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## **Grown Up Group Investment Holdings Limited**

### **植華集團投資控股有限公司**

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

**(Stock code: 1842)**

## **ANNOUNCEMENT ON INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2024**

### **FINANCIAL HIGHLIGHTS**

	<b>Six months ended 30 June</b>	
	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Financial Results</b>		
Revenue	<b>150,847</b>	157,131
Loss for the period	<b>(5,754)</b>	(2,698)
Basic loss per share ( <i>HK cents</i> )	<b>(0.48)</b>	(0.22)
Diluted loss per share ( <i>HK cents</i> )	<b>(0.48)</b>	(0.22)
	<b>As at</b>	<b>As at</b>
	<b>30 June</b>	<b>31 December</b>
	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Consolidated Statement of Financial Position</b>		
Non-current assets	<b>70,267</b>	69,694
Current assets	<b>176,651</b>	183,211
Total assets	<b>246,918</b>	252,905
Current liabilities	<b>114,699</b>	113,398
Non-current liabilities	<b>1,806</b>	3,031
Total liabilities	<b>116,505</b>	116,429
Net assets	<b>130,413</b>	136,476
<b>Ratio Analysis</b>		
Current ratio (times)	<b>1.5</b>	1.6
Gearing ratio	<b>35.4%</b>	30.3%

## UNAUDITED INTERIM RESULTS

The board (the “**Board**”) of directors (the “**Directors**”) of Grown Up Group Investment Holdings Limited (the “**Company**”) is pleased to present the unaudited interim condensed consolidated financial information of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 June 2024 (the “**Reporting Period**”), together with the comparative figures for the corresponding period in 2023.

### CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2024

	<i>Note</i>	<b>Six months ended 30 June</b>	<b>2024</b>	<b>2023</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>	
		<b>HK\$’000</b>	<b>HK\$’000</b>	
Revenue	4	<b>150,847</b>	157,131	
Cost of sales	6	<b>(128,982)</b>	(131,453)	
Gross profit		<b>21,865</b>	25,678	
Other income and (losses)/gains, net	5	<b>(1,385)</b>	680	
Selling and distribution expenses	6	<b>(5,569)</b>	(6,371)	
Administrative expenses	6	<b>(20,465)</b>	(22,005)	
<b>Loss from operations</b>		<b>(5,554)</b>	(2,018)	
Finance income	7	<b>917</b>	1,155	
Finance costs	7	<b>(1,634)</b>	(2,386)	
Finance costs, net	7	<b>(717)</b>	(1,231)	
<b>Loss before income tax</b>		<b>(6,271)</b>	(3,249)	
Income tax credit	8	<b>517</b>	551	
<b>Loss for the period</b>		<b>(5,754)</b>	(2,698)	
Other comprehensive loss:				
<i>Item that may be reclassified subsequently to profit or loss:</i>				
Exchange differences on translation of foreign operations		<b>(309)</b>	(364)	
Total comprehensive loss for the period		<b>(6,063)</b>	(3,062)	
Loss per share attributable to owners of the Company for the period				
Basic and diluted ( <i>HK cents</i> )	9	<b>(0.48)</b>	(0.22)	

**CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION**  
**AS AT 30 JUNE 2024**

	<i>Note</i>	<b>As at 30 June 2024 (Unaudited) HK\$'000</b>	<b>As at 31 December 2023 (Audited) HK\$'000</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	<i>10</i>	<b>17,866</b>	17,182
Right-of-use assets		<b>3,263</b>	4,183
Financial assets at fair value through profit or loss (“FVTPL”)	<i>13</i>	<b>34,467</b>	34,058
Investment property		<b>1,400</b>	1,400
Intangible assets	<i>11</i>	<b>9,613</b>	9,798
Deferred tax assets		<b>3,658</b>	3,073
		<u><b>70,267</b></u>	<u>69,694</u>
<b>Current assets</b>			
Inventories		<b>22,086</b>	27,969
Trade receivables	<i>12</i>	<b>56,957</b>	56,709
Prepayments, deposits and other receivables		<b>9,111</b>	10,083
Financial assets at FVTPL	<i>13</i>	<b>16,579</b>	20,185
Tax recoverable		<b>290</b>	358
Pledged deposits		<b>14,401</b>	16,289
Cash at bank and on hand		<b>57,227</b>	51,618
		<u><b>176,651</b></u>	<u>183,211</u>
<b>Total assets</b>		<u><b>246,918</b></u>	<u>252,905</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Capital and reserves</b>			
Share capital	<i>16</i>	<b>12,000</b>	12,000
Other reserves		<b>53,077</b>	53,386
Retained earnings		<b>65,336</b>	71,090
<b>Total equity</b>		<u><b>130,413</b></u>	<u>136,476</u>

	<i>Note</i>	<b>As at 30 June 2024 (Unaudited) HK\$'000</b>	<b>As at 31 December 2023 (Audited) HK\$'000</b>
<b>Non-current liabilities</b>			
Lease liabilities		<u>1,806</u>	<u>3,031</u>
<b>Current liabilities</b>			
Trade payables	<i>14</i>	<b>50,833</b>	56,700
Other payables and accruals		<b>9,423</b>	9,259
Contract liabilities		<b>5,760</b>	3,401
Lease liabilities		<b>2,564</b>	2,639
Bill payables	<i>14</i>	<b>5,325</b>	4,119
Bank borrowings	<i>15</i>	<u>40,794</u>	<u>37,280</u>
		<u><b>114,699</b></u>	<u>113,398</u>
<b>Total liabilities</b>		<u><b>116,505</b></u>	<u>116,429</u>
<b>Total equity and liabilities</b>		<u><b>246,918</b></u>	<u>252,905</u>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

## 1 GENERAL INFORMATION

Grown Up Group Investment Holdings Limited (the “**Company**”) is a limited liability company incorporated in the Cayman Islands. The address of registered office of the Company is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. Its principal place of business in Hong Kong is located at Flat D, 7/F., Block 2, Tai Ping Industrial Centre, 55 Ting Kok Road, Tai Po, N.T., Hong Kong.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries (collectively, the “**Group**”) are designing, developing, sourcing, manufacturing and selling a full range of bags, luggage and accessories, as well as medical related products, tool storage and tool accessories.

The interim condensed consolidated financial information is presented in thousands of Hong Kong dollars (“**HK\$’000**”), unless otherwise stated.

This interim condensed consolidated financial information was approved for issue by the Board on 23 August 2024.

This interim condensed consolidated financial information has not been audited.

### 2.1 BASIS OF PREPARATION

The unaudited interim condensed consolidated financial information of the Group for the six months ended 30 June 2024 has been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“**HKAS 34**”) issued by the Hong Kong Institute of Certified Public Accountants.

The unaudited 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 financial statements for the year ended 31 December 2023.

The accounting policies and basis of preparation adopted in the preparation of this unaudited interim condensed consolidated financial information are consistent with those adopted in the Group’s financial statements for the year ended 31 December 2023, which have been prepared in accordance with Hong Kong Financial Reporting Standard (“**HKFRSs**”) (which includes all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretation) issued by the Hong Kong Institute of Certified Public Accountants, except for the adoption of the amended HKFRSs as disclosed in note 2.2 below.

### 2.2 AMENDED STANDARDS ADOPTED BY THE GROUP

The accounting policies that have been used in the preparation of the Group’s unaudited interim condensed consolidated financial information for the six months ended 30 June 2024 are consistent with those set out in the Group’s consolidated financial statements for the year ended 31 December 2023, except for the adoption of the following amended HKFRSs effective as of 1 January 2024.

The Group has not early adopted any other standard, interpretation or amendment that has been issued but not yet effective.

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-Current and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

The adoption of these amended HKFRSs had no material impact on how the results and financial position for the current and prior periods have been prepared and presented.

### 3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENT

The preparation of this unaudited interim condensed consolidated 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 unaudited 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 Group’s financial statements for the year ended 31 December 2023.

### 4 REVENUE AND SEGMENT INFORMATION

Chief Operating Decision Maker (“**CODM**”) of the Group, which consists of the chief executive officer, the chief financial officer and the chief operating officer, examines the Group’s performance from product perspective and has identified private label product segment as the Group’s reportable and operating segment of its business. The private label products segment – private label products are produced and sold under both Original Equipment Manufacturer (“**OEM**”) and Original Design Manufacturer (“**ODM**”) businesses to the brand owners or their licensees.

During the six months ended 30 June 2024 and 2023, the Group’s operating activities are attributable to a single reportable and operating segment focusing primarily on the designing, developing, sourcing, manufacturing and selling full range of bag, luggage and accessories, as well as medical related products, tool storage and tool accessories under the private label products segment. This operating segment has been identified on the basis of internal management reports reviewed by the CODM. The CODM mainly reviews revenue derived from the private label products segment. The CODM reviews the overall results of the Group as a whole to make decisions about resources allocation. Accordingly, no segment analysis is presented.

	<b>Six months ended 30 June</b>	
	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<b>HK\$’000</b>	<b>HK\$’000</b>
Sales of goods	<b>150,847</b>	157,131
Timing of revenue recognition		
— At a point in time	<b>150,847</b>	157,131

## 5 OTHER INCOME AND (LOSSES)/GAINS, NET

	Six months ended 30 June	
	2024	2023
	(Unaudited)	(Unaudited)
	<i>HK\$'000</i>	<i>HK\$'000</i>
Rental income	221	151
Unrealised fair value losses on financial assets at FVTPL, net	(1,757)	(1,217)
Realised fair value (losses)/gains of financial assets at FVTPL, net	(16)	1,454
Others	167	292
	<u>(1,385)</u>	<u>680</u>

## 6 EXPENSES BY NATURE

	Six months ended 30 June	
	2024	2023
	(Unaudited)	(Unaudited)
	<i>HK\$'000</i>	<i>HK\$'000</i>
Cost of inventories sold	112,878	114,400
Employee benefit expenses	24,082	25,319
Transportation and freight charges	1,938	2,677
Directors' emoluments	4,736	4,393
Depreciation of property, plant and equipment	611	711
Depreciation of right-of-use assets	920	1,186
Amortisation of intangible assets	202	230
Legal and professional fees	940	878
Sales and marketing expenses	2,569	3,471
Design and development expenses	–	259
Others	6,140	6,305
	<u>155,016</u>	<u>159,829</u>
Representing:		
Cost of sales	128,982	131,453
Selling and distribution expenses	5,569	6,371
Administrative expenses	20,465	22,005
	<u>155,016</u>	<u>159,829</u>

## 7 FINANCE COSTS, NET

	<b>Six months ended 30 June</b>	
	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Finance income</b>		
— Interest income from bank deposits	<u>917</u>	<u>1,155</u>
<b>Finance costs</b>		
— Interest expenses on bank borrowings and bank overdrafts	(1,505)	(2,275)
— Interest expenses on lease liabilities	<u>(129)</u>	<u>(111)</u>
	<u>(1,634)</u>	<u>(2,386)</u>
<b>Finance costs, net</b>	<u>(717)</u>	<u>(1,231)</u>

## 8 INCOME TAX CREDIT

Hong Kong profits tax has been provided for at the rate of 16.5% on the estimated assessable profit for the six months ended 30 June 2024 and 2023, except for one subsidiary of the Group which is quantifying corporation under the two-tiered profits tax rates regime. Under the two-tiered profits tax rates regime, the first HK\$2 million of the estimated assessable profits of qualifying entities are taxed at 8.25%, and the assessable profits above HK\$2 million are taxed at 16.5%. The Group's subsidiaries in the People's Republic of China (the "PRC") are subject to the China Corporate Income Tax ("CIT") at a rate of 25% for the six months ended 30 June 2024 and 2023. Certain PRC subsidiaries of the Group that are qualified as small and thin-profit enterprises with an annual taxable income of Chinese Renminbi ("RMB") 1 million or less are applicable to the effective CIT rate of 5% (for the six months ended 30 June 2023: 2.5%). Where the taxable income exceeds RMB1 million but does not exceed RMB3 million (inclusive), the RMB1 million portion will be subject to an effective CIT rate of 5% (for the six months ended 30 June 2023: 2.5%), whereas the excess portion will be subject to the effective CIT rate of 5% (for the six months ended 30 June 2023: 5%). The Group's subsidiaries in Denmark are subject to the income tax at the rate of 22% for the six months ended 30 June 2024 and 2023.

The amount of taxation (credited)/charged to profit or loss represents:

	<b>Six months ended 30 June</b>	
	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
<b>Current tax</b>		
— Hong Kong profits tax	—	(1,751)
— CIT	376	1,012
— Denmark income tax	—	90
Over-provision from prior years	(308)	—
Deferred income tax	<u>(585)</u>	<u>98</u>
	<u>(517)</u>	<u>(551)</u>



## 9 LOSS PER SHARE

Basic loss per share are calculated by dividing the loss attributable to owners of the Company by the weighted average number of ordinary shares deemed to be in issue during the six months ended 30 June 2024 and 2023.

The calculation of the basic and diluted loss per share attributable to owners of the Company is based on the following data:

Loss figures are calculated as follows:

	<b>Six months ended 30 June</b>	
	<b>2024</b>	<b>2023</b>
	<b>(Unaudited)</b>	<b>(Unaudited)</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Loss for the period attributable to the owners of the Company	<u>(5,754)</u>	<u>(2,698)</u>
Weighted average number of ordinary shares in issue ( <i>thousands of shares</i> )	<u>1,200,000</u>	<u>1,200,000</u>
Basic loss per share (HK cents)	<u><u>(0.48)</u></u>	<u><u>(0.22)</u></u>

There were no potentially dilutive ordinary shares issued during the six months ended 30 June 2024 and 2023.

## 10 PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2024, the Group had approximately HK\$1,298,000 (six months ended 30 June 2023: HK\$640,000) addition to property, plant and equipment, disposed of property, plant and equipment that is fully depreciated with no carrying amount (six months ended 30 June 2023: nil and transferred approximately HK\$1,057,000 to assets classified as assets held for sale).

## 11 INTANGIBLE ASSETS

During the six months ended 30 June 2024 and 2023, the Group did not acquire any intangible assets and did not dispose of any intangible assets.

## 12 TRADE RECEIVABLES

	As at <b>30 June 2024</b> (Unaudited) <i>HK\$'000</i>	As at 31 December 2023 (Audited) <i>HK\$'000</i>
Trade receivables	<b>63,534</b>	63,286
Less: Expected credit loss (“ECL”) allowance	<b>(6,577)</b>	(6,577)
	<hr/>	<hr/>
Trade receivables, net	<b>56,957</b>	56,709
	<hr/> <hr/>	<hr/> <hr/>

Majority of payment terms with customers are within 60 to 90 days and certain major customers were granted with longer credit terms on discretion. As at 30 June 2024 and 31 December 2023, the aging analysis of trade receivables and net of ECL allowance based on invoice date is as follows:

	As at <b>30 June 2024</b> (Unaudited) <i>HK\$'000</i>	As at 31 December 2023 (Audited) <i>HK\$'000</i>
0–30 days	<b>32,145</b>	46,465
31–60 days	<b>17,274</b>	4,710
61–90 days	<b>3,680</b>	2,759
91–120 days	<b>907</b>	140
Over 120 days	<b>2,951</b>	2,635
	<hr/>	<hr/>
	<b>56,957</b>	56,709
	<hr/> <hr/>	<hr/> <hr/>

The Group applied the simplified approach in HKFRS 9 to measure the credit loss allowance at lifetime expected credit loss. Except for trade receivables with significant outstanding balance which are assessed individually, the Group determines the expected credit loss on the remaining balances by using a provision matrix grouped by common risk characteristic.

Trade receivables with significant outstanding balances from a former customer with an aggregate gross carrying amount of approximately HK\$6,536,000 as at 30 June 2024 (as at 31 December 2023: HK\$6,536,000) is assessed individually. Full provision has been made on the outstanding balance of approximately HK\$6,536,000 due from the former customer as at 30 June 2024 (as at 31 December 2023: HK\$6,536,000).

The remaining trade receivables with gross carrying amount of approximately HK\$56,998,000 as at 30 June 2024 (as at 31 December 2023: HK\$56,750,000) are assessed based on debtors’ aging with adopted an average expected loss rate of 0.07% (as at 31 December 2023: 0.07%). The exposure to credit risk for these balances are assessed with a credit loss allowance of approximately HK\$41,000 was provided by the Group as at 30 June 2024 (as at 31 December 2023: HK\$41,000).

### 13 FINANCIAL ASSETS AT FVTPL

	30 June 2024 (Unaudited) HK\$'000	31 December 2023 (Audited) HK\$'000
<b>Non-current</b>		
Key management insurance contracts ( <i>note i</i> )	27,355	26,946
Investment in Cheung Chau Project ( <i>note ii</i> )	7,112	7,112
	<u>34,467</u>	<u>34,058</u>
<b>Current</b>		
Listed equity investments in Hong Kong	6,539	9,001
Listed equity investment in Australia	789	1,933
Unlisted equity investments outside Hong Kong ( <i>note iii</i> )	9,251	9,251
	<u>16,579</u>	<u>20,185</u>
	<u><u>51,046</u></u>	<u><u>54,243</u></u>

#### Notes

- i. As at 30 June 2024 and 31 December 2023, the Group's key management insurance contracts were pledged as collateral for the Group's bank borrowings. The beneficiary of the key management insurance contracts is Grown-Up Manufactory Limited, an indirect wholly-owned subsidiary of the Company.
- ii. On 19 December 2022, Ricktake Development Limited ("**Ricktake**"), an indirect wholly-owned subsidiary of the Company, entered into a cooperation framework agreement (the "**Agreement**") with Cheung Chau Culture Company Limited, an independent third party. Pursuant to the Agreement, both parties agreed to cooperate in the development of a theme park for the promotion of tourism in Cheung Chau ("**Cheung Chau Project**"). It was agreed that the Group would invest HK\$8,000,000 and would be entitled to 10% share of the revenue of the Cheung Chau Project for 8 years commencing from the date of the Agreement.
- iii. On 20 June 2023, Ricktake entered into a subscription agreement with Legend Gainer Limited ("**Legend Gainer**"), an independent third party to subscribe for preferred shares in Legend Gainer for a consideration of approximately HK\$9,251,000. Legend Gainer is an investment holding company and its business objective is to generate returns through investment in multiple assets, including but not limited to, equity securities.

Financial assets and liabilities measured at fair value in the consolidated statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability and significance of inputs to the measurements, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and not using significant unobservable inputs.
- Level 3: significant unobservable inputs for the asset or liability.

The level in the fair value hierarchy within which the financial asset or liability is categorised in its entirety is based on the lowest level of input that is significant to the fair value measurement.

The financial assets measured at fair value in the condensed consolidated statement of financial position on a recurring basis are grouped into the fair value hierarchy as follows:

	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
<b>As at 30 June 2024 (Unaudited)</b>				
<b>Financial assets at FVTPL</b>				
Listed equity investments	7,328	–	–	7,328
Key management insurance contracts	–	27,355	–	27,355
Investment in Cheung Chau Project	–	–	7,112	7,112
Unlisted equity investment outside				
Hong Kong	–	–	9,251	9,251
	<u>7,328</u>	<u>27,355</u>	<u>16,363</u>	<u>51,046</u>
<b>As at 31 December 2023 (Audited)</b>				
<b>Financial assets at FVTPL</b>				
Listed equity investments	10,934	–	–	10,934
Key management insurance contracts	–	26,946	–	26,946
Investment in Cheung Chau Project	–	–	7,112	7,112
Unlisted equity investment outside				
Hong Kong	–	–	9,251	9,251
	<u>10,934</u>	<u>26,946</u>	<u>16,363</u>	<u>54,243</u>

There was no transfer between Levels 1, 2 and 3 for recurring fair value measurements during the six months ended 30 June 2024 and the year ended 31 December 2023.

## Fair value measurement (Level 2)

The following table presents the movements in key management insurance contracts for six months ended 30 June 2024 and year ended 31 December 2023:

	<b>30 June 2024 (Unaudited) HK\$'000</b>	31 December 2023 (Audited) HK\$'000
As at 1 January	<b>26,946</b>	26,274
Fair value changes recognised in profit or loss	<b>409</b>	672
As at 30 June/31 December	<b><u>27,355</u></b>	<u>26,946</u>

The key management insurance contracts under Level 2 fair value measurement are denominated in United States dollar. Fair values have been determined by reference to their quoted prices as stated in the bank statements at the end of each reporting period and have been translated using the spot foreign currency rates at the end of the reporting periods where appropriate. During the six months ended 30 June 2024, there is a fair value gain of approximately HK\$409,000 relating to the value of the surrender charge of key management insurance contracts (six months ended 30 June 2023: gain of HK\$89,000).

## Fair value measurement (Level 3)

Below is a summary of the valuation of investment in Cheung Chau Project and unlisted equity investment outside Hong Kong as at 30 June 2024 and 31 December 2023:

	Valuation technique	Significant unobservable input	Range	
			<b>30 June 2024 (unaudited)</b>	31 December 2023 (audited)
Investment in Cheung Chau Project	Income approach	Post-tax discount rate	<b>12.2%</b>	11.2%
Unlisted equity investment outside Hong Kong	Mixture of market approach and asset approach	Minority discount rate	<b>23.6%</b>	23.3%
	Simulation model	Discount rate	<b>9.1%</b>	8.6%

As at 30 June 2024 and 31 December 2023, investment in Cheung Chau Project under Level 3 fair value measurement was stated at fair value. The most significant unobservable input is discount rate. The estimated fair value of investment in Cheung Chau Project increases if the discount rate decreases. As at 30 June 2024, it is estimated that with all other variables held constant, an increase/a decrease in discount rate by 5% would increase/decrease the Group's loss for the period by HK\$138,000 (31 December 2023: HK\$132,000).

As at 30 June 2024 and 31 December 2023, unlisted equity investment outside Hong Kong under Level 3 fair value measurement was stated at fair value. The most significant unobservable inputs are minority discount rate and discount rate. The estimated fair value of unlisted equity investment outside Hong Kong increases if the minority discount rate decreases or if the discount rate decreases. As at 30 June 2024, it is estimated that with all other variables held constant, a decrease/an increase in minority discount rate by 5% would increase/decrease the Group's profit for the year by HK\$41,500 (31 December 2023: HK\$41,000) or a decrease/an increase in discount rate would increase/decrease the Group's profit for the year by HK\$16,500 (31 December 2023: HK\$16,000).

The following table presents the movements in the Group's investment in Cheung Chau Project and unlisted equity investment outside Hong Kong under Level 3 measurements for the years ended 30 June 2024 and 31 December 2023:

	<b>30 June 2024 (Unaudited) HK\$'000</b>	31 December 2023 (Audited) HK\$'000
As at 1 January	16,363	8,000
Addition	–	9,251
Fair value changes recognised in profit or loss	–	(888)
	<u>16,363</u>	<u>16,363</u>

Management considered the carrying amounts of other financial assets and liabilities of the Group are not materially different from their fair values as at 30 June 2024 and 31 December 2023 due to immediate or short term of maturity.

#### 14 TRADE AND BILL PAYABLES

	<b>As at 30 June 2024 (Unaudited) HK\$'000</b>	As at 31 December 2023 (Audited) HK\$'000
Trade payables	50,833	56,700
Bill payables	5,325	4,119
	<u>56,158</u>	<u>60,819</u>

Majority of payment terms with suppliers are within 60 to 90 days. The carrying amounts of trade and bill payables approximate their fair values. As at 30 June 2024 and 31 December 2023, the aging analysis of the trade payables of the Group by invoice date is as follows:

	<b>As at 30 June 2024 (Unaudited) HK\$'000</b>	As at 31 December 2023 (Audited) HK\$'000
0–30 days	18,672	18,078
31–60 days	22,319	20,475
61–90 days	7,804	10,176
Over 90 days	2,038	7,971
	<u>50,833</u>	<u>56,700</u>

## 15 BANK BORROWINGS

	As at 30 June 2024 (Unaudited) HK\$'000	As at 31 December 2023 (Audited) HK\$'000
Secured and repayable on demand		
Bank overdrafts	593	4,300
Bank borrowings	40,201	32,980
	<u>40,794</u>	<u>37,280</u>

As at 30 June 2024, the interest rates of the bank borrowings ranged from 3.8% to 6.3% (31 December 2023: 5.0% to 6.9%) per annum. For the six months ended 30 June 2023, the interest rates of the bank borrowings ranged from 3.8% to 6.3% (six months ended 30 June 2023: 4.8% to 7.8%) per annum. Bank borrowings are repayable within one year based on agreed scheduled repayments and also subject to a repayment on demand clause from the banks. Bank overdrafts are repayable on demand.

## 16 SHARE CAPITAL

	Number of ordinary shares at HK\$0.01 each '000	Share capital HK\$'000
Authorised:		
As at 30 June 2024 (Unaudited) and 31 December 2023 (Audited)	<u>10,000,000</u>	<u>100,000</u>
Issued and fully paid:		
As at 30 June 2024 (Unaudited) and 31 December 2023 (Audited)	<u>1,200,000</u>	<u>12,000</u>

## 17 INTERIM DIVIDEND

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

## 18 CAPITAL COMMITMENTS

The Group did not have any significant capital commitments as at 30 June 2024 and 31 December 2023.

## 19 CONTINGENT LIABILITIES

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

## 20 EVENTS AFTER THE REPORTING PERIOD

The Group had no material events after the Reporting Period.

## MANAGEMENT DISCUSSION AND ANALYSIS

As a leading global corporate entity with over three decades of experience, the Group specialises in designing, developing, sourcing, manufacturing, and selling a full range of luggage, accessories, medical products, tool storage, and tool accessories. Leveraging on its expertise in design, development, and advanced manufacturing know-how across multiple geographical manufacturing capabilities, the Group has been able to provide tailored supply chain solutions to its private label clients, ensuring a consistent and high-quality product supply while optimising product design for its diverse global customer portfolio.

During the Reporting Period, the Group's performance was continuously impacted by geopolitical tensions and economic uncertainties, including global hikes in inflation and interest rates. These factors led to a decrease in revenue from approximately HK\$157.1 million for the six months ended 30 June 2023 to approximately HK\$150.8 million for the Reporting Period. In addition, the average gross margin decreased from approximately 16.3% for the six months ended 30 June 2023, to approximately 14.5% for the Reporting Period. To maintain its competitive stance in the bags and luggage industry, the Group is committed to diversifying its customer base and optimising its cost structure and supply chain network. These strategic initiatives aimed at driving profitability and fostering sustainable growth for the Group.

For the first half of 2024, the Group recorded an increase in net loss by approximately HK\$3.1 million for the Reporting Period compared to the net loss of approximately HK\$2.7 million for the six months ended 30 June 2023. This was mainly attributable to the decrease in the average gross margin and a reversal from a gain to a loss in the fair value of investment in listed securities of approximately HK\$2.2 million. This shift was primarily attributable to the aforementioned market challenges and the adjustments in gross margin. Considering these challenges, the Group is dedicated to steadily enhancing operational efficiencies and cautiously navigating towards sustainable growth amidst the intricate and evolving business landscape.



The breakdown of the revenue by product portfolio and product category are set out as below:

	<b>Six months ended 30 June 2024</b>		<b>Six months ended 30 June 2023</b>	
	<b>Revenue HK\$'000</b>	<b>%</b>	<b>Revenue HK\$'000</b>	<b>%</b>
<b>Private label products</b>				
Backpack and others	<b>94,598</b>	<b>62%</b>	71,459	45%
Tool storage and tool accessories	<b>13,123</b>	<b>9%</b>	25,480	16%
Luggage	<b>19,269</b>	<b>13%</b>	26,653	17%
Medical bags and related supplies	<b>23,857</b>	<b>16%</b>	33,539	22%
	<hr/>		<hr/>	
Total	<b>150,847</b>	<b>100%</b>	157,131	100%
	<hr/>		<hr/>	

### **Cost of Sales and Gross Profit**

Cost of sales decreased by approximately HK\$2.5 million or approximately 1.9% from approximately HK\$131.5 million for the six months ended 30 June 2023 to approximately HK\$129.0 million for the Reporting Period. Such decrease was primarily due to the decrease in cost of inventories sold which was in line with decreased revenue. During the Reporting Period, overall gross profit margin decreased from approximately 16.3% for the six months ended 30 June 2023 to approximately 14.5% for the Reporting Period.

### **Selling and Distribution Expenses**

Selling and distribution expenses mainly include salaries and benefits of sales and marketing staff, marketing and promotion expenses, travelling and sample cost. For the Reporting Period, the selling and distribution expenses were approximately HK\$5.6 million, slightly decreased by approximately HK\$0.8 million as compared to the corresponding period in year 2023, which was mainly due to the optimisation of sales and marketing strategies.

### **Administrative Expenses**

Administrative expenses decreased by approximately HK\$1.5 million from approximately HK\$22.0 million for the six months ended 30 June 2023 to approximately HK\$20.5 million for the Reporting Period. The decrease was mainly attributable to successful efforts in optimising the general operating structure to reduce the administrative expenses during the Reporting Period.

## **Other Income and Gains, net**

Other net income and gain, net, reversed from a gain of approximately HK\$0.7 million for the six months ended 30 June 2023 to a loss of approximately HK\$1.4 million for the Reporting Period. Such loss was mainly attributable to a reversal from to a gain to a loss in the fair value of investment in listed securities of approximately HK\$2.2 million during the Reporting Period.

## **Loss for the Period**

Loss attributable to shareholders of the Company increased by approximately HK\$3.1 million from approximately HK\$2.7 million for the six months ended 30 June 2023 to approximately HK\$5.8 million for the Reporting Period.

## **LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL EXPENDITURE**

As at 30 June 2024, the Group had net current assets of approximately HK\$62.0 million (31 December 2023: HK\$69.8 million), cash and bank balances and pledged deposits amounted to approximately HK\$71.6 million (31 December 2023: HK\$67.9 million) and bank borrowings amounted to approximately HK\$40.8 million (31 December 2023: HK\$37.3 million). The Group's cash and bank balances as at 30 June 2024 were mainly denominated in Renminbi (“**RMB**”), Hong Kong Dollars (“**HKD**”) and United States Dollars (“**USD**”). The Group's bank borrowings carried interest at rates ranging from 3.8% to 6.3% per annum as at 30 June 2024 (31 December 2023: 5.0% to 6.9%), and from 3.8% to 6.3% per annum during the Reporting Period (six months ended 30 June 2023: 4.8% to 7.8%).

The Group's gearing ratio as at 30 June 2024 was 35.4% (31 December 2023: 30.3%), calculated by dividing total debt by total equity multiplied by 100%. Total debt is defined as the sum of bank borrowings and bill payables.

During the Reporting Period, the Group incurred capital expenditure of approximately HK\$1.3 million (six months ended 30 June 2023: approximately HK\$0.6 million), mainly attributable to the acquisition of property, plant and equipment.

During the Reporting Period, the Group did not use any financial instruments for hedging purpose.

## **CONTINGENT LIABILITIES**

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

## **EVENTS AFTER THE REPORTING PERIOD**

The Group had no material events after the Reporting Period.

## **CAPITAL COMMITMENT**

Details of capital commitment of the Group as at 30 June 2024 are set out in note 18 to the Group's unaudited interim condensed consolidated financial information for the Reporting Period.

## **EMPLOYEE INFORMATION**

As at 30 June 2024, the Group had approximately 412 employees (30 June 2023: approximately 400 employees). Salaries and benefits of the Group's employees were kept at a market level and employees were rewarded on a performance-related basis. Remuneration is reviewed annually. Staff benefits include contribution to mandatory contribution fund, discretionary bonus and share options. As at the date of this announcement, no share option has been granted or agreed to be granted to employees of the Group.

The Group also provided regular training to its employees to improve their skills and enhance their technical knowledge as well as their knowledge on relevant product quality standards and work safety.

## **SIGNIFICANT INVESTMENTS HELD**

Save for the financial assets at FVTPL as disclosed in note 13 to the Group's unaudited interim condensed consolidated financial information for the Reporting Period, as at 30 June 2024, there were no other material investments held by the Group (31 December 2023: nil).

## **CHARGE ON ASSETS**

As at 30 June 2024 and 31 December 2023, the following assets were pledged to banks to secure general banking facilities granted to the Group:

- (i) Pledged deposits of approximately HK\$14.4 million (31 December 2023: approximately HK\$16.3 million); and
- (ii) Financial assets at fair value through profit or loss of approximately HK\$27.4 million (31 December 2023: approximately HK\$26.9 million).

## **FOREIGN CURRENCY EXPOSURE**

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to USD and RMB. Any significant fluctuation in the exchange rates between USD and RMB may affect the profitability. The Group currently does not have a foreign currency hedging policy. The Group will continue to monitor its foreign currency exposure closely and consider hedging significant foreign currency exposure should the need arise.

## **OUTLOOK AND PROSPECTS**

In the second half of 2024, the Group foresees continuing global economic recovery, characterised by gradual enhancements in key indicators such as GDP growth and employment rates. However, the recovery may exhibit discrepancies across regions, with uncertainties stemming from trade tensions and geopolitical conflicts potentially influencing the pace of this resurgence.

Facing these challenges, the Group will remain cautious in its business development in the second half of 2024. Nevertheless, the Group will diligently monitor market conditions and adjust its strategies accordingly. The Group expects to continue facing various competitive pressures, including escalating materials and labour costs in the PRC, competitors' pricing strategies, changes in customer preferences, and evolving consumption trends.

Moving forward, the Group will persist in implementing prudent and responsible measures to maintain a healthy financial position that will enable it to sustain its operations and pursue new business opportunities.

## **COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE**

During the Reporting Period, the Company has complied with the code provisions set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix C1 to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange.

## **MODEL CODE OF CONDUCT OF DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted a code of conduct regarding Directors' transactions in securities of the Company (the "**Company's Code**") on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 to the Listing Rules (the "**Model Code**"). After specific enquiry made by the Company, all of the Directors confirmed that they have complied with the required standard set out in the Model Code and the Company's Code during the Reporting Period.

## **INTERIM DIVIDEND**

The Board does not recommend any interim dividend for the Reporting Period (six months ended 30 June 2023: nil).

## **SUFFICIENCY OF PUBLIC FLOAT**

Based on the information that is publicly available to the Company and within the knowledge of the Directors, as of the date of this announcement, the Company maintained the prescribed public float of no less than 25% as required under the Listing Rules.

## **MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANIES**

During the Reporting Period, there was no acquisition or disposal of subsidiaries and associated companies by the Company.

## **SHARE OPTION SCHEME**

A share option scheme of the Company was adopted on 30 May 2019. There was no outstanding share option during the Reporting Period. No share options were granted, exercised, cancelled or lapsed since its adoption and during the Reporting Period.

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the Reporting Period.

## **AUDIT COMMITTEE AND REVIEW OF UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION**

Pursuant to Rule 3.21 of the Listing Rules, the Company established the Audit Committee with written terms of reference aligned with the CG Code. The Audit Committee comprises three independent non-executive Directors, namely Mr. Tsang Hing Suen, Mr. Wong Kai Hing and Mr. Chan Ting Leuk Arthur. The Audit Committee is chaired by Mr. Tsang Hing Suen and is responsible for assisting the Board in safeguarding the Group's assets by providing an independent review of the effectiveness of the financial reporting process and the internal controls and risk management systems of the Group. It also performs other duties and responsibilities as assigned by the Board.

The Audit Committee has discussed with the management of the Group and reviewed the unaudited interim condensed consolidated financial information of the Group for the Reporting Period, including the accounting principles and practices adopted by the Group, and discussed financial related matters. The Audit Committee is of the view that such financial information has complied with the applicable accounting standards and adequate disclosures have been made.

## **PUBLICATION OF INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT**

This interim results announcement is published on the Company's website at [www.grown-up.com](http://www.grown-up.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). The Company's 2024 interim report for the Reporting Period will be despatched to the shareholders of the Company and available on the same websites in due course.

By order of the Board  
**Grown Up Group Investment Holdings Limited**  
**Thomas Berg**  
*Chairman and executive Director*

Hong Kong, 23 August 2024

*As at the date of this announcement, the executive Directors are Mr. Thomas Berg, Mr. Morten Rosholm Henriksen and Ms. Shut Ya Lai; and the independent non-executive Directors are Mr. Tsang Hing Suen, Mr. Wong Kai Hing and Mr. Chan Ting Leuk Arthur.*