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**UBoT Holding Limited**

**優博控股有限公司**

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

**(Stock code: 8529)**

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

**CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)**

**GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.**

**Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.**

*This announcement, for which the directors of UBoT Holding 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 (together, the “**Group**”). The directors of the Company (the “**Directors**”), having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

## INTERIM RESULTS

The board of Directors (the “**Board**”) of UBoT Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to present the unaudited condensed consolidated results of the Group for the six months ended 30 June 2024 (the “**Period**”), together with the comparative unaudited figures for the six months ended 30 June 2023 (the “**Corresponding Period**”), as follows:

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

For the six months ended 30 June 2024

	Notes	Six months ended 30 June	
		2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Revenue	4	79,612	95,216
Cost of sales		(51,676)	(57,581)
Gross profit		27,936	37,635
Other income		27	36
Other gains and losses		595	(3,696)
Reversal of impairment losses on financial assets		70	439
Administrative expenses		(13,943)	(12,521)
Selling and distribution expenses		(10,023)	(10,301)
Research and development expenses		(1,827)	(2,504)
Finance costs		(2,300)	(2,292)
Profit before listing expenses		535	6,796
Listing expenses		(8,363)	(3,910)
(Loss) profit before taxation	5	(7,828)	2,886
Income tax (expense) credit	6	(1,633)	782
(Loss) profit for the period, attributable to owners of the Company		(9,461)	3,668
<b>Other comprehensive (expense) income</b>			
<i>Item that may be reclassified to profit or loss:</i>			
Exchange differences arising on translation of foreign operations		(1,453)	977
Other comprehensive (expense) income for the period		(1,453)	977
Total comprehensive (expense) income for the period, attributable to owners of the Company		(10,914)	4,645
<b>(Loss) earnings per share</b>			
Basic (HK cents)	8	(2.4)	1.0

## CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at 30 June 2024

	<i>Notes</i>	As at <b>30 June 2024</b> <i>HK\$'000</i> <b>(unaudited)</b>	As at 31 December 2023 <i>HK\$'000</i> (audited)
<b>Non-current assets</b>			
Property, plant and equipment		48,470	44,028
Right-of-use assets		15,164	18,355
Deferred tax assets		1,141	1,167
Deposits and prepayments		4,314	2,947
		<b>69,089</b>	66,497
<b>Current assets</b>			
Inventories		63,622	65,588
Trade and other receivables, deposits and prepayments	9	42,973	51,717
Financial assets at fair value through profit or loss (“FVTPL”)		8,086	13,748
Amount due from a director	10	–	6,318
Cash and cash equivalents		33,631	1,073
		<b>148,312</b>	138,444
<b>Current liabilities</b>			
Trade and other payables	11	52,466	55,828
Contract liabilities		140	20
Income tax provision		5,104	14,171
Lease liabilities		6,997	7,670
Bank borrowings	12	54,207	50,996
		<b>118,914</b>	128,685
<b>Net current assets</b>		<b>29,398</b>	9,759
<b>Total assets less current liabilities</b>		<b>98,487</b>	76,256

		<b>As at 30 June 2024 HK\$'000 (unaudited)</b>	As at 31 December 2023 HK\$'000 (audited)
<b>Non-current liabilities</b>			
Lease liabilities		12,255	14,742
Deferred tax liabilities		137	137
		<u>12,392</u>	<u>14,879</u>
<b>Net assets</b>		<b><u>86,095</u></b>	<b><u>61,377</u></b>
<b>Capital and reserves</b>			
Share capital	13	512	—*
Reserves		85,583	61,377
<b>Total equity</b>		<b><u>86,095</u></b>	<b><u>61,377</u></b>

\* Amount less than HK\$1,000

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

*For the six months ended 30 June 2024*

## 1. GENERAL INFORMATION

The Company was incorporated and registered as an exempted company with limited liability in the Cayman Islands under the Companies Act (as revised) of the Cayman Islands on 7 February 2022 and its shares have been listed on the GEM of the Stock Exchange on 3 June 2024 (the “Listing”).

The Company is controlled by Sino Success Ventures Limited and Busy Trade Limited collectively. Sino Success Ventures Limited is wholly-owned by Mr. Tong Yuen To (“Mr. Tong”), an executive director of the Company, and Busy Trade Limited (“Busy Trade”) is owned by Mr. Tang Ming, Ms. Tang Wai Ling, Mr. Tang Chak Leung and Mr. Tang Chak Man (collectively as “Tang Family”, Mr. Tong and Tang Family collectively referred to as the “Controlling Shareholders”).

The Company is an investment holding company and its subsidiaries (collectively referred to as the “Group”), are research and development, manufacturing and sales of back-end semiconductor transport media and Micro-Electro-Mechanical-System (“MEMS”) and sensor packaging (“Listing Business”).

The condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is different from the functional currency of the Company, United States dollars (“US\$”). The directors of the Company consider that presenting the condensed consolidated financial statements in HK\$ is preferable when controlling and monitoring the performance and financial position of the Group.

## 2. GROUP REORGANISATION AND BASIS OF PREPARATION

In preparing for the Listing of the shares of the Company on GEM of the Stock Exchange, the entities in the Group underwent a group reorganisation (the “Reorganisation”) which involves interspersing the Company and other investment holding companies between UBoT Incorporated Limited (“UBoT Inc. (HK)”), and UBOTIC Company Limited (“UBOTIC”) with the then shareholders.

Details of the principal steps of the Reorganisation are set out in note 2 to the accountants’ report (the “Accountants’ Report”) as included in the prospectus of the Company dated 24 May 2024 (the “Prospectus”).

Pursuant to the Reorganisation described above, the Company became the holding company of the companies now comprising the Group on 20 April 2022. The Company has not been involved in any other business prior to the Reorganisation and does not meet the definition of a business. The Reorganisation is merely a recapitalisation of the Listing Business with no change in management of such business and the ultimate Controlling Shareholders of the Listing Business remain the same. And the Company is considered as the acquiree for accounting purposes.

The condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34 (“IAS 34”) “Interim Financial Reporting” issued by the International Accounting Standards Board (“IASB”) as well as the applicable disclosure requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited.

The condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 31 December 2023 which were contained in the Prospectus.

### 3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for financial assets at FVTPL, which are measured at fair values, as appropriate.

#### Application of amendments to International Financial Reporting Standards (“IFRSs”)

In the current interim period, the Group has applied the following amendments to IFRSs issued by the IASB, 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 IFRS 16	Lease Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

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

### 4. REVENUE AND SEGMENT INFORMATION

#### (i) Disaggregation of revenue from contracts with customers

	<i>Notes</i>	Six months ended 30 June	
		2024 <i>HK\$’000</i> (unaudited)	2023 <i>HK\$’000</i> (unaudited)
<b>Type of goods – at a point in time</b>			
Sales of tray and tray related products	a	73,535	87,980
Sales of carrier tape	a	539	152
Sales of MEMS and sensor packaging	b	5,538	7,084
		<u>79,612</u>	<u>95,216</u>
<b>Geographical markets</b>			
Southeast Asia		25,995	35,792
People’s Republic of China (“PRC”)		23,056	25,155
Taiwan		16,006	18,156
United States of America		3,430	2,489
Europe		1,930	5,387
Hong Kong, Korea and Japan		9,195	8,237
		<u>79,612</u>	<u>95,216</u>

*Notes:*

- (a) These revenue has been classified as revenue under back-end semiconductor transport media segment in the segment information.
- (b) These revenue has been classified as revenue under MEMS and sensor packaging segment in the segment information.

(ii) **Performance obligations for contracts with customers**

Revenue is recognised when control of the goods has transferred to customers, being when the goods have been shipped to the designated location (delivery). Following the delivery, the customer has full discretion over the manner of distribution and price to sell the goods, has the primary responsibility when on selling the goods and bears the risks of obsolescence and loss in relation to the goods. The normal credit term is 90 days upon delivery.

(iii) **Segment information**

Information reported to the chief executive of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of goods or services delivered or provided. This is also the basis upon which the Group is organised. No operating segments identified by the chief operating decision maker have been aggregated in arriving at the reportable segments of the Group.

The Group's reportable and operating segments under IFRS 8 "Operating Segments" are as follows:

- Back-end semiconductor transport media – Manufacture and sale of back-end semiconductor transport media products, including JEDEC tray, carrier tape and other accessories
- MEMS and sensor packaging – Manufacture and sale of MEMS and sensor products packages

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

**For the six months ended 30 June 2024 (unaudited)**

	<b>Back-end semiconductor transport media HK\$'000</b>	<b>MEMS and sensor packaging HK\$'000</b>	<b>Elimination HK\$'000</b>	<b>Consolidated HK\$'000</b>
Revenue				
External sales	74,074	5,538	–	79,612
Inter-segment sales	178	–	(178)	–
	<u>74,252</u>	<u>5,538</u>	<u>(178)</u>	<u>79,612</u>
Segment profit	10,416	1,828	–	12,244
Other gains and losses				595
Bank interest income				8
Central administrative costs				(10,630)
Finance costs				<u>(1,682)</u>
Profit before listing expenses				535
Listing expenses				<u>(8,363)</u>
Loss before taxation				<u>(7,828)</u>

**For the six months ended 30 June 2024 (unaudited)**

	<b>Back-end semiconductor transport media HK\$'000</b>	<b>MEMS and sensor packaging HK\$'000</b>	<b>Elimination HK\$'000</b>	<b>Consolidated HK\$'000</b>
Amounts included in the measure of segment profit or loss or segment assets:				
Additions to non-current assets	8,339	439	–	8,778
Depreciation of property, plant and equipment	3,149	237	–	3,386
Reversal of impairment losses on trade receivables recognised in profit or loss	(78)	8	–	(70)
Research and development expenses	1,827	–	–	1,827
	<u>1,827</u>	<u>–</u>	<u>–</u>	<u>1,827</u>

**For the six months ended 30 June 2023 (unaudited)**

	<b>Back-end semiconductor transport media HK\$'000</b>	<b>MEMS and sensor packaging HK\$'000</b>	<b>Elimination HK\$'000</b>	<b>Consolidated HK\$'000</b>
Revenue				
External sales	88,132	7,084	–	95,216
Inter-segment sales	186	–	(186)	–
	<u>88,318</u>	<u>7,084</u>	<u>(186)</u>	<u>95,216</u>
Segment profit	18,138	2,858	–	20,996
Other gains and losses				(3,698)
Bank interest income				6
Central administrative costs				(8,749)
Finance costs				<u>(1,759)</u>
Profit before listing expenses				6,796
Listing expenses				<u>(3,910)</u>
Profit before taxation				<u>2,886</u>



For the six months ended 30 June 2023 (unaudited)

	Back-end semiconductor transport media <i>HK\$'000</i>	MEMS and sensor packaging <i>HK\$'000</i>	Elimination <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
Amounts included in the measure of segment profit or loss or segment assets:				
Additions to non-current assets	7,084	97	–	7,181
Depreciation of property, plant and equipment	5,018	213	–	5,231
Reversal of impairment losses on trade receivables recognised in profit or loss	(418)	(21)	–	(439)
Research and development expenses	2,504	–	–	2,504
	<u>2,504</u>	<u>–</u>	<u>–</u>	<u>2,504</u>

(iv) **Geographical information**

Information about the Group's non-current assets is presented based on the location of the assets.

	As at <b>30 June</b> <b>2024</b> <i>HK\$'000</i> <b>(unaudited)</b>	As at 31 December 2023 <i>HK\$'000</i> (audited)
Hong Kong	1,275	1,792
PRC (excluding Hong Kong)	65,218	62,242
Southeast Asia	26	53
United States of America	6	7
	<u>66,525</u>	<u>64,094</u>

*Note:* Non-current assets excluded financial instruments and deferred tax assets.

(v) **Information about major customers**

The revenue from customers individually contributing over 10% of the total revenue of the Group during each of the period is as follows:

	<b>Six months ended 30 June</b>	
	<b>2024</b>	<b>2023</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
Customer I		
Revenue from back-end semiconductor transport media	<b>13,758</b>	16,296
Revenue from MEMS and sensor packaging	<b>36</b>	108
	<b>13,794</b>	16,404
Customer II		
Revenue from back-end semiconductor transport media	<b>8,234</b>	—*
Customer III		
Revenue from back-end semiconductor transport media	—*	5,683
Revenue from MEMS and sensor packaging	—*	3,871
	—*	9,554
	<b>22,028</b>	25,958

\* The revenue from these customers did not contribute over 10% of the total revenue of the Group during that period.

## 5. (LOSS) PROFIT BEFORE TAXATION

(Loss) profit before taxation has been arrived at after charging:

	Six months ended 30 June	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Auditors' remuneration	<u>200</u>	<u>225</u>
Depreciation of property, plant and equipment	3,386	5,231
Depreciation of right-of-use assets	<u>3,378</u>	<u>3,230</u>
Total depreciation	<u>6,764</u>	<u>8,461</u>
Directors' remuneration		
Other staff costs		
– Salaries and other benefits	29,033	25,786
– Retirement benefit scheme contributions	<u>3,551</u>	<u>3,400</u>
Total staff costs (note i)	<u>32,584</u>	<u>29,186</u>
Cost of inventories recognised as costs of sales (note ii)	51,676	57,581
Net changes in allowance for inventories (included in cost of sales)	–	432
Listing expenses	<u>8,363</u>	<u>3,910</u>

Notes:

- (i) Other staff costs of HK\$18,088,000 (unaudited) and HK\$19,193,000 (unaudited) were capitalised as cost of inventories for the six months ended 30 June 2024 and 2023, respectively, the remaining staff costs were recognised in administrative expenses, selling and distribution expenses and research and development expenses.
- (ii) Cost of inventories included (i) cost of materials amounting to HK\$18,383,000 (unaudited) and HK\$25,756,000 (unaudited) for the six months ended 30 June 2024 and 2023, respectively.

## 6. INCOME TAX EXPENSE (CREDIT)

	Six months ended 30 June	
	2024	2023
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Income tax expense (credit) comprises:		
Hong Kong Profits Tax		
– Current period	1,617	–
PRC Enterprise Income Tax (“EIT”)		
– Current period	1	1
– Overprovision in prior period	(7)	–
Singapore Corporate Income Tax		
– Current period	23	–
Deferred tax	(1)	(783)
	<u>1,633</u>	<u>(782)</u>

## 7. DIVIDENDS

On 31 March 2022, subject to the Listing of the Company as the condition, UBoT Inc. (HK) had declared conditionally an interim dividend of HK\$0.33 per share of UBoT Inc. (HK) amounting in the aggregate of HK\$11,220,000. Once become unconditional, the dividend payable of HK\$5,778,000, to one of the ultimate controlling shareholders, Mr. Tong, was settled through offsetting the amount due from Mr. Tong before Listing. The dividends declared to the other shareholders of HK\$5,442,000 were settled by cash on 31 May 2024 before Listing.

During the current interim period, the Company declared conditionally an interim dividend of HK\$4,080 (six months ended 30 June 2023: nil) per share amounting in the aggregate of HK\$8,160,000 to its shareholders. Part of the dividend payable to Sino Success, one of the ultimate controlling shareholders and wholly owned company of Mr. Tong, was settled by offsetting the amount due from Mr. Tong in the amount of HK\$602,000. All the other dividends declared to shall be payable to the shareholders of the Company was settled by cash of HK\$7,558,000 (using the internally generated funds) before Listing.

## 8. (LOSS) EARNINGS PER SHARE

The calculation of the basic (loss) earnings per share attributable to owners of the Company is based on the following data:

	Six months ended 30 June	
	2024	2023
	(unaudited)	(unaudited)
<b>(Loss) earnings:</b>		
(Loss) earning for the period attributable to owners of the Company for the purpose of calculating basic (loss) earnings per share (HK\$'000)	<u>(9,461)</u>	<u>3,668</u>
<b>Number of shares:</b>		
Weighted average number of ordinary shares for the purpose of basic (loss) earnings per share	<u>396,154,000</u>	<u>375,000,000</u>

The number of ordinary shares for the purpose of calculating basic (loss) earnings per share for both periods are based on the assumption that the shares issued pursuant to the capitalisation issue that took place on 3 June 2024, which is the issue of 374,998,000 shares to be made upon capitalisation of certain sums standing to the credit of the share premium account of our Company as detailed in note 13.

There were no potential dilutive ordinary shares outstanding for both periods, and hence the diluted (loss) earnings per share is the same as basic (loss) earnings per share.

## 9. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	As at <b>30 June</b> <b>2024</b> <i>HK\$'000</i> <b>(unaudited)</b>	As at 31 December 2023 <i>HK\$'000</i> (audited)
Trade receivables	<b>29,791</b>	33,400
Less: Allowance for credit losses	<b>(582)</b>	(658)
	<b>29,209</b>	32,742
Other receivables and deposits ( <i>note a</i> )	<b>4,424</b>	4,635
Value added tax recoverable	<b>2,729</b>	2,274
Prepayments paid to suppliers	<b>3,966</b>	3,682
Prepaid expenses	<b>6,959</b>	4,855
Prepayments for listing expenses	–	1,438
Deferred issue costs	–	5,038
	<b>18,078</b>	21,922
Less: Rental deposits under non-current assets	<b>(1,423)</b>	(1,236)
Less: Prepayment for acquisition of property, plant and equipment under non-current assets	<b>(2,891)</b>	(1,711)
Amount shown under current assets	<b>42,973</b>	51,717

### Notes:

- (a) Included in other receivables and deposits of HK\$89,000 (unaudited) and HK\$54,000 (audited) as at 30 June 2024 and 31 December 2023 respectively, represented amount due from 東莞柏輝玩具有限公司 (“Dongguan Baihui”). Dongguan Baihui is wholly-owned by Tang Family. The amount represented the electricity bills paid on behalf for Dongguan Baihui by the Group for the electricity utilised by Dongguan Baihui as the electric power company only provided one electricity meter for the area where Dongguan Baihui’s and the Group’s factories are located.

The Group grants credit terms to customers for a period ranging from 90 days from the invoice date for trade receivables. The following is an aged analysis of trade receivables, net of allowance for doubtful debts, presented based on the invoice date at the end of each reporting period:

	As at <b>30 June</b> <b>2024</b> <i>HK\$'000</i> (unaudited)	As at 31 December 2023 <i>HK\$'000</i> (audited)
Within 30 days	13,803	13,807
31 days to 60 days	10,523	11,591
61 days to 90 days	3,574	5,788
91 days to 180 days	806	1,284
Over 180 days	503	272
	<u>29,209</u>	<u>32,742</u>

The trade receivables financing with banks at each of the end of reporting period was as follows:

	As at <b>30 June</b> <b>2024</b> <i>HK\$'000</i> (unaudited)	As at 31 December 2023 <i>HK\$'000</i> (audited)
Carrying amount of trade receivables financing	16,859	15,196
Carrying amount of associated borrowings ( <i>note 12</i> )	<u>(14,694)</u>	<u>(13,406)</u>
Net position	<u>2,165</u>	<u>1,790</u>

#### 10. AMOUNT DUE FROM A DIRECTOR

	As at <b>30 June</b> <b>2024</b> <i>HK\$'000</i> (unaudited)	As at 31 December 2023 <i>HK\$'000</i> (audited)	Maximum amounts outstanding	
			During the six months ended <b>30 June</b> <b>2024</b> <i>HK\$'000</i> (unaudited)	During the year ended 31 December 2023 <i>HK\$'000</i> (audited)
Mr. Tong	<u>–</u>	<u>6,318</u>	<u>6,318</u>	<u>6,386</u>

The amount is non-trade nature, unsecured, interest and repayable on demand. During the six months ended 30 June 2024, the amount due from Mr. Tong of HK\$6,318,000 offset simultaneously with the interim dividend declared by UBoT Inc. (HK) before Listing (*note 7*). The remaining outstanding amount due from Mr. Tong was settled by cash before Listing.

## 11. TRADE AND OTHER PAYABLES

	As at 30 June 2024 <i>HK\$'000</i> (unaudited)	As at 31 December 2023 <i>HK\$'000</i> (audited)
Trade payables	31,492	36,495
Payroll and retirement benefit plan payables	5,934	7,499
Accrued expenses	5,797	3,411
Accrued listing expenses	4,695	3,061
Accrued shipping and freight-outbound fees	869	1,264
Payables for acquisition of property, plant and equipment	95	829
Others	3,584	3,269
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Total	<b>52,466</b>	<b>55,828</b>
	<hr/> <hr/>	<hr/> <hr/>

The credit period on purchases from suppliers is ranging from 0–120 days or payable upon delivery.

The following is an aging analysis of trade payables presented based on the invoice date:

	As at 30 June 2024 <i>HK\$'000</i> (unaudited)	As at 31 December 2023 <i>HK\$'000</i> (audited)
Within 30 days	5,785	4,384
31 days to 60 days	812	5,299
61 days to 90 days	1,572	2,427
91 days to 180 days	4,131	12,531
Over 180 days	19,192	11,854
	<hr/>	<hr/>
	<b>31,492</b>	<b>36,495</b>
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## 12. BANK BORROWINGS

	As at 30 June 2024 HK\$'000 (unaudited)	As at 31 December 2023 HK\$'000 (audited)
Bank borrowings:		
Secured	36,558	34,658
Bank overdraft	2,955	2,932
Trade receivables financing ( <i>note 9</i> )	14,694	13,406
	<u>54,207</u>	<u>50,996</u>
The carrying amounts of the above borrowings that contain a repayment on demand clause (shown under current liabilities) but repayable*:		
Within one year	49,262	44,675
Within a period of more than one year but not exceeding two years	549	1,750
Within a period of more than two years but not exceeding five years	4,396	4,571
	<u>54,207</u>	<u>50,996</u>

\* The amounts due are based on scheduled repayment dates set out in the loan agreements.

Bank borrowings carry variable interest at 4.5% to 8.7% (year ended 31 December 2023: 4.5% to 9.1%) per annum during the six months ended 30 June 2024. The weighted average effective interest rate on bank borrowings as at 30 June 2024 and 31 December 2023 was 6.9% and 7.1% per annum, respectively. The Group's bank borrowings carry interests at margins over Hong Kong Interbank Offer Rate ("HIBOR"), the bank's US\$ best lending rate or the bank's HK\$ best lending rate, as appropriate.

Bank borrowing with carrying amount of HK\$2,600,000 (unaudited) and HK\$3,800,000 (audited) as at 30 June 2024 and 31 December 2023, respectively, is under the SME Loan Guarantee Scheme operated by HMC Insurance Limited ("HKMCI") and is secured by HKMCI and Mr. Tong's personal guarantee.

As at 30 June 2024, bank borrowings with carrying amount of HK\$36,913,000 (unaudited) are secured by:

- Life insurance policy entered into by a subsidiary of the Group.

As at 31 December 2023, bank borrowings with carrying amount of HK\$33,790,000 (audited) are secured by:

- Legal charge over a property owned by Mr. Tong's company (not in the Group);
- Life insurance policy entered into by a subsidiary of the Group; and
- Unlimited guarantees from Mr. Tong's company (not in the Group), Mr. Tong, Mr. Tang Ming and Mr. Tang Chak Leung.



As represented by the directors of the Company, based on the bank facilities letter signed with the bank, the legal charge over a property owned by Mr. Tong's company, the unlimited guarantees provided by a subsidiary of the Group, Mr. Tong, Mr. Tang Ming and Mr. Tang Chak Leung was released upon Listing.

### 13. SHARE CAPITAL

	Number of shares	Par value HK\$	Share capital HK\$
Authorised share capital of the Company:			
At the date of incorporation on 7 February 2022	380,000,000	0.001	380,000
Increase in authorised share capital on 20 May 2024 ( <i>note b</i> )	<u>49,620,000,000</u>	0.001	<u>49,620,000</u>
As at 30 June 2024 (unaudited)	<u><u>50,000,000,000</u></u>		<u><u>50,000,000</u></u>
		Number of ordinary shares	Share capital HK\$
Issued and fully paid share capital of the Company:			
At the date of incorporation on 7 February 2022 ( <i>note a</i> )		2,000	2
Issue of shares pursuant to the capitalisation issue ( <i>note b</i> )		374,998,000	374,998
Issue of shares pursuant to the share offer ( <i>note c</i> )		<u>137,500,000</u>	<u>137,500</u>
As at 30 June 2024 (unaudited)		<u><u>512,500,000</u></u>	<u><u>512,500</u></u>

#### Notes:

- (a) On 7 February 2022, the Company was incorporated in the Cayman Islands as an exempted company with limited liability, with an authorised share capital of HK\$380,000 divided into 380,000,000 shares of HK\$0.001 each.
- (b) Pursuant to the resolution passed at the extraordinary general meeting of the then shareholders of the Company held on 20 May 2024, it was resolved that the authorised share capital of the Company increased HK\$380,000 divided into 380,000,000 shares to HK\$50,000,000 divided into 50,000,000,000 shares by the creation of an additional 49,620,000,000 shares with immediate effect; and conditional upon the share premium account of the Company being credited as a result of the offer of the Company's shares, an amount of HK\$374,998 which will then be standing to the credit of the share premium account of the Company be capitalised and applied to pay up in full at par a total of 374,998,000 shares for allotment and issue to holders of the Company's shares.
- (c) On 3 June 2024, the shares of the Company were successfully listed on GEM of the Stock Exchange by way of placing of 75,000,000 ordinary shares and public offer of 62,500,000 ordinary shares at the price of HK\$0.50 per share.

### 14. CAPITAL COMMITMENTS

As at the end of the current interim period, the Group was committed to acquire some property, plant and equipment for its manufacturing and sales operation of HK\$888,000 (unaudited) (31 December 2023: HK\$2,836,000 (audited)).

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

The Group is a renowned player in the back-end semiconductor transport media industry, specifically in the manufacture of tray and tray related products. Among the global manufacturers in this sector, the Group proudly ranked the third in terms of sales revenue, capturing approximately 8.4% of the global market share in 2023. This achievement underscores its position as a key driver in the industry, reflecting its commitment to excellence and innovation.

Specialising in precision manufacturing of engineering plastics, the Group has a strong focus on the design, development, manufacture, and sales of tray and tray related products. Additionally, the Group is a provider of Micro-Electro-Mechanical-System (MEMS) and sensor packaging. Over the years, the Group has established a strong reputation and gained recognition from its customers by delivering a diversified product portfolio of over 1,500 product specifications with varying thermal, mechanical and physical properties metrics. This wide selection has been able to meet customers' quality standards and specifications.

During the first half of 2024, the global economy demonstrated unexpected resilience despite significant interest rate hikes by central banks aimed at restoring market stability, alongside heightened tensions in the Middle East and ongoing conflicts between Russia and Ukraine. The semiconductor industry exhibited a mixed landscape with signs of recovery during the Period. On one hand, advancements in artificial intelligence (AI) and other technologies led to increased market demand for chips, contributing positively to the industry's growth. On the other, the broader semiconductor sector saw a more tempered recovery, primarily due to subdued consumer spending.

Leveraging its extensive experience and strong reputation, the Group has established a diverse and robust clientele that includes international integrated device manufacturers (IDMs), fabless-foundry semiconductor enterprises, and IC assembly and packaging test houses with notable names.

Geographically, the Group's revenue was predominantly driven by Southeast Asia, which collectively contributed to approximately 32.6% of the total revenue during the Period. Within this region, Singapore, Malaysia, Indonesia, the Philippines and Thailand were the primary markets. China and Taiwan followed as significant contributors, accounting for approximately 28.9% and 20.1% of the Group's revenue during the Period, respectively, thereby ranking as the second and third largest markets. Additionally, the Group maintained a strong presence in other key regions, including the United States, Europe, Hong Kong, Korea and Japan, which together contributed to approximately 18.4% of the Group's revenue during the Period. This diverse geographical footprint underscores the Group's global reach and its ability to cater to an array of worldwide markets.

The products of the Group are generally classified into three categories: (i) tray and tray related products; (ii) MEMS and sensor packaging; and (iii) carrier tape.

## **Tray and Tray Related Products**

Tray and tray related products serve as containers for storing semiconductor components during their production and delivery processes, primarily utilising precision engineering plastics. Revenue from this segment remained the Group's major revenue contributor, amounted to HK\$73.5 million, representing approximately 92.4% of the total revenue during the Period. The Group operates two production facilities in Dongguan, Guangdong Province, the PRC with four production units, with two of the production units dedicated to manufacturing tray and tray related products.

## **MEMS and Sensor Packaging**

The MEMS and sensor packaging segment provides specialised encasements designed to facilitate electrical connections for signal transmission to the circuit board of electronic devices. These packages also protect MEMS and sensors from harmful external elements as well as the detrimental effects of aging. Revenue from this segment amounted to HK\$5.5 million, representing approximately 7.0% of the total revenue during the Period and contributed the highest profit margin among all product categories.

## **Carrier Tape**

Carrier tape serves primarily as a protective medium for semiconductor devices, including power discrete semiconductor devices, optoelectronics, integrated circuits (ICs), and sensors. Since the commencement of production in 2019, the carrier tape segment has demonstrated considerable growth potential. During the Period, revenue from this segment amounted to HK\$0.5 million, representing approximately 0.7% of the total revenue.

## OUTLOOK

The global semiconductor market is poised for significant expansion, driven by robust technological advancements and increasing demand across various sectors. The U.S. Semiconductor Industry Association (“SIA”) projects substantial expansion in the global semiconductor equipment market in the coming years, fuelled by a surge in demand in China and advancements in AI technologies. In China, the Outline of the Fourteenth Five-Year Plan and Long-Range Objectives Through the Year 2035 (《十四五規劃和2035年遠景目標綱要》) emphasises the acceleration of industrialisation in new materials and technologies associated with semiconductors, with the goal of fostering a new wave of rapidly growing enterprises in the technology-related sector. Against this promising backdrop, the Group is strategically positioned to capitalise on these favourable market dynamics.

The Board anticipates that the semiconductor industry has reached its cyclical bottom, setting the stage for a new phase of growth. The Group is proactively preparing for this expected market upturn by enhancing production capabilities and operational efficiencies. Key initiatives include advancing automation across manufacturing processes and modernising facilities at the production facilities of the Group. These measures are designed to increase productivity and efficiency, ensuring the Group’s competitive edge in an increasingly demanding market. The anticipated surge in demand for high-end semiconductor products, particularly in the Chinese market, presents a significant growth opportunity while the Group is well-prepared to meet this demand with its elevated competencies.

In alignment with its strategic objectives to expand its geographical footprint and enhance production capabilities, the Group intends to advance operations in the Philippines, focusing on carrier tape manufacturing. This expansion involves the acquisition of advanced manufacturing lines and supporting systems that are integral to the Group’s commitment to increasing operational efficiency. The decision to establish production in the Philippines is based on a thorough analysis of regional cost structures, with the Directors identifying it as a highly advantageous location within Southeast Asia due to lower labour costs, a skilled engineering workforce and proximity to major customers. This move is expected to strengthen the Group’s competitive position in the Southeast Asian market by enhancing delivery efficiencies, reducing lead times and improving responsiveness to market demands.

In parallel, the Group intends to intensify its sales and marketing efforts in key global markets, particularly in China. This includes plans to establish new sales points in Shenzhen and Chengdu, along with the recruitment of dedicated sales representatives. Moreover, to enhance customer service in Southeast Asia, additional sales representatives focused on technical support will be recruited in Malaysia and the Philippines. These initiatives aim to deepen market penetration, improve customer satisfaction and solidify the Group’s leadership in the back-end semiconductor transport media industry.

Recognising the importance of innovation and technological advancement, the Group is intensifying its research and development initiatives. It is committed to refining product offerings to meet the evolving needs of clients that demand the highest quality and precision. By leveraging strong relationships with global customers and industry expertise, the Group is confident in its ability to deliver products that exceed market expectations and sustain long-term growth.

As the global semiconductor market grows, with China emerging as a dominant player, the Group, as a player in the back-end semiconductor transport media industry, is well-positioned to benefit from these momentum. China's substantial investments and support for high-tech enterprises, particularly in technology-related sector, is expected to drive significant industry growth. The Group's proven track record, experienced management team and strong market reputation provide a solid foundation to navigate the complexities of the current business landscape and seize emerging opportunities. As the Group continues to enhance its competitiveness, advance product innovation and expand market share, its ultimate objective remains the maximisation of shareholder value. The Group is fully prepared to lead the next phase of growth in the back-end semiconductor transport media industry.

There was no change in the intended use of net proceeds as disclosed in the prospectus of the Company dated 24 May 2024 (the "**Prospectus**") and the expected timeline for the use of net proceeds will be subject to the business development of the Company. Since the date of Listing and up to 30 June 2024, the Group has utilised part of the net proceeds in accordance with the intended purposes as stated in the Prospectus. Please refer to "Use of proceeds" in this announcement for details.

## **FINANCIAL REVIEW**

### **Revenue**

During the Period, the Group recorded revenue of HK\$79.6 million, representing a decrease of approximately 16.4% compared to the Corresponding Period. This was primarily because of the moderate recovery of the semiconductor industry from the slowdown in 2023. Nevertheless, the Group noted signs of recovery as the revenue generated in the second quarter of 2024 showed an increase as compared to the first quarter of 2024.

The Directors believe that the business of the Group is stabilizing. This outlook is supported by the receipt of orders for 40 additional customised products in the first half of 2024, reflecting an accelerated growth rate relative to the second half of 2023. The increased demand for customised products signals heightened market interest, particularly in 2024, suggesting that the strategic focus of the Group on customisation is resonating well with key customers. The robust order pipeline and the strategic emphasis on customised products are anticipated to contribute positively to the Group's financial outcomes in the future.

## **Cost of sales**

During the Period, cost of sales decreased by approximately 10.2% to HK\$51.7 million (Corresponding Period: HK\$57.6 million), which was due to the decrease in production activities in line with the drop in sales volume and revenue of the Group during the Period, partially offset by the relatively fixed manufacturing overheads costs.

## **Gross profits and gross profit margin**

During the Period, gross profit decreased by approximately 25.8% to HK\$27.9 million (Corresponding Period: HK\$37.6 million), as a result of the decrease in revenue. The gross profit margin for the Period was 35.1% (Corresponding Period: 39.5%). The decrease in gross profit margin was primarily attributable to the relatively fixed nature of the manufacturing overhead component in the Group's cost of sales despite the decrease in production activities.

## **Administrative expenses**

During the Period, administrative expenses increased by approximately 11.3% to HK\$13.9 million (Corresponding Period: HK\$12.5 million), which was primarily attributable to the increase in professional fee incurred related to the consultancy fee for the factory renovation of the Group.

## **Selling and distribution expenses**

During the Period, selling and distribution expenses decreased by approximately 2.7% to HK\$10.0 million (Corresponding Period: HK\$10.3 million), which was contributed by the decrease in sales volume and revenue in the Period.

## **Profit/(Loss) for the period**

Excluding non-recurring listing expenses, the adjusted net profit before taxation (Non-IFRS measures) was HK\$535,000 for the Period, as compared to HK\$6.8 million for the Corresponding Period. Taking into account the listing expenses of approximately HK\$8.4 million charged to the profit and loss statement of the Group for the Period, the Group recorded a loss for the period of HK\$9.5 million, as compared to a profit for the period of HK\$3.7 million for the Corresponding Period.

## **Liquidity, financial resources and capital structure**

The Group has adopted a prudent financial management approach towards its cash management and thus maintained a healthy liquidity position for the Period. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

During the Period, the Group upheld a strong financial position, underpinned by its successful listing on GEM of The Stock Exchange of Hong Kong Limited in June 2024. As at 30 June 2024, the Group had cash and cash equivalents of HK\$33.6 million (as at 31 December 2023: HK\$1.1 million), ensuring sufficient liquidity to support ongoing operations and strategic initiatives. The current ratio of 1.3 times (as at 31 December 2023: 1.1 times) and gearing ratio of 0.6 time (as at 31 December 2023: 0.8 time) of the Group further underscore its robust financial health.

The issued share capital of the Company comprised of 512,500,000 ordinary shares of nominal value of HK\$0.001 each.

The Group's bank borrowings increased from HK\$51.0 million as at 31 December 2023 to HK\$54.2 million as at 30 June 2024. The Group's bank borrowings carry variable interest at 4.5% to 8.7% per annum during the Period (year ended 31 December 2023: 4.5% to 9.1% per annum). The Listing has significantly enhanced the Group's capital resources and shareholder base, providing a solid financial foundation for future growth initiatives.

### **Property, plant and equipment**

Property, plant and equipment of the Group as at 30 June 2024 increased to HK\$48.5 million from HK\$44.0 million as at 31 December 2023, primarily due to the increase in acquisition of moulds during the Period.

### **Net current assets**

Net current assets of the Group as at 30 June 2024 increased to HK\$29.4 million from HK\$9.8 million as at 31 December 2023, primarily because of the increase in cash and cash equivalents during the Period.

### **Trade and other receivables deposits and prepayment**

Trade receivables of the Group as at 30 June 2024 decreased to HK\$29.2 million from HK\$32.7 million as at 31 December 2023.

### **Trade and other payables**

The credit period on purchases from suppliers is ranging from 0–120 days or payable upon delivery. Trade payables of the Group as at 30 June 2024 decreased to HK\$31.5 million from HK\$36.5 million as at 31 December 2023.

### **Pledge of assets**

As at 30 June 2024, the Group had no pledge of assets.

## **Capital commitments**

As at 30 June 2024, the Group was committed to acquire property, plant and equipment for its manufacturing and sales operation of HK\$0.9 million (31 December 2023: HK\$2.8 million). Details of capital commitments of the Group are set out in note 14 to the unaudited condensed consolidated financial statements.

## **Contingent liabilities**

As at 30 June 2024, the Group did not have any outstanding guarantees or other material contingent liabilities.

## **Material acquisition and disposal of subsidiaries, associates companies and joint ventures**

During the Period, the Group did not have any material acquisition or disposal of subsidiaries, associates or joint ventures.

## **Significant investments held by the Group**

The Group did not have any significant investments held during the Period.

## **Foreign currency risk**

Majority of the Group's revenue is denominated in US\$ and RMB. However, the Group has certain trade and other receivables, trade and other payables, bank balances, bank overdrafts and bank borrowings that are denominated in foreign currencies relative to functional currencies of the respective group entities. As a result, the Group is exposed to fluctuations in foreign exchanges rate.

The Group currently does not have a foreign exchange hedging policy. However, the management of the Group monitors foreign exchange exposure and will consider hedging significant foreign exchange exposure should the need arise.

## **Future plans for major investments**

The Group intends to utilise the net proceeds from the Listing in accordance with the section headed "Future Plans and Use of Proceeds" in the Prospectus. Save as disclosed therein, the Company did not have any other future plans for material investments or capital assets as at 30 June 2024.



## EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2024, the Group had a total of 389 employees (31 December 2023: 410). The Group’s remuneration policies are aligned with relevant legislation, market conditions, and employee performance. Employees are compensated based on their job responsibilities, skills, expertise, experience, and prevailing market trends. All employees are also eligible for discretionary bonuses, which are awarded based on individual performance. The Group regularly reviews its remuneration policies and packages, making necessary adjustments to ensure they remain in line with industry standards.

## USE OF PROCEEDS

The aggregate net proceeds from the Listing (involving the issue of a total of 137,500,000 ordinary shares (the “**Shares**”) of the Company at the offer price of HK\$0.50 per Share (taking into account the exercise of the Offer Size Adjustment Option)), after deducting related underwriting fees and other expenses in connection with the Listing, were approximately HK\$31.35 million (the “**Net Proceeds**”). The Group intends to utilise the Net Proceeds in accordance with the section headed “Future Plans and Use of Proceeds” in the Prospectus.

As at 30 June 2024, the Group’s planned allocation and the actual utilisation of the Net Proceeds are set out below:

Usage	Planned	Planned	Utilised	Unutilised	Expected timeframe of full utilisation of the Net Proceeds
	allocation of Net Proceeds %	allocation of Net Proceeds HK\$ million	Net Proceeds up to 30 June 2024 HK\$ million	Net Proceeds up to 30 June 2024 HK\$ million	
Increasing production capacity and capabilities in the PRC	78.2%	24.51	1.2	23.31	By 31 December 2026
Intensifying sales and marketing efforts in the global market including PRC market	6.2%	1.95	–	1.95	By 31 December 2026
Purchasing ERP system and upgrading the information system in support of the ERP system	4.2%	1.32	–	1.32	By 31 December 2025
Strengthening R&D and material engineering capabilities	3.1%	0.97	–	0.97	By 31 December 2026
General working capital	8.3%	2.6	0.6	2.0	By 30 June 2025
	<u>100%</u>	<u>31.35</u>	<u>1.8</u>	<u>29.55</u>	

The unutilised Net Proceeds are currently held in bank deposits and it is intended to be applied in the manner consistent with the allocations as disclosed in the Prospectus.

## **INTERIM DIVIDEND**

The Board does not recommend the payment of an interim dividend for the six months ended 30 June 2024.

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

The Board is committed to achieving and maintaining high standards of corporate governance practices and procedures. The Board believes that good corporate governance practices are essential to enhance stakeholders' confidence and support. Save for the deviation from code provision C.2.1 of the corporate governance code as set out in appendix C1 to the GEM Listing Rules ("**CG Code**") as disclosed below, during the Period, the Company has complied with the code provisions prescribed in the establishment and implementation of the corporate governance guidelines containing principles and code provisions of the CG Code.

Pursuant to code provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, the Group does not have a separate chairman and chief executive officer and Mr. Tong is currently performing both roles. With his extensive experience in the semiconductor industry and precision engineered plastics manufacturing, Mr. Tong is responsible for the overall strategic planning and general management of the Group and his knowledge and insight has been instrumental to the growth and expansion of the business of the Group since the founding of the Group. The Board believes that it is in the best interest of the Group to have Mr. Tong taking up both the role of chairman and chief executive officer for continued effective management and business development of the Group. The Board considers that the balance of power and authority between the Board and the management can still be maintained under the current structure, and therefore, the Directors consider that such deviation from the code provision C.2.1 of the CG Code is appropriate under such circumstance.

## **COMPETING INTERESTS**

The Directors are not aware that any of the Directors, the controlling shareholders of the Company and their respective close associates (as defined in the GEM Listing Rules) competes or may compete with the business of the Group and has or may have any other conflict of interest with the Group during the Period.

## **CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS**

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms which are the same as the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company has confirmed, having made specific enquiry of the Directors, that all the Directors have complied with the required standards of dealings throughout the Period. The Company was not aware of any non-compliance during the Period.

## **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 listed Shares during the Period.

## **SIGNIFICANT EVENTS AFTER THE REPORTING PERIOD**

There were no other significant events that might affect the Group after 30 June 2024 and up to the date of this announcement.

## **AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS**

The Company has established an audit committee (the “**Audit Committee**”) with specific written terms of reference formulated in accordance with the requirements of rules 5.28 to 5.29 of the GEM Listing Rules. The Audit Committee currently consists of all the three independent non-executive Directors, namely Mr. Chan Oi Fat, Ms. Ma Jay Suk Lin and Mr. Wong Lok Man. Mr. Chan Oi Fat is the chairman of the Audit Committee.

The Company has engaged the external auditor of the Company, Moore CPA Limited (“**Moore**”), to review the Group’s unaudited condensed consolidated financial statements for the Period. Based on Moore’s review, nothing has come to Moore’s attention that causes Moore to believe that the unaudited condensed consolidated financial statements are not prepared, in all material respects, in accordance with IFRS.

The Audit Committee has reviewed the unaudited consolidated results of the Group for the Period with the management and is of the view that such results comply with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures have been made.

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

This announcement is published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.ubot.com.hk](http://www.ubot.com.hk)). The interim report of the Company for the six months ended 30 June 2024 containing all the information required by the GEM Listing Rules will be published on the above websites in accordance with the GEM Listing Rules.

By order of the Board  
**UBoT Holding Limited**  
**Tong Yuen To**

*Chairman and Executive Director*

Hong Kong, 28 August 2024

*As at the date of this announcement, the Board comprises Mr. Tong Yuen To, Mr. Chan Kai Leung, Mr. Shek Kam Pun and Mr. Tam Ming Wa as executive Directors; Mr. Wong Tsz Lun as non-executive Director and Mr. Chan Oi Fat, Ms. Ma Jay Suk Lin and Mr. Wong Lok Man as independent non-executive Directors.*

*This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) for at least 7 days from the date of its publication and on the website of the Company ([www.ubot.com.hk](http://www.ubot.com.hk)).*