

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



G-VISION INTERNATIONAL (HOLDINGS) LIMITED

環科國際集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 657)

ANNOUNCEMENT OF RESULTS FOR THE YEAR ENDED 31 MARCH 2024

The board (the “**Board**”) of directors (the “**Directors**”) of G-Vision International (Holdings) Limited (the “**Company**”) announces the audited consolidated results of the Company and its subsidiaries (the “**Group**”) for the year ended 31 March 2024 together with comparative figures for the year ended 31 March 2023, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2024

| | Note | 2024 HK\$'000 | 2023 HK\$'000 |
|---|------|------------------------|------------------|
| Revenue | 3 | 49,549 | 45,181 |
| Cost of sales | | <u>(13,807)</u> | <u>(13,700)</u> |
| Gross profit | | 35,742 | 31,481 |
| Other income and other loss | 4 | 1,399 | 3,354 |
| Staff costs | | (23,417) | (22,458) |
| Short-term lease rentals | | (5,573) | (4,846) |
| Depreciation | | (197) | (3,616) |
| Impairment loss on property, plant and equipment | | – | (4,564) |
| Impairment loss on right-of-use assets | | – | (7,511) |
| Other operating expenses | | <u>(13,685)</u> | <u>(12,795)</u> |
| Loss from operations | | (5,731) | (20,955) |
| Finance costs | 6 | <u>(501)</u> | <u>(631)</u> |
| Loss before tax | | (6,232) | (21,586) |
| Income tax expense | 7 | <u>–</u> | <u>(44)</u> |
| Loss for the year and loss attributable to owners of the Company | 8 | <u>(6,232)</u> | <u>(21,630)</u> |

* for identification purpose only

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME**

FOR THE YEAR ENDED 31 MARCH 2024

| | <i>Note</i> | 2024 HK\$'000 | 2023 <i>HK\$'000</i> |
|--|-------------|--------------------------------|-------------------------|
| Other comprehensive loss: | | | |
| <i>Items that will not be reclassified to profit or loss:</i> | | | |
| Fair value changes of equity investments at fair value through other comprehensive income (“FVTOCI”) | | (53) | (154) |
| <i>Items that may be reclassified subsequently to profit or loss:</i> | | | |
| Exchange differences arising on translating foreign operations | | <u>(7)</u> | <u>(28)</u> |
| Other comprehensive loss for the year, net of tax | | <u>(60)</u> | <u>(182)</u> |
| Total comprehensive loss for the year attributable to owners of the Company | | <u><u>(6,292)</u></u> | <u><u>(21,812)</u></u> |
| Loss per share (basic and diluted) (cents) | 9 | <u><u>(0.32)</u></u> | <u><u>(1.11)</u></u> |

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2024

| | <i>Note</i> | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|--|-------------|-------------------------|-------------------------|
| Non-current assets | | | |
| Property, plant and equipment | | 1,777 | 821 |
| Right-of-use assets | | – | – |
| Property rental deposits | | <u>1,408</u> | <u>1,369</u> |
| | | <u>3,185</u> | <u>2,190</u> |
| Current assets | | | |
| Inventories | | 519 | 663 |
| Trade receivables, prepayments and other receivables | 10 | 2,338 | 1,669 |
| Property rental deposits | | 1,481 | 1,481 |
| Equity instruments as at FVTOCI | | 924 | 977 |
| Fixed deposits | | 25,500 | – |
| Bank and cash balances | | <u>15,848</u> | <u>24,523</u> |
| | | <u>46,610</u> | <u>29,313</u> |
| Current liabilities | | | |
| Trade and other payables | 11 | 9,045 | 8,074 |
| Amount due to a director | 12 | 26,500 | – |
| Tax payables | | – | 44 |
| Lease liabilities | | <u>3,108</u> | <u>2,843</u> |
| | | <u>38,653</u> | <u>10,961</u> |
| Net current assets | | <u>7,957</u> | <u>18,352</u> |
| Total assets less current liabilities | | <u>11,142</u> | <u>20,542</u> |
| Non-current liability | | | |
| Lease liabilities | | <u>4,869</u> | <u>7,977</u> |
| NET ASSETS | | <u><u>6,273</u></u> | <u><u>12,565</u></u> |
| Capital and reserves | | | |
| Share capital | | 194,631 | 194,631 |
| Reserves | | <u>(188,358)</u> | <u>(182,066)</u> |
| TOTAL EQUITY | | <u><u>6,273</u></u> | <u><u>12,565</u></u> |

NOTES:

1. BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“**HKFRSs**”). HKFRSs comprise all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“**HKAS**”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”). These consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and with the disclosure requirements of the Hong Kong Companies Ordinance (Cap. 622).

The HKICPA has issued certain new and amendments to HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. Note 2 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these consolidated financial statements.

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRSs

(a) New and amendments to HKFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the following new and amendments to HKFRSs issued by the HKICPA for the first time, which are mandatorily effective for the annual periods beginning on or after 1 January 2023 for the preparation of the consolidated financial statements:

| | |
|---|--|
| HKFRS 17 and amendments to HKFRS 17 | Insurance Contracts and Related Amendments |
| 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 |
| Amendments to HKAS 12 | International Tax Reform – Pillar Two model Rules |

Except as described below, the application of the new and amendments to HKFRSs in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

Amendments to HKAS 1 and HKFRS Practice Statement 2 *Disclosure of Accounting Policies*

Amendments to HKAS 1 Presentation of Financial Statements require an entity to disclose their material accounting policy information. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. Amendments to HKFRS Practice Statement 2 Making Materiality Judgements provide non-mandatory guidance on how to apply the concept of materiality to accounting policy disclosures.

(b) Change in accounting policy as a result of application of the HKICPA guidance on the accounting implications of the abolition of the Mandatory Provident Fund (“MPF”) – Long Service Payment (“LSP”) offsetting mechanism in Hong Kong

The Group has several subsidiaries operating in Hong Kong which are obliged to pay LSP to employees under certain circumstances. Meanwhile, the Group makes mandatory MPF contributions to the trustee who administers the assets held in a trust solely for the retirement benefits of each individual employee. Offsetting of LSP against an employee's accrued retirement benefits derived from employers' MPF contributions was allowed under the Employment Ordinance (Cap. 57). In June 2022, the Government of the HKSAR gazetted the Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Ordinance 2022 (the “**Amendment Ordinance**”) which abolishes the use of the accrued benefits derived from employers' mandatory MPF contributions to offset severance payment and LSP (the “**Abolition**”). The Abolition will officially take effect on 1 May 2025 (the “**Transition Date**”). In addition, under the Amendment Ordinance, the last month's salary immediately preceding the Transition Date (instead of the date of termination of employment) is used to calculate the portion of LSP in respect of the employment period before the Transition Date.

In July 2023, the HKICPA published “Accounting implications of the abolition of the MPF-LSP offsetting mechanism in Hong Kong” which provides guidance for the accounting for the offsetting mechanism and the impact arising from abolition of the MPF-LSP offsetting mechanism in Hong Kong. In light of this, the Group has implemented the guidance published by the HKICPA in connection with the LSP obligation retrospectively so as to provide more reliable and more relevant information about the effects of the offsetting mechanism and the Abolition.

The Group considered the accrued benefits arising from employer MPF contributions that have been vested with the employee and which could be used to offset the employee's LSP benefits as a deemed contribution by the employee towards the LSP. Historically, the Group has been applying the practical expedient in paragraph 93(b) of HKAS 19 to account for the deemed employee contributions as a reduction of the service cost in the period in which the related service is rendered.

Based on the HKICPA's guidance, as a result of the Abolition, these contributions are no longer considered “linked solely to the employee's service in that period” since the mandatory employer MPF contributions after the Transition Date can still be used to offset the pre-transition LSP obligation. Therefore, it would not be appropriate to view the contributions as “independent of the number of years of service” and the practical expedient in paragraph 93(b) of HKAS 19 is no longer applicable. Instead, these deemed contributions should be attributed to periods of service in the same manner as the gross LSP benefit applying paragraph 93(a) of HKAS 19.

The Group has not recognised any cumulative catch-up adjustment in profit or loss for the service cost, interest expense and remeasurement effect from changes in actuarial assumptions for the year ended 31 March 2023 as the difference at the enactment date (16 June 2022) between the carrying amount of the LSP liability calculated under paragraph 93(b) of HKAS 19 before the Abolition and the carrying amount of the LSP liability calculated under paragraph 93(a) of HKAS 19 after the Abolition is immaterial.

This change in accounting policy did not have any material impact on the opening balance of equity at 1 April 2022, and the cash flows amounts for the year ended 31 March 2023.

(c) Amendments to HKFRSs in issue but not yet effective

The Group has not early applied the following amendments to HKFRSs that have been issued but are not yet effective:

| | |
|------------------------------------|--|
| Amendments to HKFRS 16 | Lease Liability in a Sale and Leaseback ¹ |
| Amendments to HKAS 1 | Classification of Liabilities as Current or Non-current and Related Amendments to Hong Kong Interpretation 5 (2020) ¹ |
| Amendments to HKAS 1 | Non-current Liabilities with Covenants ¹ |
| Amendments to HKAS 7 and HKFRS 7 | Supplier Finance Arrangements ¹ |
| Amendments to HKAS 21 | Lack of Exchangeability ² |
| Amendments to HKFRS 10 and HKAS 28 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³ |

¹ Effective for annual periods beginning on or after 1 January 2024

² Effective for annual periods beginning on or after 1 January 2025

³ Effective date is to be determined

The directors of the Company anticipate that the application of all the above amendments to HKFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

3. REVENUE

| | 2024 | 2023 |
|---|------------------------|-----------------|
| | <i>HK\$'000</i> | <i>HK\$'000</i> |
| Revenue from contracts with customers recognised at a point in time in Hong Kong | | |
| – Operation of Chinese restaurants | 49,549 | 45,181 |

4. OTHER INCOME AND OTHER LOSS

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|--|-------------------------|-------------------------|
| Other income | | |
| Interest income – bank deposits | 599 | 360 |
| Dividend income | 73 | 73 |
| Sundry income | – | 8 |
| Rental concession | 1,134 | 1,144 |
| Government subsidies | – | 2,275 |
| Imputed interest income on rental deposits | 39 | 39 |
| | <u>1,845</u> | <u>3,899</u> |
| Other loss | | |
| Net exchange loss | (446) | (545) |
| Total | <u><u>1,399</u></u> | <u><u>3,354</u></u> |

5. SEGMENT INFORMATION

The principal activity of the Group is the operation of Chinese restaurants in Hong Kong.

The Group manages its business as a single unit and, accordingly, the operation of restaurants is the only reporting segment and virtually all of the revenue and operating losses is derived from this business segment except for some unallocated expenses.

Information reported to the executive directors, being the chief operating decision maker, for the purposes of resource allocation and assessment focuses on revenue analysis by location of restaurants. Accordingly, only entity-wide disclosures, major customers and geographic information are presented.

GEOGRAPHICAL INFORMATION AND MAJOR CUSTOMERS

The Group's operations are located in Hong Kong and no non-current assets of the Group are located outside Hong Kong.

Revenue are generated from external customers. There were no inter-segment sales in both years.

There is no customer contributing over 10% of the total revenue of the Group for both years from restaurant operations.

6. FINANCE COSTS

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|---|-------------------------|-------------------------|
| Interest expenses on lease liabilities | 467 | 597 |
| Imputed interest expense arising from provision for reinstatement work (<i>note 11</i>) | 34 | 34 |
| | <u>501</u> | <u>631</u> |

7. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax is made since the Group has no assessable profit for both years.

The Group's subsidiary incorporated in Australia was subject to Australian income tax at a rate of 25% (2023: 25%).

The taxation for the year can be reconciled to the loss before tax per the consolidated statement of profit or loss and other comprehensive income as follows:

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|---|-------------------------|-------------------------|
| Loss before tax | <u>(6,232)</u> | <u>(21,586)</u> |
| Tax at Hong Kong Profits Tax rate of 16.5% (2023: 16.5%) | (1,028) | (3,562) |
| Tax effect of income that are not taxable | (118) | (710) |
| Tax effect of expenses that are not deductible | 121 | 2,389 |
| Tax effect of temporary differences not recognised | (52) | – |
| Tax effect of tax losses not recognised | 1,380 | 1,921 |
| Utilisation of tax losses previously not recognised | (298) | – |
| Effect of different tax rates of a subsidiary operating in other jurisdiction | <u>(5)</u> | <u>6</u> |
| Income tax expense | <u>–</u> | <u>44</u> |

At the end of the reporting period the Group has unused tax losses of HK\$252,258,000 (2023: HK\$248,599,000) available for offsetting against future profits. No deferred tax asset has been recognised due to the unpredictability of future profit streams. The aforesaid unused tax losses of the Group have not yet been agreed by respective tax authorities. All tax losses may be carried forward indefinitely for both years.

8. LOSS FOR THE YEAR

The Group's loss for the year is stated after charging the following:

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|-----------------------------------|-------------------------|-------------------------|
| Auditor's remuneration | 430 | 462 |
| Building management fee and rates | 4,137 | 3,925 |
| Cost of inventories consumed | 13,807 | 13,700 |
| Depreciation | | |
| – property, plant and equipment | 197 | 1,416 |
| – right-of-use assets | – | 2,200 |
| Impairment loss on | | |
| – property, plant and equipment | – | 4,564 |
| – right-of-use assets | – | 7,511 |
| Utilities and cleaning expenses | 4,621 | 4,002 |
| | <u>4,621</u> | <u>4,002</u> |

9. LOSS PER SHARE

The calculation of basic and diluted loss per share is based on the following:

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|--|-------------------------|-------------------------|
| Loss | | |
| Loss attributable to owners of the Company | <u>(6,232)</u> | <u>(21,630)</u> |
| Number of shares | | |
| Weighted average number of ordinary shares for the purpose of calculating basic loss per share (<i>Note</i>) | <u>1,946,314,108</u> | <u>1,946,314,108</u> |

Note: There was no dilutive potential ordinary share for the Company's share option for both years.

10. TRADE RECEIVABLES, PREPAYMENTS AND OTHER RECEIVABLES

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|--|-------------------------|-------------------------|
| Trade receivables from restaurant operations | 510 | 180 |
| Prepaid rental expense | 512 | – |
| Prepayments of other expense | 370 | 502 |
| Deposits | 894 | 855 |
| Other receivables | 52 | 132 |
| | <u>2,338</u> | <u>1,669</u> |

Most of the restaurant customers settle in cash and credit cards.

The ageing analysis of trade receivables from restaurant operations, based on the invoice date, and net of allowance, is as follows:

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|--------------|--------------------------------|-------------------------|
| 0 to 30 days | 510 | 180 |

As of 31 March 2024, no trade receivables from restaurant operations were past due but not impaired (2023: HK\$Nil).

The Group does not hold any collateral over these balances. All trade receivables from restaurant operations are denominated in HK\$.

11. TRADE AND OTHER PAYABLES

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|-------------------------------------|--------------------------------|-------------------------|
| Trade payables (<i>Note</i>) | 2,453 | 2,516 |
| Accruals | 2,392 | 2,141 |
| Other payables | 382 | 34 |
| Provision for reinstatement work | 1,218 | 1,183 |
| Provision for long service payments | 2,600 | 2,200 |
| | 9,045 | 8,074 |

Note: The ageing analysis of trade payables, based on the date of receipt of goods, is as follows:

| | 2024 <i>HK\$'000</i> | 2023 <i>HK\$'000</i> |
|--------------|--------------------------------|-------------------------|
| 0 to 60 days | 2,399 | 2,459 |
| Over 60 days | 54 | 57 |
| | 2,453 | 2,516 |

The average credit period on purchases of goods is 90 days.

All trade payables are denominated in HK\$.

12. AMOUNT DUE TO A DIRECTOR

The amount due to a director is unsecured, non-interest bearing and repayable on demand.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Review

Revenue and Net Loss

For the year ended 31 March 2024, the Group recorded consolidated revenue of approximately HK\$49.6 million, representing an increase of approximately 9.7% from the previous year's revenue of approximately HK\$45.2 million. The increase in revenue was primarily attributable to the growth in revenue of 18.4% in the first half of the financial year. The revenue from the restaurant operations in the second half of the year slowed down and only increased by 2.4% compared to the previous year.

The Group recorded a net loss of approximately HK\$6.2 million for the year under review, a decrease of approximately HK\$15.4 million compared to a net loss of approximately HK\$21.6 million for the last corresponding year. The significant decrease in net loss was mainly due to the decrease in non-cash impairment losses of approximately HK\$7.5 million and HK\$4.6 million and the decrease in depreciation of approximately HK\$2.2 million and HK\$1.2 million on the Group's right-of-use assets and property, plant and equipment respectively.

Gross Profit

The increase in gross profit of approximately HK\$4.2 million from approximately HK\$31.5 million for the year ended 31 March 2023 to approximately HK\$35.7 million for the year ended 31 March 2024 was in line with the increase in turnover and the improvement in gross profit margin.

Other Income and Other Loss

The decrease in other income and other loss of approximately HK\$2.0 million from approximately HK\$3.4 million for the year ended 31 March 2023 to approximately HK\$1.4 million for the year ended 31 March 2024 was the combined effect of the decrease of approximately HK\$2.3 million subsidies granted by the Hong Kong Government; the increase in interest income of approximately HK\$0.2 million and a decrease in foreign exchange losses of approximately HK\$0.1 million. The COVID-19-related rent concessions of approximately HK\$1.1 million (2023: approximately HK\$1.1 million) received by the Group were recognised as other income in the year under review.

Staff Costs

Total staff costs were approximately HK\$23.4 million for the year under review, representing an increase of HK\$0.9 million from the previous year's staff costs of approximately HK\$22.5 million. The increase in staff costs was partly due to the additional provision for long service payment of approximately HK\$0.4 million and the additional costs on hiring casual workers and on offering pay rise to retain permanent staff for the year under review.

Lease Rentals and Related Expenses

The adoption of HKFRS 16 on the Group's lease agreements resulted in the recognition of short-term lease rentals of approximately HK\$5.6 million (2023: approximately HK\$4.8 million); no depreciation of right-of-use assets (2023: approximately HK\$2.2 million) and interest expenses on lease liabilities of approximately HK\$0.5 million (2023: approximately HK\$0.6 million) for the year under review. The increase in short-term lease rentals was mainly attributable to the rental increment for our Tsim Sha Tsui branch.

Impairment Loss on Property, Plant and Equipment and Right-of-Use Assets

There was no impairment loss on property, plant and equipment and right-of-use assets for the year under review. In the last corresponding year, after considering the prospects of the Group's restaurant operations and the uncertainties casted on the Group's future cash flows stream, the management had adjusted the cash flow forecast of the Group and adopted a more prudent view on the business growth resulting in the recognition of approximately HK\$7.5 million and HK\$4.6 million non-cash impairment losses on the Group's right-of-use assets and the property, plant and equipment respectively.

Other Operating Expenses

The increase in other operating expenses of approximately HK\$0.9 million from approximately HK\$12.8 million for the year ended 31 March 2023 to approximately HK\$13.7 million for the year ended 31 March 2024 was mainly attributable to (i) the year-on-year increase in cleaning costs of approximately HK\$0.4 million; (ii) the increase in building management fees and rates of approximately HK\$0.2 million; (iii) the increase in utilities costs of approximately HK\$0.2 million and (iv) the increase in credit card commission of approximately HK\$0.1 million.

Capital Expenditure

The increase in property, plant and equipment was mainly attributable to the leasehold improvement of approximately HK\$1.2 million for the Group's Tsim Sha Tsui branch. Depreciation would commence following the completion of the works in early April 2024.

Business Review

Restaurant Operation in Hong Kong

The revenue from the Group's restaurant operation amounted to approximately HK\$49.6 million for the year under review, representing an increase of approximately HK\$4.4 million from previous year.

April 2023 to September 2023

The revenue of the Group for the first half of the year under review was approximately HK\$24.4 million, representing approximately 18.4% or HK\$3.8 million increase from the last corresponding period. The rebound in revenue was due to the low base of revenue in April 2022. Following the gradual easing of social distancing measures beginning in late April 2022, the Group's restaurant operation was able to resume its normal operating hours and seating capacity. Despite this, the growth of business remained slow in 2023 as many residents travelled abroad over the Ching Ming Festival and the long Easter weekend. Similarly, the "golden week" Labour Day holiday in May saw a higher number of outbound travellers compared to inbound travellers from mainland China. In September, the Group's restaurant business was significantly disrupted by several extreme weather events which began with the strike of Typhoon Saola during the first two days of September, followed by the once-in-500-years torrential rainstorm starting from 7 September 2023, which led to severe flooding, landslides and extensive damage to infrastructure across Hong Kong. As a result, the Tsim Sha Tsui branch had to be closed for three days and the operating hours of the Kwun Tong branch had to be shortened. While the business improved during the Mid-Autumn Festival period, the revenue lost in early September due to the extreme weather conditions partially offset the gains.

October 2023 to March 2024

The revenue of the Group for the second half of the year under review was approximately HK\$25.2 million, representing approximately 2.4% or HK\$0.6 million increase from the last corresponding period. The extreme weather continued to affect the revenue in October as the severe Typhoon Koinu which hit Hong Kong on 8 and 9 October 2023 brought record high rainfalls and caused widespread flooding across the city. The Tsim Sha Tsui branch's operation was suspended for another day. Despite the dip in revenue in October, the restaurant business picked up in the month of November and December attributable to higher revenue from the tour business and more corporate functions. However, the drop in demand for annual and reunion dinners over the festive season had an adverse impact on the Group's revenue. During the eight-day Lunar New Year long holiday, the outbound travellers far exceeded the inbound tourists further hindered the growth in the Group's revenue with revenue reaching only 65% of pre-COVID time for the Tsim Sha Tsui branch.

Outlook

The restaurant business will continue to serve as the Group's core operation. It is anticipated that the leasehold improvement works for the Tsim Sha Tsui branch will help to generate more revenue for the Group. However, the continued growth in outbound travellers to the Greater Bay Area during weekends and school holidays; rising food and service costs as well as the shortage of skilled labour in the Chinese restaurant industry imply that the outlook remains challenging. Nevertheless, the Group will continue to (i) monitor its operating costs closely; (ii) adopt a more cautious approach when committing to further capital expenditure; and (iii) review and revise its business strategies regularly, with the aim to better positioning itself to face the upcoming challenges and capture new investment opportunities as they arise. Moreover, the Group has been actively seeking suitable investment opportunities for business diversification. The Group will explore into different industry sectors so as to expand and diversify the scope of the Group's business.

Liquidity and Financial Resources

The Group's bank and cash balances amounted to approximately HK\$15.8 million as at 31 March 2024. As the Group had no bank borrowings, the Group's gearing ratio was zero (defined as total bank borrowings divided by total assets) as at 31 March 2024 and 31 March 2023.

With the cash generated from the Group's operations in its ordinary course of business; the funding support from one of the Directors and the existing unutilised banking and credit facilities, the Directors consider that the Group has sufficient working capital for its operations.

Foreign Exchange Exposure

Most of the Group's sales, purchases, bank and cash balances from the restaurant operations are denominated in Hong Kong dollars. The Group is exposed to foreign currency risk primarily through certain bank deposits which are denominated in Australian dollars, United States dollars and Renminbi. The management would closely monitor such risk and would consider hedging significant foreign currency exposure should the need arise.

Employees

As at 31 March 2024, the Group had approximately 90 staff. Total staff costs including directors' emoluments amounted to approximately HK\$23.4 million (2023: approximately HK\$22.5 million) for the year under review.

Review of the employees' remuneration packages is normally conducted annually and as required from time to time. The salary and benefit levels of the Group's employees are competitive and individual performance is rewarded through the Group's bonus scheme. Other benefits including medical coverage and mandatory provident fund scheme are also provided to employees.

DIVIDEND

The Board has resolved not to recommend the payment of any final dividend for the year ended 31 March 2024 (2023: HK\$Nil).

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 13 August 2024 to Friday 16 August 2024 (both days inclusive) for the purpose of establishing entitlement of shareholders to attend and vote at the forthcoming annual general meeting of the Company. During such period, no transfer of shares in the Company will be registered. All transfers of shares in the Company accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Monday, 12 August 2024.

PURCHASE, SALE OR REDEMPTION OF SHARES

There was no purchase, sale or redemption of the Company's shares by the Company or any of its subsidiaries during the year.

CORPORATE GOVERNANCE CODE

The Company has adopted the Corporate Governance Code (the “**Code**”) contained in Appendix C1 to the Listing Rules as its own corporate governance code. The Company has complied with the code provisions set out in the Code throughout the year ended 31 March 2024 except for code provision C.2.1 in respect of the role separation of the chairman and the chief executive and code provision C.3.3 in respect of the letters of appointment for directors.

Code provision C.2.1 sets out that the roles of the chairman and the chief executive should be separate and should not be performed by the same individual. Currently, Mr. Cheng Hop Fai assumes the role of both the chairman and the managing director (equivalent to the role of a chief executive) of the Company. The Board considers that such arrangement will not result in undue concentration of power and is, at this stage, conducive to the efficient formulation and implementation of the Group’s strategies thus allowing the Group to develop its business more effectively.

Code provision C.3.3 sets out that issuers should have formal letters of appointment for directors setting out the key terms and conditions of their appointment. The Company did not have formal letters of appointment for certain Directors. All Directors are, however, required to refer to the guidelines set out in “A Guide on Directors’ Duties” issued by the Companies Registry and “Guidelines for Directors” and “Guide for Independent Non-Executive Directors” published by the Hong Kong Institute of Directors in performing their duties and responsibilities as Directors. In the opinion of the Directors, this meets the objective of the code provision C.3.3.

AUDIT COMMITTEE

The audit committee of the Company has reviewed with management and the auditor the financial reporting matters including the consolidated financial statements for the year ended 31 March 2024.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) contained in Appendix C3 to the Listing Rules as its own code of conduct regarding securities transactions by the directors. Following specific enquiry by the Company, all the Directors confirmed that they have complied with the required standards as set out in the Model Code during the year ended 31 March 2024.

PUBLICATION OF RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The final results announcement will be published on the websites of the Company (www.g-vision.com.hk) and The Stock Exchange of Hong Kong Limited (www.hkex.com.hk). The Company's annual report 2023/2024 will be dispatched to the shareholders and posted on the said websites in due course.

ACKNOWLEDGEMENTS

I would like to express my gratitude to the management and staff members of the Group for their dedication and invaluable efforts and contributions to the Group during the year.

By Order of the Board
Cheng Hop Fai
Chairman

Hong Kong, 19 June 2024

As at the date of this announcement, the Board comprises Mr. Cheng Hop Fai (Chairman and Managing Director), Ms. Cheng Pak Ming, Judy, Ms. Cheng Pak Man, Anita and Ms. Cheng Pak Lai, Lily as executive Directors; and Mr. Law Toe Ming, Mr. Hung Chi Yuen, Andrew, Mr. Yuen Shiu Cheong, Johnny and Mr. Law Kwok Tai as independent non-executive Directors.