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**WWPKG Holdings Company Limited**

**縱橫遊控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8069)**

**INTERIM RESULTS ANNOUNCEMENT  
FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2023**

**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 and no assurance is given that there will be a liquid market in the securities traded on GEM.**

*This announcement for which the directors (the “**Directors**”) of WWPKG Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) 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 Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement 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 announcement misleading.*

The board of Directors of the Company (the “Board”) hereby presents the unaudited interim financial results of the Group for the six months ended 30 September 2023, together with the comparative figures for the corresponding period in 2022, as set out below.

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

*For the six months ended 30 September 2023*

		Six months ended 30 September		Three months ended 30 September	
	<i>Note</i>	2023 <i>HK\$'000</i> (unaudited)	2022 <i>HK\$'000</i> (unaudited) (re-presented)	2023 <i>HK\$'000</i> (unaudited)	2022 <i>HK\$'000</i> (unaudited) (re-presented)
Revenue	5	188,604	21,091	92,625	14,921
Cost of sales	7	(151,991)	(17,655)	(72,863)	(13,708)
Gross profit		36,613	3,436	19,762	1,213
Other income and other gains/ (losses), net	6	707	391	654	221
Selling expenses	7	(17,514)	(2,474)	(9,227)	(2,048)
Administrative expenses	7	(19,353)	(9,633)	(10,570)	(5,302)
<b>Operating profit/(loss)</b>		453	(8,280)	619	(5,916)
Finance (costs)/income, net	8	(141)	(336)	21	(152)
Share of results of a joint venture		(1,373)	(54)	(1,349)	(28)
<b>Loss before income tax</b>		(1,061)	(8,670)	(709)	(6,096)
Income tax expense	9	–	(17)	–	(17)
<b>Loss and total comprehensive loss for the period from continuing operations</b>		(1,061)	(8,687)	(709)	(6,113)
<b>Discontinued operation</b>					
Loss and total comprehensive loss for the period from a discontinued operation, after tax		(193)	(1,205)	(113)	(172)
<b>Loss and total comprehensive loss for the period</b>		(1,254)	(9,892)	(822)	(6,285)

	Note	Six months ended 30 September		Three months ended 30 September	
		2023 HK\$'000 (unaudited)	2022 HK\$'000 (unaudited) (re-presented)	2023 HK\$'000 (unaudited)	2022 HK\$'000 (unaudited) (re-presented)
<b>Profit/(loss) and total comprehensive income/(loss) for the period attributable to:</b>					
Owners of the Company					
— From continuing operations		785	(8,450)	(1,109)	(5,755)
— From a discontinued operation		(154)	(964)	(58)	276
		<u>631</u>	<u>(9,414)</u>	<u>(1,167)</u>	<u>(5,479)</u>
Non-controlling interests					
— From continuing operations		(1,846)	(237)	400	(358)
— From a discontinued operation		(39)	(241)	(55)	(448)
		<u>(1,885)</u>	<u>(478)</u>	<u>345</u>	<u>(806)</u>
		<u>(1,254)</u>	<u>(9,892)</u>	<u>(822)</u>	<u>(6,285)</u>
<b>Earnings/(loss) per share from continuing and discontinued operations</b>					
Basic and diluted earnings/(loss) per Share <i>(expressed in HK cents)</i>					
	10	<u>0.10</u>	<u>(2.04)</u>	<u>(0.17)</u>	<u>(1.14)</u>
<b>Earnings/(loss) per share from continuing operations</b>					
Basic and diluted earnings/(loss) per Share <i>(expressed in HK cents)</i>					
	10	<u>0.12</u>	<u>(1.83)</u>	<u>(0.16)</u>	<u>(1.20)</u>

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

*As at 30 September 2023*

		30 September 2023	31 March 2023
	<i>Note</i>	<i>HK\$'000</i> (unaudited)	<i>HK\$'000</i> (audited)
<b>ASSETS AND LIABILITIES</b>			
Non-current assets			
Property, plant and equipment		16,198	15,174
Right-of-use assets		12,754	15,668
Goodwill		561	563
Other non-current assets		1,690	2,878
Interest in a joint venture	12	9,786	11,159
		<b>40,989</b>	45,442
<b>Current assets</b>			
Inventories		7,113	9,384
Prepayments, deposits and other receivables		22,203	30,890
Due from a related company		376	495
Cryptocurrencies		692	746
Short-term fixed deposits		35,000	–
Cash and cash equivalents		28,358	45,739
		<b>93,742</b>	87,254
<b>Current liabilities</b>			
Trade payables	13	3,287	3,600
Accruals and other payables		52,942	58,634
Derivative financial instruments		261	121
Due to non-controlling shareholders of subsidiaries		6,562	10,045
Lease liabilities		6,458	6,644
Bank borrowings		–	825
		<b>69,510</b>	79,869
<b>Net current assets</b>		<b>24,232</b>	7,385
<b>Total assets less current liabilities</b>		<b>65,221</b>	52,827

		<b>30 September</b>	31 March
		<b>2023</b>	2023
	<i>Note</i>	<b>HK\$'000</b>	<b>HK\$'000</b>
		<b>(unaudited)</b>	<b>(audited)</b>
<b>Non-current liabilities</b>			
Lease liabilities		<b>6,659</b>	9,817
Other non-current liabilities		<b>928</b>	1,001
		<u><b>7,587</b></u>	<u>10,818</u>
<b>Net assets</b>		<u><b>57,634</b></u>	<u>42,009</u>
<b>EQUITY</b>			
<b>Equity attributable to owners of the Company</b>			
Share capital	<i>14</i>	<b>6,806</b>	5,681
Reserves		<b>56,999</b>	40,177
		<u><b>63,805</b></u>	<u>45,858</u>
Non-controlling interests		<u><b>(6,171)</b></u>	<u>(3,849)</u>
<b>Total equity</b>		<u><b>57,634</b></u>	<u>42,009</u>

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 1 GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 8 June 2016 as an exempted company with limited liability under Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The registered address of the Company is at Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. Its principal place of business in Hong Kong is located at Unit 706–8, 7th Floor, Lippo Sun Plaza, 28 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong.

The Company is an investment holding company. The principal activities of the Group are:

- the design, development and sales of package tours, the sales of air tickets and/or hotel accommodations (the “FIT products”) and the sales of ancillary travel related products and services (collectively, the “Travel Related Products and Services”);
- investments in tourism and travel technology related businesses (the “Tourism and Travel Technology Investments”);
- the sales of lifestyle products, including toy figures and unused and second-hand luxury handbags and watches, via retail stores and/or e-commerce (the “Retail Operations”); and
- the catering business of selling food and drinks in Hong Kong and any other business ancillary thereto (the “Catering Business”).

The shares of the Company (the “Shares”) were listed on GEM on 12 January 2017.

The ultimate holding company of the Group is WWPKG Investment Holdings Limited (“WWPKG Investment”), a company incorporated in the British Virgin Islands (the “BVI”).

The interim condensed consolidated financial information is presented in Hong Kong dollars (“HK\$”), which is the same as the functional currency of the Company, and all values are rounded to the nearest thousand except when otherwise indicated.

## 2 BASIS OF PREPARATION AND ADOPTION OF HKFRSs

### (a) Basis of preparation

The interim condensed consolidated financial information for the six months ended 30 September 2023 has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure provisions of the GEM Listing Rules. This interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Group’s audited consolidated financial statements for the year ended 31 March 2023. The accounting policies used in the preparation of this interim condensed consolidated financial information are consistent with those used in the preparation of the Group’s audited consolidated financial statements for the year ended 31 March 2023, except for the new and amended Hong Kong Financial Reporting Standards (“HKFRSs”) effective for the first time for periods beginning on or after 1 April 2023. Details of the new and amended standards adopted and their effect on the Group’s accounting policies are set out below.

**(b) Adoption of HKFRSs**

The Group has applied for the first time the following new and amended HKFRSs issued by the HKICPA for the accounting period beginning on 1 April 2023:

HKFRS 17 — Insurance Contracts, and the related amendments issued in October 2020 and February 2022

Amendments to HKAS 1 and HKFRS Practice Statement 2 — Disclosure of Accounting Policies  
Amendments to HKAS 8 — Definition of Accounting Estimates

Amendments to HKAS 12 — Deferred Tax related to Assets and Liabilities arising from a Single Transaction

Amendments to HKAS 12 — International Tax Reform — Pillar Two Model Rules

None of these new and amended HKFRSs has a material impact on the Group's results and financial position for the current or prior period and/or on the disclosures set out in this interim condensed consolidated financial information.

The Group has not early adopted any new or amended HKFRSs that have been issued but are not yet effective.

**3 ESTIMATES**

The preparation of the interim condensed consolidated financial information requires the use of certain judgements, estimates and assumptions that affect the application of policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. The areas where significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty are the same as those that applied to the audited consolidated financial statements for the year ended 31 March 2023.

**4 FINANCIAL RISK MANAGEMENT**

**(a) Financial risk factors**

The Group's activities expose it to a variety of financial risks, including foreign exchange risk, credit risk and liquidity risk. The interim condensed consolidated financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's audited consolidated financial statements for the year ended 31 March 2023. There have been no significant changes in the risk management policies since the last year end.

(b) **Fair value estimation**

The carrying amounts of the Group's financial assets and financial liabilities, including deposits and other receivables, due from a related company, short-term fixed deposits, cash and cash equivalents, trade and other payables and due to non-controlling shareholders of subsidiaries, approximate their fair values due to their short-term maturities.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value in the interim condensed consolidated financial information. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table:

	<b>Level 1</b> <i>HK\$'000</i>	<b>Level 2</b> <i>HK\$'000</i>	<b>Level 3</b> <i>HK\$'000</i>	<b>Total</b> <i>HK\$'000</i>
<b>As at 30 September 2023</b>				
<b>Liabilities</b>				
<b>Derivative financial instruments</b>				
Foreign exchange forward contracts	<u>–</u>	<u>(261)</u>	<u>–</u>	<u>(261)</u>
<b>As at 31 March 2023</b>				
<b>Liabilities</b>				
<b>Derivative financial instruments</b>				
Foreign exchange forward contracts	<u>–</u>	<u>(121)</u>	<u>–</u>	<u>(121)</u>

**Level 1:** The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. These instruments are included in level 1. The quoted market price used for financial assets held by the Group is the current bid price.

**Level 2:** The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. The fair value of foreign exchange forward contracts held by the Group is determined using forward exchange rates at the period-end date, with the resulting value discounted back to present value.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

There were no transfers between levels during the period.

## 5 REVENUE AND SEGMENT INFORMATION

### (a) Revenue

	Six months ended		Three months ended	
	30 September		30 September	
	2023	2022	2023	2022
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(re-presented)		(re-presented)
<b><i>Continuing operations</i></b>				
Sales of package tours	172,468	7,795	86,727	6,939
Margin income from sales of FIT products	371	162	177	160
Margin income from sales of ancillary travel related products and services	2,421	88	1,084	85
Sales of lifestyle products	9,309	13,046	2,337	7,737
Catering services	4,035	–	2,300	–
	<u>188,604</u>	<u>21,091</u>	<u>92,625</u>	<u>14,921</u>
<b><i>Discontinued operation</i></b>				
Revenue from Cryptocurrency Mining	–	195	–	1
	<u>–</u>	<u>195</u>	<u>–</u>	<u>1</u>
	<u>188,604</u>	<u>21,286</u>	<u>92,625</u>	<u>14,922</u>

### (b) Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker that are used for making strategic decisions. The chief operating decision-maker has been identified as the executive Directors of the Company. They review the Group's internal reporting in order to assess performance and allocate resources.

The Group is organised into five reporting segments:

Continuing reportable segments:

- (i) Travel Related Products and Services;
- (ii) Tourism and Travel Technology Investments;
- (iii) Retail Operations; and
- (iv) Catering Business.

Discontinued reportable segment:

- (v) Cryptocurrency Mining.

The chief operating decision-maker assesses the performance of the operating segments based on a measure of profit before interest and tax. Information provided to the chief operating decision-maker is measured in a manner consistent with that in the condensed consolidated financial information.

Segment results and other segment items are as follows:

	Six months ended 30 September 2023					Total HK\$'000
	Continuing operations				Discontinued operation	
	Travel Related Products and Services HK\$'000	Tourism and Travel Technology Investments HK\$'000	Retail Operations HK\$'000	Catering Business HK\$'000	Cryptocurrency Mining HK\$'000	
Reportable segment revenue	<u>175,260</u>	<u>-</u>	<u>9,309</u>	<u>4,035</u>	<u>-</u>	<u>188,604</u>
Reportable segment profit/(loss)	<u>9,781</u>	<u>(1,373)</u>	<u>(2,990)</u>	<u>(4,533)</u>	<u>(194)</u>	<u>691</u>
Unallocated (expenses)/gains, net						(1,805)
Finance income						208
Finance costs						<u>(348)</u>
Loss before income tax						(1,254)
Income tax expense						<u>-</u>
Loss and total comprehensive loss for the period						<u>(1,254)</u>
Share of results of a joint venture	<u>-</u>	<u>(1,373)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,373)</u>
Depreciation of property, plant and equipment	(444)	-	(204)	(1,793)	-	(2,441)
Depreciation of right-of-use assets	(2,104)	-	(462)	(1,049)	-	(3,615)
Impairment loss on cryptocurrencies	<u>(12)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(42)</u>	<u>(54)</u>

## Six months ended 30 September 2022

	Continuing operations				Discontinued operation	Total HK\$'000
	Travel Related Products and Services HK\$'000	Tourism and Travel Technology Investments HK\$'000	Retail Operations HK\$'000	Catering Business HK\$'000	Cryptocurrency Mining HK\$'000	
<b>Reportable segment revenue</b>	<u>8,045</u>	<u>–</u>	<u>13,046</u>	<u>–</u>	<u>195</u>	<u>21,286</u>
<b>Reportable segment loss</b>	<u>(6,220)</u>	<u>(54)</u>	<u>(478)</u>	<u>–</u>	<u>(1,200)</u>	<u>(7,952)</u>
Unallocated (expenses)/gains, net						(1,582)
Finance income						–
Finance costs						<u>(341)</u>
Loss before income tax						(9,875)
Income tax expense						<u>(17)</u>
Loss and total comprehensive loss for the period						<u>(9,892)</u>
Share of results of a joint venture	<u>–</u>	<u>(54)</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>(54)</u>
Depreciation of property, plant and equipment	(172)	–	(115)	–	(209)	(496)
Depreciation of right-of-use assets	(1,558)	–	(326)	–	(60)	(1,944)
Impairment loss on cryptocurrencies	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>(687)</u>	<u>(687)</u>

Three months ended 30 September 2023

	Continuing operations				Discontinued operation	
	Travel Related Products and Services HK\$'000	Tourism and Travel Technology Investments HK\$'000	Retail Operations HK\$'000	Catering Business HK\$'000	Cryptocurrency Mining HK\$'000	Total HK\$'000
<b>Reportable segment revenue</b>	<u>87,988</u>	<u>-</u>	<u>2,337</u>	<u>2,300</u>	<u>-</u>	<u>92,625</u>
<b>Reportable segment profit/(loss)</b>	<u>3,999</u>	<u>(1,349)</u>	<u>(688)</u>	<u>(1,947)</u>	<u>(113)</u>	<u>(98)</u>
Unallocated (expenses)/gains, net						(745)
Finance income						185
Finance costs						<u>(164)</u>
Loss before income tax						(822)
Income tax expense						<u>-</u>
Loss and total comprehensive loss for the period						<u>(822)</u>
Share of results of a joint venture	<u>-</u>	<u>(1,349)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(1,349)</u>
Depreciation of property, plant and equipment	(288)	-	(84)	(898)	-	(1,270)
Depreciation of right-of-use assets	(999)	-	(205)	(524)	-	(1,728)
Impairment loss on cryptocurrencies	<u>(12)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(74)</u>	<u>(86)</u>

Three months ended 30 September 2022

	Continuing operations				Discontinued operation	Total HK\$'000
	Travel Related Products and Services HK\$'000	Tourism and Travel Technology Investments HK\$'000	Retail Operations HK\$'000	Catering Business HK\$'000	Cryptocurrency Mining HK\$'000	
<b>Reportable segment revenue</b>	<u>7,184</u>	<u>–</u>	<u>7,737</u>	<u>–</u>	<u>1</u>	<u>14,922</u>
<b>Reportable segment loss</b>	<u>(3,065)</u>	<u>(28)</u>	<u>(2,091)</u>	<u>–</u>	<u>(170)</u>	<u>(5,354)</u>
Unallocated (expenses)/gains, net						(760)
Finance income						–
Finance costs						<u>(154)</u>
Loss before income tax						(6,268)
Income tax expense						<u>(17)</u>
Loss and total comprehensive loss for the period						<u>(6,285)</u>
Share of results of a joint venture	<u>–</u>	<u>(28)</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>(28)</u>
Depreciation of property, plant and equipment	(79)	–	(88)	–	(105)	(272)
Depreciation of right-of-use assets	(779)	–	(326)	–	(29)	(1,134)
Fair value gain on cryptocurrencies	<u>–</u>	<u>–</u>	<u>–</u>	<u>–</u>	<u>122</u>	<u>122</u>

For the six months ended 30 September 2023, unallocated (expenses)/gains, net represent corporate (expenses)/gains (six months ended 30 September 2022: same).

Segment assets and liabilities are as follows:

	Six months ended 30 September 2023						
	Continuing operations				Discontinued operation		Total HK\$'000
	Travel Related Products and Services HK\$'000	Tourism and Travel Technology Investments HK\$'000	Retail Operations HK\$'000	Catering Business HK\$'000	Cryptocurrency Mining HK\$'000	Unallocated HK\$'000	
Reportable segment assets	94,715	9,787	10,097	19,930	-	202	134,731
Reportable segment liabilities	(62,325)	-	(1,141)	(13,503)	-	(128)	(77,097)
Capital expenditure	<u>4,114</u>	<u>-</u>	<u>1,206</u>	<u>353</u>	<u>-</u>	<u>-</u>	<u>5,673</u>
	Years ended 31 March 2023						
	Continuing operations				Discontinued operation		Total HK\$'000
	Travel Related Products and Services HK\$'000	Tourism and Travel Technology Investments HK\$'000	Retail Operations HK\$'000	Catering Business HK\$'000	Cryptocurrency Mining HK\$'000	Unallocated HK\$'000	
Reportable segment assets	75,438	11,159	16,454	22,462	1,268	5,915	132,696
Reportable segment liabilities	(59,589)	-	(4,868)	(25,670)	(91)	(469)	(90,687)
Capital expenditure	<u>3,581</u>	<u>-</u>	<u>2,038</u>	<u>14,324</u>	<u>-</u>	<u>-</u>	<u>19,943</u>

Capital expenditure comprises additions to property, plant and equipment and right-of-use assets.

Segment assets and liabilities are reconciled to the Group's assets and liabilities as follows:

	30 September 2023		31 March 2023	
	Assets HK\$'000	Liabilities HK\$'000	Assets HK\$'000	Liabilities HK\$'000
Reportable segment assets/(liabilities)	134,529	(76,969)	126,781	(90,218)
Unallocated:				
Prepayments, deposits and other receivables	128	-	187	-
Cash and cash equivalents	74	-	5,728	-
Accruals and other payables	-	(128)	-	(469)
	<u>134,731</u>	<u>(77,097)</u>	<u>132,696</u>	<u>(90,687)</u>

(c) **Geographic information**

The Group's business is domiciled in Hong Kong and all revenue was generated from customers located in Hong Kong and Macau. As at 30 September 2023, all non-current assets were located in Hong Kong (31 March 2023: same).

**6 OTHER INCOME AND OTHER GAINS/(LOSSES), NET**

	<b>Six months ended</b>		<b>Three months ended</b>	
	<b>30 September</b>		<b>30 September</b>	
	<b>2023</b>	2022	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(unaudited)</b>	(unaudited)	<b>(unaudited)</b>	(unaudited)
		(re-presented)		(re-presented)
<i>Continuing operations</i>				
<b>Other income</b>				
Management services fee income	<b>72</b>	72	<b>36</b>	36
Rent concessions	–	740	–	387
Others	<b>177</b>	29	<b>177</b>	18
	<u>249</u>	<u>841</u>	<u>213</u>	<u>441</u>
<b>Other gains/(losses), net</b>				
Exchange losses, net	<b>(807)</b>	(331)	<b>(360)</b>	(170)
Fair value losses on derivative financial instruments	<b>(504)</b>	(119)	<b>(129)</b>	(50)
Gain on lease modification	<b>839</b>	–	–	–
Gain on disposal of property, plant and equipment	<b>70</b>	–	<b>70</b>	–
Gain on disposal of subsidiaries	<b>860</b>	–	<b>860</b>	–
	<u>458</u>	<u>(450)</u>	<u>441</u>	<u>(220)</u>
<b>Other income and other gains/(losses), net</b>	<u><b>707</b></u>	<u>391</u>	<u><b>654</b></u>	<u>221</u>
<i>Discontinued operation</i>				
<b>Other gains</b>				
Gain on lease modification	<b>5</b>	–	–	–
	<u><b>5</b></u>	<u>–</u>	<u>–</u>	<u>–</u>

## 7 EXPENSES BY NATURE

The Group's loss is stated after charging the following cost of sales, selling expenses and administrative expenses:

	Six months ended 30 September		Three months ended 30 September	
	2023 HK\$'000 (unaudited)	2022 HK\$'000 (unaudited) (re-presented)	2023 HK\$'000 (unaudited)	2022 HK\$'000 (unaudited) (re-presented)
<b>Continuing operations</b>				
Land costs <i>(Note (i))</i>	79,811	4,481	39,669	3,886
Air fare costs	60,851	1,527	30,284	1,477
Cost of inventories	9,987	11,629	2,246	8,332
Catering service costs	1,593	–	793	–
Low-value assets leases expenses	160	114	92	57
Advertising and promotion	1,704	456	639	316
Credit card fees	2,318	192	1,171	168
Employee benefits expenses, excluding Directors' benefits and interests				
— Salaries, discretionary bonuses and allowances <i>(Note (ii))</i>	17,702	4,204	9,758	2,993
— Pension costs — defined contribution plan	627	216	367	126
— Other employee benefits	165	120	12	117
	<u>18,494</u>	<u>4,540</u>	<u>10,137</u>	<u>3,236</u>
Directors' benefits and interests	476	1,000	201	561
Depreciation of property, plant and equipment	2,441	287	1,270	167
Depreciation of right-of-use assets	3,615	1,884	1,728	1,105
Impairment loss on cryptocurrencies	12	–	12	–
Provision for slow-moving inventories	57	–	57	–
Office, telecommunication and utility expenses	932	494	437	161
Exchange gains, net	(364)	–	(169)	–
Legal and professional fees	1,312	1,269	614	498
Auditor's remuneration				
— Audit services	765	290	500	145
Others	4,694	1,599	2,979	949
	<u>188,858</u>	<u>29,762</u>	<u>92,660</u>	<u>21,058</u>

The Group's loss is stated after charging the following cost of sales, selling expenses and administrative expenses:

	Six months ended		Three months ended	
	30 September		30 September	
	2023	2022	2023	2022
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(re-presented)		(re-presented)
<b><i>Discontinued operation</i></b>				
Employee benefits expenses, excluding				
Directors' benefits and interests				
— Salaries, discretionary bonuses				
and allowances <sup>(Note (ii))</sup>	139	156	49	82
— Pension costs — defined				
contribution plan	8	9	3	4
	<u>147</u>	<u>165</u>	<u>52</u>	<u>86</u>
Depreciation of property,				
plant and equipment	—	209	—	105
Depreciation of right-of-use assets	—	60	—	29
Impairment loss/(fair value gain) on				
cryptocurrencies	42	687	74	(122)
Office, telecommunication and				
utility expenses	1	—	—	—
Legal and professional fees	2	138	—	136
Auditor's remuneration				
— Audit services	—	120	(13)	60
Others	7	16	—	(123)
	<u>199</u>	<u>1,395</u>	<u>113</u>	<u>171</u>

Notes:

- (i) Land costs mainly consist of direct costs incurred in the provision of package tours services such as land operator services, hotel accommodations, transportation expenses, meal expenses, admission tickets costs and booking services fees.
- (ii) During the period ended 30 September, 2022, the amount includes wage subsidies provided by the Hong Kong SAR government under the Employment Support Scheme. There are no unfulfilled conditions or other contingencies relating to these subsidies.

**8 FINANCE (COSTS)/INCOME, NET**

	<b>Six months ended</b>		<b>Three months ended</b>	
	<b>30 September</b>		<b>30 September</b>	
	<b>2023</b>	2022	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(unaudited)</b>	(unaudited)	<b>(unaudited)</b>	(unaudited)
		(re-presented)		(re-presented)
<i>Continuing operations</i>				
<b>Finance income</b>				
Bank interest income	<u>207</u>	–	<u>185</u>	–
<b>Finance costs</b>				
Imputed interest on loans from				
a Shareholder	–	(121)	–	(43)
Interest expense on lease liabilities	<u>(344)</u>	(169)	<u>(164)</u>	(89)
Interest expense on bank borrowings	<u>(4)</u>	(46)	–	(20)
	<u>(348)</u>	<u>(336)</u>	<u>(164)</u>	<u>(152)</u>
<b>Finance (costs)/income, net</b>	<u>(141)</u>	<u>(336)</u>	<u>21</u>	<u>(152)</u>
<i>Discontinued operation</i>				
<b>Finance income</b>				
Bank interest income	<u>1</u>	–	–	–
<b>Finance costs</b>				
Interest expense on lease liabilities	–	(5)	–	(2)
<b>Finance income/(costs), net</b>	<u>1</u>	<u>(5)</u>	<u>–</u>	<u>(2)</u>

## 9 INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits for the six months ended 30 September 2023 (six months ended 30 September 2022: 16.5%).

No overseas profits tax has been calculated as the Group companies are incorporated in the BVI or the Cayman Islands and are exempted from tax.

Income tax expense charged to the interim condensed consolidated statement of profit or loss and other comprehensive income represents:

	Six months ended 30 September		Three months ended 30 September	
	2023 <i>HK\$'000</i> (unaudited)	2022 <i>HK\$'000</i> (unaudited) (re-presented)	2023 <i>HK\$'000</i> (unaudited)	2022 <i>HK\$'000</i> (unaudited) (re-presented)
<i>Continuing operations</i>				
Current income tax expense	—	17	—	17

## 10 BASIC AND DILUTED EARNINGS/(LOSS) PER SHARE

### (a) Basic

Basic earnings/(loss) per Share is calculated by dividing the profit/(loss) attributable to owners of the Company by the weighted average number of ordinary shares in issue during the respective periods.

	Six months ended 30 September		Three months ended 30 September	
	2023 (unaudited)	2022 (unaudited) (re-presented)	2023 (unaudited)	2022 (unaudited) (re-presented)
Profit/(loss) attributable to owners of the Company ( <i>HK\$'000</i> )				
— Continuing operations	785	(8,450)	(1,109)	(5,755)
— Discontinued operation	(154)	(964)	(58)	276
	<b>631</b>	(9,414)	<b>(1,167)</b>	(5,479)
Weighted average number of ordinary shares in issue ('000)	<b>642,480</b>	460,766	<b>680,595</b>	480,000
Basic earnings/(loss) per Share from continuing and discontinued operations ( <i>HK cents per Share</i> )	<b>0.10</b>	(2.04)	<b>(0.17)</b>	(1.14)
Basic earnings/(loss) per Share from continuing operations ( <i>HK cents per Share</i> )	<b>0.12</b>	(1.83)	<b>(0.16)</b>	(1.20)
Basic (loss)/earnings per Share from a discontinued operations ( <i>HK cents per Share</i> )	<b>(0.02)</b>	(0.21)	<b>(0.01)</b>	0.06

**(b) Diluted**

Diluted earnings/(loss) per Share is the same as basic earnings/(loss) per Share due to the absence of potential dilutive ordinary shares during the six months ended 30 September 2023 (six months ended 30 September 2022: same).

The basic and diluted earnings/(loss) per Share for the six months ended 30 September 2023 and 2022 have been adjusted to reflect the bonus element in the Shares placed by the Company during the respective periods.

**11 DIVIDENDS**

The Board does not recommend the payment of interim dividend for the six months ended 30 September 2023 (six months ended 30 September 2022: nil).

**12 INTEREST IN A JOINT VENTURE**

	<b>30 September 2023 HK\$'000 (unaudited)</b>	31 March 2023 HK\$'000 (audited)
<b>At beginning of the period/year</b>	<b>11,159</b>	9,085
Share of post-tax results of a joint venture	<u>(1,373)</u>	<u>2,074</u>
<b>At end of the period/year</b>	<b><u>9,786</u></b>	<b><u>11,159</u></b>

Details of the joint venture as at 30 September 2023 and 31 March 2023 are set out below:

<b>Name of joint venture</b>	<b>Place of incorporation</b>	<b>Issued and fully paid capital</b>	<b>Effective equity Interest</b>	<b>Principal activities</b>
Triplabs (BVI) Limited	BVI	HK\$20,000,000	50%	Investments in tourism and travel technology related business through a wholly-owned subsidiary

### 13 TRADE PAYABLES

As at 30 September 2023 and 31 March 2023, the ageing analysis of trade payables based on invoice date are as follows:

	<b>30 September 2023 HK\$'000 (unaudited)</b>	31 March 2023 HK\$'000 (audited)
1 to 30 days	3,201	1,139
31 to 60 days	33	981
61 to 90 days	44	–
91 to 120 days	9	–
Over 120 days	–	1,480
	<u>3,287</u>	<u>3,600</u>

The carrying amounts of trade payables approximate their fair values as at 30 September 2023 and 31 March 2023.

### 14 SHARE CAPITAL

	<b>Number of Shares</b>	<b>Share capital HK\$'000</b>
<b>Authorised:</b> <i>Ordinary shares of HK\$0.01 each</i>		
As at 30 September 2023 and 31 March 2023	<u>10,000,000,000</u>	<u>100,000</u>
<b>Issued and fully paid:</b> <i>Ordinary shares of HK\$0.01 each</i>		
As at 1 April 2022	400,000,000	4,000
Issue of Shares upon placing	<u>168,095,000</u>	<u>1,681</u>
As at 31 March 2023	568,095,000	5,681
Issue of Shares upon placing	<u>112,500,000</u>	<u>1,125</u>
As at 30 September 2023	<u>680,595,000</u>	<u>6,806</u>

### 15 EVENTS AFTER THE REPORTING PERIOD

The Company proposed to change the English name of the Company from “WWPKG Holdings Company Limited” to “Flydoo Technology Holding Limited”, and to adopt and register the Chinese name of “飛道旅遊科技有限公司” as the dual foreign name of the Company in place of its existing Chinese name of “縱橫遊控股有限公司” which is currently used for identification purposes only. The special resolution in relation to the change of company name was duly passed by the Shareholders at the extraordinary general meeting on 13 November 2023.

## **MANAGEMENT DISCUSSION AND ANALYSIS**

Founded in 1979, the Group is one of the long-established and well-known travel agents in Hong Kong. The Group's businesses include the sales of Travel Related Products and Services, Tourism and Travel Technology Investments, Retail Operations and Catering Business.

### **BUSINESS REVIEW**

International tourism continued to recover from one of the worst crises in its history, the coronavirus 2019 disease ("COVID-19") pandemic. According to the latest data published by the World Tourism Organization ("UNWTO"), tourism demand continued to show remarkable resilience and sustained recovery, even in the face of economic and geopolitical challenges. International tourist arrivals reached 84 per cent of pre-pandemic levels between January and July 2023, and 700 million tourists travelled internationally between January and July 2023, which was 43 per cent more than in the same months of 2022. Particularly for Japan, where the Group's package tours have been focusing on, visitors have been flocking back to the country this year when it welcomed more than 2 million international visitors for a fourth consecutive month in September 2023, according to the Japan National Tourism Organization. That equated to just over 96 per cent of levels seen in the year 2019 before the outbreak of COVID-19 led to travel curbs around the world. Furthermore, Japan's recent falling currency has made the destination much more affordable. Outside of Japan, the Group have been diversifying its package tour products by offering new destinations and itineraries, including expanding its landscape to over twenty countries in Europe, Africa, Asia and Antarctica. One of the Group's new tours in the spotlight, featuring a 10-day tour to experience one of the greatest spectacles in nature, the Great Migration in Kenya's Maasai Mara departing in the months of July and August 2023, were fully sold. Tours destined for new destinations of Turkey, Greece and the Eastern and Western European countries received rave reviews. Focus on digital marketing has been revived to enhance brand awareness and to promote popularity and variety of the Group's products. Last but not least, the Group's new concept store with a net floor area of over 4,000 square feet was open in June 2023. Going beyond a traditional travel agent, the concept store encompasses a private VIP suite, a boutique housing curated ancillary travel related products, a coffee shop and co-working and events space to bring travel enthusiasts together and offers exclusive in-store experiences to the Group's customers.

As a result, the Group's revenue generated from the Travel Related Products and Services segment revealed a staggering twenty-two-fold increase from approximately HK\$8.1 million for the six months ended 30 September 2022 to approximately HK\$175.3 million for the six months ended 30 September 2023, and the segment turned its loss of approximately HK\$6.2 million for the six months ended 30 September 2022 around to a profit of approximately HK\$9.8 million for the six months ended 30 September 2023.

The Group had been striving to explore opportunities and seek to diversify its business portfolio in other industries in order to broaden its source of income and future earning capability and potential. The Group has commenced the sales of lifestyle products, including toy figures and unused and second-hand luxury handbags and watches, at outlets located at prime locations in Hong Kong and online in June 2022. For the six months ended 30 September 2023, the Retail Operations segment recorded revenue of approximately HK\$9.3 million and loss of approximately HK\$3.0 million that was mainly attributable to the low gross profit margins applied and considerable staff costs and promotion and marketing expenses incurred. Furthermore, the Group's 51%-owned subsidiary, Well Fed International Limited ("Well Fed"), as part of its catering business in Hong Kong, has set up a restaurant at a leased property located in Tsim Sha Tsui, Hong Kong, which ran a soft opening between 14 February 2023 and 15 March 2023 and officially commenced in April 2023. For the six months ended 30 September 2023, the new Catering Business segment recorded revenue of approximately HK\$4.0 million and loss of approximately HK\$4.5 million that was mainly attributable to depreciation of right-of-use assets arisen from the lease, depreciation of leasehold improvements and furniture and fixtures and staff costs recorded during the restaurant's early stage of operations.

## FINANCIAL REVIEW

### Revenue and gross profit/(loss)

The following table sets out the Group's revenue and gross profit/(loss) by business categories:

	Six months ended 30 September				Three months ended 30 September			
	2023		2022		2023		2022	
	Revenue	Gross profit/(loss)	Revenue	Gross profit	Revenue	Gross profit	Revenue	Gross Profit/(loss)
	HK\$' million	HK\$' million	HK\$' million	HK\$' million	HK\$' million	HK\$' million	HK\$' million	HK\$' million
<i>Continuing operations</i>								
Package tours	172.5	32.0	7.8	1.7	86.7	16.9	6.9	1.5
FIT products <sup>Note</sup>	0.4	0.4	0.2	0.2	0.2	0.2	0.2	0.2
Ancillary travel related products and services <sup>Note</sup>	2.4	2.4	0.1	0.1	1.1	1.1	0.1	0.1
Travel Related Products and Services	175.3	34.8	8.1	2.0	88.0	18.2	7.2	1.8
Retail Operations	9.3	(0.6)	13.0	1.4	2.3	0.1	7.7	(0.6)
Catering Business	4.0	2.4	-	-	2.3	1.5	-	-
	188.6	36.6	21.1	3.4	92.6	19.8	14.9	1.2
<i>Discontinued operation</i>								
Cryptocurrency Mining	-	-	0.2	0.2	-	-	-	-
	188.6	36.6	21.3	3.6	92.6	19.8	14.9	1.2

*Note:* The Group's revenue from sales of FIT products and ancillary travel related products and services are recognised on net basis as the Group renders its services as an agent.

### Package tours

For the six months ended 30 September 2023, revenue from package tours increased by 2,112.5% to approximately HK\$172.5 million and gross profit from package tours increased by 1,701.2% to approximately HK\$32.0 million as compared with the corresponding period in 2022, due to the re-launch of the Group's outbound package tours beginning 24 June 2022 alongside the exceptional sales performance recorded in the months of April, July and August 2023 as a result of tours operated during the peak Easter vacation and summer holidays.

### *FIT products*

The Group resumed its sales of FIT products as national governments started to lift their border controls, quarantine rules and vaccination requirements. For the six months ended 30 September 2023, sales of FIT products covered global destinations including Japan, United States, Canada, United Kingdom, Greece and countries in Asia, while limited sales were conducted during the corresponding period in 2022 when major local anti-epidemic measures, including boarding requirements and quarantine arrangements for inbound persons, were still in place.

### *Ancillary travel related products and services*

Ancillary travel related products and services generally include (i) travel insurance; (ii) admission tickets to attractions such as theme parks and shows; (iii) guided overseas day tours and excursions; (iv) local transportation such as airport transportation; (v) overseas transportation such as rail passes; (vi) car rental; (vii) prepaid telephone and internet cards; (viii) travel visa applications; and (ix) trading of merchandise.

The Group resumed its sales of ancillary travel related products and services as national governments started to lift their border controls, quarantine rules and vaccination requirements. For the six months ended 30 September 2023, revenue mainly represented margin income from insurance companies for the sales of travel insurance to tour participants and sales of admission tickets to theme parks and shows and day tours in Japan, while limited sales were conducted during the corresponding period in 2022 when major local anti-epidemic measures, including boarding requirements and quarantine arrangements for inbound persons, were still in place.

### *Retail Operations*

For the six months ended 30 September 2023, revenue represented the Group's sales of lifestyle products at retail stores and online. Products that were in high demand included (i) the Bearbrick (stylised as Be@rbrick) figures, which have been prominent in the designer and art toy collector community; and (ii) unused and second-hand luxury handbags and watches.

### *Catering Business*

As part of its Catering Business, Well Fed set up its first restaurant, Awesome Bar and Cafe, located in Tsim Sha Tsui, Hong Kong, which ran a soft opening between 14 February 2023 and 15 March 2023 and officially commenced in April 2023. For the six months ended 30 September 2023, revenue represented the Group's sales of food and beverages at the restaurant.

## *Cryptocurrency Mining*

The Group engaged in the process of gaining cryptocurrencies by solving cryptographic equations through verifying data blocks and adding transaction records to a public ledger known as a blockchain (the “Cryptocurrency Mining”). During the corresponding period in 2022, revenue represented the quantity of Ethereum (“ETH”) earned and received based on its fair value. Due to the market and price volatility on the cryptocurrencies and the increasing cost of electricity, together with the increasing level of difficulty on ETH-mining, Cryptocurrency Mining was suspended on 15 June 2022. In fact, ETH’s long-promised plan to phase out traditional GPU mining was completed, when the cryptocurrency switched from ‘proof of power’ to ‘proof of stake’ algorithm, on 15 September 2022.

## **Selling expenses**

Selling expenses mainly consist of (i) advertising and promotion expenses, such as sponsoring television travel programs and films, online and offline media advertisements, participating in tourism fairs and organizing travel seminars; (ii) offline, online and mobile payment service charges in respect of payments from customers with credit cards, debit cards (e.g. EPS) and digital wallets; (iii) staff costs, representing the salaries and benefits for the Group’s tour escorts, the sales associates of its Retail Operations and the restaurant staff of its Catering Business; (iv) depreciation of right-of-use assets for the Group’s travel agency branches, retail stores and restaurant; and (v) depreciation of property, plant and equipment.

For the six months ended 30 September 2023, selling expenses increased by 607.9% to approximately HK\$17.5 million as compared with the corresponding period in 2022, mainly due to:

- the increase in offline, online and mobile payment service charges arising from the sales of Travel Related Products and Services;
- the increase in salaries and benefits for the Group’s tour escorts;
- the increase in advertising spending on package tour products; and
- promotion and marketing expenses, staff costs of the sales associates and restaurant staff, depreciation of right-of-use assets and depreciation of leasehold improvements and furniture and fixtures incurred for the new segments, Retail Operations and Catering Business.

## **Administrative expenses**

Administrative expenses mainly consist of (i) staff costs, representing the Directors' remuneration and the salaries and benefits for the Group's administrative and operational staff; (ii) depreciation of right-of-use assets for the Group's office premises; (iii) depreciation of property, plant and equipment; (iv) office, telecommunication and utility expenses incurred in the Group's daily operations; (v) legal and professional fees; and (vi) other miscellaneous administrative expenses.

For the six months ended 30 September 2023, administrative expenses increased by 100.9% to approximately HK\$19.4 million as compared with the corresponding period in 2022, mainly due to:

- the increase in salaries as a result of increase in headcount of administrative and operational staff, salary increment awarded and reduction in no-pay leave taken upon resumption of the sales of Travel Related Products and Services; and
- staff costs of the administrative personnel and other administrative expenses incurred for the new segments, Retail Operations and Catering Business.

## **Loss for the period**

The Group's loss for the six months ended 30 September 2023 decreased by 87.3% to approximately HK\$1.3 million as compared with the corresponding period in 2022, which was mainly attributable to the following:

- the increase in the Group's gross profit by approximately HK\$33.2 million, mainly due to the re-launch of the Group's outbound package tours upon re-opening of international borders and lifting of travel restrictions;
- the decrease in loss of the Cryptocurrency Mining operations by approximately HK\$1.0 million, which has been discontinued since June 2022, which was partially offset by:
- the increase in selling expenses by approximately HK\$15.0 million for reasons as discussed in the sub-section headed "Financial Review — Selling expenses" above; and
- the increase in administrative expenses by approximately HK\$9.7 million for reasons as discussed in the sub-section headed "Financial Review — Administrative expenses" above.

## LIQUIDITY AND FINANCIAL RESOURCES

The Group generally finances its liquidity requirements through internally generated resources and available banking facilities, when necessary. As at 30 September 2023, the Group's net asset value was approximately HK\$57.6 million (31 March 2023: approximately HK\$42.0 million). As at 30 September 2023, the Group had cash and cash equivalents as represented by cash on hand and at banks, including short-term fixed deposits, of approximately HK\$63.4 million (31 March 2023: approximately HK\$45.7 million). The Group's cash and bank balances were mainly denominated in Hong Kong dollars ("HK\$"), which accounted for 86.7% of the total balances (31 March 2023: 91.4%).

To meet the needs of working capital for its Travel Related Products and Services operations, the Group had obtained bank loans under the SME Financing Guarantee Scheme of the Hong Kong SAR government in June 2020. As at September 2023, such bank borrowings were fully repaid (31 March 2023: the carrying amounts of the bank borrowings were approximately HK\$0.8 million).

To support the working capital of its Retail Operations and Catering Business, the Group received advances from non-controlling shareholders of its subsidiaries that were interest-free and repayable on demand. As at 30 September 2023, the carrying amounts of the amounts due to non-controlling shareholders of the Group's subsidiaries amounted to approximately HK\$6.6 million (31 March 2023: approximately HK\$10.0 million).

To support the Group's general working capital for its businesses, the Company completed its placing of 112,500,000 new ordinary shares (the "June 2023 Placing Share(s)") to not less than six places at the placing price of HK\$0.160 per June 2023 Placing Share on 2 June 2023. The placing price of HK\$0.160 per June 2023 Placing Share represented a premium of approximately 14.3% over the closing price of HK\$0.140 per share of the Company (the "Share(s)") as quoted on the Stock Exchange on 10 May 2023, being the date on which the terms of the placing were fixed. The net proceeds (after deduction of commission and other expenses of the placing) from the placing of the June 2023 Placing Shares amounted to approximately HK\$17.6 million, representing a net issue price of HK\$0.157 per June 2023 Placing Share, which have been used for the Group's settlement of accrued leasehold improvements, procurement expenses, staff costs, rental expenses and general and administration expenses.

Current ratio is calculated as current assets divided by current liabilities. The Group's current ratio as at 30 September 2023 was 1.3 times (31 March 2023: 1.1 times).

## **SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

On 25 July 2023, Infinite Perfection Asia Limited (“Infinite Perfection”), a wholly-owned subsidiary of the Group, disposed of its entire 65% equity interests in Darren Trading Company Limited (“Darren Trading”) for a cash consideration of HK\$520,000. Darren Trading principally engaged in the sales of healthcare products via retail stores and/or e-commerce. On 15 September 2023, Infinite Perfection disposed of its entire 65% equity interests in Lotso Bear Trading Limited (“Lotso Bear”) for a cash consideration of HK\$1,750,000. Lotso Bear principally engaged in the sales of lifestyle products via retail stores and/or e-commerce. A gain of HK\$860,000 was recognised during the six months ended 30 September 2023 as a result of the disposal of these subsidiaries.

On 15 September 2023, Infinite Perfection acquired additional 35% equity interests in Guyguide Limited (“Guyguide”) for a cash consideration of HK\$3,500. Guyguide principally engages in the provision of Travel Related Products and Services as a travel agent in Hong Kong under the brand “Guyguide”. Subsequent to the acquisition of the additional equity interests, Guyguide became a wholly-owned subsidiary of Infinite Perfection.

Save as disclosed above, there were no other significant investments, material acquisitions or disposals of subsidiaries, associates and joint ventures by the Group during the six months ended 30 September 2023.

## **FOREIGN EXCHANGE EXPOSURE**

Regarding the Group’s Travel Related Products and Services, revenue was mainly denominated in HK\$. However, the settlement of substantial portion of its land costs, such as hotel tariffs, transportation costs, meal expenses and admission ticket costs, is denominated in Japanese Yen (“JPY”). The Group is therefore exposed to foreign exchange risk primarily with respect to JPY. The Group has implemented foreign exchange risk management procedures to manage exposure to foreign exchange risk in relation to JPY. The procedures were established to control the foreign exchange risk to an acceptable level by ensuring that the Group is able to obtain sufficient amount of JPY at acceptable exchange rates for meeting its payment obligations arising from business operations and at the same time do not purchase unnecessary amounts of JPY more than it requires. The purchase amounts were limited to the corresponding costs of the travel elements payable in JPY for the Japan bound tours for the coming four weeks (or eight weeks during peak seasons). Such amounts were estimated based on the actual enrolment data (i.e. headcount enrolled for the Group’s Japan bound tours) and the costs of travel elements payable in JPY per headcount, of which such costs were determined with reference to the historical spending and the effect of general inflation.

Although the Group may enter into foreign exchange forward contracts with major and reputable financial institutions and foreign currency services companies of long establishment history to manage its exposure to foreign exchange risk, it does not intend to speculate on the future direction of foreign exchange fluctuation. As at 30 September 2023, the Group had outstanding foreign exchange forward contracts denominated in JPY of notional principal amounts of approximately HK\$4.4 million (31 March 2023: approximately HK\$3.1 million). Management will continue to evaluate the Group's foreign exchange risk management procedures and take actions as appropriate to minimise the Group's exposure whenever necessary.

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 30 September 2023, the Group had a workforce of 120 employees (31 March 2023: 85), excluding the Directors. Salaries of employees are determined based on factors such as roles and responsibilities, years of experience, professional specialisation and other qualifications, and are maintained at competitive levels. The Group operates a defined contribution mandatory provident fund scheme for all its employees. The Group also offers discretionary bonuses to its employees by reference to the performance of individual employees and the overall performance of the Group. Total employee benefits expenses, excluding the Directors' emoluments, incurred by the Group for the six months ended 30 September 2023 amounted to approximately HK\$18.6 million (six months ended 30 September 2022: approximately HK\$4.7 million). The increase in the Group's workforce was attributable to the hiring of tour escorts, frontline sales, marketing and operational staff and managers to support the Group's outbound tours operations during the six months ended 30 September 2023, as well as the addition of staff headcount to the new Retail Operations and Catering Business.

The Company has adopted a share option scheme on 16 December 2016 with a term of 10 years (the "Share Option Scheme"). The Share Option Scheme is designed to motivate eligible participants, including executives and key employees, who may make a contribution to the Group, and enables the Group to attract and retain individuals with experience and ability and to reward them for their contributions. During the six months ended 30 September 2023, no share option had been granted, exercised, lapsed or cancelled under the Share Option Scheme.

The Group did not experience any significant labour disputes that led to any disruption of its normal business operations during the six months ended 30 September 2023.

## USE OF PROCEEDS

The Company completed its placing of 80,000,000 new ordinary shares (the “May 2022 Placing Share(s)”) to not less than six placees at the placing price of HK\$0.281 per May 2022 Placing Share on 24 May 2022. The net proceeds (after deduction of commission and other expenses of the placing) from the placing of the May 2022 Placing Shares amounted to approximately HK\$21.9 million, which have been used for the general working capital of the Group and general corporate purposes to support the Group’s strategies. As at 30 September 2023, the unutilised proceeds from the placing of the May 2022 Placing Shares of approximately HK\$0.5 million were deposited into licensed banks in Hong Kong. The following table sets forth the status of the use of the proceeds from the placing of the May 2022 Placing Shares as at 30 September 2023:

Objective	Allocation of proceeds <i>HK\$ million</i>	Amount	Balance	Expected timeframe
		utilised up to 30 September 2023 <i>HK\$ million</i>	as at 30 September 2023 <i>HK\$ million</i>	
Salary payments, including staff costs for the expected recruitment of additional staff when travel restrictions are relaxed	13.0	(13.0)	–	
Rental expenses	3.5	(3.5)	–	
General corporate expenses including legal and professional fees	3.0	(3.0)	–	
Advertising and marketing expenses to promote Travel Related Products and Services when outbound tourism resumes	2.4	(1.9)	0.5	To be used within two months
	21.9	(21.4)	0.5	

The Company completed its placing of 88,095,000 new ordinary shares (the “November 2022 Placing Share(s)”) to not less than six places at the placing price of HK\$0.170 per November 2022 Placing Share on 16 November 2022. The net proceeds (after deduction of commission and other expenses of the placing) from the placing of the November 2022 Placing Shares amounted to approximately HK\$13.7 million, which have been used for the working capital of the Retail Operations and had been fully utilised before 30 September 2023. The following table sets forth the details of the use of the proceeds from the placing of the November 2022 Placing Shares:

<b>Objective</b>	<b>Amount utilised up to 30 September 2023 <i>HK\$ million</i></b>
Procurement expenses in relation to the Retail Operations	7.4
Salary payments in relation to the Retail Operations	2.4
General and administration expenses in relation to the Retail Operations	1.8
Rental expenses in relation to the Retail Operations	1.2
Advertising and marketing expenses in relation to the Retail Operations	0.9
	<u>13.7</u>

The Company completed its placing of the June 2023 Placing Shares on 2 June 2023, details of which is discussed in the sub-section headed “Financial Review — Liquidity and Financial Resources” above. As at 30 September 2023, the unutilised proceeds from the placing of the June 2023 Placing Shares of approximately HK\$1.8 million were deposited into licensed banks in Hong Kong. The following table sets forth the status of the use of the proceeds from the placing of the June 2023 Placing Shares as at 30 September 2023:

<b>Objective</b>	<b>Allocation of proceeds <i>HK\$ million</i></b>	<b>Amount utilised up to 30 September 2023 <i>HK\$ million</i></b>	<b>Balance as at 30 September 2023 <i>HK\$ million</i></b>	<b>Expected timeframe</b>
Settlement of accrued leasehold improvements	7.4	(7.4)	–	
Procurement expenses	5.7	(5.7)	–	
Staff costs	2.9	(1.3)	1.6	To be used within two months
Rental expenses	1.4	(1.2)	0.2	To be used within two months
General and administration expenses	0.2	(0.2)	–	
	<u>17.6</u>	<u>(15.8)</u>	<u>1.8</u>	

## **INTERIM DIVIDEND**

In order to retain more cash to finance the working capital requirements and future development of the Group, the Board does not recommend the payment of interim dividend for the six months ended 30 September 2023 (six months ended 30 September 2022: nil). The Board will consider future dividend distribution according to the Company’s dividend policy.

## **FUTURE PROSPECTS**

The global travel and tourism sector's post-pandemic recovery has been picking up its speed as the world's pent-up desire for travel rekindles. For Hong Kong, ever since the lifting of the quarantine regime for inbound persons and local anti-epidemic measures in December 2022, leisure travel sentiment has been improving. The UNWTO anticipates a strong year for the sector even in the face of diverse challenges, including the economic slowdown and continuing geopolitical uncertainty. Based on UNWTO's forward-looking scenarios for 2023, international tourist arrivals could reach up to 95% of pre-pandemic levels in 2023. Hence, the Group remains confident in its strategy and has faith that its outbound travel, tourism and hospitality activities will bounce back to surpass the pre-pandemic levels in the medium term.

Furthermore, by incorporating the new retailing and catering business activities, the Group seeks to diversify its business in other industries in order to expand its revenue and income sources. The Group will continue to put forth its best endeavor to drive business performance on its road to recovery and profitability.

## **OTHER INFORMATION**

### **CORPORATE GOVERNANCE PRACTICES**

The Company's corporate governance practices are based on the principles and code provisions as set out in the Corporate Governance Code and Corporate Governance Report as set out in Appendix 15 to the GEM Listing Rules (the "CG Code"). The Board and the management of the Company are committed to maintaining and achieving a high standard of corporate governance practices with an emphasis on a quality Board, an effective accountability system and a healthy corporate culture in order to safeguard the interests of the Shareholders and enhance the business growth of the Group.

During the six months ended 30 September 2023, the Company has complied with all the code provisions as set out in the CG Code, except for the deviation from code provision C.2.1, which is explained below.

According to code provision C.2.1 of the CG Code, the roles of the chairman and chief executive of a listed issuer should be separate and should not be performed by the same individual. Mr. Yuen Chun Ning ("Mr. CN Yuen") has been appointed as the chairman of the Board (the "Chairman") between 30 September 2022 and 2 October 2023, who assumed the dual roles of the Chairman and the chief executive officer of the Company (the "Chief Executive Officer"). Notwithstanding the above, the Board was of the view that vesting the roles of both the Chairman and the Chief Executive Officer in Mr. CN Yuen had the benefit of ensuring consistent leadership, continuous planning and effective execution of the Group's strategies. The Board considered that the balance of power and authority under such structure would not be compromised.

## **UPDATE ON DIRECTORS' INFORMATION**

Pursuant to Rule 17.50A(1) of the GEM Listing Rules, the change in information of the Directors since the date of the annual report of the Company for the year ended 31 March 2023 are set out below:

- Mr. Lee Hing Cheung Eric (“Mr. Lee”) has retired as an independent non-executive Director with effect from 18 August 2023. Following his retirement, Mr. Lee ceased to be the chairman of the remuneration committee (the “Remuneration Committee”) and a member of each of the nomination committee (the “Nomination Committee”) and the audit committee (the “Audit Committee”) of the Company;
- Ms. Gao Lili (“Ms. Gao”) has retired as an independent non-executive Director with effect from 18 August 2023. Following her retirement, Ms. Gao ceased to be the chairman of the Nomination Committee and a member of each of the Remuneration Committee and the Audit Committee; and
- Mr. CN Yuen has resigned as the Chairman with effect from 3 October 2023.

Saved as disclosed above, there is no other change in information of the Directors required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules since the date of the annual report of the Company for the year ended 31 March 2023.

## **DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted Rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct regarding Directors' securities transactions. Having been enquired by the Company, all Directors confirmed that they had complied with the required standard of dealings and the code of conduct concerning securities transactions by the Directors during the six months ended 30 September 2023.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 September 2023.

## **SHARE OPTION SCHEME**

The Share Option Scheme was adopted pursuant to a resolution passed by the Company's then shareholders on 16 December 2016 (the “Adoption Date”). As at 30 September 2023, the number of Shares available for grant under the Share Option Scheme was 40,000,000 Shares (31 March 2023: 40,000,000 Shares). No share option had been granted, exercised, lapsed or cancelled under the Share Option Scheme from the Adoption Date to 30 September 2023, and there was no outstanding share option as at the date of this announcement.

## **DIRECTORS' COMPETING INTERESTS**

During the six months ended 30 September 2023, each of the Directors and their respective close associates (as defined in the GEM Listing Rules) has confirmed that none of them had any business or interests in any company that competes or may compete with the business of the Group and any other conflict of interests which any such person has or may have with the Group.

## **AUDIT COMMITTEE**

The Company has established the Audit Committee with written terms of reference in compliance with the requirements as set out in Rules 5.28 to 5.33 of the GEM Listing Rules and the CG Code. The Audit Committee reviews, amongst others, the financial information of the Group; the relationship with and terms of appointment of the external auditors; and the Group's financial reporting system, risk management and internal control systems, and provides advice and comments to the Board. The Audit Committee currently comprises three independent non-executive Directors. The unaudited interim financial results of the Group for the six months ended 30 September 2023 have been reviewed by the Audit Committee together with the Group's management.

By Order of the Board  
**WWPKG Holdings Company Limited**  
縱橫遊控股有限公司  
**Yuen Chun Ning**  
*Executive Director*

Hong Kong, 13 November 2023

*As at the date of this announcement, the executive directors of the Company are Mr. Yuen Chun Ning and Ms. Shawlain Ahmin; and the independent non-executive directors of the Company are Mr. Lee Kwong Ming, Mr. Leung Ka Cheong and Mr. Wong Ping Kuen.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with 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 announcement 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 announcement misleading.*

*This announcement will remain on the "Latest Listed Company Information" page of the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for at least seven days from the date of its posting and on the Company's website at [www.wwpkg.com.hk](http://www.wwpkg.com.hk).*