



eprint Group Limited

eprint 集團有限公司

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

Stock Code 股份代號：1884

2023

INTERIM REPORT

中期報告

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CORPORATE INFORMATION

公司資料

BOARD OF DIRECTORS

Executive directors

Mr. She Siu Kee William
(*Chairman and Chief Executive Officer*)
Mr. Chong Cheuk Ki

Non-executive director

Mr. Leung Wai Ming

Independent non-executive directors

Mr. Poon Chun Wai
Mr. Fu Chung
Mr. Ma Siu Kit
Ms. Yu Mei Hung

AUDIT COMMITTEE

Mr. Ma Siu Kit (*Chairman*)
Mr. Poon Chun Wai
Mr. Fu Chung

REMUNERATION COMMITTEE

Mr. Poon Chun Wai (*Chairman*)
Mr. She Siu Kee William
Mr. Fu Chung

NOMINATION COMMITTEE

Mr. Fu Chung (*Chairman*)
Mr. She Siu Kee William
Mr. Poon Chun Wai

AUTHORISED REPRESENTATIVES

Mr. She Siu Kee William
Ms. Leung Ngan Yi

COMPANY SECRETARY

Ms. Leung Ngan Yi

REGISTERED OFFICE

P.O. Box 31119 Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman, KY1-1205
Cayman Islands

董事會

執行董事

余紹基先生
(*主席兼行政總裁*)
莊卓琪先生

非執行董事

梁衛明先生

獨立非執行董事

潘振威先生
傅忠先生
馬兆杰先生
余美紅女士

審核委員會

馬兆杰先生 (*主席*)
潘振威先生
傅忠先生

薪酬委員會

潘振威先生 (*主席*)
余紹基先生
傅忠先生

提名委員會

傅忠先生 (*主席*)
余紹基先生
潘振威先生

授權代表

余紹基先生
梁雁怡女士

公司秘書

梁雁怡女士

註冊辦事處

P.O. Box 31119 Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman, KY1-1205
Cayman Islands

HEADQUARTER AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Flat A, 4/F, Phase 3
Kwun Tong Industrial Centre
448-458 Kwun Tong Road
Kwun Tong, Kowloon
Hong Kong

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Dah Sing Bank, Limited

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
Registered Public Interest Entity Auditor

LEGAL ADVISOR TO THE COMPANY (HONG KONG LAW)

Hastings & Co.

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road, Hong Kong

COMPANY WEBSITE

<http://www.eprintgroup.com.hk>

STOCK CODE

1884

香港總公司及主要營業地點

香港
九龍觀塘
觀塘道448-458號
觀塘工業中心
第三期四樓A室

主要往來銀行

中國銀行(香港)有限公司
大新銀行有限公司

核數師

羅兵咸永道會計師事務所
執業會計師
註冊公眾利益實體核數師

本公司法律顧問(香港法例)

希仕廷律師行

主要股份登記及過戶處

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

香港股份登記及過戶分處

卓佳證券登記有限公司
香港夏慤道16號
遠東金融中心17樓

公司網址

<http://www.eprintgroup.com.hk>

股份代號

1884

FINANCIAL HIGHLIGHTS

財務摘要

- The revenue of the Group from Continuing operations for the six months ended 30 September 2023 and 2022 amounted to approximately HK\$156.4 million and approximately HK\$156.8 million respectively.
- The gross profit of the Group from Continuing operations for the six months ended 30 September 2023 was approximately HK\$58.2 million, representing a decrease of approximately 5.7% as compared to that for the six months ended 30 September 2022 and the gross profit margin decreased from approximately 39.4% for the six months ended 30 September 2022 to approximately 37.2% for the six months ended 30 September 2023. The decrease in gross profit margin was mainly because of the absence of subsidies under the Employment Support Scheme of the Government of the Hong Kong Special Administrative Region (“**ESS subsidies**”) which resulted in the increase in staff costs and decrease in gross profit during the current period.
- The loss for the period from Continuing operations attributable to equity holders of the Company was approximately HK\$9.1 million for the six months ended 30 September 2023, while the Group recorded a profit for the period from Continuing operations attributable to equity holders of the Company of approximately HK\$1.0 million for the six months ended 30 September 2022. The loss was mainly attributable to (i) the written-off of property, plant and equipment, (ii) impairment loss on financial assets at amortized cost and (iii) fair value loss on financial assets at fair value through profit or loss of approximately HK\$4.4 million, approximately HK\$3.7 million and approximately HK\$1.1 million respectively. If these non-recurring impacts were excluded, a profit of approximately HK\$0.1 million would be recorded for the six months ended 30 September 2023.
- 截至二零二三年及二零二二年九月三十日止六個月，本集團持續經營業務收益分別約為156,400,000港元及156,800,000港元。
- 截至二零二三年九月三十日止六個月，本集團持續經營業務毛利約為58,200,000港元，較截至二零二二年九月三十日止六個月減少約5.7%，而毛利率由截至二零二二年九月三十日止六個月的約39.4%下降至截至二零二三年九月三十日止六個月的約37.2%。毛利率下降的主要原因為本期間並無香港特別行政區政府就業援助計劃的補助（「**就業援助計劃補貼**」），並導致員工成本增加及毛利下降。
- 截至二零二三年九月三十日止六個月，本公司權益持有人應佔持續經營業務期內虧損約為9,100,000港元，而截至二零二二年九月三十日止六個月，本集團錄得本公司權益持有人應佔持續經營業務期內溢利約為1,000,000港元。虧損主要由於(i)物業、廠房及設備的撇銷、(ii)按攤銷成本列賬的金融資產的減值虧損及(iii)按公平值計入損益的金融資產的公平值虧損，分別約為4,400,000港元、約3,700,000港元及約1,100,000港元。若撇除該等非經常性影響，截至二零二三年九月三十日止六個月將錄得溢利約100,000港元。

- The cash and cash equivalents of the Group decreased to approximately HK\$116.4 million as at 30 September 2023, representing a decrease of approximately HK\$8.7 million as compared to that as at 31 March 2023 and the Group's current ratio decreased from approximately 1.9 times as at 31 March 2023 to approximately 1.3 times as at 30 September 2023. The decrease in current ratio was mainly due to the increase in lease liabilities and bank borrowings as a result of the purchase of properties and machineries.
- The Board did not declare the payment of interim dividend for the six months ended 30 September 2023.
- 於二零二三年九月三十日，本集團現金及現金等值項目減少至約116,400,000港元，較於二零二三年三月三十一日之現金及現金等值項目減少約8,700,000港元，而本集團流動比率由於二零二三年三月三十一日約1.9倍降至於二零二三年九月三十日約1.3倍。流動比率下降乃主要由於因購買物業及機器導致租賃負債及銀行借款增加所致。
- 董事會並無宣派支付截至二零二三年九月三十日止六個月的中期股息。

CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

簡明中期合併綜合收益表

For the six months ended 30 September 2023 截至二零二三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	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
	Note 附註		
Continuing operations	持續經營業務		
Revenue	6	156,406	156,814
Cost of sales		(98,201)	(95,068)
Gross profit	毛利	58,205	61,746
Other income	其他收入	2,455	2,149
Other losses – net	其他虧損 – 淨額	(8,640)	(5,406)
Selling and distribution expenses	銷售及分銷開支	(15,687)	(14,405)
Administrative expenses	行政開支	(45,248)	(39,585)
Operating (loss)/profit	營運(虧損)/溢利	(8,915)	4,499
Finance income	融資收入	2,461	1,405
Finance costs	融資成本	(1,620)	(676)
Finance income – net	融資收入 – 淨額	841	729
Share of (loss)/profit of an associate	應佔一間聯營公司 (虧損)/溢利	(81)	3
Share of profits of joint ventures	應佔合營企業溢利	138	549
(Loss)/profit before income tax from continuing operations	持續經營業務除所得稅前 (虧損)/溢利	(8,017)	5,780
Income tax expense	所得稅開支	(592)	(1,840)
(Loss)/profit for the period from continuing operations	持續經營業務期內 (虧損)/溢利	(8,609)	3,940
Discontinued operation	已終止經營業務		
Profit after tax for the period from discontinued operation	已終止經營業務期內 除稅後溢利		
– Equity holders of the Company	– 本公司權益持有人	–	29
– Non-controlling interests	– 非控股權益	–	17
(Loss)/profit for the period	期內(虧損)/溢利	(8,609)	3,986

CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

簡明中期合併綜合收益表

For the six months ended 30 September 2023 截至二零二三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	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
	Note 附註		
(Loss)/profit for the period attributable to:	以下各項應佔期內 (虧損)/溢利:		
- Equity holders of the Company	- 本公司權益持有人	(9,064)	1,003
- Non-controlling interests	- 非控股權益	455	2,983
(Loss)/profit for the period	期內(虧損)/溢利	(8,609)	3,986
Other comprehensive loss arising from continuing operations:	持續經營業務所產生之 其他綜合虧損:		
<i>Item that may be subsequently reclassified to profit or loss:</i>	<i>其後可能重新分類至損益的 項目:</i>		
Currency translation differences	匯兌差額	(819)	(1,051)
Total comprehensive (loss)/income for the period	期內綜合(虧損)/收益總額	(9,428)	2,935
Total comprehensive (loss)/income for the period attributable to:	以下各項應佔期內綜合 (虧損)/收益總額:		
- Equity holders of the Company	- 本公司權益持有人	(9,834)	10
- Non-controlling interests	- 非控股權益	406	2,925
		(9,428)	2,935
Total comprehensive (loss)/income attributable to equity holders of the Company arises from:	本公司權益持有人應佔全面 (虧損)/收入總額 產生自:		
- Continuing operations	- 持續經營業務	(9,834)	(19)
- Discontinued operation	- 已終止經營業務	-	29
		(9,834)	10

CONDENSED INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

簡明中期合併綜合收益表

For the six months ended 30 September 2023 截至二零二三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		
		2023	2022	
		二零二三年	二零二二年	
		HK\$'000	HK\$'000	
		千港元	千港元	
Note 附註		(Unaudited)	(Unaudited)	
		(未經審核)	(未經審核)	
(Loss)/earnings per share for (loss)/profit from continuing operations attributable to equity holders of the Company:	本公司權益持有人應佔持續經營業務(虧損)/溢利的每股(虧損)/盈利:			
- Basic and diluted (HK cents per share)	- 基本及攤薄 (每股港仙)	10	(1.65)	0.17
Earnings per share for profit from discontinued operation attributable to equity holders of the Company:	本公司權益持有人應佔已終止經營業務溢利的每股盈利:			
- Basic and diluted (HK cents per share)	- 基本及攤薄 (每股港仙)	10	-	0.01
(Loss)/earnings per share for (loss)/profit attributable to equity holders of the Company during the period:	期內本公司權益持有人應佔(虧損)/溢利的每股(虧損)/盈利:			
- Basic and diluted (HK cents per share)	- 基本及攤薄 (每股港仙)	10	(1.65)	0.18

The notes on pages 14 to 53 form an integral part of this condensed interim consolidated financial information.

第14至53頁的附註構成本簡明中期合併財務資料不可分割的一部分。

CONDENSED INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明中期合併財務狀況表

As at 30 September 2023 於二零二三年九月三十日

			As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 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	12	138,610	95,372
Right-of-use assets	使用權資產	12	57,512	48,208
Intangible assets	無形資產		725	725
Other financial assets at amortised cost	按攤銷成本列賬之 其他金融資產	13	27,831	28,751
Investment in an associate	於一間聯營公司的投資	15	1,299	1,380
Investments in joint ventures	於合營企業的投資	16	10,081	10,654
Deferred income tax assets	遞延所得稅資產		-	707
Deposits and prepayments	按金及預付款項		4,467	20,184
			240,525	205,981
Current assets	流動資產			
Inventories	存貨		6,198	7,794
Trade receivables	貿易應收款項	17	6,273	4,424
Deposits, prepayments and other receivables	按金、預付款項及 其他應收款項		5,132	8,756
Other financial assets at amortised cost	按攤銷成本列賬之 其他金融資產	13	-	2,390
Financial assets at fair value through profit or loss	透過損益按公允價值 列賬之金融資產	14	15,523	16,653
Amounts due from related companies	應收關連公司款項	25(b)	367	377
Current income tax recoverable	可收回當期所得稅		1,602	1,209
Cash and cash equivalents	現金及現金等值項目		116,359	125,024
			151,454	166,627
Total assets	資產總額		391,979	372,608

CONDENSED INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

簡明中期合併財務狀況表

As at 30 September 2023 於二零二三年九月三十日

			As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Equity	權益			
Capital and reserves attributable to the equity holders of the Company	本公司權益持有人應佔資本及儲備			
Share capital	股本	18	5,500	5,500
Share premium	股份溢價		132,921	132,921
Other reserves	其他儲備		90,792	100,626
			229,213	239,047
Non-controlling interests	非控股權益		13,149	12,743
Total equity	權益總額		242,362	251,790
Liabilities	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	21	30,291	28,719
Deferred income tax liabilities	遞延所得稅負債		3,523	4,167
			33,814	32,886
Current liabilities	流動負債			
Trade payables	貿易應付款項	19	15,125	12,211
Accruals and other payables	應計款項及其他應付款項		36,179	35,136
Borrowings	借貸	20	42,789	22,682
Lease liabilities	租賃負債	21	21,209	17,680
Amounts due to directors	應付董事款項	25(b)	148	132
Current income tax payable	應付當期所得稅		353	91
			115,803	87,932
Total liabilities	負債總額		149,617	120,818
Total equity and liabilities	權益及負債總額		391,979	372,608

The notes on pages 14 to 53 form an integral part of this condensed interim consolidated financial information.

第14至53頁的附註構成本簡明中期合併財務資料不可分割的一部分。

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明中期合併權益變動表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		Attributable to equity holders of the Company 本公司權益持有人應佔									Total equity 權益總額 HK\$'000 千港元
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元	Share based payment reserve 股權 HK\$'000 千港元	Exchange reserve 外匯儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Sub-total 小計 HK\$'000 千港元	Non-controlling interests 非控股權益 HK\$'000 千港元	
Balance at 31 March 2023 (Audited) and 1 April 2023	於二零二三年三月三十一日(經審核)及二零二二年四月一日結餘	5,500	132,921	6,593	(21)	17,051	(3,035)	80,038	239,047	12,743	251,790
Comprehensive (loss)/income (Loss)/profit for the period	綜合(虧損)/收益 期內(虧損)/溢利	-	-	-	-	-	-	(9,064)	(9,064)	455	(8,609)
Other comprehensive (loss)/income Release of exchange reserve to profit or loss upon closure of a subsidiary Currency translation differences - Group - Associate and joint ventures	其他綜合(虧損)/收益 關閉一間附屬公司後撥回匯兌儲備至損益 匯兌差額 - 本集團 - 聯營公司及合營企業	-	-	-	-	-	(41)	41	-	-	-
		-	-	-	-	-	(59)	-	(59)	(49)	(108)
		-	-	-	-	-	(711)	-	(711)	-	(711)
Total comprehensive (loss)/income	綜合(虧損)/收益總額	-	-	-	-	-	(811)	(9,023)	(9,834)	406	(9,428)
Transactions with owners, recognised directly in equity Transfer of share based payment reserve upon lapse of share options	與擁有人之交易，直接於權益確認 於購股權失效時轉撥股權付款儲備	-	-	-	-	(1,950)	-	1,950	-	-	-
Total transactions with owners, recognised directly in equity	與擁有人之交易，直接於權益確認	-	-	-	-	(1,950)	-	1,950	-	-	-
Balance at 30 September 2023 (Unaudited)	於二零二三年九月三十日結餘(未經審核)	5,500	132,921	6,593	(21)	15,101	(3,846)	72,965	229,213	13,149	242,362

		Attributable to equity holders of the Company 本公司權益持有人應佔									Total equity 權益總額 HK\$'000 千港元
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Other reserve 其他儲備 HK\$'000 千港元	Exchange reserve 外匯儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Sub-total 小計 HK\$'000 千港元	Non-controlling interests 非控股權益 HK\$'000 千港元		
Balance at 31 March 2022 (Audited) and 1 April 2022	於二零二二年三月三十一日(經審核)及二零二二年四月一日結餘	5,500	132,921	6,593	(21)	(2,426)	99,231	241,798	8,470	250,268	
Comprehensive income Profit for the period	綜合收益 期內溢利	-	-	-	-	-	1,003	1,003	2,983	3,986	
Other comprehensive loss Currency translation differences - Group - Associates and joint ventures	其他綜合虧損 匯兌差額 - 本集團 - 聯營公司及合營企業	-	-	-	-	-	(179)	-	(179)	(56)	(237)
		-	-	-	-	-	(814)	-	(814)	-	(814)
Total comprehensive (loss)/income	綜合(虧損)/收益總額	-	-	-	-	(993)	1,003	10	2,925	2,935	
Balance at 30 September 2022 (Unaudited)	於二零二二年九月三十日結餘(未經審核)	5,500	132,921	6,593	(21)	(3,419)	100,234	241,808	11,395	253,203	

The notes on pages 14 to 53 form an integral part of this condensed interim consolidated financial information.

第14至53頁的附註構成本簡明中期合併財務資料不可分割的一部分。

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

簡明中期合併現金流量表

For the six months ended 30 September 2023 截至二零二三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	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
	Note 附註		
Cash flows from operating activities	經營活動產生的現金流量		
Cash generated from operations	營運產生的現金	(7,354)	38,635
Interest paid	已付利息	(487)	(266)
Income tax paid	已付所得稅	(660)	(856)
Net cash (used in)/generated from operating activities	經營活動(所用)/產生的現金淨額	(8,501)	37,513
Cash flows from investing activities	投資活動產生的現金流量		
Acquisition of a subsidiary	收購一間附屬公司	(618)	-
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備的所得款項	884	7
Proceeds from redemption of other financial assets at amortised cost	贖回按攤銷成本列賬之其他金融資產的所得款項	-	3,340
Purchase of property, plant and equipment	購買物業、廠房及設備	(1,501)	(2,076)
Prepayment for purchase of property, plant and equipment	購買物業、廠房及設備的預付款項	(9,070)	(5,304)
Interest received	已收利息	2,476	1,439
Net cash used in investing activities	投資活動所用現金淨額	(7,829)	(2,594)

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

簡明中期合併現金流量表

For the six months ended 30 September 2023 截至二零二三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	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		Note	
		附註	
Cash flows from financing activities	融資活動產生的現金流量		
Proceeds from borrowings	借貸所得款項	20	69,107
Repayments of borrowings	償還借貸	20	(49,000)
Repayment of lease liabilities	償還租賃負債		(12,719)
Net cash generated from/(used in) financing activities	融資活動產生/(所用)現金淨額		7,388
Net (decrease)/increase in cash and cash equivalents	現金及現金等值項目(減少)/增加淨額		(8,942)
Cash and cash equivalents at beginning of period	期初現金及現金等值項目		22,603
Effect of change in exchange rate	匯率變動的影響		113,911
Cash and cash equivalents at end of period	期末現金及現金等值項目		125,024
			(181)
			116,359

The notes on pages 14 to 53 form an integral part of this condensed interim consolidated financial information.

第14至53頁的附註構成本簡明中期合併財務資料不可分割的一部分。

1 GENERAL

eprint Group Limited (the “**Company**”) was incorporated in the Cayman Islands on 10 January 2013 as an exempted company with limited liability under the Companies Act (Revised) of the Cayman Islands. The Company’s registered office is situated at P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1205, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (the “**Group**”) are principally engaged in the provision of printing services and solutions on advertisement, bound book and stationery, to a diversified customer base in Hong Kong.

The Company has its shares listing on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

This condensed interim consolidated financial information is presented in Hong Kong dollars, unless otherwise stated.

2 BASIS OF PREPARATION

This condensed interim consolidated financial information for the six months ended 30 September 2023 has been prepared in accordance with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim financial reporting” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and the requirements of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Stock Exchange.

This condensed interim consolidated financial information should be read in conjunction with the Group’s consolidated financial statements for the year ended 31 March 2023, which are prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”).

1 一般資料

eprint集團有限公司(「本公司」)於二零一三年一月十日根據開曼群島公司法(經修訂)於開曼群島註冊成立為獲豁免有限公司。本公司註冊辦事處地址為P.O. Box 31119 Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman, KY1-1205, Cayman Islands。

本公司為一間投資控股公司。本公司及其附屬公司(「本集團」)主要於香港從事為多元化客戶群提供印刷服務及就廣告、精裝圖書及文具提供解決方案。

本公司股份在香港聯合交易所有限公司(「聯交所」)主板上市。

本簡明中期合併財務資料按港元呈列，除非另行列明。

2 編製基準

此份截至二零二三年九月三十日止六個月之簡明中期合併財務資料，乃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」及聯交所證券上市規則(「上市規則」)之規定編製。

本簡明中期合併財務資料須與截至二零二三年三月三十一日止年度之本集團合併財務報表(根據香港財務報告準則(「香港財務報告準則」)編製)一併閱讀。

3 PRINCIPAL ACCOUNTING POLICIES

3.1 The accounting policies applied are consistent with those used in preparing the Group's consolidated financial statements for the year ended 31 March 2023, except as stated below.

(a) New and amended standards adopted by the Group

The Group has applied the following new and amendments to standards for the financial year beginning 1 April 2023 and are relevant to its operations:

Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies
Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
HKFRS 17	Insurance Contracts
HKFRS 17	Initial Application of HKFRS 17 and HKFRS 9 – Comparative Information
Amendments to HKFRS 17	Amendment to HKFRS 17
Amendments to HKAS 12	International Tax Reform – Pillar Two Model Rules

The new and amendments to standards does not have any significant change to the accounting policies or any significant effect on the results and financial position of the Group.

3 主要會計政策

3.1 應用的會計政策與編製本集團截至二零二三年三月三十一日止年度的合併財務報表所應用會計政策一致，惟下文所述者除外。

(a) 本集團已採納的新訂及經修訂準則

本集團已於二零二三年四月一日開始之財政年度應用以下新訂及修訂準則，且與本集團之業務有關：

香港會計準則第1號及香港財務報告準則實務報告第2號之修訂本	會計政策之披露
香港會計準則第8號之修訂本	會計估計之定義
香港會計準則第12號之修訂本	與單一交易產生的資產及負債相關的遞延稅項
香港財務報告準則第17號	保險合約
香港財務報告準則第17號	初步應用香港財務報告準則第17號及香港財務報告準則第9號 – 可資比較資料
香港財務報告準則第17號之修訂本	香港財務報告準則第17號之修訂本
香港會計準則第12號之修訂本	國際稅收改革 – 第二支柱示範規則

新訂及修訂準則並無對會計政策產生任何重大變動或對本集團之業績及財務狀況造成任何重大影響。

3 PRINCIPAL ACCOUNTING POLICIES

(Continued)

3.1 (Continued)

(b) Amended standards and interpretation which are not yet effective for this financial period and have not been early adopted by the Group

Certain amendments to standards and interpretation have been published that are not mandatory for the accounting period beginning 1 April 2023 and have not been early adopted by the Group.

3 主要會計政策 (續)

3.1 (續)

(b) 於本財政期間尚未生效且本集團並無提早採納之經修訂準則及詮釋

若干準則之修訂及詮釋已頒佈但毋須於二零二三年四月一日開始的會計期間強制應用，而本集團亦無提早採納。

		Effective for accounting periods beginning on or after 於以下日期或之後開始的會計期間生效
Amendments to HKAS 1 香港會計準則第1號之修訂本	Classification of Liabilities as Current and Non-Current 將負債分類為流動及非流動	1 January 2024 二零二四年一月一日
Amendments to HKAS 1 香港會計準則第1號之修訂本	Non-current Liabilities with Covenant 附帶契諾的非流動負債	1 January 2024 二零二四年一月一日
Amendments to HKAS 7 and HKFRS 7 香港會計準則第7號及香港財務報告準則第7號之修訂本	Supplier Finance Arrangements 供應商融資安排	1 January 2024 二零二四年一月一日
Amendments to HKAS 21 香港會計準則第21號之修訂本	Lack of Exchangeability 缺乏可交換性	1 January 2025 二零二五年一月一日

3 PRINCIPAL ACCOUNTING POLICIES

(Continued)

3.1 (Continued)

(b) **Amended standards and interpretation which are not yet effective for this financial period and have not been early adopted by the Group** (Continued)

3 主要會計政策 (續)

3.1 (續)

(b) 於本財政期間尚未生效且本集團並無提早採納之經修訂準則及詮釋 (續)

Effective for accounting periods beginning on or after 於以下日期或之後開始的會計期間生效

Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Note
香港財務報告準則第10號及香港會計準則第28號之修訂本	投資者與聯營公司或合營企業之間的資產銷售或注資	附註
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback	1 January 2024
香港財務報告準則第16號之修訂本	售後租回之租賃負債	二零二四年一月一日
Revised Hong Kong Interpretation 5	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2024
經修訂香港詮釋第5號	財務報表呈列 – 借款人對包含按要求償還條款之定期貸款之分類	二零二四年一月一日

Note: To be announced by HKICPA

附註：待香港會計師公會公佈

3 PRINCIPAL ACCOUNTING POLICIES

(Continued)

3.1 (Continued)

- (b) **Amended standards and interpretation which are not yet effective for this financial period and have not been early adopted by the Group** (Continued)

The Group will adopt the amendments to standards and interpretation when they become effective. The Group is in the course of assessing the potential impacts of these new standards or amendments and certain of which may give rise to changes in our Group's accounting policies, changes in disclosures or remeasurement of items in the financial statements.

- (c) The HKICPA has also issued a new HKICPA guidance on the accounting implications of abolition of the Mandatory Provident Fund – Long Service Payment offsetting mechanism in July 2023. As the Group is in the progress of making an assessment, further impacts may be identified in due course.

- (d) Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual profit or loss.

3.2 Comparative figures

Certain comparative figures for the six months ended 30 September 2022 have been re-presented in order to disclose the discontinued operation separately from the continuing operations.

3 主要會計政策 (續)

3.1 (續)

- (b) 於本財政期間尚未生效且本集團並無提早採納之經修訂準則及詮釋 (續)

本集團將在準則之修訂及詮釋生效時採納。本集團正在評估該等新準則或修訂之潛在影響，其中若干可能會導致本集團會計政策的變更、披露內容的變更或財務報表項目之重新計量。

- (c) 香港會計師公會亦已於二零二三年七月頒佈香港會計師公會就取消強積金一長期服務金對沖機制之會計影響之新指引。由於本集團正在進行評估，於適時可識別進一步影響。

- (d) 中期期間收入的稅項，將按適用於預計年度溢利或虧損總額的稅率計提。

3.2 比較數字

截至二零二二年九月三十日止六個月之若干比較數字已予以重列，以將已終止經營業務與持續經營業務分開披露。

4 ESTIMATES

The preparation of condensed interim consolidated financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. In preparing this condensed interim consolidated financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were similar to those that were applied to the consolidated financial statements for the year ended 31 March 2023.

5 FINANCIAL RISK MANAGEMENT

(a) Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including cash flow and fair value interest rate risk and price risk), credit risk and liquidity risk.

The condensed interim consolidated financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's consolidated financial statements for the year ended 31 March 2023.

(b) Liquidity risk

As at 30 September 2023 and 31 March 2023, there was no material change in the contractual undiscounted cash outflows for financial liabilities.

4 估計

於編製簡明中期合併財務資料時，管理層需要作出判斷、估計及假設，而此舉影響會計政策之應用及所呈報資產及負債、收入及開支之金額。實際結果可能有別於該等估計。於編製本簡明中期合併財務資料時，管理層就應用本集團會計政策所作重大判斷及估計不明朗因素主要來源與截至二零二三年三月三十一日止年度合併財務報表適用者相若。

5 財務風險管理

(a) 財務風險因素

本集團經營活動面對各種財務風險：市場風險（包括現金流量及公允價值利率風險以及價格風險）、信貸風險及流動資金風險。

簡明中期合併財務資料並不包括年度財務報表所要求的所有財務風險管理資料及披露；閱讀簡明中期合併財務資料時，應一併細閱本集團截至二零二三年三月三十一日止年度的合併財務報表。

(b) 流動資金風險

於二零二三年九月三十日及二零二三年三月三十一日，財務負債的合約未貼現現金流出並無重大變動。

5 FINANCIAL RISK MANAGEMENT

(Continued)

(c) Fair value estimation

As at 30 September 2023 and 31 March 2023, the carrying amounts of the Group's financial assets and financial liabilities, including cash and cash equivalents, trade receivables, deposits and other receivables, financial assets at fair value through profit or loss, other financial assets at amortised costs, amounts due from related companies, trade payables, accruals and other payables, amounts due to directors, lease liabilities and borrowings approximate their fair values due to their short maturities and/or bear interest rate at market. The nominal value less estimated credit adjustments for financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair values.

The table below analyses the Group's financial instrument carried at fair value as at 30 September 2023 and 31 March 2023 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).

5 財務風險管理 (續)

(c) 公允價值估計

於二零二三年九月三十日及二零二三年三月三十一日，本集團之金融資產及金融負債（包括現金及現金等值項目、貿易應收款項、按金及其他應收款項、透過損益按公允價值列賬之金融資產、按攤銷成本列賬之其他金融資產、應收關連公司款項、貿易應付款項、應計款項及其他應付款項、應付董事款項、租賃負債及借貸）之賬面值與彼等之公允價值相若，原因是其期限較短，及／或按市場利率計息。於一年以內到期之金融資產及負債之面值減估計信貸調整乃假設為與其公允價值相若。

下表按計量公允價值之估值技術所用輸入數據的層級，分析本集團於二零二三年九月三十日及二零二三年三月三十一日按公允價值列賬之金融工具。有關輸入數據乃按下文所述而分類歸入公允價值層級內的三個層級：

- 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，該資產或負債可直接（即價格）或間接（自價格衍生）觀察的輸入數據（第二級）。
- 資產或負債並非依據可觀察市場數據的輸入數據（即不可觀察輸入數據）（第三級）。

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

5 FINANCIAL RISK MANAGEMENT

(Continued)

(c) Fair value estimation (Continued)

The following table presents the Group's financial assets that are measured at fair value at 30 September 2023 and 31 March 2023.

		As at 30 September 2023 於二零二三年九月三十日			
		Level 1 第一級	Level 2 第二級	Level 3 第三級	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)
Assets	資產				
Financial assets at fair value through profit or loss	透過損益按公允 價值列賬之 金融資產	15,523	-	-	15,523

		As at 31 March 2023 於二零二三年三月三十一日			
		Level 1 第一級	Level 2 第二級	Level 3 第三級	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Audited) (經審核)	(Audited) (經審核)	(Audited) (經審核)	(Audited) (經審核)
Assets	資產				
Financial assets at fair value through profit or loss	透過損益按公允 價值列賬之 金融資產	16,653	-	-	16,653

There were no transfers between level 1, 2 and 3 during the period/year.

5 財務風險管理 (續)

(c) 公允價值估計 (續)

下表呈列本集團於二零二三年九月三十日及二零二三年三月三十一日按公允價值計量的金融資產。

期／年內，第一、二及三級之間並無轉移。

5 FINANCIAL RISK MANAGEMENT

(Continued)

(c) Fair value estimation *(Continued)*

Financial instrument in level 1

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 listed equity securities and debentures classified as financial assets at fair value through profit or loss.

6 SEGMENT INFORMATION

The chief operating decision-maker has been identified as the Executive Directors of the Company. The chief operating decision-maker has determined the operating segments based on the reports reviewed that are used to make strategic decisions and assess performance.

5 財務風險管理 (續)

(c) 公允價值估計 (續)

第一級金融工具

於活躍市場買賣的金融工具公允價值乃根據報告期末市場報價釐定。倘報價可隨時及定期自交易所、經銷商、經紀人、集團公司、定價服務或監管機構獲得，且該等價格表示按公平基準進行的實際及常規的經常性市場交易，則該市場視為活躍市場。就本集團所持有金融資產所用的市場報價為當前標價。該等工具計入第一級。計入第一級的工具主要包括分類為透過損益按公允價值列賬之金融資產的上市股本證券及債券。

6 分部資料

主要經營決策者已識別為本公司執行董事。主要經營決策者已根據經審閱報告釐定經營分部，並用於作出決策及評估表現。

6 SEGMENT INFORMATION (Continued)

The chief operating decision-maker has determined the operating segments based on these reports. The reportable segments of the Group are classified as follows:

Continuing operations:

- (a) paper printing segment (mainly derived from the brand “e-print”); and
- (b) banner printing segment (mainly derived from the brand “e-banner”).

Discontinued operation:

- (a) property agency services segment.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker.

Management assesses the performance of the operating segments based on a measure of gross profit less selling and distribution expenses and administrative expenses that are allocated to each segment. Other information provided is measured in a manner consistent with that in the condensed interim consolidated financial information.

Sales between segments are carried out at arm’s length basis.

6 分部資料 (續)

主要經營決策者已根據該等報告釐定經營分部。本集團可報告分部分類如下：

持續經營業務：

- (a) 紙類印刷分部（主要源於「e-print」品牌）；及
- (b) 噴畫印刷分部（主要源於「e-banner」品牌）。

已終止經營業務：

- (a) 物業代理服務分部。

經營分部以向主要經營決策者提供內部呈報一致的形式呈報。

管理層根據分配至各分部之毛利減銷售及分銷開支及行政開支評估經營分部表現。所提供的其他資料之計量方式與簡明中期合併財務資料一致。

分部間之銷售乃按公平基準進行。

6 SEGMENT INFORMATION (Continued)

On 31 March 2023, the Group ceased the business of property agency services as a result of the disposal of subsidiaries. The Group represented the relevant business as discontinued operation for the six months ended 30 September 2022.

The subsidiary incorporated in the People's Republic of China (the "PRC") provides information technology support services within the Group. The subsidiaries incorporated in Malaysia generated immaterial external revenue during the period. Since the Group mainly operates in Hong Kong and the Group's assets are mainly located in Hong Kong, no geographical segment information is presented.

Information relating to segment liabilities is not disclosed as such information is not regularly reported to the chief operating decision-maker.

Revenue for the six months ended 30 September 2023 consists of the revenue from paper printing and banner printing. The Group derives all revenue from the sale of goods at a point in time.

Revenue for the six months ended 30 September 2022 consists of the revenue from paper printing, banner printing and property agency services. The Group derives revenue from the sale of goods at a point in time and revenue from property agency services when the services are rendered at a point in time.

During the six months ended 30 September 2023 and 2022, no external customers contributed over 10% of the Group's revenue.

6 分部資料 (續)

於二零二三年三月三十一日，本集團因出售附屬公司終止了物業代理服務業務。本集團將截至二零二二年九月三十日止六個月之相關業務重新呈列為已終止經營業務。

於中華人民共和國（「中國」）註冊成立的附屬公司為本集團內部提供資訊科技支援服務。於馬來西亞註冊成立的附屬公司於期內產生少量外部收益。由於本集團主要於香港營運且本集團的資產主要位於香港，概無呈列地理分部資料。

有關分部負債之資料並未予以披露，乃由於有關資料並未定期向主要經營決策者呈報。

截至二零二三年九月三十日止六個月之收益包括紙類印刷及噴畫印刷所得收益。本集團源於銷售貨品的所有收益於某一時點獲得。

截至二零二二年九月三十日止六個月之收益包括紙類印刷、噴畫印刷及物業代理服務所得收益。本集團收益來源於於某一時點銷售貨品時獲得，而源於物業代理服務的收益則於某一時點提供有關服務時獲得。

於截至二零二三年及二零二二年九月三十日止六個月，概無外部客戶貢獻超過本集團收益的10%。

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

6 SEGMENT INFORMATION (Continued)

The following tables present revenue and segment results regarding the Group's reportable segments for the six months ended 30 September 2023 and 2022 respectively.

6 分部資料 (續)

下表分別呈列本集團報告分部截至二零二三年及二零二二年九月三十日止六個月之收益及分部業績。

		For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月			
		Continuing operations 持續經營業務			
		Paper printing 紙類印刷 HK\$'000 千港元 (Unaudited) (未經審核)	Banner printing 噴畫印刷 HK\$'000 千港元 (Unaudited) (未經審核)	Eliminations 抵銷 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue	分部收益				
Revenue from external customers	來自外部客戶收益	110,261	46,145	-	156,406
Inter-segment revenue	分部間收益	553	145	(698)	-
Total	總計	110,814	46,290	(698)	156,406
Segment results	分部業績	(12,139)	3,224		(8,915)
Unallocated:	未分配:				
Finance income	融資收入				2,461
Finance costs	融資成本				(1,620)
Share of loss of an associate	應佔一間聯營公司虧損				(81)
Share of profits of joint ventures	應佔合營企業溢利				138
Loss before income tax	除所得稅前虧損				(8,017)
Income tax expense	所得稅開支				(592)
Loss for the period	期內虧損				(8,609)
Other information:	其他資料:				
Bad debt written off	撇銷壞賬	-	(650)		(650)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	(3,973)	(1,098)		(5,071)
Depreciation of right-of-use assets	使用權資產折舊	(7,389)	(3,167)		(10,556)
Provision of impairment losses on financial assets at amortised cost	按攤銷成本列賬之金融資產減值虧損撥備	(3,674)	-		(3,674)
Capital expenditures	資本開支	(22,689)	(30,946)		(53,635)

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

6 SEGMENT INFORMATION (Continued)

6 分部資料 (續)

For the six months ended 30 September 2022 截至二零二二年九月三十日止六個月						
Continuing operations 持續經營業務					Discontinued operation 已終止經營業務	Total 總計
Paper Printing 紙類印刷	Banner printing 噴畫印刷	Eliminations 抵銷	Sub-total 分計	Property agency services 物業代理服務		
HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	
Segment revenue	分部收益					
Revenue from external customers	來自外部客戶收益	110,534	46,280	-	156,814	6,269
Inter-segment revenue	分部間收益	337	75	(412)	-	-
Total	總計	110,871	46,355	(412)	156,814	6,269
Segment results	分部業績	(3,993)	8,493		4,500	47
Unallocated:	未分配:					
Finance income	融資收入					1,405
Finance costs	融資成本					(678)
Share of profit of an associate	應佔一間聯營公司溢利					3
Share of profits of joint ventures	應佔合營企業溢利					549
Profit before income tax	除所得稅前溢利					5,826
Income tax expense	所得稅開支					(1,840)
Profit for the period	期內溢利					3,986
Other information:	其他資料:					
Amortisation of intangible assets	無形資產攤銷	-	-	-	(141)	(141)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	(4,339)	(723)	(5,062)	(73)	(5,135)
Depreciation of right-of-use assets	使用權資產折舊	(6,113)	(3,135)	(9,248)	(280)	(9,528)
Capital expenditures	資本開支	(1,337)	(739)	(2,076)	-	(2,076)

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

6 SEGMENT INFORMATION (Continued)

The following tables present segment assets as at 30 September 2023 and 31 March 2023 respectively.

6 分部資料 (續)

下表呈列分別於二零二三年九月三十日及二零二三年三月三十一日之分部資產。

		As at 30 September 2023 於二零二三年九月三十日			
		Continuing operations 持續經營業務		Discontinued operation 已終止經營業務	
		Paper printing 紙類印刷	Banner printing 噴畫印刷	Property agency services 物業代理服務	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
		(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)	(Unaudited) (未經審核)
Segment assets	分部資產	183,000	81,240	-	264,240

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

6 SEGMENT INFORMATION (Continued)

6 分部資料 (續)

As at 31 March 2023 於二零二三年三月三十一日				
Continuing operations 持續經營業務		Discontinued operation 已終止經營業務		Total 總計
Paper printing 紙類印刷	Banner printing 噴畫印刷	Property agency services 物業代理服務		
HK\$'000 千港元 (Audited) (經審核)	HK\$'000 千港元 (Audited) (經審核)	HK\$'000 千港元 (Audited) (經審核)		HK\$'000 千港元 (Audited) (經審核)
Segment assets 分部資產	182,797	52,753	-	235,550

A reconciliation of segment assets to total assets is provided as follows:

分部資產與總資產對賬如下：

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Segment assets Investment in an associate Investments in joint ventures Cash and cash equivalents	分部資產 於一間聯營公司的投資 於合營企業的投資 現金及現金等值項目	264,240 1,299 10,081 116,359	235,550 1,380 10,654 125,024
Total assets	資產總額	391,979	372,608

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

7 OPERATING (LOSS)/PROFIT

Operating (loss)/profit is stated after charging/ (crediting) the following:

7 營運（虧損）／溢利

營運（虧損）／溢利於扣除／（計入）以下各項後呈列：

		Six months ended 30 September 截至九月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Continuing operations	持續經營業務		
Cost of materials	材料成本	33,611	37,830
Depreciation of property, plant and equipment	物業、廠房及設備折舊	5,071	5,062
Depreciation of right-of-use assets	使用權資產折舊	10,556	9,248
Recovery of trade receivables previously written off	收回先前撇銷的貿易應收款項	-	(93)
Written off of property, plant and equipment	撇銷物業、廠房及設備	4,415	-
Net exchange losses	匯兌虧損淨額	463	2,105
Subcontracting fee	外判費用	20,048	19,014
Operating lease for short-term and low value lease	短期及低價值租賃的經營租賃	839	701

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION
簡明中期合併財務資料附註

8 FINANCE INCOME – NET

8 融資收入 – 淨額

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Continuing operations	持續經營業務		
Finance income	融資收入		
– Interest income from loan receivables	– 應收貸款利息收入	928	1,193
– Interest income from bank deposits	– 銀行存款利息收入	1,526	210
– Interest income from securities accounts	– 證券賬戶利息收入	7	–
– Unwinding of interests on refundable rental deposits	– 可退還租金押金的平倉利息	–	2
		2,461	1,405
Finance costs	融資成本		
– Interest expenses on lease liabilities	– 租賃負債利息開支	(1,133)	(410)
– Interest expenses on borrowings	– 借貸利息開支	(487)	(266)
		(1,620)	(676)
Finance income – net	融資收入 – 淨額	841	729

9 INCOME TAX EXPENSE

9 所得稅開支

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Continuing operations	持續經營業務		
Current income tax	當期所得稅		
– Hong Kong profits tax	– 香港利得稅	529	809
Deferred income tax	遞延所得稅	63	1,031
Income tax expense	所得稅開支	592	1,840

Taxation on profits has been calculated on the estimated assessable profits for the six months ended 30 September 2023 and 2022 at the rates of taxation prevailing in the countries/ places in which the Group operates. Income tax expenses is recognised based on management's estimate of the weighted average annual income tax rate expected for the full financial year.

溢利稅項已就截至二零二三年及二零二二年九月三十日止六個月的估計應課稅溢利按本集團經營業務所在國家／地區的現行稅率計算。所得稅開支乃基於管理層對完整財政年度的預期加權平均年度所得稅率的估計確認。

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

10 (LOSS)/EARNINGS PER SHARE

(a) Basic (loss)/earnings per share

Basic (loss)/earnings per share is calculated by dividing the (loss)/profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue for the six months ended 30 September 2023 and 2022.

10 每股（虧損）／盈利

(a) 每股基本（虧損）／盈利

每股基本（虧損）／盈利乃根據本公司權益持有人應佔（虧損）／溢利除以截至二零二三年及二零二二年九月三十日止六個月已發行普通股加權平均數計算。

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 (Unaudited) (未經審核)	2022 二零二二年 (Unaudited) (未經審核)
(Loss)/profit from continuing operations attributable to the equity holder of the Company (HK\$'000)	本公司權益持有人應佔持續經營業務（虧損）／溢利（千港元）	(9,064)	974
Profit from discontinued operation attributable to the equity holder of the Company (HK\$'000)	本公司權益持有人應佔已終止持續經營業務溢利（千港元）	-	29
		(9,064)	1,003
Weighted average number of ordinary shares in issue (thousands)	已發行普通股加權平均數（千股）	550,000	550,000
Basic (loss)/earnings per share attributable to the equity holder of the Company	本公司權益持有人應佔每股基本（虧損）／盈利		
From continuing operations (HK cents)	來自持續經營業務（港仙）	(1.65)	0.17
From discontinued operation (HK cents)	來自已終止持續經營業務（港仙）	-	0.01
Total (HK cents)	總計（港仙）	(1.65)	0.18

10 (LOSS)/EARNINGS PER SHARE

(Continued)

(b) Diluted (loss)/earnings per share

Diluted (loss)/earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. For the six months ended 30 September 2023, the diluted loss per share is the same as the basic loss per share as the share options outstanding were anti-dilutive. For the six months ended 30 September 2022, the diluted earnings per share is the same as the basic earnings per share as there were no potential dilutive ordinary shares outstanding.

11 DIVIDENDS

The Board resolved not to declare an interim dividend for the six months ended 30 September 2023 (2022: Nil).

10 每股（虧損）／盈利（續）

(b) 每股攤薄（虧損）／盈利

每股攤薄（虧損）／盈利按因假設轉換所有潛在攤薄普通股而調整流通在外普通股加權平均數計算。截至二零二三年九月三十日止六個月，由於尚未行使購股權具有反攤薄作用，故每股攤薄虧損與每股基本虧損相同。截至二零二二年九月三十日止六個月，由於並無流通在外的潛在攤薄普通股，每股攤薄盈利與每股基本盈利相同。

11 股息

董事會決議不宣派截至二零二三年九月三十日止六個月之中期股息（二零二二年：無）。

12 CAPITAL EXPENDITURE

12 資本開支

		Property, plant and equipment (Note) 物業、廠房及 設備 (附註)	Right-of-use assets 使用權資產	Total 總計
		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)
Net book value as at 1 April 2023	於二零二三年四月一日 的賬面淨值	95,372	48,208	143,580
Additions	添置	23,635	22,223	45,858
Additions arisen from business combination	業務合併產生的添置	30,000	-	30,000
Disposals	出售	(5,299)	(2,345)	(7,644)
Depreciation for the period	期內折舊	(5,071)	(10,556)	(15,627)
Exchange differences	匯兌差額	(27)	(18)	(45)
Net book value as at 30 September 2023	於二零二三年九月 三十日的賬面淨值	138,610	57,512	196,122
Net book value as at 1 April 2022	於二零二二年四月一日 的賬面淨值	98,815	11,910	110,725
Additions	添置	2,076	22,421	24,497
Disposals	出售	(12)	(300)	(312)
Depreciation for the period	期內折舊	(5,135)	(9,528)	(14,663)
Exchange differences	匯兌差額	(41)	(49)	(90)
Net book value as at 30 September 2022	於二零二二年九月 三十日的賬面淨值	95,703	24,454	120,157

Note:

As at 30 September 2023, buildings with the carrying amounts of approximately HK\$108,923,000 (31 March 2023: HK\$62,488,000) were pledged to banks to secure bank borrowings of approximately HK\$42,362,000 (31 March 2023: HK\$20,946,000) (Note 20).

附註：

於二零二三年九月三十日，賬面淨值為約108,923,000港元（二零二三年三月三十一日：62,488,000港元）的樓宇已抵押予銀行，以擔保約42,362,000港元（二零二三年三月三十一日：20,946,000港元）的銀行借款（附註20）。

13 OTHER FINANCIAL ASSETS AT
 AMORTISED COST

13 按攤銷成本列賬之其他金
 融資產

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Loan and interest receivables	應收貸款及利息	34,488	34,503
Less: loss allowance	減：虧損撥備	(6,657)	(3,362)
		27,831	31,141
Less: current portion	減：流動部分	-	(2,390)
Non-current portion	非流動部分	27,831	28,751

The movement in other financial assets at amortised cost is summarised as follows:

按攤銷成本列賬之其他金融資產之變動概述如下：

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
At beginning of the period	期初	34,503	38,908
Accrued interest	應計利息	928	1,193
Settlement for the period	期內結算	(943)	(4,569)
At end of the period	期末	34,488	35,532

As at 30 September 2023 and 31 March 2023, the Group applies the HKFRS 9 general approach to measure expected credit losses which uses a 3-stage model to measure loss allowance for other financial assets at amortised cost.

於二零二三年九月三十日及二零二三年三月三十一日，本集團應用香港財務報告準則第9號一般方法計量預期信貸虧損，並就按攤銷成本列賬之其他金融資產採用三階段模型計量虧損撥備。

13 OTHER FINANCIAL ASSETS AT AMORTISED COST *(Continued)*

As at 30 September 2023 and 31 March 2023, the maximum exposure to credit risk is the carrying amounts of other financial assets at amortised cost.

As at 30 September 2023 and 31 March 2023, the carrying amount of other financial assets at amortised costs are denominated in Hong Kong dollar.

13 按攤銷成本列賬之其他金融資產 (續)

於二零二三年九月三十日及二零二三年三月三十一日，最高信貸風險為按攤銷成本列賬之其他金融資產的賬面值。

於二零二三年九月三十日及二零二三年三月三十一日，按攤銷成本列賬之其他金融資產的賬面值以港元計值。

14 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

14 透過損益按公允價值列賬之金融資產

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Debentures	債券	141	300
Listed equity investments	上市股本投資	15,382	16,353
		15,523	16,653

Notes:

- (i) The listed equity investments represent shares listed on the Stock Exchange.
- (ii) The fair values of the listed equity investments and debentures are based on quoted prices in active markets and are classified within level 1 of the fair value hierarchy.
- (iii) Financial assets at fair value through profit or loss is presented within investing activities in the condensed interim consolidated statement of cash flows.
- (iv) Changes in fair value of financial assets at fair value through profit or loss are recorded in 'other losses – net' in the condensed interim consolidated statement of comprehensive income.

附註：

- (i) 上市股本投資指於聯交所上市之股份。
- (ii) 上市股本投資及債券的公允價值乃根據於活躍市場的報價計算且歸類於公允價值層級的第一級內。
- (iii) 透過損益按公允價值列賬之金融資產呈列於簡明中期合併現金流量表之投資活動內。
- (iv) 透過損益按公允價值列賬之金融資產的公允價值變動載於簡明中期合併綜合收益表「其他虧損－淨額」。

15 INVESTMENT IN AN ASSOCIATE

15 於一間聯營公司的投資

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the period/year	期／年初	1,380	1,421
Share of loss of an associate	應佔一間聯營公司虧損	(81)	(41)
At end of the period/year	期／年末	1,299	1,380

Details of the Group's investment in an associate are as follows:

本集團於一間聯營公司的投資詳情如下：

Name of company 公司名稱	Place of business/ country of incorporation 營業地點／註冊成立國家	Effective interest held as at 於下列日期持有的實際權益		Principal activities 主要業務活動	Measurement method 計量方法
		30 September 2023 二零二三年 九月三十日	31 March 2023 二零二三年 三月三十一日		
Step Wise Limited 來智有限公司	Hong Kong 香港	15.3%	15.3%	Provision of premium car wrap service 提供優質汽車包覆 服務	Equity 權益法

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

16 INVESTMENTS IN JOINT VENTURES

16 於合營企業的投資

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the period/year	期/年初	10,654	12,303
Share of profits/(losses) of joint ventures	應佔合營企業溢利/(虧損)	138	(138)
Dividend received	已收股息	-	(1,000)
Exchange differences	匯兌差額	(711)	(511)
At end of the period/year	期/年末	10,081	10,654

Details of the Group's investments in joint ventures are as follows:

本集團於合營企業的投資詳情如下：

Name of company	Place of business/ country of incorporation	Percentage of ownership interest 佔所有權權益百分比		Principal activities	Measurement method
		30 September 2023 二零二三年 九月三十日	31 March 2023 二零二三年 三月三十一日		
e-print Solutions Sdn. Bhd.	Malaysia 馬來西亞	30%	30%	Provision of printing services 提供印刷服務	Equity 權益法
Top Success Investment Group Limited 北方鼎盛投資控股 有限公司	The British Virgin Islands ("BVI") 英屬處女群島 (「英屬處女群島」)	50%	50%	Provision of finance leasing of yacht 提供遊艇融資租賃	Equity 權益法

17 TRADE RECEIVABLES

17 貿易應收款項

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	7,439	5,590
Less: loss allowance	減：虧損撥備	(1,166)	(1,166)
Trade receivables – net	貿易應收款項－淨額	6,273	4,424

Payment terms granted to customers are mainly cash on delivery and on credit. The average credit period ranges from 30 days to 60 days.

向客戶提供的付款條款主要為貨到付款及信貸。平均信貸期介乎30日至60日。

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

按發票日期劃分的貿易應收款項毛額賬齡分析如下：

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	3,293	2,862
31 – 60 days	31至60日	1,998	793
Over 60 days	超過60日	2,148	1,935
		7,439	5,590

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

18 SHARE CAPITAL

18 股本

		Number of ordinary shares 普通股數目 (thousands) (千股)	Equivalent nominal value of ordinary shares 普通股面值等值 HK\$'000 千港元
Authorised capital – ordinary shares of HK\$0.01 each:	法定股本 – 每股面值0.01港元的普通股：		
As at 30 September 2023 and 31 March 2023	於二零二三年九月三十日及二零二三年三月三十一日	10,000,000	100,000
Issued and fully paid:	已發行及繳足：		
As at 30 September 2023 (Unaudited) and 31 March 2023 (Audited)	於二零二三年九月三十日(未經審核)及二零二三年三月三十一日(經審核)	550,000	5,500

19 TRADE PAYABLES

19 貿易應付款項

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

貿易應付款項按發票日期計算的賬齡分析如下：

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 (Audited) (經審核)
0 – 30 days	0至30日	11,690	7,677
31 – 60 days	31至60日	-	3,567
61 – 90 days	61至90日	2,905	915
Over 90 days	超過90日	530	52
		15,125	12,211

20 BORROWINGS

20 借貸

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current	流動		
Trust receipt loans	信託收據貸款	-	632
Bank loans	銀行貸款	42,789	22,050
		42,789	22,682

Movements in borrowings are analysed as follows:

借貸變動的分析如下：

		Six months ended 30 September 截至九月三十日止六個月 2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)		2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
At beginning of the period	期初	22,682		26,216
Increase in borrowings	借貸增加	69,107		2,163
Repayments of borrowings	償還借貸	(49,000)		(4,727)
At end of the period	期末	42,789		23,652

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簡明中期合併財務資料附註

20 BORROWINGS (Continued)

The weighted average effective interest rates per annum were as follows:

20 借貸 (續)

加權平均實際年利率如下：

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trust receipt loans	信託收據貸款	-	4.83%
Bank loans	銀行貸款	3.52%	2.53%

21 LEASE LIABILITIES

21 租賃負債

		As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Current portion	流動部分	21,209	17,680
Non-current portion	非流動部分	30,291	28,719
		51,500	46,399

21 LEASE LIABILITIES (Continued)

(a) Amounts recognised in the condensed interim consolidated statement of comprehensive income

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Depreciation of right-of-use assets	使用權資產折舊	10,556	9,528
Interest expenses on lease liabilities	租賃負債的利息開支	1,133	412
Operating lease rental for short-term and low-value leases	短期及低價值租賃之經營租賃租金	839	701

The total cash outflow of leases for the six months ended 30 September 2023 and 2022 was approximately HK\$12,719,000 and HK\$9,752,000.

截至二零二三年及二零二二年九月三十日止六個月的租賃現金流出總額約為12,719,000港元及9,752,000港元。

(b) The Group's leasing activities

The Group leases various stores, machineries and office equipments. Rental contracts are typically made for fixed periods of 1 to 4 years but may have extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease arrangements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

21 租賃負債 (續)

(a) 於簡明中期合併綜合收益表中確認的款項

(b) 本集團之租賃活動

本集團租賃多間各類商店、機器及辦公設備。租賃合約一般為1至4年的固定期限，惟可能設有延長選擇權。租賃條款乃按個別基準磋商，包含各種不同條款及條件。租賃協議不施加任何契諾，惟出租人持有的租賃資產中的擔保權益則除外。租賃資產不可用作借款之抵押品。

22 BUSINESS COMBINATION

On 1 June 2023, e-banner Limited (“e-banner”), an indirect non wholly-owned subsidiary of the Company entered into the sale and purchase agreement with the vendors, pursuant to which e-banner conditionally agreed to acquire from the vendors the 10,000 shares in the capital of WAB2 Group (HK) Limited (“WAB2”), representing the entire issued share capital of WAB2 and from one of the vendors the outstanding shareholder’s loan being owed by WAB2 to that vendor at the completion of the acquisition at the consideration of HK\$28,861,000. The completion of the acquisition took place on 13 July 2023. Upon completion, the financial results of WAB2 are consolidated into the financial statements of the Group.

Set forth below is the preliminary calculation of gain on bargain purchase arising from the business combinations:

		HK\$'000 千港元 (Unaudited) (未經審核)
Purchase consideration	購買代價	648
Less: fair value of identifiable net assets acquired	減：已收購可識別資產淨值之公允價值	(1,761)
Gain on bargain purchase	議價購買收益	(1,113)

The fair value of identifiable assets and liabilities of WAB2 as at the date of acquisition were as follows:

		HK\$'000 千港元 (Unaudited) (未經審核)
Land and building	土地及樓宇	30,000
Cash and cash equivalents	現金及現金等值項目	30
Other payables	其他應付款項	(56)
Amount due to director	應付董事款項	(28,213)
Total identifiable net assets at fair value	按公允價值列賬之可識別資產淨值總計	1,761

22 業務合併

於二零二三年六月一日，e-banner Limited (「e-banner」) (本公司之間接非全資附屬公司) 與賣方訂立買賣協議，據此，e-banner 有條件同意向賣方收購 WAB2 Group (HK) Limited (「WAB2」) 股本中的 10,000 股股份 (即 WAB2 的全部已發行股本) 及向其中一名賣方收購於收購事項完成時 WAB2 結欠該名賣方的未償還股東貸款，代價為 28,861,000 港元。收購事項已於二零二三年七月十三日完成。於完成後，WAB2 的財務業績合併入賬至本集團的財務報表。

以下載列業務合併產生的議價購買收益的初步計算：

WAB2 於收購日期之可識別資產及負債公允價值如下：

23 SHARE OPTION SCHEME

The Company adopted a share option scheme (the “**Scheme**”) on 13 November 2013 pursuant to the written resolutions of the then Shareholders passed on 13 November 2013. The Scheme was a share incentive scheme and was established to recognise and acknowledge the contributions of the Eligible Participants (as defined in the prospectus of the Company dated 20 November 2013 (the “**Prospectus**”)) have had or may have made to the Group. Pursuant to the Scheme, the Board may, at its discretion, offer to grant an option to subscribe of new Shares in aggregate not exceeding 30% of the Shares in issue from time to time.

Pursuant to the Scheme, options were granted by the Group to eligible employees, including directors of the Company, to subscribe for shares of the Company at predetermined exercise price during the exercisable period, as a part of their remunerations.

The Scheme was terminated by the shareholders at the annual general meeting of the Company held on 22 August 2023 (“**2023 AGM**”). No further options shall be granted under the Scheme. Outstanding options granted under the Scheme but not yet exercised shall continue to be valid and exercisable in accordance with the Scheme.

23 購股權計劃

根據當時股東於二零一三年十一月十三日通過的書面決議案，本公司於二零一三年十一月十三日採納一項購股權計劃（「**該計劃**」）。該計劃為一項股份獎勵計劃，設立該計劃旨在肯定及認可合資格參與者（定義見本公司日期為二零一三年十一月二十日的招股章程（「**招股章程**」））對本集團已作出或可能已作出的貢獻。根據該計劃，董事會可酌情授出購股權以認購新股份，總數不超過不時已發行股份的30%。

根據該計劃，本集團向合資格僱員（包括本公司董事）授出購股權以於可行使期間內按預先釐定之行使價認購本公司股份，作為彼等薪酬的一部分。

該計劃於二零二三年八月二十二日舉行的本公司股東週年大會（「**二零二三年股東週年大會**」）上由股東終止。該計劃不再授予購股權。根據該計劃授出但尚未行使的購股權將繼續有效，並可根據該計劃行使。

23 SHARE OPTION SCHEME (Continued)

The following table summarises the share option movement during the six months ended 30 September 2023 and year ended 31 March 2023:

23 購股權計劃 (續)

下表概述於截至二零二三年九月三十日止六個月及截至二零二三年三月三十一日止年度內之購股權變動：

	For the six months ended 30 September 2023 截至二零二三年九月三十日 止六個月		For the year ended 31 March 2023 截至二零二三年三月三十一日 止年度	
	Exercise price per share 每股行使價 HK\$ 港元 (Unaudited) (未經審核)	Number of share option 購股權數目	Exercise price per share 每股行使價 HK\$ 港元 (Audited) (經審核)	Number of share option 購股權數目
Outstanding at the beginning of the period/year 期/年初尚未行使	0.79	49,500,000	-	-
Granted during the period/year 期/年內已授出	-	-	0.79	49,500,000
Exercised during the period/year 期/年內已行使	-	-	-	-
Lapsed during the period/year 期/年內已失效	0.79	5,500,000	-	-
Outstanding at the end of the period/year 期/年末尚未行使	0.79	44,000,000	0.79	49,500,000
Exercisable at the end of the period/year 期/年末可行使	0.79	44,000,000	0.79	49,500,000

23 SHARE OPTION SCHEME (Continued)

23 購股權計劃 (續)

Share options outstanding at the end of the year/period have the following expiry date and exercise price:

於年／期末尚未行使購股權之到期日及行使價如下：

Grant date	Expiry date	Closing price per share immediately before the date of grant HK\$ 緊接授出日期前每股收市價 港元	Exercise price per share HK\$ 每股行使價 港元	No. of share options
授出日期	到期日			購股權數目
16 December 2022 二零二二年十二月十六日	16 December 2024 二零二四年十二月十六日	0.64	0.79	49,500,000
At 31 March 2023 於二零二三年三月三十一日				49,500,000
At 30 September 2023 於二零二三年九月三十日				44,000,000

At the 2023 AGM, the shareholders approved the adoption of the new share option scheme (the “**New Share Option Scheme**”) to enable the Group to grant options to the eligible participants as incentives or rewards for their contribution to the Group; to attract and retain personnel to promote the sustainable development of the Group; and to align the interest of the grantees with those of the shareholders of the Company to promote the long-term financial and business performance of the Company. The New Share Option Scheme was adopted on 24 August 2023, being the date on which the New Share Option Scheme becomes unconditional, and the number of options available for grant under the scheme mandate is 55,000,000 new shares.

於二零二三年股東週年大會上，股東批准採納新購股權計劃（「**新購股權計劃**」），令本集團可向合資格參與者授出購股權，作為彼等對本集團所作貢獻的獎勵或回報；以吸引及挽留人才，促進本集團的可持續發展；以及使承授人的利益與本公司股東的利益一致，促進本公司的長期財務及業務表現。新購股權計劃於二零二三年八月二十四日（即新購股權計劃成為無條件之日）採納，根據計劃授權可授出的購股權數目為55,000,000股新股份。

No share options were granted under the New Share Option Scheme since its adoption.

自採納新購股權計劃以來，並無根據該計劃授予任何購股權。

24 COMMITMENTS

Capital commitments

Capital expenditure contracted for at the end of each reporting date but not provided for is as follows:

	As at 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Property, plant and equipment 物業、廠房及設備	700	-

24 承擔

資本承擔

每個報告日期結束時訂有但尚未撥備的資本開支如下：

25 RELATED PARTY DISCLOSURES

Parties are considered to be related to the Group if the party has the ability, directly or indirectly, to exercise control or significant influence over the Group in making financial and operating decisions, or vice versa. Related parties may be individuals (being members of key management personnel, significant shareholders and/or their close family members) or other entities and include entities which are under the significant influence of related parties of the Group where those parties are individuals. Parties are also considered to be related if they are subject to common control.

25 關連方披露

倘某一方可直接或間接在作出財務及經營決策過程中對本集團行使控制權或重大影響力，則視該方與本集團有關連，反之亦然。關連方可為個人（即主要管理層人員、主要股東及／或彼等的近親家庭成員）或其他實體，包括受身為個人的本集團關連方重大影響的實體。受共同控制的各方亦被視為有關連。

25 RELATED PARTY DISCLOSURES

(Continued)

The directors of the Company are of the view that the following individuals and companies were related parties that had transactions or balances with the Group during the period:

25 關連方披露 (續)

本公司董事認為，下列人士及公司為於期內曾與本集團進行交易或存在結餘的關連方：

Name of related party 關連方名稱	Relationship with the Group 與本集團關係
Mr. She Siu Kee William 余紹基先生	Executive director and chairman 執行董事兼主席
Mr. Chong Cheuk Ki 莊卓琪先生	Executive director 執行董事
Mr. Leung Wai Ming 梁衛明先生	Non-executive director 非執行董事
Mr. Poon Chun Wai 潘振威先生	Independent non-executive director 獨立非執行董事
Mr. Ma Siu Kit 馬兆杰先生	Independent non-executive director 獨立非執行董事
Mr. Fu Chung 傅忠先生	Independent non-executive director 獨立非執行董事
Ms. Yu Mei Hung 余美紅女士	Independent non-executive director 獨立非執行董事
Mr. Chan Kong Hung Chris 陳剛雄先生	Non-controlling interests of a subsidiary of the Group 本集團附屬公司非控股權益持有人
Mr. Foo Pei Pan 傅備斌先生	Non-controlling interests of a subsidiary of the Group 本集團附屬公司非控股權益持有人
Mr. Cheng Sze Tok 鄭思鐸先生	Non-controlling interests of a subsidiary of the Group 本集團附屬公司非控股權益持有人
CTP Limited	Controlled by the directors of the Company 由本公司董事控制
e-post Limited	The then associate of the subsidiary of the Group 本集團附屬公司當時的聯營公司

25 RELATED PARTY DISCLOSURES

(Continued)

25 關連方披露 (續)

Name of related party 關連方名稱	Relationship with the Group 與本集團關係
e-print Solutions Sdn. Bhd.	Joint venture of the subsidiary of the Group 本集團附屬公司的合營企業
eprint Limited	Ultimate holding company (Note i) 最終控股公司 (附註i)
King Profit International Limited 至利國際有限公司	Controlled by the directors of the Company 由本公司董事控制
Protoss IT Sdn. Bhd.	Controlled by a joint venture of the Group 由本集團合營企業控制
Profit More Rich Limited 盈富多有限公司	Controlled by the directors of the Company 由本公司董事控制
Promise Properties Limited 保諾時物業有限公司	Controlled by the directors of the Company 由本公司董事控制
Step Wise Limited 來智有限公司	Associate of the subsidiary of the Group 本集團附屬公司的聯營公司
Top Success Investment Group Limited 北方鼎盛投資控股有限公司	Joint venture of the subsidiary of the Group 本集團附屬公司的合營企業
Top Success Investment (Hong Kong) Limited 北方鼎盛投資 (香港) 有限公司	Controlled by a joint venture of the Group 由本集團合營企業控制
VW Limited	Controlled by the directors of the Company 由本公司董事控制

Note:

附註:

- i. The Company is controlled by eprint Limited, which owns 56.9% of the Company's shares as at 30 September 2023 and 31 March 2023, and is beneficially owned by Mr. She Siu Kee William, Mr. Chong Cheuk Ki, Mr. Lam Shing Kai, Mr. Leung Wai Ming, and Mr. Leung Yat Pang. The directors consider eprint Limited, a company incorporated in the BVI, being the immediate and the ultimate holding company.
- i. 本公司由eprint Limited控制。於二零二三年九月三十日及二零二三年三月三十一日，eprint Limited擁有本公司之56.9%股份，並由余紹基先生、莊卓琪先生、林承佳先生、梁衛明先生及梁一鵬先生實益擁有。董事認為eprint Limited (於英屬處女群島註冊成立之公司) 為直接及最終控股公司。

25 RELATED PARTY DISCLOSURES

(Continued)

(a) Related party transactions

The following transactions were undertaken by the Group with related parties. In the opinion of the directors of the Company, the related party transactions were carried out in the normal course of business and at terms negotiated between the Group and the respective related parties.

25 關連方披露 (續)

(a) 關連方交易

本集團與關連方曾進行以下交易。本公司董事認為，關連方交易於正常業務過程中按本集團與各關連方商定的條款進行。

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Rental expense of plants and machinery, premises, stores and carpark in Hong Kong payable or paid	應付或已付於香港的廠房及機器、處所、商店及停車場租金開支		
- CTP Limited	- CTP Limited	2,711	2,443
- Profit More Rich Limited	- 盈富多有限公司	321	304
- Promise Properties Limited	- 保諾時物業有限公司	937	754
- VV Limited	- VV Limited	1,303	911
- King Profit International Limited	- 至利國際有限公司	400	380
		5,672	4,792
Emoluments payable or paid	應付或已付薪酬		
- Mr. Chan Kong Hung Chris	- 陳剛雄先生	437	431
- Mr. Foo Pei Pan	- 傅備斌先生	627	515
- Mr. Cheng Sze Tok	- 鄭思鐸先生	410	419
		1,474	1,365
Subcontracting fee payable or paid	應付或已付分包費用		
- Protoss IT Sdn. Bhd.	- Protoss IT Sdn. Bhd.	6	5

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL INFORMATION

簡明中期合併財務資料附註

25 RELATED PARTY DISCLOSURES

(Continued)

(a) Related party transactions (Continued)

25 關連方披露 (續)

(a) 關連方交易 (續)

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
I.T. license fee income receivable or received	應收或已收資訊科技使用許可費收入		
- e-print Solutions Sdn. Bhd.	- e-print Solutions Sdn. Bhd.	52	54
Interest income from other financial assets at amortised cost receivable or received	按攤銷成本列賬之其他金融資產之應收或已收利息收入		
- e-post Limited	- e-post Limited	28	274
- Top Success Investment (Hong Kong) Limited	- 北方鼎盛投資(香港)有限公司	900	900
- Step Wise Limited	- 來智有限公司	-	19
		928	1,193
Management fee income receivable or received	應收或已收管理費收入		
- e-post Limited	- e-post Limited	-	469
Revenue from sales of goods and services receivable or received	應收或已收銷售貨品及服務收益		
- e-post Limited	- e-post Limited	-	39
- Protoss IT Sdn. Bhd.	- Protoss IT Sdn. Bhd.	980	1,117
		980	1,156

25 RELATED PARTY DISCLOSURES

(Continued)

(b) Related parties balances

The amounts due from related companies and amounts due to directors are unsecured, interest-free and repayable on demand. The fair values of these balances approximate their carrying values.

(c) Compensation of key management personnel

The remuneration of directors during the period is as follows:

25 關連方披露 (續)

(b) 關連方結餘

應收關連公司款項及應付董事款項為無抵押、免息及按要求償還。該等結餘的公允價值與其賬面值相若。

(c) 主要管理人員薪酬

董事於期內的薪酬如下：

		Six months ended 30 September 截至九月三十日止六個月	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Fees	袍金	825	900
Salaries and allowances	薪金及津貼	2,970	1,890
Performance bonuses	表現花紅	-	-
Pension costs – contributions to defined contribution plans	退休金成本—向界定供款計劃供款	27	18
		3,822	2,808

BUSINESS REVIEW

The Company is an investment holding company. The Group is principally engaged in the provision of printing solutions and products to a diversified customer base in Hong Kong. The Group is also engaged in the provision of solutions on advertisement, bound books and stationeries.

During the six months ended 30 September 2023 and currently, the Group is principally engaged in two business segments, being paper printing business and banner printing business (collectively named “**Continuing operations**”). On 31 March 2023, the Group had disposed all its 62% equity interests in Sakura Japan Property (Hong Kong) Limited and its subsidiary (“**Sakura Group**”) which engaged in provision of property agency services. Upon the completion of the disposal, the Group ceased to hold any shares in Sakura Group and Sakura Group ceased to be the subsidiaries of the Group. Hence, the property agency services business was discontinued (“**Discontinued operation**”). The disposal did not constitute any notifiable transaction or connected transaction of the Company under Chapter 14 or Chapter 14A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) respectively.

Continuing operations

The board (the “**Board**”) of directors (the “**Directors**”) of the Company presents to the shareholders the results of the Group for the six months ended 30 September 2023. The Group reported the revenue from Continuing operations of approximately HK\$156.4 million and approximately HK\$156.8 million for the six months ended 30 September 2023 and 2022 respectively.

業務回顧

本公司為投資控股公司。本集團主要從事於香港向多元化客戶群提供印刷方案及產品。本集團亦從事就廣告、精裝圖書及文儀用品提供解決方案。

於二零二三年九月三十日止六個月及目前，本集團主要從事兩個業務分部：紙品印刷業務及噴畫印刷業務（統稱「**持續經營業務**」）。於二零二三年三月三十一日，本集團已出售其於櫻之不動產（香港）有限公司及其附屬公司（「**櫻之不動產集團**」，從事提供物業代理服務）全部62%的股權。於出售完成後，本集團不再持有櫻之不動產集團的任何股份，且櫻之不動產集團不再為本集團的附屬公司。因此，物業代理服務業務已終止（「**已終止經營業務**」）。出售並不分別構成香港聯合交易所有限公司（「**聯交所**」）證券上市規則（「**上市規則**」）第14章或第14A章項下本公司之任何須予公佈交易或關連交易。

持續經營業務

本公司董事（「**董事**」）會（「**董事會**」）向股東呈列本集團截至二零二三年九月三十日止六個月的業績。本集團分別呈報截至二零二三年及二零二二年九月三十日止六個月的持續經營業務收益約156,400,000港元及約156,800,000港元。

Paper printing business

For the paper printing segment, the revenue was mainly derived from the brand “e-print”. e-print provides a wide range of paper printing products including leaflets, booklets, business cards, other auxiliary products, etc.

For the six months ended 30 September 2023 and 2022, the revenue of the Group’s paper printing segment were approximately HK\$110.3 million and approximately HK\$110.5 million respectively.

Banner printing business

For the Group’s banner printing segment, the revenue was mainly derived from the brand “e-banner”. e-banner provides a large number of digital printing products, roll-up banners, mountings (foamboard, PVC board and hollow board, etc.), stickers, posters, flags, promotional tables, outdoor banners etc.

The Group recorded revenue from banner printing business of approximately HK\$46.1 million and approximately HK\$46.3 million respectively for the six months ended 30 September 2023 and 2022.

Discontinued operation

The Group had disposed the Sakura Group which engaged in provision of property agency services, which had been a minor business segment of the Group, in March 2023.

紙品印刷業務

紙品印刷分部收益主要源自「e-print」品牌。e-print提供廣泛的紙品印刷產品，包括宣傳張單、書刊、咭片、其他配套產品等。

截至二零二三年及二零二二年九月三十日止六個月，本集團紙品印刷分部收益分別為約110,300,000港元及約110,500,000港元。

噴畫印刷業務

本集團噴畫印刷分部的收益主要來自「e-banner」品牌。e-banner提供大量數碼印刷產品、易拉架噴畫、支架（泡沫板、PVC板及空心板等）、貼紙、海報、旗幟、促銷台、戶外噴畫橫幅等。

截至二零二三年及二零二二年九月三十日止六個月，本集團分別錄得噴畫印刷業務收益約46,100,000港元及約46,300,000港元。

已終止經營業務

本集團於二零二三年三月出售櫻之不動產集團，該集團從事提供物業代理服務，該業務一直是本集團的次要業務分部。

OUTLOOK

It is expected that the macroeconomic environment will be improved and recovered from the pandemic in the long run, the management of the Group will continuously and actively to monitor the situation and react promptly in order to maintain the profitability. In view of our experienced management team and reputation and long term success in printing sector, the Group's management considered that we are able to overcome the challenges and capture opportunities for business growth in forthcoming years. Being one of the major market players in Hong Kong, our Group will continuously devote resources and efforts in enhancing our operation efficiency and diversifying our product portfolio and value-added services to our customers to maintain our competitiveness and differentiate with our market competitors.

The Group will always provide our customers convenient, speedy and high quality printing services, from the provision of design tools and software for customizing products to an array of printing and finishing services to suit their diversified needs, through our extensive sales channels, integrated information technology infrastructure and production facilities situated in Hong Kong.

In light of (i) the improving and upgrading printing technology and materials emerged in market after the Covid-19 pandemic; (ii) future market trend in printing industry; and (iii) higher quality and service requirement from customers, our Group will, leverage with our strong cash flow and dedicated management team, continue to upgrade our production and printing facilities and invest in latest printing technology and solutions included but not limited to digital printing.

前景

長遠而言，預計宏觀經濟環境將自疫情中改善及恢復，本集團管理層將繼續積極監察此情況並及時應對以保持盈利能力。憑藉我們經驗豐富的管理層團隊及於印刷行業的聲譽及長期成功，本集團管理層認為，於未來幾年我們能夠克服挑戰，把握業務增長機遇。作為香港市場的主要參與者之一，本集團將繼續投入資源和精力，提高經營效率，豐富產品組合，為客戶提供增值服務，以保持我們的競爭力和與市場競爭對手區分開。

透過我們廣泛的銷售渠道、完善的資訊科技基礎設施及位於香港的生產設施，本集團將繼續為客戶提供便捷、快速及優質的印刷服務，從提供訂制產品的設計工具及軟件到多種印刷及精加工服務，以滿足客戶多樣化的需求。

鑒於(i)Covid-19疫情後市場上出現的印刷技術及材料的不斷改進與升級；(ii)印刷業的未來市場趨勢；及(iii)客戶對質量及服務的更高要求，本集團將憑藉我們強勁的現金流量及專業的管理團隊，繼續升級我們的生產及印刷設施，並投資於包括但不限於數碼印刷在內的最新印刷技術及解決方案。

FINANCIAL REVIEW

Revenue

For the six months ended 30 September 2023 and 2022, the Group reported the revenue from Continuing operations of approximately HK\$156.4 million and approximately HK\$156.8 million respectively. The revenue was mainly generated from provision of printing services from paper printing business and provision of printing services from banner printing business. The revenue remained stable during the six months ended 30 September 2023 and 2022 respectively.

Gross profit and gross profit margin

The gross profit of the Group from Continuing operations for the six months ended 30 September 2023 was approximately HK\$58.2 million, representing a decrease of approximately HK\$3.5 million or approximately 5.7% as compared to that for the six months ended 30 September 2022. Despite the stable revenue recorded during the current period and last period, the absence of the ESS subsidies amounting to approximately HK\$2.5 million resulted in a decline in the gross profit and gross profit margin for the six months ended 30 September 2023, as compared with the same period of last year.

Other income

Other income from Continuing operations of the Group mainly consisted of sales of scrap materials. The Group's other income increased from approximately HK\$2.1 million for the six months ended 30 September 2022 to approximately HK\$2.5 million for the six months ended 30 September 2023, representing an increase of approximately HK\$0.4 million which mainly arising from the increase from sales of scrap materials by approximately HK\$0.5 million.

財務回顧

收益

截至二零二三年及二零二二年九月三十日止六個月，本集團錄得持續經營業務收益分別約156,400,000港元及約156,800,000港元。該收益主要來自紙品印刷業務提供的印刷服務及噴畫印刷業務提供的印刷服務。截至二零二三年及二零二二年九月三十日止六個月收益均維持穩定。

毛利及毛利率

截至二零二三年九月三十日止六個月，本集團持續經營業務毛利約為58,200,000港元，較截至二零二二年九月三十日止六個月之毛利減少約3,500,000港元或約5.7%。儘管本期及上期錄得的收益穩定，但由於缺少保就業計劃補助約2,500,000港元，導致截至二零二三年九月三十日止六個月的毛利及毛利率與去年同期相比有所下降。

其他收入

本集團持續經營業務產生之其他收入主要包括銷售廢料。本集團之其他收入由截至二零二二年九月三十日止六個月的約2,100,000港元增加至截至二零二三年九月三十日止六個月的約2,500,000港元，增加約400,000港元，主要是由於廢料銷售增加約500,000港元。

Other losses – net

For the six months ended 30 September 2023, the Group reported a net other loss of approximately HK\$8.6 million, representing an increase of approximately HK\$3.2 million as compared to the other loss of approximately HK\$5.4 million for the six months ended 30 September 2022.

The other loss recognized during the six months ended 30 September 2023 was mainly attributable to the written-off of property, plant and equipment and the impairment loss on financial assets at amortized cost of approximately HK\$4.4 million and approximately HK\$3.7 million respectively.

Selling and distribution expenses

Selling and distribution expenses from Continuing operations mainly consisted of staff costs, handling charges for electronic payments, and depreciation of right-of-use assets.

Selling and distribution expenses amounted to approximately HK\$15.7 million and approximately HK\$14.4 million for the six months ended 30 September 2023 and 2022 respectively. The increase in expenses by approximately HK\$1.3 million was mainly the result of the increase in staff costs and advertising and promotion expenses of approximately HK\$0.9 million and approximately HK\$0.4 million respectively.

Administrative expenses

Administrative expenses from Continuing operations mainly included staff costs and outsourced customer support expenses. For the six months ended 30 September 2023 and 2022, administrative expenses amounted to approximately HK\$45.2 million and approximately HK\$39.6 million respectively. The increase in administrative expenses by approximately HK\$5.6 million was mainly attributable to the increase in staff costs by approximately HK\$2.4 million as the main result of absence of the ESS subsidies.

其他虧損 – 淨額

於截至二零二三年九月三十日止六個月，本集團錄得其他虧損淨額約8,600,000港元，較截至二零二二年九月三十日止六個月的其他虧損約5,400,000港元增加約3,200,000港元。

截至二零二三年九月三十日止六個月確認的其他虧損主要由於物業、廠房及設備撇銷及按攤銷成本列賬之金融資產減值虧損分別約4,400,000港元及約3,700,000港元。

銷售及分銷開支

持續經營業務產生之銷售及分銷開支主要包括員工成本、電子付款的手續費及使用權資產折舊。

於截至二零二三年及二零二二年九月三十日止六個月，銷售及分銷開支分別約為15,700,000港元及約14,400,000港元。開支增加約1,300,000港元乃主要由於員工成本及廣告及促銷開支分別增加約900,000港元及約400,000港元所致。

行政開支

持續經營業務產生之行政開支主要包括員工成本及外判客戶支援開支。於截至二零二三年及二零二二年九月三十日止六個月，行政開支分別約為45,200,000港元及約39,600,000港元。行政開支增加約5,600,000港元主要由於無保就業補助導致員工成本增加約2,400,000港元所致。

Finance income

Finance income from Continuing operations mainly represented the interest income generated from the loan receivables and bank deposits. The amount increased by approximately HK\$1.1 million or approximately 75.2% as compared to the same period of last year was mainly due to the increase in interest income from bank deposits of approximately HK\$1.3 million.

Finance costs

Finance costs from Continuing operations primarily consisted of interest expenses on bank borrowings and interest expenses on lease liabilities. The overall increase in finance costs by approximately HK\$0.9 million as compared to the same period of last year was mainly due to the increase in interest expenses on lease liabilities in the amount of approximately HK\$0.7 million.

Share of loss of an associate

As at 30 September 2023, the Group had one associate in Hong Kong which is Step Wise Limited. For the six months ended 30 September 2023, the Group recorded the share of loss of an associate of approximately HK\$81,000 while the Group recorded the share of profit of an associate of approximately HK\$3,000 for the six months ended 30 September 2022.

Share of profits of joint ventures

Share of profits of joint ventures represented the share of results of the Group's joint ventures. As at 30 September 2023, the Group had two joint ventures in Malaysia and Hong Kong, namely e-print Solutions Sdn. Bhd. and Top Success Investment Group Limited respectively.

During the six months ended 30 September 2023, the share of profits of joint ventures was decreased as compared with the same period of last year as the operating cost was increased in a higher degree.

融資收入

持續經營業務產生之融資收入主要指應收貸款產生的利息收入及銀行存款。金額較去年同期增加約1,100,000港元或約75.2%主要是由於銀行存款利息收入增加約1,300,000港元所致。

融資成本

持續經營業務產生之融資成本主要包括銀行借貸的利息開支及租賃負債的利息開支。融資成本整體較去年同期增加約900,000港元，主要是由於租賃負債的利息開支增加約700,000港元所致。

應佔一間聯營公司虧損

於二零二三年九月三十日，本集團於香港擁有一間聯營公司，即來智有限公司。截至二零二三年九月三十日止六個月，本集團錄得應佔一間聯營公司虧損約81,000港元，而截至二零二二年九月三十日止六個月，本集團錄得應佔一間聯營公司溢利約3,000港元。

應佔合營企業溢利

應佔合營企業溢利指應佔本集團合營企業業績。於二零二三年九月三十日，本集團擁有兩間合營企業，分別位於馬來西亞及香港，即e-print Solutions Sdn. Bhd.及北方鼎盛投資控股有限公司。

截至二零二三年九月三十日止六個月，由於運營成本增加較多，應佔合營企業溢利較去年同期減少。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

(Loss)/profit for the period from Continuing operations attributable to equity holders of the Company

For the six months ended 30 September 2023, the loss for the period from Continuing operations attributable to equity holders of the Company was approximately HK\$9.1 million, as compared to a profit of approximately HK\$1.0 million for the six months ended 30 September 2022. The loss from Continuing operations attributable to equity holders of the Company was mainly due to (i) the written-off of property, plant and equipment, (ii) impairment loss on financial assets at amortized cost and (iii) fair value loss on financial assets at fair value through profit or loss of approximately HK\$4.4 million, approximately HK\$3.7 million and approximately HK\$1.1 million respectively. If these non-recurring impacts were excluded, a profit of approximately HK\$0.1 million would be recorded for the six months ended 30 September 2023.

Liquidity and Financial Information

As at 30 September 2023, the Group's bank balances and cash was approximately HK\$116.4 million, represented a decrease of approximately HK\$8.7 million as compared with that as at 31 March 2023. As at 30 September 2023 and 31 March 2023, the financial ratios of the Group were as follows:

本公司權益持有人應佔持續經營業務期內（虧損）／溢利

截至二零二三年九月三十日止六個月，本公司權益持有人應佔持續經營業務期內虧損為約9,100,000港元，而截至二零二二年九月三十日止六個月則為溢利約1,000,000港元。本公司權益持有人應佔持續經營業務虧損主要是由於(i)物業、廠房及設備撇銷；(ii)按攤銷成本列賬的金融資產減值虧損；及(iii)透過損益按公允價值列賬之金融資產之公允價值虧損分別約4,400,000港元、約3,700,000港元及約1,100,000港元。如剔除該等非經常性影響，則截至二零二三年九月三十日止六個月將錄得溢利約100,000港元。

流動資金及財務資料

於二零二三年九月三十日，本集團的銀行結餘及現金為約116,400,000港元，較於二零二三年三月三十一日減少約8,700,000港元。於二零二三年九月三十日及二零二三年三月三十一日，本集團財務比率如下：

	As at 30 September 2023 於二零二三年 九月三十日 (Unaudited) (未經審核)	As at 31 March 2023 於二零二三年 三月三十一日 (Audited) (經審核)
Current ratio ⁽¹⁾	1.3	1.9
Gearing ratio ⁽²⁾	38.9%	27.4%

Notes:

- (1) Current ratio is calculated based on total current assets divided by total current liabilities.
- (2) Gearing ratio is calculated based on total bank borrowings and leases liabilities divided by total equity and multiplied by 100%.

附註：

- (1) 流動比率乃按總流動資產除以總流動負債計算。
- (2) 資產負債比率乃按總銀行借貸及租賃負債除以權益總額乘以100%計算。

Borrowings

As at 30 September 2023 and 31 March 2023, the Group's total bank borrowings amounted to approximately HK\$42.8 million and approximately HK\$22.7 million respectively. The significant increase in bank borrowings of approximately HK\$20.1 million was attributable to the increase in the mortgage loans of the new properties acquired during the six months ended 30 September 2023.

All bank borrowings were made from banks in Hong Kong. No financial instruments were used for hedging purposes, nor were there any foreign currency net investments hedged by current borrowings and/or other hedging instruments.

Treasury Policy

The Group has always pursued a prudent financial management approach towards its treasury policy and thus maintained a healthy liquidity position throughout the period. The Group closely and actively manages its liquidity position with sufficient standby banking facilities to cope with daily operation and any demands for capital for further development.

Capital Structure

The capital of the Company comprises ordinary shares and other reserves. The shares of the Company have been listed on the Main Board of the Stock Exchange since 3 December 2013. As at 30 September 2023, the total number of issued ordinary shares of the Company was 550,000,000 shares.

Capital Commitments

As at 30 September 2023, the Group had capital commitments of approximately HK\$0.7 million in relation to the purchase of machineries. As at 31 March 2023, the Group did not have any capital commitments.

借貸

於二零二三年九月三十日及二零二三年三月三十一日，本集團的銀行借貸總額分別為約42,800,000港元及約22,700,000港元。銀行借貸大幅增加約20,100,000港元，是由於截至二零二三年九月三十日止六個月收購的新物業抵押貸款增加所致。

所有銀行借貸均由香港的銀行提供。概無金融工具用作對沖，亦無任何外匯投資淨額由目前的借貸及／或其他對沖工具對沖。

庫務政策

本集團一直對庫務政策採取審慎的財務管理方法，因此於整個期間保持穩健的流動資金狀況。本集團嚴密、積極地管理流動資金狀況，提供充足的備用銀行融資，以應對日常經營和進一步發展的任何資金需求。

股本架構

本公司股本由普通股及其他儲備組成。本公司股份自二零一三年十二月三日起於聯交所主板上市。於二零二三年九月三十日，本公司已發行普通股的總數為550,000,000股。

資本承擔

於二零二三年九月三十日，本集團就購買機器的資本承擔約為700,000港元。於二零二三年三月三十一日，本集團並無任何資本承擔。

Significant Investments Held

In addition to the investments in subsidiaries, joint ventures and an associate, the Group also holds some investments including equity investment of the companies listed on the Stock Exchange, mutual fund investments, debentures and etc. These investments were classified as financial assets at fair value through profit or loss.

Future Plans for Material Investments and Capital Assets

As at 30 September 2023, the Group has no plans for any material investments or capital assets.

Material Acquisition and Disposal

On 1 June 2023, e-banner Limited (“**e-banner**”), an indirect non wholly-owned subsidiary of the Company and Mr. Li Cham Kuen (“**Mr. Li**”) and Mr. Lee Wut Chuen (together with Mr. Li, the “**Vendors**”) entered into the sale and purchase agreement (the “**Agreement**”), pursuant to which e-banner conditionally agreed to acquire from the Vendors the 10,000 shares in the capital of WAB2 Group (HK) Limited (the “**Target Company**”), representing the entire issued share capital of the Target Company, and from Mr. Li the outstanding shareholder’s loan being owed by the Target Company to Mr. Li at the completion of the Acquisition (as hereinafter defined) at the consideration of HK\$28,861,000 (subject to adjustment) (the “**Acquisition**”).

The Target Company is principally engaged in property investment. The principal assets of the Target Company is the properties located at (i) Unit W1, 1st Floor, Block 2, Kwun Tong Industrial Centre, Nos.460-470 Kwun Tong Road, Kowloon, Hong Kong; (ii) Unit W2, 1st Floor, Block 2, Kwun Tong Industrial Centre, Nos.460-470 Kwun Tong Road, Kowloon, Hong Kong; (iii) Unit W3, 1st Floor, Block 2, Kwun Tong Industrial Centre, Nos.460-470 Kwun Tong Road, Kowloon, Hong Kong; and (iv) Unit K2, 1st Floor, Block 2, Kwun Tong Industrial Centre, Nos.460-470 Kwun Tong Road, Kowloon, Hong Kong.

所持重大投資

除於附屬公司、合營企業及一間聯營公司的投資外，本集團亦持有若干投資（包括於聯交所上市公司的股本投資、互惠基金投資及債券等）。該等投資獲分類為透過損益按公允價值列賬之金融資產。

重大投資及資本資產的未來計劃

於二零二三年九月三十日，本集團並無任何重大投資或資本資產的計劃。

重大收購及出售

於二零二三年六月一日，e-banner Limited（「**e-banner**」，本公司間接非全資附屬公司）與李湛權先生（「**李先生**」）及李活泉先生（連同李先生統稱為「**賣方**」）訂立買賣協議（「**該協議**」），據此，e-banner有條件同意向賣方收購WAB2 Group (HK) Limited（「**目標公司**」）股本中的10,000股股份（相當於目標公司全部已發行股本）及向李先生收購於收購事項（定義見下文）完成時目標公司結欠李先生的未償還股東貸款，代價為28,861,000港元（可予調整）（「**收購事項**」）。

目標公司主要從事物業投資。目標公司的主要資產為位於以下地址的物業：(i)香港九龍觀塘道460-470號觀塘工業中心第二期一樓W1號單位；(ii)香港九龍觀塘道460-470號觀塘工業中心第二期一樓W2號單位；(iii)香港九龍觀塘道460-470號觀塘工業中心第二期一樓W3號單位；及(iv)香港九龍觀塘道460-470號觀塘工業中心第二期一樓K2號單位。

Completion of the Acquisition took place on 13 July 2023 in accordance with the terms and conditions of the Agreement. Upon completion of the Acquisition, the Target Company becomes an indirect non wholly-owned subsidiary of the Company and the financial results of the Target Company are consolidated into the financial statements of the Group.

For further details, please refer to the announcements of the Company dated 1 June 2023, 5 June 2023 and 13 July 2023.

Save as disclosed above, there was no material acquisition or disposal of subsidiaries, associates and joint ventures by the Group during the six months ended 30 September 2023.

Exposure to Foreign Exchange Risk

The Group operates principally in Hong Kong and its business is supported by an information technology support services centre located in the PRC. The Group is exposed to foreign exchange risk mainly arising from the exposure of Renminbi against Hong Kong dollars. The Group does not hedge its foreign exchange risk as its exposure to foreign exchange risk is low as the Group's cash flows mainly denominated in Hong Kong dollars.

Charges on Assets

At 30 September 2023 and 31 March 2023, the Group pledged the plant and machinery with carrying values of approximately HK\$19.5 million and approximately HK\$2.3 million respectively, as collaterals to secure the Group's leases liabilities. As at 30 September 2023 and 31 March 2023, the Group mortgaged the properties with the total carrying values of approximately HK\$108.9 million and approximately HK\$62.5 million respectively as collaterals to secure the Group's mortgage loans.

Capital Expenditure

During the six months ended 30 September 2023, the Group invested approximately HK\$53.6 million in property, plant and equipment, which represented an increase of approximately HK\$51.5 million in capital expenditure compared with the same period of last year.

收購事項已於二零二三年七月十三日根據該協議之條款及條件完成。於收購事項完成後，目標公司成為本公司的間接非全資附屬公司，而目標公司的財務業績合併至本集團的財務報表。

有關進一步詳情，請參閱本公司日期為二零二三年六月一日、二零二三年六月五日及二零二三年七月十三日的公告。

除上文所披露者外，於截至二零二三年九月三十日止六個月內，本集團概無重大收購或出售附屬公司、聯營公司及合營企業。

承受外匯風險

本集團主要在香港營業，其業務由位於中國的資訊科技支援服務中心支援。本集團主要承受人民幣兌港元所產生的外匯風險。由於本集團的現金流量主要以港元列值，所承受的外匯風險很低，故本集團並無對沖外匯風險。

資產抵押

於二零二三年九月三十日及二零二三年三月三十一日，本集團分別以賬面值約19,500,000港元及約2,300,000港元的廠房及機器質押作為抵押品，以擔保本集團租賃負債。於二零二三年九月三十日及二零二三年三月三十一日，本集團以賬面總值分別約108,900,000港元及約62,500,000港元的物業質押作為抵押品，以擔保本集團的按揭貸款。

資本開支

於截至二零二三年九月三十日止六個月，本集團投資約53,600,000港元於物業、廠房及設備，資本開支較去年同期增加約51,500,000港元。

EMPLOYEES AND EMOLUMENT POLICIES

At 30 September 2023, the Group had 330 (31 March 2023: 329) full time employees. The staff costs of the Group, including Directors' emoluments, employees' salaries and allowances, retirement benefits schemes contributions and other benefits amounted to approximately HK\$51.7 million for the six months ended 30 September 2023 (for the six months ended 30 September 2022: HK\$49.6 million). The increase in amount was mainly due to the absence of the ESS subsidies received during the six months ended 30 September 2023.

There was no significant change in the Group's emolument policies. On top of basic salaries, bonuses may be paid by reference to the Group's performance as well as individual's performance. Other staff benefits included contributions to Mandatory Provident Fund retirement benefits scheme in Hong Kong, provision of pension funds, medical insurance, unemployment insurance and other relevant insurance for employees who are employed by the Group pursuant to the PRC rules and regulations and the prevailing regulatory requirements of the PRC, and the Employees Provident Fund and contributions to Social Security Organization for employees who are employed by the Group pursuant to the Malaysia rules and regulations and the prevailing regulatory requirements of Malaysia. Share options may be granted under the share option scheme to eligible employees as incentives or rewards for their contribution to the Group; to attract and retain personnel to promote the sustainable development of the Group; and to align the interest with those of the shareholders of the Company to promote the long-term financial and business performance of the Company. In addition, the Group provides training through seminars and forums and encourage the employees to grow with the Group together.

CONTINGENT LIABILITIES

As at 30 September 2023, the Group had no significant contingent liability (31 March 2023: Nil).

僱員及薪酬政策

於二零二三年九月三十日，本集團共有330名（二零二三年三月三十一日：329名）全職僱員。截至二零二三年九月三十日止六個月，本集團的員工成本（包括董事薪酬、僱員薪金及津貼、退休福利計劃供款及其他福利）約為51,700,000港元（截至二零二二年九月三十日止六個月：49,600,000港元）。該金額增加乃主要由於截至二零二三年九月三十日止六個月並無收取保就業計劃津貼。

本集團的薪酬政策並無重大變動。除基本薪金外，獎金亦會參考本集團業績及個人表現而發放。其他員工福利包括香港強積金退休福利計劃供款，根據中國規則及規例和中國的現行監管規定，向本集團聘用僱員提供養老金基金、醫療保險、失業保險及其他相關保險及根據馬來西亞規則及規例和馬來西亞的現行監管規定，向本集團聘用僱員提供僱員公積金及社會保障組織供款。購股權可根據購股權計劃授予合資格僱員，以激勵或獎勵彼等對本集團作出的貢獻；吸引及留住人才以推動本集團的可持續發展；及其利益與本公司股東的利益一致以促進本公司的長期財務及業務表現。此外，本集團透過研討會及論壇提供培訓，鼓勵僱員與本集團共同成長。

或然負債

於二零二三年九月三十日，本集團並無重大或然負債（二零二三年三月三十一日：無）。

EVENTS AFTER THE END OF THE REPORTING PERIOD

There is no significant event occurring after the end of the reporting period and up to the date of this report.

INTERIM DIVIDEND

The Board, after considering the liquidity position and operation of the Group, resolved not to declare an interim dividend for the six months ended 30 September 2023 (for the six months ended 30 September 2022: Nil).

報告期間結束後事項

於報告期間結束後及直至本報告日期概無發生重大事項。

中期股息

董事會經考慮本集團之流動資金狀況及營運後，決議不宣派截至二零二三年九月三十日止六個月之中期股息（截至二零二二年九月三十日止六個月：無）。

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS

As at 30 September 2023, the interests or short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (“SFO”), which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”) as set out in Appendix 10 to the Listing Rules, are set out below:

(i) The Company

董事及主要行政人員於本公司或其相聯法團之股份、相關股份及債券之權益及淡倉

於二零二三年九月三十日，本公司董事及主要行政人員於本公司或任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）股份、相關股份及債券中擁有須根據證券及期貨條例第XV部第7及8分部通知本公司及聯交所的權益或淡倉（包括根據證券及期貨條例相關條文彼等被當作或視為擁有的權益或淡倉），或根據證券及期貨條例第352條須登記在該條所述的登記冊，或根據上市規則附錄十所列出《上市發行人董事進行證券交易的標準守則》（「標準守則」）須通知本公司及聯交所的權益或淡倉如下：

(i) 本公司

Name of Director 董事姓名	Capacity 身份	Long position/ short position 好倉／淡倉	Number of ordinary shares held 持有普通股數目	Approximate percentage of shareholding in the Company 於本公司 持股概約百分比
Mr. She Siu Kee William 余紹基先生	Beneficial owner 實益擁有人	Long position 好倉	1,584,000	0.29%
	Interest of controlled corporation (Note 1) 受控制法團權益 (附註1)	Long position 好倉	313,125,000	56.93%
Mr. Chong Cheuk Ki 莊卓琪先生	Interest of controlled corporation (Note 1) 受控制法團權益 (附註1)	Long position 好倉	313,125,000	56.93%
	Interest of spouse (Note 2) 配偶權益 (附註2)	Long position 好倉	712,000	0.13%
Mr. Leung Wai Ming 梁衛明先生	Interest of controlled corporation (Note 1) 受控制法團權益 (附註1)	Long position 好倉	313,125,000	56.93%

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS (Continued)

董事及主要行政人員於本公司或其相聯法團之股份、相關股份及債券之權益及淡倉 (續)

(i) The Company (Continued)

Notes:

- 313,125,000 shares of the Company are held by eprint Limited. eprint Limited is held as to 21.62%, 21.62%, 21.62% and 13.52% by Mr. She Siu Kee William ("Mr. She"), Mr. Chong Cheuk Ki ("Mr. Chong"), Mr. Lam Shing Kai ("Mr. SK Lam"), Mr. Leung Wai Ming ("Mr. WM Leung") and Mr. Leung Yat Pang ("Mr. YP Leung") (collectively, the "Concerted Shareholders") respectively. Pursuant to the deed of confirmation dated 2 July 2013 (the "Deed of Confirmation"), each of Mr. She, Mr. Chong, Mr. SK Lam, Mr. WM Leung and Mr. YP Leung has agreed to jointly control their respective interests in the Company. Accordingly, eprint Limited shall be accustomed to act in accordance with joint instructions of the Concerted Shareholders. Hence, each of the Concerted Shareholders is deemed to be interested in all the shares of the Company held by eprint Limited by virtue of the SFO.
- Mr. Chong is deemed to be interested in 712,000 shares of the Company held by his spouse, Ms. Yip Fei.

(i) 本公司 (續)

附註:

- eprint Limited 持有 313,125,000 股本公司股份。eprint Limited 分別由余紹基先生 (「余先生」)、莊卓琪先生 (「莊先生」)、林承佳先生 (「林承佳先生」)、梁衛明先生 (「梁衛明先生」) 及梁一鵬先生 (「梁一鵬先生」) (統稱為「一致行動股東」) 擁有 21.62%、21.62%、21.62%、21.62% 及 13.52%。根據日期為二零一三年七月二日之確認契據 (「確認契據」)，余先生、莊先生、林承佳先生、梁衛明先生及梁一鵬先生已各自同意共同控制彼等各自於本公司的權益。因此，eprint Limited 慣常根據一致行動股東共同指示行事。因此，根據證券及期貨條例，各一致行動股東被視為於 eprint Limited 所持有所有本公司股份中擁有權益。
- 莊先生被視為於其配偶葉飛女士持有的 712,000 股本公司股份中擁有權益。

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS (Continued)

董事及主要行政人員於本公司或其相聯法團之股份、相關股份及債券之權益及淡倉（續）

(ii) Associated corporation – eprint Limited

(ii) 相聯法團 – eprint Limited

Name of Director 董事姓名	Nature of interest 權益性質	Number of ordinary shares held in the associated corporation 持有相聯法團普通股數目	Approximate percentage of shareholding in the associated corporation 於相聯法團持股概約百分比
Mr. She 余先生	Beneficial owner 實益擁有人	2,162	21.62%
Mr. Chong 莊先生	Beneficial owner 實益擁有人	2,162	21.62%
Mr. WM Leung 梁衛明先生	Beneficial owner 實益擁有人	2,162	21.62%

Note: The disclosed interest represents the interests in eprint Limited, the controlling shareholder of the Company, which is owned by Mr. She, Mr. Chong, Mr. SK Lam, Mr. WM Leung and Mr. YP Leung in the respective proportions of 21.62%, 21.62%, 21.62%, 21.62% and 13.52%.

附註：披露權益指余先生、莊先生、林承佳先生、梁衛明先生及梁一鵬先生於本公司控股股東eprint Limited之權益，各自所佔比例分別為21.62%、21.62%、21.62%、21.62%及13.52%。

Save as disclosed above, none of the Directors or chief executives of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) which notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO), or were recorded on the register required to be kept under section 352 of the SFO or notified to the Company and the Stock Exchange pursuant to the Model Code as at 30 September 2023.

除上文所披露者外，於二零二三年九月三十日，概無本公司董事或主要行政人員在本公司或任何相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份或債券中擁有根據證券及期貨條例第XV部第7及8分部須通知本公司及聯交所的權益或淡倉（包括根據證券及期貨條例相關條文彼等被當作或視為擁有的權益或淡倉），或須在證券及期貨條例第352條規定備存的登記冊內記錄或根據標準守則須通知本公司及聯交所的任何權益或淡倉。

SHARE SCHEMES

The Company adopted a share option scheme (the “**Old Share Option Scheme**”) on 13 November 2013 pursuant to the written resolutions of the then shareholders passed on 13 November 2013. The Old Share Option Scheme was a share incentive scheme and was established to recognise and acknowledge the contributions of the eligible participants have had or may have made to the Group. As at 1 April 2023, the total number of options available for grant under the Old Share Option Scheme was 500,000 shares.

The Old Share Option Scheme was terminated by the shareholders at the annual general meeting of the Company held on 22 August 2023 (“**2023 AGM**”). No further options shall be granted under the Old Share Option Scheme. Outstanding options granted under the Old Share Option Scheme but not yet exercised shall continue to be valid and exercisable in accordance with the Old Share Option Scheme.

Details of the movement in the share options granted under the Old Share Option Scheme during the six months ended 30 September 2023 are as follows:–

Category of participants	Date of grant of share option	Exercise period	Closing price per share immediately before the date of grant	Exercise price per share option	Outstanding as at 1 April 2023	Granted during the period	Exercised/ cancelled during the period	Lapsed during the period	Outstanding as at 30 September 2023
			HKS	HKS					
參與者類別	購股權授出日期	行使期	緊接授出日期前每股收市價	每份購股權行使價	於二零二三年四月一日尚未行使	期內已授出	期內已行使/註銷	期內已失效	於二零二三年九月三十日尚未行使
Employees in aggregate	16 December 2022	16 December 2022 to 16 December 2024	0.64	0.79	49,500,000	-	-	5,500,000	44,000,000
僱員合計	二零二二年十二月十六日	二零二二年十二月十六日至二零二四年十二月十六日							

The share options vests immediately from the date of grant and are exercisable up to 16 December 2024.

股份計劃

根據於二零一三年十一月十三日通過的當時股東書面決議案，本公司於二零一三年十一月十三日採納一項購股權計劃（「**舊購股權計劃**」）。舊購股權計劃為一項股份獎勵計劃，旨在肯定及認可合資格參與者對本集團已作出或可能已作出的貢獻。於二零二三年四月一日，根據舊購股權計劃可授出的購股權數目為500,000股股份。

於二零二三年八月二十二日舉行的本公司股東週年大會（「**二零二三年股東週年大會**」）上，股東終止舊購股權計劃。不再根據舊購股權計劃授出購股權。根據舊購股權計劃已授出的尚未行使購股權將繼續有效，並可根據舊購股權計劃行使。

截至二零二三年九月三十日止六個月內，根據舊購股權計劃授出的購股權變動詳情如下：

購股權自授出日期起即時歸屬並可於二零二四年十二月十六日前行使。

SHARE SCHEMES *(Continued)*

At the 2023 AGM, the shareholders approved the adoption of the new share option scheme (the “**New Share Option Scheme**”) to enable the Group to grant options to the eligible participants as incentives or rewards for their contribution to the Group; to attract and retain personnel to promote the sustainable development of the Group; and to align the interest of the grantees with those of the shareholders of the Company to promote the long-term financial and business performance of the Company. The New Share Option Scheme was adopted on 24 August 2023, being the date on which the New Share Option Scheme becomes unconditional. As at 30 September 2023, the number of options available for grant under the scheme mandate of the New Share Option Scheme is 55,000,000 new shares.

No share options were granted under the New Share Option Scheme since its adoption.

The Company does not have any other share schemes except for the Old Share Option Scheme and the New Share Option Scheme, the number of shares that may be issued in respect of the share options granted as at 30 September 2023 divided by the weighted average number of issued shares of the Company for the six months ended 30 September 2023 was 8%.

股份計劃 *(續)*

於二零二三年股東週年大會上，股東已批准採納新購股權計劃（「**新購股權計劃**」），以使本集團能夠向合資格參與者授予購股權，作為彼等對本集團所作貢獻的激勵或獎勵；吸引及留住人才，推動本集團的可持續發展；及使承授人的利益與本公司股東的利益一致，促進本公司的長期財務及業務表現。新購股權計劃已於二零二三年八月二十四日（即新購股權計劃成為無條件之日期）採納。於二零二三年九月三十日，根據新購股權計劃的計劃授權可授出的購股權數目為55,000,000股新股份。

自新購股權計劃獲採納以來，並無根據該計劃授出任何購股權。

除舊購股權計劃及新購股權計劃外，本公司並無任何其他購股權計劃，於二零二三年九月三十日就已授出購股權而可能發行的股份數目除以截至二零二三年九月三十日止六個月本公司已發行股份的加權平均數量為8%。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

主要股東及其他人士於本公司股份及相關股份之權益

As at 30 September 2023, so far as is known to the Directors, the following persons (other than the Directors and the chief executives of the Company) had interests or short positions in the shares and underlying shares of the Company which were required to be notified to the Company under 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:

於二零二三年九月三十日，據董事所知，以下人士（不包括本公司董事及主要行政人員）在本公司股份及相關股份中擁有須根據證券及期貨條例第XV部第2及3分部通知本公司或已於根據證券及期貨條例第336條規定備存的登記冊內記錄的權益或淡倉：

Interests or short positions in shares and underlying shares of the Company

於本公司股份及相關股份的權益或淡倉

Name	Nature of interest	Long position/ short position	Number of ordinary shares/ underlying shares held 所持普通股 數目／相關 股份數目	Approximate percentage of shareholding in the Company 於本公司持股 概約百分比
名稱	權益性質	好倉／淡倉		
eprint Limited (Note 1) eprint Limited (附註1)	Beneficial owner 實益擁有人	Long position 好倉	313,125,000	56.93%
Mr. SK Lam (Note 2) 林承佳先生 (附註2)	Beneficial owner 實益擁有人	Long Position 好倉	313,125,000	56.93%
Ms. Lo Suet Yee (Note 3) 盧雪兒女士 (附註3)	Interest of spouse 配偶權益	Long position 好倉	314,709,000	57.22%
Ms. Yip Fei (Note 4) 葉飛女士 (附註4)	Beneficial owner 實益擁有人	Long position 好倉	712,000	0.13%
	Interest of spouse 配偶權益	Long position 好倉	313,125,000	56.93%
Ms. Yu Siu Ping (Note 5) 俞少萍女士 (附註5)	Interest of spouse 配偶權益	Long position 好倉	313,125,000	56.93%
Ms. Chau Fung Kiu (Note 6) 周鳳翹女士 (附註6)	Interest of spouse 配偶權益	Long position 好倉	313,125,000	56.93%
Mr. YP Leung (Note 7) 梁一鵬先生 (附註7)	Interest of controlled corporation 受控制法團權益	Long position 好倉	313,125,000	56.93%

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES OF THE COMPANY *(Continued)***Interests or short positions in shares and underlying shares of the Company** *(Continued)*

Notes:

1. eprint Limited is directly interested in 313,125,000 shares of the Company, representing approximately 56.93% of the issue shares of the Company. eprint Limited is held as to 21.62%, 21.62%, 21.62%, 21.62% and 13.52% by Mr. She, Mr. Chong, Mr. SK Lam, Mr. WM Leung and Mr. YP Leung respectively. Pursuant to the Deed of Confirmation, each of Mr. She, Mr. Chong, Mr. SK Lam, Mr. WM Leung and Mr. YP Leung has agreed to jointly control their respective interests in the Company. Accordingly, eprint Limited shall be accustomed to act in accordance with joint instructions of the Concerted Shareholders.
2. Pursuant to the Deed of Confirmation, Mr. SK Lam is deemed to be interested in all the shares of the Company held by eprint Limited by virtue of the SFO.
3. Ms. Lo Suet Yee is the spouse of Mr. She. Under the SFO, Ms. Lo Suet Yee is taken to be interested in the same number of shares in which Mr. She is interested.
4. Ms. Yip Fei is the spouse of Mr. Chong. Under the SFO, Ms. Yip Fei is taken to be interested in the same number of shares in which Mr. Chong is interested.

主要股東及其他人士於本公司股份及相關股份之權益 (續)**於本公司股份及相關股份的權益或淡倉 (續)**

附註：

1. eprint Limited於313,125,000股本公司股份中擁有直接權益，佔本公司已發行股份約56.93%。eprint Limited由余先生、莊先生、林承佳先生、梁衛明先生及梁一鵬先生分別持有21.62%、21.62%、21.62%、21.62%及13.52%權益。根據確認契據，余先生、莊先生、林承佳先生、梁衛明先生及梁一鵬先生已各自同意共同控制彼等各自於本公司的權益。因此，eprint Limited將慣常根據一致行動股東的共同指示行事。
2. 根據確認契據以及證券及期貨條例，林承佳先生被視為於eprint Limited持有的所有本公司股份中擁有權益。
3. 盧雪兒女士為余先生的配偶。根據證券及期貨條例，盧雪兒女士被視為於余先生所擁有權益之相同數目股份中擁有權益。
4. 葉飛女士為莊先生的配偶。根據證券及期貨條例，葉飛女士被視為於莊先生所擁有權益之相同數目股份中擁有權益。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES OF THE COMPANY (Continued)

Interests or short positions in shares and underlying shares of the Company (Continued)

Notes: (Continued)

- Ms. Yu Siu Ping is the spouse of Mr. SK Lam. Under the SFO, Ms. Yu Siu Ping is taken to be interested in the same number of shares in which Mr. SK Lam is interested.
- Ms. Chau Fung Kiu is the spouse of Mr. WM Leung. Under the SFO, Ms. Chau Fung Kiu is taken to be interested in the same number of shares in which Mr. WM Leung is interested.
- Pursuant to the Deed of Confirmation, Mr. YP Leung is deemed to be interested in all the shares of the Company held by eprint Limited by virtue of the SFO.

Save as disclosed above, as at 30 September 2023, the Directors were not aware of any other person who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company pursuant to 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 Part XV of the SFO.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

Neither the Company nor its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the six months ended 30 September 2023.

主要股東及其他人士於本公司股份及相關股份之權益 (續)

於本公司股份及相關股份的權益或淡倉 (續)

附註：(續)

- 俞少萍女士為林承佳先生的配偶。根據證券及期貨條例，俞少萍女士被視為於林承佳先生所擁有權益之相同數目股份中擁有權益。
- 周鳳翹女士為梁衛明先生的配偶。根據證券及期貨條例，周鳳翹女士被視為於梁衛明先生所擁有權益之相同數目股份中擁有權益。
- 根據確證契據以及證券及期貨條例，梁一鵬先生被視為於eprint Limited持有的所有本公司股份中擁有權益。

除上文所披露者外，於二零二三年九月三十日，董事並不知悉有任何其他人士在本公司的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分部須向本公司披露的權益或淡倉，或須根據證券及期貨條例第XV部第336條規定備存的本公司登記冊內記錄的權益或淡倉。

購入、出售或贖回本公司上市證券

截至二零二三年九月三十日止六個月，本公司或其附屬公司並無購入、贖回或出售本公司的任何上市證券。

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, the Company confirmed that all Directors had complied with the required standards as set out in the Model Code for the six months ended 30 September 2023.

CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions set out in the Corporate Governance Code (“CG Code”) as set out in Appendix 14 to the Listing Rules as its own code of corporate governance.

For the six months ended 30 September 2023, the Company was in compliance with the code provisions set out in the CG Code except for the deviation as explained below.

Code provision C.2.1 of the CG Code provides that the roles of the chairman and chief executive officer should be separated and should not be performed by the same individual. The Company does not at present separate the roles of the chairman and chief executive officer. Mr. She Siu Kee William is the chairman and chief executive officer of the Company. The Board believes that vesting the roles of both chairman and chief executive officer in the same person has the benefit of ensuring consistent leadership within the Group and enables more effective and efficient overall strategic planning for the Group. The Board further believes that the balance of power and authority for the present arrangement will not be impaired and is adequately ensured by the current Board which comprises experienced and high caliber individuals with sufficient number thereof being non-executive Director and independent non-executive Directors.

董事進行證券交易的標準守則

本公司已採納上市規則附錄十所載的標準守則，作為有關董事進行證券交易的行為守則。在向全體董事作出具體查詢後，本公司確認，截至二零二三年九月三十日止六個月，全體董事已遵守標準守則所載的規定標準。

企業管治常規

本公司已採納上市規則附錄十四列載的企業管治守則（「企業管治守則」）所載的守則條文作為其本身的企業管治守則。

截至二零二三年九月三十日止六個月，本公司已遵從企業管治守則的守則條文，惟下文所述偏離者則除外。

企業管治守則之守則條文第C.2.1條規定，主席和行政總裁角色須分開，不得由同一人擔任。本公司現未將主席與行政總裁角色分開。余紹基先生為本公司主席兼行政總裁。董事會相信將主席與行政總裁角色集於同一人，有確保本集團內一致領導的好處，並可讓本集團實踐更具效率和效益的整體策略規劃。董事會更相信，目前安排的權力及職權平衡不會受到損害，而目前由擁有豐富經驗和能幹成員（其中有足夠數目的非執行董事及獨立非執行董事）組成的董事會亦能確保有足夠的權力制衡。

CORPORATE GOVERNANCE PRACTICES

(Continued)

Save as the aforesaid and in the opinion of the Directors, the Company had met all relevant code provisions set out in the CG Code during the six months ended 30 September 2023.

CONTINUING DISCLOSURE REQUIREMENTS UNDER RULE 13.22 OF THE LISTING RULES IN RELATION TO FINANCIAL ASSISTANCE TO AFFILIATED COMPANIES

The Group has included an unaudited consolidated statement of financial position of the relevant affiliated companies as required therein under Rule 13.22 of the Listing Rules. Affiliated companies include jointly controlled entities.

The unaudited consolidated statement of financial position of Top Success Investment Group Limited and its subsidiaries (“**Top Success Group**”) and the Group’s attributable interest in Top Success Group as at 30 September 2023 are presented as follows:

企業管治常規 (續)

除上文所述者外及董事認為，於截至二零二三年九月三十日止六個月內，本公司已符合企業管治守則所載的所有相關守則條文。

根據上市規則第13.22條關於向聯屬公司提供財務資助之持續披露規定

本集團根據上市規則第13.22條的規定而附上相關聯屬公司之未經審核合併財務狀況表。聯屬公司包括共同控制實體。

於二零二三年九月三十日北方鼎盛投資控股有限公司及其附屬公司（「**北方鼎盛集團**」）的未經審核合併財務狀況表以及本集團應佔北方鼎盛集團的權益列示如下：

		Unaudited consolidated statement of financial position 未經審核 合併財務狀況表 HK\$'000 千港元	Group's attributable interest 50% 本集團應佔 50%權益 HK\$'000 千港元
Non-current assets	非流動資產	31,767	15,883
Current assets	流動資產	10,045	5,022
Current liabilities	流動負債	4,740	2,370
Non-current liabilities	非流動負債	34,373	17,186
Net assets	資產淨值	2,699	1,349

REVIEW OF INTERIM RESULTS BY AUDIT COMMITTEE

The Company established the audit committee of the Company (the “**Audit Committee**”) on 13 November 2013 with written terms of reference which was revised on 25 February 2019 to comply with the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting system and to review the risk management and internal control systems of the Group. The Audit Committee comprises three independent non-executive Directors, namely, Mr. Ma Siu Kit (as Chairman), Mr. Poon Chun Wai and Mr. Fu Chung. The Audit Committee has reviewed the unaudited condensed interim consolidated financial information of the Group for the six months ended 30 September 2023.

By order of the Board
eprint Group Limited
She Siu Kee William
Chairman

Hong Kong, 24 November 2023

審核委員會審閱中期業績

本公司於二零一三年十一月十三日成立本公司審核委員會（「**審核委員會**」），並制定書面職權範圍（於二零一九年二月二十五日經修訂）以遵守企業管治守則。審核委員會的主要職責為審閱及監察本集團的財務匯報程序及審閱風險管理及內部監控系統。審核委員會由三名獨立非執行董事，即馬兆杰先生（主席）、潘振威先生及傅忠先生組成。審核委員會已審閱本集團於截至二零二三年九月三十日止六個月的未經審核簡明中期合併財務資料。

承董事會命
eprint集團有限公司
主席
余紹基

香港，二零二三年十一月二十四日



eprint Group Limited
eprint 集團有限公司

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

Stock Code 股份代號 : 1884