



Perfectech International Holdings Limited

Incorporated in Bermuda with limited liability

Stock Code: 00765



2024 INTERIM REPORT





CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors:

Mr. Li Shaohua
Mr. Fang Guohong
Mr. Poon Wai Yip, Albert

Independent Non-executive Directors:

Mr. Lau Shu Yan
Mr. Xie Xiaohong
Mr. Geng Jianhua

AUDIT COMMITTEE

Mr. Lau Shu Yan (*Committee Chairman*)
Mr. Xie Xiaohong
Mr. Geng Jianhua

REMUNERATION COMMITTEE

Mr. Geng Jianhua (*Committee Chairman*)
Mr. Xie Xiaohong
Mr. Lau Shu Yan

NOMINATION COMMITTEE

Mr. Lau Shu Yan (*Committee Chairman*)
Mr. Xie Xiaohong
Mr. Geng Jianhua

COMPANY SECRETARY

Mr. Lam Ka Shun

AUTHORISED REPRESENTATIVES

Mr. Li Shaohua
Mr. Lam Ka Shun

AUDITOR

Confucius International CPA Limited
Certified Public Accountants
Public Interest Entity Auditor registered in
accordance with the Financial Reporting
Council Ordinance

LEGAL ADVISER

Ronald Tong & Co

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking
Corporation Limited
Hang Seng Bank Limited

PRINCIPAL SHARE REGISTRAR

MUFG Fund Services (Bermuda) Limited
4th floor North
Cedar House
41 Cedar Avenue
Hamilton HM12
Bermuda

HONG KONG BRANCH SHARE REGISTRAR

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

REGISTERED OFFICE

Victoria Place
5th Floor
31 Victoria Street
Hamilton HM 10
Bermuda

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

15/F, Sun Hing Industrial Building
46 Wong Chuk Hang Road
Aberdeen
Hong Kong

WEBSITE

www.perfectech.hk

The board (the “Board”) of directors (the “Directors”, each a “Director”) of Perfectech International Holdings Limited (the “Company”) is pleased to present the unaudited condensed consolidated financial statements of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2024.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2024

		(Unaudited)	
		For the six months ended	
		30 June	
		2024	2023
	Notes	HK\$'000	HK\$'000
Revenue	3 & 4	68,611	74,056
Cost of sales		<u>(53,951)</u>	<u>(52,501)</u>
Gross profit		14,660	21,555
Other income, gains and losses, net	5	1,739	3,108
Distribution costs		(962)	(1,253)
Administrative expenses		(34,320)	(33,825)
Finance costs		<u>(381)</u>	<u>(359)</u>
Loss before tax	6	(19,264)	(10,774)
Income tax expense	7	<u>(172)</u>	<u>(6)</u>
Loss for the period		<u>(19,436)</u>	<u>(10,780)</u>
Other comprehensive expense for the period, net of tax			
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Exchange differences on translation of foreign operations		<u>(279)</u>	<u>(855)</u>
Total comprehensive expense for the period		<u>(19,715)</u>	<u>(11,635)</u>



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

For the six months ended 30 June 2024

		(Unaudited)	
		For the six months ended	
		30 June	
		2024	2023
<i>Notes</i>		HK\$'000	HK\$'000
Loss for the period attributable to:			
	Owners of the Company	(17,806)	(10,246)
	Non-controlling interests	(1,630)	(534)
		(19,436)	(10,780)
Loss for the period			
		(19,436)	(10,780)
Total comprehensive expense for the period attributable to:			
	Owners of the Company	(17,987)	(10,932)
	Non-controlling interests	(1,728)	(703)
		(19,715)	(11,635)
Total comprehensive expense for the period			
		(19,715)	(11,635)
Loss per share			
	Basic (HK cents per share)	(5.45)	(3.13)
		(5.45)	(3.13)
	Diluted (HK cents per share)	(5.45)	(3.13)
		(5.45)	(3.13)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2024

		(Unaudited) 30 June 2024 HK\$'000	(Audited) 31 December 2023 HK\$'000
	<i>Notes</i>		
NON-CURRENT ASSETS			
Property, plant and equipment	10	13,926	15,536
Right-of-use assets		12,266	10,934
		26,192	26,470
CURRENT ASSETS			
Inventories		20,723	21,400
Trade and other receivables	11	25,167	21,064
Financial assets at fair value through profit or loss ("FVTPL")		5,141	3,075
Tax Recoverable		812	898
Bank balances and cash		16,897	42,986
		68,740	89,423
CURRENT LIABILITIES			
Trade and other payables	12	27,877	28,992
Lease liabilities		1,433	461
Tax liabilities		—	87
		29,310	29,540
NET CURRENT ASSETS		39,430	59,883
TOTAL ASSETS LESS CURRENT LIABILITIES		65,622	86,353
NON-CURRENT LIABILITIES			
Lease liabilities		12,165	11,692
NET ASSETS		53,457	74,661



CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2024

	(Unaudited) 30 June 2024 HK\$'000	(Audited) 31 December 2023 HK\$'000
CAPITAL AND RESERVES		
Share capital	32,692	32,692
Reserves	11,619	29,705
	<hr/>	<hr/>
Equity attributable to owners of the Company	44,311	62,397
Non-controlling interests	9,146	12,264
	<hr/>	<hr/>
TOTAL EQUITY	53,457	74,661

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2024

	Share capital	Share premium	Capital redemption reserve	Translation reserve	Accumulated losses	Equity attributable to owners of the Company	Non-controlling interests	Total equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2024 (Unaudited)	32,692	118,895	10,337	(1,026)	(98,501)	62,397	12,264	74,661
Loss for the period	–	–	–	–	(17,806)	(17,806)	(1,630)	(19,436)
Other comprehensive expense for the period	–	–	–	(181)	–	(181)	(98)	(279)
Total comprehensive expense for the period	–	–	–	(181)	(17,806)	(17,987)	(1,728)	(19,715)
Dividends paid to non-controlling interests	–	–	–	(99)	–	(99)	(1,390)	(1,489)
At 30 June 2024 (Unaudited)	32,692	118,895	10,337	(1,306)	(116,307)	44,311	9,146	53,457
At 1 January 2023 (Unaudited)	32,692	118,895	10,337	(2,207)	(67,969)	91,748	14,791	106,539
Loss for the period	–	–	–	–	(10,246)	(10,246)	(534)	(10,780)
Other comprehensive expense for the period	–	–	–	(686)	–	(686)	(169)	(855)
Total comprehensive expense for the period	–	–	–	(686)	(10,246)	(10,932)	(703)	(11,635)
Dividends paid to non-controlling interests	–	–	–	–	–	–	(2,352)	(2,352)
At 30 June 2023 (Unaudited)	32,692	118,895	10,337	(2,893)	(78,215)	80,816	11,736	92,552

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2024

	(Unaudited)	
	For the six months ended	
	30 June	
	2024	2023
	HK\$'000	HK\$'000
NET CASH USED IN OPERATING ACTIVITIES	(22,858)	(18,245)
NET CASH USED IN INVESTING ACTIVITIES	(2,823)	(215)
NET CASH USED IN FINANCING ACTIVITIES	(2,340)	(3,463)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(28,021)	(21,923)
CASH AND CASH EQUIVALENTS AT 1 JANUARY	42,986	67,298
Effect of change in foreign exchange rates	1,932	67
CASH AND CASH EQUIVALENTS AT 30 JUNE	16,897	45,442
ANALYSIS OF CASH AND CASH EQUIVALENTS		
Bank balances and cash	16,897	45,442



NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) and with Hong Kong Accounting Standard (the “HKAS”) 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

The condensed consolidated financial statements are unaudited but have been reviewed by the audit committee of the Company (the “Audit Committee”).

2. PRINCIPAL ACCOUNTING POLICIES AND APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

Except for the adoption of the revised HKFRSs stated below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2024 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2023.

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

The adoption of the revised HKFRSs has had no material effect on the Group’s financial performance and positions for the current or prior accounting period. Accordingly, no prior period adjustment has been required.

2. PRINCIPAL ACCOUNTING POLICIES AND APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) (CONTINUED)

The Group has not early applied the following new or revised HKFRSs that have been issued but are not yet effective:

HKAS 21 (Amendments)	Lack of Exchangeability ¹
HKFRS 7 and HKFRS 9 (Amendments)	Classification and Measurement of Financial Instruments ²
HKFRS 18	Presentation and Disclosure in Financial Statements ³
HKFRS 19	Subsidiaries without Public Accountability: Disclosures ³
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and Associate or Joint Venture ⁴

Notes:

- 1 Effective for annual periods beginning on or after 1 January 2025.
- 2 Effective for annual periods beginning on or after 1 January 2026.
- 3 Effective for annual periods beginning on or after 1 January 2027.
- 4 Effective date to be determined.

The Group has already commenced an assessment of the impact of these new HKFRSs but is not yet in a position to state whether these new HKFRSs would have a material impact on its results of operations and financial position.

3. REVENUE

Revenue represents the amounts received and receivable for goods sold by the Group to external customers, less returns and trade discounts during the period.

	(Unaudited) For the six months ended 30 June	
	2024 HK\$'000	2023 HK\$'000
Revenue from contracts with customers recognised at a point in time under HKFRS 15:		
Novelties and decoration products	—	1,532
Toy products	68,611	72,524
	68,611	74,056

4. SEGMENT REPORTING

For management purposes, the Group is currently organised into two operating segments, namely the manufacture and sale of novelties and decoration products and the manufacture and sales of toy products.

The following is an analysis of the Group's revenue and results by reportable segment:

For the six months ended 30 June 2024 (Unaudited)

	Novelties and decoration products HK\$'000	Toy products HK\$'000	Consolidated HK\$'000
REVENUE			
External sales and total revenue	—	68,611	68,611
RESULT			
Segment results	(2,043)	(13,759)	(15,802)
Loss on disposal of financial assets at FVTPL			(312)
Fair value loss on financial assets at FVTPL			(281)
Unallocated corporate expenses, net			(2,488)
Finance costs			(381)
Loss before tax			(19,264)
Income tax expense			(172)
Loss for the period			(19,436)

4. SEGMENT REPORTING (CONTINUED)

At 30 June 2024 (Unaudited)

	Novelties and decoration products HK\$'000	Toy products HK\$'000	Consolidated HK\$'000
ASSETS			
Segment assets	3,602	77,121	80,723
Unallocated corporate assets			14,209
			<hr/>
Consolidated total assets			94,932
			<hr/>
LIABILITIES			
Segment liabilities	(914)	(26,526)	(27,440)
Unallocated corporate liabilities			(14,035)
			<hr/>
Consolidated total liabilities			(41,475)
			<hr/>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

4. SEGMENT REPORTING (CONTINUED)

For the six months ended 30 June 2023 (Unaudited)

	Novelties and decoration products HK\$'000	Toy products HK\$'000	Consolidated HK\$'000
REVENUE			
External sales and total revenue	1,532	72,524	74,056
RESULT			
Segment results	(2,168)	(5,632)	(7,800)
Gain on disposal of financial assets at FVTPL			360
Fair value loss on financial assets at FVTPL			(488)
Unallocated corporate expenses, net			(2,487)
Finance costs			(359)
Loss before tax			(10,774)
Income tax expense			(6)
Loss for the period			(10,780)

At 31 December 2023 (Audited)

	Novelties and decoration products HK\$'000	Toy products HK\$'000	Consolidated HK\$'000
ASSETS			
Segment assets	8,515	103,828	112,343
Unallocated corporate assets			3,550
Consolidated total assets			115,893
LIABILITIES			
Segment liabilities	(5,760)	(34,940)	(40,700)
Unallocated corporate liabilities			(532)
Consolidated total liabilities			(41,232)

4. SEGMENT REPORTING (CONTINUED)

Geographical Information

The Group's revenue from external customers by location of customers are detailed below:

	(Unaudited)	
	For the six months ended	
	30 June	
	2024	2023
	HK\$'000	HK\$'000
Revenue by geographical market:		
Hong Kong	11,551	7,618
Europe	4,645	6,679
United States of America	3,045	1,727
Asia (other than Hong Kong)	49,367	57,128
Others	3	904
	68,611	74,056

The following is an analysis of the carrying amount of segment assets analysed by the geographical areas in where the assets are located:

	Carrying amount of segment assets	
	(Unaudited)	(Audited)
	30 June	31 December
	2024	2023
	HK\$'000	HK\$'000
Hong Kong	55,442	49,086
The People's Republic of China (the "PRC")	59,055	66,807
	114,497	115,893

5. OTHER INCOME, GAINS AND LOSSES, NET

	(Unaudited)	
	For the six months ended	
	30 June	
	2024	2023
	HK\$'000	HK\$'000
Interest income from financial assets held for cash management purposes	130	178
Scrap and sample sales <i>(Note)</i>	35	195
Tooling income <i>(Note)</i>	422	577
Laboratory testing income <i>(Note)</i>	184	427
Subsidies income from the PRC government	60	19
Gain on disposal of property, plant and equipment	6	90
Gain (loss) on disposal of financial assets at FVTPL	(11)	360
Fair value gain (loss) on financial assets at FVTPL	54	(488)
Net foreign exchange gains	565	1,592
Others <i>(Note)</i>	294	158
	1,739	3,108

Note: These income are the revenue from contracts with customers recognised at a point in time under HKFRS 15.

6. LOSS BEFORE TAX

Loss before tax has been arrived at after charging:

	(Unaudited)	
	For the six months ended	
	30 June	
	2024	2023
	HK\$'000	HK\$'000
Depreciation		
— property, plant and equipment	2,091	2,491
— right-of-use assets	784	688
	2,875	3,179

7. INCOME TAX EXPENSE

	(Unaudited)	
	For the six months ended	
	30 June	
	2024	2023
	HK\$'000	HK\$'000
Current tax:		
PRC Enterprise Income Tax	172	6
	172	6
Total income tax expense recognised in profit or loss	172	6

8. DIVIDENDS

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2024 (2023: Nil).

9. LOSS PER SHARE

The calculation of the basic and diluted loss per share is based on the Group's loss for the period attributable to owners of the Company of approximately HK\$17,806,000 (2023: HK\$10,246,000) and the weighted average number of ordinary shares of 326,923,607 (2023: 326,923,607).

Diluted loss per share for the periods ended 30 June 2024 and 2023 was the same as basic loss per share as there were no dilutive potential ordinary shares in issue for both periods.

10. PROPERTY, PLANT AND EQUIPMENT

During the period, the Group acquired property, plant and equipment of approximately HK\$850,000 (2023: HK\$139,000).

11. TRADE AND OTHER RECEIVABLES

Included in trade and other receivables are trade receivables (net of allowance for expected credit loss) of HK\$22,921,000 (31 December 2023: HK\$16,912,000). The Group allows an average credit period of 60 days to its trade customers. The following is an aging analysis of the Group's trade receivables, presented based on the invoice date and net of allowance for expected credit loss at the end of the reporting period:

	(Unaudited)	(Audited)
	30 June	31 December
	2024	2023
	HK\$'000	HK\$'000
0-60 days	22,892	15,556
61-90 days	—	1,259
Over 120 days	29	97
	<hr/>	<hr/>
	22,921	16,912
	<hr/>	<hr/>

12. TRADE AND OTHER PAYABLES

Included in trade and other payables are trade payables of HK\$8,725,000 (31 December 2023: HK\$8,752,000). The following is an aging analysis of the Group's trade payables, presented based on the invoice date at the end of reporting period:

	(Unaudited) 30 June 2024 HK\$'000	(Audited) 31 December 2023 HK\$'000
0-60 days	4,873	8,204
61-90 days	3,579	10
91-120 days	—	113
Over 120 days	273	425
	8,725	8,752

13. RELATED PARTY TRANSACTIONS

Compensation of key management personnel

The remuneration of Directors and other members of key management during the period were as follows:

	(Unaudited) For the six months ended 30 June 2024 HK\$'000	2023 HK\$'000
Short-term benefits	3,918	2,203
Post-employment benefits	18	18
	3,936	2,221



MANAGEMENT DISCUSSION AND ANALYSIS

INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend for the six months ended 30 June 2024 (the six months ended 30 June 2023: Nil).

BUSINESS AND FINANCIAL REVIEW

Affected by the high interest rate, the Group's operating environment remained challenging in the first half of 2024. During the six months ended 30 June 2024, the Group's revenue only decreased by 7% year-on-year to approximately HK\$68,611,000 (2023: HK\$74,056,000) despite facing a tough operating environment. The decrease in revenue was mainly due to decline in sales of toy products. The Group recorded a loss for the period attributable to owners of the Company of approximately HK\$17,806,000 (2023: loss of HK\$10,246,000). The basic and diluted loss per share of the Company ("Share(s)") were both at 5.45 HK cents (2023: both loss of 3.13 HK cents).

For the six months ended 30 June 2024, the Group's core business recorded a loss of HK\$15,802,000 (2023: loss of HK\$7,800,000). The performance of each segment of the Group's core business is discussed below.

Toy products

The revenue of the toy products segment decreased by about 5% year-on-year to approximately HK\$68,611,000 (2023: HK\$72,524,000), and accounted for 100% of the total revenue of the Group. The loss of this segment was approximately HK\$13,759,000 (2023: profit of HK\$5,632,000). It was mainly attributable to the lower sales in Asia (other than Hong Kong).

Novelties and decoration products

No revenue was derived from the novelties and decoration products segment (2023: HK\$1,532,000) and a loss of approximately HK\$2,043,000 was recorded which was mainly comprised of staff costs (2023: loss of HK\$2,168,000).

BUSINESS AND FINANCIAL REVIEW (CONTINUED)

Distribution costs and administrative expenses

Distribution costs decreased by about 23% year-on-year to approximately HK\$962,000 (2023: HK\$1,253,000) as a result of the decrease in inspection cost.

Administrative expenses mainly consisted of staff costs (including directors' emoluments), social insurance for the administrative staff in the PRC, depreciation of property, plant and equipment and right-of-use assets, legal and professional fee and other administrative expenses. The administrative expenses increased by about 2% year-on-year to approximately HK\$34,320,000 (2023: HK\$33,825,000), which was mainly attributable to the increase in staff costs and directors' emoluments as a result of increase in the average monthly salary of full time employees of the Group during the six months ended 30 June 2024.

Finance costs

Finance costs increased by about 6% year-on-year to approximately HK\$381,000 (2023: HK\$359,000), as a result of the increase in interest on lease liabilities.

Liquidity and financial resources

As at 30 June 2024, the Group had no outstanding loan (including bank borrowing, bond and other borrowing) (31 December 2023: Nil). The Group's gearing ratio, calculated on the basis of the total interest-bearing loans (including bank borrowing, bond and other borrowing) of the Group over the equity attributable to owners of the Company, was 0% (31 December 2023: 0%).

As at 30 June 2024, the Group had bank balances and cash of approximately HK\$16,897,000 (31 December 2023: HK\$42,986,000). With net current assets of approximately HK\$39,430,000 as at 30 June 2024 (31 December 2023: HK\$59,883,000), the Group had sufficient financial resources to satisfy its commitments and working capital requirements.

BUSINESS AND FINANCIAL REVIEW (CONTINUED)

Net asset value

The net asset value per Share as at 30 June 2024 was approximately HK\$0.14 (31 December 2023: HK\$0.19), calculated on the basis of the equity attributable to owners of the Company of approximately HK\$44,311,000 (31 December 2023: HK\$62,397,000) over the number of issued Shares on the same date of 326,923,607 (31 December 2023: 326,923,607).

Pledge of Assets

As at 30 June 2024, no asset of the Group was pledged (31 December 2023: Nil).

Contingent Liabilities

There have been no changes in the Group's contingent liabilities since 31 December 2023.

Significant investments

As at 30 June 2024, the Group held financial assets at fair value through profit or loss ("FVTPL") amounted to approximately HK\$5,141,000 (31 December 2023: HK\$3,075,000), including equity securities listed in Hong Kong of HK\$1,111,000 (31 December 2023: HK\$970,000), debt securities listed outside Hong Kong of approximately HK\$1,720,000 (31 December 2023: HK\$55,000) and unlisted equity-linked notes of approximately HK\$2,310,000 (31 December 2023: HK\$2,050,000). Loss on disposal of financial assets at FVTPL amounted to approximately HK\$11,000 (2023: gain of HK\$360,000) and fair value gain on financial assets at FVTPL amounted to approximately HK\$54,000 (2023: loss of HK\$488,000) during the six months ended 30 June 2024.

Employees and remuneration policies

As at 30 June 2024, the Group employed approximately 650 (31 December 2023: 740) full time employees. The Group remunerates its employees primarily based on prevailing industry practice as well as individual merits. The Group regularly reviews its remuneration policy with reference to the latest laws and regulations, market conditions, and performance of employees and the Group.

BUSINESS AND FINANCIAL REVIEW (CONTINUED)

Foreign currency exposure

The Group's purchases are mainly denominated in Renminbi ("RMB") and Hong Kong Dollar ("Hong Kong Dollar") while the Group's sales are mainly denominated in RMB and United States Dollar ("US Dollar"). As all of its factories are located in the PRC, expenses incurred there are denominated in RMB. Since Hong Kong Dollar remains pegged to US Dollar, the Group does not foresee a substantial exposure in this area, and will closely monitor the trend of RMB to see if any action is required. As at 30 June 2024, the Group did not use any financial instrument for the hedging of exposure in foreign currencies.

FUTURE PLANS FOR MATERIAL INVESTMENTS

As disclosed in the Company's voluntary announcement dated 1 August 2023, the Company has entered into a non-binding cooperation framework agreement ("August Framework Agreement") with the People's Government of Liangzhou District, Wuwei City, Gansu Province, the PRC* (武威市涼州區人民政府) ("Liangzhou Government") and Huaneng Jinxin Hengshun New Energy Co., Ltd.* (華能金鑫恒順新能源股份有限公司) ("Huaneng New Energy") pursuant to which the parties agreed to, subject to the execution of formal project agreement(s), cooperate in constructing sustainable energy related infrastructure and facilities, including power storage facilities and power transmission stations, to boost the sustainable energy sector in Liangzhou District. The Board was of the view that the August Framework Agreement could diversify the Group's product portfolio and income streams, thereby improving the profitability in the long term.

As disclosed in the Company's voluntary announcement dated 16 November 2023, China Digital Energy Storage Hong Kong Limited ("China Digital"), an indirect wholly-owned subsidiary of the Company, has entered into a non-legally binding cooperation framework agreement ("November Framework Agreement") with Nanjing Densens Automation Technology Co., Ltd.* (南京鼎臻自動化科技有限公司) ("Nanjing Densens"), under which China Digital or its subsidiary(ies) shall, subject to (among other things) the legal and financial due diligence to be conducted on Nanjing Densens, the execution of a legally binding definitive agreement, and grant of applicable regulatory, corporate and other approvals, acquire all the assets of and/or equity interest in Nanjing Densens. Nanjing Densens is principally engaged in (among other things) research, development and manufacturing of new energy and related storage, monitoring, security, automated control and information systems management solutions and equipment. The Board was of the view that the transactions contemplated under the November Framework Agreement are conducive to the Group's plan to diversify its product portfolio and income streams.

* The English transliteration of Chinese names or words are included for reference only and should not be regarded as the official English translation of such Chinese names or word.

FUTURE PLANS FOR MATERIAL INVESTMENTS (CONTINUED)

As at the date of this report, no formal and binding agreement in respect of the cooperation contemplated under the August Framework Agreement and the November Framework Agreement has been entered into among the Company and the parties to each of the framework agreements.

Save as disclosed above, as at 30 June 2024, the Group did not have any other concrete plans for material investments or capital assets for the second half of 2024.

PROSPECT

While the Company endeavours to push forward and materialise the strategic cooperations envisaged under the August Framework Agreement and the November Framework Agreement, it will continue to look for more quality mergers and acquisitions and integration opportunities in the field of oil and gas exploration and production and sustainable energy infrastructure, and develop into a resource integration company with energy as its core business.

The Directors will exercise caution in assessing the prospect of any new potential investment opportunities, in order to bring additional value and new income streams to the Group and create long-term returns for the shareholders of the Company (“Shareholders”) with enhanced values.

Meanwhile, the high interest rate is expected to continue to cast uncertainty on and pose challenges to the Group’s operating environment in the second half of 2024. The Directors are moving ahead cautiously. The Group will continue to optimise its product mix to meet the demand of the customers, enhance production and operational efficiency, as well as implement stringent cost management in order to minimise the impact of these challenges.

With the joint efforts of all of its employees, the Group endeavors to maintain a good business relationship with its customers, business partners and Shareholders to maximise its corporate value and deliver promising returns to its Shareholders.

The Company will continue to look for suitable investment and acquisition opportunities in the field of oil and gas exploration and production. It will also look for investment and acquisition opportunities in the field of high technology areas.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SHARES AND OPTIONS

As at 30 June 2024, none of the Directors and chief executive of the Company or their respective associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong, the "SFO")) as recorded in the register maintained under Section 352 of Part XV of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix C3 to the Listing Rules.

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2024, the register of substantial shareholders' interests maintained by the Company pursuant to Section 336 of the SFO showed that the following shareholders had notified the Company of the relevant interests in the issued shares of the Company as follows:

Long position in shares of the Company

Shareholders	Capacity	No. of shares held	No. of underlying shares held under equity derivatives	Total	% of issued share capital of the Company (approximately) ⁽³⁾
Mr. Zhai Jun	Interest of controlled corporation	125,297,040	—	125,297,040 ⁽¹⁾	38.33
Star Fly Limited	Beneficial owner	125,297,040	—	125,297,040 ⁽¹⁾	38.33
Mr. Gao Xiaorui	Interest of controlled corporation	55,398,041	—	55,398,041 ⁽²⁾	16.95
Fresh Choice Holdings Limited	Beneficial owner	55,398,041	—	55,398,041 ⁽²⁾	16.95
Hou Han Ping*	Beneficial owner	18,757,200	—	18,757,200	5.74
Yan Guo Liang*	Beneficial owner	18,528,000	—	18,528,000	5.67

SUBSTANTIAL SHAREHOLDERS (CONTINUED)

Notes:

- (1) For the purpose of Part XV of the SFO, as at 30 June 2024, Mr. Zhai Jun was deemed to be interested in the 125,297,040 Shares held by Star Fly Limited. Star Fly Limited is a limited company incorporated in the British Virgin Islands wholly owned by Mr. Zhai Jun.
 - (2) For the purpose of Part XV of the SFO, as at 30 June 2024, Mr. Gao Xiaorui was deemed to be interested in 55,398,041 Shares held by Fresh Choice Holdings Limited. Fresh Choice Holdings Limited is a limited company incorporated in the British Virgin Islands owned as to 90% by Mr. Gao Xiaorui and 10% by Ms. Yu Hsuan-Jung.
 - (3) Such percentages are calculated based on the total number of Shares in which each of the substantial Shareholders was interested against the number of issued Shares as at 30 June 2024, being 326,923,607 Shares.
- * The English transliteration of Chinese names or words are included for reference only and should not be regarded as the official English translation of such Chinese names or word.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

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

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has adopted a corporate governance code, based on the code provisions (the "Code Provisions") of the latest revised Corporate Governance Code (the "Code") as set out in Appendix C1 to the Listing Rules from time to time.

Throughout the six months ended 30 June 2024, the Company has complied with the Code Provisions save for the following deviation:

Code Provision C.2.1 of the Code stipulates that the roles of chairman and chief executive officer should be separated and should not be performed by the same individual.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE (CONTINUED)

After the resignation of Ms. Zhu Yuqi as a non-executive director, the chairman of the Board (the “Chairman”) and the chairman of the nomination committee of the Company on 15 December 2020, the duties of the Chairman have been undertaken by all members of the Board and the company secretary of the Company (the “Company Secretary”) collectively.

The Board believes that with the support of the management, vesting the role of the Chairman in the Board and the Company Secretary collectively can facilitate the execution of the Group’s business strategies and enhance the effectiveness of its operation. Further, the Board considers that the current structure will enhance the balance of power and authority between the Board and the management of the Group as the Board, which comprises experienced and high calibre individuals who met regularly to discuss issues pertaining to the operations of the Company, assumes collective responsibility on the decision making process of the Company’s business strategies and operation.

The Board is in the process of identifying suitable candidate with appropriate experience to act as the Chairman, before which the duties of the Chairman will continue to be undertaken by the Directors and the Company Secretary collectively.

After the resignation of Mr. Li Shaohua as the chief executive officer (“CEO”) of the Company on 17 November 2022, the duties of the CEO have been undertaken by all executive Directors and the senior management of the Company collectively. The Board is currently in the process of identifying a suitable candidate to act as the CEO.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Board has adopted a code of conduct regarding Directors’ securities transaction on terms no less exacting than the required standard as set out in the Model Code.

Specific enquiries have been made with all Directors and they have confirmed that throughout the six months ended 30 June 2024, they complied with the required standard set out in the Model Code and the Company’s code of conduct regarding Directors’ securities transactions.



OTHER INFORMATION

AUDIT COMMITTEE

The Audit Committee comprises three independent non-executive Directors, Mr. Xie Xiaohong, Mr. Geng Jianhua and Mr. Lau Shu Yan, who is also the chairman of the Audit Committee. The Audit Committee has reviewed the Group's unaudited consolidated interim results and interim report for the six months ended 30 June 2024.

DIRECTORS OF THE COMPANY

As at the date of this report, the Board comprises Mr. Li Shaohua, Mr. Fang Guohong and Mr. Poon Wai Yip, Albert as executive Directors and Mr. Lau Shu Yan, Mr. Xie Xiaohong and Mr. Geng Jianhua as independent non-executive Directors.

By order of the Board
Perfectech International Holdings Limited
Li Shaohua
Director

Hong Kong, 30 August 2024