



# CircuTech International Holdings Limited

訊智海國際控股有限公司

(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: 8051)

# 2022

THIRD QUARTERLY REPORT

第三季度業績報告

## 香港聯合交易所有限公司 (「聯交所」) GEM之特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資之人士應了解投資於該等公司之潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於在GEM上市的公司普遍為中小型公司，在GEM買賣的證券可能會較於主板買賣之證券承受較大之市場波動風險，同時無法保證在GEM買賣之證券會有高流通量之市場。

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本報告的資料乃遵照聯交所GEM證券上市規則（「GEM上市規則」）而刊載，旨在提供有關訊智海國際控股有限公司（「本公司」）及其附屬公司（統稱「本集團」）之資料；本公司董事（「董事」及「各董事」）願就本報告的資料共同及個別地承擔全部責任。董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何其他事項，足以令致本報告或其所載任何陳述產生誤導。

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

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

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

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*This report, for which the directors (“Directors” and each a “Director”) of CircuTech International Holdings Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company and its subsidiaries (collectively the “Group”). The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

# 摘要

## HIGHLIGHTS

- 截至二零二二年九月三十日止九個月，本集團錄得營業額約349,600,000港元（截至二零二一年九月三十日止九個月：約189,600,000港元），較去年同期增加約160,000,000港元。
- 截至二零二二年九月三十日止九個月，本集團毛利率略降至約6.2%（截至二零二一年九月三十日止九個月：約8.0%）。
- 截至二零二二年九月三十日止九個月，本集團錄得本公司擁有人應佔純利約5,700,000港元（截至二零二一年九月三十日止九個月：約1,000,000港元），較去年同期增加約4,700,000港元。董事會（「**董事會**」）認為本集團截至二零二二年九月三十日止九個月的純利增加主要歸因於第三方IT產品之分銷的業務量及本集團維修中心的溢利增加。
- 董事會不建議派付截至二零二二年九月三十日止九個月之股息（截至二零二一年九月三十日止九個月：無）。
- The Group recorded a turnover of approximately HK\$349.6 million for the nine months ended 30 September 2022 (nine months ended 30 September 2021: approximately HK\$189.6 million), representing an increase of approximately HK\$160.0 million when compared with the same period last year.
- The gross profit margin of the Group slightly decreased to approximately 6.2% for the nine months ended 30 September 2022 (nine months ended 30 September 2021: approximately 8.0%).
- The Group recorded a net profit attributable to the owners of the Company of approximately HK\$5.7 million for the nine months ended 30 September 2022 (nine months ended 30 September 2021: approximately HK\$1.0 million), representing an increase of approximately HK\$4.7 million when compared with the same period last year. The board (the "**Board**") of Directors considers that the increase in net profit of the Group for the nine months ended 30 September 2022 was mainly attributable to the increase in business volume from the distribution of third-party IT products and the profit generated from the repair centre of the Group.
- The Board does not recommend the payment of a dividend for the nine months ended 30 September 2022 (nine months ended 30 September 2021: Nil).

# 季度業績

## QUARTERLY RESULTS

董事會謹此宣佈，本集團截至二零二二年九月三十日止九個月之未經審核簡明綜合季度業績連同二零二一年同期之未經審核比較數字如下：

The Board hereby announces the unaudited condensed consolidated quarterly results of the Group for the nine months ended 30 September 2022, together with the comparative unaudited figures for the corresponding period in 2021, as follows:

### 未經審核簡明綜合全面收益表

#### UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

		附註 Notes	截至九月三十日止三個月 Three months ended 30 September		截至九月三十日止九個月 Nine months ended 30 September	
			二零二二年	二零二一年	二零二二年	二零二一年
			千港元	千港元	千港元	千港元
			HK\$'000 (未經審核) (unaudited)	HK\$'000 (未經審核) (unaudited)	HK\$'000 (未經審核) (unaudited)	HK\$'000 (未經審核) (unaudited)
收入	Revenue	4	33,722	66,983	349,562	189,554
銷售成本	Cost of sales		(28,952)	(61,993)	(327,820)	(174,457)
毛利	Gross profit		4,770	4,990	21,742	15,097
其他收入	Other income		900	660	2,702	2,060
銷售及分銷成本	Selling and distribution costs		(588)	(2,014)	(4,312)	(4,703)
行政費用	Administrative expenses		(2,059)	(3,127)	(10,356)	(10,666)
研究及發展支出	Research and development expenditures		(309)	(363)	(938)	(1,051)
使用權益法入賬之應佔一間 聯營公司純利／(淨虧損)	Share of net profit/(loss) of an associate accounted for using the equity method		(14)	164	227	440
財務成本	Finance costs		(35)	(14)	(68)	(51)
除所得稅前溢利	Profit before income tax	6	2,665	296	8,997	1,126
所得稅(開支)/抵免	Income tax (expenses)/credit	7	(154)	287	(3,294)	(166)
本期間溢利	Profit for the period		2,511	583	5,703	960

未經審核簡明綜合全面收益表 (續)

UNAUDITED CONDENSED CONSOLIDATED  
STATEMENT OF COMPREHENSIVE INCOME (Continued)

		截至九月三十日止三個月 Three months ended 30 September		截至九月三十日止九個月 Nine months ended 30 September	
		二零二二年	二零二一年	二零二二年	二零二一年
		2022	2021	2022	2021
		千港元	千港元	千港元	千港元
附註		HK\$'000	HK\$'000	HK\$'000	HK\$'000
Note		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
本期間其他全面收益：	Other comprehensive income for the period:				
隨後可能重新分類至損益之項目	Items that may be reclassified subsequently to profit or loss				
換算海外業務產生之匯兌差額	Exchange differences arising on translation of foreign operations	(2,408)	(1,070)	(3,286)	(146)
將不會重新分類至損益之項目	Items that will not be reclassified to profit or loss				
透過其他全面收益按公平值列值之權益投資之公平值變動	Change in the fair value of equity investment at fair value through other comprehensive income	-	-	146	107
本期間其他全面收益	Other comprehensive income for the period	(2,408)	(1,070)	(3,140)	(99)
本期間全面收益總額	Total comprehensive income for the period	103	(487)	2,563	921
本公司擁有人應佔每股盈利	Earnings per share attributable to owners of the Company				
(每股港仙)	(HK cents per share)				
—基本及攤薄	—Basic and diluted	9	2.49	24.34	4.10

# 未經審核簡明綜合權益變動表

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

本公司擁有人應佔  
Attributable to owners of the Company

		股本	股份溢價	匯兌儲備	特別儲備	透過其他 全面收益 按公平值列值 之金融資產 Financial asset at fair value through other	累計虧損	總計
		Share capital 千港元 HK\$'000	Share premium 千港元 HK\$'000	Translation reserve 千港元 HK\$'000	Special reserve 千港元 HK\$'000	comprehensive income 千港元 HK\$'000	Accumulated losses 千港元 HK\$'000	Total 千港元 HK\$'000
於二零二二年一月一日 (經審核) At 1 January 2022 (audited)		4,687	183,006	(1,447)	14,990	(11)	(55,219)	146,006
本期間溢利	Profit for the period	-	-	-	-	-	5,703	5,703
截至二零二二年九月三十日 止期間其他全面收益	Other comprehensive income for the period ended 30 September 2022							
換算海外業務產生之匯兌差額	Exchange differences on translation of foreign operations	-	-	(3,286)	-	-	-	(3,286)
透過其他全面收益按公平值列值 之權益投資之公平值變動	Change in the fair value of equity investment at fair value through other comprehensive income	-	-	-	-	146	-	146
本期間全面收益總額	Total comprehensive income for the period	-	-	(3,286)	-	146	5,703	2,563
於二零二二年九月三十日 (未經審核) At 30 September 2022 (unaudited)		4,687	183,006	(4,733)	14,990	135	(49,516)	148,569
於二零二一年一月一日 (經審核) At 1 January 2021 (audited)		4,687	183,006	24	14,990	(5)	(57,451)	145,251
本期間溢利	Profit for the period	-	-	-	-	-	960	960
截至二零二一年九月三十日 止期間其他全面收益	Other comprehensive income for the period ended 30 September 2021							
換算海外業務產生之匯兌差額	Exchange differences on translation of foreign operations	-	-	(146)	-	-	-	(146)
透過其他全面收益按公平值列值 之權益投資之公平值變動	Change in the fair value of equity investment at fair value through other comprehensive income	-	-	-	-	107	-	107
本期間全面收益總額	Total comprehensive income for the period	-	-	(146)	-	107	960	921
於二零二一年九月三十日 (未經審核) At 30 September 2021 (unaudited)		4,687	183,006	(122)	14,990	102	(56,491)	146,172

# 未經審核簡明綜合財務資料附註

## NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL INFORMATION

### 1. 一般資料

訊智海國際控股有限公司（「本公司」）及其附屬公司（統稱「本集團」）主要從事IT產品的銷售及分銷以及提供IT產品的維修及其他服務支援。

本公司為於開曼群島註冊成立的有限公司，其註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。

本公司以香港聯合交易所有限公司GEM為第一上市地。

除另有所指外，本未經審核簡明綜合財務資料乃以港元（「港元」）呈列。

### 2. 編製基準

截至二零二二年九月三十日止九個月之本未經審核簡明綜合財務資料乃根據香港會計師公會（「香港會計師公會」）頒佈之香港財務報告準則（「香港財務報告準則」）及GEM上市規則之適用規定而編製。本未經審核簡明綜合財務資料並不包括年度財務報表所規定的所有資料及披露事項。

### 1. GENERAL INFORMATION

CircuTech International Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) is principally engaged in the sales and distribution of IT products and the provision of repairs and other service support of IT products.

The Company is a limited liability company incorporated in the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The Company has its primary listing on GEM of The Stock Exchange of Hong Kong Limited.

This unaudited condensed consolidated financial information is presented in Hong Kong dollars (“HK\$”), unless otherwise stated.

### 2. BASIS OF PREPARATION

This unaudited condensed consolidated financial information for the nine months ended 30 September 2022 has been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable requirements of the GEM Listing Rules. This unaudited condensed consolidated financial information does not include all information and disclosures as required in the annual financial statements.

NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION (Continued)

3. 會計政策

除香港會計師公會頒佈於本集團當前會計期間首次生效之新訂及經修訂香港財務報告準則及詮釋外，編製未經審核簡明綜合財務資料所採用之會計政策與編製本集團截至二零二一年十二月三十一日止年度之年度財務報表所採用者相同。因採用該等修訂本而於本期間呈列之本未經審核簡明綜合財務資料採用之會計政策概無重大變動。

4. 收入

本集團該等期間來自其主要產品及服務之收入分析如下：

3. ACCOUNTING POLICIES

The accounting policies adopted in the preparation of the unaudited condensed consolidated financial information are same as those applied in the preparation of the Group's annual financial statements for the year ended 31 December 2021, except for the new and revised HKFRS and interpretations issued by HKICPA that are first effective for the current accounting period of the Group. There has been no significant change to the accounting policy applied in this unaudited condensed consolidated financial information for the period presented as a result of adoption of these amendments.

4. REVENUE

An analysis of the Group's revenue from its major products and services for the periods is as follows:

		截至九月三十日止三個月		截至九月三十日止九個月	
		Three months ended		Nine months ended	
		30 September		30 September	
		二零二二年	二零二一年	二零二二年	二零二一年
		2022	2021	2022	2021
		千港元	千港元	千港元	千港元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
銷售及分銷IT產品	Sales and distribution of IT products	29,182	65,365	341,366	186,657
維修及服務支援	Repairs and service support	4,540	1,618	8,196	2,897
總收入	Total revenue	33,722	66,983	349,562	189,554



## NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL INFORMATION (Continued)

### 5. 分類資料

本集團主要從事IT產品的銷售及分銷以及提供IT產品的維修及其他服務支援。

首席營運決策者已被確定為本公司之執行董事(「**執行董事**」)。執行董事已根據彼等所審閱用於作出策略決定之資料釐定營運分類。

執行董事已就本集團業務確認兩個可呈報分類：

- (i) 銷售及分銷IT產品：設計、製造及營銷視像監控系統以及分銷第三方IT產品；及
- (ii) 維修及服務支援：電子產品維修、維護及其他服務支援。

在確定本集團可呈報分類時並無合併計算任何營運分類。

截至二零二二年及二零二一年九月三十日止九個月，並無分類之間銷售。來自外部各方之收入乃按與未經審核簡明綜合全面收益表相同之方式計量。

來自銀行存款之利息收入、租賃負債之利息及公司開支並未分配至各分類，原因為該等類別活動乃由管理本集團現金狀況之中央司庫職能部門推動。

### 5. SEGMENT INFORMATION

The Group is principally engaged in the sales and distribution of IT products, and the provision of repairs and other service support of IT products.

The chief operating decision-makers have been identified as the executive directors of the Company (the “**Executive Directors**”). The Executive Directors have determined the operating segments based on the information reviewed by them that are used to make strategic decisions.

The Executive Directors have identified two reportable segments of the Group's business:

- (i) Sales and distribution of IT products: designs, manufactures and markets video surveillance systems and distributes third party IT products; and
- (ii) Repairs and service support: repairs, maintenance and other service support for electronic products.

No operating segments have been aggregated in arriving at the reportable segments of the Group.

No sales between segments are carried out during the nine months ended 30 September 2022 and 2021. The revenue from external parties is measured in the same way as in the unaudited condensed consolidated statement of comprehensive income.

Interest income from bank deposits, interest on lease liabilities and corporate expenses are not allocated to segments, as these types of activities are driven by the central treasury function, which manages the cash position of the Group.

## NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL INFORMATION (Continued)

### 5. 分類資料 (續)

#### 分類收入及業績

截至二零二二年及二零二一年九月三十日止九個月，就可呈報分類向執行董事提供之分類資料如下：

截至二零二二年九月三十日止九個月 (未經審核)

### 5. SEGMENT INFORMATION (Continued)

#### Segment revenue and results

The segment information provided to the Executive Directors for the reportable segments for the nine months ended 30 September 2022 and 2021 is as follows:

Nine months ended 30 September 2022 (unaudited)

		銷售及 分銷IT產品 Sales and distribution of IT products 千港元 HK\$'000	維修及 服務支援 Repairs and service support 千港元 HK\$'000	總計 Total 千港元 HK\$'000
來自外部客戶之收入	Revenue from external customers	341,366	8,196	349,562
收入確認時間	Time of revenue recognition			
— 於某一時間點	– At a point in time	341,366	8,135	349,501
— 於一段時間	– Over time	–	61	61
分類溢利	Segment profit	10,100	2,227	12,327
銀行利息	Bank interest			149
其他收入	Other income			2,319
薪金、工資及其他福利	Salaries, wages and other benefits			(1,733)
折舊費用	Depreciation charge			(2,075)
未分配公司開支 (附註)	Unallocated corporate expenses (note)			(2,149)
財務成本	Finance costs			(68)
經營溢利	Operating profit			8,770
使用權益法入賬之應佔 一間聯營公司純利	Share of net profit of an associate accounted for using the equity method			227
除所得稅前溢利	Profit before income tax			8,997

NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION (Continued)

5. 分類資料 (續)

分類收入及業績 (續)

截至二零二二年九月三十日止三  
個月 (未經審核)

5. SEGMENT INFORMATION (Continued)

Segment revenue and results (Continued)

Three months ended 30 September 2022 (unaudited)

		銷售及 分銷IT產品 Sales and distribution of IT products 千港元 HK\$'000	維修及 服務支援 Repairs and service support 千港元 HK\$'000	總計 Total 千港元 HK\$'000
來自外部客戶之收入	Revenue from external customers	29,182	4,540	33,722
收入確認時間	Time of revenue recognition			
— 於某一時間點	– At a point in time	29,182	4,479	33,661
— 於一段時間	– Over time	–	61	61
分類溢利	Segment profit	2,493	1,067	3,560
銀行利息	Bank interest			107
其他收入	Other income			795
薪金、工資及其他福利	Salaries, wages and other benefits			(507)
折舊費用	Depreciation charge			(333)
未分配公司開支 (附註)	Unallocated corporate expenses (note)			(908)
財務成本	Finance costs			(35)
經營溢利	Operating profit			2,679
使用權益法入賬之應佔 一間聯營公司淨虧損	Share of net loss of an associate accounted for using the equity method			(14)
除所得稅前溢利	Profit before income tax			2,665

NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION (Continued)

5. 分類資料 (續)

分類收入及業績 (續)

截至二零二一年九月三十日止九  
個月 (未經審核)

5. SEGMENT INFORMATION (Continued)

Segment revenue and results (Continued)

Nine months ended 30 September 2021 (unaudited)

		銷售及 分銷IT產品 Sales and distribution of IT products 千港元 HK\$'000	維修及 服務支援 Repairs and support service 千港元 HK\$'000	總計 Total 千港元 HK\$'000
<b>來自外部客戶之收入</b>	<b>Revenue from external customers</b>	186,657	2,897	189,554
<b>收入確認時間</b>	<b>Time of revenue recognition</b>			
— 於某一時間點	– At a point in time	186,657	103	186,760
— 於一段時間	– Over time	–	2,794	2,794
<b>分類溢利</b>	<b>Segment profit</b>	2,184	1,438	3,622
其他收入	Other income			1,878
薪金、工資及其他福利	Salaries, wages and other benefits			(1,550)
折舊費用	Depreciation charge			(1,838)
未分配公司開支 (附註)	Unallocated corporate expenses (note)			(1,375)
財務成本	Finance costs			(51)
經營溢利	Operating profit			686
使用權益法入賬之應佔 一間聯營公司純利	Share of net profit of an associate accounted for using the equity method			440
除所得稅前溢利	Profit before income tax			1,126

NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION (Continued)

5. 分類資料 (續)

分類收入及業績 (續)

截至二零二一年九月三十日止三  
個月 (未經審核)

5. SEGMENT INFORMATION (Continued)

Segment revenue and results (Continued)

Three months ended 30 September 2021 (unaudited)

		銷售及 分銷IT產品 Sales and distribution of IT products 千港元 HK\$'000	維修及 服務支援 Repairs and service support 千港元 HK\$'000	總計 Total 千港元 HK\$'000
來自外部客戶之收入	Revenue from external customers	65,365	1,618	66,983
收入確認時間	Time of revenue recognition			
— 於某一時間點	– At a point in time	65,365	98	65,463
— 於一段時間	– Over time	–	1,520	1,520
分類溢利	Segment profit	310	853	1,163
其他收入	Other income			554
薪金、工資及其他福利	Salaries, wages and other benefits			(581)
折舊費用	Depreciation charge			(607)
未分配公司開支 (附註)	Unallocated corporate expenses (note)			(383)
財務成本	Finance costs			(14)
經營溢利	Operating profit			132
使用權益法入賬之應佔 一間聯營公司純利	Share of net profit of an associate accounted for using the equity method			164
除所得稅前溢利	Profit before income tax			296

附註：未分配公司開支指一般公司開  
支。

Note: Unallocated corporate expenses represent general  
corporate expenses.

NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION (Continued)

6. 除所得稅前溢利

除所得稅前溢利經扣除及計入下列項目後達致：

6. PROFIT BEFORE INCOME TAX

Profit before income tax is arrived at after charging and crediting the following:

	截至九月三十日止三個月		截至九月三十日止九個月		
	Three months ended		Nine months ended		
	30 September		30 September		
	二零二二年	二零二一年	二零二二年	二零二一年	
	2022	2021	2022	2021	
	千港元	千港元	千港元	千港元	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
	(未經審核)	(未經審核)	(未經審核)	(未經審核)	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
物業、廠房及設備之折舊	Depreciation of property, plant and equipment	15	592	1,183	1,794
使用權資產之折舊	Depreciation of right-of-use assets	326	218	922	665
租賃負債利息開支	Interest expenses on lease liabilities	35	14	68	51
短期租賃開支	Short-term lease expenses	60	95	283	293
出售物業、廠房及設備之收益	Gain on disposal of property, plant and equipment	-	-	-	(10)
利息收入	Interest income	(103)	(8)	(149)	(30)
匯兌收益淨額	Net foreign exchange gain	(671)	(521)	(698)	(125)
於一間聯營公司之權益之減值虧損撥回	Reversal of impairment loss on interest in an associate	-	-	-	(302)
存貨撥備淨值／(撥備撥回淨值) (已列入銷售成本)	Net provision/net reversal of provision for inventories (included in cost of sales)	(1,269)	(234)	210	(629)
租金收入	Rental income	(600)	(600)	(1,800)	(1,800)
政府補貼 (附註)	Government subsidy (note)	(120)	-	(360)	-

附註：政府補貼乃根據「保就業」計劃（「保就業」計劃）授出作為第二輪防疫抗疫基金，旨在維持員工就業。本集團須承諾僱用足夠數目月薪為8,000港元或以上的僱員，不少於自選「全額補貼人數」，並將所有工資補貼用於向僱員支付工資。截至二零二二年九月三十日止九個月，本集團將根據「保就業」計劃獲得的政府補貼約360,000港元確認為未經審核簡明綜合全面收益表中的「其他收入」（截至二零二一年九月三十日止九個月：零）。

Note: The government subsidies were granted under the Employment Support Scheme ("ESS") as the second round of the Anti-epidemic Fund, which aims to retain staff employment. The Group is required to undertake to employ sufficient number of employees with a monthly wage of HK\$8,000 or above is no less than the chosen "full subsidy headcount" and to spend all the wage subsidies on paying wages to the employees. For the nine months ended 30 September 2022, the Group recognised government subsidies from the ESS of approximately HK\$360,000 as "Other income" in the unaudited condensed consolidated statement of comprehensive income (nine months ended 30 September 2021: Nil).

**NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION** (Continued)

**7. 所得稅開支／(抵免)**

截至二零二二年九月三十日止九個月，並無計提香港利得稅撥備。於過往期間，香港利得稅乃就估計應課稅溢利按16.5%之稅率計提撥備，惟本集團一間附屬公司除外，該公司為符合利得稅兩級制的合資格實體。該附屬公司應課稅溢利之首2,000,000港元按8.25%繳稅，而餘下應課稅溢利按16.5%繳稅。

海外溢利之稅項乃就本期間估計應課稅溢利按本集團營運所在國家／地區之當前稅率計算。

**8. 股息**

董事會不建議派付截至二零二二年九月三十日止九個月之股息（截至二零二一年九月三十日止九個月：無）。

**7. INCOME TAX EXPENSES/(CREDIT)**

No Hong Kong Profits Tax has been provided for the nine months ended 30 September 2022. In the prior period, Hong Kong Profits Tax has been provided at the rate of 16.5% on the estimated assessable profits, except for one subsidiary of the Group which is a qualifying entity under the two-tier profits tax rates regime. The first HK\$2,000,000 of assessable profits of this subsidiary are taxed at 8.25% and the remaining assessable profit are taxed at 16.5%.

Taxation on overseas profit has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the countries/places in which the Group operates.

**8. DIVIDEND**

The Board does not recommend the payment of a dividend for the nine months ended 30 September 2022 (nine months ended 30 September 2021: Nil).

NOTES TO THE UNAUDITED CONDENSED  
CONSOLIDATED FINANCIAL INFORMATION (Continued)

9. 每股盈利

(a) 基本

每股基本盈利乃按本公司擁有人應佔溢利除以該等期間已發行普通股之加權平均數計算。

9. EARNINGS PER SHARE

(a) Basic

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by weighted average number of ordinary shares in issue during the periods.

		截至九月三十日止三個月 Three months ended 30 September		截至九月三十日止九個月 Nine months ended 30 September	
		二零二二年 2022 千港元 HK\$'000 (未經審核) (unaudited)	二零二一年 2021 千港元 HK\$'000 (未經審核) (unaudited)	二零二二年 2022 千港元 HK\$'000 (未經審核) (unaudited)	二零二一年 2021 千港元 HK\$'000 (未經審核) (unaudited)
本公司擁有人應佔 本期間溢利	Profit for the period attributable to owners of the Company	2,511	583	5,703	960
普通股加權平均數 (千股)	Weighted average number of ordinary shares (thousands)	23,434	23,434	23,434	23,434
每股基本盈利 (每股港仙)	Basic earnings per share (HK cents per share)	10.72	2.49	24.34	4.10

(b) 攤薄

每股攤薄盈利等於每股基本盈利，原因為於兩個呈列期間概無已發行在外之潛在攤薄股份。

(b) Diluted

Diluted earnings per share is equal to basic earnings per share as there was no dilutive potential share outstanding in both periods presented.



# 管理層討論及分析

## MANAGEMENT DISCUSSION AND ANALYSIS

### 股息

董事會不建議派付截至二零二二年九月三十日止九個月之股息（截至二零二一年九月三十日止九個月：無）。

### 業務回顧

本集團營運兩個業務分類，即銷售及分銷IT產品以及提供IT產品的維修及其他服務支援。

#### 銷售及分銷IT產品

本集團之核心業務分類為銷售及分銷IT產品，包括分銷帶有我們的自有品牌名稱之知名第三方IT產品及視像監控系統。第三方IT產品主要是經二手及翻新的部件，透過在我們建立良久的批發網絡（涵蓋北美、亞洲及歐洲）分銷。

於二零二二年上半年，全球二手IT產品市場需求及供應均出現激增。由於筆記本電腦及平板電腦的價格仍處高位，大部分消費者考慮購買經翻新機型，讓消費者能夠以更實惠的價格獲得全價範圍內的設備。此外，隨著對循環經濟及可持續發展越發重視，期內對經翻新產品的認識增強，消費者選擇二手設備獲益更多。

銷售及分銷視像監控系統競爭激烈，尤其是，本集團在定價、所提供的服務範圍及資訊技術方面，直接及間接地與全球大型供應商競爭。

### DIVIDEND

The Board does not recommend the payment of a dividend for the nine months ended 30 September 2022 (nine months ended 30 September 2021: Nil).

### BUSINESS REVIEW

The Group operates in two business segments, namely, the sales and distribution of IT products and the provision of repairs and other service support of IT products.

#### Sales and distribution of IT products

The core business segment of the Group is sales and distribution of IT products. It includes distribution of renowned third-party IT products and video surveillance systems carrying our own brand name. The third-party IT products are mainly used and refurbished units that are distributed through our well-established wholesale network covering North America, Asia and Europe.

The global secondary IT products market saw a surge in demand as well as supply in the first half of 2022. With the laptop and tablet prices remaining at the higher end, a larger share of consumers considered buying refurbished models which allow consumers to obtain devices across all price ranges more affordably. In addition, as more emphasis were placed on the circular economy and sustainability, the awareness of refurbished products has been raised during the period and consumers were exposed to more benefits of choosing a pre-owned device.

The sales and distribution of video surveillance systems is highly competitive, in particular, the Group directly and indirectly competes with large global vendors in form of pricing, range of services provided and information technology.

## 管理層討論及分析 (續)

## MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

管理層的專業知識及其良好的往績，加上身為世界知名企業富士康科技集團（其與多家國際品牌有強大業務聯繫）的成員公司，是本集團與其他全球分銷商進行競爭的優勢。本集團將繼續透過改善存貨周轉天數及降低存貨風險管理其呆滯流動資本，旨在縮短現金周轉週期。

於本期間，本集團持續檢討及微調其策略，並重新評估其業務模式、客戶及產品組合，以達致較高利潤率。本集團將密切監察市場狀況，並透過平衡業務量及利潤率作出必要調整。

### 提供IT產品的維修及其他服務支援

本集團為帶有我們的自有品牌名稱的視像監控產品提供全方位的售後維護支援服務。本集團亦開發智能設備應用程式，以提供遠程控制及監控視像監控產品服務。本集團營運一間維修中心及提供逆向物流、工作台維修服務、零配件儲存及分銷以及客戶交付等端到端維修服務。

本集團旨在提供一流的維修及返修服務，確保客戶的問題得到快速解決，並將對其業務的影響降至最低。

The Group's advantages to compete against other global distributors are management's expertise and proven track record, together with being a member of the Foxconn Technology Group that is worldwide well-known and has strong business bond with numbers of international brands. The Group will continue to manage its tied up working capital by improving the inventory turnover days and mitigating the inventory risk, with an aim to shorten the cash conversion cycle.

During the period, the Group continued to review and fine-tune its strategies and re-evaluating its business model, client and products mix to achieve a higher profit margin. The Group will closely monitor the market situations and make necessary adjustments by balancing the business volume and profit margin.

### Provision of repairs and other service support of IT products

The Group provides full range of after sales maintenance supporting services for video surveillance products carrying our own brand name. Smart device applications were also developed by the Group to provide remote control and monitoring of the video surveillance products. The Group operates a repair centre and provides end-to-end repair services, from reverse logistics, bench repair services and spare parts storage and distribution to customer delivery.

The Group aims to provide best-in-class repair and rework services to ensure that our customers' issues are resolved quickly and with minimum impact to their business.

## 財務回顧

### 收入

截至二零二二年九月三十日止九個月，本集團的總收入約為349,600,000港元，較截至二零二一年九月三十日止九個月的約189,600,000港元增加約160,000,000港元。

## FINANCIAL REVIEW

### Revenue

The Group's total revenue amounted to approximately HK\$349.6 million for the nine months ended 30 September 2022, representing an increase of approximately HK\$160.0 million as compared to that of approximately HK\$189.6 million for the nine months ended 30 September 2021.

		截至九月三十日止九個月 Nine months ended 30 September	
		二零二二年 2022 千港元 HK\$'000 (未經審核) (unaudited)	二零二一年 2021 千港元 HK\$'000 (未經審核) (unaudited)
銷售及分銷IT產品	Sales and distribution of IT products	<b>341,366</b>	186,657
維修及服務支援	Repairs and service support	<b>8,196</b>	2,897
總收入	Total revenue	<b>349,562</b>	189,554

### 銷售及分銷IT產品

截至二零二二年九月三十日止九個月，銷售及分銷IT產品之收入繼續為本集團最大的收入來源，佔本集團總收入約97.7%。銷售及分銷IT產品之收入包括帶有我們的自有品牌名稱之第三方IT產品及視像監控產品。收入增加乃主要由於「業務回顧」所述之需求及供應增加所致。

### Sales and distribution of IT products

For the nine months ended 30 September 2022, the revenue from sales and distribution of IT products continued to be the largest source of income of the Group which accounted for approximately 97.7% of the total revenue of the Group. Revenue from sales and distribution of IT products consists of third-party IT products and video surveillance products carrying our own brand name. The increase in revenue was mainly due to increase in demand and supply as explained in "Business Review".

## 管理層討論及分析 (續)

## MANAGEMENT DISCUSSION AND ANALYSIS (Continued)

### 提供IT產品的維修及其他服務支援

截至二零二二年九月三十日止九個月，維修及服務支援的收入由約2,900,000港元增加至約8,200,000港元。收入增加乃主要由於除帶有我們的自有品牌名稱的視像監控產品以外的IT產品服務支援擴展所致。

### 按所在地區劃分之分類收入

### Provision of repairs and other service support of IT products

For the nine months ended 30 September 2022, the revenue generated from repairs and service support increased from approximately HK\$2.9 million to approximately HK\$8.2 million. The increase in revenue was mainly due to the expanded service support of IT products in addition to video surveillance products carrying our own brand name.

### Revenue by geographical location

		截至九月三十日止九個月	
		Nine months ended	
		30 September	
		二零二二年	二零二一年
		2022	2021
		千港元	千港元
		HK\$'000	HK\$'000
		(未經審核)	(未經審核)
		(unaudited)	(unaudited)
美國	United States	207,773	32,081
台灣	Taiwan	74,001	31,361
香港	Hong Kong	31,573	98,160
荷蘭	Netherlands	26,850	23,204
其他	Others	9,365	4,748
總收入	Total revenue	349,562	189,554

截至二零二二年九月三十日止九個月，美國市場超越香港市場，佔本集團總收入約59.4%（截至二零二一年九月三十日止九個月：約16.9%）。台灣市場及香港市場分別佔本集團截至二零二二年九月三十日止九個月的總收入約21.2%（截至二零二一年九月三十日止九個月：約16.5%）及約9.0%（截至二零二一年九月三十日止九個月：約51.8%）。收入組成變動乃由於各所在地區IT產品的供求情況引致之產品組合變動所致。

### 銷售成本

銷售成本之主要部分為存貨成本。與收入增加一致，截至二零二二年九月三十日止九個月之銷售成本增加至約327,800,000港元，而二零二一年同期則為約174,500,000港元。淨存貨撥備（已列入銷售成本）約為200,000港元，而二零二一年同期淨撥備撥回約為600,000港元，說明期內滯銷存貨有所增加。

### 毛利及毛利率

截至二零二二年九月三十日止九個月，毛利較截至二零二一年九月三十日止九個月增加約6,600,000港元，此乃由於期內業務量增加所致。截至二零二二年九月三十日止九個月，本集團毛利率下降至約6.2%（截至二零二一年九月三十日止九個月：約8.0%）。於期內，本集團最大的市場（美國）的通脹率高企，消費者於消費時較為保守。因此，本集團已合理降低毛利率以改善存貨周轉率及應對美國市場之供應偶然增加。

For the nine months ended 30 September 2022, the United States market overtook the Hong Kong market and contributed approximately 59.4% (nine months ended 30 September 2021: approximately 16.9%) of the Group's total revenue. The Taiwan market contributed approximately 21.2% (nine months ended 30 September 2021: approximately 16.5%) of the Group's total revenue and the Hong Kong market contributed approximately 9.0% (nine months ended 30 September 2021: approximately 51.8%) of the Group's total revenue for the nine months ended 30 September 2022. The change in the composition of the revenue was due to the change of product mix driven by the demand and supply of IT products in each of the geographical location.

### Cost of sales

A major component of the cost of sales was the cost of inventories. In line with the increase in revenue, the cost of sales for the nine months ended 30 September 2022 increased to approximately HK\$327.8 million, as compared to that of approximately HK\$174.5 million for the corresponding period in 2021. There was a net provision for inventories, included in the cost of sales amounted to approximately HK\$0.2 million as compared to a net reversal of provision of approximately HK\$0.6 million for the same period in 2021 to account for the increase in slow-moving inventories during the period.

### Gross profit and gross profit margin

Gross profit increased by approximately HK\$6.6 million for the nine months ended 30 September 2022 as compared to that of the nine months ended 30 September 2021 which is attributable to the increase in business volume during the period. The gross profit margin of the Group decreased to approximately 6.2% for the nine months ended 30 September 2022 (nine months ended 30 September 2021: approximately 8.0%). During the period, the Group's largest market, the United States, is experiencing a high inflation rate and consumers are more conservative on spending. As a result, the Group has reasonably lowered its gross margin to improve the inventory turnover rate and respond to the occasional increase in supply in the United States.

### 銷售及分銷開支

截至二零二二年九月三十日止九個月，銷售及分銷開支降低約8.3%至約4,300,000港元。銷售及分銷開支主要部分為員工成本及佣金以及倉儲費用。

### 行政費用

截至二零二二年九月三十日止九個月，行政費用下降約2.9%至約10,400,000港元。憑藉營運效率的提高及嚴格的財務紀律，本集團能夠將其行政費用保持在合理的較低水平。

### 期內純利

截至二零二二年及二零二一年九月三十日止九個月，本集團分別錄得純利約5,700,000港元及約1,000,000港元。董事會認為，二零二二年第三季度的盈利能力與本公司中期報告所披露之本集團截至二零二二年六月三十日止六個月之財務數據大體一致且可資比較。本集團於截至二零二二年六月三十日止六個月錄得純利約3,200,000港元。

### Selling and distribution expenses

Selling and distribution expenses decreased by approximately 8.3% to approximately HK\$4.3 million for the nine months ended 30 September 2022. A major component of the selling and distribution expenses was staff costs and commission and warehousing charges.

### Administrative expenses

Administrative expenses decreased by approximately 2.9% to approximately HK\$10.4 million for the nine months ended 30 September 2022. With improvements in operating efficiencies and rigorous financial discipline, the Group has been able to keep its administrative expenses reasonably low.

### Net profit for the period

The Group recorded a net profit of approximately HK\$5.7 million and approximately HK\$1.0 million for the nine months ended 30 September 2022 and 2021, respectively. The Board considers that the profitability in the third quarter of 2022 is generally in line with and comparable with the financial figures of the Group for the six months ended 30 June 2022 as disclosed in the interim report of the Company. The Group recorded a net profit of approximately HK\$3.2 million for the six months ended 30 June 2022.

## 業務前景

憑藉於二零二一年奠定的基礎及積累的經驗，本集團預期將面臨IT產品分銷業務的激烈競爭，並將因應技術進步、競爭加劇及持份者期望調整其營運。本集團正按規劃進行結構化流程，以提高盈利能力及效率。

為多元化本集團之業務組合及避免過度集中於單一業務分類，鑒於維修及服務支援分類目前為本集團整體收入作出的貢獻及本分類的利潤率相對較高，本集團相信維修及服務支援分類存在巨大的增長空間。本集團將集中資源發展維修及服務支援分類，尤其是設立維修中心以為知名IT品牌及其服務中心提供電子產品維修服務。管理層將密切監察COVID-19的發展情況、評估及積極應對其對本集團財務狀況及經營業績造成的影響。

本集團亦正在物色投資「循環經濟」業務分類的合適機遇，包括提供3C產品的售後服務及回收3C產品以再生產原材料。管理層認為，進行相關策略投資將有助本集團鞏固「綠色科技」發展基礎及提升本集團的業務形象。

## BUSINESS OUTLOOK

Building upon the foundation and experience gained in 2021, the Group expects to face intense competition in the IT product distribution business and will modify its operations in response to technological advances, increased competition, and stakeholder expectations. The Group is experiencing a planned and structured process to become more profitable and efficient.

In order to diversify the business portfolio of the Group and to avoid overconcentration on a single business segment, given the current contribution of the repairs and service support segment to the overall revenue of the Group and the relatively high profit margin of this segment, the Group believes that there is plenty of room for growth of the repairs and service support segment. The Group will focus its resources on the development of the repairs and service support segment, in particular setting up repair centers to provide repair services of electronic products for renowned IT brands and their service centers. The management will closely monitor the development of COVID-19, assess and react actively to its impacts on the financial position and operating results of the Group.

The Group is also exploring suitable opportunities to invest in the “Circular Economy” business segment, from providing after-sales services of 3C products to recycling of 3C products to reproduce raw materials. The management believes that making the relevant strategic investment will enable the Group to strengthen its development foundation in “Green Technology” and enhance the Group’s business image.

本集團將繼續加強管理團隊、擴大國際覆蓋面及拓寬客戶基礎。管理層預期可能需不時進行其他集資活動，為有關業務發展提供營運資本開支。此舉意味著須投資擴展及重組海外組織架構及可能涉及資本開支（倘認為可策略性地提高其實力）。

### 流動資金、財政資源及資本負債率

截至二零二二年九月三十日止九個月，本集團以內部產生之資源為其日常營運撥付資金。於二零二二年九月三十日，本集團流動資產淨值約為130,767,000港元（二零二一年十二月三十一日：約125,266,000港元）及現金及現金等價物約為120,603,000港元（二零二一年十二月三十一日：約98,850,000港元）。

於二零二二年九月三十日，資本負債率（按本集團總債務除總權益之基準計算）為10.6%（二零二一年十二月三十一日：53.4%）。資本負債率下降乃主要由於應付賬款減少所致。

The Group will continuously strengthen the management team, expand the international footprint and broaden its customer base. The management anticipates additional fundraising may from time to time be required to support the working capital expenditure for such business growth. This entails investment in expanding and revamping overseas organisation structure, and potential capital expenditures if it is deemed to strategically enhance its capabilities.

### LIQUIDITY, FINANCIAL RESOURCES AND GEARING RATIO

During the nine months ended 30 September 2022, the Group financed its daily operations with internally generated resources. As at 30 September 2022, the Group had net current assets of approximately HK\$130,767,000 (31 December 2021: approximately HK\$125,266,000) and cash and cash equivalents amounted to approximately HK\$120,603,000 (31 December 2021: approximately HK\$98,850,000).

As at 30 September 2022, the gearing ratio, which is calculating on the basis of total debts over total equity of the Group was 10.6% (31 December 2021: 53.4%). The decrease in gearing ratio was mainly due to a decrease in trade payables.



## 董事及最高行政人員於股份之權益

於二零二二年九月三十日，概無董事及本公司最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之任何股份、相關股份或債券中擁有任何根據證券及期貨條例第7及8分部須披露之權益或淡倉（包括根據證券及期貨條例相關條文被認為或視作擁有之權益及淡倉），或記錄於本公司根據證券及期貨條例第352條須存置之登記冊之權益或淡倉，或根據GEM上市規則第5.46條須知會本公司及聯交所之權益或淡倉。

## 購買股份或債券之安排

於截至二零二二年九月三十日止九個月內任何時間，本公司、其控股公司或其任何附屬公司概無參與任何能夠讓董事可藉著購入本公司或任何其他法人團體之股份或債券而獲得利益之安排，而董事、彼等之配偶或十八歲以下之子女於截至二零二二年九月三十日止九個月內亦無擁有可認購本公司證券之任何權利或已行使任何該等權利。

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES

As of 30 September 2022, none of the Directors and chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were required to be disclosed under Divisions 7 and 8 of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under section 352 of the SFO, or which were required under Rule 5.46 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

## ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

At no time during the nine months ended 30 September 2022 was the Company, its holding company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate and none of the Directors, their spouses or children under the age of eighteen, had any rights to subscribe for securities of the Company, or had exercised any such rights during the nine months ended 30 September 2022.

## 主要股東

於二零二二年九月三十日，據董事所深知，根據本公司按照證券及期貨條例第336條須存置之登記冊所記錄，以下人士（董事或本公司最高行政人員除外）於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司及聯交所披露的權益或淡倉：

### 於本公司股份（「股份」）之好倉

股東名稱	身份	持有／擁有	佔本公司
		權益之 股份數目	已發行股本 百分比（概約）
			Percentage of the issued share capital of the Company (approximate)
Name of shareholders	Capacity	Number of Shares held/ interested	Company (approximate)
Foxconn (Far East) Limited	實益擁有人 Beneficial owner	11,853,524	50.58%
鴻海精密工業股份有限公司 Hon Hai Precision Industry Co., Ltd.	受控制法團權益 Interest in a controlled corporation	11,853,524	50.58%

附註：

Foxconn (Far East) Limited為鴻海精密工業股份有限公司（一間於台灣註冊成立之公司並於台灣證券交易所上市（股份代號：2317.TW））之全資附屬公司。根據證券及期貨條例，鴻海精密工業股份有限公司被視為於Foxconn (Far East) Limited持有之股份中擁有權益。

## SUBSTANTIAL SHAREHOLDERS

As at 30 September 2022, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

### Long position in shares of the Company (the “Shares”)

Note:

Foxconn (Far East) Limited is a wholly-owned subsidiary of Hon Hai Precision Industry Co., Ltd., a company incorporated in Taiwan and listed on the Taiwan Stock Exchange (stock code: 2317.TW). Hon Hai Precision Industry Co., Ltd. is deemed to be interested in the Shares held by Foxconn (Far East) Limited under the SFO.

除上文所披露者外，於二零二二年九月三十日，概無任何其他人士（董事或本公司最高行政人員除外）知會本公司及聯交所其於股份及本公司相關股份中擁有證券及期貨條例第XV部第2及3分部條文項下或記錄於根據證券及期貨條例第336條須存置之登記冊之任何權益或淡倉。

## 競爭及權益衝突

於截至二零二二年九月三十日止九個月內，董事、本公司控股股東或彼等各自緊密聯系人士（定義見GEM上市規則）概無於與本集團在業務上直接或間接構成競爭或可能構成競爭之業務中擁有任何權益。

## 購入、出售或贖回本公司之上市證券

本公司及其任何附屬公司於截至二零二二年九月三十日止九個月概無購入、出售或贖回任何本公司之上市證券。

Save as disclosed above, as of 30 September 2022, the Company and the Stock Exchange had not been notified by any other person (other than a Director or chief executive of the Company) who had interests or short positions in any Shares and the underlying shares of the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept under section 336 of the SFO.

## COMPETITION AND CONFLICT OF INTERESTS

During the nine months ended 30 September 2022, none of the Directors, controlling shareholders of the Company or their respective close associates (as defined in the GEM Listing Rules) had any interests in a business that competes or may compete either directly or indirectly with the business of the Group.

## 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 nine months ended 30 September 2022.

### 有關董事進行證券交易之行為守則

本公司已採納一套有關董事進行證券交易之行為守則(「**公司守則**」)，條款不遜於GEM上市規則第5.48條至第5.67條所載之規定交易標準。經本公司具體查詢後，各董事已確認，於截至二零二二年九月三十日止九個月任職董事期間，彼已全面遵守規定交易標準及公司守則且並無發生不合規事件。

### 企業管治守則

本公司已採納GEM上市規則附錄十五第二部分所載的企業管治守則(「**企業管治守則**」)的原則及守則條文。於截至二零二二年九月三十日止九個月，本公司已遵守企業管治守則。

### 審核委員會

本公司審核委員會(「**審核委員會**」)由三位成員組成，乃為三位獨立非執行董事，即李傑靈先生(主席)、楊偉雄先生及苗華本先生。

審核委員會的主要職責為審閱及監督本集團的財務申報系統、風險管理及內部監控系統。審核委員會亦負責(其中包括)審閱本公司之年度報告及財務報表、季度報告及半年度報告、檢討當中所含之重大財務申報判斷，並就該等報告向董事會提供建議及意見。

### CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by Directors (the “**Company’s Code**”) on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Upon the Company’s specific enquiry, each of the Directors has confirmed that during his/her tenure as Director in the nine months ended 30 September 2022, he/she had fully complied with the required standard of dealings and the Company’s Code and there was no event of non-compliance.

### CORPORATE GOVERNANCE CODE

The Company has adopted the principles and the code provisions in the Corporate Governance Code (the “**CG Code**”) as set out in Part 2 of Appendix 15 to the GEM Listing Rules. During the nine months ended 30 September 2022, the Company has complied with the CG Code.

### AUDIT COMMITTEE

The audit committee of the Company (the “**Audit Committee**”) consists of three members, being the three independent non-executive Directors, namely Mr. Li Robin Kit Ling (chairman), Mr. Yeung Wai Hung Peter and Mr. Miao Benny Hua-ben.

The primary duties of the Audit Committee are to review and oversee the financial reporting system, risk management and internal control systems of the Group. The Audit Committee is also responsible for, among other things, reviewing the Company’s annual report and financial statements, quarterly reports and half-yearly report, reviewing significant financial reporting judgments contained therein and providing advice and comments thereon to the Board.

審核委員會已審閱本集團截至二零二二年九月三十日止九個月之未經審核簡明綜合財務資料、本報告及季度業績公告，並已就此提供建議及意見。

承董事會命  
訊智海國際控股有限公司  
主席  
洪松泰先生

香港，二零二二年十一月九日

於本報告日期，執行董事為洪松泰先生、陳靜洵女士、韓君偉先生及蔡秉翰先生；非執行董事為高照洋先生；及獨立非執行董事為楊偉雄先生、李傑靈先生及苗華本先生。

The Audit Committee has reviewed the unaudited condensed consolidated financial information of the Group for the nine months ended 30 September 2022, this report and the quarterly results announcement, and has provided advice and comments thereon.

By order of the Board  
**CircuTech International Holdings Limited**  
**Mr. Hong Sung-Tai**  
Chairman

Hong Kong, 9 November 2022

*As at the date of this report, the executive Directors are Mr. Hong Sung-Tai, Ms. Chen Ching-Hsuan, Mr. Han Chun-Wei and Mr. Tsai Bing-Hann; the non-executive Director is Mr. Kao Chao Yang; and the independent non-executive Directors are Mr. Yeung Wai Hung Peter, Mr. Li Robin Kit Ling and Mr. Miao Benny Hua-ben.*

