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## RELIANCE GLOBAL HOLDINGS LIMITED

信保環球控股有限公司\*

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 723)

### FINAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2023

The Board of Directors (the “**Board**” or the “**Directors**”) of Reliance Global Holdings Limited (the “**Company**”) hereby announces the audited consolidated results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the year ended 31 March 2023 together with comparative figures as follows:

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

*For the year ended 31 March 2023*

	<i>Notes</i>	<b>2023</b> <i>HK\$’000</i>	2022 <i>HK\$’000</i>
<b>Revenue</b>	5	<b>509,326</b>	761,776
Cost of sales		<b>(476,150)</b>	(697,601)
Other income		<b>966</b>	1,263
Other gains		–	2,845
Administrative expenses		<b>(32,795)</b>	(34,809)
Other operating income/(expenses)	6(c)	<b>234</b>	(8,259)
<b>Profit from operations</b>		<b>1,581</b>	25,215

\* *For identification purpose only*

	<i>Notes</i>	<b>2023</b> <b>HK\$'000</b>	2022 <i>HK\$'000</i>
Finance income		232	86
Finance costs		<u>(5,798)</u>	<u>(7,655)</u>
Net finance costs	6(a)	<u>(5,566)</u>	<u>(7,569)</u>
<b>(Loss)/profit before taxation</b>	6	<b>(3,985)</b>	17,646
Income tax expense	7	<u>(1,695)</u>	<u>(2,663)</u>
<b>(Loss)/profit for the year</b>		<b><u>(5,680)</u></b>	<b><u>14,983</u></b>
<b>Attributable to:</b>			
Owners of the Company		280	12,758
Non-controlling interests		<u>(5,960)</u>	<u>2,225</u>
		<b><u>(5,680)</u></b>	<b><u>14,983</u></b>
<b>Earnings per share</b>	9		
– Basic		<b><u>HK0.003 cent</u></b>	<b><u>HK0.140 cent</u></b>
– Diluted		<b><u>HK0.003 cent</u></b>	<b><u>HK0.139 cent</u></b>

	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
<b>(Loss)/profit for the year</b>	<u><b>(5,680)</b></u>	<u>14,983</u>
<b>Other comprehensive expense for the year:</b>		
<i>Item that may be reclassified subsequently to profit or loss:</i>		
Exchange differences on translation of foreign operations, net	<u><b>(1,847)</b></u>	<u>(1,713)</u>
<b>Total comprehensive (expense)/income for the year</b>	<u><b>(7,527)</b></u>	<u>13,270</u>
<b>Total comprehensive (expense)/income attributable to:</b>		
Owners of the Company	<b>(662)</b>	11,916
Non-controlling interests	<u><b>(6,865)</b></u>	<u>1,354</u>
	<u><b>(7,527)</b></u>	<u>13,270</u>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2023

	<i>Notes</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Non-current assets</b>			
Property, plant and equipment		<b>21,756</b>	22,167
Right-of-use assets		<b>1,770</b>	1,435
Intangible assets		<b>174</b>	174
Loan receivables	<i>11</i>	<b>–</b>	34,059
		<b>23,700</b>	57,835
<b>Current assets</b>			
Inventories		<b>21,961</b>	59,324
Trade and other receivables	<i>10</i>	<b>55,844</b>	59,514
Loan receivables	<i>11</i>	<b>147,491</b>	148,504
Repossessed assets		<b>50,724</b>	10,054
Tax recoverable		<b>3,198</b>	2,250
Cash and cash equivalents		<b>65,761</b>	70,713
		<b>344,979</b>	350,359
<b>Current liabilities</b>			
Trade and other payables	<i>12</i>	<b>16,438</b>	34,124
Bank borrowings	<i>13</i>	<b>27,506</b>	26,808
Notes payable	<i>14</i>	<b>–</b>	50,000
Lease liabilities		<b>943</b>	1,303
Amounts received from a shareholder	<i>15</i>	<b>40,000</b>	47,000
		<b>84,887</b>	159,235
<b>Net current assets</b>		<b>260,092</b>	191,124
<b>Total assets less current liabilities</b>		<b>283,792</b>	248,959

	<i>Notes</i>	<b>2023</b> <b>HK\$'000</b>	2022 HK\$'000
<b>Non-current liabilities</b>			
Notes payable	<i>14</i>	<b>40,000</b>	–
Lease liabilities		<b>836</b>	–
Deferred tax liabilities		<b>465</b>	651
		<u><b>41,301</b></u>	<u>651</u>
<b>Net assets</b>		<u><b>242,491</b></u>	<u>248,308</u>
<b>Capital and reserves</b>			
Share capital	<i>16</i>	<b>122,053</b>	122,886
Reserves		<b>123,744</b>	121,863
		<u><b>245,797</b></u>	<u>244,749</u>
<b>Total equity attributable to owners of the Company</b>		<b>245,797</b>	244,749
<b>Non-controlling interests</b>		<b>(3,306)</b>	3,559
		<u><b>242,491</b></u>	<u>248,308</u>
<b>Total equity</b>		<u><b>242,491</b></u>	<u>248,308</u>

Notes:

### 1. Corporate information

The Company was incorporated in Bermuda as an exempted company with limited liability under the Companies Act 1981 of Bermuda and its ordinary shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The principal activities of the Company are investment holding and provision of management services. The principal activities of the subsidiaries of the Company comprise money lending business conducted pursuant to the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong), forest-related business comprising sustainable forest management and timber supply chain, and leasing of properties.

### 2. Basis of preparation

The consolidated financial statements have been prepared in accordance with all applicable International Financial Reporting Standards (“**IFRSs**”), which collective term includes all applicable individual International Financial Reporting Standards, International Accounting Standards (“**IASs**”) and Interpretations issued by the International Accounting Standards Board (“**IASB**”), and the disclosure requirements of the Hong Kong Companies Ordinance. The consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

The consolidated financial statements have been prepared under the historical cost basis.

The consolidated financial statements are denominated in Hong Kong dollars (“**HK\$**”). Unless otherwise specifically stated, all amounts are presented in thousand (HK\$’000).

### 3. Application of amendments to IFRSs

The Group has applied the following amendments to IFRSs issued by the IASB to the consolidated financial statements for the current accounting period for the first time:

Amendments to IFRS 3	Reference to the Conceptual Framework
Amendments to IAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to IAS 37	Onerous Contracts - Cost of Fulfilling a Contract
Amendments to IFRSs	Annual Improvements to IFRSs 2018-2020

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

#### 4. Segment information

The Group manages its businesses by divisions, which are organised by a mixture of both business lines (products and services) and geographical location. In a manner consistent with the way in which information is reported internally to the Board of Directors for the purposes of resource allocation and performance assessment, the Group has presented the following reportable segments. No operating segments have been aggregated to form the following reportable segments.

Specifically, the Group's reportable and operating segments under IFRS 8 are as follows:

- Money lending: money lending business conducted pursuant to the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong).
- Forest-related business:
  - (i) Sustainable forest management: sustainable forest management of and investment in natural forests, licensing of harvesting rights, timber and wood processing, trading and sales of forestry and timber products.
  - (ii) Timber supply chain: sales of timber and wood products including processed timber products.
- Leasing of properties: leasing of premises to generate rental income and to gain from the appreciation in property values.

Segment results represent the profit/loss from each segment without allocation of corporate income, corporate expenses and finance costs.

Segment assets include all non-current assets and current assets attributable to an individual reportable segment with the exception of right-of-use assets and certain corporate assets.

All liabilities are allocated to reportable segments other than lease liabilities, deferred tax liabilities, amounts received from a shareholder and certain corporate liabilities.

## Segment revenue, results, assets and liabilities

An analysis of the Group's reportable segments is reported below:

### For the year ended 31 March 2023

	Forest-related business				Total HK\$'000
	Money lending HK\$'000	Sustainable forest management HK\$'000	Timber supply chain HK\$'000	Leasing of properties HK\$'000	
<b>Segment revenue</b>					
Revenue from external customers	17,838	-	491,488	-	509,326
<b>Results</b>					
Segment results	15,277	-	(4,310)	-	10,967
Unallocated corporate income					143
Unallocated corporate expenses					(9,297)
Finance costs					(5,798)
Loss before taxation					(3,985)
<b>Other segment information</b>					
Capital expenditure	-	-	(3,273)	-	(3,273)
Depreciation of property, plant and equipment	-	-	(3,056)	-	(3,056)
Interest income	11	-	119	-	130
<b>At 31 March 2023</b>					
<b>Segment assets</b>	206,418	-	142,794	-	349,212
Unallocated:					
- Right-of-use assets					1,770
- Corporate assets					17,697
					368,679
<b>Segment liabilities</b>	37,813	-	41,280	-	79,093
Unallocated:					
- Lease liabilities					1,779
- Deferred tax liabilities					465
- Amounts received from a shareholder					40,000
- Corporate liabilities					4,851
					126,188



For the year ended 31 March 2022

	Forest-related business				Total HK\$'000
	Money lending HK\$'000	Sustainable forest management HK\$'000	Timber supply chain HK\$'000	Leasing of properties HK\$'000	
<b>Segment revenue</b>					
Revenue from external customers	26,491	412	734,873	–	761,776
<b>Results</b>					
Segment results	14,463	(366)	16,831	–	30,928
Gain on bargain purchase					1,921
Gain on disposal of subsidiaries					924
Unallocated corporate income					10
Unallocated corporate expenses					(8,482)
Finance costs					(7,655)
Profit before taxation					17,646
<b>Other segment information</b>					
Capital expenditure	–	–	(22,897)	–	(22,897)
Depreciation of property, plant and equipment	–	(16)	(796)	–	(812)
Interest income	3	12	60	–	75
<b>At 31 March 2022</b>					
<b>Segment assets</b>	226,409	–	172,579	–	398,988
Unallocated:					
– Right-of-use assets					1,435
– Corporate assets					7,771
					408,194
<b>Segment liabilities</b>	49,457	–	56,633	–	106,090
Unallocated:					
– Lease liabilities					1,303
– Deferred tax liabilities					651
– Amounts received from a shareholder					47,000
– Corporate liabilities					4,842
					159,886

## 5. Revenue

An analysis of the Group's revenue is as follows:

	<b>2023</b>	2022
	<b>HK\$'000</b>	<b>HK\$'000</b>
Sales from timber supply chain business	<b>491,488</b>	734,873
Interest income from money lending business	<b>17,302</b>	26,426
Arrangement fee income from money lending business	<b>536</b>	65
Income from licensing of harvesting rights	—	412
	<hr/>	<hr/>
	<b>509,326</b>	761,776
	<hr/> <hr/>	<hr/> <hr/>

*Note:*

Revenue is recognised at a point in time except for interest income from money lending business and income from licensing of harvesting rights which fall outside the scope of IFRS 15.

**6. (Loss)/profit before taxation**

The Group's (loss)/profit before taxation is arrived at after (crediting)/charging:

	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
<b>(a) Net finance costs</b>		
Finance income:		
Interest income from bank deposits	<u>(232)</u>	<u>(86)</u>
Finance costs:		
Interest on lease liabilities	49	51
Interest on advances drawn on bill receivables discounted with full recourse	2,333	3,140
Interest on notes payable	3,416	3,562
Interest on other borrowings	<u>–</u>	<u>902</u>
	<u>5,798</u>	<u>7,655</u>
	<u>5,566</u>	<u>7,569</u>
<b>(b) Staff costs (including directors' emoluments)</b>		
Salaries, wages and other benefits	18,282	15,388
Contributions to retirement benefits scheme	<u>740</u>	<u>617</u>
	<u>19,022</u>	<u>16,005</u>

	2023 HK\$'000	2022 HK\$'000
<b>(c) Other items</b>		
Cost of inventories	408,459	598,280
Depreciation of property, plant and equipment	3,155	914
Depreciation of right-of-use assets	1,593	1,970
Lease payments not included in the measurement of lease liabilities	976	744
Net exchange loss	1,286	5,100
Loss on disposal of property, plant and equipment*	119	69
Impairment losses under expected credit losses (“ECL”) model		
– Trade receivables (note 10)*	1,334	–
– Loan receivables (note 11)*	216	6,775
– Interest receivables (note 10)*	–	226
Impairment loss on repossessed assets*	1,266	–
Reversal of impairment loss on loan receivables under ECL model (note 11)*	(3,772)	(133)
Loan receivable written off*	603	–
Trade receivable written off*	–	1,322
	(234)	8,259
Auditor’s remuneration		
– Audit services	1,480	1,450
– Other services	300	300
	<b>1,780</b>	<b>1,750</b>

\* These items are included in “Other operating income/(expenses)” on the face of the consolidated statement of profit or loss and other comprehensive income.

## 7. Income tax expense

	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Hong Kong Profits Tax		
– current tax	<b>1,767</b>	3,275
– (overprovision)/underprovision in prior year	<b>(1)</b>	58
	<b>1,766</b>	3,333
Slovenia corporate income tax		
– current tax	<b>20</b>	11
– overprovision in prior year	<b>–</b>	(704)
	<b>20</b>	(693)
Romania corporate income tax		
– current tax	<b>74</b>	31
Croatia corporate income tax		
– current tax	<b>5</b>	28
Deferred tax	<b>(170)</b>	(36)
	<b>1,695</b>	2,663

For the year ended 31 March 2023, the provision for Hong Kong Profits Tax is calculated at a flat rate of 16.5% (2022: 16.5%) of the estimated assessable profits for the year, except for a group entity which is a qualifying corporation under the two-tiered profits tax rates regime. For this group entity, the first HK\$2,000,000 of assessable profits are taxed at 8.25%, and the remaining assessable profits are taxed at 16.5%. Such basis had been applied for the calculation of the provision for Hong Kong Profits Tax for another group entity for the year ended 31 March 2022.

Slovenia corporate income tax is charged at 19% on the estimated assessable profits arising in Slovenia for the years ended 31 March 2023 and 2022.

Romania corporate income tax is charged at 16% on the estimated assessable profits arising in Romania for the years ended 31 March 2023 and 2022.

Croatia corporate income tax is charged at 18% on the estimated assessable profits arising in Croatia for the years ended 31 March 2023 and 2022.

## 8. Dividend

The Directors do not recommend the payment or declaration of any dividend for the year ended 31 March 2023 (2022: nil).

## 9. Earnings per share

- (a) The calculation of basic and diluted earnings per share is based on the profit attributable to owners of the Company and the reconciliation of the weighted average number of shares as shown in note 9(b) below:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Profit</b>		
Profit for the purpose of calculating basic and diluted earnings per share	<u>280</u>	<u>12,758</u>

- (b) Weighted average number of shares

	2023 <i>'000</i>	2022 <i>'000</i>
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	9,114,897	9,107,224
Effect of dilutive potential ordinary shares arising from conversion of convertible preferred shares	<u>96,557</u>	<u>99,247</u>
Weighted average number of ordinary shares for the purpose of calculating diluted earnings per share	<u>9,211,454</u>	<u>9,206,471</u>

**10. Trade and other receivables**

	<i>Notes</i>	<b>2023</b> <b>HK\$'000</b>	2022 <i>HK\$'000</i>
Trade receivables		<b>18,415</b>	1,624
Less: impairment allowance		<b>(1,375)</b>	–
	<i>(i)</i>	<b>17,040</b>	1,624
Interest receivables		<b>5,251</b>	11,963
Less: impairment allowance		<b>(226)</b>	(226)
		<b>5,025</b>	11,737
Bill receivables	<i>(ii)</i>	<b>27,800</b>	29,015
Other receivables		<b>3,085</b>	3,263
Financial assets at amortised costs		<b>52,950</b>	45,639
Trade and logging deposits		<b>1,445</b>	11,565
Other deposits and prepayments		<b>1,449</b>	2,310
		<b>55,844</b>	59,514

Notes:

(i) **Trade receivables**

An aging analysis of the Group's trade receivables as of the end of the reporting period, based on the invoice date, and net of impairment allowance, is as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
0 to 30 days	1,279	904
31 to 90 days	371	250
91 to 180 days	11,904	470
Over 180 days	3,486	–
	<u>17,040</u>	<u>1,624</u>

The Group's trading terms with its customers are mainly on credit, except for new customers where payment in advance and cash on delivery are normally required. Invoices are normally payable between 30 and 120 days after issuance. The Group seeks to maintain strict control over its outstanding receivables to minimise credit risk. Overdue balances are reviewed regularly by management.

At 31 March 2023, trade receivables of gross amount of HK\$15,156,000 were past due and impairment allowance of HK\$1,375,000 had been provided (2022: nil). The Group does not hold any collateral over the balances (2022: nil).

(ii) **Bill receivables**

At 31 March 2023, included in bill receivables of HK\$27,800,000 (2022: HK\$29,015,000), bill receivables of HK\$27,506,000 (2022: HK\$26,808,000) were discounted to banks with full recourse with a maturity period of less than 90 days (2022: less than 180 days). The Group recognised the full amount of the discounted proceeds as liabilities as set out in note 13.

The following were the Group's financial assets at 31 March 2023 and 31 March 2022 that were transferred to banks by discounting these receivables on a full recourse basis. As the Group had not transferred the significant risks and rewards relating to these receivables, it continued to recognise the full carrying amount of the receivables and recognised the cash received on the transfer as a secured borrowing. These financial assets were carried at amortised cost.

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Carrying amount of the transferred assets	27,506	26,808
Carrying amount of the associated liabilities	<u>(27,506)</u>	<u>(26,808)</u>
	<u>–</u>	<u>–</u>



## 11. Loan receivables

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Fixed-rate loan receivables	155,718	194,346
Less: impairment allowance	<u>(8,227)</u>	<u>(11,783)</u>
	<b><u>147,491</u></b>	<b><u>182,563</u></b>
Analysed as:		
Current portion	147,491	148,504
Non-current portion	<u>–</u>	<u>34,059</u>
	<b><u>147,491</u></b>	<b><u>182,563</u></b>
Analysed as:		
Secured	134,449	177,077
Unsecured	<u>13,042</u>	<u>5,486</u>
	<b><u>147,491</u></b>	<b><u>182,563</u></b>

All loans were denominated in Hong Kong dollars. At 31 March 2023, the loan receivables carried interest rates ranging from 8.5% to 14.5% per annum (2022: 8.5% to 18% per annum).

Before granting loans to potential borrowers, the Group performs internal credit assessment process to assess the potential borrowers' credit quality individually and defines the credit limits granted to the borrowers. The credit limits attributed to the borrowers are reviewed by the management regularly.

The Group has a policy for assessing the impairment on loan receivables on an individual basis. The assessment includes evaluation of collectability, current creditworthiness and aging analysis of account, past collection history of each borrower as well as the value of collateral provided, under the Group's credit risk rating system.

In determining the recoverability of loan receivables on a collective basis, the Group considers any change in the credit quality of the loan receivables from the date the credit was initially granted up to the reporting date. This includes assessing the credit history of the borrowers, such as financial difficulties or default in payments, and current market conditions.

At 31 March 2023, loan receivables with an aggregate carrying amount of HK\$134,449,000 (2022: HK\$177,077,000) were secured by collaterals provided by the borrowers. At the end of the reporting period, loan receivables with aggregate carrying amount of HK\$137,065,000 (2022: HK\$157,562,000) were not past due.

At the end of each reporting period, the Group's loan receivables were individually and collectively assessed for impairment. An impairment allowance of HK\$8,227,000 had been provided at 31 March 2023 (2022: HK\$11,783,000).

## 12. Trade and other payables

	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
Trade payables ( <i>note</i> )	<b>8,945</b>	20,359
Other payables and accruals	<b>4,877</b>	5,692
Receipt in advance	<b>2,178</b>	7,035
Amounts due to non-controlling interests	<b>438</b>	1,038
	<u><b>16,438</b></u>	<u>34,124</u>

*Note:*

An aging analysis of the Group's trade payables as of the end of the reporting period, based on the invoice date, is as follows:

	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
0 to 30 days	<b>3,948</b>	19,986
31 to 90 days	<b>3,415</b>	121
91 to 180 days	<b>1,582</b>	252
	<u><b>8,945</b></u>	<u>20,359</u>

The average credit period is within 90 days for the current year (2022: within 30 days).

## 13. Bank borrowings

	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
Advances drawn on bill receivables discounted with full recourse ( <i>note</i> )	<u><b>27,506</b></u>	<u>26,808</u>

*Note:*

The amount represented the Group's borrowings secured by the bill receivables discounted to banks with full recourse (note 10(ii)), the amount was repayable within one year and carried interest at the banks' lending rate plus certain basis points.

#### **14. Notes payable**

On 2 January 2020, the Company entered into a placing agreement (the "**Placing Agreement**") with an independent placing agent, pursuant to which the Company agreed to place through the placing agent, on a best effort basis, to independent third parties the three-year secured notes with an aggregate principal amount of up to HK\$300,000,000 which carry interest at 7.125% per annum.

On 15 January 2020, the Company completed the issue of the first tranche of the notes of an aggregate principal amount of HK\$50,000,000 which would be due on 16 January 2023. The notes payable are secured by a debenture which incorporating a first floating charge over all the undertakings, property and assets of a subsidiary of the Company engaging in money lending business in favour of a security trustee as trustee for and on behalf of the noteholders. At 31 March 2023, the outstanding principal of the notes was HK\$40,000,000 (2022: HK\$50,000,000).

On 16 January 2023, the Company entered into a deed of amendment with the noteholders pursuant to which the noteholders agreed to extend the maturity dates of the notes to the fifth anniversary of the issue date.

Owing to the improvement in investor sentiment following the full relaxation of anti-epidemic measures in Hong Kong, it is agreed between the Company and the placing agent that it is beneficial to allow extra time in conducting the placing exercise. Accordingly, on 21 June 2023, the Company and the placing agent entered into an extension letter to further extend the closing date (that is, the last day of the placing period) under the Placing Agreement from 30 June 2023 to 31 December 2024. Save for the extension of the closing date, all the terms and conditions of the Placing Agreement remain the same.

## 15. Amounts received from a shareholder

The amounts received from a shareholder, Champion Alliance Enterprises Limited (“**Champion Alliance**”), which were accounted for as a loan from a shareholder, are unsecured, interest-free and repayable at the end of the twelve-month period from the date of the loan facility agreement. Under the agreement, the loan facility is extendable for another twelve-month period and subsequent twelve month period(s), or on such other date at the request of the Company and agreed by the shareholder in writing. The funds received from Champion Alliance have been applied as working capital of the Group to support its business development. Champion Alliance has undertaken not to demand for repayment of the amounts due to it (which are unsecured and interest-free) until the Group is financially viable to do so.

## 16. Share capital

	Number of ordinary shares of HK\$0.01 per share '000	HK\$'000	Number of convertible preferred shares of HK\$0.01 per share '000	HK\$'000	Total HK\$'000
<b>Authorised:</b>					
At 1 April 2021, 31 March 2022, 1 April 2022 and <b>31 March 2023</b>	<b>30,000,000</b>	<b>300,000</b>	<b>27,534,000</b>	<b>275,340</b>	<b>575,340</b>
<b>Issued and fully paid:</b>					
At 1 April 2021	9,105,710	91,057	3,401,055	34,011	125,068
Conversion of convertible preferred shares ( <i>note (i)</i> )	7,035	70	(225,146)	(2,252)	(2,182)
At 31 March 2022 and 1 April 2022	9,112,745	91,127	3,175,909	31,759	122,886
Conversion of convertible preferred shares ( <i>note (ii)</i> )	2,690	27	(86,076)	(860)	(833)
<b>At 31 March 2023</b>	<b>9,115,435</b>	<b>91,154</b>	<b>3,089,833</b>	<b>30,899</b>	<b>122,053</b>

*Notes:*

- (i) During the year ended 31 March 2022, an aggregate of 7,035,815 ordinary shares of HK\$0.01 each of the Company were issued upon conversion of 225,146,092 convertible preferred shares of HK\$0.01 each, pursuant to which approximately HK\$70,000 was credited to share capital and the balance of approximately HK\$2,182,000 was credited to share premium account.
- (ii) During the year ended 31 March 2023, an aggregate of 2,689,863 ordinary shares of HK\$0.01 each of the Company were issued upon conversion of 86,075,633 convertible preferred shares of HK\$0.01 each, pursuant to which approximately HK\$27,000 was credited to share capital and the balance of approximately HK\$833,000 was credited to share premium account.

## **FINAL DIVIDEND**

The Board has resolved not to recommend the payment of a final dividend for the year ended 31 March 2023 (2022: nil).

## **BUSINESS REVIEW**

For the year ended 31 March 2023 (“**FY2023**”), the Group continued to operate in four business segments, namely, forest-related business comprising timber supply chain and sustainable forest management, money lending business and leasing of properties.

For FY2023, the Group recorded a 33% decrease in revenue to HK\$509,326,000 (2022: HK\$761,776,000) and in spite of the challenging business conditions faced by the Group, a slight profit attributable to owners of the Company of HK\$280,000 (2022: HK\$12,758,000). The Group as a whole recorded a net loss of HK\$5,680,000 (2022: net profit of HK\$14,983,000), with loss of HK\$5,960,000 (2022: profit of HK\$2,225,000) being shared by the non-controlling interests. The overall loss incurred by the Group was mainly attributed to (i) the loss result recorded by the Group’s timber supply chain operation (the “**TSC Operation**”), primarily due to the decline in its revenue, the squeeze in profit margin, and the surge in energy costs in Europe; (ii) the decrease in profit (before reversal of net impairment loss) recorded by the Group’s money lending operation, primarily due to the decline in its revenue owing to the reduced size of its loan portfolio. Overall speaking, the money lending operation continued to register a profitable results of HK\$15,277,000 (2022: HK\$14,463,000), whilst the timber supply chain operation recorded a loss of HK\$4,310,000 (2022: profit of HK\$16,831,000) for the year.

### **Forest-related Business**

#### ***Timber Supply Chain***

During FY2023, the Group’s timber supply chain operation continued with its strategic plan of building a global network of supply sources in Europe, Oceania and Africa to serve its customers predominantly in China as well as in other countries. Supported by the great efforts of the management teams stationed in various countries in Europe, the Group’s TSC Operation in Europe continued to develop its business during the year and has so far successfully established distribution hubs in Slovenia, Romania and Croatia, as well as wood lumber processing ventures in Romania and Croatia including the newly acquired lumber processing plant in Romania as announced by the Company on 2 December 2021.

For FY2023, the Group's TSC Operation recorded a 33% decrease in revenue of HK\$491,488,000 (2022: HK\$734,873,000) and a loss of HK\$4,310,000 (2022: profit of HK\$16,831,000). The decrease in revenue and the loss-making results of the TSC Operation were mainly due to (i) the drop in demand for timber owing to the significant slowdown of the real estate industry in China; (ii) the squeeze in profit margin of its operation in Europe; and (iii) the significant rise in production, transportation and freight costs largely caused by the surge in energy costs in Europe resulting from the outbreak of the Russia-Ukraine war. For FY2023, the transaction volume of timber and wood products traded by the operation was about 240,000 m<sup>3</sup> (2022: 342,000 m<sup>3</sup>), decreased by 30% from last year. During the year, a majority of the transactions were conducted on CFR (Cost & Freight) basis with logistics support provided by the Group. The Group's TSC Operation is led by experienced management teams stationed in Hong Kong and Europe with extensive business network in the industry, with their great efforts, a solid supplier and customer base has been built over the years which contributes a strong recurrent business flow to the Group.

The TSC Operation is currently running two lines of business: the Conventional Business Model (the “**CBM**”) and the Enhanced Business Model (the “**EBM**”):

### ***CBM***

Geographically, the CBM essentially represents the business of the TSC Operation other than its operation in Europe. Currently under the CBM, the operation principally performs a wholesaler role which sources mainly tropical domain hardwood timber from suppliers/forest owners in Papua New Guinea and sells or distributes to customers predominately in China and other countries, and being fully responsible for all the logistics of sea transport which usually involves the chartering of dry bulk vessels.

For FY2023, the CBM running under the TSC Operation generated a revenue of HK\$260,646,000 (2022: HK\$511,739,000) and a profit of HK\$3,168,000 (2022: HK\$12,424,000), representing about 128,000 m<sup>3</sup> (2022: 232,000 m<sup>3</sup>) of hardwood logs traded. The respective 49%, 75% and 45% declines in the revenue, profit and volume of the logs traded under the CBM was to a large extent due to the significant slowdown of the real estate industry in China.

### ***EBM***

The EBM principally represents the business activities of the TSC Operation in Europe (the “**European Operation**”). The EBM is essentially a vertically-integrated timber supply chain operation which has coverage on every value-added works and services of a typical timber supply chain, including plantation & harvesting right, sourcing & procurement, timber harvesting & logging, quality inspection & land/sea transport, wood processing, inventory management, custom clearance, selling & marketing and after-sales services. The TSC Operation is currently running the EBM via its distribution hubs in Slovenia, Romania and Croatia and its wood processing ventures in Romania and Croatia, including the newly acquired lumber processing plant in Romania referred to in the Company's announcement dated 2 December 2021.

For FY2023, the EBM running under the TSC Operation recorded a revenue of HK\$230,842,000 (2022: HK\$223,134,000) and a loss of HK\$7,478,000 (2022: profit of HK\$4,407,000), representing about 112,000 m<sup>3</sup> (2022: 110,000 m<sup>3</sup>) of logs and wood products traded. The EBM recorded a 3% increase in revenue alongside a 2% increase in trade volume, which was mainly the result of the sale of wood products to certain new customers successfully solicited by the Group during the year. Notwithstanding the increase in revenue of the EBM, a loss was incurred by the operation mainly due to (i) the squeeze in profit margin of logs and wood products sold owing to the significant slowdown of the real estate industry in China; and (ii) the significant rise in production, transportation and freight costs, which in turn were largely caused by the surge in energy costs in Europe resulting from the outbreak of the Russia-Ukraine war. In addition, owing to the fluctuation of Euro, the operation incurred an exchange loss of HK\$1,286,000 (2022: HK\$5,100,000) for the year, and owing to the impairment assessment on the collectability of a trade receivable, an impairment loss on trade receivable of HK\$1,334,000 (2022: nil) was recognised.

At 31 March 2023, the TSC Operation kept inventories amounted to HK\$21,961,000 (2022: HK\$59,324,000) in order to serve its customers in an efficient and effective manner. The diversity of the Group's timber supply chain business in terms of customer base, supply source and product type substantially enhances the Group's strength and resilience to weather market challenges, and forms a solid base for its further development and growth.

The European Operation is effectively 51% owned by the Group and 49% owned by the partner of the business venture.

### ***Sustainable Forest Management***

Since the Group suspended its harvesting operations in the State of Acre, Brazil owing to the unfavourable business environment in 2012, the Group had continued to explore the optimal way to enhance the income stream from these forest assets. However, in view of the unfavourable financial performance in operating the Group's forest assets in Brazil via licensing their harvesting rights, during the financial year ended 31 March 2022, the management had decided to dispose of the forest assets at a consideration of HK\$2,300,000 and a gain on disposal of HK\$924,000 was recognised. At 31 March 2023, the Group was not holding any forest assets.

Notwithstanding the disposal of the forest assets in Brazil, the Group continues to seize investment opportunities in forest assets in Europe for the development of its sustainable forest management business.

## Money Lending Business

The Group's money lending business is conducted through Reliance Credit Limited (“**Reliance Credit**”) and Reliance Capital Finance Limited (“**Reliance Capital**”), both are wholly-owned subsidiaries of the Company, and are licensed to conduct money lending activities under the Money Lenders Ordinance. The Group aims to make loans that could be covered by sufficient collaterals, preferably commercial and residential properties in Hong Kong, and to borrowers with good credit history. The Group has a stable source of loan deals through referrals from its marketing agents, cooperation with property agents and participation in co-lending activities, as well as through advertisements in traditional and digital media.

For FY2023, the Group's money lending business recorded a 33% decrease in revenue to HK\$17,838,000 (2022: HK\$26,491,000) and a 6% increase in profit to HK\$15,277,000 (2022: HK\$14,463,000). The decrease in revenue of the business was mainly due to the reduced size of its loan portfolio, whilst the increase in its profit was a combined effect of the decline in interest income to HK\$17,302,000 (2022: HK\$26,426,000), reversal of net impairment loss on loan receivables of HK\$3,556,000 (2022: net impairment loss of HK\$6,642,000), and recognition of impairment loss on repossessed assets of HK\$1,266,000 (2022: nil). The impairment loss on loan receivables was determined after performing assessment on the current creditworthiness of the borrowers on an individual basis by considering factors including their repayment history and value of collateral provided, and the credit status of the Group's loan portfolio on a collective basis in light of the current economic and market conditions in Hong Kong. The reversal of impairment loss on loan receivables, on the other hand, was determined based on the recoveries from borrowers of certain credit-impaired loans. The impairment loss on repossessed assets, being properties in Hong Kong, was determined based on a valuation of the repossessed assets by a professional valuer engaged by the Group.



During FY2023, the Group granted new loans in an aggregate principal amount of HK\$29,200,000 at interest rates ranging from 8.5% to 12% per annum and tenor from 3 months to 18 months. At 31 March 2023, the Group's loan portfolio was constituted by 24 loans (2022: 23 loans), there were 20 loans (2022: 21 loans) with carrying amount totalling HK\$147,491,000 (2022: HK\$182,563,000) (net of impairment allowance on loan receivables of HK\$8,227,000 (2022: HK\$11,783,000)), and 4 credit-impaired loans (2022: 2 loans) being classified as repossessed assets with carrying amount totalling HK\$50,724,000 (2022: HK\$10,054,000) (net of impairment allowance on repossessed assets of HK\$1,266,000 (2022: nil)) after the Group took possession of the collateral assets. Details of the Group's loan portfolio (excluding credit-impaired loans classified as repossessed assets) are as follows:

Type of loan	Approximate weighting to the carrying amount of the Group's loan portfolio	Interest rate per annum	Original maturity	Remarks
First mortgage loans	77%	8.5%-14.5%	Within three years	Loans were secured by properties located in Hong Kong
Second mortgage loans	3%	12%	Within two years	Loans were secured by properties located in Hong Kong
Corporate loans	20%	8.5%-12.5%	Within one year	Loans were granted to listed companies in Hong Kong or were secured by collaterals
<b>Total</b>	<b>100%</b>			

At 31 March 2023, on a net of impairment allowance basis, the size of individual loan comprising the Group's loan portfolio ranged from approximately HK\$312,000 to HK\$16,690,000 (2022: from HK\$638,000 to HK\$19,804,000). The Group's loan portfolio was well spread with an average loan size of around HK\$7.4 million (2022: HK\$8.7 million), credit healthy as 91% (2022: 97%) of the portfolio was secured by collaterals, and earning a good return with weighted average interest rate amounting to approximately 10% (2022: 11%). Collaterals of the mortgage loans are mainly residential and commercial properties situated in Hong Kong with a total valuation attributable to the Group of around HK\$162 million (2022: HK\$269 million) as at the year end. Loans were granted to Hong Kong residents, companies incorporated in Hong Kong and companies listed on the Stock Exchange. At 31 March 2023, the loan made to the largest borrower amounted to HK\$16,690,000 (2022: HK\$19,804,000) and the loans made to the five largest borrowers totalled HK\$63,935,000 (2022: HK\$76,680,000), which accounted for 11% and 43% (2022: 11% and 42%) of the Group's loan portfolio (on a net of impairment allowance basis) respectively.

In assessing ECL, the loan receivables have been assessed with reference to the latest analysis on credit rating of the loans on individual and collective basis. The Group's loan portfolio mainly comprised mortgage loans, and the loan to value ratio for each of each mortgaged property was under regular review. At 31 March 2023, the fair value of the mortgaged properties were considered to be sufficient to cover the corresponding outstanding loan receivable (after impairment allowance, if any). For corporate loan, the credit rating of the loan was analysed with reference to the borrower's creditworthiness and credit history, including its financial position, previous records of default in payment, value of collaterals pledged and prevailing market conditions. For FY2023, a net reversal of impairment loss on loan receivables of HK\$3,556,000 (2022: net impairment loss of HK\$6,642,000) was recognised with the balance of the impairment allowance decreased by 30% or HK\$3,556,000 to HK\$8,227,000 (2022: HK\$11,783,000) at 31 March 2023. The net reversal of impairment loss comprised a sum of HK\$216,000 being impairment loss on loan receivables for the year and a reversal of impairment loss of HK\$3,772,000, which were determined in accordance with the Group's impairment policy.

### **Leasing of Properties**

The Group was not holding any investment property during FY2023. The Group has been seeking acquisition opportunities of investment properties with good yield and/or high appreciation potential. However, as the conditions of the property market in Hong Kong have been unstable during the past years, the management has acted prudently in evaluating potential acquisition opportunities. The Group's present business strategy is to allocate its financial resources to the money lending and timber supply chain businesses which generate higher and better yields.

### **OVERALL RESULTS**

The Group recorded a profit attributable to owners of the Company of HK\$280,000 (2022: profit of HK\$12,758,000), and basic earnings per share were HK0.003 cent (2022: HK0.140 cent). The Group as a whole recorded a net loss of HK\$5,680,000 (2022: net profit of HK\$14,983,000), with loss of HK\$5,960,000 (2022: profit of HK\$2,225,000) being shared by the non-controlling interests. The total comprehensive expense attributable to owners of the Company was HK\$662,000 (2022: total comprehensive income of HK\$11,916,000).

### **FINANCIAL REVIEW**

In order to cope with the Group's expanding scale of operation and continuous business development, on 26 March 2018, Champion Alliance, a substantial shareholder of the Company, granted to the Company a loan facility to the extent of HK\$200,000,000 (the "**Loan Facility**") for the purpose of meeting its working capital requirements. The Loan Facility is unsecured and interest-free and has been mainly applied to the Group's money lending and timber supply chain businesses to facilitate their business developments. At 31 March 2023, the outstanding amount under the Loan Facility was HK\$40,000,000 (2022: HK\$47,000,000).

For the purpose of financing the operation of the timber supply chain business, the Group has also obtained from well-established banks in Hong Kong bills discounting facilities in the amounts of US\$200,000,000 and HK\$100,000,000 (the “**Bills Discounting Facilities**”). The Bills Discounting Facilities obtained have substantially strengthened the Group’s financial flexibility in conducting its timber supply chain business. At 31 March 2023, the advances drawn under the Bills Discounting Facilities amounted to HK\$27,506,000 (2022: HK\$26,808,000).

In January 2020, the Company entered into a placing agreement with a placing agent, on a best effort basis, to procure placees to subscribe for notes with an aggregate principal amount of up to HK\$300,000,000, carrying interest at 7.125% per annum, and maturing on the third anniversary of the issue date for each tranche of the notes (the “**Three-Year Notes**”) issued. A debenture incorporating a first floating charge over all the undertakings, property and assets of Reliance Credit, one of the Group’s money lending subsidiaries, has been issued in favour of a security trustee as trustee for the noteholders. The first tranche of the Three-Year Notes which amounted to HK\$50,000,000 has been issued in January 2020. In January 2023, the maturity date of the first tranche of the Three-Year Notes has been extended to January 2025 and the Group had repaid HK\$10,000,000 of the principal amount of the notes. Owing to the improvement in investor sentiment following the full relaxation of anti-epidemic measures in Hong Kong, it is agreed between the Company and the placing agent that it is beneficial to allow extra time in conducting the placing exercise for the remaining principal of the Three-Year Notes (i.e. HK\$250,000,000). Accordingly, on 21 June 2023, the Company and the placing agent entered into an extension letter to further extend the closing date (i.e. the last day of the placing period) under the placing agreement to 31 December 2024.

The decrease in the Group’s finance costs to HK\$5,798,000 for the year (2022: HK\$7,655,000) was partly the result that the interest on advances drawn on bill receivables discounted with full recourse decreased by 26% to HK\$2,333,000 (2022: HK\$3,140,000); and partly the result that no interest was incurred under a revolving loan facility during FY2023 (2022: HK\$902,000).

### **Liquidity and Financial Resources**

For FY2023, the Group financed its businesses mainly by cash generated from operations, the Bills Discounting Facilities provided by banks, the Loan Facility from Champion Alliance, the first tranche of the Three-Year Notes issued, and the shareholders’ funds.

At 31 March 2023, the Group had current assets of HK\$344,979,000 (2022: HK\$350,359,000) and cash and cash equivalents of HK\$65,761,000 (2022: HK\$70,713,000). The Group’s current ratio, calculated based on current assets over current liabilities of HK\$84,887,000 (2022: HK\$159,235,000), was at a strong ratio of about 4.1 (2022: 2.2).

At 31 March 2023, the Group's borrowings comprised the first tranche of the Three-Year Notes of HK\$40,000,000 (2022: HK\$50,000,000), and bank borrowings of HK\$27,506,000 (2022: HK\$26,808,000) representing the advances to the Group for the bill receivables discounted to banks with full recourse. The bank borrowings bore interests at floating rates, secured by the relevant bill receivables and were repayable within one year.

At 31 March 2023, the equity attributable to owners of the Company increased by 0.4% or HK\$1,048,000 to HK\$245,797,000 (2022: HK\$244,749,000). The Group's gearing ratio expressed as a percentage of the total borrowings of HK\$67,506,000 (2022: HK\$76,808,000) over the equity attributable to owners of the Company of HK\$245,797,000 (2022: HK\$244,749,000), decreased to 27% at 31 March 2023 (2022: 31%) and was mainly a result of the decrease in notes payable as of the year end.

With the amount of liquid assets on hand, the Bills Discounting Facilities from banks, the Loan Facility from Champion Alliance, and the proceeds from issuance of the first tranche of the Three-Year Notes, the management is of the view that the Group has sufficient financial resources to meet its ongoing operational requirement and continuous business development.

### **Charge on Assets**

A debenture incorporating a first floating charge over all the undertakings, property and assets of Reliance Credit, a wholly-owned subsidiary of the Company engaging in money lending business, has been issued in favour of the security trustee as trustee for the noteholders in relation to the Three-Year Notes. At 31 March 2023, the outstanding principal amount of the first tranche of the Three-Year Notes amounted to HK\$40,000,000.

At 31 March 2023, bill receivables of HK\$27,506,000 (2022: HK\$26,808,000) were pledged to banks to secure the advances drawn on the bill receivables.

### **Contingent Liabilities**

At 31 March 2023, the Group had no significant contingent liability (2022: nil).

### **Litigation**

At 31 March 2023, there was no litigation claim against the Group (2022: nil).

## **Foreign Exchange Risk**

The Group mainly operates in Hong Kong, Europe and China. During FY2023, the revenue, costs and expenses of the Group's operations were mainly denominated in Hong Kong dollar, United States dollar, Euro, Romanian Leu, and Renminbi.

The Group maintains a prudent strategy in its foreign currency risk management, where possible, foreign exchange risks are minimised via balancing the foreign currency monetary assets versus the corresponding foreign currency liabilities, and foreign currency revenues versus the corresponding foreign currency expenditures. The Group is not subject to foreign exchange risk of United States dollar as it is pegged with Hong Kong dollar, the Group is nevertheless exposed to potential foreign exchange risk as a result of the fluctuations of Euro, Romanian Leu and Renminbi. In addition, some of the Group's assets are located in Europe and denominated in Euro and Romanian Leu while the Group's reporting currency is in Hong Kong dollar, this also exposes the Group to potential foreign exchange risk upon translation of these assets on each reporting date.

For FY2023, the Group incurred net exchange loss of HK\$1,286,000 charged to profit and loss largely due to the fluctuation of Euro. As for Romanian Leu and Renminbi, the Group's exposure to their exchange rate fluctuations were not significant as their weightings to the Group's total transaction volume, assets and liabilities were low. For the Group's assets in Europe, any foreign exchange gains or losses due to translation of the carrying value of these assets to the Group's reporting currency on the reporting dates are unrealised and non-cash in nature, accordingly, the Group has not entered into any arrangements or financial instruments for the purpose of hedging against these potential foreign exchange risks. For FY2023, the Group recorded an exchange loss of HK\$1,847,000 in its exchange fluctuation reserve primarily due to the translation of the financial statements of the Group's operations in Europe.

## **PROSPECTS**

Since the change of the substantial shareholder of the Company to Champion Alliance on 12 October 2017 and the appointment of the new executive directors to the Board of the Company since October 2017, the directors and management team of the Company have used their best endeavour to improve the businesses of the Group. The Group has managed to report a profit attributable to owners of the Company for six consecutive financial years ended 31 March 2023 though only a slight profit was recorded this year, and has expanded the scale of the timber supply chain and money lending businesses considerably over the years. It is the mission of the management to continuously explore organic growth and vertical expansion business opportunities, with the aim to further expand the scale of the Group's operations and to create new value to the shareholders.

The Group has continued to opening up new business ventures in Europe in order to diversify and strengthen its timber supply chain business. The newly acquired wood lumber processing plant in Covasna, Romania in January 2022 has continued with its lumber processing operation during FY2023 and has further increased the Group's production capacity of wood lumber in better serving the customers' orders from China. The TSC Operation will continue with its business expansion plan in setting up more distribution hubs and wood processing ventures in strategic locations in Europe for the purpose of further enlarging its supplier and customer base, as well as expanding its product type and revenue source.

Looking ahead, with the full relaxation of anti-pandemic measures in many countries and revival of economic activities worldwide, albeit the market uncertainties brought by the Russia-Ukraine war and the consecutive interest rate hikes in the United States, the Group is prudently optimistic about the prospects of its timber supply chain and money lending businesses. The Group will continue to manage its businesses in a prudent manner and explore new business opportunities which are expected to bring long-term benefits to the Group.

## **CORPORATE GOVERNANCE**

The Company had complied with all the applicable code provisions of the Corporate Governance Code (the “**CG Code**”) set out in Appendix 14 to the Listing Rules for the year ended 31 March 2023 except for the following deviation:

### ***Code Provision F.2.2***

Under Code Provision F.2.2 of the CG Code, the chairman of the board should attend the annual general meeting. Ms. Wang Jingyu, the Chairlady of the Board, was unable to attend the annual general meeting of the Company held on 27 September 2022 (the “**2022 AGM**”) due to her other business engagement. However, Mr. Lai Ming Wai, the Chief Executive Officer and Executive Director of the Company, took the chair of the 2022 AGM in accordance with Bye-law 63 of the Bye-laws of the Company.

## **AUDIT COMMITTEE**

The audited consolidated financial statements of the Company for the year ended 31 March 2023 have been reviewed by the Audit Committee and duly approved by the Board under the recommendation of the Audit Committee.

## **SCOPE OF WORK OF CROWE (HK) CPA LIMITED**

The figures in respect of the Group's consolidated statement of profit or loss and other comprehensive income, consolidated statement of financial position and the related notes thereto for the year ended 31 March 2023 as set out above in this announcement have been agreed by the Group's auditor, Crowe (HK) CPA Limited ("**Crowe (HK)**"), to the amounts as set out in the Group's audited consolidated financial statements for the year ended 31 March 2023 as approved by the Board on 28 June 2023. The work performed by Crowe (HK) in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Crowe (HK) on this announcement.

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

During the year ended 31 March 2023, neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

By Order of the Board  
**Reliance Global Holdings Limited**  
**Wang Jingyu**  
*Chairlady*

Hong Kong, 28 June 2023

*As at the date of this announcement, the Board comprises Ms. Wang Jingyu (Chairlady), Mr. Lai Ming Wai (Chief Executive Officer) and Ms. Chan Yuk Yee as Executive Directors and Mr. Yam Kwong Chun, Mr. Chai Chi Keung and Mr. Wong Chi Kit as Independent Non-executive Directors.*