



OKG Technology Holdings Limited 歐科雲鏈控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

Stock Code 股份代號：1499



INTERIM REPORT

2024

中期報告

Contents 目 錄

Corporate Information	公司資料	2
Management Discussion and Analysis	管理層討論及分析	4
Other Information	其他資料	16
Condensed Consolidated Interim Statement of Profit or Loss and Other Comprehensive Income	簡明綜合中期損益及其他全面收益表	23
Condensed Consolidated Interim Statement of Financial Position	簡明綜合中期財務狀況表	25
Condensed Consolidated Interim Statement of Changes in Equity	簡明綜合中期權益變動表	27
Condensed Consolidated Interim Statement of Cash Flows	簡明綜合中期現金流量表	28
Notes to the Condensed Consolidated Interim Financial Statements	簡明綜合中期財務報表附註	29

Corporate Information 公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Ren Yunan (*Chairman of the Board and Chief Executive Officer*)

Mr. Zhang Chao

Non-executive Directors

Mr. Tang Yue

Mr. Pu Xiaojiang

Independent non-executive Directors

Mr. Li Zhouxin

Mr. Lee Man Chiu

Mr. Jiang Guoliang

AUDIT COMMITTEE

Mr. Li Zhouxin (*Chairman*)

Mr. Lee Man Chiu

Mr. Jiang Guoliang

NOMINATION COMMITTEE

Mr. Li Zhouxin (*Chairman*)

Mr. Lee Man Chiu

Mr. Jiang Guoliang

REMUNERATION COMMITTEE

Mr. Lee Man Chiu (*Chairman*)

Mr. Li Zhouxin

Mr. Jiang Guoliang

COMPANY SECRETARY

Mr. Shi Shaoming

AUTHORISED REPRESENTATIVES

Mr. Ren Yunan

Mr. Shi Shaoming

董事會

執行董事

任煜男先生 (*董事會主席兼行政總裁*)

張超先生

非執行董事

唐越先生

浦曉江先生

獨立非執行董事

李周欣先生

李文昭先生

蔣國良先生

審核委員會

李周欣先生 (*主席*)

李文昭先生

蔣國良先生

提名委員會

李周欣先生 (*主席*)

李文昭先生

蔣國良先生

薪酬委員會

李文昭先生 (*主席*)

李周欣先生

蔣國良先生

公司秘書

石少明先生

授權代表

任煜男先生

石少明先生

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 902-903, 9th Floor, Sino Plaza
255-257 Gloucester Road
Causeway Bay, Hong Kong

REGISTERED OFFICE

Windward 3, Regatta Office Park, PO Box 1350
Grand Cayman, KY1-1108, Cayman Islands

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park, PO Box 1350
Grand Cayman, KY1-1108, Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Union Registrars Limited

Suites 3301-04, 33/F
Two Chinachem Exchange Square
338 King's Road, North Point
Hong Kong

PRINCIPAL BANKERS

The Hong Kong and Shanghai Banking Corporation Limited
Bank of China (Hong Kong) Limited
DBS Bank (Hong Kong) Limited

AUDITORS

HLB Hodgson Impey Cheng Limited

Certified Public Accountants
31st Floor, Gloucester Tower, The Landmark
11 Pedder Street, Central, Hong Kong

COMPANY'S WEBSITE

www.okg.com.hk

STOCK CODE

The Stock Exchange of Hong Kong Limited
1499

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香港銅鑼灣
告士打道255-257號
信和廣場9樓902-903室

註冊辦事處

Windward 3, Regatta Office Park, PO Box 1350
Grand Cayman, KY1-1108, Cayman Islands

開曼群島股份過戶登記總處

Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park, PO Box 1350
Grand Cayman, KY1-1108, Cayman Islands

香港股份過戶登記分處

聯合證券登記有限公司

香港
北角英皇道338號
華懋交易廣場2期
33樓3301-04室

主要往來銀行

香港上海滙豐銀行有限公司
中國銀行(香港)有限公司
星展銀行(香港)有限公司

核數師

國衛會計師事務所有限公司

香港執業會計師
香港中環畢打街11號
置地廣場告羅士打大廈31樓

公司網站

www.okg.com.hk

股份代號

香港聯合交易所有限公司
1499

Management Discussion and Analysis

管理層討論及分析

The board (the “**Board**”) of directors (the “**Directors**”) of OKG Technology Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to present to the shareholders of the Company (the “**Shareholders**”) the interim report (the “**Report**”) of the Group for the six months ended 30 September 2024 (the “**Period**”).

FINANCIAL HIGHLIGHTS

- Revenue from continuing operations of the Group for the Period was approximately HK\$195.7 million (for the six months ended 30 September 2023: approximately HK\$123.5 million (restated)).
- Loss attributable to the owners of the Company for the Period amounted to approximately HK\$3.4 million (for the six months ended 30 September 2023: approximately HK\$9.2 million).
- Basic and diluted loss per share for the Period amounted to approximately HK cents 0.06 (for the six months ended 30 September 2023: approximately HK cents 0.17).
- The Board does not recommend the payment of any interim dividend for the Period (for the six months ended 30 September 2023: Nil).

BUSINESS REVIEW

The Group’s major sources of revenue were from foundation, building construction works and ancillary services, digital assets related businesses, technical services and other businesses.

歐科雲鏈控股有限公司（「**本公司**」，連同其附屬公司統稱「**本集團**」）董事（「**董事**」）會（「**董事會**」）欣然向本公司股東（「**股東**」）提呈本集團截至二零二四年九月三十日止六個月（「**期內**」）的中期報告（「**報告**」）。

財務摘要

- 於期內，本集團來自持續經營業務之收益約為195.7百萬港元（截至二零二三年九月三十日止六個月：約123.5百萬港元（經重列））。
- 於期內，本公司擁有人應佔虧損約為3.4百萬港元（截至二零二三年九月三十日止六個月：約9.2百萬港元）。
- 於期內，每股基本及攤薄虧損約為0.06港仙（截至二零二三年九月三十日止六個月：約0.17港仙）。
- 董事會不建議派付期內之任何中期股息（截至二零二三年九月三十日止六個月：無）。

業務回顧

本集團的主要收益來源來自地基、樓宇建築工程及配套服務、數字資產相關業務、技術服務及其他業務。

BUSINESS REVIEW (CONTINUED)

Foundation, Building Construction Works and Ancillary Services

The foundation and construction works of the Group mainly include building construction works, site formation works, excavation and lateral support (“**ELS**”) works, piling construction, pile caps or footing construction and reinforced concrete structure works, and ancillary services which mainly include hoarding and demolition works and lease of machinery.

During the Period, revenue from this segment was approximately HK\$157.0 million, representing an increase of approximately 74.6% as compared with approximately HK\$89.9 million for the corresponding period in 2023. Such increase was mainly due to the certain projects with higher contract value commenced during the Period.

The gross profit of this segment for the Period was approximately HK\$13.7 million, which increased approximately HK\$3.3 million as compared with approximately HK\$10.4 million (restated) for the corresponding period in 2023. Gross profit margin of this segment for the Period was approximately 8.7%, representing a decrease of 2.9 percentage points from approximately 11.6% (restated) for the corresponding period in 2023. The decrease is mainly attributable to the increase in subcontracting costs.

New Projects Awarded

During the Period, the Group was not awarded any new project.

業務回顧 (續)

地基、樓宇建築工程及配套服務

本集團的地基及建築工程主要包括樓宇建築工程、地盤平整工程、挖掘及側向承托（「**挖掘及側向承托**」）工程、打樁施工、樁帽或樁基施工及鋼筋混凝土結構工程，以及配套服務（其主要包括圍板及拆遷工程及租賃機械）。

期內，來自此分部的收益約為157.0百萬港元，較二零二三年同期約89.9百萬港元增加約74.6%。該增加乃主要由於期內開展若干合約價值較高的項目。

於期內，此分部的毛利約為13.7百萬港元，較二零二三年同期的約10.4百萬港元（經重列）增加約3.3百萬港元。期內，此分部的毛利率約為8.7%，較二零二三年同期的約11.6%（經重列）減少2.9個百分點。該減少乃主要由於分包成本增加。

新獲授的項目

期內，本集團並無獲授任何新項目。

BUSINESS REVIEW (CONTINUED)

Foundation, Building Construction Works and Ancillary Services (continued)

Projects in Progress

As at 30 September 2024, the Group had 5 projects in progress with a total contract value amounted to approximately HK\$640.2 million. The details of projects in progress are as follows:

Type of Projects 項目類型	Site Location 地盤位置	Type of Works 工程類別
Foundation Works and Ancillary Services 地基工程及配套服務	Tuen Mun District 屯門區	Foundation Works 地基工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wan Chai District 灣仔區	Site Formation, Foundation and ELS Works 地盤平整、地基工程及挖掘及側向承托工程
Foundation Works and Ancillary Services 地基工程及配套服務	Eastern District 東區	Foundation and ELS Works 地基工程及挖掘及側向承托工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Piling Works 打樁工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	ELS Works 挖掘及側向承托工程

Completed Projects

During the Period, the Group completed 3 projects with total contract value amounted to approximately HK\$210.8 million. Details of the completed projects were as follows:

Type of Projects 項目類型	Site Location 地盤位置	Type of Works 工程類別
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Foundation, Pile Cap and ELS Works 地基工程、樁帽及挖掘及側向承托工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Foundation, Pile Cap and ELS Works 地基工程、樁帽及挖掘及側向承托工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	ELS Works, Soldier Piles and Site Preparation 挖掘及側向承托工程、豎樁及地盤準備

業務回顧 (續)

地基、樓宇建築工程及配套服務 (續)

在建項目

於二零二四年九月三十日，本集團有5個在建項目，合約總值約為640.2百萬港元。在建項目的詳情如下：

已完工項目

期內，本集團已完成3個項目，總合約價值約210.8百萬港元。已完工項目的詳情如下：

BUSINESS REVIEW (CONTINUED)

Digital Assets Related Businesses

(i) **Proprietary Trading in Digital Assets**

The revenue from this segment was generated through the Group's trading activities on leading cryptocurrency exchanges (the "Trading Platform"). During the Period, the Group repaid certain loans borrowed from the Trading Platform to mitigate its risk exposures. As at 30 September 2024, the market value of the Group's digital assets was approximately HK\$420.1 million (31 March 2024: approximately HK\$1,123.1 million). The loans borrowed from the Trading Platform in forms of digital assets was approximately HK\$286.9 million at the end of the Period (31 March 2024: approximately HK\$869.8 million). During the Period, the revenue from trading in digital assets and net fair value changes on digital assets was approximately HK\$35.9 million, representing an increase of approximately 16.6% as compared with approximately HK\$30.8 million for the corresponding period in 2023.

Set out below were significant digital assets held by the Group as of 30 September 2024:

Name of Digital Assets	Number of Digital Assets Held	Market Value as at 30 September 2024	% to the Group's Total Assets as at 30 September 2024
數字資產名稱	所持有的數字資產數目	於二零二四年九月三十日的市值 (HK\$'000) (千港元)	於二零二四年九月三十日 佔本集團總資產百分比
Stablecoins 穩定幣	36,634,248	287,449	42.0%
Bitcoin (BTC) 比特幣	67	33,442	4.9%
Ethereum (ETH) 以太幣	1,087	22,138	3.2%

業務回顧 (續)

數字資產相關業務

(i) **數字資產自主交易**

此分部收益乃透過本集團於領先加密貨幣交易所(「交易平台」)的交易活動而產生。期內,本集團償還若干自交易平台借入的貸款,以降低其風險敞口。於二零二四年九月三十日,本集團的數字資產市值約為420.1百萬港元(二零二四年三月三十一日:約1,123.1百萬港元)。於期末,以數字資產的形式自交易平台借入貸款約為286.9百萬港元(二零二四年三月三十一日:約869.8百萬港元)。期內,數字資產交易的收益以及數字資產的淨公平值變動約為35.9百萬港元,較二零二三年同期約30.8百萬港元增加約16.6%。

截至二零二四年九月三十日,本集團所持有的重大數字資產載列如下:

BUSINESS REVIEW (CONTINUED)

Digital Assets Related Businesses (continued)

(ii) Trust and Custody Services

The Group's trust and custody services were being carried out through OKLink Trust Limited ("OKLink Trust"). OKLink Trust has been registered as a Trust Company under section 78(1) of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong) since 17 June 2020. The trust and custody services provided by the Group typically include the safekeeping, settlement and other customised services of its clients' assets. The types of assets custodied under this business include digital assets and fiat currencies. At the end of the Period, the total assets of the Group's custody clients were approximately HK\$71.8 million, increased approximately 13.6% as compared with approximately HK\$63.2 million as at 31 March 2024. The clients' digital assets constitute trust assets and are not accounted for as assets of the Group and do not give rise to liabilities to the relevant customers.

During the Period, the revenue generated from the provision of trust and custody services was approximately HK\$1.8 million, which increased approximately 80% compared with approximately HK\$1.0 million for the corresponding period in 2023. The increase was mainly due to the increase in the transaction volumes and related services provided by the Group.

業務回顧 (續)

數字資產相關業務 (續)

(ii) 信託及託管服務

本集團之信託及託管服務乃通過歐科雲鏈信託有限公司(「歐科雲鏈信託」)進行。歐科雲鏈信託已自二零二零年六月十七日起根據(香港法例第29章)《受託人條例》第78(1)條註冊為一間信託公司。本集團提供的信託及託管服務一般包括對其客戶資產的保管、結算及其他定制服務。該業務項下託管的資產類型包括數字資產及法定貨幣。於期末,本集團託管客戶資產總額約為71.8百萬港元,較二零二四年三月三十一日的約63.2百萬港元增加約13.6%。客戶的數字資產構成信託資產,且不會入賬為本集團資產,並不會對相關客戶產生負債。

期內,提供信託及託管服務產生的收益約為1.8百萬港元,較二零二三年同期約1.0百萬港元增加約80%。該增加乃主要由於本集團交易量及提供相關服務增加所致。

BUSINESS REVIEW (CONTINUED)

Digital Assets Related Businesses (continued)

During the Period, the gross profit of the Group's digital assets related businesses amounted to approximately HK\$28.4 million which increased by approximately HK\$5.4 million as compared with approximately HK\$23.0 million for the corresponding period in 2023. The increase in gross profit was mainly attributable to the increase in revenue from proprietary trading in digital assets. Gross profit margin of this segment for the Period was approximately 75.2%, representing an increase of 2.7 percentage points from approximately 72.5% for the corresponding period in 2023.

Technical Services

The Group's technical services income mainly includes the provision of the Group's Application Programming Interface ("API") and other related services in blockchain technologies.

During the Period, revenue from this segment amounted to approximately HK\$1.0 million which decreased by approximately HK\$1.2 million as compared with approximately HK\$2.2 million for the corresponding period in 2023. The decrease in revenue was mainly as the Group's strategy to allocate more resources to the developments of its blockchain solutions, such as the API services of its blockchain explorer, which were still at the early stages of business expansion. The gross profit of this segment was approximately HK\$0.1 million which decreased by approximately HK\$1.0 million as compared with approximately HK\$1.1 million for the corresponding period in 2023.

Other Businesses

During the Period, the Group also maintained other businesses, including investments in securities and lending business, which were not its core businesses. As of 30 September 2024, the Group managed a portfolio of listed securities with a total market value of approximately HK\$0.7 million (31 March 2024: approximately HK\$0.9 million).

During the Period, the Group recorded a gross loss for other businesses of approximately HK\$0.1 million, as compared with approximately HK\$0.4 million for the corresponding period in 2023.

業務回顧 (續)

數字資產相關業務 (續)

期內，本集團數字資產相關業務的毛利約為28.4百萬港元，較二零二三年同期約23.0百萬港元增加約5.4百萬港元。毛利增加乃主要由於來自數字資產自主交易收益增加所致。期內本分部毛利率為約75.2%，較二零二三年同期約72.5%增加2.7個百分點。

技術服務

本集團的技術服務收入主要包括提供本集團API接口（「API」）及其他區塊鏈技術相關服務。

期內，來自此分部的收益約為1.0百萬港元，較二零二三年同期約2.2百萬港元減少約1.2百萬港元。收益減少乃主要由於本集團分配更多資源開發其區塊鏈解決方案（如其仍處於業務拓展初期階段的區塊鏈瀏覽器API服務）的策略。此分部的毛利約為0.1百萬港元，較二零二三年同期的約1.1百萬港元減少約1.0百萬港元。

其他業務

期內，本集團亦維持並非其核心業務的其他業務，包括證券投資及放債業務。截至二零二四年九月三十日，本集團管理上市證券組合總市值約0.7百萬港元（二零二四年三月三十一日：約0.9百萬港元）。

期內，本集團錄得其他業務毛損約為0.1百萬港元，而二零二三年同期則為約0.4百萬港元。

FINANCIAL REVIEW

Revenue

The Group recorded a revenue from continuing operations of approximately HK\$195.7 million for the Period, representing an increase of approximately 58.5% as compared with approximately HK\$123.5 million (restated) for the corresponding period in 2023. Such increase was mainly due to the increase in its revenues from foundation, building construction works and ancillary related segment caused by the newly commenced projects during the Period.

Gross Profit and Gross Profit Margin

The gross profit from continuing operations of the Group for the Period amounted to approximately HK\$42.2 million, representing an increase of approximately 23.8% as compared with approximately HK\$34.1 million (restated) for the corresponding period in 2023. The gross profit margin from continuing operations decreased by 6.0 percentage points to approximately 21.6% for the Period from approximately 27.6% (restated) for the same period of last year. Such decrease was mainly due to the increase of the revenues from foundation projects which had a lower gross profit margin.

Other Income, Gains and Losses, net

Other income, gains and losses, net from continuing operations of the Group amounted to approximately HK\$1.3 million, representing a decrease of approximately 35.0% as compared with approximately HK\$2.0 million (restated) for the corresponding period in 2023.

Administrative and Other Operating Expenses

The administrative and other operating expenses from continuing operations of the Group for the Period amounted to approximately HK\$50.2 million, representing an increase of approximately 18.4% as compared with approximately HK\$42.4 million (restated) for the corresponding period in 2023. Such increase was mainly due to increase in the maintenance expenses of the Group's on-chain solutions and API services.

財務回顧

收益

於期內，本集團錄得來自持續經營業務的收益約195.7百萬港元，較二零二三年同期約123.5百萬港元（經重列）增加約58.5%。該增加乃主要由於期內新開展項目導致來自地基、樓宇建築工程及配套相關分部收益增加。

毛利及毛利率

於期內，本集團來自持續經營業務的毛利約為42.2百萬港元，較二零二三年同期約34.1百萬港元（經重列）增加約23.8%。來自持續經營業務的毛利率由去年同期的約27.6%（經重列）減少6.0個百分點至期內的約21.6%。該減少乃主要由於來自毛利率較低的地基項目收益增加。

其他收入、收益及虧損淨額

本集團來自持續經營業務的其他收入、收益及虧損淨額約為1.3百萬港元，較二零二三年同期約2.0百萬港元（經重列）減少約35.0%。

行政及其他經營開支

於期內，本集團來自持續經營業務的行政及其他經營開支約為50.2百萬港元，較二零二三年同期約42.4百萬港元（經重列）增加約18.4%。該增加乃主要由於本集團鏈上解決方案及API服務的維護開支增加所致。

FINANCIAL REVIEW (CONTINUED)

Finance Costs

Finance costs from continuing operations for the Group during the Period amounted to approximately HK\$0.9 million, representing a decrease of approximately 30.8% as compared with approximately HK\$1.3 million (restated) for the corresponding period in 2023. Such decrease was mainly attributed to the decrease of interest on the loan from a related party.

Income Tax Expenses

Income tax expenses from continuing operations for the Group during the Period amounted to approximately HK\$0.6 million representing a decrease of approximately 72.7% as compared with approximately HK\$2.2 million (restated) for the corresponding period in 2023.

Discontinued Operation

On 22 December 2023, the Group disposed of Joint Wealth Global Limited (“**Joint Wealth**”) and its subsidiary Chung Shun Construction Limited (collectively, “**Joint Wealth Group**”), which were principally engaged in construction wastes handling services. The operation of Joint Wealth Group for the same period in 2023 was restated as discontinued operation. The Group recorded a loss of approximately HK\$5.9 million from discontinued operation for the six months ended 30 September 2023.

For further details, please refer to Note 10 – Discontinued Operation under the section of “Notes to the Condensed Consolidated Interim Financial Statements”.

財務回顧 (續)

融資成本

期內，本集團來自持續經營業務的融資成本約為0.9百萬港元，較二零二三年同期約1.3百萬港元（經重列）減少約30.8%。該減少乃主要由於來自一名關連方之貸款利息減少所致。

所得稅開支

期內，本集團來自持續經營業務的所得稅開支約0.6百萬港元，較二零二三年同期約2.2百萬港元（經重列）減少約72.7%。

已終止經營業務

於二零二三年十二月二十二日，本集團出售合富環球有限公司（「合富環球」）及其附屬公司忠信建築有限公司（統稱「合富集團」），其主要從事建築廢物處理服務。合富集團於二零二三年同期的運營已重列為已終止經營業務。本集團於截至二零二三年九月三十日止六個月自已終止經營業務錄得虧損約5.9百萬港元。

有關進一步詳情，請參閱「簡明綜合中期財務報表附註」一節中的附註10—已終止經營業務。

FINANCIAL REVIEW (CONTINUED)

Loss for the Period Attributable to the Owners of the Company

The Group recorded a net loss attributable to the owners of the Company of approximately HK\$3.4 million for the Period, as compared with approximately HK\$9.2 million for the corresponding period in 2023. The decrease in the loss for the Period was mainly attributable to the increase of revenue from digital assets related businesses segment and the disposal of Joint Wealth Group which had recorded a loss of approximately HK\$5.9 million during the same period of 2023.

Capital Structure

The Group's total assets and total liabilities as at 30 September 2024 amounted to approximately HK\$685.1 million (31 March 2024: approximately HK\$1,333.3 million) and approximately HK\$521.2 million (31 March 2024: approximately HK\$1,165.7 million), respectively. The Group's debt ratio (which was expressed as a percentage of total liabilities over total assets) was approximately 76.1% as at 30 September 2024 (31 March 2024: approximately 87.4%).

Liquidity, Financial and Capital Resources

The Group funded its liquidity and capital requirements primarily through capital contributions from the Shareholders, borrowings, internally generated cash flow and proceeds received from the placing of the Company's shares.

As at 30 September 2024, the Group had bank and cash balance of approximately HK\$143.6 million (31 March 2024: approximately HK\$62.0 million).

Gearing Ratio

The gearing ratio is calculated based on the amount of total interest-bearing debts divided by total equity. The gearing ratio of the Group as at 30 September 2024 was approximately 23.6% (31 March 2024: approximately 25.3%).

財務回顧 (續)

本公司擁有人應佔期內虧損

於期內，本集團錄得本公司擁有人應佔虧損淨額約為3.4百萬港元，而二零二三年同期則約為9.2百萬港元。於期內，虧損減少乃主要由於來自數字資產相關業務分部收益增加，以及於二零二三年出售的合富集團錄得同期已終止經營業務虧損約5.9百萬港元所致。

資本結構

於二零二四年九月三十日，本集團的總資產及總負債分別約為685.1百萬港元（二零二四年三月三十一日：約1,333.3百萬港元）及約521.2百萬港元（二零二四年三月三十一日：約1,165.7百萬港元）。於二零二四年九月三十日，本集團的負債比率（以負債總額除以資產總值之百分比呈列）約為76.1%（二零二四年三月三十一日：約87.4%）。

流動資金、財務及資本資源

本集團主要透過股東出資、借貸、內部產生之現金流量以及自配售本公司股份收到的所得款項撥付其流動資金及資本需求。

於二零二四年九月三十日，本集團之銀行及現金結餘約為143.6百萬港元（二零二四年三月三十一日：約62.0百萬港元）。

資產負債比率

資產負債比率乃按計息債務總額除以總權益計算得出。本集團於二零二四年九月三十日的資產負債比率約為23.6%（二零二四年三月三十一日：約25.3%）。

FINANCIAL REVIEW (CONTINUED)

Pledge of Assets

The Group did not have any charge on its assets during the Period.

Risk Disclosures

The Group operates in two main business segments, including foundation, building construction works and ancillary services and digital assets related businesses, each of which carries distinct risks related to its business model and correlation with the macroeconomic environment.

The unaudited condensed consolidated interim financial statements do not include all risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Annual Financial Statements. There have been no material changes in any risk management policies since 31 March 2024.

Capital Commitments

The Group did not have any significant capital commitment as at 30 September 2024 (31 March 2024: Nil).

Contingent Liabilities

The Group, in the ordinary course of its business, is involved in various claims, suits, investigations, and legal proceedings that arise from time to time. Although the Group does not expect that the outcome in any of these legal proceedings, individually or collectively, will have a material adverse effect on its financial position or results of operations, litigation is inherently unpredictable. Therefore, the Group could incur judgements or enter into settlements of claims that could adversely affect its operating results or cash flows in a particular period.

財務回顧 (續)

抵押資產

期內，本集團並無任何資產抵押。

風險披露

本集團經營兩個主要業務分部，包括地基、樓宇建築工程及配套服務、以及數字資產相關業務，各分部具有與其業務模式及與宏觀經濟環境相關性有關的不同風險。

未經審核簡明綜合中期財務報表並不包括於年度財務報表中所有風險管理資料及所需披露內容，並應與年度財務報表一併閱讀。自二零二四年三月三十一日起，風險管理政策並無任何重大變動。

資本承擔

於二零二四年九月三十日，本集團並無任何重大資本承擔（二零二四年三月三十一日：無）。

或然負債

本集團在其日常業務過程中不時涉及各類申索、訴訟、調查及法律程序。儘管本集團並不預期任何該等法律程序的結果（個別或整體）將對其財務狀況或經營業績造成重大不利影響，惟訴訟難以預料。因此，本集團可能會面對索賠裁決或與索賠方達成和解協議而可能對特定期間的其經營業績或現金流量造成不利影響。

PROSPECTS

In 2024, the global economy has shown strong resilience, indicating a trend of steady growth. According to the International Monetary Fund (IMF) forecast in October 2024, global economic growth is expected to maintain a rate of 3.2% in both 2024 and 2025. However, potential risks from complex and volatile political landscapes, geopolitical conflicts, and climate change remain significant. Additionally, the policy adjustments that may follow the U.S. administration transition could impact the global trade and investment environment.

After the pandemic, the Hong Kong Special Administrative Region, as one of the world's financial centers, has leveraged its geographical, policy, and talent advantages to actively seize development opportunities and drive economic growth. With the "Belt and Road" initiative and the Greater Bay Area's development, Hong Kong continues to explore new regional development opportunities. Government data shows that Hong Kong's economy achieved moderate growth in Q2 2024, with real GDP increasing by 3.3% year-on-year.

In the digital assets sector, with the enhancement of global awareness and the gradual refinement of regulatory frameworks worldwide, the industry has shown exciting vitality. After years of market turbulence, the cryptocurrency market has shown a clearer upward trend in 2024. Factors such as Bitcoin halving, the launch of Exchange-traded Funds (ETFs), the U.S. presidential election, and the shift towards a more accommodative interest rate policy have driven the market toward greater depth and liquidity.

According to CoinMarketCap data, as of 30 September 2024, the global market capitalization of digital assets reached US\$2.3 trillion, representing a 39.4% increase since the beginning of the year. The total assets under management of ETFs amounted to US\$5.87 billion. Data from Dune Analytics shows that in September 2024, active blockchain addresses (with at least one on-chain interaction) reached 2.2 million, more than tripling since the end of 2023. The price of Bitcoin also broke the US\$90,000 mark on 13 November, drawing widespread market attention.

As a technology company deeply rooted in the blockchain industry, the Group has continued to seize market opportunities and policy benefits in 2024, contributing to the development of the digital asset industry.

展望

二零二四年，全球經濟展現出強勁韌性，呈現穩健增長的趨勢。根據國際貨幣基金組織(IMF)二零二四年十月的預測，二零二四年和二零二五年，全球經濟將保持3.2%的增長率。然而，複雜多變的政治局勢、地緣政治衝突及氣候變化帶來的潛在風險依然不可忽視。此外，美國新一屆政府上台後可能帶來的政策調整，也可能影響全球貿易與投資環境。

疫情之後，香港特別行政區作為全球金融中心之一，憑藉地理、政策和人才優勢，積極把握發展機遇，推動經濟發展。結合「一帶一路」倡議及粵港澳大灣區建設，香港不斷尋求新的區域發展機遇。政府數據顯示，二零二四年第二季度香港經濟繼續實現溫和增長，實質本地生產總值按年增長3.3%。

在數字資產領域，隨著全球認知的提升及各國監管框架的逐步完善，行業展現出令人興奮的活力。加密貨幣市場在經歷多年的震盪調整後，二零二四年形成更為清晰的上行趨勢。比特幣減半、指數股票型基金(ETFs)的推出、美國總統大選及利率政策的寬鬆轉向等因素，推動市場向更深入、更具流動性的方向發展。

根據CoinMarketCap的數據顯示，截至二零二四年九月三十日，全球數字資產市值達2.3萬億美元，較年初增長了39.4%；ETF之總資產管理規模為58.7億美元。Dune Analytics數據顯示，二零二四年九月區塊鏈活躍地址（至少鏈上互動一次）為220萬，較二零二三年底增長逾三倍。比特幣價格也於十一月十三日突破9萬美元大關，引起市場廣泛關注。

作為一家深耕於區塊鏈行業的科技公司，本集團在二零二四年繼續抓住市場機遇和政策紅利，為數字資產行業的發展貢獻力量。

PROSPECTS (CONTINUED)

During the Period, the Group actively developed its on-chain data-related blockchain explorer business, continuously updating the product to meet market demands. Currently, OKLink Fintech Limited (“OKLink Fintech”) has launched 55+ blockchain explorers, offering more than 2,000 TB of data and 2.9 billion address labels, meeting the needs of various ecosystem participants. Community users can conduct data and market analysis through visualization tools, such as address monitoring and large transaction tracking. For single-chain or multi-chain DApp developers, OKLink Fintech provides comprehensive development support, including smart contracts, bytecode decompilers, similar contract searches, and debug tracing. For public chain developers, OKLink Fintech launched the Explorer-as-a-Service (EAAS) solution this year.

During the Period, the Group’s digital assets related businesses maintained steady growth. The revenue from proprietary trading in digital assets and net fair value changes on digital assets in the Period amounted to approximately HK\$35.9 million, representing an increase of about 16.6% from approximately HK\$30.8 million in the same period of 2023. To reduce the Group’s risk exposures, the Group has prudently reduced the investment scale of this division. At the same time, we closely monitor market dynamics and actively adjust the trading strategies to achieve better financial returns.

During the Period, the Group continued to support compliance development of the industry by utilizing compliance tools such as “Chaintelligence” to assist regulatory and law enforcement agencies in maintaining market order in the Web3 sector. Additionally, by leveraging extensive industry experience and technical resources, the Group provided training to regulatory and law enforcement agencies, contributing to the establishment of an innovative and transparent Web3 ecosystem. Notably, we conducted over 10 training sessions domestically and internationally, and provided technical support for more than 300 related cases.

In the sector of the foundation and building construction works and ancillary services, the Group’s revenue during the Period was approximately HK\$157.0 million, a 74.6% increase as compared with the same period last year. During the Period, due to the relatively sluggish performance of Hong Kong’s real estate industry, the Group was not awarded any new projects. The Group will closely monitor market trends and carefully evaluate and adjust the future direction of its construction-related business.

We firmly believe that digital assets will ignite the future direction of global development, with on-chain data serving as its foundation. Looking ahead, in the face of a complex and ever-changing global economy and industry environment, the Group will remain committed to its mission, driving business growth through innovation and focusing on customer needs. We will contribute to the widespread adoption of blockchain technology and the development of the Web3 industry, continuously creating long-term returns for our Shareholders.

展望 (續)

期內，本集團積極發展鏈上數據相關的區塊鏈瀏覽器業務，持續更新迭代產品以滿足市場需求。目前，OKLink Fintech Limited (「OKLink Fintech」) 已上線55+區塊鏈瀏覽器，提供超過2,000TB數據和29億地址標籤，滿足多生態角色的使用。社區用戶可通過數據可視化工具（如地址監控、大額異動等）快速進行數據和市場分析。對於單鏈或多鏈DApp開發者，OKLink Fintech提供全面的開發支持，如智能合約、字節碼反編譯器、相似合約搜索和調試追蹤。面向公鏈開發者，OKLink Fintech今年推出了Explorer-as-a-Service (EAAS)解決方案。

期內，本集團數字資產相關業務保持穩健發展。期內數字資產交易的收益以及數字資產的淨公平值變動約為35.9百萬港元，較二零二三年同期的約30.8百萬港元，增加約16.6%。為降低本集團的風險敞口，本集團適當減少了此分部的投資規模。同時我們也緊跟市場的動態變化，積極調整交易策略，以期達到更好的財務回報。

期內，本集團繼續支持行業合規發展，運用「鏈上天眼」等合規工具，協助監管及執法機構維護Web3行業的市場秩序。此外，憑藉豐富的行業經驗和技術資源，本集團為監管及執法機構提供培訓，致力於構建創新和透明的Web3體系。其中境內外培訓超過10場，為超過300起相關案件提供技術支持。

於地基、樓宇建築工程及相關配套服務方面，本集團於期內的收益約為157.0百萬港元，較去年同期增長74.6%。期內，由於香港房地產行業表現較為低迷，本集團並無獲授任何新項目。本集團將密切關注市場動向，審慎評估並調整建築相關業務的未來發展方向。

我們堅信數字資產將會引爆世界未來的發展方向，鏈上數據是其發展的基礎。展望未來，面對複雜多變的全球經濟和行業環境，本集團將繼續堅守初心，以創新驅動業務發展，以客戶需求為導向，為區塊鏈技術的普及應用和Web3行業的發展貢獻力量，持續為股東創造長遠的回報。

Other Information

其他資料

EMPLOYEES AND REMUNERATION POLICY

As at 30 September 2024, the Group employed a total of 120 staff (31 March 2024: 106 staff). Total staff costs including directors' emoluments for the Period, amounted to approximately HK\$40.5 million (30 September 2023: approximately HK\$35.2 million (restated)). The salary and benefit levels of the employees of the Group are competitive, and individual performance is rewarded through the Group's salary and bonus system. The Group provides adequate job training to the employees to equip them with practical knowledge and skills.

SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS

The Group did not have any significant investments held or any material acquisitions or disposals of subsidiaries or associated companies as at 30 September 2024.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

As at 30 September 2024, the Company did not have any future plans for material investments or capital assets.

EVENTS AFTER THE REPORTING PERIOD

No significant event has taken place after the end of the Period.

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 Period.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2024, the interests or short positions of the Directors and chief executive of the Company and their respective associates in the shares, underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") were as follows:

僱員及薪酬政策

於二零二四年九月三十日，本集團合共僱用120名員工（二零二四年三月三十一日：106名員工）。期內員工成本總額（包括董事酬金）達約40.5百萬港元（二零二三年九月三十日：約35.2百萬港元（經重列））。本集團僱員薪金及福利水平具有競爭性，而個人表現乃透過本集團薪金及紅利制度予以獎勵。本集團為僱員提供充足職業培訓以使彼等具備實用知識及技能。

重大投資、重大收購及出售

於二零二四年九月三十日，本集團並無持有任何重大投資或進行任何重大收購或出售附屬公司或聯營公司。

重大投資或資本資產之未來計劃

於二零二四年九月三十日，本公司並無任何重大投資或資本資產之未來計劃。

報告期後事項

期末後概無發生重大事項。

購買、出售或贖回本公司上市證券

期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

董事及主要行政人員於股份、相關股份及債權證中的權益及淡倉

於二零二四年九月三十日，董事及本公司主要行政人員與彼等各自之聯繫人於本公司及其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中，擁有記錄於本公司根據證券及期貨條例第352條須置存之登記冊內之權益或淡倉，或根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄C3所載上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及聯交所之權益或淡倉如下：

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (CONTINUED)

董事及主要行政人員於股份、相關股份及債權證中的權益及淡倉 (續)

Long positions in the shares of associated corporation of the Company

於本公司相聯法團股份的好倉

Name of Director	Name of associated corporation	Capacity/ Nature of interests	Position (Long/Short)	Number of shares held in associated corporation	Approximate percentage of interest in associated corporation ^(Note 2) 佔於相聯法團權益概約百分比 ^(附註2)
董事姓名	相聯法團名稱	身份/ 權益性質	倉位 (好倉/淡倉)	於相聯法團持有的股份數目	
Mr. Tang Yue ^(Note 1)	OKC Holdings Corporation	Interest of a controlled corporation	Long	8,578,654 shares	7.39%
唐越先生 ^(附註1)	OKC Holdings Corporation	受控制法團權益	好倉	8,578,654股	7.39%

Notes:

- (1) Mr. Tang Yue ("Mr. Tang") is deemed or taken to be interested in 8,578,654 shares of OKC Holdings Corporation ("OKC"), the substantial shareholder of the Company, by virtue of the fact that his wholly-owned company, Purple Mountain Holding Ltd., holds direct interest in 3,898,103 ordinary shares, 3,068,409 series seed preferred shares and 1,612,142 series A-1 preferred shares of par value of USD0.0001 each of OKC, representing approximately 7.39% of the total issued share capital of OKC. Each series seed preferred share and series A-1 preferred share could be convertible into one ordinary share.

Thus, Mr. Tang is deemed or taken to be interested in approximately 7.39% of the shares in OKC, an associated corporation of the Company pursuant to the SFO.

- (2) As at 30 September 2024, the total number of issued shares of the Company was 5,370,510,000 shares.

Save as disclosed above, none of the Directors or chief executive of the Company or any of their associates had, or were deemed to hold, any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as at 30 September 2024.

附註：

- (1) 唐越先生（「唐先生」）因其全資公司Purple Mountain Holding Ltd.於本公司之主要股東OKC Holdings Corporation（「OKC」）之3,898,103股普通股、3,068,409股種子系列優先股及1,612,142股每股面值0.0001美元之A-1系列優先股中持有直接權益，相當於OKC已發行股本總額約7.39%，故被視為或被當作於OKC的8,578,654股股份中擁有權益。每股種子系列優先股及A-1系列優先股可轉換為一股普通股。

因此，根據證券及期貨條例，唐先生被視為或被當作於本公司之相聯法團OKC的股份中擁有約7.39%權益。

- (2) 於二零二四年九月三十日，本公司之已發行股份總數為5,370,510,000股。

除上文所披露者外，於二零二四年九月三十日，董事或本公司主要行政人員或彼等之任何聯繫人概無於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）之任何股份、相關股份及債權證中，擁有或被視為持有記錄於本公司根據證券及期貨條例第352條須置存之登記冊內之任何權益或淡倉，或根據標準守則須知會本公司及聯交所之任何權益或淡倉。

Other Information

其他資料

SUBSTANTIAL SHAREHOLDERS' AND OTHERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

主要股東及其他人士於股份及相關股份中的權益及淡倉

As at 30 September 2024, so far as was known to the Directors, the following persons (other than the Directors or chief executive of the Company) had interests or short positions in the shares and underlying shares which are required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO, were as follows:

於二零二四年九月三十日，就董事所知，下列人士（董事或本公司主要行政人員除外）於股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露的權益或淡倉，或須記錄於本公司根據證券及期貨條例第336條須置存的登記冊內的權益或淡倉如下：

Name of Shareholder 股東名稱	Capacity/ Nature of interests 身份／權益性質	Position (Long/Short) 倉位 (好倉／淡倉)	Number of shares held/ interested 持有／擁有權益 的股份數目	Approximately percentage of the total issued shares 佔已發行股份 總數概約百分比 ^(附註2)
OKC Holdings Corporation ^(Note 1) OKC Holdings Corporation ^(附註1)	Beneficial owner 實益擁有人	Long 好倉	3,904,925,001 shares 3,904,925,001股	72.71%
Mr. Xu Mingxing ^(Note 1) 徐明星先生 ^(附註1)	Interests in a controlled corporation 受控法團權益	Long 好倉	3,904,925,001 shares 3,904,925,001股	72.71%

Notes:

(1) Mr. Xu Mingxing ("Mr. Xu") is deemed to be interested in the 3,904,925,001 shares of the Company held by OKC pursuant to the SFO. Mr. Xu holds an aggregate interest of approximately 74.01% in OKC through: (i) his wholly-owned companies named OKEM Services Company Limited and StarXu Capital Limited ("StarXu Capital"), which holds direct interest in OKC of approximately 43.89% and 29.26%, respectively; and (ii) SKY CHASER HOLDINGS LIMITED ("SKY CHASER") in which StarXu Capital has interest of approximately 73.52%. As SKY CHASER directly holds approximately 1.17% interest in OKC, accordingly, Mr. Xu holds approximately 0.86% indirect interest of OKC through SKY CHASER.

(2) As at 30 September 2024, the total number of issued shares of the Company was 5,370,510,000 shares.

附註：

(1) 根據證券及期貨條例，徐明星先生（「徐先生」）被視為於OKC持有的3,904,925,001股本公司股份中擁有權益。徐先生透過：(i)其全資公司OKEM Services Company Limited及StarXu Capital Limited（「StarXu Capital」），分別持有OKC約43.89%及29.26%直接權益；及(ii) SKY CHASER HOLDINGS LIMITED（「SKY CHASER」），其中StarXu Capital持有約73.52%權益，徐先生於OKC共擁有約74.01%權益。由於SKY CHASER直接持有OKC約1.17%權益，因此徐先生透過SKY CHASER間接持有OKC約0.86%權益。

(2) 於二零二四年九月三十日，本公司之已發行股份總數為5,370,510,000股。

Save as disclosed above, no other person (other than the Directors and the chief executive of the Company) held any interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO or according to information available to the Company as at 30 September 2024.

除上文所披露者外，於二零二四年九月三十日，概無其他人士（董事及本公司主要行政人員除外）於本公司之股份及相關股份中擁有任何須記錄於本公司根據證券及期貨條例第336條之規定須置存之登記冊內或根據本公司可得之資料之任何權益或淡倉。

PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

During the Period, the Group did not have any pledge of shares by the controlling Shareholder.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the “**Share Option Scheme**”) on 12 August 2015. The terms of the Share Option Scheme are in accordance with the provisions of Chapter 17 of the Listing Rules. The main purpose of the Share Option Scheme is to motivate employees to optimize their performance efficiency for the benefit of the Company.

The Share Option Scheme shall be valid and effective for a period of ten (10) years from the date of adoption unless otherwise terminated in accordance with the terms stipulated therein.

The maximum number of shares in respect of which options may be granted under the Share Option Scheme shall not in aggregate exceed the maximum number of shares permissible under the Listing Rules, currently being 3.63% of the total number of shares in issue as at the date of this report.

The maximum entitlement of each participant under the Share Option Scheme must not, during any 12-month period, exceed the maximum number of shares permissible under the Listing Rules (which is 1% of the total number of shares in issue as at the date of this report, being 526,200,000 ordinary shares).

The exercise price shall be at least the highest of (i) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet on the date of grant; and (ii) the average of the closing prices of the shares as stated in the Stock Exchange's daily quotations sheets for the five (5) business days immediately preceding the date of grant. The exercise period of share option granted under the Share Option Scheme is determined by the Board at its absolute discretion, and shall expire no later than the 10th anniversary of the date on which the share option is granted.

During the Period, no option of the Company was granted, exercised, cancelled or lapsed. As at the date of this Report, there was no outstanding share options under the Share Option Scheme. The total number of shares available for grant by the Company under the Share Option Scheme as at 1 April 2024 and 30 September 2024 was 195,100,000 shares, which represents approximately 3.63% of the Company's issued shares as at 30 September 2024.

控股股東質押股份

期內，控股股東並無質押本集團之任何股份。

購股權計劃

本公司於二零一五年八月十二日採納一項購股權計劃（「購股權計劃」）。購股權計劃之條款乃根據上市規則第十七章之規定釐定。購股權計劃的主要目的為激勵僱員為本公司的利益而提高其績效。

購股權計劃於採納當日起十(10)年期間有效，倘根據其中所載條款終止，則另當別論。

根據購股權計劃可授出購股權涉及之最高股份數目合共不得超過上市規則所容許的最高股份數目，現時為本報告日期已發行股份總數之3.63%。

於任何12個月期間，每名參與者根據購股權計劃享有的最高權利不得超過上市規則所容許的最高股份數目（即本報告日期已發行股份總數之1%，即526,200,000股普通股）。

行使價應至少為下列各項中之最高者：(i)聯交所每日報價表所報股份於授出日期之收市價；及(ii)聯交所每日報價表所報股份於緊接授出日期前五(5)個營業日之平均收市價。根據購股權計劃授出的購股權行使期由董事會全權酌情釐定，並將不遲於授出購股權日期10週年屆滿。

期內，概無本公司購股權已授出、獲行使、已註銷或已失效。於本報告日期，購股權計劃項下並無尚未行使購股權。於二零二四年四月一日及二零二四年九月三十日，本公司根據購股權計劃可授出股份總數為195,100,000股，佔本公司於二零二四年九月三十日已發行股份約3.63%。

Other Information

其他資料

INTERIM DIVIDEND

No interim dividend was declared by the Board during the Period (30 September 2023: Nil).

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Board is committed to upholding a high standards of corporate governance practices and business ethics in the firmly believing that they are crucial to improving the efficiency and performance of the Group and to safeguarding the interests of the Shareholders. The Board reviews the Company's corporate governance practices from time to time in order to meet the expectations of stakeholders, comply with increasingly stringent regulatory requirements, and to fulfill its commitment to excellence in corporate governance.

During the Period, to the best knowledge of the Board, the Company has applied the principles of and complied with the applicable code provisions of the Corporate Governance Code as set out in Appendix C1 of the Listing Rules (the "CG Code") contained therein except for the following deviations:

The code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separated and should not be performed by the same individual.

Mr. Ren Yunan serves as an executive Director, the chairman of the Board (the "Chairman") as well as the chief executive officer (the "Chief Executive Officer") of the Company. The Board believes that vesting the roles of both Chairman and Chief Executive Officer in the same person provides the Company with strong and consistent leadership, allows for effective and efficient planning and implementation of business decisions and strategies, and is beneficial to the business prospects and management of the Group. Although Mr. Ren performs both the roles of Chairman and Chief Executive Officer, the division of responsibilities between the Chairman and Chief Executive Officer is clearly established. These two roles are performed by Mr. Ren distinctly.

The Board will examine and review, from time to time, the Company's corporate governance practices and operations in order to meet the relevant provisions under the CG Code and to protect the Shareholders' interest.

中期股息

董事會不宣派期內之中期股息 (二零二三年九月三十日：無)。

遵守企業管治守則

董事會致力於維護高標準企業管治常規及商業道德，堅信此對提高本集團效率及業績以及維護股東利益至關重要。董事會不時檢討本公司企業管治常規，以符合持份者期望及日益嚴格的監管要求，並履行其對卓越企業管治的承諾。

期內，據董事會所深知，本公司已應用上市規則附錄C1所載企業管治守則（「企業管治守則」）原則並遵守其適用守則條文，惟以下偏離者除外：

企業管治守則的守則條文C.2.1規定，主席與行政總裁的角色應分開，且不應由同一人兼任。

任煜男先生擔任本公司執行董事、董事會主席（「主席」）兼行政總裁（「行政總裁」）。董事會相信由一人兼任主席及行政總裁的職位為本公司提供強大一貫的領導，從而達到有效及高效率的業務決策及策略的規劃及實施，且有益於本集團的業務前景及管理。儘管任先生兼任主席及行政總裁，惟主席與行政總裁間的職責仍有清晰劃分。該兩個職位由任先生清晰執行。

董事會將不時審查及檢討本公司的企業管治常規及營運，以符合企業管治守則的相關規定並保障股東利益。

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding directors' securities transactions with terms no less exacting than the required standard set out in the Model Code. The Company has made specific enquiry of all Directors and all those Directors have confirmed that they have complied with the required standard set out in the Model Code during the Period and up to the date of this Report.

AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) with the Listing Rules and written terms of reference in compliance with code provision D.3.3 and 3.7 of the CG Code.

As at the date of this report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Li Zhouxin (Chairman of the Audit Committee), Mr. Lee Man Chiu and Mr. Jiang Guoliang.

The main duties of the Audit Committee are, inter alia, (i) to ensure the objectivity and credibility of the Company's financial reporting and internal control procedures as well as to maintain an appropriate relationship with the external auditor of the Company; (ii) to review half-yearly and annual results of the Group; (iii) to review the risk management and internal control systems, the effectiveness of the internal audit function of the Group; and (iv) to review the coverage and effectiveness of the whistleblowing policy of the Company (the “**Whistleblowing Policy**”) and to investigate the reports submitted through the channels described in the Whistleblowing Policy.

REVIEW OF INTERIM RESULTS

The Group's unaudited condensed consolidated interim financial information for the Period has been reviewed by the Audit Committee. The Audit Committee was of the opinion that the preparation of such results complied with the applicable accounting standards, principles, policies and requirements as well as the Listing Rules and other applicable legal requirements and that adequate disclosures have been made.

董事進行證券交易的標準守則

本公司已採納有關董事進行證券交易的行為守則，其條款不遜於標準守則所載的規定標準。本公司已對全體董事作出具體查詢，且所有該等董事均已確認彼等於期內及截至本報告日期已遵從標準守則所載規定標準。

審核委員會

本公司已根據上市規則及遵照企業管治守則守則條文第D.3.3及3.7條之書面職權範圍，成立審核委員會（「**審核委員會**」）。

於本報告日期，審核委員會包括三名獨立非執行董事，即李周欣先生（審核委員會主席）、李文昭先生及蔣國良先生。

審核委員會主要職責為（其中包括）：(i)確保本公司財務報告及內部控制程序的客觀性及可信性，並與本公司外聘核數師保持適當關係；(ii)審閱本集團半年度及年度業績；(iii)檢討本集團風險管理及內部控制系統，以及內部審核功能的成效；及(iv)檢討本公司舉報政策（「**舉報政策**」）的涵蓋範圍及成效，並調查透過舉報政策所述途徑提交的舉報。

審閱中期業績

本集團於期內之未經審核簡明綜合中期財務資料已由審核委員會審閱。審核委員會認為編製相關業績符合適用會計準則、原則、政策以及規定以及上市規則及其他適用法律規定且已作出充分披露。

ACKNOWLEDGEMENT

On behalf of the Board, I would like to express my sincere gratitude to all our staff for their dedication and contribution to the Group. In addition, I would like to thank all our Shareholders and investors for their support and our customers for their patronage.

By order of the Board

OKG Technology Holdings Limited

Ren Yunan

Chairman, Chief Executive Officer and Executive Director

Hong Kong, 26 November 2024

致謝

本人謹代表董事會向全體員工對本集團付出之竭誠努力及寶貴貢獻致以衷心謝意，並感謝所有股東及投資者以及客戶之支持。

承董事會命

歐科雲鏈控股有限公司

主席、行政總裁兼執行董事

任煜男

香港，二零二四年十一月二十六日

Condensed Consolidated Interim Statement of Profit or Loss and Other Comprehensive Income

簡明綜合中期損益及其他全面收益表

For the six months ended 30 September 2024 截至二零二四年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列) (Note 10) (附註10)
	Note 附註		
Continuing operations	持續經營業務		
Revenue	收益	195,727	123,546
Cost of sales	銷售成本	(153,548)	(89,475)
Gross profit	毛利	42,179	34,071
Other income, gains and (losses), net	其他收入、收益及(虧損)淨額	1,292	1,975
Administrative and other operating expenses	行政及其他經營開支	(50,154)	(42,428)
Reversal of impairment on financial assets and contract assets, net	金融資產及合約資產之減值撥回淨額	4,618	6,378
Operating loss	經營虧損	(2,065)	(4)
Finance costs	融資成本	(911)	(1,341)
Loss before income tax	除所得稅前虧損	(2,976)	(1,345)
Income tax expenses	所得稅開支	(581)	(2,224)
Loss for the period from continuing operations	來自持續經營業務之期內虧損	(3,557)	(3,569)
Discontinued operation	已終止經營業務		
Loss for the period from discontinued operation	來自已終止經營業務之期內虧損	-	(5,929)
Loss for the period	期內虧損	(3,557)	(9,498)
Other comprehensive loss	其他全面虧損		
<i>Item that may be reclassified subsequently to profit or loss:</i>	<i>其後可能重新分類至損益之項目：</i>		
Exchange differences arising from translation of foreign operations	換算海外業務產生之匯兌差額	(58)	(175)
Other comprehensive loss for the period, net of tax	期內其他全面虧損，扣除稅項	(58)	(175)
Total comprehensive loss for the period	期內全面虧損總額	(3,615)	(9,673)

Condensed Consolidated Interim Statement of Profit or Loss and Other Comprehensive Income

簡明綜合中期損益及其他全面收益表

For the six months ended 30 September 2024 截至二零二四年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列) (Note 10) (附註10)
		Note 附註	
Loss for the period attributable to owners of the Company	本公司擁有人應佔期內虧損		
– From continuing operations	– 來自持續經營業務	(3,396)	(3,259)
– From discontinued operation	– 來自已終止經營業務	–	(5,929)
Loss for the period attributable to owners of the Company	本公司擁有人應佔期內虧損	(3,396)	(9,188)
Loss for the period attributable to non-controlling interests	非控股權益應佔期內虧損		
– From continuing operations	– 來自持續經營業務	(161)	(310)
		(3,557)	(9,498)
Total comprehensive (loss)/income attributable to:	以下人士應佔全面(虧損)/收入總額:		
Owners of the Company	本公司擁有人	(77)	(1)
Non-controlling interests	非控股權益	19	(174)
		(58)	(175)
Total comprehensive loss attributable to owners of the Company:	本公司擁有人應佔全面虧損總額:		
– From continuing operations	– 來自持續經營業務	(3,473)	(3,260)
– From discontinued operation	– 來自已終止經營業務	–	(5,929)
		(3,473)	(9,189)
Loss per share attributable to owners of the Company	本公司擁有人應佔每股虧損		
From continuing and discontinued operations	來自持續經營及已終止經營業務		
– Basic and diluted	– 基本及攤薄	(0.06)	(0.17)
From continuing operations	來自持續經營業務		
– Basic and diluted	– 基本及攤薄	(0.06)	(0.06)

Details of dividends are disclosed in Note 12 to the condensed consolidated interim financial statements.

股息之詳情披露於簡明綜合中期財務報表附註12。

Condensed Consolidated Interim Statement of Financial Position

簡明綜合中期財務狀況表

At 30 September 2024 於二零二四年九月三十日

			At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	13	4,690	4,431
Right-of-use assets	使用權資產	14	6,264	1,949
Intangible assets	無形資產		200	200
			11,154	6,580
Current assets	流動資產			
Trade and other receivables	貿易及其他應收賬款	15	40,648	52,339
Contract assets	合約資產		48,618	45,957
Digital assets	數字資產		420,111	1,123,081
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產		19,125	19,336
Trust bank balance held on behalf of customers	代表客戶持有之信託銀行結餘		1,888	24,047
Bank balances and cash	銀行結餘及現金		143,584	61,954
			673,974	1,326,714
Total assets	資產總值		685,128	1,333,294
EQUITY	權益			
Capital and reserves	資本及儲備			
Share capital	股本	16	26,853	26,853
Reserves	儲備		135,359	138,832
Equity attributable to the owners of the Company	本公司擁有人應佔權益		162,212	165,685
Non-controlling interests	非控股權益		1,757	1,899
Total equity	權益總額		163,969	167,584

Condensed Consolidated Interim Statement of Financial Position

簡明綜合中期財務狀況表

At 30 September 2024 於二零二四年九月三十日

			At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
LIABILITIES	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	13	601	108
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付賬款	17	92,367	112,630
Contract liabilities	合約負債		1,546	1,304
Liabilities due to customers	應付客戶負債		1,888	24,047
Amounts due to former subsidiaries	應付前附屬公司款項		10,641	16,942
Amount due to a related party	應付一名關連方款項		18,894	18,585
Loan from a related party	來自一名關連方之貸款	18	32,464	40,400
Borrowings	借款		356,821	940,261
Lease liabilities	租賃負債	13	5,646	1,892
Current income tax liabilities	即期所得稅負債		291	9,541
			520,558	1,165,602
Total liabilities	負債總額		521,159	1,165,710
Total equity and liabilities	權益及負債總額		685,128	1,333,294
Net current assets	淨流動資產		153,416	161,112
Total assets less current liabilities	資產總值減流動負債		164,570	167,692

Condensed Consolidated Interim Statement of Changes in Equity

簡明綜合中期權益變動表

For the six months ended 30 September 2024 截至二零二四年九月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔						Non-	Total	
		Share capital	Share premium	Capital reserve	Merger reserve	Translation reserve	Accumulated losses	controlling interests	equity	
		股本	股份溢價	資本儲備	合併儲備	匯兌儲備	累計虧損	非控股	總權益	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	權益	HK\$'000	
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	
				(Note a) (附註a)	(Note b) (附註b)					
							Sub-total	小計		
Balance at 1 April 2023 (Audited)	於二零二三年四月一日的結餘 (經審核)	26,853	239,372	7,922	1	1,176	(69,770)	205,554	3,041	208,595
Loss for the period	期內虧損	-	-	-	-	-	(9,188)	(9,188)	(310)	(9,498)
Other comprehensive loss for the period	期內其他全面虧損	-	-	-	-	(1)	-	(1)	(174)	(175)
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	(1)	(9,188)	(9,189)	(484)	(9,673)
Balance at 30 September 2023 (Unaudited)	於二零二三年九月三十日的結餘 (未經審核)	26,853	239,372	7,922	1	1,175	(78,958)	196,365	2,557	198,922
Balance at 1 April 2024 (Audited)	於二零二四年四月一日的結餘 (經審核)	26,853	239,372	7,922	1	1,266	(109,729)	165,685	1,899	167,584
Loss for the period	期內虧損	-	-	-	-	-	(3,396)	(3,396)	(161)	(3,557)
Other comprehensive (loss)/ income for the period	期內其他全面 (虧損)/ 收益	-	-	-	-	(77)	-	(77)	19	(58)
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	(77)	(3,396)	(3,473)	(142)	(3,615)
Balance at 30 September 2024 (Unaudited)	於二零二四年九月三十日的結餘 (未經審核)	26,853	239,372	7,922	1	1,189	(113,125)	162,212	1,757	163,969

Notes:

附註：

- | | |
|---|---|
| <p>a. The capital reserve represents the deemed capital contribution from the Company's shareholder in relation to listing expenses reimbursed to the Company in prior years.</p> | <p>a. 資本儲備指視作本公司股東出資，與報銷本公司於過往年度的上市開支有關。</p> |
| <p>b. The merger reserve represents the difference between the nominal value of the shares issued by the Company in exchange for the nominal value of the share capital of its subsidiaries arising from the reorganisation in prior years.</p> | <p>b. 合併儲備指本公司為交換其附屬公司因於過往年度重組產生的股本之面值而發行股份的面值間之差額。</p> |

Condensed Consolidated Interim Statement of Cash Flows

簡明綜合中期現金流量表

For the six months ended 30 September 2024 截至二零二四年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)
Net cash generated from operating activities	經營活動所得淨現金	92,491	10,012
Net cash used in investing activities	投資活動所用淨現金	(946)	(9,722)
Net cash used in financing activities	融資活動所用淨現金	(11,129)	(6,764)
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物淨增加／(減少)	80,416	(6,474)
Effect of foreign exchange rate changes	匯率變動之影響	1,214	820
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	60,427	89,110
Cash and cash equivalents at end of the period	期末現金及現金等價物	142,057	83,456

Notes to the Condensed Consolidated Interim Financial Statements

簡明綜合中期財務報表附註

1. GENERAL INFORMATION

The Company is an exempted company with limited liability company incorporated in the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 2 September 2015. Its parent company is OKC Holdings Corporation, a company incorporated in the Cayman Islands with limited liability and controlled by Mr. Xu Mingxing. The address of the Company’s registered office is Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman, KY1-1108, Cayman Islands. The address of the Company’s principal place of business in Hong Kong is Unit 902-903, 9th Floor, Sino Plaza, 255-257 Gloucester Road, Causeway Bay, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in provision of foundation, building construction works and ancillary services, digital assets related businesses, technical services, and other businesses. The Group was also engaged in the construction wastes handling services which was disposed in the financial year ended 31 March 2024 (see note 10).

The condensed consolidated interim financial statements are presented in Hong Kong dollars (“**HK\$**”) which is also the functional currency of the Company, unless otherwise stated.

2. BASIS OF PREPARATION

The condensed consolidated interim financial statements for the six months ended 30 September 2024 have been prepared in accordance with the Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“**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 condensed consolidated interim financial statements should be read in conjunction with the Group’s audited annual financial statements for the year ended 31 March 2024 (the “**Annual Financial Statements**”).

1. 一般資料

本公司為於開曼群島註冊成立的獲豁免有限公司及其股份於香港聯合交易所有限公司（「**聯交所**」）主板上市，自二零一五年九月二日起生效。其母公司為OKC Holdings Corporation（一間於開曼群島註冊成立的有限公司，由徐明星先生控制）。本公司的註冊辦事處地址為Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman, KY1-1108, Cayman Islands。本公司於香港的主要營業地點為香港銅鑼灣告士打道255-257號信和廣場9樓902-903室。

本公司為投資控股公司。本集團主要從事提供地基、樓宇建築工程及配套服務、數字資產相關業務、技術服務及其他業務。本集團亦從事建築廢物處理服務，該服務已於截至二零二四年三月三十一日止財政年度出售（見附註10）。

除另有訂明外，簡明綜合中期財務報表乃以港元（「**港元**」）呈列，港元亦為本公司之功能貨幣。

2. 編製基準

截至二零二四年九月三十日止六個月的簡明綜合中期財務報表已根據香港會計師公會（「**香港會計師公會**」）頒佈的香港會計準則（「**香港會計準則**」）第34號「中期財務報告」以及聯交所證券上市規則（「**上市規則**」）附錄D2的適用披露規定予以編製。簡明綜合中期財務報表應與本集團截至二零二四年三月三十一日止年度的經審核年度財務報表（「**年度財務報表**」）一併閱讀。

3. SIGNIFICANT ACCOUNTING POLICIES

The condensed consolidated interim financial statements have been prepared on the historical cost basis except for financial assets at fair value through profit or loss which are carried at fair value.

Other than changes in accounting policies resulting from application of new and amendments to Hong Kong Financial Reporting Standards (“HKFRSs”), the significant accounting policies used in the preparation of condensed consolidated interim financial statements are consistent with those described in the Annual Financial Statements.

Application of amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following amendments to HKFRSs issued by the HKICPA which are mandatory and effective for the annual period beginning on or after 1 April 2024 for the preparation of the Group's condensed consolidated interim financial statements:

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

The application of the amendments to HKFRSs in the current 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 interim financial statements.

3. 重大會計政策

簡明綜合中期財務報表乃根據歷史成本法編製，惟以公平值列賬按公平值計入損益之金融資產除外。

除因應用新訂及經修訂香港財務報告準則（「香港財務報告準則」）而產生之會計政策變動外，編製簡明綜合中期財務報表所使用的重大會計政策與年度財務報表中所述者一致。

應用經修訂香港財務報告準則

於本中期期間，本集團已就編製本集團簡明綜合中期財務報表首次應用下列由香港會計師公會頒佈之經修訂香港財務報告準則，有關準則於二零二四年四月一日或之後開始之年度期間強制生效：

香港財務報告準則第16號之修訂	售後租回中之租賃負債
香港會計準則第1號之修訂	將負債分類為流動或非流動及香港詮釋第5號（二零二零年）之相關修訂
香港會計準則第1號之修訂	附帶契約之非流動負債
香港會計準則第7號及香港財務報告準則第7號之修訂	供應商融資安排

於本期間應用經修訂香港財務報告準則並無對本集團於本期間及過往期間之財務狀況及表現及／或該等簡明綜合中期財務報表所載之披露產生重大影響。

4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

4.1 Financial risk factors

The Group's activities exposed it to a variety of financial risks: market risk, credit risk and liquidity risk.

The condensed consolidated interim financial statements do not include all financial risk management information and disclosures required in the Annual Financial Statements, and should be read in conjunction with the Annual Financial Statements.

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

4.2 Liquidity risk

Compared to the year end, there have been no material changes to the policies and practices for the Group's liquidity and funding risks management as described in the Annual Financial Statements.

4.3 Fair value estimation

The table below analyses the Group's financial instruments carried at fair value as at 30 September 2024 and 31 March 2024 by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorised into three levels within a fair value hierarchy as follows:

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

4. 財務風險管理及金融工具

4.1 財務風險因素

本集團之活動令其承受多種財務風險：市場風險、信貸風險及流動資金風險。

簡明綜合中期財務報表不包括於年度財務報表所需之所有財務風險管理資料及披露事項，並應與年度財務報表一併閱讀。

自年底以來風險管理政策並無任何變動。

4.2 流動資金風險

與年末相比，年度財務報表所述本集團的流動資金及資金風險管理政策及慣例並無重大變動。

4.3 公平值估計

下表按計量公平值之估值技術所用輸入數據的層級，分析於二零二四年九月三十日及二零二四年三月三十一日本集團按公平值列賬的金融工具。有關輸入數據在公平值等級內分類為如下三個等級：

- 相同資產或負債於活躍市場的報價（未經調整）（第一級）。
- 除第一級所包括的報價外，資產或負債的直接（如價格）或間接（即價格衍生物）可觀察的輸入數據（第二級）。
- 並非依據可觀察的市場數據釐定的資產或負債的輸入數據（即不可觀察輸入數據）（第三級）。

4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

4.3 Fair value estimation (continued)

Financial assets and liabilities

		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 30 September 2024 (Unaudited)	於二零二四年九月三十日 (未經審核)				
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產				
- Listed equity securities	- 上市股本證券	684	-	-	684
- Listed investment fund	- 上市投資基金	10,075	-	-	10,075
- Wealth management products	- 理財產品	-	4,120	-	4,120
- Unlisted investment fund	- 非上市投資基金	-	-	4,246	4,246
		10,759	4,120	4,246	19,125
		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元

As at 31 March 2024 (Audited)	於二零二四年三月三十一日 (經審核)				
Assets	資產				
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產				
- Listed equity securities	- 上市股本證券	863	-	-	863
- Listed investment fund	- 上市投資基金	9,866	-	-	9,866
- Wealth management products	- 理財產品	-	4,897	-	4,897
- Unlisted investment fund	- 非上市投資基金	-	-	3,710	3,710
		10,729	4,897	3,710	19,336

4. 財務風險管理及金融工具 (續)

4.3 公平值估計 (續)

金融資產及負債

		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元
As at 30 September 2024 (Unaudited)	於二零二四年九月三十日 (未經審核)				
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產				
- Listed equity securities	- 上市股本證券	684	-	-	684
- Listed investment fund	- 上市投資基金	10,075	-	-	10,075
- Wealth management products	- 理財產品	-	4,120	-	4,120
- Unlisted investment fund	- 非上市投資基金	-	-	4,246	4,246
		10,759	4,120	4,246	19,125
		Level 1 第一級 HK\$'000 千港元	Level 2 第二級 HK\$'000 千港元	Level 3 第三級 HK\$'000 千港元	Total 總計 HK\$'000 千港元

4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

4.3 Fair value estimation (continued)

Financial assets and liabilities (continued)

The fair value of the wealth management products is determined based on the quoted prices from the relevant banks.

The fair value of the unlisted warrants is determined based on the Black-Scholes model. As at 31 March 2024, the significant unobservable inputs mainly include risk free rate of approximately 4.52% (reference to US Treasury curve) and expected volatility of range from 48.66% (reference to comparable listed companies). The fair value increases with the increase in the risk free rate or expected volatility.

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1. Instruments included in level 1 comprise primarily equity investments listed in Hong Kong and US Stock market classified as trading securities, and the listed investment fund.

The fair value of the unlisted investment fund is determined based on the net asset value of the investment fund.

4. 財務風險管理及金融工具 (續)

4.3 公平值估計 (續)

金融資產及負債 (續)

理財產品之公平值乃基於相關銀行之報價釐定。

非上市認股權證之公平值乃基於柏力克-舒爾斯模式釐定。於二零二四年三月三十一日，重大不可觀察輸入數據主要包括無風險利率約4.52%（經參考美國國債曲線）及預期波幅介乎48.66%（經參考可資比較上市公司）。公平值隨無風險利率或預期波幅增加而增加。

於活躍市場買賣之金融工具之公平值乃按於報告期末之市場報價計算。倘該報價可即時及定期取自交易所、經銷商、經紀、行業集團、定價服務者或監管代理，而該等價格反映實際及定期按公平原則進行之市場交易，該市場則視為活躍。本集團持有之金融資產所使用之市場報價為現行買入價。該等工具計入第一級。計入第一級的工具主要包括於香港及美國股票市場上市分類為交易證券的股本投資以及上市投資基金。

非上市投資基金之公平值乃根據投資基金之資產淨值釐定。

4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

4.3 Fair value estimation (continued)

Financial assets and liabilities (continued)

The following table presents the changes in level 3 items for the Period:

		30 September 2024 二零二四年 九月三十日 HK\$'000 千港元	30 September 2023 二零二三年 九月三十日 HK\$'000 千港元
Opening balance	期初結餘	3,710	8,011
Purchases during the Period	期內購買	859	470
Net fair value change	淨公平值變動	(323)	1,274
Closing balance (Unaudited)	期末結餘 (未經審核)	4,246	9,755

There were no transfers between levels during the Period.

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the condensed consolidated interim statement of financial position approximate their fair value.

5. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing these condensed consolidated interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing the condensed consolidated interim financial statements, the critical accounting estimates and judgements applied are consistent with those described in the Annual Financial Statements.

4. 財務風險管理及金融工具 (續)

4.3 公平值估計 (續)

金融資產及負債 (續)

下表呈列期內第三級項目之變動：

		30 September 2024 二零二四年 九月三十日 HK\$'000 千港元	30 September 2023 二零二三年 九月三十日 HK\$'000 千港元
Opening balance	期初結餘	3,710	8,011
Purchases during the Period	期內購買	859	470
Net fair value change	淨公平值變動	(323)	1,274
Closing balance (Unaudited)	期末結餘 (未經審核)	4,246	9,755

期內各等級之間並無發生轉移。

本公司董事認為於簡明綜合中期財務狀況表錄得的按攤銷成本計量之金融資產及金融負債之賬面值與其公平值相若。

5. 重大會計估計及判斷

於編製該等簡明綜合中期財務報表時，管理層已作出影響會計政策應用以及資產及負債、收入及開支呈報金額的判斷、估計及假設。實際結果可能有別於該等估計。

於編製簡明綜合中期財務報表時，所應用的重大會計估計及判斷與年度財務報表中所述者一致。

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION

Revenue and other income, gains and (losses), net from continuing operations recognised during the Period are as follows:

6. 收益、其他收入、收益及(虧損)淨額及分部資料

期內確認的來自持續經營業務的收益及其他收入、收益及(虧損)淨額如下：

		Six months ended	
		30 September	
		截至九月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		(Restated)	
		(經重列)	
Revenue	收益		
Foundation, building construction works and ancillary services	地基、樓宇建築工程及配套服務	156,589	89,862
Technical services	技術服務	1,030	2,241
Trust and custody services	信託及託管服務	1,804	989
Revenue from contracts with customers	來自客戶合約的收益	159,423	93,092
Trading in digital assets and net fair value change on digital assets	數字資產交易及數字資產公平值變動淨額	35,947	30,753
Interest income from lending business	放債業務所得利息收入	83	93
Rental income from lease of machinery	租賃機器所得租金收入	450	-
Fair value change on investments in securities	證券投資公平值變動	(176)	(392)
		195,727	123,546
Other income, gains and (losses), net	其他收入、收益及(虧損)淨額		
Interest income	利息收入	1,112	265
Distribution and interest income from financial assets at fair value through profit or loss	來自按公平值計入損益之金融資產的分派及利息收入	46	217
Losses on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	(9)	(10)
Government grants	政府補貼	-	29
Net (losses)/gains on change in fair value of financial assets at fair value through profit or loss	按公平值計入損益之金融資產公平值變動(虧損)/收益淨額	(14)	1,362
Others	其他	157	112
		1,292	1,975

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

Disaggregation of revenue from contracts with customers

Type of services	服務類型
Continuing operations	持續經營業務
Foundation, building construction works and ancillary services	地基、樓宇建築工程及配套服務
Technical services	技術服務
Trust and custody services	信託及託管服務
Timing of revenue recognition	收益確認時間
Over time	隨時間流逝

Segment information

Management has determined the operating segments based on the reports reviewed by the directors, the chief operating decision-maker (“**CODM**”), that are used to make strategic decisions. The CODM considers the business from a product/service perspective. Principal activities of the segments are as follows:

The Group had identified its construction wastes handling services as discontinued operation upon disposal of Joint Wealth Global Limited and its subsidiary, Chung Shun Construction Limited, on 22 December 2023. The segment information report below does not included any amounts from the discontinued operation.

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

分拆客戶合約收益

Six months ended 30 September 截至九月三十日止六個月	
2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列)

	156,589	89,862
	1,030	2,241
	1,804	989
	159,423	93,092
	159,423	93,092

分部資料

管理層已根據董事、主要經營決策者(「**主要經營決策者**」)已審閱作策略決定所用的報告書，以釐定經營分部。主要經營決策者從產品／服務角度考慮業務。該等分部的**主要業務**如下：

本集團於二零二三年十二月二十二日出售合富環球有限公司及其附屬公司忠信建築有限公司後，已將建築廢物處理服務分類為已終止經營業務。下列分部資料報告並不包括任何已終止經營業務金額。

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

Segment information (continued)

Continuing operations:

- (a) Foundation, building construction works and ancillary services: Provision of site formation works, excavation and lateral support works, piling construction, pile caps or footing construction and reinforced concrete structure works, building construction works and ancillary services mainly included hoarding and demolition works and lease of machinery;
- (b) Digital assets related businesses: Provision of 1) proprietary trading in digital assets; and 2) trust and custody services;
- (c) Technical services: Provision of the Group's Application Programming Interface (API) and other related services in blockchain technologies; and;
- (d) Other businesses: 1) investment in securities; and 2) lending business which includes the Group's money lending business carried out in Hong Kong.

Discontinued operation:

- (a) Construction wastes handling services: Provision of management and operation of public fill reception facilities, including public fill banks and temporary construction waste sorting facilities, for construction and demolition materials.

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

分部資料(續)

持續經營業務：

- (a) 地基、樓宇建築工程及配套服務：提供地盤平整工程、挖掘及側向承托工程、打樁施工、樁帽或樁基施工、鋼筋混凝土結構工程、樓宇建築工程及配套服務(主要包括圍板及拆遷工程以及機器租賃)；
- (b) 數字資產相關業務：提供1)數字資產自主交易；及2)信託及託管服務；
- (c) 技術服務：提供本集團的API接口(API)及區塊鏈技術的其他相關服務；及；
- (d) 其他業務：1)投資證券；及2)放債業務，其中包括本集團於香港開展的放債業務。

已終止經營業務：

- (a) 建築廢物處理服務：提供管理及經營拆建物料的公眾填料接收設施，包括公眾填料庫及臨時建築廢物分類設施。

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

Segment information (continued)

Segment revenue is measured in a manner consistent with that in the condensed consolidated interim statement of profit or loss and other comprehensive income.

The CODM assesses the performance of the operating segments based on a measure of segment results. Unallocated income, unallocated corporate expenses, finance costs and income tax expenses are not included in segment results.

Segment assets mainly consist of current assets and non-current assets as disclosed in the condensed consolidated interim statement of financial position except unallocated bank balances and cash and other unallocated assets.

Segment liabilities mainly consist of current liabilities and non-current liabilities as disclosed in the condensed consolidated interim statement of financial position except current income tax liabilities, amounts due to former subsidiaries, amount due to a related party, loan from a related party and other unallocated liabilities.

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

分部資料(續)

分部收益的計量方式與簡明綜合中期損益及其他全面收益表的計量方式一致。

主要經營決策者根據各分部業績的計量評估營運分部的表現。未分配收入、未分配公司開支、融資成本及所得稅開支並未計入分部業績。

分部資產主要包括簡明綜合中期財務狀況表內披露的流動資產及非流動資產，惟未分配銀行結餘及現金及其他未分配資產除外。

分部負債主要包括簡明綜合中期財務狀況表內披露的流動負債及非流動負債，惟即期所得稅負債、應付前附屬公司款項、應付一名關連方款項、來自一名關連方之貸款及其他未分配負債除外。

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

Segment information (continued)

分部資料(續)

		Continuing operations 持續經營業務				
		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Period ended 30 September 2024 (Unaudited)	截至二零二四年九月三十日 止期間(未經審核)					
Revenue	收益					
External revenue	外部收益	157,039	37,751	1,030	(93)	195,727
Cost of sales	銷售成本	(143,322)	(9,344)	(882)	-	(153,548)
(Provision for)/Reversal of impairment on financial assets and contract assets	金融資產及合約資產減值(撥備)/撥回	(1,601)	9	-	6,210	4,618
Segment results	分部業績	12,116	28,416	148	6,117	46,797
Unallocated income, gains and (losses), net	未分配收入、收益及(虧損)淨額					1,292
Unallocated corporate expenses	未分配公司開支					(50,154)
Finance costs	融資成本					(911)
Loss before income tax	除所得稅前虧損					(2,976)
Income tax expenses	所得稅開支					(581)
Loss for the period	期內虧損					(3,557)
Other profit and loss disclosures:	其他溢利及虧損披露:					
Depreciation of property, plant and equipment	物業、廠房及設備折舊	788	781	285	19	1,873
Depreciation of right-of-use assets	使用權資產折舊	286	804	183	835	2,108
		1,074	1,585	468	854	3,981

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

Segment information (continued)

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

分部資料(續)

		Continuing operations 持續經營業務				
		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 30 September 2024 (Unaudited)	於二零二四年九月三十日 (未經審核)					
Segment assets	分部資產	93,766	563,562	12,365	4,602	674,295
Unallocated assets	未分配資產					10,833
Total assets	資產總值					685,128
Additions to non-current assets: Segment assets	非流動資產增加： 分部資產	1,822	3,411	460	2,852	8,545
Segment liabilities	分部負債	80,601	373,630	1,204	2,741	458,176
Unallocated liabilities	未分配負債					693
Amounts due to former subsidiaries	應付前附屬公司款項					10,641
Amount due to a related party	應付一名關連方款項					18,894
Loan from a related party	來自一名關連方之貸款					32,464
Current income tax liabilities	即期所得稅負債					291
Total liabilities	負債總額					521,159

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

Segment information (continued)

分部資料(續)

		Continuing operations 持續經營業務				
		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Period ended 30 September 2023 (Unaudited) (Restated)	截至二零二三年九月三十日 止期間(未經審核)(經重列)					
Revenue	收益					
External revenue	外部收益	89,862	31,742	2,241	(299)	123,546
Cost of sales	銷售成本	(79,442)	(8,774)	(1,166)	(93)	(89,475)
Reversal of impairment on financial assets and contract assets	金融資產及合約資產減值撥回	6,000	151	3	224	6,378
Segment results	分部業績	16,420	23,119	1,078	(168)	40,449
Unallocated income, gains and (losses), net	未分配收入、收益及(虧損)淨額					1,975
Unallocated corporate expenses	未分配公司開支					(42,428)
Finance costs	融資成本					(1,341)
Loss before income tax	除所得稅前虧損					(1,345)
Income tax expenses	所得稅開支					(2,224)
Loss for the period	期內虧損					(3,569)
Other profit and loss disclosures:	其他溢利及虧損披露:					
Depreciation of property, plant and equipment	物業、廠房及設備折舊	842	845	426	18	2,131
Depreciation of right-of-use assets	使用權資產折舊	286	811	168	786	2,051
		1,128	1,656	594	804	4,182

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

Segment information (continued)

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

分部資料(續)

		Continuing operations 持續經營業務				
		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
At 31 March 2024 (Audited)	於二零二四年三月三十一日 (經審核)					
Segment assets	分部資產	122,641	1,166,522	33,214	2,680	1,325,057
Unallocated assets	未分配資產					8,237
Total assets	資產總值					1,333,294
Additions to non-current assets:	非流動資產添置：					
Segment assets	分部資產	1,004	390	438	30	1,862
Segment liabilities	分部負債	91,904	982,228	3,746	710	1,078,588
Unallocated liabilities	未分配負債					1,654
Amounts due to former subsidiaries	應付前附屬公司款項					16,942
Amount due to a related party	應付一名關連方款項					18,585
Loan from a related party	來自一名關連方之貸款					40,400
Current income tax liabilities	即期所得稅負債					9,541
Total liabilities	負債總額					1,165,710

6. REVENUE, OTHER INCOME, GAINS AND (LOSSES), NET AND SEGMENT INFORMATION (CONTINUED)

Geographical information

Information about the Group's revenue from external customers is presented based on the geographical location of operation as follows:

Continuing operations: 持續經營業務：
The People's Republic of China (The "PRC") 中華人民共和國（「中國」）
Hong Kong 香港

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

Continuing operations: 持續經營業務：
The PRC 中國
Hong Kong 香港

6. 收益、其他收入、收益及(虧損)淨額及分部資料(續)

地區資料

本集團之外部客戶收益資料乃按營運位置呈列如下：

Six months period ended 30 September 截至九月三十日止六個月期間	
2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列)

93	1,946
195,634	121,600
195,727	123,546

本集團之非流動資產資料乃按資產地理位置呈列：

At 30 September 2024 於 二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於 二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
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937	925
10,217	5,655
11,154	6,580

7. FINANCE COSTS

An analysis of the Group's finance costs from continuing operations is as follows:

Continuing operations:	持續經營業務：
Interest on lease liabilities	租賃負債利息
Interest on loan from a related party	來自一名關連方之貸款之利息
Others	其他

Six months ended 30 September 截至九月三十日止六個月	
2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (Restated) (經重列)

	48	65
	863	1,253
	-	23
	911	1,341

7. 融資成本

本集團來自持續經營業務之融資成本分析如下：

8. LOSS BEFORE INCOME TAX

Loss before income tax from continuing operations is arrived at after charging the following:

Depreciation of property, plant and equipment	物業、廠房及設備折舊
Depreciation of right-of-use assets	使用權資產折舊
Leasing expenses	租賃開支
Staff costs, including directors' emoluments	員工成本，包括董事酬金
– salaries and allowances	– 薪金及津貼
– retirement scheme contributions	– 退休計劃供款

8. 除所得稅前虧損

來自持續經營業務的除所得稅前虧損乃扣除以下各項之後達致：

Six months ended 30 September 截至九月三十日止六個月	
2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (Restated) (經重列)

	1,873	2,131
	2,108	2,051
	505	721
	38,120	32,306
	2,366	2,853

9. INCOME TAX EXPENSES

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profit arising in or derived from Hong Kong for both Periods.

Under the Law of the People's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both Periods, except for a PRC subsidiary which was recognised as High and New Technology Enterprise and is eligible to a preferential tax rate of 15% with the expiry date on 21 December 2024.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

The amounts of income tax expenses from continuing operations in the condensed consolidated interim statement of profit or loss and other comprehensive income represent:

9. 所得稅開支

於兩個期間內，香港利得稅均按產生自或源於香港的估計應課稅溢利，按稅率16.5%計提撥備。

根據中華人民共和國企業所得稅法（「**企業所得稅法**」）及企業所得稅法實施細則，於兩個期間，中國附屬公司的稅率為25%，除了一間中國附屬公司獲確認為高新技術企業，並符合資格採用將於二零二四年十二月三十一日屆滿的15%優惠稅率。

於其他司法權區產生的稅項按相關司法權區的現行稅率計算。

簡明綜合中期損益及其他全面收益表中來自持續經營業務之所得稅開支金額代表：

		Six months ended	
		30 September	
		截至九月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
			(Restated)
			(經重列)
Continuing operations	持續經營業務		
Hong Kong profits tax	香港利得稅		
Current income tax	即期所得稅	581	2,224
Income tax expenses	所得稅開支	581	2,224

10. DISCONTINUED OPERATION

On 22 December 2023, the Group entered into a sale and purchase agreement to dispose of the entire equity interests of Joint Wealth Group which carried out all of the Group's construction wastes handling services operation. The disposal was effected in order to devote more resources and efforts to focus on other core business segments for the Group's future development. The disposal was completed on 22 December 2023, on which date control of Joint Wealth passed to the acquirer, Colour Trend Holdings Limited, a related company direct wholly-owned by Mr. Chan Wing Chung, a director of certain subsidiaries of the Group then.

The loss for the six months ended 30 September 2023 from the discontinued construction wastes handling services operation is set out below. The comparative figures in the condensed consolidated interim statement of profit or loss and other comprehensive income have been restated to re-present the construction wastes handling services operation as a discontinued operation. With Joint Wealth Group being classified as a discontinued operation, the construction wastes handling services operation is no longer included in the note for operating segment information.

10. 已終止經營業務

於二零二三年十二月二十二日，本集團訂立買賣協議，以出售合富集團之全部股本權益，其進行本集團之所有建築廢物處理服務業務。出售乃為本集團未來發展而投放更多資源及精力專注其他核心業務分部。出售已於二零二三年十二月二十二日完成，同日，合富之控制權已轉移予收購人彩向控股有限公司，該公司為一家由本集團若干附屬公司之當時董事陳永忠先生直接全資擁有的關聯公司。

來自已終止經營建築廢物處理服務業務之截至二零二三年九月三十日止六個月的虧損載列如下。簡明綜合中期損益及其他全面收益表內之比較數字經已重列，以將建築廢物處理服務業務列為已終止經營業務。由於合富集團被歸類為已終止經營業務，建築廢物處理服務業務不再包括於營運分部資料附註中。

		01/04/2023 to 30/09/2023 二零二三年 四月一日至 二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)
Loss of construction wastes handling services operation for the period	期內建築廢物處理服務業務虧損	(5,929)
Loss for the period from discontinued operation	來自已終止經營業務之期內虧損	(5,929)

10. DISCONTINUED OPERATION (CONTINUED)

The results of the construction wastes handling services operation for the period from 1 April 2023 to 30 September 2023, which have been included in the condensed consolidated interim statement of profit or loss and other comprehensive income, were as follows:

10. 已終止經營業務(續)

於二零二三年四月一日至二零二三年九月三十日期間，建築廢物處理服務業務之業績(已計入簡明綜合中期損益及其他全面收益表內)如下：

		01/04/2023 to 30/09/2023 二零二三年 四月一日至 二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	100
Expenses	開支	(5,421)
Finance costs	融資成本	(608)
		<hr/>
Loss before income tax	除所得稅前虧損	(5,929)
Income tax	所得稅	-
		<hr/>
Loss for the period	期內虧損	<u>(5,929)</u>
Loss for the period from discontinued operation includes the following:	來自已終止經營業務之期內虧損，包括下列項目：	
Loss on change in fair value of financial assets at fair value through profit or loss	按公平值計入損益之金融資產 公平值變動虧損	2
Depreciation of property, plant and equipment	物業、廠房及設備折舊	1,754
Staff costs	員工成本	2,239
		<hr/> <hr/>

11. LOSS PER SHARE

(a) Basic loss per share

From continuing operations

The calculation of the basic loss per share from continuing operations attributable to owners of the Company is based on the following data:

11. 每股虧損

(a) 每股基本虧損

來自持續經營業務

本公司擁有人應佔來自持續經營業務之每股基本虧損乃按照以下數據計算：

		Six months ended	
		30 September	
		截至九月三十日止六個月	
		2024	2023
		二零二四年	二零二三年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
			(Restated)
			(經重列)
Loss for the period attributable to owners of the Company (HK\$'000)	本公司擁有人應佔期內虧損 (千港元)	(3,473)	(9,189)
Loss for the period from discontinued operation (HK\$'000)	來自已終止經營業務之期內虧損 (千港元)	-	(5,929)
Loss for the purpose of basic loss per share from continuing operations (HK\$'000)	來自持續經營業務之每股基本虧損之虧損 (千港元)	(3,473)	(3,260)
Weighted average number of ordinary shares in issue during the period for the purpose of calculating basic loss per share (in thousand)	就計算每股基本虧損之期內已發行普通股之加權平均數 (千股)	5,370,510	5,370,510
Basic loss per share from continuing operations (HK cents)	來自持續經營業務之每股基本虧損 (港仙)	(0.06)	(0.06)

11. LOSS PER SHARE (CONTINUED)

(a) Basic loss per share (continued)

From continuing and discontinued operations

The calculation of the basic loss per share from continuing and discontinued operations attributable to the owners of the Company is based on the following data:

11. 每股虧損 (續)

(a) 每股基本虧損 (續)

來自持續經營及已終止經營業務

本公司擁有人應佔來自持續經營及已終止經營業務之每股基本虧損乃按照以下數據計算：

		Six months ended 30 September 截至九月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列)
Loss attributable to owners of the Company from continuing and discontinued operations (HK\$'000)	本公司擁有人應佔來自持續經營及已終止經營業務之虧損 (千港元)	(3,473)	(9,189)
Weighted average number of ordinary shares in issue during the period for the purpose of calculating basic loss per share (in thousand)	就計算每股基本虧損期內已發行普通股之加權平均數 (千股)	5,370,510	5,370,510
Basic loss per share from continuing and discontinued operations (HK cents)	來自持續經營及已終止經營業務之每股基本虧損 (港仙)	(0.06)	(0.17)

11. LOSS PER SHARE (CONTINUED)

(a) Basic loss per share (continued)

From discontinued operation

Basic loss per share for the discontinued operation is nil per share (For the six months period ended 30 September 2023: HK0.11 cents per share), based on the loss for the period from the discontinued operation of nil (For the six months period ended 30 September 2023: approximately HK\$5,929,000) and the denominators detailed above for basic loss per share.

(b) Diluted loss per share

For the six months period ended 30 September 2024 and 2023, the diluted loss per share is equal to the basic loss per share as there was no potential dilutive ordinary share.

12. DIVIDENDS

No dividend has been paid or declared by the Company for the six months ended 30 September 2024 (For the six months ended 30 September 2023: Nil).

11. 每股虧損 (續)

(a) 每股基本虧損 (續)

來自已終止經營業務

已終止經營業務之每股基本虧損為無 (截至二零二三年九月三十日止六個月：每股0.11港仙)，乃基於已終止經營業務之期內虧損為無 (截至二零二三年九月三十日止六個月：約5,929,000港元) 以及上文詳細列出的每股基本虧損的分母計算。

(b) 每股攤薄虧損

截至二零二四年及二零二三年九月三十日止六個月期間，每股攤薄虧損等同於每股基本虧損，原因為並無潛在攤薄普通股。

12. 股息

截至二零二四年九月三十日止六個月，本公司並無派付或宣派任何股息 (截至二零二三年九月三十日止六個月：無)。

13. PROPERTY, PLANT AND EQUIPMENT

13. 物業、廠房及設備

Property,
plant and
equipment
物業、廠房
及設備
HK\$'000
千港元

Six months ended 30 September 2024 (Unaudited)	截至二零二四年九月三十日止六個月 (未經審核)	
Net book value	賬面淨值	
Opening amount at 1 April 2024	於二零二四年四月一日的期初金額	4,431
Additions	添置	2,131
Disposal	出售	(14)
Depreciation	折舊	(1,873)
Exchange realignment, net	匯兌調整淨額	15
Closing amount at 30 September 2024	於二零二四年九月三十日的期末金額	4,690
Six months ended 30 September 2023 (Unaudited)	截至二零二三年九月三十日止六個月 (未經審核)	
Net book value	賬面淨值	
Opening amount at 1 April 2023	於二零二三年四月一日的期初金額	14,357
Additions	添置	315
Disposal	出售	(10)
Depreciation	折舊	(3,885)
Exchange realignment, net	匯兌調整淨額	(48)
Closing amount at 30 September 2023	於二零二三年九月三十日的期末金額	10,729

14. RIGHT-OF-USE ASSETS/LEASE LIABILITIES

The Group obtains rights to control the use of certain premises for a period of time through lease arrangements. During the Period ended 30 September 2024, the unaudited addition to right-of-use assets was approximately HK\$6,414,000 (For the six months ended 30 September 2023: nil).

14. 使用權資產／租賃負債

本集團透過租賃安排取得於某段時間控制若干物業使用之權利。截至二零二四年九月三十日止期間，使用權資產之未經審核添置約為6,414,000港元（截至二零二三年九月三十日止六個月：無）。

15. TRADE AND OTHER RECEIVABLES

15. 貿易及其他應收賬款

		At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables (Note a)	貿易應收賬款 (附註a)	17,457	28,036
Less: Provision for impairment losses	減：減值虧損撥備	(6,059)	(5,685)
		11,398	22,351
Loan receivables (Note b)	應收貸款 (附註b)	21,762	27,915
Less: Provision for impairment losses	減：減值虧損撥備	(21,762)	(27,915)
		-	-
Other receivables, deposits and prepayment (Note c)	其他應收賬款、按金及預付款項 (附註c)	29,250	29,988
		40,648	52,339

15. TRADE AND OTHER RECEIVABLES
(CONTINUED)

Notes:

- (a) The ageing analysis of the trade receivables based on the date of payment certificate issued by customers or invoice date is as follows:

0-30 days	0至30日
31-60 days	31至60日
61-90 days	61至90日
Over 90 days	超過90日

- (b) The Group's loan receivables arise from the money lending business. The loan receivables are mainly secured by personal guarantee. All of the loan receivables are overdue based on contractual maturity date as at 30 September 2024 and 31 March 2024.
- (c) As at 30 September 2024, the gross amount of other receivables was approximately HK\$13,687,000 (unaudited) (31 March 2024: approximately HK\$13,479,000) and the allowance for expected credit loss was approximately HK\$603,000 (unaudited) (31 March 2024: approximately HK\$592,000).

16. SHARE CAPITAL

Authorised:
At 1 April 2023, 31 March 2024,
1 April 2024 and 30 September 2024
(unaudited), ordinary shares of
HK\$0.005 each

Issued and fully paid:
At 1 April 2023, 31 March 2024,
1 April 2024 and 30 September 2024
(unaudited)

法定：
於二零二三年四月一日、
二零二四年三月三十一日、
二零二四年四月一日及
二零二四年九月三十日
(未經審核)，每股面值0.005港元
之普通股

已發行及繳足：
於二零二三年四月一日、
二零二四年三月三十一日、
二零二四年四月一日及
二零二四年九月三十日
(未經審核)

	Number of shares 股份數目	Share capital 股本 HK\$'000 千港元
	20,000,000,000	100,000
	5,370,510,000	26,853

15. 貿易及其他應收賬款 (續)

附註：

- (a) 基於客戶出具之付款憑證日期或發票日期的貿易應收賬款的賬齡分析如下：

	At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	7,481	16,563
31-60 days	1,450	76
61-90 days	2,631	6,051
Over 90 days	5,895	5,346
	17,457	28,036

- (b) 本集團之應收貸款來自放債業務。應收貸款主要由個人擔保抵押。基於合約到期日，所有應收貸款於二零二四年九月三十日及二零二四年三月三十一日已逾期。
- (c) 於二零二四年九月三十日，其他應收賬款總額約為13,687,000港元(未經審核)(二零二四年三月三十一日：約13,479,000港元)及預期信貸虧損撥備約為603,000港元(未經審核)(二零二四年三月三十一日：約592,000港元)。

16. 股本

17. TRADE AND OTHER PAYABLES

		At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	貿易應付賬款	26,370	35,271
Accruals and other payables	應計費用及其他應付賬款	65,997	77,359
		92,367	112,630

Note:

The ageing analysis of trade payables based on the invoice date is as follows:

		At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	0至30日	1,064	2,313
31-60 days	31至60日	613	6,057
61-90 days	61至90日	929	4,588
Over 90 days	超過90日	23,764	22,313
		26,370	35,271

18. LOAN FROM A RELATED PARTY

At 30 September 2024, included in loan from a related party is a principal portion of approximately HK\$31,055,000 (unaudited) (31 March 2024: approximately HK\$39,855,000) which was unsecured, interest bearing at 5% per annum and an interest portion of approximately HK\$1,409,000 (unaudited) (31 March 2024: approximately HK\$545,000). The loan is subjected to review at any time and to the lender's overriding right of withdrawal and immediate repayment on demand. The related party is a company controlled by the director of certain subsidiaries of the Company.

17. 貿易及其他應付賬款

	At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	26,370	35,271
Accruals and other payables	65,997	77,359
	92,367	112,630

附註：

根據發票日期的貿易應付賬款賬齡分析如下：

	At 30 September 2024 於二零二四年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2024 於二零二四年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	1,064	2,313
31-60 days	613	6,057
61-90 days	929	4,588
Over 90 days	23,764	22,313
	26,370	35,271

18. 來自一名關連方之貸款

於二零二四年九月三十日，來自一名關連方之貸款包括無抵押、按年利率5%計息之本金額部分約31,055,000港元（未經審核）（二零二四年三月三十一日：約39,855,000港元）及利息部分約1,409,000港元（未經審核）（二零二四年三月三十一日：約545,000港元）。該貸款可隨時受審查，亦受貸方撤回貸款及要求即時還款之凌駕性權利所規限。該關連方為由本公司若干附屬公司之董事所控制的公司。

19. MATERIAL RELATED PARTY TRANSACTIONS

Related parties are those parties that have the ability to control, jointly control or exert significant influence over the other party in making financial or operational decisions. Parties are also considered to be related if they are subject to common control or joint control. Related parties may be individuals or other entities.

- (a) In addition to those disclosed elsewhere in these condensed consolidated interim financial statements, the Group entered into the following material transactions with its related parties in the ordinary course of business during the Period:

19. 重大關連方交易

關連方為該等有能能力控制、聯合控制或在作出財務或經營決策時能對其他方行使重大影響力的人士。倘受限於共同控制或聯合控制，亦被視為關連方。關連方可為個人或其他實體。

- (a) 除該等簡明綜合中期財務報表其他部分所披露者外，本集團於期內在日常業務過程中與其關連方進行以下重大交易：

		Six months ended 30 September 截至九月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)
Companies controlled by controlling shareholder of the Company	本公司控股股東所控制之公司		
– Transaction fee expense charged by Aux Cayes FinTech Co. Ltd. (“Aux”) (Note (i))	– Aux Cayes FinTech Co. Ltd. (「Aux」) 收取之交易費開支 (附註(i))	(612)	(739)
– Trust and custody services income from Li Canal Holdings Limited (“Li Canal”) (Note (i))	– 來自Li Canal Holdings Limited (「Li Canal」) 之信託及託管服務收入 (附註(i))	411	207
– License fee income from Aux (Note (i))	– 來自Aux之授權費收入 (附註(i))	249	–
– License fee income from OKX Technology Services Pte Limited (“OKX Tech.”) (Note (i))	– 來自OKX Technology Services Pte Limited (「OKX Tech.」) 之授權費收入 (附註(i))	269	–

Note:

- (i) Aux, Li Canal and OKX Tech. are the fellow subsidiaries of the Group.

附註：

- (i) Aux、Li Canal及OKX Tech.為本集團之同系附屬公司。

19. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Key management compensation:

Salaries and allowances	薪金及津貼
Retirement scheme contributions	退休計劃供款

19. 重大關連方交易 (續)

(b) 主要管理人員報酬：

		Six months ended 30 September 截至九月三十日止六個月	
		2024 二零二四年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)
		3,905	3,584
		106	112
		4,011	3,696

20. CONTINGENT LIABILITIES

The Group, in the ordinary course of its business, is involved in various claims, suits, investigations, and legal proceedings that arise from time to time. Although the Group does not expect that the outcome in any of these legal proceedings, individually or collectively, will have a material adverse effect on its financial position or results of operations, litigation is inherently unpredictable. Therefore, the Group could incur judgements or enter into settlements of claims that could adversely affect its operating results or cash flows in a particular period.

20. 或然負債

本集團在其日常業務過程中不時涉及各類申索、訴訟、調查及法律程序。儘管本集團並不預期該等任何法律程序的結果（個別或整體）將對其財務狀況或經營業績造成重大不利影響，惟訴訟難以預料。因此，本集團可能會面對索賠裁決或與索賠方達成和解協議而可能對特定期間的經營業績或現金流量造成不利影響。



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