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CORNERSTONE TECHNOLOGIES HOLDINGS LIMITED **基石科技控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8391)

ANNUAL RESULTS ANNOUNCEMENT **FOR THE YEAR ENDED 31 DECEMBER 2024**

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.

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This announcement, for which the directors (the “**Directors**”) of Cornerstone Technologies Holdings 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 (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 (the “**Board**”) of directors (the “**Directors**”) of Cornerstone Technologies Holdings Limited (the “**Company**”) is pleased to present the audited annual financial results of the Company and its subsidiaries (hereinafter collectively referred to as the “**Group**”) for the year ended 31 December 2024 (the “**Year**”).

RESULTS HIGHLIGHTS

Electric vehicle charging business

	For the year ended 31 December		
	2024	2023	Change
	(HK\$ '000)	(HK\$ '000)	(%)
Revenue	153,126	78,132	96.0
Cost of services	(125,846)	(63,908)	96.9
Gross profit	27,280	14,224	91.8
Administrative and other operating expenses	(68,492)	(59,241)	15.6
Adjusted LBITDA	(41,212)	(45,017)	-8.5

During the Year, total revenue amounted to HK\$153.1 million, representing an increase of HK\$75.0 million or 96.0% from a total revenue of HK\$78.1 million in 2023.

During the Year, gross profit amounted to HK\$27.3 million, representing an increase of HK\$13.1 million or 91.8% from a gross profit of HK\$14.2 million in 2023.

During the Year, Adjusted LBITDA amounted to HK\$41.2 million, representing a decrease in loss of HK\$3.8 million or 8.5% from an Adjusted LBITDA of HK\$45.0 million in 2023.

BUSINESS REVIEW

Building upon the robust momentum of previous years, 2024 marked another exceptional period of growth for the EV industry, both in Hong Kong and across Asia. This growth mirrors a global trend, with EV adoption accelerating worldwide due to several key factors. Firstly, governments globally are increasingly implementing supportive policies, including subsidies, tax incentives, and stricter emission regulations, to encourage EV adoption. Secondly, automakers are making significant investments in research and development, leading to technological advancements that enhance EV performance, increase range, and reduce charging times. Thirdly, a much wider array of EV models are now available, catering to diverse consumer preferences and needs, from compact city cars to larger SUVs and family-sized MPVs. This increased variety is particularly notable due to the emergence of Chinese EV brands, which have introduced a significant number of competitive and affordable models into the market. The introduction of larger 7-seater MPVs and a wider range of commercial vehicles, including LGVs, coaches, and trucks of various sizes, from Chinese manufacturers, has significantly broadened the mass-market appeal of EVs. These factors, along with increasing consumer awareness of environmental concerns, are collectively driving the rapid expansion of the EV market. Hong Kong, in particular, with its proactive government policies and high EV sales, maintains its position as a leading EV adoption market globally, making it an ideal focus for Cornerstone's operations.

Capitalizing on these burgeoning market opportunities, Cornerstone sustained its aggressive growth trajectory in 2024. The Company effectively leveraged green facility agreements secured in previous years, strategically deploying capital to fuel expansion initiatives and meet the escalating demand for our comprehensive EV charging solutions. This strategic approach has allowed us to not only keep pace with the rapid market growth but to maintain our position as a market leader, providing a wide range of charging solutions to meet the diverse needs of the EV market. The evolving EV sector includes advancements in battery technology (longer range, faster charging), charging infrastructure (more charging points, higher charging speeds, smart charging technologies), and the emergence of new business models. This dynamic landscape requires constant innovation and adaptation to remain at the forefront of the industry.

The Hong Kong Government's EV-charging at Home Subsidy Scheme (EHSS) has been instrumental in driving infrastructure development in residential buildings. In 2024, Cornerstone secured a substantial number of new projects. This success underscores the Company's deep understanding of the EHSS requirements and our ability to provide tailored solutions that meet the specific needs of residential properties. Beyond the EHSS, Cornerstone has actively pursued partnerships with property developers and owners' corporations to secure exclusive rights to provide EV charging services in various residential developments. This strategy secures long-term revenue streams and strengthens our market position.

Cornerstone HOME, the Company's private subscription segment, experienced exponential growth in 2024, reinforcing Cornerstone's position as the market leader in Hong Kong's home EV charging sector. This strong growth reflects several key factors. Firstly, the increasing convenience of home charging is a major draw for private EV owners, eliminating the need to locate and compete for public charging stations, especially during peak hours. Secondly, the expanding range and capabilities of modern EVs, combined with advancements in charging technology, makes home charging a more practical and efficient solution for many users. By forging strategic partnerships with property developers and Owners' Corporations, Cornerstone has substantially increased its portfolio of exclusive EV charging projects. In 2024 alone, Cornerstone HOME added exclusive EV charging projects in 8 residential car parks, bringing the total number of parking spaces under exclusivity to 15,000. The subscriber base for Cornerstone HOME witnessed a remarkable surge, reaching over 860 by the end of 2024, underscoring the rising popularity of convenient and readily available home charging solutions.

Cornerstone GO, the Company's technology platform for public charging, achieved significant milestones in 2024, solidifying its position as the largest public charging network in Hong Kong. This leading market position is a result of a multi-pronged strategy. Firstly, Cornerstone has aggressively expanded its network's reach, now encompassing over 103 parking facilities and 1,600 charging points conveniently located across all 18 districts of Hong Kong. This extensive coverage ensures that EV drivers can easily find a charging station regardless of their location. Secondly, Cornerstone has established strategic partnerships with major car brands, creating a powerful synergy between vehicle sales and charging solutions. These partnerships allow car brands to offer charging credits bundled with vehicle purchases, fostering strong customer loyalty and creating a significant revenue stream for Cornerstone. Thirdly, the Cornerstone GO app has become a preferred choice for many EV drivers in Hong Kong, thanks to its ease of use, extensive network coverage, and convenient features. The app's intuitive interface provides features such as real-time charger availability, reservation functionality, easy payment methods, and a user-friendly navigation system. The seamless user experience and comprehensive features have contributed significantly to the app's popularity and widespread adoption, enhancing customer loyalty and preference. The integration of the 827 government-awarded EV chargers, completed in the first quarter of 2024, further expanded the Cornerstone GO network, providing users with an even larger and more accessible public charging infrastructure. This strategic combination of network expansion, brand partnerships, and a user-friendly app has enabled Cornerstone GO to not only keep pace with the rapidly growing EV market but also to establish itself as the undisputed leader in Hong Kong's public charging sector.

Thai Expansion – the Strategic Formation of Spark EV

In December 2024, Cornerstone achieved a significant strategic milestone by becoming a substantial owner of Spark EV Company Limited (“**Spark EV**”) in Thailand. This expansion into Thailand marks a pivotal moment in the Company’s Southeast Asian expansion strategy, capitalizing on Thailand’s emergence as the fastest-growing EV market in Southeast Asia. Thailand’s rapid EV adoption is fueled by several key factors: it is a major manufacturing hub for numerous Chinese EV brands, who have established factories there to take advantage of favorable government incentives and the region’s growing demand for electric vehicles; the total number of EVs on Thai roads has increased dramatically; and commercial EVs, including ride-hailing vehicles, delivery trucks, and buses, are experiencing particularly strong growth. This presents a significant market opportunity for a well-established and reliable EV charging network.

Spark EV, recognized as Thailand’s fastest and most reliable EV charging service provider, operates state-of-the-art charging stations and distinguishes itself through its commitment to exceptional user experience, offering 24/7 customer support via its dedicated mobile application. Importantly, Spark EV is not operating in isolation; it has forged strong strategic partnerships with key industry players, including major Thai car brands, ride-hailing businesses such as Grab, and prominent logistics companies. These partnerships are crucial in driving up utilization rates of its charging network and ensuring its long-term success. Spark EV’s mission closely mirrors that of Cornerstone GO in Hong Kong; it aims to become one of Thailand’s largest public EV charging networks, offering a comprehensive and readily accessible charging solution to meet the growing needs of the Thai EV market. This strategic acquisition not only provides Cornerstone with immediate access to a leading EV charging network in Thailand but also significantly enhances the Company’s competitive position within this rapidly expanding Southeast Asian EV market and positions us for further expansion throughout the region.

Revenue from global business operations witnessed substantial growth, increasing to HK\$24.4 million for 2024, demonstrating the increasing success of Cornerstone’s international ventures.

Fueled by the exceptional performance across all business segments, Cornerstone achieved remarkable financial results in 2024. Revenue experienced exponential growth, nearly doubling from HK\$78.1 million as of 31 December 2023 to HK\$153.1 million as of 31 December 2024. This impressive revenue surge was primarily driven by the continued strong sales of EV charging solutions, the substantial contribution from EHSS projects, and the growing revenue streams from Cornerstone Home and GO.

Furthermore, through optimized operational efficiencies and strategic cost management, the Company successfully improved its profitability. Consolidated adjusted LBITDA for the year ended 31 December 2024 reduced by 8.5%, reaching HK\$41.2 million from the adjusted LBITDA of HK\$45.0 million for the same period in 2023. This financial performance underscores the effectiveness of Cornerstone’s business strategy and its ability to capitalize on the expanding EV charging market. The Group will also actively continue to pursue additional funding, including both debt and equity, to strengthen its financial foundation, sustain operations, and drive future expansion.

OUTLOOK

Cornerstone is poised to maintain its leadership position and capitalize on the immense growth potential of the EV charging industry in 2025 and beyond. The global EV market is expected to continue its robust expansion, with new markets emerging and existing markets experiencing significant growth. This expansion is driven by a confluence of factors: increasing government support for EV adoption through subsidies and supportive policies; technological advancements leading to longer-range vehicles, faster charging times, and improved battery technology; and the rising consumer awareness of environmental concerns and the desire for greener mobility solutions. The strategic acquisition of Spark EV significantly strengthens our position to capitalize on these trends, providing a strong foothold in the rapidly expanding Southeast Asian market and accelerating our regional expansion. This expansion contributes directly to Cornerstone's commitment to decarbonization and sustainable transportation.

In the residential segment, Cornerstone HOME will remain a key growth driver. We will intensify efforts to expand our residential charging network. Our focus will remain on providing seamless and user-friendly home charging solutions that meet the evolving needs of EV owners, emphasizing convenience and ease of use.

Cornerstone GO will continue to be central to our public charging strategy. Significant investments will be made to expand our network, enhance platform functionality, and improve the user experience. We will continuously optimize the platform to provide EV drivers with effortless access to charging, convenient reservation and payment options, and a streamlined navigation system. We will also introduce new features, including an enhanced loyalty program, to encourage engagement and retention, further solidifying our market leadership.

Geographic expansion will remain a core strategic priority. We will actively pursue opportunities in high-growth Asian markets, building upon our established presence in Southeast Asia. Our successful Thailand collaboration model, complemented by the Spark EV network, provides a strong foundation for accelerating our regional expansion. We will actively seek new partnerships and ventures, capitalizing on the global shift toward electric mobility and contributing to a greener transportation future.

With a clear strategic roadmap, a proven track record of successful execution, and an unwavering commitment to innovation and sustainability, Cornerstone is exceptionally well-positioned to not only maintain but strengthen its market leadership. We are committed to driving the widespread adoption of electric vehicles and contributing to a cleaner, more sustainable transportation ecosystem in Hong Kong and across Asia. Our dedication to ESG principles ensures that our growth is aligned with environmental responsibility and the creation of a greener future.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2024

	Note	2024 HK\$'000	2023 HK\$'000
<u>Continuing operations</u>			
Revenue	3	153,126	78,132
Cost of services		<u>(125,846)</u>	<u>(63,908)</u>
Gross profit		27,280	14,224
Other income	4	194	553
Gain on disposal of subsidiaries, net		4	28,601
Other losses related to Convertible Notes	5	(73,093)	—
Administrative and other operating expenses		(68,492)	(59,241)
Share-based payment expenses		—	(77,606)
Depreciation and amortisation		(16,044)	(10,668)
Share of loss of an associate		(70)	—
Finance costs	6	<u>(14,182)</u>	<u>(2,441)</u>
Loss before tax		(144,403)	(106,578)
Income tax credit	7	<u>174</u>	<u>172</u>
Loss for the year from continuing operations		<u>(144,229)</u>	<u>(106,406)</u>
<u>Discontinued operations</u>			
Loss for the year from discontinued operations	8	<u>—</u>	<u>(18,014)</u>
Loss and total comprehensive expense for the year	9	<u>(144,229)</u>	<u>(124,420)</u>
Loss and total comprehensive expense for the year attributable to:			
Owners of the Company		(144,229)	(124,186)
Non-controlling interests		<u>—</u>	<u>(234)</u>
		<u>(144,229)</u>	<u>(124,420)</u>

		2024	2023
	<i>Note</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Loss and total comprehensive expense for the year attributable to owners of the Company:			
– from continuing operations		(144,229)	(106,402)
– from discontinued operations		—	(17,784)
		<u>(144,229)</u>	<u>(124,186)</u>
Loss attributable to non-controlling interests			
– from continuing operations		—	(4)
– from discontinued operations		—	(230)
		<u>—</u>	<u>(234)</u>
From continuing and discontinued operations			
Loss per share attributable to owners of the Company			
Basic and diluted (<i>HK cents</i>)	11	(15.77)	(15.03)
From continuing operations			
Loss per share attributable to owners of the Company			
Basic and diluted (<i>HK cents</i>)	11	<u>(15.77)</u>	<u>(12.88)</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2024

		2024	2023
	Note	HK\$'000	HK\$'000
Non-current assets			
Property, plant and equipment		74,977	45,837
Right-of-use assets		5,078	8,009
Other intangible assets		31,454	28,082
Goodwill		30,080	30,080
Investment in an associate		75,530	—
Deposits		6,067	5,047
Deferred tax assets		12,001	8,307
		<u>235,187</u>	<u>125,362</u>
Current assets			
Inventories		6,184	6,123
Contract assets		15,819	14,220
Trade and other receivables, prepayments and deposits	12	67,229	51,054
Bank balances and cash		52,252	23,381
		<u>141,484</u>	<u>94,778</u>
Current liabilities			
Contract liabilities		3,601	1,056
Trade and other payables	13	75,084	36,806
Other borrowings	14	16,023	—
Lease liabilities	15	2,738	2,715
Amounts due to former director		—	526
		<u>97,446</u>	<u>41,103</u>
Net current assets		<u>44,038</u>	<u>53,675</u>
Total assets less current liabilities		<u>279,225</u>	<u>179,037</u>

		2024	2023
	<i>Note</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Non-current liabilities			
Lease liabilities	15	2,602	5,340
Provisions		1,207	1,207
Other borrowings	14	98,618	57,720
Convertible Notes	16	74,426	—
Derivative liability of Convertible Notes	16	88,275	—
Deferred tax liabilities		12,854	9,334
		<u>277,982</u>	<u>73,601</u>
NET ASSETS		<u>1,243</u>	<u>105,436</u>
Capital and reserves			
Share capital	17	9,536	8,862
Reserves		<u>(8,293)</u>	<u>96,582</u>
Equity attributable to owners of the Company		1,243	105,444
Non-controlling interests		<u>—</u>	<u>(8)</u>
TOTAL EQUITY		<u>1,243</u>	<u>105,436</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2024

1. GENERAL INFORMATION

Cornerstone Technologies Holdings Limited (the “Company”) was incorporated as an exempted company with limited liability in the Cayman Islands on 24 January 2017. The shares of the Company were listed on GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) by way of placing and public offer on 11 May 2018. The registered office of the Company is situated at Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Company’s principal place of business is situated at Office Units 1107-11, 11th Floor, New East Ocean Centre, No.9 Science Museum Road, Kowloon, Hong Kong.

The principal activity of the Company is investment holding. The Company together with its subsidiaries (hereinafter collectively referred to as the “Group”) is principally engaged in the electric vehicles charging business in Hong Kong.

The consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company.

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSS”)

Amendments to HKFRSs that are mandatorily effective for the current year

During the Year, the Group has applied the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 January 2024 for the preparation of the consolidated financial statements:

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

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

New and amendments to HKFRSs in issue but not yet effective

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

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments ³
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ¹
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11 ³
Amendments to HKAS 21	Lack of Exchangeability ²
HKFRS 18	Presentation and Disclosure in Financial Statements ⁴

¹ Effective for annual periods beginning on or after a date to be determined.

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

³ Effective for annual periods beginning on or 1 January 2026.

⁴ Effective for annual periods beginning on or 1 January 2027.

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

3. REVENUE AND SEGMENT INFORMATION

Segment information

Information reported to the executive Directors of the Company, being the chief operating decision makers, for the purposes of resource allocation and assessment of segment performance focus on the types of services provided.

For the year ended 31 December 2024, the Group has sole segment – electric vehicle charging business as the segment of printing business was disposed as discontinued operations during the year ended 31 December 2023.

(i) Disaggregation of revenue from contracts with customers from continuing operations

	2024 HK\$'000	2023 HK\$'000
Continuing operations		
<u>Electric vehicle charging business</u>		
Sales of electric vehicle charging systems	64,765	31,402
Electric vehicle charging income	23,881	5,602
Provision of installation service income	60,276	39,145
Maintenance, rental and EV charging consultancy income	4,204	1,983
	<u>153,126</u>	<u>78,132</u>
 Timing of revenue recognition		
A point in time	66,252	33,186
Over time	86,874	44,946
	<u>153,126</u>	<u>78,132</u>

Revenue from contracts with customer from discontinued operations of printing business amounted to HK\$Nil (2023: HK\$45,729,000) are recognised at a point in time.

(ii) *Segment information*

	Continuing operations
	Electric vehicle charging business 2024 HK\$'000
Revenue from external customers	153,126
Segment results	<u>(144,407)</u>
Gain on disposal of subsidiaries, net	4
Income tax credit	<u>174</u>
Loss for the year	<u><u>(144,229)</u></u>
Segment assets	<u><u>376,671</u></u>
Segment liabilities	<u><u>375,428</u></u>
Other segment information:	
Additions to property, plant and equipment	38,208
Cost of services	125,846
Depreciation of property, plant and equipment	9,098
Depreciation of right-of-use assets	2,901
Amortisation of other intangible assets	4,045

	Continuing operations	Discontinued operations	
	Electric vehicle charging business <i>HK\$ '000</i>	Printing business <i>HK\$ '000</i>	2023 <i>HK\$ '000</i>
Revenue from external customers	78,132	45,729	123,861
Segment results	<u>(43,943)</u>	<u>(17,924)</u>	<u>(61,867)</u>
Unallocated expenses			(91,236)
Gain on disposal of subsidiaries			28,601
Income tax credit			<u>82</u>
Loss for the year			<u>(124,420)</u>
Segment assets	200,754	–	200,754
Unallocated assets			<u>19,386</u>
Total assets			<u>220,140</u>
Segment liabilities	(51,959)	–	(51,959)
Unallocated liabilities			<u>(62,745)</u>
Total liabilities			<u>(114,704)</u>
Other segment information:			
Additions to property, plant and equipment	25,761	3,301	29,062
Cost of services	63,908	38,933	102,841
Depreciation of property, plant and equipment	4,727	1,304	6,031
Depreciation of right-of-use assets	2,912	4,941	7,853
Amortisation of other intangible assets	3,029	–	3,029

Information about major customers

Revenue from customers of the corresponding year contributing over 10% of the total revenue of the Group is as follows:

	2024 HK\$'000	2023 HK\$'000
Customer A	19,164	—
Customer B	16,940	—
Customer C	15,400	—
Customer D	N/A*	9,500
Customer E	—	8,900
	=====	=====

* Revenue did not contribute over 10% of total revenue of the Group for the year ended 31 December 2024.

4. OTHER INCOME

	2024 HK\$'000	2023 HK\$'000
Continuing operations		
Interest income	110	189
Government grant (<i>Note</i>)	—	278
Exchange gain, net	—	81
Sundry income	84	5
	=====	=====
	194	553

Note: During the year ended 31 December 2023, the Group recognised the government grant HK\$278,000 of which HK\$255,000 related to Technology Voucher Programme provided by Hong Kong Government and the remaining related to Graduates Subsidy Programme under Green Employment Scheme provided by Hong Kong Government.

5. OTHER LOSSES RELATED TO CONVERTIBLE NOTES

	2024 HK\$'000	2023 HK\$'000
Loss on issue of Convertible Notes	62,971	—
Fair value loss on derivative liability	6,716	—
Transaction costs relating to the derivative component of Convertible Notes	3,406	—
	=====	=====
	73,093	—

6. FINANCE COSTS

	2024 HK\$'000	2023 HK\$'000
Continuing operations		
Interest on bank and other borrowings	13,212	1,970
Interest on lease liabilities	340	471
Interest on Convertible Notes	630	—
	<u>14,182</u>	<u>2,441</u>

7. INCOME TAX CREDIT

	2024 HK\$'000	2023 HK\$'000
Continuing operations		
Hong Kong Profits Tax:		
Current tax	—	—
Deferred taxation credit	(174)	(172)
Income tax credit	<u>(174)</u>	<u>(172)</u>

8. DISCONTINUED OPERATIONS

On 15 August 2023, the Company entered into a sale and purchase agreement (the “S&P Agreement”) with Castle Noble International Limited, as purchaser, being a connected person of the Company. Castle Noble International Limited is beneficially wholly-owned by Mr. Liang Zihao, an executive Director and a controlling Shareholder of the Company, Pursuant to S&P Agreement, which the Company conditionally agreed to sell, and the Purchaser conditionally agreed to purchase the entire issued share capital of two subsidiaries of the Company, together with their respective subsidiaries (the “Disposed Subsidiaries”) which were engaged in the Printing Business, for a cash consideration of HK\$1. The disposal has been completed on 31 December 2023. Comparative figures in the consolidated statement of profit or loss and other comprehensive income have been disclosed separately the profit or loss from discontinued operations.

The loss for the year from the discontinued operations is set out below.

	2023 HK\$'000
Loss from the discontinued operations for the year	(18,014)
Gain on disposal of subsidiaries	<u>28,601</u>
	<u>10,587</u>

During the year ended 31 December 2023, the discontinued operations of the Group used cashflow of HK\$13,065,000 in respect of operating activities, used cashflow of HK\$523,000 in respect of investing activities and used generated cashflow of HK\$7,475,000 in respect of financing activities.

The results of the discontinued operations for the year ended 31 December 2023, which have been included in the consolidated statement of profit or loss and other comprehensive income, were as follows:

	2023 HK\$'000
Revenue	45,729
Cost of services	(38,933)
	<hr/>
Gross profit	6,796
Other income	1,116
Selling expenses	(3,375)
Administrative and other operating expenses	(19,980)
Finance costs	(2,481)
	<hr/>
Loss before tax	(17,924)
Income tax expense	(90)
	<hr/>
Loss and total comprehensive expense for the year	(18,014)
Loss for the year from discontinued operations has been arrived after charging/(crediting):	
Staff costs (including directors' emoluments)	10,185
Auditor's remuneration	315
Cost of inventories	38,933
Depreciation of property and equipment	1,304
Depreciation of right-of-use assets	4,941
Exchange gain, net	(4)
Impairment loss recognised on trade receivables	1,978
	<hr/> <hr/>

9. LOSS FOR THE YEAR

	2024 HK\$'000	2023 HK\$'000
Continuing operations		
Loss for the year has been arrived at after charging/(crediting):		
Staff costs (including directors' emoluments)		
– Salaries and other benefits	44,493	41,752
– Contributions to defined contribution plans	1,402	1,218
– Share-based payment expenses	–	24,913
Total staff costs	<u>45,895</u>	<u>67,883</u>
Auditor's remuneration	850	535
Cost of inventories	125,846	63,908
Depreciation of property, plant and equipment	9,098	4,727
Depreciation of right-of-use assets	2,901	2,912
Amortisation of other intangible assets	4,045	3,029
Exchange loss/(gain), net	391	(81)
Impairment loss recognised on trade receivables	89	890
Share-based payment expenses (non-employees related) (<i>Note</i>)	<u>–</u>	<u>52,693</u>

Note: During the year ended 31 December 2023, share-based payment expenses (non-employees related) included the equity-settled share-based payments relating to warrants granted by the Company and share options granted by the Company amounting to approximately HK\$51,478,000 and HK\$1,215,000 respectively.

10. DIVIDENDS

No dividend was paid or proposed for ordinary shareholders of the Company during the year ended 31 December 2024, nor has any dividend been proposed since the end of the reporting year (2023: Nil).

11. LOSS PER SHARE

(a) From continuing and discontinued operations

The calculation of the basic and diluted loss per share attributed to the owners of the Company is based on the following data:

	2024 HK\$'000	2023 HK\$'000
Loss:		
Loss for the purpose of calculating basic loss per share (loss for the year attributable to owners of the Company)	<u>(144,229)</u>	<u>(124,186)</u>
	'000	'000
Number of shares:		
Weighted average number of ordinary shares for the purpose of calculating basic loss per share	<u>914,598</u>	<u>826,368</u>

During the reporting year, the Group has issued shares through share placing and subscription and the number of ordinary shares had been increased from 886,239,399 to 953,575,399.

No diluted loss per share is presented for current year and prior period since the assumed exercise of the share options would result in a decrease in diluted loss per share.

(b) From continuing operations

The calculation of the basic and diluted loss per share from continuing operations attributable to the owners of the Company is based on the following data:

	2024 HK\$'000	2023 HK\$'000
Loss for the year from continuing operations	<u>(144,229)</u>	<u>(106,402)</u>

The denominators used are the same as those detailed above for both basic and diluted loss per share.

No diluted loss per share from continuing operations is presented for both years since the assumed exercise of the share options would result in a decrease in diluted loss per share.

(c) From discontinued operations

For the year end 31 December 2023, basic loss per share from discontinued operations was HK2.15 cents, which were calculated based on the loss from discontinued operations for the year of HK\$17,784,000 and the denominators detailed above.

12. TRADE AND OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS

The following is an aged analysis of trade receivables presented based on invoice date at the end of each reporting year is as follows:

	2024 HK\$'000	2023 HK\$'000
0 to 30 days	23,587	20,033
31 to 60 days	13,230	808
61 to 90 days	1,382	895
Over 90 days	9,020	14,193
	<u>47,219</u>	<u>35,929</u>

13. TRADE AND OTHER PAYABLES

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting year:

	2024 HK\$'000	2023 HK\$'000
0 to 30 days	25,139	17,067
31 to 60 days	8,583	2,480
61 to 90 days	4,496	7,294
Over 90 days	7,640	—
	<u>45,858</u>	<u>26,841</u>

14. OTHER BORROWINGS

At the end of the reporting year, the details of the other borrowings of the Group are as follows:

	2024 HK\$'000	2023 HK\$'000
Other borrowings — unsecured	16,023	—
Other borrowings — secured	98,618	57,720
	<u>114,641</u>	<u>57,720</u>

Carrying amounts of the above other borrowings are repayable:

Within one year or repayable on demand	16,023	—
Within a period of more than two years but not exceeding five years	98,618	57,720
	<u>114,641</u>	<u>57,720</u>

The amounts due are based on scheduled repayment dates set out in the loan agreements.

15. LEASE LIABILITIES

	2024 <i>HK\$'000</i>	2023 <i>HK\$'000</i>
Leases liabilities payable:		
Within one year	2,738	2,715
Within a period of more than one year but not more than two years	2,602	2,738
Within a period of more than two years but not more than five years	—	2,602
	<u>5,340</u>	<u>8,055</u>
Less: Amount due to settlement with 12 months shown under current liabilities	<u>(2,738)</u>	<u>(2,715)</u>
Amount due to settlement after 12 months shown under non-current liabilities	<u><u>2,602</u></u>	<u><u>5,340</u></u>

16. CONVERTIBLE NOTES

The movement of the debt and derivative component of the Convertible Notes for the year is set out as below:

	Debt component <i>HK\$'000</i>	Derivative component <i>HK\$'000</i>
As at 1 January 2024	—	—
Issuance of Convertible Notes	77,012	81,559
Transaction costs	(3,216)	—
Interest charge	630	—
Loss arising on changes of fair value	<u>—</u>	<u>6,716</u>
As at 31 December 2024	<u><u>74,426</u></u>	<u><u>88,275</u></u>

17. SHARE CAPITAL

	As at 31 December 2024		As at 31 December 2023	
	No. of shares	Amount	No. of shares	Amount
<i>Note</i>	'000	HK\$'000	'000	HK\$'000
Authorised:				
Ordinary shares of HK\$0.01 each				
At the beginning of the reporting year	<u>100,000,000</u>	<u>1,000,000</u>	<u>100,000,000</u>	<u>1,000,000</u>
At the end of the reporting year	<u>100,000,000</u>	<u>1,000,000</u>	<u>100,000,000</u>	<u>1,000,000</u>
Issued and fully paid:				
Ordinary shares of HK\$0.01 each				
At the beginning of the reporting year	886,240	8,862	736,992	7,370
Issue of shares pursuant to share subscription	(a) —	—	55,200	552
Issue of shares pursuant to warrant agreement	(b) —	—	94,000	940
Issue of shares pursuant to share option scheme	—	—	48	—*
Issue of shares pursuant to share subscription	(c) 19,516	196	—	—
Issue of shares pursuant to share placement	(d) <u>47,820</u>	<u>478</u>	<u>—</u>	<u>—</u>
At the end of the year	<u>953,576</u>	<u>9,536</u>	<u>886,240</u>	<u>8,862</u>

* Represent the amount less than HK\$1,000

Note:

- (a) On 6 March 2023, an aggregate of 20,000,000 subscription shares have been issued and allotted to the subscriber at the subscription price of HK\$0.62 per subscription share pursuant to the terms and conditions of the subscription agreement. In addition, on 30 May 2023, an aggregate of 35,200,000 subscription shares have been issued and allotted to the subscribers at the subscription price of HK\$1.144 per subscription share pursuant to the terms and conditions of the subscription agreement.
- (b) On 5 January 2023, 3 March 2023 and 17 August 2023, an aggregate of 16,000,000 warrant shares, an aggregate of 16,000,000 warrant shares and an aggregate of 62,000,000 warrant shares have been issued and allotted to the subscriber at the subscription price of HK\$0.50 per subscription share pursuant to the terms and conditions of the subscription agreement of the warrants respectively.
- (c) On 17 May 2024, an aggregate of 19,516,000 subscription shares have been issued and allotted to the executive director of the Company at subscription price of HK\$0.82 per subscription share which pursuant to the terms and conditions of the subscription agreement.
- (d) On 29 August 2024, an aggregate of 47,820,000 placing shares have been issued and allotted to the subscriber at placing price of HK\$0.53 per placing share which pursuant to the terms and conditions of the placing agreement.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue

During the Year, the Group continued to generate revenue from its electric vehicle charging business, categorized into:

- Sales of electric vehicle charging systems
- Provision of installation service income
- Electric vehicle charging income
- Maintenance, rental and EV charging consultancy income

During the Year, the Group's revenue experienced a substantial increase of approximately HK\$75.0 million, representing a growth of 96.0%. This rise nearly doubled its revenue from approximately HK\$78.1 million in the year ended 31 December 2023 to around HK\$153.1 million for the year ended 31 December 2024. This impressive growth was driven by significant increases across all service categories, highlighted by a HK\$33.4 million rise in sales of electric vehicle charging systems, both locally and overseas and a HK\$21.1 million boost in income from installation services. The following sections provide a detailed analysis of each revenue category, highlighting the factors contributing to this positive performance.

Revenue Breakdown

	Year ended 31 December	
	2024	2023
	HK\$'000	HK\$'000
Sales of electric vehicle charging systems	64,765	31,402
Provision of installation service income	60,276	39,145
Electric vehicle charging income	23,881	5,602
Maintenance, rental and EV charging consultancy income	4,204	1,983
Total	<u>153,126</u>	<u>78,132</u>

Sales of Electric Vehicle Charging Systems

Sales of electric vehicle charging systems demonstrated solid growth, increasing by 106.2% from approximately HK\$31.4 million in 2023 to HK\$64.8 million in 2024. This significant growth is attributable to both our sales volumes locally in Hong Kong as well as internationally to regions such as Thailand, Cambodia, Malaysia and Indonesia.

- Local sales increased by 49.6% from approximately HK\$27.8 million in the year ended 31 December 2023 to approximately HK\$41.6 million for the Year. This surge is mainly due to increased order volumes from both new and existing clients in Hong Kong, seeking comprehensive EV charging solutions.
- International sales also contributed significantly to the revenue increase, reaching HK\$23.2 million in 2024 compared to HK\$3.6 million in 2023.

Provision of Installation Service Income

In 2024, revenue from installation services saw a significant increase of 54.0%, growing from approximately HK\$39.1 million in the year ended 31 December 2023 to approximately HK\$60.3 million for the Year. This increase is primarily attributed to the increase in tenders won for EHSS projects. In 2024, Cornerstone was awarded a total of 11 EHSS projects, covering a total of 2,236 car spaces, compared to 9 projects and 1,343 car spaces in 2023.

Electric Vehicle Charging Income

Electric vehicle charging income continued its upward trajectory, increasing significantly by 326.3% from approximately HK\$5.6 million in 2023 to approximately HK\$23.9 million in 2024. This substantial growth was primarily driven by a significant increase in user numbers across both its public charging network (Cornerstone GO) and private subscription plans (Cornerstone HOME) compared to the previous year.

- Revenue generated by its public charging network amounted to HK\$17.7 million in 2024, representing an increase of 436.4% from HK\$3.3 million in 2023.
- Revenue generated by its private subscription business amounted to HK\$6.2 million in 2024, representing an increase of 169.6% from HK\$2.3 million in 2023.

Maintenance, Rental and EV Charging Consultancy Income

Maintenance, rental and EV charging consultancy income experienced a substantial increase of 112.0% from approximately HK\$2.0 million in the year ended 31 December 2023 to approximately HK\$4.2 million for the Year. This increase is mainly attributable to the increase in ancillary services provided for its increased network of EV chargers and the stable operations of the EV fleet leasing service under Cornerstone BUSINESS.

Cost of Services

The cost of services, which primarily includes expenses related to raw materials, electricity, and overheads, rose by 96.9%, increasing from approximately HK\$63.9 million in the year ended 31 December 2023 to approximately HK\$125.8 million for the Year. This increase is largely proportional to the substantial revenue growth achieved during the year.

Gross Profit and Gross Profit Margin

The Group's gross profit experienced a notable improvement, reaching approximately HK\$27.3 million for the current fiscal year, compared to approximately HK\$14.2 million in 2023. However, the gross profit margin registered a slight decline to 17.8% for the Year, down just 0.4 percentage points from approximately 18.2% in 2023. The increase in gross profit can be attributed to the significant revenue growth achieved during the period, while the slight reduction in gross profit margin is influenced by changes in the revenue mix across various segments.

Other Income

Other income, mainly composed of interest income and sundry income, decreased to approximately HK\$0.2 million for the Year, compared to approximately HK\$0.6 million in the year ended 31 December 2023. This decrease is primarily due to a reduction in interest income and an absence of government grant or subsidy during the year.

Other Losses Related to Convertible Notes

In 2024, the Group recorded approximately HK\$73.1 million in other losses related to Convertible Notes. This was mainly attributable to the valuation of the convertible options embedded in the Convertible Notes issued in December 2024.

Administrative and Other Operating Expenses

Administrative and other operating expenses primarily consist of staff costs and benefits for our administrative personnel, rental and rates, depreciation, office expenses, directors' remuneration, and repairs and maintenance of office premises, as well as IT maintenance and other associated costs. For 2024, administrative expenses rose by 15.6%, increasing from approximately HK\$59.2 million in the year ended 31 December 2023 to approximately HK\$68.5 million for the Year. This increase is largely attributed to business expansion and overall inflation, which has resulted in slightly higher staff costs and increased operational overheads to support the growing scale of our electric vehicle charging business. Notably, this includes enhanced marketing, advertising, promotion expenses, and IT expenditures.

Finance Costs

Total finance costs increased by 481.0% from approximately HK\$2.4 million in the year ended 31 December 2023 to approximately HK\$14.2 million for the Year. This substantial increase is mainly attributable to the increase in interest expenses incurred on new borrowings drawn during the Year.

Share of Loss of an Associate

During the Year, the Group recorded a share of loss amounting to HK\$70,000, attributed to the loss incurred from an investment in Spark EV. The Group had made capital injection of approximately HK\$75.6 million and acquired 35.6% ownership interest in Spark EV.

Income Tax Credit

The Group's entities established in the Cayman Islands and the British Virgin Islands are exempted from income tax of the jurisdiction, respectively. For the Year, the assessable profits of one of the Hong Kong incorporated subsidiaries of the Group (as elected by the management of the Group) is subject to the two-tiered profits tax rates regime, under which the first HK\$2 million of assessable profits will be taxed at 8.25% and assessable profits above HK\$2 million will be taxed at 16.5%. The Hong Kong Profits Tax of other Hong Kong incorporated subsidiaries of the Group is calculated at the standard tax rate of 16.5% of the respective estimated assessable profits for the Year (2023: 16.5%).

The Group recorded an income tax credit of approximately HK\$174,000 for the Year and approximately HK\$172,000 for the year ended 31 December 2023.

Result for the Year

Consequently, the Group reported a heightened loss before tax of approximately HK\$144.4 million for the year (2023: approximately HK\$106.6 million) and an increased loss of approximately HK\$144.2 million for the Year (2023: approximately HK\$106.4 million). This increase in losses is primarily due to a rise in “Other losses related to Convertible Notes,” which largely stemmed from the non-cash nature of the valuation of the Convertible Notes.

NON-HKFRS MEASURES

To supplement our consolidated financial statements, which are presented in accordance with the Hong Kong Financial Reporting Standards (the “**HKFRS**”) issued by the Hong Kong Institute of Certified Public Accountants, the Company also assesses the operating performance based on a measure of adjusted loss before interest, tax, depreciation and amortization (the “**LBITDA**”) as additional financial measures. By means of these financial measures, the management of the Group is able to evaluate their financial performance regardless of the items they do not consider indicative of the operating performance of their business.

Adjusted LBITDA

During the Year, the Group incurred some one-off expenses, which are not indicative of the operating performance of the business for the Year. Therefore, the Group arrives at an adjusted LBITDA (the “**Adjusted LBITDA**”) by eliminating the effects of certain non-cash or non-recurring items of the Group, including (i) other losses related to Convertible Notes (ii) depreciation and amortisation; (iii) finance costs; (iv) gain on disposal of subsidiaries, net; (v) share-based payment expenses; (vi) share of loss of an associate; and (vii) other income.

	2024 (HK\$'000)	2023 (HK\$'000)
Loss before tax	(144,403)	(106,578)
Other income	(194)	(553)
Gain on disposal of subsidiaries, net	(4)	(28,601)
Other losses related to Convertible Notes	73,093	—
Share-based payment expenses	—	77,606
Depreciation and amortisation	16,044	10,668
Share of loss of an associate	70	—
Finance costs	14,182	2,441
Adjusted LBITDA	(41,212)	(45,017)

As a result of the foregoing, the Group's Adjusted LBITDA decreased by approximately 8.5%, from approximately HK\$45.0 million for the year ended 31 December 2023 to approximately HK\$41.2 million for the Year.

LIQUIDITY, FINANCIAL RESOURCES, AND CAPITAL STRUCTURE

Other Borrowings, Lease Liabilities and Convertible Notes

As of 31 December 2024, the Group's other borrowings, lease liabilities and Convertible Notes totaled approximately HK\$194.4 million (31 December 2023: approximately HK\$65.8 million).

The debt-to-equity ratio, calculated as net debt divided by total equity, was approximately 114.4 times as of 31 December 2024 (31 December 2023: approximately 0.4 times). Net debt is calculated as total borrowings and lease liabilities net of cash and cash equivalents.

The gearing ratio, calculated as total borrowings divided by total equity, significantly increased to approximately 156.4 times as of 31 December 2024 (31 December 2023: approximately 0.6 times).

The current ratio, representing current assets divided by current liabilities, decreased to approximately 1.5 times as of 31 December 2024 (31 December 2023: approximately 2.3 times).

The Group recorded net current assets of approximately HK\$44.0 million as of 31 December 2024, a slight decrease compared to net current assets of approximately HK\$53.7 million as of 31 December 2023. The decrease in net current assets was primarily due increase in current liabilities, particularly trade and other payables and other borrowings, and partially offset by an increase in bank balances and cash and trade receivables.

During the Year, the Group's operations were financed principally by revenue generated from its business operations, fund-raising activities such as subscription of shares, available cash and bank balances and borrowings. As of 31 December 2024, the Group's cash and bank balances stood at approximately HK\$52.3 million (31 December 2023: approximately HK\$23.4 million). The Board will continue to follow a prudent treasury policy in managing its cash and bank balances and maintain a strong and adequate liquidity to ensure that the Group is positioned to capture any appropriate business opportunities.

CONTINGENT LIABILITIES

As of 31 December 2024, the Group did not have any significant contingent liabilities (31 December 2023: nil).

CAPITAL COMMITMENTS

As of 31 December 2024, the Group did not have significant capital commitments contracted but not provided for (31 December 2023: nil).

CHARGE ON ASSETS

As of 31 December 2024, the Group had pledged assets as security for its borrowings, including: (i) property, plant, and equipment; (ii) contract assets; (iii) trade receivables; and (iv) certain bank balances. Additionally, equity interests of certain subsidiaries and associates were pledged to secure the Group's green loan facilities and Convertible Notes.

The aggregate carrying value of these pledged assets amounted to approximately HK\$235.6 million (31 December 2023: approximately HK\$134.0 million).

EXCHANGE RATE EXPOSURE

The Group primarily operates in Hong Kong and had minimal exposure to foreign currency risk, as most transactions, assets, and liabilities were denominated in the functional currency (HK\$). Consequently, the exposure to the risk of foreign exchange rate fluctuations for the Group is not material provided that the Convertible Notes denominated in USD.

We will continue to monitor currency exchange rate movements and implement necessary measures to mitigate any potential impact.

SIGNIFICANT INVESTMENTS

On 6 December 2024, CB Asset One Limited, a wholly-owned subsidiary of the Company, finalized its subscription for a 35.6% equity stake in Spark EV. As a result, Spark EV has been designated as an associate of the Group. The capital contribution from CB Asset One has been funded through proceeds from the Convertible Notes (31 December 2023: nil).

FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

As of 31 December 2024, the Group did not have any plans for material investments or capital assets.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

The Group did not have any material acquisitions or disposals of subsidiaries and affiliated companies during the year.

SUBSCRIPTION OF 19,516,000 NEW SHARES BY CONNECTED PERSON UNDER SPECIFIC MANDATE (THE “3RD SUBSCRIPTION”)

On 22 December 2023, the Company and Mr. Wu Jianwei (“**Mr. Wu**”), a non-executive Director, entered into a subscription agreement (the “**3rd Subscription Agreement**”), pursuant to which Mr. Wu has conditionally agreed to subscribe for, and the Company has conditionally agreed to issue and allot, an aggregate of 19,516,000 new ordinary shares at the subscription price of HK\$0.82 per subscription share. The closing price quoted on the Stock Exchange per ordinary share of the Company as at the date of the 3rd Subscription Agreement was HK\$0.70. The subscription shares, when allotted and issued, will rank pari passu in all respects among themselves and with the Shares in issue on the date of allotment and issue of the subscription shares. The aggregate nominal value of the subscription shares was HK\$195,160. The Company intends to apply the net proceeds from the 3rd Subscription, which would amount to approximately HK\$15.7 million, to further develop the Group’s electric vehicle charging business. On such basis, the net price per subscription share was approximately HK\$0.80.

The 3rd Subscription constitutes a connected transaction of the Company and is subject to the reporting, announcement and independent shareholders’ approval requirements under the GEM Listing Rules.

Completion of the 3rd Subscription took place on 17 May 2024. The subscription shares were issued and allotted pursuant to the specific mandate approved by the independent shareholders at the Company’s extraordinary general meeting held on 15 March 2024. The net proceeds were fully utilized as at 31 December 2024.

For details of the 3rd Subscription, please refer to the announcement of the Company dated 22 December 2023 and the circular of the Company dated 26 February 2024.

SUBSCRIPTION OF 25,008,000 NEW SHARES BY CONNECTED PERSONS UNDER SPECIFIC MANDATE (THE “MAY SUBSCRIPTION”)

On 22 May 2024, the Company and Mr. Wu Jianwei, Mr. Liang Zihao and Mr. Li Man Keung Edwin (collectively, the “**Subscribers**”) entered into the subscription agreement (the “**May Subscription Agreement**”), pursuant to which the Subscribers have conditionally agreed to subscribe for, and the Company has conditionally agreed to allot and issue, an aggregate of 25,008,000 new Shares at the subscription price of HK\$0.64 per subscription share. Each of the Subscribers shall subscribe for 8,336,000 new Shares. The closing price quoted on the Stock Exchange per ordinary share of the Company as at the date of the May Subscription Agreement was HK\$0.57. The subscription shares, when allotted and issued, will rank pari passu in all respects among themselves and with the Shares in issue on the date of allotment and issue of the subscription shares. The aggregate nominal value of the subscription shares will be HK\$250,080. The gross proceeds from the May Subscription will be HK\$16.0 million. The estimated net proceeds from the May Subscription after deduction of expenses, will amount to approximately HK\$15.8 million. On such basis, the net price per subscription share will be approximately HK\$0.63. The Company intends to apply the net proceeds from the May Subscription as working capital of the Group and for general corporate purposes.

The Board considers that the May Subscription represents a good opportunity to reduce the indebtedness and finance costs of the Group and to raise additional funds to strengthen the Group's financial position.

The May Subscription constitutes a connected transaction of the Company and is subject to the reporting, announcement and independent shareholders' approval requirements under the GEM Listing Rules.

Pursuant to the May Subscription, the long stop date for the fulfilment or waiver (as the case may be) of the conditions precedent to the May Subscription is 31 December 2024 (the **"Long Stop Date"**). As certain conditions precedent to the May Subscription have not been fulfilled by the Long Stop Date and the parties to the May Subscription Agreement have not agreed on any further extension of the Long Stop Date, the May Subscription Agreement lapsed accordingly.

For details of the May Subscription, please refer to the announcements of the Company dated 22 May 2024 and 17 March 2025.

PROPOSED ISSUE OF NEW SHARES TO MANAGEMENT (THE "MANAGEMENT SHARES ISSUANCE")

On 28 June 2024, the Board has resolved to award an aggregate performance bonus to Mr. Yip Shiu Hong, Mr. Ho Karl, Mr. Ng Sze Chun and Mr. Lau Wai Yan Lawson (**"Mr. Lau"**) (collectively, the **"Awardees"**) in the amount of approximately HK\$64,761,950 or the equivalent award shares at the price per Share of HK\$0.55 totaling 117,749,000 award shares subject to the vesting conditions by way of issue and allotment of new Shares pursuant to the award shares specific mandate. The aggregate nominal value of the award shares is approximately HK\$1,177,490.

Reference is made to the announcements of the Company dated 7 October 2021 and 5 November 2021, whereby the Company has entered into separate service contracts with Mr. Yip Shiu Hong (**"Mr. Yip"**), Mr. Ho Karl (**"Mr. Ho"**) and Mr. Ng Sze Chun (**"Mr. Ng"**) (collectively, the **"Managements"**) respectively, pursuant to which each of the service contracts comprise performance bonuses that involve a cash bonus and/or the issue of Shares subject to the performance targets stated in their respective service contracts. Subject to the terms and conditions of the service contracts, on 28 June 2024, the Company has agreed to conditionally issue and allot the emolument shares at the price per Share of HK\$0.55 totaling 19,384,000 emolument shares. The aggregate nominal value of the emolument shares is approximately HK\$193,840.

The closing price quoted on the Stock Exchange per ordinary share of the Company as at 28 June 2024 was HK\$0.52. The award shares and the emolument shares, when allotted and issued, will rank pari passu in all respects among themselves and with the Shares in issue on the date of allotment and issue of the award shares and the emolument shares.

The Company has resolved to grant the award shares to the Awardees, with a view to further motivate the management of the Company to maximize the Company's long-term interests and highlight the principle of performance-based awards so as to create more value for the Group. Meanwhile, pursuant to Mr. Yip's, Mr. Ho's and Mr. Ng's service contracts, they are subject to a performance bonus in cash and/or in new Shares after fulfillment of certain performance targets. Given that Mr. Yip, Mr. Ho and Mr. Ng has each fulfilled their respective performance targets, the Company has resolved to grant the emolument shares subject to their respective service contracts.

As the award shares and the emolument shares will be allotted and issued under the specific mandates, to be granted at the general meeting, the issue and allotment of the award shares and emolument shares is subject to the Shareholders' approval.

The Awardees are connected persons of the Company under Chapter 20 of the GEM Listing Rules. Accordingly, the proposed issue of the award shares and the emolument shares constitute connected transactions and are subject to the reporting, announcement and Independent Shareholders' approval requirements under Chapter 20 of the GEM Listing Rules.

On 20 November 2024, the Company and the Awardees and the Managements have mutually agree to terminate the Management Shares Issuance.

For details of the Management Shares Issuance, please refer to the announcements of the Company dated 28 June 2024 and 20 November 2024.

PROPOSED ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE FOR CONSULTANT (THE "CONSULTANT SHARES ISSUANCE")

On 28 June 2024, the Company and VBG Capital Limited (the "**Consultant**") has entered into the service agreement (the "**Service Agreement**") pursuant to which Consultant shall provide financial advisory services. The Consultant is subject to a financial advisory fee of HK\$2,750,000 per year payable each year from the date of the Service Agreement. The Company has agreed conditionally to allot and issue a total of 25,000,000 consultant shares at the price of HK\$0.55 per Share to the Consultant as the Consultant's service fee. Accordingly, the consultant shares will be allotted and issued under specific mandate, which is, subject to the approval by the Shareholders. The aggregate nominal value of the consultant shares is approximately HK\$260,000.

The closing price quoted on the Stock Exchange per ordinary share of the Company as at 28 June 2024 was HK\$0.52. The consultant shares, when allotted and issued, will rank pari passu in all respects among themselves and with the Shares in issue on the date of allotment and issue of the consultant shares.

The Consultant is a licensed corporation carrying out type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities under the SFO, being the financial advisor appointed by the Company. The Directors believe that the qualification of the Consultant, appointment of the Consultant will benefit the Company and Shareholders as whole.

On 21 November 2024, the Company and the Consultant entered into a termination agreement pursuant to which the Company and the Consultant mutually agreed to terminate the Service Agreement with effect from 21 November 2024, as such the Consultant Shares Issuance is also terminated.

For details of the Consultant Shares Issuance, please refer to the announcements of the Company dated 28 June 2024 and 21 November 2024.

PROPOSED ADOPTION OF THE 2024 SHARE AWARD SCHEME

On 28 June 2024, the Board proposes to adopt the 2024 share award scheme (the “**2024 Share Award Scheme**”), which will allow the grant of share award scheme shares, as appropriate, to eligible participants providing them an incentive by way of an opportunity to become Shareholders and to align their interests with that of the Company in recognition of the contributions they have made or are expected to make to the Group. The ability for the Company to grant of share award scheme shares provides alternative means for the Company to provide incentives which can be more tailored towards the specific eligible grantee and is in line with the purpose of the 2024 Share Award Scheme.

The 2024 Share Award Scheme constitute a share scheme under Chapter 23 of the GEM Listing Rules. In accordance with the GEM Listing Rules, a share scheme involving the grant of new shares must be approved by shareholders of the listed issuer in a general meeting. Accordingly, the adoption of the 2024 Share Award Schemes will be subject to, among others, the Shareholders’ approval at the AGM/EGM.

As at the date of the announcement, a general meeting has not convened to approve the 2024 Share Award Scheme.

For details of the 2024 share award scheme, please refer to the announcement of the Company dated 28 June 2024.

PLACING OF CONVERTIBLE BONDS UNDER GENERAL MANDATE (THE “CB PLACING”)

On 31 July 2024, the Company entered into the convertible bonds placing agreement (the “**CB Placing Agreement**”) with VBG Capital Limited (the “**Placing Agent**”), pursuant to which the Company agreed to issue and the Placing Agent agreed to procure, on a best effort basis, not less than six (6) placees, who will be independent third parties, to subscribe in cash for the convertible bonds (the “**Convertible Bonds**”) in the aggregate principal amount of HK\$34,450,000 at the issue price of 100% of the principal amount of the Convertible Bonds. In the case of the conversion rights having been exercised in full at the initial conversion price of HK\$0.53 per conversion share, a maximum of 65,000,000 new Shares will be allotted and issued by the Company. The Conversion Shares, when allotted and issued, shall rank pari passu in all respects with the Shares in issue. The conversion price per conversion share shall be HK\$0.53, which represents a discount of approximately 19.70% to the closing price of HK\$0.66 per Share as quoted on the Stock Exchange on 31 July 2024, being the date of the CB Placing Agreement. The maximum aggregate nominal value of the Conversion Shares is HK\$650,000. Assuming all the convertible bonds are successfully placed by the Placing Agent, the net proceeds from the CB Placing will be approximately HK\$32.7 million, which will be used by the Company for capital expenditure for the expansion of electric vehicle charging projects in Hong Kong and general working capital of the Group and therefore providing more flexibility to the Company in its future cash management.

On 1 August 2024, the Company and the Placing Agent entered into a termination agreement pursuant to which the Company and the Placing Agent mutually agreed to terminate the CB Placing Agreement with effect from 1 August 2024.

For details of the CB Placing, please refer to the announcements of the Company dated 31 July 2024 and 1 August 2024.

PLACING OF NEW SHARES UNDER GENERAL MANDATE (THE “AUGUST PLACING”)

On 2 August 2024, the Company entered into the placing agreement (the “**Placing Agreement**”) with the Placing Agent pursuant to which the Company has conditionally agreed to place through the Placing Agent, on a best effort basis, a maximum of 65,000,000 placing shares at the placing price of HK\$0.53 per placing share to not less than six placees who and whose beneficial owners shall be independent third parties. The closing price quoted on the Stock Exchange per ordinary share of the Company as at the date of the Placing Agreement was HK\$0.66. The placing share, when allotted and issued, will rank pari passu in all respects among themselves and with the Shares in issue on the date of allotment and issue of the placing share. The aggregate nominal value of the placing shares will be HK\$650,000. The gross proceeds from the August Placing will be HK\$34.5 million. The estimated net proceeds from the August Placing after deduction of expenses, will amount to approximately HK\$32.7 million. On such basis, the net price per placing share will be approximately HK\$0.50. The Company intends to apply the net proceeds from the August Placing for capital expenditure for the expansion of electric vehicle charging projects in Hong Kong and general working capital of the Group. The Company shall use the capital expenditure for the expansion of electric vehicle charging projects in Hong Kong and investment in electric vehicle charging infrastructure and general working capital of the Group and therefore providing more flexibility to the Company in its future cash management.

For details of the August Placing, please refer to the announcements of the Company dated 2 August 2024 and 29 August 2024.

The August Placing completed on 29 August 2024. An aggregate of 47,820,000 placing shares have been issued and allotted by the Company to not less than six placees, who and whose ultimate beneficial owners, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, are not connected persons of the Company.

An analysis of the utilisation of the proceeds of the August Placing for the year ended 31 December 2024 is set out below:

	Proceeds utilised during the year ended 31 December 2024 <i>HK\$'000</i>	Unutilised net proceeds as at 31 December 2024 <i>HK\$'000</i>	Expected time of full utilisation of the remaining balance
Intended use of net proceeds <i>HK\$'000</i>			
General capital working	24,000	19,000	5,000 January 2025

SUBSCRIPTION OF COMMON SHARES IN THAILAND COMPANY (THE “COMMON SHARES SUBSCRIPTION”)

On 20 September 2024 (after trading hours), CB Asset One Limited (“**CB Asset One**”) entered into the common shares subscription agreement (the “**Common Shares Subscription Agreement**”) with Spark EV Company Limited (“**Spark**”) pursuant to which CB Asset One has conditionally agreed to subscribe for an aggregate of 35.6% equity interest of Spark in common shares, on a fully diluted basis, at the aggregate subscription price of HK\$180 million, pursuant to which the parties agreed to establish the arrangement subject to the terms and conditions of the agreement (the “**Shareholders’ Agreement**”) to be entered into between CB Asset One and the shareholders of Spark, other than CB Asset One in relation to the arrangement, inter alia the shareholders’ right and each shareholders’ commitment and responsibilities, of Spark upon completion.

Upon completion of the Common Shares Subscription Agreement, Spark and its shareholders (including CB Asset One) shall enter into a Shareholders’ Agreement to set out the shareholders’ rights and obligations in relation to Spark as the joint venture and to regulate the operation and management of Spark, which will be owned as to 35.6% by CB Asset One, on a fully diluted basis. A total amount of HK\$180 million will be contributed in cash by CB Asset One pursuant to the Common Shares Subscription Agreement. CB Asset One has no current intention to inject further capital into Spark.

The subscription was completed on 6 December 2024. The Company is interested in an aggregate of 35.6% equity interest of Spark. Accordingly, Spark will be accounted for as an associate of the Company and its financial results will not be consolidated into the consolidated financial statements of the Group.

For details of the Common Shares Subscription, please refer to the announcements of the Company dated 20 September 2024 and 6 December 2024 and the circular of the Company dated 4 October 2024.

SUBSCRIPTION OF CONVERTIBLE NOTES UNDER SPECIFIC MANDATE (THE “CN SUBSCRIPTION”)

On 20 September 2024, the Company entered into the Convertible Notes subscription agreement (the “**Convertible Notes Subscription Agreement**”) with Floryn Passie Limited (“**Floryn Passie**”), pursuant to which the Company agreed to issue and Floryn Passie agreed to subscribe in cash for the Convertible Notes (the “**Convertible Notes**”) in the aggregate principal amount of HK\$200 million at the conversion price (the “**Conversion Price**”) of the lower of 80% of the 90-days VWAP or HK\$0.50 per conversion share (the “**Conversion Share(s)**”).

Based on the initial Conversion Price of HK\$0.50 per Conversion Share, a total of 400,000,000 Conversion Shares (subject to the conversion restrictions) will be allotted and issued upon exercise of the conversion rights attached to the Convertible Notes in full, representing (i) approximately 41.95% of the total number of Shares in issue as at 20 September 2024, and (ii) approximately 29.55% of the total number of Shares in issue as enlarged by the allotment and issue of the 400,000,000 Conversion Shares (subject to the conversion restrictions) upon full conversion of the Convertible Notes.

The gross proceeds from the CN Subscription will be HK\$200 million. The estimated net proceeds from the CN Subscription after deduction of expenses, will amount to approximately HK\$199.5 million, which will be used as (i) HK\$180 million for the Common Shares Subscription, which will be utilised as Spark’s capital expenses and working capital for the build-out and operation of over 600 EV charging sites at the gas stations of Bangchak in Thailand; and (ii) the remaining HK\$19.5 million for the general working capital of the Group.

The Board considers that the CN Subscription represents a good opportunity to expand its business into Thailand and strengthen its EV charging presence in the Southeast Asia region.

The CN Subscription completed on 6 December 2024.

For details of the CN Subscription, please refer to the announcements of the Company dated 20 September 2024 and 6 December 2024 and the circular of the Company dated 4 October 2024.

The Convertible Notes will be issued and allocated into 3 tranches. Tranche 1 Convertible Notes with 6.0% coupon Convertible Notes in the principal amount of HK\$95,600,000 was issued by the Company to Floryn Passie in accordance with the terms of the CN Subscription Agreement on 4 December 2024. The proceeds of HK\$95,600,000 from the Tranche 1 Convertible Notes were fully utilized as at 31 December 2024.

PROPOSED GRANT OF SHARE AWARDS

On 20 November 2024, the Board proposes to grant awards (the “**Awards**”) under the 2024 Share Award Scheme. Such grants are conditional on the Shareholders approving the adoption of the 2024 Share Award Scheme at the general meeting.

A total of 137,133,000 Shares granted to the following participants (the “**Selected Participants**”) in the following manner:

Name	Title/Position	Number of Awarded Shares
<i>Batch 1 Awarded Shares</i>		
Mr. Yip	Chief Executive Officer and Director	45,288,000
Mr. Lau	Director of subsidiaries of the Company	27,173,000
Mr. Ho	Chief Financial Officer	22,644,000
Mr. Ng	Chief Operating Officer	22,644,000
	Total:	117,749,000
		(the “ Batch 1 Awarded Shares ”)
<i>Batch 2 Awarded Shares</i>		
Mr. Yip	Chief Executive Officer and Director	9,058,000 (subject to a 36 month lock-up period from the date of issue)
Mr. Ho	Chief Financial Officer	5,797,000 (subject to a 12 month lock-up period from the date of issue)
Mr. Ng	Chief Operating Officer	4,529,000 (subject to a 36 month lock-up period from the date of issue)
	Total:	19,384,000
		(the “ Batch 2 Awarded Shares ”)

The Batch 1 Awarded Shares are subject to the performance targets while the Batch 2 Awarded Shares are subject to each Selected Participant's lock up period. All of the above Selected Participants have made significant contribution to or performed well in the Group.

The Company will announce the market price of the Shares on the date of the grant of Awards as soon as possible upon approval of the grant of Awards at the general meeting.

The Awarded shall have a vesting period of 12 months.

Pursuant to Rule 23.04(1) of the GEM Listing Rules, any grant of awards to a Director, chief executive or substantial shareholder of the Company, or any of their respective associates, under the Share Award Scheme must be approved by the independent non-executive Directors (excluding the independent non-executive Director who is the grantee of any Awarded Shares (if any)). On 20 November 2024, the grant of the Awarded Shares to their respective grantees were approved by all the independent non-executive Directors.

Pursuant to Rules 23.04(2) and 23.04(4) of the GEM Listing Rules, where any grant of the awards (excluding grant of options) to a Director (other than an independent non-executive director) or chief executive of the Company, or any of their associates would result in the Shares issued and to be issued in respect of all awarded shares granted (excluding any awards lapsed in accordance with the terms of the Share Award Scheme) to such person in the 12-month period up to and including the date of such grant, representing in aggregate over 0.1% of the relevant class of Shares in issue, such further grant of awards must be approved by Independent Shareholders in general meeting whereby such grantee and his/her associates and all core connected persons of the Company must abstain from voting in favour at such general meeting.

As at the date of the announcement, a general meeting has not convened to approve the grant of Awards.

For details, please refer to the announcements of the Company dated 20 November 2024 and 7 January 2025.

CONNECTED TRANSACTION (THE “CONNECTED TRANSACTION”)

On 27 December 2024, the Company entered into the sale and purchase agreement (the “**Sale and Purchase Agreement**”) with Spark, pursuant to which the Company agrees to sell and Spark agrees to purchase 74 electric vehicle charging equipments (the “**EV Chargers**”) in accordance with the terms and conditions of the Sale and Purchase Agreement.

As Spark is a company indirect non-wholly owned as to approximately 59.3% by Gaw Capital, which is a substantial shareholder of the Company upon exercising conversion of the Convertible Notes, the Sale and Purchase Agreement constitutes a connected transaction of the Company under Chapter 20 of the GEM Listing Rules.

As all of the applicable percentage ratios are less than 25% and the total consideration is less than HK\$10,000,000, the Sale and Purchase Agreement is only subject to the reporting and announcement requirements but is exempt from the circular (including independent financial advice) and shareholders' approval requirements pursuant to Rule 20.74(2) (b) of the GEM Listing Rules.

For details of the Connected Transaction, please refer to the announcements of the Company dated 27 December 2024 and 11 February 2025.

CONNECTED TRANSACTION IN RELATION TO SETTLEMENT OF LOAN THROUGH SUBSCRIPTION OF NEW SHARES (THE “LOAN CAPITALIZATION”)

On 21 January 2025, the Company as debtor entered into the deed (the “**Deed**”) of settlement of the shareholders' loan with Mr. Liang Zihao and Ms. Wu Yanyan (collectively, the “**Creditors**”) pursuant to which the Company has conditionally agreed to issue and allot to the Creditors (or their nominee(s)) an aggregate of 32,046,008 subscription shares (the “**Subscription Shares**”) at the subscription price (the “**Subscription Price**”) of HK\$0.50 per subscription share. The subscription amount payable by the Creditors under the Deed shall be satisfied by capitalizing the entire amount of the shareholders' loan due to the Creditors from the Company. As at 21 January 2025, the Company as debtor is indebted to the Creditors in an aggregate amount of HK\$16,023,004 (the “**Shareholders' Loan**”).

The aggregate nominal value of the Subscription Shares is approximately HK\$320,460. The 32,046,008 Subscription Shares will be allotted and issued under the specific mandate to be sought for approval from the independent shareholders at the extraordinary general meeting.

The Subscription Shares, when allotted and issued, shall rank pari passu in all respects with the Shares in issue.

The Subscription Price of HK\$0.50 per Subscription Share represents an equal to the closing price of HK\$0.50 per Share as quoted on the Stock Exchange on 21 January 2025; and an equal to the average closing price of approximately HK\$0.50 per Share as quoted on the Stock Exchange for the last five consecutive trading days immediately preceding 21 January 2025.

As the Loan Capitalization will be satisfied by way of offsetting part of the outstanding principal amount under the Shareholders' Loan owed by the Company to the Creditors, there will be no remaining net proceeds from the allotment and issue of the Subscription Shares available to be utilised by the Company.

Given the Group's financial position, the Group is not in a position to repay the amount due to the Creditors without tightening the existing financial resources. The Loan Capitalisation enables the Group to settle its existing liabilities without utilising the existing financial resources and can avoid cash outflows.

As the Loan Capitalisation will be satisfied by way of offsetting part of the outstanding principal amount under the Shareholders' Loan owed by the Company to the Creditors, there will be no remaining net proceeds from the allotment and issue of the Subscription Shares available to be utilised by the Company.

As at the date of the announcement, a general meeting has not convened to approve the Loan Capitalisation.

For details of the Loan Capitalisation, please refer to the announcement of the Company dated 21 January 2025.

CONTINUING CONNECTED TRANSACTION (THE “CCT”)

On 26 February 2025, the Company entered into the master agreement (the “**Master Agreement**”) with Spark relating to the purchases of electric vehicle charging equipments, operation software and installation of the electric vehicle charging equipments (the “**EV Charging Solutions**”) by Spark from the Company for a term commencing from 26 February 2025 and ending on 31 December 2027.

The proposed annual caps (the “**Proposed Annual Caps**”) of the aggregate purchases payable by Spark to the Company for the transactions as contemplated under the Master Agreement shall be HK\$160,000,000, HK\$160,000,000 and HK\$140,000,000 for each period ending of 26 February 2025 to 31 December 2025, year ending of 31 December 2026, and year ending of 31 December 2027, respectively, which have been determined based on Spark's estimate of the demand for the EV Charging Solutions to be purchased with reference to the stages of the building the EV charging stations across Thailand.

As Spark is a company indirect non-wholly owned as to approximately 59.3% by Gaw Capital, which is a substantial shareholder of the Company upon exercising conversion of the Convertible Notes, the Master Agreement constitutes a connected transaction of the Company under Chapter 20 of the GEM Listing Rules.

As the highest of the applicable percentage ratios (as defined under Chapter 20 of the GEM Listing Rules) for the Proposed Annual Caps for the Transactions under the Master Agreement, on annual basis, are more than 25% and such Proposed Annual Caps is higher than HK\$10 million, such transactions are subject to the reporting, announcement and Independent Shareholders' approval requirements under Chapter 20 of the GEM Listing Rules. As such, the Company will seek the Independent Shareholders' approval for the Master Agreement.

As at the date of the announcement, a general meeting has not convened to approve the CCT.

For details, please refer to the announcement of the Company dated 26 February 2025.

EVENTS AFTER THE REPORTING PERIOD

Save as disclosed in this announcement, the Directors are not aware of any significant event requiring disclosure that has taken place subsequent to 31 December 2024 and up to the date of this announcement.

AUDIT COMMITTEE

The audit committee of the Company (the “**Audit Committee**”) comprises three independent non-executive Directors, namely Mr. Li Michael Hankin (chairman of the Audit Committee), Ms. Ip Ka Lai, Ms. So Sze Wan Lisa and Mr. Tam Ka Hei Raymond.

The annual results for the year ended 31 December 2024 have been reviewed by the Audit Committee. The Group’s consolidated financial statements have been audited by the Company’s auditor, D & PARTNERS CPA LIMITED (“**D & PARTNERS**”).

The Audit Committee has reviewed the Group’s audited annual results for the year ended 31 December 2024 and discussed with the management and the auditor of the Company on the accounting principles and practices adopted by the Group with no disagreement by the Audit Committee.

SCOPE OF WORK OF D & PARTNERS

The figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2024 as set out in the preliminary announcement have been agreed by the Group’s auditor, D & PARTNERS, to the amounts set out in the Group’s audited consolidated financial statements for the year. The work performed by D & PARTNERS in this respect did not constitute an assurance engagement and consequently no assurance has been expressed by D & PARTNERS on the preliminary announcement.

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

During the year ended 31 December 2024, none of the Company or any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities.

CORPORATE GOVERNANCE PRACTICES

The corporate governance practices of the Group are based on the principles and the code provisions in the Corporate Governance Code (the “**Code**”) as set out in Appendix C1 to the GEM Listing Rules.

CODES COMPLIANCE

The Company has complied with the code provisions of the Code for the year ended 31 December 2024.

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

The Group has adopted the required standard of dealings set out in Rules 5.46 to 5.67 of the GEM Listing Rules (the “**Standard of Dealings**”), as its own code of conduct regarding Directors’ securities transactions. Having made specific enquiries of all Directors, each of the Directors has confirmed that he has complied with the Standard of Dealings from 1 January 2024 and up to the date of this announcement.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This annual results announcement is published on the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and the website of the Company at www.cstl.com.hk.

The 2024 annual report will also be published on the above websites and will be dispatched to the shareholders of the Company in due course.

APPRECIATION

The Directors would like to take this opportunity to express sincere gratitude to all shareholders for their continued support and to thank all staff members of the Group for their dedication and contribution to the Group.

On behalf of the Board
Cornerstone Technologies Holdings Limited
LIANG Zihao
Co-Chairman and Executive Director

Hong Kong, 24 March 2025

As at the date of this announcement, the executive Directors are Mr. LIANG Zihao, Mr. WU Jianwei, Mr. LI Man Keung Edwin, Mr. YIP Shiu Hong, Mr. HO Karl, Mr. PAN Wenyuan and Ms. WU Yanyan, the non-executive Director is Mr. KOH Herbin Puay Teck and the independent non-executive Directors are Ms. IP Ka Lai, Mr. LI Michael Hankin, Ms. SO Sze Wan Lisa and Mr. TAM Ka Hei Raymond.

This announcement will remain on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk “Latest Listed Company Information” page for at least seven days from the date of its posting. This announcement will also be published on the website of the Company at www.cstl.com.hk.