



Since 1956

Pegasus International Holdings Limited

創信國際控股有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code 股份代號：676)

INTERIM REPORT 2025 中期報告

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	2024
		US\$'000 (unaudited)	US\$'000 (unaudited)
Revenue	3	1,481	3,232
Cost of sales and services		(360)	(1,264)
Gross profit		1,121	1,968
Other income (expense), gains and losses		419	227
Selling and distribution costs		(32)	(143)
General and administrative expenses		(1,678)	(1,882)
Finance costs	4	(34)	(18)
(Loss) profit before tax	5	(204)	152
Tax credit	6	1	13
(Loss) profit for the period attributable to owners of the Company		(203)	165
Other comprehensive income			
<i>Item that will not be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translation to presentation currency		42	707
Other comprehensive income for the period, net of tax		42	707
Total comprehensive (expense) income for the period attributable to owners of the Company		(161)	872
(Loss) earnings per share	8		
– Basic		(US0.03 cents)	US0.02 cents

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2025

	NOTES	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
Non-current assets			
Investment properties	9	61,492	61,492
Property, plant and equipment	10	18,485	18,537
Right-of-use assets		1,860	1,980
Accrued rentals		406	406
		82,243	82,415
Current assets			
Inventories		97	104
Trade and other receivables	11	2,353	2,786
Financial assets at fair value through profit or loss ("FVTPL")		882	704
Time deposits		139	139
Pledged bank deposits	13	2,500	–
Bank balances and cash		8,097	8,651
		14,068	12,384
Current liabilities			
Trade and other payables	12	1,840	1,588
Bank borrowings	13	250	–
Lease liabilities		79	79
Provision for housing provident fund	15	32	32
Tax payable		611	611
		2,812	2,310
Net current assets		11,256	10,074
		93,499	92,489
Capital and reserves			
Share capital	14	9,428	9,428
Reserves		65,663	66,855
Total equity		75,091	76,283
Non-current liabilities			
Deferred tax liabilities		15,399	15,399
Bank borrowings	13	2,250	–
Lease liabilities		759	807
		18,408	16,206
		93,499	92,489

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2025

	Attributable to owners of the Company						Total US\$'000
	Share capital US\$'000	Share premium US\$'000	Merger reserve US\$'000	Properties revaluation reserve US\$'000	Translation reserve US\$'000	Retained profits US\$'000	
At 1 January 2024 (audited)	9,428	21,637	(4,512)	48,277	8,975	(5,025)	78,780
Profit for the period	-	-	-	-	-	165	165
Exchange differences on translating foreign operations	-	-	-	-	707	-	707
Total comprehensive income for the period	-	-	-	-	707	165	872
Payment of dividends (Note 6)	-	-	-	-	-	(942)	(942)
At 30 June 2024 (unaudited)	9,428	21,637	(4,512)	48,277	9,682	(5,802)	78,710
At 1 January 2025 (audited)	9,428	21,637	(4,512)	48,016	8,653	(7,028)	76,194
Loss for the period	-	-	-	-	-	(203)	(203)
Exchange differences on translating foreign operations	-	-	-	-	42	-	42
Total comprehensive (expense) income for the period	-	-	-	-	42	(203)	(161)
Payment of dividends (Note 6)	-	-	-	-	-	(942)	(942)
At 30 June 2025 (unaudited)	9,428	21,637	(4,512)	48,016	8,695	(8,173)	75,091

The merger reserve of the Group represents the difference between the nominal amount of the share capital of the subsidiaries acquired and the nominal value of the share capital of the acquiring companies issued in exchange pursuant to a corporate reorganisation prior to the listing of the Company's shares in 1996.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2025

	Six months ended 30 June	
	2025	2024
	US\$'000 (unaudited)	US\$'000 (unaudited)
NET CASH (USED IN) FROM OPERATING ACTIVITIES	(2,154)	498
INVESTING ACTIVITIES		
Interest received	130	164
NET CASH FROM INVESTING ACTIVITIES	130	164
FINANCING ACTIVITIES		
New bank loan raised	2,500	–
Repayment of lease liabilities	(55)	(66)
Dividends paid	(942)	(942)
Interest paid	(13)	–
Interest expense on lease liabilities	(21)	(18)
NET CASH FROM (USED IN) FINANCING ACTIVITIES	1,469	(1,026)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(555)	(364)
CASH AND CASH EQUIVALENTS AT 1 JANUARY	8,651	9,858
Effect of foreign exchange rate changes	1	2
CASH AND CASH EQUIVALENTS AT 30 JUNE REPRESENTED BY BANK BALANCES AND CASH	8,097	9,496

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2025

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at revalued amounts or fair values, as appropriate.

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

Application of amendments to Hong Kong Financial Reporting Standards (“HKFRSs”)

In the current interim period, the Group has applied the following amendments to HKFRS Accounting Standard issued by the HKICPA, for the first time, which are mandatorily effective for the Group’s annual period beginning on 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 amendments to HKFRS Accounting Standard in the current interim period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

3. REVENUE AND SEGMENT INFORMATION

(i) Disaggregation of revenue

	Six months ended 30 June	
	2025	2024
	US\$'000 (unaudited)	US\$'000 (unaudited)
Revenue from contracts with customers:		
Manufacture and sales of footwear products	13	1,033
Revenue from other sources:		
Lease of properties	1,468	2,199
Total revenue	1,481	3,232

Revenue from manufacturing and sales of footwear

Revenue generated from manufacturing and sales of footwear products is recognised at a point in time. Revenue is recognised when control of the goods has transferred, being when the goods have been shipped to the customers' specified location. The normal credit period is 60 days upon delivery. The contracts for manufacture and sales of footwear products are for periods of one year or less. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

Revenue from lease of properties

Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease. All operating lease payments are fixed for both years.

3. REVENUE AND SEGMENT INFORMATION *(Continued)*

- (ii) The following is an analysis of the Group's revenue and results by operating and reportable segments under HKFRS 8 Operating Segments ("HKFRS 8"), based on information reported to the Company's executive directors, being the chief operating decision maker (the "CODM"), for the purposes of resource allocation and assessment of segment performance, which are based on types of goods or services delivered or provided. The Group's operating and reportable segments under HKFRS 8 are as follows:

Segment revenue and results

For the six months ended 30 June 2025

	Manufacturing and sales of footwear products US\$'000 (unaudited)	Lease of properties US\$'000 (unaudited)	Total US\$'000 (unaudited)
REVENUE	13	1,468	1,481
RESULTS			
Segment results	(204)	1,270	1,066
Unallocated other income (expense), gain and losses			419
Unallocated corporate expenses			(1,689)
Loss before tax			(204)

3. REVENUE AND SEGMENT INFORMATION (Continued)

(ii) (Continued)

Segment revenue and results (Continued)

For the six months ended 30 June 2024

	Manufacturing and sales of footwear products US\$'000 (unaudited)	Lease of properties US\$'000 (unaudited)	Total US\$'000 (unaudited)
REVENUE	1,033	2,199	3,232
RESULTS			
Segment results	(142)	1,966	1,824
Unallocated other income (expense), gain and losses			227
Unallocated corporate expenses			(1,899)
Profit before tax			152

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment results represent the (loss) profit earned by each segment without allocation of other income (expense), gains and losses and unallocated corporate expenses. This is the measure reported to the CODM of the Group for the purpose of resources allocation and performance assessment.

4. FINANCE COSTS

	Six months ended 30 June	
	2025	2024
	US\$'000	US\$'000
	(unaudited)	(unaudited)
Interest expense on lease liabilities	21	18
Interest on bank borrowings	13	–
	34	18

5. (LOSS) PROFIT BEFORE TAX

	Six months ended 30 June	
	2025	2024
	US\$'000	US\$'000
	(unaudited)	(unaudited)
(Loss) profit for the period has been arrived at after charging:		
Directors' emoluments	69	61
Other staff costs	644	1,259
Retirement benefits scheme contributions	40	81
Total staff costs	753	1,401
Capitalised in inventories	(20)	(234)
	733	1,167
Auditor's remuneration	96	96
Cost of inventories recognised as an expense	161	1,032
Depreciation of property, plant and equipment	130	172
Depreciation of right-of-use assets	48	50
and after (crediting) charging to other income (expense), gains and losses:		
Redundancy costs	138	20
Gain on fair value changes of financial assets at FVTPL	(178)	(38)
Interest income	(130)	(164)
Net foreign exchange gain	(6)	(13)

6. TAX CREDIT

	Six months ended 30 June	
	2025	2024
	US\$'000 (unaudited)	US\$'000 (unaudited)
Current tax:		
Hong Kong Profit Tax	(8)	–
The People's Republic of China ("PRC")		
Enterprise Income Tax	7	(13)
	(1)	(13)

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

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

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

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions. No provision has been made as the group entities incorporated in these jurisdictions have no assessable profits for both periods.

The Group is operating in certain jurisdictions where the Pillar Two Rules ("Pillar Two Rules") are effective. However, as the Group's estimated effective tax rates of all the jurisdictions in which the Group operates are higher than 15%, after taking into account the adjustments under the Global Anti-base Erosion Rules based on management's best estimate, the management of the Group considered the Group is not liable to income taxes under the Pillar Two Rules.

7. DIVIDENDS

During the current interim period, a final dividend of 1.0 HK cents per share in respect of the year ended 31 December 2024 (six months ended 30 June 2024: final dividend of 1.0 HK cents per share in respect of the year ended 31 December 2023) was declared and paid to the owners of the Company. The aggregate amount of the final dividend declared and paid in the current interim period amounted to US\$942,000 (six months ended 30 June 2024: US\$942,000).

The directors of the Company have determined that no dividend will be paid in respect of the current interim period (six months ended 30 June 2024: Nil).

8. (LOSS) EARNINGS PER SHARE

The calculation of the basic (loss) earnings per share is based on the loss for the period attributable to owners of the Company of US\$203,000 (six months ended 30 June 2024: profit for the period attributable to owners of the Company of US\$165,000) and on the number of ordinary shares of 730,650,000 (2024: 730,650,000) in issue during the period.

There are no potential ordinary shares outstanding for six months ended 30 June 2025 and 2024.

9. INVESTMENT PROPERTIES

The directors of the Company are of the opinion that the carrying value of the Group's investment properties as at 30 June 2025 are not materially different from their fair values at 31 December 2024. The management assessed the fair value of these investment properties which are determined based on valuations performed by RHL Appraisal Limited ("RHL") on an income approach. RHL is an independent qualified professional valuers not connected with the Group. Accordingly, no valuation movement has been recognised in respect of the Group's investment properties for the period.

10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2025, the Group paid approximately US\$47,000 on addition of property, plant and equipment (six months ended 30 June 2024: US\$29,000).

The directors of the Company are of the opinion that the carrying value of the Group's buildings included in property, plant and equipment as at 30 June 2025 are not materially different from their fair values at 31 December 2024. Accordingly, no valuation movement has been recognised in respect of the Group's buildings included in property, plant and equipment for the period.

11. TRADE AND OTHER RECEIVABLES

	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
Trade receivables	1,650	1,948
Other receivables	1,109	1,244
Total trade and other receivables	2,759	3,192
Less: accrued rentals shown under non-current assets	(406)	(406)
	2,353	2,786

The Group allows an average credit period of 60 days to its trade customers. The following is an aged analysis of trade receivables presented based on the invoice date at the end of the reporting period, which approximated the respective revenue recognition dates:

	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
0–30 days	1	221
31–60 days	–	313
Over 60 days	1,649	1,414
Total trade receivables	1,650	1,948

12. TRADE AND OTHER PAYABLES

	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
Trade payables	–	11
Accrued payroll	276	271
Accrued expenses	305	319
Rental deposit received	634	634
Others	625	353
	1,840	1,588

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

	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
0–30 days	–	1
31–60 days	–	–
Over 60 days	–	10
Total trade payable	–	11

The average credit period on purchase of goods is 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

13. BANK BORROWINGS

The Group's bank borrowings, all of which are secured, comprised:

	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
Bank loans	2,500	–

The bank borrowings are repayable as follows:

Within one year or on demand	250	–
More than one year, but not exceeding two years	2,250	–
	2,500	–
Less: Amount due within one year shown under current liabilities	(250)	–
Amount due after one year	2,250	–

The exposure of the Group's borrowings are as follows:

	30 June 2025 US\$'000 (unaudited)	31 December 2024 US\$'000 (audited)
Fixed-rate borrowings	2,500	–

Notes:

- (i) As at 30 June 2025, the Group's fixed-rate borrowings carry interest rates of 3% per annum.
- (ii) The borrowings are secured by a pledged bank deposits of an equivalent amount.

14. SHARE CAPITAL

	Number of shares	Amount US\$'000
Authorised:		
Ordinary shares of Hong Kong dollar (“HK\$”) 0.10 each		
At 1 January 2024, 30 June 2024, 1 January 2025 and 30 June 2025	1,500,000,000	19,355
Convertible non-voting preference shares of US\$100,000 each (Note)		
At 1 January 2024, 30 June 2024, 1 January 2025 and 30 June 2025	150	15,000
		34,355

Note: Convertible non-voting preference shares, when issued and outstanding, will carry a fixed cumulative dividend. Under certain circumstances, they will also be entitled to an additional dividend and can be convertible into ordinary shares of the Company. There were no convertible non-voting preference shares issued for the six months ended 30 June 2025 and year ended 31 December 2024.

15. PROVISION FOR HOUSING PROVIDENT FUND

There were claims made against a subsidiary of the Group in respect of housing provident fund which were initiated by the employees of the subsidiary, and the Group has lodged appeals against these claims. Up to the date of this report, part of the claims are still under process while certain appeals are still under review by the court. While the ultimate outcome of these claims and legal proceedings cannot presently be reliably estimated. The directors of the Company believe that adequate provisions has been made in the Group's condensed consolidated financial statements as at 30 June 2025.

16. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (Levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)
	30 June	31 December		
	2025	2024		
	US\$'000	US\$'000		
	(unaudited)	(audited)		
Financial assets mandatorily measured at fair value through profit or loss	882	704	Level 1	Quoted bid prices in an active market

There were no transfers between Level 1, 2 and 3 during the current interim period.

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

FINANCIAL REVIEW

Since the year ended 31 December 2020, in addition to the original business of manufacture and sales of footwear product, the Group entered into operating lease contracts with tenants and received rental income. As disclosed in the announcement dated 22 May 2025, the business of manufacturing and export sales of footwear products has faced significant challenges following the imposition of escalated tariffs by the U.S. government on goods produced in China. The uncertainties around tariff policies resulted in a highly volatile trading environment and customers avoiding sourcing from Chinese manufacturers in the meantime. As a result, the Group recorded minimal export revenue for the six months ended 30 June 2025, and anticipated the same in second half of 2025, the recovery may be slow moving and uncertain.

For the six months ended 30 June 2025, the Group achieved a revenue of US\$1,481,000 (six months ended 30 June 2024: US\$3,232,000) compared with the six months ended 30 June 2024, the revenue decreased by 54.2%.

Loss before taxation of the Group for the six months ended 30 June 2025 was US\$204,000 (six months ended 30 June 2024: profit before tax US\$152,000).

Basic loss per share for the six months ended 30 June 2025 was US0.03 cents (six months ended 30 June 2024: basic earnings per share US0.02 cents). The gross profit is US\$1,121,000 during the current period (six months ended 30 June 2024: US\$1,968,000).

BUSINESS REVIEW AND PROSPECTS

In the first half of 2025, the global economic and political environment remained highly volatile. The prolonged and unresolved Sino-US tariff dispute, persistent high interest rates, the sluggish performance of the real economy, and a concurrent slowdown in the outlook for the future have further weakened customer confidence in medium- to long-term operations, resulting in near stagnation of the export business this year. Coupled with political instability and ongoing military conflicts across various regions, the global market was filled with uncertainty. Consumer spending has become more cautious, even leaning toward pessimism, keeping the consumer goods retail market subdued.

BUSINESS REVIEW AND PROSPECTS *(Continued)*

The impact on the Group, as a footwear export manufacturer, has been particularly severe. Despite the full efforts of the sales team, it has been difficult to counteract the substantial external pressures. As disclosed in the Group's earlier announcement this year, the U.S. tariff policy has been inconsistent and uncertain, making overseas customers unwilling to take on such significant risks, which directly resulted in the Group's exports being nearly zero for the six months of this year. Nevertheless, thanks to the efforts of various teams and the diversified leasing business developed in prior years, the Group's overall operations have remained stable.

In terms of rental business of idle factory space, rental income provided the Group with a reliable cash flow. Given the continued economic fluctuations in mainland China, the Group will continue to assess the suitability of existing tenants and adopt a more prudent approach when seeking new tenants, thoroughly evaluating the operational and financial strength of both existing and prospective tenants. This approach aims to maximize asset utilization and enhance the stability of long-term returns.

Looking ahead to the second half of 2025, global uncertainties are not expected to ease, and pessimistic sentiment is likely to continue dominating the environment, with the export market expected to remain weak. However, the Group will remain agile in response, continuously optimize its operational strategies and layout, uphold the principle of prudent financial management, and explore new opportunities to ensure the Group's stable operations under challenging conditions while creating value for its Shareholders and partners.

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2025, the Group's total net assets was US\$75,091,000, comprising mainly current assets of US\$14,068,000, non-current assets of US\$82,243,000, current liabilities of US\$2,812,000 and non-current liabilities of US\$18,408,000. As at 30 June 2025, the Group had cash and cash equivalent of US\$8,097,000 (as at 31 December 2024: US\$8,651,000). As at 30 June 2025, the Group had bank borrowings of US\$2,500,000 (as at 31 December 2024: nil), the management considered that current ratio is a better indicator to reflect the Group's financial position. The current ratio of 5.0 (as at 31 December 2024: 5.4) times was derived by the total current assets of US\$14,068,000 (2024: US\$12,384,000) divided by the total current liabilities of US\$2,812,000 (2024: US\$2,310,000) as at 30 June 2025.

LIQUIDITY AND FINANCIAL RESOURCES *(Continued)*

The Group services its debts primarily through cashflow generated from its operation. The Directors believe that the Group has maintained sufficient working capital for its operation and future expansion.

DIRECTORS' INTERESTS IN SHARES

As at 30 June 2025, the interests of the directors and their associates in the shares, underlying shares or debentures of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinances (the "SFO"), or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by the Directors of Listed Issuers, were as follows:

Long positions

(a) *Ordinary shares of HK\$0.10 each of the Company*

Name of director	Capacity	Number of issued ordinary shares held	Percentage of the issued share capital of the Company
Wu Jenn Chang, Michael	Beneficial owner	8,000,000	1.09%
Wu Jenn Tzong, Jackson	Beneficial owner	1,000,000	0.14%
		9,000,000	1.23%

DIRECTORS' INTERESTS IN SHARES *(Continued)***Long positions** *(Continued)**(b) Ordinary shares of the associated corporations of the Company*

Pegasus Footgear Management Limited (note 1)

Name of director	Capacity	Percentage of the issued share capital of the associated corporation	
		Number of issued ordinary shares held	
Wu Chen San, Thomas	Beneficial owner and Corporate (note 2)	6,470	32%
Wu Jenn Chang, Michael	Corporate (note 3)	6,470	32%
Wu Jenn Tzong, Jackson	Corporate (note 4)	6,470	32%
		19,410	96%

Notes:

1. Pegasus Footgear Management Limited is the holding company of the Company.
2. 3,235 shares are jointly held by Mr. Wu Chen San, Thomas and Mrs. Peggy Wu, the spouse of Mr. Wu Chen San, Thomas, and 3,235 shares are held by Skyplus Limited, a company owned by Mrs. Peggy Wu.
3. The shares are entirely held by MW Investment Limited, a company owned by Mr. Wu Jenn Chang, Michael.
4. The shares are entirely held by JW Investment Limited, a company owned by Mr. Wu Jenn Tzong, Jackson.

Save as disclosed above, at 30 June 2025, none of the directors nor their associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporation.

ARRANGEMENTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the period was the Company, its holding company or any of its subsidiaries, a party to any arrangements to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2025, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, other than the interests disclosed in “Directors’ Interests in Shares”, the following shareholder had notified the Company of relevant interest in the issued share capital of the Company.

Long position

Ordinary shares of HK\$0.10 each of the Company

Name of shareholder	Capacity	Number of issued ordinary shares held	Percentage of the issued share capital of the Company
Pegasus Footgear Management Limited (note)	Beneficial owner	468,743,940	64%

Note: Details of the directors’ interests in Pegasus Footgear Management Limited are disclosed under the section headed “Directors’ Interests in Shares”.

Save as disclosed above, the Company has not been notified of any other relevant interests or short position in the issued share capital of the Company as at 30 June 2025.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SHARES

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

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE

The Company has complied with the code provisions set out in the Code on Corporate Governance Practices contained in the Listing Rules during the six months ended 30 June 2025.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as set out in the Listing Rules for securities transactions by directors of the Company.

Having made specify enquiry of all directors, the directors had complied with the required standard set out in the Model Code throughout the six months ended 30 June 2025.

AUDIT COMMITTEE

The audit committee of the Board has reviewed, with management of the Company, the Group's unaudited condensed consolidated financial information for the six months ended 30 June 2025, the interim report, the accounting principles and practices adopted by the Group and has discussed risk management, internal controls, and financial reporting matters.

By Order of the Board
Pegasus International Holdings Limited
Wu Chen San, Thomas
Chairman

Hong Kong, 28 August 2025

