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# HKC INTERNATIONAL HOLDINGS LIMITED 香港通訊國際控股有限公司\*

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 248)

# ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER, 2024

The board of directors (the "Board") of HKC International Holdings Limited (the "Company") is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the "Group") for the six months ended 30 September, 2024 as follows:

### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

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FOR THE SIX MONTHS ENDED 30 SEPTEMBER, 2024

		Six months	s ended
		30 Septe	mber,
		2024	2023
	Notes	HK\$'000	HK\$'000
		(unaudited)	(unaudited)
Revenue	3	48,130	101,526
Cost of sales		(29,322)	(81,388)
Gross profit		18,808	20,138
Other income, gains and losses Fair value profit (loss) on financial assets at fair	4	216	1,290
value through profit and loss ("FVTPL")		54	(123)
Reversal of impairment on trade receivables		107	573
Selling and distribution expenses		(1,443)	(1,814)
Administrative and other operating expenses		(17,093)	(14,802)
Finance costs	5	(3,713)	(5,910)

<sup>\*</sup> For identification purpose only

# Six months ended 30 September,

		30 Septe	mber,
		2024	2023
	Notes	HK\$'000	HK\$'000
	ivoies		
		(unaudited)	(unaudited)
Loss before taxation	6	(3,064)	(648)
Taxation			
Loss for the period attributable to equity holders of the Company		(3,064)	(648)
Other comprehensive income			
Item that may be reclassified subsequently to profit or loss			
Exchange differences on translation of			
overseas operations		173	2,090
Total comprehensive (expense) income attributable to equity holders of			
the Company		(2,891)	1,442
Loss per share – (HK cents)			
- basic and diluted	7	(0.25) cents	(0.05) cents
- vasic and unuted	/	(0.23) Cents	(0.03) cents

### CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER, 2024

	Notes	As at 30 September, 2024 HK\$'000 (unaudited)	As at 31 March, 2024 <i>HK\$'000</i> (audited)
NON-CURRENT ASSETS			
Property, plant and equipment		49,280	49,690
Investment properties		165,200	165,200
Financial assets at FVTPL		10,324	9,442
		224,804	224,332
CURRENT ASSETS			
Inventories		14,541	12,592
Contract assets	9	110,252	119,553
Financial assets at FVTPL		452	398
Trade receivables	10	8,062	23,796
Prepayments, deposits and other receivables		8,739	8,917
Tax recoverable		117	133
Pledged bank deposits Cash and bank balances		2,802	2,765
Cash and bank barances		15,657	22,699
		160,622	190,853
CURRENT LIABILITIES			
Trade payables	11	5,218	2,160
Accruals and other payables	11	3,702	5,481
Contract liabilities		2,406	2,600
Amounts due to directors		1,500	3,000
Lease liabilities		54 132 121	383
Bank borrowings Tax payable		132,121 593	159,031 30
Tax payable			
		145,594	172,685

	As at	As at
	30 September,	31 March,
	2024	2024
	HK\$'000	HK\$'000
	(unaudited)	(audited)
NET CURRENT ASSETS	15,028	18,168
TOTAL ASSETS LESS CURRENT		
LIABILITIES	239,832	242,500
NON-CURRENT LIABILITIES		
Lease liabilities	313	90
Deferred tax liabilities	49	49
	362	139
NET ASSETS	239,470	242,361
CAPITAL AND RESERVES		
Share capital	12,453	12,453
Reserves	227,017	229,908
NOSCI VOS		
TOTAL EQUITY	239,470	242,361

#### NOTES ON THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 SEPTEMBER, 2024

#### 1. BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which also include Hong Kong Accounting Standards ("HKASs") and Interpretations ("HK-Int")) issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for investment properties and certain financial instruments, which have been measured at fair values. These financial statements are presented in Hong Kong Dollars ("HK\$") and all values are rounded to the nearest thousand except where otherwise indicated.

#### 2. PRINCIPAL ACCOUNTING POLICIES

In the current interim period, the Group has applied, for the first time, the following amendments to HKFRSs issued by the HKICPA which are effective for the Group's financial year beginning 1 April, 2024:

Amendments to HKFRS 16 Lease Liability in a Sale and Leaseback

Amendments to HKAS 1 Classification of Liabilities as Current or Non-current

and the related amendments to Hong Kong Interpretation 5 (2020) Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause

Amendments to HKAS 1 Non-current Liabilities with Covenants

Amendments to HKAS 7 and HKFRS 7 Supplier Finance Arrangements

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

#### 3. REVENUE/SEGMENT INFORMATION

Revenue represents sales of mobile phones, sales of internet of things ("IOT") solutions and gross rental income.

#### Segment results, assets and liabilities

The reportable segments for the six months ended 30 September, 2024 are as follows:

	Sales of mobile phones in Hong Kong HK\$'000 (unaudited)	Sales of IOT solutions in Hong Kong HK\$'000 (unaudited)	Sales of IOT solutions in Mainland China and other countries in South East Asia HK\$'000 (unaudited)	Property investment HK\$'000 (unaudited)	Inter- segment elimination HK\$'000 (unaudited)	Total <i>HK</i> \$'000 (unaudited)
REVENUES						
Revenue Less: inter-segment revenue	3,150	43,008	9,047 (7,848)	773	(7,848) 7,848	48,130
Reportable segment revenue – external	3,150	43,008	1,199	773		48,130
Reportable segment (loss) profit	(657)	3,131	(3,704)	(1,802)		(3,032)
Segments assets and liabilities:						
Reportable segment assets	2,261	181,623	25,566	165,200	-	374,650
Reportable segment liabilities	1,644	132,987	10,624	652		145,907
Other segment information:						
Amounts included in the measure of segment profit or loss or segment assets						
Interest income from bank deposits	_	275	_	_	_	275
Finance costs	5	2,490	17	1,201	-	3,713
Depreciation	71	176	220	12	_	479
Reversal of impairment on trade						
receivables	-	107	_	_	_	107
Additions to non-current assets	21	48	21			90

The reportable segments for the six months ended 30 September, 2023 are as follows:

			Sales of IOT			
			solutions in  Mainland  China and			
	Sales of	Sales of	other			
	mobile	IOT	countries in		Inter-	
	phones in	solutions in	South East	Property	segment	
	Hong Kong	Hong Kong	Asia	investment	elimination	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
REVENUES						
Revenue	19,434	79,015	9,341	472	(6,736)	101,526
Less: inter-segment revenue			(6,736)		6,736	
D						
Reportable segment revenue – external	19,434	79,015	2,605	472		101,526
externar	19,434	79,013	2,003	=====		101,320
Reportable segment (loss) profit	(946)	3,926	(2,276)	(1,228)		(524)
Compate agests and liabilities						
Segments assets and liabilities: Reportable segment assets	151,427	52,822	14,236	200,680		419,165
Reportable segment liabilities	111,022	3,433	4,088	45,420	_	163,963
reportable segment habilities	=====	====	====	=====		=======================================
Other segment information:						
Amounts included in the measure of						
segment profit or loss or segment assets						
Interest income from bank	_	304	_	_	_	304
Finance costs	18	4,679	264	949	-	5,910
Depreciation	72	160	208	15	_	455
Reversal of impairment on trade						
receivables	_	573	_	_	_	573
Additions to non-current assets		18	77	_	_	95

The accounting policies of the reportable segments are the same as the Group's accounting policies. Segment (loss) profit represents the (loss) profit earned by each segment without allocation of fair value gain (loss) of financial assets at FVTPL and net exchange loss. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

#### **Geographic information**

Information about the Group's revenue from external customers is presented based on the location of the operations. Information about the Group's non-current assets is presented based on the geographic location of the assets.

	Revenues fr	om external		
	custo	mers	Non-curre	nt assets*
	30.9.2024	30.9.2023	30.9.2024	31.3.2024
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(unaudited)	(unaudited)	(unaudited)	(audited)
Hong Kong (place of domicile)	46,931	98,922	214,279	214,191
Mainland China	89	573	5	199
Singapore	1,110	2,031	196	500
Other countries in South East Asia				
	1,199	2,604	201	699
	48,130	101,526	214,480	214,890

<sup>\*</sup> Non-current assets excluding financial assets at FVTPL

#### Reconciliations of reportable segment profit or loss before taxation

Reconcinations of reportable segment profit or loss befor	e taxation		
	Six months ended		
	30.9.2024	30.9.2023	
	HK\$'000	HK\$'000	
	(unaudited)	(unaudited)	
PROFIT OR LOSS			
Reportable segment loss	(3,032)	(524)	
Fair value gain (loss) of financial assets at FVTPL	54	(123)	
Net exchange loss	(86)	(1)	
Consolidated loss before taxation	(3,064)	(648)	

#### Reconciliations of reportable segment assets and liabilities

	30.9.2024 <i>HK\$</i> '000 (unaudited)	31.3.2024 <i>HK</i> \$'000 (audited)
ASSETS		
Total reportable segment assets Unallocated corporate assets	374,650 10,776	405,345 9,840
•		
Consolidated total assets	385,426	415,185
LIABILITIES		
Total reportable segment liabilities	145,907	172,775
Deferred tax liabilities	49	49
Consolidated total liabilities	145,956	172,824

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than financial assets at FVTPL.
- all liabilities are allocated to reportable segments other than deferred tax liabilities.

#### 4. OTHER INCOME, GAINS AND LOSSES

	Six months ended		
	30.9.2024	30.9.2023	
	HK\$'000	HK\$'000	
	(unaudited)	(unaudited)	
Gain on disposal of financial assets at FVTOCI	_	447	
Loss on disposal of investment property	_	(890)	
Government subsidies (Note)	26	52	
Bank interest income	275	304	
Dividend income	1	1,378	
Net exchange loss	(86)	(1)	
	216	1,290	

Note:

The Group recognised government subsidies of HK\$26,000 (2023: HK\$52,000) from Singapore government. There are no unfulfilled conditions and other contingencies attached to the receipts of those subsidiaries.

### 5. FINANCE COSTS

		Six months ended	
		30.9.2024	30.9.2023
		HK\$'000	HK\$'000
		(unaudited)	(unaudited)
	Interest on bank borrowings	3,559	5,615
	Interest on lease liabilities	8	8
	Total interest expenses	3,567	5,623
	Bank charges	146	287
		3,713	5,910
6.	LOSS BEFORE TAXATION		
		Six month	s ended
		30.9.2024	30.9.2023
		HK\$'000	HK\$'000
		(unaudited)	(unaudited)
	Loss before taxation has been arrived at after charging:		
	Depreciation on		
	<ul> <li>property, plant and equipment</li> </ul>	306	304
	<ul><li>right-of-use assets</li></ul>	173	151
		479	455
	Employee benefits expenses (including directors' remuneration)		
	- salaries, allowances and benefits in kind	8,717	7,062
	<ul> <li>retirement benefit scheme contributions</li> </ul>	1,250	1,838
	Total staff costs	9,967	8,900
	Reversal of impairment on trade receivables	(107)	(573)

## 7. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of basic and diluted loss per share is based on the loss attributable to equity holders of the Company of HK\$3,064,000 (2023: HK\$648,000) and on the number of shares of 1,245,331,256 (2023: 1,245,331,256) in issue during the period.

As a result of the Group's net loss for the period ended 30 September, 2024, share options outstanding were excluded from the calculation of diluted loss per share as their inclusion would has been anti-dilutive.

The number of shares for the purpose of basic and diluted loss per share are the same as the Company has no potential ordinary shares in both periods.

#### 8. DIVIDEND

The directors do not recommend the payment of any interim dividend for the six months ended 30 September, 2024 (2023: Nil).

#### 9. CONTRACT ASSETS

	30.9.2024	31.3.2024
	HK\$'000	HK\$'000
	(unaudited)	(audited)
Smart system construction service	112,434	121,735
Less: Loss allowance	(2,182)	(2,182)
	110,252	119,553

#### 10. TRADE RECEIVABLES

The Group allows an average credit periods ranging from seven days to one month to its customers. For certain customers with long-established relationship and have good credit worthiness, a longer period may be granted.

	30.9.2024 <i>HK\$</i> '000 (unaudited)	31.3.2024 <i>HK</i> \$'000 (audited)
Trade debtors Less: Loss allowance	9,215 (1,153)	25,056 (1,260)
	8,062	23,796

The following is an aged analysis of trade receivables presented based on the invoice date:

		30.9.2024	31.3.2024
		HK\$'000	HK\$'000
		(unaudited)	(audited)
	Within 30 days	5,099	19,085
	31 – 60 days	594	670
	61 – 90 days	281	2,560
	91 – 180 days	439	1,057
	181 – 365 days	722	400
	Over 365 days	2,080	1,284
		9,215	25,056
11.	TRADE PAYABLES, ACCRUALS AND OTHE PAYABLES		
11.	TRADE I ATABLES, ACCRUALS AND OTHE I ATABLES		
		30.9.2024	31.3.2024
		HK\$'000	HK\$'000
		(unaudited)	(audited)
	Trade payables	5,218	2,160
	Accruals and other payables	3,702	5,481
		8,920	7,641
	The following is an aged analysis of trade payables presented based of	on the invoice dat	e:
		30.9.2024	31.3.2024
		HK\$'000	HK\$'000
		(unaudited)	(audited)
	0 – 30 days	4,251	943
	31 – 60 days	99	187
	61 – 90 days	57	155
	Over 90 days	811	875
		5,218	2,160
		3,410	2,100

The trade payables were due according to the terms stated in the relevant contracts. The average credit period ranged from 30 days to 60 days.

#### 12. RELATED PARTY TRANSACTIONS

#### Key management personnel compensation

The remuneration of directors of the Company (who are also the key management) during the period were as follows:

	Six months ended	
	30.9.2024	30.9.2023
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Short-term benefits	2,400	2,043
Post-employment benefits	81	36
	2,481	2,079

The remuneration of directors of the Company is determined by the remuneration committee having regard to the performance of individual and market trends.

#### MANAGEMENT DISCUSSION AND ANALYSIS

For the six months ended 30 September, 2024, the Group's revenue was HK\$48 million which represented a decrease of approximately 53% as compared with the HK\$102 million recorded for the corresponding period last year. The loss attributable to equity holders of the Company was HK\$3.1 million as compared to the loss of HK\$0.6 million for the six months ended 30 September, 2023.

#### Sales of mobile phones

During the period under review, the revenue was HK\$3 million, representing a decrease of 84% compared to the same period last year (2023: HK\$19 million) due to the weak market demand and closing of counters at Aeon department stores. The division recorded loss of HK\$0.7 million (2023: HK\$0.9 million).

#### Sales of IOT solutions

During the period under review, the turnover was HK\$44 million (2023: HK\$82 million). The division recorded loss of HK\$0.6 million (2023: profit of HK\$1.7 million).

#### **Property investment**

During the period under review, the rental income increased by HK\$0.3 million to HK\$0.8 million (2023: HK\$0.5 million). The division recorded loss of HK\$1.8 million (2023: HK\$1.2 million). The increase in loss was mainly attributable to the increase in finance costs for the bank loans.

#### **PROSPECTS**

Regarding the mobile phone business, we are the authorised distributors of both Nokia and vivo brands. In view of the weak demand in the foreseeable future, we will decrease our resources in this segment to minimize losses.

For IOT solutions segment, the market demand is weak due to the uncertain economic outlook. We will continue to strengthen our cost control and develop additional products to meet market demand and to mitigate the negative impact upon our business.

Regarding the property investment segment, all properties have been leased.

#### LIQUIDITY AND FINANCIAL RESOURCES

As at 30 September, 2024, the Group's cash and bank balances amounted to approximately HK\$16 million (31 March, 2024: HK\$23 million) while the bank borrowings were HK\$132 million (31 March, 2024: HK\$159 million).

The Board believes that the Group has sufficient cash balances and banking facilities to satisfy its commitment and working capital requirements. The gearing ratio was 55% (31 March, 2024: 66%) which is expressed as a percentage of total borrowings to total equity.

#### **EMPLOYEES**

As at 30 September, 2024, the total number of employees of the Group was approximately 109 (31 March, 2024: 100) and the aggregate remuneration of employees (excluding directors' emoluments) amounted to HK\$7 million (2023: HK\$7 million). The remuneration and bonus packages of the employees are based on the individual merits and performance and are reviewed at least annually. The Group maintains a good relationship with its employees.

#### **SHARE OPTION SCHEME**

The Company's share option scheme (the "Scheme"), was adopted pursuant to a resolution passed on 26 August 2022 for the primary purpose of providing incentives to directors and eligible employees, and will expire on 26 August 2032. Under the Scheme, the Board of Directors of the Company may grant options to eligible employees, including directors of the Company and its subsidiaries, to subscribe for shares in the Company.

As at 30 September, 2024, the number of shares in respect of which options had been granted and remained outstanding under the Scheme was 88,280,000 (31 March, 2024: 88,280,000), representing 7% (31 March, 2024: 7%) of the shares of the Company in issue at that date.

#### PLEDGE OF ASSETS

As at 30 September, 2024, the Group's general banking facilities were secured by (1) first legal charge on certain leasehold land and buildings with total carrying value of HK\$47,783,000 (31 March, 2024: HK\$47,783,000); (2) first legal charge on certain investment properties with total fair value of HK\$165,200,000 (31 March, 2024: HK\$165,200,000); (3) bank deposits of HK\$2,802,000 (31 March, 2024: HK\$2,765,000) and (4) financial assets at FVTPL with total fair value of HK\$9,199,000 (31 March, 2024: HK\$9,145,000).

#### **CONTINGENT LIABILITIES**

As at 30 September, 2024, the Company had provided corporate guarantees of HK\$130 million (31 March, 2024: HK\$138 million) to secure the banking facilities granted to subsidiaries.

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

During the six months ended 30 September, 2024, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed shares.

## COMPLIANCE WITH CORPORATE GOVERNANCE CODE OF THE LISTING RULES

In the opinion of the directors, the Company has complied with the code provisions in the Corporate Governance Code (the "Code") as set out in Appendix 14 to the Listing Rules throughout the six months ended 30 September, 2024, except the following provisions:

Code provision A.2.1 stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The Company does not segregate the roles of chairman and chief executive officer and Mr. Chan Chung Yee, Hubert currently holds both positions. The Board believes that vesting the roles of chairman and chief executive officer in the same person provides the Group with strong and consistent leadership in the development and execution of long-term business strategies. The Board will continuously review and improve the corporate governance practices and standards of the Company to ensure that business activities and decision making processes are regulated in a proper and prudent manner.

Code provision A.6.7 stipulates, among other things, that the independent non-executive directors and other non-executive directors should attend general meetings. Mr. Chiu Ngar Wing and Dr. Chu Chor Lup were unable to attend the annual general meeting of the Company held on 23 August, 2024 due to their other commitments.

## COMPLIANCE WITH THE MODEL CODE SET OUT IN APPENDIX 10 TO THE LISTING RULES

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the "Model Code") as its own code of conduct regarding directors' securities transactions. Having made specific enquiry of all directors, all directors confirmed that they had complied with the required standards set out in the Model Code during the six months ended 30 September, 2024.

#### **AUDIT COMMITTEE**

The audit committee has reviewed with management the accounting policies adopted by the Group and discussed internal control and financial reporting matters including the review of the unaudited interim results for the six months ended 30 September, 2024.

#### **APPRECIATION**

The Board of the Company would like to extend its sincere gratitude to the Company's shareholders, business counterparts and all management and the staff members of the Group for their contribution and continued support during the period.

#### PUBLICATION AND DESPATCH OF INTERIM REPORT

The interim report of the Company for the six months ended 30 September, 2024 containing all the information required by the Listing Rules will be dispatched to shareholders of the Company and will be published on the Company's website at "www.hkc.com.hk" and the website of The Hong Kong Exchange and Clearing Limited at "www.hkexnews.hk" in due course.

On behalf of the Board Chan Chung Yee, Hubert Chairman

Hong Kong, 29 November, 2024

As at the date of this announcement, the Board comprises Mr. Chan Chung Yee, Hubert, Mr. Chan Chung Yin, Roy, Mr. Chan Ming Him, Denny, Mr. Wu Kwok Lam, Mr. Ip Man Hon, Mr. Lam Man Hau and Ms. Wan Man Lai, Polly as executive directors and Mr. Chiu Ngar Wing, Dr. Chu Chor Lup, Dr. Law Ka Hung and Mr. Wong Kwok Leung as independent non-executive directors.