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**EFT Solutions Holdings Limited**  
**俊盟國際控股有限公司**  
*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 8062)**

**ANNUAL RESULTS ANNOUNCEMENT  
FOR THE YEAR ENDED 31 MARCH 2025**

**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 EFT Solutions Holdings 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 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.*

## ANNUAL RESULTS FOR THE YEAR ENDED 31 MARCH 2025

The board of Directors of the Company (the “**Board**”) is pleased to announce the audited consolidated results of the Group for the year ended 31 March 2025, together with the comparative figures for the year ended 31 March 2024, as follows:

### CONSOLIDATED STATEMENT OF PROFIT OR LOSS

*For the year ended 31 March 2025*

		2025	2024
	Notes	HK\$'000	HK\$'000
<b>Revenue</b>	4	<b>94,353</b>	127,749
Cost of sales		<u>(55,862)</u>	<u>(65,523)</u>
<b>Gross profit</b>		<b>38,491</b>	62,226
Other income	6	<b>2,620</b>	2,416
Other losses	7	<b>(1,962)</b>	(365)
Selling and administrative expenses		<u>(27,847)</u>	<u>(26,507)</u>
<b>Profit from operations</b>		<b>11,302</b>	37,770
Finance costs		(11)	(39)
Share of loss of an associate		(271)	–
Impairment loss on goodwill		<u>(3,563)</u>	<u>–</u>
<b>Profit before tax</b>	9	<b>7,457</b>	37,731
Income tax expense	8	<u>(1,894)</u>	<u>(6,155)</u>
<b>Profit for the year</b>		<u><b>5,563</b></u>	<u>31,576</u>
<b>Profit for the year attributable to:</b>			
Equity shareholders of the Company		<b>5,610</b>	31,231
Non-controlling interests		<u>(47)</u>	<u>345</u>
		<u><b>5,563</b></u>	<u>31,576</u>
<b>Earnings per share</b>			
– Basic and diluted ( <i>HK cents</i> )	11	<u><b>1.17</b></u>	<u>6.51</u>

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

*For the year ended 31 March 2025*

	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<b>Profit for the year</b>	<u><b>5,563</b></u>	<u>31,576</u>
<b>Other comprehensive income</b>		
<i>Item that may be subsequently reclassified to profit or loss:</i>		
Exchange differences arising on translation of financial statements of operations outside Hong Kong	<u>(242)</u>	<u>356</u>
<b>Other comprehensive income for the year</b>	<u><b>(242)</b></u>	<u>356</u>
<b>Total comprehensive income for the year</b>	<u><b>5,321</b></u>	<u><b>31,932</b></u>
<b>Total comprehensive income attributable to:</b>		
Equity shareholders of the Company	<b>5,417</b>	31,500
Non-controlling interests	<u><b>(96)</b></u>	<u>432</u>
	<u><b>5,321</b></u>	<u><b>31,932</b></u>

# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

*As at 31 March 2025*

		<b>2025</b>	<b>2024</b>
	<i>Notes</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>8,661</b>	10,687
Right-of-use assets		<b>6,333</b>	6,659
Intangible assets		<b>203</b>	1,679
Goodwill		<b>7,015</b>	10,578
Interest in an associate		<b>7,428</b>	–
Deposits and prepayment	12	<b>69</b>	350
Deferred tax assets		<b>1,120</b>	266
		<b>30,829</b>	30,219
<b>CURRENT ASSETS</b>			
Inventories		<b>3,137</b>	3,912
Trade and other receivables	12	<b>29,613</b>	60,798
Cash and cash equivalents		<b>84,800</b>	62,525
Tax recoverables		<b>146</b>	–
		<b>117,696</b>	127,235
<b>CURRENT LIABILITIES</b>			
Trade and other payables	13	<b>14,321</b>	11,444
Lease liabilities		<b>–</b>	27
Tax payables		<b>798</b>	3,498
		<b>15,119</b>	14,969
<b>NET CURRENT ASSETS</b>		<b>102,577</b>	112,266
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>133,406</b>	142,485
<b>NET ASSETS</b>		<b>133,406</b>	142,485

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)***As at 31 March 2025*

	<b>2025</b> <b><i>HK\$'000</i></b>	<b>2024</b> <b><i>HK\$'000</i></b>
<b>CAPITAL AND RESERVES</b>		
Share capital	<b>4,800</b>	4,800
Reserves	<b>127,552</b>	136,535
	<hr/>	<hr/>
<b>TOTAL EQUITY ATTRIBUTABLE TO EQUITY SHAREHOLDERS OF THE COMPANY</b>	<b>132,352</b>	141,335
Non-controlling interests	<b>1,054</b>	1,150
	<hr/>	<hr/>
<b>TOTAL EQUITY</b>	<b>133,406</b>	142,485
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# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

*For the year ended 31 March 2025*

## 1. GENERAL INFORMATION

EFT Solutions Holdings Limited (the “**Company**”) was incorporated as an exempted company and registered in the Cayman Islands with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands on 26 May 2016. Its registered office is located at Ocorian Trust (Cayman) Limited, Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The address of its principal place of business is located at Workshops B1 & B3, 11/F, Yip Fung Industrial Building, 28–36 Kwai Fung Crescent, Kwai Chung, New Territories, Hong Kong.

The Company’s shares were listed on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 15 December 2016.

The Company is an investment holding company and its subsidiaries are principally engaged in sales of electronic fund transfer at point-of-sale (“**EFT-POS**”) terminals and peripheral devices, provision of EFT-POS system support services, software solutions services and embedded system solution services. Its parent and ultimate holding company is LCK Group Limited (“**LCK**”), a private company incorporated in British Virgin Islands (the “**BVI**”). Its ultimate controlling party is Mr. Lo Chun Kit, Andrew (“**Mr. Lo**” or the “**Controlling Shareholder**”).

## 2. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

The financial information included in this preliminary announcement of annual results does not constitute the Group’s consolidated financial statements for the year ended 31 March 2025 but is extracted from those financial statements.

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

The HKICPA has issued certain new and amended HKFRS Accounting Standards that are first effective or available for early adoption for the current accounting period of the Group. Note 3 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current accounting period reflected in these financial statements.

The consolidated financial statements for the year ended 31 March 2025 comprise the Company and its subsidiaries (together referred to as the “**Group**”) and the Group’s interest in an associate.

The measurement basis used in the preparation of the financial statements is the historical cost basis.

### 3. CHANGES IN ACCOUNTING POLICIES

The Group has applied the following amendments to HKFRS Accounting Standards issued by the HKICPA to these financial statements for the current accounting period:

- Amendments to HKAS 1, *Presentation of financial statements – Classification of liabilities as current or non-current* (“**2020 amendments**”) and amendments to HKAS 1, *Presentation of financial statements – Non-current liabilities with covenants* (“**2022 amendments**”)
- Amendments to HKFRS 16, *Leases – Lease liability in a sale and leaseback*
- Amendments to HKAS 7, *Statement of cash flows* and HKFRS 7, *Financial instruments: Disclosures – Supplier finance arrangements*

None of these developments has had a material effect on how the Group’s results and financial position for the current or prior periods have been prepared or presented. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

### 4. REVENUE

#### Disaggregation of revenue from contracts with customers for the year

	2025 HK\$’000	2024 HK\$’000
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>		
Sales of EFT-POS terminals and peripheral devices	23,821	40,044
Provision of system support and software solution services	70,532	87,705
	<u>94,353</u>	<u>127,749</u>
	2025 HK\$’000	2024 HK\$’000
Timing of revenue recognition:		
At a point in time	23,821	40,044
Over time	70,532	87,705
	<u>94,353</u>	<u>127,749</u>

#### Transaction allocated to the remaining performance obligation for contracts with customers

The Group has applied the practical expedient in paragraph 121 of HKFRS 15 to its contract for sales of EFT-POS terminals and peripheral devices and provision of system support and software solution services such that the Group does not disclose information about revenue that the Group will be entitled to when it satisfies the remaining performance obligations under the contracts for sales of EFT-POS terminals and peripheral devices or provision of system support and software solution services that had an original expected duration of one year or less or the Group recognises revenue from the satisfaction of the performance obligation in accordance with paragraph B16 of HKFRS 15.

## 5. SEGMENT INFORMATION

Information reported to Mr. Lo, being the chief operating decision maker (the “CODM”), for the purpose of resource allocation and assessment of segment performance, focuses on types of goods delivered or services provided.

Specifically, the Group has presented the following two reportable segments. No operating segments have been aggregated to form the following reportable segments.

Sales of hardware devices	–	Sales of EFT-POS terminals and peripheral devices
System support and software solution services	–	Provision of system support, software solution services, POS software solutions services and embedded system solution services

During the year ended 31 March 2025, management changed the compositions of the segments in view of more diversified businesses the Group currently operates. The comparative information is also restated to conform with the current period’s presentation.

Segment information about these reportable segments and respective reconciliations of segment profit or loss are presented below:

### Year ended 31 March 2025

	Sales of hardware devices <i>HK\$’000</i>	System support and software solution services <i>HK\$’000</i>	Consolidated <i>HK\$’000</i>
Segment revenue – external customers	<u>23,821</u>	<u>70,532</u>	<u>94,353</u>
Segment results	<u>12,084</u>	<u>19,478</u>	31,562
Other income			2,604
Finance costs			(11)
Unallocated expenses			<u>(26,698)</u>
Consolidated profit before tax			<u>7,457</u>



Year ended 31 March 2024

	Sales of hardware devices <i>HK\$'000</i>	System support and software solution services <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
Segment revenue – external customers	<u>40,044</u>	<u>87,705</u>	<u>127,749</u>
Segment results	<u>20,848</u>	<u>40,003</u>	60,851
Other income			2,408
Finance costs			(39)
Unallocated expenses			<u>(25,489)</u>
Consolidated profit before tax			<u>37,731</u>

There is no inter-segment sales for both years.

Segment results represent the profit earned by each segment without allocation of certain other income, finance costs, and other unallocated expenses including depreciation expenses, and directors' remuneration that are not directly attributable to segments as disclosed in the above table. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

#### Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segments and respective reconciliations:

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<b>Segment assets</b>		
Sales of hardware devices	13,272	23,306
System support and software solution services	<u>27,618</u>	<u>47,890</u>
Total segment assets	40,890	71,196
Unallocated assets	<u>107,635</u>	<u>86,258</u>
Consolidated total assets	<u>148,525</u>	<u>157,454</u>
<b>Segment liabilities</b>		
Sales of hardware devices	5,334	3,098
System support and software solution services	<u>3,893</u>	<u>4,013</u>
Total segment liabilities	9,227	7,111
Unallocated liabilities	<u>5,892</u>	<u>7,858</u>
Consolidated total liabilities	<u>15,119</u>	<u>14,969</u>

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to reportable segments other than property, plant and equipment, right-of-use assets, certain deposits and prepayment and other corporate assets.
- all liabilities are allocated to reportable segments other than certain other payables and accrued expenses, lease liabilities, tax payables and deferred tax liabilities.

#### Other segment information

##### Year ended 31 March 2025

	Sale of hardware devices <i>HK\$'000</i>	System support and software solution services <i>HK\$'000</i>	Unallocated <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
<i>Amounts included in the measure of segment profit or loss or segment assets:</i>				
Impairment loss on trade receivables, net	407	1,264	–	1,671
Write-down of inventories, net	60	–	–	60
Amortisation of intangible assets	–	1,464	–	1,464
Impairment loss on goodwill	–	3,563	–	3,563
Share of loss of an associate	–	271	–	271
<i>Amounts regularly provided to the CODM but not included in the measure of segment profit or loss or segment assets:</i>				
Depreciation of property, plant and equipment	–	–	5,741	5,741
Depreciation of right-of-use assets	–	–	326	326
Additions to non-current assets ( <i>Note</i> )	–	–	3,716	3,716

Year ended 31 March 2024

	Sale of hardware devices <i>HK\$'000</i>	System support and software solution services <i>HK\$'000</i>	Unallocated <i>HK\$'000</i>	Consolidated <i>HK\$'000</i>
<i>Amounts included in the measure of segment profit or loss or segment assets:</i>				
Impairment loss of trade receivables, net of reversal	(61)	(490)	–	(551)
Reversal of write-down of inventories, net	(551)	–	–	(551)
Amortisation of intangible assets	–	1,931	–	1,931
<i>Amounts regularly provided to the CODM but not included in the measure of segment profit or loss or segment assets:</i>				
Depreciation of property, plant and equipment	–	–	6,453	6,453
Depreciation of right-of-use assets	–	–	449	449
Additions to non-current assets ( <i>Note</i> )	–	–	4,981	4,981

*Note:* Non-current assets include property, plant and equipment, right-of-use asset and intangible assets.

## Geographical information

### *Non-current assets by geographical location*

An analysis of the Group's non-current assets by geographical location is as follows:

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Hong Kong (place of domicile)	14,154	17,623
Macau	7,614	11,469
Australia	444	511
Mongolia	7,428	–
	<b>29,640</b>	<b>29,603</b>

*Note:* Non-currents assets excluded deposits, deferred tax asset and prepayment paid.

### ***Revenue by geographical location***

An analysis of the Group's revenue from external customers by geographical location, determined based on the shipment destination for the sale of hardware devices and the location of services rendered for system support and software solution services are detailed below:

	2025 HK\$'000	2024 HK\$'000
Hong Kong (place of domicile)	78,716	111,067
Australia	6,153	7,070
Macau	4,259	6,564
United States	2,525	1,512
Others	2,700	1,536
	<u>94,353</u>	<u>127,749</u>

### **Information about major customers**

Revenue from customers that individually contributed over 10% of the total revenue of the Group during the year are as follows:

	2025 HK\$'000	2024 HK\$'000
Customer A from sales of hardware devices and system support and software solution services segments	15,035	16,551
Customer B from system support and software solution services segment	<u>11,245</u>	<u>12,615</u>

Except for disclosed above, there are no other customers contributed for 10% or more of the Group's total revenue during the years ended 31 March 2025 and 2024.

## **6. OTHER INCOME**

	2025 HK\$'000	2024 HK\$'000
Bank interest income	1,590	1,847
Income from delivery cost recharged to customers	14	8
Government grants	1,001	–
Reversal of impairment loss on trade receivables	–	551
Others	15	10
	<u>2,620</u>	<u>2,416</u>

During the year ended 31 March 2025, the Group recognised government grants of HK\$1,001,000 in respect of (i) promoting business to overseas which relates to Dedicated Fund on Branding, Upgrading and Domestic Sales amounting to HK\$501,000; (ii) a grant scheme for Open-ended Fund Companies amounting to HK\$500,000, both provided by Hong Kong SAR Government as a support. There were no unfilled conditions or contingencies related to these government grants.

## 7. OTHER LOSSES

	2025 HK\$'000	2024 HK\$'000
Net exchange losses	211	365
Impairment loss on trade receivables, net	1,671	–
Others	80	–
	<u>1,962</u>	<u>365</u>

## 8. INCOME TAX EXPENSE

Profit before tax is arrived at after charging:

	2025 HK\$'000	2024 HK\$'000
Current tax:		
Provision for the year:		
Hong Kong Profits Tax	2,420	6,497
Overseas income tax	347	491
(Over)/under-provision in respect of prior years:		
Hong Kong Profits Tax	–	204
Overseas income tax	(19)	25
	<u>2,748</u>	<u>7,217</u>
Deferred tax:		
Origination and reversal of temporary differences	(854)	(1,062)
	<u>1,894</u>	<u>6,155</u>

The provision for Hong Kong Profits Tax for 2025 is calculated at 16.5% (2024: 16.5%) of the estimated assessable profits for the year, except for one subsidiary of the Group which is a qualifying corporation under the two-tiered Profits Tax rate regime.

For this subsidiary, the first HK\$2 million of assessable profits are taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. The provision for Hong Kong Profits Tax for this subsidiary was calculated at the same basis in 2024.

The provision for Hong Kong Profits Tax for 2025 takes into account a reduction granted by the Hong Kong SAR Government of 100% of the tax payable for the year of assessment 2024/25 subject to a maximum reduction of HK\$1,500 for each business (2024: a maximum reduction of HK\$3,000 was granted for the year of assessment 2023/24 and was taken into account in calculating the provision for 2024).

Taxes on overseas profits in Australia and Macau have been calculated at the prevailing tax rates of 25% (2024: 25%) and 12% (2024: 12%) respectively based on existing legislation in respect thereof.

## 9. PROFIT BEFORE TAX

Profit before tax is arrived at after charging:

	2025 HK\$'000	2024 HK\$'000
Directors' remuneration		
– salaries and allowances	1,951	2,078
– discretionary bonus	167	320
– retirement benefits scheme contribution	18	23
Other staff costs		
– salaries and allowances ( <i>Note</i> )	26,255	20,770
– discretionary bonus	2,687	2,886
– retirement benefits scheme contribution	1,276	1,245
– long service payment expenses	371	1,353
Total employee benefits expenses (including directors' emoluments)	32,725	28,675
Auditor's remuneration	930	868
Depreciation of property, plant and equipment	5,741	6,453
Depreciation of right-of-use assets	326	449
Amortisation of intangible assets	1,464	1,931
Expense relating to short-term leases	3,006	2,880
Cost of inventories	11,691	19,110

*Note:* Staff cost of approximately HK\$16,549,000 (2024: HK\$17,055,000) were included in the cost of sales for the year ended 31 March 2025.

## 10. DIVIDENDS

	2025 HK\$'000	2024 HK\$'000
Dividends recognised as distribution during the year		
Final dividend proposed after the end of the reporting period of HK2.00 cents per ordinary share (2024: HK2.00 cents per ordinary share)	9,600	9,600
Interim dividend declared and paid of HK1.00 cent per ordinary share (2024: HK1.00 cent per ordinary share)	4,800	4,800
	14,400	14,400

Subsequent to the end of the reporting period, a final dividend of HK1.00 cent (2024: HK2.00 cents) per share, in respect of the year ended 31 March 2025 has been proposed by the directors and are subject to approval by the shareholders at the forthcoming annual general meeting.

## 11. EARNINGS PER SHARE

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

	2025 HK\$'000	2024 HK\$'000
<b>Earnings</b>		
Earnings for the purposes of basic and diluted earnings per share	<u>5,610</u>	<u>31,231</u>
	2025 '000	2024 '000
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	<u>480,000</u>	<u>480,000</u>

The diluted earnings per share for the years ended 31 March 2025 and 2024 were the same as basic earnings per share as there were no potential outstanding shares for both years.

## 12. TRADE AND OTHER RECEIVABLES

	2025 HK\$'000	2024 HK\$'000
<b>Current assets</b>		
Trade receivables from contracts with customers	30,739	57,841
Less: allowance for credit losses	<u>(4,220)</u>	<u>(2,577)</u>
	26,519	55,264
Prepayment, deposits and other receivables	2,899	5,339
Rental deposits paid to the Lo's family ( <i>Note a</i> )	<u>195</u>	<u>195</u>
Total	<u>29,613</u>	<u>60,798</u>
	2025 HK\$'000	2024 HK\$'000
<b>Non-current assets</b>		
Deposits and prepayment	69	–
Prepayment for purchase of property, plant and equipment	<u>–</u>	<u>350</u>
Total	<u>69</u>	<u>350</u>

*Note:*

- (a) The properties owned by Mr. Lo and his spouse, Ms. Lam Ching Man (“**Ms. Lam**”, collectively referred to as the “**Lo's Family**”) are used as the office premises of the Group in Hong Kong.

Apart from the deposits and prepayment of HK\$69,000, all of the trade and other receivables are expected to be recovered or recognised as expense within one year.

The Group in general allows credit periods of 30 days to 45 days to its trade customers from sales of EFT-POS terminals and peripheral devices, and provision of EFT-POS system support services and software solution services, while a longer credit period is granted to key customers based on individual credit evaluation performed.

The following is an aged analysis of trade receivables net of allowance for credit losses presented based on the invoice date at the end of the reporting period:

	2025 HK\$'000	2024 HK\$'000
Within 30 days	8,078	14,798
31–60 days	6,949	12,455
61–90 days	1,339	722
91–180 days	3,135	9,182
181–365 days	3,788	12,363
Over 365 days	3,230	5,744
	<u>26,519</u>	<u>55,264</u>

#### Contract assets

The contract assets arising from provision of system support and software solution services. It primarily relates to the Group's right to consideration for work completed and not billed because the rights are conditioned on the Group's future performance. The contract assets are transferred to trade receivables when the rights become unconditional.

The contract assets are expected to be recovered within one year.

### 13. TRADE AND OTHER PAYABLES

	2025 HK\$'000	2024 HK\$'000
Trade payables	3,124	5,367
Contract liabilities	7,153	3,505
Other payables and accrued expenses	4,044	2,572
	<u>14,321</u>	<u>11,444</u>

The average credit period on trade payables is 30 days. The aging analysis of the Group's trade payables below is presented based on the invoice date at the end of the reporting period.

	2025 HK\$'000	2024 HK\$'000
Within 30 days	2,187	3,233
31–60 days	362	153
61–90 days	2	312
Over 90 days	573	1,669
	<u>3,124</u>	<u>5,367</u>

Contract liabilities represented advance payments received from customers for provision of system support and software solution services and non-cash considerations to be settled through hardware and software sales for the acquisition of Bonum LLC. The Group received the entire consideration in advance before providing relevant services to customers.



## **MANAGEMENT DISCUSSION AND ANALYSIS**

### **BUSINESS REVIEW AND OUTLOOK**

The Group has continued to take a leading position as an innovative EFT-POS solution provider focusing on sales of EFT-POS terminals and peripheral devices, the provision of EFT-POS system support services, software solution services and embedded system solution services in Hong Kong and oversea.

We are confident in positioning ourselves as a major link between EFT-POS terminal manufacturers and acquirers (i.e. acquiring bank or payment processor that processes credit or debit card payments on behalf of a merchant) to provide total EFT-POS solutions, which includes sales of EFT-POS terminals and peripheral devices services, as well as the development of software that comply with electronic payment standards acceptance certification, installation and ongoing maintenance and repair services of EFT-POS terminals.

The Group will continue to provide customised project-based software solution services so as to further capture the ongoing growing opportunities and expand our local market share in the EFT-POS terminal market. We will also continue to provide sales of EFT-POS terminals and peripheral devices services to acquirers and as well as merchants.

For the year ended 31 March 2025, the Group continued its efforts in developing the sales of EFT-POS terminals and peripheral devices, provision of EFT-POS system support services, software solution services and embedded system solution services.

As overall revenue reflects a subtle shift, we see abundant opportunities for growth in providing EFT-POS terminals and peripheral devices, as well as EFT-POS system support and software solution services. The digital payment market is still evolving, with increasing demand for QR code payments, Faster Payment System (“FPS”) and e-wallet payment system, positioning us well for future success.

The Group will strive its best effort to achieve business growth and contribute our expertise to Hong Kong on its endeavor to transform itself into a smart city. The Group aims to further expand our market shares and strengthen our market position in EFT-POS sales, system support and software solution industries by increasing its capabilities and offering diverse and high quality one-stop integrated services.

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

The Group is exposed to various risks in the operations of the Group’s business and the Group believes that risk management is important to the Group’s success. Key operational risks faced by the Group include, among others, changes in general market conditions and ability to continue to attract and retain highly qualified technical and managerial staff with the appropriate technical expertise and knowledge of the electronic payment and software solution industry. The provision of our services relies heavily on the technical know-how and skill-set of such employees and their continued employment with us is therefore crucial to our business

operations. To cope with staff turnover, we conduct continuous recruitment for high caliber candidates from university graduates in computer science with a view to train them up with technical knowledge in electronic payment and software solution industry.

## **FINANCIAL REVIEW**

### **Overview**

For the year ended 31 March 2025, the Group recorded revenue of approximately HK\$94.4 million which represented a decrease of approximately 26.1% as compared with approximately HK\$127.7 million for the year ended 31 March 2024.

### **Revenue**

For sales of EFT-POS terminals and peripheral devices, revenue of approximately HK\$23.8 million and HK\$40.0 million were recognised for years ended 31 March 2025 and 2024, respectively, which represented a decrease of approximately 40.5% due to less EFT-POS terminals being sold in year ended 31 March 2025 compared to the year ended 31 March 2024.

For provision of system support and software solution services, revenue of approximately HK\$70.5 million and HK\$87.7 million were recognised for year ended 31 March 2025 and 2024, respectively, which represented a decrease of approximately 19.6% due to the decrease in the software solutions projects in year ended 31 March 2025 compared to the year ended 31 March 2024.

### **Costs of Goods Sold and Services**

Costs of goods sold and services primarily consisted of costs of inventories recognised as expense, cost of independent service providers, tools and consumables, salaries and benefits, freight and transportation, rent, local travelling and telephone and utilities expense. Costs of goods sold and services were approximately HK\$55.9 million and HK\$65.5 million for the years ended 31 March 2025 and 2024, respectively, which represented a decrease of approximately 14.7% due to the decrease of cost of inventory sold and partially net off by the increase of the staff salaries.

### **Gross Profit and Gross Profit Margin**

The overall gross profit was approximately HK\$38.5 million and HK\$62.2 million for the years ended 31 March 2025 and 2024, respectively, which represented a decrease of approximately 38.1%.

The overall gross profit margin was approximately 40.8% and 48.7% for the years ended 31 March 2025 and 2024, respectively, which represented a decrease of approximately 16.2%.

Such decrease of gross profit was primarily due to the Group recorded decrease of profit margin from the sales of terminals and software solutions services in current year. The decline is a result of the economic downturn and the intensified competition within the market.

### **Other Income**

Other income were approximately HK\$2.6 million and HK\$2.4 million for the years ended 31 March 2025 and 2024, respectively, mainly represented the bank interest income, government grant and delivery income. The slight increase was mainly due to the record of the government grants and partially net off by the decrease of the bank interest income.

### **Other Losses**

Other losses were approximately HK\$2.0 million and HK\$0.4 million for the years ended 31 March 2025 and 2024, respectively, mainly represented the net exchange losses and impairment loss on trade receivables. The other losses were increased mainly due to the increase of the impairment loss on trade receivables in the current year.

### **Staff Costs**

Staff costs of approximately HK\$32.7 million and HK\$28.7 million were recorded for the years ended 31 March 2025 and 2024, respectively, which represented an increase of approximately 13.9%. The increase was mainly due to the increase of the staff salaries and headcount during the current year.

### **Other Selling and Administrative Expenses**

Other selling and administrative expenses (excluding staff costs) comprised mainly auditor's remuneration, depreciation, amortisation of intangible assets, legal and professional fees and office expenses.

Other selling and administrative expenses of approximately HK\$20.0 million and HK\$19.3 million were recorded for the years ended 31 March 2025 and 2024, respectively, which represented an increase of approximately 3.6% which due to the increase of the legal and professional fee incurred during the current year.

### **Impairment Loss on Goodwill**

Impairment loss on goodwill attributable to Faster Technology Service (Macau) Limited ("FTS") of approximately of HK\$3.6 million were recognised for the year ended 31 March 2025 (for the year ended 31 March 2024: Nil) due to the declining business performance of the FTS cash-generating unit during the current year.

## **Profit for the Period**

The Group recorded profit of approximately HK\$5.6 million and HK\$31.6 million for the years ended 31 March 2025 and 2024, respectively, which represented a significant decrease of approximately 82.3%. It was mainly due to the decrease of gross profit, increase of impairment loss on trade receivables and the recognition of the impairment loss on goodwill.

## **FINANCIAL POSITION, LIQUIDITY AND FINANCIAL RESOURCES**

The Group adopts a prudent cash and financial management policy. In order to achieve better cost control and minimise the costs of funds, the Group's treasury activities are centralised and cash is generally deposited with major banks in Hong Kong and denominated mostly in Hong Kong dollars.

The Group has remained at a sound financial resource level. As at 31 March 2025, the Group had net current assets of approximately HK\$102.6 million (as at 31 March 2024: approximately HK\$112.3 million) including cash and bank balances of approximately HK\$84.8 million (as at 31 March 2024: approximately HK\$62.5 million).

## **PLEDGE OF ASSETS**

As at 31 March 2025, the Group did not have any pledged assets (as at 31 March 2024: Nil).

## **FOREIGN CURRENCY RISK**

The Group's business activities are mainly in Hong Kong and are principally denominated in Hong Kong dollars, Renminbi, Australian dollar and United States dollars. The Group currently does not have a foreign currency hedging policy. However, the Directors will continuously monitor the related foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

## **CAPITAL COMMITMENTS, CAPITAL EXPENDITURES AND CONTINGENT LIABILITIES**

As at 31 March 2025, the Group did not have any significant capital commitments, capital expenditures and nor contingent liabilities (as at 31 March 2024: Nil).

## **CAPITAL STRUCTURE**

As at 31 March 2025, the Group did not have any bank borrowings (as at 31 March 2024: Nil).

There has been no change in the Company's capital structure during the year ended 31 March 2025. The capital structure of the Group comprises of issued share capital and reserves. The Directors review the Group's capital structure regularly.

## SEGMENTAL INFORMATION

Segmental information is presented for the Group as disclosed in Note 5 to the consolidated financial statements.

## EMPLOYEES AND REMUNERATION POLICIES

As at 31 March 2025, the Group employed 81 (as at 31 March 2024: 78) full-time employees (including Directors). We determine the employees' remuneration based on factors such as qualification, duty, contributions and years of experience. In addition, the Group provides comprehensive training programs to its employees or sponsors the employees to attend various job-related training courses.

## SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND CAPITAL ASSETS

On 21 June 2024, the Group entered into the sale and purchase agreement with Bonum LLC (“**Bonum**”) to acquire 16.7% issued share capital of Bonum at the consideration of USD1 million. Bonum is a company incorporated in Mongolia with limited liability and is principally engaged in provision of payment services in Mongolia. The Group considers that the acquisition could provide an opportunity to the Group to enter into the payments market in Mongolia. On 31 December 2024, the conditions precedent as set out under the sale and purchase agreement dated 21 June 2024 have been fulfilled and the completion took place on 31 December 2024. Upon completion, the Company indirectly owns 16.7% of the issued share capital of Bonum. Save as disclosed above, the Group did not make any significant investments, material acquisitions and disposals of subsidiaries and capital assets during the year ended 31 March 2025 and up to the date of this announcement.

## **ANNUAL GENERAL MEETING, DIVIDEND AND CLOSURE OF THE REGISTER OF MEMBERS**

### **a. Annual General Meeting and Closure of the Register of Members for Determining the Entitlement of the Shareholders to Attend and Vote at the 2025 Annual General Meeting**

The annual general meeting of members of the Company will be held on Friday, 8 August 2025.

The register of members of the Company will be closed from Tuesday, 5 August 2025 to Friday, 8 August 2025 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to determine the identity of members who are entitled to attend and vote at the 2025 annual general meeting, all share transfer documents accompanied by the relevant share certificates must be lodged with our Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Monday, 4 August 2025.

### **b. Dividend and Closure of the Register of Members for Determining the Entitlement to the Proposed Final Dividend for the year ended 31 March 2025**

The Board is pleased to recommend a final dividend of HK1.00 cents per share for the year ended 31 March 2025 (2024: HK2.00 cents per share). As the Company paid an interim dividend of HK1.00 cent per share during the year (2024: HK1.00 cent per share), the total distribution will be HK2.00 cents per share for the year (2024: HK3.00 cents per share). Subject to the members' approval on the proposed final dividend at the forthcoming annual general meeting, the register of members of the Company will be closed from Thursday, 21 August 2025 to Friday, 22 August 2025 (both days inclusive), during which no transfer of shares of the Company will be registered. In order to be eligible for the proposed final dividend, unregistered holders of shares of the Company should ensure that all transfer forms accompanied by the relevant share certificates must be lodged with our Hong Kong branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Wednesday, 20 August 2025. The proposed final dividend will be paid on Thursday, 28 August 2025 to members whose names appear on the register of members on Friday, 22 August 2025 following approval at the annual general meeting.

## COMPLIANCE WITH CODE OF CORPORATE GOVERNANCE

The Company is committed to maintaining a high standard of corporate governance in emphasising a quality board of directors, sound risk management and internal control, transparency and accountability with a view to enhance corporate value and to safeguard the interests of all the shareholders and the Company as a whole.

The Board continues to monitor and review the Company's corporate governance and makes necessary changes at appropriate time.

The Board has adopted the principles, the code provisions of the Corporate Governance Code (the “**CG Code**”) and the recommended best practices 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 (the “**Audit Committee**”), a nomination committee (the “**Nomination Committee**”) and a remuneration committee (the “**Remuneration Committee**”) with specific written terms of reference. During the year ended 31 March 2025 and up to the date of this announcement, the Company has complied with GEM Listing Rules except for the deviations as follows:

- (a) As disclosed in the Company's announcements dated 17 February 2025 and 16 May 2025, following the passing away of Dr. Wu Wing Kuen, *B.B.S.*, as an Independent Non-Executive Director on 17 February 2025, (i) the number of Independent Non-Executive Directors fell below the minimum number as required under Rule 5.05(1) of the GEM Listing Rules; (ii) the number of members of the Audit Committee fell below the minimum number as required under Rule 5.28 of the GEM Listing Rules; (iii) the composition of Remuneration Committee fell below the majority of Independent Non-Executive Directors as required under Rule 5.34 of the GEM Listing Rules; and (iv) the composition of the Nomination Committee fell below the majority of Independent Non-Executive Directors as required under Rule 5.36A of the GEM Listing Rules.

Upon the appointment of Ms. Cheng Wai Sin as an Independent Non-Executive Director became effective on 16 May 2025, the Company has re-complied with the requirements of the above GEM Listing Rules.

- (b) 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. Mr. Lo Chun Kit, Andrew (“**Mr. Lo**”) is the chairman (the “**Chairman**”) and the chief executive officer (the “**CEO**”) of the Company. In view that Mr. Lo has been assuming day-to-day responsibilities in operating and managing the Group since 2008 and the rapid development of the Group, the Board believes that with the support of Mr. Lo's extensive experience and knowledge in the business of the Group, vesting the roles of both Chairman and CEO in Mr. Lo strengthens the solid and consistent leadership and thereby allows for efficient business planning and decision which is in the best interest to the Group. 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-calibre individuals, with three of them being Independent Non-Executive Directors.



## COMPLIANCE WITH 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, the Company was not aware of any non-compliance with the required standard as set out in the Model Code throughout the year ended 31 March 2025.

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 23 November 2016 in compliance with Rule 5.28 of the GEM Listing Rules. As at 31 March 2025, the Audit Committee comprised two Independent Non-Executive Directors, namely Mr. Chow Ka Wo Alex (chairman of the Audit Committee) and Mr. Wong Ping Yiu. As disclosed in the Company's announcements dated 17 February 2025 and 16 May 2025, following the appointment of Ms. Cheng Wai Sin as an Independent Non-Executive Director and a member of the Audit Committee, the Company has re-complied with the requirements under Rule 5.28 of the GEM Listing Rules that there are three Independent Non-Executive Directors in the Audit Committee.

None of the members of the Audit Committee is a former partner of the Company's existing external auditor.

Written terms of reference in compliance with code provisions D.3.3 and D.3.7 of the CG Code as set out in Appendix C1 to the GEM Listing Rules have been adopted. It is the Board's responsibility to ensure that an effective internal control and risk management framework exist within the entity. This includes internal controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators, and proper arrangements are in place for fair and independent investigation of these matters and for appropriate follow-up action. The Board has delegated the responsibility for the initial establishment and the maintenance of a framework of internal controls and ethical standards for the Group's management to the Audit Committee. The primary duties of the Audit Committee are, among other things, to review and supervise the financial reporting process and internal control and risk management systems of the Group. Besides, the Audit Committee reviews and monitors the Company's compliance with its whistleblowing policy and oversees the Company's relations with the external auditor.



During the year ended 31 March 2025, the Audit Committee has reviewed the interim and annual results of the Group. As at the date of this announcement, the Audit Committee and the external auditor have also reviewed the audited annual results of the Group for the year ended 31 March 2025. The Audit Committee and the external auditor were 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**

On 16 April 2025, the indirectly wholly-owned subsidiary of the Company (the “**Potential Purchaser**”) entered into a non-legally binding memorandum of understanding with Hsu Ching Chung (the “**Potential Vendor**”), pursuant to which, the Potential Purchaser intends to purchase and the Potential Vendor intends to sell the certain issued share capital of Airlink Technology Co. Ltd (the “**Proposed Acquisition**”). No legally binding agreement in relation to the Proposed Acquisition has been entered into up to the date of this announcement. Details are set out in the Company’s announcement dated 16 April 2025.

On 16 May 2025, Ms. Cheng Wai Sin was appointed as an Independent Non-Executive Director, a member of the Audit Committee, a member of Remuneration Committee and a member of the Nomination Committee.

Save as disclosed above, the Group has no material events after reporting period.

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

During the year ended 31 March 2025 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 AUDITOR**

The financial figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 March 2025 as set out in the preliminary announcement have been compared by the Group’s auditor, KPMG, Certified Public Accountants, to the amounts set out in the Group’s draft consolidated financial statements for the year and the amounts were found to be in agreement. The work performed by KPMG in this respect did not constitute an audit, review or other 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 Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by the auditor.

## **PUBLICATION OF THE ANNUAL REPORT**

The Company's annual report for the year ended 31 March 2025 will be published on the websites of the Stock Exchange and the Company in due course and dispatched in printed form to Shareholders upon request.

As at the date of this announcement, to the best knowledge of the Directors, the information contained in this announcement will be consistent with the information contained in the 2025 annual report of the Company.

By order of the Board  
**EFT Solutions Holdings Limited**  
**Lo Chun Kit Andrew**  
*Chairman*

Hong Kong, 30 June 2025

*As at the date of this announcement, the Board comprises Executive Director Mr. Lo Chun Kit Andrew; Non-Executive Directors Ms. Lam Ching Man and Mr. Lui Hin Weng Samuel; and Independent Non-Executive Directors Mr. Chow Ka Wo Alex, Mr. Wong Ping Yiu and Ms. Cheng Wai Sin.*

*This announcement will remain on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) on the "Latest Company Announcements" page for at least seven days from the date of its posting and be posted on the website of the Company at [www.eftsolutions.com](http://www.eftsolutions.com).*