

WAI HUNG GROUP HOLDINGS LIMITED

偉鴻集團控股有限公司

(incorporated in the Cayman Islands with limited liability)

Stock code: 3321

2025

Interim Report

Contents

Corporate Information	2
Management Discussion and Analysis	4
Other Information	11
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	18
Condensed Consolidated Statement of Financial Position	19
Condensed Consolidated Statement of Changes in Equity	20
Condensed Consolidated Statement of Cash Flows	21
Notes to the Condensed Consolidated Financial Statements	22

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Yau Yik Ming Leao

*(Chief Executive Officer
appointed on 2 May 2025)*

Ms. Chen Jianyu

(appointed on 12 March 2025)

Mr. Kwan Hung Chun Curtus

(appointed on 2 May 2025)

Mr. Li Kam Hung *(Suspension of Duties)*

Mr. Yu Ming Ho *(Suspension of Duties)*

Mr. Au Chi Fung

(resigned on 16 July 2025)

Ms. Bohra Shilpa Rajesh

(resigned on 12 March 2025)

Dr. Chew Chee Wah

(resigned on 2 May 2025)

Mr. Loke Mun Foo Sebastian

(resigned on 2 April 2025)

Non-executive Director

Mr. Li Chun Ho *(Chairman)*

Independent Non-executive Directors

Ms. Tung Ching

(appointed on 2 May 2025)

Mr. Tam Tsz Hin

(appointed on 16 July 2025)

Mr. Yu Kwan Tseung, Alvin

(appointed on 16 July 2025)

Mr. Koh Kwing Chang

(resigned on 2 June 2025)

Mr. Lai Chi Leung

(resigned on 2 June 2025)

Mr. Lum Pak Sum

(resigned on 2 May 2025)

Ms. Mak Wei Ting Josephine

*(appointed on 12 March 2025 and
resigned on 16 July 2025)*

Mr. Ng Hong Jing Brian

*(appointed on 2 May 2025 and
resigned on 16 July 2025)*

AUDIT COMMITTEE

Mr. Yu Kwan Tseung, Alvin *(Chairman)*

(appointed on 16 July 2025)

Ms. Tung Ching

Mr. Tam Tsz Hin

REMUNERATION COMMITTEE

Mr. Tam Tsz Hin *(Chairman appointed on
16 July 2025)*

Ms. Tung Ching

Mr. Yu Kwan Tseung, Alvin

NOMINATION COMMITTEE

Ms. Tung Ching *(Chairlady appointed on
16 July 2025)*

Mr. Tam Tsz Hin

Mr. Yu Kwan Tseung, Alvin

CORPORATE INFORMATION

AUTHORISED REPRESENTATIVES

Mr. Au Chi Fung (*resigned on 16 July 2025*)
Mr. Kwan Hung Chun Curtus
(*appointed on 16 July 2025*)
Mr. Wong Sze Lok

COMPANY SECRETARY

Mr. Wong Sze Lok

AUDITOR

Global Link CPA Limited
(*Registered Public Interest Entity Auditor*)
Suite 1604, 16/F
Shun Tak Centre West Tower
No. 168-200 Connaught Road Central
Sheung Wan, Hong Kong

REGISTERED OFFICE

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN MACAU

Alameda Dr. Carlos d'Assumpcao
No. 258 Praca Kin Heng Long
16 Andar G-H, Macau

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 13, 24th Floor
Honour Industrial Centre
6 Sun Yip Street
Chai Wan, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

PRINCIPAL BANK

Luso International Banking Ltd.
The Macau Chinese Bank Limited

HONG KONG LEGAL ADVISER

Khoo & Co.
15/F & 16/F, Tern Centre Tower 2
251 Queen's Road Central
Hong Kong

STOCK CODE

3321
(listed on the Main Board of The Stock
Exchange of Hong Kong Limited)

WEBSITE

whh.com.hk

MANAGEMENT DISCUSSION AND ANALYSIS

The board (the **“Board”**) of directors (the **“Directors”**) of Wai Hung Group Holdings Limited (the **“Company”**) is pleased to present the unaudited consolidated results of the Company and its subsidiaries (collectively the **“Group”**) for the six months ended 30 June 2025 (the **“Reporting Period”**), together with the comparative figures for the corresponding period in 2024.

BUSINESS REVIEW AND PROSPECTS

Wai Hung Group Holdings Limited primarily engages in the provision of fitting-out services and repair and maintenance services across Macau and Hong Kong. The Group’s services have historically centered on commercial properties, particularly within integrated resorts in Macau, extending services to casinos, retail areas, hotels, and other commercial venues.

During the Reporting Period, the Group’s performance was significantly impacted by incidents involving senior management, as detailed in the announcement of the Company dated 28 August 2024. These events led to challenges in securing new casino projects, a core area of our previous operations. Despite these hurdles, the Group managed to sustain its operations, focusing on completing existing contracts primarily as main contractors for major licensed casino gaming operators in Macau, while experiencing a noticeable decline in new project acquisitions, particularly in casino-related sectors.

On 13 May 2025, the Company entered into a non-legally binding memorandum of understanding (the **“Memorandum”**) with Nanjing Zhongke Micropoint Group Company Limited (南京中科微點集團有限公司) (**“NZM”**). Pursuant to the terms of the Memorandum, it is, inter alia, intended that the Company and NZM will explore mutual business opportunities, focusing on the development and distribution of cutting-edge anti-counterfeit technology products. As the project will establish various independent data and production centers in dozens of provinces domestically in the future, the Company can directly participate or engage in a consultancy role in the interior decoration projects of each individual data center.

In light of these strategic collaborations, and to better reflect our new business direction, the Board of the Company proposes to change the English name of the Company from “Wai Hung Group Holdings Limited” to “Zhongke Micropoint (Group) Co., Ltd”, and to adopt the Chinese name of “中科微點(集團)有限公司” as the secondary name of the Company (the **“Change of Company Name”**).

Further announcement(s) will be made by the Company to inform the Shareholders of the effective date of the proposed Change of Company Name and the new stock short names of the Company for trading on the Stock Exchange as and when appropriate.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

For the six months ended 30 June 2025 and 2024, total revenue amounted to approximately MOP1.1 million and MOP6.1 million respectively, of which revenue generated from providing fitting-out services.

For the six months ended 30 June 2025, the Group recorded loss for the period of approximately MOP58.0 million (2024: approximately MOP58.6 million). During the six months ended 30 June 2025, the Group completed 1 fitting-out project which is based in Macau.

Revenue

Revenue decreased by approximately MOP5.0 million or 82.9% from approximately MOP6.1 million for the six months ended 30 June 2024 to approximately MOP1.1 million for the six months ended 30 June 2025.

Direct costs

The total amount of subcontracting fees, materials costs and direct labour costs decreased by approximately MOP4.9 million or 83.0% from approximately MOP5.9 million for the six months ended 30 June 2024 to approximately MOP1.0 million for the six months ended 30 June 2025. The decrease of direct costs were in line with the changes in revenue.

Gross profit and gross profit margin

The gross profit of the Group for the six months ended 30 June 2025 amounted to approximately MOP0.1 million, as compared to a gross profit of approximately MOP0.2 million for the six months ended 30 June 2024. The gross profit margin of the Group for six months ended 30 June 2025 was approximately 3.6% (2024: 2.9%).

MANAGEMENT DISCUSSION AND ANALYSIS

Other income and other gains, net

Other income and other gains, net of the Group for the six months ended 30 June 2025 amounted to nil, representing a decrease of approximately MOP1,000 or 100% as compared to other income and other gains for the six months ended 30 June 2024. Other income and other gains, net mainly consisted of bank interest income.

Impairment losses

The total amount of provision for impairment loss allowance on financial assets and contract assets amounted to approximately MOP49.0 million for the six months ended 30 June 2025, representing an increase of approximately MOP6.2 million as compared to the impairment loss of approximately MOP42.8 million for the six months ended 30 June 2024. Such increase was attribute to the decrease in recoverability of long outstanding trade receivables during the Reporting Period.

Administrative expenses

Administrative expenses amounted to approximately MOP5.4 million and MOP14.4 million for the six months ended 30 June 2025 and 2024, respectively, which accounted for approximately 515.5% and 235.4% of the total revenue during the respective periods. The largest item under administrative expenses was administrative staff costs, which amounted to approximately MOP4.0 million and MOP8.2 million for the six months ended 30 June 2025 and 2024, respectively, which accounted for approximately 74.1% and 56.9% of the total administrative expenses during the respective periods.

Decrease in administrative expenses was also mainly attributable to the decrease in administrative staff costs by approximately MOP4.2 million from approximately MOP8.2 million for the six months ended 30 June 2024 to approximately MOP4.0 million for the six months ended 30 June 2025.

The remaining balance of administrative expenses mainly consisted of office expenses, depreciation and general expenses.

MANAGEMENT DISCUSSION AND ANALYSIS

Finance costs

For the six months ended 30 June 2025 and 2024, finance costs amounted to approximately MOP3.7 million and MOP1.5 million, respectively. Finance costs increased by approximately MOP2.2 million, which was primarily due to an increase in our average outstanding bank borrowings during the six months ended 30 June 2025.

Income tax expenses

For the six months ended 30 June 2025 and 2024, no tax expenses was recognised by the Group.

Loss for the period

The loss for the six months ended 30 June 2025 amounted to approximately MOP58.0 million, compared to approximately MOP58.6 million for the six months ended 30 June 2024, representing a decrease of approximately MOP0.6 million or 0.9%. Such decrease was mainly due to the combined effect of the aforementioned items.

CORPORATE FINANCE AND RISK MANAGEMENT

Liquidity, financial and capital resources

Cash position

As at 30 June 2025, the pledged bank deposits and bank and cash equivalents balance of the Group amounted to approximately MOP15.9 million in aggregate (31 December 2024: approximately MOP16.1 million), representing a decrease of approximately 1.2% as compared to that as at 31 December 2024. As at 30 June 2025, pledged bank deposits of approximately MOP15.3 million (31 December 2024: approximately MOP15.3 million) are pledged to secure banking facilities of the Group (including bank loans and overdraft).

MANAGEMENT DISCUSSION AND ANALYSIS

Borrowings and charges on the Group's assets

As at 30 June 2025, the Group had bank borrowings and bank overdrafts of approximately MOP59.4 million (31 December 2024: approximately MOP57.6 million). The bank borrowings are repayable within one year.

As at 30 June 2025, bank borrowings and other bank facilities including performance guarantee by the Group were secured by: (i) the pledged bank deposits of approximately MOP15.3 million (31 December 2024: approximately MOP15.3 million); and (ii) a corporate guarantee by the Company.

Gearing ratio

The gearing ratio was calculated on the basis of total liabilities over Shareholders' equity. Since the Company recorded a deficit attributable to owners of the Company in 30 June 2025 and 31 December 2024, the gearing ratio was not applicable.

Treasury policies

The Group has adopted a prudent treasury management policy to (i) manage the Group's funds ensuring that there is no material shortfall in cash which may cause interruption to the Group's obligations arising from daily business needs; (ii) maintain sufficient level of funds to settle the Group's commitment as and when they fall due; (iii) maintain adequate liquidity to cover the Group's operation cash flow, project expenditures and administrative expenses; and (iv) maintain the relevant financing costs at a reasonable level.

Currency risk

The Group entities collect most of the revenue and incur most of the expenditures in their respective functional currencies. The Group is exposed to currency risk primarily through sales proceeds received from customers that are denominated in a currency other than the group entities' functional currency. The currencies giving rise to this risk are primarily HK\$.

The Group currently does not have a foreign currency hedging policy. However, the management of the Group monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

MANAGEMENT DISCUSSION AND ANALYSIS

Capital structure

Authorised share capital

As at 30 June 2025, the authorised share capital of the Company was HK\$10,000,000 divided into 1,000,000,000 shares (the “**Shares**”) of HK\$0.01 each.

Issued share capital

As at 30 June 2025, the number of Shares in issue was 605,580,000 Shares of HK\$0.01 each (31 December 2024: 605,580,000 Shares).

Capital commitments

As at 30 June 2025, the Group had no material capital commitments (31 December 2024: Nil).

Contingent liabilities

As at 30 June 2025, the Group had no significant contingent liabilities or outstanding litigation.

Material acquisitions and disposals of subsidiaries and associated companies

During the six months ended 30 June 2025, the Group did not have any material acquisition and disposals of subsidiaries and affiliated companies.

Significant investments held

As at 30 June 2025, the Group had no significant investments.

Future plans for material investments

Save as disclosed above, the Group did not have any future plan for material investments as at 30 June 2025.

MANAGEMENT DISCUSSION AND ANALYSIS

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2025, the Group had 14 employees (30 June 2024: 34). Total staff costs (including Directors' emoluments) were approximately MOP4.0 million for the six months ended 30 June 2025, as compared to approximately MOP8.2 million for the six months ended 30 June 2024. Such decrease was mainly attributable to the decrease in number of employees.

The remuneration packages the Group offer to employees include salary and discretionary bonuses. In general, the Group determines employees' salaries based on each employee's qualifications, position and seniority. The Group has designed an annual review system to assess the performance of its employees, which forms the basis of determining salary raises, bonuses and promotions. The Group also operates the Share Option Scheme (as defined hereafter), pursuant to which options to subscribe for Shares may be granted to the Directors and employees of the Group. The Group will also provide various training to its employees and sponsor its employees to attend various training courses, such as those on occupational health and safety in relation to its work.

EVENTS AFTER THE REPORTING DATE

Save as disclosed in this interim report, there were no major event subsequent to period ended 30 June 2025 and up to the date of this interim report.

INTERIM DIVIDEND

The Board takes into account the Group's overall results of operation, financial position and capital requirements, among other factors, in considering the declaration of dividends. The Board does not recommend payment of any interim dividend in respect of the six months ended 30 June 2025.

OTHER INFORMATION

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

As at 30 June 2025, the interests and short positions of each Director and chief executive of the Company in the Shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”) which would be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) as recorded in the register required to be kept under section 352 of Part XV of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

The Company

Name of Director	Capacity	Number of Shares held/ interested ⁽¹⁾	Approximate percentage of the total issued Shares
Li Kam Hung (“ Mr. Li ”)	Interest in a controlled corporation ⁽²⁾	214,093,000 Shares (L)	35.35%

Notes:

- (1) The letter “L” denotes the Director’s long position in the Shares.
- (2) The Company was held as to approximately 35.35% by Copious Astute Limited (“**Copious Astute**”). Copious Astute is held as to 100% by Mr. Li.

Save as disclosed above, as at 30 June 2025, none of the Directors and chief executive of the Company had any interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which are recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO or pursuant to the Model Code.

OTHER INFORMATION

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 June 2025, according to the register kept by the Company pursuant to section 336 of SFO, and so far as is known to the Directors or chief executive of the Company, the following corporations or persons (other than a Director or chief executive of the Company) had or was deemed or taken to have, an interest or short position in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

Name of Shareholder	Capacity	Number of Shares held/ interested ⁽¹⁾	Total interests ⁽¹⁾	Approximate percentage of the total issued Shares
Copious Astute Limited	Beneficial owner ⁽²⁾	214,093,000 Shares (L)	214,093,000 Shares (L)	35.35%
Ms. Ng Suk Fun	Interest of spouse ⁽³⁾	214,093,000 Shares (L)	214,093,000 Shares (L)	35.35%
Fresh Phoenix Limited	Beneficial owner ⁽⁴⁾	39,885,000 Shares (L)	39,885,000 Shares (L)	6.59%
Mr. Leong Lap Kun ("Mr. Leong")	Interest of controlled corporations ⁽⁴⁾⁽⁵⁾	39,940,000 Shares (L)	39,940,000 Shares (L)	6.60%

Notes:

- (1) The letter "L" denotes the entity/person's long position in the Shares.
- (2) Our Company is owned as to approximately 35.35% by Copious Astute Limited, which is in turn wholly owned by Mr. Li. Under the SFO, Mr. Li is deemed to be interested in all the Shares which are registered in the name of Copious Astute Limited.
- (3) Ms. Ng Suk Fun is the spouse of Mr. Li. Under the SFO, Ms. Ng Suk Fun is deemed to be interested in the same number of Shares in which Mr. Li is interested.
- (4) Our Company is owned as to approximately 6.59% by Fresh Phoenix Limited, which is in turn wholly owned by Mr. Leong. Under the SFO, Mr. Leong is deemed to be interested in all the Shares which are registered in the name of Fresh Phoenix Limited.

OTHER INFORMATION

- (5) Our Company is owned as to approximately 0.01% by Shining Holding Limited, which is in turn wholly owned by Mr. Leong. Under the SFO, Mr. Leong is deemed to be interested in all the Shares which are registered in the name of Shining Holding Limited.

Save as disclosed above, as at 30 June 2025, the Directors were not aware of any other person (other than a Director or chief executive of the Company) who had any interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

SHARE OPTION SCHEME

On 18 March 2019, a share option scheme (the “**Share Option Scheme**”) was approved and adopted by the Shareholders, under which, options may be granted to any eligible persons (as defined in the Share Option Scheme) to subscribe for Shares subject to the terms and conditions stipulated in the Share Option Scheme. The Company has adopted the Share Option Scheme as an incentive to Directors and eligible employees.

Subject to the terms of the Share Option Scheme, the Board may, at its discretion, invite any “Eligible Persons” to take up option(s) (“**Option(s)**”) to subscribe for Shares granted pursuant to the Share Option Scheme at a price calculated as discussed below. Upon acceptance of the Option, the Eligible Person shall pay HK\$1.00 to the Company by way of consideration for the grant. The Option will be offered for acceptance for a period of 28 days from the date on which the Option is granted. “Eligible Persons” means any full-time or part-time employee of the Company or any member of the Group, including any executive Directors, non-executive Directors and independent non-executive Directors, suppliers, customers, agents, advisors and consultants of the Group who, in the sole opinion of the Board, will contribute or have contributed to the Group.

OTHER INFORMATION

Any grant of Options must not be made after inside information has come to our knowledge until such inside information has been announced in accordance with the requirements of the Listing Rules. In particular, during the period commencing one month immediately preceding the earlier of (i) the date of the Board meeting (as such date is first notified to the Stock Exchange in accordance with the Listing Rules) for the approval of the Company's results for any year, half-year, quarter-year period or any other interim period (whether or not required under the Listing Rules), and (ii) the deadline for the Company to publish an announcement of its results for any year, half-year, quarter-year period or any interim period (whether or not required under the Listing Rules), and ending on the date of the results announcement, no Option may be granted. The period during which no Option may be granted will cover any period of delay in the publication of results announcement. Our Directors may not grant any Option to an Eligible Person who is our Director during the periods or times in which directors of the listed issuer are prohibited from dealing in shares pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules or any corresponding code or securities dealing restrictions adopted by the Company.

The total number of Shares issued and to be issued upon exercise of the Options granted to a Participant under the Share Option Scheme and any other share option schemes of the Company (including both exercised and outstanding Options) in any 12-month period must not exceed 1% of the Shares in issue from time to time. Any further grant of options in excess of this 1% limit shall be subject to issuance of a circular by the Company and approved by the Shareholders in accordance with the Listing Rules.

The subscription price for the Shares subject to Options will be a price determined by the Board and notified to each Participant and shall be the highest of (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the Options, which must be a trading day; (ii) the average closing price of the Shares as stated in the Stock Exchange's daily quotations sheets for the five trading days immediately preceding the date of grant of the Options; and (iii) the nominal value of a Share.

The total number of Shares which may be issued upon the exercise of all Options to be granted under the Share Option Scheme and any other share option schemes of the Company must not, in aggregate, exceed 50,000,000 Shares, which represents 8.26% of the Shares in issue as at the date of this report (the "**Scheme Mandate Limit**") provided that the Options lapsed in accordance with the terms of the Share Option Scheme or any other share option schemes of the Company will not be counted for the purpose of calculating the Scheme Mandate Limit.

OTHER INFORMATION

Subject to the approval of Shareholders in general meeting, the Company may refresh the Scheme Mandate Limit to the extent that the total number of Shares which may be issued upon exercise of all Options to be granted under the Share Option Scheme and any other share option schemes of the Company under the Scheme Mandate Limit as refreshed must not exceed 10% of the Shares in issue as at the date of such Shareholders' approval provided that Options previously granted under the Share Option Scheme and any other share option schemes of the Company (including those outstanding, cancelled, exercised or lapsed in accordance with the terms thereof) will not be counted for the purpose of calculating the Scheme Mandate Limit as refreshed. In relation to the Shareholders' approval referred to in this paragraph, the Company shall send a circular to our Shareholders containing our information required by the Listing Rules.

Subject to the approval of Shareholders in general meeting, the Company may also grant Options beyond the Scheme Mandate Limit provided that Options in excess of the Scheme Mandate Limit are granted only to the Eligible Persons specifically identified by the Company before such Shareholders' approval is sought. In relation to the Shareholders' approval referred to in this paragraph, the Company shall send a circular to its Shareholders containing a generic description of the identified Eligible Persons, the number and terms of the Options to be granted, the purpose of granting Options to the identified Eligible Persons, an explanation as to how the terms of such Options serve the intended purpose and such other information required by the Listing Rules.

Notwithstanding the foregoing, the Company may not grant any Options if the number of Shares which may be issued upon exercise of all outstanding Options granted and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company exceeds 30% of the Shares in issue from time to time.

The Share Option Scheme will be valid and effective for a period of 10 years commencing on 23 April 2019 and remains in force until 22 April 2029, after which period no further Options may be granted but the provisions of the Share Option Scheme shall remain in full force and effect in all other respects and Options granted during the life of the Share Option Scheme may continue to be exercisable in accordance with their terms of issue.

An Option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period to be determined and notified by the Board to each Participant provided that the period within which the Option must be exercised shall not be more than 10 years from the date of the grant of Option. The exercise of an Option may be subject to the administration of the Board whose decision as to all matters arising from or in relation to the Share Option Scheme or its interpretation or effect shall be final and binding on all parties to the Share Option Scheme.

OTHER INFORMATION

No share option has been granted, exercised, expired, forfeited, cancelled or lapsed under the Share Option Scheme since its adoption up to 30 June 2025. As at 1 January 2025 and 30 June 2025, (i) there were no outstanding Options under the Share Option Scheme; (ii) the total number of share options available for grant under the Share Option Scheme was 50,000,000; and (iii) no service provider sublimit was set. The total number of Shares which may be issued upon exercise of all share options to be granted under the Share Option Scheme during the year ended 30 June 2025 (i.e. 50,000,000) divided by the weighted average number of Shares in issue for the six months ended 30 June 2025 (i.e. 605,580,000) was approximately 8.26%.

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

None of the Company or any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares (as defined under the Listing Rules), if any) during the Reporting Period.

As at 30 June 2025, there were no treasury shares (as defined under the Listing Rules) held by the Company.

CORPORATE GOVERNANCE

The Company is committed to maintain high standards of corporate governance to protect the interests of its Shareholders and to enhance corporate value and accountability. The Company has adopted the code provisions and, where applicable, the recommended best practices set out in the Corporate Governance Code ("CG Code") set out in Appendix C1 to the Rules Governing the Listing of securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

To the best knowledge, belief and information of the Directors, the Company had complied with all applicable code provisions under the CG Code and there has been no deviation from the code provisions of the CG Code for the Reporting Period.

CHANGES IN DIRECTORS' INFORMATION UNDER RULE 13.51B (1) OF THE LISTING RULES

Save as disclosure in this interim report, there are no other changes to the Directors' information as required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules for the Reporting Period and up to the date of this report.

OTHER INFORMATION

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix C3 to the Listing Rules as its own code of conduct regarding Directors’ securities transactions. Having made specific enquiries with all the Directors, each of the Directors has confirmed that he/she has complied with the Model Code during the Reporting Period.

DIVIDEND

The Board takes into account the Group’s overall results of operation, financial position and capital requirements, among other factors, in considering the declaration of dividends. The Board does not recommend payment of any dividend in respect of the six months ended 30 June 2025.

AUDIT COMMITTEE

The audit committee of the Company, comprising three independent non-executive Directors, namely Mr. Yu Kwan Tseung, Alvin, Ms. Tung Ching and Mr. Tam Tsz Hin, has reviewed with the management the unaudited interim results for the six months ended 30 June 2025, accounting principles and practices adopted by the Group and discussed internal controls, risk management and financial reporting matters including a review of the unaudited interim financial information.

On behalf of the Board

Li Chun Ho

Chairman

Hong Kong, 29 August 2025

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2025

	Notes	Six months ended 30 June	
		2025 MOP'000 (Unaudited)	2024 MOP'000 (Unaudited)
Revenue	2	1,050	6,126
Direct costs		(1,012)	(5,948)
Gross profit		38	178
Other income and other gains, net		–	1
Impairment loss allowance on financial assets and contract assets		(48,978)	(42,801)
Administrative expenses		(5,413)	(14,422)
Finance costs	3	(3,690)	(1,538)
Loss before tax	3	(58,043)	(58,582)
Income tax expense	4	–	–
Loss for the period		(58,043)	(58,582)
Other comprehensive income			
Item that may be subsequently reclassified to profit and loss:			
Exchange differences arising on translation of foreign operation		–	20
Loss and total comprehensive expense for the period attributable to owners of the Company		(58,043)	(58,562)
Loss per share			
Basic (MOP cents)	5	(9.6)	(11.6)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	30 June 2025 MOP'000 (Unaudited)	31 December 2024 MOP'000 (Audited)
Non-current assets			
Property and equipment	6	1,035	1,159
Deposits	8	23	23
		1,058	1,182
Current assets			
Trade receivables	7	24,340	78,850
Other receivables, deposits and prepayments	8	39,544	39,365
Contract assets		2,306	2,247
Amount due from a related party		23	23
Pledged bank deposits	9	15,340	15,340
Bank balances and cash	9	610	833
		82,163	136,658
Current liabilities			
Trade and other payables and accruals	10	95,619	93,456
Contract liabilities		26,273	26,758
Tax payable		24,437	24,437
Bank borrowings	11	53,484	51,707
Bank overdrafts	9	5,908	5,939
		205,721	202,297
Net current liabilities		(123,558)	(65,639)
Net liabilities		(122,500)	(64,457)
Capital and reserves			
Share capital	13	6,237	6,237
Reserves		(128,737)	(70,694)
Total deficit		(122,500)	(64,457)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

Attributable to owners of the Company

	Share capital MOP'000	Share premium MOP'000	Legal reserve MOP'000	Other reserve MOP'000	Statutory surplus reserve MOP'000	Translation reserve MOP'000	Accumulated losses MOP'000	Total MOP'000
At 1 January 2025 (audited)	6,237	265,684	500	(75,121)	143	(2,528)	(259,372)	(64,457)
Loss and total comprehensive expense for the period	-	-	-	-	-	-	(58,043)	(58,043)
At 30 June 2025 (unaudited)	6,237	265,684	500	(75,121)	143	(2,528)	(317,415)	(122,500)

Attributable to owners of the Company

	Share capital MOP'000	Share premium MOP'000	Legal reserve MOP'000	Other reserve MOP'000	Statutory surplus reserve MOP'000	Translation reserve MOP'000	Accumulated losses MOP'000	Total MOP'000
At 1 January 2024 (audited)	5,198	264,634	500	(75,121)	143	(788)	(210,449)	(15,883)
Loss for the period	-	-	-	-	-	-	(58,582)	(58,582)
Other comprehensive income for the period	-	-	-	-	-	20	-	20
Total comprehensive expense for the period	-	-	-	-	-	20	(58,582)	(58,562)
At 30 June 2024 (unaudited)	5,198	264,634	500	(75,121)	143	(768)	(269,031)	(74,445)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

	Six months ended 30 June 2025 MOP'000 (Unaudited)	2024 MOP'000 (Unaudited)
OPERATING ACTIVITIES		
NET CASH USED IN OPERATING ACTIVITIES	(192)	(3,231)
INVESTING ACTIVITIES		
Bank interest received	–	1
NET CASH GENERATED FROM INVESTING ACTIVITIES	–	1
FINANCING ACTIVITIES		
New bank borrowings raised	–	3,358
Repayment of bank borrowings	–	(1,854)
Repayment of lease liabilities	–	(48)
Interest paid	–	(1,040)
NET CASH GENERATED FROM FINANCING ACTIVITIES	–	416
NET DECREASE IN CASH AND CASH EQUIVALENTS	(192)	(2,814)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE PERIOD	(5,106)	(1,686)
EFFECT OF FOREIGN EXCHANGE RATE CHANGE	–	8
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	(5,298)	(4,492)
ANALYSIS OF COMPONENTS OF CASH AND CASH EQUIVALENTS represented by		
Bank balance and cash	610	2,061
Bank overdrafts	(5,908)	(6,553)
	(5,298)	(4,492)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

1. BASIS OF PREPARATION

Wai Hung Group Holdings Limited (the “**Company**”) was incorporated as an exempted company in the Cayman Islands on 9 April 2018. The address is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and the principal place of business in Hong Kong is Unit 13, 24th Floor, Honour Industrial Centre, 6 Sun Yip Street, Chai Wan, Hong Kong.

The principal activity of the Company is investment holding. The principal activities of the Company and its subsidiaries (collectively the “**Group**”) are providing fitting-out services and repair and maintenance services in Macau.

The interim financial information has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, including compliance with Hong Kong Accounting Standard (HKAS) 34, Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants (HKICPA).

The interim financial information has been prepared in accordance with the same accounting policies adopted in the 2024 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2025 annual financial statements. Details of any changes in accounting policies are set out in note 1 (later part of this note).

The preparation of interim financial information in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The interim financial information contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2024 annual financial statements. The condensed consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with HKFRS Accounting Standards.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

1. BASIS OF PREPARATION (CONTINUED)

The financial information relating to the financial year ended 31 December 2024 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements.

Other than additional accounting policies resulting from application of amendments to HKFRS Accounting Standards, the accounting policies and methods of computation used in the condensed consolidated financial statement for the six months ended 30 June 2025 are the same as those presented in the Group's annual financial statement for the year ended 31 December 2024.

In the current interim period, the Group has applied the following amendment to HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") for the first time, which is mandatory effective for the annual period beginning on or after 1 January 2025 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKAS 21

Lack of Exchangeability

The application of the amendment to HKFRS Accounting Standards in the current period has had no material impact on the Group's financial position and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

The HKICPA has issued a new amendment to HKFRS Accounting Standards that is first effective for the current accounting period of the Group. None of these have had a material effect on the Group's results and financial position for the current or prior periods have been prepared or presented in the interim financial report. The Group has not applied any new standards or interpretation that are not yet effective for the current accounting period.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

2. REVENUE AND SEGMENT INFORMATION

Revenue represents the fair value of amounts received and receivable from the provision of fitting-out and repair and maintenance service by the Group to external customers. The Group's revenue is mainly derived from provision of fitting-out services and repair and maintenance services in Macau.

Revenue

Timing of revenue recognition and category of revenue

	Six months ended 30 June	
	2025	2024
	MOP'000	MOP'000
	(Unaudited)	(Unaudited)
Recognised over time and short-term contracts: – provision of fitting-out services	1,050	6,126

The customers of the Group are mainly hotel and casino operators in Macau. All of the Group's provision of fitting-out services and repair and maintenance services are made directly with the customers. Contracts with the Group's customers are mainly fixed-price contracts.

Segment information

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (the "CODM"), being the executive Directors of the Company, in order for the CODM to allocate resources and to assess performance. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

2. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Segment information (Continued)

Specifically, the Group's reportable and operating segments under HKFRS 8 "Operating Segments" are as follows:

- (a) fitting-out services; and
- (b) repair and maintenance services.

The CODM makes decisions according to the operating results of each segment. No analysis of segment asset and segment liability is presented as the CODM does not regularly review such information for the purposes of resources allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

Segment revenue and results

Six months ended 30 June 2025 (Unaudited)

	Fitting-out services MOP'000	Repair and maintenance services MOP'000	Total MOP'000
Segment revenue	1,050	–	1,050
Segment results	(48,940)	–	(48,940)
Administrative expense			(5,413)
Finance costs			(3,690)
Loss before tax			(58,043)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

2. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Segment information (Continued)

Segment revenue and results (Continued)

Six months ended 30 June 2024 (Unaudited)

	Fitting-out services MOP'000	Repair and maintenance services MOP'000	Total MOP'000
Segment revenue	6,126	–	6,126
Segment results	(42,623)	–	(42,623)
Other income and other gains, net			1
Administrative expense			(14,422)
Finance costs			(1,538)
Loss before tax			(58,582)

The accounting policies of the operating and reportable segments are the same as the Group's accounting policies. Segment results mainly represented profit earned by each segment, excluding other income, other losses, administrative expenses and finance costs.

3. LOSS BEFORE TAX

	Six months ended 30 June 2025 MOP'000 (Unaudited)	2024 MOP'000 (Unaudited)
Loss before tax has been arrived at after charging:		
Auditor's remuneration	–	50
Depreciation on right-of-use assets and depreciation on property and equipment	124	234
Finance cost		
Interests on bank borrowings and bank overdrafts	3,690	1,538

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

4. INCOME TAX EXPENSE

No provision for Macau Complementary Income Tax is provided for the periods ended 30 June 2025 and 2024 as the Group had no assessable profits for the periods ended.

No provision for Enterprise Income Tax of the PRC and Hong Kong Profits Tax has been made as the Group had no assessable profits subject to tax in the PRC and Hong Kong for the periods ended 30 June 2025 and 2024.

5. LOSS PER SHARE

The calculation of basic loss per share is based on the following data:

	Six months ended 30 June	
	2025	2024
	(Unaudited)	(Unaudited)
Loss:		
Loss for the purpose of calculating basic loss per share (loss for the period) (MOP'000)	(58,043)	(58,582)
Number of shares:		
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	605,580,000	504,650,000

No diluted loss per share for both periods was presented as there were no potential ordinary shares in issue during both periods.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

6. PROPERTY AND EQUIPMENT

During the six months ended 30 June 2025, there are no additions and disposal in the property, plant and equipment are recorded (2024: Nil). The depreciation of property, plant and equipment was approximately MOP124,000 during the six months ended 30 June 2025 (2024: MOP185,000).

7. TRADE RECEIVABLES

The Group grants credit terms of 30 days to its customers from the date of invoices on progress payments of contract works. An ageing analysis of the trade receivables presented based on the invoice date which is approximately one month after the related revenue being recognised, at the end of each reporting period is as follows:

	30 June 2025 MOP'000 (Unaudited)	31 December 2024 MOP'000 (Audited)
0–30 days	178	176
31–60 days	312	3,068
61–90 days	501	–
91–365 days	2,711	38,478
Over 365 days	155,844	123,356
	159,546 (135,206)	165,078 (86,228)
	24,340	78,850

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

8. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	30 June 2025 MOP'000 (Unaudited)	31 December 2024 MOP'000 (Audited)
Rental deposits	428	428
Deposits paid for tenders	41,879	41,879
Prepayments to sub-contractors	930	930
Other receivables	2,459	2,280
	45,696	45,517
Less: Impairment loss allowance	(6,129)	(6,129)
Total	39,567	39,388
Classified as non-current assets	23	23
Classified as current assets	39,544	39,365
Total	39,567	39,388

9. PLEDGED BANK DEPOSITS/BANK BALANCES AND CASH/BANK OVERDRAFTS

Pledged bank deposits as at 30 June 2025 are pledged to secure the bank overdrafts and bank borrowings of the Group which carry interest at prevailing market rate of 0.01% (31 December 2024: 0.01%) per annum.

As at 30 June 2025, bank balances and cash comprise of cash held and short-term bank deposits with an original maturity of three months or less which carry interest at prevailing market rate of 0.01% (31 December 2024: 0.01%) per annum.

As at 30 June 2025, bank overdrafts carry interest at market rate of 5.58% (31 December 2024: 5.58%) per annum.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

10. TRADE AND OTHER PAYABLES AND ACCRUALS

	30 June 2025 MOP'000 (Unaudited)	31 December 2024 MOP'000 (Audited)
Trade payables	18,605	17,418
Retention payables	22,958	22,980
Accruals and other payables	31,063	30,065
Amount due to a director (Note)	22,993	22,993
	95,619	93,456

Note: Amount represented the amount due to Mr. Li, an executive director of the Company, which was unsecured, interest-free and repayable on demand.

The credit period granted to the Group by subcontractors/suppliers normally being 0–30 days. The following is an ageing analysis of trade payables based on the invoice date at the end of each reporting period:

	30 June 2025 MOP'000 (Unaudited)	31 December 2024 MOP'000 (Audited)
0–30 days	154	–
31–60 days	285	–
61–90 days	748	–
Over 90 days	17,418	17,418
	18,605	17,418

Retention payables to subcontractors are interest-free and payable at the end of the defects liability period of individual contracts (i.e. one year after completion of respective project). All retention payables are expected to be settled within one year based on the expiry date of the defects liability period.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

11. BANK BORROWINGS

	30 June 2025 MOP'000 (Unaudited)	31 December 2024 MOP'000 (Audited)
Secured bank borrowings repayable within one year	53,484	51,707

The bank borrowings are at floating rate which carry interest at MOP and HK\$ prime lending rate plus/minus a spread. The effective interest rate on the Group's bank borrowings was 7% per annum as at 30 June 2025 (31 December 2024: 6%).

The bank borrowings and other bank facilities including performance guarantee by the Group are secured by the pledged bank deposits of MOP15,263,000 as at 30 June 2025 and 31 December 2024.

During the period ended 30 June 2025, in respect of bank borrowings and overdrafts with a carrying amount of approximately MOP59,392,000 as at 30 June 2025, the Group was default in repayment. Thus, the relevant bank borrowings become immediately due and payable should the lenders exercise their rights under the bank loan agreement. The Directors of the Company commenced to discuss the terms of the borrowings with the relevant banks. Up to the date of approval for issuance of the consolidated financial statements, the negotiations are still in progress.

12. DIVIDENDS

The Directors did not recommend the payment of a dividend by the Company for the six months ended 30 June 2025. No dividend was declared or paid by the Company during the six months ended 30 June 2024 to its equity shareholders.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

13. SHARE CAPITAL

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

	Number of shares	Amount MOP	MOP'000
Ordinary shares of HK\$0.01 each			
Authorised:			
At 1 January 2024 and 31 December 2024 (audited)	1,000,000,000	10,300,000	10,300
At 1 January 2025 and 30 June 2025 (unaudited)	1,000,000,000	10,300,000	10,300
Issued and fully paid:			
At 1 January 2024 (audited)	504,650,000	5,197,895	5,198
Issue of shares upon placing (Note)	100,930,000	1,039,579	1,039
At 31 December 2024 (audited)	605,580,000	6,237,474	6,237
At 1 January 2025 and 30 June 2025 (unaudited)	605,580,000	6,237,474	6,237

Note: On 16 September 2024, the Company and a placing agent entered into a placing agreement to subscribe for up to 100,930,000 ordinary shares at the placing price of HK\$0.02 per share. The new shares were issued under the general mandate granted to the directors of the Company pursuant to an ordinary resolution of the Company passed at the annual general meeting held on 31 May 2024. The 100,930,000 new ordinary shares, with par value of HK\$0.0103 each, were placed to not less than six independent placees on 7 October 2024 with net proceeds of approximately HK\$2.03 million.

14. REVIEW OF INTERIM FINANCIAL REPORT

The unaudited interim financial report for the six months ended 30 June 2025 has been reviewed by the Audit Committee with no disagreement.