

# Prime Intelligence Solutions Group Limited 懶豬科技集團有限公司

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

Stock Code 股份代號 : 8379

# 2023

FIRST QUARTERLY REPORT  
第一季度業績報告

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

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

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

*Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report, 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 report.*

*This report, for which the directors (the “**Directors**”) of Prime Intelligence Solutions 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 of the Stock Exchange 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.*

### **香港聯合交易所有限公司(「聯交所」) GEM 的特色**

**GEM 的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資者應瞭解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。**

**由於 GEM 上市公司普遍為中小型公司，在 GEM 買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時亦無法保證在 GEM 買賣的證券會有高流通量的市場。**

*香港交易及結算所有限公司及聯交所對本報告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部分內容而產生或因依賴該等內容而引致的任何損失承擔任何責任。*

*本報告載有根據聯交所 GEM 證券上市規則規定而提供有關懶豬科技集團有限公司(「本公司」)的資料，本公司的董事(「董事」)願就本報告共同及個別承擔全部責任。董事作出一切合理查詢後，確認就彼等所深知及確信，本報告所載資料在所有重大方面均屬準確完整，並無誤導或欺詐成分；且本報告並無遺漏任何其他事宜，致使其所載任何陳述或本報告產生誤導。*

# Corporate Information

## 公司資料

### REGISTERED OFFICE

Windward 3, Regatta Office Park  
P.O. Box 1350  
Grand Cayman  
KY1-1108  
Cayman Islands

### 註冊辦事處

Windward 3, Regatta Office Park  
P.O. Box 1350  
Grand Cayman  
KY1-1108  
Cayman Islands

### HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit A, 6/F, TLP132  
Nos. 132-134 Tai Lin Pai Road  
Kwai Chung, New Territories  
Hong Kong

### 香港總辦事處及主要營業地點

香港  
新界葵涌  
大連排道 132-134 號  
TLP132 六樓 A 室

### EXECUTIVE DIRECTORS

Mr. Yuen Kwok Wai, Tony (*Chairman and Chief Executive Officer*)  
Ms. Yuen Mei Ling, Pauline  
Mr. Mui Pak Kuen  
Mr. Hui Cho Lung

### 執行董事

阮國偉先生 (*主席兼行政總裁*)  
阮美玲女士  
梅栢權先生  
許佐龍先生

### NON-EXECUTIVE DIRECTORS

Mr. Yam Chiu Fan, Joseph  
Ms. Leung Wai Hing, Ella

### 非執行董事

任超凡先生  
梁蕙馨女士

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chung Billy  
Mr. Poon Wai Hung Richard  
Mr. Wong Ching Wan

### 獨立非執行董事

鍾定縉先生  
潘偉雄先生  
王青雲先生

### AUTHORISED REPRESENTATIVES

Mr. Yuen Kwok Wai, Tony  
Mr. Chou Chiu Ho

### 授權代表

阮國偉先生  
周昭何先生

### COMPANY SECRETARY

Mr. Chou Chiu Ho (*HKICPA, ACCA*)

### 公司秘書

周昭何先生 (*HKICPA, ACCA*)

### COMPLIANCE OFFICER

Ms. Yuen Mei Ling, Pauline

### 合規主任

阮美玲女士

### AUDIT COMMITTEE

Mr. Chung Billy (*Chairman*)  
Mr. Poon Wai Hung Richard  
Mr. Wong Ching Wan

### 審核委員會

鍾定縉先生 (*主席*)  
潘偉雄先生  
王青雲先生

### NOMINATION COMMITTEE

Mr. Chung Billy (*Chairman*)  
Mr. Poon Wai Hung Richard  
Mr. Wong Ching Wan

### 提名委員會

鍾定縉先生 (*主席*)  
潘偉雄先生  
王青雲先生

# Corporate Information 公司資料

## REMUNERATION COMMITTEE

Mr. Chung Billy (*Chairman*)  
Mr. Poon Wai Hung Richard  
Mr. Wong Ching Wan  
Ms. Yuen Mei Ling, Pauline

## LEGAL ADVISER

As to Hong Kong law  
Hastings & Co.

## AUDITOR

McMillan Woods (Hong Kong) CPA Limited  
24/F, Siu On Centre  
188 Lockhart Road  
Wan Chai, Hong Kong

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Ltd.  
Windward 3, Regatta Office Park  
P.O. Box 1350  
Grand Cayman  
KY1-1108  
Cayman Islands

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

## PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited  
DBS Bank (Hong Kong) Limited

## WEBSITE

[www.primeintelligence.com.hk](http://www.primeintelligence.com.hk)

## STOCK CODE

8379

## 薪酬委員會

鍾定縉先生(主席)  
潘偉雄先生  
王青雲先生  
阮美玲女士

## 法律顧問

有關香港法律  
希仕廷律師行

## 核數師

長青(香港)會計師事務所有限公司  
香港灣仔  
駱克道188號  
兆安中心24樓

## 開曼群島主要股份過戶登記處

Ocorian Trust (Cayman) Ltd.  
Windward 3, Regatta Office Park  
P.O. Box 1350  
Grand Cayman  
KY1-1108  
Cayman Islands

## 香港股份過戶登記分處

卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

## 主要往來銀行

香港上海滙豐銀行有限公司  
星展銀行(香港)有限公司

## 網址

[www.primeintelligence.com.hk](http://www.primeintelligence.com.hk)

## 股份代號

8379

# Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 未經審核簡明綜合損益及其他全面收益表

The Board (the “Board”) of Directors (the “Director(s)”) of Prime Intelligence Solutions Group Limited (the “Company”) is pleased to present the unaudited condensed consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) for the three months ended 30 June 2023, together with the comparative figures for the corresponding periods in 2022, as follows:

懶豬科技集團有限公司(「本公司」)董事(「董事」)會(「董事會」)欣然提呈以下本公司及其附屬公司(統稱「本集團」)截至2023年6月30日止三個月的未經審核簡明綜合業績，連同2022年同期比較數字：

		<b>Three months ended 30 June</b> 截至6月30日止三個月	
		<b>2023</b> <b>2023年</b> <b>HK\$'000</b> 千港元 <b>(unaudited)</b> (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
		Note 附註	
Revenue	收益	3	9,297
Cost of sales and services rendered	銷售及提供服務成本		(5,959)
<b>Gross profit</b>	<b>毛利</b>		<b>3,338</b>
Other income	其他收入	4	45
Selling and distribution costs	銷售及分銷成本		(2,205)
Administrative and other operating expenses	行政及其他經營開支		(7,932)
<b>Loss from operation</b>	<b>來自經營之虧損</b>		<b>(6,754)</b>
Finance costs	財務成本		(47)
<b>Loss before tax</b>	<b>除稅前虧損</b>		<b>(6,801)</b>
Income tax expense	所得稅開支	5	–
<b>Loss for the period</b>	<b>期內虧損</b>	6	<b>(6,801)</b>
<b>Other comprehensive income for the period, net of tax:</b>	期內其他全面收益，扣除稅項：		
<i>Item that may be reclassified to profit or loss:</i>	<i>可能重新分類至損益之項目：</i>		
Exchange differences on translating foreign operations	換算海外業務時之匯兌差額		10
<b>Total comprehensive income for the period attributable to the owners of the Company</b>	<b>本公司擁有人應佔期內全面收益總額</b>		<b>(6,791)</b>
<b>Loss per share (HK cents)</b>	<b>每股虧損(港仙)</b>		
– Basic and diluted	– 基本及攤薄	8	(0.85)

# Unaudited Condensed Consolidated Statement of Changes in Equity

## 未經審核簡明綜合權益變動表

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

	Share capital	Share premium	Merger reserve	Legal reserve	Foreign currency translation reserve	Retained profits/ losses (accumulated)	Total reserve	Total equity
	股本	股份溢價	合併儲備	法定儲備	外幣換算儲備	保留溢利/ (累計虧損)	總儲備	總權益
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
<b>Balance at 1 April 2022 (audited)</b>	於2022年4月1日的餘額 (經審核)							
	8,000	51,682	17,079	12	(10)	(17,605)	51,158	59,158
Total comprehensive income for the period (unaudited)	期內全面收益總額 (未經審核)							
	-	-	-	-	-	(1,932)	(1,932)	(1,932)
<b>Balance at 30 June 2022 (unaudited)</b>	於2022年6月30日的餘額 (未經審核)							
	8,000	51,682	17,079	12	(10)	(19,537)	49,226	57,226
<b>Balance at 1 April 2023 (audited)</b>	於2023年4月1日的餘額 (經審核)							
	8,000	51,682	17,079	12	(416)	(41,761)	26,596	34,596
Total comprehensive income for the period (unaudited)	期內全面收益總額 (未經審核)							
	-	-	-	-	10	(6,801)	(6,791)	(6,791)
<b>Balance at 30 June 2023 (unaudited)</b>	於2023年6月30日的餘額 (未經審核)							
	8,000	51,682	17,079	12	(406)	(48,562)	19,805	27,805

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempt company with limited liability under the Companies Law (as revised) of the Cayman Islands on 16 October 2015. The address of its registered office is Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands. The address of its principal place of business is located at Unit A, 6/F, TLP132, Nos. 132-134 Tai Lin Pai Road, Kwai Chung, New Territories, Hong Kong. The Company's shares are listed on GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 14 February 2018 (the "Listing").

The Company is an investment holding company. The principal activities of its subsidiaries are sales of biometrics identification devices and other devices and accessories and provision of auxiliary and other services.

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS

The unaudited condensed consolidated financial statements of the Group for the three months ended 30 June 2023 have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards ("HKFRSs") issued by Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosure provisions of the Rules Governing the Listing of Securities on GEM of the Stock Exchange.

These unaudited condensed consolidated results are presented in Hong Kong dollars ("HK\$"), which is the functional currency of the Company.

### 1. 一般資料

本公司於2015年10月16日根據開曼群島公司法(經修訂)在開曼群島註冊成立為獲豁免有限公司。本公司註冊辦事處地址為Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands。其主要營業地點的地址位於香港新界葵涌大連排道132-134號TLP132六樓A室。本公司股份已自2018年2月14日起在香港聯合交易所有限公司(「聯交所」)GEM上市(「上市」)。

本公司為一間投資控股公司。本公司附屬公司的主要業務為銷售生物特徵識別裝置、其他裝置及配件以及提供配套及其他服務。

### 2. 財務報表的呈報及編製基準

本集團截至2023年6月30日止三個月的未經審核簡明綜合財務報表已遵照香港公認會計原則編製，並符合香港會計師公會(「香港會計師公會」)頒佈的香港財務報告準則(「香港財務報告準則」)及聯交所GEM證券上市規則之適用披露條文。

該等未經審核簡明綜合業績以港元(「港元」)呈列，港元為本公司之功能貨幣。

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 2. BASIS OF PRESENTATION AND PREPARATION OF FINANCIAL STATEMENTS (continued)

These condensed consolidated results have not been audited but have been reviewed by the audit committee of the Company.

The unaudited condensed consolidated results of the Group for the three months ended 30 June 2023 do not include all the information and disclosures required in the annual financial statements of the Group and should be read in conjunction with the consolidated financial statements of the Group for the year ended 31 March 2023 (the “**2023 Consolidated Financial Statements**”). The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated results are consistent with those used in the 2023 Consolidated Financial Statements, except for those new and revised HKFRSs and interpretation issued by the HKICPA that are adopted for the first time in the unaudited condensed consolidated financial statements for the three months ended 30 June 2023.

#### Changes in accounting policy and disclosures

The adoption of these new and revised HKFRSs had no significant effects on the results and financial position of the Group for the current and prior periods.

### 2. 財務報表的呈報及編製基準(續)

該等簡明綜合業績未經審核，但已由本公司審核委員會審閱。

本集團截至2023年6月30日止三個月的未經審核簡明綜合業績並不包括本集團年度財務報表所要求的所有資料及披露，並應與本集團截至2023年3月31日止年度的綜合財務報表(「**2023綜合財務報表**」)一併閱讀。除於截至2023年6月30日止三個月的未經審核簡明綜合財務報表中首次應用由香港會計師公會頒佈的新訂及經修訂香港財務報告準則及詮釋外，編製未經審核簡明綜合業績所用的會計政策及計算方法與2023綜合財務報表所用者貫徹一致。

#### 會計政策及披露的變更

採納該等新訂及經修訂香港財務報告準則對本集團於本期間及過往期間的業績及財務狀況並無重大影響。



# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 3. REVENUE

Revenue represents the invoiced values of goods sold and services rendered, after allowances for returns and discounts during the reporting periods.

### 3. 收益

收益指所售貨品及提供服務於報告期內經扣除退貨及折扣後的發票值。

		Three months ended 30 June 截至6月30日止三個月	
		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Sales of biometrics identification devices, security products and other accessories	銷售生物特徵識別裝置、保安產品及其他配件	6,078	7,980
Provision of auxiliary and other services	提供配套及其他服務	3,219	4,330
		<b>9,297</b>	<b>12,310</b>

		Three months ended 30 June 截至6月30日止三個月	
		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Revenue from contracts with customers within the scope of HKFRS 15	香港財務報告準則第15號範圍內的客戶合約收益		
Recognised at a point in time	於某一時間點確認	6,485	9,075
Recognised over time	隨時間確認	2,812	3,235
		<b>9,297</b>	<b>12,310</b>

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 4. OTHER INCOME

### 4. 其他收入

Three months ended 30 June  
截至6月30日止三個月

		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Interest income	利息收入	44	1
Government Subsidies	政府補助	-	336
Others	其他	1	5
		<b>45</b>	<b>342</b>

### 5. INCOME TAX EXPENSE

### 5. 所得稅開支

Three months ended 30 June  
截至6月30日止三個月

		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Provision for the period:	期內撥備：		
Hong Kong Special Administrative Region ("Hong Kong") of the People's Republic of China ("PRC") Profits Tax	中華人民共和國(「中國」) 香港特別行政區(「香港」) 利得稅	-	54

The Group is not subject to taxation in the Cayman Islands and the British Virgin Islands.

本集團毋須繳納開曼群島及英屬處女群島的稅項。

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 5. INCOME TAX EXPENSE (continued)

Under the two-tiered Profits Tax Regime, one of the Company's Hong Kong subsidiaries is subject to Hong Kong Profits Tax at the rate of 8.25% (three months ended 30 June 2022: 8.25%) for the first HK\$2 million of its estimated assessable profits and at 16.5% (three months ended 30 June 2022: 16.5%) on its estimated assessable profits above HK\$2 million. Other Hong Kong subsidiaries not qualifying for the two-tiered Profit Tax Regime are subject to Hong Kong Profits Tax at the rate of 16.5% (three months ended 30 June 2022: 16.5%) for the three months ended 30 June 2023.

The Group's subsidiary established and operated in the PRC is subject to PRC Enterprise Income Tax at the rate of 25% (three months ended 30 June 2022: 25%). No PRC Enterprise Income Tax has been provided for the three months ended 30 June 2023 (three months ended 30 June 2022: Nil) as the Group's PRC subsidiary did not generate any assessable profits during the reporting periods.

The Group's subsidiary established and operated in Macau Special Administrative Region ("Macau") of the PRC is subject to Macau Complementary Tax, under which taxable income of up to Macau Pataca ("MOP") MOP600,000 (three months ended 30 June 2022: MOP600,000) is exempted from taxation with taxable income beyond this amount to be taxed at the rate of 12% (three months ended 30 June 2022: 12%) for the three months ended 30 June 2023.

### 5. 所得稅開支(續)

根據兩級利得稅制度，本公司其中一間香港附屬公司須就估計應課稅溢利的首2百萬港元按8.25%（截至2022年6月30日止三個月：8.25%）的稅率繳納香港利得稅，並就超過2百萬港元的估計應課稅溢利按16.5%（截至2022年6月30日止三個月：16.5%）的稅率繳納香港利得稅。截至2023年6月30日止三個月，其他不符合兩級利得稅制度的香港附屬公司須按16.5%（截至2022年6月30日止三個月：16.5%）的稅率繳納香港利得稅。

本集團在中國成立及經營的附屬公司須按25%（截至2022年6月30日止三個月：25%）的稅率繳納中國企業所得稅。截至2023年6月30日止三個月內概無計提中國企業所得稅撥備（截至2022年6月30日止三個月：無），乃因為本集團的中國附屬公司於報告期內並無產生任何應課稅溢利。

本集團在中國澳門特別行政區（「澳門」）成立及經營的附屬公司須繳納澳門所得補充稅，截至2023年6月30日止三個月，應課稅收入最高600,000澳門幣（「澳門幣」）（截至2022年6月30日止三個月：600,000澳門幣）豁免納稅，超出該金額的應課稅收入按12%（截至2022年6月30日止三個月：12%）的稅率納稅。

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 6. LOSS FOR THE PERIOD

### 6. 期內虧損

Three months ended 30 June  
截至6月30日止三個月

		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Depreciation	折舊	<b>48</b>	-
— Owned assets	— 自有資產		
Staff costs (including directors' emoluments)	員工成本(包括董事酬金)	<b>7,764</b>	6,305
— Salaries, bonus and allowances and other benefits in kind	— 薪金、花紅、津貼及其他實物利益	<b>144</b>	81
— Commission	— 佣金	<b>418</b>	354
— Retirement benefits scheme contributions	— 退休福利計劃供款		
Cost of inventories sold	已售存貨成本	<b>8,326</b>	6,740
Foreign exchange gain, net	匯兌收益淨額	<b>3,105</b>	3,660
Auditor's remuneration	核數師酬金	<b>(150)</b>	(59)
		<b>142</b>	128

# Notes to the Unaudited Condensed Consolidated Financial Statements

## 未經審核簡明綜合財務報表附註

### 7. DIVIDENDS

No dividends was declared or paid during the three months ended 30 June 2023 (three months ended 30 June 2022: Nil).

### 7. 股息

本公司並無於截至2023年6月30日止三個月宣派或派付股息(截至2022年6月30日止三個月：無)。

### 8. LOSS PER SHARE

#### (a) Basic loss per share

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

### 8. 每股虧損

#### (a) 每股基本虧損

每股基本及攤薄盈利乃基於以下數據計算：

		Three months ended 30 June 截至6月30日止三個月	
		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Loss for the purpose of calculating basic and diluted loss per share	用以計算每股基本及攤薄虧損的虧損	(6,801)	(1,932)

		Three months ended 30 June 截至6月30日止三個月	
		2023 2023年	2022 2022年
Number of shares	股份數目	800,000,000	800,000,000
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	用以計算每股基本虧損的普通股加權平均數		

#### (b) Diluted loss per share

No diluted loss per share to be presented as the Company did not have any dilutive potential ordinary shares outstanding during the three months ended 30 June 2023 and 2022.

#### (b) 每股攤薄虧損

並無可呈列的每股攤薄虧損，乃因本公司於截至2023年及2022年6月30日止三個月並無任何流通在外的潛在可攤薄普通股。

# Management Discussion and Analysis

## 管理層討論及分析

### BUSINESS REVIEW

#### Overview

The Group is a provider of biometrics identification solutions in Hong Kong, Macau and the PRC. The Group derives revenue from the following business activities: (i) sales of biometrics identification devices, security products and other accessories; and (ii) provision of auxiliary and other services. The Group's biometrics identification devices have one or more of the following functions: (i) face identification; (ii) fingerprint identification; (iii) finger vein identification; (iv) hand geometry identification; and (v) iris identification. The revenue of the Group for the three months ended 30 June 2023 was approximately HK\$9.3 million, representing a decrease of approximately 24.4% from approximately HK\$12.3 million for the three months ended 30 June 2022. The decrease in revenue was mainly attributable to the net effect of (i) decrease in sales of biometrics identification devices, security products and other accessories by approximately HK\$1.9 million (or 23.8%) as compared with the corresponding period in 2022; and (ii) decrease in revenue derived from provision of auxiliary and other services by approximately HK\$1.1 million (or 25.7%) as compared with the corresponding period in 2022.

Revenue represents the invoiced values of goods sold and services rendered, after allowances for returns and discounts during the reporting periods.

#### 業務概覽

本集團為香港、澳門及中國的生物特徵識別解決方案供應商。本集團透過以下業務活動產生收益：(i) 銷售生物特徵識別裝置、保安產品及其他配件；及(ii) 提供配套及其他服務。本集團的生物特徵識別裝置有一個或以上的以下功能：(i) 人臉識別；(ii) 指紋識別；(iii) 指靜脈識別；(iv) 掌形識別；及(v) 虹膜識別。截至2023年6月30日止三個月，本集團的收益約為9.3百萬港元，較截至2022年6月30日止三個月約12.3百萬港元減少約24.4%。收益減少乃主要由於以下各項因素的淨影響所致：(i) 生物特徵識別裝置、保安產品及其他配件銷售較2022年同期減少約1.9百萬港元(或23.8%)；及(ii) 來自提供配套及其他服務的收益較2022年同期減少約1.1百萬港元(或25.7%)。

收益指所售貨品及提供服務於報告期內經扣除退貨及折扣後的發票值。

#### Three months ended 30 June 截至6月30日止三個月

		2023 2023年 HK\$'000 千港元 (unaudited) (未經審核)	2022 2022年 HK\$'000 千港元 (unaudited) (未經審核)
Sales of biometrics identification devices, security products and other accessories	銷售生物特徵識別裝置、保安產品及其他配件	6,078	7,980
Provision of auxiliary and other services	提供配套及其他服務	3,219	4,330
		<b>9,297</b>	12,310

# Management Discussion and Analysis

## 管理層討論及分析

### Cost of Sales and Services Rendered and Gross Profit

The majority of the Group's cost of sales and services rendered was costs of inventories sold. The Group's costs of inventories sold decreased by approximately 16.2% to approximately HK\$3.1 million for the three months ended 30 June 2023 (three months ended 30 June 2022: approximately 3.7 million). The gross profit margin dropped from approximately 46.6% for the three months ended 30 June 2022 to approximately 35.9% for the three months ended 30 June 2023. The gross profit also dropped from approximately HK\$5.7 million for the three months ended 30 June 2022 to approximately HK\$3.3 million for the three months ended 30 June 2023. The decrease in gross profit was mainly due to (i) the decrease in sales of biometrics identification devices, security products and other accessories; and (ii) the decrease in provision of auxiliary and other services.

### Expenses

Staff costs for the three months ended 30 June 2023 was approximately HK\$8.3 million (three months ended 30 June 2022: approximately HK\$6.7 million), representing an increase of approximately HK\$1.6 million, which was mainly due to the increase in the number of employees and salary increment during the period.

Administrative expenses for the three months ended 30 June 2023 were approximately HK\$7.9 million (three months ended 30 June 2022: approximately HK\$6.5 million), representing an increase of approximately HK\$1.4 million as compared with the last corresponding period, which was mainly due to the increase in staff costs.

### Loss for the Period

The Group incurred a net loss of approximately HK\$6.8 million for the three months ended 30 June 2023, as compared with a net loss of approximately HK\$1.9 million for the three months ended 30 June 2022. The increase in net loss was mainly due to (i) the increase in selling and distribution costs; (ii) the increase in administrative and other operating expenses, (iii) the decrease in sales of biometrics identification devices, security products and other accessories; and (iv) the decrease in provision of auxiliary and other services.

The Board does not recommend the payment of dividends for the three months ended 30 June 2023.

### 銷售及提供服務成本及毛利

本集團大部分銷售及提供服務成本為已售存貨成本。截至2023年6月30日止三個月，本集團的已售存貨成本減少約16.2%至約3.1百萬港元（截至2022年6月30日止三個月：約3.7百萬港元）。毛利率由截至2022年6月30日止三個月約46.6%下跌至截至2023年6月30日止三個月約35.9%。毛利亦由截至2022年6月30日止三個月約5.7百萬港元減少至截至2023年6月30日止三個月約3.3百萬港元。毛利減少主要由於(i)生物特徵識別裝置、保安產品及其他配件銷售下跌；及(ii)配套及其他服務的提供減少。

### 開支

截至2023年6月30日止三個月，員工成本約為8.3百萬港元（截至2022年6月30日止三個月：約6.7百萬港元），增加約1.6百萬港元，主要由於期內僱員人數增加及加薪所致。

截至2023年6月30日止三個月，行政開支約為7.9百萬港元（截至2022年6月30日止三個月：約6.5百萬港元），較去年同期增加約1.4百萬港元，主要由於員工成本增加所致。

### 期內虧損

截至2023年6月30日止三個月，本集團產生淨虧損約6.8百萬港元，而截至2022年6月30日止三個月則產生淨虧損約1.9百萬港元。淨虧損增加主要由於(i)銷售及分銷成本增加；(ii)行政及其他經營開支增加；(iii)生物特徵識別裝置、保安產品及其他配件銷售下跌；及(iv)配套及其他服務的提供減少。

董事會不建議就截至2023年6月30日止三個月派付股息。

# Management Discussion and Analysis

## 管理層討論及分析

### Outlook

The ordinary shares of HK\$0.01 each (the “Shares”) of the Company have been successfully listed on GEM on 14 February 2018. The Board considers that such public listing status allows the Company to gain access to the capital market for corporate finance exercise, assists the Company in the future business development, enhances the Group’s corporate profile and recognition and strengthens the Group’s competitiveness.

Considering the decrease in market demand and the uncertainties brought by the novel coronavirus disease (COVID-19) in the PRC, the Group has decided to suspend the plan to launch affordable locally manufactured fingerprint identification devices as part of the expansion plan of the business in the Southern China, and has planned to reallocate part of the unutilised net proceeds from the Listing to other business plans, namely (i) enhancement of the quality of after-sales services and strengthening of the operation support; (ii) improving the information technology system; (iii) research and development on touchless biometrics identification devices and Artificial Intelligence and Internet of Thing (“AIoT”); and (iv) working capital.

The Group has observed that there has been a change of market trend from touch biometrics identification devices to touchless biometrics identification devices due to increased public health awareness under the COVID-19 pandemic. As such, the Group plans to apply part of the unutilised net proceeds from the Listing for research and development on touchless biometrics identification devices and AIoT. The Group plans to diversify the functions of its touchless biometrics identification devices and their applications by utilising AIoT in order to capture the market of touchless biometrics identification devices with healthcare-related functions. Looking forward, the Board takes the view that AIoT and its functions can be applied in many different scenarios that the Group’s biometrics identification devices can be involved. The Group plans to capture and develop new markets in light of the growing popularity and application of AIoT in daily life.

### 展望

本公司每股面值0.01港元的普通股(「股份」)已於2018年2月14日在GEM成功上市。董事會認為，上市地位將讓本公司利用資本市場進行企業融資，有助本公司的未來業務發展、提升本集團的企業形象及認受性以及加強本集團的競爭力。

考慮到市場需求下降及新型冠狀病毒肺炎(COVID-19)為中國帶來不穩定性，本集團已決定暫停推出本地製造可負擔指紋識別裝置作為拓展華南地區業務計劃的一部分，並已計劃重新分配部分尚未動用上市所得款項淨額予其他業務計劃，即(i)提高售後服務的質量及加強營運支援；(ii)改進資訊科技系統；(iii)研發非接觸式生物特徵識別裝置及人工智能及物聯網(「AIoT」)；及(iv)營運資金。

本集團觀察到，由於COVID-19疫情下公眾的健康意識提高，市場趨勢已從接觸式生物特徵識別裝置轉為非接觸式生物特徵識別裝置。因此，本集團計劃將部分未動用上市所得款項淨額用於研發非接觸式生物特徵識別裝置以及AIoT。本集團計劃利用AIoT多元化其非接觸式生物特徵識別裝置的功能及應用，以佔領具醫療相關功能的非接觸式生物特徵識別裝置市場。展望未來，董事會認為，AIoT及其功能可應用於本集團生物特徵識別裝置可涉及的許多不同情景。鑒於AIoT於日常生活中日益普及且廣泛應用，本集團計劃佔領及開發新市場。



# Management Discussion and Analysis

## 管理層討論及分析

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 30 June 2023, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO, which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they were taken or deemed to have under such provisions of the SFO) or which were required pursuant to Section 352 of the SFO to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

#### Long positions

Ordinary shares of the Company

董事及最高行政人員於本公司或任何相聯法團的股份、相關股份及債權證的權益及淡倉

於2023年6月30日，本公司董事及主要行政人員於本公司或其任何相聯法團(定義見證券及期貨條例第XV部的股份、相關股份及債權證中，擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉(包括彼等根據證券及期貨條例有關條文被認為或視作擁有的權益及淡倉)，或根據證券及期貨條例第352條須記錄在該條文所述登記冊內的權益及淡倉，或根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉如下：

#### 好倉

本公司普通股

Name	Capacity and nature of interest	Number of shares (note 1)	Percentage of the Company's issued share capital
姓名	身份及權益性質	股份數目 (附註1)	佔本公司已發行股本之百分比
Mr. Yuen Kwok Wai, Tony ("Mr. Tony Yuen") (note 2) 阮國偉先生(「阮先生」)(附註2)	Interest of controlled corporation 受控制法團權益	108,000,000 (L)	13.5%
Ms. Yuen Mei Ling, Pauline ("Ms. Pauline Yuen") (note 2) 阮美玲女士(「阮女士」)(附註2)	Interest of controlled corporation 受控制法團權益	108,000,000 (L)	13.5%
Mr. Hui Cho Lung 許佐龍先生	Beneficial owner 實益擁有人	39,100,000 (L)	4.89%

#### Notes:

- The letter "L" denotes a long position in the shareholder's interest in the share capital of the Company.
- As at 30 June 2023, Delighting View Global Limited ("Delighting View") directly holds 108,000,000 Shares. As Delighting View is beneficially owned as to 85% and 15% by Mr. Tony Yuen and Ms. Pauline Yuen respectively and Mr. Tony Yuen and Ms. Pauline Yuen are parties acting in concert, each of Mr. Tony Yuen and Ms. Pauline Yuen is deemed to be interested in all the Share held by Delighting View under the SFO.

Delighting View and Primary Group International Limited ("Primary Group") entered into a sale and purchase agreement on 19 April 2023 for the sale and purchase of 206,000,000 Shares (the "Transaction"). As at the date of this report, the sale and purchase of 98,000,000 Shares has been completed, whereas the sale and purchase of the remaining 108,000,000 Shares will not proceed. Accordingly, as of the date of this report, the number of shares that each of Mr. Tony Yuen and Ms. Pauline Yuen is interested in with the nature of interest of controlled corporation is 108,000,000 (long position), representing approximately 13.50% of the Company's issued share capital. For details of the Transaction, please refer to the Company's announcements dated 21 April 2023, 12 June 2023 and 4 July 2023.

#### 附註：

- 英文字母「L」表示股東於本公司股本的好倉。
- 於2023年6月30日，Delighting View Global Limited (「Delighting View」)直接持有108,000,000股股份。由於Delighting View分別由阮先生及阮女士實益擁有85%及15%，且阮先生及阮女士為一致行動人士，故根據證券及期貨條例阮先生及阮女士各自被視為於Delighting View所持有的所有股份中擁有權益。

Delighting View與Primary Group International Limited (「Primary Group」)於2023年4月19日就買賣206,000,000股股份(「該交易」)訂立買賣協議。於本報告日期，買賣98,000,000股股份已完成，而買賣餘下108,000,000股股份將不會進行。因此，於本報告日期，阮先生及阮女士各自擁有權益(權益性質屬受控制法團)的股份數目為108,000,000股(好倉)，相當於本公司已發行股本約13.50%。有關該交易的詳情，請參閱本公司日期為2023年4月21日、2023年6月12日及2023年7月4日的公佈。

# Management Discussion and Analysis

## 管理層討論及分析

Save as disclosed above, as at the date of this report, none of the Directors and chief executive of the Company or their associates (as defined in the GEM Listing Rules) 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 SFO) which were required to be 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 each of them has taken or deemed to be taken under the provisions of the SFO); or which were required, pursuant to section 352 of the SFO, to be entered into the register referred to therein; or which were required, pursuant to Rules 5.46 and 5.67 of the GEM Listing Rules to be notified to the Company and the Stock Exchange.

### **SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY**

As at 30 June 2023, so far as is known to the Directors, the following persons, not being Directors or chief executive of the Company had, or were deemed to have, interests or short position in the shares or underlying shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO; or which were recorded in the register required to be kept by the Company under Section 336 of the SFO; or who is 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:

除上文所披露外，於本報告日期，概無本公司董事及主要行政人員或彼等之聯繫人（定義見GEM上市規則）於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份或債權證中，擁有任何根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關條文彼等各自被當作或視為擁有的權益或淡倉），或根據證券及期貨條例第352條須記錄於該條例所指登記冊內的權益或淡倉，或根據GEM上市規則第5.46及5.67條須知會本公司及聯交所的權益或淡倉。

### **主要股東及其他人士於本公司股份及相關股份的權益及淡倉**

於2023年6月30日，據董事所知悉，下列人士（並非董事或本公司最高行政人員）於股份或相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露的權益或淡倉；或須記錄於本公司根據證券及期貨條例第336條所存置登記冊的權益或淡倉；或直接或間接擁有附帶權利於任何情況下均可在本公司的股東大會上投票的任何類別股本面值5%或以上權益：

# Management Discussion and Analysis

## 管理層討論及分析

### Long positions

Ordinary shares of the Company

好倉

本公司普通股

Name	Capacity and nature of interest	Number of shares (note 1) 股份數目 (附註1)	Percentage of the Company's issued share capital 佔本公司已發行股本之百分比
姓名／名稱	身份及權益性質		
Delighting View (note 2) Delighting View (附註2)	Beneficial owner 實益擁有人	108,000,000 (L)	13.5%
Mr. Yao Han ("Mr. Yao") (note 3) 姚韓先生(「姚先生」)(附註3)	Beneficial owner 實益擁有人	131,785,000 (L)	16.47%
Ms. Jian Yanmei ("Ms. Jian") (note 3) 蹇豔梅女士(「蹇女士」)(附註3)	Interest of spouse 配偶權益	131,785,000 (L)	16.47%
Primary Group International Limited ("Primary Group") (note 4)	Beneficial owner 實益擁有人	98,000,000 (L)	12.25%
Primary Group International Limited ("Primary Group")(附註4)			
Ren Zixuan ("Ms. Ren") (note 4) 任紫渲女士(「任女士」)(附註4)	Interest of controlled corporation 受控制法團權益	98,000,000 (L)	12.25%

Notes:

附註：

1. The letter "L" denotes a long position in the shareholder's interest in the share capital of the Company.

1. 英文字母「L」表示股東於本公司股本的好倉。

2. As Delighting View is beneficially owned as to 85% and 15% by Mr. Tony Yuen and Ms. Pauline Yuen respectively and Mr. Tony Yuen and Ms. Pauline Yuen are parties acting in concert, each of Mr. Tony Yuen and Ms. Pauline Yuen is deemed to be interested in all the Shares held by Delighting View under the SFO.

2. 由於 Delighting View 分別由阮先生及阮女士實益擁有 85% 及 15%，且阮先生及阮女士為一致行動人士，故根據證券及期貨條例阮先生及阮女士各自被視為為 Delighting View 所持有的所有股份中擁有權益。

Delighting View and Primary Group entered into a sale and purchase agreement on 19 April 2023 for the sale and purchase of 206,000,000 Shares (the "Transaction"). As at the date of this report, the sale and purchase of 98,000,000 Shares has been completed, whereas the sale and purchase of the remaining 108,000,000 Shares will not proceed. Accordingly, as of the date of this report, the number of shares that each of Mr. Tony Yuen and Ms. Pauline Yuen is interested in with the nature of interest of controlled corporation is 108,000,000 (long position), representing approximately 13.50% of the Company's issued share capital. For details of the Transaction, please refer to the Company's announcements dated 21 April 2023, 12 June 2023 and 4 July 2023.

Delighting View 與 Primary Group 於 2023 年 4 月 19 日就買賣 206,000,000 股股份(「該交易」)訂立買賣協議。於本報告日期，買賣 98,000,000 股股份已完成，而買賣餘下 108,000,000 股股份將不會進行。因此，於本報告日期，阮先生及阮女士各自擁有權益(權益性質屬受控制法團)的股份數目為 108,000,000 股(好倉)，相當於本公司已發行股本約 13.50%。有關該交易的詳情，請參閱本公司日期為 2023 年 4 月 21 日、2023 年 6 月 12 日及 2023 年 7 月 4 日的公佈。

3. Ms. Jian is Mr. Yao's spouse and is therefore deemed to be interested in all Shares held by Mr. Yao under the SFO.

3. 蹇女士為姚先生之配偶，故根據證券及期貨條例被視為為姚先生持有的所有股份中擁有權益。

4. Primary Group is beneficially owned as to 100% by Ms. Ren. Ms. Ren is deemed to be interested in all the Shares held by Primary Group under the SFO.

4. 由於 Primary Group 由任女士實益擁有 100%，根據證券及期貨條例，任女士被視為為 Primary Group 持有的所有股份中擁有權益。

# Management Discussion and Analysis

## 管理層討論及分析

Save as disclosed above, as at the date of this Report, the Directors are not aware of any other person, other than Directors and the chief executive of the Company who had, or was deemed to have, interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or, which were recorded in the register required to be kept by the Company under Section 336 of the SFO; or who is 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 options in respect of such share capital.

### PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

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

### COMPETING INTERESTS

The Directors confirm that as at 30 June 2023, none of the Directors, the controlling shareholders of the Company and their respective associates (as defined in the GEM Listing Rules) had any interest in any business which competes or is likely to compete, directly or indirectly, with the business of the Group or any other conflicts of interest with the Group.

### COMPLIANCE WITH THE REQUIRED STANDARD OF DEALINGS IN SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by Directors (the "Model Code") on terms no less exacting than the required standard of dealings (the "Required Standard of Dealings") as set out in Rules 5.48 to 5.67 of the GEM Listing Rules.

Upon specific enquiry made to all Directors, the Company was not aware of any non-compliance with the Model Code and the Required Standard of Dealings from the date of Listing up to the date of this report.

### CORPORATE GOVERNANCE PRACTICES

The Group has committed to upholding high standards of corporate governance. The Board considers that enhanced public accountability and corporate governance are beneficial to the healthy growth of the Group, improving customer and supplier confidence and safeguarding the interests of Shareholders.

The Company has adopted and complied with the Corporate Governance Code (the "CG Code") contained in Appendix 15 to the GEM Listing Rules as its own code and has complied with the CG Code from the date of Listing up to the date of this report, except for the following deviation.

除上文披露者外，於本報告日期，董事並不知悉任何其他人士（董事及本公司最高行政人員除外）於本公司股份或相關股份中擁有或被視為擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露的權益或淡倉；或須記錄於本公司根據證券及期貨條例第336條所存置登記冊的權益或淡倉；或直接或間接擁有附帶權利於任何情況下均可在本公司的股東大會上投票的任何類別股本面值5%或以上權益或有關該股本的購股權。

### 購買、出售或贖回本公司上市證券

本公司或任何附屬公司截至2023年6月30日止三個月內，概無購買、出售或贖回任何本公司上市證券。

### 競爭權益

董事確認，於2023年6月30日，概無董事、本公司控股股東及彼等各自的聯繫人（定義見GEM上市規則）於與本集團業務直接或間接構成競爭或可能構成競爭的任何業務中擁有任何權益或與本集團有任何其他利益衝突。

### 遵守董事進行證券交易的交易規定準則

本公司就董事進行證券交易採納條款不遜於GEM上市規則第5.48至5.67條所載交易規定準則（「交易規定準則」）之操守守則（「標準守則」）。

經向全體董事進行具體查詢後，本公司並不知悉由上市日期至本報告日期違反標準守則及交易規定準則。

### 企業管治常規

本集團致力維持高水準企業管治。董事會認為增加公眾問責性及企業管治有利於本集團穩健增長、提高顧客及供應商的信心，以及保障股東的利益。

本公司已採納及遵守GEM上市規則附錄15所載之企業管治守則（「企業管治守則」）作為其自身之守則，並自上市日期直至本報告日期為止遵守企業管治守則，惟下列偏離事項除外。

# Management Discussion and Analysis

## 管理層討論及分析

### Chairman and chief executive officer

CG Code provision C.2.1 stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Yuen Kwok Wai, Tony (“**Mr. Tony Yuen**”) is the chairman and the chief executive officer of the Company. In view that Mr. Tony Yuen is one of the founders of the Group and has been operating and managing the Group since June 1999, the Board believes that it is in the best interest of the Group to have Mr. Tony Yuen taking up both roles for effective management and business development. Therefore the Board considers that the deviation from the CG Code provision C.2.1 is appropriate in such circumstance.

The Board has continued to monitor and review the corporate governance principles and practices to ensure compliance.

### AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) with written terms of reference in compliance with rules 5.28 and 5.29 of the GEM Listing Rules and code provisions D.3.3 and D.3.7 of the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control systems of the Group. The Audit Committee comprises three independent non-executive Directors, namely Mr. Chung Billy (chairman of the Audit Committee), Mr. Poon Wai Hung Richard and Mr. Wong Ching Wan.

The unaudited condensed consolidated financial statements of the Company for the three months ended 30 June 2023 has been reviewed by the Audit Committee. The Audit Committee is of the opinion that such financial information complies with the applicable accounting standards, the GEM Listing Rules and legal requirements, and that adequate disclosure have been made.

By Order of the Board  
**Prime Intelligence Solutions Group Limited**  
懶豬科技集團有限公司  
**Mr. Yuen Kwok Wai, Tony**  
Chairman

Hong Kong, 10 August 2023

As at the date of this report, the executive Directors are Mr. Yuen Kwok Wai, Tony, Ms. Yuen Mei Ling, Pauline, Mr. Mui Pak Kuen and Mr. Hui Cho Lung; the non-executive Directors are Mr. Yam Chiu Fan, Joseph and Ms. Leung Wai Hing, Ella; and the independent non-executive Directors are Mr. Chung Billy, Mr. Poon Wai Hung Richard and Mr. Wong Ching Wan.

### 主席及行政總裁

企業管治守則條文第C.2.1條規定，主席與行政總裁的角色應予區分且不應由同一人士擔任。阮國偉先生（「**阮先生**」）為本公司主席兼行政總裁。鑒於阮先生為本集團創辦人之一且自1999年6月起一直營運及管理本集團，董事會認為就有效管理及業務發展而言，由阮先生同時出任兩個職位合乎本集團的最佳利益。因此，董事會認為在有關情況下偏離企業管治守則條文第C.2.1條實屬恰當。

董事會已持續監察及審閱企業管治原則及常規以確保合規。

### 審核委員會

本公司已遵循GEM上市規則第5.28及5.29條及企業管治守則的守則條文第D.3.3及D.3.7條成立審核委員會（「**審核委員會**」），並以書面列明其職權範疇。審核委員會的主要職責為檢討及監察本集團的財務申報程序及內部監控系統。審核委員會由三名獨立非執行董事組成，即鍾定縉先生（審核委員會主席）、潘偉雄先生及王青雲先生。

本公司截至2023年6月30日止三個月的未經審核簡明綜合財務報表已經審核委員會審閱。審核委員會認為，有關財務資料符合適用會計準則、GEM上市規則及法定要求，並已作出足夠披露。

承董事會命  
**Prime Intelligence Solutions Group Limited**  
懶豬科技集團有限公司  
主席  
阮國偉先生

香港，2023年8月10日

於本報告日期，執行董事為阮國偉先生、阮美玲女士、孫毅珠女士、梅栢權先生及許佐龍先生；非執行董事為任超凡先生及梁蕙馨女士；及獨立非執行董事為鍾定縉先生、潘偉雄先生及王青雲先生。



**Prime Intelligence Solutions Group Limited**  
**懶豬科技集團有限公司**