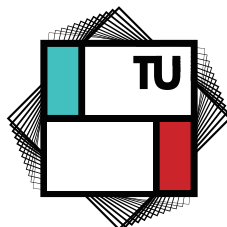


*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **TIMES UNIVERSAL GROUP HOLDINGS LIMITED**

**時代環球集團控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 2310)**

### **2024 INTERIM RESULTS ANNOUNCEMENT**

#### **FINANCIAL HIGHLIGHTS**

	<b>For the six months ended</b>		<i>Change in percentage Approximate</i>
	<b>30 June</b>		
	<b>2024</b>	2023	
	<i>Approximate</i>	<i>Approximate</i>	
	<b>(Unaudited)</b>	<b>(Unaudited)</b>	
Revenue	<b>HK\$50.0 million</b>	HK\$46.0 million	8.8%
Gross profit	<b>HK\$13.5 million</b>	HK\$10.9 million	24.0%
Gross profit margin	<b>26.9%</b>	23.7%	3.2%
Loss attributable to the shareholders of the Company	<b>HK\$2.9 million</b>	HK\$3.7 million	N/A
Basic loss per share	<b>HK\$0.27 cents</b>	HK\$0.34 cents	N/A

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).

The board (the “**Board**”) of directors (the “**Directors**”) of Times Universal Group Holdings Limited (the “**Company**”) is pleased to announce the unaudited condensed consolidated financial results of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 June 2024 are as follows:

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND  
OTHER COMPREHENSIVE INCOME**

*For the six months ended 30 June 2024*

		<b>Six months ended 30 June</b>	
		<b>2024</b>	2023
	<i>Notes</i>	<b>HK\$’000</b>	<i>HK\$’000</i>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
<b>Revenue</b>	3	<b>49,990</b>	45,963
Direct costs		<u>(36,529)</u>	<u>(35,103)</u>
<b>Gross profit</b>		<b>13,461</b>	10,860
Other income, gains and losses, net		<b>68</b>	2,504
Administrative expenses		<b>(14,936)</b>	(15,853)
Reversal of impairment losses under expected credit loss model, net		–	484
Finance costs		<u>(1,377)</u>	<u>(1,553)</u>
<b>Loss before tax</b>	5	<b>(2,784)</b>	(3,558)
Income tax expense	6	<u>(159)</u>	<u>(141)</u>
<b>Loss for the period</b>		<u><b>(2,943)</b></u>	<u>(3,699)</u>

		<b>Six months ended 30 June</b>	
		<b>2024</b>	<b>2023</b>
	<i>Note</i>	<b>HK\$'000</b>	<b>HK\$'000</b>
		<b>(Unaudited)</b>	<b>(Unaudited)</b>
<b>Other comprehensive expense</b>			
<i>Item that may be reclassified subsequently to profit or loss:</i>			
— Exchange differences arising on translation of foreign operations		<u>(417)</u>	<u>(23)</u>
Other comprehensive expense for the period, net of income tax		<u>(417)</u>	<u>(23)</u>
<b>Total comprehensive expense for the period</b>		<u><b>(3,360)</b></u>	<u><b>(3,722)</b></u>
		<i>HK cents</i>	<i>HK cents</i>
<b>Loss per share</b>	<b>8</b>		
Basic		<u><b>(0.27)</b></u>	<u>(0.34)</u>
Diluted		<u><b>N/A</b></u>	<u>N/A</u>

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

*As at 30 June 2024*

	<i>Notes</i>	<b>30 June 2024</b> <i>HK\$'000</i> <b>(Unaudited)</b>	31 December 2023 <i>HK\$'000</i> <b>(Audited)</b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>80,930</b>	83,647
Right-of-use assets	<i>9</i>	<b>7,702</b>	8,556
Intangible assets	<i>10</i>	<b>2,468</b>	3,357
Goodwill		<b>1,759</b>	1,781
Deferred tax assets		<b>5,575</b>	5,410
		<hr/> <b>98,434</b>	<hr/> 102,751
<b>CURRENT ASSETS</b>			
Inventories		<b>187</b>	73
Trade and other receivables	<i>11</i>	<b>12,764</b>	8,169
Cash and cash equivalents		<b>9,037</b>	9,387
		<hr/> <b>21,988</b>	<hr/> 17,629
<b>CURRENT LIABILITIES</b>			
Bank overdraft		–	23
Trade and other payables	<i>12</i>	<b>26,592</b>	25,974
Contract liabilities		<b>6,857</b>	6,395
Loans from a controlling shareholder		<b>45,754</b>	41,575
Secured loan	<i>13</i>	<b>23,401</b>	25,063
Bonds	<i>14</i>	<b>20,181</b>	20,181
Lease liabilities		<b>1,006</b>	981
Tax liabilities		<b>14,864</b>	14,720
		<hr/> <b>138,655</b>	<hr/> 134,912
<b>NET CURRENT LIABILITIES</b>		<hr/> <b>(116,667)</b>	<hr/> (117,283)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<hr/> <b>(18,233)</b>	<hr/> (14,532)

	<b>30 June 2024 HK\$'000 (Unaudited)</b>	31 December 2023 HK\$'000 (Audited)
<b>NON-CURRENT LIABILITIES</b>		
Lease liabilities	7,619	8,352
Other payables	64	64
Deferred tax liabilities	371	505
	<u>8,054</u>	<u>8,921</u>
<b>NET LIABILITIES</b>	<u><u>(26,287)</u></u>	<u><u>(23,453)</u></u>
<b>CAPITAL AND RESERVES</b>		
Share capital	441,350	441,350
Reserves	(467,637)	(464,803)
<b>TOTAL DEFICIT</b>	<u><u>(26,287)</u></u>	<u><u>(23,453)</u></u>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1. GENERAL INFORMATION AND BASIS OF PREPARATION

Times Universal Group Holdings Limited (the “**Company**”) is a public limited company incorporated in Hong Kong and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The registered office and principal place of business of the Company are located at Unit 3002, 30/F, Workington Tower, 78 Bonham Strand East, Sheung Wan, Hong Kong.

The immediate holding company of the Company is Great Match International Limited (“**Great Match**”), a company incorporated in the British Virgin Islands and the ultimate controlling shareholder is Mr. Choi Yun Chor (the “**Controlling Shareholder**”). The Company is an investment holding company and the principal activities of the Company and its subsidiaries (collectively referred to as the “**Group**”) are hotel operation in Canada, properties management and catering management in the People’s Republic of China (the “**PRC**”).

The functional currency of the Company is Hong Kong dollar (“**HK\$**”). For the purposes of presenting the consolidated financial statements, the Group adopted HK\$ as its presentation currency as its shares are listed in Hong Kong.

The unaudited condensed consolidated financial statements 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**”) as well as the applicable disclosure requirements of Appendix D2 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The directors of the Company have, at the time of approving the condensed consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the condensed consolidated financial statements.

The financial information relating to the year ended 31 December 2023 is included in those condensed consolidated financial statements as comparative information and does not constitute the Company’s statutory annual consolidated financial statements for that year but is derived from those consolidated financial statements. Further information relating to these statutory financial statements is as follows:

- the Company has delivered the consolidated financial statements for the year ended 31 December 2023 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance; and
- the Company’s auditor has reported on those consolidated financial statements. The auditor’s opinion was modified, based on limitation of scope of interest in an associate and amount due from an associate. The auditor’s report included a paragraph in relation to material uncertainty related to going concern and report on other matters under sections 407(2) and 407(3) of the Hong Kong Companies Ordinance. The auditor’s report did not contain a statement under section 406(2) of the Hong Kong Companies Ordinance.

## 2. PRINCIPAL ACCOUNTING POLICIES AND ADOPTION OF AMENDED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments measured at fair values.

Other than additional accounting policies resulting from application of amendments to HKFRSs, and application of the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2024 are the same as those presented in the Group’s annual financial statements for the year ended 31 December 2023.

### Application of amendments to HKFRSs

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 January 2024 for the preparation of the Group’s condensed consolidated financial statements:

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

The application of the amendments to HKFRSs in the current interim period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in those condensed consolidated financial statements.

### 3. DISAGGREGATION OF REVENUE FROM CONTRACTS WITH CUSTOMERS

For the six months ended 30 June 2024

	Hotel operation <i>HK\$'000</i> (Unaudited)	Properties management <i>HK\$'000</i> (Unaudited)	Catering management <i>HK\$'000</i> (Unaudited)	Total <i>HK\$'000</i> (Unaudited)
<b>Types of goods or service</b>				
Hotel accommodation	8,990	–	–	8,990
Food and beverage	12,177	–	–	12,177
Spa	4,228	–	–	4,228
Marina	1,278	–	–	1,278
Sales of goods in spa and marina	424	–	–	424
Properties management	–	18,924	–	18,924
Catering services	–	–	3,969	3,969
	<u>27,097</u>	<u>18,924</u>	<u>3,969</u>	<u>49,990</u>
<b>Total</b>	<b><u>27,097</u></b>	<b><u>18,924</u></b>	<b><u>3,969</u></b>	<b><u>49,990</u></b>
<b>Geographical markets</b>				
The PRC	–	18,924	3,969	22,893
Canada	27,097	–	–	27,097
	<u>27,097</u>	<u>18,924</u>	<u>3,969</u>	<u>49,990</u>
<b>Total</b>	<b><u>27,097</u></b>	<b><u>18,924</u></b>	<b><u>3,969</u></b>	<b><u>49,990</u></b>
<b>Timing of revenue recognition</b>				
A point in time	12,601	–	–	12,601
Over time	14,496	18,924	3,969	37,389
	<u>12,601</u>	<u>18,924</u>	<u>3,969</u>	<u>37,389</u>
<b>Total</b>	<b><u>27,097</u></b>	<b><u>18,924</u></b>	<b><u>3,969</u></b>	<b><u>49,990</u></b>



For the six months ended 30 June 2023

	Hotel operation <i>HK\$'000</i> (Unaudited)	Properties management <i>HK\$'000</i> (Unaudited)	Catering management <i>HK\$'000</i> (Unaudited)	Total <i>HK\$'000</i> (Unaudited)
<b>Types of goods or service</b>				
Hotel accommodation	8,617	–	–	8,617
Food and beverage	11,746	–	–	11,746
Spa	3,194	–	–	3,194
Marina	980	–	–	980
Sales of goods in spa and marina	351	–	–	351
Properties management	–	18,992	–	18,992
Catering services	–	–	2,083	2,083
	<u>24,888</u>	<u>18,992</u>	<u>2,083</u>	<u>45,963</u>
<b>Total</b>	<b><u>24,888</u></b>	<b><u>18,992</u></b>	<b><u>2,083</u></b>	<b><u>45,963</u></b>
<b>Geographical markets</b>				
The PRC	–	18,992	2,083	21,075
Canada	24,888	–	–	24,888
	<u>24,888</u>	<u>18,992</u>	<u>2,083</u>	<u>45,963</u>
<b>Total</b>	<b><u>24,888</u></b>	<b><u>18,992</u></b>	<b><u>2,083</u></b>	<b><u>45,963</u></b>
<b>Timing of revenue recognition</b>				
A point in time	12,097	–	–	12,097
Over time	12,791	18,992	2,083	33,866
	<u>24,888</u>	<u>18,992</u>	<u>2,083</u>	<u>45,963</u>
<b>Total</b>	<b><u>24,888</u></b>	<b><u>18,992</u></b>	<b><u>2,083</u></b>	<b><u>45,963</u></b>

#### 4. SEGMENT INFORMATION

The following is an analysis of the Group's revenue and results by reportable segments:

##### For the six months ended 30 June 2024

	Hotel operation <i>HK\$'000</i> (Unaudited)	Properties management <i>HK\$'000</i> (Unaudited)	Catering management <i>HK\$'000</i> (Unaudited)	Total <i>HK\$'000</i> (Unaudited)
<b>Revenue</b>	<u>27,097</u>	<u>18,924</u>	<u>3,969</u>	<u>49,990</u>
<b>Segment profit (loss)</b>	<u>(455)</u>	<u>(732)</u>	<u>159</u>	<u>(1,028)</u>
Unallocated corporate expenses				(1,756)
Finance costs				—
<b>Loss before tax</b>				<u><u>(2,784)</u></u>

##### For the six months ended 30 June 2023

	Hotel operation <i>HK\$'000</i> (Unaudited)	Properties management <i>HK\$'000</i> (Unaudited)	Catering management <i>HK\$'000</i> (Unaudited)	Total <i>HK\$'000</i> (Unaudited)
<b>Revenue</b>	<u>24,888</u>	<u>18,992</u>	<u>2,083</u>	<u>45,963</u>
<b>Segment profit (loss)</b>	<u>368</u>	<u>(1,923)</u>	<u>(252)</u>	<u>(1,807)</u>
Unallocated corporate expenses				(1,550)
Finance costs				(201)
<b>Loss before tax</b>				<u><u>(3,558)</u></u>

The following is an analysis of the Group's assets and liabilities by reportable segments.

**As at 30 June 2024**

	<b>Hotel operation <i>HK\$'000</i> (Unaudited)</b>	<b>Properties management <i>HK\$'000</i> (Unaudited)</b>	<b>Catering management <i>HK\$'000</i> (Unaudited)</b>	<b>Total <i>HK\$'000</i> (Unaudited)</b>
<b>ASSETS</b>				
Segment assets	88,093	16,697	5,747	110,537
Unallocated corporate assets				<u>9,885</u>
Consolidated assets				<u><u>120,422</u></u>
<b>LIABILITIES</b>				
Segment liabilities	31,450	31,112	2,540	65,102
Unallocated corporate liabilities				<u>81,607</u>
Consolidated liabilities				<u><u>146,709</u></u>

**As at 31 December 2023**

	<b>Hotel operation <i>HK\$'000</i> (Audited)</b>	<b>Properties management <i>HK\$'000</i> (Audited)</b>	<b>Catering management <i>HK\$'000</i> (Audited)</b>	<b>Total <i>HK\$'000</i> (Audited)</b>
<b>ASSETS</b>				
Segment assets	86,343	17,174	3,758	107,275
Unallocated corporate assets				<u>13,105</u>
Consolidated assets				<u><u>120,380</u></u>
<b>LIABILITIES</b>				
Segment liabilities	32,243	30,640	1,797	64,680
Unallocated corporate liabilities				<u>79,153</u>
Consolidated liabilities				<u><u>143,833</u></u>

## Geographical information

The Group's operations are principally located in Hong Kong, Canada and the PRC.

Information about the Group's revenue from external customers is presented based on the location of the customers. Information about the Group's non-current assets (excluding deferred tax assets) is presented based on the geographical location of the assets.

	Revenue from external customers		Non-current assets	
	six months ended 30 June		30 June	31 December
	2024	2023	2024	2023
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Canada	27,097	24,888	80,499	83,175
Hong Kong	–	–	186	170
The PRC	22,893	21,075	12,174	13,996
	<u>49,990</u>	<u>45,963</u>	<u>92,859</u>	<u>97,341</u>

## 5. LOSS BEFORE TAX

	Six months ended 30 June	
	2024	2023
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Loss before tax has been arrived at after charging (crediting):		
Staff costs	22,661	22,993
Cost of inventories recognised as expense	3,953	5,584
Depreciation of:		
— Property, plant and equipment	1,166	1,429
— Right-of-use assets	692	764
Total depreciation	1,858	2,193
Depreciation included in direct costs	(864)	(1,085)
Depreciation included in administrative expenses	994	1,108
Amortisation of intangible assets (included in administrative expenses)	823	2,178
Legal and professional fee	2,239	1,318

## 6. INCOME TAX EXPENSE

	Six months ended 30 June	
	2024	2023
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
<b>Current tax</b>		
PRC Enterprise Income Tax	<u>159</u>	<u>141</u>

## 7. DIVIDENDS

No dividends were paid, declared or proposed during the interim period. The directors of the Company have determined that no dividend will be paid in respect of the interim period (six months ended 30 June 2023: nil).

## 8. LOSS PER SHARE

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

	Six months ended 30 June	
	2024	2023
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
<b>Loss for the period attributable to owners of the Company for the purpose of basic and diluted loss per share</b>	<u>(2,943)</u>	<u>(3,699)</u>
	'000	'000
<b>Number of shares</b>		
Weighted average number of ordinary shares	<u>1,092,877</u>	<u>1,092,877</u>

No diluted loss per share for both six months ended 30 June 2024 and 2023 were presented as there were no dilutive potential ordinary shares in issue for both six months ended 30 June 2024 and 2023.

## 9. RIGHT-OF-USE ASSETS

	<b>Office premises</b> <i>HK\$'000</i>	<b>Car parks</b> <i>HK\$'000</i>	<b>Total</b> <i>HK\$'000</i>
At 1 January 2023 (audited)	9,978	79	10,057
Additions	–	142	142
Depreciation charges	(1,288)	(84)	(1,372)
Exchange adjustments	(268)	(3)	(271)
	<hr/>	<hr/>	<hr/>
At 31 December 2023 (audited)	8,422	134	8,556
Depreciation charges	(650)	(42)	(692)
Exchange adjustments	(160)	(2)	(162)
	<hr/>	<hr/>	<hr/>
At 30 June 2024 (unaudited)	<b><u>7,612</u></b>	<b><u>90</u></b>	<b><u>7,702</u></b>

## 10. INTANGIBLE ASSETS

	<b>Customers relationship</b> <i>HK\$'000</i>
<b>COST</b>	
At 1 January 2023 (audited)	43,390
Exchange adjustment	(1,227)
	<hr/>
At 31 December 2023 (audited)	42,163
Exchange adjustment	(835)
	<hr/>
<b>At 30 June 2024 (unaudited)</b>	<b><u>41,328</u></b>
<b>ACCUMULATED AMORTISATION AND IMPAIRMENT</b>	
At 1 January 2023 (audited)	37,956
Charged for the period	1,775
Impairment loss	165
Exchange adjustment	(1,090)
	<hr/>
At 31 December 2023 (audited)	38,806
Charged for the period	823
Exchange adjustment	(769)
	<hr/>
<b>At 30 June 2024 (unaudited)</b>	<b><u>38,860</u></b>
<b>CARRYING VALUES</b>	
<b>At 30 June 2024 (unaudited)</b>	<b><u>2,468</u></b>
At 31 December 2023 (audited)	<u>3,357</u>

The customers relationship was acquired from third parties through business combinations. It was amortised on a straight-line basis over 10 years. The remaining useful life of the intangible assets was 1.5 years (31 December 2023: 2 years).

## 11. TRADE AND OTHER RECEIVABLES

	<b>30 June 2024</b>	31 December 2023
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(Unaudited)</b>	<b>(Audited)</b>
Trade receivables		
— contracts with customers	<b>20,896</b>	18,050
Less: Allowance for credit losses	<b>(12,487)</b>	(12,478)
	<u><b>8,409</b></u>	<u>5,572</u>
Trade receivables, net		
Other receivables	<b>6,095</b>	4,435
Deposits	<b>522</b>	930
Prepayments	<b>1,595</b>	1,013
	<u><b>8,212</b></u>	<u>6,378</u>
Less: Allowance for credit losses	<b>(3,857)</b>	(3,781)
	<u><b>4,355</b></u>	<u>2,597</u>
Trade and other receivables, net	<u><b>12,764</b></u>	<u>8,169</u>

The Group does not hold any collateral or other credit enhancements over its trade receivables.

The Group allows an average credit period of 0 to 90 days to its trade customers. The following is an ageing analysis of trade receivables, net of allowance for credit losses, presented based on the date of delivery of goods or date of rendering of services which approximated the respective dates on which revenue was recognised.

	<b>30 June 2024</b>	31 December 2023
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(Unaudited)</b>	<b>(Audited)</b>
Within 90 days	<b>6,861</b>	4,418
91 to 180 days	<b>635</b>	480
181 to 365 days	<b>540</b>	571
1 to 2 years	<b>373</b>	103
	<u><b>8,409</b></u>	<u>5,572</u>

<b>30 June</b>	31 December
<b>2024</b>	2023
<i>HK\$'000</i>	<i>HK\$'000</i>
<b>(Unaudited)</b>	<b>(Audited)</b>

The movements in loss allowance of trade receivables during the period/year are as follows:

At the beginning of the period/year	<b>12,478</b>	19,444
Loss allowance of trade receivables recognised during the period/ year	–	(6,470)
Exchange adjustments	<b>9</b>	(496)
	<hr/>	<hr/>
At the end of the period/year	<b>12,487</b>	12,478
	<hr/> <hr/>	<hr/> <hr/>

## 12. TRADE AND OTHER PAYABLES

<b>30 June</b>	31 December
<b>2024</b>	2023
<i>HK\$'000</i>	<i>HK\$'000</i>
<b>(Unaudited)</b>	<b>(Audited)</b>

Trade payables	<b>2,368</b>	1,759
Accruals	<b>1,240</b>	2,312
Other tax payables	<b>729</b>	3,920
Bond interest payables	<b>2,751</b>	2,751
Other payables	<b>19,504</b>	15,296
	<hr/>	<hr/>
	<b>26,592</b>	26,038
	<hr/> <hr/>	<hr/> <hr/>

The following is an ageing analysis of trade payables, based on the invoice date, at the end of the reporting period.

<b>30 June</b>	31 December
<b>2024</b>	2023
<i>HK\$'000</i>	<i>HK\$'000</i>
<b>(Unaudited)</b>	<b>(Audited)</b>

Within 90 days	<b>1,338</b>	1,081
91 to 180 days	<b>687</b>	595
181 to 365 days	<b>343</b>	69
Over 365 days	–	14
	<hr/>	<hr/>
	<b>2,368</b>	1,759
	<hr/> <hr/>	<hr/> <hr/>

The average credit period on purchases of goods is 0 to 90 days.



### 13. SECURED LOAN

	Maturity date	Effective interest rate	30 June 2024 HK\$'000 (Unaudited)	31 December 2023 HK\$'000 (Audited)
<b>Variable-rate secured bank loan:</b>				
Canada prime rate +1.5%	15 March 2032	8.20% (2023: 8.70%)	<u>23,401</u>	<u>25,063</u>

The secured bank loan is a commercial mortgage loan (the “**Loan**”) granted by Industrial and Commercial Bank of China (Canada) Limited (“**ICBC**”). The banking facility would be reviewed by ICBC periodically.

As at 30 June 2024, the Loan is repayable by quarterly instalments up to 15 March 2032, bearing an interest rate of prime rate of ICBC plus 1.5% per annum, and secured by Group’s freehold land and buildings held for own use with a carrying amount of approximately HK\$78,986,000 and personal guarantee for CAD5,000,000 by Mr. Choi Yun Chor.

As the Loan is subject to bank’s overriding right to demand repayment even though the scheduled repayment dates are twelve months after the date of the reporting period. The Loan is classified as a current liability for the year ended 31 December 2023 and the six months ended 30 June 2024.

The Group’s Loan is subject to the fulfilment of covenants relating to certain of the Group’s financial statement ratios, as are commonly found in lending arrangements with financial institutions. If the Group were to breach the covenants, the drawn down facility would become payable on demand. The Group regularly monitors its compliance with these covenants. During the year ended 31 December 2023 and six months ended 30 June 2024, the Group is required to comply with the financial covenants throughout the continuance of the relevant loan and/or as long as the loan is outstanding which the ratio of debt coverage ratio shall not be less than 1.25. The Group has complied with the covenant throughout the year ended 31 December 2023 and six months ended 30 June 2024.

## 14. BONDS

	<b>30 June 2024</b>	31 December 2023
	<b>HK\$'000</b>	HK\$'000
	<b>(Unaudited)</b>	(Audited)
<b>Current portion:</b>		
Bond carried at fixed coupon rate of 3% per annum ( <i>Note a</i> )	<b>10,000</b>	10,000
Bond carried at fixed coupon rate of 3% per annum ( <i>Note b</i> )	<b>10,181</b>	10,181
	<b>20,181</b>	20,181

### Notes:

- (a) The Company issued a 3% coupon unlisted and unsecured bond with the principal amount of HK\$10,000,000 on 1 December 2017 to Mr. Shen Ke, a former director of the Company. The amount is repayable within 84 months from the date of issue, which is 30 November 2024.
- (b) The Company issued an unlisted bond with the principal amount of HK\$10,181,000 to the vendor as part of the consideration in respect of the acquisition of the joint ventures on 6 March 2018. The bond bears an interest rate at 3% per annum and is unsecured. The amount is repayable on 5 March 2021 within 36 months from the date of issue.

## 15. CAPITAL COMMITMENTS

	<b>30 June 2024</b>	31 December 2023
	<b>HK\$'000</b>	HK\$'000
	<b>(Unaudited)</b>	(Audited)
Contracted for but not reflected in the consolidated financial statements in respect of:		
Unpaid registered capital for subsidiaries	<b>15,346</b>	15,346
	<b>15,346</b>	15,346

## **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).

## **FINANCIAL REVIEW**

The revenue of the Group represents the revenue from operation of a resort in Canada (the “**Hotel Operation**”), properties management in the PRC (the “**Properties Management**”) and the management of kitchen for, and management of delivering quality ingredients to, PRC customers (the “**Catering Management**”). Revenue increased by approximately HK\$4.0 million or 8.8% from approximately HK\$46.0 million for the six months ended 30 June 2023 (“**1H2023**”) to approximately HK\$50.0 million for the six months ended 30 June 2024 (“**1H2024**”). Such increase was mainly due to the increase in revenue of approximately HK\$2.2 million from Hotel Operation and the increase in revenue of approximately HK\$1.9 million from Catering Management.

The gross profit of the Group increased by approximately HK\$2.6 million or 24.0% from approximately HK\$10.9 million for 1H2023 to approximately HK\$13.5 million for 1H2024. Such increase was mainly due to the increase in revenue from the Hotel Operation and Catering Management.

The administrative expenses of the Group decreased by approximately HK\$1.0 million or 5.8% from approximately HK\$15.9 million for 1H2023 to approximately HK\$14.9 million for 1H2024.

As a result, the loss for the period of the Group decreased from approximately HK\$3.7 million for 1H2023 to approximately HK\$2.9 million for 1H2024.

### **Liquidity and Financial Resources**

As at 30 June 2024, the net current liabilities of the Group decreased by approximately HK\$0.6 million from approximately HK\$117.3 million as at 31 December 2023 to approximately HK\$116.7 million as at 30 June 2024. The current ratio of the Group increased from approximately 0.13 times as at 31 December 2023 to approximately 0.16 times as at 30 June 2024.

As at 30 June 2024, the bank balances and cash amounted to approximately HK\$9.0 million (31 December 2023: approximately HK\$9.4 million).

## **Charge on Assets**

As at 30 June 2024, the land and buildings held for own use of the Group of approximately HK\$79.0 million (31 December 2023: approximately HK\$79.5 million) were pledged to secure banking facilities granted to the Group.

## **Capital Structure**

For the six months ended 30 June 2024, the Group financed its liquidity requirements through a combination of cash generated from operations, secured loans, bonds and loans from controlling shareholder.

## **Capital Commitment and Contingent Liabilities**

As at 30 June 2024, the Group did not have any significant contingent liabilities. The Group has capital commitment of unpaid registered capital for subsidiaries of approximately HK\$15.3 million as at 30 June 2024 (31 December 2023: approximately HK\$15.3 million).

## **Staff and Remuneration Policies**

As at 30 June 2024, the Group had approximately 431 employees, including 257 employees based in the PRC, 9 employees based in Hong Kong and 165 employees based in Canada. Staff costs of the Group decreased by approximately HK\$0.3 million or 1.4% from approximately HK\$23.0 million for 1H2023 to approximately HK\$22.7 million for 1H2024. Such decrease was mainly due to the depreciation of Canadian dollar (CAD) and Chinese Yuan (RMB) against Hong Kong dollars while the staff costs in local currency remained relatively stable for Hotel Operation and Properties Management.

Employee remuneration is determined in accordance with prevailing industry practice and employees' performance and experience. Discretionary bonuses are awarded to employees with outstanding performance with reference to the performance of the Group. Employees are also entitled to other staff benefits including medical insurance and mandatory provident fund.

## **Foreign Exchange Fluctuation and Hedge**

The Group is not subject to material foreign currency exposure since its operations in the PRC and Canada are mainly denominated in RMB and CAD, respectively, and the Group's revenue and operating costs in the PRC and Canada are denominated in the functional currency of the Group's entity generating the sales or incurring the costs. Accordingly, the directors consider that the currency risk is not significant. As such, no hedging instrument is considered necessary by the Board during 1H2024. The directors will monitor the Group's exposure on an ongoing basis and will consider hedging the currency risk should the need arise.

During the six months ended 30 June 2024, the Group did not enter into any forward foreign currency contracts.

## **BUSINESS REVIEW**

### **Hotel Operation**

Revenue from Hotel Operation accounted for approximately 54.2% of the total revenue of the Group for 1H2024. Revenue from Hotel Operation increased by approximately HK\$2.2 million or 8.9% from approximately HK\$24.9 million for 1H2023 to approximately HK\$27.1 million for 1H2024. The increase was mainly attributable to a combination of (i) higher average room rate, and (ii) general better performance in the Food and beverage, Spa and Marina segments. The occupancy rate remained relatively stable at approximately 82.2% for 1H2024 (1H2023: 82.1%).

### **Properties Management**

Revenue from Properties Management accounted for approximately 37.9% of the total revenue of the Group for 1H2024. Revenue was decreased by approximately HK\$0.1 million or 0.4% from approximately HK\$19.0 million for 1H2023 to approximately HK\$18.9 million for 1H2024. The decrease was mainly attributable to the fluctuation in exchange rate between Chinese Yuan and Hong Kong dollars.

### **Catering Management**

Revenue from Catering Management accounted for approximately 7.9% of total revenue of the Group for 1H2024. Revenue from Catering Management increased by approximately HK\$1.9 million or 90.5% from approximately HK\$2.1 million for 1H2023 to approximately HK\$4.0 million for 1H2024. The increase was mainly attributable to an increase in total number of customers for the business segment.

## **PROSPECTS**

Our hotel operation in Canada recorded a revenue growth of approximately 8.9% for 1H2024. Our catering management recorded a revenue growth of approximately 90.5% for 1H2024. While, there was no significant change of the revenue growth for our properties management business in the PRC for 1H2024. We reduced our net loss to approximately HK\$2.9 million for 1H2024, representing a decrease of approximately 20.4% as compared to 1H2023.

Despite potential challenges such as economic fluctuations and market saturation in certain areas, the overall outlook for the hotel business in Canada, and property management business in the PRC remain optimistic, with opportunities for expansion and innovation on the horizon.

Our management team is executing various measures to reduce the operating loss and improve the financial results, we will also keep on exploring for new business opportunities to deliver stable and positive return to our shareholders.

## **OTHER INFORMATION**

### **Corporate Governance**

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of shareholders of the Company and to enhance corporate value and accountability. The Company has adopted the code provisions set out in Part 2 of 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 as its own code of corporate governance. The Company has been in compliance with the code provisions of the CG Code during the six months ended 30 June 2024.

### **Model Code for Securities Transactions by Directors**

The Company has adopted Appendix C3, Model Code for Securities Transactions by Directors of Listed Issuers of the Listing Rules (the “**Model Code**”) as the code of practice for carrying out securities transactions by the Directors of the Company. The Company, having made specific enquiries to all directors of the Company, confirmed that during the period ended 30 June 2024, all directors have complied with the code provisions as set out in the Model Code. The relevant employees who, because of their office in the Company, are likely to be in possession of unpublished price sensitive information, have been requested to comply with the provisions of the Model Code.

### **Purchase, Sale or Redemption of the Company’s Listed Securities**

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities during the six months ended 30 June 2024.

### **Audit Committee and Review of Financial Statements**

The audit committee of the Board (the “**Audit Committee**”) has reviewed and discussed with the management of the Company the accounting principles and practices, financial reporting process, internal control matters, and the unaudited condensed financial statements for the six months ended 30 June 2024. The Audit Committee confirms that the applicable accounting principles, standards and requirements have been complied with, and that adequate disclosures have been made. The Audit Committee consists of three independent non-executive directors of which at least one of them has appropriate professional qualifications and experience in financial matters.

## **Publication of the Interim Results Announcement and 2024 Interim Report**

This interim results announcement has been published on the Company's website at [www.timesuniversal.com](http://www.timesuniversal.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). The 2024 interim report is expected to be despatched to shareholders on or before 30 September 2024, which will be also made available on the websites of the Company and the Stock Exchange.

### **APPRECIATION**

On behalf of the Board, I would like to express sincere appreciation to our Shareholders, business partners, and dedicated senior management, as well as staff, for their continued support and valuable attributions to the Group.

By order of the Board  
**Times Universal Group Holdings Limited**  
**CHOI YUN CHOR**  
*Chairman and Executive Director*

Hong Kong, 27 August 2024

*As at the date hereof, the executive Directors are Mr. CHOI Yun Chor, Mr. CHEN Jian, Mr. TAI Kwok Keung Kenny and Ms. HUNG Wang Kai Grace; and the independent non-executive Directors are Ms. LAI Cheuk Yu Cherrie, Mr. HUANG Xiangyang and Mr. NGOK Ho Wai.*