meeting Requisitionists**") may by written requisition (the "**General Meeting Requisition**") to the Board or the secretary of the Company (the "**Company Secretary**"), require a special general meeting to be called by the Board for the transaction of any business specified in such requisition.
- 1.4 The General Meeting Requisition must state the purpose of the meeting, and must be signed by the General Meeting Requisitionists; the General Meeting Requisition may consist of several documents in like form each signed by one or more General Meeting Requisitionists.
- 1.5 The General Meeting Requisition shall be deposited at the registered office of the Company at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda and copied to the head office and principal place of business of the Company at Unit 3309, 33/F, West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong and marked for the attention of the Board or the Company Secretary.
- 1.6 If the Board fails to proceed to convene such meeting within 21 days from the date of the deposit of General Meeting Requisition as set out in paragraph 1.2 above, the General Meeting Requisitionists, or any of them representing more than one-half of their total voting rights, may themselves convene a meeting, but any meeting so convened shall not be held after the expiration of three months from the date of the deposit of the General Meeting Requisition.

- 1.7 Any reasonable expenses incurred by the General Meeting Requisitionists by reason of the failure of the directors of the Company to duly convene a meeting shall be repaid to the General Meeting Requisitionists by the Company.

PROCEDURES FOR RAISING ENQUIRIES

Shareholders should direct their questions about their shareholdings, share transfer, registration and payment of dividends to the Company's branch share registrar in Hong Kong, details of which are as follows:

TRICOR INVESTOR SERVICES LIMITED

Address: 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong
Email: is-enquiries@hk.tricorglobal.com
Tel: (852) 2980 1333
Fax: (852) 2861 1465

Shareholders may at any time raise any enquiry in respect of the Company at the following designated contacts, correspondence addresses, email addresses and enquiry hotlines of the Company:

Address: Unit 3309, 33/F, West Tower, Shun Tak Centre,
168-200 Connaught Road Central, Sheung Wan, Hong Kong
Email: hk1682@yahoo.com
Tel: (852) 2111 9823
Fax: (852) 2111 0793
Attention: Board of Directors/Company Secretary

Shareholders are encouraged to make enquiries via the online enquiry form available on the Company's website at www.hk01682.com.

Shareholders are reminded to lodge their questions together with their detailed contact information for a prompt response from the Company if it deems appropriate.

PROCEDURES FOR PUTTING FORWARD PROPOSALS AT GENERAL MEETING

1. Subject to paragraph 2 below, pursuant to sections 79 and 80 of the Companies Act, Resolution Requisitionists (as defined in paragraph 2 below) may, by requisition in writing (the **“Resolution Requisition”**), request the Company to give to or circulate to (as the case may be) the Shareholders (i) notice of any resolution which may properly be moved and is intended to be moved at the next annual general meeting of the Company (and such notice shall be given to Shareholders who are entitled to receive notice of the Forthcoming AGM); or (ii) 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 any general meeting (and such notice shall be circulated to members entitled to have notice of any general meeting sent to them), at the expense of the Resolution Requisitionists.
2. “Resolution Requisitionists” means Shareholders making a requisition under paragraph 1 above and shall constitute either:
 - (a) 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
 - (b) not less than one hundred Shareholders.
3. A copy of the Resolution Requisition signed by the Resolution Requisitionists with their detailed contact information, or two or more copies containing the signatures of all the Resolution Requisitionists, shall be deposited at the registered office and copied to the head office and principal place of business of the Company at their respective address specified in the paragraph headed “Convening a Special General Meeting on Requisition” above:
 - (a) in the case of Resolution Requisition requiring notice of a resolution, not less than six weeks before the Forthcoming AGM; and
 - (b) in the case of any other requisition, not less than one week before the general meeting.
4. Resolution Requisitionists shall deposit or tender with the Resolution Requisition a sum reasonably sufficient to meet the Company’s expenses in giving notice of any resolution or to circulate any statement as provided under the Companies Act.

CONSTITUTIONAL DOCUMENT

During the Reporting Period, there were no changes to the Company’s Memorandum of Association and Bye-Laws.



Independent Auditor's Report

TO THE SHAREHOLDERS OF HANG PIN LIVING TECHNOLOGY COMPANY LIMITED

(Incorporated in Bermuda with limited liability)

OPINION

We have audited the consolidated financial statements of Hang Pin Living Technology Company Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”) set out on pages 48 to 110, which comprise the consolidated statement of financial position as at 31 March 2025, 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 and other explanatory 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 March 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) 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 Hong Kong Standards on Auditing (“**HKSAs**”) issued by the HKICPA. 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 HKICPA's Code of Ethics for Professional Accountants (the “**Code**”) and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independent Auditor's Report

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.

Impairment assessment of trade and other receivables

Key audit matter	How the matter was addressed in our audit
<p>As disclosed in note 18 to the consolidated financial statements, as at 31 March 2025, the Group had trade and other receivables, net of allowance for credit losses recognised of approximately HK\$4,996,000.</p> <p>Management judgement is required in assessing and determining the recoverability of trade and other receivables and adequacy of allowance made.</p> <p>In determining impairment loss of trade and other receivables, the Group takes into consideration the credit history of the customers and the current market condition which may require management judgement.</p> <p>We identified impairment assessment of trade and other receivables as a key audit matter due to the significance of trade and other receivable to the Group's consolidated financial statements as a whole and the involvement of significant estimates and judgements in evaluating the allowances for credit losses of the Group's trade and other receivables at the end of the reporting period.</p>	<p>Our procedures in relation to the impairment assessment of trade and other receivables, included, among others, the following:</p> <ul style="list-style-type: none">• To understand the management process of assessing the estimated impairment losses on trade and other receivables;• To perform recalculation and test the aging analysis of the trade receivables, on a sample basis, to the supporting evidences;• To assess the reasonableness of management's impairment loss allowances estimates by examining the information used by management to form such judgments, including testing the accuracy of the historical default data, evaluate whether the historical loss rates are appropriately adjusted based on current economic conditions and forward-looking information and examine the actual losses recorded during the current financial year and assess whether there was an indication of management bias when recognising impairment loss

OTHER MATTERS

The consolidated financial statements of the Group for the year ended 31 March 2024, were audited by another auditor who issued an unqualified opinion dated 21 June 2024.

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 OF THE COMPANY 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 HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors of the Company 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 of the Company 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 of the Company 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 Bermuda Companies Act 1981, 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 HKSA's 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.

As part of an audit in accordance with HKSA's, 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 of the Company.
- 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.



Independent Auditor's Report

- 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 communicate with audit committee 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.

We also provide audit committee 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 audit committee, 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 Fok Tat Choi.

SFAI (HK) CPA Limited
Certified Public Accountants

Fok Tat Choi
Practising Certificate Number P06895

Hong Kong, 20 June 2025

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 March 2025

	Notes	2025 HK\$'000	2024 HK\$'000
Revenue	7	81,477	96,691
Cost of sales		(80,622)	(94,382)
Gross profit		855	2,309
Other income, other gains or losses, net	8	12,459	4,725
Selling and distribution costs		(155)	(158)
Administrative and operating expenses		(13,909)	(13,683)
Finance cost	9	(26)	–
Reversal of impairment loss under expected credit loss model, net		1,705	152
Profit (loss) before taxation	10	929	(6,655)
Income tax credit	11	–	3,000
Profit (loss) for the year attributable to owners of the Company		929	(3,655)
Other comprehensive expense for the year: <i>Items that may be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translation of foreign operations		(183)	(423)
Other comprehensive expense for the year, net of tax		(183)	(423)
Total comprehensive income (expense) for the year attributable to owners of the Company		746	(4,078)
Earnings (loss) per share	15		
Basic and diluted (HK cents)		0.12	(0.47)

Consolidated Statement of Financial Position

As at 31 March 2025

	Notes	2025 HK\$'000	2024 HK\$'000
Non-current assets			
Plant and equipment	16	393	1,062
Right-of-use assets	17(a)	1,037	–
		1,430	1,062
Current assets			
Trade and other receivables	18	4,996	13,979
Amount due from a former subsidiary	19	940	1,130
Financial assets at fair value through profit or loss ("FVTPL")	20	28,178	29,340
Cash and cash equivalents	21	61,950	60,238
		96,064	104,687
Current liabilities			
Trade and other payables	22	5,995	16,458
Lease liabilities	17(b)	1,063	–
Tax payables		1,200	1,200
		8,258	17,658
Net current assets		87,806	87,029
Total assets less current liabilities		89,236	88,091
Net assets		89,236	88,091
Capital and reserves			
Share capital	23	7,859	7,859
Reserves		81,377	80,232
Total equity		89,236	88,091

The consolidated financial statements on pages 48 to 110 were approved and authorised for issue by the board of directors on 20 June 2025 and are signed on its behalf by:

Lam Kai Yeung
Director

Ng Hoi
Director

Consolidated Statement of Changes in Equity

For the year ended 31 March 2025

	Share capital HK\$'000	Share premium HK\$'000 (Note (i) below)	Special reserve HK\$'000 (Note (ii) below)	Share option reserve HK\$'000 (Note (iii) below)	Foreign currency translation reserve HK\$'000 (Note (iv) below)	Accumulated losses HK\$'000	Total equity HK\$'000
At 1 April 2023	7,859	116,695	18,787	4,266	(400)	(55,857)	91,350
Loss for the year	-	-	-	-	-	(3,655)	(3,655)
Other comprehensive expenses for the year							
– Exchange differences arising on translation of foreign operations	-	-	-	-	(423)	-	(423)
Total comprehensive expenses for the year	-	-	-	-	(423)	(3,655)	(4,078)
Recognition of equity-settled share-based payments	-	-	-	819	-	-	819
At 31 March 2024 and 1 April 2024	7,859	116,695	18,787	5,085	(823)	(59,512)	88,091
Profit for the year	-	-	-	-	-	929	929
Other comprehensive expenses for the year							
– Exchange differences arising on translation of foreign operations	-	-	-	-	(183)	-	(183)
Total comprehensive income (expenses) for the year	-	-	-	-	(183)	929	746
Recognition of equity-settled share-based payments	-	-	-	399	-	-	399
Lapse/cancellation of share options	-	-	-	(5,484)	-	5,484	-
At 31 March 2025	7,859	116,695	18,787	-	(1,006)	(53,099)	89,236

* The reserves amount comprises the Group's reserves of approximately HK\$81,377,000 (2024: HK\$80,232,000) in the consolidated statement of financial position.

Consolidated Statement of Changes in Equity

For the year ended 31 March 2025

Note:

- (i) The share premium represents the difference between the par value of the shares of the Company and net proceeds received from the issuance of the shares of the Company.
- (ii) The special reserve represents (a) the reserve arising from the previous group reorganisation; and (b) cancellation of share premium, less special dividend in prior years.
- (iii) The share option reserve represents the fair value of services estimated to be received in exchange for the grant of the relevant share options over the relevant vesting periods. The total of which is based on the fair value of the share options at grant date. The amount for each period is determined by spreading the fair value of the share options over the relevant vesting period (if any) and is recognised in other operating expenses with a corresponding increase in the share option reserve.
- (iv) The foreign currency translation reserve represents exchange differences relating to the translation of the net assets of the Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. Hong Kong dollar ("HK\$")), which are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. Such exchange differences accumulated in the foreign currency translation reserve are reclassified to profit or loss on the date of disposal.

Consolidated Statement of Cash Flows

For the year ended 31 March 2025

	2025 HK\$'000	2024 HK\$'000
OPERATING ACTIVITIES		
Profit (loss) before taxation	929	(6,655)
Adjustments for:		
Interest income	(2,364)	(1,026)
Dividend income from financial assets at FVTPL	(2,693)	(2,731)
Depreciation of plant and equipment	265	262
Depreciation of right-of-use assets	414	–
Interest expense on lease liabilities	26	–
Fair value changes on financial assets at FVTPL	(7,629)	(1,001)
Equity-settled share-based payment expense	399	819
Loss on disposal of property, plant and equipment	221	–
Reversal of impairment loss under expected credit loss model, net	(1,705)	(152)
Operating cash flows before movements in working capital	(12,137)	(10,484)
Purchase of financial assets at FVTPL	(7,535)	(24,278)
Proceeds from disposals of financial assets at FVTPL	16,326	14,490
Decrease in trade and other receivables	8,689	28,805
Decrease in trade and other payables	(10,170)	(29,212)
Decrease in short-term loan and loan interest receivables	–	45,000
Net cash (used in) generated from operating activities	(4,827)	24,321
INVESTING ACTIVITIES		
Interest received	2,364	1,026
Dividend received	2,693	2,731
Proceeds from repayment of amount due from a former subsidiary	1,895	1,035
Proceeds from disposal of plant and equipment	210	–
Purchase of property, plant and equipment	(37)	(562)
Net cash generated from investing activities	7,125	4,230
FINANCING ACTIVITIES		
Repayment of lease liabilities	(414)	–
Net cash used in financing activities	(414)	–
NET INCREASE IN CASH AND CASH EQUIVALENTS	1,884	28,551
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	60,238	32,110
Effect of foreign exchange rate changes	(172)	(423)
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		
Represented by cash and cash equivalents	61,950	60,238

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

1. GENERAL INFORMATION

The Company is an exempted company with limited liability incorporated in Bermuda and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The address of the registered office and principal place of business of the Company are disclosed in the *Corporate Information* section to the annual report.

The directors of the Company consider that Brilliant Sunshine International Limited, a private limited company incorporated in the British Virgin Islands is the immediate holding company of the Company, which is owned as to 50% by Mr. Ng Leung Ho and as to 50% by Mr. Yu Xueming.

The Company acts as an investment holding company. The principal activities of the Company and its subsidiaries (the “**Group**”) are garment sourcing and provision of financial services.

The consolidated financial statements are presented in Hong Kong Dollar (“**HK\$**”), which is also the functional currency of the Company.

The English names of all the companies established in the PRC presented in these consolidated financial statements represent the best efforts made by the directors of the Company for the translation of the Chinese names of these companies to English names as they do not have official English names.

2. APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) AND CHANGES IN OTHER ACCOUNTING POLICIES

New and amendments to HKFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following new and amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) for the first time, which are mandatorily effective for the Group’s annual periods beginning on 1 April 2024 for the preparation of the financial statements:

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

The directors consider that the application of the new and amendments to HKFRSs in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

2. APPLICATION OF AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) AND CHANGES IN OTHER ACCOUNTING POLICIES (continued)

New and amendments to HKFRSs issued but not yet effective

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

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments ³
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ¹
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11 ³
Amendments to HKAS 21	Lack of Exchangeability ²
HKFRS 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.

Except for the new and amendments to HKFRSs mentioned below, the directors of the Company anticipate that the application of all other amendments to HKFRSs will have no material impact on the results and the financial position of the Group in the foreseeable future.

HKFRS 18 Presentation and Disclosure in Financial Statements

HKFRS 18 *Presentation and Disclosure in Financial Statements* (“HKFRS 18”), which sets out requirements on presentation and disclosures in financial statements, will replace HKAS 1 *Presentation of Financial Statements* (“HKAS 1”). This new HKFRS Accounting Standard, while carrying forward many of the requirements in HKAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some HKAS 1 paragraphs have been moved to HKAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* and HKFRS 7 *Statement of Cash Flows* (“**HKFRS 7**”). Minor amendments to HKAS 7 and HKAS 33 *Earnings per Share* are also made.

HKFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted. The application of HKFRS 18 is expected to affect the presentation of the statement of profit or loss and disclosures in the future financial statements but has no impact on the Group’s financial positions and performance. The Group is in the process of assessing the detailed impact of HKFRS 18 on the Group’s consolidated financial statements.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) and by the Hong Kong Companies Ordinance.

The directors of the Company have, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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 share-based payment transactions that are within the scope of HKFRS 2 Share-based Payment, leasing transactions that are accounted for in accordance with HKFRS 16 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 Inventories or value in use in HKAS 36 Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. 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.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

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

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 one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the Group performs; or
- the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct good or service.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Revenue from contracts with customers (continued)

Principal versus agent

When another party is involved in providing goods or services to a customer, the Group determines whether the nature of its promise is a performance obligation to provide the specified goods or services itself (i.e. the Group as a principal) or to arrange for those goods or services to be provided by the other party (i.e. the Group as an agent).

The Group is a principal if it controls the specified good before that good is transferred to a customer.

The Group is an agent if its performance obligation is to arrange for the provision of the specified good or service by another party. In this case, the Group does not control the specified good or service provided by another party before that good or service is transferred to the customer. When the Group acts as an agent, it recognises revenue in the amount of any fee or commission to which it expects to be entitled in exchange for arranging for the specified goods or services to be provided by the other party.

Further information about the Group's accounting policies relating to revenue from contracts with customers is provided in note 7 to the consolidated financial statements.

Leases

The Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 Leases at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as lessee

Allocation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Non-lease components are separated from lease component and are accounted for by applying other applicable standards.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the recognition exemption for lease of low-value assets (such as tablets and personal computers, small items of office furniture and telephones). Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis or another systematic basis over the lease term.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Leases (continued)

Right-of-use assets

The cost of right-of-use asset includes:

- the amount of the initial measurement of the lease liability;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term are depreciated from commencement date to the end of the useful life. Otherwise, right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statement of financial position.

Refundable rental deposits

Refundable rental deposits paid are accounted under HKFRS 9 Financial Instruments ("HKFRS 9") and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the Group under residual value guarantees;

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Leases (continued)

Lease liabilities (continued)

- the exercise price of a purchase option if the Group is reasonably certain to exercise the option; and
- payments of penalties for terminating a lease, if the lease term reflects the Group exercising an option to terminate the lease.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments. It is remeasured to reflect any reassessment or lease modification, or if there are changes in in-substance fixed payments.

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.
- the lease payments change due to changes in market rental rates following a market rent review/expected payment under a guaranteed residual value, in which cases the related lease liability is remeasured by discounting the revised lease payments using the initial discount rate.
- a lease contract is modified and the lease modification is not accounted for as a separate lease (see below for the accounting policy for “lease modifications”).

The Group presents lease liabilities as a separate line item on the consolidated statement of financial position.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability, less any lease incentives receivable, based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recognised at the rates of exchanges prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. HK\$) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of foreign currency translation reserve.

Borrowings costs

All borrowing costs are recognised in profit or loss in the period in which they are incurred.

Employee costs

Retirement benefit costs

Payments to the Mandatory Provident Fund Scheme (the “**MPF Scheme**”) and state-managed retirement benefit schemes are recognised as an expense when employees have rendered service entitling them to the contributions.

The Group operates MPF Scheme under the Hong Kong Mandatory Provident Fund Schemes Ordinance for those employees employed under the jurisdiction of the Hong Kong Employment Ordinance. The MPF Scheme is a defined contribution scheme, the assets of which are held in separate trustee-administered funds.

Under the MPF Scheme, the employer and its employees are each required to make contributions to the scheme at 5% of the employees' relevant income, with the employers' contributions subject to a cap of monthly relevant income of HK\$30,000. The Group's contributions to the scheme are expensed as incurred and are vested in accordance with the scheme's vesting scales. Where employees leave the scheme prior to the full vesting of the employer's contributions, the amount of forfeited contributions is used to reduce the contributions payable by the Group.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Employee costs (continued)

Retirement benefit costs (continued)

The employees of the Company's subsidiaries which operate in the People's Republic of China ("PRC") are required to participate in central pension scheme operated by the local municipal government. These subsidiaries are required to contribute a certain percentage of its payroll costs to the central pension scheme. The contributions are charged to profit or loss as they become payables in accordance with the rules of the central pension scheme. The Group's employer contributions vest fully with the employees when contributed in the central pension scheme. The Group has no forfeiture of pension scheme contributions (i.e. contributions processed by the employer on behalf of the employee who has exited the scheme prior to vesting of such contributions). As at 31 March 2025, no forfeited contribution under the pension scheme of the Group is available for deduction of contribution payable in coming years.

Short-term and other long-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.

A liability is recognised for benefits accruing to employees (such as wages and salaries, annual leave and sick leave) after deducting any amount already paid.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date. Any changes in the liabilities' carrying amounts resulting from service cost, interest and remeasurements are recognised in profit or loss except to the extent that another HKFRS requires or permits their inclusion in the cost of an asset.

Share based payment transactions

Equity-settled share-based payment transactions

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (share option reserve).

When share options are exercised, the amount previously recognised in share option reserve will be transferred to share premium. When the share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share option reserve will be transferred to accumulated losses.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Share based payment transactions (continued)

Share options granted to supplier/customers

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services received, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the service. The fair values of the goods or services received are recognised as expenses.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'loss before taxation' as reported in the consolidated statement of profit or loss and other comprehensive income 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.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax base used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments are only recognised to the extent that it is probable that there will be sufficient taxable profits against which utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Taxation (continued)

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Current and deferred tax is recognised in profit or loss.

Plant and equipment

Plant and equipment are tangible assets that are held for use in the production or supply of goods or services, or for administrative purposes. Plant and equipment (other than cost of right-of-use assets as described as above) are stated in the consolidated statement of financial position at cost or fair value less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Plant and equipment in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Costs include any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management, including costs of testing whether the related assets are functioning properly and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policy. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to write off the cost or valuation of assets of plant and equipment less their residual values over their estimated useful lives, using the straight-line method. 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 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 the disposal or retirement of an item of plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Impairment on plant and equipment and rights-of-use assets

At the end of the reporting period, the Group reviews the carrying amounts of its on plant and equipment and right-of-use assets to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any).

The recoverable amount of plant and equipment and right-of-use assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

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 (or a cash-generating unit) for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units.

The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised immediately in profit or loss.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Impairment on plant and equipment and rights-of-use assets (continued)

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit or a group of cash-generating units) 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 (or a cash-generating unit or a group of cash-generating units) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Inventories

Inventories representing finished goods for resale are stated at the lower of cost and net realisable value. Cost of inventories are determined on a first-in, first-out (FIFO) basis. Net realisable value represents the estimated selling price for inventories less all estimated costs necessary to make the sale.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised.

The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

Cash and cash equivalents

Cash and cash equivalents presented on the consolidated statement of financial position include:

- (a) cash, which comprises of cash on hand and demand deposits, excluding bank balances that are subject to regulatory restrictions that result in such balances no longer meeting the definition of cash; and
- (b) cash equivalents, which comprises 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.

For the purposes of the consolidated statement of cash flows, cash and cash equivalents consist of cash and cash equivalents as defined above.

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).



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Contingent liabilities

A contingent liability is a present obligation arising from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

Where the Group is jointly and severally liable for an obligation, the part of the obligation that is expected to be met by other parties is treated as a contingent liability and it is not recognised in the consolidated financial statements.

The Group assesses continually to determine whether an outflow of resources embodying economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognised in the consolidated financial statements in the reporting period in which the change in probability occurs, except in the extremely rare circumstances where no reliable estimate can be made.

Financial instruments

Financial assets and financial liabilities are recognised in the consolidated statement of financial position 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. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables arising from contracts with customers which are initially measured in accordance with HKFRS 15 Revenue from Contracts with Customers. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at fair value through profit or loss ("FVTPL")) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in profit or loss.

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 which are derived from the Group's ordinary course of business are presented as "other income, other gains and losses, net" in the consolidated statement of profit or loss and other comprehensive income.

Dividend income on the financial assets are presented in the "other income, other gains or losses, net" line item.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

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.

All other financial assets are subsequently measured at FVTPL, except that at initial recognition of a financial asset the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if that equity investment is neither held for trading nor contingent consideration recognised by an acquirer in a business combination to which HKFRS 3 Business Combinations applies.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling in the near term; or
- on initial recognition it is a part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

In addition, the Group may irrevocably designate a financial asset that are required to be measured at the amortised cost or as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

(i) Amortised cost and interest income

Interest income is recognised using the effective interest method for financial assets measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset from the beginning of the reporting period following the determination that the asset is no longer credit-impaired.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial assets (continued)

Classification and subsequent measurement of financial assets (continued)

(ii) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The net gain or loss recognised in profit or loss excludes any dividend or interest earned on the financial asset and is included in the “other income, other gains and losses, net” line item.

Impairment of financial assets subject to impairment assessment under HKFRS 9 Financial Instruments

The Group performs impairment assessment under expected credit loss (“**ECL**”) model on financial assets (including trade receivables and other receivables and contract assets) which are subject to impairment assessment under HKFRS 9. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

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. Assessments are done based on the Group’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables and contract assets.

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets subject to impairment assessment under HKFRS 9
Financial Instruments (continued)

(i) Significant increase in credit risk

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Group assumes that the credit risk on debt instrument has not increased significantly since initial recognition if the debt instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if (i) the financial instrument has a low risk of default, (ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term, and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. The Group considers a debt asset to have low credit risk when the asset has external credit rating of 'investment grade' in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of 'performing' under the Group's current credit risk grading framework.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets subject to impairment assessment under HKFRS 9
Financial Instruments (continued)

(i) Significant increase in credit risk (continued)

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

(ii) Definition of default

For internal credit risk management, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Irrespective of the above, the Group considers that default has occurred when a financial asset is more than one year past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

(iii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets subject to impairment assessment under HKFRS 9
Financial Instruments (continued)

(iv) Write-off policy

The Group writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any recoveries made are recognised in profit or loss.

(v) Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information. Estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights. The Group uses a practical expedient in estimating ECL on trade receivables using a provision matrix taking into consideration historical credit loss experience and forward looking information that is available without undue cost or effort.

Generally, the 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.

Lifetime ECL for certain trade receivables and contract assets are considered on a collective basis taking into consideration past due information and relevant credit information such as forward looking macroeconomic information.

For collective assessment, the Group takes into consideration the following characteristics when formulating the grouping:

- Past-due status;
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on amortised cost of the financial asset.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically:

For financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other income' line item as part of the net foreign exchange gains/(losses); and

For financial assets measured at FVTPL that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other income' line item as part of the gain (loss) from changes in fair value of financial assets.

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 party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

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.

A modification of a financial asset occurs if the contractual cash flows are renegotiated or otherwise modified.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a group entity 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 an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial liabilities and equity instruments (continued)

Financial liabilities at amortised cost

Financial liabilities including accrued charges, other payables and lease liabilities are subsequently measured at amortised cost, using the effective interest method.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in the 'Other income' line item in profit or loss as part of net foreign exchange gains (losses) for financial liabilities that are not part of a designated hedging relationship. For those which are designated as a hedging instrument for a hedge of foreign currency risk, foreign exchange gains and losses are recognised in other comprehensive income and accumulated in a separate component of equity.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss for financial liabilities that are not part of a designated hedging relationship.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Offsetting a financial asset and a financial liability

A financial asset and a financial liability are offset and the net amount presented in the consolidated statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the recognised amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (the "CODM"). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive directors that make strategic decisions.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

4. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

Financial instruments (continued)

Financial liabilities and equity instruments (continued)

Related parties

A party is considered to be related to the Group if:

A person, or a close member of that person's family, is related to the group if that person:

- (1) has control or joint control over the group;
- (2) has significant influence over the group;
- (3) is a member of the key management personnel of the group or the group's parent.

An entity is related to the group if any of the following conditions applies:

- (1) The entity and the group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (2) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (3) Both entities are joint ventures of the same third party.
- (4) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (5) The entity is a post-employment benefit plan for the benefit of employees of either the group or an entity related to the group.
- (6) The entity is controlled or jointly controlled by a person identified in (i) above.
- (7) A person identified in (i)(1) above has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
- (8) The entity, or any member of a group of which it is a part, provides key management personnel services to the group or to the group's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

5. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in note 4 to the consolidated financial statements, the directors 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 underlying 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 on-going 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.

Critical judgments in applying accounting policies

The followings are the critical judgments, apart from those involving estimations, that the directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

Principal versus agent consideration (principal)

The Group engages in sourcing of garment products. The Group concluded that the Group acts as the principal for such transactions as it controls the specified goods before it is transferred to the customer after taking into consideration indicators such as the Group is primarily responsible for fulfilling the promise to provide the garment products and the Group has inventory risk. When the Group satisfies the performance obligation, the Group recognises sourcing income in the gross amount of consideration to which the Group expects to be entitled as specified in the contracts.

During the years ended 31 March 2025 and 31 March 2024, details of the Group's recognised revenue relating to sourcing of garment products are set out in note 7.

Key sources of estimation uncertainty

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

Estimated impairment of financial assets at amortised cost

The loss allowances for financial assets at amortised cost (including trade and other receivables and amount due from a former subsidiary) are based on assumption about risk of default and expected loss rates. The Group use judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

As at 31 March 2025 and 31 March 2024, details of the Group's trade and other receivables and amount due from a former subsidiary are set out in note 18 and note 19, respectively.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

6. SEGMENT INFORMATION

Information reported internally to the executive directors, being the chief operating decision maker (the “CODM”), for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

Specifically, the Group’s reportable segments under HKFRS 8 are as follows:

- Garment Sourcing
- Provision of Financial Services

The Group’s reportable segments are strategic business units that operate different activities. They are managed separately because each business has different market and requires different marketing strategies.

The accounting policies of the reportable segments are the same as the Group’s accounting policies described in note 4.

Segment revenues reported below represents revenue generated from external customers. There were no inter-segment sales for both years.

Segment result represents the profit or loss incurred by each segment without allocation of corporate income and losses and central administration and other expenses, including directors’ emoluments and equity-settled share-based payment expense. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance.

For the purpose of monitoring resource allocation and assessment of segment performance:

- all assets are allocated to reportable segments other than unallocated corporate assets (mainly comprised of certain plant and equipment, certain right-of-use assets, financial assets at FVTPL, amount due from a former subsidiary, certain deposits, prepayment and other receivables and cash and cash equivalents); and
- all liabilities are allocated to reportable segments other than unallocated corporate liabilities (mainly comprised of certain accruals and other payables and certain tax payables).

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

6. SEGMENT INFORMATION (continued)

(a) Segment revenue and results, assets and liabilities

The following is an analysis of the Group's segment revenue and results, assets and liabilities by reportable segments:

	Garment Sourcing HK\$'000	Provision of Financial Services HK\$'000	Total HK\$'000
For the year ended 31 March 2025			
Segment revenue	81,477	–	81,477
Segment results	170	(35)	135
Unallocated other income and losses			14,044
Unallocated administrative and other expenses			(13,250)
Profit before taxation			929
Segment assets	13,440	11	13,451
Unallocated corporate assets			84,043
Total consolidated assets			97,494
Segment liabilities	4,675	–	4,675
Unallocated corporate liabilities			3,583
Total consolidated liabilities			8,258

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

6. SEGMENT INFORMATION (continued)

(a) Segment revenue and results, assets and liabilities (continued)

	Garment Sourcing HK\$'000	Provision of Financial Services HK\$'000	Total HK\$'000
<i>For the year ended 31 March 2024</i>			
Segment revenue	95,311	1,380	96,691
Segment results	(593)	(641)	(1,234)
Unallocated other income and losses			4,689
Unallocated administrative and other expenses			(10,110)
Loss before taxation			(6,655)
Segment assets	22,272	1	22,273
Unallocated corporate assets			83,476
Total consolidated assets			105,749
Segment liabilities	13,595	–	13,595
Unallocated corporate liabilities			4,063
Total consolidated liabilities			17,658

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

6. SEGMENT INFORMATION (continued)

(b) Other segment information

	Garment Sourcing HK\$'000	Provision of financial services HK\$'000	Unallocated HK\$'000	Consolidated HK\$'000
Year ended 31 March 2025				
Amounts included in the measure of segment results or segment financial position				
Depreciation of plant and equipment	131	-	134	265
Depreciation of right-of-use assets	-	-	414	414
Reversal of impairment loss under expected credit loss model, net	-	-	(1,705)	(1,705)
Amounts regularly provided to the CODM but not included in the measure of segment results:				
Bank interest income	(164)	-	(2,200)	(2,364)
Year ended 31 March 2024				
Amounts included in the measure of segment results or financial position:				
Depreciation of plant and equipment	67	-	195	262
Depreciation of right-of-use assets	-	-	-	-
(Reversal of impairment loss)/impairment loss under expected credit loss model, net	-	(819)	667	(152)
Amounts regularly provided to the CODM but not included in the measure of segment results:				
Bank interest income	(69)	-	(957)	(1,026)

(c) Geographical information

Information about the Group's revenue from external customers is presented based on the location of the operation of subsidiaries. Information about the Group's non-current assets is presented based on geographical location of the assets and details of which are as follows.

	Revenue from external customers		Non-current assets	
	2025 HK\$'000	2024 HK\$'000	2025 HK\$'000	2024 HK\$'000
PRC	81,477	95,311	354	495
Hong Kong	-	1,380	1,076	567
	81,477	96,691	1,430	1,062

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

6. SEGMENT INFORMATION (continued)

(d) Information about major customers

Revenue from customers contributing to over 10% of the Group's total revenue are as follows:

	2025 HK\$'000	2024 HK\$'000
Relating to Garment Sourcing segment:		
Customer A (note (i) below)	N/A	43,773
Customer B (note (i) below)	N/A	19,986
Customer C	68,082	12,076
Customer D (note (ii) below)	13,395	N/A*

Notes:

- (i) The revenue in the year ended 31 March 2025 for these customers did not contribute over 10% of the total revenue of the Group.
- (ii) The corresponding revenue in the year ended 31 March 2024 for these customers did not contribute over 10% of the total revenue of the Group.

7. REVENUE FROM CONTRACTS WITH CUSTOMERS

(a) Disaggregation of revenue from contracts with customers

(i) The Group derives revenue from the transfer of goods and services by categorise of major product lines and business

	2025 HK\$'000	2024 HK\$'000
Revenue from contracts with customers		
Revenue from sourcing of garment products	81,477	95,311
Revenue from other source		
Interest income from loan receivables	–	1,380
	81,477	96,691

(ii) The Group derives revenue from the transfer of goods and services by timing of revenue recognition

	2025 HK\$'000	2024 HK\$'000
Revenue from contracts with customers		
Revenue from sourcing of garment products		
At a point in time	81,477	95,311

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

7. REVENUE FROM CONTRACTS WITH CUSTOMERS (continued)

(a) Disaggregation of revenue from contracts with customers (continued)

(iii) The Group derives revenue from the transfer of goods and services by geographical markets

Information relating to the revenue from the transfer of goods and services by geographical markets is set out in note 6.

(b) Contract balances

	As at 31 March 2025 HK\$'000	2024 HK\$'000	As at 1 April 2023 HK\$'000
Trade receivables	4,683	13,646	42,239

Details of the Group's trade receivables are set out in note 18.

(c) Performance obligations for contracts with customers and revenue recognition policies

The Group is mainly engaged in the garment sourcing and provision of financial services.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Group's activities.

The Group's performance obligations for contracts with customers and revenue and other income recognition policies are as follows:

Revenue from contracts with customers

Revenue from sourcing of garment products

Revenue from sourcing of garment products is recognised at a point in time when control of the products has transferred, being when the products are delivered to the customer's designated location. Following the delivery, the customer has full discretion over the manner of distribution and price to sell the goods, has the primary responsibility on selling the goods and bears the risks of obsolescence and loss in related to the goods. Transportation and handling activities that occur before customer obtain control are considered as fulfilment activities. The normal credit term is ranging from 30 to 150 days upon delivery.

Revenue from other sources

Financial service income

Financial service income is recognised on a success basis, i.e. when the relevant application for loan has been successfully approved and granted through the online platform operated by the Group. The Group act as agent in financial service and entitled service fee in accordance with the percentage stated in the contract. The service income will be received by the Group within 1 month after the successful drawdown date of the loan.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

7. REVENUE FROM CONTRACTS WITH CUSTOMERS (continued)

- (c) Performance obligations for contracts with customers and revenue recognition policies (continued)

Other income

- (i) Bank interest income

Bank interest income is accrued on a time basis on the principal outstanding at the applicable interest rate.

- (ii) Dividend income

Dividend income is recognised when the shareholders' right to receive payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

- (d) Transaction allocated to the remaining performance obligation for contracts with customers

The Group has applied the practical expedient in paragraph 121 of HKFRS 15 to its contract for sourcing of garment products such that the Group does not disclose information about revenue that the Group will be entitled to when it satisfies the remaining performance obligations under the contract for sourcing of garment products that had an original expected duration of one year or less.

8. OTHER INCOME, OTHER GAINS OR LOSSES, NET

	2025 HK\$'000	2024 HK\$'000
Bank interest income	2,364	1,026
Fair value changes on financial assets at FVTPL	7,629	1,001
Dividend income from financial assets at FVTPL	2,693	2,731
Donations	–	(33)
Loss on disposal of property, plant and equipment	(221)	–
Others	(6)	–
	12,459	4,725

9. FINANCE COSTS

	2025 HK\$'000	2024 HK\$'000
Interest expense on lease liabilities	26	–

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

10. PROFIT (LOSS) BEFORE TAXATION

The Group's profit (loss) before taxation has been arrived at after charging (crediting):

	2025 HK\$'000	2024 HK\$'000
Staff costs (include directors' remuneration):		
– Directors' fee	2,650	2,415
– Salaries and wages	5,113	5,200
– Retirement benefit schemes contributions	249	193
– Staff welfare	–	22
– Equity-settled share-based payment expense	109	224
Total staff costs	8,121	8,054
(Reversal of impairment loss)/impairment loss under expected credit loss model, net		
– Loan receivables	–	(819)
– Amount due from a former subsidiary	(1,705)	667
	(1,705)	(152)
Other items:		
Auditor's remuneration	530	530
Depreciation of plant and equipment	265	262
Depreciation of right-of-use assets	414	–
Cost of sales	80,622	94,382
Equity-settled share-based payment expense to customers/suppliers	290	595

11. INCOME TAX CREDIT

	2025 HK\$'000	2024 HK\$'000
Hong Kong Profits Tax		
– Current year	–	–
– Over-provision in prior years (note below)	–	3,000
Deferred taxation		
– Current year	–	–
Income tax credit	–	3,000

Note: The Group deregistered one of the subsidiaries during the year ended 31 March 2024, and the provision of tax in prior years related to the deregistered subsidiary was no longer payable and the amount was reversed accordingly.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

11. INCOME TAX CREDIT (continued)

Pursuant to the rules and regulations of Bermuda and the BVI, the Group is not subject to any income tax under these jurisdictions for both years.

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

No provision for Hong Kong Profits Tax has been made for the years ended 31 March 2025 and 31 March 2024 as the Group's subsidiaries operating in Hong Kong resulted in estimated tax losses.

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both years.

No provision for PRC Enterprise Income Tax has been made for the years ended 31 March 2025 and 31 March 2024 as the Group has no assessable profit arising in PRC.

The income tax credit for the year can be reconciled to loss before taxation per the consolidated statement of profit or loss and other comprehensive income as follows:

	2025 HK\$'000	2024 HK\$'000
Profit (loss) before tax	929	(6,655)
Tax at Hong Kong Profits Tax rate of 16.5%	153	(1,098)
Effect of different tax rate of subsidiaries operating in other jurisdiction	16	(50)
Tax effect of income not taxable for tax purpose	(2,347)	(620)
Tax effect of expenses not deductible for tax purpose	13	–
Tax effect of tax losses not recognised	2,213	1,768
Utilisation of tax losses	(48)	–
Tax effect of overprovision in prior years	–	3,000
Income tax credit for the year	–	3,000

The Group has unused tax losses arising in Hong Kong and the PRC of approximately HK\$49,481,000 (2024: HK\$36,070,000) and HK\$2,066,000 (2024: HK\$2,257,000), respectively that are available for offsetting against future taxable profits. Deferred tax assets have not been recognised in respect of these unused tax losses due to unpredictability of the future profit streams. The unrecognised tax loss arising in Hong Kong can be carried forward indefinitely while the unrecognised tax loss arising in the PRC can be carried forward for a period of five years from their respective year of origination.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

12. DIRECTORS' AND CHIEF EXECUTIVE OFFICER'S EMOLUMENTS

Directors' and Chief Executive Officer's remuneration for the year, disclosed pursuant to the applicable Listing Rules and the Hong Kong Companies Ordinance is follows:

	Director's fee HK\$'000	Discretionary bonus HK\$'000	Share-based payment HK\$'000	Retirement benefit schemes contributions HK\$'000	Total HK\$'000
For the year ended 31 March 2025					
Executive Directors					
Lam Kai Yeung	1,695	-	109	18	1,822
Situ Shilun (resigned on 22 May 2024)	51	-	-	-	51
Zhang Kai Yuan (appointed on 30 May 2024)	319	-	-	15	334
Ng Hoi (appointed on 21 October 2024)	224	-	-	8	232
Independent Non-executive Directors					
Chau Chi Yan Benny	120	-	-	-	120
Lam Lee G. (resigned on 21 October 2024)	67	-	-	-	67
Chan Kin	120	-	-	-	120
Wong Ping Fan (appointed on 21 October 2024)	54	-	-	-	54
	2,650	-	109	41	2,800

For the year ended 31 March 2024

Executive Directors					
Lam Kai Yeung	1,695	-	224	18	1,937
Situ Shilun	360	-	-	-	360
Independent Non-executive Directors					
Chau Chi Yan Benny	120	-	-	-	120
Lam Lee G. (resigned on 21 October 2024)	120	-	-	-	120
Chan Kin	120	-	-	-	120
	2,415	-	224	18	2,657

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

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

Mr. Lam Kai Yeung is the Chief Executive Officer of the Company and Mr. Ng Hoi is the Deputy Chief Executive Officer of the Company. Their emoluments disclosed above included those for services rendered by them as the Chief Executive Officer and Deputy Chief Executive Officer for the years ended 31 March 2025 and 31 March 2024.

The executive directors' emoluments shown above were for their services in connection with the management of the Company and the Group.

The independent non-executive directors' emoluments shown above were for their services as directors of the Company.

No emoluments were paid by the Group to the directors or Chief Executive Officer as an inducement to join or upon joining the Group or as compensation for loss of office. None of the directors or chief executive waived or agreed to waive any emoluments in both years.

Save as disclosed elsewhere in these consolidated financial statements, no other transactions, arrangement and contracts in relation to the Group's business to which the Company or any subsidiaries of the Company was a party and in which a director had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

13. EMOLUMENTS OF THE FIVE HIGHEST PAID INDIVIDUALS

Of the five individuals with the highest emoluments in the Group for the year ended 31 March 2025, one (2024: one) of them is director whose emolument is included in note 12.

The remuneration of the remaining four (2024: four) individuals who are neither a director nor chief executive of the Company, for the years ended 31 March 2025 and 31 March 2024 are as follows:

	2025 HK\$'000	2024 HK\$'000
Salaries and wages	4,521	2,353
Retirement benefit schemes contributions	90	71
	4,611	2,424

The emoluments of each of the above individuals did not exceed HK\$1,000,000 for both years.

No emoluments were paid by the Group to the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office for both years.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

14. DIVIDENDS

No dividend was paid or proposed for ordinary shareholders of the Company during the year, nor has any dividend been proposed since the end of the reporting period (2024: nil).

15. EARNINGS (LOSS) PER SHARE

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

Earnings (loss) figures are calculated as follows:

	2025 HK\$'000	2024 HK\$'000
Profit (loss) for the year attributable to owners of the Company for the purpose of calculating basic and diluted loss per share	929	(3,655)
	2025 '000	2024 '000
Number of shares		
Weighted average number of shares		
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share	785,927	785,927

The computation of diluted loss per share does not assume the exercise of the Company's share options because the exercise price of those share options was higher than the average market price for shares for the years ended 31 March 2025 and 31 March 2024.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

16. PLANT AND EQUIPMENT

	Furniture and office equipment HK\$'000	Leasehold improvements HK\$'000	Motor vehicles HK\$'000	Total HK\$'000
Cost:				
As at 1 April 2023	54	1,039	–	1,093
Reclassification from right-of-use assets	–	–	154	154
Additions	–	–	562	562
As at 31 March 2024 and 1 April 2024	54	1,039	716	1,809
Additions	37	–	–	37
Disposals	–	(1,039)	(154)	(1,193)
Exchange adjustment	–	–	(12)	(12)
As at 31 March 2025	91	–	550	641
Accumulated depreciation and impairment:				
As at 1 April 2023	39	446	–	485
Charge for the year	5	190	67	262
As at 31 March 2024 and 1 April 2024	44	636	67	747
Charge for the year	8	126	131	265
Eliminated on disposals	–	(762)	–	(762)
Exchange adjustments	–	–	(2)	(2)
As at 31 March 2025	52	–	196	248
Net carrying amounts:				
As at 31 March 2025	39	–	354	393
As at 31 March 2024	10	403	649	1,062

The above items of plant and equipment were depreciated on a straight-line basis at the following rates per annum:

Furniture and office equipment	15% – 25%
Leasehold improvements	Over 5 to 10 years
Motor vehicles	25%

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

17. LEASES

(a) Right-of-use assets

	Motor vehicle HK\$'000	Office premise HK\$'000	Total HK\$'000
Cost:			
As at 1 April 2023	461	–	461
Reclassification to plant and equipment	(461)	–	(461)
Carrying amount as at 31 March 2024 and 1 April 2024	–	–	–
Additions	–	1,451	1,451
As at 31 March 2025	–	1,451	1,451
Accumulated depreciation and impairment:			
As at 1 April 2023	307	–	307
Reclassification to plant and equipment	(307)	–	(307)
As at 31 March 2024 and 1 April 2024	–	–	–
Charge for the year	–	(414)	(414)
As at 31 March 2025	–	(414)	(414)
Net carrying amounts:			
As at 31 March 2025	–	1,037	1,037
As at 31 March 2024	–	–	–

During the year ended 31 March 2025, the Group has a lease contract for office premise used in its operations (2024: nil). Lease of office premise have a lease term of 14 months. Other leases generally have lease terms of 12 months or less and/or is individually of low value. Lease terms are negotiated on an individual basis and contain different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

17. LEASES (continued)

(a) Right-of-use assets (continued)

Other information:	2025 HK\$'000	2024 HK\$'000
Expenses relating to short-term leases relating to:		
– Related parties	655	1,362
– Third parties	–	3

The Group entered into a short-term lease for office during the year ended 31 March 2025 and 31 March 2024. As at 31 March 2025, the outstanding lease commitments relating to the office is nil (2024: HK\$320,000).

(b) Lease liabilities

	2025 HK\$'000	2024 HK\$'000
Amount due for settlement within 12 months shown under current liabilities	1,063	–
Other information:		
Interest expense on lease liabilities	26	–
Total cash outflow of leases	414	–
Addition of new leases	1,451	–

During the year ended 31 March 2025, the weighted average incremental borrowing rate applied to the lease liability is 6.35% (2024: nil).

The lease obligation is denominated in HK\$.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

18. TRADE AND OTHER RECEIVABLES

	2025 HK\$'000	2024 HK\$'000
Trade receivables from contract with customers	4,683	13,646
Other receivables	1	58
Deposits and prepayments	312	275
	4,996	13,979

The Group's trading terms with its customers are mainly on credit, except for new customers, where payment in advance is normally required. The Group normally grants credit terms to its customers ranging from 30 to 150 days. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by senior management.

The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

The aging analysis of the trade receivables from contract with customers (net of allowance for credit losses) based on invoice date which approximates the respective revenue recognition dates were as follows:

	2025 HK\$'000	2024 HK\$'000
Within 30 days	4,683	9,195
31 to 60 days	–	4,451
	4,683	13,646

Before accepting any new customer, the Group assesses the potential customer's credit quality and defines credit limits by customer. Credit limits attributed to customers and credit term granted to customers are reviewed regularly.

The trade receivables from contract with customers were fully settled subsequent to the end of the reporting period. The directors assessed ECL of trade receivable and consider that the risk of default is regard as low and no impairment loss was recognised for the years ended 31 March 2025 and 31 March 2024 and details of impairment assessment on trade receivables are set out in note 28(b)(2)(iv).

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

18. TRADE AND OTHER RECEIVABLES (continued)

The carrying amounts of the Group's trade and other receivables are denominated in the following currencies:

	2025 HK\$'000	2024 HK\$'000
HK\$	291	252
RMB	4,705	13,727
	4,996	13,979

19. AMOUNT DUE FROM A FORMER SUBSIDIARY

	2025 HK\$'000	2024 HK\$'000
Amount due from a former subsidiary	2,357	4,252
Less: Allowances	(1,417)	(3,122)
	940	1,130

Amount due from a former subsidiary of approximately HK\$2,357,000 (2024: HK\$4,252,000) is interest-free and repayable on demand.

The movements of impairment loss recognised in respect of the amount due from a former subsidiary are as following:

	12m ECL HK\$'000
As at 1 April 2023	2,455
Allowance for expected credit loss	667
As at 31 March 2024 and 1 April 2024	3,122
Reversal of allowance for expected credit loss	(1,705)
As at 31 March 2025	1,417

Details of impairment assessment on amount due from the former subsidiary are set out in note 28(b)(2)(iii).

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

20. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (“FVTPL”)

	Notes	2025 HK\$'000	2024 HK\$'000
Equity securities listed in Hong Kong	(a)	25,161	29,340
Fund investments in Hong Kong	(b)	3,017	–
Bonds listed outside Hong Kong	(c)	–	–
		28,178	29,340

Notes:

- (a) Equity securities listed in Hong Kong

The amount represents the Group's equity investments in the ordinary shares of entities listed on the Hong Kong Stock Exchange.

- (b) Fund investments in Hong Kong

The amount represents the Group's investments in money market funds which are publicly traded in Hong Kong.

- (c) Bonds listed outside Hong Kong

Bonds listed outside Hong Kong represent bonds issued by Redco Properties Group Ltd (“Redco”), a company listed on the Hong Kong Stock Exchange. The bonds are listed on the Singapore Exchange Securities Trading Limited due on 6 August 2023 with principal amount of US\$2,000,000 and carrying fixed interest rate of 11% per annum. During the years ended 31 March 2025 and 31 March 2024, the bonds were default in the repayment of bond interest and the principal and thus, the directors consider that the fair value of the bonds approximate to zero.

- (d) Fair value measurement

Details of fair value measurement of financial assets at FVTPL are set out in note 28(c).

- (e) The carrying amounts of the financial assets at FVTPL are denominated in the following currencies:

	2025 HK\$'000	2024 HK\$'000
HK\$	28,178	29,340
US\$	–	–
	28,178	29,340

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

21. CASH AND CASH EQUIVALENTS

Cash at banks earns interest at floating rates based on daily bank deposit rates. The bank balances are deposited with creditworthy banks with no recent history of default.

RMB is not a freely convertible currency in the PRC and the remittance of funds out of the PRC is subject to the foreign exchange control promulgated imposed by the government of the PRC. The Group's cash and cash equivalents denominated in RMB which located in Hong Kong are not subject to the foreign exchange control.

The Group performed impairment assessment on cash and cash equivalents and concluded that the probability of defaults of the counterparty banks are insignificant and accordingly, no allowance for credit losses is provided for both years.

The carrying amounts of the Group's cash and cash equivalents are denominated in the following currencies:

	2025 HK\$'000	2024 HK\$'000
US\$	1,121	1,128
HK\$	52,447	51,121
RMB	8,382	7,989
	61,950	60,238

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

22. TRADE AND OTHER PAYABLES

	2025 HK\$'000	2024 HK\$'000
Trade payables	4,617	13,500
Accruals and other payables	1,378	2,958
	5,995	16,458

The trade payables are non-interest bearing and the average credit period on purchases of goods is 30 days.

The following is an aging analysis of trade payables presented based on the invoice date at the end of the reporting period:

	2025 HK\$'000	2024 HK\$'000
Within 30 days	4,617	9,096
31 to 60 days	–	4,404
	4,617	13,500

The carrying amounts of the Group's trade and other payables are denominated in the following currencies:

	2025 HK\$'000	2024 HK\$'000
HK\$	1,320	2,863
RMB	4,675	13,595
	5,995	16,458

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

23. SHARE CAPITAL

	2025 HK\$'000	2024 HK\$'000
Ordinary shares of HK\$0.01 each Authorised:		
10,000,000,000 ordinary shares	100,000	100,000
Issued and fully paid:		
785,927,000 ordinary shares	7,859	7,859

The owners of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

There were no movements of the Company's share capital for the years ended 31 March 2025 and 31 March 2024.

24. RETIREMENT BENEFITS PLANS

The Group participates in the MPF Scheme for all qualifying employees in Hong Kong. The MPF Scheme is a defined contribution plan and the assets of the MPF Scheme are held separately from those of the Group, in funds under the control of trustees. The Group contributes 5% of relevant costs to the scheme, which contribution is matched by employees, subject to a cap of monthly relevant income of HK\$30,000. Contributions to the MPF Scheme vest immediately and there were no forfeited contributions of the MPF Scheme during both years.

The employees of the Group's subsidiary in the PRC are members of state-managed retirement benefit schemes operated by the government of the PRC. The subsidiary is required to contribute a specific percentage of payroll costs to the retirement benefit schemes to fund the benefits. The only obligation of the Group with respect to the retirement benefit schemes operated by the government of the PRC is made the specified contributions under the schemes. The contributions are charged to profit or loss as incurred.

As at 31 March 2025 and 31 March 2024, there were no forfeited contributions available to offset future employers' contributions to the scheme.

The total expenses recognised in profit or loss of approximately HK\$249,000 (2024: HK\$193,000) represent contributions payable to these plans by the Group at rates specified in the rules of the plans for the year.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

25. SHARE-BASED PAYMENT TRANSACTIONS

Share Option Scheme of the Company

Pursuant to a written resolution passed on 2 June 2010, the Company adopted a share option scheme (the “**Share Option Scheme**”). The purpose of the Share Option Scheme is to provide incentives to eligible participants including employees, directors and other selected participants for their contributions to the Group. The Share Option Scheme will remain in force for a period of ten years from the date of its adoption (i.e. 2 June 2010). The Share Option Scheme was expired on 1 June 2020.

Pursuant to the Share Option Scheme, the maximum number of shares to be issued upon the exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option scheme of the Group must not in aggregate exceed 30% of the issued share capital of the Company from time to time. The total number of shares which may be issued upon exercise of all options (excluding, for this purpose, options which have lapsed in accordance with the terms of the Share Option Scheme and any other share option scheme of the Group) to be granted under the Share Option Scheme and any other share option scheme of the Group must not in aggregate exceed 10% of the Shares in issue on the date of adoption of the Share Option Scheme. Such 10% limit may be refreshed, subject to specific approval by the shareholders of the Company, from time to time with reference to the issued share capital of the Company for the time being. Subject to specific approval by the shareholders of the Company, the total number of shares issued and which may fall to be issued upon exercise of the options granted under the Share Option Scheme and any other share option scheme of the Group (including both exercised or outstanding options) to each participant in any 12-month period shall not exceed 1% of the issued share capital of the Company for the time being.

Options granted must be taken up within 21 days from the date of grant. Options may, subject to the black-out periods under the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules, generally be exercised at any time from the date of grant to the 10th anniversary of the date of grant. In each grant of options, the Board may at its discretion determine the specific exercise period and exercise price. The exercise price shall not be less than the highest of (i) the closing price of shares on the Stock Exchange on the date of the offer of grant; (ii) the average closing price of shares on the Stock Exchange for the five trading days immediately preceding the date of the offer of grant; and (iii) the nominal value of the shares.

The acceptance of a share option, if accepted, must be made with a non-refundable payment of HK\$1 from the grantee to the Company.

The options are conditionally vested upon the grantees fulfilling certain non-market performance vesting conditions. As detailed in the supplementary agreements with the share option holders, the share option is exercisable at any time from the date of grant to the 10th anniversary of the date of grant after one of the conditions is fulfilled: (1) the share option holder completing 10 years of service from the offer date of the share options or (2) the Group’s accumulative profit meeting a target of HK\$80M (profit before deducting non-cash expense or cost) during the 10 years from the offer date of the share options.

On 28 September 2018, the limit of number of ordinary shares of the Company which may be issued upon exercise of all options to be granted was refreshed to 10% of the issued ordinary share capital of the Company as at 21 August 2018.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

25. SHARE-BASED PAYMENT TRANSACTIONS (continued)

The following table discloses movements in the Company's share options during the years ended 31 March 2025 and 31 March 2024 are as following:

Name of Grantee	Date of grant	Exercise Price (HK\$)	Vesting Period dd/mm/yy	Number of share options				
				Outstanding as at 01.04.23	Lapsed/ cancelled during the year	Outstanding as at 31.3.2024 and 01.04.2024	Lapsed/ cancelled during the year	Outstanding as at 31.3.2025 and 01.04.2025
Director								
Mr. Lam Kai Yeung	16/01/2018	0.854	16/01/2018-15/01/2028	5,192,000	–	5,192,000	(5,192,000)	–
Other participants, including customers and suppliers in aggregate	16/01/2018	0.854	16/01/2018-15/01/2028	15,576,000	–	15,576,000	(15,576,000)	–
				20,768,000		20,768,000		–
Weighted average exercise price				0.854		0.854		N/A

During the year ended 31 March 2024, no share option was granted, exercised, expired and forfeited. During the year ended 31 March 2025, there were 5,192,000 and 15,576,000 share options were cancelled and lapsed respectively and thus, as at 31 March 2025, the Company did not have any outstanding share option.

During the year ended 31 March 2025, the Group recognised equity-settled share-based payment expense of HK\$399,000 (2024: HK\$819,000) and the remaining balance of the share option reserve amounted to approximately HK\$5,484,000 was transferred to accumulated losses for the year.

As at 31 March 2024, the number of shares in respect of which may be issued upon exercise of share options granted and remain outstanding under the Share Option Scheme was 20,768,000, representing 2.64% of the shares of the Company in issue at that date (2025: nil).

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

26. RELATED PARTY TRANSACTIONS

Saves as disclosed elsewhere in these consolidated financial statements, the Group had the following transactions and balances with related parties during the year.

(a) Compensation of key management personnel of the Group

The emoluments of the directors and the employees included in the five highest paid individuals who are identified as members of key management of the Group during both years are set out in notes 12 and 13.

The remuneration of the directors and key management personnel is determined by the remuneration committee having regard to the performance of individuals and market trends.

(b) Rental of office from a substantial shareholder

	2025 HK\$'000	2024 HK\$'000
Rental deposit paid (included in other receivables)	–	240
Rental expenses paid (note 17(a))	655	1,362

27. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that the entities in the Group will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of net debt, which includes trade and other payables, net of cash and cash equivalents and total equity.

The directors review the capital structure on a semi-annual basis. As part of this review, the directors consider the cost of capital and the risks associated with each class of capital. Based on recommendations of the directors, the Group will balance its overall capital structure through the payment of dividends, issue of new shares, and redemption of existing shares as well as the issue of new debt or the redemption of existing debts.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT

(a) Categories of financial instruments

	2025 HK\$'000	2024 HK\$'000
Financial assets		
Equity investments at fair value through profit or loss	28,178	29,340
Financial asset at amortised cost		
– Trade and other receivables	4,975	13,979
– Amount due from a former subsidiary	940	1,130
– Cash and cash equivalents	61,950	60,238
	96,043	104,687
Financial liabilities		
Financial liabilities at amortised cost		
– Trade and other payables	5,995	16,458
– Lease liabilities	1,063	–
	7,058	16,458

(b) Financial risk management objectives and policies

The Group's major financial instruments include financial assets at FVTPL, trade and other receivables, amount due from a former subsidiary, cash and cash equivalents, trade and other payables and lease liabilities. Details of these financial instruments are disclosed in respective notes. The risks associated with these 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. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT (continued)

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

(1) Market risk

(i) Currency risk

The Group's operations are mainly located in Hong Kong and the PRC and majority of transactions are denominated in HK\$, US\$ and RMB. Currency risk arises from future commercial transactions, recognised assets and liabilities, which are denominated in a currency that is not the functional currency of the Group.

The Group is not exposed to the material currency risk exposure in respect of HK\$ against US\$ as long as this currency is pegged.

The Group has exposure to foreign exchange risk arising mainly from the exposure of HK\$ against RMB. At 31 March 2025, if the RMB had weakened or strengthened by 10% with all other variables held constant, post-tax profit for the year would have been approximately HK\$818,000 lower/HK\$818,000 higher as a result of foreign exchange losses/gains mainly on translation of RMB denominated cash and bank balances. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates.

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk as the year end exposure does not reflect the exposure during the relevant years.

The Group currently does not have a foreign currency hedging policy in respect of assets and liabilities denominated in foreign currency. The management will monitor its foreign currency exposure closely and will consider hedging significant foreign currency exposure should the need arise.

(ii) Interest rate risk

The Group is exposed to fair value interest rate risk in relation to fixed rate lease liabilities (note 17(b)). The Group is exposed to cash flow interest rate risk in relation to floating rate bank balances (note 21). The Group currently does not have an interest rate hedging policy. However, the management monitors interest rate exposure and will consider hedging significant interest rate exposure should the need arise.

The management considered that the Group's exposure to the interest rate risk on financial assets is not significant due to short-term maturities. Accordingly, no sensitivity analysis is presented.



Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT (continued)

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

(2) Credit risk and impairment assessment

The Group's credit risk is primarily attributable to trade receivables, other receivables, amount due from a former subsidiary and cash and cash equivalents. The Group's maximum exposure to credit risk, which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties arising from the carrying amounts of the respective recognised financial assets as stated in the consolidated statement of financial position. Except for amount due from a former subsidiary is secured by the equity securities listed in Canada ultimately controlled by the shareholder of former subsidiary, the Group does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

(i) Cash and cash equivalents

The Group deposited cash and cash equivalents with approved and reputable banks and financial institution. Bankruptcy or insolvency of the banks and financial institution may cause the Group's right with respect to cash and cash equivalents held to be delayed or limited. The directors monitor the credit rating of these banks and financial institutions on an ongoing basis, and consider that the Group's exposure to credit risk as at 31 March 2025 and 31 March 2024 were minimal. Based on the assessment, no impairment on cash and cash equivalents was recognised in profit or loss during the year ended 31 March 2025 and 31 March 2024.

(ii) Other receivables

For other receivables, the directors make periodic individual assessment on the recoverability of other receivables based on historical settlement records, past experience, and also quantitative and qualitative information that is reasonable and supportive forward-looking information. The directors believe that there is no significant increase in credit risk of the Group's outstanding balances of other receivables since initial recognition and the Group provide impairment based on 12m ECL. Based on the assessment, no impairment on other receivables was recognised in profit or loss during the year ended 31 March 2025 and 31 March 2024.

(iii) Amount due from a former subsidiary

For amount due from a former subsidiary, the directors make periodic individual assessment on the recoverability of amount due from a former subsidiary, based on historical settlement records, past experience, the fair value of collateral and also quantitative and qualitative information that is reasonable and supportive forward-looking information. The directors believe that there is significant increase in credit risk of the Group's outstanding balances of amount due from a former subsidiary since initial recognition and the Group provide impairment based on 12m ECL. Based on the assessment, reversal of impairment loss on amount due from a former subsidiary of approximately HK\$1,705,000 (2024: Impairment loss of approximately HK\$667,000) was recognised in profit or loss during the year ended 31 March 2025.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT (continued)

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

(2) Credit risk and impairment assessment (continued)

(iv) Trade receivables

As at 31 March 2025, the Group has concentration of credit risk as 100% (2024: 100%) of the trade receivables of the Group were due from the Group's largest customer. Management of the Company considered the credit risk is limited since the Group only trade with customers with an appropriate credit history and good reputation. The management monitored the financial background and creditability of those debtors on an ongoing basis.

The Group's policy to manage credit risk is to deal only with credit worthy counterparties. In order to minimise the credit risk, the management of the Group has formulated a credit policy and, delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is take.

In addition, the Group performs impairment assessment under ECL model on trade receivables individually. No impairment is recognised during the year ended 31 March 2025 and 31 March 2024. Details of the quantitative disclosures are set out below in this note.

As part of the Group's credit risk management, the Group uses debtors' aging to assess the impairment for its customers because these customers with common risk characteristics that are representative of the customers' abilities to pay all amounts due in accordance with the contractual terms and there is no history of default in settlement by them. The following table provides information about the exposure to credit risk for trade receivables which are assessed individually.

	Expected credit loss rate	Gross carrying amount HK\$'000	Loss allowance HK\$'000
At 31 March 2025			
Current (not past due)	N/A – Exposure is Limited*	4,683	–
At 31 March 2024			
Current (not past due)	N/A – Exposure is Limited*	13,646	–

* As at the end of the reporting period, the management of the Group have assessed the ECL of trade receivables. In view of there has been no recent history of significant default in relation to these balances s and thus the risk of default is regard as low and accordingly, the management of the Group consider that the credit loss exposures are insignificant and therefore it did not result in an impairment allowance for the both years.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT (continued)

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

(2) Credit risk and impairment assessment (continued)

(iv) Trade receivables (continued)

The expected loss rate is estimated based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effort. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is updated.

During the years ended 31 March 2025 and 31 March 2024, the Group had not recognised any impairment allowance for trade receivables.

(3) Liquidity risk

In managing the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

The following tables detail the Group's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The maturity dates for other financial liabilities are based on the agreed repayment dates.

	Effective interest rate	On demand or within 1 year HK\$'000	Within 2 to 5 years HK\$'000	Total undiscounted cash flows HK\$'000	Carrying amount HK\$'000
At 31 March 2025					
Trade and other payables	N/A	5,995	-	5,995	5,995
Lease liabilities	6.35%	1,088	-	1,088	1,063
		7,083	-	7,083	7,058
At 31 March 2024					
Trade and other payables	N/A	16,458	-	16,458	16,458

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT (continued)

(c) Fair value of financial instruments

In estimating the fair value, the Group uses market-observable data to the extent it is available.

Fair value measurement

The following table presents the fair value of the Group's financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13 Fair Value Measurement.

	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	Total HK\$'000
At 31 March 2025				
<i>Fair value on a recurring basis</i>				
Financial assets at FVTPL				
– Equity securities listed in Hong Kong	25,161	–	–	25,161
– Fund Investments in Hong Kong	3,017	–	–	3,017
– Bonds listed outside Hong Kong	–	–	–	–
	28,178	–	–	28,178
At 31 March 2024				
<i>Fair value on a recurring basis</i>				
Financial assets at FVTPL				
– Equity securities listed in Hong Kong	29,340	–	–	29,340
– Bonds listed outside Hong Kong	–	–	–	–
	29,340	–	–	29,340

As at 31 March 2025 and 31 March 2024, the fair values of the equity securities listed in Hong Kong are based on the bid prices quoted on the Hong Kong Stock Exchange at the end of the reporting period which are classified within level 1 of the fair value hierarchy.

As described in note 20(c), in view of the bonds were default in repayment of bond interest and the principal and thus, as at 31 March 2025 and 31 March 2024, the directors of the Company considered that the fair value of listed bonds outside Hong Kong is close to zero as a result of the default of Redco on these bonds.

The Group's policy is to recognise transfers into and out of fair value hierarchy levels at the end of the date of the events or change in circumstances that caused the transfer.

During the years ended 31 March 2025 and 31 March 2024, there were no transfers between level 1 and level 2, or transfers into or out of level 3.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

28. FINANCIAL RISK MANAGEMENT (continued)

(c) Fair value of financial instruments (continued)

Fair value of financial assets and financial liabilities that are not measured at fair value on a recurring basis

The directors consider that the carrying amounts of financial assets and financial liabilities recognised in the consolidated financial statements approximate their fair values.

29. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Major non-cash transactions

During the year ended 31 March 2025, the Group had non-cash additions to right-of-use assets and corresponding increase of lease liabilities amounted to HK\$1,451,000 (2024: nil), in respect of lease arrangements of an office premise.

(b) Reconciliation of liabilities arising from financing activities

	Lease liabilities HK\$'000
Year ended 31 March 2025	
As at 1 April 2023, 31 March 2024 and 1 April 2024	–
New leases	1,451
Repayment of lease liabilities	(414)
Interest expense	26
At 31 March 2025	1,063

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

30. PARTICULARS OF SUBSIDIARIES

Details of the subsidiaries directly and indirectly held by the Company at the end of the reporting period are set out below.

Name	Place of incorporation/ registration and operation	Issued and fully paid share capital/ registered capital	Proportion of ownership interests and voting right held by the Group		Principal activities
			2025	2024	
Directly held by the Company					
Jingao Feng Garment International Limited	British Virgin Island ("BVI")	US\$1	100%	100%	Garment sourcing
Jingao Feng Investment International Limited	BVI	US\$1	100%	100%	Investment holding
Jingao Feng International Limited	BVI	US\$1	100%	100%	Investment holding
Indirectly held by the Company					
Putian Jingao Feng Garment Co. Ltd. (莆田金高峰服飾有限公司)*	PRC	Registered capital RMB5,000,000	100%	100%	Manufacturing and sales of garment products
Sino Insurance Broker Group Limited	Hong Kong	Ordinary HK\$1	100%	100%	Investment holding
Golden Maximum Finance Limited (金高峰財務有限公司)	Hong Kong	Ordinary HK\$1	100%	100%	Money lending

* Wholly foreign owned enterprises.

None of the subsidiaries had issued any debt securities subsisting at the end of the reporting period or at any time during the reporting period.

All of the PRC subsidiaries are private companies with limited liabilities.

All of the above subsidiaries operate principally in their respective place of incorporation/ establishment.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

31. CONTINGENT LIABILITIES AND LITIGATION

On 7 January 2020, the Company received two separate first-instance trial judgments dated 26 December 2019, from the Intermediate People's Court of Huzhou of Zhejiang Province (the **"First Instance Judgments"**). The First Instance Judgments were in relation to two loans taken by two individuals as the borrowers (the **"Borrowers"**), a financial institution as the lender (the **"Lender"**) dated 25 May 2017 and 5 June 2017 with the principal of RMB12,000,000 and RMB38,000,000 respectively, and were both guaranteed by several parties, including but not limited to the Company and Mr. Gao Zhiyin (**"Mr. Gao"**), a former executive director and chairman of the board of the Company. The guarantees were entered into by Mr. Gao without the proper authorisation of the Company. Pursuant to the First Instance Judgments, it is ruled that, among others, (i) the Borrowers shall repay principal loan amount of the loans in the sum of RMB12,000,000 and RMB38,000,000 respectively, together with interests; and (ii) despite it is ruled that the guarantees involving the Company were invalid, the Company shall be liable for 50% of the liabilities under that the Borrowers fail to repay to the Lender and the Company is entitled to compensation from the Borrowers.

The Company and the Lender had made appeals to the First Instance Judgments. On 2 September 2020, the Company received two separate second-instance trial judgments in respect of the appeals against First Instance Judgments (the **"Appeal Judgments"**) dated 24 August 2020 from the Higher People's Court of Zhejiang Province. Pursuant to the Appeal Judgments, the relevant appeals are dismissed, the rulings under the relevant First Instance Judgments shall stay and the Appeal Judgments shall be the final judgments for the respective cases.

On 23 April 2021, the Company received two separate judgments for the Retrial Petitions from the Supreme People's Court of the People's Republic of China (the **"Judgments for Retrial Petitions"**). Pursuant to the Judgments for Retrial Petitions, the court's review process had been completed, and the Retrial Petitions were dismissed.

On 25 August 2023, the Company received an order (the **"Order"**) in relation to an application to the Court of First Instance of the High Court (the **"High Court"**) of the Hong Kong Special Administrative Region to register the PRC Judgement under the Mainland Judgement (Reciprocal Enforcement) Ordinance (Chapter 597 of the Laws of Hong Kong) (the **"MJREO"**) under High Court Miscellaneous Proceedings Action No. 647 of 2022, whereby it was ordered (a) the PRC Judgment be entered into as a judgment in the High Court under the MJREO for the payment of total sum of approximately RMB48.4 million (equivalent to approximately HK\$52.6 million) by the Company (the **"Registration"**); and (b) the Company be at liberty to apply to set aside the Registration within 30 days from the date of service of the notice of Registration and execution upon the said judgments will not be issued until after the expiration of that period or any extension of that period granted by the court; or if an application be made to set aside the Registration until such application has been disposed of.

On 22 September 2023 the Company applied to set aside the Registration.

On 13 June 2024, the Company received a judgment handed down by the High Court (the **"Judgment"**). According to the Judgment, the High Court ruled that the Order in relation to the Registration is to be set aside.

On 5 July 2024, the Company received a notice of appeal stating that the plaintiff had made an appeal against the Judgment.

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

31. CONTINGENT LIABILITIES AND LITIGATION (continued)

Pursuant to the Company's announcement dated 12 May 2025, on 12 May 2025, the Company received an appeal judgment from the High Court (the "Appeal Judgment"). According to the Appeal Judgment, the Hong Kong Court of Appeal dismissed the Appeal and ordered the plaintiff to pay the Company's costs of the Appeal. As a result, the Judgment to set aside the Order in relation to the Registration has been upheld.

As a conclusion, the Company considered no provision is necessary based on the Appeal Judgment.

32. STATEMENT OF FINANCIAL POSITION AND RESERVES

	2025 HK\$'000	2024 HK\$'000
Non-current assets		
Investments in subsidiaries	1	1
Plant and equipment	39	566
Right-of-use assets	1,037	–
	1,077	567
Current assets		
Deposits and other receivables	291	252
Amounts due from subsidiaries	39,593	47,362
Amount due from a former subsidiary	940	1,130
Cash and cash equivalents	708	265
	41,532	49,009
Current liabilities		
Accruals	1,312	2,855
Lease liabilities	1,063	–
Tax payables	1,200	1,200
	3,575	4,055
Net current assets	37,957	44,954
Total assets less current liabilities	39,034	45,521
Net assets	39,034	45,521
Capital and reserves		
Share capital	7,859	7,859
Reserves	31,175	37,662
Total equity	39,034	45,521

Notes to the Consolidated Financial Statements

For the year ended 31 March 2025

32. STATEMENT OF FINANCIAL POSITION AND RESERVES (continued)

The movements of the Company's reserves are as follows:

	Share premium HK\$'000	Contribution surplus HK\$'000	Share option reserve HK\$'000	Accumulated losses HK\$'000	Total equity HK\$'000
At 1 April 2023	116,695	125,518	4,266	(204,339)	42,140
Loss and total comprehensive expense for the year	–	–	–	(5,297)	(5,297)
Recognition of equity-settled share-based payments	–	–	819	–	819
As at 31 March 2024 and 1 April 2024	116,695	125,518	5,085	(209,636)	37,662
Loss and total comprehensive expense for the year	–	–	–	(6,886)	(6,886)
Recognition of equity-settled share-based payments	–	–	399	–	399
Lapse/cancellation of share options	–	–	(5,484)	5,484	–
As at 31 March 2025	116,695	125,518	–	(211,038)	31,175

33. EVENTS AFTER REPORTING PERIOD

On 7 April 2025, an indirectly wholly-owned subsidiary of the Company has disposed on the open market of a total of 900,000 China Construction Bank Corporation ("CCB") shares at an aggregate consideration of approximately HK\$5,742,000 (exclusive of transaction costs) at an average price of approximately HK\$6.38 per CCB share.

On 7 May 2025, an indirect wholly-owned subsidiary of the Company has acquired on the open market of a total of 1,000,000 PETROCHINA COMPANY LIMITED ("PETROCHINA") shares at an aggregate consideration of approximately HK\$6,030,000 (exclusive of transaction costs) at an average price of approximately HK\$6.03 per PETROCHINA share.

On 20 May 2025, an indirect wholly-owned subsidiary of the Company has further acquired on the open market of a total of 1,000,000 PETROCHINA shares at an aggregate consideration of approximately HK\$6,285,000 (exclusive of transaction costs) at an average price of approximately HK\$6.285 per PETROCHINA share.

For the details, please refer to the announcements dated 7 April 2025, 7 May 2025 and 20 May 2025.

Save as above and disclosed elsewhere in the consolidated financial statements, the Group did not have any significant events after the end of the reporting period and up to the date of approval of the consolidated financial statements.

34. APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS


The consolidated financial statements were approved and authorised for issue by the board of directors on 20 June 2025.

Glossary

Abbreviation	Definition
2024 AGM	annual general meeting of the Company held on 30 September 2024
Audit Committee	audit committee of the Company established by the Board on 8 September 2010 with written terms of reference, as amended from time to time
Board	the board of Directors
Board Committees	Audit Committee, Nomination Committee and Remuneration Committee
Bye-Law(s)	the bye-laws of the Company, as amended from time to time
CAD	Canadian dollars, the lawful currency of Canada
Company	Hang Pin Living Technology Company Limited, a company incorporated in Bermuda with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange
Corporate Governance Code	Corporate Governance Code as set out in Appendix C1 to the Listing Rules
Director(s)	the director(s) of the Company
Group	the Company and its subsidiaries from time to time
HK\$	Hong Kong dollars, the lawful currency of Hong Kong
Listing Rules	the Rules Governing the Listing of Securities on the Stock Exchange
Model Code	Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules
Nomination Committee	nomination committee of the Company established by the Board on 19 March 2012 with written terms of reference, as amended from time to time
PRC	The People's Republic of China
Remuneration Committee	remuneration committee of the Company established by the Board on 8 September 2010 with written terms of reference, as amended from time to time
RMB	Renminbi, the lawful currency of the PRC
SFO	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
Share(s)	ordinary share(s) of HK\$0.01 each in the share capital of the Company
Share Option Scheme	share option scheme conditionally adopted by the Company on 2 June 2010 which became effective upon the Shares were listed on the Stock Exchange on 5 October 2010
Shareholder(s)	holder(s) of the Share(s) in issue
Stock Exchange	The Stock Exchange of Hong Kong Limited
US\$	United States dollars, the lawful currency of the United States of America
%	per cent.

Financial Summary

Results					
	For the year ended 31 March				
	2021	2022	2023	2024	2025
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Revenue	120,057	122,339	123,210	96,691	81,477
(Loss)/profit before taxation	(960)	(12,673)	(5,509)	(6,655)	929
Income tax (expense)/credit	(3,000)	–	–	3,000	–
(Loss)/profit for the year attributable to owners of the Company	(3,960)	(12,673)	(5,509)	(3,655)	929
Assets And Liabilities					
	As at 31 March				
	2021	2022	2023	2024	2025
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Total assets	126,662	135,124	140,401	105,749	97,494
Total liabilities	(18,397)	(38,319)	(49,051)	(17,658)	(8,258)
	108,265	96,805	91,350	88,091	89,236
Equity attributable to owners of the Company	108,265	96,805	91,350	88,091	89,236



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