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**SVISION**

**SV Vision Limited**

**華美樂樂有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8429)**

**ANNUAL RESULTS ANNOUNCEMENT  
FOR THE YEAR ENDED 31 DECEMBER 2023**

**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.**

*This announcement, for which the directors (the “Directors”) of SV Vision Limited (the “Company”, and together with its subsidiaries, the “Group”, “we” or “our”) 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 announcement 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 announcement misleading.*

The board of Directors (the “Board”) of the Company is pleased to present the audited results of the Company and its subsidiaries (collectively, the “Group”) for the year ended 31 December 2023, together with comparative figures for the preceding financial year as follows:

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

For the year ended 31 December 2023

	<i>Note</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Revenue</b>	4	<b>53,730</b>	59,646
Other income, gains and losses, net	5	<b>443</b>	1,867
Outsourced project costs		<b>(20,399)</b>	(20,954)
Materials and consumables		<b>(3,176)</b>	(3,989)
Depreciation and amortisation expenses		<b>(4,775)</b>	(4,190)
Employee benefits expenses	6	<b>(16,154)</b>	(16,165)
Rental expenses		<b>(2,292)</b>	(2,202)
Transportation fee		<b>(4,321)</b>	(6,179)
(Allowance for)/Reversal of expected credit losses (“ECLs”) on trade receivables		<b>(110)</b>	188
Other operating expenses		<b>(8,693)</b>	(10,368)
Finance costs		<b>(111)</b>	(233)
<b>Loss before income tax</b>	6	<b>(5,858)</b>	(2,579)
Income tax expense	7	<b>(221)</b>	(360)
<b>Loss for the year</b>		<b><u>(6,079)</u></b>	<b><u>(2,939)</u></b>
<b>Other comprehensive loss</b>			
<i>Item that will not be reclassified to profit or loss:</i>			
— Loss on change of fair value of Designated FVOCI		—	(366)
<i>Item that may be reclassified subsequently to profit or loss:</i>			
— Exchange differences arising on translation of foreign operations		<b>(137)</b>	(113)
<b>Other comprehensive loss for the year</b>		<b><u>(137)</u></b>	<b><u>(479)</u></b>
<b>Total comprehensive loss for the year</b>		<b><u>(6,216)</u></b>	<b><u>(3,418)</u></b>

	<i>Note</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Loss for the year attributable to:</b>			
Owners of the Company		<b>(8,601)</b>	(4,445)
Non-controlling interests		<u>2,522</u>	<u>1,506</u>
<b>Loss for the year</b>		<u><b>(6,079)</b></u>	<u>(2,939)</u>
<b>Total comprehensive loss for the year attributable to:</b>			
Owners of the Company		<b>(8,738)</b>	(4,924)
Non-controlling interests		<u>2,522</u>	<u>1,506</u>
<b>Total comprehensive loss for the year</b>		<u><b>(6,216)</b></u>	<u>(3,418)</u>
<b>Loss per share attributable to owners of the Company</b>			
Basic and diluted (HK cents)	9	<u><b>(1.79)</b></u>	<u>(0.93)</u>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2023

	<i>Note</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Non-current assets</b>			
Property, plant and equipment		<b>36,449</b>	37,850
Right-of-use assets		<b>691</b>	3,087
Intangible assets		<b>105</b>	212
Goodwill		—	—
Designated FVOCI		<b>24</b>	24
Deposit	<i>10</i>	<b>298</b>	298
		<b>37,567</b>	41,471
<b>Current assets</b>			
Inventories		<b>105</b>	112
Contract costs		<b>7,300</b>	—
Trade and other receivables, deposits and prepayments	<i>10</i>	<b>15,258</b>	18,142
Cash and bank balances		<b>20,514</b>	16,988
		<b>43,177</b>	35,242
<b>Current liabilities</b>			
Trade and other payables and accruals	<i>11</i>	<b>14,025</b>	11,144
Contract liabilities	<i>11</i>	<b>4,339</b>	1,720
Deferred government grants		<b>7,500</b>	—
Amount due to a non-controlling shareholder of a subsidiary		<b>56</b>	56
Tax payable		<b>625</b>	852
Lease liabilities		<b>609</b>	2,600
		<b>27,154</b>	16,372
<b>Net current assets</b>		<b>16,023</b>	18,870
<b>Total assets less current liabilities</b>		<b>53,590</b>	60,341
<b>Non-current liability</b>			
Lease liabilities		<b>146</b>	681
<b>Net assets</b>		<b>53,444</b>	59,660

	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>CAPITAL AND RESERVES</b>		
Share capital	<b>4,800</b>	4,800
Reserves	<u><b>51,221</b></u>	<u>59,959</u>
<b>Total equity attributable to owners of the Company</b>	<b>56,021</b>	64,759
Non-controlling interests	<u><b>(2,577)</b></u>	<u>(5,099)</u>
<b>Total equity</b>	<u><u><b>53,444</b></u></u>	<u><u>59,660</u></u>

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2023

	Share capital HK\$'000	Share premium HK\$'000	Capital reserve HK\$'000	Translation reserve HK\$'000	Other reserves HK\$'000	Fair value reserve (non- recycling) HK\$'000	Retained earnings (Accumulated losses) HK\$'000	Total HK\$'000	Non- controlling interests HK\$'000	Total HK\$'000
Balance as at 1 January 2022	4,800	53,131	11,993	(648)	182	—	225	69,683	(6,605)	63,078
(Loss)/Profit for the year	—	—	—	—	—	—	(4,445)	(4,445)	1,506	(2,939)
Other comprehensive loss:										
Loss on change in fair value of Designated FVOCI	—	—	—	—	—	(366)	—	(366)	—	(366)
Exchange differences arising on translation of foreign operations	—	—	—	(113)	—	—	—	(113)	—	(113)
Other comprehensive loss for the year	—	—	—	(113)	—	(366)	—	(479)	—	(479)
Total comprehensive (loss)/income for the year	—	—	—	(113)	—	(366)	(4,445)	(4,924)	1,506	(3,418)
Transfer to statutory reserve	—	—	—	—	11	—	(11)	—	—	—
Balance as at 31 December 2022 and 1 January 2023	4,800	53,131	11,993	(761)	193	(366)	(4,231)	64,759	(5,099)	59,660
(Loss)/Profit for the year	—	—	—	—	—	—	(8,601)	(8,601)	2,522	(6,079)
Other comprehensive loss:										
Exchange differences arising on translation of foreign operations	—	—	—	(137)	—	—	—	(137)	—	(137)
Other comprehensive loss for the year	—	—	—	(137)	—	—	—	(137)	—	(137)
Total comprehensive (loss)/income for the year	—	—	—	(137)	—	—	(8,601)	(8,738)	2,522	(6,216)
At 31 December 2023	4,800	53,131	11,993	(898)	193	(366)	(12,832)	56,021	(2,577)	53,444

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

*For the year ended 31 December 2023*

## 1. GENERAL INFORMATION

SV Vision Limited (the “Company”, collectively with its subsidiaries, the “Group”) was incorporated as an exempted company and registered in the Cayman Islands with limited liability under the Companies Act of the Cayman Islands on 20 January 2017. The registered office of the Company is located at Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. The shares of the Company are listed on GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since 8 December 2017. The Company’s principal place of business is located at Unit B, 9th Floor, Safety Godown Industrial Building, 56 Ka Yip Street, Chai Wan, Hong Kong.

The Company is an investment holding company. The principal activities of the Group are provision of marketing production services and content media business.

## 2. BASIS OF PREPARATION AND PRESENTATION

The consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), which collective term includes all applicable individual HKFRSs, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The consolidated financial statements also comply with the applicable disclosure requirements of the Companies Ordinance and the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”).

The consolidated financial statements have been prepared on historical cost basis, except for financial asset designated at fair value through other comprehensive income (“Designated FVOCI”) that is measured at fair value at the end of each reporting period. The consolidated financial statements are presented in HK\$, which is also the functional currency of the Company. All values are rounded to the nearest thousand except when otherwise indicated.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2 Share-based Payment, leasing transactions that are accounted for in accordance with HKFRS 16 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 Inventories or value in use in HKAS 36 Impairment of Assets.

It should be noted that accounting estimates and assumptions have been used in preparation of the consolidated financial statements. Although these estimates are based on management’s best knowledge and judgement of current events and actions, actual results may ultimately differ from those estimates.

### 3. APPLICATION OF NEW AND AMENDMENTS TO HKFRSs

The HKICPA has issued a number of amendments to HKFRSs and had become effective during the year. In preparing the consolidated financial statements, the Group has applied all applicable amendments to HKFRSs issued by the HKICPA, which are effective for the Group's consolidated financial statements for the accounting period beginning on 1 January 2023.

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

None of these amendments have had a material effect on the Group's financial performance and financial position for the current or prior years and/or on the disclosures of accounting policy information set out in these consolidated financial statements.

At the date when these consolidated financial statements are authorised for issue, certain new and amended HKFRSs have been issued but are not yet effective, and have not been applied early by the Group.

Amendments to HKAS 1	Classification of Liabilities as Current or Non-current <sup>1</sup>
Amendments to HKAS 1	Non-current Liabilities with Covenants <sup>1</sup>
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements <sup>1</sup>
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback <sup>1</sup>
Amendments to HKAS 21	Lack of Exchangeability <sup>2</sup>
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>3</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2024

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2025

<sup>3</sup> The effective date to be determined

The Group has already commenced an assessment of the related impact of adopting the above new and amendments to HKFRSs. So far, it is concluded that the above new and amendments to HKFRSs will be adopted at the respective effective dates and the adoption of them is unlikely to have a significant impact on the consolidated financial statements of the Group.



#### 4. REVENUE AND SEGMENT INFORMATION

An operating segment is a component of the Group that is engaged in business activities from which the Group may earn revenue and incur expenses, and is defined on the basis of the internal management reporting information that is provided to and regularly reviewed by the executive director of the Company, who is the chief operating decision maker, in order to allocate resources and assess performance of the segment. During the year, the executive director of the Company regularly reviewed the consolidated financial position, revenue from provision of marketing production services, content media business and results of the Group as a whole for the purposes of allocating resources and assessing performance of the Group as a whole.

Therefore, the executive director of the Company considers the Group as one single operating segment during the year that comprises of two service categories, which are (a) marketing production; and (b) content media. The following table sets forth the breakdown of the Group's revenue by service category during the year.

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Revenue recognised at a point in time:</b>		
Marketing production	38,056	37,494
Income from content media business	15,674	22,143
E-commerce and retail	<u>—</u>	<u>9</u>
	<u><b>53,730</b></u>	<u><b>59,646</b></u>

All of the Group's unsatisfied performance obligations for contracts with customers are for periods of one year or less. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

#### Geographical information

The principal place of the Group's operation is mainly in Hong Kong and the People's Republic of China ("PRC"). For the purpose of segment information disclosures under HKFRS 8, the Group regarded Hong Kong as its country of domicile.

As at 31 December 2023 and 2022, non-current assets are mainly located in Hong Kong and the United States of America (the "USA").

The Group's non-current assets are divided into the following geographical areas:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Non-current assets:</b>		
Hong Kong	1,141	4,125
The USA	36,048	36,902
Others	<u>354</u>	<u>420</u>
	<u><b>37,543</b></u>	<u><b>41,447</b></u>

*Note:* Non-current assets excluded goodwill and designated FVOCI.

Revenue by geographical location of customers, which is based on the principal place of the customers' operation, is set out below:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
<b>Revenue recognised at a point in time:</b>		
Hong Kong	<b>48,239</b>	36,365
The PRC	<b>5,326</b>	22,505
Others	<b>165</b>	776
	<u><b>53,730</b></u>	<u>776</u>
	<u><b>53,730</b></u>	<u>59,646</u>

#### Information about major customers

The Group had transactions with the following customers, which contributed more than 10% of the Group's revenue for the year:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
<b>Revenue recognised at a point in time:</b>		
Customer A	<b>9,587</b>	12,512
Customer B	<b>9,619</b>	N/A (Note)
Customer C	<b>16,863</b>	12,666
Customer D	<b>N/A (Note)</b>	11,676
	<u><b>N/A (Note)</b></u>	<u>11,676</u>

*Note:* The individual customer contributed less than 10% of the total revenue of the Group for the year.

#### 5. OTHER INCOME, GAINS AND LOSSES, NET

An analysis of the Group's other income, gains and losses, net for the years is as follows:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
Exchange gain, net	<b>52</b>	—
Gain on termination of lease	—	829
Gain on disposal of property, plant and equipment	—	2
Government subsidies	—	608
Interest income	<b>199</b>	185
Rent concession in relation to COVID-19	—	45
Sundry income	<b>192</b>	198
	<u><b>443</b></u>	<u>1,867</u>
	<u><b>443</b></u>	<u>1,867</u>

## 6. LOSS BEFORE INCOME TAX

Loss before income tax is arrived at after charging/(crediting):

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Amortisation of intangible assets	105	111
Auditor's remuneration		
— Audit services	691	625
Cost of inventories sold <sup>#</sup>	6	31
Depreciation of property, plant and equipment	1,832	1,193
Depreciation of right-of-use assets	2,838	2,886
Allowance for/(Reversal of) ECLs on trade receivables	110	(188)
Short-term lease expenses — properties	2,252	2,178
Variable lease payments not included in the measurement of lease liabilities	<u>40</u>	<u>24</u>
Employee benefits expenses (including directors' remuneration)		
— Salaries, allowances and benefits in kind	14,644	14,747
— Reversal of long service payment	—	(45)
— Retirement benefit scheme contributions	<u>1,510</u>	<u>1,463</u>
	<u>16,154</u>	<u>16,165</u>

<sup>#</sup> Included in materials and consumables in the consolidated statement of profit or loss and other comprehensive income.

## 7. INCOME TAX EXPENSE

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Income tax expense comprise:		
Hong Kong Profits Tax		
— current tax for the year	154	206
— under-provision in prior years	<u>67</u>	<u>85</u>
	221	291
The PRC Enterprise Income Tax (the "EIT")		
— current tax for the year	<u>—</u>	<u>69</u>
Income tax expense	<u>221</u>	<u>360</u>

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operated.

Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax under these jurisdictions during the year (2022: Nil).

Under the two-tiered profits tax rates regime of the Hong Kong Profits Tax, the first HK\$2,000,000 of profits of the qualifying group entity will be taxed at 8.25% (2022: 8.25%) during the year, and profits above HK\$2,000,000 will be taxed at 16.5% (2022: 16.5%). The profits of group entities not qualifying for the two-tiered profit tax rates regime will continue to be taxed at a flat rate of 16.5% (2022: 16.5%) during the year.

Accordingly, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% (2022: 8.25%) of the first HK\$2,000,000 of the estimated assessable profits and at 16.5% (2022: 16.5%) on the estimated profits above HK\$2,000,000, taking into account the tax concession granted by the Hong Kong Special Administrative Region Government during the year.

Under the EIT Law and the Implementation Regulation of the EIT Law, the subsidiary in the PRC is subject to the tax rate of 25% (2022: 25%) on the estimated assessable profits during the year.

Pursuant to 《關於進一步實施小微企業所得稅優惠政策的公告》 (Caishui [2022] No. 13), a subsidiary in the PRC qualifying as Small and Micro Enterprises whose annual taxable income exceeding RMB1.00 million but not exceeding RMB3.00 million, 25% of the amount will be reduced. In addition, pursuant to 《關於實施小微企業和個體工商戶所得稅優惠政策的公告》 (Caishui [2023] No. 6) issued in 2023, for the portion of the annual taxable income less than RMB1.00 million, 25% of the amount will be reduced and the Enterprise Income Tax will be at the tax rate of 20%. (2022: Pursuant to 《關於實施小微企業普惠性稅收減免政策的通知》 (Caishui [2019] No. 13) issued in 2019, a subsidiary in the PRC qualifying as Small and Micro Enterprises whose annual taxable income is less than RMB1.00 million, 25% of the amount will be reduced, and the PRC Enterprise Income Tax will be at the tax rate of 20%; for the portion of annual taxable income exceeding RMB1.00 million but not exceeding RMB3.00 million, 50% of the amount will be reduced, and the PRC Enterprise Income Tax will be at the tax rate of 20%. In addition, pursuant to 《關於實施小微企業和個體工商戶所得稅優惠政策的公告》 (Caishui [2021] No. 12) issued in 2021 and 《關於進一步實施小微企業所得稅優惠政策的公告》 (Caishui [2022] No. 13), for the portion of annual taxable income less than RMB1.00 million and for the portion of annual taxable income exceeding RMB1.00 million but not exceeding RMB3.00 million for Small and Micro Enterprises, on the basis of the preferential policies stipulated in Article 2 of 《關於實施小微企業普惠性稅收減免政策的通知》 (Caishui [2019] No. 13) issued in 2019, the PRC Enterprise Income Tax will be reduced by half respectively.)

As at 31 December 2023 and 2022, no deferred tax has been recognised in these consolidated financial statements as the effect of temporary differences was considered insignificant.

Pursuant to the EIT Law, 5% withholding tax is levied on the foreign investor in respect of dividend distributions arising from a foreign investment enterprise's profits earned after 1 January 2008. As at 31 December 2023, temporary withholding tax differences relating to the undistributed profits of the PRC subsidiary amounted to approximately HK\$1,653,000 (2022: HK\$3,372,000). Deferred tax liabilities amounted to approximately HK\$83,000 (2022: HK\$169,000) have not been recognised in respect of the tax that would be payable on the distribution of these retained profits as the Company is in a position to control the dividend policy of the PRC subsidiary and it has been determined that it is probable that undistributed profits of the PRC subsidiary will not be distributed in the foreseeable future.

## **8. DIVIDENDS**

### **(a) Dividends payable to the owners of the Company attributable to the year**

The board of directors do not recommend the payment of any dividend for the year (2022: Nil).

### **(b) Dividends payable to the owners of the Company attributable to previous financial year, approved and paid during the year**

The directors have resolved not to recommend the declaration of any final dividend for the years ended 31 December 2023 and 2022.

## **9. LOSS PER SHARE**

The calculations of basic loss per share are based on the loss of approximately HK\$8,601,000 (2022: HK\$4,445,000) for the year attributable to owners of the Company and the weighted average of 480,000,000 (2022: 480,000,000) shares in issue during the year.

Diluted loss per share were same as the basic loss per share as there were no dilutive potential ordinary shares in existence during the years.

## 10. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Trade receivables	13,026	16,002
Less: Allowances of ECLs	<u>(234)</u>	<u>(124)</u>
Trade receivables, net ( <i>Note (i)</i> )	12,792	15,878
Rental and other deposits ( <i>Note (ii)</i> )	797	685
Prepayments	1,394	1,770
Other receivables	<u>573</u>	<u>107</u>
Total trade and other receivables, deposits and prepayments	<u>15,556</u>	<u>18,440</u>
Less:		
Non-current deposits	<u>(298)</u>	<u>(298)</u>
Total current trade and other receivables, deposits and prepayments	<u>15,258</u>	<u>18,142</u>

### Notes:

#### (i) Trade receivables

Movements in allowance for ECLs on trade receivables were as follow:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
As at 1 January	124	312
Allowance for/(Reversal of) ECLs made during the year	<u>110</u>	<u>(188)</u>
As at 31 December	<u>234</u>	<u>124</u>

The credit period for trade receivables granted to its customers is generally ranging from 30 to 60 days (2022: 30 to 60 days) from the date of billing for the year. The ageing analysis of the trade receivables, net of allowance for ECLs, based on due date is as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Current (not past due)	6,606	6,895
Less than 1 month past due	2,215	4,522
Over 1 month but less than 3 months past due	3,452	3,560
Over 3 months but less than 1 year past due	301	661
Over 1 year past due	452	364
Less: allowance for ECLs	<u>(234)</u>	<u>(124)</u>
	<u>12,792</u>	<u>15,878</u>

The ageing analysis of the trade receivables, net of allowance for ECLs, based on invoice date is as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Within 1 month	8,166	8,791
Over 1 month but less than 3 months	4,024	6,083
Over 3 months but less than 1 year	358	750
Over 1 year	478	378
Less: allowance for ECLs	<u>(234)</u>	<u>(124)</u>
	<b><u>12,792</u></b>	<b><u>15,878</u></b>

(ii) Rental and other deposits

Included in rental and other deposits, rental deposits of HK\$94,000 (2022: HK\$94,000) were paid to one (2022: one) related company, in which Ms. Woo Chan Tak Chi Bonnie (“Ms. Bonnie Chan Woo”), an executive director of the Company, and/or her spouse have beneficiary interest. The rental deposit is repayable upon the termination of that lease.

## 11. TRADE AND OTHER PAYABLES AND ACCRUALS AND CONTRACT LIABILITIES

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Trade payables ( <i>Note (i)</i> )	6,432	7,019
Accruals ( <i>Note (ii)</i> )	2,604	3,036
Refundable deposits received	4,200	—
Other payables	<u>789</u>	<u>1,089</u>
Total trade and other payables and accruals	<b>14,025</b>	11,144
Contract liabilities ( <i>Note (iii)</i> )	<u>4,339</u>	<u>1,720</u>
	<b><u>18,364</u></b>	<b><u>12,864</u></b>

*Notes:*

- (i) The credit period granted by suppliers of the Group is generally ranging from 30 to 90 days (2022: 30 to 90 days). The ageing analysis of the trade payables based on invoice date is as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Within 1 month	5,238	5,431
Over 1 month but less than 3 months	1,008	1,232
Over 3 months but less than 1 year	179	330
Over 1 year	<u>7</u>	<u>26</u>
	<b><u>6,432</u></b>	<b><u>7,019</u></b>

- (ii) As at 31 December 2023, consulting expense amounting to approximately HK\$737,000 (2022: HK\$511,000) and accrued employee benefits expenses amounting to approximately HK\$801,000 (2022: HK\$1,017,000) were included in accruals.
- (iii) Contract liabilities, representing (i) receipt in advance from customers and (ii) unsatisfied performance obligations from the completion of the relevant events or activities are separately presented. The movement of contract liabilities (excluding those arising from increases and decreases both occurred within the same year) is as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Balance at 1 January	1,720	2,195
Decrease in contract liabilities as a result of recognizing revenue during the year that was included in the contract liabilities at the beginning of the year	(1,087)	(1,100)
Increased in contract liabilities as a result of receiving forward sales deposits and installments during the year	4,103	1,123
Refunded during the year	(397)	(404)
Recognised as other income	<u>—</u>	<u>(94)</u>
Balance at 31 December	<u><u>4,339</u></u>	<u><u>1,720</u></u>

At 31 December 2023 and 2022, the advances from customers are expected to be recognised as revenue within 1 year.

## 12. RELATED PARTY TRANSACTIONS

Other than disclosed elsewhere in the consolidated financial statements, the Group has the following transactions with its related parties in the normal course of its business and with terms mutually agreed between both parties:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Revenue from provision of marketing production services to MCL Financial Group Limited ( <i>Note (a)</i> )	5	5
Short-term lease expense to 4L 108 Leonard LLC ( <i>Note (b)</i> )	1,127	1,127
Repayment of lease liabilities (including capital and interest elements) to Gateway Engineering Limited ( <i>Note (c)</i> )	—	58
Treasury management service expense to Gain Smart Asia Limited ( <i>Note (b)</i> )	<u><u>240</u></u>	<u><u>240</u></u>

*Notes:*

- (a) Mr. Chow Sai Yiu Evan, a non-executive director of the Company, is the controlling shareholder and the beneficial owner of this related company.
- (b) Spouse of Ms. Bonnie Chan Woo, an executive director of the Company, and Ms. Bonnie Chan Woo, are the beneficial owners of these related companies.



- (c) Spouse of Ms. Bonnie Chan Woo, is the director and one of the beneficial owner of this related company. As at 31 December 2023 and 2022, no leased property is recognised as right-of-use assets and lease liabilities.

### Compensation of key management personnel

Key management personnel are those persons holding positions with authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including the directors of the Company. Key management personnel's remuneration is as follows:

	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
Directors' fee	<b>504</b>	360
Salaries, allowances and benefits in kind	<b>5,255</b>	6,873
Retirement benefit scheme contributions	<b>120</b>	229
	<b><u>5,879</u></b>	<u>7,462</u>

### 13. OTHER COMMITMENTS

According to the term sheet and collaboration agreement entered into between the Group and the marketing media producer stationed in the USA ("Media Producer") on 22 August 2020 and 15 February 2023 respectively, the Group is committed to invest in the co-operative project with the Media Producer with mutually approved budget for an aggregate of US\$3,000,000 (equivalent to approximately HK\$23,400,000) (2022: US\$1,800,000 (equivalent to approximately HK\$13,953,000)).

As of the year ended 31 December 2023, the accumulated project costs amounted to HK\$14,482,000 (equivalent to approximately US\$1,869,000) (As of the year ended 31 December 2022, the accumulated project costs amounted to HK\$9,379,000 (equivalent to approximately US\$1,204,000)) has been incurred by the Group for the project.

As at 31 December 2023, the remaining balance of the commitment in relation to the mutually approved budget is amounting to US\$1,131,000 (equivalent to approximately HK\$8,918,000) (2022: US\$596,000 (equivalent to approximately HK\$4,574,000)).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Business Review and Outlook

Economic activities across diverse industries in Hong Kong are showing signs of recovery, driven primarily by a resurgence in tourism and local consumption expenditure. Despite this positive trend, the pace of economic growth remains modest, impacting on our marketing production clients in the insurance sector in varying way. Notably, the revenue generated from marketing production services for the year ended 31 December 2023 reached HK\$38.1 million, reflecting a modest 1.5% increase compared to the previous year.

The Group's media business, with a focus on youth demographic, has exhibited growth following a strategic reallocation of resources towards collaboration ventures with brands for experiential marketing initiatives. Despite a reduction in the pace of content production, revenue from content media business for the year ended 31 December 2023 amounted to HK\$15.7 million, making a 29% decline from the previous year. Throughout the year, active negotiations have been ongoing for a significant experiential project. Exciting news includes the forthcoming introduction of Complex's renowned cultural event, ComplexCon, to Hong Kong in the first quarter of 2024, making the inaugural ComplexCon Asia Edition. The collaboration with infuse Hong Kong Arts Month with Complex's distinct expertise in international pop and urban culture, with an anticipated attendance of over 30,000 guests from all over Asia and beyond.

The Group experienced a decline in revenue of approximately 10% for the year ended 31 December 2023, compared with the previous year. The decrease was predominantly attributed to challenges within the content media sector, stemming from shifts in marketing strategies employed by our brand clientele. Additionally, the Group's net loss for the year ended 31 December 2023 increased by 110% from the previous year. This increase was primarily driven by heightened expenditures associated with the expansion of our team in China, necessitated by evolving business focus towards catering to the escalating demand for experiential events in the latter part of the year.

In the near future, economic growth in Hong Kong and China is anticipated to sustain its current recovery trajectory. Our primary objectives are to enrich experiential offerings and explore emerging markets throughout the Asia Pacific region. Moreover, we are excited to announce the introduction of ComplexCon to Hong Kong, marking a pivotal moment towards cultural amalgamation. This event will attract leading designers, creatives artists and talented individuals to converge at the festival.

## FINANCIAL REVIEW

### Revenue

The Group's revenue is principally generated from the business of marketing production and content media. During the year, the Group's revenue decreased by approximately 9.9% to approximately HK\$53.7 million (2022: HK\$59.6 million).

The following table sets forth the breakdown of the revenue by service category during the year:

	2023		2022	
	HK\$'000	%	HK\$'000	%
Marketing production	38,056	70.8	37,494	62.8
Content media	15,674	29.2	22,143	37.1
E-commerce and retail	—	—	9	0.1
Total	<u>53,730</u>	<u>100.0</u>	<u>59,646</u>	<u>100.0</u>

During the year, the revenue from marketing production increased by approximately 1.5% to approximately HK\$38.1 million (2022: HK\$37.5 million). The increase in revenue from marketing production was mainly due to increase in number of projects during the year.

During the year, the revenue from content media decreased by approximately 29.2% to approximately HK\$15.7 million (2022: HK\$22.1 million) which mainly represented brand income on our original content and experiential. The decrease in revenue of this business was mainly due to lesser deals were secured due to slow recovery in Mainland China.

### Other income, gains and losses, net

Other income, gains and losses, net principally comprised (i) interest income; and (ii) net exchange gain. During the year, the Group's other income, gains and losses, net decreased by approximately 76.3% to approximately HK\$0.4 million (2022: HK\$1.9 million) was mainly attributable to decrease in gain on termination of lease and government subsidies.

The following table sets forth the breakdown of the other income, gains and losses, net during the year:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
Exchange gain, net	<b>52</b>	—
Gain on termination of lease	—	829
Gain on disposal of property, plant and equipment	—	2
Government subsidies	—	608
Interest income	<b>199</b>	185
Rent concession in relation to COVID-19	—	45
Sundry income	<b>192</b>	198
	<u>          </u>	<u>          </u>
Total	<b>443</b>	1,867

### **Outsourced project costs**

Outsourced project costs consist of printing costs and other outsourced project costs and costs for content media. During the year, the Group's outsourced project costs decreased slightly by approximately 2.6% to approximately HK\$20.1 million (2022: HK\$21.0 million).

The following table sets forth the breakdown of the outsourced project costs during the year:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
Printing costs	<b>11,275</b>	8,847
Others	<b>9,124</b>	12,107
	<u>          </u>	<u>          </u>
Total	<b>20,399</b>	20,954

The decrease was directly attributable to the decrease from content media business and offsetting by the increase from marketing production business.

### **Materials and consumables**

Materials and consumables are costs on papers and other materials sourced by the Group for the marketing production and the cost of goods for retail sales. During the year, the Group's materials and consumables decreased by approximately 20.4% to approximately HK\$3.2 million (2022: HK\$4.0 million). No major increase due to the increase in business from marketing production services as those increase in projects were produced by vendors.

The following table sets forth the breakdown of the materials and consumables during the year:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
Paper supply	<b>2,564</b>	2,617
Others	<u>612</u>	<u>1,372</u>
Total	<u><b>3,176</b></u>	<u>3,989</u>

### **Depreciation and amortisation expenses**

Depreciation and amortisation expenses relate mainly to depreciation of the property, leasehold improvements, furniture, fixture and office equipment and right-of-use assets and amortisation of intangible assets which mainly include software and platforms developed for business operation. During the year, the Group's depreciation and amortisation expenses increased by approximately 14.0% to approximately HK\$4.8 million (2022: HK\$4.2 million). The increase was mainly due to the full year of depreciation were charged for the certain items of property, plant and equipment during the year.

### **Employee benefits expenses**

Employee benefits expenses primarily consist of salaries, allowances and benefits in kind, discretionary bonus and retirement benefit scheme contributions. During the year, the Group's employee benefits expenses were approximately HK\$16.2 million (2022: HK\$16.2 million) which were relatively stable over the years.

The following table sets forth the breakdown of the employee benefits expenses during the year:

	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
Salaries, allowances and benefits in kind	<b>14,644</b>	14,747
Reversal of long service payment	—	(45)
Retirement benefit scheme contributions	<u>1,510</u>	<u>1,463</u>
Total	<u><b>16,154</b></u>	<u>16,165</u>

## **Rental expenses**

Rental expenses primarily represent the rental expenses for short-term leases for office premises and staff quarter and the variable lease payment for the printing machines for confidential data printing services. During the year, the Group's rental expenses increased by approximately 4.1%, to approximately HK\$2.3 million (2022: HK\$2.2 million). The increase was primarily attributable to the renewed short term lease for an expanded office premise in Hong Kong for the content media business.

## **Transportation fee**

Transportation fee consists of fees paid to logistic service providers for (i) delivery of products to clients; and (ii) postage incurred in respect of the direct mailing services. During the year, the Group's transportation fee decreased by approximately 30.1% to approximately HK\$4.3 million (2022: HK\$6.2 million). No major increase due to the increase in business from marketing production services as those increase in projects were produced by vendors.

## **Other operating expenses**

Other operating expenses primarily consist of auditor's remuneration, consultancy fee, legal and professional fee, rates and building management fee, utilities and office expenses. During the year, the Group's other operating expenses decreased by approximately 16.2% to approximately HK\$8.7 million (2022: HK\$10.4 million). The decrease was primarily attributable to the decrease of consultancy and legal and professional expenses attributable to content media business during the year.

## **Finance cost**

Finance cost primarily represents the interest on lease liabilities. During the year, the Group's finance cost decreased by approximately HK\$0.1 million, representing 52.4%, to approximately HK\$0.1 million (2022: HK\$0.2 million). The decrease was mainly due to the repayment on lease liabilities during the year.

## **Income tax expense**

Income tax expense of the Group for the year was approximately HK\$0.2 million (2022: HK\$0.4 million). The provision was mainly made for the marketing production and has been taken into account the estimated tax concession granted by the local tax authorities for the year.

## **Loss for the year**

During the year, the Group recorded loss of approximately HK\$6.1 million (2022: HK\$2.9 million). The increase was mainly attributable to costs incurred from the expansion of content media business.

## **PRINCIPAL RISKS AND UNCERTAINTIES AND RISK MANAGEMENT**

The Group is subject to a number of risks in the Group's business and the Group believes that risk management is important to the Group's success. Key business risks include, among others, changes in general market conditions and ability to continue to attract, recruit or retain our project managers, creative designers and key management personnel. Our business depends on our ability to maintain our existing relationship with brand owners and our ability to attract new brand owners to engage our marketing production services. Our ability to retain existing clients or attract new clients would be crucial to the Group. To cope with the expansion, we will conduct continuous development in talent acquisition and training.

## **LIQUIDITY, FINANCIAL RESOURCES, GEARING RATIO AND CAPITAL STRUCTURE**

During the year, the Group financed its operations by its internal resources. As at 31 December 2023, the Group had net current assets of approximately HK\$16.0 million (2022: HK\$18.9 million), including cash and bank balances of approximately HK\$20.5 million (2022: HK\$17.0 million) mainly denominated in Hong Kong dollars, with approximately HK\$2.9 million (2022: HK\$5.3 million) denominated in renminbi which is not freely convertible into other currencies and the remittance of funds out of the PRC is subject to exchange restrictions imposed by the PRC government.

The gearing ratio of the Group as at 31 December 2023 was 1.4% (2022: 5.5%). The gearing ratio is calculated as total debt divided by total equity as at the respective year end.

There has been no change in the capital structure of the Company since the Listing. The equity attributable to owners of the Company amounted to approximately HK\$56.0 million as at 31 December 2023 (2022: HK\$64.8 million).

## **PLEDGE OF ASSETS**

As at 31 December 2023, the Group did not have any pledged assets (2022: Nil).

## **FOREIGN EXCHANGE EXPOSURE AND TREASURY POLICY**

The Group has substantial operations in the PRC with transactions originally denominated and settled in RMB. The Group is exposed to foreign exchange risk from various currencies primarily with respect to Hong Kong dollars. The Group manages its foreign exchange risk by performing regular reviews of the Group's net foreign exchange exposures and may enter into certain forward foreign exchange contracts, when necessary, to manage its exposure against HK\$ and to mitigate the impact on exchange rate fluctuations. The Group did not engage in any derivatives agreement and did not commit to any financial instruments to hedge its foreign exchange exposure during the year. The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the year. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To

manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

## **CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES**

The Group had no significant capital commitments as at 31 December 2023 (2022: Nil).

As at 31 December 2023, the Group did not have any material contingent liability (2022: Nil).

## **SEGMENTAL INFORMATION**

Segmental information for the Group is presented as disclosed in Note 4 to the consolidated financial statements in this announcement.

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 31 December 2023, the Group had 38 (2022: 42) full-time employees (including executive Director). The Group offers a comprehensive and competitive remuneration and benefits package to all its employees. The Group has adopted a share option scheme and approved by the then Shareholders on 16 November 2017 (the "Share Option Scheme") for the purpose of providing incentives and rewards to eligible persons who contribute to the success of the Group's operations. The Group has also adopted other employee benefits including a mandatory provident fund retirement benefit scheme for its employees in Hong Kong, as required under the Mandatory Provident Fund Schemes Ordinance, and has participated in central pension scheme organised and governed by the relevant local governments for its employees in the PRC. In addition, discretionary bonus is offered to eligible employees by reference to the Group's results and individual performance. To ensure that the Group is able to attract and retain staff capable of attaining the best performance levels, remuneration packages are reviewed on a regular basis.

## **SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES**

During the year ended 31 December 2023, an indirectly-owned subsidiary incorporated in Hong Kong was deregistered.

Save as disclosed, the Group did not have other significant investments, material acquisitions and disposal of subsidiaries and affiliated companies during the year.

## **FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS**

The Group did not have other plans for material investments and capital assets.



## **FINAL DIVIDEND**

The Board does not recommend the payment of any final dividend for the year ended 31 December 2023 (2022: Nil).

## **CORPORATE GOVERNANCE PRACTICES**

The Company is committed to maintaining a high standard of corporate governance in emphasising a quality board of directors, sound internal control, transparency and accountability with a view to safeguard the interests of all the Shareholders. The Board has adopted the principles and the code provisions of Corporate Governance Code (the “CG Code”) contained in Appendix C1 to the GEM Listing Rules. In accordance with the requirements of the GEM Listing Rules, the Company has established an Audit Committee, a Nomination Committee and a Remuneration Committee with specific written terms of reference. The Company has complied with all the code provisions of the CG Code as set out in Appendix C1 to the GEM Listing Rules throughout the year ended 31 December 2023 except for the deviation from code provision C.2.1 as detailed below.

Code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Under the current structure of the Company, Ms. Bonnie Chan Woo is the Chairperson and the CEO. In view that Ms. Bonnie Chan Woo has been managing the Group’s business and overall strategic planning since August 2002. The Board believes that the vesting of the roles of the Chairperson of the Board and CEO in Ms. Bonnie Chan Woo is beneficial to the business operations and management of the Group as it provides a strong and consistent leadership to the Group, and the current management has been effective in the development of the Group and implementation of business strategies under the leadership of Ms. Bonnie Chan Woo. In allowing the two roles to be vested in the same person, the Board believes both positions require in-depth knowledge and considerable experience in the Group’s business, and Ms. Bonnie Chan Woo is the most suitable person to take up both positions for effective management of the Group.

Therefore, the Board considers that the deviation from code provision C.2.1 of the CG Code is appropriate in such circumstances. Notwithstanding the above, the Board believes that the balance of power and authority is adequately ensured by the operation of the Board which comprises experienced and high-caliber individuals, with three of them being independent non-executive directors.

## **DIRECTORS’ SECURITIES TRANSACTIONS**

The Company has adopted a code of conduct regarding securities transactions (the “Model Code”) by the Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company has confirmed that, having made specific enquiry of all the Directors, all Directors have complied with the Model Code for the year ended 31 December 2023.

Pursuant to Rule 5.66 of the GEM Listing Rules, the Directors have also requested any employee of the Company or director or employee of a subsidiary of the Company who, because of his/her office or employment in the Company or a subsidiary, is likely to possess inside information in relation to the securities of the Company, not to deal in securities of the Company when he/she would be prohibited from dealing by the Model Code as if he/she was a Director.

## **AUDIT COMMITTEE**

The Audit Committee was established on 16 November 2017 with written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and paragraph D.3 of the CG Code as set out in Appendix C1 to the GEM Listing Rules. The Audit Committee comprises of three independent non-executive Directors, namely Mr. Ip Arnold Tin Chee, Mr. Hung Alan Hing Lun and Mr. Man Ka Ho Donald, Mr. Ip Arnold Tin Chee is the chairman of the Audit Committee.

The primary duties of the Audit Committee include reviewing and supervising the Group's financial reporting system, monitoring the internal control procedures and risk management, reviewing the Group's financial information and the relationship with the external auditors of the Company, ensuring compliance with the relevant laws and regulations.

The Audit Committee has reviewed the audited annual results of the Group for the year ended 31 December 2023 and was satisfied that such results complied with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures have been made.

## **EVENT AFTER THE REPORTING PERIOD**

Saved as disclosed elsewhere in the consolidated financial statements, the Group has no significant events after the reporting period.

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

During the year and up to the date of this announcement, neither the Company nor any of its subsidiaries have purchased, sold or redeemed any of the Company's listed securities.

## **SCOPE OF WORK OF MAZARS CPA LIMITED**

The figures in respect of the Group's consolidated statement of financial position as at 31 December 2023 and consolidated statement of profit or loss and comprehensive income, consolidated statement of changes in equity and the related notes thereto for the year ended 31 December 2023 as set out in the preliminary announcement of the Group have been agreed by the Group's auditor, Mazars CPA Limited, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Mazars CPA Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review

Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by Mazars CPA Limited on the preliminary announcement.

By order of the Board  
**SV Vision Limited**  
**Woo Chan Tak Chi Bonnie**  
*Chairperson and Chief Executive Officer*

Hong Kong, 25 March 2024

*As at the date of this announcement, the Board comprises Ms. Woo Chan Tak Chi Bonnie as executive Director, Mr. Chow Sai Yiu Evan as non-executive Director and Mr. Ip Arnold Tin Chee, Mr. Hung Alan Hing Lun and Mr. Man Ka Ho Donald as independent non-executive Directors.*

*This announcement will remain on the “Latest Company Announcements” page on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at [www.svvision.io](http://www.svvision.io).*