



YING KEE TEA HOUSE GROUP LIMITED

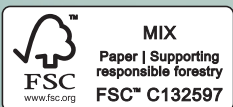
英記茶莊集團有限公司

(Incorporated in Hong Kong with limited liability)

Stock code : 8241



英記茶莊
YING KEE TEA HOUSE



Interim Report
2024/25

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

Management Discussion and Analysis



Financial Highlights

| | For the six months ended 30 September | |
|-----------------------------------|--|---------------------------------|
| | 2024 HK\$'000 (Unaudited) | 2023 HK\$'000 (Unaudited) |
| Revenue | 11,442 | 13,489 |
| Gross profit | 8,702 | 10,301 |
| Loss before taxation | (6,556) | (6,301) |
| Income tax expense | – | – |
| Loss attributable to shareholders | (6,556) | (6,301) |
| Loss per share | (HK1.81 cents) | (HK1.74 cents) |

Business and Operational Review

For the six months ended 30 September 2024 (the “**Reporting Period**”), the Company and its subsidiaries (the “**Group**”) experienced reduction in revenue attributable to the weak retail sentiment arising from mild inflationary impact in the retail market. The overall retail environment remains uncertain in light of the volatile global economy and ongoing geopolitical events, coupled with the lowering of demand on non-essential products in the consumer market. Businesses in the Hong Kong Special Administrative Region (“**Hong Kong**”) expect the Hong Kong government to lead the local economy to achieve a more consolidated retail market.

Management Discussion and Analysis

Financial Review

Revenue, gross profit and net loss

The consolidated revenue of the Group for the Reporting Period amounted to approximately HK\$11.4 million (six months ended 30 September 2023: approximately HK\$13.5 million), representing a decrease of approximately 15.6%. The gross profit for the Reporting Period amounted to approximately HK\$8.7 million (six months ended 30 September 2023: approximately HK\$10.3 million), decreasing by approximately 15.5%. Gross profit margin was approximately 76.1% (six months ended 30 September 2023: approximately 76.4%), representing a decrease of approximately 0.3% compared with that of the last corresponding period. Net loss for the Reporting Period was approximately HK\$6.6 million (six months ended 30 September 2023: net loss of approximately HK\$6.3 million). The increase in net loss for the Reporting Period relative to the corresponding period in 2023 was mainly due to decrease in sales and increase in retirement dues.

Selling and distribution costs

Selling and distribution costs remained approximately the same to approximately HK\$0.5 million (six months ended 30 September 2023: approximately HK\$0.5 million).

Administrative expenses

Administrative expenses decreased slightly from approximately HK\$14.0 million for the six months ended 30 September 2023 to approximately HK\$12.3 million for the Reporting Period, representing a mere decrease of approximately 12.1%.

Finance expenses

Finance charges for the Reporting Period amounted to HK\$2.4 million (six months ended 30 September 2023: HK\$2.2 million), and were mainly interests on bank borrowings, finance lease and promissory notes.

Outlook and Prospect

The Group continued to operate in a bleak economic environment under the aftermath of global and local moderately high interest rate though local interest rate was anticipated to drop. Household purchase of retail expendable products remain relatively low. Influx of foreign tourists, though escalating gradually, are reluctant to buy traditional souvenirs such as tea leaves. The Group will actively explore avenues to boost sales and look for possible ventures to arouse people's awareness about the health benefits of tea consumption. The Group will continue to participate in promotional events and fairs in order to promote the brand with reminder advertising and maintain the positive image of the Group. Undoubtedly, the inflationary mechanism drives the purchase costs of tea leaves to rise from time to time and the Group will monitor closely the pricing policy for future consistent demand.



Management Discussion and Analysis



Liquidity and Cash Flow Management

The Group has adopted a prudent financial policy in order to maintain a healthy financial position under the uncertainty of the economic situation. The Group has funded the liquidity and capital requirements principally from cash generated from operations.

As at the end of the Reporting Period, the Group's net current liabilities amounted to approximately HK\$15.1 million (31 March 2024: net current liabilities of approximately HK\$11.0 million), which was an increase of approximately HK\$4.1 million or 37.3% due to decrease in cash and cash equivalent, decrease in inventory due to closure of Yaumatei shop, decrease in trade receivables and accruals and increase in amount due to a related party. Cash and bank balances amounted to approximately HK\$2.4 million (31 March 2024: approximately HK\$2.9 million), an decrease of approximately HK\$0.5 million or 17.2%.

As at the end of the Reporting Period, current assets amounted to approximately HK\$11.8 million (31 March 2024: approximately HK\$12.4 million) and current liabilities amounted to approximately HK\$26.9 million (31 March 2024: approximately HK\$23.4 million). Current ratio was approximately 0.44 times as at the end of the Reporting Period (31 March 2024: approximately 0.53 times).

Gearing Ratio

Gearing ratio is calculated as total liabilities divided by the total equity as at the respective reporting date.

The gearing ratio as at the end of the Reporting Period was approximately 773,738.5% (31 March 2024: approximately 754.8%) because of the loss.

Capital Expenditure

For the Reporting Period, the Group's capital expenditure amounted to approximately HK\$120,000 (six months ended 30 September 2023: approximately HK\$85,000), mainly for plant and equipment.

Foreign Exchange Exposure

Since all of the assets and liabilities of the Group are situated in Hong Kong and denominated in Hong Kong dollars, and almost all of the revenue is generated from Hong Kong, the functional and reporting currency is the Hong Kong dollar. There were no hedging instruments except for cash and bank balances of approximately RMB6,000 as at the end of the Reporting Period (31 March 2024: approximately RMB5,000). For payment of purchases in Renminbi, the Directors considered that the foreign exchange exposure was fairly covered as purchases in Renminbi only constituted a minor percentage of total purchase and their settlement within 60 days would not cause any material foreign exchange risk.

Management Discussion and Analysis

Principal risks and uncertainties

Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that only well-established customers will be considered for open account terms and the approval of credit terms is subject to stringent credit check procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

Interest rate risk

As at the end of the Reporting Period, the Group had bank borrowings and interest rate risk was present. The Group had strived to negotiate with the bank to lower the lending rates to a more favourable level for the forthcoming period.

Liquidity risk

The Group monitors its risk to a shortage of funds using a monthly cash flow forecast. The Group's objective is to maintain a balance between continuity of funding and flexibility through cash from time deposits and funds generated from operations.

Employees and remuneration policies

As at the end of the Reporting Period, the Group had 50 employees (30 September 2023: 55) working in Hong Kong. Employees are remunerated based on their qualifications, position and performance. The remuneration offered to employees generally includes salaries, allowances and discretionary bonus. Various training was provided to the employees during the Reporting Period. The total staff costs (excluding the remuneration of Directors) for the Reporting Period amounted to approximately HK\$5.5 million (six months ended 30 September 2023: approximately HK\$5.6 million).

Dividends

The board of Directors (the "Board") has resolved not to declare any dividend for the Reporting Period (six months ended 30 September 2023: Nil).

Contingent Liabilities

The Group had no significant contingent liabilities as at the end of the Reporting Period.



Management Discussion and Analysis



Charge on the Group's assets

As at the end of the Reporting Period, the Group has first and second legal charges on ownership and rental rights respectively of the Group's assets, namely, property at Shop B, Ground Floor, Siu Ying Commercial Building, 151–155 Queen's Road Central, 1–1B, Wing Kut Street, Hong Kong and property at Ground Floor, Mei Wah Building, No. 170 Johnston Road, Hong Kong as securities for the banking facilities granted to the Group.

Save as disclosed above, there was no other material charge on the Group's assets during the Reporting Period.

Event after the Reporting Period

Save as disclosed above, there were no material events after the Reporting Period that would affect the result of the Group for the Reporting Period.

Other Information

Corporate Governance Practices and Compliance

During the Reporting Period, the Group was committed to maintaining a high standard of corporate governance, and complying with the Code of Corporate Governance Practices to the extent practicable. The Company has applied the code provisions in the Corporate Governance Code (the “**CG Code**”) as set out in Appendix C1 to the GEM Listing Rules. During the Reporting Period and to the best knowledge of the Board, the Company has complied with the relevant provisions under the CG Code.

The Board is responsible for the leadership and control of, and promoting the success of the Group. This is achieved by the setting up of corporate strategic objectives and policies, and the monitoring and evaluations of operating activities and financial performance of the Group.

Securities Transactions of Directors

The Group has adopted a code of conduct regarding securities transactions by Directors (the “**Code of Conduct**”) on terms no less exacting than the required standard set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Group having made specific enquiries with all of the Directors, all of the Directors confirmed that they have complied with the Code of Conduct during the Reporting Period.

Purchase, Sale or Redemption of the Company’s Listed Securities

During the Reporting Period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities.

Directors’ and chief executives’ interests and short positions in shares, underlying shares or debentures of the company and its associated corporations

So far as the Directors are aware, as at the end of the Reporting Period, the interests and short positions of the Directors and chief executives of the Company in the shares of the Company (“**Shares**”), underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“**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 were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.67 of the GEM listing Rules, to be notified to the Company and the Stock Exchange, were as follows:





Long positions in ordinary Shares and underlying Shares of the Company

| Name of Director/ chief executive | Capacity/Nature of interest | Number of shares/ underlying shares held/interested | Approximate percentage of shareholding |
|--------------------------------------|--|---|--|
| Mr. Chan Kwong Yuen | Interested in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Mr. Chan Kun Yuen | Interested in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Mr. Chan Shu Yuen | Interested in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Mr. Wong Chee Chung | Beneficial owner | 200,000 | 0.06% |

Notes:

- These 270,000,000 Shares are held by Profit Ocean Enterprises Limited ("**Profit Ocean**"), a company owned by Tri-Luck Investments Limited ("**Tri-Luck**"), Wealth City Global Limited ("**Wealth City**"), Sky King Global Limited ("**Sky King**") and Coastal Lion Limited ("**Coastal Lion**") in equal shares, i.e. 25% each. Each of Tri-Luck, Wealth City, Sky King and Coastal Lion is wholly owned by Mr. Chan Tat Yuen, Mr. Chan Kun Yuen, Mr. Chan Shu Yuen and Mr. Chan Kwong Yuen respectively.

Under the acting in concert arrangement between Mr. Chan Kwong Yuen, Mr. Chan Kun Yuen, Mr. Chan Shu Yuen and Mr. Chan Tat Yuen, each of Coastal Lion, Wealth City, Sky King, Tri-Luck, Mr. Chan Kwong Yuen, Mr. Chan Kun Yuen, Mr. Chan Shu Yuen and Mr. Chan Tat Yuen is deemed to be interested in all the Shares of the Company held by Profit Ocean for purposes of the SFO.

Long positions in ordinary Shares of associated corporations

| Name of Director/ chief executive | Name of associated corporation | Capacity/Nature of interest | Number of Shares held/ interested | Percentage of shareholding |
|--------------------------------------|--------------------------------------|--------------------------------------|---|-------------------------------|
| Mr. Chan Kwong Yuen | Profit Ocean | Interest in a controlled corporation | 250 | 25% |
| | Coastal Lion | Beneficial owner | 100 | 100% |
| Mr. Chan Kun Yuen | Profit Ocean | Interest in a controlled corporation | 250 | 25% |
| | Wealth City | Beneficial owner | 100 | 100% |
| Mr. Chan Shu Yuen | Profit Ocean | Interest in a controlled corporation | 250 | 25% |
| | Sky King | Beneficial owner | 100 | 100% |

Save as disclosed above, as at the end of the Reporting Period, none of the Directors or chief executives of the Company nor their associates had any interests and short positions in the Shares, underlying Shares and debentures of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors as referred to in Rule 5.46 of the GEM Listing Rules.

Other Information

Substantial shareholders' and other persons' interests and short positions in shares and underlying shares of the Company

So far as known to the Directors or chief executives of the Company, as at the end of the Reporting Period, the following persons/entities (other than the Directors and chief executives of the Company) had or were deemed to have an interest or a short position in the Shares or the underlying Shares which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Division 2 and 3 of Part XV of the SFO, or which were directly or indirectly, to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other member of the Group:

Long positions in ordinary Shares and underlying Shares of the Company

| Name of Shareholder | Nature of interest and capacity | Number of Shares/ underlying Shares held/interested | Approximate percentage of the total issued Shares |
|-----------------------|--------------------------------------|---|--|
| Profit Ocean | Beneficial owner | 270,000,000 | 74.66% |
| Tri-Luck | Interest in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Wealth City | Interest in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Sky King | Interest in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Coastal Lion | Interest in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Mr. Chan Tat Yuen | Interest in a controlled corporation | 270,000,000 (Note 1) | 74.66% |
| Ms. Chu Min | Interest of spouse | 270,000,000 (Note 2) | 74.66% |
| Ms. Chan King Chi | Interest of spouse | 270,000,000 (Note 3) | 74.66% |
| Ms. Po Miu Kuen Tammy | Interest of spouse | 270,000,000 (Note 4) | 74.66% |
| Ms. Ng Wai Lam Lana | Interest of spouse | 270,000,000 (Note 5) | 74.66% |



Notes:

1. The total issued capital of Profit Ocean is owned by Tri-Luck, Wealth City, Sky King and Coastal Lion in equal shares, i.e. 25% each, while the total issued share capital of each of Tri-Luck, Wealth City, Sky King and Coastal Lion is wholly owned by Mr. Chan Tat Yuen, Mr. Chan Kun Yuen, Mr. Chan Shu Yuen and Mr. Chan Kwong Yuen, respectively.

Under the acting in concert arrangement between Mr. Chan Tat Yuen, Mr. Chan Kun Yuen, Mr. Chan Shu Yuen and Mr. Chan Kwong Yuen, each of Tri-Luck, Wealth City, Sky King and Coastal Lion, Mr. Chan Tat Yuen, Mr. Chan Kun Yuen, Mr. Chan Shu Yuen and Mr. Chan Kwong Yuen is deemed to be interested in all the shares held by Profit Ocean for purposes of the SFO.

2. Ms. Chu Min is the spouse of Mr. Chan Tat Yuen. For purposes of the SFO, Ms. Chu Min is deemed to be interested in the Shares held by Mr. Chan Tat Yuen.
3. Ms. Chan King Chi is the spouse of Mr. Chan Kun Yuen. For purposes of the SFO, Ms. Chan King Chi is deemed to be interested in the Shares held by Mr. Chan Kun Yuen.
4. Ms. Po Miu Kuen Tammy is the spouse of Mr. Chan Shu Yuen. For purposes of the SFO, Ms. Po Miu Kuen Tammy is deemed to be interested in the Shares held by Mr. Chan Shu Yuen.
5. Ms. Ng Wai Lam Lana Zoe is the spouse of Mr. Chan Kwong Yuen. For purposes of the SFO, Ms. Ng Wai Lam Lana Zoe is deemed to be interested in the Shares held by Mr. Chan Kwong Yuen.

Save as disclosed above, as at the end of the Reporting Period, no person, other than the Directors whose interests are set out in the section “Directors’ and Chief Executives’ Interests and Short Positions in Shares, Underlying Shares or Debentures of the Company and its Associated Corporations” above, had or was deemed to have an interest or short position in the shares or underlying shares of the Company that was required to be recorded pursuant to section 336 of the SFO.

As at the end of the Reporting Period, the controlling shareholders did not pledge any of the Shares to any party. The Company did not breach any loan agreement that is significant to the Group’s operations nor enter into loan agreements with covenants relating to specific performance of the controlling shareholders. Moreover, none of the Company nor its subsidiaries provided any financial assistance and guarantees to affiliated companies of the Company.

Share Option Scheme

The Company has conditionally approved and adopted a share option scheme (the “**Share Option Scheme**”) by written resolutions on 14 March 2018. Further details of the Share Option Scheme are set in the section headed “Statutory and General Information – 8. SHARE OPTION SCHEME” in Appendix IV of the prospectus of the Company dated 23 March 2018. The purpose of the share option scheme is to enable the Company to grant options to selected eligible participants as incentives or rewards for their contribution to the Group.

Other Information

Set out below are details of the share options granted under the Share Option Scheme:

| Name or category of participants | Date of grant of share options | Exercisable period | Exercise price of share options (HK\$) | Outstanding at 1 April 2024 | Granted during the period | Exercised during the period | Cancelled during the period | Lapsed during the period | Outstanding at 30 September 2024 |
|---|--------------------------------|----------------------------|--|-----------------------------|---------------------------|-----------------------------|-----------------------------|--------------------------|----------------------------------|
| Directors | | | | | | | | | |
| Mr. Chan Kwong Yuen | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Mr. Chan Kun Yuen | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Mr. Chan Shu Yuen | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Mr. Siu Chi Ming | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Mr. Lee Wai Ho | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Mr. Wong Chee Chun | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Sub-total | | | | - | - | - | - | - | - |
| Substantial Shareholder | | | | | | | | | |
| Mr. Chan Tat Yuen | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Other Employees, consultants and advisors | 9 September 2019 | 1 June 2020 to 31 May 2023 | 0.189 | - | - | - | - | - | - |
| Total | | | | - | - | - | - | - | - |

The above options granted under the Share Option Scheme were exercised, lapsed or cancelled as at 31 March 2024. During the Reporting Period, no share options were granted, exercised, lapsed or cancelled under the Share Option Scheme. There were no outstanding options as at 1 April 2024 and 30 September 2024. Accordingly, the calculation of the ratio of the number of Shares that may be issued in respect of options granted under the Share Option Scheme during the Reporting Period to the weighted average number of Shares in issue for the Reporting Period is not applicable.

The numbers of options available for grant under the Share Option Scheme on 1 April 2024 and 30 September 2024 are 3,700,000 and 3,700,000 respectively.



Competing Interests

The Directors were not aware of any business or interest of the Directors or the controlling shareholders of the Company or any of their respective close associates (as defined in the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflict of interest which any such person has or may have with the Group during the Reporting Period.

Audit Committee

The Audit Committee was established on 14 March 2018 with written terms of reference in compliance with the requirements as set out in Rule 5.28 of the GEM Listing Rules and the CG Code.

The principal duties of the Audit Committee are to review and supervise the financial reporting process, risk management and internal control systems of the Group. The Audit Committee currently comprises all three independent non-executive Directors, namely Mr. Lee Wai Ho, Mr. Wong Chee Chung and Ms. Hon Yin Wah. The chairman of the Audit Committee is Ms. Hon Yin Wah.

The Audit Committee has reviewed the unaudited condensed consolidated results of the Company for the Reporting Period and is of the opinion that such results complied with the applicable accounting standards and the requirements under the GEM Listing Rules, and that adequate disclosures have been made.

By order of the Board

Ying Kee Tea House Group Limited

Chan Kwong Yuen

Chairman

Hong Kong, 28 November 2024

As at the date of this report, the Board comprises Mr. Chan Kwong Yuen, Mr. Chan Kun Yuen and Mr. Chan Shu Yuen as executive Directors; and Mr. Wong Chee Chung, Mr. Lee Wai Ho and Ms. Hon Yin Wah as independent non-executive Directors.

Interim Results

The Board announces the unaudited condensed consolidated results of the Group for the Reporting Period together with the unaudited comparative figures for the corresponding period in 2023 as follows:

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 30 September 2024

| | Notes | Six months ended 30 September | |
|--|-------|----------------------------------|---------------------------------|
| | | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Revenue | 4 | 11,442 | 13,489 |
| Cost of sales | | (2,740) | (3,188) |
| Gross profit | | 8,702 | 10,301 |
| Other income | 5 | 16 | 29 |
| Selling and distribution costs | | (511) | (506) |
| Administrative expenses | | (12,321) | (13,951) |
| Finance costs | 6 | (2,442) | (2,174) |
| Loss before income tax | 7 | (6,556) | (6,301) |
| Income tax expense | 8 | – | – |
| Loss and total comprehensive expense for the period attributable to equity holders of the Company | | (6,556) | (6,301) |
| Loss per share attributable to equity holders of the Company (expressed in HK cents per share) | | | |
| Basic and diluted loss per share | 10 | (1.81) | (1.74) |



Condensed Consolidated Statement of Financial Position

As at 30 September 2024

| | Notes | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--|-------|--|--|
| ASSETS AND LIABILITIES | | | |
| Non-current assets | | | |
| Property, plant and equipment | 11 | 88,386 | 88,636 |
| Rental deposits | 12 | 398 | 518 |
| | | 88,784 | 89,154 |
| Current assets | | | |
| Inventories | | 7,059 | 6,663 |
| Trade and other receivables | 12 | 2,304 | 2,796 |
| Tax recoverable | | 79 | 55 |
| Cash and bank balances | | 2,373 | 2,912 |
| | | 11,815 | 12,426 |
| Current liabilities | | | |
| Trade and other payables | 13 | 2,818 | 1,243 |
| Amount due to a related party | 18 | 3,000 | – |
| Bank borrowings | 14 | 14,474 | 15,836 |
| Lease liabilities | 15 | 6,651 | 6,343 |
| | | 26,943 | 23,422 |
| Net current liabilities | | (15,128) | (10,996) |
| Total assets less current liabilities | | 73,656 | 78,158 |
| Non-current liabilities | | | |
| Provision for long service payment | | 808 | 808 |
| Provision for reinstatement cost | | 747 | 747 |
| Bank borrowings | 14 | 32,625 | 33,750 |
| Promissory notes | 16 | 36,847 | 35,698 |
| Lease liabilities | 15 | 2,616 | 586 |
| | | 73,643 | 71,589 |
| Net assets | | 13 | 6,569 |
| EQUITY | | | |
| Share capital | | 42,312 | 42,312 |
| Reserves | | (42,299) | (35,743) |
| Total equity | | 13 | 6,569 |

Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 September 2024

| | Share capital HK\$'000 | Capital reserve HK\$'000 (Note (i)) | Share options reserve HK\$'000 | Contribution reserve HK\$'000 (Note (ii)) | Accumulated losses HK\$'000 | Total equity HK\$'000 |
|---|---------------------------|---|-----------------------------------|---|--------------------------------|--------------------------|
| As at 1 April 2024 | 42,312 | 990 | - | 12,843 | (49,576) | 6,569 |
| Loss and total comprehensive expense for the period | - | - | - | - | (6,556) | (6,556) |
| As at 30 September 2024 (unaudited) | 42,312 | 990 | - | 12,843 | (56,132) | 13 |
| As at 1 April 2023 | 42,260 | 990 | 2,072 | 12,843 | (37,420) | 20,745 |
| Exercise of share options | 52 | - | (14) | - | - | 38 |
| Lapse of share options | - | - | (2,058) | - | 2,058 | - |
| Loss and total comprehensive expense for the period | - | - | - | - | (6,301) | (6,301) |
| As at 30 September 2023 (unaudited) | 42,312 | 990 | - | 12,843 | (41,663) | 14,482 |

Notes:

- (i) Capital reserve represented the excess of nominal value of shares of Ying Kee Tea Company Limited over the nominal value of shares allotted by the Company arising from reorganisation.
- (ii) Contribution reserve represents the deemed contribution by controlling shareholders, in the issuance of non-interest bearing promissory notes to Chan Sing Hoi Enterprises Limited ("**Chan Sing Hoi Enterprises**") in 2020. The contribution reserve represents the difference between the fair value of assets acquired and the fair value of the non-interest bearing promissory notes issued in 2020, and the difference of fair value changes of promissory notes extended in 2023, details of which are set out in note 16.



Condensed Consolidated Statement of Cash Flows

For the six months ended 30 September 2024

| | Six months ended 30 September | |
|--|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Cash flows from operating activities | | |
| Loss before income tax | (6,556) | (6,301) |
| Adjustments for: | | |
| – Depreciation | 4,088 | 5,274 |
| – Amortisation of reinstatement cost | 10 | 19 |
| – Interest income | (2) | (2) |
| – Interest expenses | 2,442 | 2,174 |
| – Loss on disposal of property, plant and equipment | – | 28 |
| Operating profit before working capital changes | (18) | 1,192 |
| Changes in working capital: | | |
| – Inventories | (396) | (1,021) |
| – Trade and other receivables | 612 | (331) |
| – Trade and other payables | 1,575 | 1,535 |
| <i>Cash generated from operations</i> | 1,773 | 1,375 |
| Income taxes paid | (24) | – |
| <i>Net cash from operating activities</i> | 1,749 | 1,375 |
| Cash flows from investing activities | | |
| Interest received | 2 | 2 |
| Purchases of property, plant and equipment | (120) | (85) |
| <i>Net cash used in investing activities</i> | (118) | (83) |
| Cash flows from financing activities | | |
| Exercise of share options | – | 38 |
| Interest paid | (1,293) | (1,062) |
| Proceeds from new bank borrowings | – | 8,000 |
| Advance from a related party | 3,000 | – |
| Payment of lease liabilities | (1,390) | (3,012) |
| Repayment of bank borrowings | (2,487) | (6,474) |
| <i>Net cash used in financing activities</i> | (2,170) | (2,510) |
| Net decrease in cash and cash equivalents | (539) | (1,218) |
| Cash and cash equivalents at the beginning of the period | 2,912 | 2,278 |
| Cash and cash equivalents at the end of the period, represented by cash and bank balances | 2,373 | 1,060 |

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

1. GENERAL INFORMATION

Ying Kee Tea House Group Limited (the "**Company**") was incorporated in Hong Kong with limited liability on 14 September 2017. The address of its registered office was 8/F., Wah Shing Centre, 5 Fung Yip Street, Siu Sai Wan, Hong Kong and its principal place of business is Hong Kong.

The Company's shares were listed on the GEM of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 16 April 2018.

The Company is an investment holding company. The Company and its subsidiaries (collectively referred to as the "**Group**") are principally engaged in the retail trading of tea products. As at the end of the reporting period, the Company's holding company is Profit Ocean Enterprises Limited, a company incorporated in the British Virgin Islands.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements for the six months ended 30 September 2024 ("**Interim Period**") have been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange, including compliance with Hong Kong Accounting Standard ("**HKAS**") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants.

The unaudited condensed consolidated financial statements for the Interim Period have been prepared on the historical cost basis. The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("**HK\$**"), which is also the functional currency of the Company and its subsidiaries, and all values are rounded to the nearest thousand ("**HK\$'000**") except when otherwise indicated.

The unaudited condensed consolidated financial statements for the Interim Period have been prepared in accordance with the accounting policies adopted in the Group's annual consolidated financial statements for the year ended 31 March 2024, except for the adoption of the amended Hong Kong Financial Reporting Standards ("**HKFRSs**") which are effective for the annual period beginning on 1 April 2024.



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024



2. BASIS OF PREPARATION (Continued)

The directors have reviewed the current performance and cash flow forecast prepared by management as part of their assessment of the Group's ability to continue as a going concern, and after carefully considering the matters described below, the directors have a reasonable expectation that the Group is able to continue as a going concern for at least the next twelve months from the end of the Interim Period and to meet its obligations, as and when they fall due, having regard to the following:

- (i) the Group generated net cash inflows from operating activities of approximately HK\$1,700,000 during the Interim Period and expects to continue to improve its working capital management and generate sufficient cash flows to meet its liabilities as and when they fall due in the next twelve months;
- (ii) as at 30 September 2024, the Group had available unutilised bank facilities of HK\$6,181,000 (2023: HK\$4,931,000);
- (iii) the Group has the ability to maintain the existing banking facilities; and
- (iv) the related company, Golden Ocean International Holdings Limited ("**Golden Ocean**"), an entity controlled by the substantial shareholders of the Company, has undertaken to provide continuing financial support to the Group for a period of twelve months from the date of approval of the unaudited condensed consolidated financial statements by the directors in order to maintain the Group as a going concern.

Consequently, the directors have concluded that the Group has adequate resources to continue in operational existence for the foreseeable future and that there are no material uncertainties related to events or conditions which, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern.

The preparation of the unaudited condensed consolidated financial statements for the Interim Period in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

This interim report contains the unaudited condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the group since the annual financial statements for the year ended 31 March 2024. The unaudited condensed consolidated financial statements and notes thereon do not include all of the information required for a full set of financial statement prepared in accordance with HKFRSs.

The condensed consolidated financial statements for the Interim Period are unaudited, but have been reviewed by the Company's audit committee and authorised for issue by the board of directors on 28 November 2024.

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

2. BASIS OF PREPARATION (Continued)

The financial information relating to the financial year ended 31 March 2024 that is included in the unaudited condensed consolidated financial statements for the Interim Period as comparative information does not constitute the Company's statutory annual consolidated financial statements for that financial year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Companies Ordinance is as follows:

The Company has delivered the financial statements for the year ended 31 March 2024 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The Company's auditor has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Companies Ordinance.

3. ADOPTION OF NEW AND AMENDED HKFRSs

Amended HKFRSs that are effective for annual period beginning on 1 April 2024

The unaudited condensed consolidated financial statements for the Interim Period have been prepared in accordance with the accounting policies adopted in the Group's annual consolidated financial statements for the year ended 31 March 2024, except for the adoption of the following amended HKFRSs which are effective for the annual period beginning on 1 April 2024.

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

The adoption of the new and amended HKFRSs had no material impact on how the results and financial position for the current and prior periods have been prepared and presented.



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024



3. ADOPTION OF NEW AND AMENDED HKFRSs (Continued)

Issued but not yet effective HKFRSs

At the date of authorisation of the unaudited condensed consolidated financial statements for the Interim Period, certain amended HKFRSs have been published but are not yet effective, and have not been adopted early by the Group:

| | |
|------------------------------------|---|
| Amendments to HKAS 21 | Lack of Exchangeability ¹ |
| Amendments to HKFRS 9 and HKFRS 7 | Amendments to the Classification and Measurement of Financial Instruments ² |
| HKFRS 18 | Presentation and Disclosure in Financial Statements ³ |
| HKFRS 19 | Subsidiaries without Public Accountability: Disclosures ³ |
| Amendments to HK Int 5 | Hong Kong Interpretation 5 Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause ³ |
| Amendments to HKFRS 10 and HKAS 28 | Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ⁴ |

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 not yet determined

The directors anticipate that all of the pronouncements will be adopted in the Group's accounting policy for the first period beginning on or after the effective date of the pronouncement. The new and amended HKFRSs are expected to have no material impact on the unaudited condensed consolidated financial statements for the Interim Period.

4. REVENUE AND SEGMENT REPORTING

4.1 Revenue

| | Six months ended 30 September | |
|-----------------------|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Sales of tea products | 11,442 | 13,489 |

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

4. REVENUE AND SEGMENT REPORTING (Continued)

4.2 Segment information

The Group has determined the operating segments based on the information reported to the executive directors, the chief operating decision maker. During the six months ended 30 September 2024 and 2023, the chief operating decision maker regards the Group's sales of tea products as a single operating segment and assesses the operating performance and allocates the resources of the Group as a whole. Accordingly, no segment information is presented.

Geographical information

During the six months ended 30 September 2024 and 2023, no separate analysis of segment information by geographical segment is presented as all the Group's revenue are derived from Hong Kong based on the location of customers and the Group's non-current assets are located in Hong Kong.

Information about major customers

During the six months ended 30 September 2024 and 2023, none of the Group's customers contributed over 10% of the Group's revenue.

5. OTHER INCOME

| | Six months ended 30 September | |
|----------------------|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Bank interest income | 2 | 2 |
| Sundry income | 14 | 27 |
| | 16 | 29 |



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024



6. FINANCE COSTS

| | Six months ended 30 September | |
|---|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Interest on bank borrowings and overdrafts | 1,064 | 986 |
| Imputed interest expenses from promissory notes | 1,149 | 1,112 |
| Finance charges on lease liabilities | 229 | 76 |
| | 2,442 | 2,174 |

7. LOSS BEFORE INCOME TAX

Loss before income tax is arrived at after charging:

| | Six months ended 30 September | |
|---|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Depreciation of property, plant and equipment | 1,858 | 2,123 |
| Depreciation of right-of-use assets | 2,230 | 3,151 |
| Total depreciation | 4,088 | 5,274 |
| Amortisation of reinstatement cost | 10 | 19 |
| Lease charges in respect of premises | | |
| – short term leases | 341 | 509 |
| – variable lease payments (Note) | 281 | 172 |
| Total lease charges | 622 | 681 |
| Auditor's remuneration | 200 | 200 |
| Cost of inventories recognised as an expense | 2,203 | 2,580 |
| Loss on disposal of property, plant and equipment | – | 28 |

Note: The contingent rentals are charged based on pre-determined percentages of realised sales less the minimum lease payments of the respective leases.

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

8. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax has been provided as the Group incurred taxation losses for the six months ended 30 September 2024 and 2023.

| | Six months ended 30 September | |
|-----------------------|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Current tax | | |
| Hong Kong Profits Tax | | |
| – Current period | – | – |

No deferred tax asset has been recognised in relation to unrecognised tax losses as at 30 September 2024 and 2023 due to the unpredictability of future profit streams. These tax losses do not expire under current legislation.

9. DIVIDEND

The directors do not recommend the payment of any interim dividend for the six months ended 30 September 2024 and 2023.



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

10. LOSS PER SHARE

The basic loss per share is calculated based on the loss attributable to equity holders of the Company and on the weighted average number of 361,650,000 ordinary share (six months ended 30 September 2023: 361,578,000) for the Interim Period.

| | Six months ended 30 September | |
|---|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Loss | | |
| Loss for the period attributable to equity holders of the Company for the purpose of basic loss per share | (6,556) | (6,301) |
| Number of shares | | |
| Weighted average number of ordinary shares used in calculating diluted loss per share (in thousands) | 361,650 | 361,578 |

For the six months ended 30 September 2024 and 2023, diluted loss per share is the same as basic loss per share. The potential shares arising from the conversion of the Company's share options would decrease the loss per share attributable to equity holders of the Company and is not taken into account as they had anti-dilutive effects.

11. PROPERTY, PLANT AND EQUIPMENT

For the Interim Period, the Group acquired property, plant and equipment valued at approximately HK\$120,000 (six months ended 30 September 2023: HK\$85,000).

For the six months ended 30 September 2024 and 2023, the Group entered into modified contracts with lessors to revise the monthly rental and extend the lease terms of the leases. As the modification does not add the right to use one or more underlying assets, it is not accounted for as a separate lease. Accordingly, the Group recognised an additional amount of HK\$3,728,000 (2023: HK\$1,715,000) of right-of-use assets included in leasehold land and buildings and lease liabilities respectively.

As at 30 September 2024, the carrying amount of the Group's right-of-use assets in relation to properties was HK\$5,119,000 (31 March 2024: HK\$3,621,000).

As at 30 September 2024, leasehold land and buildings with a carrying amount of HK\$85,000,000 (31 March 2024: HK\$85,000,000) was pledged to secure general banking facilities granted to the Group. The details in relation to these borrowings are set out in note 14.

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

12. TRADE AND OTHER RECEIVABLES

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--|--|--|
| Trade receivables | 534 | 585 |
| Less: ECL allowance | – | – |
| | 534 | 585 |
| Deposits, prepayments and other receivables | | |
| Rental and other deposits | 1,696 | 2,202 |
| Other receivables | 1 | – |
| Prepayments | 471 | 527 |
| Less: ECL allowance | – | – |
| | 2,702 | 3,314 |
| Less: non-current portion | | |
| Rental deposits | (398) | (518) |
| | 2,304 | 2,796 |

The directors consider that the fair value of trade and other receivables are not materially different from their carrying amount and the ECL are considered as insignificant because these balances have short maturity periods on their inception.

The Group's sales to customers are mainly on cash basis. The Group also grants credit terms of 0 to 60 days (31 March 2024: 0 to 60 days) to certain corporate customers. Based on the invoice dates (or date of revenue recognition if earlier), the ageing analysis of trade receivables, net of ECL allowance, was as follows:

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--------------|--|--|
| 0 – 30 days | 520 | 460 |
| 31 – 60 days | 14 | 123 |
| 61 – 90 days | – | 2 |
| | 534 | 585 |



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

13. TRADE AND OTHER PAYABLES

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|------------------------------------|--|--|
| Trade payables | 1,281 | 560 |
| Accrued charges and other payables | 1,537 | 683 |
| | 2,818 | 1,243 |

Purchases are generally made without prescribed credit terms. Based on the invoice dates, the ageing analysis of trade payables was as follows:

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--------------|--|--|
| 0 – 30 days | 275 | 560 |
| 31 – 60 days | 621 | – |
| 61 – 90 days | 385 | – |
| | 1,281 | 560 |

All amounts are short term and hence the carrying amount of trade and other payables are considered to be reasonable approximation of their fair values.

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

14. BANK BORROWINGS

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--|--|--|
| Carrying amount repayable: | | |
| Within one year | 14,474 | 15,836 |
| In the second year | 2,250 | 2,250 |
| In the third to fifth years | 30,375 | 31,500 |
| | 47,099 | 49,586 |
| Less: Carrying amount of bank loans that are not repayable within one year from the end of the reporting period but contain a repayment on demand clause (shown under current liabilities) | (12,224) | (13,586) |
| Amounts shown under current liabilities | (2,250) | (2,250) |
| Amounts shown under non-current liabilities | 32,625 | 33,750 |
| Secured (Notes i & ii) | 43,875 | 46,000 |
| Unsecured (Note iii) | 3,224 | 3,586 |
| | 47,099 | 49,586 |

Notes:

- (i) As at 30 September 2024 and 31 March 2024, the balances were secured by property, plant and equipment as set out in note 11.
- (ii) As at 30 September 2024, the amount of HK\$9,000,000 (31 March 2024: HK\$10,000,000) included in the secured borrowings were guaranteed by certain subsidiaries of the Company.
- (iii) As at 30 September 2024, the amount of HK\$3,224,000 (31 March 2024: HK\$3,586,000) included in the unsecured borrowings were guaranteed by Hong Kong Special Administrative region under SME Financing Guarantee Scheme and cross personal guarantees given by Chan Shu Yuen, Chan Kwong Yuen, Chan Kun Yuen and Chan Tat Yuen, the controlling shareholders of the Group.

The effective interest rates range from 2.75% to 6.32% (31 March 2024: 2.75% to 6.80%) per annum.



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

15. LEASE LIABILITIES

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--|--|--|
| Total minimum lease payments: | | |
| Due within one year | 6,957 | 6,552 |
| Due in the second to fifth years | 2,732 | 616 |
| | 9,689 | 7,168 |
| Future finance charges on leases liabilities | (422) | (239) |
| Present value of leases liabilities | 9,267 | 6,929 |

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--|--|--|
| Present value of minimum lease payments: | | |
| Due within one year | 6,651 | 6,343 |
| Due in the second to fifth years | 2,616 | 586 |
| | 9,267 | 6,929 |
| Less: Portion due within one year included under current liabilities | (6,651) | (6,343) |
| Portion due after one year included under non-current liabilities | 2,616 | 586 |

As at 30 September 2024, lease liabilities amounted to HK\$9,267,000 (31 March 2024: HK\$6,929,000) were effectively secured by the related underlying assets as the rights to the leased asset would be reverted to the lessor in the event of default by repayment by the Group.

For the Interim Period, the total cash outflows for the leases (including short-term leases) were HK\$2,241,000 (six months ended 30 September 2023: HK\$3,769,000).

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

16. PROMISSORY NOTES

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|-----------------------------|--|--|
| At beginning of period/year | 35,698 | 33,463 |
| Imputed interest charged | 1,149 | 2,235 |
| At the end of period/year | 36,847 | 35,698 |

On 25 March 2020, the Company issued two promissory notes with principal amounts of HK\$25,500,000 and HK\$25,000,000 respectively to the related company, Chan Sing Hoi Enterprises, as part of the consideration for the acquisition of two properties used as retail shops for business operation (note 11). The promissory notes were issued at a discounted value which is calculated by the Group's effective interest rate of 4.16% per annum to discount the value of the promissory notes into their fair value at inception date amounting to approximately HK\$44,694,000.

The promissory notes were unsecured and interest-free on its principal sum. The promissory notes would be matured in 3 years from the date of issue, being 25 March 2023 (the "Maturity Date") and the Company may, at its sole and absolute discretion, further extend the Maturity Date for another three years. The promissory notes were further extended to 25 March 2026 upon its maturity and therefore, the outstanding balance is classified as non-current liabilities. Effective interest rate on the remaining principal balance was revised to 6.57% per annum.

17. LEASE COMMITMENTS

As lessee

At the end of each reporting period, the lease commitments for short-term leases are as follows:

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|-----------------|--|--|
| Within one year | 300 | 436 |

In addition to the above, variable payments are charged on certain retail shops and concession counters based on pre-determined percentages of realised sales, but generally with a basic or minimum lease payments as agreed of the respective leases.



Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

18. RELATED PARTY TRANSACTIONS

In addition to those disclosed elsewhere in the unaudited condensed consolidated financial statements, the Group entered into the following material related party transactions for the six months ended 30 September 2024 and 2023:

18.1 Names and relationship

| Name of related party | Relationship with the Group |
|---------------------------|---|
| Chan Kwong Yuen | Director of the Company |
| Chan Kun Yuen | Director of the Company |
| Chan Tat Yuen | Director of the Company |
| Chan Sing Hoi Enterprises | An entity controlled by substantial shareholders of the Company |
| Golden Ocean | An entity controlled by substantial shareholders of the Company |

18.2 Related party transactions

| | Six months ended 30 September | |
|--|----------------------------------|---------------------------------|
| | 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
| Lease payment: | | |
| Golden Ocean | 1,878 | 1,842 |
| Finance charges on lease liabilities: | | |
| Golden Ocean | 98 | 38 |
| Sales of goods to: | | |
| Chan Kun Yuen | 15 | 6 |
| Chan Kwong Yuen | 1 | 3 |
| Chan Tat Yuen | 29 | 16 |
| Imputed interest expense: | | |
| Chan Sing Hoi Enterprises | 1,149 | 1,112 |

Notes to Condensed Consolidated Financial Statements

For the six months ended 30 September 2024

18. RELATED PARTY TRANSACTIONS (Continued)

18.2 Related party transactions (Continued)

Rental expenses paid to related party were negotiated on an arm's length basis with reference to the market rentals.

Sales of goods to directors were made in the normal course of business and according to the prices and terms similar to those made to other parties.

The imputed interest would be amortised to interest expenses over the three years term of the promissory notes.

As at 30 September 2024 and 31 March 2024, the controlling shareholders of the Group, Chan Shu Yuen, Chan Kwong Yuen, Chan Kun Yuen and Chan Tat Yuen, have provided cross personal guarantees to the bank for banking facilities granted to the Group as set out in note 14 and no corporate guarantees to the banks for banking facilities granted to the Group.

As at 30 September 2024, the amount due to a related party, Chan Sing Hoi Enterprises, of HK\$3,000,000 was unsecured, interest-free and repayable on demand.

Outstanding balances arising from leasing of retails shops and the office premise included in leases liabilities as at 30 September 2024 and 31 March 2024 were as follows:

| | As at 30 September 2024 HK\$'000 (unaudited) | As at 31 March 2024 HK\$'000 (audited) |
|--|--|--|
| Payable to a related party – Golden Ocean | 1,841 | 5,156 |

18.3 Key management personnel remunerations

Key management personnel remunerations in the Group including amounts paid to the Company's directors for the six months ended 30 September 2024 and 2023 were as follows:

| | Six months ended 30 September 2024 HK\$'000 (unaudited) | 2023 HK\$'000 (unaudited) |
|---|---|---------------------------------|
| Salaries, allowances and other benefits | 1,364 | 1,697 |
| Retirement scheme contributions | 31 | 37 |
| | 1,395 | 1,734 |

