

WORLDGATE GLOBAL LOGISTICS LTD

盛良物流有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 8292



2025
INTERIM REPORT

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the main board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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



FINANCIAL RESULTS

The board of Directors of the Company (the “**Board**”) is pleased to present the unaudited condensed consolidated financial results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the six months ended 30 June 2025 (the “**Interim Financial Statements**”) together with the comparative figures for the corresponding periods in 2024 as follows:

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2025

		2025 (Unaudited) RM'000	2024 (Unaudited) RM'000
	Notes		
Revenue	4	55,828	36,202
Cost of sales		(48,720)	(33,980)
Gross profit		7,108	2,222
Other income and net gains		513	1,240
Share of loss from an associate		–	(611)
Selling and administrative expenses		(10,100)	(9,164)
Finance costs		(227)	(238)
Loss before income tax expense	5	(2,706)	(6,551)
Income tax expense	7	(34)	(37)
Loss for the period		(2,740)	(6,588)
Other comprehensive income/ (expenses):			
<i>Items that may be reclassified subsequently to profit or loss</i>			
– Exchange differences on translation foreign operations		2,936	(334)
Total comprehensive income/ (expenses) for the period		196	(6,922)



	Notes	2025 (Unaudited) RM'000	2024 (Unaudited) RM'000
Loss for the period attributable to			
Owners of the Company		(2,639)	(6,404)
Non-controlling interests		(101)	(184)
		(2,740)	(6,588)
Total comprehensive income/ (expense) for the period attributable to			
Owners of the Company		75	(6,744)
Non-controlling interests		121	(178)
		196	(6,922)
		RM	RM
Loss per share			
Basic and diluted loss per share	8	(0.37) sen	(1.01) sen

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	Notes	As at 30 June 2025 (Unaudited) RM'000	As at 31 December 2024 (Audited) RM'000
Non-current assets			
Property, plant and equipment		4,603	2,047
Right-of-use assets		53	341
Financial assets at fair value through profit or loss	10	8,906	9,562
		13,562	11,950
Current assets			
Inventories		4,733	4,587
Trade and other receivables	9	25,405	22,701
Financial assets at fair value through profit or loss	10	433	433
Tax recoverable		212	225
Cash and bank balances		7,086	7,433
		37,869	35,379
Current liabilities			
Trade and other payables	11	12,502	14,858
Contract liabilities		2,722	1,996
Bank borrowings and overdrafts		2,580	2,902
Tax payables		195	75
Lease liabilities		930	1,188
		18,929	21,019
Net current assets		18,940	14,360
Total assets less current liabilities		32,502	26,310



		As at 30 June 2025 (Unaudited) RM'000	As at 31 December 2024 (Audited) RM'000
	Notes		
Non-current liabilities			
Bank borrowings		795	1,646
Lease liabilities		–	423
		795	2,069
Net assets		31,707	24,241
Capital and reserves			
Share capital	12	40,982	33,712
Reserves		(8,551)	(8,626)
Equity attributable to owners of the Company		32,431	25,086
Non-controlling interests		(724)	(845)
Total equity		31,707	24,241

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

	(Unaudited)							
	Attributable to Owners of the Company						Non-	Total
	Share capital RM'000	Share premium RM'000	Merger reserve RM'000	Exchange reserve RM'000	Accumulated losses RM'000	Total RM'000	controlling interests RM'000	equity RM'000
Balance at 1 January 2024	33,712	37,382	16,972	3,623	(55,433)	36,256	213	36,469
Loss for the period	-	-	-	-	(6,404)	(6,404)	(184)	(6,588)
Other comprehensive (expense)/ income for the period	-	-	-	(340)	-	(340)	6	(334)
Total comprehensive income/ (expense) for the period	-	-	-	(340)	(6,404)	(6,744)	(178)	(6,922)
Balance at 30 June 2024	33,712	37,382	16,972	3,283	(61,837)	29,512	35	29,547

	(Unaudited)							
	Attributable to Owners of the Company						Non-	
	Share capital RM'000	Share premium RM'000	Merger reserve RM'000	Exchange reserve RM'000	Accumulated losses RM'000	Total RM'000	controlling interests RM'000	Total equity RM'000
Balance at 1 January 2025	33,712	37,382	16,972	(1,367)	(61,613)	25,086	(845)	24,241
Loss for the period	-	-	-	-	(2,639)	(2,639)	(101)	(2,740)
Issuance of new shares under placing	7,270	-	-	-	-	7,270	-	7,270
Other comprehensive (expense)/ income for the period	-	-	-	2,714	-	2,714	222	2,936
Total comprehensive income/ (expense) for the period	-	-	-	2,714	(2,639)	75	121	196
Balance at 30 June 2025	40,982	37,382	16,972	1,347	(64,252)	32,431	(724)	31,707



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

	Six months ended 30 June	
	2025 (Unaudited) RM'000	2024 (Unaudited) RM'000
Net cash used in operating activities	(7,342)	(4,997)
Cash flows from investing activities		
Purchases of property, plant and equipment	(1,963)	(1,733)
Interest received	538	360
Proceed from disposal of property, plant and equipment	–	4
Net cash used in investing activities	(1,425)	(1,369)
Cash flows from financing activities		
Raise of new loans	492	2,886
Repayment of bank borrowings	(40)	(3,810)
Repayment of lease liabilities	(680)	(439)
Interest paid on bank borrowings	(270)	(152)
Interest paid on lease liabilities	(169)	(86)
Proceed from placement of shares	7,270	–
Net cash generated from/(used in) financing activities	6,603	(1,601)
Net decrease in cash and cash equivalents	(2,164)	(7,967)
Cash and cash equivalents at beginning of period	6,054	21,681
Effects of exchange rate changes	3,196	(340)
Cash and cash equivalents at end of period	7,086	13,374
Represented by:		
Cash and bank balances	7,086	13,768
Bank overdrafts	–	(394)
	7,086	13,374

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

Worldgate Global Logistics Ltd (the “**Company**”) was incorporated in the Cayman Islands as an exempted company with limited liability on 18 February 2016 under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The Company’s shares (the “**Shares**”) were listed on the GEM of the Stock Exchange on 6 July 2016.

The address of the Company’s registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands. Its principal place of business in Hong Kong, Malaysia and Vietnam are located at Unit 5D, 5/F, Hang Cheong Factory Building, No. 1 Wing Ming Street, Kowloon, Hong Kong, No. 42, Jalan Puteri 2/2, Bandar Puteri Puchong, 47100 Puchong, Selangor Darul Ehsan, Malaysia, and Lot 6, Dien Nam – Dien Ngoc Industrial Zone, Dien Ngoc Ward, Dien Ban Township, Quang Nam Province, Vietnam, respectively.

The Company is an investment holding company and the principal activities of its subsidiaries (together with the Company, collectively referred to as the “**Group**”) are providing international freight forwarding and logistics services, with a primary focus on air/sea freight forwarding and related services, trucking and warehousing to customers worldwide in Malaysia and Hong Kong, trading of used mobile phones in Hong Kong and manufacturing and trading of plastic products in Vietnam.

2. Basis of Preparation and Accounting Policies

These unaudited condensed financial statements are prepared in accordance with HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and the applicable disclosure requirements of the GEM Listing Rules and by the Hong Kong Companies Ordinance. They have been prepared under the historical cost basis except for certain financial instruments, which are measured at fair value. The functional currency of the Company is Hong Kong dollars (“**HK\$**”), while the unaudited condensed consolidated financial statements are presented in Malaysian Ringgit (“**RM**”), which is the functional currency of the Company’s major subsidiaries.

The accounting policies and methods of computation used in the preparation of the Interim Financial Statements are consistent with those adopted in the annual report for the year ended 31 December 2024 (the “**2024 Annual Report**”), except for the adoption of the new and revised HKFRS Accounting Standards, which are effective for the financial year beginning on or after 1 January 2025. The adoption of the new and revised HKFRS Accounting Standards had no material effect on how the results and financial position for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required. The Interim Financial Statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the 2024 Annual Report.



3. Segment Information

The Group manages its businesses by business lines in a manner consistent with the way in which information is reported internally to the Group's Chief Operating Decision Maker ("**CODM**"), being the executive directors of the Company, for the purposes of resource allocation and performance assessment.

The Group has three (2024: three) reportable segments. The segments are managed separately because each segment offers different products and services and requires different strategies. The Group's reportable and operating segments are as follows:

- Freight forwarding and related services
- Trading of used mobile phones
- Manufacturing and sale of plastic products

The freight forwarding services, manufacturing and trading business are designated by the CODM as principal activities of the Group and they are separately reviewed and evaluated for management reporting purpose.

No operating segments have been aggregated to form the reportable segments.

Management monitors the results of its operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss), which is measure of adjusted profit/(loss) before taxation. The adjusted profit/(loss) before taxation is measured consistently with the Group's loss before taxation, but share of results of an associate and fair value changes on financial assets at fair value through profit or loss, and unallocated corporate expenses, being central administrative costs, are excluded from such measurement.

3. Segment Information (Continued)

(a) Segment revenue and results

For the six months ended 30 June

	Freight forwarding and related services		Manufacturing and trading of plastic product		Trading of used mobile phones		Total	
	2025	2024	2025	2024	2025	2024	2025	2024
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue from external customer	21,097	16,072	13,354	12,578	21,377	7,552	55,828	36,202
Reportable segment (loss)/profit	(398)	(1,621)	58	(376)	(570)	(3,360)	(910)	(5,357)
Interest income	34	72	-	1	-	-	34	73
Finance costs	(110)	(121)	(117)	(117)	-	-	(227)	(238)
Depreciation of property, plant and equipment and right-of-use assets	(214)	(704)	-	(507)	-	(160)	(214)	(1,371)
Taxation	(34)	(37)	-	-	-	-	(34)	(37)

(b) Geographic information

Information about the Group's revenue from external customers is presented based on the location of the operation. For revenue from cross-border transportation services, it is presented based on the location where the contract is negotiated and effected.

The following table provides an analysis of the Group's revenue from external customers.

	Six months ended 30 June	
	2025	2024
	(Unaudited)	(Unaudited)
	RM'000	RM'000
Malaysia (place of domicile)	21,097	16,072
The People's Republic of China ("PRC") including Hong Kong	21,377	7,552
Vietnam	13,354	12,578
	55,828	36,202



4. Revenue

	Six months ended 30 June	
	2025	2024
	(Unaudited) RM'000	(Unaudited) RM'000
Types of goods and services		
Recognised on over time basis:		
Air freight forwarding and related services	8,692	4,240
Sea freight forwarding and related services	10,854	10,770
Trucking and warehouse and related services	1,551	1,062
	21,097	16,072
Recognised on at a point in time basis		
Manufacturing and trading of plastic products	13,354	12,578
Trading of used mobile phones	21,377	7,552
	34,731	20,130
	55,828	36,202

5. Loss before Income Tax Expense

	Six months ended 30 June	
	2025	2024
	(Unaudited) RM'000	(Unaudited) RM'000
Loss before income tax expense is arrived at after charging:		
Depreciation of property, plant and equipment:		
– owned	24	84
– rights-of-use assets	203	585
Employee costs (including director's remuneration)	8,809	6,680
Finance costs		
– bank overdrafts	54	22
– bank borrowings	127	130
– lease liabilities	46	86

6. Dividends

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2025 (2024: nil).

7. Income Tax Expense

The amount of income tax expense in the consolidated statements of comprehensive income represents:

	Six months ended 30 June	
	2025	2024
	(Unaudited)	(Unaudited)
	RM'000	RM'000
Current tax		
Malaysia income tax		
– charge for the period	34	37
Vietnam income tax		
– charge for the period	–	–
Hong Kong profits tax		
– charge for the period	–	–
Deferred tax		
– charge for the period	–	–
Income tax expense	34	37

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of Cayman Islands and accordingly, is not subject to income tax in the Cayman Islands.

Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity are taxed at 8.25%, and profits above HK\$2 million are 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%.

The directors considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the consolidated financial statements. Hong Kong Profits Tax is calculated at 16.5% (2024: 16.5%) of the estimated assessable profit for both years.



7. Income Tax Expense (Continued)

Malaysia income tax is calculated at the statutory rate of 24% (2024: 24%) of the estimated taxable profit for the year. Certain subsidiaries incorporated in Malaysia enjoy tax rate of 17% (2024: 17%) on the first RM500,000 and remaining balance of the estimated taxable profit at tax rate of 24% (2024: 24%).

Vietnam income tax is calculated at the statutory rate of 20% (2024: 20%) of the estimated taxable profits for the year. No provision for Vietnam income tax has been made as the Group did not generate assessable profits for the periods ended 30 June 2025 and 2024.

No provision for Hong Kong Profits tax has been made as the Group did not generate assessable profits for the periods ended 30 June 2025 and 2024.

8. Loss per Share

The calculation of loss per share is based on the loss attributable to owners of the Company and the weighted average number of ordinary shares in issue during the respective periods.

The calculation on basic and diluted loss per share is based on the following information:

	Six months ended 30 June	
	2025 (Unaudited) RM'000	2024 (Unaudited) RM'000
Loss		
Loss for the period attributable to owners of the Company	(2,639)	(6,404)
	Number of shares	
Shares		
Weighted average number of ordinary shares for the purposes of basic and diluted loss per shares in issue during the period	719,488,000	633,600,000

No adjustment is made in arriving at diluted loss per share as there were no potential ordinary shares in issue for both periods ended 30 June 2025 and 2024.

9. Trade and Other Receivables

The average credit period granted to trade debtors ranging from 30–120 days from the invoice date.

	As at 30 June 2025 (Unaudited) RM'000	As at 31 December 2024 (Audited) RM'000
Trade receivables arising from contract with customers	16,020	22,330
Less: Allowance for credit losses	(6,189)	(6,631)
	9,831	15,699
Deposits, prepayment and other receivables	15,472	7,002
	25,303	22,701

The following is an ageing analysis of the trade receivables presented based on the invoice date:

	As at 30 June 2025 (Unaudited) RM'000	As at 31 December 2024 (Audited) RM'000
Within 1 month	6,024	11,200
1–2 months	1,752	3,782
2–3 months	938	901
Over 3 months	7,306	6,447
	16,020	22,330

At the end of each of the reporting periods, the Group reviews trade receivables for evidence of impairment on both individual and collective basis. The Group did not hold any collateral as security or other credit enhancement over the trade receivables.



10. Financial Assets at Fair Value Through Profit or Loss

	As at 30 June 2025 (Unaudited) RM'000	As at 31 December 2024 (Audited) RM'000
Financial assets designated at FVTPL:		
Equity securities listed in Bursa Malaysia Berhad	433	433
Unlisted equity investment (<i>note (i)</i>)	8,906	9,562
	9,339	9,995
Current portion	433	433
Non-current portion	8,906	9,562
	9,339	9,995

Note:

- (i) The unlisted equity investments represented 18.2% of the Group's total asset. The Group is invest in equity interest in private entities established in Hong Kong. The Group does not intend to disposal of it within twelve months from the end of the reporting period. The unlisted equity investments are principally engaged in development and marketing of visual technology software products, provision of related consulting services, securities dealing, investment advisory and asset management, corporate finance, financial advisory and placing and underwriting business respectively.

11. Trade and Other Payables

The aging analysis of trade payables of the Group based on the invoice date are as follows:

	As at 30 June 2025 (Unaudited) RM'000	As at 31 December 2024 (Audited) RM'000
Within 1 month	309	4,345
1 to 2 months	1,016	1,757
2 to 3 months	602	178
More than 3 months but less than 12 months	2,575	2,477
Total trade payables	4,502	8,757
Accruals and other payables	8,000	6,101
Total trade and other payables	12,502	14,858

Trade payables are non-interest bearing. The Group is normally granted credit terms ranging from 0 to 30 days from the invoice date.



12. Share Capital

	Number of shares	Amount HK\$'000	Amount RM'000
Authorised:			
Ordinary shares of HK\$0.1 each as at			
1 January 2024, 31 December 2024,			
1 January 2025 and 30 June 2025	1,000,000,000	100,000	53,540
Issued and fully paid:			
As at 1 January 2024, 31 December 2024			
and 1 January 2025	633,600,000	63,360	33,712
Issuance of shares under placing ^(Notes)	126,720,000	12,672	7,270
As at 30 June 2025	760,320,000	76,032	40,982

Note: On 12 February 2025, the Company and Grand Moore Capital Limited as the Placing Agent entered into the Placing Agreement pursuant to which the Company appointed the Placing Agent to place, on a best-effort basis and subject to the fulfillment of the condition precedent to the Placing, a maximum of 126,720,000 Placing Shares to not less than six independent Placees at a price of HK\$0.1 per Placing Share.

The completion of the Placing took place on 28 February 2025. An aggregate of 126,720,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares, had been successfully placed to not less than six Placees at the Placing Price of HK\$0.1 per Placing Share. The aggregate nominal value of the Placing Shares was HK\$12,672,000.

The holders 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.

13. Related Party Transactions

The remuneration of directors and other members of key management were as follows:

	Six months ended 30 June	
	2025	2024
	(Unaudited) RM'000	(Unaudited) RM'000
Wages and salaries	1,101	983
Contributions to retirement benefits schemes	15	65
	1,116	1,048



MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

Integrated Logistic Service Business

The Group offers a comprehensive and wide range of services to meet its customers' needs, including air/sea freight forwarding and related services, trucking and warehousing and related services. In addition, the Group provides value-added services such as supply chain management services including pick & pack, distribution and stock & inventory report, security escort services and tracking services. These services are complementary to one another, and provide customers a wide range of services with cost savings. Although the freight forwarding industry in Malaysia is highly fragmented and competitive, in particular, we directly and indirectly compete with other integrated logistics service providers on a local, regional and international basis in the form of pricing, range of services provided, information technology and network of customer, the Group implement the logistics service in Hong Kong with the intention to strengthen the market position. The Group closely monitor the market situations and make necessary adjustments to its strategies and operations.

During the six months ended 30 June 2025, our integrated logistics services can be broadly categorised into (1) air freight forwarding and related services; (2) sea freight forwarding and related services; and (3) trucking and warehousing and related services.

1. Air Freight Forwarding and Related Services

The revenue from the air freight services accounted for approximately RM8.7 million and RM4.2 million for the six months ended 30 June 2025 and 2024, respectively. As the global buying power increased during the period and thus air freight services revenue increased by approximately 107%. Revenue from air freight services mainly consists of fee of import & export air freight cargo space, customs clearance, local trucking and haulage to and from seaport and customers/warehouses, other services related to air freight. Such revenue is mainly driven by the volume of goods, type of services provided, type of cargo, among other factors.

The shipment volume of the Group's air freight forwarding and related services during the period ended 30 June 2025 and 2024 is set out in the table as below:

	Six months ended 30 June	
	2025 '000 kg	2024 '000 kg
Air freight shipment volume		
(a) Export	682	971
(b) Import	1,192	791

2. Sea Freight Forwarding and Related Services

The revenue from the sea freight services accounted for approximately RM10.9 million and RM10.8 million for the six months ended 30 June 2025 and 2024, respectively. During the period, the global buying power increased, revenue from sea freight services slightly increased of approximately RM0.1 million when compared with last year. Revenue from sea freight services mainly consists of fee of import & export sea freight cargo space, customs clearance, local trucking and haulage to and from seaport and customers/warehouses, other services related to sea freight. Such revenue is driven by the volume of goods, type of services provided, type of cargo, among other factors.

The shipment volume in Twenty-foot Equivalent Unit ("TEU") of the Group's sea freight forwarding and related services during the period ended 30 June 2025 and 2024 is set out in the table as below:

	Six months ended 30 June	
	2025	2024
	TEU	TEU
Sea freight shipment volume		
(a) Export	2,627	2,404
(b) Import	2,323	2,123

3. Trucking and Warehousing and Related Services

(i) Trucking and Related Services

The Group's trucking and related services can be divided into two categories: (i) supporting service for its freight forwarding business; and (ii) service which does not involve sea freight or air freight.

Majority of the transportation revenue was from the supporting services for the Group's freight forwarding business including income from haulage and trucking services. Such revenue has been taken into account as part of the revenue generated from the air/sea freight forwarding services provided by the Group.

The revenue from the trucking services which does not involve air freight or sea freight accounted for approximately RM1.6 million and RM1.1 million for the six months ended 30 June 2025 and 2024, respectively. Revenue from such services mainly consists of delivery fee for trucking services for both Hong Kong and Malaysia. Such revenue is mainly driven by the volume of goods delivered, and the numbers of trips and types of customers served, among other factors.



(ii) Warehousing and Related Services

The Group's warehousing business mainly serves a supporting role for its freight forwarding services. The Group's warehousing services provided in Port Klang mainly consisted of general warehousing services. The warehousing services provided in Kuala Lumpur and Penang airports mainly served as temporary storages of goods for the Group's international air freight business. Therefore, revenue from the Group's warehouse business only accounted for an insignificant portion of less than 1% of the Group's total revenue for the six months ended 30 June 2025 (2024: less than 1%).

Manufacturing and Trading of Plastic Products

Revenue from manufacturing and trading of plastic products mainly consisted of (i) manufacturing plastic products and accessories for industrial and civil equipment; (ii) producing molds related to plastic products; (iii) trading of plastic products and accessories; and (iv) real estate business and subleasing of excess land.

The revenue from manufacturing and trading of plastic products accounted for approximately RM13.3 million and RM12.6 million for the six months ended 30 June 2025 and 2024 respectively, representing approximately 23.8% (2024: 34.8%) of total revenue. The revenue of this segment steadily increased with more orders placed by existing customers whilst attracting new customers. However, this segment recorded a small loss following deduction of finance costs.

Trading of Used Mobile Phones Business

The Group sourced used mobile phones and inspect the mobiles to determine whether they are in a sellable condition or not. If they are unsellable and/or defective, the Group's staff will fix the defective phones to ensure they are in sellable condition before selling to customers online and offline. During the six months ended 30 June 2025, the Group recorded revenue from the trading of used mobile phones of approximately RM21.4 million (2024: RM7.6 million), representing approximately 38.4% of our total revenue. The performance of this segment has recuperated during the six months ended 30 June 2025 as compared to the corresponding period of last financial year through steady sales on online platforms. The segment loss before taxation was approximately RM0.6 million (2024: RM3.4 million). The Board is of the view that the trading of used mobile phones will diversify the income stream of the Company and broaden its revenue base on logistic services.

Future Prospects and Outlook

The Group aims to strengthen its position as an integrated logistics solutions service provider in both Hong Kong and Malaysia. The Directors believe that an optimistic outlook on the resilience of the industry and the robustness of its own business. The market has endured its trough, and the Group has largely overcome the major challenges it previously encountered, gradually setting itself on the right track and is prepared to forge ahead. In the upcoming year, the Group will remain committed to the strategic objectives that it set previously, focusing on sustainable development, and operational excellence, while continuously optimizing corporate assets and financial health. In terms of market positioning, we aim to strengthen our competitive position and seize emerging market opportunities through focusing on our advantages, and believe that the Group will emerge stronger from the current challenges and deliver long-term value to our shareholders.

Besides, the Group has expanded the logistics business in Hong Kong which has the advantages over China and target to explore the business opportunities with China and international clients. The Board is of the view that the logistics business will broaden its revenue base. It is expected that it may also improve the capital usage efficiency of the Company and generate additional investment returns on the idle funds of the Company.

The board is of view that the manufacturing and trading of plastic products and trading of used mobile phones provides an opportunity to further diversify the Group's business and will expand and create synergy effect with the Group's existing business.

On 21 March 2025, the Company announced to acquire V Sing Global Limited (together with its subsidiaries, "**V Sing Group**") by issuing 318,000,000 consideration shares of the Company. V Sing Group are engaged in the operation of global AI-driven social entertainment music platform and solution provider known as "VSING" and transforms physical venues into dynamic performance hubs. The transaction was completed on 28 July 2025 and V Sing Group has become wholly owned subsidiaries of the Company. We believe the acquisition allows the Group to tap into the business of digital entertainment technology in view of its growing popularity worldwide and provides a new revenue stream for the Group.



Event after the Relevant Period

1. Major Acquisition

On 21 March 2025, the Company entered into the sale and purchase agreement to acquire the entire issued share capital of V Sing Global Limited (the “**Target Company**”, together with its subsidiaries, the “**Target Group**”) for an aggregate consideration of HK\$50,000,000 (the “**Acquisition**”) from V Sing Holdings Limited and Silver Hero Ventures Limited (collectively, the “**Vendors**”). The consideration shall be satisfied by way of allotment and issue of a total of 318,000,000 new shares of the Company (the “**Consideration Shares**”) at the issue price of HK\$0.157 per Share, credited as fully paid. The Acquisition constitutes a major transaction of the Company. The completion of the Acquisition took place on 28 July 2025. A total of 318,000,000 Consideration Shares, credited as fully paid, have been allotted and issued by the Company at the issue price of HK\$0.157 each to the Vendors, and the Vendors have become the beneficial owners of the Consideration Shares. Out of the said entire portfolio of 318,000,000 Consideration Shares, 106,000,000 Escrowed Consideration Shares were retained by the Escrow Agent to secure the performance of the Profit Guarantee by the Vendors. The Company has become interested in the entire issued share capital of the Target Company. As such, with effect from 28 July 2025, the Target Company has become a wholly-owned subsidiary of the Company and the financial information of the Target Group will be consolidated in the consolidated financial statements of the Group.

Further details of the Acquisition were set out in the announcements of the Company dated 21 March 2025 and 28 July 2025 as well as the circular of the Company dated 30 June 2025.

2. Changes in directorship

Mr. Ngu Sing King was appointed as an executive Director with effect from 4 August 2025. Mr. Lai Kwok Hei resigned as the chairman of the Board and Mr. Ngu Sing King has been appointed as the chairman of the Board with effect from 4 August 2025.

3. Proposed change of Company name

On 22 August 2025, the Board announces the proposed change of the company name from “WORLDGATE GLOBAL LOGISTICS LTD.” to “VSING Limited” and the dual foreign name “盛良物流有限公司” would be deleted (“**Proposed Change of Company Name**”).

The Proposed Change of Company Name is conditional upon certain conditions. Please refer to the announcement of the Company dated 22 August 2025 for details.

Saved as disclosed above, there is no significant event subsequent to 30 June 2025 which would materially affect the Group’s operating and financial performance.

Financial Review

Integrated Logistics Services Business

Revenue

The Group's total revenue from the integrated logistics services amounted to approximately RM21.1 million and RM16.1 million for the six months ended 30 June 2025 and 2024, respectively. For the six months ended 30 June 2025, approximately 41.2% and 51.4% of the Group's integrated logistics services revenue was attributable to air freight forwarding and sea freight services, respectively. For the six months ended 30 June 2024, approximately 26.3% and 67.0% of the Group's integrated logistics services revenue was attributable to air freight forwarding and sea freight services, respectively.

Revenue from the integrated logistics services for the six months ended 30 June 2025 increased by approximately 31.3% or approximately RM5.0 million as compared to that of the same period in 2024. The increase was mainly due to revenue from air freight forwarding increase approximately RM4.5 million as compared with the last period.

Cost of Sales

Major components of the cost of sales were freight charges of cargo spaces. The Group obtains cargo space from international airlines and shipping liners, their agents/overseas freight forwarders at the rate depending on freight destination and volume/weight, among other factors. The Group charges its customers based on the cost quoted by the suppliers plus a reasonable profit margin.

In line with the increase in revenue, the cost of sales increased by approximately 7.3% from RM16.5 million for the six months ended 30 June 2024 to RM17.7 million for the six months ended 30 June 2025.

Gross Profit and Gross Profit Margin

The gross profit increase by approximately 325% from RM0.8 million for the six months ended 30 June 2024 to RM3.4 million and the gross profit margin is approximately 16.1% (2024: 5.0%) for the six months ended 30 June 2025.

Manufacturing and Trading of Plastic Products

Revenue

The Group's total revenue from manufacturing and trading of plastic products amounted to approximately RM13.3 million for the six months ended 30 June 2025 (2024: RM12.6 million).



Cost of Sales

For the manufacturing and trading of plastic products, the cost of sales amounted to approximately RM11.4 million for the six months ended 30 June 2025 (2024: RM11.5 million).

Gross Profit and Gross Profit Margin

The gross profit of the manufacturing and trading of plastic products amounted to approximately RM1.9 million (2024: RM1.1 million) and the gross profit margin is approximately 14.3% (2024: 8.7%) for the six months ended 30 June 2025.

Trading of Used Mobile Phones

Revenue

The Group's total revenue from the trading of used mobile phones amounted to approximately RM21.4 million for the six months ended 30 June 2025 (2024: RM7.6 million).

Cost of Sales

For the trading of used mobile phones, the cost of sales amounted to approximately RM19.6 million (2024: RM7.2 million).

Gross Profit and Gross Profit Margin

The gross profit of the trading of used mobile phones amounted to approximately RM1.8 million (2024: RM0.4 million) and the gross profit margin is approximately 8.4% (2024: 4.7%) for the six months ended 30 June 2025.

Selling and Administrative Expenses

The administrative expenses were approximately RM10.1 million for the six months ended 30 June 2025 (2024: RM9.2 million). The administrative expenses mainly consist of staff cost, operating leases and depreciation of property, plant and equipment and right-of-use assets.

Finance Costs

Finance costs represent interest on bank overdrafts, bank borrowings, finance lease and lease liabilities. For the six months ended 30 June 2025 and 2024, financial cost amounted to approximately RM227,000 and RM238,000, respectively.

Liquidity, Financial Resources and Capital Structure

As at 30 June 2025,

- (a) the Group's net current assets was approximately RM18.9 million (31 December 2024: RM14.4 million) and the Group had cash and cash equivalents of approximately RM7.1 million (31 December 2024: RM7.4 million);
- (b) the Group had bank borrowings and lease liabilities of approximately RM3.4 million (31 December 2024: RM4.5 million) and RM1.0 million (31 December 2024: RM1.6 million);
- (c) the Group's current ratio was approximately 2.0 times (31 December 2024: 1.7 times). The gearing ratio is calculated by dividing total debt by total equity at the end of the respective periods. The Group's gearing ratio was approximately 13.6% (31 December 2024: 25.4%); and
- (d) the Group's total equity attributable to owners of the Company amounted to RM32.4 million (31 December 2024: RM25.1 million). The capital of the Company mainly comprises share capital and reserves.

Interim Dividend

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2025 (2024: Nil).

Contingent Liabilities

As at 30 June 2025, the Group has bank guarantees of RM383,000 of the Group (31 December 2024: RM383,000) were issued to suppliers for operational requirements.

Pledge of Assets

As at 30 June 2025, the Group's freehold land, buildings and plant and machinery and motor vehicle with carrying amount before impairment of RM1,226,000 (31 December 2024: RM1,226,000), RM470,000 (31 December 2024: RM470,000), RM2,088,000 (31 December 2024: RM2,088,000) and RM168,000 (31 December 2024 : RM168,000) respectively, were pledged to secure the bank borrowings granted to the Group by licensed banks.

Capital Commitments

As at 30 June 2025, the Group did not have any significant capital commitments related to purchase of property, plant and equipment.



Material Acquisitions and Disposals of Subsidiaries

Save as disclosed in the section headed “Events after the Relevant Period”, as at 30 June 2025, the Group did not have any material acquisitions and disposals of subsidiaries.

Significant Investments Held by the Group

As at 30 June 2025, the Company held 1,650,000 shares in GLAMOORE Capital Group Company Limited (“**GLAMOORE**”), representing 16.5% equity interest of GLAMOORE, a specialized financial services provider based in Hong Kong with operations conducted by GLAM Capital Limited (“**GCL**”) and Grand Moore Capital Limited (“**GMCL**”). GCL is licensed with the Securities and Futures Commission of Hong Kong (“**SFC**”) to carry out Type 1 (dealing in securities), Type 4 (advising on securities) and Type 9 (asset management) regulated activities, including placing and underwriting services, investment advisory services, asset management services and securities brokerage services, GMCL is licensed with the SFC to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities, including IPO sponsorship services, corporate finance and capital market advisory services and placing and underwriting services. The fair value amount was RM9,199,000, representing approximately 19.44% of the Group’s total asset as at 31 December 2024.

For the period ended 31 December 2024, GLAMOORE recorded unaudited consolidated revenue of approximately RM34.6 million and net profit of approximately RM1.2 million. No dividend was received from GLAMOORE. The Group targets to hold GLAMOORE as long term investment and has no intention to dispose of GLAMOORE within twelve months from the end of the reporting period.

Save as disclosed above, as at 30 June 2025, there was no significant investment held by the Group.

Future Plan for Material Investments and Capital Assets

Save as disclosed in this interim report, as at 30 June 2025, the Group did not have future plan for material investments and capital assets.

Foreign Currency Risk

The Group derives a significant portion of its revenue in USD from international operations. While the Group’s local customers and local suppliers settle with the Group in RM and EUR, quotes from suppliers are usually made in USD and EUR for shipping cargo space. Normally, the Group’s receipt in USD and EUR is more than its payment in USD and EUR. In other words, the Group is accumulating USD and EUR. The management will monitor foreign currency exposure of the Group and will consider undertaking foreign exchange hedging activities to reduce the impact of foreign exchange rate movements on the Group’s operating result.

As at 30 June 2025 and 31 December 2024, the Group did not enter into any significant foreign currency forward contracts. However, the management will monitor the foreign currency exposure and will consider hedging significant foreign currency exposure if necessary.

Employees and Remuneration Policy

The Group has a total of 465 and 498 full-time employees as at 30 June 2025 and 31 December 2024 respectively. The total employee remuneration including remuneration of the Directors for the six months ended 30 June 2025 amounted to RM11.2 million (31 December 2024: RM17.4 million). The Group recognizes that its success in the freight forwarding and logistics industry is dependent on its employees. The Group recruits its employees based on their industry experience and interpersonal skills. The Company regularly reviews and determines the remuneration and compensation packages of the Directors and senior management. The Company regularly provides discretionary bonuses to its senior management and key employees as incentive.

Use of Proceeds for Share Placings

On 12 February 2025, the Company and GMCL as the Placing Agent entered into the Placing Agreement pursuant to which the Company appointed the Placing Agent to place, on a best-effort basis and subject to the fulfillment of the condition precedent to the Placing, a maximum of 126,720,000 Placing Shares to not less than six independent Placees at a price of HK\$0.1 per Placing Share.

The completion of the Placing took place on 28 February 2025. An aggregate of 126,720,000 Placing Shares, representing approximately 16.67% of the issued share capital of the Company as enlarged by the allotment and issue of the Placing Shares, had been successfully placed to not less than six Placees at the Placing Price of HK\$0.1 per Placing Share. The aggregate nominal value of the Placing Shares was HK\$12,672,000.

The net proceeds from the Placing, after deducting the placing commission payable to the Placing Agent and other expenses incurred in the Placing, were approximately HK\$12.3 million. The Company intended to apply approximately 40% of the net proceeds, in the approximate amount of HK\$5 million, for the manufacturing and sale of plastic product in Vietnam and approximately 60% of the net proceeds, in the approximate amount of HK\$7.3 million, for general working capital of the Group. Further details of the Placing were set out in the announcements of the Company dated 12 February 2025 and 28 February 2025.



Set out below are details of the planned use of the net proceeds, actual use of proceeds during the period ended 30 June 2025 and the remaining balance as at 30 June 2025.

	Planned use of proceeds HK\$'000	Actual use of proceeds up to 30 June 2025 HK\$'000	Expected timeline of fully utilization of the balance
Manufacturing and sale of plastic product in Vietnam	5,000	5,000	–
General working capital of the Group	7,300	2,500	February 2026
	12,300	7,500	February 2026

The unused balance with the approximate amount of HK\$4.8 million is placed with reputable banks.

Changes in Directors' Information

With effect from 4 August 2025, Mr. Lai Kwok Hei resigned as the chairman of the Board and Mr. Ngu Sing King appointed as an executive Director and the chairman of the Board.

Saved as disclosed above, since the publication of the Company's annual report for the financial year ended 31 December 2024 and up to the date of this report, the Directors are not aware of any other change in Directors' information that was required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules.

OTHER INFORMATION

Directors' and Chief Executives' Interests and Short Positions in the Shares, Underlying Shares and Debentures of the Company

As at 30 June 2025, none of the Directors and the chief executives of the Company has any interest or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) ("SFO")) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO) or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or which were required to be notified to the Company and the Stock Exchange, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors.

Substantial Shareholders' Interests and Other Persons' Interests and Short Positions in the Shares and Underlying Shares of the Company

As at 30 June 2025, so far as was known to the Directors, the following persons/entities (other than the Directors or chief executives of the Company) had, or were deemed to have, 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 which were recorded in the register required to be kept by the Company under Section 336 of the SFO were as follows:

Name of Shareholders	Capacity/ Nature of interest	Number of Shares held ⁽¹⁾	Approximate percentage to the issued share capital of the Company ⁽⁴⁾
Win All Management Limited ("Win All")	Beneficial owner ⁽²⁾	188,360,000 (L)	24.77%
Mr. Ng Hang Fai, Calvin ("Mr. Ng")	Interest in controlled corporation ⁽²⁾	188,360,000 (L)	24.77%
Mr. Lau Chi Yuen, Joseph ("Mr. Lau")	Beneficial owner and interest in controlled corporation ⁽³⁾	75,890,000 (L)	9.98%



Notes:

- (1) The letter "L" denotes the person's long position in the relevant Shares.
- (2) Mr. Ng has 100% of direct interest in Win All. Therefore, Mr. Ng is deemed to be interested in 188,360,000 Shares held by Win All.
- (3) Mr. Lau personally held 44,360,000 Shares and through JL Investments Capital Limited held 31,530,000 Shares. By virtue of the SFO, Mr. Lau is deemed to be interested in 75,890,000 Shares in total.
- (4) As at 30 June 2025, the issued share capital of the Company was 760,320,000 Shares.

Save as disclosed above, as at 30 June 2025, the Directors were not aware of any other persons/entities (other than the Directors and chief executives of the Company) who had 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 which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

Share Option Scheme

The Company has adopted the share option scheme ("**Share Option Scheme**") which was approved by written resolutions passed by the Shareholders on 17 June 2016. Under the terms of Share Option Scheme, the Board may in its absolute discretion specify such conditions as it thinks fit when granting an option to an eligible person (including, without limitation, as to any minimum period an option must have been held or the minimum period of service or relationship with any member of the Group to be achieved before an option can be exercised (or any part thereof), to the extent of the option which can be exercised at any material time, or any performance criteria which must be satisfied by the eligible person, the Company, and its subsidiaries, before an option may be exercised).

The purpose of the Share Option Scheme is to advance the interests of the Company and the Shareholders by enabling the Company to grant options to attract, retain and reward the eligible persons and to provide the eligible persons an incentive or reward for their contribution to the Group and by enabling such persons' contribution to further advance the interests of the Group.

The Share Option Scheme is valid and effective for a period of ten years commencing on the date of adoption of the Share Option Scheme. As at 30 June 2025, there were a total of 8,000,000 Shares, representing 1.05% of the issued Shares, available for issue under the Share Option Scheme. Since the Share Option Scheme came into effect, no share options were granted, exercised or cancelled by the Company.

Purchase, Sale or Redemption of the Company's Listed Securities

During the six months ended 30 June 2025, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

Competing Interests

As confirmed by the Directors, the Controlling Shareholders and their respective close associates do not have any interests in any business, apart from the business operated by members of the Group, which competes or is likely to compete, directly or indirectly, with the business of the Group during the six months ended 30 June 2025.

Directors' Securities Transactions

The Company has adopted a code of conduct regarding directors' securities transaction on terms no less exacting than the required standard of dealings set out in Rules 5.46 to 5.67 of the GEM Listing Rules. Having made specific enquiries of all Directors, all Directors confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by directors adopted by the Company during the six months ended 30 June 2025.

Corporate Governance Code

The Directors recognise the importance of good corporate governance in management and internal procedures so as to achieve effective accountability. The Company has complied with the code provisions set out in Part 2 of Appendix C1 of the Corporate Governance Code (the "**CG Code**") of the GEM Listing Rules. Throughout the six months ended 30 June 2025, the Company has complied with all applicable code provisions as set out in the CG Code.



Audit Committee

The Company established the audit committee of the Company (the “**Audit Committee**”) on 17 June 2016 with written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and the CG Code as set out in Appendix C1 to the GEM Listing Rules. The Audit Committee comprises all independent non-executive Directors: Ms. Wong Hoi Yan, Audrey, Mr. Ma Kin Hung and Ms. Cheung Choi Hung. Ms. Wong Hoi Yan, Audrey is the chairman of the Audit Committee. The primary duties of the Audit Committee are mainly to make recommendations to the Board on the appointment and dismissal of the external auditor, review the financial statements and information and provide advice in respect of financial reporting and oversee the internal control procedures of the Company.

The Interim Financial Statements have not been audited by the Company’s auditor, but have been reviewed by the Audit Committee, which was of the opinion that the preparation of the Interim Financial Statements complied with the applicable accounting standards and requirements and that adequate disclosures have been made.

By order of the Board
WORLDGATE GLOBAL LOGISTICS LTD
Ngu Sing King
Chairman

Hong Kong, 22 August 2025