Great Harvest Maeta Holdings Limited
榮 豐 億 控 股 有 限 公 司
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 3683)

AUDITED FINAL RESULTS FOR THE YEAR ENDED 31 MARCH 2023

FINANCIAL HIGHLIGHTS

- Revenue of US$18.2 million was recorded for the year ended 31 March 2023, a 15.4% decrement as compared to US$21.6 million for the year ended 31 March 2022.
- Operating loss made of US$6.2 million for the year ended 31 March 2023, compared with the operating profit made of US$27.0 million for the year ended 31 March 2022.
- Earnings before interest, taxes, depreciation, amortisation and reversal of impairment losses (EBITDA) decreased from US$12.3 million for the year ended 31 March 2022 to US$8.9 million for the year ended 31 March 2023.
- Profit attributable to owners of the Company of US$24.7 million for the year ended 31 March 2022 changed to loss attributable to owners of the Company of US$17.1 million for the year ended 31 March 2023.
- The basic earnings per share of US2.60 cents for the year ended 31 March 2022 changed to the basic loss per share of US1.79 cents for the year ended 31 March 2023.
- The diluted earnings per share of US1.92 cents for the year ended 31 March 2022 changed to the diluted loss per share of US1.79 cents for the year ended 31 March 2023.

The board (the "**Board**") of directors (the "**Directors**") of Great Harvest Maeta Holdings Limited (the "**Company**") hereby announces the audited consolidated final results of the Company and its subsidiaries (the "**Group**") for the year ended 31 March 2023 as follows:

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 March 2023

	Notes	**2023** **US$'000**	2022 US$'000
Revenue	3(a)	**18,233**	21,562
Cost of services	5	**(16,187)**	(10,988)
Gross profit		**2,046**	10,574
Other gains	4	**2,634**	–
Other income		**116**	17
General and administrative expenses	5	**(2,827)**	(2,752)
(Provision for)/reversal of impairment losses on property, plant and equipment		**(8,218)**	19,169
Operating (loss)/profit		**(6,249)**	27,008
Finance income	6	**45**	1
Finance costs	6	**(10,896)**	(2,306)
Finance costs – net		**(10,851)**	(2,305)
(Loss)/profit before income tax		**(17,100)**	24,703
Income tax expense	7	**(9)**	(7)
(Loss)/profit for the year		**(17,109)**	24,696
(Loss)/profit attributable to:			
Owners of the Company		**(17,093)**	24,722
Non-controlling interest		**(16)**	(26)
		(17,109)	24,696

	Notes	**2023**	2022
		US$'000	*US$'000*
Other comprehensive (expense)/income for the year			
Item that may be reclassified subsequently to profit or loss			
Currency translation differences		**(3,890)**	1,740
Total comprehensive (expense)/income for the year		**(20,999)**	26,436
Total comprehensive (loss)/income attributable to:			
Owners of the Company		**(20,632)**	26,305
Non-controlling interest		**(367)**	131
		(20,999)	26,436
(Loss)/earnings per share attributable to owners of the Company			
Basic (loss)/earnings per share	*8*	**(US1.79 cents)**	US2.60 cents
Diluted (loss)/earnings per share	*8*	**(US1.79 cents)**	US1.92 cents

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2023

	Notes	2023 US$'000	2022 US$'000
ASSETS			
Non-current assets			
Property, plant and equipment		**55,175**	68,515
Investment properties		**70,655**	76,482
Right-of-use assets		**285**	–
Pledged bank deposits		**516**	501
		126,631	145,498
Current assets			
Trade receivables, deposits, prepayments and other receivables	*10*	**4,320**	4,156
Pledged deposit	*10*	–	500
Pledged bank deposits		–	889
Cash and cash equivalents		**2,041**	2,688
		6,361	8,233
Total assets		**132,992**	153,731
EQUITY			
Equity attributable to owners of the Company			
Share capital		**1,221**	1,221
Reserves		**25,289**	45,921
		26,510	47,142
Non-controlling interest		**4,227**	4,594
Total equity		**30,737**	51,736

	Notes	2023 *US$'000*	2022 *US$'000*
LIABILITIES			
Non-current liabilities			
Borrowings and loans	*11*	**8,533**	9,492
Lease liabilities		**127**	–
Deferred income tax liabilities		**16,851**	18,241
		25,511	27,733
Current liabilities			
Other payables and accruals		**12,913**	9,242
Borrowings and loans	*11*	**10,913**	13,789
Convertible bonds	*12*	**52,739**	51,230
Lease liabilities		**174**	–
Tax payables		**5**	1
		76,744	74,262
Total liabilities		**102,255**	101,995
Total equity and liabilities		**132,992**	153,731

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Great Harvest Maeta Holdings Limited (the "**Company**") and its subsidiaries (together, the "**Group**") are principally engaged in chartering of dry bulk vessels and property investment and development. The principal activity of the Company is investment holding. Its parent is Ablaze Rich Investments Limited ("**Ablaze Rich**") (incorporated in British Virgin Islands) and the ultimate controlling party is Mr. Yan Kim Po ("**Mr. Yan**") and Ms. Lam Kwan ("**Ms. Lam**").

The Company is a limited liability company incorporated in the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands.

The shares of the Company are listed on the Main Board of The Stock Exchange of Hong Kong Limited.

These consolidated financial statements are presented in United States dollars ("**US$**") which is also the functional currency of the Company and rounded to nearest thousand US$, unless otherwise stated.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The consolidated financial statements of the Group have been prepared in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by Hong Kong Institute of Certified Public Accountant ("**HKICPA**"). In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and by the Hong Kong Companies Ordinance. The consolidated financial statements have been prepared under the historical cost convention, except for investment properties that are measured at fair value, at the end of each reporting period.

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

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date regardless of whether that price is directly observable or estimated using another valuation technique.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

2.1.1 Going concern basis

Pursuant to the Supplemental Settlement Agreement (as defined in Note 12), the Company will settle the outstanding redemption amount of the convertible bonds (which amounted to US$51,230,000 as at the date of the Supplemental Settlement Agreement) by repaying the bondholder (i) US$5,000,000 in cash in 10 quarterly instalments of US$500,000 each; and (ii) the remaining balance of US$46,230,000 and all accumulated interest, both to be paid in cash in one lump sum on 31 December 2024. The Company has made repayment to bondholder for first three quarterly instalments of a total of US$1,500,000. However, the Company has not repaid to the bondholder the fourth quarterly instalment which was due on 31 March 2023. It resulted in convertible bonds with an amount of US$2,500,000 with original contractual repayment dates of within one year and amount of US$50,239,000 with original contractual repayment dates after one year from 31 March 2023, that would become immediately repayable in accordance with the relevant Supplemental Settlement Agreement.

In addition, the default of convertible bonds on 10 May 2021 has triggered the cross default clauses in the loan agreements for bank borrowings of US$10,812,000 in which out of the above said borrowings, US$9,420,000 shall be repayable after one year in accordance with original repayment terms. Such cross-defaults may cause the relevant borrowings to become immediately due and payable should the relevant lenders exercise their rights under the loan agreements.

In light of the above, reclassification of long-term borrowings of US$59,659,000 as current liabilities is required at 31 March 2023 under applicable accounting standards.

As of 31 March 2023, the Group's current liabilities exceeded its current assets by approximately US$70,383,000 while the Group's cash and cash equivalents balance was US$2,041,000. In addition, the Group has entered into agreements which will involve capital commitments of approximately US$258,000 in respect of investment properties project as at 31 March 2023.

As the financial resources available to the Group as at 31 March 2023 and up to the date of approval of these consolidated financial statements for issuance may not be sufficient to satisfy operating and financing requirements together with the payment of capital expenditure when they fall due, the Group is actively pursuing additional financing including, but not limited to, debt financing and bank borrowings.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

2.1.1 Going concern basis (Continued)

In view of such circumstances, certain measures have been taken by the Group to improve their liquidity position, which include:

(i) Extension of the repayment in relation to the fourth quarterly instalment under the Supplemental Settlement Agreement

On 8 May 2023, the bondholder issued a consent letter to the Company pursuant to which the Company shall repay the outstanding payments of the Supplemental Settlement Agreement in three instalments whereby (i) US$100,000 before 30 April 2023; (ii) US$200,000 before 31 May 2023; and (iii) US$200,000 before 15 June 2023.

Subsequent to the end of the reporting period, all the above said instalments have been repaid as scheduled and accordingly, the management of the Company considered that the event of the delay payment of the fourth quarterly instalment under the Supplemental Settlement Agreement are remediated.

(ii) Financing through ultimate holding company

On 30 September 2022, the Company entered into a deed of funding undertakings that Ablaze Rich, Mr. Yan and Ms. Lam have undertaken to provide funding to the Group when funding notice issue by the Company within twenty four months of the date of the deed. The undertakings shall cease to have effect after twenty four months from the date of the deed or upon the Company or any member of the Group having obtained long-term external bank borrowings or other sources of long-term financing with a principal amount of not less than US$30 million, whichever is the earlier. As at 31 March 2023, US$3.85 million was obtained under the terms of the deed.

In addition, Ablaze Rich granted a loan amounting to US$3,000,000 in 2017 which is still outstanding as at 31 March 2023.

On 30 March 2023, Ablaze Rich extended the maturity of all these outstanding principal balance, together with related interest payable balance, to 30 June 2026 with other major terms and conditions remaining unchanged.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

2.1.1 Going concern basis (Continued)

(iii) Financing through banks and capital market

The Group is actively seeking for other alternative financing and bank borrowings, to finance the settlement of its existing financial obligations and future operating and capital expenditures. Additionally, the Group is planning to raise funds through the capital market, such as placement or issue of corporate bonds and/or other sources, and to negotiate with the bondholder on alternative plan to finance the settlement of the outstanding redemption amount of the convertible bonds, negotiation with potential investor(s) which is ongoing as at the date of this announcement.

The Group will also continue to negotiate with relevant bank to waive their rights arising from the events of cross-default. The directors are confident that agreements with the bank will be reached in due course. Up to the date of approval of these consolidated financial statements, the Group has not received any formal demand letters from the relevant financial institutions. Management is confident that the bank is not likely to enforce their rights of requesting for immediate repayment of the outstanding loans as such loans were fully secured by the Group's vessels and pledged deposits.

(iv) Enhancement of operation of chartering business

The Group continues its efforts to enhance its operation of chartering of dry bulk vessels to improve its cash flow from operations, and further control capital and operating expenditures to strength its working capital and mitigate the potential market fluctuation.

The directors of the Company have reviewed the Group's cash flow projection for the coming twelve months, and taking into account the successful implementation of measures of the Group as described above, the directors of the Company are of the opinion that the Group will have sufficient working capital to meet its cash flow requirements in the next twelve months. The directors of the Company are satisfied that it is appropriate to prepare these consolidated financial statements on a going concern basis.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

2.1.1 Going concern basis (Continued)

Notwithstanding the above, material uncertainties exist as to whether the Group can achieve the plans and measures described above to generate adequate cash inflow as scheduled. The sufficiency of the Group's working capital to satisfy its present requirements for at least the next twelve months from the date of approval of these consolidated financial statements for issuance is dependent on the followings:

(i) Whether the Group can raise sufficient funds through capital market or from other sources to finance the settlement of the remaining principal amount and interest of the convertible bonds in accordance with the supplemental settlement agreement and the bondholder will not enforce their rights of requesting any additional charges under circumstance as stated in the agreement;

(ii) Whether the Group can successfully negotiate with the relevant bank to waive their rights arising from the events of cross-default that the bank will not enforce their rights of requesting for immediate repayment of the outstanding borrowings and the Group ongoing compliance with covenants under relevant borrowing agreements;

(iii) Whether the ultimate holding company will be able to provide further funding to the Group under the above deed of funding undertakings, as and when needed, to meet the Group's working capital and scheduled loan repayments;

(iv) Whether the Group can successfully improve its operation of chartering of dry bulk vessels under market fluctuation and further control capital and operating expenditures and generate sufficient operating cash inflow; and

(v) Whether the Group can successfully renew its borrowings upon expiries and/or obtain additional sources of financing or bank borrowings or adequate cash proceeds generated from assets realization as and when needed.

Should the Group be unable to operate as a going concern, adjustments would have to be made to reduce the carrying values of the Group's assets to their realisable values, to provide for financial liabilities which might arise, and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in these consolidated financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

2.1.2 Application of new and amendment to HKFRSs

In the current year, the Group has applied, for the first time, the following amendments to HKFRSs issued by the HKICPA which are effective for the Group's financial year beginning 1 April 2022:

Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKFRS 16	Property, Plant and Equipment: Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018-2020 cycle

The application of the amendments listed above did not have material effect on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these consolidated financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

2.1 Basis of preparation (Continued)

2.1.3 Amendments to HKFRSs issued but not yet effective

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

HKFRS 17 (including the October 2020 and February 2022 amendments to HKFRS 17)	Insurance Contracts[1]
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[3]
Amendment to HKFRS 16	Lease Liability in a Sale and Leaseback[2]
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and the related amendments to Hong Kong Interpretation 5 (2020) Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause[2]
Amendments to HKAS 1	Non-current Liabilities with Covenants[2]
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies[1]
Amendments to HKAS 8	Definition of Accounting Estimates[1]
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction[1]

[1] Effective for annual periods beginning on or after 1 January 2023.

[2] Effective for annual periods beginning on or after 1 January 2024.

[3] Effective for annual periods beginning on or after a date to be determined.

The directors of the Company anticipate that the application of the new and amendments to HKFRSs will have no material impact on the results and the financial position of the Group.

3. REVENUE AND SEGMENT INFORMATION

Management has determined the operating segments based on the reports reviewed by the chief operating decision-maker ("**CODM**") (i.e. executive directors), that are used to make strategic decisions and allocate resources.

The operating segments comprise:

– Chartering of vessels

– Property investment and development

HKFRS 8 "Operating Segments" requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by CODM in order to allocate resources to segments and to assess their performance.

The performance of the operating segments was assessed based on their segment profit or loss before income tax, which is measured in a manner consistent with that in the consolidated financial statements.

Segment assets are those operating assets that are employed by a segment in its operating activities. Segment assets exclude corporate assets, which are managed on a central basis.

Segment assets reported to the executive directors are measured in a manner consistent with that in the consolidated financial statements. No analysis of segment liabilities is presented as it is not regularly provided to the executive directors.

(a) Segment revenue, results and other information

	Chartering of vessels *US$'000*	Property investment and development *US$'000*	Unallocated *US$'000*	Total *US$'000*
Year ended 31 March 2023				
Revenue recognised over time	**18,233**	**–**	**–**	**18,233**
Depreciation of property, plant and equipment	**(6,764)**	**(1)**	**–**	**(6,765)**
Provision for impairment losses on property, plant and equipment	**(8,218)**	**–**	**–**	**(8,218)**
Gain on modification of convertible bonds	**–**	**2,588**	**–**	**2,588**
Finance costs	**(918)**	**(9,686)**	**(292)**	**(10,896)**
Segment loss before income tax	**(8,532)**	**(7,293)**	**(1,275)**	**(17,100)**
Income tax expense				**(9)**
Loss for the year				**(17,109)**

3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

(a) Segment revenue, results and other information (Continued)

	Chartering of vessels	Property investment and development	Unallocated	Total
	US$'000	*US$'000*	*US$'000*	*US$'000*
Year ended 31 March 2022				
Revenue recognised over time	21,562	–	–	21,562
Depreciation of property, plant and equipment	(4,462)	(13)	–	(4,475)
Reversal of impairment losses on property, plant and equipment	19,169	–	–	19,169
Finance costs	(1,020)	(846)	(440)	(2,306)
Segment profit/(loss) before income tax	26,927	(1,142)	(1,082)	24,703
Income tax expense				(7)
Profit for the year				24,696

Segment (loss)/profit represents the (loss from)/profit earned by each segment without allocation of central general and administrative expenses and finance costs. This is the measure reported to CODM for the purposes of resource allocation and performance assessment.

3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

(b) Segment assets

	Chartering of vessels *US$'000*	Property investment and development *US$'000*	Unallocated *US$'000*	Total *US$'000*
As at 31 March 2023				
Segment assets	**61,690**	**71,221**	**81**	**132,992**
As at 31 March 2022				
Segment assets	75,314	77,104	1,313	153,731

All assets are allocated to operating segments other than certain deposits, prepayments, other receivables and certain cash and cash equivalents as these assets are managed on group basis.

(c) Revenue from major services

During the years ended 31 March 2023 and 2022, revenue represents hire income under time charter arising from the Group's owned vessels. Hire income under time charter is accounted for as operating lease and is recognised on a straight-line basis over the period of each time charter contract.

All unsatisfied vessel chartering service contracts are for periods of less than one year. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

(d) Geographical information

Due to the nature of the provision of vessels chartering services, which are carried out internationally, the directors consider that it is not meaningful to provide the revenue information by geographical segment. For property investment and development business, the investment properties are still under development. Accordingly, geographical segment revenue is not presented. Information about the Group's non-current assets (other than chartering of vessels) is presented based on the geographical location of the assets.

	2023 *US$'000*	2022 *US$'000*
The People's Republic of China (the "**PRC**")	**70,656**	76,488

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

3. REVENUE AND SEGMENT INFORMATION (CONTINUED)

(e) Information about major customers

Revenue arising from the provision of vessels chartering for individual customers during the year contributing over 10% of total revenue of the Group is as follows:

	2023	2022
	US$'000	*US$'000*
Customer A	**–***	7,741
Customer B	**2,649**	7,045
Customer C	**3,800**	6,707
Customer D	**5,090**	–#
Customer E	**3,256**	–#
	14,795	21,493

* *Revenue arising from the provision of vessels chartering services for Customer A in 2023 contributed less than 10% of total revenue of the Group.*

\# *Revenue arising from the provision of vessels chartering services for Customer D and E in 2022 contributed less than 10% of total revenue of the Group.*

(f) Contract liabilities related to the contracts with customers

As at 31 March 2023, contract liabilities included in other payables and accruals amounted to approximately US$610,000 (2022: nil).

4. OTHER GAINS

	2023	2022
	US$'000	*US$'000*
Gain on modification of convertible bonds	**2,588**	–
Gain on disposal of property, plant and equipment	**46**	–
	2,634	–

5. EXPENSES BY NATURE

(Loss)/profit before income tax is stated after charging the following:

	2023	2022
	US$'000	*US$'000*
Depreciation of property, plant and equipment	**6,765**	4,475
Depreciation of right-of-use assets	**87**	–
Crew expenses (included in cost of service)	**4,560**	3,526
Short-term operating lease payments for buildings	**102**	139
Auditor's remuneration – audit services	**117**	130
Employee benefit expense (including directors' emoluments)	**1,452**	1,244

6. FINANCE COSTS – NET

	2023	2022
	US$'000	*US$'000*
Finance income		
Interest income	**45**	1
Finance costs		
Arrangement fee on borrowings and loans	**–**	30
Interest expense on borrowings and loans	**1,204**	1,223
Interest expense on convertible bonds – non-cash	**5,597**	846
Interest expense on lease liabilities	**6**	–
Other finance charge	**4,089**	–
Write-off of unamortised loan originating fee	**–**	207
	10,896	2,306

7. INCOME TAX EXPENSE

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profit for both years. The subsidiary established in the PRC is subject to corporate income tax rate of 25% for both years.

	2023	2022
	US$'000	*US$'000*
Current income tax		
Hong Kong profits tax	9	7

8. (LOSS)/EARNINGS PER SHARE

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

	2023	2022
	US$'000	*US$'000*
(Loss)/earnings		
(Loss)/earnings for the purpose of basic (loss)/earnings per share	**(17,093)**	24,722
Effect of dilutive potential ordinary shares:		
Interest expense on convertible bonds	**–**	846
(Loss)/earnings for the purpose of diluted (loss)/earnings per share	**(17,093)**	25,568

	2023	2022
	'000	*'000*
Number of shares		
Weighted average number of ordinary shares for the purposes of basic (loss)/earnings per share	**952,614**	952,614
Effect of dilutive potential ordinary shares:		
Convertible bonds	**–**	381,843
Weighted average number of ordinary shares for the purposes of diluted (loss)/earnings per share	**952,614**	1,334,457

Diluted (loss)/earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has share options and convertible bonds which may result in dilutive potential ordinary shares. A calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share prices of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options and convertible bonds. The number of shares calculated is compared with the number of shares that would have been issued assuming the exercise of the share options and convertible bonds.

The computation of diluted (loss)/earnings per share does not assume the exercise of the Company's share options because the exercise price of those share options was higher than the average market price for shares for the years ended 31 March 2023 and 2022.

The computation of diluted (loss)/earnings per share for the year ended 31 March 2023 did not assume the conversion of the Company's outstanding convertible bonds since their exercise would result in decrease in loss per share.

9. DIVIDENDS

The directors do not recommend the payment of a final dividend for the year ended 31 March 2023 (2022: same).

10. TRADE RECEIVABLES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES

	2023	2022
	US$'000	*US$'000*
Trade receivables	**3,520**	2,527
Less: Provision for impairment of trade receivables	**–**	(31)
Trade receivables, net	**3,520**	2,496
Prepayments	**172**	857
Deposits	**21**	688
Other receivables	**580**	607
Other receivables due from related companies	**27**	8
	4,320	4,656
Less: current pledged deposit *(Note)*	**–**	(500)
	4,320	4,156

Note: The pledged deposit secured loan from a financial institution bears interest at 1.5% per annum.

As at 1 April 2021, trade receivables from contracts with customers amounted to US$1,130,000.

As at 31 March 2023 and 2022, the ageing analysis of the trade receivables based on invoice date were as follows:

	2023	2022
	US$'000	*US$'000*
0-30 days	**3,422**	1,370
31-60 days	**–**	1,060
61-90 days	**–**	–
91-365 days	**18**	66
Over 365 days	**80**	31
	3,520	2,527

10. TRADE RECEIVABLES, DEPOSITS, PREPAYMENTS AND OTHER RECEIVABLES (CONTINUED)

The carrying amounts of trade receivables, deposits and other receivables approximate their fair values and are mainly denominated in US$.

Time charter income is prepaid every 15 days in advance of the time charter hire.

The Group applies the HKFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables. As at 31 March 2023, no trade receivables (2022: US$31,000) were impaired.

11. BORROWINGS AND LOANS

	2023	2022
	US$'000	*US$'000*
Non-current		
– Bank borrowings *(Note i)*	**518**	619
– Loan from the ultimate holding company *(Note iii)*	**8,015**	8,873
	8,533	9,492
Current		
– Bank borrowings *(Note i)*	**10,913**	12,267
– Loan from a financial institution *(Note ii)*	**–**	1,522
Total	**10,913**	13,789

Notes:

(i) The Group's bank borrowings comprise of a bank borrowing of US$10,812,000 (2022: US$12,175,000) and another bank borrowing obtained under the SME Financing Guarantee Scheme launched by the Government of HKSAR of US$619,000 (2022: US$711,000). The carrying amounts of these bank borrowings were denominated in US$ and HK$, respectively. These bank borrowings bear interest at LIBOR or Prime rate and their fair value approximate the carrying amounts. As at 31 March 2023, the current bank borrowings included an amount of US$9,420,000 (2022: US$10,811,000) with original contractual repayment dates after one year from 31 March 2023 which has been reclassified as current liabilities as at 31 March 2023 as a result of cross-default described in Note 2.1.1. Details of the pledged assets are set out in Note 13 of this announcement.

11. BORROWINGS AND LOANS (CONTINUED)

(ii) The loan from a financial institution bears interest at LIBOR and fully repaid on 10 October 2022. The carrying amount of the Group's loan from a financial institution is denominated in US$. The fair value of the loan from a financial institution approximates its carrying amount. Details of the pledged assets are set out in Note 13 to the announcement.

(iii) The loan from the ultimate holding company is unsecured and bears interest at 4% per annum. On 30 March 2022, the ultimate holding company extended the maturity of the outstanding balance to 30 March 2024. On 30 March 2023, the ultimate holding company further extended the maturity of the outstanding balance to 30 June 2026. The carrying amount of the Group's loan from the ultimate holding company is denominated in US$.

The ranges of effective interest rates (which are also equal to contracted interest rates) on the Group's borrowings and loans are as follows:

	2023	2022
Effective interest rate:		
Fixed-rate borrowings	**4%**	4%
Variable-rate borrowings	**2.75% to 9.43%**	2.75% to 6.34%

Carrying amount repayable (based on scheduled repayment dates set out in the loan agreements):

	Bank borrowings *(Note)*		**Loan from a financial institution**		**Loan from the ultimate holding company**	
	2023	2022	**2023**	2022	**2023**	2022
	US$'000	*US$'000*	**US$'000**	*US$'000*	**US$'000**	*US$'000*
Within 1 year	**1,493**	1,456	**–**	1,522	**–**	–
Between 1 and 2 years	**1,465**	1,466	**–**	–	**–**	8,873
Between 2 and 5 years	**8,396**	9,964	**–**	–	**8,015**	–
Over 5 years	**77**	–	**–**	–	**–**	–
	11,431	12,886	**–**	1,522	**8,015**	8,873

Note:

As detailed in Note 2.1.1, the event of default of convertible bonds resulted in cross-default of a bank borrowing with an amount of US$9,420,000 (2022: US$10,811,000) with original contractual repayment dates after one year from 31 March 2023 which has been reclassified as current liabilities as at 31 March 2023 for financial reporting purpose, respectively. The amounts shown in the table above represents amounts repayable in accordance with the original repayment dates set out in the loan agreements.

12. CONVERTIBLE BONDS

On 10 May 2016, the Company issued a convertible bond with principal amount of US$54,000,000 ("**Top Build Convertible Bonds**") that due on 10 May 2021. The Top Build Convertible Bonds is interest-free and may be converted in full or in part (multiples of US$100,000) at the initial conversion price of HK$1.096 per conversion share (subject to anti-dilutive adjustment) any time within five years from the date of issue to 7 business days prior to maturity date. At initial recognition, the Top Build Convertible Bonds comprised two elements and were accounted for as follows:

- The debt element was treated as a financial liability and measured at amortised cost and interest expense was recognised in the consolidated statement of comprehensive income using the effective interest method.

- The share conversion option element was treated as an equity component and was measured at cost.

The fair value of the liability component of Top Build Convertible Bonds approximates its carrying amount.

During the year ended 31 March 2022, the Company was in default under the terms and conditions of the relevant agreements of the Top Build Convertible Bonds for the aggregate principal amount of US$54,000,000 that were not settled in full on the maturity date of 10 May 2021 and a petition was filed by the Bondholder (the "**Petitioner**") with the Court of First Instance of the High Court of the Hong Kong Special Administrative Region (the "**High Court of Hong Kong**") for the winding-up of the Company under the provisions of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) on 24 February 2022.

On 29 June 2022, the Company, Mr. Yan, Ms. Lam, Ablaze Rich (as the Guarantors) and the bondholder entered into supplemental settlement agreement ("**Supplemental Settlement Agreement**") in which the bondholder has agreed, among others, to conditionally withdraw the petition and withhold taking any further litigation or claims against the Company in respect of the default. Pursuant to the Supplemental Settlement Agreement, the Company will settle the outstanding redemption amount of the Convertible Bonds by repaying the Bondholder (i) US$5,000,000 in cash in 10 quarterly instalments of US$500,000 each with the first instalment to be paid within 7 business days from the date of the order granted by the High Court of Hong Kong for the withdrawal of the Petition; and (ii) the remaining balance of US$46,230,000 and all accumulated interest (calculated at an interest rate of 8% per annum), both to be paid in cash in one lump sum on 31 December 2024. Pursuant to the Supplemental Settlement Agreement, if payment is not made in full by the schedule due date, additional finance charge will be imposed.

Upon the signing of Supplemental Settlement Agreement, a gain on modification of convertible bonds of US$2,588,000 was recognised during the year ended 31 March 2023.

12. CONVERTIBLE BONDS (CONTINUED)

On 15 July 2022, the Company received the order of the High Court of Hong Kong dated 14 July 2022 which ordered, among other things, that the Petition be withdrawn.

During the year ended 31 March 2023, the Company has made repayment to bondholder for the first three quarterly instalements of a total of US$1,500,000. However, the Company has not repaid to the bondholder the fourth quarterly instalment due on 31 March 2023, and as at such date, US$49,730,000 in the outstanding redemption amount of the convertible bonds remained outstanding.

The Company applied for an extension on its fourth quarterly instalment payment and a consent letter was issued by the bondholder to the Company on 8 May 2023 pursuant to which the bondholder has agreed to extend the date for the repayment of the fourth quarterly instalment and the Company shall repay the fourth quarterly instalment in three instalments whereby (i) US$100,000 before 30 April 2023; (ii) US$200,000 before 31 May 2023; and (iii) US$200,000 before 15 June 2023. Subsequent to the end of the reporting period, all the above said instalments have been repaid as scheduled.

The movements of the liability component of Top Build Convertible Bonds for the year are set out below:

	Liability component
	US$'000
As at 1 April 2021	53,154
Interest expense *(Note 6)*	846
Redemption	(2,770)
At 31 March 2022 and 1 April 2022	51,230
Interest expense *(Note 6)*	5,597
Gain on modification *(Note 4)*	(2,588)
Redemption	(1,500)
At 31 March 2023	52,739

Details of the pledged assets are set out in note 13 of this announcement.

13. PLEDGE OF ASSETS

As at 31 March 2023, the Group's vessels of US$34,388,000 (2022: US$54,356,000) were pledged as security for bank borrowings (2022: bank borrowings and loan from a financial institution).

As at 31 March 2022, a cash deposit of US$500,000 was pledged as security for loan from a financial institution of US$1,522,000 (Note 10). As at 31 March 2023, the loan from a financial institution was fully repaid and no cash deposit was pledged.

As at 31 March 2023, the Group's bank deposits of US$516,000 (2022: US$1,390,000) were pledged as security for a bank borrowing (2022: a bank borrowing and a loan from a financial institution). Among the pledged bank deposits, none of the deposits (2022: US$889,000) are of restricted use for daily operation subject to the approval from a bank (2022: a bank and a financial institution). In case of default under the loan agreements, the bank (2022: bank and the financial institution) have the right to seize the pledged bank deposits.

As at 31 March 2023, the bank borrowing obtained under the SME Financing Guarantee Scheme is secured fully by personal guarantees executed by Mr. Yan, Ms. Lam and the Government of HKSAR (31 March 2022: same).

During the year ended 31 March 2023, the Group entered into Supplemental Settlement Agreement with its bondholder and pursuant to which the withdrawal of the petition is conditional upon, among others, the Company having delivered the following security documents for the pledge/mortgage over the following assets of the Group in favour of the bondholder as security for the Company's performance of its repayment obligations under the settlement agreement (as supplemented by the Supplemental Settlement Agreement):

(i) the mortgage over a vessel of the Group amounting to US$10,378,000 as at 31 March 2023;

(ii) the mortgage over the land use right of a parcel of land of approximately 95.9 mu out of a total of near 200 mu located at Haikou, Hainan Province, the PRC held by a non-wholly owned subsidiary of the Company in the PRC (the "**PRC Subsidiary**");

(iii) the pledge over the equity interests in the PRC Subsidiary held by a wholly owned subsidiary of the Company in Hong Kong (the "**Hong Kong Subsidiary**"); and

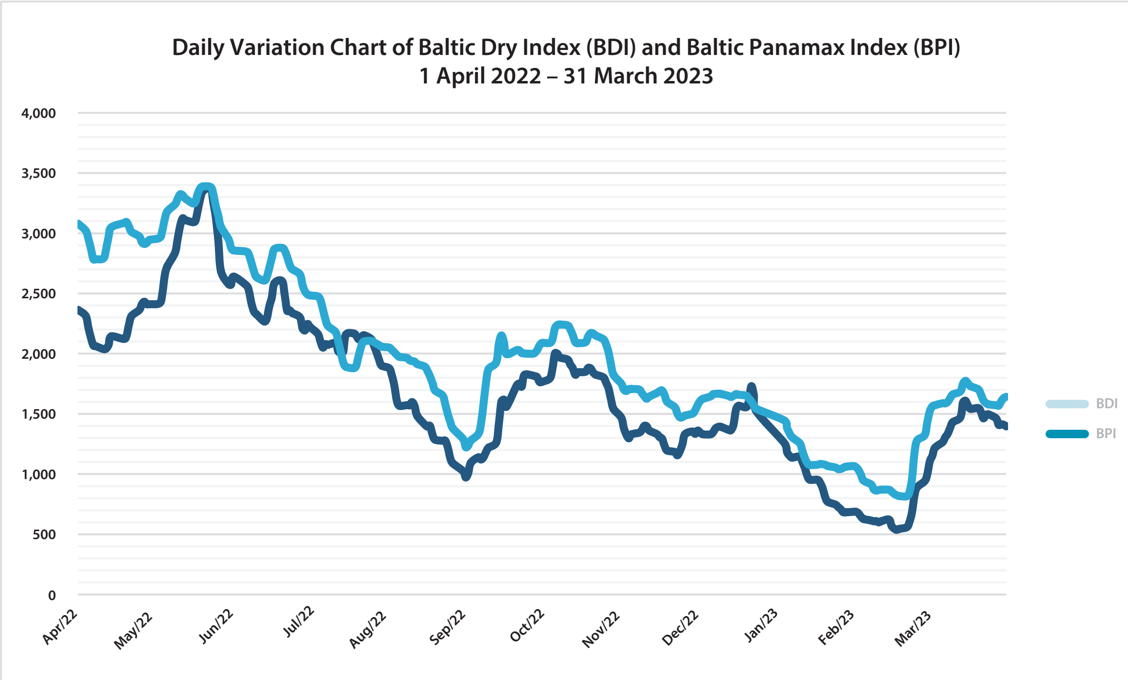
(iv) the corporate guarantees from the PRC Subsidiary and the Hong Kong Subsidiary.

14. EVENT AFTER THE REPORTING PERIOD

Save as disclosed elsewhere in this announcement, no other significant events were required to be disclosed.

MANAGEMENT DISCUSSION AND ANALYSIS

Market Review



In 2022, the international dry bulk shipping market experienced "weakening demand, improving supply and falling freight rates" due to the intensified downward pressure on the European and U.S. economies, the weakening global trade, the impact of COVID-19 pandemic, the Russia-Ukraine conflict and the extreme weather. The general dry bulk shipping rates continued the downturn trend which started from October 2021. In terms of the general level of dry bulk freight rate, the annual average value of BDI was 1,934, representing a decrease of 35.98% as compared to 2021.

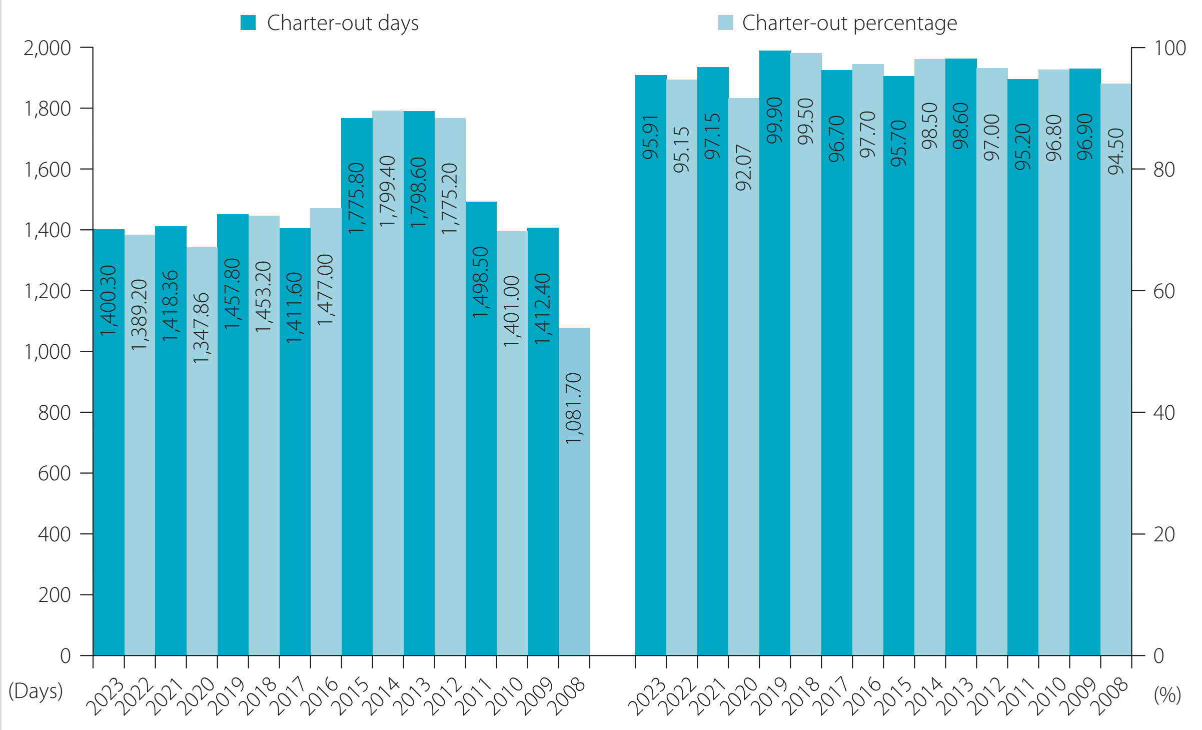
At the beginning of 2022, the BDI experienced temporary downturn under the influence of Indonesia's coal export restriction and insufficient downstream demand for iron ore. Subsequently, under the seasonal recovery of the market, the BDI rose sharply and reached its highest point in the year of 3,369 on 23 May 2022 due to factors such as the rise in crude oil prices and the release of Indonesia's coal export restriction. During the period from June to August 2022, the downside risk of European and U.S. economies increased, along with the falling of crude oil prices, and the weakening demand for coal and iron ore shipping resulted in a downward pressure on the BDI to drag it to the lowest point in the year of 965. At the same time, the new season of North American grain shipments started in September, and freight prices gradually recovered. In the fourth quarter, extreme dry weather interfered with the exports of major grain-producing countries, and domestic demand for coal and iron ore imports did not improve, resulting in a drop in shipping rates again. We recorded BDI of 1,515 at the end of 2022, which recovered to the pre-pandemic level for the corresponding period.

At the same time, the total volume of international dry bulk shipping contracted. In 2022, global dry bulk shipping volume was 5.252 billion tons in total, representing a year-on-year decrease of 2.7%.

Dry bulk freight prices fell at the beginning of first quarter of 2023, a continuation of the seasonal downward trend which started in the fourth quarter of 2022. However, due to the optimistic expectations of China's economic recovery, dry bulk freight rates are expected to gradually increase.

In respect of shipping supply, global capacity is gradually increasing. In December 2022, there were 13,113 dry bulk shipping vessels globally, with a total shipping capacity of 972 million dwt, representing an increase of 2.86% in capacity compared to the same period last year, which is lower than the average level of approximately 3.68% in the past three years.

Business Review



PERFORMANCE ANALYSIS OF THE GROUP'S FLEET

The Group's vessels were in sound operation from 1 April 2022 to 31 March 2023. Currently, the fleet has a size of 319,923 dwt and an average age of 17 years, and maintained a relatively high operating rate with an average vessel charter-out percentage of 95.91% for the year. In view of the weakening global trade, the impact of COVID-19 pandemic, the Russia-Ukraine conflict and the extreme weather, the international dry bulk shipping market experienced "weakening demand, improving supply and falling freight rates". As such, the average daily charter hire income of each vessel in the fleet was US$13,160 per day, which is US$2,036 or 13.39% lower as compared to last year.

In view of a good track record of safe operation with no adverse incident and limited downtime, the fleet managed to maintain a relatively high operating rate during the year. Meanwhile, plans and arrangements for dock repair have been duly made to minimise repair time. One vessel was under dock repair in shipyards for 31 days during the year. As the COVID-19 pandemic continued to wreak havoc around the world, the Company had made its efforts to minimise the actual loss during the year. All freight rates and charter hires were basically received in full without any huge amounts of account receivables. The Group was able to exert stringent control over costs and expenses in the management of its fleet and strived to minimise voyage expenses. Thus the management expenses of its vessels were basically within budget. Nevertheless, the time and costs of arranging crew change rose to a certain extent as a result of the difficulties caused by the COVID-19 pandemic.

In order to reduce operational risks and improve operational performance, the Group will continue to uphold its proactive and prudent operating strategies and seek to charter out its vessels to reputable charterers while endeavouring to offer them the best services, so as to maintain a favourable market image for the fleet.

Market Outlook

In 2022, the global economy was hit hard by a series of sever interrelated factors, including the COVID-19 pandemic, the Russo-Ukrainian War and the resulting food and energy crises, soaring inflation, tightening debt and the climate emergencies. The sluggish growth of developed economies such as the United States and the European Union resulted the adverse impact on other economies around the world. The process of economic recovery in China was delayed by the repeated blockades related to the COVID-19 pandemic and the long-term pressure on the real estate market.

Against the above-mentioned backdrop, the growth rate of global economy is expected to decrease to 1.9% in 2023. However, the decrease will depend on the speed and sequence of the ongoing currency tightening, the course and consequences of the Russo-Ukrainian War, and the possibility of further disruptions in the supply chain.

According to the market forecast, dry bulk shipping demand will reach 5,328 million tons in 2023, representing a significant recovery of year-on-year increase of 1.4% as compare to the negative growth of 2.7% in 2022. Among them, iron ore and small bulk commodity shipping demand will maintain a stable growth, while coal and grain trade are expected to return to normal growth levels from a declining base in 2022. With the further release of the prevention and control of the global COVID-19 pandemic, the efficiency of ship operation will be significantly improved and the effective supply of capacity will increase.

China's iron ore imports are stable, the output of the four major mines presents a steady rise, India's tariff adjustment boosts exports, global crude steel production is expected to recover slightly in 2023, the output of major mines presents a steady rise, and the global iron ore freight volume is expected to be 1.493 billion tons, representing a year-on-year increase of 0.6%.

Global coal import demand will continue to grow, with global coal shipment volume expected to return to positive growth in 2023, at 1.25 billion tons, representing an increase of 2.1% compare to the corresponding period. China's grain imports remain stable, Brazil's soybean exports expanded, and grain trade of the Black Sea recovered, with global grain shipping volume expected to be 531 million tons, representing an increase of 5.1% compare to the corresponding period.

Overall, the international dry bulk shipping market will be slightly weaker in 2023 than that in 2022, with an estimated average BDI of 1,600 to 1,800 in 2023.

In respect of supply of dry bulk shipping capacity in 2023, the current orders of international dry bulk vessels are about 68 million dwt in total, accounting for 7.2% of the existing capacity, which is at a record low. According to the current orders, it is estimated that the global dry bulk shipping capacity will reach 988 million tons by the end of 2023, representing an increase of 1.8% compare to the corresponding period, with a growth rate of about 0.5% lower than that in 2022.

Given the fluctuation in spot freight rates, the Group will maintain its prudent operating strategies by enhancing its daily management of vessels, providing better transportation services to its customers and chartering out its vessels to reputable and reliable charterers at higher rates, thus generating more operating income for the Company. Meanwhile, the Group will strictly control its operating costs and curb all unnecessary expenses.

Since May 2016, Top Build, a direct wholly-owned subsidiary of the Company, has held, indirectly through its subsidiaries, 91% equity interest in a company in the PRC which holds the two parcels of land located at Meidian Slope, Hongqi Town, Qiongshan District, Haikou, Hainan Province, the PRC held by the Group (the "**Hainan Land**"). In accordance with the development positioning and policy direction of Hainan Free Trade Port, the Group plans to develop the project into a "cultural and tourism real estate" project to share the benefit of department of Hainan Free Trade Port, for the development of villas, high/low density apartments, and integrated business offices with an area of approximately 130,000 square meters. At present, the Group companies are negotiating strategic cooperation with two world's top 500 companies and are actively coordinating with the government and relevant departments to adjust the planning of the area where the project is located. Construction of Phase I at Huanhu Road in the area where the project is located has commenced. The project will enter the formal construction stage after the government completes the planning adjustment of the area where the project is located.

Since the announcement of the construction of Hainan Free Trade Port in 2018, especially since the promulgation of the General Plan for the Construction of Hainan Free Trade Port (《海南自貿港建設總體方案》) and the Law on Hainan Free Trade Port (《海南自貿港法》), Hainan Province, with its world-class open standards, hopes to make Hainan Free Trade Port a symbol of China's openness to the world. Hainan Province has implemented a strategic framework of "One Guideline, Three Foundations, Four Positioning and Eight Pillars (一本三基四梁八柱)", with the aim of building two headquarters bases and three centers for the national strategic industries such as aerospace, deep sea, Nanfan, to bring in the world's top 500 companies and the top 100 domestic companies, especially a large number of central enterprises to set up regional headquarters, which has given a strong impetus to the construction of Hainan Free Trade Port. At the same time, Hainan took the lead in setting up a business environment construction department, constantly optimizing the business environment, speeding up institutional innovation and the implementation of various free trade port policies, which led to the exponential growth of various market players. The construction of Hainan Free Trade Port has taken on a booming momentum. In particular, since the abatement of COVID-19 pandemic in second half of 2022, Hainan Province, in conjunction with the actual construction of the free trade port, has implemented a series of national policies and measures to stabilize the economy and promote high-quality development, so that Hainan's economy has quickly achieved a stable and positive growth. From January to March 2023, Hainan's GDP reached RMB177.596 billion, a cumulative increase of 6.8% as compare to the corresponding period; from January to March 2023, Hainan's total imports and exports of goods amounted to RMB57.744 billion, a cumulative increase of 32.5% as compare to the corresponding period. The growth rate is among the highest across the country.

The year 2023 is a crucial year for the commence operation of Hainan Free Trade Port. In order to fulfill the necessary conditions for the commencement of border closure procedures in 2023 and the full realization of border closure operation in 2024, Hainan Province is accelerating the construction of 136 border closure projects, the projects are progressing smoothly, which will be fully completed by the end of 2023. In addition, Hainan is accelerating the construction of major infrastructure facilities, Hainan Island Tourism Highway, reflecting the style of Hainan, will be completed and opened to traffic at the end of June 2023, Zhanjiang-Haikou High-speed Rail linking the Great Bay Area will start construction in 2023, Hainan middle high-speed railway and Haikou second bypass expressway and other major infrastructure projects are also working on the preliminary work. In particular, the Haikou second bypass expressway will be constructed soon, which will greatly improve the traffic conditions of this project.

In terms of the real estate business, since 2022, in order to put an end to the pillar position of the real estate industry and stop over-reliance on the industry, Hainan Province has still adhered to the principle that "houses are for living in, not for speculation", strictly controlled the land supply for commercial housing, vigorously developed industrial real estate and affordable commercial residential property, continuously optimised the structure of the real estate industry, and promoted the healthy development of the real estate industry. To revitalize stock land and solve matching problems between projects and land, so that the projects may be started when the land is secured, Hainan established the first land supermarket in the country, and promote the implementation of the standard land model. This year, in order to intensify its efforts on attracting investments, Hainan has adopted the "land supermarket + project" model to attract investments from Hong Kong, Singapore, Beijing, Shanghai, Guangzhou, Chengdu, Chongqing, Xi'an, Hangzhou and other places for several times, which attracted the extensive attention of domestic and foreign investors. Since the establishment of the land supermarket by Hainan in April 2022, a total of 676 parcels of land have hit shelves, among which 314 parcels of land with a total area of 15,800 mu were sold at a total transaction price of RMB31.72 billion, which provided land for the implementation of a large number of industrial projects.

In order to promote the healthy development of the real estate industry in Hainan Province, and especially to resolve the real estate market risk, China has introduced a series of policies and measures to stabilise home prices, land premiums and market sentiment, and ensure property delivery and people's livelihood. Hainan has also further optimised real estate regulation measures, including the relaxation of record price for commercial housing, lowering the down payment ratio and mortgage rates, transfer of second-handed housing with mortgage loans and reducing the saleable area of commercial housing. Currently, the real estate markets in Hainan Province and Haikou City are showing a trend of stability and improvement with an optimising structure in general. The commercial housing market sees steady rise in prices and developers' reluctance to sell due to the short supply of commercial housing resulting from the strict control of land supply for commercial housing by the government. At present, the record prices for commercial housing in Haikou City generally range from RMB20,000 to RMB22,000/square meters while some record prices may be higher at around RMB25,000 to RMB28,000/square meters; there are not fewer in non-commercial residential properties such as office buildings and serviced apartments, however, the transaction prices remain stable at RMB18,000 to RMB23,000/square meters, with a high of RMB30,000/square meters. According to a research in the area where the Hainan Land is located, the sales prices of commercial residential properties and non-commercial residential properties in the area are close with transaction prices ranging from approximately RMB14,000 to RMB16,000/square meters. After the construction on the Hainan Land is officially commenced upon the completion of the adjustment of area planning, the Group's project will see a significant increase in sales price resulting from the improvement of surrounding environment.

Currently, despite adjustment to and control over the real estate industry in the PRC, in view of the unique natural resources and favourable policies in Hainan Province, coupled with the demands from vast markets across the country in relation to investment in Hainan, real estate supply will continue to be in a shortage in the coming five years.

On 26 September 2019, Great Harvest Realty Investment Company Limited, an indirect wholly owned subsidiary of the Company, and an investment company (the "**Investor**"), an indirect non-wholly owned subsidiary of a company named in the Fortune Global 500 list of corporations, entered into a memorandum of understanding in relation to the proposed investment by the Investor in Hainan Huachu Industrial Co., Ltd.*(海南華儲實業有限公司), an indirect non-wholly owned subsidiary of the Company. The cooperation between the Group and the Investor is conducive to the accurate positioning of products, improving and controlling the quality of products, making full use of the Investor's brands to increase revenue, accelerating team building, and comprehensively improving service quality. For further details, please refer to the announcement of the Company dated 27 September 2019. As at the date of this announcement, the proposed investment is still in the process of due diligence review and formal agreement negotiation.

In light of the growth potential in Hainan, on 11 October 2018, the Company entered into a memorandum of understanding with two individuals in relation to the proposed investment by the Group in the online hospitality services, online travel transaction services and real estate agency services business in Hainan, the PRC. As at the date of this announcement, the proposed investment is still under feasibility study and negotiation.

Financial Review

Revenue

The dry bulk shipping market iterated under the post-epidemic economic ambience and the impact of Russia-Ukraine conflict. The Group's income unavoidably followed the fluctuation and recorded a decrease of revenue from about US$21.6 million for the year ended 31 March 2022 to about US$18.2 million for the year ended 31 March 2023 representing a decrease of about 15.4%. As disclosed in profit warning announcement of the Company dated 23 June 2023, the decrease in revenue was due to drop in average daily charter hire income of the Group's fleet. The average daily charter hire income of the Group's fleet decreased from approximately US$15,194 for the year ended 31 March 2022 to approximately US$13,160 for the year ended 31 March 2023. During the year ended 31 March 2023, one of the Group's vessels had completed dry dock maintenance (for the year ended 31 March 2022: 2 vessels).

Cost of services

Cost of services of the Group increased from about US$11.0 million for the year ended 31 March 2022 to about US$16.2 million for the year ended 31 March 2023, representing an increase of approximately 47.3%. As disclosed in profit warning announcement of the Company dated 23 June 2023, fuel cost credit (reflecting marked-to-market gain in bunker inventory price) decreased; and depreciation of vessels increased by around US$2.3 million after the reversal of impairment loss recorded in the year ended 31 March 2022. In addition, the cost of ship operation has increased visibly, among which the cost of crew salaries and allowances has increased by about US$1.0 million, and other management costs have also increased by about US$0.3 million. The Group has changed ship manager during the year and incurred extra cost of around US$0.4 million at management and staff changeover. The Group expects a more effective cost control with the new ship manager.

Gross profit

The Group recorded a gross profit of about US$2.0 million for the year ended 31 March 2023 as compared to about US$10.6 million for the year ended 31 March 2022 while the gross profit margin decreased from approximately 49.0% for the year ended 31 March 2022 to approximately 11.2% for the year ended 31 March 2023. The significant drop in gross profit was due to the decrease in revenue and increase in depreciation of vessels, and other direct operating costs.

General and administrative expenses

General and administrative expenses of the Group increased slightly from approximately US$2.7 million for the year ended 31 March 2022 to approximately US$2.8 million for the year ended 31 March 2023, representing an increase of approximately 2.7%. The variation of administrative expense were due to the increase in staff cost and legal and professional fee but off-set by decrease in rental expenses due to recognition of operating lease as right-of-use assets and the Group's continued stringent expenditure control.

Finance costs

Finance costs of the Group increased from about US$2.3 million for the year ended 31 March 2022 to about US$10.9 million for the year ended 31 March 2023, representing an increase of 372.5%. At the date of entering into the Supplemental Settlement Agreement (as defined below), the carrying value of Top Build Convertible Bonds (as defined below) was reassessed based on the terms of the agreement. The interest expenses arose from the amortization of the Top Build Convertible Bonds increased by US$2.7 million as compared to last year. As disclosed in the insider information announcement dated 31 March 2023, the Company has not repaid to the Bondholder (as defined below) the fourth quarterly instalment of US$500,000 due on 31 March 2023. The Company and the Bondholder have made further arrangements in relation to the settlement of the unpaid instalment and the US$500,000 was fully repaid in 3 instalments on and before 15 June 2023. However, other finance charge of about US$4.1 million and additional finance cost due to the deferred repayment about US$2.1 million was triggered and accrued at 31 March 2023, giving rise to the provision for additional finance costs of approximately US$6.2 million made for the year ended 31 March 2023 as stated in the update on profit warning announcement dated 28 June 2023.

(Loss)/profit for the year

The Group incurrred loss for the year of approximately US$17.1 million for the year ended 31 March 2023 as compared with the profit for the year of approximately US$24.7 million for the year ended 31 March 2022. As disclosed in the profit warning announcement of the Company dated 23 June 2023 and in the update on profit warning announcement dated 28 June 2023, the net loss for the year primarily resulted from the following factors:

(i) provision for impairment losses on property, plant and equipment of approximately US$8.2 million was recognized for the year ended 31 March 2023 resulted from the decrease in fair value of vessels owned by the Group as at 31 March 2023 as compared to the recognition of reversal of impairment losses on property, plant and equipment of approximately US$19.2 million for the year ended 31 March 2022;

(ii) decrease in revenue due to drop in average daily charter hire income of the Group's fleet;

(iii) cost of services: fuel cost credit (reflecting marked-to-market gain in bunker inventory price) decreased;

(iv) cost of services: depreciation of vessels increased after the reversal of impairment loss recorded for the year ended 31 March 2022; and

(v) provision of additional finance costs of approximately US$6.2 million.

EBITDA

The Group's EBITDA has decreased from US$12.3 million for the year ended 31 March 2022 to US$8.9 million for the year ended 31 March 2023 due to the decrease in revenue resulting from the drop in average daily charter hire income of the Group's fleet.

Liquidity, financial resources, capital structure and gearing ratio

As at 31 March 2023, the Group's cash and cash equivalents amounted to approximately US$2.0 million (as at 31 March 2022: approximately US$2.7 million), of which approximately 98.3% were denominated in US$, approximately 1.5% were denominated in HK$ and approximately 0.2% were denominated in RMB. Outstanding bank borrowings amounted to approximately US$11.4 million (as at 31 March 2022: approximately US$12.9 million) and other loans (including convertible bonds) amounted of to approximately US$60.8 million (as at 31 March 2022: approximately US$61.6 million), of which 99.1% were denominated in US$ and 0.9% were denominated in HK$.

As at 31 March 2023 and 31 March 2022, the Group had a gearing ratio (being bank borrowings and other borrowings (including convertible bonds) of the Group divided by the total assets of the Group) of about 54.3% and 48.5% respectively. The increase in gearing ratio as at 31 March 2023 was mainly due to the the following factors: (i) the decrease in value of assets denominated in Renminbi, including investment properties, due to depreciation in Renminbi versus US dollar; (ii) the impairment of vessels owned by the Group recognised during the year; (iii) the decrease in carrying value of the Top Build Convertible Bonds after reassessment based on the terms of the agreement upon signing of the Supplemental Settlement Agreement; and (iv) the deferred repayment of fourth quarterly instalment under the Supplemental Settlement Agreement with Bondholder triggered the accrual of other finance charge and additional finance cost at 31 March 2023 which increased the carrying value of Top Build Convertible Bonds at 31 March 2023.

The Group recorded net current liabilities of about US$70.4 million as at 31 March 2023 and approximately US$66.0 million as at 31 March 2022. It was mainly due to (i) the decrease in bank balance after the decline in revenue; (ii) the deferred repayment of fourth quarterly instalment under the Supplemental Settlement Agreement with Bondholder triggered the accrual of other finance charge approximately amounted to US$4.1 million and additional finance cost approximately amounted to US$2.1 million at 31 March 2023 which increased the carrying value of other payable and Top Build Convertible Bonds at 31 March 2023; (iii) the repayment of the principal of US$1.5 million of Top Build Convertible Bonds during the year ended 31 March 2023.

On 29 March 2019, Bryance Group Limited, a wholly-owned subsidiary of the Company, has entered into a term loan for the principal amount of US$4.27 million for refinancing a vessel owned by the Group, namely GH POWER (the "**GH POWER Loan**"). The principal amount of the GH POWER Loan shall be repaid by 14 quarterly instalments commencing three months from the drawdown date. The GH POWER Loan is subject to compliance of certain restrictive financial undertakings which the Group will continue to monitor. On 10 October 2022, the GH POWER loan has been fully repaid.

On 30 April 2021, United Edge Holdings Limited and Way Ocean Shipping Limited, each being a wholly-owned subsidiary of the Company, have entered into a term loan for the principal amount of US$14.75 million for refinancing of the Group's bank borrowings in relation to two vessels owned by the Group, namely GH GLORY and GH HARMONY (the "**GH GLORY/HARMONY Loan**"). The principal amount of the GH GLORY/HARMONY Loan shall be repaid by quarterly instalments commencing 30 June 2021. The GH GLORY/HARMONY Loan is also subject to compliance of certain restrictive financial undertakings which the Group will continue to monitor.

A breach of the restrictive financial undertakings requirements will constitute an event of default under the loan agreement, and as a result, the facility is liable to be declared immediately due and payable. The occurrence of such circumstance may trigger the cross default provisions of other banking or credit facilities available to the Group and, as a possible consequence, these other facilities may also be declared to be immediately due and payable. This event of the Default also resulted in cross-default of the GH POWER Loan and the GH GLORY/HARMONY Loan.

The management maintains continuous relationship with the banks and financial institutions and the Directors are of the opinion that bank borrowings and loan from financial institutions will continue to be available to the Group for the next twelve months from 31 March 2023.

The Group monitors the current and expected liquidity requirements regularly to mitigate the effects of fluctuations in cash flows. The Company has entered into six loan facility agreements with Ablaze Rich, a controlling shareholder of the Company, on 19 January 2017, 12 April 2017, 15 January 2018, 17 April 2019, 28 February 2020 and 23 June 2020 for six loan facilities (collectively, the "**Facilities**") in the amounts of US$3.0 million (the "**First Facility**"), US$3.0 million (the "**Second Facility**"), US$1.5 million (the "**Third Facility**"), US$2.0 million (the "**Fourth Facility**"), US$2.0 million (the "**Fifth Facility**") and US$3.0 million (the "**Sixth Facility**") respectively. The First Facility, the Second Facility and the Sixth Facility were extended on 30 March 2023.

The full loan amount had been drawn down by the Company under the First Facility, the Second Facility, the Third Facility, the Fourth Facility and the Fifth Facility. As at 31 March 2023, US$2.0 million of the loan amount had been drawn down by the Company under the Sixth Facility.

The First Facility will be repayable on an extended repayment date which is on or before 30 June 2026, the Second Facility will be repayable on an extended repayment date which is on or before 30 June 2026 and the Sixth Facility will be repayable on or before 30 June 2026. These loan facilities are unsecured and carry an interest of 4% per annum. As at the date of this announcement, the drawn amount under the Third Facility, the Fourth Facility and the Fifth Facility have been repaid in full and US$1,150,000 of the Sixth Facility has been repaid. The drawn amount under the First Facility and the Second Facility had not been repaid. The disinterested members of the Board (including the independent non-executive Directors) consider that as each of the Facilities is on normal commercial terms or better and is not secured by assets of the Group, the receipt of financial assistance by the Group thereunder are fully exempt under Rule 14A.90 of the Listing Rules.

On 30 September 2022, the Company entered into a deed of funding undertakings. Ablaze Rich, Mr. Yan and Ms. Lam have undertaken to provide funding to the Group when funding notice shall be issued by the Company within twenty four months of the date of the deed. The undertakings shall cease to have effect after twenty four months from the date of the deed or upon the Company or any member of the Group having obtained long-term external bank borrowings or other sources of long-term financing with a principal amount of not less than US$30 million, whichever is the earlier. The deed of funding undertakings entered on 30 September 2021 was superseded by this deed, and had ceased to be effective from 30 September 2022. As at the date of this announcement, US$3,850,000 was obtained under the terms of the deed.

The Directors are of the opinion that, taking into account the above-mentioned plans and measures, the Group will have sufficient working capital to finance its operations and to meet its financial obligations.

The Group's liquidity requirements will be satisfied by a combination of cash flow generated from working capital arising from operating activities, bank loans and other financing means which the Company may from time to time consider appropriate.

Convertible Bonds

As announced by the Company on 10 May 2016, completion of the acquisition of the entire issued share capital of Top Build Group Ltd. took place on 10 May 2016 and the Top Build Convertible Bonds were issued in May 2016.

As announced by the Company on 14 May 2021, 24 June 2021, 24 November 2021, 31 December 2021 and 25 February 2022, the Top Build Convertible Bonds matured on 10 May 2021 and the Company defaulted in the redemption of the Top Build Convertible Bonds in full in accordance with the terms and conditions thereof (the "**Default**"). On 24 November 2021, the Company and the holder of the Top Build Convertible Bonds (the "**Bondholder**"), among others, entered into a settlement agreement (the "**Settlement Agreement**"), pursuant to which the Bondholder has agreed to withhold taking any further litigation or claims against the Company in respect of the Default provided that the Company settled the outstanding redemption amount in the Top Build Convertible Bonds by, among others, repaying the Bondholder US$25 million in cash within two months from the date of the Settlement Agreement (i.e. 24 January 2022). On 31 December 2021, the Company entered into a subscription agreement with an independent investor in Hong Kong, pursuant to which the Company has agreed to issue, and the investor has agreed to subscribe for, corporate bond in the principal amount of US$50 million, but the completion of such subscription did not take place. As a result, the Company did not pay in full the US$25 million which was due and payable on 24 January 2022 pursuant to the terms of the Settlement Agreement. On 24 February 2022, the Bondholder filed a winding-up petition (the "**Petition**") with the Court of First Instance of the High Court of the Hong Kong Special Administrative Region (the "**High Court of Hong Kong**") for the winding-up of the Company in relation to the outstanding redemption amount in the Top Build Convertible Bonds, which amounted to US$51,230,000 as at the date of the Petition.

On 29 June 2022, the Company and the Bondholder, among others, entered into a supplemental agreement to the Settlement Agreement (the "**Supplemental Settlement Agreement**"), pursuant to which the Bondholder has agreed, among others, to conditionally withdraw the Petition and withhold taking any further litigation or claims against the Company in respect of the Default. Pursuant to the Supplemental Settlement Agreement, the Company will settle the outstanding redemption amount of the Convertible Bonds (which amounted to US$51,230,000 as at the date of the Supplemental Settlement Agreement) by repaying the Bondholder (i) US$5,000,000 in cash in 10 quarterly instalments of US$500,000 with the first instalment to be paid within 7 business days from the date the High Court of Hong Kong grant an order for the withdrawal of the Petition; and (ii) the remaining balance of US$46,230,000 and all accumulated interest (calculated at an interest rate of 8% per annum), both to be paid in cash in one lump sum on 31 December 2024. The withdrawal of the Petition is further conditional upon, among others, the Company having delivered security documents for the pledge/mortgage over certain assets of the Group in favour of the Bondholder as security for the Company's performance of its repayment obligations under the Settlement Agreement (as supplemented by the Supplemental Settlement Agreement). Please refer to the announcement of the Company dated 29 June 2022 for further details.

As disclosed in the announcement of the Company dated 15 July 2022, pursuant to the Supplemental Settlement Agreement, the Petitioner and the Company have executed and filed a consent summons to the High Court of Hong Kong for the withdrawal of the Petition. On 15 July 2022, the Company received the order of the High Court of Hong Kong dated 14 July 2022 which ordered, among other things, that the Petition be withdrawn.

As disclosed in the inside information announcement dated 31 March 2023, the Company has not repaid to the Bondholder the fourth quarterly instalment of US$500,000 due on 31 March 2023. The Company and the Bondholder have made further arrangements in relation to the settlement of the unpaid instalment and the US$500,000 was fully repaid in 3 instalments on and before 15 June 2023.

Exposure to fluctuations in exchange rate risk and related hedges

The Group's transactions and monetary assets were primarily denominated in US$. Operating expenses of the Group's Hong Kong subsidiaries were primarily denominated in HK$ and that of the Group's PRC subsidiary was primarily denominated in RMB, while the borrowings and loans of the Group were denominated in US$ and HK$. As the Group does not have significant foreign currency transactions or balances, the Directors consider that the level of foreign currency exposure for the Group is relatively minimal.

The Group has not entered into any arrangements to hedge for the future fluctuations of London Interbank Offered Rate or Hong Kong Dollars Best Lending Rate or cost of fund arising from the Group's variable-rate borrowings.

Bank borrowings and loan from a financial institution and disclosure under Rules 13.13 to 13.19 of the Listing Rules

Pursuant to Rule 13.18 of the Rules (the "**Listing Rules**") Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"), a general disclosure obligation will arise where an issuer or any of its subsidiaries enters into a loan agreement that includes a condition imposing specific performance obligations on any controlling shareholders, such as a requirement to maintain a specified minimum holding in the share capital of the issuer. As at 31 March 2023, the Group recorded outstanding bank borrowings of about US$11.4 million and all these bank borrowings carried interest at floating rate.

The GH POWER Loan was entered into on 29 March 2019 and the GH GLORY/HARMONY Loan was entered into on 30 April 2021. These loans, namely the GH POWER Loan and the GH GLORY/HARMONY Loan, were for financing the acquisition costs of vessels of the Group and were secured by, inter alia, the following:

- Corporate guarantee from the Company (in respect of the GH POWER Loan);
- First preferred mortgages over the vessels held by the Group;
- Assignment of charter-hire income and insurance in respect of the vessels held by the Group; and
- Charges over shares of each of the Group companies holding those vessels.

The above bank loans were provided to the Group on the conditions that, inter alia, (a) (in respect of the GH POWER Loan) Mr. Yan, Ms. Lam and/or any company controlled by them shall jointly hold at least 51% shareholding interests in the Company; and (b) (in respect of the GH GLORY/HARMONY Loan) the investment vehicle(s) owned or controlled by Mr. Yan and Ms. Lam shall hold or control at least 30% shareholding interests in the Company.

On 10 October 2022, the GH POWER Loan has been fully repaid.

Charges on assets

As at 31 March 2023, the Group had pledged the following assets to the Bondholder and a bank as securities against the convertible bonds and bank borrowings to the Group:

	31 March 2023 *US$'000*	31 March 2022 *US$'000*
Investment properties	**34,002**	–
Property, plant and equipment	**44,766**	54,356
Pledged deposits	**–**	500
Pledged bank deposits	**516**	1,390
	79,284	56,246

Contingent liabilities

There were no material contingent liabilities for the Group as at 31 March 2023.

Employees' remuneration and retirement scheme arrangements

As at 31 March 2023, the Group had a total of 103 employees (as at 31 March 2022: 88 employees). For the year ended 31 March 2023, the total salaries and related costs (including Directors' fees) amounted to approximately US$6.0 million (as at 31 March 2022: US$4.8 million). It is the Group's policy to remunerate its employees with reference to the relevant market situation, and accordingly the remuneration level of the Group's employees remains at a competitive level and is adjusted in accordance with the employees' performance. Other benefits offered by the Group include mandatory provident fund scheme and medical insurance.

Acquisition and disposal

The Group had no material acquisition or disposal during the year ended 31 March 2023.

PROSPECTS

The Group expects that 2023 will continue to be a challenging year. The global economies will continue to face economy downturn, including inflation, weakening global demand and tighter monetary policies. Also, the COVID-19 pandemic and the war between the Russia and Ukraine is expected to continue affecting the dry bulk shipping market and worldwide supply chain structure.

The Company will closely monitor the market situation and evaluate the impact of the COVID-19 pandemic, and continuously adopt a cautious approach for exploring any potential investment or business opportunities to enhance its income source. Furthermore, the Group will uphold its proactive and prudent operating strategies in order to reduce operational risks and improve operational performance. The Company will keep the shareholders of the Company updated of its business development as and when appropriate.

CHANGE IN INFORMATION OF DIRECTOR

In accordance with Rule 13.51B(1) of the Listing Rules, changes of the information of the Directors required to be disclosed are set out below:

Mr. Yan ceased to be the joint chairperson of the Board, an executive Director and the chairperson of nomination committee and a member of remuneration committee of the Board with effect from 16 January 2023.

Ms. Lam has been appointed as the joint chairperson of the Company with effect from 30 September 2022. Immediately following the resignation of Mr. Yan as mentioned above, Ms. Lam remains as the chairperson of the Board and has been appointed as the chairperson of nomination committee and a member of remuneration committee of the Board with effect from 16 January 2023.

Dr. Chan Chung Bun, Bunny ceased to be an independent non-executive director of Speedy Global Holdings Limited (stock code: 540) with effect from 31 January 2023.

Ms. Zhao Lihong ceased to be an executive Director and the general manager of Hong Kong Dedao International Group Limited (香港得到國際集團有限公司), an indirect wholly-owned subsidiary of the Company, with effect from 28 April 2023.

Mr. Pan Zhongshan has been appointed as an executive Director with effect from 28 April 2023.

Save as disclosed above, there is no other change in information regarding the Directors or chief executives of the Company that is required to be disclosed pursuant to Rule 13.51B(1) of the Listing Rules.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has adopted the principles and code provisions set out in the Corporate Governance Code contained in Part 2 of Appendix 14 to the Listing Rules (the "**CG Code**") as the Company's code on corporate governance practices throughout the year ended 31 March 2023 except for the deviations as stated below.

Code provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Ms. Lam is the chairperson and chief executive officer of the Company. In view of Ms. Lam is one of the co-founder of the Company and has been operating and managing the Group since 2010, the Board considered that the roles of chairperson and chief executive officer being performed by Ms. Lam enables more effective overall business planning and implementation by the Group. In order to maintain good corporate governance and fully comply with the provisions of the CG Code, the Board will regularly review the need to appoint different individuals to perform the roles of chairperson and chief executive officer separately.

Save as disclosed above, the Company had complied with all the other code provisions set out in the CG Code during the year ended 31 March 2023.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS ("MODEL CODE")

The Company has adopted the Model Code as set out in Appendix 10 to the Listing Rules as its code of conduct regarding Directors' securities transactions. The Directors have confirmed that, following specific enquiry by the Company, they have complied with the required standards as set out in the Model Code for the year ended 31 March 2023.

DIVIDEND

The Directors did not recommend the payment of any final dividend to the shareholders of the Company for the year ended 31 March 2023.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the articles of association of the Company or the laws of the Cayman Islands, being the jurisdiction in which the Company was incorporated, which would oblige the Company to offer new shares of the Company (the "**Shares**") on a pro-rata basis to existing shareholders of the Company.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Shares for the year ended 31 March 2023.

PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, as at the date of this announcement, there is sufficient public float of more than 25% of the Company's issued Shares as required under the Listing Rules.

EXTRACT OF INDEPENDENT AUDITOR'S REPORT

Below is an extract of the report by SHINEWING (HK) CPA Limited ("**SHINEWING**"), the auditor of the Company, regarding the consolidated financial statements of the Group for the year ended 31 March 2023.

Opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 March 2023, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Material Uncertainty Related to Going Concern

We draw attention to Note 2.1.1 to the consolidated financial statements, which states that the Group's current liabilities exceeded its current assets by approximately US$70,383,000 as at 31 March 2023, which included borrowings and loans of US$10,913,000 and convertible bonds US$52,739,000 repayable within one year, while the Group's cash and cash equivalents balances was US$2,041,000.

The Group is undertaking a number of financing plans and other measures as described in Note 2.1.1 to the consolidated financial statements in order to ensure that the Group is able to meet its commitments in the next twelve months from the date of approval of these consolidated financial statement for issuance. The directors of the Company are of the opinion that based on the assumptions that these financing plans and other measures can be successfully executed, the Group will have sufficient working capital to finance its operations and to pay its financial obligations as and when they fall due in the next twelve months from the date of approval of these consolidated financial statement for issuance. However, the likelihood of successful implementation of these financing plans and other measures, as set forth in Note 2.1.1 to the consolidated financial statements, show that the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

AUDIT COMMITTEE

The audit committee of the Company (the "**Audit Committee**") has reviewed the accounting principles and practices adopted by the Group and the audited consolidated financial statements for the year ended 31 March 2023 and discussed auditing, internal control and financial reporting matters with the Group's external auditors. There were no disagreements from the auditors or the Audit Committee in respect of the accounting policies adopted by the Company. The Audit Committee comprise three members, namely Mr. Cheung Kwan Hung, Dr. Chan Chung Bun, Bunny and Ms. Wong Tsui Yue Lucy.

SCOPE OF WORK OF AUDITORS ON THE AUDITED FINAL RESULTS ANNOUNCEMENT

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of comprehensive income and the related notes thereto for the year ended 31 March 2023 as set out in this announcement have been agreed by the Group's auditors, SHINEWING, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by SHINEWING in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no assurance has been expressed by SHINEWING on this announcement.

PUBLICATION OF AUDITED FINAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This audited final results announcement is published on the websites of the Company (www.greatharvestmg.com) and the Stock Exchange (www.hkexnews.hk). The annual report of the Company for the year ended 31 March 2023 will be available on the above websites and will be dispatched to the shareholders of the Company in due course.

For and on behalf of the Board
Great Harvest Maeta Holdings Limited
Lam Kwan
Chairperson

Hong Kong, 29 June 2023

As at the date of this announcement, the executive Directors are Ms. Lam Kwan and Mr. Pan Zhongshan; and the independent non-executive Directors are Mr. Cheung Kwan Hung, Dr. Chan Chung Bun, Bunny and Ms. Wong Tsui Yue Lucy.