



CircuTech International Holdings Limited

訊智海國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code 股份代號: 8051)

INTERIM REPORT
中期報告 2024

香港聯合交易所有限公司 (「聯交所」) GEM之特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資之人士應了解投資於該等公司之潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於在GEM上市的公司普遍為中小型公司，在GEM買賣的證券可能會較於主板買賣之證券承受較大之市場波動風險，同時無法保證在GEM買賣之證券會有高流通量之市場。

香港交易及結算有限公司及聯交所對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不對因本報告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

本報告的資料乃遵照聯交所GEM證券上市規則（「GEM上市規則」）而刊載，旨在提供有關訊智海國際控股有限公司（「本公司」）及其附屬公司（統稱「本集團」）之資料；本公司董事（「董事」及「各董事」）願就本報告的資料共同及個別地承擔全部責任。董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何其他事項，足以令致本報告或其所載任何陳述產生誤導。

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.

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

摘要

HIGHLIGHTS

- 截至二零二四年六月三十日止六個月，本集團錄得營業額約148,900,000港元（截至二零二三年六月三十日止六個月：約28,500,000港元），較去年同期增加約120,400,000港元。
- 截至二零二四年六月三十日止六個月，毛利約為8,100,000港元，較二零二三年同期毛利增加約20.6%。
- 截至二零二四年六月三十日止六個月，本集團錄得本公司擁有人應佔溢利約2,200,000港元（截至二零二三年六月三十日止六個月：3,100,000港元）。
- 董事會不建議派付截至二零二四年六月三十日止六個月之中期股息（截至二零二三年六月三十日止六個月：無）。
- The Group recorded a turnover of approximately HK\$148.9 million for the six months ended 30 June 2024 (six months ended 30 June 2023: approximately HK\$28.5 million), representing an increase of approximately HK\$120.4 million when compared with the same period last year.
- The gross profit amounted to approximately HK\$8.1 million for the six months ended 30 June 2024, representing an increase of approximately 20.6% as compared to that of the same period in 2023.
- The Group recorded a profit attributable to the owners of the Company of approximately HK\$2.2 million for the six months ended 30 June 2024 (six months ended 30 June 2023: HK\$3.1 million).
- The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).



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中期簡明綜合財務報表的審閱報告

致訊智海國際控股有限公司 董事會

(於開曼群島註冊成立之有限公司)

引言

吾等已審閱列載於第5至32頁的中期簡明綜合財務報表，該等中期簡明綜合財務報表包括訊智海國際控股有限公司及其附屬公司（統稱「貴集團」）截至二零二四年六月三十日的簡明綜合財務狀況表與截至該日止六個月期間的相關簡明綜合全面收益表、簡明綜合權益變動表及簡明綜合現金流量表，以及中期簡明綜合財務報表附註（包括主要會計政策資料）（「中期簡明綜合財務報表」）。香港聯合交易所有限公司GEM證券上市規則規定，就中期財務資料擬備的報告必須符合以上規則的有關條文以及香港會計師公會頒佈的香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）。董事負責根據香港會計準則第34號擬備及列報中期簡明綜合財務報表。吾等的責任是根據吾等的審閱對中期簡明綜合財務報表作出結論。本報告僅按照吾等協定的委聘約定條款向閣下（作為整體）作出，除此之外本報告別無其他目的。吾等不會就本報告的內容向任何其他人士負上或承擔任何責任。

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

TO THE BOARD OF DIRECTORS OF CIRCUTECH INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim condensed consolidated financial statements set out on pages 5 to 32 which comprise the condensed consolidated statement of financial position of CircuTech International Holdings Limited and its subsidiaries (collectively referred to as the “**Group**”) as of 30 June 2024 and the related condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the six-month period then ended, and notes to the interim condensed consolidated financial statements, including material accounting policy information (the “**interim condensed consolidated financial statements**”). The Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“**HKAS 34**”) issued by the Hong Kong Institute of Certified Public Accountants. The directors are responsible for the preparation and presentation of the interim condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on the interim condensed consolidated financial statements based on our review. This report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

中期簡明綜合財務報表的審閱報告 (續)

致訊智海國際控股有限公司董事會 (續)

(於開曼群島註冊成立之有限公司)

審閱範圍

吾等已根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠小於根據香港審計準則進行審計的範圍，故不能令吾等可保證吾等將知悉在審計中可能被發現的所有重大事項。因此，吾等不會發表審計意見。

結論

按照吾等的審閱，吾等並無發現任何事項，令吾等相信中期簡明綜合財務報表未有在各重大方面根據香港會計準則第34號擬備。

香港立信德豪會計師事務所有限公司

執業會計師

白德麟

執業證書編號：P06170

香港

二零二四年八月十三日

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Continued)

TO THE BOARD OF DIRECTORS OF CIRCUTECH INTERNATIONAL HOLDINGS LIMITED (Continued)

(Incorporated in the Cayman Islands with limited liability)

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

BDO Limited

Certified Public Accountants

Pak Tak Lun

Practising Certificate no. P06170

Hong Kong

13 August 2024

中期簡明綜合全面收益表

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

截至六月三十日止六個月
Six months ended 30 June
二零二四年 二零二三年
2024 2023
千港元 千港元
HK\$'000 HK\$'000
(未經審核) (未經審核)
(unaudited) (unaudited)

| | | 附註 Notes | 2024 千港元 HK\$'000 (未經審核) (unaudited) | 2023 千港元 HK\$'000 (未經審核) (unaudited) |
|------------------------|--|-------------|--|--|
| 收入 | Revenue | 6 | 148,891 | 28,502 |
| 銷售成本 | Cost of sales | | (140,743) | (21,743) |
| 毛利 | Gross profit | | 8,148 | 6,759 |
| 其他收入 | Other income | | 1,964 | 2,824 |
| 銷售及分銷成本 | Selling and distribution costs | | (752) | (805) |
| 行政費用 | Administrative expenses | | (6,359) | (6,768) |
| 研究支出 | Research expenditures | | (406) | (433) |
| 衍生金融工具之公平值收益 | Fair value gain on derivative financial instrument | | 326 | 1,987 |
| 使用權益法入賬之應佔一間 聯營公司純利 | Share of net profit of an associate accounted for using the equity method | | 610 | 597 |
| 財務成本 | Finance costs | | (15) | (73) |
| 除所得稅前溢利 | Profit before income tax | 8 | 3,516 | 4,088 |
| 所得稅開支 | Income tax expenses | 9 | (894) | (352) |
| 本期間溢利 | Profit for the period | | 2,622 | 3,736 |
| 本期間其他全面收益： | Other comprehensive income for the period: | | | |
| 其後可能重新分類至損益之項目 | Item that may be reclassified subsequently to profit or loss | | | |
| 換算海外業務產生之匯兌差額 | Exchange differences arising on translation of foreign operations | | (691) | 1,037 |

中期簡明綜合全面收益表 (續)

INTERIM CONDENSED CONSOLIDATED

STATEMENT OF COMPREHENSIVE INCOME (Continued)

| | | 截至六月三十日止六個月 | |
|------------------------|--|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 本期間其他全面收益 | Other comprehensive income for the period | (691) | 1,037 |
| 本期間全面收益總額 | Total comprehensive income for the period | 1,931 | 4,773 |
| 以下人士應佔本期間溢利： | Profit for the period attributable to: | | |
| — 本公司擁有人 | – Owners of the Company | 2,231 | 3,139 |
| — 非控股權益 | – Non-controlling interests | 391 | 597 |
| | | 2,622 | 3,736 |
| 以下人士應佔全面收益總額： | Total comprehensive income attributable to: | | |
| — 本公司擁有人 | – Owners of the Company | 1,537 | 4,176 |
| — 非控股權益 | – Non-controlling interests | 394 | 597 |
| | | 1,931 | 4,773 |
| 本公司擁有人應佔每股盈利 (每股港仙) | Earnings per share attributable to owners of the Company (HK cents per share) | | |
| — 基本及攤薄 | – Basic and diluted | 11 | 13.40 |

第11至32頁之附註構成本中期簡明綜合財務資料之其中一部份。

The notes on pages 11 to 32 form an integral part of this interim condensed consolidated financial information.

中期簡明綜合財務狀況表

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| | | | 於二零二四年 六月三十日 As at 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 於二零二三年 十二月三十一日 As at 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
|-------------------------|-------------|---|---|--|
| | 附註 Notes | | | |
| 資產 | | Assets | | |
| 非流動資產 | | Non-current assets | | |
| 物業、廠房及設備 | 12 | Property, plant and equipment | 14 | 41 |
| 使用權資產 | 12 | Right-of-use assets | 246 | 786 |
| 於一間聯營公司之權益 | | Interest in an associate | 10,132 | 9,670 |
| 衍生金融工具 | | Derivative financial instruments | 9,314 | 9,128 |
| 透過其他全面收益按公平值列值之 金融資產 | | Financial asset at fair value through other comprehensive income | 3,097 | 1,597 |
| | | | 22,803 | 21,222 |
| 流動資產 | | Current assets | | |
| 存貨 | | Inventories | 21 | 562 |
| 應收賬款及其他應收款 | 13 | Trade and other receivables | 83,288 | 36,941 |
| 現金及現金等價物 | | Cash and cash equivalents | 61,638 | 104,485 |
| 流動稅項資產 | | Current tax assets | 193 | 164 |
| | | | 145,140 | 142,152 |
| 總資產 | | Total assets | 167,943 | 163,374 |
| 權益 | | Equity | | |
| 股本 | 15 | Share capital | 4,687 | 4,687 |
| 其他儲備 | | Other reserves | 194,533 | 195,227 |
| 累計虧損 | | Accumulated losses | (42,065) | (44,296) |
| 本公司擁有人應佔之資本及儲備 | | Capital and reserves attributable to owners of the Company | 157,155 | 155,618 |
| 非控股權益 | | Non-controlling interests | 1,496 | 1,102 |
| 總權益 | | Total equity | 158,651 | 156,720 |

中期簡明綜合財務狀況表 (續)

INTERIM CONDENSED CONSOLIDATED
STATEMENT OF FINANCIAL POSITION (Continued)

| | | | 於二零二四年 六月三十日 As at 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 於二零二三年 十二月三十一日 As at 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
|----------------|---------------------------------------|----|---|--|
| 負債 | Liabilities | | | |
| 流動負債 | Current liabilities | | | |
| 應付賬款及其他應付款 | Trade and other payables | 14 | 5,255 | 4,367 |
| 租賃負債 | Lease liabilities | | 269 | 733 |
| 合約負債 | Contract liabilities | | 2,252 | 242 |
| 流動稅項負債 | Current tax liabilities | | 1,321 | 750 |
| | | | 9,097 | 6,092 |
| 總資產減流動負債 | Total assets less current liabilities | | 158,846 | 157,282 |
| 非流動負債 | Non-current liabilities | | | |
| 租賃負債 | Lease liabilities | | - | 100 |
| 長期服務金責任 | Long service payment liabilities | | 195 | 462 |
| | | | 195 | 562 |
| 總負債 | Total liabilities | | 9,292 | 6,654 |
| 權益及負債總額 | Total equity and liabilities | | 167,943 | 163,374 |

第11至32頁之附註構成本中期簡明綜合財務資料之其中一部份。

The notes on pages 11 to 32 form an integral part of this interim condensed consolidated financial information.

中期簡明綜合權益變動表

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

本公司擁有人應佔
Attributable to owners of the Company

| | | 股本 | 股份溢價 | 匯兌儲備 | 特別儲備 | 透過其他 全面收益 按公平值列值 (透過其他 全面收益 按公平值列值) 之金融資產 Financial asset at fair value through other comprehensive income ("FVOCI") | 累計虧損 | 總計 | 非控股權益 | 總計 |
|---------------------------|---|-------------------------------------|-------------------------------------|---|---------------------------------------|--|--|--------------------------|---|--------------------------|
| | | Share capital 千港元 HK\$'000 | Share premium 千港元 HK\$'000 | Translation reserve 千港元 HK\$'000 | Special reserve 千港元 HK\$'000 | 千港元 千港元 HK\$'000 | Accumulated losses 千港元 HK\$'000 | Total 千港元 HK\$'000 | Non- controlling interests 千港元 HK\$'000 | Total 千港元 HK\$'000 |
| 於二零二四年一月一日 (經審核) | At 1 January 2024 (audited) | 4,687 | 183,006 | (2,904) | 14,990 | 135 | (44,296) | 155,618 | 1,102 | 156,720 |
| 本期間溢利 | Profit for the period | - | - | - | - | - | 2,231 | 2,231 | 391 | 2,622 |
| 截至二零二四年六月三十日 止期間其他全面收益 | Other comprehensive income for the period ended 30 June 2024 | - | - | - | - | - | - | - | - | - |
| 換算海外業務產生之 匯兌差額 | Exchange differences on translation of foreign operations | - | - | (694) | - | - | - | (694) | 3 | (691) |
| 本期間全面收益總額 | Total comprehensive income for the period | - | - | (694) | - | - | 2,231 | 1,537 | 394 | 1,931 |
| 於二零二四年六月三十日 (未經審核) | At 30 June 2024 (unaudited) | 4,687 | 183,006 | (3,598) | 14,990 | 135 | (42,065) | 157,155 | 1,496 | 158,651 |
| 於二零二三年一月一日 (經審核) | At 1 January 2023 (audited) | 4,687 | 183,006 | (4,462) | 14,990 | 135 | (49,798) | 148,558 | 11,486 | 160,044 |
| 一間附屬公司非控股股東 減資 | Capital reduction to a non-controlling shareholder of a subsidiary | - | - | - | - | - | - | - | (11,104) | (11,104) |
| 本期間溢利 | Profit for the period | - | - | - | - | - | 3,139 | 3,139 | 597 | 3,736 |
| 截至二零二三年六月三十日 止期間其他全面收益 | Other comprehensive income for the period ended 30 June 2023 | - | - | - | - | - | - | - | - | - |
| 換算海外業務產生之 匯兌差額 | Exchange differences on translation of foreign operations | - | - | 1,037 | - | - | - | 1,037 | - | 1,037 |
| 本期間全面收益總額 | Total comprehensive income for the period | - | - | 1,037 | - | - | 3,139 | 4,176 | 597 | 4,773 |
| 於二零二三年六月三十日 (未經審核) | At 30 June 2023 (unaudited) | 4,687 | 183,006 | (3,425) | 14,990 | 135 | (46,659) | 152,734 | 979 | 153,713 |

本集團之特別儲備乃指根據於二零零一年四月進行集團重組時被購入之附屬公司合計之股本面值與本公司發行股本作為收購代價之面值兩者之差額。

The special reserve of the Group represents the difference between the aggregate of the nominal value of share capital of the subsidiaries acquired pursuant to a group reorganisation in April 2001 and the nominal value of the share capital issued by the Company as consideration for the acquisition.

第11至32頁之附註構成本中期簡明綜合財務資料之其中一部份。

The notes on pages 11 to 32 form an integral part of this interim condensed consolidated financial information.

中期簡明綜合現金流量表

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

截至六月三十日止六個月
Six months ended 30 June
二零二四年 二零二三年
2024 2023
千港元 千港元
HK\$'000 HK\$'000
(未經審核) (未經審核)
(unaudited) (unaudited)

| | | | |
|-------------------------|---|-----------------|-----------------|
| 經營業務之現金流量 | Cash flows from operating activities | | |
| 經營業務(所用)／產生之現金 | Cash (used in)/generated from operations | (41,122) | 1,941 |
| 已收利息 | Interest received | 1,087 | 1,030 |
| 已付所得稅 | Income taxes paid | (460) | (923) |
| 經營業務(所用)／產生之現金淨額 | Net cash (used in)/generated from operating activities | (40,495) | 2,048 |
| 投資業務之現金流量 | Cash flows from investing activities | | |
| 物業、廠房及設備付款 | Payments for property, plant and equipment | - | (8) |
| 透過其他全面收益按公平值列值之金融資產付款 | Payments for financial asset at FVOCI | (1,500) | - |
| 投資業務所用之現金淨額 | Net cash used in investing activities | (1,500) | (8) |
| 融資業務之現金流量 | Cash flows from financing activities | | |
| 償還租賃負債之本金部分 | Repayment of principal portion of lease liabilities | (449) | (965) |
| 償還租賃負債之利息部分 | Repayment of interest portion of lease liabilities | (15) | (73) |
| 非控股權益減資 | Capital reduction from non-controlling interest | - | (11,104) |
| 融資業務所用之現金淨額 | Net cash used in financing activities | (464) | (12,142) |
| 現金及現金等價物減少淨額 | Net decrease in cash and cash equivalents | (42,459) | (10,102) |
| 於期初之現金及現金等價物 | Cash and cash equivalents at the beginning of the period | 104,485 | 138,122 |
| 現金及現金等價物之匯兌虧損 | Exchange losses on cash and cash equivalents | (388) | (447) |
| 於期末之現金及現金等價物 | Cash and cash equivalents at the end of the period | 61,638 | 127,573 |

第11至32頁之附註構成本中期簡明綜合財務資料之其中一部份。

The notes on pages 11 to 32 form an integral part of this interim condensed consolidated financial information.

中期簡明綜合財務資料附註

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

1. 一般資料

訊智海國際控股有限公司（「本公司」）及其附屬公司（統稱「本集團」）主要從事IT產品的銷售及分銷以及提供IT產品的維修及其他服務支援。

本公司為於開曼群島註冊成立之有限公司，其註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。

本公司以香港聯合交易所有限公司GEM為第一上市地。

除另有所指外，本中期簡明綜合財務資料乃以港元（「港元」）呈列。

2. 編製基準

截至二零二四年六月三十日止六個月之中期簡明綜合財務報表乃根據香港會計師公會（「香港會計師公會」）頒佈之香港會計準則（「香港會計準則」）第34號「中期財務報告」及GEM上市規則之適用披露規定而編製。

中期簡明綜合財務資料應與根據香港財務報告準則（「香港財務報告準則」）編製之截至二零二三年十二月三十一日止年度之年度財務報表一併閱讀。

該等中期簡明綜合財務報表屬未經審核，惟已由香港立信德豪會計師事務所有限公司根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。香港立信德豪會計師事務所有限公司致董事會之獨立審閱報告載於第3至4頁。

1. GENERAL INFORMATION

CircuTech International Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) is principally engaged in the sales and distribution of IT products and the provision of repairs and other service support of IT products.

The Company is a limited liability company incorporated in the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The Company has its primary listing on GEM of The Stock Exchange of Hong Kong Limited.

This interim condensed consolidated financial information is presented in Hong Kong dollars (“HK\$”), unless otherwise stated.

2. BASIS OF PREPARATION

The interim condensed consolidated financial statements for the six months ended 30 June 2024 have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the applicable disclosure requirements of the GEM Listing Rules.

The interim condensed consolidated financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2023, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”).

These interim condensed consolidated financial statements are unaudited but have been reviewed by BDO Limited in accordance with Hong Kong Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”, issued by the HKICPA. BDO Limited’s independent review report to the Board of Directors is included on pages 3 to 4.

3. 重大會計政策

除採納於截至二零二四年十二月三十一日止財政年度生效的準則之修訂本、詮釋及新準則外，編製中期簡明綜合財務資料所採用之重大會計政策與截至二零二三年十二月三十一日止年度之年度財務報表所述該等年度財務報表所採用者一致。以下新訂及經修訂準則及詮釋於二零二四年一月一日開始之財政年度首次強制生效。

香港會計準則第1號修訂本「負債分類為流動或非流動及附帶契諾之非流動負債」

香港會計準則第7號及香港財務報告準則第7號修訂本「供應商融資安排」

香港財務報告準則第16號修訂本「售後回租之租賃負債」

香港詮釋第5號(經修訂)「財務報表之呈列—借款人對於包含要求償還條款的定期貸款的分類」

採納上述準則之修訂本及詮釋不會對本集團截至二零二四年六月三十日止六個月之未經審核中期簡明綜合財務資料造成重大影響。

4. 估計

編製中期財務資料需要管理層作出影響應用會計政策及資產與負債之呈報金額、收入及開支之判斷、估計及假設。實際結果或會有別於該等估計。

於編製本中期簡明綜合財務資料時，管理層在應用本集團之會計政策所作出之重大判斷以及估計不明朗因素之主要來源與截至二零二三年十二月三十一日止年度綜合財務報表所應用者相同。

3. MATERIAL ACCOUNTING POLICIES

The material accounting policies applied in the preparation of the interim condensed consolidated financial information are consistent with those of the annual financial statements for the year ended 31 December 2023, as described in those annual financial statements, except for the adoption of amendments to standards, interpretation and new standards effective for the financial year ending 31 December 2024. The following new and amendments to standards and interpretation are mandatory for the first time for the financial year beginning on 1 January 2024.

Amendments to HKAS 1, Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants

Amendments to HKAS 7 and HKFRS 7, Supplier Finance Arrangements

Amendments to HKFRS 16, Lease Liabilities in a Sale and Leaseback

Hong Kong Interpretation 5 (Revised), Presentation of Financial Statements - Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause

The adoption of the above amendments to standards and interpretation did not have a material impact on the Group's unaudited interim condensed consolidated financial information for the six months ended 30 June 2024.

4. ESTIMATES

The preparation of interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this interim condensed consolidated financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2023.

5. 金融風險管理及金融工具

5.1 金融風險因素

本集團之活動令其面臨各種金融風險：市場風險（包括貨幣風險及現金流量利率風險）、信貸風險及流動資金風險。

中期簡明綜合財務資料並無包括年度財務報表所規定之所有金融風險管理資料及披露，且應與本集團於二零二三年十二月三十一日之年度綜合財務報表一併閱讀。

風險管理政策自年末起並無任何變動。

5.2 公平值估計

本集團之金融資產（包括現金及現金等價物及應收賬款及其他應收款）；及金融負債（包括應付賬款及其他應付款及租賃負債）因短期內到期，故賬面值與其公平值相若。並無於活躍市場買賣之金融工具之公平值乃採用估值技術釐定。

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk and cash flow interest rate 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 annual consolidated financial statements as at 31 December 2023.

There have been no changes in the risk management policies since year end.

5.2 Fair value estimation

The carrying amounts of the Group's financial assets, including cash and cash equivalents and trade and other receivables; and financial liabilities, including trade and other payables and lease liabilities, approximate their fair values due to their short maturities. The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques.

5. 金融風險管理及金融工具 (續)

5.2 公平值估計 (續)

按於報告日期之公平值計量之金融工具之賬面值於香港財務報告準則第13號「公平值計量」所界定之公平值層級中的三個等級之間進行分類，而各金融工具之公平值根據對公平值計量而言屬重大之最低層輸入數據而整個分類。所界定之等級如下：

- 相同資產或負債於活躍市場之報價（未經調整）（第1層）。
- 資產或負債直接（即價格）或間接（即源自價格）可觀察之第1層所涵蓋之報價以外之輸入數據（第2層）。
- 並非根據可觀察市場數據得出之資產或負債之輸入數據（即不可觀察輸入數據）（第3層）。

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

(Continued)

5.2 Fair value estimation (Continued)

The carrying value of financial instruments measured at fair value at the reporting date are categorised among the three levels of the fair value hierarchy defined in HKFRS 13, "Fair value Measurement", with the fair value of each financial instrument categorised in its entirety based on the lowest level of input that is significant to that fair value measurement. The levels are defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

5. 金融風險管理及金融工具 (續)

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

(Continued)

5.2 公平值估計 (續)

5.2 Fair value estimation (Continued)

下表呈列本集團按公平值計量之金融資產。

The following table presents the Group's financial asset that is measured at fair value.

| | | 第1層 Level 1 千港元 HK\$'000 | 第2層 Level 2 千港元 HK\$'000 | 第3層 Level 3 千港元 HK\$'000 | 總計 Total 千港元 HK\$'000 |
|---------------------|----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|--------------------------------|
| 於二零二四年六月三十日 (未經審核) | At 30 June 2024 (unaudited) | | | | |
| 金融資產 | Financial assets | | | | |
| 衍生金融工具 | Derivative financial instruments | - | - | 9,314 | 9,314 |
| 透過其他全面收益按公平值列值之金融資產 | Financial asset at FVOCI | - | - | 3,097 | 3,097 |

| | | 第1層 Level 1 千港元 HK\$'000 | 第2層 Level 2 千港元 HK\$'000 | 第3層 Level 3 千港元 HK\$'000 | 總計 Total 千港元 HK\$'000 |
|---------------------|----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|--------------------------------|
| 於二零二三年十二月三十一日 (經審核) | At 31 December 2023 (audited) | | | | |
| 金融資產 | Financial assets | | | | |
| 衍生金融工具 | Derivative financial instruments | - | - | 9,128 | 9,128 |
| 透過其他全面收益按公平值列值之金融資產 | Financial asset at FVOCI | - | - | 1,597 | 1,597 |

於截至二零二四年六月三十日止六個月及截至二零二三年十二月三十一日止年度，第1層、第2層及第3層之間並無轉撥。

There were no transfers between Levels 1, 2 and 3 during the six months ended 30 June 2024 and the year ended 31 December 2023.

5. 金融風險管理及金融工具 (續)

5.3 釐定公平值所用估值技術

釐定公平值所用估值技術為貼現現金流量分析。根據財務預算及預測，使用稅後現金流量預測釐定公平值涵蓋五年期間。超過五年期間之現金流量使用最終增長率推算。

5.4 使用重大不可觀察輸入數據 (第3層) 之公平值計量

下表呈列截至二零二四年六月三十日止六個月及截至二零二三年十二月三十一日止年度第3層項目之變動：

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

(Continued)

5.3 Valuation techniques used to determine fair values

The valuation technique used to determine fair value is discounted cash flow analysis. Based on the financial budgets and forecast, the determination of fair value use post-tax cash flow projections covering a five-year period. Cash flows beyond the five-year period are extrapolated using terminal growth rate.

5.4 Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the six months ended 30 June 2024 and the year ended 31 December 2023:

| | | 金融資產 Financial assets | 透過其他全面 收益按公平值 列值之金融資產 Financial asset at FVOCI |
|----------------------------|---------------------------------------|--|---|
| | | 衍生金融工具 Derivative financial instruments | Financial asset at FVOCI |
| | | 千港元 HK\$'000 | 千港元 HK\$'000 |
| 於二零二二年十二月三十一日 之結餘 (經審核) | Balance at 31 December 2022 (audited) | 8,120 | 1,597 |
| 公平值變動 | Changes in the fair value | 470 | - |
| 匯兌差額 | Exchange differences | 538 | - |
| 於二零二三年十二月三十一日 之結餘 (經審核) | Balance at 31 December 2023 (audited) | 9,128 | 1,597 |
| 採購 | Purchase | - | 1,500 |
| 公平值變動 | Changes in the fair value | 326 | - |
| 匯兌差額 | Exchange differences | (140) | - |
| 於二零二四年六月三十日 之結餘 (未經審核) | Balance at 30 June 2024 (unaudited) | 9,314 | 3,097 |

透過其他全面收益按公平值列值之金融資產及衍生金融工具之公平值乃根據貼現現金流量使用不可觀察輸入數據 (包括收入增長率及風險調整貼現率) 釐定。

The fair value of the financial asset at FVOCI and derivative financial instruments were determined based on discounted cash flow with unobservable inputs, including revenue growth rates and risk adjusted discount rate.

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

5. 金融風險管理及金融工具 (續)

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

(Continued)

5.5 估值輸入數據及與公平值之關係

5.5 Valuation inputs and relationships to fair value

| 概述 Description | 於下列日期之公平值 Fair value at | | 不可觀察輸入數據 (附註(i)) Unobservable inputs (Note (i)) | 輸入數據範圍 (概率加權) Range of inputs (probability-weighted) | 不可觀察輸入數據與公平值之關係 Relationship of unobservable inputs to fair value |
|--|---|--|--|---|---|
| | 二零二四年 六月三十日 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 二零二三年 十二月 三十一日 31 December 2023 千港元 HK\$'000 (經審核) (audited) | | 二零二三年 十二月 三十一日 31 December 2023 | |
| 有關於一間聯營公司權益之衍生金融工具 Derivative financial instruments in relation to the interest in an associate | 9,314 | 9,128 | 年度收入增長率 Annual revenue growth rate 最終增長率 Terminal growth rate 風險調整貼現率 Risk-adjusted discount rate | 2-7.5% 2% 14.3% | 2-8% 2% 14.4% If annual revenue growth rate or terminal growth rate increases, or risk-adjusted discount rate decreases, the fair value would increase; if annual revenue growth rate or terminal growth rate decreases, or risk-adjusted discount rate increases, the fair value would decrease. |
| 非上市股本證券(A) Unlisted equity security (A) | 1,597 | 1,597 | 年度收入增長率 (附註(ii)) Annual revenue growth rate (Note (ii)) 最終增長率 Terminal growth rate 風險調整貼現率 Risk-adjusted discount rate | 3-8% 2% 17.5% | 6-10% 4% 17.0% If annual revenue growth rate or terminal growth rate increases, or risk-adjusted discount rate decreases, the fair value would increase; if annual revenue growth rate or terminal growth rate decreases, or risk-adjusted discount rate increases, the fair value would decrease. |

5. 金融風險管理及金融工具 (續)

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

(Continued)

5.5 估值輸入數據及與公平值之關係 (續)

5.5 Valuation inputs and relationships to fair value (Continued)

| 概述 Description | 於下列日期之公平值 Fair value at | | 不可觀察輸入數據 (附註(i)) Unobservable inputs (Note (i)) | 輸入數據範圍 (概率加權) Range of inputs (probability-weighted) | 不可觀察輸入數據與公平值之關係 Relationship of unobservable inputs to fair value |
|--|--|--|---|---|---|
| | 二零二三年 二零二四年 六月三十日 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 二零二三年 十二月 三十一日 31 December 2023 千港元 HK\$'000 (經審核) (audited) | | 二零二三年 十二月 三十一日 31 December 2024 2023 | |
| 非上市股本證券(B) Unlisted equity security (B) | 1,500 | - | 年度收入增長率 (附註(iii)) Annual revenue growth rate (Note (iii)) 最終增長率 Terminal growth rate 風險調整貼現率 Risk-adjusted discount rate | 8-12% 2% 17.5% | - 倘年度收入增長率或最終增長率上升，或風險調整貼現率降低，則公平值將會增加；倘年度收入增長率或最終增長率降低，或風險調整貼現率上升，則公平值將會減少。 - If annual revenue growth rate or terminal growth rate increases, or risk-adjusted discount rate decreases, the fair value would increase; if annual revenue growth rate or terminal growth rate decreases, or risk-adjusted discount rate increases, the fair value would decrease. |

附註：

- (i) 不可觀察輸入數據之間並無會對公平值構成重大影響之重大相互關係。
- (ii) 涵蓋五年預測期間之平均收入增長率為7% (二零二三年十二月三十一日：8%)。
- (iii) 涵蓋五年預測期間之平均收入增長率為9.75%。

Notes:

- (i) There were no significant inter-relationship between unobservable inputs that would materially affect fair value.
- (ii) The average revenue growth rate covering the five-year forecast period was 7% (31 December 2023: 8%).
- (iii) The average revenue growth rate covering the five-year forecast period was 9.75%.

5. 金融風險管理及金融工具 (續)

5.6 估值程序

本集團之財務部對非財產項目進行財務申報所需的估值(包括第3層公平值)。其直接向管理層匯報。於各中期及年度報告日期就估值程序及結果進行討論。

本集團使用之主要第3層輸入數據乃由以下各項得出及評估：

- 金融資產之貼現率乃使用資本資產定價模型釐定，以計算反映貨幣時間價值之當前市場評估及該資產之特定風險之稅後比率。
- 交易對手之特定風險調整(包括有關信貸違約率之假設)乃由本集團內部信貸風險管理小組釐定之信貸風險等級得出。
- 非上市股本證券(A)之年度收入增長率及最終增長率乃根據類似公司之市場資料估計。

第3層公平值之變動於各報告期末於管理層及財務部進行半年估值討論時予以分析。作為有關討論之一部分，財務部呈列解釋公平值變動之原因之報告。

5. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

(Continued)

5.6 Valuation processes

The finance department of the Group performs valuations of non-property items required for financial reporting purposes, including level 3 fair values. They report directly to the management. Discussions of valuation processes and results are held at each interim and annual reporting dates.

The main level 3 inputs used by the Group are derived and evaluated as follows:

- Discount rates for financial asset are determined using a capital asset pricing model to calculate a post-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset.
- Risk adjustments specific to the counterparties (including assumptions about credit default rates) are derived from credit risk gradings determined by the Group's internal credit risk management group.
- Annual revenue growth rate and terminal growth rate for the unlisted equity security (A) are estimated based on market information for similar types of companies.

Changes in level 3 fair values are analysed at the end of each reporting period during the half-yearly valuation discussion between the management and the finance department. As part of this discussion, the finance department presents a report that explains the reason for the fair value movements.

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

6. 收入

本集團該等期間來自其主要產品及服務之收入分析如下：

6. REVENUE

An analysis of the Group's revenue from its major products and services for the periods is as follows:

| | | 截至六月三十日止六個月 | |
|-----------|---------------------------------------|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 銷售及分銷IT產品 | Sales and distribution of IT products | 134,741 | 20,530 |
| 維修及服務支援 | Repairs and service support | 14,150 | 7,972 |
| 來自客戶合約之收入 | Revenue from contracts with customers | 148,891 | 28,502 |

按收入確認時間分拆來自客戶合約之收入於附註7披露。

Disaggregation of revenue from contracts with customers by the timing of revenue recognition is disclosed in Note 7.

7. 分類資料

本集團主要從事IT產品的銷售及分銷以及提供IT產品的維修及其他服務支援。

首席營運決策者已被確定為本公司之執行董事(「執行董事」)。執行董事已根據彼等審閱用於作出策略決定之資料釐定營運分類。

管理層從產品角度審視業務，藉以評估銷售及分銷IT產品以及維修及服務支援之表現。

於截至二零二四年及二零二三年六月三十日止六個月，本集團之營運及呈報分類如下：

銷售及分銷 IT產品 — 設計、製造及營銷
視像監控系統以及分銷第三方IT產品

維修及服務 支援 — 提供電子產品維修、維護及其他服務支援

7. SEGMENT INFORMATION

The Group is principally engaged in the sales and distribution of IT products and the provision of repairs and other service support of IT products.

The chief operating decision-makers have been identified as the executive directors of the Company (the “**Executive Directors**”). The Executive Directors have determined the operating segments based on the information reviewed by them that are used to make strategic decisions.

Management considers the business from a product perspective whereby management assesses the performance of sales and distribution of IT products and repairs and service support.

During the six months ended 30 June 2024 and 2023, the Group’s operating and reporting segments are as follows:

Sales and distribution of IT products — Designs, manufactures and markets video surveillance systems and distributes third-party IT products

Repairs and service support — Provision of repairs, maintenance and other service support for electronic products

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

7. 分類資料 (續)

分類收入及業績

截至二零二四年及二零二三年六月三十日止六個月，就可呈報分類向執行董事提供之分類資料如下：

截至二零二四年六月三十日止六個月 (未經審核)

7. SEGMENT INFORMATION (Continued)

Segment revenue and results

The segment information provided to the Executive Directors for the reportable segments for the six months ended 30 June 2024 and 2023 is as follows:

Six months ended 30 June 2024 (unaudited)

| | | 銷售及分銷 IT產品 Sales and distribution of IT products 千港元 HK\$'000 | 維修及 服務支援 Repairs and service support 千港元 HK\$'000 | 總計 Total 千港元 HK\$'000 |
|--------------------|---|---|---|--------------------------------|
| 來自外部客戶之收入 | Revenue from external customers | 134,741 | 14,150 | 148,891 |
| 收入確認時間 —於某一時間點 | Time of revenue recognition – At a point in time | 134,741 | 14,150 | 148,891 |
| 分類溢利 | Segment profit | 2,677 | 2,935 | 5,612 |
| 銀行存款利息收入 | Interest income from bank deposits | | | 1,087 |
| 其他收入 | Other income | | | 609 |
| 薪金、工資及其他福利 | Salaries, wages and other benefits | | | (2,033) |
| 折舊費用 | Depreciation charges | | | (435) |
| 衍生金融工具公平值收益 | Fair value gain on derivative financial instrument | | | 326 |
| 財務成本 | Finance costs | | | (15) |
| 未分配公司開支 (附註) | Unallocated corporate expenses (Note) | | | (2,245) |
| 經營溢利 | Operating profit | | | 2,906 |
| 使用權益法入賬之應佔一間聯營公司純利 | Share of net profit of an associate accounted for using the equity method | | | 610 |
| 除所得稅前溢利 | Profit before income tax | | | 3,516 |
| 所得稅開支 | Income tax expenses | | | (894) |
| 本期間溢利 | Profit for the period | | | 2,622 |

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

7. 分類資料 (續)

分類收入及業績 (續)

截至二零二三年六月三十日止六個月 (未經審核)

7. SEGMENT INFORMATION (Continued)

Segment revenue and results (Continued)

Six months ended 30 June 2023 (unaudited)

| | | 銷售及分銷 IT產品 Sales and distribution of IT products 千港元 HK\$'000 | 維修及 服務支援 Repairs and service support 千港元 HK\$'000 | 總計 Total 千港元 HK\$'000 |
|--------------------|---|---|---|--------------------------------|
| 來自外部客戶之收入 | Revenue from external customers | 20,530 | 7,972 | 28,502 |
| 收入確認時間 — 於某一時間點 | Time of revenue recognition — At a point in time | 20,530 | 7,972 | 28,502 |
| 分類溢利 | Segment profit | 1,071 | 2,400 | 3,471 |
| 銀行存款利息收入 | Interest income from bank deposits | | | 1,190 |
| 其他收入 | Other income | | | 1,634 |
| 薪金、工資及其他福利 | Salaries, wages and other benefits | | | (1,804) |
| 折舊費用 | Depreciation charges | | | (977) |
| 衍生金融工具公平值收益 | Fair value gain on derivative financial instrument | | | 1,987 |
| 財務成本 | Finance costs | | | (73) |
| 未分配公司開支 (附註) | Unallocated corporate expenses (Note) | | | (1,937) |
| 經營溢利 | Operating profit | | | 3,491 |
| 使用權益法入賬之應佔一間聯營公司純利 | Share of net profit of an associate accounted for using the equity method | | | 597 |
| 除所得稅前溢利 | Profit before income tax | | | 4,088 |
| 所得稅開支 | Income tax expenses | | | (352) |
| 本期間溢利 | Profit for the period | | | 3,736 |

7. 分類資料 (續)

分類收入及業績 (續)

附註：

未分配公司開支指一般公司開支，如執行人員薪金及其他未分配一般及行政開支。

地區資料

期內，本集團主要與北美、澳洲及亞洲客戶開展業務活動。收入乃根據本集團客戶所在地點進行分配。下表列示按地點劃分之來自外部客戶之收入金額。

7. SEGMENT INFORMATION (Continued)

Segment revenue and results (Continued)

Note:

Unallocated corporate expenses represent general corporate expenses such as executive salaries and other unallocated general and administrative expenses.

Geographical information

The Group's business activities are conducted predominantly with customers in North America, Australia and Asia during the period. Revenue is allocated based on the location where the Group's customers are located. The amount of its revenue from external customers by location is shown in the table below.

| | | 截至六月三十日止六個月 | |
|----|---------------|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 香港 | Hong Kong | 130,919 | 6,660 |
| 日本 | Japan | 11,513 | 15,033 |
| 澳洲 | Australia | 3,748 | 2,818 |
| 美國 | United States | 2,134 | 2,651 |
| 其他 | Others | 577 | 1,340 |
| | | 148,891 | 28,502 |

8. 除所得稅前溢利

除所得稅前溢利經扣除及計入下列項目後達致：

8. PROFIT BEFORE INCOME TAX

Profit before income tax is arrived at after charging and crediting the following:

| | | 截至六月三十日止六個月 | |
|-------------------|--|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 物業、廠房及設備之折舊 | Depreciation of property, plant and equipment | 12 | 30 |
| 使用權資產之折舊 | Depreciation of right-of-use assets | 429 | 965 |
| 租賃負債利息開支 | Interest expenses on lease liabilities | 15 | 73 |
| 短期租賃開支 | Short-term lease expenses | 191 | 222 |
| 利息收入 | Interest income | (1,087) | (1,190) |
| 匯兌虧損淨額 | Net foreign exchange loss | 438 | 113 |
| 衍生金融工具之公平值收益 | Fair value gain on derivative financial instruments | (326) | (1,987) |
| 租賃修改之收益 | Gain on lease modification | (5) | (4) |
| 淨存貨撇減撥回 (已列入銷售成本) | Net reversal of inventories write-down (included in cost of sales) | (247) | (89) |
| 租金收入 | Rental income | (600) | (1,200) |
| 出售物業、廠房及設備之虧損 | Loss on disposal of property, plant and equipment | 15 | - |

9. 所得稅開支

截至二零二四年十二月三十一日止年度，香港利得稅乃就估計應課稅溢利按16.5%之稅率計提撥備（二零二三年：16.5%），惟本集團一間附屬公司除外，該公司為符合利得稅兩級制的合資格實體。該附屬公司應課稅溢利之首2,000,000港元（二零二三年：2,000,000港元）按8.25%（二零二三年：8.25%）繳稅，而餘下應課稅溢利按16.5%（二零二三年：16.5%）繳稅。

海外溢利之稅項乃就本期間估計應課稅溢利按本集團營運所在國家／地區之當前稅率計算。

9. INCOME TAX EXPENSES

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits for the year ending 31 December 2024 (2023: 16.5%), except for one subsidiary of the Group which is a qualifying entity under the two-tier profits tax rates regime. The first HK\$2,000,000 (2023: HK\$2,000,000) of assessable profits of this subsidiary are taxed at 8.25% (2023: 8.25%) and the remaining assessable profits are taxed at 16.5% (2023: 16.5%).

Taxation on overseas profit has been calculated on the estimated assessable profits for the period at the rates of taxation prevailing in the countries/places in which the Group operates.

| | | 截至六月三十日止六個月 | |
|---------|-------------------------|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 即期稅項 | Current tax | | |
| – 香港利得稅 | – Hong Kong profits tax | 578 | 8 |
| – 海外稅項 | – Overseas taxation | 316 | 344 |
| 所得稅開支 | Income tax expenses | 894 | 352 |

10. 股息

董事會不建議派付截至二零二四年六月三十日止六個月之中期股息（截至二零二三年六月三十日止六個月：無）。

10. DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

11. 每股盈利

(a) 基本

每股基本盈利乃按本公司擁有人應佔溢利除以於該等期間發行在外普通股之加權平均數計算：

11. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by weighted average number of ordinary shares outstanding during the periods.

| | | 截至六月三十日止六個月 | |
|-----------------------------|---|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 計算每股基本盈利所用之本公司普通權益股東應佔本期間溢利 | Profit for the period attributable to the ordinary equity shareholders of the Company in calculating basic earnings per share | 2,231 | 3,139 |
| 計算每股基本盈利時用作分母之普通股加權平均數 (千股) | Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share ('000) | 23,434 | 23,434 |
| 本公司普通權益股東應佔每股基本盈利 (每股港仙) | Basic earnings per share attributable to the ordinary equity shareholders of the Company (HK cents per share) | 9.52 | 13.40 |

(b) 攤薄

每股攤薄盈利等於每股基本盈利，原因為於兩個呈列期間概無已發行在外之潛在攤薄普通股。

(b) Diluted

Diluted earnings per share is equal to basic earnings per share as there was no dilutive potential ordinary share outstanding in both periods presented.

12. 物業、廠房及設備

於截至二零二四年六月三十日止六個月，本集團並無購置任何物業、廠房及設備（截至二零二三年六月三十日止六個月：購置辦公室設備約8,000港元）。

於截至二零二四年六月三十日止六個月，本集團出售一台電腦設備，出售虧損約為15,000港元（截至二零二三年六月三十日止六個月：無）。

本集團提前終止一間辦公室的租賃，並於截至二零二四年六月三十日止六個月，因租賃修改而產生收益約5,000港元（截至二零二三年六月三十日止六個月：4,000港元）。

12. PROPERTY, PLANT AND EQUIPMENT

The Group did not make any purchases of property, plant and equipment (six months ended 30 June 2023: purchase of office equipment amounted to approximately HK\$8,000) during the six months ended 30 June 2024.

The Group disposed a computer equipment, and there was a loss on disposal amounted to approximately HK\$15,000 (six months ended 30 June 2023: Nil) during the six months ended 30 June 2024.

The Group early terminated the lease of an office, and there was a gain on modification of lease amounted to approximately HK\$5,000 (six months ended 30 June 2023: HK\$4,000) during the six months ended 30 June 2024.

13. 應收賬款及其他應收款

13. TRADE AND OTHER RECEIVABLES

| | | 於二零二四年 六月三十日 | 於二零二三年 十二月三十一日 |
|--------------|------------------------------------|--|---|
| | | As at 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | As at 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
| 應收賬款 | Trade receivables | 65,080 | 26,789 |
| 按金及其他應收款 | Deposit and other receivables | 17,617 | 9,153 |
| 按攤銷成本計量之金融資產 | Financial assets at amortised cost | 82,697 | 35,942 |
| 預付款項 | Prepayments | 591 | 999 |
| 應收賬款及其他應收款總額 | Total trade and other receivables | 83,288 | 36,941 |

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

13. 應收賬款及其他應收款
(續)

本集團大部分銷售通常設有介乎15至90日的信貸期。於二零二四年六月三十日及二零二三年十二月三十一日，應收賬款按發票日期之賬齡分析如下：

| | | 於二零二四年 六月三十日 As at 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 於二零二三年 十二月三十一日 As at 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
|-------|----------------|---|--|
| 1個月內 | Within 1 month | 32,519 | 26,750 |
| 1至2個月 | 1 to 2 months | 32,556 | - |
| 2至3個月 | 2 to 3 months | 5 | 39 |
| | | 65,080 | 26,789 |

13. TRADE AND OTHER RECEIVABLES
(Continued)

The majority of the Group's sales are with credit terms generally ranging from 15 to 90 days. As at 30 June 2024 and 31 December 2023, the ageing analysis of the trade receivables based on invoice date were as follows:

14. 應付賬款及其他應付款

| | | | |
|------------|-----------------------------|-------|-------|
| 應付賬款 | Trade payables | 2,962 | 1,332 |
| 已收按金 | Deposits received | 110 | 710 |
| 其他應付稅項 | Other tax payables | 12 | 199 |
| 計提費用及其他應付款 | Accruals and other payables | 2,171 | 2,126 |
| | | 5,255 | 4,367 |

14. TRADE AND OTHER PAYABLES

| | | 於二零二四年 六月三十日 As at 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 於二零二三年 十二月三十一日 As at 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
|--|--|---|--|
|--|--|---|--|

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

14. 應付賬款及其他應付款
(續)

於二零二四年六月三十日及二零二三年十二月三十一日，應付賬款按發票日期之賬齡分析如下：

| | | 於二零二四年 六月三十日 As at 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 於二零二三年 十二月三十一日 As at 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
|-------|----------------|---|--|
| 1個月內 | Within 1 month | 1,252 | 1,285 |
| 1至2個月 | 1 to 2 months | 1,561 | - |
| 2至3個月 | 2 to 3 months | 18 | 47 |
| 超過3個月 | Over 3 months | 131 | - |
| | | 2,962 | 1,332 |

14. TRADE AND OTHER PAYABLES
(Continued)

As at 30 June 2024 and 31 December 2023, the ageing analysis of the trade payables based on invoice date were as follows:

15. 股本

15. SHARE CAPITAL

| | | 股份數目 | | 股本 | |
|---------------|--|--|---|---|--|
| | | Number of shares | | Share capital | |
| | | 二零二四年 六月三十日 30 June 2024 千股 '000 (未經審核) (unaudited) | 二零二三年 十二月三十一日 31 December 2023 千股 '000 (經審核) (audited) | 二零二四年 六月三十日 30 June 2024 千港元 HK\$'000 (未經審核) (unaudited) | 二零二三年 十二月三十一日 31 December 2023 千港元 HK\$'000 (經審核) (audited) |
| 普通股 已發行及繳足 | Ordinary shares Issued and fully paid | 23,434 | 23,434 | 4,687 | 4,687 |

16. 或然負債

截至二零二四年六月三十日，本集團並無任何重大或然負債（二零二三年十二月三十一日：無）。

16. CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities as of 30 June 2024 (31 December 2023: Nil).

中期簡明綜合財務資料附註 (續)

NOTES TO THE INTERIM CONDENSED

CONSOLIDATED FINANCIAL INFORMATION (Continued)

17. 關連人士交易

倘一方可直接或間接控制另一方或於另一方作出財務及營運決策時對其行使重大影響力，則兩方被視為有關連。倘雙方受共同控制、共同重大影響或聯合控制，則雙方亦被視為有關連。本集團之主要管理層成員及彼等之近親亦被視為關連人士。

與關連人士進行之交易如下：

17. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercises significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control, common significant influence or joint control. Members of key management and their close family members of the Group are also considered as related parties.

The following are transactions occurred with related parties:

| | | 截至六月三十日止六個月 | |
|---|--|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 向鴻海精密工業股份有限公司及其附屬公司及聯營公司(「鴻海集團」)作出之貨品銷售 | Sales of goods to Hon Hai Precision Industry Co., Ltd. and its subsidiaries and associates ("Hon Hai Group") | 564 | 816 |
| 向鴻海集團支付之維修服務費用 | Repair services charges paid to Hon Hai Group | 2,555 | 1,849 |
| 就庫房及辦公室向鴻海集團支付之經營租賃費用 | Operating lease charges paid to Hon Hai Group in respect of a warehouse and an office | 73 | 71 |
| 就機器租金收入從鴻海集團收取之經營租賃費用 | Operating lease charges received from Hon Hai Group in respect of machineries rental income | 600 | 1,200 |

17. 關連人士交易 (續)

17. RELATED PARTY TRANSACTIONS

(Continued)

主要管理人員之酬金

Compensation of key management personnel

| | | 截至六月三十日止六個月 | |
|-------------|---|--------------------------|-------------|
| | | Six months ended 30 June | |
| | | 二零二四年 | 二零二三年 |
| | | 2024 | 2023 |
| | | 千港元 | 千港元 |
| | | HK\$'000 | HK\$'000 |
| | | (未經審核) | (未經審核) |
| | | (unaudited) | (unaudited) |
| 薪金及其他短期僱員福利 | Salaries and other short-term employee benefits | 723 | 530 |
| 退休福利計劃供款 | Contributions to retirement benefits schemes | 8 | 9 |
| | | 731 | 539 |

18. 報告期後事項

18. SUBSEQUENT EVENTS AFTER THE REPORTING PERIOD

於截至二零二四年六月三十日止六個月後，於二零二四年七月十二日，認購期權承授人(本公司一間間接全資附屬公司)已書面通知聯繫人現有股東其將不會於認購期權期間行使由聯繫人股東授出的認購期權。聯繫人現有股東可於購回期間內按購回代價購回本集團所持聯繫人之所有股份。有關上述期權(定義見股東協議)之條款的詳情，請參閱本公司日期為二零一八年六月四日之公告。

Subsequent to the six months ended 30 June 2024, on 12 July 2024, the grantee of the call option, which is an indirect wholly-owned subsidiary of the Company, has notified the associate's existing shareholders in writing that it would not exercise the call option granted by the associate's shareholders during the call option period. The associate's existing shareholders may buy-back all of the shares of the associate held by the Group within the buy-back period for the buy-back consideration. Please refer to the Company's announcement dated 4 June 2018 for details on the terms of the above options as defined in the shareholders' agreement.

管理層討論及分析

MANAGEMENT DISCUSSION AND ANALYSIS

中期股息

董事會不建議派付截至二零二四年六月三十日止六個月之中期股息(截至二零二三年六月三十日止六個月：無)。

業務回顧

本集團經營兩個業務分類，即銷售及分銷IT產品以及提供IT產品的維修及其他服務支援。

本公司通過執行深謀遠慮且井然有序的策略，強化維修及服務支援分類，旨在大幅提升盈利能力與資本收益。同時，本公司優化了銷售與分銷機制，力求增加IT產品的交易量。管理層正積極進行資源再配置，以提升本公司的經營溢利。

銷售及分銷IT產品

本集團的主要業務集中在銷售與分銷IT產品，涵蓋了廣受認可的第三方IT商品，以及自有品牌的視像監控系統。我們的分銷網絡遍及北美、亞洲與歐洲，主要透過建立良久的批發渠道，專注於銷售二手及經翻新第三方IT產品。

為提高所用營運資金回報率，管理層已重新調整銷售交易的毛利率。與二零二三年同期相比，該調整顯著增加了分類溢利，從截至二零二三年六月三十日止六個月的1,071,000港元增至截至二零二四年六月三十日止六個月的2,677,000港元。

管理層的專業知識及其良好的往績，加上身為世界知名企業富士康科技集團（其與多家國際品牌有強大業務聯繫）的成員公司，是本集團與其他全球分銷商進行競爭的優勢。本集團將繼續透過改善存貨周轉天數及降低存貨風險管理其呆滯流動資本，旨在縮短現金周轉週期。

INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

BUSINESS REVIEW

The Group operates in two business segments, namely, the sales and distribution of IT products and the provision of repairs and other service support of IT products.

The Company executed a deliberate and organized strategy to enhance its repairs and service support segment, aiming to boost profitability and return on capital substantially. Additionally, the Company refined its sales and distribution model to elevate the trading volume of IT products. Management is proactively reallocating resources to enhance the Company's operating profit.

Sales and distribution of IT products

The primary operational focus of the Group pertains to the sales and distribution of IT products, encompassing renowned third-party IT goods and internally branded video surveillance systems. Our distribution network covers North America, Asia, and Europe, catering mainly to used and refurbished third-party IT products through an established wholesale channel.

To optimise the return on employed working capital, management has recalibrated the gross margin for sales transactions. This adjustment has notably increased the segment profit as compared to the corresponding period in 2023, in which increased from HK\$1,071,000 for the six months ended 30 June 2023 to HK\$2,677,000 for the six months ended 30 June 2024.

The Group's advantages to compete against other global distributors are management's expertise and its proven track record, together with being a member of the world-renowned enterprise Foxconn Technology Group, which has strong business bonds with a number of international brands. The Group will continue to manage its tied-up working capital by improving the inventory turnover days and mitigating the inventory risk, with an aim to shorten the cash conversion cycle.

於本期間，本集團持續檢討及重新評估其業務模式，旨在提高效率並達致更高利潤。本集團將繼續密切監察市場狀況，並對其策略及營運作出必要優化。

提供IT產品的維修及其他服務支援

於本期間，本集團制定了多元化業務分類戰略規劃，並專注於發展維修及服務支援分類。本集團為第三方IT產品及帶有我們的自有品牌名稱的視像監控產品提供全方位的售後維護服務。

於二零二三年四月二十八日，本集團就外包其維修業務工作流程與本公司控股股東訂立一份服務框架協議（屬於持續關連交易），包括但不限於電子產品（包括但不限於手提電話、手提電話顯示屏及藍牙耳機）之維修及增值服務，包括檢查、維修、組裝、測試、包裝、倉儲、物流、相關報關服務及採購所需材料。該安排可擴大本集團維修服務業務的範圍及增加其收入來源。

During the period, the Group continued to review and re-evaluate its business model, with an aim to improve efficiency and achieve a higher profit. The Group will continue to closely monitor the market situations and make essential refinements to strategies and operations as required.

Provision of repairs and other service support of IT products

During the period, the Group has made strategic plans to diversify our business segments and focus on developing the repairs and service support segment. The Group provides a full range of after-sales maintenance services for third-party IT products as well as video surveillance products carrying our own brand name.

On 28 April 2023, the Group entered into a service framework agreement (which constitutes a continuing connected transaction) with the Company's controlling shareholder for outsourcing its repair business workflow, including but not limited to maintenance and value-added services (including checking, maintenance, assembly, testing, packaging, warehousing, logistic, related custom declaration services and sourcing of required material) for electronic products (including but not limited to mobile phone, mobile phone display, and Bluetooth earpieces). This arrangement can broaden the range of the Group's repair services business and increase its revenue sources.

財務回顧

收入

截至二零二四年六月三十日止六個月，本集團的總收入約為148,900,000港元，較截至二零二三年六月三十日止六個月的收入約28,500,000港元增加約120,400,000港元。收入增加乃主要由於調整業務模式（如上文「業務回顧」一段所述）後銷售及分銷IT產品的分類收入增加所致。

FINANCIAL REVIEW

Revenue

The Group's total revenue amounted to approximately HK\$148.9 million for the six months ended 30 June 2024, representing an increase of approximately HK\$120.4 million as compared to that of approximately HK\$28.5 million for the six months ended 30 June 2023. The increase in revenue was mainly due to the increase in segment revenue of the sales and distribution of IT products following the adjusted business model as explained in the paragraph headed "Business Review" above.

截至六月三十日止六個月
Six months ended
30 June

| 二零二四年 2024 千港元 HK\$'000 (未經審核) (unaudited) | 二零二三年 2023 千港元 HK\$'000 (未經審核) (unaudited) |
|---|---|
|---|---|

| | | | |
|-----------|---------------------------------------|---------|--------|
| 銷售及分銷IT產品 | Sales and distribution of IT products | 134,741 | 20,530 |
| 維修及服務支援 | Repairs and service support | 14,150 | 7,972 |
| 來自客戶合約之收入 | Revenue from contracts with customers | 148,891 | 28,502 |

銷售及分銷IT產品

截至二零二四年六月三十日止六個月，銷售及分銷IT產品之收入繼續為本集團最大的收入來源，佔本集團收入約90.5%。銷售及分銷IT產品之收入包括第三方IT產品及帶有我們的自有品牌名稱之視像監控產品。銷售及分銷分類的分類收入增加乃主要由於調整業務模式(如上文「業務回顧」一段所述)所致。

提供IT產品的維修及其他服務支援

維修及服務支援的收入由截至二零二三年六月三十日止六個月的約8,000,000港元增加至截至二零二四年六月三十日止六個月的約14,200,000港元。分類收入增加乃主要由於除帶有我們的自有品牌名稱的視像監控產品以外的IT產品服務支援擴展所致。

按所在地區劃分之分類資料

Sales and distribution of IT products

For the six months ended 30 June 2024, the revenue from sales and distribution of IT products continued to be the largest source of income of the Group which accounted for approximately 90.5% of the revenue of the Group. Revenue from sales and distribution of IT products consists of third-party IT products and video surveillance products carrying our own brand name. The increase in segment revenue of the sales and distribution segment was mainly due to the adjusted business model as explained in the paragraph headed “Business Review” above.

Provision of repairs and other service support of IT products

The revenue from repairs and service support increased from approximately HK\$8.0 million for the six months ended 30 June 2023 to approximately HK\$14.2 million for the six months ended 30 June 2024. The increase in segment revenue was mainly due to the expanded service support of IT products in addition to video surveillance products carrying our own brand name.

Segment information by geographical location

截至六月三十日止六個月
Six months ended
30 June

| 二零二四年 2024 千港元 HK\$'000 (未經審核) (unaudited) | 二零二三年 2023 千港元 HK\$'000 (未經審核) (unaudited) |
|---|---|
|---|---|

| | | | |
|-----|---------------|---------|--------|
| 香港 | Hong Kong | 130,919 | 6,660 |
| 日本 | Japan | 11,513 | 15,033 |
| 澳洲 | Australia | 3,748 | 2,818 |
| 美國 | United States | 2,134 | 2,651 |
| 其他 | Others | 577 | 1,340 |
| 總收入 | Total revenue | 148,891 | 28,502 |

管理層討論及分析 (續)

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

截至二零二四年六月三十日止六個月，香港市場佔本集團收入約87.9%（截至二零二三年六月三十日止六個月：約23.4%）。日本市場及澳洲市場分別佔本集團截至二零二四年六月三十日止六個月的收入約7.7%（截至二零二三年六月三十日止六個月：約52.7%）及約2.5%（截至二零二三年六月三十日止六個月：約9.9%）。按所在地區劃分的收入貢獻變動乃由於調整本集團的業務模式以發展其維修及服務支援分類及各所在地區銷售及分銷IT產品分類的供求情況引致之產品組合變動所致。

銷售成本

銷售成本之主要部分為存貨成本。與業務量增加一致，截至二零二四年六月三十日止六個月之銷售成本增加至約140,700,000港元，而二零二三年同期為約21,700,000港元。淨存貨撥備撥回（已列入銷售成本）約為247,000港元，而截至二零二三年六月三十日止六個月之淨存貨撥備撥回約為89,000港元，說明淨銷存貨有所減少。

毛利及毛利率

截至二零二四年六月三十日止六個月之毛利增加約1,400,000港元，乃由於業務量增加所致。整體毛利率由截至二零二三年六月三十日止六個月的約23.7%減少至截至二零二四年六月三十日止六個月的約5.5%。整體毛利率下降乃主要由於銷售及分銷分類增長，而其產生的毛利率較維修及服務支援分類低所致。

銷售及分銷開支

於截至二零二四年六月三十日止六個月，本集團將其銷售及分銷開支削減約6.6%。於本期間，本集團已調整其銷售及分銷業務模式，以提高效率並節省員工成本。

For the six months ended 30 June 2024, Hong Kong market contributed approximately 87.9% (six months ended 30 June 2023: approximately 23.4%) of the Group's revenue. Japan market contributed approximately 7.7% (six months ended 30 June 2023: approximately 52.7%) and Australia market contributed approximately 2.5% (six months ended 30 June 2023: approximately 9.9%) of the Group's revenue for the six months ended 30 June 2024, respectively. The change in contribution of revenue by geographical locations was due to the adjustment in the Group's business model to develop its repairs and service support segment and the change of product mix driven by the demand and supply of the IT products of the sales and distribution segment in each of the geographical location.

Cost of sales

A major component of the cost of sales was the cost of inventories. In line with the increase in business volume, the cost of sales for the six months ended 30 June 2024 increased to approximately HK\$140.7 million as compared to that of approximately HK\$21.7 million for the corresponding period in 2023. There was a net reversal of provision of inventories (included in the cost of sales) amounting to approximately HK\$247,000 as compared to a net reversal of provision of inventories of approximately HK\$89,000 for the six months ended 30 June 2023 to account for the decrease in slow-moving inventories.

Gross profit and gross profit margin

Gross profit increased by approximately HK\$1.4 million for the six months ended 30 June 2024, which was caused by the increase in business volume. The overall gross margin decreased from approximately 23.7% for the six months ended 30 June 2023 to approximately 5.5% for the six months ended 30 June 2024. The decrease in overall gross margin was mainly due to the growth in the sales and distribution segment, which generates a lower gross profit margin than the repairs and service support segment.

Selling and distribution expenses

The Group managed to cut its selling and distribution expenses by approximately 6.6% for the six months ended 30 June 2024. During the period, the Group has adjusted its business model for the sales and distribution business to improve efficiency and to save staff costs.

行政費用

截至二零二四年六月三十日止六個月之行政費用減少約6.0%至約6,400,000港元。憑藉營運效率的提高及嚴格的財務政策，本集團能夠將其行政費用保持在合理較低水平。

本期間純利

於截至二零二四年六月三十日止六個月，本集團錄得純利約2,600,000港元，較截至二零二三年六月三十日止六個月的約3,700,000港元減少約29.8%，乃由於衍生金融工具公平值收益減少及經營開支減少所致。

於截至二零二四年六月三十日止六個月，每股基本盈利減至約9.52港仙，而去年同期則約為13.4港仙。

存貨及應收賬款

於二零二四年六月三十日，存貨水平下降至約20,000港元（二零二三年十二月三十一日：約600,000港元）。本集團持續監控存貨水平及降低存貨風險，旨在縮短現金周轉週期。

應收賬款增加至約65,100,000港元（二零二三年十二月三十一日：約26,800,000港元）。本集團嚴格管控授予客戶的信貸額度。於本期間，本集團客戶維持良好信貸記錄，故並無確認重大應收賬款減值。

主要財務表現

選擇於本中期報告內呈列上述財務數據是因為其對本集團本財政期間及／或過往財政年度／期間之綜合財務報表構成重大財務影響，其變動可能顯著影響收入及溢利。本集團認為透過呈列該等財務數據之變動可有效說明本集團本期間之財務表現。

Administrative expenses

Administrative expenses decreased by approximately 6.0% to approximately HK\$6.4 million during the six months ended 30 June 2024. With improvements in operating efficiencies and rigorous financial discipline, the Group has been able to keep its administrative expenses reasonably low.

Net profit for the period

The Group recorded a net profit of approximately HK\$2.6 million for the six months ended 30 June 2024, representing a decrease of approximately 29.8% when compared to approximately HK\$3.7 million during the six months ended 30 June 2023 as a result of the decrease in fair value gain on derivative financial instruments and decrease in operating expenses.

Basic earnings per share decreased to approximately HK\$9.52 cents for the six months ended 30 June 2024 when compared with approximately HK\$13.4 cents for the same period last year.

Inventories and trade receivables

As at 30 June 2024, the inventory level decreased to approximately HK\$0.02 million (31 December 2023: approximately HK\$0.6 million). The Group continued to monitor the inventory level and reduce the inventory risk, with an aim to shorten the cash conversion cycle.

Trade receivables increased to approximately HK\$65.1 million (31 December 2023: approximately HK\$26.8 million). The Group maintains strict control over credit lines granted to customers. During the period, customers of the Group maintain good credit history, and therefore no material impairment of trade receivables is recognised.

Key financial performance

The above financial data were chosen to be presented in this interim report as they represent a material financial impact on the consolidated financial statements of the Group for the current financial period and/or the previous financial year/period, and a change of which could affect the revenue and profit conspicuously. It is believed that the Group can effectively explain the financial performance of the Group for the period by presenting the changes of these financial data.

業務前景

本集團將繼續推進其轉型步伐，透過專注於3C產品的售後服務拓展其業務，並增加其在「循環經濟」的市場份額。作為國際環保製造商富士康科技集團的成員公司，本集團旨在透過建立優質的經翻新或報廢產品的銷售及分銷渠道，延長3C產品的使用週期，以及提供一流的維修及翻新服務。

本集團預期將面臨廢舊及二手IT產品分銷業務的激烈競爭，並將因應技術進步、競爭加劇及持份者期望調整其營運。本集團正按規劃進行結構化流程，以發展及鞏固其維修及服務支援分類，提高其盈利能力及效率。

為多元化本集團之業務組合及為本公司股東帶來更穩定回報，鑒於維修及服務支援分類目前為本集團整體收入作出的貢獻及本分類的利潤率相對較高，本集團相信維修及服務支援分類存在巨大的增長空間。本集團將集中及分配其資源發展維修及服務支援分類，尤其是設立維修中心以為知名IT品牌及其自有產品服務中心提供電子產品維修服務。管理層將密切監察市況、評估及積極應對其對本集團財務狀況及經營業績造成的影響。

管理層預期可能需不時進行額外的集資活動，以支持有關業務發展的營運資本開支。此舉意味著須投資擴展及重組境外組織架構及可能涉及資本開支（倘認為可策略性地提高我們的實力）。

BUSINESS OUTLOOK

The Group will continue with its transformation process to expand its businesses by focusing on the post-sales arena of 3C products and to increase its market share in the “Circular Economy”. As a member of Foxconn Technology Group, an international environmentally friendly manufacturer, the Group aims to lengthen the life of 3C products by establishing sales and distribution channels for quality refurbished or end-of-life units and provides best-in-class repair and refurbishment services.

The Group expects to face intense competition in the used and second-hand IT product distribution business and will modify its operations in response to technological advances, increased competition, and stakeholder expectations. The Group is undertaking a planned and structured process to develop and strengthen its repairs and service support segment to improve its profitability and efficiency.

In order to diversify the business portfolio of the Group and to generate more stable returns for the shareholders of the Company, given the current contribution of the repairs and service support segment to the overall revenue of the Group and the relatively high profit margin of this segment, the Group believes that there is plenty of room for growth of the repairs and service support segment. The Group will focus on and allocate its resources to the development of the repairs and service support segment, in particular setting up repair centres to provide repair services of electronic products for renowned IT brands and service centres for its own products. The management will closely monitor the market situation, assess and react actively to its impacts on the financial position and operating results of the Group.

The management anticipates additional fundraising may from time to time be required to support the working capital expenditure for such business growth. This entails investment in expanding and revamping overseas organisation structure, and potential capital expenditures if it is deemed to strategically enhance our capabilities.

僱員資料

於二零二四年六月三十日，本集團分別在香港、駐中華人民共和國及海外辦事處聘用10名全職僱員（二零二三年六月三十日：21名）及12名全職僱員（二零二三年六月三十日：26名）。本集團之員工成本（包括董事酬金、僱員薪金及退休福利計劃供款）約為5,053,000港元（二零二三年六月三十日：約5,154,000港元）。

僱員薪酬乃參照個人之職責與表現而定，與現行市場水平比較仍然甚具競爭力。本集團向全體僱員提供之其他福利包括醫療保險、退休福利計劃及酌情花紅。董事可根據購股權計劃之條款及條件酌情授出購股權。

流動資金、財政資源及資本負債率

於二零二四年六月三十日，本集團流動資產淨值約為136,000,000港元（二零二三年十二月三十一日：約136,100,000港元）及現金及現金等價物約為61,600,000港元（二零二三年十二月三十一日：約104,500,000港元）。於二零二四年六月三十日，本集團並無未償還借款。

於二零二四年六月三十日，資本負債率（按本集團總債務除總權益之基準計算）約為5.8%（二零二三年十二月三十一日：約4.2%）。

EMPLOYEE INFORMATION

As at 30 June 2024, the Group employed 10 (30 June 2023: 21) full time employees in Hong Kong and 12 (30 June 2023: 26) full time employees in the People's Republic of China and overseas offices, respectively. The Group's staff costs, including Directors' emoluments, employees' salaries and retirement benefits schemes contributions amounted to approximately HK\$5,053,000 (30 June 2023: approximately HK\$5,154,000).

Employees are remunerated in accordance with individual's responsibilities and performance, which remain competitive with the prevailing market rates. Other fringe benefits such as medical insurance, retirement benefits schemes and discretionary bonus are offered to all employees by the Group. Share options may be granted at the Directors' discretion and under the terms and conditions of the share option scheme.

LIQUIDITY, FINANCIAL RESOURCES AND GEARING RATIO

The Group had net current assets of approximately HK\$136.0 million (31 December 2023: approximately HK\$136.1 million) and cash and cash equivalents amounted to approximately HK\$61.6 million as at 30 June 2024 (31 December 2023: approximately HK\$104.5 million). The Group had no borrowings outstanding as at 30 June 2024.

As at 30 June 2024, the gearing ratio, which is calculating on the basis of total debts over total equity of the Group, was approximately 5.8% (31 December 2023: approximately 4.2%).

資本架構

於二零二四年六月三十日，本公司之法定股本為80,000,000港元，分為400,000,000股每股面值0.2港元之股份，其中23,433,783股本公司股份（「股份」）為已發行。於本期間，本公司或其附屬公司並無尚未行使之可換股證券、購股權、認股權證或類似權利。

截至二零二四年六月三十日止六個月，本集團並無任何借款（二零二三年十二月三十一日：無）。

重大投資

截至二零二四年六月三十日止六個月，本集團並無持有任何重大投資（二零二三年十二月三十一日：無）。

重大收購及出售附屬公司及聯屬公司

截至二零二四年六月三十日止六個月，本集團並無任何重大收購及出售附屬公司及聯屬公司（二零二三年十二月三十一日：無）。

資產抵押

於二零二四年六月三十日及二零二三年十二月三十一日，概無銀行存款抵押作授予本集團的銀行融資額。

CAPITAL STRUCTURE

As at 30 June 2024, the Company had an authorised share capital of HK\$80,000,000 divided into 400,000,000 shares of a par value of HK\$0.2 each, of which 23,433,783 shares of the Company (the "Share(s)") were in issue. No convertible securities, options, warrants or similar rights by the Company or its subsidiaries were outstanding during the period.

The Group did not have any borrowings during the six months ended 30 June 2024 (31 December 2023: Nil).

SIGNIFICANT INVESTMENT

The Group did not hold any significant investment during the six months ended 30 June 2024 (31 December 2023: Nil).

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

The Group did not make any material acquisition and disposal of subsidiaries and affiliated companies for the six months ended 30 June 2024 (31 December 2023: Nil).

CHARGE ON ASSETS

As at 30 June 2024 and 31 December 2023, no bank deposit was pledged for banking facility granted to the Group.

重大投資或資本資產之未來計劃

截至本報告日期，本集團並無任何其他重大投資或資本資產之計劃。

匯率波動風險及相關對沖

截至二零二四年六月三十日止六個月，本集團之交易主要以港元、美元或日圓計值。本集團並無運用任何金融工具作對沖之用（二零二三年十二月三十一日：無）。外匯匯率之大幅波動或會對本集團之經營業績及其他全面收益產生負面影響。

或然負債

於二零二四年六月三十日，本集團並無任何或然負債（二零二三年十二月三十一日：無）。

FUTURE PLAN FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Up to the date of this report, the Group does not have any other plan for material investments or capital assets.

EXPOSURE TO FLUCTUATIONS IN EXCHANGE RATES AND RELATED HEDGES

During the six months ended 30 June 2024, the Group's transactions were substantially denominated in either Hong Kong dollars, United States dollars or Japanese Yen. The Group did not use any financial instruments for hedging purposes (31 December 2023: Nil). A significant volatility in foreign exchange rates may negatively affect the Group's results of operations and other comprehensive income.

CONTINGENT LIABILITIES

As at 30 June 2024, the Group did not have any contingent liabilities (31 December 2023: Nil).

董事及主要行政人員於本公司或其任何相聯法團之股份、相關股份及債券中之權益

於二零二四年六月三十日，董事及本公司主要行政人員於本公司或其任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份或債券中擁有根據證券及期貨條例第7及8分部須知會本公司及聯交所之權益及淡倉（包括根據證券及期貨條例相關條文被認為或視作擁有之權益及淡倉），或記錄於本公司根據證券及期貨條例第352條須存置之登記冊之權益及淡倉，或根據GEM上市規則第5.46條須知會本公司及聯交所之權益及淡倉如下：

於二零二四年六月三十日於相聯法團股份之好倉：

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATIONS

As at 30 June 2024, the interests and short positions of the Directors and chief executives of the Company in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")) which were required under Divisions 7 and 8 of the SFO to be notified to the Company and the Stock Exchange (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required under Rule 5.46 of the GEM Listing Rules to be notified to the Company and the Stock Exchange were as follows:

Long position in the shares of associated corporation as at 30 June 2024:

| 董事名稱 | 相聯法團名稱 | 身份 | 持有／擁有 權益之股份數目 | 佔相聯法團 已發行股本 百分比（概約） Percentage of the issued share capital of associated corporation (approximate) |
|------------------|--------------------------------------|------------------|-----------------------------------|--|
| Name of Director | Name of associated corporation | Capacity | Number of shares held/ interested | |
| 張傳旺 | 鴻海精密工業股份有限公司 | 實益擁有人 | 17,000 | 0.00% |
| Chang Chuan-Wang | Hon Hai Precision Industry Co., Ltd. | Beneficial owner | | |

除上文所披露者外，於二零二四年六月三十日，概無董事及本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份或債券中擁有根據證券及期貨條例第7及8分部須知會本公司及聯交所之權益及淡倉（包括根據證券及期貨條例相關條文被認為或視作擁有之權益及淡倉），或記錄於本公司根據證券及期貨條例第352條須存置之登記冊之權益及淡倉，或根據GEM上市規則第5.46條須知會本公司及聯交所之權益及淡倉。

Save as disclosed above, as at 30 June 2024, none of the Directors nor chief executives of the Company had any interests or short positions in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required under Divisions 7 and 8 of the SFO to be notified to the Company and the Stock Exchange (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required under Rule 5.46 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

購買股份或債券之安排

於截至二零二四年六月三十日止六個月內任何時間，本公司、其控股公司或其任何附屬公司概無參與任何能夠讓董事可藉著購入本公司或任何其他法人團體之股份或債券而獲得利益之安排，而董事、彼等之配偶或十八歲以下之子女於截至二零二四年六月三十日止六個月內亦無擁有可認購本公司證券之任何權利或已行使任何該等權利。

主要股東於股份及相關股份之權益及／或淡倉

於二零二四年六月三十日，據董事所知，以下人士（董事或本公司主要行政人員除外）於股份或相關股份中，擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露，或記錄於本公司根據證券及期貨條例第336條須存置之登記冊之權益或淡倉：

於二零二四年六月三十日於股份之好倉：

| 股東名稱 | 身份 | 持有／擁有 權益之股份數目 | 佔本公司已發行 股本百分比 (概約) |
|---|--|---|---|
| Name of shareholders | Capacity | Number of Shares held/ interested | Percentage of the issued share capital of the Company (approximate) |
| Foxconn (Far East) Limited (附註) | 實益擁有人 | 11,853,524 | 50.58% |
| Foxconn (Far East) Limited (Note) | Beneficial owner | | |
| 鴻海精密工業股份有限公司 Hon Hai Precision Industry Co., Ltd. | 受控制法團權益 Interest in a controlled corporation | 11,853,524 | 50.58% |

ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

At no time during the six months ended 30 June 2024 was the Company, its holding company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors, their spouses or children under the age of eighteen, had any rights to subscribe for securities of the Company, or had exercised any such right during the six months ended 30 June 2024.

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND/OR SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES

As at 30 June 2024, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the Shares or underlying Shares which were required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO:

Long position in the Shares as at 30 June 2024:

管理層討論及分析 (續)

MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

附註：

Foxconn (Far East) Limited為鴻海精密工業股份有限公司（一間於台灣註冊成立之公司並於台灣證券交易所上市（股份代號：2317.TW））之全資附屬公司。根據證券及期貨條例，鴻海精密工業股份有限公司被視為於Foxconn (Far East) Limited持有之股份中擁有權益。

除上文所披露者外，於二零二四年六月三十日，概無任何其他人士（董事或本公司主要行政人員除外）知會本公司其於任何股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露，或記錄於本公司根據證券及期貨條例第336條須存置之登記冊之權益或淡倉。

購股權計劃

本公司於二零一六年十一月十一日舉行之股東週年大會上採納一項購股權計劃。購股權計劃旨在吸引及挽留最優秀的人員、向本集團僱員（全職及兼職）、董事及服務供應商提供額外獎勵以及推動本集團業務創出佳績。

董事會可全權酌情按其認為適合的條款，向本集團任何僱員（全職或兼職）、董事或服務供應商授出購股權，以根據購股權計劃及GEM上市規則之條款認購董事會可能釐定數目之股份。

根據購股權計劃授出之任何特定購股權之股份認購價由董事會全權釐定並通知參與者，但不得低於下列最高者：(i)股份於購股權授出日期（必須為營業日）於聯交所每日報價表所報收市價；(ii)股份於緊接購股權授出日期前五個營業日在聯交所每日報價表所報之平均收市價；或(iii)股份於購股權授出日期之面值。

Note:

Foxconn (Far East) Limited is a wholly-owned subsidiary of Hon Hai Precision Industry Co., Ltd., a company incorporated in Taiwan and listed on the Taiwan Stock Exchange (stock code: 2317.TW). Hon Hai Precision Industry Co., Ltd. is deemed to be interested in the Shares held by Foxconn (Far East) Limited pursuant to the SFO.

Save as disclosed above, as at 30 June 2024, the Company had not been notified by any other persons (other than a Director or chief executive of the Company) who had interests or short positions in any Shares and the underlying Shares which were required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

SHARE OPTION SCHEME

The Company adopted a share option scheme in the annual general meeting held on 11 November 2016. The purpose of the share option scheme is to attract and retain the best available personnel, to provide additional incentive to employees (full-time and part-time), directors and service providers of the Group and to promote the success of the business of the Group.

The Board may, at its absolute discretion and on such terms as it may think fit, grant any employee (full-time or part-time), director or service provider of the Group, options to subscribe for such number of Shares as it may determine in accordance with the terms of the share option scheme and the GEM Listing Rules.

The subscription price of a Share in respect of any particular option granted under the share option scheme shall be a price solely determined by the Board and notified to a participant and shall be at least the higher of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option, which must be a business day; (ii) the average closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant of the option; or (iii) the nominal value of a Share on the date of grant of the option.

截至授出日期止任何12個月期間內，因根據購股權計劃向任何參與者授出之購股權（包括已行使及尚未行使之購股權）獲行使而發行及將予發行之股份總數，不得超過已發行股份之1%。任何額外授出超過該上限之購股權必須經股東於股東大會上另行批准，該承授人及其緊密聯繫人（或其聯繫人，倘該承授人為關連人士）須放棄投票。

授出購股權之要約限於作出有關要約日期（包括當日）起七日內接納。購股權承授人應於接納要約時就授出購股權向本公司支付1港元。

購股權計劃並無訂明購股權須持有之最短時間。承授人可於董事會可能釐定之期間，隨時根據購股權計劃之條款行使購股權，惟有關期間不得超過自授出日期起計十年，並受有關提前終止條文所規限。購股權計劃將於二零一六年十一月十一日採納日期當日起計10年內有效，並將於二零二六年十一月十日營業時間結束時屆滿。根據上述計劃及於股份合併後，可能授出之購股權獲行使時本公司可予發行之最高股份數目為1,673,841股，相當於本公司於本報告日期已發行股本約7.1%。自購股權計劃採納以來概無據此授出購股權。

競爭性業務

於截至二零二四年六月三十日止六個月，董事、本公司控股股東或彼等各自緊密聯繫人（定義見GEM上市規則）概無於與本集團在業務上直接或間接構成競爭或可能構成競爭之業務中擁有任何權益。

購入、出售或贖回本公司上市證券

本公司及其任何附屬公司於截至二零二四年六月三十日止六個月概無購入、出售或贖回任何本公司上市證券。

The total number of Shares issued and to be issued upon the exercise of options granted to any participant (including both exercised and outstanding options) under the share option scheme, in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue. Any further grant of options in excess of such limit must be separately approved by Shareholders in general meeting with such grantee and his/her close associates (or his/her associates if such grantee is a connected person) abstaining from voting.

An offer for the grant of options must be accepted within seven days, inclusive of the day on which such offer was made. The amount payable by the grantee of an option to the Company on acceptance of an offer for the grant of option(s) is HK\$1.

The share option scheme does not specify a minimum period for which an option must be held. An option may be exercised in accordance with the terms of the share option scheme at any time during a period as the Board may determine which shall not exceed ten years from the date of grant subject to the provisions of early termination thereof. The share option scheme will remain in force for a period of ten years commencing on the date of its adoption on 11 November 2016 and will expire at the close of business on 10 November 2026. Under the said scheme and following the share consolidation, the maximum number of Shares that may be issued upon the exercise of options that may be granted is 1,673,841 Shares, representing approximately 7.1% of the issued share capital of the Company as at the date of this report. No share options were granted under the share option scheme since its adoption.

COMPETING BUSINESS

During the six months ended 30 June 2024, none of the Directors, controlling shareholders of the Company or their respective close associates (as defined in the GEM Listing Rules) had any interests in a business that competes or may compete, either directly or indirectly, with the business of the Group.

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 June 2024.

有關董事進行證券交易之行為守則

本公司已採納一套有關董事進行證券交易之行為守則(「**公司守則**」)，條款不遜於GEM上市規則第5.48條至第5.67條所載之規定交易標準。經本公司具體查詢後，各董事已確認，於截至二零二四年六月三十日止六個月任職董事期間，彼已全面遵守規定交易標準及公司守則且並無發生不合規事件。

企業管治守則

本公司已採納GEM上市規則附錄C1第二部分所載的企業管治守則(「**企業管治守則**」)的原則及守則條文。於截至二零二四年六月三十日止六個月，本公司已遵守企業管治守則。

審閱中期財務資料

本集團截至二零二四年六月三十日止六個月之未經審核中期簡明綜合財務資料已由本公司核數師香港立信德豪會計師事務所有限公司按照香港會計師公會頒佈的香港審閱委聘準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。

本公司審核委員會已審閱本集團截至二零二四年六月三十日止六個月之未經審核中期簡明綜合財務報表、本報告及中期業績公告，並已就此提供建議及意見。

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by Directors (the “**Company’s Code**”) on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Upon the Company’s specific enquiry, each of the Directors has confirmed that during his/her tenure as Director in the six months ended 30 June 2024, he/she had fully complied with the required standard of dealings and the Company’s Code, and there was no event of non-compliance.

CORPORATE GOVERNANCE CODE

The Company has adopted the principles and the code provisions in the Corporate Governance Code (the “**CG Code**”) as set out in Part 2 of Appendix C1 to the GEM Listing Rules. During the six months ended 30 June 2024, the Company has complied with the CG Code.

REVIEW OF INTERIM FINANCIAL INFORMATION

The unaudited interim condensed consolidated financial information of the Group for the six months ended 30 June 2024 has been reviewed by the Company’s auditor, BDO Limited, in accordance with Hong Kong Standard on Review Engagement 2410 “Review of Interim Financial Information Performed by Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountant.

The audit committee of the Company has reviewed the unaudited interim condensed consolidated financial statements of the Group for the six months ended 30 June 2024, this report and the interim results announcement, and has provided advice and comments thereon.

報告期後事項

於截至二零二四年六月三十日止六個月後，於二零二四年七月十二日，認購期權承授人(本公司一間間接全資附屬公司)已書面通知聯繫人現有股東其將不會於認購期權期間行使由聯繫人股東授出的認購期權。聯繫人現有股東可於購回期間內按購回代價購回本集團所持聯繫人之所有股份。有關上述期權(定義見股東協議)之條款的詳情，請參閱本公司日期為二零一八年六月四日之公告。

承董事會命
訊智海國際控股有限公司
主席
張傳旺先生

香港，二零二四年八月十三日

於本報告日期，執行董事為陳靜洵女士；非執行董事為張傳旺先生及夏克平先生；及獨立非執行董事為楊偉雄先生、李傑靈先生及苗華本先生。

EVENT OCCURRING AFTER THE REPORTING PERIOD

Subsequent to the six months ended 30 June 2024, on 12 July 2024, the grantee of the call option, which is an indirect wholly-owned subsidiary of the Company, has notified the associate's existing shareholders in writing that it would not exercise the call option granted by the associate's shareholders during the call option period. The associate's existing shareholders may buy-back all of the shares of the associate held by the Group within the buy-back period for the buy-back consideration. Please refer to the Company's announcement dated 4 June 2018 for details on the terms of the above options as defined in the shareholders' agreement.

By order of the Board
CircuTech International Holdings Limited
Mr. Chang Chuan-Wang
Chairman

Hong Kong, 13 August 2024

As at the date of this report, the executive Director is Ms. Chen Ching-Hsuan; the non-executive Directors are Mr. Chang Chuan-Wang and Mr. Hsia Ke-Ping; and the independent non-executive Directors are Mr. Yeung Wai Hung Peter, Mr. Li Robin Kit Ling and Mr. Miao Benny Hua-ben.

