



**GREEN ENERGY GROUP LIMITED**

**綠色能源科技集團有限公司**

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

Stock Code 股份代號 : 979

*Annual Report*

**2022/23**

**年報**



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# CORPORATE INFORMATION

## 公司資料

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Lo Kam Wing, JP (Chairman)  
(appointed with effect from 1 December 2022)  
Mr. Wong Sai Hung (resigned with effect from 1 December 2022)  
Mr. Luo Xian Ping  
Mr. Ho Wai Hung

#### Independent Non-executive Directors

Mr. Tam Chun Wa  
Mr. Sze Cheung Pang (passed away on 4 July 2023)  
Mr. Lau Ka Wing (resigned with effect from 14 April 2023)  
Mr. Man Kwok Leung (appointed with effect from 13 July 2023)  
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)

### AUDIT COMMITTEE

Mr. Tam Chun Wa (Chairman)  
Mr. Sze Cheung Pang (passed away on 4 July 2023)  
Mr. Lau Ka Wing (resigned with effect from 14 April 2023)  
Mr. Man Kwok Leung (appointed with effect from 13 July 2023)  
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)

### REMUNERATION COMMITTEE

Mr. Tam Chun Wa (Chairman)  
Mr. Sze Cheung Pang (passed away on 4 July 2023)  
Mr. Lau Ka Wing (resigned with effect from 14 April 2023)  
Mr. Man Kwok Leung (appointed with effect from 13 July 2023)  
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)

### NOMINATION COMMITTEE

Mr. Lo Kam Wing, JP (Chairman)  
(appointed with effect from 1 December 2022)  
Mr. Tam Chun Wa  
Mr. Sze Cheung Pang (passed away on 4 July 2023)  
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)

### COMPANY SECRETARY

Mr. Ng Chi Keung

### AUDITOR

Mazars CPA Limited

### 董事

#### 執行董事

盧金榮先生，太平紳士(主席)  
(自二零二二年十二月一日起獲委任)  
黃世雄先生(自二零二二年十二月一日起辭任)  
羅賢平先生  
何偉雄先生

#### 獨立非執行董事

譚鎮華先生  
施祥鵬先生(於二零二三年七月四日離世)  
劉家榮先生(自二零二三年四月十四日起辭任)  
文國樑先生(自二零二三年七月十三日起獲委任)  
蔣志華女士(自二零二三年八月九日起獲委任)

### 審核委員會

譚鎮華先生(主席)  
施祥鵬先生(於二零二三年七月四日離世)  
劉家榮先生(自二零二三年四月十四日起辭任)  
文國樑先生(自二零二三年七月十三日起獲委任)  
蔣志華女士(自二零二三年八月九日起獲委任)

### 薪酬委員會

譚鎮華先生(主席)  
施祥鵬先生(於二零二三年七月四日離世)  
劉家榮先生(自二零二三年四月十四日起辭任)  
文國樑先生(自二零二三年七月十三日起獲委任)  
蔣志華女士(自二零二三年八月九日起獲委任)

### 提名委員會

盧金榮先生，太平紳士(主席)  
(自二零二二年十二月一日起獲委任)  
譚鎮華先生  
施祥鵬先生(於二零二三年七月四日離世)  
蔣志華女士(自二零二三年八月九日起獲委任)

### 公司秘書

吳志強先生

### 核數師

中審眾環(香港)會計師事務所有限公司

## LEGAL ADVISER

Conyers Dill & Pearman

## PRINCIPAL BANKER

OCBC Wing Hang Bank Limited  
Bank of Communications Co Ltd (Hong Kong branch)  
Chiyu Banking Corporation Limited  
Bank of China (Hong Kong) Limited  
Bank of Communications (Hong Kong) Limited

## REGISTERED OFFICE

Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

## HEAD OFFICE PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 7712, 77/F., The Center  
99 Queen's Road Central  
Hong Kong

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Codan Corporation Services (Bermuda) Limited  
Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited  
Shop 1712-1716, 17/F Hopewell Centre  
183 Queen's Road East  
Wan Chai, Hong Kong

## STOCK CODE

979

## WEBSITE

<http://www.hk-greenenergy.com>

## 法律顧問

康德明律師事務所

## 主要往來銀行

華僑永亨銀行有限公司  
交通銀行股份有限公司(香港分行)  
集友銀行有限公司  
中國銀行(香港)有限公司  
交通銀行(香港)有限公司

## 註冊辦事處

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

## 總辦事處及香港主要營業地點

香港  
皇后大道中99號  
中環中心77樓7712室

## 主要股份過戶登記處

Codan Corporate Services (Bermuda) Limited  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

## 股份過戶登記處香港分處

香港中央證券登記有限公司  
香港灣仔  
皇后大道東183號  
合和中心  
17樓1712-1716室

## 股份代號

979

## 網頁

<http://www.hk-greenenergy.com>

# CHAIRMAN'S STATEMENT

## 主席報告

On behalf of the board of directors (the “**Board**”) of Green Energy Group Limited (the “**Company**”) and its subsidiaries (collectively the “**Group**”), I am pleased to present the annual report of the Group for the financial year ended 30 June 2023 (“**FY2023**”).

### PRINCIPAL BUSINESS

During FY2023, the Group has principally engaged in (a) renewable energy business, (b) waste construction materials and processing service, (c) plastic recycling/metal scrap business, (d) money lending business, and (e) healthcare business which was disposed in June 2023. An analysis of the above segments can be found in note 5 to the consolidated financial statements.

### FINANCIAL PERFORMANCE

The Group's total revenue for FY2023 was approximately HK\$82.5 million (for the year ended 30 June 2022 (“**FY2022**”): approximately HK\$441.3 million) representing a decrease of 81.3% as compared with that for FY2022. The decrease in revenue was mainly resulted from the renewable energy business segment with the shift of focus on its newly established operations on collection and processing of used cooking oil.

Further details of the financial analysis for FY2023 have been included in the Management Discussion and Analysis section of this annual report.

### SEGMENT INFORMATION

#### CONTINUING OPERATIONS

##### (a) Renewable Energy – trading and processing of recyclable oil/biodiesel

The Group recorded a revenue of approximately HK\$73.1 million from the trading and processing of recyclable oil/biodiesel for FY2023 (FY2022: approximately HK\$424.2 million). The great reduction in revenue was mainly resulted from a strategic shift from the bulk shipment of palm oil mill effluent methyl ester to the Public Republic of China (the “**PRC**”) customers with a much lower profit margin to the new operation on the locally collected and processing of used cooking oil.

本人欣然代表綠色能源科技集團有限公司（「本公司」）及其附屬公司（統稱「本集團」）之董事會（「董事會」）呈報本集團截至二零二三年六月三十日止財政年度（「二零二三財政年度」）之年報。

### 主要業務

於二零二三財政年度，本集團主要從事(a)可再生能源業務、(b)建築廢料及處理服務、(c)塑料回收／金屬廢料業務、(d)放債業務及(e)醫療保健業務（其已於二零二三年六月出售）。上述分部分分析載於綜合財務報表附註5。

### 財務表現

於二零二三財政年度，本集團之總收入約82,500,000港元（截至二零二二年六月三十日止年度（「二零二二財政年度」）：約441,300,000港元），較二零二二財政年度減少81.3%。收入減少主要乃由於可再生能源業務分部之焦點轉移到其所新設立有關收集及加工廢食油之經營業務。

有關二零二三財政年度財務分析的進一步詳情載於本年報管理層討論及分析一節。

### 分部資料

#### 持續經營業務

##### (a) 可再生能源－可循環再造油／生物柴油貿易及加工

於二零二三財政年度內，本集團之可循環再造油／生物柴油貿易及加工錄得收入約為73,100,000港元（二零二二財政年度：約424,200,000港元）。收入大幅減少主要乃由於策略由大批量向中華人民共和國（「中國」）客戶運送棕櫚廢油甲酯（其利潤率為低得多），轉為在本地收集及加工廢食油之新經營業務所致。

## SEGMENT INFORMATION – continued

### CONTINUING OPERATIONS – continued

#### (a) Renewable Energy – trading and processing of recyclable oil/biodiesel – continued

Oil prices were a roller coaster ride in 2022. In the first half of 2022, geopolitical tension with Russia, culminating with Russia's full-scale invasion of Ukraine contributed to crude oil price increases. Since early June 2022, crude oil prices generally decreased as concerns about a possible economic recession reduced demand. Slowing global growth and concerns about a global recession have thus far outweighed worries about insufficient oil supply. The reduction in prices of used cooking oil since its peak in June 2022 had inevitably eroded the profit margin of the renewable energy segment.

During FY2022, the Group had put its focus on the sales of palm oil mill effluent methyl ester in order to overcome the unfavourable impacts from the coronavirus pandemic, despite the fact that the sales got comparatively lower profit margin. Facing all those adverse economic conditions, the Group tried to explore feasible ways to increase its income stream. The Group had successfully set up its own storage and processing factory, and commenced its operation to store and process the used cooking oils in 2022. Through its own fleet of collection trucks and outsourcing partner, the Group began to build up its local supplier network to collect used cooking oils in Hong Kong with its own capability.

With the shift in strategic focus from the sales of palm oil mill effluent methyl ester last year to processing and sales of used cooking oils, the revenue of the segment had dropped by 82.8%. Nevertheless, the strategy attained a promising result with a net profit of HK\$5.3 million for FY2023 as compared with HK\$3.9 million in FY2022.

#### (b) Waste construction materials and processing service

The revenue of this business segment involves the collection and recycling of waste construction materials and the sale of recycled construction materials. The revenue arising from this sector was approximately HK\$4.1 million for FY2023 (FY2022: approximately HK\$5.2 million). The decrease in revenue was resulted from the lack of incoming materials and the keen competition in the region.

## 分部資料 – 續

### 持續經營業務 – 續

#### (a) 可再生能源 – 可循環再造油／生物柴油貿易及加工 – 續

石油價格於二零二二年猶如坐過山車。於二零二二年上半年，俄羅斯的地緣政治緊張局勢，最終導致俄羅斯全面入侵烏克蘭，造成原油價格上升。自二零二二年六月初以來，由於關注可能出現經濟衰退使需求減少，因此，原油價格普遍下跌。迄今為止，全球增長經濟放緩及對出現全球經濟衰退之關注超過了對石油供應不足的擔憂。廢食油價格從二零二二年六月之高峰回落，無可避免已侵蝕到可再生能源分部之邊際利潤。

於二零二二財政年度，儘管有關銷售之利潤率相對較低，然而，為克服冠狀病毒疫症大流行之不利影響，本集團曾將焦點放在銷售棕櫚廢油甲酯。面對所有該等不利經濟狀況，本集團嘗試探索可行方法以增加其收入來源。本集團已經成功設立其本身之儲存及加工工廠，並於二零二二年開始有關儲存及加工廢食油之經營業務。透過其本身之收集車車隊及外伙伙伴，本集團開始建立本地供應商網絡，以其本身之能力在香港收集廢食油。

隨著策略焦點由去年之銷售棕櫚廢油甲酯轉向加工及銷售廢食油，分部收入下降82.8%。儘管如此，策略取得亮麗成績，二零二三財政年度之溢利淨額為5,300,000港元，而二零二二財政年度則為3,900,000港元。

#### (b) 建築廢料及處理服務

此業務分部之收入涉及收集及回收建築廢料以及銷售回收後之建築材料。於二零二三財政年度內，此分部產生之收入約為4,100,000港元（二零二二財政年度：約5,200,000港元）。收入減少乃由於缺乏進貨材料以及區內競爭激烈所致。

## SEGMENT INFORMATION – continued

### CONTINUING OPERATIONS – continued

#### (c) Plastic recycling/metal scrap business

The business segment recorded a revenue of approximately HK\$2.6 million for FY2023 (FY2022: approximately HK\$4.2 million). Market uncertainties and high volatility in price had resulted in weak demand. Recycle rates across so many markets in 2023 have regressed to lower levels. Many small and mid-sized players are currently thinking about trying to keep the lights on instead of any long term investment planning.

The European market for recycled plastic remains under severe pressure. In recent months, prices have dropped further to levels not seen for a while. Demand for European mechanically recycled polymers is the lowest it's been for several years. Costs through the chain remain high and producer margins for many grades narrow. The deteriorating market situation is caused mainly by uncertainty in the economy. This has also led to a substantial drop in consumers' purchasing power.

Consistently low prices of virgin materials are continuing to pose challenges for recyclers, both regionally and in Europe. Despite efforts to stimulate demand through price cuts, recyclers are meeting with lacklustre responses.

#### (d) Money lending business

There was approximately HK\$0.2 million in revenue arising from this sector for FY2023 (FY2022: Nil). Tighter financing conditions on the back of entrenched inflation, prolonged recession, and persistent input-cost inflation could squeeze further margins of corporations, leading to sharper credit deterioration in the market. The Group would restrict credit in order to preserve capital due to anticipated credit writedowns and recession risk in the market, as it leaves little room for misstep of the Group.

## DISCONTINUED OPERATIONS

### Healthcare business

The key element of this sector involved the laboratory diagnostic service and clinical health service. The healthcare business recorded a revenue of approximately HK\$2.5 million for FY2023 (FY2022: approximately HK\$7.6 million). The wholly-owned subsidiary of the Group operating the healthcare business had been sold in June 2023, and please refer to the announcement of the Company dated 9 June 2023 for the details.

## 分部資料 – 續

### 持續經營業務 – 續

#### (c) 塑料回收／金屬廢料業務

於二零二三財政年度內，該業務分部錄得收入約2,600,000港元(二零二二財政年度：約4,200,000港元)。市場不明朗因素及價格大幅波動導致需求疲弱。於二零二三年，眾多市場的回收率已回落至較低水平。許多中小型企業目前正在考慮嘗試維持營運，而非任何長期投資計劃。

歐洲回收塑料市場仍然面臨嚴重壓力。近月來，價格已經進一步下跌至有一段時間未見之水平。歐洲機械回收聚合物的需求處於幾年來之最低水平。供應鏈上的成本維持高企，多個級別的生產商利潤率均收窄。市場情況惡化主要乃由於經濟不明朗所導致。其亦導致消費者購買力大幅下跌。

原生材料價格一直偏低，繼續為區內及歐洲回收商帶來挑戰。儘管努力透過削價刺激需求，然而，回收商收到之反應仍然欠佳。

#### (d) 放債業務

於二零二三財政年度內，該分部產生收入約200,000港元(二零二二財政年度：無)。在長時間通脹下收緊融資條件、長時間衰退以及持續的投入成本通脹，可能會進一步壓低公司邊際利潤，導致市場信貸惡化加劇。由於預計需要作出信貸撇減以及市場的衰退風險，因此，本集團會限制放貸，以保存資本，原因為本集團沒有多少失誤空間。

## 已終止經營業務

### 醫療保健業務

該分部之主要元素涉及實驗室診斷服務及臨床健康服務。於二零二三財政年度內，醫療保健業務錄得收入約2,500,000港元(二零二二財政年度：約7,600,000港元)。本集團經營醫療保健業務之全資附屬公司已經於二零二三年六月出售，有關詳情，敬請參閱本公司日期為二零二三年六月九日之公佈。

## DISCONTINUED OPERATIONS – continued

### Healthcare business – continued

The Group started the new venture in the healthcare business in the fourth quarter of 2020, in view of the needs of Coronavirus Disease 2019 (“COVID-19”) testing service at the time and the growing demand for health diagnoses and preventive healthcare services among the public. With the pandemic running rampant in Hong Kong at the time, COVID-19 testing service was the initial focus of the Group’s healthcare business at its launch. Nonetheless, international travel restrictions, the prolonged delay in the resumption of cross-border travel between Hong Kong and Mainland China and the free COVID-19 testing service provided by the Hong Kong government all had an adverse impact on the development of the Group’s healthcare business. Furthermore, being a new entrant to the market, the Group faced keen competition from large medical groups with chain clinics for diagnosis and treatment services. Taking into account the continuous underperformance of the Group’s healthcare business since its commencement of operations, the Group had made a reassessment of its commercial viability and decided to cut its losses by disposing of its interest in the concerned subsidiary.

## BUSINESS OUTLOOK AND FUTURE PROSPECTS

The global economy continues to gradually recover from the pandemic, but the upturn remains weak, amid significant downside risks. In the near term, the signs of progress are undeniable. Lower energy prices are helping to bring down headline inflation and ease strains on household budgets, and the reopening of China in 2023 has provided a boost to global activity. However, signs are growing that global activity is losing momentum. The global tightening of monetary policy has brought policy rates into contractionary territory. Risks of a prolonged period of low growth stand, amid stubborn inflation, rising interest rates, and heightened uncertainties, in addition to the ever-worsening impact of climate change.

The growth of the used cooking oil (UCO) market for biodiesel production is increasing. Demand for UCO, particularly from the European Union, is expected to increase as a result of changes in climate legislation and new proposals. In Renewable Energy Directive 2018/2001/EU (RED II), the contribution of waste oils including UCO is currently limited, but under the proposed revision, the definition of transport energy would include the marine and aviation sectors and thus the volume of fuel qualifying toward the directive would increase. Additionally, the proposed ReFuelEU Aviation regulation requires Sustainable Aviation Fuels (SAF) blending beginning in 2025 and it will further incentive the production of fuels using waste oils, especially because the contribution of waste oils is not capped. With the strategic move to collection and processing of used cooking oil by the Group, the gross margin on the renewable energy business would further increase.

## 已終止經營業務 – 續

### 醫療保健業務 – 續

有鑑於當時對2019冠狀病毒病（「**2019冠狀病毒病**」）檢測服務的需求以及公眾人士對健康診斷及預防性醫療保健服務之需求日益增加，本集團於二零二零年第四季度開始從事醫療保健業務方面之新企業。由於當時香港疫情肆虐，2019冠狀病毒病檢測服務為本集團醫療保健業務推出時之首要焦點。儘管如此，國際旅遊限制、恢復香港與中國大陸之間通關長時間延遲以及香港政府提供免費2019冠狀病毒病檢測服務，全部均對本集團醫療保健業務之發展產生不利影響。此外，作為新進軍市場之公司，在診斷及治療服務方面，本集團面對有連鎖診所的大型醫療集團的激烈競爭。經考慮本集團的醫療保健業務自開始營運以來表現持續未如理想，本集團已重新評估其商業可行性，並決定通過出售其在有關附屬公司的權益以減少損失。

## 業務展望及未來前景

全球經濟繼續從疫情中逐步復甦，但在重大下行風險之下，復甦依然乏力。在短期內，無可否認可看到進展。能源價格下跌有助降低通脹，並緩解住戶預算壓力，而中國於二零二三年重新開放亦促進了全球活動。然而，越來越多跡象顯示，全球活動正在失去動力。全球貨幣政策收緊已經將政策利率帶到收縮範圍。在通脹持續、利率上升、不明朗因素加劇之下，加上氣候變化的影響日益惡化，長期低增長的風險依然存在。

用於生產生物柴油的廢食油(UCO)市場增長正在加快。由於修改氣候立法及新議案，預期對廢食油的需求（尤其是來自歐洲聯盟的需求）將會增加。在可再生能源指令2018/2001/EU (RED II)中，廢油（包括廢食油）的貢獻目前受到限制，但根據建議修訂，運輸能源的定義會包括航海及航空行業，因此，符合指令的燃料量將會增加。此外，建議中的ReFuelEU航空規例要求由二零二五年起混合可持續航空燃料(SAF)，其將會進一步鼓勵使用廢油生產燃料，特別是因為廢油的貢獻並無加入上限。隨著本集團採取策略轉向收集及加工廢食油，可再生能源業務之毛利將會進一步增加。



## BUSINESS OUTLOOK AND FUTURE PROSPECTS – continued

The market for plastic recyclables has seen a gradual decline and lacklustre demand. Plastic recyclers are coming under severe pressure, as prices continue to fall because of low demand, cheaper virgin material prices and wider economic uncertainty. Bearish macroeconomic conditions and high inflation has exerted a profound impact consumption and demand. Ongoing high costs, chiefly linked to energy, are reducing industrial output. Most important of all, however, is the substitution to comparatively low-priced virgin and off-spec markets. Fast Moving Consumer Goods (FMCG) recycled content targets – many of which are due to mature in 2025 – remain ambitious and aggressive, even if current demand remains weak. In November 2022 the EU Commission proposed draft legislation that would replace the existing Packaging and Packaging Waste Directive (PPWD) with a new Packaging and Packaging Waste Regulation. However, meeting the EU's plastic recycling goals is a “quantity and quality challenge” along the whole value chain, starting from feedstock and material collection. Macroeconomic conditions remain volatile and unpredictable, while continued falls in virgin values are adding further negative pressure on recycling markets. These typically result in postponement in investment, which in turn will make these targets increasingly difficult to meet.

U. S.-China relations have become progressively more strained. Any ratcheting up of tensions between the two countries over Russia or the South China Sea region, or an escalation of the technology race, could impede trade, intellectual property, investments, and financial transactions for both and other economies.

Prospects for a robust global economic recovery remain dim as the lingering effects of the COVID-19 pandemic carry on. Signs are growing that global activity is losing momentum. The global tightening of monetary policy has brought policy rates into contractionary territory. The Group will closely monitor the impact of any downside risks on its operating environment and plan proactively to maintain its liquidity and financial health. The Group may also take necessary actions to minimize or cut the losses of concerned business segments in order to preserve funding for development of existing renewable energy business and exploration of any potential new projects. On the other hand, the Group will actively explore new business opportunities and investments to broaden its revenue stream while aligning with the mission and culture of the Group to build a green and healthy future for sustainable development.

## 業務展望及未來前景 – 續

塑料可回收品市場已經出現逐漸下滑，需求低迷。由於需求偏低、原生材料價格較便宜以及更廣泛的經濟不明朗因素導致價格繼續下跌，因此，塑料回收商正面對嚴重壓力。宏觀經濟情況欠佳及通脹高企已經對消費及需求產生巨大影響。主要與能源相關的持續高成本正使工業產出減少。然而，最重要的是價格相對低廉的新造產品及非規格市場提供替代品。儘管目前需求仍然疲弱，然而，快速消費品(FMCG)的回收成分目標(其中多個目標於二零二五年即須達成)維持積極進取。於二零二二年十一月，歐盟委員會提出立法草案，以新的包裝及包裝廢物規例取代現有的包裝及包裝廢物指令(PPWD)。然而，達成歐盟的塑料回收目標乃從原料及材料收集開始的整條價值鏈上「數量及質量的挑戰」。宏觀經濟狀況仍然波動及不可預測，而新造產品價值持續下跌正為回收市場帶來進一步負面壓力。其一般會導致投資推遲，進而使該等目標越來越難以達成。

美中關係日益緊張。兩國在俄羅斯或南中國海地區問題上的緊張局勢加劇，或者技術競賽升級，均可能阻礙兩國及其他經濟體的貿易、知識產權、投資及金融交易。

隨著2019冠狀病毒病疫症大流行留下的影響持續，全球經濟強勁復甦的前景仍然黯淡。越來越多跡象顯示，全球活動正在失去動力。全球貨幣政策收緊已經將政策利率帶到收縮範圍。本集團將會密切監察任何下行風險對其經營環境的影響，並積極計劃以保持其流動性及財務健康。本集團亦可能會採取所需行動，儘量減少或削減相關業務分部之虧損，以保留資金用作發展現有之可再生能源業務及探索任何潛在新項目。另一方面，本集團將會積極探索新商機及投資，以拓寬其收入來源，同時調節本集團之使命及文化，以配合打造可持續發展之綠色健康未來。

## ACKNOWLEDGEMENT

On behalf of the Board, I would like to take this opportunity to express my appreciation to all our shareholders, customers and business associates for their continued support throughout the years. I would also like to express my gratitude to our management and staff for their dedication and loyalty to the Group.

**Lo Kam Wing, JP**  
*Chairman and Executive Director*

Hong Kong, 28 September 2023

## 致謝

本人謹代表董事會，藉此機會向全體股東、客戶及業務夥伴對他們多年來的不斷支持表示衷心感謝，同時亦感謝管理層及員工之努力不懈及對本集團之忠誠。

主席兼執行董事  
**盧金榮** 太平紳士

香港，二零二三年九月二十八日

# BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

## 董事及高級管理人員履歷詳情

### EXECUTIVE DIRECTORS

**Mr. Lo Kam Wing, JP**, aged 50, was appointed as an executive Director on 1 December 2022. Mr. Lo obtained a bachelor's degree in Computer Science and a master's degree in Computer Science from the University of Southern California in 1997 and 2000, respectively. He was appointed as a Justice of the Peace by the Government of the Hong Kong Special Administrative Region in 2016. Mr. Lo has extensive experience in the manufacturing and testing industries and international trade. He was the chief information officer of Eastgate Technology Ltd. ("**Eastgate**") (a company currently known as Shinvest Holding Ltd., whose shares are listed on the Mainboard of Singapore Exchange Limited) from 2008 to 2010, responsible for the overall IT strategic and demand supply chain planning of Eastgate and its subsidiaries. Mr. Lo was appointed as the chairman of CMA Testing and Certification Laboratories ("**CMA TACL**") from January 2018 to December 2020 and he has been an advisor of CMA TACL since January 2021. He is currently the managing director of Wing Li Group (International) Limited and the executive director of Wing Li Packaging Limited, responsible for overseeing the production facilities, research and development, and sales operations of these companies, which specialise in manufacturing and international trade. Mr. Lo is also the chairman of Win Fung Property Company Limited, a property management company.

Mr. Lo is actively involved in a number of industry and government organisations. He is currently the Executive Vice President of the Chinese Manufacturers' Association of Hong Kong and a vice chairman of the Hong Kong Brand Development Council. Mr. Lo also serves as a member of each of the Hong Kong Trade Development Council, the Vocational Training Council and the Hong Kong Council for Testing and Certification, as well as a vetting committee member of the Trade and Industrial Organisation Support Fund. He is also a member of each of the China Overseas Friendship Association and the Chinese People's Political Consultative Conference Fujian Province Committee in the PRC.

### 執行董事

**盧金榮先生**，*太平紳士*，50歲，於二零二二年十二月一日獲委任為執行董事。盧先生分別於一九九七年及二零零零年取得南加州大學之計算機科學學士學位及計算機科學碩士學位。其於二零一六年獲香港特別行政區政府委任為太平紳士。盧先生在製造及測試行業以及國際貿易方面擁有豐富經驗。由二零零八年起至二零一零年，盧先生曾為Eastgate Technology Ltd. ("**Eastgate**") (該公司現稱為Shinvest Holding Ltd. (旭陽控股有限公司))，其股份在新加坡交易所有限公司主板上市)之信息總監，負責Eastgate及其附屬公司之整體資訊科技策略及需求供應鏈規劃。盧先生於二零一八年一月至二零二零年十二月獲委任為CMA檢定中心 ("**CMA檢定中心**") 之主席，並由二零二一年一月起擔任CMA檢定中心之顧問。盧先生現為榮利集團 (國際) 有限公司之常務董事以及榮利箱包有限公司之執行董事，負責監督該等公司之生產設施、研究和開發以及銷售運作，該等公司專門從事製造及國際貿易。盧先生亦為榮豐房地產有限公司之主席，此乃一間物業管理公司。

盧先生積極參與多個行業及政府組織。盧先生現為香港中華廠商聯合會之常務副會長及香港品牌發展局之副主席。盧先生亦擔任香港貿易發展局、職業訓練局及香港檢測和認證局各自之成員以及工商機構支援基金評審委員會成員。盧先生亦為中華海外聯誼會及中國之中國人民政治協商會議福建省委員會各自之成員。

## EXECUTIVE DIRECTORS – continued

**Mr. Luo Xian Ping**, aged 59, was appointed as an executive Director on 1 January 2018. Mr. Luo holds a bachelor degree in Business Management from Jiangxi University and a master degree in Business Management from the Graduate School of Chinese Academy of Social Sciences University. Mr. Luo is also a Certified Public Accountant registered in the PRC and a Certified Public Valuer in the PRC.

Mr. Luo has over 17 years' experience in assets restructuring and corporate finance. Mr. Luo served as the chief executive officer of China Regenerative Medicine International Limited (formerly known as China Bio-Med Regeneration Technology Limited), a company whose shares are listed on the GEM of The Stock Exchange of Hong Kong Limited ("Stock Exchange") (stock code: 8158), from December 2009 to August 2012 and its executive director from March 2009 to August 2012. He is currently the chairman of the board of directors of FDC Group Limited and the executive director of C.H.M.T. Peaceful Development Asia Fund Limited. From 1998 to 2001, he served as an executive director of China Securities Co., Ltd.\* (華夏證券股份有限公司), responsible for corporate assets restructuring and human resources management. He has served as an executive director of Kaili Asset Servicing Company Limited\* (北京凱利資產服務有限公司) (in partnership with Morgan Stanley). From 1995 to 1998, Mr. Luo was the vice-secretary for Youth Executive President Committee\* (青年總裁委員會) of National State-owned Asset Administration Bureau and worked as a general manager in Beijing Assets Valuation Company Limited.

**Mr. Ho Wai Hung**, aged 46, was appointed as an executive Director on 12 March 2018. Mr. Ho is also a director of various subsidiaries of the Group. Mr. Ho obtained an Advanced Diploma in Accounting and Finance from the University of Greenwich in 2010. He is experienced in accounting and finance, and the money lending business. He had worked with various money lending companies in Hong Kong, in which he was responsible for roles in the accounting and finance functions. With effect from February 2017 to February 2018, Mr. Ho was the assistant to finance director at the subsidiaries of Superactive Group Company Limited (formerly known as United Pacific Industries Limited) (Stock Code: 176), the shares of which are listed on the Main Board of the Stock Exchange.

## 執行董事 – 續

**羅賢平先生**，59歲，於二零一八年一月一日獲委任為執行董事。羅先生持有江西大學工商管理學士學位，亦於中國社會科學院研究生院取得工商管理碩士學位。羅先生亦為中國註冊會計師及中國註冊評估師。

羅先生擁有逾17年資產重組及企業融資之經驗。於二零零九年十二月至二零一二年八月，羅先生擔任中國再生醫學國際有限公司（前稱為中國生物醫學再生科技有限公司）（一家其股份在香港聯合交易所有限公司（「聯交所」）GEM上市之公司，股份代號：8158）之行政總裁，於二零零九年三月至二零一二年八月亦為其執行董事。羅先生目前為豐德資本集團有限公司董事會主席以及C.H.M.T. Peaceful Development Asia Fund Limited之執行董事。於一九九八年至二零零一年間，彼曾擔任華夏證券股份有限公司之執行董事，負責公司資產重組及人事管理。羅先生曾經擔任北京凱利資產服務有限公司（與摩根士丹利合夥）執行董事。於一九九五年至一九九八年間，羅先生為中國國有資產管理局青年總裁委員會之副秘書長，且曾擔任北京資產估值有限公司之總經理。

**何偉雄先生**，46歲，於二零一八年三月十二日獲委任為執行董事。何先生亦為本集團多家附屬公司之董事。何先生於二零一零年在格林威治大學取得會計及金融高級文憑。其在會計及金融以及放債業務方面經驗豐富。其曾任職於香港多家放債公司，負責會計及財務職能角色。於二零一七年二月至二零一八年二月期間，何先生為先機企業集團有限公司（前稱為聯太工業有限公司）（股份代號：176）（其股份於聯交所主板上市）旗下附屬公司之財務總監助理。

## INDEPENDENT NON-EXECUTIVE DIRECTORS

**Mr. Tam Chun Wa**, aged 60, was appointed as an independent non-executive Director on 24 August 2011. Mr. Tam is currently the chief financial officer, the company secretary and the authorized representative of Perfect Group International Holdings Limited, a company whose shares are listed on the Main Board of the Stock Exchange (Stock Code: 3326) and an executive director of some subsidiaries of Perfect Group International Holdings Limited. He was the executive director of Chinasing Investment Holdings Limited from February 2009 to August 2015, a company whose shares were listed on the Main Board of Singapore Exchange Limited. Mr. Tam obtained a Master degree of Business Administration from the University of Sydney. He is also a member of Hong Kong Institute of Certified Public Accountants (“HKICPA”), CPA (Australia) and Institute of Singapore Chartered Accountants. Mr. Tam has more than 30 years in the areas of auditing, accounting, tax, investment banking and company secretarial works.

**Mr. Man Kwok Leung**, aged 48, was appointed as an independent non-executive Director on 13 July 2023. Mr. Man obtained a Bachelor of Business Administration degree from the Chinese University of Hong Kong in 1997. He is a member of each of the HKICPA, the Hong Kong Chartered Governance Institute and the Chartered Governance Institute, and a fellow member of each of the Association of Chartered Certified Accountants and the Taxation Institute of Hong Kong. Mr. Man is also a Certified Public Accountant (Practising) registered with the Accounting and Financial Reporting Council and a Certified Financial Risk Manager admitted by the Global Association of Risk Professionals.

Mr. Man has over twenty years of financial and compliance experiences in relation to listed companies in Hong Kong, large state-owned enterprise and multinational companies. He gained extensive audit experience from PricewaterhouseCoopers (Arthur Andersen before its merger with PricewaterhouseCoopers) from 1997 to 2003. Mr. Man was the financial controller and the company secretary of Universal Technologies Holdings Limited (a company whose shares were listed on GEM of the Stock Exchange from 26 October 2001 to 21 June 2010 (stock code: 8091) before they were listed on the Main Board of the Stock Exchange with effect from 22 June 2010 (stock code: 1026)) from 2003 to 2004, the financial controller and the head of the investor relations department of China Foods Limited (a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 506)) from 2004 to 2018, and the vice president - finance and business development and the company secretary of O-Net Technologies (Group) Limited (a company whose shares were listed on the Main Board of the Stock Exchange until they were withdrawn from listing on 19 October 2020 (stock code: 877)) from 2018 to 2019. He worked as the chief financial officer of Linpo Holdings Limited, an electronic components distributor in Greater China headquartered in Hong Kong from 2020 to 2021. Mr. Man has been a director of Resynergy Consultancy Limited, a professional consulting firm based in Hong Kong which is specialised in providing business compliance services to listed companies in Hong Kong and other entities with statutory and regulatory obligations since 2021.

## 獨立非執行董事

**譚鎮華先生**，60歲，於二零一一年八月二十四日獲委任為獨立非執行董事。譚先生目前為保發集團國際控股有限公司之財務總監、公司秘書及授權代表，該公司的股份在聯交所主板上市（股份代號：3326），其亦為保發集團國際控股有限公司若干附屬公司之執行董事。於二零零九年二月至二零一五年八月期間，譚先生為Chinasing Investment Holdings Limited之執行董事，該公司的股份在新加坡證券交易所有限公司主板上市。譚先生獲得悉尼大學工商管理碩士學位。譚先生亦為香港會計師公會（「香港會計師公會」）、澳洲會計師公會及新加坡特許會計師協會之會員。譚先生在審核、會計、稅務、投資銀行及公司秘書工作領域擁有逾30年經驗。

**文國樑先生**，48歲，於二零二三年七月十三日獲委任為獨立非執行董事。文先生於一九九七年取得香港中文大學之工商管理學士學位。文先生為香港會計師公會、香港公司治理公會及特許公司治理公會各自之會員，以及特許公認會計師公會及香港稅務學會各自之資深會員。文先生亦為於會計及財務匯報局註冊之執業會計師以及全球風險管理專業人士協會(Global Association of Risk Professionals)認可之註冊金融風險管理師。

文先生在香港上市公司、大型國有企業及跨國公司之財務及合規方面擁有超過20年經驗。文先生於一九九七年至二零零三年任職於羅兵咸永道會計師事務所（與羅兵咸永道會計師事務所合併前為安達信會計師事務所）而累積豐富審核經驗。由二零零三年起至二零零四年，文先生為環球實業科技控股有限公司（由二零零一年十月二十六日起至二零一零年六月二十一日，該公司之股份在聯交所GEM上市（股份代號：8091），其後由二零一零年六月二十二日起在聯交所主板上市（股份代號：1026））之財務總監及公司秘書，由二零零四年起至二零一八年，其為中國食品有限公司（該公司之股份在聯交所主板上市（股份代號：506））之財務總監及投資者關係部主管，由二零一八年起至二零一九年，其為昂納科技（集團）有限公司（該公司之股份曾在聯交所主板上市，直至其於二零二零年十月十九日撤銷上市為止（股份代號：877））之財務和業務發展副總裁及公司秘書。由二零二零年起至二零二一年，文先生為總部位於香港的大中華電子零部件分銷商聯實控股有限公司之首席財務官。由二零二一年起，文先生為睿盟顧問有限公司之董事，其為一家以香港為基地之專業顧問公司，專門為香港上市公司及其他具有法定及監管義務之實體提供業務合規服務。

## INDEPENDENT NON-EXECUTIVE DIRECTORS – continued

**Ms. Jiang Zhihua**, aged 52, was appointed as an independent non-executive Director on 9 August 2023. Ms. Jiang obtained a Bachelor of Engineering degree and a Master of Applied Science degree from the Tsinghua University and the University of Toronto in 1993 and 1999, respectively. She has over twenty years of extensive experience in project and team management and in-depth knowledge of different types of businesses, including manufacturing, supply chain, retail and e-commerce. Ms. Jiang worked as a software engineer at Triversity Inc. in Canada from May 2001 to March 2004. She worked as a contract system analyst at MTR Corporation Limited, a company whose shares are listed on the Main Board of the Stock Exchange (stock code: 66), from March 2004 to April 2006, where she participated in various system development works and supervised a team of analysts/programmers in Zhuhai, the PRC. During August 2009 to February 2020, Ms. Jiang worked as a senior system manager at Sa Sa Cosmetics Ltd, where she was responsible for leading a team to provide system implementation, enhancement and remote service management for the company's operations in Taiwan, the PRC, Singapore and Malaysia.

## SENIOR MANAGEMENT

**Mr. Ng Chi Keung**, aged 59, was appointed as the Chief Financial Officer and Company Secretary of the Company in December 2019. Mr. Ng is a member of the HKICPA, a fellow member of the Association of Chartered Certified Accountants and a fellow member of The Institute of Chartered Accountants in England and Wales. He holds a Master degree in Business Administration from the University of Manchester in the United Kingdom. Mr. Ng has over 30 years of experience in auditing, accounting and financial management.

## 獨立非執行董事 – 續

**蔣志華女士**，52歲，於二零二三年八月九日獲委任為獨立非執行董事。蔣女士分別於一九九三年及一九九九年取得清華大學工程學士學位以及多倫多大學應用科學碩士學位。其在項目及團隊管理方面擁有超過二十年之豐富經驗，並對不同類型的業務（包括製造、供應鏈、零售及電子商貿）有深入認識。由二零零一年五月起至二零零四年三月，蔣女士在加拿大Triversity Inc.擔任軟件工程師。由二零零四年三月起至二零零六年四月，蔣女士在香港鐵路有限公司，該公司之股份在聯交所主板上市（股份代號：66）擔任合約系統分析師，曾參與不同的系統開發工作，並監督中國珠海市一個分析師／程式員團隊。由二零零九年八月起至二零二零年二月，蔣女士於莎莎化粧品有限公司擔任高級系統經理，負責帶領團隊為該公司在台灣、中國、新加坡及馬來西亞之業務提供系統實施、提升及遙距服務管理。

## 高級管理層

**吳志強先生**，59歲，於二零一九年十二月獲委任為本公司之首席財務長及公司秘書。吳先生為香港會計師公會之會員，英國特許公認會計師公會資深會員及英格蘭及威爾斯特許會計師公會之資深會員。他擁有英國曼徹斯特大學的工商管理碩士學位。吳先生於審核、會計及財務管理方面擁有逾三十年經驗。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS REVIEW

During FY2023, the Group has principally engaged in (a) renewable energy business, (b) waste construction materials and processing service, (c) plastic recycling/metal scrap business, (d) money lending business, and (e) healthcare business which has been discontinued to operate after the disposal of the business in June 2023.

### CONTINUING OPERATIONS

#### Renewable Energy Business

The Group has begun to focus its development on trading of recyclable oil/biodiesel since 2017. The recyclable oil is in the nature of used cooking oil which could be further used as one of the components in refining biodiesel, one of the renewable energy commonly used.

The operation of the renewable energy business is accredited with an International Sustainability and Carbon Certificate (“ISCC”) according to the Renewable Energy Directive 2018/2001/EU (RED II) of the European Parliament. The Group handles the customers’ product specification and discuss product specification with the raw material suppliers, as well as inspects their raw material quality.

The Group has well-established network and partnership in the fields of used cooking oil and biodiesel, which in turn allows the Group to secure constant supply for the operations of the renewable energy business as well as timely fulfill the demands from the customers. The Group is able to (i) source suitable raw material suppliers in accordance with specified product specification and identify suitable providers; (ii) review customers’ requirements with the raw material suppliers; (iii) inspect and assure raw material quality; (iv) follow up on reprocessing and logistics arrangement; (v) the operations are conducted in accordance with the procedural requirements of the ISCC; (vi) serve as a significant bridge in between both ends to accommodate credit requirements arising from timing difference of credit period in the supply chain; and (vii) provide confidence to the customers regarding the quality of products as the Group possesses ISCC certifications which are world-wide recognized, and help them to meet the requirements set in the Renewable Energy Directive 2018/2001/EU (RED II) and Fuel Quality Directive 2009/30/EC.

### 業務回顧

於二零二三財政年度內，本集團主要從事(a) 可再生能源業務、(b)建築廢料及處理服務、(c)塑料回收／金屬廢料業務、(d)放債業務及(e)醫療保健業務(其已於二零二三年六月出售業務後終止經營)。

### 持續經營業務

#### 可再生能源業務

本集團由二零一七年起已經開始專注發展可循環再造油／生物柴油貿易。可循環再造油的性質為廢食油，其可進一步用作提煉生物柴油的組成部分，而生物柴油為一種常用的可再生能源。

根據歐洲議會(European Parliament)的可再生能源指令2018/2001/EU (RED II)，可再生能源業務的營運獲得國際永續性和碳認證(International Sustainability and Carbon Certificate) (「ISCC」) 的驗證。本集團處理客戶之產品規格，與原材料供應商討論產品規格，並檢查其原材料質量。

本集團在廢食油及生物柴油方面已建立良好網絡及夥伴關係，其則讓本集團能夠為可再生能源業務取得穩定的供應，並適時滿足客戶之需求。本集團能夠(i)根據指定產品規格尋找合適的原材料供應商，並識別合適的供應商；(ii)與原材料供應商審視客戶之要求；(iii)檢查及保證原材料質量；(iv)就再加工及物流安排作出跟進；(v)根據ISCC之程序要求進行營運；(vi)擔當兩端之間的重要橋樑，以處理供應鏈中信用期的時間差異所產生之信貸需要；及(vii)由於本集團擁有世界認可的ISCC認證，因此可就產品質量給予客戶信心，並幫助其滿足可再生能源指令2018/2001/EU (RED II)以及燃料質量指令2009/30/EC內所載之要求。

## CONTINUING OPERATIONS – continued

### Renewable Energy Business – continued

Further, the consulting and brokerage firms in relation to wasted-based feedstock and biofuels have been acting as important intermediaries in the industry who will provide valuable market information and foreign customer bases to the market players in the renewable energy business segment. The Group has established solid relationship with various reputable and sizeable consulting and brokerage firms, such as Olyx B.V., Nexus-brokerage and Greenea, for several years which has continuously facilitated the Group to approach and secure a number of new customers.

#### (I) Products

The Group primarily purchases/collects used cooking oils, recyclable oil and/or biodiesel as well as palm oil mill effluent methyl ester in the PRC and Hong Kong, which have been reprocessed according to the quality specification required by different customers, and sells them as feedstock to overseas and PRC buyers for the trading/production of biodiesel and/or for use in other industrial applications.

#### (II) Customers

The customers mainly comprise feedstock suppliers and recyclers who are engaged in the trading of recyclable waste cooking oils, palm oil mill effluent methyl ester and/or production of biodiesel in European countries, South East Asia and the PRC.

#### (III) Suppliers

The recyclable oil and/or biodiesel are supplied by waste oil collectors in Hong Kong and the PRC; and palm oil mill effluent methyl ester are sourced from suppliers in South East Asia and the PRC through the business partner. The Group is also sourcing used cooking oil directly from suppliers with its own collection trucks in Hong Kong.

### New development in renewable energy business since 2022:

#### (i) Expansion of operating team

The Group has recruited additional new staff with relevant experiences in the trading and collection of used cooking oils in the Hong Kong market to join the operating team (including the sourcing team). The expanded team has reinforced the Group's capability to reach its new and potential customers as well as advance its sourcing abilities.

## 持續經營業務 – 續

### 可再生能源業務 – 續

此外，有關源自廢料的原料及生物燃料的顧問及經紀公司一直擔任行業內的重要中介人，其將為可再生能源業務行業的市場參與者提供寶貴的市場資訊及外國客戶群。近幾年，本集團已經與多家聲譽昭著及具規模的顧問及經紀公司（例如Olyx B.V.、Nexus-brokerage及Greenea）建立穩固關係，其繼續有助本集團接觸及取得若干新客戶。

#### (I) 產品

本集團主要在中國及香港購買／收集廢食油、可循環再造油及／或生物柴油以及棕櫚廢油甲酯（其已根據不同客戶所需之質量規格再處理），並將其作為原料出售予海外及中國買家，以供買賣／生產生物柴油及／或用於其他工業應用中。

#### (II) 客戶

客戶主要包括原料供應商及回收商，彼等於歐洲國家、東南亞及中國從事可循環再造的廢食油、棕櫚廢油甲酯的貿易及／或生產生物柴油。

#### (III) 供應商

可循環再造油及／或生物柴油由香港及中國的廢油收集商供應；而棕櫚廢油甲酯則透過業務伙伴向東南亞及中國的供應商採購。本集團亦在香港直接以自身之收集車向供應商採購廢食油。

### 可再生能源業務自二零二二年以來之新發展：

#### (i) 擴充營運團隊

本集團已經招聘在香港市場買賣及收集廢食油方面具有相關經驗之額外新員工加入營運團隊（包括採購團隊）。經擴充後的團隊已經加強本集團接觸到新客戶及潛在客戶的能力，並提升其採購能力。



## CONTINUING OPERATIONS – continued

### New development in renewable energy business since 2022: – continued

#### (ii) Commencement of operation of the Group's own storage and processing factory

The Group has successfully set up its own storage and processing factory at an industrial site in Hong Kong and obtained the relevant licences to store and process the used cooking oils. The Group has the necessary processing machineries and storage facilities for the used cooking oils, including but not limited to those which are to be collected by the Group's own used cooking oil collection trucks.

#### (iii) Collection of used cooking oils in Hong Kong with the Group's own fleet of trucks

The Group has set up its own fleet of cooking oil collection trucks in Hong Kong and begins to collect used cooking oils in Hong Kong with its own capability. The Group has also recruited outsourcing partner to collect used cooking oils in order to meet the logistic requirements. The Group will further expand its own collection fleet when the economy shows gradual recovery.

At the same time, the Group has been actively building up its local supplier network, and have entered into contracts with food and beverages providers in Hong Kong which provides the Group the exclusive rights to collect used cooking oils.

### Waste Construction Materials and Processing Service

The Group has commenced the waste construction materials and processing service business since 2007. With more than a decade of operating history, the Group's waste construction materials and processing service in Germany has established stable operation as well as long-term relationships with its business partners and customers in the local market.

#### (I) Products

The Group collects and recycles construction waste material and asphalt, and resells the recovered and/or recycled materials for a profit. Besides, the Group also performs processing service and mixing service according to formulas and proportion as provided by customers.

#### (II) Customers

The customers mainly comprise local construction companies, government authorities and individual customers in Germany.

## 持續經營業務 – 續

### 可再生能源業務自二零二二年以來之新發展：– 續

#### (ii) 開始經營本集團本身的儲存及加工工廠

本集團已經成功在香港之工業用地設立其本身的儲存及加工工廠，並取得相關許可證，以儲存及加工廢食油。本集團擁有所需加工機器及廢食油的儲存設施，包括(但不限於)由本集團本身的廢食油收集車所收集者。

#### (iii) 以本集團本身之貨車車隊在香港收集廢食油

本集團已經在香港建立其本身之廢食油收集車車隊，開始以自身能力在香港收集廢食油。本集團亦已經招聘外判伙伴以收集廢食油，從而滿足物流需要。當經濟逐漸出現復甦時，本集團將會進一步擴大其本身之收集車車隊。

與此同時，本集團一直在積極建立其本地供應商網絡，並已經與香港之餐飲供應商訂立合約，給予本集團收集廢食油的獨家權利。

### 建築廢料及處理服務

本集團由二零零七年起開展建築廢料及處理服務業務。經過十多年的經營，本集團在德國的建築廢料及處理服務已經建立穩定經營業務，並與當地市場的業務伙伴及客戶建立長期關係。

#### (I) 產品

本集團收集及回收建築廢料及瀝青，並將回收及／或再生的材料轉售以獲取利潤。此外，本集團亦根據客戶所提供的配方及比例，提供加工服務及混合服務。

#### (II) 客戶

客戶主要包括德國當地的建築公司、政府機構及個人客戶。

## CONTINUING OPERATIONS – continued

### Waste Construction Materials and Processing Service – continued

#### (III) Suppliers

The Group primarily sources construction waste material and asphalt from various construction companies and construction waste collectors in Germany.

### Plastic Recycling/Metal Scrap Business

The Group has commenced its plastic recycling business in Germany since 2016. The Group had also started the business of high-grade plastic recycling and processing in Japan in June 2020, but the processing operation had been ceased since April 2022 due to the continuing shortage of feedstock supply under the prolonged pandemic. Besides, the Group was also engaged in the trading of metal scrap, but it was inactive now. During FY2023, the Group has approximately 8 staff operating the plastic recycling metal scrap business.

#### (I) Products

The Group's plastic recycling business represents the recycling (sorting, washing and shredding) of plastic materials. The operations are basically divided into two streams, as follows:

##### *Processing activities:*

Plastic materials are supplied by commercial waste collectors, for which the Group charges the customers by reference to the weight of the incoming materials and bear the cost of disposal of waste arising from such recycling activities.

##### *Purchase-Recycling-Resell Activities:*

The Group purchases the plastic materials from both commercial waste collectors and plastics dealers for resale at a higher profit margin after recycling.

#### (II) Customers

The customers mainly comprise plastic recycling companies in Germany and member states of European Union.

#### (III) Suppliers

The Group has been purchasing feedstock from reputable suppliers who are engaged in, among others, environmental services and waste materials collection.

## 持續經營業務 – 續

### 建築廢料及處理服務 – 續

#### (III) 供應商

本集團主要從德國各建築公司及建築廢料收集者處採購建築廢料及瀝青。

### 塑料回收／金屬廢料業務

本集團由二零一六年起在德國開展塑料回收業務。本集團亦於二零二零年六月在日本開展高檔次塑料回收及處理業務，然而，由於原料供應在長時間疫情下持續缺乏，因此，有關處理業務已經由二零二二年四月起停止。此外，本集團亦從事金屬廢料貿易，但目前並不活躍。於二零二三財政年度內，本集團約有8名員工營運塑料回收／金屬廢料業務。

#### (I) 產品

本集團的塑料回收業務為塑膠材料的回收（分揀、清洗及粉碎）。營運基本上分為以下兩類：

##### *處理活動：*

塑料由商業廢料收集者供應，就此，本集團會參考交來物料的重量向客戶收費，並承擔有關回收活動所產生的廢物處置成本。

##### *購買－回收－轉售活動：*

本集團從商業廢料收集商及塑料經銷商處購買塑料，在回收後以較高的邊際利潤轉售。

#### (II) 客戶

客戶主要包括德國及歐盟成員國的塑料回收公司。

#### (III) 供應商

本集團一直向從事環境服務及廢料收集等工作而信譽良好的供應商處購買原料。

## CONTINUING OPERATIONS – continued

### Money Lending Business

The Group has commenced the money lending business since 2018 with its money lenders licence in Hong Kong under the provisions of the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong).

With the uncertainties in the economic conditions and business environment during the COVID-19 pandemic, the Group has adopted a cautious and prudent approach in the assessment and approval of new loans and/or renewal of existing loans in order to mitigate its credit risk.

## DISCONTINUED OPERATIONS

### Healthcare Business

With the emergence of the COVID-19 pandemic, the Group had diversified and set up its subsidiaries in mid-November 2020 to commence the healthcare business which mainly involved the laboratory diagnostic service and clinical health service. The Group had disposed of the healthcare business on 9 June 2023 after its reassessment of the commercial viability.

### Operating Results

The revenue of the Group for FY2023 was approximately HK\$82.5 million (FY2022: approximately HK\$441.3 million), representing a decrease of 81.3% as compared with that for FY2022. The decrease in revenue was mainly resulted from the renewable energy business segment with the shift of focus on from the sales of palm oil mill effluent methyl ester to its newly established operations on collection and processing of used cooking oil. The revenue of renewable energy business was approximately HK\$73.1 million, with a 82.8% year-on-year reduction. Moreover, the revenue of the healthcare business had dropped from approximately HK\$7.6 million in FY2022 to approximately HK\$2.5 million in FY2023, and therefore the healthcare business was disposed of in June 2023 due to its continuous underperformance and lack of commercial viability.

The net loss attributable to owners of the Company for FY2023 was approximately HK\$9.0 million (FY2022: approximately HK\$27.7 million), representing a 67.5% year-on-year reduction. The reduction in loss was mainly attributable to (1) the gain of approximately HK\$6.4 million on disposal of subsidiaries of the Group; (2) reduction in net loss of approximately HK\$2.1 million from discontinued operations achieved mainly with cost saving through streamlining of the business; (3) reduction of approximately HK\$4.5 million in legal and professional fee through stringent cost control measures; and (4) the gain of approximately HK\$1.0 million on disposal of plant and equipment.

## 持續經營業務 – 續

### 放債業務

本集團由二零一八年已根據《放債人條例》(香港法例第163章)的條文，在香港以其放債人牌照開展放債業務。

由於在2019冠狀病毒病疫症大流行下經濟狀況及營商環境不明朗，本集團在評估及審批新貸款及／或重續現有貸款時已採取謹慎及審慎的態度，以減輕其信貸風險。

### 已終止經營業務

#### 醫療保健業務

隨著出現2019冠狀病毒病疫症大流行，於二零二零年十一月中旬，本集團已經作出多元化發展，成立其附屬公司以展開醫療保健業務，其主要涉及實驗室診斷服務及臨床健康服務。經其重新評估商業可行性後，本集團已經於二零二三年六月九日出售醫療保健業務。

#### 營運業績

於二零二三財政年度內，本集團收入約82,500,000港元(二零二二財政年度：約441,300,000港元)，較二零二二財政年度減少81.3%。收入減少主要乃由於可再生能源業務分部之焦點由銷售棕櫚廢油甲酯轉移到其所新設立有關收集及加工廢食油之經營業務。可再生能源業務之收入約73,100,000港元，按年減少82.8%。此外，醫療保健業務之收入由二零二二財政年度約7,600,000港元下降至二零二三財政年度約2,500,000港元，因此，由於醫療保健業務表現持續未如理想，且缺乏商業可行性，其已於二零二三年六月出售。

於二零二三財政年度內，本公司擁有人應佔虧損淨額約9,000,000港元(二零二二財政年度：約27,700,000港元)，按年減少67.5%。虧損減少主要乃由於以下各項所致：(1)出售本集團附屬公司的收益約6,400,000港元；(2)主要透過精簡業務，已終止經營業務節省成本，以致虧損淨額減少約2,100,000港元；(3)透過嚴謹之成本控制措施減少法律及專業費用約4,500,000港元；及(4)出售廠房及設備的收益約1,000,000港元。

## Segment Information

### CONTINUING OPERATIONS

#### (a) Renewable Energy – trading and processing of recyclable oil/biodiesel

The Group recorded a revenue of approximately HK\$73.1 million from the trading and processing of recyclable oil/biodiesel for FY2023 (FY2022: approximately HK\$424.2 million). There was a reduction of 82.8% in revenue as compared with FY2022. Following the new strategic development of its own storage and processing factory for collection of used cooking oils in Hong Kong, the Group focused its resources on processing and sales of used cooking oils with the greater margin. In the initial stage and transition to local collection and processing of used cooking oil, the Group spent months to adapt and fine-tune the procedures and operations, which inevitably hindered its sales and profit growth of used cooking oils during the year. Notwithstanding the drop in revenue, the segment got an increase of 35.9% in net profit to HK\$5.3 million for FY2023 as compared with HK\$3.9 million in FY2022.

#### (b) Waste construction materials and waste processing service

The revenue of this business segment involves the collection and recycling of waste construction materials and the sale of recycled construction materials. The revenue arising from this sector was approximately HK\$4.1 million for FY2023 (FY2022: approximately HK\$5.2 million). The lack of incoming materials and the keen competition in the region are the main reasons for the decrease in revenue of the segment.

The net profit of FY2023 for the segment was approximately HK\$0.3 million as compared with that of HK\$3.3 million in FY2022. Besides the reduction in sales revenue, the drop in the profit of the segment was mainly resulted from the impairment loss on property, plant and equipment of approximately HK\$0.3 million in contrast to the reversal of such impairment loss of approximately HK\$1.9 million in FY2022.

## 分部資料

### 持續經營業務

#### (a) 可再生能源—可循環再造油／生物柴油貿易及加工

於二零二三財政年度內，本集團之可循環再造油／生物柴油貿易及加工錄得收入約73,100,000港元（二零二二財政年度：約424,200,000港元）。收入較二零二二財政年度減少82.8%。在制訂有關在香港發展本身之廢食油儲存及加工工廠的新策略後，本集團已將其資源專注於邊際利潤較高的廢食油加工及銷售。在初步階段以及過渡至在本地收集及加工廢食油期間，本集團花費數月時間適應及微調有關程序及操作，其無可避免有礙其廢食油於本年度內之銷售及溢利增長。儘管收入下降，然而，該分部之溢利淨額較二零二二財政年度之3,900,000港元增加35.9%至二零二三財政年度之5,300,000港元。

#### (b) 建築廢料及處理服務

此業務分部之收入涉及收集及回收建築廢料以及銷售回收後之建築材料。於二零二三財政年度內，此分部產生之收入約4,100,000港元（二零二二財政年度：約5,200,000港元）。缺乏進貨材料以及區內競爭激烈為該分部收入減少之主要原因。

於二零二三財政年度內，該分部之溢利淨額約為300,000港元，而於二零二二財政年度則為3,300,000港元。除銷售收入有所減少外，該分部溢利下降主要乃由於物業、廠房及設備的減值虧損約300,000港元，而於二零二二財政年度則為有關減值虧損轉回約1,900,000港元。

## Segment Information – continued

### CONTINUING OPERATIONS – continued

#### (c) Plastic Recycling/Metal Scrap

The plastic recycling/metal scrap sector recorded a revenue approximately of HK\$2.6 million for FY2023 (FY2022: approximately HK\$4.2 million), representing a 38.1% year-on-year reduction. Market uncertainties, high volatility in price of recyclates as well as the low price of virgin plastic resulted in a low level of demand in FY2023. The lack of quality feedstock supply exerted further pressure on the plastic recycling business. Besides, the closure of processing plant in Japan was one of reasons for the sales reduction in in FY2023.

The net loss of FY2023 for the segment was approximately HK\$4.9 million as compared with that of HK\$10.2 million in FY2022. The loss from the Japanese processing operation had been cut upon the closure of the processing plant last year. Besides, there was impairment loss on property, plant and equipment of approximately HK\$2.9 million in FY2022.

#### (d) Money lending business

The revenue generated from money lending business for FY2023 was approximately HK\$0.2 million (FY2022: Nil). Tight and volatile financing conditions persist on the back of entrenched inflation, increasingly straining the debt-service capacity of more vulnerable borrowers. Credit conditions will remain under particular pressure from the combination of a strong US dollar, high energy and food prices, and a slowdown in global demand. A more cautious and conservative approach had been taken on credit quality of new lending by closer monitoring and higher level of collateral requirements.

### DISCONTINUED OPERATIONS

#### Healthcare business

The key element of this sector involves the laboratory diagnostic service and clinical health service. The healthcare business recorded a revenue of approximately HK\$2.5 million for FY2023 (FY2022: approximately HK\$7.6 million). The Group had downscaled the operations of the healthcare business and taken a series of cost-cutting initiatives including negotiations with the landlord for rent concession and reduction of the number of staff and consultants employed in order to minimize the losses during FY2023. The net loss of the segment in FY2023 was approximately HK\$4.8 million with a 42.2% year-on-year reduction. The healthcare business was finally disposed in June 2023 by the Group after the reassessment on its commercial viability.

## 分部資料 – 續

### 持續經營業務 – 續

#### (c) 塑料回收／金屬廢料業務

於二零二三財政年度內，塑料回收／金屬廢料分部錄得收入約2,600,000港元（二零二二財政年度：約4,200,000港元），按年減少38.1%。於二零二三財政年度內，市場不明朗因素、回收物價格大幅波動以及新造塑料價格低廉導致需求水平偏低。優質原料供應缺乏對塑料回收業務帶來進一步壓力。此外，關閉日本加工廠亦為二零二三財政年度銷售額減少其中一個原因。

於二零二三財政年度內，該分部之虧損淨額約4,900,000港元，而於二零二二財政年度則為10,200,000港元。於去年加工廠關閉後，已經不再有來自日本加工經營業務的虧損。此外，於二零二二財政年度內，有物業、廠房及設備的減值虧損約2,900,000港元。

#### (d) 放債業務

於二零二三財政年度內，放債業務產生收入約200,000港元（二零二二財政年度：無）。在長時間通脹之背景下，融資條件持續緊張且波動，較弱的借款人償還債項之能力日益受壓。美元走強、能源及食品價格高企，加上全球需求放緩，信貸條件將繼續特別受壓。本集團已經對新貸款之信貸質素採取更謹慎及保守之態度，更密切監察，並有較高水平的抵押品要求。

### 已終止經營業務

#### 醫療保健業務

該分部之主要元素涉及實驗室診斷服務及臨床健康服務。於二零二三財政年度內，醫療保健業務錄得收入約2,500,000港元（二零二二財政年度：約7,600,000港元）。於二零二三財政年度內，本集團已經縮小醫療保健業務之經營規模，並採取一系列削減成本措施，包括與業主磋商租金寬免以及減少所僱用之員工及顧問人數，以儘量減少虧損。於二零二三財政年度內，該分部之虧損淨額約4,800,000港元，按年減少42.2%。經重新評估其商業可行性後，本集團最終於二零二三年六月出售醫療保健業務。

## EXPENDITURE

For FY2023, total expenditures excluding finance costs were recorded at approximately HK\$50.9 million (FY2022: approximately HK\$52.6 million). The transportation costs increased to approximately HK\$12.0 million in FY2023 from approximately HK\$1.4 million in FY2022. It involved mainly the transportation costs for operation and collection of used cooking oils in Hong Kong, which was fully implemented in FY2023.

On the other hand, there was a saving approximately of HK\$1.5 million in expenses of the Japanese plastic recycling plant after its closure in FY2022. There was also saving of approximately HK\$5.0 million in the expenditures of the discontinued operations of healthcare business in FY2023 through streamlining the business. Moreover, there was a reduction of approximately HK\$4.5 million in legal and professional fee through stringent cost control measures in FY2023. There was also a saving of approximately HK\$1.0 million in staff cost, as the Group had taken actions to streamline its headcount in order to minimize the losses.

## FINANCIAL REVIEW

### Liquidity, financial resources and cashflow

As at 30 June 2023, the Group had total current assets of approximately HK\$26.1 million (as at 30 June 2022: approximately HK\$45.1 million), including bank balance and cash of approximately HK\$14.8 million (as at 30 June 2022: approximately HK\$33.6 million) and the total current liabilities were approximately HK\$8.5 million (as at 30 June 2022: approximately HK\$28.5 million). The current ratio of the Group was approximately 3.1 (as at 30 June 2022: approximately 1.6). The Group has sufficient funds to settle its debts.

As at 30 June 2023, the Group had total assets of approximately HK\$50.7 million (as at 30 June 2022: approximately HK\$71.6 million). The Group did not have external borrowing as at 30 June 2023 and 2022, and therefore gearing ratio was not applicable.

### Foreign Exchange Exposure

The ordinary operations and investments of the Group are mainly in Hong Kong and Germany, with revenue and expenditures denominated in US dollars and euro. The operating results of the Group may be affected by the volatility of foreign currencies. In addition, we are exposed to foreign currency risks arising from certain bank balances which are denominated in Renminbi, US dollars and euro. The Group will review its foreign exchange exposures regularly and may consider using financial instruments to hedge against such exposures at appropriate times. As at 30 June 2023, there were no derivative financial instruments employed by the Group.

## 開支

於二零二三財政年度，錄得開支總額（不包括財務費用）約50,900,000港元（二零二二財政年度：約52,600,000港元）。運輸成本由二零二二財政年度約1,400,000港元增加至二零二三財政年度約12,000,000港元。其主要涉及在香港營運及收集廢食油之運輸成本，其已於二零二三財政年度全面實行。

另一方面，日本塑膠回收廠於二零二二財政年度關閉後，節省開支約1,500,000港元。於二零二三財政年度，透過精簡業務，已終止經營醫療保健業務亦節省開支約5,000,000港元。此外，於二零二三財政年度內，透過嚴謹之成本控制措施減少法律及專業費用約4,500,000港元。由於本集團已經採取行動精簡其員工人數，以儘量減少虧損，因此，員工成本亦節省約1,000,000港元。

## 財務回顧

### 流動資金、財務資源及現金流量

於二零二三年六月三十日，本集團之流動資產總額約26,100,000港元（於二零二二年六月三十日：約45,100,000港元），包括銀行結餘及現金等價物約14,800,000港元（於二零二二年六月三十日：約33,600,000港元），而流動負債總額約8,500,000港元（於二零二二年六月三十日：約28,500,000港元）。本集團之流動比率約為3.1（於二零二二年六月三十日：約1.6）。本集團有足夠資金償還負債。

於二零二三年六月三十日，本集團之總資產約50,700,000港元（於二零二二年六月三十日：約71,600,000港元）。於二零二三年及二零二二年六月三十日，本集團均沒有對外借貸，因此，資本負債比率並不適用。

### 匯兌風險

本集團之一般經營業務及投資主要位於香港及德國，而收入及支出以美元及歐元為單位。本集團之經營業績可能會受到外幣匯率波動所影響。此外，我們面臨來自若干銀行結餘的外匯風險，該等結餘以人民幣、美元及歐元計值。本集團將會定期檢視其匯兌風險，並可能考慮在適當時候用金融工具對沖有關風險。於二零二三年六月三十日，本集團並無採用任何衍生金融工具。

## FINANCIAL REVIEW – continued

### Seasonal or Cyclical Factors

During FY2023, the Group's business operations are not significantly affected by any seasonal and cyclical factor.

### Material Acquisitions and Disposals of Subsidiaries and Associates

Save for disclosed in note 32 to the consolidated financial statements, there was no material acquisition and disposal of subsidiaries and associated companies for FY2023.

### Capital Commitments

As at 30 June 2023, the Group did not have any material capital commitment (as at 30 June 2022: Nil).

### Contingent Liabilities

As at 30 June 2023, the Group did not have any material contingent liabilities (as at 30 June 2022: Nil).

## EMPLOYEE AND REMUNERATION POLICY

As at 30 June 2023, the Group had 37 employees (As at 30 June 2022: 57 employees) in Hong Kong, the PRC and Germany.

The Group offered competitive remuneration package as an incentive to staff for career advancement and improvements. The Company has in place a share option scheme as a mean to encourage and reward the eligible employees' (including Directors) contributions to the Group's results and business development based on their individual performance.

The employees' remuneration, promotion and salary are assessed by reference to work performance, working experiences and professional qualifications and the prevailing market practice.

## 財務回顧 – 續

### 季節性或週期性因素

於二零二三財政年度內，本集團之業務經營並無受到任何季節性及週期性因素之重大影響。

### 有關附屬公司及聯營公司的重大收購及出售

於二零二三財政年度內，除綜合財務報表附註32內所披露者外，本集團並無任何有關附屬公司及聯營公司的重大收購及出售。

### 資本承擔

於二零二三年六月三十日，本集團並無任何重大資本承擔（於二零二二年六月三十日：無）。

### 或然負債

於二零二三年六月三十日，本集團概無任何重大或然負債（於二零二二年六月三十日：無）。

## 僱員及薪酬政策

於二零二三年六月三十日，本集團在香港、中國及德國有37名僱員（於二零二二年六月三十日：57名僱員）。

本集團提供具競爭力之薪酬組合，以鼓勵員工在事業上不斷改善及進步。本公司現有一項購股權計劃，以鼓勵及獎賞合資格僱員（包括董事）對本集團業績及業務發展作出貢獻的個人表現。

僱員之薪酬、晉升及薪金，乃基於其工作表現、工作經驗、專業資格及當前市場慣例而評估。

# DIRECTORS' REPORT

## 董事會報告書

The Directors are pleased to present the annual report and the audited consolidated financial statements of the Group for FY2023 to all the shareholders.

### PRINCIPAL ACTIVITIES AND ANALYSIS OF OPERATION

The Company acts as an investment holding company. The activities of its principal subsidiaries are set out in note 33(a) to the consolidated financial statements. There were no significant changes in the nature of the Group's principal activities.

Segmental information of the Group was disclosed in note 5 to the consolidated financial statements.

### RESULTS AND APPROPRIATIONS

The financial performance of the Group for FY2023 are set out in the consolidated statement of comprehensive income on page 104.

The Directors do not recommend the payment of any dividend for the years ended 30 June 2023 and 2022.

### BUSINESS REVIEW

Further discussion and analysis of business activities of the Group during the year and a discussion on the Group's future business development, possible risks and uncertainties that the Group may be facing are set out in the Chairman's Statement on pages 4 to 9 and Management Discussion and Analysis on pages 14 to 22 of this annual report. These discussions form part of this directors' report.

The financial risk management objectives and policies of the Group are shown in note 29 to the consolidated financial statements and Management Discussion and Analysis on pages 14 to 22 of this annual report.

### FIVE YEARS FINANCIAL SUMMARY

A summary of the consolidated results, and consolidated assets and liabilities of the Group for the last five financial years is set out on page 220 of this annual report.

董事欣然向全體股東呈列本集團二零二三財政年度之年報及經審核綜合財務報表。

### 主要業務及業務之分析

本公司為投資控股公司，而其主要附屬公司之業務則載於綜合財務報表附註33(a)。本集團之主要業務性質並沒有重大改變。

本集團之分部資料，於綜合財務報表附註5披露。

### 業績及分配

本集團於二零二三財政年度之財務表現，載於第104頁之綜合全面收益表。

董事不建議就截至二零二三年及二零二二年六月三十日止年度派發任何股息。

### 業務回顧

有關本集團本年度業務之進一步討論及分析以及本集團未來業務發展、本集團可能面對之潛在風險及不明朗因素之討論載於本年報第4頁至9頁之主席報告及第14頁至22頁之管理層討論及分析。此討論構成本董事會報告之一部份。

本集團之財務風險管理目標及政策載於綜合財務報表附註29以及本年報第14頁至22頁之管理層討論及分析。

### 五年財務概要

本集團過去五個財政年度之綜合業績以及綜合資產及負債概要載於本年報第220頁。



## CORPORATE, ENVIRONMENTAL AND SOCIAL RESPONSIBILITY

The Group is committed to fulfilling social responsibility, promoting employee benefits and development, protecting the environment and giving back to community and achieving sustainable growth. In recent years, the Group has implemented several policies to encourage employees for saving energy and paper. All these policies aim at reducing resources and saving costs which are beneficial to the environment and meet the commercial goals of the Group.

## COMPLIANCE WITH LAWS AND REGULATIONS

Compliance procedures are in place to ensure adherence to applicable laws, rules and regulations in particular, those have significant impact on the Group. The Group upholds high standards of operating practices and complies with the relevant standards. The Group has stringent requirements to maintain high levels of quality control and responsible business practices. Any changes in the applicable laws, rules and regulations are brought to the attention of relevant employees and relevant operation units from time to time.

## RELATIONSHIP WITH SUPPLIERS AND CUSTOMERS

The Group values mutually beneficial long standing relationships with its suppliers and customers. The Group aims at delivering high quality products to its customers and developing mutual trust among its suppliers.

## DISTRIBUTABLE RESERVES OF THE COMPANY

The Company's reserves available for distribution to shareholders as at 30 June 2023 comprised contributed surplus of HK\$56,897,000 (as at 30 June 2022: HK\$56,897,000).

Under the Companies Act 1981 of Bermuda (as amended), contributed surplus account of the Company is available for distribution. However, the Company cannot declare or pay a dividend, or make a distribution out of contributed surplus if:

- (a) it is, or would after the payment be, unable to pay its liabilities as they become due; or
- (b) the realisable value of its assets would thereby be less than the aggregate of its liabilities and its issued share capital and share premium accounts.

## 企業、環境及社會責任

本集團致力履行社會責任、促進僱員福利與發展、保護環境、回饋社會，以及實現可持續發展。近年來，本集團已經實行多項政策，鼓勵僱員節省能源及紙張。所有該等政策均旨在減少耗用資源及節省成本，其對環境有益，並符合本集團之商業目標。

## 遵守法律及規例

本集團訂有合規程序，以確保依循適用法律、規則及規例，尤其是對本集團有重大影響者。本集團秉持高標準的經營實務，並符合有關標準。本集團訂有嚴格規定，以維持高水平之質量控制及負責任的商業實務。有關僱員及有關經營單位會不時獲悉適用法律、規則及規例之任何變動。

## 與供應商及顧客之關係

本集團重視與其供應商及顧客建立互惠互利之長期關係。本集團致力為其顧客提供優質產品以及與其供應商建立互信。

## 本公司之可分派儲備

於二零二三年六月三十日，本公司可分派予股東之儲備包括56,897,000港元（於二零二二年六月三十日：56,897,000港元）之實繳盈餘。

根據百慕達一九八一年公司法（經修訂），本公司之實繳盈餘賬可用於分派。然而，倘發生下列情況，本公司無法自實繳盈餘宣派或派付股息或作出分派：

- (a) 本公司無法或於派付後無法償還其到期負債；或
- (b) 本公司資產之可變現值會因而少於其負債、其已發行股本及股份溢價賬之總額。

## SHARE CAPITAL

Details of movements of the Company's share capital during the year are set out in note 24 to the consolidated financial statements.

## RESERVES

Details of the movements in reserves of the Group and the Company during the year are set out in the consolidated statement of change in equity on page 108 of the annual report and in note 33(b) to the consolidated financial statements, respectively.

## PRE-EMPTIVE RIGHTS

There are no provision for pre-emptive rights under the Company's Bye-laws or the laws of Bermuda which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

## PURCHASE, SALE OR REDEMPTION OF SHARES OR CONVERTIBLE REDEEMABLE BONDS

The Company did not redeem any of its shares during the year under review. Neither the Company nor any of its subsidiaries purchased or sold any of the Company's shares during the year under review.

## DIRECTORS

The Directors during FY2023 and up to the date of this report were:

### Executive Directors

Mr. Lo Kam Wing, JP (Chairman)  
(appointed with effect from 1 December 2022)  
Mr. Wong Sai Hung (resigned with effect from 1 December 2022)  
Mr. Luo Xian Ping  
Mr. Ho Wai Hung

### Independent Non-executive Directors

Mr. Tam Chun Wa  
Mr. Sze Cheung Pang (passed away on 4 July 2023)  
Mr. Lau Ka Wing (resigned with effect from 14 April 2023)  
Mr. Man Kwok Leung (appointed with effect from 13 July 2023)  
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)

In accordance with Clause 99 of the Company's Bye-laws, Mr. Luo Xian Ping and Mr. Ho Wai Hung shall retire by rotation and being eligible, shall offer themselves for re-election.

## 股本

本公司股本於年內之變動詳情，載於綜合財務報表附註24。

## 儲備

本集團及本公司年內之儲備變動詳情分別載於第108頁之綜合權益變動表及綜合財務報表附註33(b)。

## 優先購買權

本公司之公司細則或百慕達法例並無有關優先購買權之條文，規定本公司須按比例向現有股東發售新股。

## 購買、出售或贖回股份或可換股可贖回債券

本公司於回顧年度內並無贖回任何股份。本公司或其任何附屬公司於回顧年度內亦無購買或出售本公司任何股份。

## 董事

於二零二三財政年度內及截至本報告日期止，董事如下：

### 執行董事

盧金榮先生，太平紳士(主席)  
(自二零二二年十二月一日起獲委任)  
黃世雄先生(自二零二二年十二月一日起辭任)  
羅賢平先生  
何偉雄先生

### 獨立非執行董事

譚鎮華先生  
施祥鵬先生(於二零二三年七月四日離世)  
劉家榮先生(自二零二三年四月十四日起辭任)  
文國樑先生(自二零二三年七月十三日起獲委任)  
蔣志華女士(自二零二三年八月九日起獲委任)

根據本公司之公司細則第99條之規定，羅賢平先生及何偉雄先生將輪值告退，惟符合資格並願膺選連任。

## DIRECTORS – continued

In accordance with Clause 102(B) of the Company's Bye-laws, Mr. Lo Kam Wing, JP, Mr. Man Kwok Leung and Ms. Jiang Zhihua will hold office only until the next annual general meeting of the Company and, being eligible, shall offer themselves for re-election.

The Company has received an annual confirmation of independence pursuant Rule 3.13 of the Rules Governing the Listing of Securities on the Stock Exchange ("**Listing Rule**") from each of the independent non-executive Directors. The Company considered all of them to be independent.

None of the Directors proposed for re-election at the forthcoming annual general meeting has a service contract which is not determinable by the Group within one year without payment of compensation (other than statutory compensation).

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

Brief biographical details of the Directors and senior management are set out on pages 10 to 13 of this annual report.

## INTERESTS OF DIRECTORS AND CHIEF EXECUTIVE

At 30 June 2023, none of the Directors and the chief executive of the Company had any interests or short positions in the shares, underlying shares, or debentures of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinance ("**SFO**"), or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("**Model Code**").

## EQUITY-LINKED AGREEMENTS

Details of the equity-linked agreements entered into during the year or subsisting at the end of the year are set out below:

### Share Option Scheme

Particulars of the Company's share option scheme are set out in note 26 to the consolidated financial statements.

## 董事 – 續

根據本公司之公司細則第102(B)條，盧金榮先生，太平紳士、文國樑先生及蔣志華女士任期只直至本公司下屆股東週年大會，彼等符合資格，並願膺選連任。

根據聯交所證券上市規則(「**上市規則**」)第3.13條，本公司已接獲各獨立非執行董事之年度獨立性確認書。而本公司認為彼等全部均為獨立人士。

擬於本公司應屆股東週年大會上膺選連任之董事，概無訂立本集團在一年內不可在不予賠償(法定賠償除外)的情況下終止之服務合約。

## 董事及高級管理人員之履歷詳情

董事及高級管理人員之簡要履歷詳情載於本年報第10頁至13頁。

## 董事及最高行政人員之權益

於二零二三年六月三十日，概無董事及最高行政人員於本公司及其相聯法團之股份中，擁有記錄於本公司根據證券及期貨條例(「**證券及期貨條例**」)第352條所存置之登記冊之權益或淡倉；或根據上市發行人董事進行證券交易的標準守則(「**標準守則**」)須知會本公司及聯交所之權益或淡倉。

## 股票掛鈎協議

於年內訂立或在本年度終結時存在的股票掛鈎協議的詳情載列如下：

### 購股權

本公司購股權計劃之詳情載於綜合財務報表附註26。

## ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

Other than the Company's share option scheme disclosed above, at no time during the year was the Company, its holding companies, or any of its subsidiaries or fellow subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

## DIRECTORS' SERVICE CONTRACTS

Mr. Lo Kam Wing, JP has entered into a service contract with the Company commencing from 1 December 2022 to 30 November 2024, and the service contract and subject to renewal after expiration.

Mr. Luo Xian Ping has entered into a service contract with the Company commencing from 1 January 2022 to 31 December 2023, and the service contract and subject to renewal after expiration.

Mr. Ho Wai Hung has entered into a service contract with the Company commencing from 12 March 2022 to 11 March 2024, and the service contract and subject to renewal after expiration.

Mr. Tam Chun Wa, Mr. Man Kwok Leung and Ms. Jiang Zhihua as the independent non-executive Directors have two-year service contracts with the Company and the service contracts are subject to renewal after expiration.

Save as disclosed above, no Directors who are proposed for re-election at the annual general meeting has a service contract with the Company which is not determinable within one year without payment of compensation, other than statutory compensation.

## EMOLUMENT POLICY

The emolument policy of the employees of the Group is set up by the management on the basis of their merit, qualifications and competence.

The emoluments of the Directors are decided by the remuneration committee, having regard to the Company's operating results, individual performance and comparable market statistics.

The Company was adopted a share option scheme as an incentive to Directors, employees and other eligible participants, details of the scheme is set out in note 26 to the consolidated financial statements.

## 購買股份或債權證之安排

除上文所披露本公司之購股權計劃外，本公司、其控股公司、或其任何附屬公司或同系附屬公司於年內任何時間概無訂立任何安排，令董事可藉購買本公司或任何其他法人團體之股份或債權證獲益。

## 董事之服務合約

盧金榮先生，太平紳士與本公司訂立服務合約，自二零二二年十二月一日起至二零二四年十一月三十日止，有關服務合約可在期屆滿後續訂。

羅賢平先生與本公司訂立服務合約，自二零二二年一月一日起至二零二三年十二月三十一日止，有關服務合約可在期屆滿後續訂。

何偉雄先生與本公司訂立服務合約，自二零二二年三月十二日起至二零二四年三月十一日止，有關服務合約可在期屆滿後續訂。

獨立非執行董事譚鎮華先生、文國樑先生及蔣志華女士與本公司訂有為期兩年之服務合約，服務合約可在期限屆滿後續訂。

除上文所披露者外，擬於股東週年大會上膺選連任之董事，概無與本公司訂立不可在一年內不予賠償（法定賠償除外）的情況下終止之服務合約。

## 薪酬政策

本集團僱員之薪酬政策由管理層根據僱員之功績、資格及能力設立。

董事之薪酬由薪酬委員會經考慮本公司營運業績、個人表現及可資比較市場統計資料釐定。

本公司已採納一項購股權計劃，以激勵董事、僱員及其他合資格參與者，該項計劃詳情載於綜合財務報表附註26。

## PERMITTED INDEMNITY PROVISION

A permitted indemnity provision for the benefit of the Directors and officers of the Group is currently in force and remained in force throughout the year.

During the year, the Company has maintained appropriate directors and officers liability insurance cover providing indemnity against liability, including but not limited to liability in respect of legal action against the Directors and officers thereby sustained or incurred arising from or incidental to execution of duties of his/her offices.

## MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save as disclosed in the section headed "Connected Transactions" of this Directors' Report, no transactions, arrangements or contract of significance to which any of the Company's holding companies, subsidiaries or fellow subsidiaries was a party and in which a Director or entity connected with a Director had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

## CONNECTED TRANSACTIONS

During the year, the Group had connected transactions, certain details of which have been disclosed in note 28 to the consolidated financial statements and which have been disclosed in this paragraph are connected transactions or as the case may be, continuing connected transactions under Chapter 14A of the Listing Rules. The Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules.

## MAJOR CUSTOMERS AND SUPPLIERS

The percentage of sales and purchases for the year attributable of the Group major customers and suppliers are as follows:

### Sales

– the largest customer	35%
– five largest customers combined	80%

### Purchase

– the largest supplier	28%
– five largest suppliers combined	30%

## 獲准許的彌償條文

於目前及在整個年度內，有獲准許的彌償條文正於惠及董事及本集團高級人員的情況下有效。

於本年度內，本公司已經就提供法律責任彌償維持合適之董事及高級人員法律責任保險，包括(但不限於)董事及高級人員執行其職位的職責所產生或附帶而其蒙受或招致的法律訴訟有關的法律責任。

## 董事於重大交易、安排及合約中之權益

除本董事會報告書「關連交易」一節所披露外，本公司之其任何控股公司、附屬公司或同系附屬公司概無訂立本公司董事或與本公司董事有關連之實體於其中直接或間接擁有重大權益，且於本年度或年內任何時間仍然生效之重大交易，安排及合約。

## 關連交易

於年內公司及集團進行關連交易於綜合財務報表附註28披露以及在本段所披露之關連人士交易，根據上市規則第14A章屬於關連交易或持續關連交易(視乎情況而定)。本公司已遵守上市規則第14A章規定之披露要求。

## 主要客戶及供應商

本集團主要客戶及供應商所佔本年度之銷售額及採購額之比例如下：

### 銷售額

– 最大客戶	35%
– 五大客戶合共	80%

### 採購額

– 最大供應商	28%
– 五大供應商合共	30%

## MANAGEMENT CONTRACT

There were no contracts concerning the management and administration of the whole or any substantial part of business during the year.

## SUBSTANTIAL SHAREHOLDERS AND OTHER PERSON'S INTERESTS

As at 30 June 2023, as recorded in the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO, other than the interests and short positions disclosed above in respect of the Directors and chief executive of the Company, the following persons had interests or short positions in the shares and underlying shares of the Company:

### Substantial shareholders – long position in the shares and underlying shares of the Company

## 管理合約

於年內並無有關本公司全部或任何主要部份業務之管理及行政合約。

## 主要股東及其他人士之權益

於二零二三年六月三十日，一如本公司根據證券及期貨條例第336條而存置的主要股東登記冊所載錄者，除上文所披露有關本公司董事及最高行政人員之權益及淡倉外，下列人士於本公司股份及相關股份中擁有權益或淡倉：

### 主要股東—於本公司股份及相關股份之好倉

Name of shareholder	Capacity/ Nature of Interest	Number of issued ordinary shares held	Number of underlying shares held	Approximate percentage of total issued share capital of the Company 佔本公司 已發行股本 總額之 概約百分比 (Note 1) (附註1)
股東姓名／名稱	身份／ 權益性質	所持已發行 普通股數目	所持相關 股份數目	
New Glory Business Corporation	Beneficial owner 實益擁有人	267,829,436	–	23.57%
Rich Bay Global Limited ("Rich Bay") (Note 2)	Beneficial owner	147,244,000	–	12.96%
Rich Bay Global Limited ("Rich Bay") (附註2)	實益擁有人			
Superactive Asset Management Limited ("Superactive") (Note 2)	Interest of a controlled corporation	147,244,000	–	12.96%
Superactive Asset Management Limited ("Superactive") (附註2)	受控制法團權益			
Lee Chi Shing Caesar (Note 2)	Interest of a controlled corporation	147,244,000	–	12.96%
李志成 (附註2)	受控制法團權益			
Yeung So Lai (Note 2)	Interest of a controlled corporation	147,244,000	–	12.96%
楊素麗 (附註2)	受控制法團權益			

## SUBSTANTIAL SHAREHOLDERS AND OTHER PERSON'S INTERESTS – continued

### Substantial shareholders – long position in the shares and underlying shares of the Company – continued

Notes:

1. The approximate percentage of total issued share capital calculation was based on the total number of ordinary shares of the Company in issue as at 30 June 2023, i.e. 1,136,308,176 shares.
2. Based on the notices of disclosure of interests of Rich Bay, Superactive, Lee Chi Shing Caesar and Yeung So Lai filed with the Stock Exchange on 25 July 2019, such shares of the Company were held by Rich Bay, which was wholly-owned by Superactive. Superactive which was in turn owned as to 45% by Lee Chi Shing Caesar and as to 55% by Yeung So Lai. As such, each of Lee Chi Shing Caesar and Yeung So Lai was deemed to be interested in the shares of the Company held by Rich Bay by virtue of the SFO.

Save as disclosed above, as at 30 June 2023, no person (other than the Directors or chief executive of the Company) had any interest or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

## CORPORATE GOVERNANCE

The Company is committed to maintaining high standards of corporate governance to safeguard the interests of shareholders and to enhance corporate value and accountability. The Company has complied with all applicable code provisions under the Corporate Governance Code (the "CG Code") as set out in Appendix 14 to the Listing Rules throughout the FY2023, save for the exceptions explained in the Corporate Governance Report in this annual report. The Company will continue to review and enhance its corporate governance practices to ensure compliance with the CG Code.

Principal corporate governance practice adopted by the Company are set out in the Corporate Governance Report as set out on pages 32 to 52 of this annual report.

## SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors as at the date of this annual report, the Company has maintained a sufficient public float.

## 主要股東及其他人士之權益 – 續

### 主要股東 – 於本公司股份及相關股份之好倉 – 續

附註：

1. 估已發行股本總額概約百分比之計算乃以本公司於二零二三年六月三十日之已發行普通股總數（即1,136,308,176股股份）為基礎。
2. 根據Rich Bay、Superactive、李志成及楊素麗於二零一九年七月二十五日向聯交所申報之權益披露通知，本公司之股份由Superactive全資擁有之Rich Bay持有，而其則由李志成擁有45%權益及由楊素麗擁有55%權益。因此，根據證券及期貨條例，李志成及楊素麗各自被視為於Rich Bay持有本公司股份中擁有權益。

除上文披露者外，於二零二三年六月三十日，並無任何人士（本公司董事或最高行政人員除外）持有本公司股份或相關股份之權益或淡倉而記錄於本公司遵照證券及期貨條例第336條所存置之登記冊。

## 企業管治

本公司致力維持高標準的企業管治，以保障股東利益，並提升公司價值及問責。於整個二零二三財政年度內，本公司已經遵守《上市規則》附錄十四內所載《企業管治守則》（「企業管治守則」）之所有適用守則條文，惟本年報內企業管治報告所解釋之例外情況除外。本公司將會繼續檢討及提升其企業管治常規，以確保遵守《企業管治守則》。

本公司所採納之主要企業管治常規，已載於本年報第32頁至52頁之企業管治報告。

## 充裕公眾持股量

根據本公司通過公開途徑可得資料及據董事所知，於本年報日期，本公司維持充裕之公眾持股量。

## AUDIT COMMITTEE

The audit committee of the Company has reviewed with the management of the Company the audited consolidated annual results of the Group for FY2023, and reviewed the effectiveness of the risk management and internal control system of the Company with the management of the Company.

## AUDITOR

Mazars CPA Limited (“**Mazars**”) will retire and, being eligible, offer themselves for reappointment at the forthcoming annual general meeting. A resolution will be proposed at the forthcoming annual general meeting to re-appoint Mazars as auditor of the Company.

On behalf of the Board

**Lo Kam Wing, JP**  
Chairman

Hong Kong, 28 September 2023

## 審核委員會

本公司之審核委員會已經與本公司管理層審閱本集團二零二三財政年度之經審核綜合全年業績，並已經與本公司管理層檢討本公司風險管理及內部監控系統的有效性。

## 核數師

中審眾環(香港)會計師事務所有限公司(「**中審眾環**」)將會於應屆股東週年大會上退任，並合資格且願意接受續聘。應屆股東週年大會上將提呈決議案，續聘中審眾環為本公司核數師。

代表董事會

主席  
**盧金榮** 太平紳士

香港，二零二三年九月二十八日



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### CORPORATE GOVERNANCE PRACTICES

Green Energy Group Limited (the “**Company**”) is committed to maintain statutory and regulatory standards and adherence to the principles of corporate governance emphasizing transparency, independence, accountability, responsibility and fairness. The board (the “**Board**”) of directors (the “**Directors**”) of the Company ensures that effective self-regulatory practices exist to protect the interests of the shareholders of the Company (the “**Shareholders**”).

The Company has adopted the requirements under the Code Provisions set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) as its own code of corporate governance. The Company has complied with the Code Provisions in the CG Code throughout the year ended 30 June 2023 (the “**year under review**”), except for the following:

Pursuant to Code Provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The Company has not appointed a chief executive officer. The role of the chief executive officer was performed by Mr. Lo Kam Wing, JP, who was also the chairman of the Company. The Board believes that vesting the roles of both chairman and chief executive officer in the same person provides the Company with strong and consistent leadership, and allows for effective and efficient planning and implementation of business decisions and strategies. The Board will periodically review the merits and demerits of such management structure and will adopt such appropriate measures as may be necessary in the future taking into consideration of the nature and extent of the Group’s operation.

Pursuant to Code Provision F.2.2 of the CG Code, the chairman of the board should attend the annual general meeting. During the year ended under review, the chairman of the Board was absent at the annual general meeting of the Company held on 24 November 2022 (the “**AGM**”) due to health reason. The management, the chairman of the audit Committee of the Company (the “**Audit Committee**”) and certain members of Board’s committee attended the AGM and were available to answer relevant questions raised by and understand the views of the Shareholders.

### 企業管治常規

綠色能源科技集團有限公司(「**本公司**」)致力維持有關法定及監管標準，並緊守企業管治之原則，強調透明度、獨立性、問責制、負責及公平。本公司董事(「**董事**」)會(「**董事會**」)確保訂立有效之自我監管常規，以保障本公司股東(「**股東**」)之利益。

本公司已經採納香港聯合交易所有限公司證券上市規則(「**上市規則**」)附錄十四《企業管治守則》(「**企業管治守則**」)內所載之守則條文規定作為其本身的企業管治守則。於截至二零二二年六月三十日止年度(「**回顧年度**」)內，本公司一直遵守《企業管治守則》之守則條文，惟以下偏離除外：

根據企業管治守則之守則條文第C.2.1條，主席及行政總裁之職責須分開，不應由一人同時兼任。本公司並無委任行政總裁。行政總裁之職責由本公司主席盧金榮先生，*太平紳士*履行。董事會相信，由同一人士擔任主席兼行政總裁，可加強及統一本公司之領導，可更有效及迅速計劃及實行業務決策及策略。董事會將定期檢討此管理架構之利弊，並在考慮本集團業務之性質及規模後，在日後採取可能屬必須之適當措施。

根據企業管治守則之守則條文第F.2.2條，董事會主席應出席股東週年大會。於回顧年度內，由於健康理由，董事會主席未能出席本公司於二零二二年十一月二十四日舉行之股東週年大會(「**股東週年大會**」)。本公司管理層、審核委員會(「**審核委員會**」)的主席及董事會委員會的若干成員已出席股東週年大會，以於大會上回答股東所提出的有關問題，並了解其意見。

## DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules as its own securities dealing code for the Directors. All Directors confirmed, upon specific enquiry made by the Company on them, that they had complied with the required standard set out in the Model Code regarding their securities transactions.

## CORPORATE GOVERNANCE FUNCTIONS

The Board has from time to time considered its policy for corporate governance and its duties and duties of various board committees. The Board has not established a corporate governance committee but has performed the obligations regarding corporate governance, including:

1. to develop and review the Company's policies and practices on corporate governance;
2. to review and monitor the training and continuous professional development of directors and senior management;
3. to review and monitor the Company's policies and practices on compliance with legal and regulatory requirements;
4. to develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and directors; and
5. to review the Company's compliance with CG Code and disclosure in the Corporate Governance Report.

## 董事進行證券交易

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則(「標準守則」)作為其本身有關董事進行證券交易的守則。經本公司向全體董事作出具體查詢後，全體董事確認已遵守標準守則所載有關董事進行證券交易之必守標準。

## 企業管治職能

董事會已經不時考慮其企業管治政策、其職責以及各董事會委員會的職責。董事會尚未成立企業管治委員會，但已經履行有關企業管治義務，包括：

1. 制定及檢討本公司的企業管治政策及常規；
2. 檢討及監察董事及高級管理人員的培訓及持續專業發展；
3. 檢討及監察本公司在遵守法律及監管規定方面的政策及常規；
4. 制定、檢討及監察僱員及董事的操守準則及合規手冊(如有)；及
5. 檢討本公司遵守《企業管治守則》的情況及在《企業管治報告》內的披露。

## BOARD OF DIRECTORS

### (i) Board composition

The Board currently comprises a combination of executive Directors and independent non-executive Directors. During the year and up to the date of this annual report, the Board consisted following Directors:

#### Executive Directors

Mr. Lo Kam Wing, JP (Chairman) (appointed with effect from 1 December 2022)

Mr. Wong Sai Hung (resigned with effect from 1 December 2022)

Mr. Luo Xian Ping

Mr. Ho Wai Hung

#### Independent non-executive Directors

Mr. Tam Chun Wa

Mr. Sze Cheung Pang (passed away on 4 July 2023)

Mr. Lau Ka Wing (resigned with effect from 14 April 2023)

Mr. Man Kwok Leung (appointed with effect from 13 July 2023)

Ms. Jiang Zhihua (appointed with effect from 9 August 2023)

Schedules of matters reserved for the Board include:

- To formulate overall of the Company and its subsidiaries (the "Group")
- To monitor its financial performance and maintains effective oversight over the management
- To control and approve transactions which are extraordinary and significant to the Group as a whole

## 董事會

### (i) 董事會成員

董事會現由執行董事及獨立非執行董事共同組成。於本年度內及截至本年報日期為止，董事會成員包括下列董事：

#### 執行董事

盧金榮先生，太平紳士（主席）（自二零二二年十二月一日起獲委任）

黃世雄先生（自二零二二年十二月一日起辭任）

羅賢平先生

何偉雄先生

#### 獨立非執行董事

譚鎮華先生

施祥鵬先生（於二零二三年七月四日離世）

劉家榮先生（自二零二三年四月十四日起辭任）

文國樑先生（自二零二三年七月十三日起獲委任）

蔣志華女士（自二零二三年八月九日起獲委任）

要董事會批准的事項的預定計劃包括：

- 制定本公司及其附屬公司（「本集團」）之整體策略
- 監控財務表現並對管理層維持有效之監管
- 監控及批核對本集團整體而言之特殊重大交易

## BOARD OF DIRECTORS – continued

### (ii) Board meetings and attendance record

The Company held four board meetings and one general meeting during the year under review. The attendance record of the Board meetings are as follows:

Members of the Board	董事會成員	Notes 附註	Attendance/Number of meeting(s) held 出席次數／舉行會議次數	
			Board meetings 董事會會議	General meeting 股東大會
<b>Executive Director</b>				
Mr. Lo Kam Wing, JP (Chairman)	盧金榮先生，太平紳士 (主席)	1	2/2	N/A不適用
Mr. Wong Sai Hung	黃世雄先生	2	0/2	0/1
Mr. Luo Xian Ping	羅賢平先生		4/4	1/1
Mr. Ho Wai Hung	何偉雄先生		4/4	1/1
<b>Independent non-executive Directors</b>				
Mr. Tam Chun Wa	譚鎮華先生		4/4	1/1
Mr. Sze Cheung Pang	施祥鵬先生	3	3/4	1/1
Mr. Lau Ka Wing	劉家榮先生	4	3/3	1/1
Mr. Man Kwok Leung	文國樑先生	5	N/A不適用	N/A不適用
Ms. Jiang Zhihua	蔣志華女士	6	N/A不適用	N/A不適用

Notes:

- Mr. Lo Kam Wing, JP was appointed with effect from 1 December 2022.
- Mr. Wong Sai Hung resigned with effect from 1 December 2022.
- Mr. Sze Cheung Pang passed away on 4 July 2023.
- Mr. Lau Ka Wing resigned with effect from 14 April 2023.
- Mr. Man Kwok Leung was appointed with effect from 13 July 2023.
- Ms. Jiang Zhihua was appointed with effect from 9 August 2023.

附註：

- 盧金榮先生，太平紳士自二零二二年十二月一日起獲委任。
- 黃世雄先生自二零二二年十二月一日起辭任。
- 施祥鵬先生於二零二三年七月四日離世。
- 劉家榮先生自二零二三年四月十四日起辭任。
- 文國樑先生自二零二三年七月十三日起獲委任。
- 蔣志華女士自二零二三年八月九日起獲委任。

## 董事會 – 續

### (ii) 董事會會議及出席記錄

本公司於回顧年度內舉行四次董事會會議及一次股東大會。董事會會議之出席記錄載列如下：

Members of the Board	董事會成員	Notes 附註	Attendance/Number of meeting(s) held 出席次數／舉行會議次數	
			Board meetings 董事會會議	General meeting 股東大會
<b>Executive Director</b>				
Mr. Lo Kam Wing, JP (Chairman)	盧金榮先生，太平紳士 (主席)	1	2/2	N/A不適用
Mr. Wong Sai Hung	黃世雄先生	2	0/2	0/1
Mr. Luo Xian Ping	羅賢平先生		4/4	1/1
Mr. Ho Wai Hung	何偉雄先生		4/4	1/1
<b>Independent non-executive Directors</b>				
Mr. Tam Chun Wa	譚鎮華先生		4/4	1/1
Mr. Sze Cheung Pang	施祥鵬先生	3	3/4	1/1
Mr. Lau Ka Wing	劉家榮先生	4	3/3	1/1
Mr. Man Kwok Leung	文國樑先生	5	N/A不適用	N/A不適用
Ms. Jiang Zhihua	蔣志華女士	6	N/A不適用	N/A不適用

Notes:

- Mr. Lo Kam Wing, JP was appointed with effect from 1 December 2022.
- Mr. Wong Sai Hung resigned with effect from 1 December 2022.
- Mr. Sze Cheung Pang passed away on 4 July 2023.
- Mr. Lau Ka Wing resigned with effect from 14 April 2023.
- Mr. Man Kwok Leung was appointed with effect from 13 July 2023.
- Ms. Jiang Zhihua was appointed with effect from 9 August 2023.

附註：

- 盧金榮先生，太平紳士自二零二二年十二月一日起獲委任。
- 黃世雄先生自二零二二年十二月一日起辭任。
- 施祥鵬先生於二零二三年七月四日離世。
- 劉家榮先生自二零二三年四月十四日起辭任。
- 文國樑先生自二零二三年七月十三日起獲委任。
- 蔣志華女士自二零二三年八月九日起獲委任。

## BOARD OF DIRECTORS – continued

### (iii) Independent non-executive Directors

During the year under review, the Company has appointed three independent non-executive Directors in compliance with Rules 3.10(1) and 3.10(2) of the Listing Rules, with at least one of independent non-executive Directors possessing appropriate professional qualifications or accounting or related financial management expertise, except for the following:

#### **Non-compliance with Rule 3.10(1), 3.10A, 3.21, 3.25 and 3.27A of the Listing Rules**

Upon the resignation of Mr. Lau Ka Wing as independent non-executive Director, each of member of the Audit Committee and remuneration committee of the Company (the “**Remuneration Committee**”) on 14 April 2023, the Company did not meet (i) the minimum number of independent non-executive directors required under Rule 3.10(1) of the Listing Rules; and (ii) the minimum number of members in the audit committee required under Rule 3.21 of the Listing Rules.

Upon the passing away of Mr. Sze Cheung Pang as independent non-executive Director, each of member of Audit Committee, Remuneration Committee and nomination committee of the Company (the “**Nomination Committee**”) on 4 July 2023, the Company did not meet (i) the minimum number of independent non-executive directors required under Rule 3.10(1) of the Listing Rules; (ii) the requirement under Rule 3.10A of the Listing Rules which stipulates that independent non-executive directors must represent at least one-third of the board; (iii) the minimum number of members in the audit committee required under Rule 3.21 of the Listing Rules; (iv) the requirement under Rule 3.25 of the Listing Rules which stipulates that the remuneration committee must comprise a majority of independent non-executive directors; and (v) the requirement under Rule 3.27A of the Listing Rules which stipulates that the nomination committee must comprise a majority of independent non-executive directors.

With effect from 13 July 2023, Mr. Man Kwok Leung was appointed as an independent non-executive Director and each of member of the Audit Committee and Remuneration Committee.

With effect from 9 August 2023, Ms. Jiang Zhihua was appointed as an independent non-executive Director and each of member of the Audit Committee, Remuneration Committee and Nomination Committee.

## 董事會 – 續

### (iii) 獨立非執行董事

於回顧年度內，本公司已經遵從《上市規則》第3.10(1)條及第3.10(2)條委任三名獨立非執行董事，其中至少一名獨立非執行董事具備適當的專業資格，或具備適當的會計或相關的財務管理專長，惟下文所述者除外：

#### **不符合《上市規則》第3.10(1)條、第3.10A條、第3.21條、第3.25條及第3.27A條**

在劉家榮先生於二零二三年四月十四日辭任獨立非執行董事、審核委員會及本公司薪酬委員會（「**薪酬委員會**」）各自之成員後，本公司並不符合(i)《上市規則》第3.10(1)條有關獨立非執行董事最低人數之規定；及(ii)《上市規則》第3.21條有關審核委員會最低成員人數之規定。

在獨立非執行董事、審核委員會、薪酬委員會及本公司提名委員會（「**提名委員會**」）各自之成員施祥鵬先生於二零二三年七月四日離世後，本公司並不符合(i)《上市規則》第3.10(1)條有關獨立非執行董事最低人數之規定；(ii)《上市規則》第3.10A條有關獨立非執行董事必須佔董事會成員人數至少三分之一之規定；(iii)《上市規則》第3.21條有關審核委員會最低成員人數之規定；(iv)《上市規則》第3.25條有關薪酬委員會大部分成員須為獨立非執行董事之規定；及(v)《上市規則》第3.27A條有關提名委員會成員須以獨立非執行董事佔大多數之規定。

自二零二三年七月十三日起，文國樑先生獲委任為獨立非執行董事以及審核委員會及薪酬委員會各自之成員。

自二零二三年八月九日起，蔣志華女士獲委任為獨立非執行董事以及審核委員會、薪酬委員會及提名委員會各自之成員。

## BOARD OF DIRECTORS – continued

### (iii) Independent non-executive Directors – continued

Following the aforesaid changes, the number of independent non-executive Directors have satisfied the minimum number as stipulated under Rule 3.10(1) and 3.10A of the Listing Rules, and the composition of the Audit Committee, the Remuneration Committee and the Nomination Committee also complied with Rule 3.21, 3.25 and 3.27A of the Listing Rules.

All independent non-executive Directors brought their wealth of experience to the Board and made active contribution to the Group. They closely monitored the developments of the Group and freely expressed their opinions at board meetings. Mr. Tam Chun Wa and Mr. Man Kwok Leung, independent non-executive Directors have appropriate professional qualifications or accounting or related financial management expertise as required by Rule 3.10(2) of the Listing Rules.

None of the independent non-executive Directors, has any business or financial interests with the Group and each of them has confirmed their independence to the Group pursuant to Rule 3.13 of the Listing Rules. Based on such confirmation, the Board considers that all independent non-executive Directors were independent.

### (iv) Relationship among members of the Board

The father of Mr. Lo Kam Wing, JP, executive Director of the Company, is one of the shareholders of New Glory Business Corporation, a company holding approximately 23.57% of the issued share capital of the Company as at the date of this annual report. To the best knowledge of the Board, there is no other relationship (including financial, business, family or other material/relevant relationships) among the members of the Board. All of them are free to exercise their independent judgement.

### (v) Directors' Continuous Professional Development

The Group regularly updates Directors on the latest development regarding the Listing Rules and other applicable legal and regulatory requirements regarding subjects necessary in the discharge of their duties. In addition, the Company has been encouraging Directors to attend seminars on the latest development of applicable laws, rules and regulations so that they can continuously update and further improve their relevant knowledge and skills.

## 董事會 – 續

### (iii) 獨立非執行董事 – 續

於上述變動後，獨立非執行董事人數已經符合《上市規則》第3.10(1)條及第3.10A條所規定之最低人數，而審核委員會、薪酬委員會及提名委員會之組成亦已符合《上市規則》第3.21條、第3.25條及第3.27A條之規定。

全體獨立非執行董事為董事會帶來豐富經驗，並積極為本集團作出貢獻。彼等密切監察本集團之發展，並於董事會會議上自由發表意見。根據上市規則第3.10(2)條所規定，獨立非執行董事譚鎮華先生及文國樑先生具備適當的專業資格，或具備適當的會計或相關的財務管理專長。

全體獨立非執行董事並無與本集團擁有任何業務或財務權益。彼等各自己根據上市規則第3.13條確認彼等於本集團之獨立性。根據上述確認，董事會認為，全體獨立非執行董事為獨立人士。

### (iv) 董事會成員之間的關係

本公司執行董事盧金榮先生，太平紳士之父親為New Glory Business Corporation之其中一位股東，於本年報日期，該公司持有本公司已發行股本約23.57%權益，以董事會所知，董事會成員之間並無任何其他關係（包括財務、業務、家族或其他重大／相關關係）。每位董事均可自由作出獨立判斷。

### (v) 董事之持續專業發展

本集團會定期知會董事有關上市規則及與彼等履行職務時所需事項相關的其他適用法律及監管規定的最新發展。此外，本公司一直鼓勵董事出席有關適用法律、規則及規例最新發展的講座，使彼等可持續進修及進一步提高其相關知識及技能。

## BOARD OF DIRECTORS – continued

### (v) Directors' Continuous Professional Development – continued

According to the records provided by the Directors, the training received by each of the Directors during the year under review is summarised as follows:

#### Directors

##### Executive Directors

Mr. Lo Kam Wing, JP  
Mr. Wong Sai Hung  
Mr. Luo Xian Ping  
Mr. Ho Wai Hung

##### Independent non-executive Directors

Mr. Tam Chun Wa  
Mr. Sze Cheung Pang  
Mr. Lau Ka Wing  
Mr. Man Kwok Leung  
Ms. Jiang Zhihua

#### Notes:

- A: Attending seminar(s) or training sessions(s)  
B: Reading newspapers, journals and updates relating to the Company's business or Directors' duties and responsibilities, the latest development of the Listing Rules and other applicable regulatory requirements etc.

### (vi) Board Diversity Policy

The Company seeks to achieve board diversity through the consideration of a number of factors, including but not limited to gender, age, cultural and educational background, professional experience, skills, knowledge and length of service. All board appointment will be made based on merit, and candidates will be considered against objective criteria, having due regard for the benefits of diversity of the Board and the contribution that the selected candidates will bring to the Board.

As at the date of this annual report, the Board is characterised by significant diversity, in terms of gender, professional and educational background and skills.

## 董事會 – 續

### (v) 董事之持續專業發展 – 續

根據由董事提供的記錄，各董事於回顧年度接受的培訓概述如下：

#### Type of continuous professional development training 持續專業發展培訓種類 (Notes) (附註)

#### 董事

##### 執行董事

盧金榮先生，太平紳士  
黃世雄先生  
羅賢平先生  
何偉雄先生

A and B A及B  
A and B A及B  
B  
A and B A及B

##### 獨立非執行董事

譚鎮華先生  
施祥鵬先生  
劉家榮先生  
文國樑先生  
蔣志華女士

A and B A及B  
B  
A and B A及B  
A and B A及B  
B

#### 附註：

- A：出席講座或培訓課程  
B：閱讀報章、刊物及有關本公司業務或董事職責及責任、上市規則及其他適用監管規定最新發展等方面的最新資料

### (vi) 董事會多元化政策

本公司致力透過考慮多項因素達致董事會成員多元化，包括（但不限於）性別、年齡、文化及教育背景、專業經驗、技術、知識及服務年資。董事會所有委任均以用人唯才為原則，並在考慮人選時以客觀條件而定，並適當考慮董事會成員多元化的益處以及候選人將為董事會帶來的貢獻。

於本年報日期，董事會成員在性別、專業背景和學歷以及技術方面的多元化程度較高。

## CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The Company has not appointed a chief executive officer. The role of the chief executive officer was performed by Mr. Lo Kam Wing, JP who is an executive Director and chairman of the Board. The Board believes that the roles of both chairman and chief executive officer in the same person provides the Company with strong and consistent leadership, and allows for effective and efficient planning and implementation of business decisions and strategies.

## REMUNERATION COMMITTEE

The Company established a Remuneration Committee on 21 December 2005. As at the date of this annual report, the Remuneration Committee comprises three independent non-executive Directors, namely Mr. Tam Chun Wa, Mr. Man Kwok Leung and Ms. Jiang Zhihua.

The main duties and functions of the Remuneration Committee are:

- (i) to make recommendations to the Board on the Company's policy and structure for all Directors' and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy;
- (ii) to review and approve the management's remuneration proposals with reference to the Board's corporate goals and objectives;
- (iii) to make recommendations to the Board on the remuneration packages of individual executive Directors and senior management. This should include benefits in kind, pension rights and compensation payments, including any compensation payable for loss or termination of their office or appointment;
- (iv) to make recommendations to the Board on the remuneration of non-executive Directors;
- (v) to consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the Company and its subsidiaries;
- (vi) to review and approve compensation payable to executive Directors and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and not excessive;

## 主席及行政總裁

本公司並無委任行政總裁。行政總裁之職責由執行董事及董事會主席盧金榮先生，太平紳士履行。董事會相信，由同一人士擔任主席兼行政總裁，可加強及統一本公司之領導，可更有效及迅速計劃及實行業務決策及策略。

## 薪酬委員會

本公司於二零零五年十二月二十一日成立薪酬委員會。於本年報日期，薪酬委員會包括三名獨立非執行董事，即譚鎮華先生、文國樑先生及蔣志華女士。

薪酬委員會的主要職責及職能如下：

- (i) 就董事及高級管理人員的全體薪酬政策及架構，及就設立正規而具透明度的程序制訂薪酬政策，向董事會提出建議；
- (ii) 因應董事會所訂企業方針及目標而檢討及批准管理層的薪酬建議；
- (iii) 向董事會建議個別執行董事及高級管理人員的薪酬待遇。此應包括非金錢利益、退休金權利及賠償金額（包括喪失或終止職務或委任的賠償）；
- (iv) 就非執行董事的薪酬向董事會提出建議；
- (v) 考慮同類公司支付的薪酬、須付出的時間及職責以及本公司及其附屬公司內其他職位的僱用條件；
- (vi) 檢討及批准向執行董事及高級管理人員就其喪失或終止職務或委任而須支付的賠償，以確保該等賠償與合約條款一致；若未能與合約條款一致，賠償亦須公平合理，不致過多；



## REMUNERATION COMMITTEE – continued

- (vii) to review and approve compensation arrangements relating to dismissal or removal of directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate;
- (viii) to ensure that no Director or any of his associates is involved in deciding his/her own remuneration; and
- (ix) to review and/or approve matters relating to share schemes under Chapter 17 of the Listing Rules.

The terms of reference of the Remuneration Committee are available on the Stock Exchange's website and the Company's website.

It is the Company's policy that the remuneration package of each Director shall be determined by reference to their experience qualification and the time expected to be devoted by them on the affairs of the Company. All votes in the Remuneration Committee are exercisable by independent non-executive Directors. No Directors will be involved in any discussion in connection with his/her own remuneration.

During the year under review, the Remuneration Committee held one meeting to review the remuneration packages of the Board, the re-appointment of executive Directors and independent non-executive Directors and review the existing remuneration packages of the Board.

The attendance of each member of Remuneration Committee is set out as follows:

## 薪酬委員會 – 續

- (vii) 檢討及批准因董事行為失當而解僱或罷免有關董事所涉及的賠償安排，以確保該等安排與合約條款一致；若未能與合約條款一致，有關賠償亦須合理適當；
- (viii) 確保任何董事或其任何聯繫人不得參與釐定其本身的薪酬；及
- (ix) 審閱及／或批准《上市規則》第十七章所述有關股份計劃的事宜。

薪酬委員會之職權範圍可於聯交所網站及本公司網站查閱。

本公司之政策為各董事之薪酬組合乃經參考彼等之經驗、資歷及預期投放於本公司事務之時間而釐定。薪酬委員會之全部投票權均由獨立非執行董事行使。董事將不會參與任何有關其薪酬之討論。

於回顧年度內，薪酬委員會曾舉行一次會議，以檢討董事會的薪酬待遇、重新委任執行董事及獨立非執行董事，以及檢討董事會的現有薪酬待遇。

薪酬委員會各成員之出席情況載列如下：

Members of Remuneration Committee	薪酬委員會成員	Attendance/ Number of meeting(s) held 出席次數/ 舉行會議次數
Mr. Tam Chun Wa (Chairman)	譚鎮華先生(主席)	1/1
Mr. Sze Cheung Pang (passed away on 4 July 2023)	施祥鵬先生(於二零二三年七月四日離世)	1/1
Mr. Lau Ka Wing (resigned with effect from 14 April 2023)	劉家榮先生 (自二零二三年四月十四日起辭任)	1/1
Mr. Man Kwok Leung (appointed with effect from 13 July 2023)	文國樑先生 (自二零二三年七月十三日起獲委任)	N/A 不適用
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)	蔣志華女士 (自二零二三年八月九日起獲委任)	N/A 不適用

## REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Remuneration of Directors and Senior Management Particulars of the Directors' remuneration for the year ended 30 June 2023 ("FY2023") are set out in note 12 to the consolidated financial statements.

Pursuant to Code Provision E.1.5 of the CG code, the remuneration of the members of the senior management (other than Directors) in this annual report for FY2023 by band is set out below:

Remuneration Bands	薪酬範圍	Number of Senior Management 高級管理人員 人數
Up to HK\$1,000,000	零至1,000,000港元	1
HK\$1,000,001 – HK\$1,500,000	1,000,001港元至1,500,000港元	1

Upon the termination of the old share option scheme, the Company has adopted a new share option scheme on 1 June 2016, which serves as an incentive to attract, reward and motivate eligible staffs etc.

Details of the share option scheme are set out in note 26 to the consolidated financial statements.

## 董事及高級管理人員薪酬

董事及高級管理人員於截至二零二三年六月三十日止年度(「二零二三財政年度」)內之薪酬詳情載於綜合財務報表附註12。

根據企管守則之守則條文第E.1.5條，於本年報按薪酬等級披露高級管理人員(不包括董事)於二零二三財政年度之薪酬如下：

於舊購股權計劃終止後，本公司已經於二零一六年六月一日採納一項新購股權計劃，該計劃乃作為一種獎勵方式，藉以吸引、獎賞及鼓勵合資格之員工等。

有關購股權計劃之詳情，載於綜合財務報表附註26。

## NOMINATION COMMITTEE

The Company established a nomination committee on 21 December 2005. As at the date of this annual report, the Nomination Committee comprises one executive Director, namely Mr. Lo Kam Wing, JP and two independent non-executive Directors, namely Mr. Tam Chun Wa and Ms. Jiang Zhihua.

The main duties and functions of the Nomination Committee are:

- (i) to review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;
- (ii) to identify individuals suitably qualified to become members of the Board and select or make recommendations to the Board on the selection of individual(s) nominated for directorship(s);
- (iii) to assess the independence of independent non-executive Director(s);

## 提名委員會

本公司於二零零五年十二月二十一日成立提名委員會。於本年報日期，提名委員會包括一名執行董事(即盧金榮先生，太平紳士)及兩名獨立非執行董事(即譚鎮華先生及蔣志華女士)。

提名委員會的主要職責及職能如下：

- (i) 至少每年檢討董事會的架構、人數及組成(包括技能、知識及經驗)，並為配合本公司的企業策略而向董事會提出任何改動建議；
- (ii) 物色具備合適資格可擔任董事會成員的人士，並挑選提名有關人士出任董事或就此向董事會提出建議；
- (iii) 評核獨立非執行董事的獨立性；

## NOMINATION COMMITTEE – continued

- (iv) to make recommendations to the Board on the appointment or re-appointment of Directors and succession planning for Directors, in particular the chairman of the Board and/or the chief executive of the Company; and
- (v) to be provided with sufficient resources to enable it to perform its duties, including, where necessary, may seek independent professional advice, at the Company's expense, to perform its responsibilities.

The terms of reference of the Nomination Committee are available on the Stock Exchange's website and the Company's website.

The Group will consider the background, experience and qualification of any proposed candidates to ensure that the proposed candidates possess the requisite experience, characters and integrity to act as a Director.

During the year under review, the Nomination Committee held one meeting to make recommendations to the Board on the reappointment of Directors, the review of the existing structure, size, composition and diversity of the Board, the re-election of retiring Directors and independence of independent non-executive Directors.

The attendance of each member of Nomination Committee is set out as follows:

## 提名委員會 – 續

- (iv) 就董事委任或重新委任以及董事(尤其是本公司董事會主席及/或行政總裁)繼任計劃向董事會提出建議; 及
- (v) 應獲提供足夠資源以履行其職責, 包括(如有需要)可在本公司承擔費用的情況下尋求獨立專業意見以履行其責任。

提名委員會之職權範圍可於聯交所網站及本公司網站查閱。

本集團將考慮各提名候選人之背景、經驗及資歷, 以確保各候選人具有所需經驗、品格及誠信擔任董事。

於回顧年度內, 提名委員會曾舉行一次會議, 就董事重新委任向董事會提出建議、檢討董事會的現有架構、人數、組成及成員多元化情況、重選退任董事以及獨立非執行董事的獨立性。

提名委員會各成員之出席情況載列如下:

Members of Nomination Committee	提名委員會成員	Attendance/ Number of meeting(s) held 出席次數/ 舉行會議次數
Mr. Lo Kam Wing, JP (Chairman) (appointed with effect from 1 December 2022)	盧金榮先生, 太平紳士(主席) (自二零二二年十二月一日起獲委任)	N/A 不適用
Mr. Wong Sai Hung (resigned with effect from 1 December 2022)	黃世雄先生 (自二零二二年十二月一日起辭任)	0/1
Mr. Tam Chun Wa	譚鎮華先生	1/1
Mr. Sze Cheung Pang (passed away on 4 July 2023)	施祥鵬先生(於二零二三年七月四日離世)	1/1
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)	蔣志華女士 (自二零二三年八月九日起獲委任)	N/A 不適用

## NOMINATION POLICY

### 1. Objective

This policy was approved and adopted by the Board by resolution passed on 1 January 2019. It sets out the criteria and procedures to be adopted by the Nomination Committee in selecting and recommending candidates as Directors. It aims to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business.

### 2. Nomination criteria

The Nomination Committee shall consider the following criteria in evaluating and selecting candidates for directorship:

- Character and integrity;
- Professional qualifications, skills, knowledge and experience that are relevant to the Company's business and corporate strategy;
- Willingness to devote adequate time to discharge duties as a member of the Board;
- The board diversity policy and any measurable objectives adopted by the Company for achieving diversity on the Board;
- Requirements in relation to independent non-executive directors in accordance with the Listing Rules and whether the Company's candidates as independent non-executive Directors would be considered independent with reference to the rules concerning the independence of directors set out in the Listing Rules; and
- Such other criteria appropriate to the Company's business or as suggested by the Nomination Committee.

The above criteria are for reference only, and not meant to be exhaustive and decisive. The Nomination Committee has the discretion to nominate any person as it considers appropriate.

## 提名政策

### 1. 目的

於二零一九年一月一日，董事會通過決議案批准及採納本政策。本政策列明提名委員會就挑選及推薦董事候選人採納的準則及程序。本政策旨在確保董事會具備切合本公司業務所需的技能、經驗及多元觀點。

### 2. 提名準則

提名委員會在評估及挑選董事候選人選時應考慮以下因素：

- 品格和誠信；
- 具備與公司業務和企業策略相關的專業資格、技能、知識和經驗；
- 願意以足夠的時間履行董事會成員的職責；
- 董事會多元化政策及為實現董事會多元化本公司所採納的任何可衡量的目標；
- 上市規則有關獨立非執行董事的要求，及根據上市規則內有關董事獨立性的規則去考慮本公司獨立非執行董事候選人是否會被認為是獨立；及
- 其他適合本公司業務或提名委員會建議的因素。

上述因素只供參考，並不旨在涵蓋所有因素，也不具決定性作用。提名委員會可決定提名任何其認為適當的人士。

## NOMINATION POLICY – continued

### 3. Process for the nomination by the nomination committee

- 3.1 The Nomination Committee shall review the structure, size and composition (including the skills, knowledge and experience) of the Board periodically and make recommendation on any proposed changes to the Board to complement the Company's corporate strategy.
- 3.2 When it is necessary to fill a causal vacancy or appoint an additional Director, the Nomination Committee shall identify or select candidates suitably qualified to become a Director, with or without assistance from external agencies or the Company, pursuant to the criteria set out in section 2.
- 3.3 If the process yields one or more desirable candidates, the Nomination Committee shall rank them by order of preference based on the needs of the Company and reference check of each candidate (where applicable).
- 3.4 The Nomination Committee shall make recommendation to the Board on the appointment of candidates as Directors, including the terms and conditions of the appointment.
- 3.5 The Board shall deliberate and decide on the appointment of Directors based upon the recommendation of the Nomination Committee.

### 4. Re-election of directors at general meeting of the Company

- 4.1 The Nomination Committee shall review the overall contribution and services provided to the Company by the Directors who shall retire and offer themselves for re-election at general meetings of the Company. The Nomination Committee shall also review the expertise and professional qualifications of such retiring Directors to determine whether they continue to meet the criteria as set out in section 2.

## 提名政策 – 續

### 3. 提名委員會提名過程

- 3.1 提名委員會應定期檢討董事會的結構、人數及組成(包括技能、知識及經驗)，並為配合本公司的企業策略而向董事會提出任何改動建議。
- 3.2 當需要填補臨時空缺或委任一名額外董事時，提名委員會應根據第2條所列的準則，在外部機構或本公司的協助下或沒有該等協助下，物色或挑選具備合適資格可擔任董事的人士。
- 3.3 如果該過程產生一個或多個合意的候選人，提名委員會應根據公司的需要和每個候選人的參考查核(如適用)按優先順序排列。
- 3.4 提名委員會應就委任候選人為董事向董事會提出建議，包括委任的條款及條件。
- 3.5 董事會應根據提名委員會的建議，仔細考慮及決定董事的委任。

### 4. 本公司股東大會上的董事重選

- 4.1 提名委員會應審閱將於本公司股東大會上退任並於股東大會上應選連任的董事對本公司作出的整體貢獻和服務。提名委員會亦應審閱將於本公司股東大會上應選連任的退任董事的專長和專業資格，以決定該董事是否繼續符合第2條所列準則。

## NOMINATION POLICY – continued

### 4. Re-election of directors at general meeting of the Company – continued

4.2 Based on the review made by the Nomination Committee, the Board shall make recommendations to the Shareholders on candidates standing for re-election at general meetings of the Company, and provide the available biographical information of the retiring Directors to the Shareholders in accordance with the Listing Rules to enable the Shareholders to make an informed decision on the re-election of such candidates at the general meetings of the Company.

### 5. Process for the nomination by the shareholders

5.1 The Shareholders may nominate a person, other than himself or herself, for election as a Director in accordance with the Bye-laws of the Company and applicable laws, rules and regulations, details of which are set out in the “Procedures for shareholders to propose a candidate for election as a director of the Company” of the Company adopted on 1 January 2019.

## AUDIT COMMITTEE

As at the date of this annual report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Tam Chun Wa, Mr. Man Kwok Leung and Ms. Jiang Zhihua.

Mr. Tam Chu Wa and Mr. Man Kwok Leung have the appropriate professional qualifications of accounting or related financial management expertise as required under Rules 3.10(2) and 3.21 of the Listing Rules for the purpose of such appointment.

The main duties of the Audit Committee are:

- (i) to recommend to the Board on the appointment, reappointment and removal of the external auditor, and to approve the remuneration and terms of engagement of the external auditor, and any questions of its resignation or dismissal;
- (ii) to consider and discuss with the external auditor the nature and scope of audit for each year;
- (iii) to act as the key representative body for overseeing the Company’s relations with the external auditor;

## 提名政策 – 續

### 4. 本公司股東大會上的董事重選 – 續

4.2 董事會應根據提名委員會的審閱結果，就於本公司股東大會上應選連任的候選人向股東提出建議，並根據上市規則提供退任董事的履歷資料予股東，以使股東能夠在本公司股東大會上就重選連任候選人作出明智的決定。

### 5. 股東提名過程

5.1 股東可以依照本公司之公司細則及適用法律、規則及法規提名人士（該名提名股東除外）參選為董事，詳細程序載於本公司於二零一九年一月一日採納的《股東提名候選董事的程序》。

## 審核委員會

於本年報日期，審核委員會包括三名獨立非執行董事，即譚鎮華先生、文國樑先生及蔣志華女士。

譚鎮華先生及文國樑先生具有上市規則第3.10(2)條及3.21條就有關委任所規定之適當專業會計資格或相關財務管理專業知識。

審核委員會的主要職責如下：

- (i) 就外聘核數師的委任、重新委任及罷免向董事會提供建議，及批准外聘核數師的薪酬及聘用條款，以及處理任何有關該核數師辭任或辭退的問題；
- (ii) 審議每年度的核數性質及範疇，並與外聘核數師進行討論；
- (iii) 作為主要代表監察本公司與外聘核數師的關係；

## AUDIT COMMITTEE – continued

- (iv) to review and monitor the external auditors' independence and objectivity;
- (v) to review the interim and annual financial statements before submission to the Board and to discuss any problem and reservation arising therefrom;
- (vi) to review the financial controls, risk management and internal control systems of the Company; and
- (vii) to review the Group's financial and accounting policies and practices.

The terms of reference of the Audit Committee are available on the Stock Exchange's website and the Company's website.

During the year under review, the Audit Committee held two meetings to review the interim and annual financial statements; to review the remuneration of external auditor; to discuss with the external auditor its independence and the nature and scope of the audit; to discuss with the management the effectiveness of the internal control and risk management systems throughout the Group, including financial, operational and compliance controls; and to recommend to the Board for the re-appointment of the external auditor.

The attendance of each member of Audit Committee is set out as follows:

## 審核委員會 – 續

- (iv) 檢討及監察外聘核數師的獨立性及客觀性；
- (v) 在向董事會提交前審閱中期及年度財務報表，並討論任何相關問題及異議；
- (vi) 檢討本公司的財務監控、風險管理及內部監控制度；及
- (vii) 檢討集團的財務及會計政策及實務。

審核委員會之職權範圍可於聯交所網站及本公司網站查閱。

於回顧年度內，審核委員會曾舉行兩次會議，以審閱中期及年度財務報表；檢討外聘核數師的薪酬；與外聘核數師討論其獨立性以及核數性質及範疇；與管理層討論整個集團風險管理及內部監控系統的有效性，包括財務監控、運作監控及合規監控；及就外聘核數師的重新委任向董事會提供建議。

審核委員會各成員之出席情況載列如下：

Members of Audit Committee	審核委員會成員	Attendance/ Number of meeting(s) held 出席次數/ 舉行會議次數
Mr. Tam Chun Wa (Chairman)	譚鎮華先生(主席)	2/2
Mr. Sze Cheung Pang (passed away on 4 July 2023)	施祥鵬先生(於二零二三年七月四日離世)	2/2
Mr. Lau Ka Wing (resigned with effect from 14 April 2023)	劉家榮先生 (自二零二三年四月十四日起辭任)	2/2
Mr. Man Kwok Leung (appointed with effect from 13 July 2023)	文國樑先生 (自二零二三年七月十三日起獲委任)	N/A 不適用
Ms. Jiang Zhihua (appointed with effect from 9 August 2023)	蔣志華女士 (自二零二三年八月九日起獲委任)	N/A 不適用

## ACCOUNTABILITY AND AUDIT

The Board acknowledges its responsibility for preparing the consolidated financial statements for each financial year which give true and fair view of the state of affairs of the Group in presenting the interim and annual consolidated financial statements and announcements to the Shareholders. The Board aims to present a balanced, clear and understandable assessment of the Group's position and prospects. The Board well understands its responsibility to present a balanced, clear and understandable assessment of annual and interim reports, price-sensitive announcements and other disclosures required under the Listing Rules and other regulatory requirements.

The responsibility of the external auditor of the Company with respect to the financial reporting and its audit opinion are set out in the section "Independent Auditor's Report" on pages 97 to 103 of this annual report.

## AUDITOR'S REMUNERATION

The Audit Committee is responsible for considering the appointment of the external auditor and reviewing any non-audit functions performed by the external auditor, including whether such non-audit functions could lead to any potential material adverse effect on the Company. During the year under review, the remuneration paid/payable to the external auditor of the Company, Mazars CPA Limited, is set out as follows:

Services rendered	所提供之服務	Fee paid/ payable 已付費用/ 應付費用 HK\$ 港元
Audit services	審計服務	1,100,000
Non-audit services	非審計服務	150,000

The non-audit services included taxation and other services rendered.

## 問責及審核

董事會確認其有編制各財政年度綜合財務報表的責任，在向股東列報中期及年度綜合財務報表及公佈時真實而中肯地反映本集團的事務狀況。董事會的目標為平衡、清晰及容易理解地評核集團的情況及前景。董事會深知其有責任在年度報告及中期報告、價格敏感公佈及根據《上市規則》及其他監管規定須作出的其他披露內，對公司表現作出平衡、清晰及容易理解的評審。

本公司外聘核數師有關財務匯報的責任及其審計意見載於本年報第97頁至第103頁「獨立核數師報告」一節內。

## 核數師酬金

審核委員會負責考慮委任外聘核數師，以及審閱任何由外聘核數師進行之非審計工作，包括該等非審計工作會否對本公司產生任何潛在之重大不利影響。於回顧年度內，已付／應付予本公司外聘核數師中審眾環（香港）會計師事務所有限公司之酬金載列如下：

非審計服務包括提供稅務及其他服務。



## DIVIDEND POLICY

The Board has approved and adopted a dividend policy (“**Dividend Policy**”) on 1 January 2019.

Under the Dividend Policy, the Company may declare and distribute dividends to the Shareholders. Dividends may only be paid out of profits of the Company available for distribution but no dividend shall exceed the amount recommended by the Board.

In deciding whether to propose a dividend and in determining the dividend amount, the Board will take into account the results of operations, working capital, financial position, future prospects and capital requirements of the Group, as well as any other factors which the Board may consider relevant from time to time. Any future declaration and payment of dividends by the Company may or may not reflect the historical declarations and payments of dividends and will be at the absolute discretion of the Board. The Company does not have any predetermined dividend payout ratio. The payment of dividend by the Company is also subject to any restrictions under the laws of Bermuda, the Bye-laws of the Company and any applicable laws, rules and regulations.

The Board will review the Dividend Policy from time to time and may exercise in its sole and absolute discretion to update, amend and/or modify the Dividend Policy at any time as it deems fit and necessary. There is no assurance that dividends will be paid in any particular amount for any given period.

## RISK MANAGEMENT AND INTERNAL CONTROL

Pursuant to the CG Code, the Board should ensure that the Group maintains sound and effective internal controls to safeguard the Shareholders’ investment and the Group’s assets.

The Board acknowledges its responsibility to ensure sound and effective risk management and internal control systems and reviewing their effectiveness on an ongoing basis. The risk management and internal control systems are reviewed at least annually to ensure the adequacy of resources, staff qualifications and experience, training programs and budget of the Group’s internal audit and financial reporting functions.

The Group’s risk management and internal control systems are designed to manage and mitigate risks, rather than eliminate risks, and can only provide reasonable and not absolute assurance against material misstatement or loss.

## 股息政策

董事會已於二零一九年一月一日批准及採納股息政策（「**股息政策**」）。

根據股息政策，本公司可向股東宣派及派付股息。股息可從本公司可供分派溢利中派付，惟股息不得超過由董事會建議之金額。

在決定是否建議宣派股息及釐定股息的金額時，董事會將考慮本集團的經營業績、營運資金、財務狀況、未來前景及資本要求，以及董事局不時認為相關的其他因素。本公司未來的任何股息宣派及派付，未必反映本公司過往的股息宣派及派付，並將由董事會酌情決定。本公司並沒有預定的股息分派比率。本公司派發股息亦須遵守百慕達法例、本公司的公司細則及任何適用法律、規則及規例下的任何限制。

董事會將不時檢討股息政策，並在其認為適合及必要時可隨時全權酌情更新、修改及／或更改股息政策。本公司概不保證將在任何指定期間支付任何特定金額之股息。

## 風險管理及內部監控

根據企業管治守則，董事會須確保本集團擁有健全而有效之內部監控，以保障股東之投資及本集團之資產。

董事會確認其有責任確保完善及有效的風險管理和內部監控制度，並持續檢討其有效性。風險管理和內部監控制度至少每年進行一次檢討，以確保本集團於內部審核和財務匯報職能方面的資源、員工資歷和經驗，培訓計劃及預算是足夠。

本集團的風險管理和內部監控制度旨在管理和減輕風險，而非消除風險，及僅能就防止出現重大錯誤陳述或損失提供合理而非絕對的保證。

## RISK MANAGEMENT AND INTERNAL CONTROL – continued

The Board has reviewed the efficiency of the Group's internal control systems, including financial operation and compliance control and risk management procedure. The Board believes that the Group is responsible to improve the internal control system continuously in order to give hand to the risk of the deficiency in the operating system, if any, with an aim to achieve the Group's objectives.

During the year under review, the Board conducted a full review of the effectiveness of the material internal control system of the Group and considered internal audit planning presented by internal audit staff and discussed the assessment with the management.

Based on the assessment, the Board, with the concurrence of the Audit Committee is of the opinion that the system of internal controls established and maintained by the Group addressing financial, operational, compliance and information technology risks as well as risk management systems, were adequate to meet the needs of the Group in its current business environment.

### Handling and Dissemination of Inside Information

The Company has established and implemented relevant procedures and internal controls for the handling and dissemination of inside information, including restricting employee access to inside information on a need-to-know basis and ensuring that those who need to know understand the obligation of keeping the information confidential. All inside information is disclosed to the public pursuant to the requirements under the Securities and Futures Ordinance and the Listing Rules and kept strictly confidential before disclosure.

## INTERNAL AUDIT

The Company has employed an internal audit staff ("IA") to perform the internal audit function and to improve the system and processes of internal control of the Company. IA primarily reports to the chairman of Audit Committee and ensure the internal control are in place and functioning properly as intended.

The Audit Committee has annually reviewed the adequacy and effectiveness of the Company's risk management, the scope and results of internal audit procedures. The Audit Committee also reviews the adequacy and effectiveness of the internal audit function. Based on the report presented, the Audit Committee is satisfied that the internal audit function is adequately resourced and has appropriate standing within the Company.

## 風險管理及內部監控 – 續

董事會已就本集團之內部監控制度，包括財務運作、符合規例之監控及風險管理程序等之有效性作出評估。董事會相信本集團須負責持續改善內部監控制度，對運作上之不足之處(如有)所產生之風險須予以注意，以達致本集團之目標。

於回顧年度內，董事會已就本集團內部監控制度之有效性作出全面評估，並與管理層就評估進行討論以及內部審計人員的內部評估報告。

根據所提交的報告，董事會在審計委員會的同意下，認為本集團建立和維護的內部監控制度涵蓋財務、營運、合規、資訊科技風險以及風險管理系統，足以應付本集團在目前營商環境下的需要。

### 處理及發佈內幕消息

本公司已制訂及實施有關處理及發佈內幕消息的程序和內部監控措施，包括限制員工在有需要情況下方能查閱內幕消息，及確保該等有需要知情之人員了解保密責任。所有內幕消息均按照《證券及期貨條例》及上市規則之規定向公眾披露，並於披露前嚴格保密。

### 內部審計

本公司聘用內部審計員(「內部審計員」)執行內部審計職能，改善公司內部監控制度和流程。內部審計員主要向審計委員會主席報告，確保本公司內部監控措施到位並按預期正常運行。

審計委員會每年審查公司風險管理的充分性和有效性及內部審計程序的範圍和結果。審計委員會亦會審查內部審計職能的充分性和有效性。審計委員會根據提交的報告認為內部審計職能資源充足，在公司內部有適當的地位。

## DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

Insurance cover has been arranged for Directors' and officers' liability to provide adequate cover, as determined by the Board, in respect of the Board members and senior management members of the Company. Such insurance has also been renewed before 3 January 2023 with a term from one year until 2 January 2024.

## COMPANY SECRETARY

Mr. Ng Chi Keung has been the Company Secretary of the Company since 30 December 2019. Mr. Ng reports to the chairman of the Company and is responsible for advising the Board on corporate governance matters. Mr. Ng has confirmed that he has taken no less than 15 hours of relevant professional training during the year under review.

## COMMUNICATIONS WITH SHAREHOLDERS

The Company values communication with the Shareholders. The Company uses two-way communication channels to account to Shareholders for the performance of the Company. Enquiries and suggestions from Shareholders are welcomed.

The Company uses a number of formal communication channels to account to the Shareholders for the performance of the Company. These include (i) the publication of interim and annual reports; (ii) the annual general meeting or special general meeting providing a forum for the Shareholders to raise comments and exchange views with the Board; (iii) updated key information of the Group available on the websites of the Stock Exchange and the Company; and (iv) the Company's branch share registrar in Hong Kong serving the Shareholders in respect of all share registration matters.

The Company aims to provide the Shareholders with high standards of disclosure and financial transparency. The Board is committed to providing clear, detailed, timely manner, and on-a-regular-basis information of the Group through the publication of interim and annual reports and/or despatching circulars, notices, and other announcements.

The Company strives to take into consideration its Shareholder's view and inputs, and address Shareholders' concerns. Shareholders are encouraged to attend the annual general meeting for which at least 20 clear business days' notice shall be given.

## 董事及高級行政人員責任保險

本公司已按照董事會之決定為本公司董事會成員及高級管理人員購買董事及高級行政人員責任保險，以提供足夠承保範圍，承保期由二零二三年一月三日起至二零二四年一月二日止。

## 公司秘書

吳志強先生自二零一九年十二月三十日起擔任本公司的公司秘書。吳先生向本公司主席匯報，並負責就企業管治事宜，向董事會提供意見。於回顧年度內，吳先生已確認彼已接受不少於15小時的相關專業培訓。

## 與股東的溝通

本公司重視與股東的溝通。本公司利用雙向溝通渠道就本公司表現向股東問責。歡迎股東查詢及給予意見。

本公司利用若干正式的溝通渠道就本公司表現向股東問責，其中包括：(i)刊發中期報告及年報；(ii)舉行股東週年大會或股東特別大會，為股東提供一個可提出意見及與董事會交流意見的平台；(iii)分別於聯交所及本公司的網站提供本集團的最新重要資訊；及(iv)本公司的股份過戶登記處香港分處，就所有股份登記事宜為股東提供服務。

本公司的目標為向股東提供高水平的披露及財務透明度。董事會致力透過刊發中期報告及年報及／或發送通函、通告及其他公佈，定期提供有關本集團清晰、詳細與及時的資料。

本公司致力考慮其股東的意見及投入，並處理股東關注的事宜。為鼓勵股東出席股東週年大會，股東將獲至少20個完整營業日的通知。

## SHAREHOLDERS' RIGHT

### (i) Procedures for shareholders to convene a special general meeting

Subject to applicable laws and regulations including the Companies Act 1981 of Bermuda (the “**Companies Act**”) and the Bye-laws of the Company, shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Company Secretary of the Company, to require a special general meeting to be called by the Board for the transaction of any business specified in such requisition. If within twenty-one days of such deposit the Board fails to proceed to convene such meeting, the requisitionists themselves may do so in accordance with the provisions of Section 74(3) of the Companies Act.

### (ii) Procedures for shareholders to put forward proposals at general meetings

Pursuant to the Companies Act, any number of shareholders representing not less than one-twentieth of the total voting rights of all the shareholders having at the date of the requisition a right to vote at the meeting to which the requisition relates or not less than one hundred shareholders, can request the Company in writing to: (a) give to shareholders entitled to receive notice of the next annual general meeting notice of any resolution which may properly be moved and is intended to be moved at that meeting; and (b) circulate to shareholders entitled to have notice of any general meeting send to them any statement of not more than one thousand words with respect to the matter referred to in any proposed resolution or the business to be dealt with at that meeting. The requisition must be deposited to the Company not less than six weeks before the meeting in case of a requisition requiring notice of a resolution or not less than one week before the meeting in case of any other requisition.

### (iii) Procedures for shareholders to send enquiries

Shareholders should direct their questions about their shareholdings to the Company's registrar. Shareholders and the investment community may at any time make a request for information on the Company to the extent that such information is publicly available. Shareholders may also make enquiries to the Board by writing to the Company Secretary at the Company's head office and principal place of business in Hong Kong at Room 7712, 77/F., The Center, 99 Queen's Road Central, Hong Kong, or to the Company by email at [pr@hk-greenenergy.com](mailto:pr@hk-greenenergy.com).

## 股東權利

### (i) 股東召開股東特別大會之程序

在適用法律及規例（包括百慕達一九八一年公司法（「**公司法**」）以及本公司之公司細則的規限下，在存放請求書當日須持有不少於十分之一的本公司已繳足資本而且該資本附有在本公司大會上表決的權利的股東，在任何時間均有權藉向董事會或本公司公司秘書發送書面請求書，要求董事會召開股東特別大會，以處理該請求書內所指明的任何事務。根據**公司法**第74(3)條之規定，如董事會在該請求書存放日期起計二十一天內，未有安排召開有關會議，則該等請求人可自行召開會議。

### (ii) 股東在股東大會上提出建議的程序

根據**公司法**，任何不少於在該請求書提出的日期有權在該請求書有關的會議上表決的股東的總表決權二十分之一的股東人數；或不少於一百名股東，可以書面方式要求本公司：(a)向有權接收下屆周年大會通知書的股東發出通知書，內容有關可能會在該會議上恰當地動議並擬在該會議上動議的任何決議；及(b)向有權獲送交大會通知書的股東傳閱一份字數不多於一千字的陳述書，內容有關在任何建議決議內所提述的事宜，或有關將在該會議上處理的事務。該請求書須於下述時間存放於本公司：如屬要求發出決議通知的請求書，在有關會議舉行前不少於六個星期；或如屬任何其他請求書，在有關會議舉行前不少於一個星期。

### (iii) 股東可提出查詢的程序

股東如對名下持股有任何疑問，應向本公司之股份過戶登記處提出。股東及投資人士可隨時要求索取有關本公司之公開資料。股東亦可透過致函公司秘書向董事會提出查詢，信件請寄往本公司之總辦事處及香港主要營業地點（地址為香港皇后大道中99號中環中心77樓7712室），或發送電郵至本公司（電郵地址為[pr@hk-greenenergy.com](mailto:pr@hk-greenenergy.com)）。

## CONSTITUTIONAL DOCUMENTS

On 24 November 2022, an annual general meeting of the Company was held at which a special resolution was passed to approve the amended and restated Bye-laws of the Company (the “**New Bye-laws**”) in substitution for and to the exclusion of the existing Bye-laws of the Company to (i) bring the Bye-Laws of the Company in line with the latest legal and regulatory requirements, including the amendments made to Appendix 3 to the Listing Rules which took effect on 1 January 2022; and (ii) make other consequential and house-keeping amendments. For the details of the amendments, please refer to the announcement of the Company dated 29 September 2022 and the circular of the Company dated 25 October 2022. The New Bye-laws is available on the Stock Exchange’s website and the Company’s website.

By order of the Board

**Lo Kam Wing, JP**  
Chairman

Hong Kong, 28 September 2023

## 憲章文件

於二零二二年十一月二十四日，本公司舉行股東週年大會，會上通過特別決議案，批准本公司之經修訂及經重述公司細則（「**新公司細則**」），以取代及排除本公司之現有公司細則，以(i)使本公司之公司細則符合最新的法律及監管規定，包括對上市規則附錄三所作出並已於二零二二年一月一日生效之修訂；及(ii)作出其他相應及輕微的修訂。有關修訂之詳情，敬請參閱本公司日期為二零二二年九月二十九日之公佈以及本公司日期為二零二二年十月二十五日之通函。新公司細則可於聯交所網站及本公司網站查閱。

代表董事會

主席  
**盧金榮** 太平紳士

香港，二零二三年九月二十八日

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會及管治報告

### 1. DIRECTOR'S MESSAGE

We are thrilled to present our Environmental, Social, and Governance (“**ESG**”) report, aimed at elucidating our policy development and performance in ESG aspects. This report is a response to the expectations and concerns of our stakeholders regarding sustainable development management and information disclosure.

The board of directors (the “**Board**”) bears the ultimate responsibility for sustainable development and leads the Group in fulfilling its social responsibility. To handle ESG-related issues on behalf of the Board, we have established an ESG committee. This committee, which reports to the Board annually, is responsible for developing and regularly reviewing the ESG plan, engaging with stakeholders, and conducting materiality assessments. The Board diligently monitors ESG performance, approves relevant goals and budgets, and ensures the Group's development aligns with stakeholders' expectations through continuous stakeholder communication and sustainability risk management.

Risk management of ESG-related issues is of utmost importance to the Board. Among the various risks assessed, the Board places higher importance on managing air pollutants, greenhouse gas emissions, and enhancing climate resilience. Furthermore, the Board recognizes that climate change risk may manifest as a market risk, with customers increasingly prioritizing green products due to heightened concerns about climate change. To promote integrated risk management within the Group, we plan to integrate ESG-related risks into our risk management and internal control system. This will involve regular assessment of ESG-related risks based on the Board's comprehensive understanding of the business and communication with various stakeholders.

### 1. 董事的話

我們欣然提呈環境、社會及管治（「**環境、社會及管治**」）報告，其旨在闡明我們在環境、社會及管治方面的政策發展和表現。本報告乃回應權益人對可持續發展管理及資料披露的期望和關注。

董事會（「**董事會**」）承擔可持續發展的最終責任，並領導本集團履行社會責任。為代表董事會處理與環境、社會及管治相關的事宜，我們已經成立環境、社會及管治委員會。該委員會每年向董事會報告，負責制定和定期審查環境、社會及管治計劃，並進行權益人參與和進行重要性評估。董事會努力監測環境、社會及管治表現並批准相關的目標及預算，並通過持續的權益人溝通和可持續性風險管理，確保本集團的發展符合權益人的期望。

環境、社會及管治相關事宜的風險管理對董事會而言至關重要。在評估的各項風險中，董事會高度重視管理空氣污染物及溫室氣體排放，以及提升氣候復原力。此外，基於對氣候變化的關注提高，客戶越趨優先選擇綠色產品，因此，董事會肯定氣候變化的風險可能會以市場風險的形式出現。為促進本集團內部的綜合風險管理，我們計劃將環境、社會及管治相關風險納入風險管理和內部監控體系。此舉將會涉及根據董事會對業務的全面瞭解以及與不同權益人的溝通，定期評估環境、社會及管治相關風險。

## 1. DIRECTOR'S MESSAGE – continued

The Board believes that prudent resource usage and a strong focus on occupational health and safety are particularly beneficial for the Group in achieving its ESG goals, promoting business sustainability, reducing operational costs, mitigating ESG risks, and building a stellar corporate image. Consequently, we regularly evaluate the yield rate of our recycling operations and occupational safety statistics against predefined targets. These targets and evaluations serve as effective indicators reflecting operational efficiency and control effectiveness.

In the face of uncertainties arising from an unstable geopolitical environment and volatile material costs, we recognize that the best strategy is to improve quality and resilience. The Group places great importance on our environmental performance, as it enables market recognition and opens opportunities for expanding our market share. Over the years, we have upgraded our recycling infrastructure, diversified our revenue sources, and adjusted our product mix. Looking ahead, the Group remains committed to providing stable and reliable recycling and renewable energy services worldwide, contributing to the transformation toward an environmentally friendly circular economy.

## 2. REPORTING PRINCIPLE

**Materiality:** The Group communicates with different stakeholders on a regular basis, so as to better understand ESG-related issues that matter the Group most from stakeholders' perspectives. Meanwhile, the Group concerns ESG development outside and within the industry, trying to align with available global standards as well as incorporating it into the Group strategic development planning. The Group has conducted a stakeholder engagement survey with our directors, employees, customers, and suppliers to grade the ESG aspects according to the level of materiality they consider these aspects are to the Group or to the stakeholder groups they are representing. The details are reported in Chapter 4 of this report.

## 1. 董事的話－續

董事會認為，審慎使用資源並注重職業健康和 safety，特別有益於本集團實現其環境、社會及管治目標、促進商業可持續性、降低營運成本、減少環境、社會及管治風險以及建立優秀的企業形象。因此，本集團定期評估我們的回收業務的成品率和職業安全統計數據與預先確定的目標。該等目標和評估乃反映運營效率和控制成效的有效指標。

面對地緣政治環境不穩定以及材料成本波動的不明朗因素，我們肯定，最佳的策略為改善質素及回彈力。本集團非常重視我們的環境表現，原因為其可獲得市場肯定，並為擴大市場份額提供機會。多年來，本集團已升級了回收基礎設施，實現了收入來源，並調整產品結構的多元化。展望未來，本集團仍然致力於為全球提供穩定可靠的回收及可再生能源服務，為向環境友好型循環經濟轉型作出貢獻。

## 2. 報告原則

**重要性：**本集團定期與不同權益人溝通，以便從權益人角度出發，更有效瞭解本集團需關注的環境、社會及管治相關事宜。同時，本集團關注行業內外的環境、社會及管治發展情況，致力與現行全球標準看齊，並將其納入本集團的策略發展規劃中。本集團對我們的董事、員工、客戶和供應商進行了權益人參與調查，根據彼等認為對本集團或彼等所代表的權益人的重要程度對環境、社會及管治層面進行分級。詳情於本報告第4章中匯報。

## 2. REPORTING PRINCIPLE – continued

**Quantitative:** Appendix 27 of the Listing Rules guides the Group to prepare measurable KPIs for performance review. Quantitative information presented in the report is accompanied by narrative, explanation and comparison wherever applicable. The frequency of publication is once a year.

**Balance:** The Group upholds this reporting principle to prepare ESG reports and strives to disclose both challenges and opportunities of ESG issues that the Group experienced during the reporting period. Pictures, charts and graphs reflect the actual performance of the Group, and with appropriate presentation formats, so to avoid misleading.

**Consistency:** The Group adopts consistent methodologies and retrieves social and environmental KPIs from the Group's internal record system. The Group is also with reference to Appendix 2: Reporting Guidance on Environmental KPIs as well as Appendix 3: Reporting guidance on Social KPIs to calculate KPIs, so to make meaningful comparisons over the years. In view of the explanation of our business segments, the intensity figures are now reported in per revenue basis instead of per material processed.

## 2. 報告原則－續

**量化：**本集團參照上市規則附錄二十七編製可衡量的關鍵績效指標，以進行績效考核。本報告呈列的量化資料均附有敘述、解釋及比較（如適用）。本報告每年刊發一次。

**平衡：**本集團秉承此報告原則編製環境、社會及管治報告，力求披露本集團於報告期間所經歷的環境、社會及管治事宜的挑戰及機遇。圖片、圖表及圖解反映本集團的實際表現，並採用適當的呈報形式，以避免造成誤導。

**一致性：**本集團採用一致的方法，並從本集團的內部記錄系統中獲取社會及環境關鍵績效指標。本集團亦參照附錄二：環境關鍵績效指標匯報指引及附錄三：社會關鍵績效指標匯報指引計算關鍵績效指標，以便進行有意義的年度比較。鑑於對我們業務分部的闡釋，有關強度數字會按每收入基準而非每經處理物料基準呈報。



### 3. REPORTING SCOPE

The reporting period began on 1 July 2022 and ended on 30 June 2023 (“the reporting period”). The report sets out the Group’s overall sustainability approaches and policies on four different aspects, including environmental protection, our people, operating practices and community involvement.

The scope of the report is as followed:

Geographical Region 地區	Segment 分部
Germany 德國	Construction Waste Recycling 建築廢料回收 Plastic Recycling 塑膠回收
Hong Kong 香港	Renewable Energy 可再生能源 Healthcare Service 醫療保健服務 Head Office 總辦事處

The segments included are selected because they are representing the majority of the Group’s impact on ESG issues. In view of our business development, our Renewable Energy segment in Hong Kong is newly included in this ESG report. The Healthcare Service segment in Hong Kong still contributed to our business in the reporting period but has been discontinued by the end of the reporting period.

### 3. 報告範圍

報告期間自二零二二年七月一日開始並於二零二三年六月三十日結束（「報告期間」）。本報告闡述了本集團在四個不同方面的整體可持續發展方針和政策，包括環境保護、我們的員工、經營方式和社區參與。

報告範圍如下：

選擇該等分部納入報告範圍，是因為其代表了本集團在環境、社會及管治事宜方面的大部分影響。有鑑於旗下業務發展，我們在香港的可再生能源分部新納入本環境、社會及管治報告報告。香港的醫療保健服務分部於報告期間內仍然為我們的業務作出貢獻，但到報告期末已經終止經營。

#### 4. STAKEHOLDER ENGAGEMENT AND MATERIALITY

With the purpose of identifying stakeholders' key concerns with reference to the ESG Reporting Guide, the Group conducted a stakeholder engagement survey across April and May 2023. Responses were received in stakeholder categories including middle management & supervisor, general staff, and supplier. For the views from director category, the latest result from the last round in 2022 was still considered valid and was thus adopted as valid result.

The importance of each reporting aspect was then determined by compiling the degrees of importance given from all the participants. The importance grade from each stakeholder category was the average among all respondents within that stakeholder category. The overall importance grade across multiple stakeholder categories was then the average of each categorical importance grade.

A materiality matrix was prepared to clearly illustrate the result by placing each aspect with regard to its importance grade to the directors of the Group and to other stakeholders consisting of employees and external stakeholders.

#### 4. 權益人參與及重要性

為了根據環境、社會及管治報告指引識別權益人的主要關切，本集團於二零二三年四月及五月進行了權益人參與調查。本集團收到權益人的回應，類別包括中層管理人員及主管、一般員工以及供應商。有關董事類別的意見，上次於二零二二年的最新結果仍然被視為有效，因此獲採納為有效結果。

然後，通過匯編所有參與者給出的重要程度確定各報告範疇的重要性。各權益人類別給出的重要性等級是該權益人類別中所有受訪者的平均值。多個權益人類別的總體重要性等級乃每個分類的重要性等級的平均值。

為了清楚地說明調查結果，我們編製了重要性矩陣，將各層面按其對本集團董事和由員工和外部權益人組成的其他權益人的重要性等級進行排列。

#### 4. STAKEHOLDER ENGAGEMENT AND MATERIALITY – continued

The materiality matrix below was prepared to clearly illustrate the result by placing each aspect with regard to its importance grade to the directors of the Group and to all other stakeholders. The aspects located in the top-right quarter of the material matrix were considered by both the directors of the Group and other stakeholders as material.

#### 4. 權益人參與及重要性 – 續

下列重要性矩陣通過將各層面按其對本集團董事和所有其他權益人的重要性等級排序，清楚地說明調查結果。位於重要性矩陣右上角的範疇被本集團董事及其他權益人視為屬重要。



**Legend:**

圖例：

- |  |   |  |
|--|---|--|
| A1 Emissions<br>A1 排放物                                 | B1 Employment<br>B1 僱傭                  | B5 Supplier Chain Management<br>B5 供應鏈管理 |
| A2 Use of Resources<br>A2 資源使用                         | B2 Health and Safety<br>B2 健康及安全        | B6 Product Responsibility<br>B6 產品責任     |
| A3 The Environment and Natural Resources<br>A3 環境及天然資源 | B3 Development and Training<br>B3 發展及培訓 | B7 Anti-corruption<br>B7 反貪污             |
| A4 Climate Change<br>A4 氣候變化                           | B4 Labour Standards<br>B4 勞工準則          | B8 Community Investment<br>B8 社區投資       |

#### 4. STAKEHOLDER ENGAGEMENT AND MATERIALITY – continued

A2 Health & Safety was the most material aspect determined in the stakeholder engagement and materiality assessment. Whereas B7 Anti-corruption was determined to be the least material. Nonetheless, all ESG aspects were assessed to be material.

The table below integrates the result of the stakeholder engagement and the feedback in day-to-day engagement with various stakeholders.

#### 4. 權益人參與及重要性－續

A2資源使用是持份者參與和重要性評估中確定的最重要層面。B7反貪污被認為最不重要。然而，所有環境、社會及管治層面均被評估為屬重要。

下表綜合了權益人參與的結果以及與各權益人的日常接觸中獲得的反饋意見。

Stakeholder 權益人	Concerned ESG aspects 關注的環境、社會及管治層面	The Group's responses 本集團的回應
Employees 僱員	Health and Safety 健康與安全	The Group establishes clear procedures to safeguard occupational health and safety. 本集團訂有清晰的程序，以保障職業健康與安全。
	Anti-corruption 反貪污	The Group establishes clear policy to ensure compliance with relevant laws and regulations relating to preventing corruption. 本集團訂有清晰的政策，以確保遵守有關防止反貪污的相關法律及規例。
Investor and shareholders 投資者及股東	Economic performance 經濟表現	The Group timely release of the latest corporate information via announcement, interim report and annual report. 本集團透過公佈、中期及年度報告及時發佈最新公司資訊。
	Legal compliance 法律合規性	The Group holds shareholders' meeting and investors' meeting to disclose information of listed companies. 本集團召開股東大會及投資者大會以披露上市公司資訊。

#### 4. STAKEHOLDER ENGAGEMENT AND MATERIALITY – continued

#### 4. 權益人參與及重要性 – 續

Stakeholder 權益人	Concerned ESG aspects 關注的環境、社會及管治層面	The Group's responses 本集團的回應
Customers 客戶	Health and Safety 健康與安全	The Group implements occupational health and safety measures to monitor and continuously improve the safety level, and provides adequate personal protection equipment to employees. 本集團實施職業健康與安全措施，以監察及持續改善安全水平，並為僱員提供足夠的個人防護裝備。
	The Environment and Natural Resources 環境及天然資源	The Group established clear procedures to minimise significant impacts on the environment and natural resources. 本集團訂有清晰的程序，以儘量減少對環境及天然資源的重大影響。
Suppliers and business partners 供應商及業務合作夥伴	Product Responsibility 產品責任	The Group incorporates expectation into the product certification and establish quality inspection procedures to ensure that all our products and services meet quality standards and sustainable development requirements. 本集團將期望融入產品認證中，並建立質量檢驗程序，以確保旗下所有產品及服務均符合質量標準及可持續發展要求。
	Emissions 排放物	The Group pledges our supports to install, adopt energy-saving items and procure energy-efficient equipment so as to continuously enhance energy efficiency which consequently reduces GHG emissions. 本集團承諾支持安裝、採用節能項目和採購節能設備，以持續提高能源效率，從而減少溫室氣體排放。
Government bodies/ regulators 政府部門／監管機構	Environmental impacts 環境影響	The Group always gives prompt responses to government inquires and environmental regulation updates. During the reporting period, the Group fully complied with environmental laws and regulations. 本集團一直對政府的詢問和環境法規的更新給予及時的回應。於報告期間內，本集團完全遵守環境法律及法規。

#### 5. FEEDBACK CHANNEL

In order to continuously improve the environmental, social and governance performance of the Group, we welcome stakeholders' valuable opinions. Please share your views with us via email at [esg@hk-greenenergy.com](mailto:esg@hk-greenenergy.com).

#### 5. 反饋渠道

為了不斷改善本集團的環境、社會及管治表現，我們歡迎權益人提出寶貴意見。閣下可電郵至 [esg@hk-greenenergy.com](mailto:esg@hk-greenenergy.com) 與我們分享您的意見。

## 6. ENVIRONMENTAL PROTECTION

The Group's business operations strictly adhere to regulatory requirements, and we remain vigilant in staying updated on any regulatory changes. Throughout the reporting period, the Group had no knowledge of any significant violations of local environmental laws or regulations. This encompasses, but is not limited to, the following:

- Industrial Emissions Directive of European Union
- Waste Framework Directive of European Union
- Waste Disposal Ordinance of Hong Kong

There was no incident that has material impact on the environment and natural resources in the reporting period.

### 6.1 WASTE MANAGEMENT

#### 6.1.1 RECYCLING SEGMENTS

The Group's recycling business segment plays a vital role within our operations. We are dedicated to enhancing the recovery rate of collected waste through a range of waste management options, meticulous waste classification, and careful storage planning. To ensure proper waste segregation by our employees, we have implemented a comprehensive Standard Recycling Procedures Manual. Additionally, our production lines are equipped with various sorting facilities that effectively identify reusable and recyclable materials within the waste stream, which are subsequently stored in designated areas.

## 6. 環境保護

本集團的業務運作嚴格依循監管規定，本集團留意緊貼任何監管變動更新。於整個報告期間內，本集團並不知悉有任何重大違反當地環境法律法規的情況，包括(但不限於)以下各項：

- 歐洲聯盟的《工業排放指令》
- 歐洲聯盟的《廢物框架指令》
- 香港的《廢物處置條例》

於報告期間，概無對環境及自然資源產生重大影響的事件。

### 6.1 廢棄物管理

#### 6.1.1 回收分部

本集團的回收業務在本集團的業務中擔當重要角色。通過一系列廢棄物管理選項、仔細的廢棄物分類及小心的儲存計劃，本集團致力提升所收集廢棄物的回收率。為確保僱員將廢棄物妥善分類，本集團已實行全面的「標準回收程序手冊」。此外，生產線已安裝不同的分類設施，有效識別廢棄物當中的可循環使用及回收的物料，其後貯存於指定的位置。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.1 WASTE MANAGEMENT – continued

#### 6.1.1 RECYCLING SEGMENTS – continued

Plastic waste primarily originates from collectors within European Union countries, while construction waste is sourced from nearby construction sites. The waste stream undergoes screening processes for efficient sorting, and the sorted waste is then stored in designated containers or areas. To ensure the safe disposal of non-recyclable waste, the Group has engaged professional waste disposal companies that comply with relevant regulations and possess a proven track record in waste disposal. Recyclable scraps are appropriately managed by registered recycling collectors. It is important to note that no chemical or non-hazardous waste is generated or discharged during the recycling process.

By implementing these measures, the Group actively contributes to waste reduction, resource conservation, and environmental sustainability. Our commitment to responsible waste management practices ensures that recyclable materials are effectively recovered, while non-recyclable waste is disposed of in a safe and compliant manner. Through these efforts, we strive to minimize the environmental impact of our operations and promote the principles of a circular economy.

## 6. 環境保護 – 續

### 6.1 廢棄物管理 – 續

#### 6.1.1 回收分部 – 續

塑膠廢料主要源自歐盟國家的回收商，而建築廢料則來自附近的建築地盤。廢料會通過篩選過程以有效分揀，經過分揀的廢料接著會存放在指定容器或區域內。為確保安全處置不可回收廢料，本集團已委聘符合相關規例且具有處置廢物往績紀錄的專業廢料處理公司。可回收廢料乃由註冊回收商適當管理。必須注意，於回收過程中，概無產生或排放任何化學或無害廢物。

通過實施該等措施，本集團積極為減少廢物、節約資源及環境可持續發展作出貢獻。我們致力於負責任的廢物管理實踐，確保有效收回可回收材料，同時以安全而合規的方式處置不可回收廢棄物。通過以上努力，我們努力儘量減少我們的營運對環境的影響，並推廣循環經濟的原則。

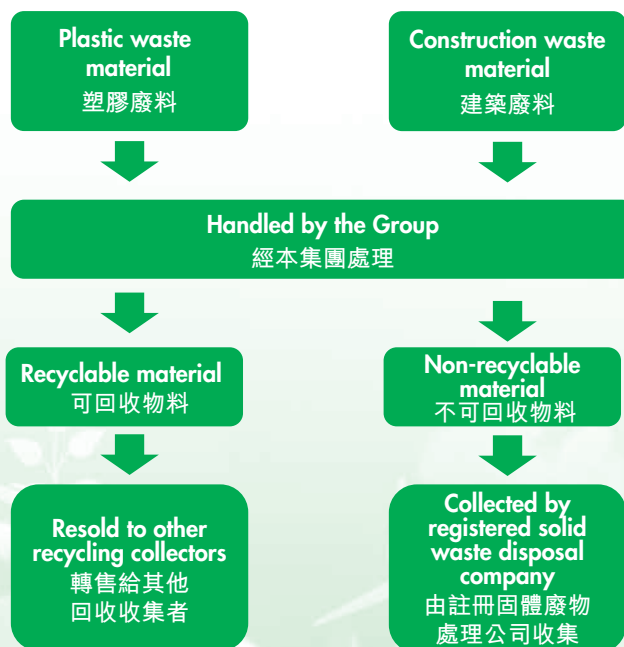


Chart: Recycling business of the Group  
圖表：本集團的回收業務

## 6. ENVIRONMENTAL PROTECTION – continued

## 6. 環境保護 – 續

### 6.1 WASTE MANAGEMENT – continued

### 6.1 廢棄物管理 – 續

#### 6.1.1 RECYCLING SEGMENTS – continued

#### 6.1.1 回收分部 – 續

Plastic Recycling – Germany

塑膠回收 – 德國

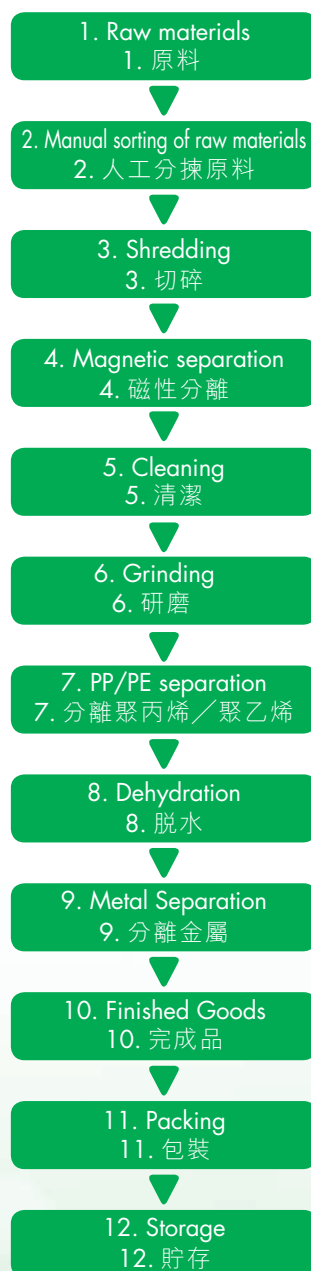


Chart: Plastic recycling flowchart

圖表：塑膠回收流程圖



## 6. ENVIRONMENTAL PROTECTION – continued

### 6.1 WASTE MANAGEMENT – continued

#### 6.1.1 RECYCLING SEGMENTS – continued

Construction Waste Recycling – Germany

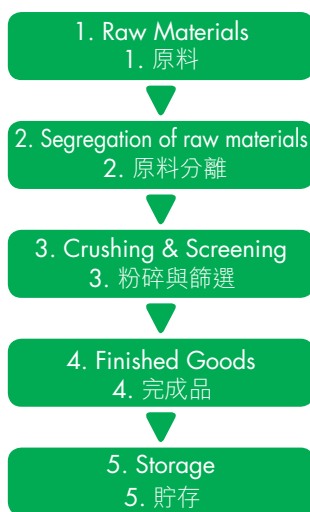


Chart: Construction waste recycling flowchart  
圖表：建築廢料回收流程圖

Data on recyclables generation is as follows:

可回收品產量資料如下：

Recyclables	Unit	1.7.2022 to	1.7.2021 to
		30.6.2023	30.6.2022
可回收品	單位	二零二二年 七月一日至 二零二三年 六月三十日	二零二一年 七月一日至 二零二二年 六月三十日
<b>From plastic recycling business</b> 來自塑膠回收業務			
Plastics 塑膠	Tonnes 公噸	<b>24.31</b>	48.53
Metal Scrap 金屬廢料	Tonnes 公噸	<b>4.94</b>	0.00
<b>From construction waste recycling business</b> 來自建築廢料回收業務			
Metal Scrap 金屬廢料	Tonnes 公噸	<b>64.82</b>	86.04

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.1 WASTE MANAGEMENT – continued

#### 6.1.1 RECYCLING SEGMENTS – continued

##### *Construction Waste Recycling – Germany – continued*

To optimize the recovery of recyclable materials, the Group's plastic recycling operation has set a maximum wastage target of 15%. The Operation Department and Production Department conduct monthly performance evaluations, utilizing statistical analysis of production processes. This allows for ongoing improvements to the production process in order to achieve the established target.

During the reporting period, approximately 94 tonnes of plastic and metal scrap were collected by the Group. The collection rate of recyclables amounted to approximately 2.58 tonnes per kilo tonnes of input. These recyclable materials are subsequently sold to other recycling collectors for further recycling processes.

By setting ambitious targets and regularly evaluating production performance, the Group actively strives to minimize waste and optimize the recovery of valuable recyclable materials. This commitment aligns with our broader environmental objectives and supports the principles of a circular economy. Through continuous improvement initiatives, we aim to enhance the efficiency and effectiveness of our plastic recycling operations while contributing to the sustainable management of resources.

#### 6.1.2 HEALTHCARE SERVICE SEGMENT

Within our Healthcare Service segment, various types of medical waste are generated, including used syringes, contaminated pads, cotton balls, and human tissue specimens after examination. To ensure the proper management and safe handling of medical waste, our employees follow specific guidelines.

## 6. 環境保護 – 續

### 6.1 廢棄物管理 – 續

#### 6.1.1 回收分部 – 續

##### *建築廢料回收 – 德國 – 續*

為優化可回收材料的回收，本集團的塑膠回收業務制定了15%的最高浪費目標。運營部和生產部每月通過對生產流程作出統計分析，進行績效評估。藉此舉可不斷改進生產流程，以達到所訂目標。

於報告期間，本集團已收集塑膠及金屬廢料約94公噸。可回收品的回收率約為每千公噸生產量收集2.58公噸。該等可回收材料其後售予其他回收商，以便進行進一步回收過程。

通過設定遠大目標並定期評估生產表現，本集團積極致力減少浪費，並優化寶貴可回收材料的回收。該承諾符合我們更廣泛的環境目標，並支持循環經濟的原則。通過持續改進舉措，我們的目標為提升塑料回收經營業務的效率及效果，同時為資源的可持續管理作出貢獻。

#### 6.1.2 醫療保健服務

我們的醫療保健服務分部會產生不同種類的醫療廢棄物，包括使用過的注射器、受污染的墊子、棉球和檢查後的人體組織標本。為確保適當管理和安全處理醫療廢物，僱員會依從指定指引。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.1 WASTE MANAGEMENT – continued

#### 6.1.2 HEALTHCARE SERVICE SEGMENT – continued

Medical wastes are carefully sealed, appropriately labelled, and stored in a designated area within our clinic. These waste materials remain stored until a licensed waste collector collects them for further treatment. Detailed records of the medical waste are maintained, including relevant information such as the date and address of delivery, quantity, and the name of the licensed waste collector.

Our operations in the healthcare service sector strictly adhere to the Code of Practice for the Management of Clinical Waste issued by the Environmental Protection Department of the Hong Kong SAR Government. This code provides comprehensive guidelines for the proper handling, storage, and disposal of clinical waste, ensuring compliance with relevant regulations and maintaining high standards of safety and environmental responsibility.

By following these guidelines and complying with regulatory requirements, we demonstrate our commitment to responsible waste management in the healthcare industry. Our focus on proper handling and disposal of medical waste helps protect public health, minimize environmental impacts, and ensure the safety of our staff, patients, and the community as a whole.

## 6. 環境保護 – 續

### 6.1 廢棄物管理 – 續

#### 6.1.2 醫療保健服務 – 續

醫療廢棄物會小心密封、適當貼上標籤，並儲存在診所內的指定區域。該等廢棄物材料會一直儲存，直到領有牌照的廢物收集者收集它們進行進一步處理。我們備存詳細的醫療廢棄物紀錄，包括有關資料，例如交付日期及地址、數量以及持牌廢棄物收集商的名稱。

醫療保健服務分部的營運嚴格依循香港特區政府環境保護署刊發的《醫療廢物管理工作守則》。該守則為妥善處理、儲存及處置醫療廢棄物提供全面指引，確保遵守相關規例，並維持高標準的安全及環境責任。

通過依循該等守則並遵守監管規定，我們展示我們對醫療保健行業負責任廢棄物管理的承諾。我們專注醫療廢棄物的妥善處理及處置有助保護公眾健康，儘量減少對環境的影響，並確保我們的員工、病人及社區整體的安全。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.1 WASTE MANAGEMENT – continued

#### 6.1.3 OTHER OPERATIONS

Daily plant operations of the Group do not generate any significant hazardous waste. However, non-hazardous waste is produced and appropriately discharged. As a recycling company, we understand the importance of waste reduction and segregation at the source. To encourage a green lifestyle among employees and visitors, we provide reusable utensils and crockeries in our office premises.

We are committed to materializing our vision of waste reduction and sustainability. To this end, we continuously strive to improve our operations and work towards achieving waste reduction goals. By implementing effective waste management practices, we aim to minimize the environmental impact of our activities and promote responsible waste handling throughout our operations.

Our focus on waste reduction underscores our dedication to environmental stewardship and sustainable practices. We recognize that small steps, such as providing reusable utensils, can contribute to larger goals of waste reduction and resource conservation. Through ongoing improvements and initiatives, we aim to further enhance our waste management strategies and promote a more sustainable future.

## 6. 環境保護 – 續

### 6.1 廢棄物管理 – 續

#### 6.1.3 其他經營業務

本集團的日常廠房營運不會產生任何重大危險廢棄物。然而，會產生並適當排放無害廢棄物。作為回收公司，我們明白在源頭減少廢棄物及分類的重要性。為鼓勵僱員及訪客採用綠色生活方式，我們在辦公處所提供可重複使用的器具和杯碟。

我們致力實現減少廢棄物及可持續發展的願景。為此，我們不斷致力改善營運，並努力實現減少廢棄物的目標。通過實施有效的廢棄物管理實踐，我們的目標為儘量減少我們的活動對環境的影響，並在整個經營運作中促進負責任的廢棄物處理。

我們專注減少廢棄物突顯我們對環境管理及可持續實踐的竭誠。我們肯定，提供可重複使用的器具等小舉措有助於實現減少廢棄物及節約資源的更大目標。通過持續改進及舉措，我們的目標為進一步提升我們的廢棄物管理策略，並促進更可持續的未來。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.1 WASTE MANAGEMENT – continued

Data on the Group's non-hazardous wastes generation is as follows:

Non-hazardous waste	Unit	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
無害廢棄物	單位		
Total amount of non-hazardous wastes generated in recycling operation 回收業務產生的無害廢棄物總量	Tonnes 公噸	<b>181.10</b>	180.71
Total amount of non-hazardous wastes generated in operations other than recycling 回收業務以外產生的無害廢棄物總量	Tonnes 公噸	<b>8.00</b>	111.00
Total amount of clinical wastes generated in healthcare operation 醫療保健業務產生的醫療廢棄物總量	Tonnes 公噸	<b>0.02</b>	0.04
Intensity 密度	Tonnes/HK\$'000,000 revenue 公噸／百萬港元收入	<b>0.03</b>	18.01

Note: The substantial decrease in intensity was due to the new inclusion of the revenue from Renewable Energy segment which did not attribute to material quantity of non-hazardous waste.

本集團的無害廢棄物產量資料如下：

### 6.1 廢棄物管理－續

Non-hazardous waste	Unit	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
無害廢棄物	單位		
Total amount of non-hazardous wastes generated in recycling operation 回收業務產生的無害廢棄物總量	Tonnes 公噸	<b>181.10</b>	180.71
Total amount of non-hazardous wastes generated in operations other than recycling 回收業務以外產生的無害廢棄物總量	Tonnes 公噸	<b>8.00</b>	111.00
Total amount of clinical wastes generated in healthcare operation 醫療保健業務產生的醫療廢棄物總量	Tonnes 公噸	<b>0.02</b>	0.04
Intensity 密度	Tonnes/HK\$'000,000 revenue 公噸／百萬港元收入	<b>0.03</b>	18.01

附註：密度大幅下降乃由於新包括來自可再生能源分部的收入，其並非歸因於無害廢棄物的材料質素。

### 6.2 PAPER CONSUMPTION

The Group actively advocates for space-efficient formats to maximize the utilization of paper. We also encourage employees to adopt double-sided printing practices and conveniently place single-sided printed paper next to each printer for easy reuse, thereby effectively reducing paper waste.

### 6.2 用紙

本集團積極提倡具空間效益的格式以儘量提高紙張的使用率。本集團亦鼓勵員工採用雙面打印做法，並方便地在每台打印機旁放置單面列印的紙張，以便重複使用，從而有效減少紙張浪費。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.2 PAPER CONSUMPTION – continued

During the reporting period, the Group's total paper consumption decreased primarily due to lower usage in the non-recycling segment. The table provided below illustrates the quantity of paper consumed throughout the reporting period.

Paper Consumption	Unit	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
用紙	單位		
The total amount of paper consumed in recycling operation 回收業務的總用紙量	kgs 公斤	27.49	0.80
The estimated total amount of paper consumed in operations other than recycling 回收業務以外的估計總用紙量	kgs 公斤	290.18	460.74

Through these initiatives and measures, we strive to promote responsible paper usage and minimize our environmental footprint. By emphasizing space efficiency, encouraging double-sided printing, and facilitating paper reuse, we aim to reduce paper waste and contribute to sustainability efforts. We remain committed to continuously improving our paper consumption practices and exploring innovative solutions that align with our environmental goals.

## 6. 環境保護 – 續

### 6.2 用紙 – 續

於報告期間內，主要由於非回收分部減少使用，因此，本集團的總用紙量有所減少。下表載列整個報告期間的用紙量。

通過該等舉措及措施，我們努力促進負責任用紙並儘量減少我們的環境足跡。通過強調空間效率、鼓勵雙面打印及方便紙張重複使用，我們的目標為減少紙張浪費並為可持續發展作出貢獻。我們仍然致力不斷改進我們的用紙實踐，並探索符合我們環境目標的創新解決方案。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.3 PACKAGING MATERIALS CONSUMPTION

#### 6.3.1 RECYCLING SEGMENTS

Packaging materials play a crucial role in the Group's operations, particularly in delivery, storage, and transportation processes. To promote resource conservation, we actively encourage our production staff to minimize the use of packaging materials while ensuring product quality and occupational safety standards are maintained. Whenever possible, we prioritize the reuse of uncontaminated packaging materials.

In line with our commitment to sustainability, the Group has taken steps to incorporate recycled wood pallets sourced from a pallet recycling company based in the Netherlands for transportation and delivery purposes. This initiative helps reduce the demand for new packaging materials and supports the circular economy principles.

We recognize the importance of monitoring and managing our packaging materials consumption. The data pertaining to packaging materials consumption is as follows:

Packaging Materials	Unit	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
包裝物料	單位		
Sizable Plastic Bags 大塑膠袋	Tonnes 公噸	<b>6.63</b>	7.27
Wood Pallets 木製托盤	Tonnes 公噸	<b>40.74</b>	44.63

By actively promoting responsible packaging practices and exploring sustainable alternatives, we aim to minimize waste generation, conserve resources, and contribute to a more environmentally conscious approach within our operations.

## 6. 環境保護 – 續

### 6.3 包裝物料消耗量

#### 6.3.1 回收分部

包裝物料在本集團的經營業務中擔當關鍵角色，尤其是在交付、貯存及運輸過程中。為促進節約資源，我們積極鼓勵生產人員儘量減少使用包裝物料，同時確保維持產品品質及職業安全標準。如可能，我們會優先重用未受污染的包裝材料。

與我們對可持續發展的承諾一致，本集團已經採取行動，納入採購自荷蘭一家托盤回收公司的回收再用的二手木製托盤，作運輸及交付用途。此舉有助減少對新包裝材料的需求，並支持循環經濟原則。

我們明白監察及管理包裝材料耗用的重要。有關包裝材料耗用的數據如下：

	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
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Sizable Plastic Bags

大塑膠袋

Wood Pallets

木製托盤

透過積極推廣負責任的包裝實踐並探索可持續的替代方案，我們的目標為儘量減少產生廢棄物，節約資源，並為我們的營運中採用更具關注環保的方法作出貢獻。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.3 PACKAGING MATERIALS CONSUMPTION – continued

#### 6.3.2 HEALTHCARE SERVICE SEGMENT

Within our medical centre, plastic packaging materials are primarily utilized for medical prescriptions. These packaging materials consist of plastic bags, drug bags, potion bottles, ointment boxes, and thermal labels. It is crucial to package each prescribed medication separately in individual plastic bags to maintain their suitability for consumption. Proper labelling of these bags with relevant patient and drug information is essential for identification purposes. The packaging is then distributed along with the drugs and dispensed to patients.

Although plastic packaging is a necessary part of our medical centre's operations, it is relatively minimal compared to the usage in other business segments of the Group. Therefore, statistical data on packaging materials consumption is not presented here due to its immateriality.

We recognize the importance of responsible packaging practices even in smaller quantities. Our focus remains on ensuring the appropriate packaging of medications to maintain their integrity and safety while minimizing unnecessary waste generation. By adhering to proper labelling and packaging guidelines, we strive to provide quality healthcare services while contributing to sustainable practices within our medical centre.

## 6. 環境保護 – 續

### 6.3 包裝物料消耗量 – 續

#### 6.3.2 醫療保健服務

在本集團的醫療中心，塑膠包裝物料主要用作發放處方藥物用途。該等包裝物料主要包括塑膠袋、藥袋、藥水瓶、藥膏盒及熱敏標籤。各處方藥物以個別膠袋分開包裝乃至關重要，以保持藥物可供服用。膠袋必須貼上印有相關病人及藥品資料的適當標籤，以供識別。其後，藥物以包裝分配並配發給患者。

儘管塑膠包裝為我們醫療中心營運的必要部分，但與本集團其他業務分部的使用情況相比，其使用量相對少。因此，因不重大而不在此呈列包裝材料耗用統計數據。

我們明白負責任的包裝實踐即使少量亦十分重要。我們的焦點仍然為確保藥物有適當包裝，以保持其完整性及安全性，同時儘量減少產生不必要的廢棄物。透過依循妥善的標籤及包裝指引，我們致力提供優質的醫療保健服務，同時為我們的醫療中心的可持續實踐作出貢獻。



## 6. ENVIRONMENTAL PROTECTION – continued

### 6.4 ENERGY CONSUMPTION

#### 6.4.1 RECYCLING SEGMENTS

Logistics and production activities account for the majority of energy consumption within the Group. Recognizing the importance of clean production and addressing stakeholder concerns, the Group has implemented various initiatives to closely monitor energy consumption.

To ensure operational efficiency, the Group generates monthly reports that highlight any abnormal energy consumption. This proactive approach allows for timely identification and reduction of unnecessary wastage. Moreover, the Group has enlisted the services of an energy consultant to develop an energy efficiency plan and provide ongoing monitoring and assessment of energy conservation efforts. By conducting regular assessments and examinations, the Group strives to optimize energy usage.

To proactively address excessive energy consumption, the Group has implemented a system that issues timely warnings when a production line shows a disproportionate increase in total energy consumption, surpassing a threshold set at 10% excessive growth. This allows for thorough investigation and resolution of any underlying issues. Furthermore, the Group has established targets for total energy consumption. These targets serve as benchmarks to effectively control energy usage at plant facilities, both in terms of growth and overall volume.

Through these comprehensive measures and ongoing monitoring, the Group is committed to enhancing energy efficiency and minimizing energy waste. By setting targets, conducting assessments, and promptly addressing areas of concern, we aim to optimize our energy consumption and contribute to a more sustainable future.

## 6. 環境保護 – 續

### 6.4 能源消耗

#### 6.4.1 回收分部

本集團的能源消耗大部分來自於物流及生產活動。明白清潔生產的重要性及回應股東的關注事宜，本集團已採取多項措施密切監察能源消耗。

為確保營運效率，本集團每月編製報告，其突顯任何異常能源消耗。此主動方式允許適時識別及減少不必要的浪費。此外，本集團已聘用能源顧問提供制訂能效計劃和持續監察及評估節能工作服務。透過進行評估及檢測，本集團致力優化能源使用。

為積極回應過度耗用能源的情況，本集團已經實行制度，當有生產線的總能耗出現異常增幅時，會及時發出警告（臨界值為消耗量超標10%）。此舉允許調查及解決有關事宜。此外，本集團亦已經制定總能耗目標。該等目標充當基準，以有效控制廠房設施的能源耗用增幅及總量。

透過該等全面措施及持續監察，本集團致力提升能源效率並盡量減少能源浪費。透過設定目標、進行評估並迅速回應關注領域，我們的目標為優化能源消耗，為更可持續的未來作出貢獻。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.4 ENERGY CONSUMPTION – continued

#### 6.4.2 OTHER OPERATIONS

The Group has implemented various measures to improve energy efficiency, including the replacement of electrical equipment with higher energy-efficient alternatives and the installation of energy-saving lighting solutions such as LED lights throughout our premises. To ensure responsible energy usage, the Group has designated a “last-man-out” responsibility, where the designated person checks and turns off all lights, machines, and equipment when they are not in use or outside of office hours.

Additionally, to foster energy-saving habits within the office, the Group prominently displays notice reminders to encourage employees to switch off idling engines, air-conditioners, and indoor space heaters when not in use. By promoting these practices, we aim to reduce unnecessary energy consumption and minimize waste.

Furthermore, the Group maintains indoor room temperatures at a range of 24 to 26 degrees Celsius, aiming for a comfortable yet energy-efficient environment.

## 6. 環境保護 – 續

### 6.4 能源消耗 – 續

#### 6.4.2 其他營運

本集團已經採取多項措施提高能源效率，包括將電氣設備更換為更高能源效益的替代品以及在整個場所安裝節能照明解決方案（例如LED燈）。為確保負責任的能源使用，本集團指定「最後離開的人」的責任，即最後離開的人須檢查並關閉所有燈光、機器和設備，確保並無在不使用時及辦公時間外繼續運作。

此外，為在辦公室培養節能習慣，本集團張貼顯眼通知提醒，鼓勵僱員關閉閑置引擎、空調和室內暖氣等。透過推廣該等做法，我們的目標為減少不必要的能源消耗並儘量減少浪費。

此外，本集團將室溫保持在攝氏24至26度，營造舒適但具能源效益的環境。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.4 ENERGY CONSUMPTION – continued

Data on the types and amount of energy consumption by the Group is presented below:

		Consumption 消耗量		Intensity 密度	
		('000 kWh) (千個千瓦時)		('000 kWh/HK\$'000,000 revenue) (千個千瓦時/ 百萬港元收入)	
		1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
Diesel for stationary equipment	固定設備的柴油	608.70	438.65	7.39	27.08
Diesel and gasoline for motor vehicles	汽車的柴油及汽油	11.48	22.42	0.14	1.38
LPG for stationary equipment	固定設備的液化石油氣	45.86	49.28	0.56	3.04
Natural gas for operations	經營業務的天然氣	103.12	98.85	1.25	6.10
Electricity	電力	704.19	665.45	8.55	41.08
Total	總計	1,473.36	1,274.65	17.90	78.68

Note: Consumption in terms of energy unit is calculated by multiplying consumption activity data with corresponding lower calorific value.

The substantial decrease in intensity was due to the new inclusion of revenue from Renewable Energy segment which is comparatively less energy intensive.

By implementing energy-efficient equipment, encouraging responsible habits, and maintaining appropriate temperature settings, the Group is committed to reducing energy consumption and minimizing our environmental impact. We continuously review our energy usage patterns and explore innovative solutions to further enhance our energy efficiency efforts.

## 6. 環境保護 – 續

### 6.4 能源消耗 – 續

本集團能源消耗類型及消耗量資料列報如下：

		Consumption 消耗量		Intensity 密度	
		('000 kWh) (千個千瓦時)		('000 kWh/HK\$'000,000 revenue) (千個千瓦時/ 百萬港元收入)	
		1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
Diesel for stationary equipment	固定設備的柴油	608.70	438.65	7.39	27.08
Diesel and gasoline for motor vehicles	汽車的柴油及汽油	11.48	22.42	0.14	1.38
LPG for stationary equipment	固定設備的液化石油氣	45.86	49.28	0.56	3.04
Natural gas for operations	經營業務的天然氣	103.12	98.85	1.25	6.10
Electricity	電力	704.19	665.45	8.55	41.08
Total	總計	1,473.36	1,274.65	17.90	78.68

附註：以能量單位表示的消耗量的計算方法為消耗活動數據乘以對應的較低熱值。

密度大幅下降乃由於新包括來自可再生能源分部的收入，其能源密度相對較低。

透過採用具能源效益的設備、鼓勵負責任的習慣以及保持合適的溫度設置，本集團致力減少能源消耗並儘量減少對環境的影響。我們持續審視能源使用模式並探索創新解決方案，以進一步提升我們的能源效益工作。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.5 WATER AND WASTEWATER MANAGEMENT

#### 6.5.1 WASTEWATER

The Group acknowledges that the recycling business involves water consumption and the generation of sewage during its operations. With this in mind, the Group has implemented several measures to address these environmental concerns. To achieve the goal of minimizing pollutant discharge, the Group has installed wastewater processing equipment. This equipment effectively separates solid waste contents and recovers recyclable materials from the sewage. By doing so, the Group aims to achieve ultralow levels of pollutant discharge. Additionally, a drainage system has been established to control the flow of wastewater to sedimentation tanks, preventing runoff into nearby soils and rivers.

Regular inspections conducted by the production staff ensure the proper functioning of the sewage treatment facilities and equipment within the plant. This proactive approach helps maintain normal operating conditions and prevents any potential leakage. The Group has also engaged consultants to study and enhance the efficiency of the wastewater treatment systems, promoting continuous improvement in this aspect. Moreover, the Group emphasizes proper treatment of wastewater to comply with the required water quality standards and maximize water reuse. To facilitate this, professional sewage disposal companies have been appointed to handle the discharged wastewater for further treatment.

## 6. 環境保護－續

### 6.5 用水及污水管理

#### 6.5.1 污水

本集團承認，回收業務營運過程中涉及用水，並產生污水。有見及此，本集團已經採取多項措施去回應該等環境關注。為達成儘量減少污染物排放的目標，本集團已設置污水處理設備。該設備有效將固體廢棄物分離，並從污水中回收可回收物料。藉此，本集團的目標為實現污染物超低排放。此外，本集團已建立排水系統，控制污水進入沉澱池的流速，防止污水滲入土壤或流入附近河流。

生產人員定期進行檢查，確保廠內污水處理設施及設備妥善運作。該主動取向有助維持正常運行狀況，並避免潛在污水滲漏。本集團亦已經委聘顧問研究並提升污水處理系統的效率，促進該方面持續改善。此外，本集團強調妥善處理污水，以符合所需水質標準，並盡量提高水的再用效率。為此，本集團亦已委任專業的污水處理公司處理所排放的廢水，作進一步處理。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.5 WATER AND WASTEWATER MANAGEMENT – continued

#### 6.5.1 WASTEWATER – continued

By implementing these measures, the Group demonstrates its commitment to responsible wastewater management and environmental sustainability. The focus on efficient wastewater treatment, pollution prevention, and adherence to regulatory standards contributes to minimizing the environmental impact of the Group's recycling operations.

Regarding wastewater generation, there were 460.70 tonnes, and the intensity of wastewater generation was 5.6 tonnes per HK\$'000,000 revenue in the reporting period.

#### 6.5.2 FRESHWATER

The Group actively promotes water-saving practices among employees by placing reminders near water outlets to raise awareness of their water-saving responsibilities. To further enhance water conservation efforts, flow controllers have been installed on water taps to reduce water usage. These measures aim to encourage responsible water consumption within the organization. While the Group has not established a specific target for water consumption, regular statistical analysis is conducted to monitor water usage in the plants. This analysis helps identify and address any abnormal water consumption patterns, ensuring efficient and sustainable water management practices.

## 6. 環境保護 – 續

### 6.5 用水及污水管理 – 續

#### 6.5.1 污水 – 續

透過實行該等措施，本集團展示其對負責任的污水管理及環境可持續發展的承諾。聚焦於有效率的污水處理、污染預防及依循監管標準有助於儘量減少本集團的回收經營業務對環境的影響。

於報告期間，廢水生產量為460.70公噸，而廢水生產量強度為每百萬港元收入5.6公噸。

#### 6.5.2 淡水

本集團積極向僱員推廣節水做法，在出水口附近放置提示，以提高其對節水責任的意識。為進一步加強節約用水，水龍頭安裝有流量控制器，以減少用水量。該等措施旨在鼓勵組織內負責任用水。雖然本集團並未就用水量制定特定目標，我們會定期進行統計分析，以監察廠房的用水量。此分析有助識別及應對任何異常的用水模式，確保有效率及可持續的水管理實踐。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.5 WATER AND WASTEWATER MANAGEMENT – continued

#### 6.5.2 FRESHWATER – continued

The Group also supports the increased reuse of treated water to reduce water consumption in industrial production, whenever applicable and appropriate. By maximizing the reuse of water, the Group actively contributes to water conservation efforts. Through these initiatives, the Group demonstrates its commitment to responsible water management and sustainability. By promoting water-saving practices, installing flow controllers, monitoring consumption, and exploring opportunities for water reuse, the Group aims to minimize water waste and contribute to the preservation of this vital resource.

It is worth noting that the Group does not encounter any difficulties in sourcing water that meets the required quality standards for its intended purposes. In the reporting period, there were 1,759.18 m<sup>3</sup> of water consumed, and the intensity of water consumption was 21.37 m<sup>3</sup> per HK\$'000,000 revenue. The increase is primarily due to the new inclusion of water consumption of the Renewable Energy segment in the reporting period.

### 6.6 EMISSIONS

In terms of pollutants emitted from the Group, SO<sub>x</sub> emission is mainly due to fuel consumption of vehicles. Below table shows the number of pollutants emitted in the reporting period.

Pollutants	1.7.2022 to 30.6.2023	1.7.2021 to 30.6.2022
	二零二二年 七月一日至 二零二三年 六月三十日	二零二一年 七月一日至 二零二二年 六月三十日
污染物		
Sulphur oxides (kgs) 二氧化硫(千克)	0.020	0.039

Note: Calculated based on the total fuel consumption of gasoline and diesel vehicles. The unit for 2021-22 data is restated to kgs, the figure itself is unchanged.

#### 6.5.2 淡水 – 續

本集團亦支持在適用及適當情況下增加重用經處理水，以減少工業生產的用水量。透過儘量增加重用水，本集團積極為節約用水作出貢獻。透過該等舉措，本集團展示其對負責任的水管理及可持續發展的承諾。透過推廣節水做法、安裝流量控制器、監察消耗情況以及探索重用水的機會，本集團的目標為儘量減少浪費食水，並為保護此重要資源作出貢獻。

值得注意的是，本集團在求取符合其擬定用途所需品質標準的水源方面並無出現任何困難。於報告期間，用水量為1,759.18立方米，用水強度為每百萬港元收入21.37立方米。增加的主要原因為報告期間內新包括可再生能源分部的用水量。

### 6.6 排放物

本集團排放的污染物方面，二氧化硫的排放主要來自汽車的燃料消耗。下表為報告期間的污染物排放量。

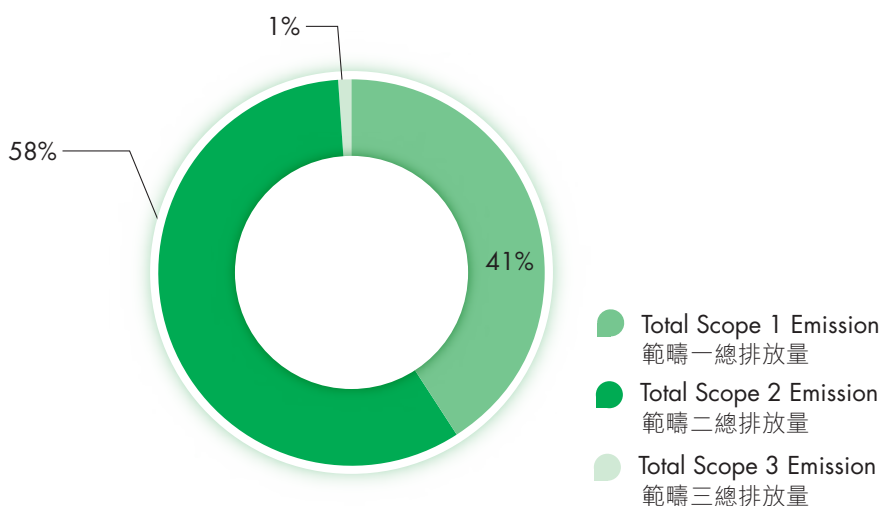
附註：根據汽油車及柴油車的燃料消耗總量計算。二零二一至二二年度數據的單位已重述為千克，數字本身則並無任何改變。

## 6. ENVIRONMENTAL PROTECTION – continued

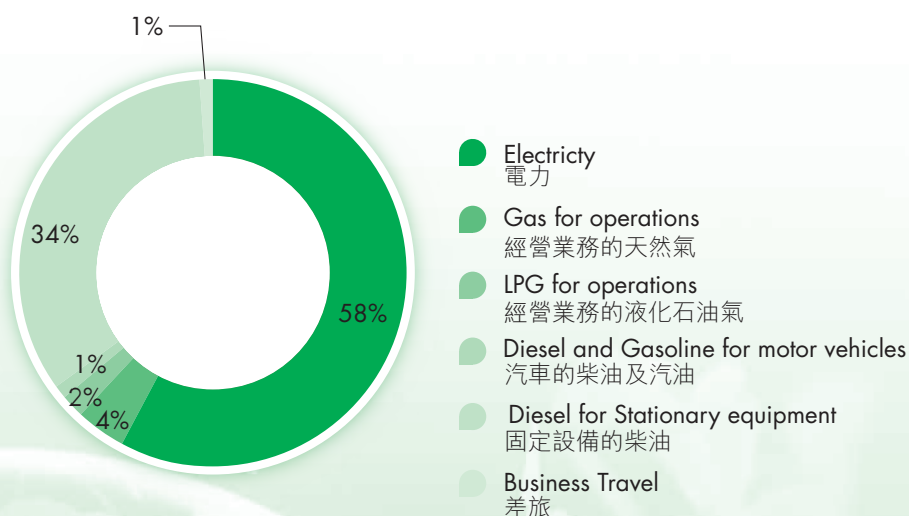
### 6.6 EMISSIONS – continued

#### Total Greenhouse Gas Emission

In relation to greenhouse gas (“GHG”) emissions during the specified reporting period, the provided graph depicts the overall GHG emissions generated by the Group. The primary contributor to carbon emissions stems from the energy consumed in the Group’s recycling activities. To sustain plant operations and daily production, the main sources of energy utilized include industrial electricity, diesel, and natural gas.



Graph: Percentage of scope 1, 2 and 3 greenhouse gas emission of the Group  
 圖表：本集團範疇一、範疇二與範疇三溫室氣體排放量的百分比



Graph: Percentage of greenhouse gas emission sources for the reporting period  
 圖表：報告期間溫室氣體排放源的百分比

## 6. 環境保護 – 續

### 6.6 排放物 – 續

#### 溫室氣體總排放量

關於指明報告期間的溫室氣體（「溫室氣體」）排放情況，所提供的圖表描繪本集團產生的溫室氣體整體排放量。碳排放的主要來源來自本集團回收活動所消耗的能源。為維持廠房運作及日常生產，所使用的主要能源包括工業用電、柴油和天然氣。

## 6. ENVIRONMENTAL PROTECTION – continued

## 6. 環境保護 – 續

### 6.6 EMISSIONS – continued

### 6.6 排放物 – 續

#### Total Greenhouse Gas Emission – continued

The total of reporting period emission intensity was 5.84 tonnes of CO<sub>2</sub>e per HK\$'000,000 revenue. Although the Group has not set a specific emission target, we affirm our commitment to installing energy-saving devices, adopting energy-efficient practices, and procuring equipment that promotes energy efficiency. These measures are aimed at continuously improving our energy efficiency and, as a result, reducing greenhouse gas (GHG) emissions. The following data provides information on the sources and quantities of emissions:

#### 溫室氣體總排放量 – 續

於報告期間，總排放強度為每百萬港元收入排放5.84公噸二氧化碳當量。雖然本集團並未制定具體排放目標，但本集團承諾安裝節能設備、採用節能做法和採購可促進能源效益的設備。該等措施旨在持續提高能源效益，從而減少溫室氣體(GHG)排放。以下數據提供有關排放源及數量的資料：

GHG emissions 溫室氣體排放量		Emission 排放量 (tCO <sub>2</sub> e) (公噸二氧化碳當量)		Intensity 密度 (tCO <sub>2</sub> e/HK\$'000,000 revenue) (公噸二氧化碳當量/ 百萬港元收入)	
		1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日	1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日
Scope 1 Direct Emission <sup>1</sup>	範疇一直接排放量 <sup>1</sup>	198.07	155.75	2.41	9.61
Diesel for Stationary Equipment	固定設備的柴油	163.36	117.72	1.98	7.27
LPG for Stationary Equipment	固定設備的液化石油氣	10.44	11.22	0.13	0.69
Natural Gas for Operations	經營業務的天然氣	20.83	19.97	0.25	1.23
Diesel and Gasoline for Motor Vehicles	汽車的柴油及汽油	3.44	6.83	0.04	0.42
Scope 2 Indirect Emission associated with the purchase of electricity, steam, heat, or cooling <sup>2</sup>	範疇二與購買電力、蒸汽、熱能或製冷有關的間接排放量 <sup>2</sup>	279.77	239.99	3.40	14.81
Purchased Electricity	已購入電力	279.77	239.99	3.40	14.81
Scope 3 Indirect Emission	範疇三間接排放量	2.72	4.71	0.03	0.29
Business Travel by Employees	僱員差旅	2.72	4.71	0.03	0.29
<b>Total GHG Emissions</b>	<b>溫室氣體總排放量</b>	<b>480.57</b>	<b>400.44</b>	<b>5.84</b>	<b>24.72</b>

Note: The substantial decrease in intensity was due to the new inclusion of revenue from Renewable Energy segment which is comparatively less carbon intensive.

附註：密度大幅下降乃由於新包括來自可再生能源分部的收入，其碳密度相對較低。

<sup>1</sup> Including emissions from combustion of fuel in vehicles and machinery.  
<sup>2</sup> Including only emissions from power purchased from power companies.

<sup>1</sup> 包括汽車及機械的燃料燃燒的排放量。  
<sup>2</sup> 僅包括從電力公司購買的電力產生的排放量。



## 6. ENVIRONMENTAL PROTECTION – continued

### 6.6 EMISSIONS – continued

#### Scope 1 GHG emission – Direct Emission

##### *Diesel for Stationary Equipment*

The Group acknowledges the significance of upholding environmental sustainability in its day-to-day operations. The primary sources of stationary diesel consumption in the Construction Waste Recycling segment in Germany are attributed to a crushing machine, a screening machine, an excavator, and a wheel loader. To improve energy efficiency, a range of measures, including the adoption of energy-efficient equipment, are implemented. There were 163.36 tonnes of CO<sub>2</sub>e (mainly carbon dioxide, methane, and nitrous oxide) emitted from the Group's operation in the reporting period. The increase was primarily due to the new inclusion of consumption of the Renewable Energy segment in the reporting period.

##### *LPG for Stationary Equipment*

The Group emitted a total of 10.44 tonnes of CO<sub>2</sub>e from LPG consumption in machinery in recycling operation.

##### *Natural Gas for Operations*

In the reporting period, the Group emitted a total of 20.83 tonnes of CO<sub>2</sub>e from natural gas consumption mainly for heating system and dryers in the plastic recycling production lines in Germany.

##### *Diesel and Gasoline for Motor Vehicles*

Motor vehicles of the Group are diesel and gasoline vehicles emitted 3.44 tonnes of CO<sub>2</sub>e. The figure was lower than that in the previous reporting period because the lower consumption of fuel.

## 6. 環境保護 – 續

### 6.6 排放物 – 續

#### 範疇一 溫室氣體排放量 – 直接排放量

##### *固定設備的柴油*

本集團承認在日常營運中秉持環境可持續發展的重要性。在德國建築廢料回收分部，固定設備的柴油消耗主要來自一台破碎機、一台篩選機、一台挖掘機和一台輪式裝載機。為改善能源效率，本集團實行了一系列措施，包括採用節能設備。於報告期間，本集團之經營業務排放量為163.36公噸二氧化碳當量（主要為二氧化碳、甲烷及氧化亞氮）。於報告期間內，有關增加主要乃由於新包括可再生能源分部的消耗。

##### *固定設備的液化石油氣*

本集團回收業務的機器的液化石油氣消耗合共排放10.44公噸二氧化碳當量。

##### *經營業務的天然氣*

於報告期間，本集團的天然氣消耗合共產生20.83公噸二氧化碳當量，主要用於德國塑料回收生產線的供熱系統及乾燥器。

##### *汽車的柴油及汽油*

本集團的汽車為柴油及汽油車，合共排放3.44公噸二氧化碳當量。排放數字遠低於上一報告期間，原因是燃料消耗減少。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.6 EMISSIONS – continued

#### Scope 2 GHG emission – Indirect Emission associated with the purchase of electricity, steam, heat, or cooling

##### *Purchased Electricity*

The Group indirectly emitted 279.77 tonnes of CO<sub>2</sub>e from electricity consumption. The increase was primarily due to the new inclusion of consumption of the Renewable Energy segment in the reporting period.

#### Scope 3 GHG emission – Indirect Emission

##### *Business Travel*

The Group actively uses video conference call system platforms and email discussions to replace unnecessary business travels for reduced emissions. The Group indirectly emitted 2.72 tonnes of CO<sub>2</sub>e from business travel. The figure was lower than that in the previous reporting period due to reduced business travel.

### 6.7 ENVIRONMENTAL EDUCATION

The Group has implemented a comprehensive training program for employees focused on the Standard Recycling Procedures Manual, with a strong emphasis on environmental protection. By enhancing awareness of the complete recycling process, the aim is to mitigate the adverse effects of irresponsible waste disposal on the environment. Additionally, the Group has demonstrated its commitment to environmental conservation by signing the “No Shark Fin Pledge” initiative led by WWF Hong Kong. Furthermore, the Group actively encourages employees to opt for locally-sourced and vegetarian foods, promoting sustainable consumption practices.

## 6. 環境保護 – 續

### 6.6 排放物 – 續

#### 範疇二溫室氣體排放量 – 購買電力、蒸汽、熱能或製冷有關的間接排放量

##### *已購入電力*

本集團自用電間接排放279.77公噸二氧化碳當量。於報告期間內，其上升乃由於新包括可再生能源分部的消耗。

#### 範疇三溫室氣體排放量 – 間接排放量

##### *差旅*

本集團積極使用視像會議系統平台及電郵討論，替代非必要差旅，從而減少排放量。本集團自差旅間接排放2.72公噸二氧化碳當量。有關數字低於上一報告期間，原因是差旅活動有所減少。

### 6.7 環境教育

本集團注重環保，已經為僱員安排進行全面一系列培訓課程，重點在於「標準回收程序手冊」。透過提升對完整回收流程的意識，目標為減少不負責任的廢物處理對環境造成的不利影響。此外，本集團已簽訂世界自然基金會香港分會牽頭的「向魚翅說不」承諾，展示其對環保的承諾。此外，本集團積極鼓勵僱員選擇本土採購的食品及素食，推動可持續的消費做法。

## 6. ENVIRONMENTAL PROTECTION – continued

### 6.8 CLIMATE RESILIENCE

In our Construction Waste Recycling operations, adverse weather conditions, such as prolonged or severe rainy seasons, can impact our operations. Excessive moisture in the construction wastes can cause them to clump together, leading to blockages in the screening machines. This, in turn, can result in suboptimal screening performance and additional downtime for cleaning and maintenance. Similarly, during extreme or extended cold weather in winter, the conveying belts in our machinery can freeze, causing slower processing and the potential for equipment damage. Despite the lower throughput in such conditions, extra diesel fuel must be consumed to overcome the challenges, resulting in lower fuel efficiency.

While heat waves generally have minimal impact on the processing of most recyclables, they can affect the viability of crushing asphalt, which is one type of construction waste processed in our production lines. In extreme heat wave scenarios, machinery overheating can adversely affect the throughput of our production lines.

To address these challenges brought about by climate change, the Group has taken proactive measures. We have established Working in Extreme Weather Guidelines to ensure the safety of our employees and minimize damage to our property and equipment during extreme weather events. Under unfavourable weather conditions, outdoor production work is temporarily halted, and machinery is relocated to designated areas to reduce diesel consumption and mitigate potential damage. This approach not only safeguards the well-being of our workers but also ensures that production does not occur in unsuitable environments.

Furthermore, prior to the arrival of hurricanes, the Human Resources Department sends messages to colleagues at relevant premises, reminding them to secure doors and windows with strong adhesive tape. The Group has also obtained natural disaster insurance to cover potential losses caused by such events. By implementing these measures, we aim to mitigate the impact of extreme weather events resulting from climate change.

## 6. 環境保護—續

### 6.8 氣候韌性

在我們的建築廢料回收經營業務中，長時間或嚴重下雨的季節等不利天氣狀況可影響經營業務。建築廢料過於濕潤可使其黏在一起，導致阻塞篩選機。這則可導致篩選表現不理想，以及需要額外的停機時間進行清潔及保養。同樣，在冬天極端或長時間寒冷的天氣，機器的輸送帶可能會結冰，導致處理速度減慢以及可能會損壞設備。儘管在有關情況下產量較低，然而，仍必須消耗額外柴油燃料去應付有關挑戰，導致燃料效率降低。

儘管熱浪一般而言對大多數可回收物的處理影響微乎其微，然而，其可影響破碎瀝青的可行性，而瀝青為生產線上處理的一種建築廢料。在極端的熱浪情況下，機器過熱可對生產線的吞吐量產生不利影響。

為應對氣候變化所帶來的挑戰，本集團已經採取積極措施。本集團已制定《極端天氣下的工作指引》，以確保員工的安全，並盡量減少在極端天氣事件下對財產及設備的破壞。在欠佳的天氣狀況下，會暫時停止戶外生產工作，並將機器轉移到指定區域，以儘量減少柴油的消耗以及減輕潛在破壞。此舉不但可保障工人的福祉，亦確保生產活動不會在不適當的環境下進行。

此外，在颶風到來之前，人力資源部門會向相關場所的同事發送信息，提醒他們用強力膠布繫穩門窗。本集團亦已購買自然災害保險，以彌補有關事件造成的潛在損失。透過實行該等措施，我們的目標為減輕氣候變化所導致極端天氣事件的影響。

## 7. OUR PEOPLE

The Group's business operations strictly adhere to regulatory requirements, and we maintain a vigilant approach to stay updated on any regulatory changes. Throughout the reporting period, the Group was not aware of any significant instances of non-compliance with local laws or regulations pertaining to employment, health, and safety. This includes, but is not limited to, the following areas of focus:

- Equality Framework Directive of European Union
- Framework Directive on Safety and Health at Work of European Union
- Employment Ordinance of Hong Kong
- Occupational Safety and Health Ordinance of Hong Kong

### 7.1 TEAM STRUCTURE

The Group highly values its employees and recognizes them as vital assets. Our commitment is to establish a comfortable, healthy, and equitable work environment that attracts and retains talented individuals, while safeguarding their rights and interests. Furthermore, during the reporting period, the Group organized a variety of team-building and outdoor activities, including barbecues, welcoming lunches, Christmas parties, and birthday celebrations. Additionally, the Group extended gestures of warmth and joy to employees by sending birthday cards, wedding gifts, and gifts for newborns, fostering a sense of shared happiness and well-being.

## 7. 人才

本集團業務經營嚴格依循監管規定，我們保持警惕，以及時得悉任何監管改變。於整個報告期間內，本集團並不知悉有任何重大不遵守與僱傭、健康及安全有關的本地法律法規的情況，包括（但不限於）以下各重點方面：

- 歐洲聯盟的《平等框架指令》
- 歐洲聯盟的《工作安全及健康框架指令》
- 香港的《僱傭條例》
- 香港的《職業安全及健康條例》

### 7.1 團隊架構

本集團非常重視其僱員，視其為重要資產。本集團致力建立舒適、健康及公平的工作環境，以吸引及留住卓越人才，同時保障其權利及權益。此外，於報告期間，本集團已組織多個團隊建立及戶外活動，包括燒烤、迎新午餐、聖誕派對及生日會。此外，本集團亦向對僱員表達溫暖和喜悅，送上生日卡、結婚禮物及初生嬰兒禮物，一同分享快樂時刻。

## 7. OUR PEOPLE – continued

### 7.1 TEAM STRUCTURE – continued

As of 30 June 2023, the Group had a total number of 37 employees (as of 30 June 2022: 57 employees). The decrease in the employee number is primarily due to the discontinuation of our Healthcare business in Hong Kong at the end of the reporting period. The distribution of employee was shown as below:

Gender 性別		Number of employees 僱員人數
Male	男性	22
Female	女性	15
<b>Total</b>	<b>總計</b>	<b>37</b>

Employment Type 僱傭類型		Number of employees 僱員人數
Full-time	全職	33
Fixed term or contract	固定年期或合約	4
<b>Total</b>	<b>總計</b>	<b>37</b>

Age Group 年齡組別		Number of employees 僱員人數
>64 years old	64歲以上	0
55 – 64 years old	55-64歲	6
45 – 54 years old	45-54歲	9
35 - 44 years old	35-44歲	14
25 - 34 years old	25-34歲	8
16 - 24 years old	16-24歲	0
<b>Total</b>	<b>總計</b>	<b>37</b>

Geographical Region 地域		Number of employees 僱員人數
Hong Kong	香港	23
Germany	德國	11
Mainland China	中國大陸	2
Others	其他	1
<b>Total</b>	<b>總計</b>	<b>37</b>

## 7. 人才 – 續

### 7.1 團隊架構 – 續

於二零二三年六月三十日，本集團合共有37名僱員（於二零二二年六月三十日：57名僱員）。僱員人數減少主要由於我們在報告期末已經終止經營香港的醫療保健業務。分佈情況如下：

## 7. OUR PEOPLE – continued

### 7.2 EMPLOYMENT PRACTICES

The Group strictly adheres to all applicable labour standards and employment laws and regulations in the locations where it operates. Throughout the reporting period, the Group did not identify any instances of illegal employment practices such as child labour or forced labour. Additionally, there were no legal violations or complaints related to discrimination or recruitment.

Employees receive remuneration packages comprising basic salaries and performance-based bonuses, determined based on qualifications, experience, and prevailing market rates. Salary and promotion opportunities are typically reviewed annually, taking into account individual performance assessments. In addition to the basic remuneration, the Group provides a comprehensive range of benefits, including medical and hospital insurance coverage, Chinese New Year red packets, and paid leaves for sickness, marriage, and bereavement, along with statutory holidays. No employee receives a salary below the minimum wage specified by relevant government regulations in their respective jurisdictions.

All employees of the Group are provided with written employment contracts, which include provisions regarding termination in the event of violations of local laws, regulations, or the Group's policies. Recruitment is based on candidates' qualifications, experience, abilities, and business needs, without regard to factors such as race, gender, age, marital status, pregnancy, family status, sexual orientation, religion, disability, or nationality. The Group ensures that all talented candidates and employees have equal opportunities for hiring, promotion, and relevant training to meet business requirements and personal career development. The Group strictly prohibits the use of child labour and forced labour in any workplace. During the recruitment process, the Group verifies the identification documents of candidates to ensure their legal entitlement to work. In cases of child labour or forced labour, immediate employment termination is enforced, while other illegal incidents are reported to local enforcement agencies.

## 7. 人才－續

### 7.2 僱傭常規

本集團嚴格遵守其經營所在地的所有適用勞工準則及僱傭法律及規例。於整個報告期間，本集團概無發現任何有關僱用童工或強迫勞動的違法僱傭做法。此外，亦無任何有關歧視或招聘的違法行為或收到投訴。

僱員收取的薪酬待遇包括基本薪金及以表現為基礎的花紅，其按僱員資歷、經驗及當前市價釐定。薪金及晉升機會一般每年經考慮個人表現評估後進行審視。除基本薪酬待遇外，本集團亦提供種類全面的福利，除法定假日外，還包括醫療及住院保險、農曆新年紅包，以及有薪病假、婚假及親屬喪亡休假。概無任何僱員收取的工資低於其各自司法權區相關政府規例所指明的最低工資。

本集團所有僱員均已獲提供書面僱傭合約，其載有關於違反當地法律及規例及本集團政策時的終止條文。招聘時根據應聘者的資格、經驗、能力及業務需要，而不分種族、性別、年齡、婚姻狀況、懷孕、家庭狀況、性取向、宗教、殘疾或國籍等因素。本集團確保所有優秀的候選人及僱員均在錄取和晉升以及參加相關培訓方面均享有平等機會，以滿足業務需要及個人職業發展。本集團嚴禁在任何工作場所使用童工和強迫勞動。在招聘過程中，本集團會核實求職者的身份證件，確保僱員有權合法工作。倘出現童工或強迫勞動的情況，將立即終止僱傭關係，而其他非法事件則會向當地執法機構報告。

## 7. OUR PEOPLE – continued

### 7.2 EMPLOYMENT PRACTICES – continued

In our healthcare business, all medical practitioners engaged by the Group hold valid and active practicing certificates and possess the necessary qualifications to provide medical services and handle drug and pharmacy-related matters. These medical practitioners adhere to relevant laws, regulations, and the Code of Professional Conduct for the Guidance of Registered Medical Practitioners issued by the Medical Council of Hong Kong. The Group organizes seminars for staff to raise awareness about illnesses such as eczema and HPV, and offers special discounts to employees seeking vaccinations and traditional Chinese medical treatments.

Please refer to the table below for the turnover rate during the reporting period.

Gender 性別		Turnover Rate 流失率
Male	男性	77%
Female	女性	60%
<b>Total</b>	<b>總計</b>	<b>70%</b>

Age Group 年齡組別		Turnover Rate 流失率
>64 years old	64歲以上	100%
55 – 64 years old	55-64歲	17%
45 – 54 years old	45-54歲	89%
35 – 44 years old	35-44歲	64%
25 – 34 years old	25-34歲	88%
16 – 24 years old	16-24歲	0%
<b>Total</b>	<b>總計</b>	<b>70%</b>

Geographical Region 地域		Turnover Rate 流失率
Hong Kong	香港	104%
Germany	德國	18%
Mainland China	中國大陸	0%
Others	其他	0%
<b>Total</b>	<b>總計</b>	<b>70%</b>

## 7. 人才 – 續

### 7.2 僱傭常規 – 續

於我們的醫療保健業務中，本集團聘用的所有醫生均擁有有效及活躍執業的執業證書，並擁有所需資格，以提供醫療服務及處理藥物相關事宜。該等醫生均符合香港醫務委員會頒佈的香港註冊醫生專業守則。本集團為員工組織研討會，以提高對濕疹和人類乳頭瘤病毒(HPV)的認識，亦為有意注射疫苗及採用中醫藥治療的僱員提供特別折扣。

有關於報告期間的流失率，敬請參閱下表。

## 7. OUR PEOPLE – continued

### 7.3 EMPLOYEE OCCUPATIONAL HEALTH AND SAFETY

The Group prioritizes the utmost importance of ensuring the health and safety of all employees. Our commitment is to safeguard them from work-related accidents or injuries, and the Group is fully dedicated to complying with the applicable occupational health and safety legislation in mainland China, Japan, Hong Kong, and Germany. Throughout the reporting period, the Group did not identify any instances of non-compliance with local regulations regarding occupational health and safety.

To promote a safe working environment, the Group has implemented a customized Workplace Health and Safety Manual that outlines safety procedures and emergency response plans tailored to various working conditions and requirements. These policies and guidelines are regularly reviewed and enhanced to ensure optimal protection for our employees. Additionally, personal protective equipment such as N95 respirators, gloves, earplugs, and protective clothing are provided to employees to safeguard their health and safety. First aid kits and firefighting facilities are readily available at each workplace, enabling immediate treatment for injuries and swift response to fire accidents. Regular fire drills are conducted to ensure employees are familiar with firefighting protocols. The Group also provides medical treatment and accident insurance coverage for eligible employees.

To maintain a conducive working environment, the Group ensures adequate lighting and ventilation systems to uphold good air quality. The workplaces are kept clean, tidy, and provide sufficient workspace. Regular cleaning of drinking fountains and air conditioning systems is carried out. Moreover, the Group supplies appropriate office equipment, including height-adjustable chairs with adjustable armrests and tilting backrests.

## 7. 人才 – 續

### 7.3 僱員職業健康與安全

本集團將確保全體僱員的健康與安全的重要性放於首位。本集團致力保護彼等以免發生工作相關意外或受傷，本集團全面致力遵守中國大陸、日本、香港及德國的適用職業健康與安全法例。於整個報告期間，本集團概無發現任何違反當地有關職業健康與安全法規的情況。

為推廣安全工作環境，本集團已經因應不同工作狀況及需要實行定制的「工作地方健康與安全手冊」，說明安全程序及緊急應變計劃。該等政策及指引會定期檢討及提升，確保為僱員提供最佳保障。此外，本集團還為僱員提供個人防護裝備，如N95口罩、手套、耳塞及防護服，以保障僱員的健康與安全。每個工作地點均備有急救包及消防設備，可就受傷提供即時處理，並迅速應對火災意外。同時定期進行消防演習，確保員工熟習防火協定。本集團亦為合資格僱員提供醫療及意外保險。

為保持有利的工作環境，本集團確保有足夠的照明和通風系統，以維持良好的空氣質量。工作地點會保持清潔和整齊，並提供足夠的工作空間。飲水機及空調系統均定期進行清洗。此外，本集團亦供應適當的辦公設備，包括可調節高度的椅子，具備可調節扶手及傾斜的靠背。



## 7. OUR PEOPLE – continued

### 7.3 EMPLOYEE OCCUPATIONAL HEALTH AND SAFETY – continued

In our healthcare business, the Group educates clinical staff on health and safety instructions to enhance their awareness of infection control. They are encouraged to report any potential disease outbreaks to the clinic-in-charge. The operation of specialized medical equipment, such as irradiating apparatus, is limited to certified staff members. Regular training is provided to clinical and laboratory staff to ensure the safe and proper use of medical equipment.

Regarding occupational health and safety training, the Group offers training to all new employees and provides regular training sessions for existing employees. Throughout the reporting period, relevant employees received training in occupational health and safety.

## 7. 人才 – 續

### 7.3 僱員職業健康與安全 – 續

於我們的醫療保健業務中，本集團就安全及健康指示對診所職員進行培訓，以提升感染控制及意識。我們鼓勵彼等向診所負責人報告任何潛在疾病爆發。專門療設備（例如放射儀器）限於由持有證書的員工操作。

有關職業健康與安全培訓，本集團為所有新僱員提供培訓，並定期為現有僱員提供培訓課堂。於整個報告期間，相關僱員均已接受職業健康與安全培訓。

		1.7.2022 to 30.6.2023 二零二二年 七月一日至 二零二三年 六月三十日	1.7.2021 to 30.6.2022 二零二一年 七月一日至 二零二二年 六月三十日	1.7.2020 to 30.6.2021 二零二零年 七月一日至 二零二一年 六月三十日
Number of Work-related Fatality	因工死亡人數	0	0	0
Rate of Work-related Fatality	因工死亡比率	0%	0%	0%
Number of Lost-days due to Work Injury	因工傷而損失工作日數	40	106	38

## 7. OUR PEOPLE – continued

### 7.4 DEVELOPMENT AND TRAINING

The Group recognizes that the quality of its employees is fundamental to its success. Therefore, we actively encourage our employees to pursue professional growth and career development that aligns with the long-term growth of our business. To achieve this, we consistently promote and support continuous learning activities for our staff.

Firstly, the Group provides regular reading materials and training sessions to its directors, ensuring they stay updated on the latest regulatory requirements, corporate governance practices (including anti-corruption measures), financial performance, and market trends. Secondly, we encourage employees to participate in external qualification examinations. Periodically, education allowances are offered to employees to attend training courses organized by professional institutions, enabling them to enhance their professional and technical knowledge. Thirdly, in our recycling business, we have developed Standard Operational Procedures Manuals for various activities, providing clear instructions for workers to carry out routine operations. These manuals not only serve as the foundation for employee training but also contribute to improving overall operational efficiency and performance consistency in the long run. New employees are familiarized with these procedures before commencing their roles.

Lastly, in our healthcare business, the Group arranges and sponsors relevant external training for our clinical staff, tailored to their specific duties. These trainings encompass areas such as administering injections, blood test collection, pharmaceutical dispensing, and other skills and knowledge related to clinical support and customer service. The Group also provides professional support to effectively manage and administer the Group's operations.

## 7. 人才－續

### 7.4 發展及培訓

本集團肯定，僱員質素是成功之本。因此，本集團積極鼓勵僱員爭取在專業上成長，以及與本集團業務長期增長相符的事業發展。為此，本集團一向均推動及支持員工參加持續學習活動。

首先，本集團定期向其董事提供閱讀材料及培訓，確保彼等得知最新的規管規定、企業管治常規（包括反貪污措施）、財務表現及市場趨勢。其次，本集團鼓勵僱員參加外部資格考試。本集團定期向旗下僱員提供教育津貼，以參加由專業機構所舉辦的培訓課程，使其能提升專業及技術知識。第三，在回收業務方面，我們為不同活動制定了「標準運作程序手冊」，為工人進行例行運作提供指示。該等手冊不僅成為僱員培訓的基礎，亦為本集團長遠改善整體運作效率及表現一致性作出貢獻。每名新僱員開始擔當其角色前，均會熟習有關程序。

最後，在我們的醫療保健業務中，本集團會因應具體職責安排並贊助我們的臨床工作人員接受相關的外部培訓。該等培訓涵蓋注射、血液測試採集、藥品配製以及其他與臨床支持和客戶服務相關的技能和知識。本集團亦提供專業支持，以有效地管理和經營本集團的業務。

## 7. OUR PEOPLE – continued

### 7.4 DEVELOPMENT AND TRAINING – continued

Please refer to the table below for the relevant training figures during the reporting period.

		Percentage Trained 經培訓員工百分比	Average Training Hours per Employee 每名員工的平均培訓時數
<b>All Employees</b>	所有員工	19%	1.9
<b>Gender</b>		<b>Proportion in regard to total number of employees who took part in training</b> 佔參與培訓員工總數的比例	<b>Average Training Hours per Employee</b> 每名員工的平均培訓時數
	性別		
<b>Male</b>	男性	86%	2.9
<b>Female</b>	女性	14%	0.5
<b>Employee Category</b>		<b>Proportion in regard to total number of employees who took part in training</b> 佔參與培訓員工總數的比例	<b>Average Training Hours per Employee</b> 每名員工的平均培訓時數
	僱員類別		
<b>Senior Management</b>	高級管理人員	14%	3.9
<b>Middle Management</b>	中級管理人員	14%	2.8
<b>Supervisor</b>	主管	0%	0.0
<b>General Staff</b>	一般員工	71%	1.5

## 7. 人才 – 續

### 7.4 發展及培訓 – 續

有關於報告期間的相關培訓數字，敬請參閱下表。

## 8. OPERATING PRACTICES

The Group's businesses operate in strict compliance with all relevant regulations, and we remain vigilant in staying updated on any regulatory changes. Throughout the reporting period, the Group has not identified any significant instances of non-compliance with local laws or regulations pertaining to operational integrity, which include, but are not limited to:

- Data Protection Directive of European Union
- Personal Data (Privacy) Ordinance of Hong Kong
- Directive on Protecting Whistle-blowers of European Union
- Prevention of Bribery Ordinance of Hong Kong
- Misleading and Comparative Advertising Directive of European Union
- Undesirable Medical Advertisements Ordinance of Hong Kong
- Medical Registration Ordinance of Hong Kong

### 8.1 PRODUCT RESPONSIBILITY

The Group places great importance on respecting intellectual property rights and adheres to the use of copyrighted application software to avoid security vulnerabilities and legal disputes. Additionally, the Group recognizes the growing customer concern for environmental issues alongside product quality. To actively support this market trend, the Group incorporates customer expectations into product certification and establishes quality inspection procedures in the recycling business. These measures ensure that all products meet quality standards and sustainable development requirements. Construction materials, plastics, and metal scrap undergo rigorous quality tests before being sent to the Group. Any materials failing the tests are returned to the suppliers to safeguard downstream quality.

## 8. 營運慣例

本集團的業務嚴格依循所有有關法規營運，本集團亦保持警覺，留意任何最新的監管變動。於整個報告期間內，本集團並無發現有任何重大不符合當地有關誠信經營的法律或法規的情況，包括（但不限於）以下各項：

- 歐洲聯盟的《數據保護指令》
- 香港的《個人資料（私隱）條例》
- 歐洲聯盟的《保護舉報人指令》
- 香港的《防止賄賂條例》
- 歐洲聯盟的《誤導性及比較性廣告指令》
- 香港的《不良廣告（醫藥）條例》
- 香港的《醫生註冊條例》

### 8.1 產品責任

本集團非常重視尊重知識產權，一直採用正版應用軟件，以避免保安漏洞以及法律爭議。此外，本集團亦肯定，除產品質素外，客戶越趨關注環境問題。為積極支持該市場趨勢，本集團在產品認證體現客戶的關注，在回收業務設立質量檢驗程序。該等措施確保所有產品均符合質量標準及可持續發展要求。在將建築廢料、塑膠和金屬廢料送往本集團前，會先進行嚴格的質量檢測。任何不合格的廢料會退回予供應商，以保障下游質量。

## 8. OPERATING PRACTICES – continued

### 8.1 PRODUCT RESPONSIBILITY – continued

In our healthcare business, the Group conducts internal mystery shopper visits to applicable operation branches, such as clinics, to assess service quality and workflows. Additionally, designated channels including hotlines, facsimile, and email are available for clients to lodge complaints. The Group consolidates and analyses customer feedback, taking appropriate follow-up actions to enhance service quality. Customers promptly receive analysis reports. Throughout the reporting period, there were no recall cases or significant customer complaints.

Furthermore, during the reporting period, the Group had no instances of non-compliance related to advertising or intellectual property rights concerning our products and services.

### 8.2 SUPPLY CHAIN MANAGEMENT

Effective supply chain management is crucial for ensuring the quality of recycling activities. The Group has established a set of selection criteria, including certifications, product quality, service stability, pricing, and after-sales services, which potential suppliers must fulfil to become registered suppliers. The Group conducts annual reviews of major suppliers to assess their quality assurance and customer satisfaction. If a supplier's performance falls significantly below the acceptable level, the Group may suspend their services and request a reassessment. In severe cases, termination of cooperation and removal from the supplier list may be considered.

To maintain long-term relationships and ensure a stable supply, the Group has implemented a comprehensive vertical supply chain management system that includes supplier screening, logistics, and resource integration.

## 8. 營運慣例－續

### 8.1 產品責任－續

於我們的醫療保健業務中，本集團會到適用運營分支機構（如診所）進行內部神秘顧客訪問，以評估服務質量及工作流程。此外，本集團亦設有指定渠道，包括熱線、傳真和電子郵件，供客戶進行投訴。本集團會整合及分析客戶的反饋，並採取適當的後續行動，以提升服務質量。客戶會及時收到分析報告。於整個報告期間內，我們並無收到任何召回個案或重大客戶投訴。

此外，於報告期間內，本集團並無有關產品或服務的廣告及知識產權的不合規情況。

### 8.2 供應鏈管理

有效的供應鏈管理對確保回收活動質量而言十分關鍵。本集團已制定一套甄選標準，包括認證、產品質量、服務穩定性、價格以及售後服務，潛在供應商必須滿足，方能成為註冊供應商。本集團會每年審查主要供應商，以評估其質量保證及客戶滿意度。倘若供應商的表現遠遠低於可接受水平，本集團可能會暫停接受其服務，並要求進行重新評估。在嚴重情況下，本集團可能會考慮終止合作，並將其從供應商名單中刪除。

為保持長期合作關係以及保證穩定的供應，本集團實行了包括供應商篩選、物流以及資源整合的全面垂直供應鏈管理體系。

## 8. OPERATING PRACTICES – continued

### 8.2 SUPPLY CHAIN MANAGEMENT – continued

In managing ESG risks along the supply chain, the Group gives preference to suppliers with good environmental performance or environmental management system certifications like ISO 14001 Environmental Management System and ISO 9001 Quality Management System. The Group also encourages green procurement by specifying in tendering documents the preference for products with eco-labels or environmentally friendly options. Environmentally responsible suppliers and products with certifications such as PEFC (Programme for the Endorsement of Forest Certification) and ISCC (International Sustainability and Carbon Certification) are given priority.

Stable supplier services are vital for ensuring product quality. Therefore, the Group diligently manages its supply chain to maintain product conditions and standardization. In the recycling business, suppliers capable of providing high-purity raw materials are selected, and proximity to operations is preferred to reduce transportation needs. In the healthcare business, the Group procures medicines, medical equipment, and consumables from qualified pharmaceutical companies and suppliers that meet applicable laws and regulations for quality, safety, and efficiency. Active and frequent communication with suppliers is essential, covering topics such as market news, technology updates, industry sustainability, and compliance with laws and regulations.

At the end of the reporting period, the geographical distribution of our suppliers is as follows.

Geographical Region 地區		Number of Suppliers 供應商數目
Europe	歐洲	33
Hong Kong	香港	17
<b>Total</b>	<b>總計</b>	<b>50</b>

## 8. 營運慣例－續

### 8.2 供應鏈管理－續

為了管理供應鏈上的環境、社會及管治風險，本集團會優先選擇具良好環境表現或具有環境管理體系認證（例如ISO 14001環境管理體系及ISO 9001質量管理體系）的供應商。本集團鼓勵綠色採購，於投標文件中訂明將優先採用具有生態環保標章或環保選項。本集團優先選擇具有PEFC（Programme for the Endorsement of Forest Certification，森林認證體系認可計劃）驗證標誌及ISCC（International Sustainability and Carbon Certificate，國際永續性和碳認證）等認證的對環境負責的供應商及產品。

穩定的供應商服務對確保產品品質至關重要。因此，本集團努力管理其供應鏈，以保持產品狀態及標準化。在回收業務中，本集團會選擇能夠提供高純度原材料的供應商，並優先選用附近供應商，以減少運輸需求。在醫療保健業務中，本集團向滿足適用法律法規的製藥公司及供應商採購藥物、醫療設備及消耗品，以確保質量、安全及效益。與供應商之間積極頻繁溝通必不可少，涵蓋課題例如市場新聞、技術最新資料、行業的可持續發展以及遵守法律法規。

於報告期間結束時，供應商的地區分佈如下：

## 8. OPERATING PRACTICES – continued

### 8.3 CUSTOMER PRIVACY

The Group's information technology department has implemented a comprehensive data protection system to ensure the security of collected data and respect for customer privacy. A system maintenance policy and strict rules govern the use of computers by employees to educate and regulate their behaviour in this regard. The Group adheres to the General Data Protection Regulation 2016/679, which requires lawful and purpose-specific data collection with designated retention periods. All storage and transmission of personal data are encrypted and protected by up-to-date antivirus measures. The Group takes practical steps to safeguard personal data from unauthorized access, processing, erasure, loss, or use by third parties. Personal data is disclosed internally and externally on a need-to-know basis and with clients' consent.

The Group maintains transparency regarding its personal data policy and practices, including the types of data held and its usage. Handling of customer data complies with the Personal Data (Privacy) Ordinance in Hong Kong (Cap. 486 of the Laws of Hong Kong) and other applicable laws and regulations. Data holders have the right to update and correct their information by submitting written requests. Upon request, the Group provides information on the use of clients' information in the past 12 months. Access to personal data is limited to trained personnel with delegated responsibilities. Responsible personnel undergo regular data handling training to stay updated on the latest requirements. Unlawful and inappropriate actions are not tolerated within the Group, and any suspected or confirmed cases are reported to law enforcement agencies. Individuals found guilty of misconduct are subject to dismissal. Additionally, the Group notifies clients if their data is disclosed, collected, or used without official approval or permission.

Throughout the reporting period, there were no confirmed incidents of non-compliance or complaints regarding data privacy related to the Group's products and services.

## 8. 營運慣例－續

### 8.3 客戶私隱

本集團的資訊科技部已經實施全面的數據保護系統，確保收集到的數據的安全，並尊重客戶私隱。系統維護政策及嚴格規定管限僱員使用電腦，以就此教育和規範其行為。本集團依循一般資料保護規範2016/679，其確保收集資料必須為合法及用於指定目的，並須指定保留時間。所有個人資料的儲存和傳輸均予以加密，並採用最新的防毒措施保護。本集團採取實際步驟，以保護個人資料，免遭受未經授權的存取、處理、刪除、遺失或被第三方使用。本集團僅在需要並經客戶同意後，才會向內部及外部披露個人資料。

本集團就其個人資料政策及慣例將保持透明度，包括持有的資料類型及其使用方式。客戶資料的處理符合香港法例第486章《個人資料(私隱)條例》及其他適用法律法規。資料持有人可以提交書面要求更新及更正其資料。本集團會應要求提供過去12個月內如何使用客戶資料的資訊。僅限有轉授責任的經培訓人員存取個人資料。負責人員會定期進行資料處理培訓，以獲得最新的規定。本集團不會容忍非法和不當行為，本集團會向執法機構報告任何可疑或確認的個案。有任何不當行為的個人可予開除。此外，如果客戶的資料未經正式批准或允許而被披露、收集或使用，本集團會通知客戶。

於整個報告期間，概無發生有關本集團所提供產品和服務的資料私隱的確認違規事件及投訴。

## 8. OPERATING PRACTICES – continued

### 8.4 ANTI-CORRUPTION

The Group places great importance on protecting its reputation and maintaining trust. Strict anti-corruption laws and regulations govern the Group's operations. Employees are expected to uphold the Group's professional image and are strictly prohibited from pursuing personal interests or benefits through business opportunities. The anti-corruption policy sets clear boundaries, prohibiting employees from accepting any advantages offered by customers, suppliers, colleagues, or any other parties while performing their duties. The Group's stance against corruption, as well as its code of conduct, is clearly communicated to all employees through the staff handbook.

To further promote ethical behaviour, the Group has established a declaration of interests and whistle-blowing policy, encouraging employees to report any instances of malpractice or misconduct directly to the human resources department or senior management. All reports are treated confidentially, and a designated senior management member handles them with care, reporting to the Board if necessary. Any unlawful acts are reported to the appropriate authorities for further investigation.

During the selection or procurement processes involving product or service providers, the Group continuously reminds employees to avoid misusing authority or engaging in situations that could compromise their decision-making ability. The Group strictly prohibits bribery, extortion, fraud, and money laundering in any form. Internal audit staff review internal controls to ensure compliance. The Group's directors and employees previously underwent ISO 37001 Anti-bribery Management Systems online training, covering international trends and requirements, and therefore no training was arranged specifically for this reporting period. There were no confirmed cases or public legal cases involving bribery, extortion, fraud, or money laundering during the reporting period.

## 8. 營運慣例－續

### 8.4 反貪污

本集團非常重視保護其聲譽及維持信心。本集團的經營業務受嚴格的反貪污法律和法規管限。本集團期望僱員維護本集團的專業形象，並嚴禁僱員透過業務機會謀取個人好處或利益。反貪污政策制定明確的界線，禁止僱員在履行職責時，接受客戶、供應商、同事或任何其他方提供的任何利益。已透過僱員手冊向全體僱員明確溝通本集團的反貪污立場以及其行為準則。

為進一步促進道德行為，本集團已經制定權益聲明及舉報政策，鼓勵僱員直接向人力資源部或高級管理層舉報任何不良行為及行為失當事宜。所有報告均會保密處理。由指定高級管理人員謹慎處理，如有需要，會向董事會報告。任何非法行為會向適當當局報告，以便進一步調查。

在涉及產品或服務供應商的挑選或採購過程中，本集團不斷提醒僱員避免誤用權力或置身於可能影響到其決策能力的情況。本集團嚴禁任何形式的賄賂、敲詐、欺詐和洗錢行為。內部審核人員會檢討內部監控，以確保合規。本集團的董事及僱員先前已經進行ISO 37001線上培訓，內容涵蓋國際趨勢及反賄賂管理體系的規定，因此，於本報告期間內並無特別安排有關培訓。於報告期間，概無發生有關賄賂、勒索、欺詐及洗黑錢的確認案件或公開法律案件。



## 9. COMMUNITY INVESTMENT

As a socially responsible corporation, the Group actively engages in community projects within the towns and cities where we operate, aiming to enhance the lives of underprivileged individuals and raise awareness about environmental protection. Our doctors have been actively disseminating information on infection control to the public through various platforms. Leveraging the expertise of our specialists, we have created a series of healthcare videos and presentations, which have been shared on our Facebook page.

In the reporting period, the Group contributed over HK\$11,000 to community service, primarily in the area of sports and children education.

## 10. LOOKING FORWARD

The Group is committed to staying updated on resource-efficient technologies to continually enhance its environmental performance. It will actively seek opportunities to expand its capabilities and contribute to addressing global waste issues. Alongside its environmental protection efforts, the Group will consistently identify and collaborate with charitable partners to participate in community activities.

## 9. 社區投資

作為負責任的公司，本集團積極參與本集團經營所在市鎮及城市的社區項目，希望提升貧苦大眾的生活以及提高環保意識。我們的醫生一直積極通過不同的平台向公眾傳播有關感染控制的信息。我們利用我們的專家的專業知識，製作了一系列的保健視頻和介紹，在我們的Facebook專頁分享。

於報告期間內，本集團為社區服務貢獻超過11,000港元，主要用於運動及兒童教育方面。

## 10. 展望未來

本集團致力跟上最新的資源節約型技術，不斷提升其環境績效。其將積極尋找機會擴大其能力，並為應對全球廢料議題作出貢獻。連同環保方面的努力，本集團將一貫地尋找並與慈善夥伴合作，參與社區活動。

# INDEPENDENT AUDITOR'S REPORT

## 獨立核數師報告書



**MAZARS CPA LIMITED**

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### TO THE MEMBERS OF GREEN ENERGY GROUP LIMITED

*(incorporated in Bermuda with limited liability)*

致綠色能源科技集團有限公司全體股東

*(於百慕達註冊成立之有限公司)*

### OPINION

We have audited the consolidated financial statements of Green Energy Group Limited (the “**Company**”) and its subsidiaries (together the “**Group**”) set out on pages 104 to 219, which comprise the consolidated statement of financial position as at 30 June 2023, and the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 30 June 2023, and of its financial performance and 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 Companies Ordinance (the “**CO**”).

### BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing (“**HKSAs**”) issued by the HKICPA. Our responsibilities under those standards are further described in the “Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements” section of our report. We are independent of the Group in accordance with the HKICPA’s Code of Ethics for Professional Accountants (the “**Code**”), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### 意見

我們已審計列載於第104至219頁的綠色能源科技集團有限公司(「**貴公司**」)及其附屬公司(以下統稱「**貴集團**」)的綜合財務報表，此財務報表包括於二零二三年六月三十日的綜合財務狀況表與截至該日止年度的綜合全面收益表、綜合權益變動表和綜合現金流量表，以及綜合財務報表附註，包括主要會計政策概要。

我們認為，該等綜合財務報表已根據香港會計師公會(「**香港會計師公會**」)頒布的《香港財務報告準則》(「**香港財務報告準則**」)真實而中肯地反映了 貴集團於二零二三年六月三十日的綜合財務狀況及截至該日止年度 貴集團的財務表現及現金流量，並已遵照《公司條例》(「**公司條例**」)的披露規定妥為擬備。

### 意見的基礎

我們已根據由香港會計師公會頒布的《香港審計準則》(「**香港審計準則**」)進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計綜合財務報表承擔的責任」部分中作進一步闡述。根據香港會計師公會頒布的《專業會計師道德守則》(以下簡稱「**守則**」)，我們獨立於 貴集團，並已履行守則中的其他專業道德責任。我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

## KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Key audit matter

#### 關鍵審計事項

#### *Impairment assessment of property, plant and equipment*

#### 物業、廠房及設備的減值評估

(Refer to note 14 to the consolidated financial statements)  
(敬請參閱綜合財務報表附註14)

As at 30 June 2023, the Group had property, plant and equipment with carrying amounts of HK\$5,331,000 (net of accumulated impairment loss of HK\$913,000) and HK\$10,084,000 (net of accumulated impairment loss of HK\$1,244,000) which are used in the Group's waste construction materials and processing services segment and plastic recycling / metal scrap segment respectively.

於二零二三年六月三十日，貴集團持有之物業、廠房及設備賬面金額為5,331,000港元（扣除累計減值虧損913,000港元）及10,084,000港元（扣除累計減值虧損1,244,000港元），分別用於貴集團建築廢料及處理服務分部以及塑料回收／金屬廢料分部。

The carrying amounts of these property, plant and equipment are subject to impairment assessments annually or when there is an indication of impairment or an impairment loss is reversed if there has been a favorable change in the estimates used to determine their recoverable amount. For the purpose of assessing impairment, these non-current assets, being the waste construction materials and processing services business and the plastic recycling / metal scrap business in Germany, were identified, as a cash generating unit ("CGU") (the "Waste Construction Materials CGU" and the "Plastic Recycling CGU" respectively).

該等物業、廠房及設備的賬面金額須每年或在有減值跡象時進行減值評估，或於確定其可收回金額的估計發生有利變化時轉回減值虧損。為評估減值，該等在德國的非流動資產（即建築廢料及處理服務業務以及塑料回收／金屬廢料業務）被識別為現金產生單位（分別為「建築廢料現金產生單位」及「塑料回收現金產生單位」）。

## 關鍵審計事項

關鍵審計事項是根據我們的專業判斷，認為對本期綜合財務報表的審計最為重要的事項。這些事項是在我們審計整體綜合財務報表及出具意見時進行處理的。我們不會對這些事項提供單獨的意見。

### How our audit addressed the key audit matter

#### 我們的審計如何處理關鍵審計事項

Our key procedures, among others, included:  
我們的主要審計程序其中包括：

- Assessed the appropriateness of using fair value less costs of disposal in estimating the recoverable amount of the Waste Construction Materials CGU and Plastic Recycling CGU;
- 評估使用公平價值扣除出售成本以估計建築廢料現金產生單位及塑料回收現金產生單位的可收回金額是否合適；
- Obtained the impairment assessments for the Waste Construction Materials CGU and Plastic Recycling CGU prepared by management and discussed with those individuals who prepared the calculation for an understanding of the basis and key input data used in the calculation;
- 獲取管理層編製的建築廢料現金產生單位及塑料回收現金產生單位減值評估，並與編製計算的人員商討，以了解計算中使用的基準及關鍵輸入數據；
- Reviewed the valuations from the management and valuer and discussed with management and the valuers to understand the valuation basis and methodology used, and underlying assumptions;
- 審閱管理層及估值師的估值，並與管理層及估值師商討，以了解所使用的估值基準及方法以及基本假設；
- Evaluated the competence, capabilities and objectivity of the valuer;
- 評估估值師的資質、能力及客觀性；

## KEY AUDIT MATTERS – continued

### Key audit matter – continued

#### 關鍵審計事項 – 續

#### *Impairment assessment of property, plant and equipment – continued* 物業、廠房及設備的減值評估 – 續

(Refer to note 14 to the consolidated financial statements)  
– continued  
(敬請參閱綜合財務報表附註14) – 續

The Group engaged an independent professional valuer to provide assistance in assessing the recoverable amounts of the Waste Construction Materials CGU and Plastic Recycling CGU which are determined based on the higher of the fair value less costs of disposal and the value in use. 貴集團已聘請獨立專業估值師協助評估建築廢料現金產生單位及塑料回收現金產生單位的可收回金額，該金額乃根據公平價值扣除出售成本及使用價值中的較高者釐定。

The management estimated the recoverable amounts of all these CGUs based on their respective fair value less costs of disposal. The management concluded that provision of impairment loss of HK\$348,000 is recognised in relation to the property, plant and equipment of Waste Construction Materials CGU for the year ended 30 June 2023.

管理層已根據全部該等現金產生單位各自的公平價值扣除出售成本估計其可收回金額。管理層得出結論，於截至二零二三年六月三十日止年度，就建築廢料現金產生單位的物業、廠房及設備確認減值虧損撥備348,000港元。

We have identified the impairment assessment of property, plant and equipment as a key audit matter because of their significance to the consolidated financial statements and significant estimation and judgement involved in the estimation of the recoverable amounts.

我們已將物業、廠房及設備的減值評估識別為關鍵審計事項，乃由於其對綜合財務報表的重要性，而且估計可收回金額時涉及重大估計及判斷。

## 關鍵審計事項 – 續

### How our audit addressed the key audit matter – continued

#### 我們的審計如何處理關鍵審計事項 – 續

- Considered the relevance and reasonableness of key assumptions and methods used, and checking the relevance and accuracy of the source data used;
- 考慮主要假設及所用方法的相關性及合理性，並檢查所用數據來源的相關性及準確性；
- Checked the relevance and accuracy of the quoted prices for identical or similar assets in active markets;
- 檢查活躍市場中相同或類似資產的報價的相關性及準確性；
- Checked with comparable data through internal or external sources, on a sample basis, the accuracy and relevancy of the input data used; and
- 透過內部或外部來源的可比較數據，以抽樣方式檢查所用輸入數據的準確性及相關性；及
- Considered the adequacy of the Group's disclosure in respect of the impairment assessment.
- 考慮 貴集團在減值評估方面的披露是否充分。

## OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises the information included in the 2023 annual report of the Company but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the CO, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The directors of the Company assisted by the audit committee of the Company (the "Audit Committee") are responsible for overseeing the Group's financial reporting process.

## 其他信息

貴公司董事需對其他信息負責。其他信息包括刊載於 貴公司之二零二三年年報內的信息，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與綜合財務報表或我們在審計過程中所了解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。基於我們執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

## 董事及管治層就綜合財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會頒布的《香港財務報告準則》及《公司條例》的披露規定擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備綜合財務報表時，貴公司董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非 貴公司董事有意將 貴集團清盤或停止經營，或別無其他實際的替代方案。

貴公司的審核委員會（「審核委員會」）協助 貴公司董事負責監督 貴集團財務報告過程。

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act 1981, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

## 核數師就審計綜合財務報表承擔 的責任

我們的目標，是對綜合財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們僅按照百慕達《1981年公司法》第90條向閣下整體報告我們的意見，而並不可作其他目的。我們概不就本報告的內容對任何其他人士負責或承擔責任。

合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或滙總起來可能影響綜合財務報表使用者依賴財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述的風險，設計及執行審計程序以應對這些風險，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 了解與審計相關的內部控制，以設計適當的審計程序，但目的並非對貴集團內部控制的有效性發表意見。
- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS – continued

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, actions taken to eliminate threats or safeguards applied.

## 核數師就審計綜合財務報表承擔 的責任－續

- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致貴集團不能持續經營。
- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。
- 就貴集團內實體或業務活動的財務信息獲取充足、適當的審計憑證，以便對綜合財務報表發表意見。我們負責貴集團審計的方向、監督和執行。我們為審計意見承擔全部責任。

除其他事項外，我們與審核委員會溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

我們還向審核委員會提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及在適用的情況下，為消除威脅而採取的行動或所應用的防範措施。

## AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS – continued

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe those matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Mazars CPA Limited**

*Certified Public Accountants*

Hong Kong, 28 September 2023

The engagement director on the audit resulting in this independent auditor's report is:

**Chan Chi Wai**

Practising Certificate number: P05708

## 核數師就審計綜合財務報表承擔 的責任－續

從與審核委員會溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

中審眾環(香港)會計師事務所有限公司

執業會計師

香港，二零二三年九月二十八日

出具本獨立核數師報告的審計項目董事為：

**陳志偉**

執業證書編號：P05708



# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 綜合全面收益表

Year ended 30 June 2023 截至二零二三年六月三十日止年度

		Note 附註	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
Revenue	收入	5, 6	80,026	433,645
Other income	其他收入	7	1,419	1,087
Changes in inventories of finished goods	製成品存貨變動		348	(686)
Purchases of goods and consumables	貨品及消耗品的採購額		(49,124)	(416,872)
Transportation costs	運輸成本		(12,047)	(1,398)
Staff costs	員工成本	9	(17,065)	(18,061)
Depreciation for property, plant and equipment	物業、廠房及設備的折舊	14	(1,983)	(2,037)
Depreciation for right-of-use assets	使用權資產的折舊	20	(1,370)	(1,486)
Net exchange losses	匯兌虧損淨額		(105)	(1,393)
Provision for impairment loss on property, plant and equipment	物業、廠房及設備的減值虧損撥備	14	(348)	(1,019)
Allowance for expected credit loss ("ECL") on other receivables	其他應收款項的預期信用損失(「預期信用損失」)撥備	29	(195)	–
Gain on disposal of property, plant and equipment	出售物業、廠房及設備的收益	14	1,007	–
Gain (Loss) on disposal of subsidiaries	出售附屬公司的收益(虧損)	32	6,360	(476)
Other operating expenses	其他經營開支		(11,636)	(15,602)
Finance costs	財務費用	8	(134)	(92)
<b>Loss before taxation</b>	<b>除稅前虧損</b>	9	<b>(4,847)</b>	(24,390)
Taxation	稅項	10	(382)	(10)
<b>Loss for the year from continuing operations</b>	<b>本年度來自持續經營業務的虧損</b>		<b>(5,229)</b>	(24,400)
<b>Discontinued operations:</b>	<b>已終止經營業務:</b>			
Loss for the year from discontinued operations	本年度來自已終止經營業務的虧損	32(b)	(4,827)	(8,250)
<b>Loss for the year</b>	<b>本年度虧損</b>		<b>(10,056)</b>	(32,650)
<b>Other comprehensive (loss) income for the year, net of tax</b>	<b>本年度其他全面(虧損)收益(扣除稅項)</b>			
<i>Items that may be / are reclassified subsequently to profit or loss:</i>	<i>此後可/會重新分類至損益之項目:</i>			
– Reclassification of translation reserve upon disposal of subsidiaries	– 於出售附屬公司時將匯兌儲備重新分類		–	469
– Exchange differences arising on translation of financial statements of foreign operations	– 換算海外業務財務報表產生之匯兌差額		(272)	(2,593)
<b>Other comprehensive loss for the year</b>	<b>本年度其他全面虧損</b>		<b>(272)</b>	(2,124)
<b>Total comprehensive loss for the year</b>	<b>本年度全面虧損總額</b>		<b>(10,328)</b>	(34,774)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
綜合全面收益表

Year ended 30 June 2023 截至二零二三年六月三十日止年度

	Note 附註	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
<b>(Loss) Profit for the year attributable to:</b>	以下人士應佔本年度 (虧損)溢利：		
Owners of the Company	本公司擁有人		
– continuing operations	– 持續經營業務	(6,138)	(22,781)
– discontinued operations	– 已終止經營業務	(2,896)	(4,950)
		<b>(9,034)</b>	(27,731)
Non-controlling interests	非控制性權益		
– continuing operations	– 持續經營業務	909	(1,619)
– discontinued operations	– 已終止經營業務	(1,931)	(3,300)
		<b>(1,022)</b>	(4,919)
		<b>(10,056)</b>	(32,650)
<b>Total comprehensive (loss) income for the year attributable to:</b>	以下人士應佔本年度全面 (虧損)收益總額：		
Owners of the Company	本公司擁有人		
– continuing operations	– 持續經營業務	(6,283)	(25,357)
– discontinued operations	– 已終止經營業務	(2,896)	(4,950)
		<b>(9,179)</b>	(30,307)
Non-controlling interests	非控制性權益		
– continuing operations	– 持續經營業務	782	(1,167)
– discontinued operations	– 已終止經營業務	(1,931)	(3,300)
		<b>(1,149)</b>	(4,467)
		<b>(10,328)</b>	(34,774)
		<b>HK cents</b> 港仙	<b>HK cents</b> 港仙
<b>Basic and diluted loss per share</b>	<b>每股基本及攤薄虧損</b>		
– continuing operations	– 持續經營業務	13	(2.00)
– discontinued operations	– 已終止經營業務	13	(0.44)
– total continuing operations and discontinued operations	– 持續經營業務及 已終止經營業務合計	<b>(0.79)</b>	(2.44)

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 綜合財務狀況表

At 30 June 2023 於二零二三年六月三十日

			2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
	Note 附註			
<b>Non-current assets</b>		<b>非流動資產</b>		
Property, plant and equipment	14	物業、廠房及設備	17,120	24,401
Intangible asset	15	無形資產	–	78
Prepayments, deposits and other receivables	19	預付款項、按金及其他 應收款項	1,764	968
Right-of-use assets	20	使用權資產	5,673	1,049
			<b>24,557</b>	26,496
<b>Current assets</b>		<b>流動資產</b>		
Inventories	16	存貨	1,221	1,570
Trade receivables	17	應收貿易賬款	2,787	3,034
Loan and interest receivables	18	應收貸款及利息	2,165	–
Prepayments, deposits and other receivables	19	預付款項、按金及其他 應收款項	5,108	6,930
Bank balances and cash		銀行結餘及現金	14,849	33,566
			<b>26,130</b>	45,100
<b>Current liabilities</b>		<b>流動負債</b>		
Trade payables	21	應付貿易賬款	111	3,529
Accruals and other payables	22	應計費用及其他應付款項	6,039	18,403
Contract liabilities	23	合約負債	–	4,502
Lease liabilities	20	租賃負債	1,939	2,042
Tax payables		應付稅項	370	–
			<b>8,459</b>	28,476
<b>Net current assets</b>		<b>流動資產淨值</b>	<b>17,671</b>	16,624
<b>Total assets less current liabilities</b>		<b>總資產減流動負債</b>	<b>42,228</b>	43,120
<b>Non-current liabilities</b>		<b>非流動負債</b>		
Lease liabilities	20	租賃負債	3,787	–
<b>Net assets</b>		<b>資產淨值</b>	<b>38,441</b>	43,120

CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
綜合財務狀況表

At 30 June 2023 於二零二三年六月三十日

			2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
		Note 附註		
<b>Equity</b>	<b>權益</b>			
Share capital	股本	24	113,631	113,631
Reserves	儲備	25	(72,244)	(63,065)
Equity attributable to owners of the Company	本公司擁有人應佔權益		41,387	50,566
Non-controlling interests	非控制性權益	34	(2,946)	(7,446)
<b>Total equity</b>	<b>權益總額</b>		<b>38,441</b>	43,120

The consolidated financial statements on pages 104 to 219 were approved and authorised for issue by the board of directors on 28 September 2023 and are signed on its behalf by:

第104至219頁的綜合財務報表已於二零二三年九月二十八日由董事會批核及授權刊發，並由以下董事代表簽署：

**Lo Kam Wing, JP**  
盧金榮 太平紳士  
Director  
董事

**Ho Wai Hung**  
何偉雄  
Director  
董事

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 綜合權益變動表

Year ended 30 June 2023 截至二零二三年六月三十日止年度

		Attributable to owners of the Company 本公司擁有人應佔									
		Reserves 儲備									
		Share capital	Share premium	Contributed surplus	Exchange reserve	General reserve	Accumulated losses	Total reserves	Total	Non-controlling interests	Total equity
		股本	股份溢價	實繳盈餘	匯兌儲備	一般儲備	累計虧損	儲備合計	合計	非控制性權益	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
		(Note 24)	(Note 25(a))	(Note 25(b))	(Note 25(c))	(Note 25(d))	(Note 25(d))	(Note 25(c))	(附註25(d))	(附註25(c))	(附註25(d))
At 30 June 2021	於二零二一年六月三十日	113,631	415,011	56,897	6,983	71	(511,720)	(32,758)	80,873	(2,979)	77,894
<b>Loss for the year</b>	<b>本年度虧損</b>	-	-	-	-	-	(27,731)	(27,731)	(27,731)	(4,919)	(32,650)
<b>Other comprehensive (loss) income</b>	<b>其他全面(虧損)收益</b>										
Reclassification of translation reserve upon disposal of subsidiaries	於出售附屬公司時將匯兌儲備重新分類	-	-	-	469	-	-	469	469	-	469
Exchange differences arising on translation of financial statements of foreign operations	換算海外業務財務報表產生之匯兌差額	-	-	-	(3,045)	-	-	(3,045)	(3,045)	452	(2,593)
<b>Other comprehensive (loss) income for the year</b>	<b>本年度其他全面(虧損)收益</b>	-	-	-	(2,576)	-	-	(2,576)	(2,576)	452	(2,124)
<b>Total comprehensive loss for the year</b>	<b>本年度全面虧損總額</b>	-	-	-	(2,576)	-	(27,731)	(30,307)	(30,307)	(4,467)	(34,774)
At 30 June 2022 and 1 July 2022	於二零二二年六月三十日及二零二二年七月一日	113,631	415,011	56,897	4,407	71	(539,451)	(63,065)	50,566	(7,446)	43,120
<b>Loss for the year</b>	<b>本年度虧損</b>	-	-	-	-	-	(9,034)	(9,034)	(9,034)	(1,022)	(10,056)
<b>Other comprehensive loss</b>	<b>其他全面虧損</b>										
Exchange differences arising on translation of financial statements of foreign operations	換算海外業務財務報表產生之匯兌差額	-	-	-	(145)	-	-	(145)	(145)	(127)	(272)
<b>Total comprehensive loss for the year</b>	<b>本年度全面虧損總額</b>	-	-	-	(145)	-	(9,034)	(9,179)	(9,179)	(1,149)	(10,328)
<b>Transactions with owners: Changes in ownership interests</b>	<b>與擁有人的交易：擁有權益變動</b>										
Disposal of non-wholly owned subsidiaries (note 32(b))	出售非全資附屬公司(附註32(b))	-	-	-	-	-	-	-	-	5,649	5,649
At 30 June 2023	於二零二三年六月三十日	113,631	415,011	56,897	4,262	71	(548,485)	(72,244)	41,387	(2,946)	38,441

# CONSOLIDATED STATEMENT OF CASH FLOWS

## 綜合現金流量表

Year ended 30 June 2023 截至二零二三年六月三十日止年度

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
	Note 附註		
<b>OPERATING ACTIVITIES</b>	<b>經營業務</b>		
Loss before taxation	除稅前虧損		
– continuing operations	– 持續經營業務	(4,847)	(24,390)
– discontinued operations	– 已終止經營業務	(4,827)	(8,250)
		<b>(9,674)</b>	(32,640)
Adjustments for:	就下列各項作出調整：		
Interest income	利息收入	(317)	(413)
Interest expenses	利息開支	136	107
Amortisation of intangible assets	無形資產攤銷	78	100
Depreciation of property, plant and equipment	物業、廠房及設備的折舊	2,528	3,611
Depreciation of right-of-use assets	使用權資產的折舊	1,504	1,753
Net exchange gains	匯兌收益淨額	–	(68)
Provision for impairment loss on property, plant and equipment	物業、廠房及設備的減值虧損撥備	348	1,019
Allowance for ECL on trade receivables	應收貿易賬款的預期信用損失撥備	–	45
Allowance for ECL on other receivables	其他應收款項的預期信用損失撥備	195	–
Gain on disposal of property, plant and equipment	出售物業、廠房及設備的收益	(1,007)	–
(Gain) Loss on disposal of subsidiaries	出售附屬公司的(收益)虧損	32 <b>(6,360)</b>	476
Write-off of property, plant and equipment	物業、廠房及設備的撇銷	–	3
<b>Operating cash flows before movements in working capital</b>	<b>營運資金變動前之經營現金流量</b>	<b>(12,569)</b>	(26,007)
Changes in working capital:	營運資金變動：		
Inventories	存貨	6	(264)
Trade receivables	應收貿易賬款	147	388
Loan receivable	應收貸款	(2,000)	–
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項	1,888	3,879
Trade payables	應付貿易賬款	(2,654)	3,243
Accruals and other payables	應計費用及其他應付款項	3,224	8,178
Contract liabilities	合約負債	(4,475)	4,444
<b>Cash used in operations</b>	<b>經營活動所用的現金</b>	<b>(16,433)</b>	(6,139)
Income tax paid	已付所得稅	(12)	(12)
<b>Net cash used in operating activities</b>	<b>經營活動所用的現金淨額</b>	<b>(16,445)</b>	(6,151)

CONSOLIDATED STATEMENT OF CASH FLOWS  
綜合現金流量表

Year ended 30 June 2023 截至二零二三年六月三十日止年度

			2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
	Note 附註			
<b>INVESTING ACTIVITIES</b> 投資活動				
Interest received		已收利息	151	413
Purchase of property, plant and equipment		購入物業、廠房及設備	(34)	(2,644)
Net cash (outflow) inflow from disposal of subsidiaries	32	出售附屬公司的淨現金 (流出)流入	(60)	2,670
<b>Net cash from investing activities</b>		<b>投資活動所得現金淨額</b>	<b>57</b>	439
<b>FINANCING ACTIVITIES</b> 融資活動				
Interest paid		已付利息	(136)	(107)
Repayment of principal amount of lease liabilities		償還租賃負債的本金	(1,344)	(775)
<b>Net cash used in financing activities</b>	35(a)	<b>融資活動所用現金淨額</b>	<b>(1,480)</b>	(882)
<b>Net decrease in cash and cash equivalents</b>		<b>現金及現金等價物減少淨額</b>	<b>(17,868)</b>	(6,594)
Effect of foreign exchange rate changes		匯率變動之影響	(849)	(64)
Cash and cash equivalents at the beginning of the reporting period		於報告期初之現金及現金等價物	33,566	40,224
<b>Cash and cash equivalents at the end of the reporting period, represented by bank balances and cash</b>		<b>於報告期末之現金及現金等價物，為銀行結餘及現金</b>	<b>14,849</b>	33,566

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 1. GENERAL INFORMATION

Green Energy Group Limited (the “**Company**”) was incorporated in Bermuda as an exempted company with limited liability under the Companies Act 1981 of Bermuda and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The addresses of the registered office and the principal place of business of the Company are disclosed in the corporate information section to the 2023 annual report of the Company.

The principal activity of the Company is investment holding. The principal activities of its principal subsidiaries are set out in note 33(a) to the consolidated financial statements. The Company together with its subsidiaries are collectively referred to as the “**Group**” hereinafter.

In the opinion of the directors of the Company (the “**Directors**”), the Company’s parent is New Glory Business Corporation which was incorporated in the British Virgin Islands and the ultimate parent is Marvel Express Limited which was incorporated in the British Virgin Islands.

### 2. APPLICATION OF NEW / REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“**HKFRSs**”)

**The Group has applied, for the first time, the following new / revised HKFRSs that are relevant to the Group:**

Amendments to HKAS 16	Proceeds before Intended Use
Amendments to HKAS 37	Cost of Fulfilling a Contract
Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKAS 12	International Tax Reform – Pillar Two Model Rules
Annual Improvements to HKFRSs	2018–2020 Cycle

### 1. 一般資料

綠色能源科技集團有限公司(「**本公司**」)根據百慕達一九八一年公司法於百慕達註冊成立為一家獲豁免有限責任公司。本公司股份於香港聯合交易所有限公司(「**聯交所**」)主板上市。本公司註冊辦事處及主要營業地點的地址在本公司二零二三年年報「公司資料」一節內披露。

本公司的主要業務活動為投資控股。其主要附屬公司之主要業務載於綜合財務報表附註33(a)。本公司連同其附屬公司於下文統稱為「**本集團**」。

本公司董事(「**董事**」)認為，本公司之母公司為於英屬處女群島註冊成立之New Glory Business Corporation，而於英屬處女群島註冊成立之Marvel Express Limited為本公司之最終母公司。

### 2. 應用新訂／經修訂香港財務報告準則(「**香港財務報告準則**」)

本集團已經首次應用以下與本集團有關的新訂／經修訂香港財務報告準則：

香港會計準則第16號的修訂	未用作擬定用途前的所得款項
香港會計準則第37號的修訂	履行合約的成本
香港財務報告準則第3號的修訂	對概念框架的引用
香港會計準則第12號的修訂	國際稅務改革：支柱二模板規則
香港財務報告準則年度改進	二零一八年至二零二零年週期



Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 2. APPLICATION OF NEW / REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) – continued

### *Amendments to HKAS 16: Proceeds before Intended Use*

The amendments clarify the accounting requirements for proceeds received by an entity from selling items produced while testing an item of property, plant or equipment before it is used for its intended purpose. An entity recognises the proceeds from selling any such items, and the cost of those items, in profit or loss and measures the cost of those items applying the measurement requirements of HKAS 2.

The adoption of the amendments does not have any significant impact on the consolidated financial statements.

### *Amendments to HKAS 37: Cost of Fulfilling a Contract*

The amendments clarify that for the purpose of assessing whether a contract is onerous under HKAS 37, the cost of fulfilling the contract comprises the costs that relate directly to the contract. Costs that relate directly to a contract include both the incremental costs of fulfilling that contract (for example, direct labour and materials) and an allocation of other costs that relate directly to fulfilling contracts (for example, an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The adoption of the amendments does not have any significant impact on the consolidated financial statements.

## 2. 應用新訂／經修訂香港財務報告準則（「香港財務報告準則」）－續

### *香港會計準則第16號的修訂「未用作擬定用途前的所得款項」*

該等修訂澄清有關實體將在物業、廠房或設備項目用作其擬定用途前測試項目時產生的項目出售所收到的所得款項的會計要求。實體將這些項目的出售所得和成本計入損益，並應用香港會計準則第2號的計量要求計量該等項目的成本。

採納該等修訂並無對綜合財務報表造成任何重大影響。

### *香港會計準則第37號的修訂「履行合約的成本」*

該等修訂澄清，為評估合約就香港會計準則第37號而言是否虧損合約，履行合約的成本包括與合約直接相關的成本。與合約直接相關的成本既包括履行該合約的增量成本（例如，直接勞工和材料），也包括與履行該合約直接相關的其他成本的分攤（例如，用於履行合約的物業、廠房及設備項目的折舊費用的分攤）。

採納該等修訂並無對綜合財務報表造成任何重大影響。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 2. APPLICATION OF NEW / REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) – continued

### *Amendments to HKFRS 3: Reference to the Conceptual Framework*

The amendments update a reference in HKFRS 3 to the Conceptual Framework for Financial Reporting issued in 2018. The amendments also add to HKFRS 3 an exception to its requirement for an entity to refer to the Conceptual Framework to determine what constitutes an asset or a liability. The exception specifies that, for some types of liabilities and contingent liabilities, an entity applying HKFRS 3 should instead refer to HKAS 37. The exception has been added to avoid an unintended consequence of updating the reference.

The adoption of the amendments does not have any significant impact on the consolidated financial statements.

### *Amendments to HKAS 12: International Tax Reform – Pillar Two Model Rules*

The amendments provide entities with temporary relief from accounting for deferred taxes arising from the Organisation for Economic Co-operation and Development’s Pillar Two model rules. The Amendments also introduce targeted disclosure requirements to help investors understand an entity’s exposure to income taxes arising from the rules.

The adoption of the amendments does not have significant impact on the consolidated financial statements.

### *Annual Improvements Project – 2018–2020 Cycle*

#### *HKFRS 1: Subsidiary as a First-time Adopter*

This amendment simplifies the application of HKFRS 1 for a subsidiary that becomes a first-time adopter of HKFRSs later than its parent – i.e. if a subsidiary adopts HKFRSs later than its parent and applies HKFRS 1.D16(a), then a subsidiary may elect to measure cumulative translation differences for all foreign operations at amounts included in the consolidated financial statements of the parent, based on the parent’s date of transition to HKFRSs.

## 2. 應用新訂／經修訂香港財務報告準則（「香港財務報告準則」）－續

### *香港財務報告準則第3號的修訂「對概念框架的引用」*

該等修訂將香港財務報告準則第3號內的引用更新為對於二零一八年發出的「財務報告概念框架」的引用。修訂亦為香港財務報告準則第3號有關實體引用「概念框架」來確定什麼構成資產或負債的要求增加了一項例外情況。例外情況指明，對於若干類別的負債和或有負債，應用香港財務報告準則第3號的實體應引用香港會計準則第37號。增設例外情況是為了避免更新引用產生的意外後果。

採納該等修訂並無對綜合財務報表造成任何重大影響。

### *香港會計準則第12號的修訂「國際稅務改革：支柱二模板規則」*

該等修訂就經濟合作與發展組織的支柱二模板規則產生的遞延稅項的會計處理為實體提供暫時豁免。修訂亦引入針對性的披露要求，以幫助投資者了解實體因規則而面臨的所得稅風險。

採納上述修訂並無對綜合財務報表造成任何重大影響。

### *香港財務報告準則年度改進（二零一八年至二零二零年週期）*

#### *香港財務報告準則第1號：附屬公司作為首次採用者*

該修訂就晚於其母公司成為香港財務報告準則首次採用者的附屬公司簡化香港財務報告準則第1號的應用，即如果附屬公司晚於其母公司採用香港財務報告準則，並應用香港財務報告準則1.D16(a)，則附屬公司可選擇根據母公司過渡至香港財務報告準則的日期，按母公司綜合財務報表內所載的金額計量所有境外經營業務的累計換算差額。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 2. APPLICATION OF NEW/REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) – continued

### *Annual Improvements Project – 2018–2020 Cycle – continued*

#### *HKFRS 9: Fees in the “10 per cent” Test for Derecognition of Financial Liabilities*

This amendment clarifies that – for the purpose of performing the “10 per cent test” for derecognition of financial liabilities – in determining those fees paid net of fees received, a borrower includes only fees paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other’s behalf.

#### *HKFRS 16: Lease Incentives*

The amendment removes the illustration of payments from the lessor relating to leasehold improvements. As currently drafted, Example 13 is not clear as to why such payments are not a lease incentive.

#### *HKAS 41: Taxation in Fair Value Measurements*

This amendment removes the requirement to exclude cash flows for taxation when measuring fair value, thereby aligning the fair value measurement requirements in HKAS 41 with those in HKFRS 13.

The adoption of the above amendments does not have significant impact on the consolidated financial statements.

## 2. 應用新訂／經修訂香港財務報告準則（「香港財務報告準則」）－續

### *香港財務報告準則年度改進（二零一八年至二零二零年週期）－續*

#### *香港財務報告準則第9號：終止確認金融負債的「10%」測試中的費用*

該修訂澄清，為進行終止確認金融負債的「10%測試」，在釐定支付的費用扣除收到的費用時，借款人僅包括在借款人和貸款人之間支付或收到的費用，包括借款人或貸款人代表對方支付或收到的費用。

#### *香港財務報告準則第16號：租賃激勵*

該修訂刪除有關出租人就租賃物業裝修付款的說明。按照目前的稿本，示例13內有關款項並非租賃激勵的理由並不清晰。

#### *香港會計準則第41號：公平價值計量中的稅項*

該修訂移除有關在計量公平價值時排除有關稅項的現金流量的要求，從而使香港會計準則第41號內與香港財務報告準則第13號內的公平價值計量要求一致。

採納上述修訂並無對綜合財務報表造成任何重大影響。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 2. APPLICATION OF NEW / REVISED HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”) – continued

### Future changes in HKFRSs:

At the date of authorisation of the consolidated financial statements, the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) has issued the following new / revised HKFRSs that are not yet effective for the current year, which the Group has not early adopted.

Amendments to HKAS 1	Disclosure of Accounting Policies <sup>1</sup>
Amendments to HKAS 8	Definition of Accounting Estimates <sup>1</sup>
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction <sup>1</sup>
HKFRS 17	Insurance Contracts <sup>1</sup>
Amendment to HKFRS 17	Initial Application of HKFRS 17 and HKFRS 9 – Comparative Information <sup>1</sup>
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current <sup>2</sup>
Amendments to HKAS 1	Non-current Liabilities with Covenants <sup>2</sup>
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements <sup>2</sup>
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback <sup>2</sup>
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>3</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2023

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2024

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

The Directors do not anticipate that the adoption of the new / revised HKFRSs in future periods will have any material impact on the results of the Group.

## 2. 應用新訂／經修訂香港財務報告準則（「香港財務報告準則」）－續

### 香港財務報告準則的未來變動：

於批准此等綜合財務報表當日，本集團並無提早採納香港會計師公會（「香港會計師公會」）已頒佈但於本年度尚未生效之下列新訂／經修訂香港財務報告準則。

香港會計準則第1號的修訂	會計政策披露 <sup>1</sup>
香港會計準則第8號的修訂	會計估計的定義 <sup>1</sup>
香港會計準則第12號的修訂	與單一交易產生的資產及負債有關的遞延稅項 <sup>1</sup>
香港財務報告準則第17號	保險合約 <sup>1</sup>
香港財務報告準則第17號的修訂	首次應用香港財務報告準則第17號及香港財務報告準則第9號：比較資料 <sup>1</sup>
香港會計準則第1號的修訂	流動或非流動負債分類 <sup>2</sup>
香港會計準則第1號的修訂	附有契諾條件的非流動負債 <sup>2</sup>
香港會計準則第7號及香港財務報告準則第7號的修訂	供應商融資安排 <sup>2</sup>
香港財務報告準則第16號的修訂	售後租回交易中的租賃負債 <sup>2</sup>
香港財務報告準則第10號及香港會計準則第28號的修訂	投資者與其聯營企業或合營企業之間的資產出售或投入 <sup>3</sup>

<sup>1</sup> 於二零二三年一月一日或以後開始的年度期間生效

<sup>2</sup> 於二零二四年一月一日或以後開始的年度期間生效

<sup>3</sup> 生效日期尚待釐定

董事預計，於未來期間採用新訂／經修訂香港財務報告準則將不會對本集團的業績產生任何重大影響。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### Basis of preparation

These consolidated financial statements have been prepared in accordance with HKFRSs, which collective term includes all applicable HKFRSs, Hong Kong Accounting Standards (“HKASs”) and interpretations issued by the HKICPA, accounting principles generally accepted in Hong Kong and the disclosure requirements of the Companies Ordinance (the “CO”). In addition, the consolidated financial statements also comply with the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

These consolidated financial statements have been prepared on a basis consistent with the accounting policies adopted in the 2022 consolidated financial statements except for the adoption of the new / revised HKFRSs disclosed in note 2 to the consolidated financial statements that are relevant to the Group and effective from the current year.

The principal accounting policies are set out below.

#### Functional and presentation currency

The consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company. All amounts are rounded to the nearest thousand (“HK\$’000”) unless otherwise indicated.

#### Basis of measurement

The measurement basis used in the preparation of these consolidated financial statements is historical cost as explained in the accounting policies set out below.

### 3. 主要會計政策

#### 編製基準

此等綜合財務報表乃根據香港財務報告準則(該統稱包括由香港會計師公會所發出的所有適用香港財務報告準則、香港會計準則(「香港會計準則」)及詮釋)、香港普遍接納的會計原則以及《公司條例》(「公司條例」)之披露規定而編製。此外，綜合財務報表亦符合聯交所證券上市規則(「上市規則」)之適用披露規定。

此等綜合財務報表之編製基準與二零二二年綜合財務報表所採納之會計政策一致，惟採納於綜合財務報表附註2所披露與本集團有關並於本年度生效之新訂／經修訂香港財務報告準則除外。

主要的會計政策請見下文。

#### 功能及呈報貨幣

綜合財務報表以港元(「港元」)呈列，而港元亦為本公司之功能貨幣。除另有指明外，所有金額已約整至最接近的千位(「千港元」)。

#### 計量基準

編製該等綜合財務報表所採用之計量基準為歷史成本，詳見下文所載的會計政策解釋。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and all of its subsidiaries. The financial statements of the subsidiaries are prepared for the same reporting year as that of the Company using consistent accounting policies.

All intra-group balance, transactions, income and expenses and profits and losses resulting from intra-group transactions are eliminated in full. The results of subsidiaries are consolidated from the date on which the Group obtains control and continue to be consolidated until the date that such control ceases.

Non-controlling interests are presented, separately from owners of the Company, in the consolidated statement of comprehensive income and within equity in the consolidated statement of financial position. The non-controlling interests in the acquiree, that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in event of liquidation, are measured initially either at fair value or at the present ownership instruments' proportionate share in the recognised amounts of the acquiree's identifiable net assets. This choice of measurement basis is made on an acquisition-by-acquisition basis. Other types of non-controlling interests are initially measured at fair value, unless another measurement basis is required by HKFRSs.

#### *Allocation of total comprehensive income*

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income is attributed to the owners of the Company and the non-controlling interest even if this results in the non-controlling interest having a deficit balance.

### 3. 主要會計政策－續

#### 綜合基礎

綜合財務報表包括本公司及其各附屬公司之財務報表。附屬公司之財務報表按與本公司於同一報告年度一致之會計政策編製。

所有集團內部公司間結餘、交易、收入及開支及因集團內部交易產生之溢利及虧損已全數對銷。附屬公司之業績自本集團取得控制權之日起綜合計算，直至失去控制權之日為止不再綜合入賬。

非控制性權益與本公司擁有人分開列示於綜合全面收益表以及綜合財務狀況表的權益內。被收購方的非控制性權益，即目前的擁有權權益，並使其持有人在清盤時有權按比例分享被收購方的淨資產，最初按公平價值或按現有擁有權工具在被收購方中的比例份額計量，其為被購買方可辨認淨資產的確認金額。該計量基礎的選擇是在逐次收購的基礎上進行的。其他類型的非控制性權益初始以公平價值計量，除非香港財務報告準則要求採用其他計量基準。

#### *全面收益總額的分配*

溢利或虧損及其他全面收益各組成部分會歸屬於本公司擁有人及非控制性權益。全面收益總額會歸屬於本公司擁有人及非控制性權益，即使此舉會導致非控制性權益出現虧絀結餘。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Basis of consolidation – continued

##### *Changes in ownership interest*

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest determined at the date when control is lost and (ii) the carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests at the date when control is lost. The amounts previously recognised in other comprehensive income in relation to the disposed subsidiary are accounted for on the same basis as would be required if the parent had directly disposed of the related assets or liabilities. Any investment retained in the former subsidiary and any amounts owed by or to the former subsidiary are accounted for as a financial asset, associate, joint venture or others as appropriate from the date when control is lost.

#### Subsidiaries

A subsidiary is an entity that is controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The Group reassesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of the elements of control.

In the Company's statement of financial position which is presented in note 33 to the consolidated financial statements, interests in subsidiaries are stated at cost less accumulated impairment loss. The carrying amount of the investments is reduced to its recoverable amount on an individual basis, if it is higher than the recoverable amount. The results of subsidiaries are accounted for by the Company on the basis of dividends received and receivable.

### 3. 主要會計政策 – 續

#### 綜合基礎 – 續

##### *擁有權權益變動*

本集團對附屬公司擁有人權益的變動，若不喪失控制權，則作為權益交易進行會計處理。控股及非控制性權益的賬面值會進行調整，以反映其在附屬公司中相關權益的變化。非控制性權益調整金額與支付或收到代價的公平價值之間的任何差額直接在權益中確認並歸屬於本公司擁有人。

當本集團喪失對附屬公司的控制權時，出售損益依照(i)收到的代價的公平價值與在喪失控制權當日確定的任何保留權益的公平價值與(ii)附屬公司在喪失控制權當日的資產(包括商譽)及負債以及任何非控制性權益的賬面值之間的差額計算。先前在其他全面收益中確認的與被出售附屬公司相關的金額按照與母公司直接出售相關資產或負債相同的基礎進行會計處理。自喪失控制權當日起，保留在原附屬公司的任何投資以及原附屬公司所欠或欠下的任何金額均作為金融資產、聯營公司、合營企業或其他適當的資產進行會計處理。

#### 附屬公司

附屬公司指由本集團所控制之實體。當本集團透過參與該實體業務而承擔可變回報之風險或享有其權利，及可對該實體行使權力以影響該等回報，本集團即為控制該實體。倘事實及情況顯示一項或多項控制權元素出現變動，本集團會重新評估其於被投資公司之控制權。

於綜合財務報表附註33呈列之本公司財務狀況表內，附屬公司投資乃按成本值減以累計減值虧損列賬。附屬公司投資之賬面值如高於可收回款額則按個別項目撇減至其可收回款額。附屬公司之業績乃由本公司按已收及應收股息基準入賬。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Property plant and equipment

Property, plant and equipment, other than freehold land, including buildings held for use in the production or supply of goods and services, or for administrative purposes, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Repairs and maintenance are charged to profit or loss during the year in which they are incurred.

Depreciation is provided to write off the cost less accumulated impairment losses of property, plant and equipment, other than freehold land, including buildings held for use in the production or supply of goods and services, or for administrative purposes, over their estimated useful lives as set out below from the date on which they are available for use and after taking into account their estimated residual values, using the straight-line method, at the following rates per annum. Where parts of an item of property, plant and equipment have different useful lives, the cost or valuation of the item is allocated on a reasonable basis and depreciated separately:

Buildings	20 – 50 years
Furniture, fixtures and equipment	3 – 10 years
Leasehold improvements	Over the shorter of terms of the leases and 5 year
Motor vehicles	5 years

Freehold land is not depreciated and stated at cost less accumulated impairment losses.

An asset is written down immediately to its recoverable amount if its carrying amount is higher than the asset's estimated recoverable amount. The Group's accounting policies on impairment of non-financial assets are set out in "Impairment of non-financial assets" under this note.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in profit or loss in the year in which the item is derecognised.

### 3. 主要會計政策－續

#### 物業、廠房及設備

除永久業權土地以外之物業、廠房及設備（包括持有用作貨品及服務生產或供應或用作行政用途之樓宇）乃按成本減累計折舊及任何減值虧損列賬。物業、廠房及設備項目的成本包括其購買價格以及使該資產達到其工作狀態及地點以供其預期用途的任何直接歸屬成本。維修及保養於其產生年度計入損益。

折舊是為了沖銷除永久業權土地以外的物業、廠房及設備的成本減去累計減值虧損，包括用於生產或供應商品及服務或用於行政目的的建築物，在其估計使用壽命內自可供使用當日起，並在考慮其估計殘值後，採用直線法，按以下年費率列出如下。如果物業、廠房及設備項目的各個部分具有不同的使用壽命，則該項目的成本或估價會按照合理的基礎進行分配並單獨折舊：

樓宇	20至50年
傢俬、固定裝置及設備	3至10年
租賃物業裝修	租賃年期或5年（以較短者為準）
汽車	5年

永久業權土地不計提折舊，並按成本減累計減值虧損列賬。

倘資產之賬面值高於其估計可收回金額，則即時撇減至其可收回金額。有關本集團非財務資產減值之會計政策，載於本附註內的「非財務資產的減值」。

物業、廠房及設備項目在出售後或預計繼續使用該資產不會產生未來經濟利益時終止確認。因終止確認資產而產生的任何收益或虧損（以出售所得款項淨額與該項目賬面金額之間的差額計算）計入終止確認該項目當年的損益。



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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Intangible assets

Intangible assets acquired in a business combination are recognised separately from goodwill and are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination with finite useful lives are reported at cost less accumulated amortisation and any accumulated impairment losses.

Amortisation is provided on intangible assets with finite useful lives on a straight-line basis over their estimated useful lives of 5 years.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset are measured at the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss in the period when the asset is derecognised.

### 3. 主要會計政策－續

#### 無形資產

業務合併中取得的並且與商譽分開確認的無形資產按其在購買日的公平價值(即被視為該等無形資產的成本)進行初始確認。

業務合併中取得的使用壽命有限的無形資產在初始確認之後，應按成本減去累計攤銷額和任何累計減值虧損後的餘額列示。

使用壽命有限的無形資產攤銷在其預計使用壽命5年內以直線法計算。

無形資產於出售時或使用或處置資產預期不會產生未來經濟利益時終止確認。無形資產終止確認所產生的收益或虧損按資產出售所得款項淨額與賬面金額兩者之間的差額計量，其於資產終止確認的期間在損益中確認。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments

##### Financial assets

##### Recognition and derecognition

Financial assets are recognised when and only when the Group becomes a party to the contractual provisions of the instruments and on a trade date basis.

A financial asset is derecognised when and only when (i) the Group's contractual rights to future cash flows from the financial asset expire or (ii) the Group transfers the financial asset and either (a) it transfers substantially all the risks and rewards of ownership of the financial asset, or (b) it neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset but it does not retain control of the financial asset.

If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset.

If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises the financial asset to the extent of its continuing involvement and an associated liability for amounts it may have to pay.

##### Classification and measurement

Financial assets (except for trade receivables without a significant financing component) are initially recognised at their fair value plus, in the case of financial assets not carried at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial assets. Such trade receivables are initially measured at their transaction price.

On initial recognition, a financial asset is classified as (i) measured at amortised cost; (ii) debt investment measured at fair value through other comprehensive income ("FVOCI"); (iii) equity investment measured at FVOCI; or (iv) measured at FVPL.

### 3. 主要會計政策－續

#### 金融工具

##### 金融資產

##### 確認及終止確認

金融資產乃當及只會當本集團成為該等工具之契約條文一方時按買賣日基準確認。

當及僅當(i)本集團從金融資產收取未來現金流的合約權利屆滿時；或(ii)本集團轉讓金融資產而(a)其實質上轉移了與金融資產所有權有關的幾乎全部風險和報酬，或(b)其並無轉讓亦無保留與金融資產所有權有關幾乎全部風險和報酬但並無保留該金融資產之控制權，會終止確認該項金融資產。

倘本集團保留一項經轉讓金融資產之擁有權的絕大部分風險及回報，則本集團將繼續確認金融資產。

倘本集團既無轉讓亦無保留擁有權之絕大部分風險及回報，並繼續控制所轉讓資產，則本集團以其持續參與程度及其可能須支付相關負債之金額為限確認金融資產。

##### 分類及計量

金融資產(沒有重大融資成分的應收貿易賬款除外)初步按公平價值加(就並非以公平價值計量且其變動計入損益的金融資產而言)直接歸屬於收購金融資產的交易成本確認。該等應收貿易賬款初步按其交易價格計量。

於初始確認時，金融資產分類為(i)以攤銷成本計量；(ii)以公平價值計量且其變動計入其他全面收益的債務投資；(iii)以公平價值計量且其變動計入其他全面收益的權益投資；或(iv)以公平價值計量且其變動計入損益。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Financial assets – continued*

##### *Classification and measurement – continued*

The classification of financial assets at initial recognition depends on the Group's business model for managing the financial assets and the financial asset's contractual cash flow characteristics. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing them, in which case all affected financial assets are reclassified on the first day of the first annual reporting period following the change in the business model.

Derivatives embedded in a hybrid contract in which a host is an asset within the scope of HKFRS 9 are not separated from the host. Instead, the entire hybrid contract is assessed for classification.

##### *Financial assets measured at amortised cost*

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVPL:

- (a) it is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- (b) its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses arising from impairment, derecognition or through the amortisation process are recognised in profit or loss.

The Group's financial assets at amortised cost include trade receivables, loan and interest receivables, deposits and other receivables and bank balances.

### 3. 主要會計政策 – 續

#### 金融工具 – 續

##### *金融資產 – 續*

##### *確認及終止確認 – 續*

初始確認時的金融資產分類取決於本集團管理金融資產的業務模式和金融資產的合約現金流量特徵。金融資產在初始確認後不會重新分類，除非本集團改變其管理金融資產之業務模式，在此情況下，所有受影響的金融資產在更改業務模式後之首個全年報告期間的第一日重新分類。

嵌入在混合合約中的衍生工具（其中主合約是香港財務報告準則第9號範圍內的資產）不會與主合約分離。相反，對整個混合合約進行分類評估。

##### *以攤銷成本計量的金融資產*

倘金融資產符合以下兩個條件且並非指定為以公平價值計量且其變動計入損益，該金融資產即以攤銷成本計量：

- (a) 其旨在通過持有金融資產收取合約現金流量的業務模式持有；及
- (b) 其合約條款於特定日期可產生現金流量，而該現金流量僅為支付未償還本金之本金及利息。

以攤銷成本計量的金融資產其後使用實際利率法計量，並可出現減值。減值、終止確認或攤銷過程所產生之收益及虧損於損益確認。

本集團以攤銷成本計量的金融資產包括應收貿易賬款、應收貸款及利息、按金及其他應收款項以及銀行結餘。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Financial liabilities*

##### *Recognition and derecognition*

Financial liabilities are recognised when and only when the Group becomes a party to the contractual provisions of the instruments.

A financial liability is derecognised when and only when the liability is extinguished, that is, when the obligation specified in the relevant contract is discharged, cancelled or expires.

##### *Classification and measurement*

Financial liabilities are initially recognised at their fair value plus, in the case of financial liabilities not carried at FVPL, transaction costs that are directly attributable to the issue of the financial liabilities.

The Group's financial liabilities at amortised cost include trade payables, accruals and other payables. All financial liabilities are recognised initially at their fair value and subsequently measured at amortised cost, using the effective interest method, unless the effect of discounting would be insignificant, in which case they are stated at cost.

##### *Impairment of financial assets and other items*

The Group recognises loss allowances for ECL on financial assets that are measured at amortised cost and contract assets to which the impairment requirements apply in accordance with HKFRS 9. Except for the specific treatments as detailed below, at each reporting date, the Group measures a loss allowance for a financial asset at an amount equal to the lifetime ECL if the credit risk on that financial asset has increased significantly since initial recognition. If the credit risk on a financial asset has not increased significantly since initial recognition, the Group measures the loss allowance for that financial asset at an amount equal to 12-month ECL.

### 3. 主要會計政策－續

#### 金融工具－續

##### *金融負債*

##### *確認及終止確認*

金融負債乃當及只會當本集團成為該等工具之契約條文一方時確認。

當及僅當金融負債消除時，即有關合約中規定的義務解除、取消或到期時，會終止確認該項金融負債。

##### *分類及計量*

金融負債初步按公平價值加（就並非以公平價值計量且其變動計入損益的金融負債而言）直接歸屬於發行金融負債的交易成本確認。

本集團以攤銷成本計量的金融負債包括應付貿易賬款、應計費用及其他應付款項。所有金融負債初步按其公平價值確認，其後以實際利率法以攤銷成本計量，惟倘折現之影響不重要時，金融負債則按成本入賬。

##### *金融資產及其他項目之減值*

本集團根據香港財務報告準則第9號就減值規定適用之以攤銷成本計量的金融資產及合約資產確認預期信用損失的虧損撥備。除下文詳述之特定處理外，於各報告日期，倘金融資產的信貸風險自初始確認後顯著增加，則本集團按相等於整個存續期內預期信用損失之金額計量該金融資產的虧損撥備。倘金融資產的信貸風險自初始確認後未有顯著增加，則本集團按相等於12個月預期信用損失的金額計量該金融資產的虧損撥備。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Impairment of financial assets and other items – continued*

##### *Measurement of ECL*

ECL is a probability-weighted estimate of credit losses (i.e. the present value of all cash shortfalls) over the expected life of the financial instrument.

For financial assets, a credit loss is the present value of the difference between the contractual cash flows that are due to an entity under the contract and the cash flows that the entity expects to receive.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of a financial instrument while 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Where ECL is measured on a collective basis, the financial instruments are grouped based on the following one or more shared credit risk characteristics:

- (a) past due information
- (b) nature of instrument
- (c) nature of collateral
- (d) size and industry of debtors
- (e) length of customer relationship

Loss allowance is remeasured at each reporting date to reflect changes in the financial instrument's credit risk and loss since initial recognition. The resulting changes in the loss allowance are recognised as an impairment gain or loss in profit or loss with a corresponding adjustment to the carrying amount of the financial instrument.

### 3. 主要會計政策－續

#### 金融工具－續

##### 金融資產及其他項目之減值－續

##### 預期信用損失計量

預期信用損失是金融工具預期年期內的信用損失(即所有現金短欠的現值)的概率加權估計。

就金融資產而言,信用損失為根據合約結欠實體的合約現金流量與實體預期收取的現金流量之間的差額之現值。

整個存續期預期信用損失指在金融工具預期年期內所有可能發生的違約事件將導致的預期信用損失,而12個月預期信用損失則指於報告日期後12個月內可能發生的金融工具違約事件預期會造成的整個存續期預期信用損失部分。

當預期信用損失乃按集體基準計量,會按金融工具的以下一項或多項共有信貸風險特徵加以分類:

- (a) 過往逾期資料
- (b) 工具性質
- (c) 抵押品性質
- (d) 債務人行業及規模
- (e) 與客戶關係的時間

虧損撥備會於各報告期末重新計量以反映金融工具信貸風險及虧損自初始確認以來之變動。得出之虧損撥備變動於損益中確認為減值收益或虧損,並對金融工具賬面值作出相應調整。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Impairment of financial assets and other items – continued*

##### *Definition of default*

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that the Group may not receive the outstanding contractual amounts in full if the financial instrument that meets any of the following criteria.

- (a) information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group); or
- (b) there is a breach of financial covenants by the counterparty.

Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

### 3. 主要會計政策－續

#### 金融工具－續

##### *金融資產及其他項目之減值－續*

##### *違約的定義*

本集團認為以下情況就內部信貸風險管理而言構成違約事件，因為過往經驗表明符合以下任何一項條件的金融工具本集團未必能悉數收回待收合約款項：

- (a) 內部產生或取自外部來源的資料表明，債務人不太可能向債權人（包括本集團）全數還款（不考慮本集團持有的任何抵押品）；或
- (b) 交易對手方違反財務契諾。

不管上文分析，本集團認為，倘金融資產逾期超過90日即屬違約，除非本集團有合理可靠資料顯示較寬鬆的違約標準更為合適，則作別論。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Impairment of financial assets and other items – continued*

##### *Assessment of significant increase in credit risk*

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. In particular, the following information is taken into account in the assessment:

- the debtor's failure to make payments of principal or interest on the due dates;
- an actual or expected significant deterioration in the financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the debtor; and
- actual or expected changes in the technological, market, economic or legal environment that have or may have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial instrument has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

Notwithstanding the foregoing, the Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date.

### 3. 主要會計政策—續

#### 金融工具—續

##### *金融資產及其他項目之減值—續*

##### *評估信貸風險顯著增加*

評估金融工具信貸風險是否自初始確認後顯著增加時，本集團將金融工具於報告期末發生違約的風險與金融工具於初始確認日期發生違約的風險加以比較。作出此評估時，本集團會考慮合理及可靠的定量及定性資料，包括過往經驗及毋須付出過多成本或努力即可取得的前瞻性資料。具體而言，在評估中會考慮以下資料：

- 債務人未能於到期日支付本金或利息；
- 金融工具之外部或內部（如可得）信貸評級實際或預期顯著下跌；
- 債務人經營業績實際或預期顯著惡化；及
- 債務人之技術、市場、經濟或法律環境實際或預期發生變化，而已經或可能對債務人履行對本集團所承擔責任之能力造成重大不利影響。

不管上述評估的結果，倘合約付款逾期超過30日，本集團即假定金融工具之信貸風險自初始確認後顯著增加，除非本集團有合理可靠資料顯示並非如此，則作別論。

儘管有上文所述，倘金融工具於報告日期被判定為信貸風險偏低，本集團即假設金融工具的信貸風險自初始確認後並無顯著增加。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Impairment of financial assets and other items – continued*

##### *Low credit risk*

A financial instrument is determined to have low credit risk if:

- (a) it has a low risk of default;
- (b) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term; and
- (c) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

As detailed in note 29 to the consolidated financial statements, deposits and bank balances are determined to have low credit risk.

##### *Simplified approach of ECL*

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECL. The Group recognises a loss allowance based on lifetime ECL at each reporting date and has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

### 3. 主要會計政策－續

#### 金融工具－續

##### *金融資產及其他項目之減值－續*

##### *低信貸風險*

在以下情況下，金融工具會被判定為信貸風險偏低：

- (a) 其違約風險偏低；
- (b) 借款人有很強的能力履行短期內的合約現金流量責任；及
- (c) 經濟及商業環境的長期不利變動有可能但不一定會降低借款人履行其合約現金流量責任的能力。

誠如此等綜合財務報表附註29所詳述，按金及銀行結餘被評定為信貸風險偏低。

##### *預期信用損失的簡化方法*

就應收貿易賬款及合約資產而言，本集團應用簡化方法計算預期信用損失。本集團根據整個存續期預期信用損失於各報告期末確認虧損撥備，並根據其過往信用損失經驗建立撥備矩陣，及就債務人及經濟環境特定的前瞻因素作出調整。



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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Financial instruments – continued

##### *Impairment of financial assets and other items – continued*

##### *Credit-impaired financial asset*

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired include observable data about the following events:

- (a) significant financial difficulty of the issuer or the borrower.
- (b) a breach of contract, such as a default or past due event.
- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider.
- (d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.
- (e) the disappearance of an active market for that financial asset because of financial difficulties.
- (f) the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

##### *Write-off*

The Group writes off a financial asset when the Group has no reasonable expectations of recovering the contractual cash flows on a financial asset in its entirety or a portion thereof. The Group has a policy of writing off the gross carrying amount based on historical experience of recoveries of similar assets. The Group expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities under the Group's procedures for recovery of amounts due, taking into account legal advice if appropriate. Any subsequent recovery is recognised in profit or loss.

### 3. 主要會計政策—續

#### 金融工具—續

##### *金融資產及其他項目之減值—續*

##### *信用減值金融資產*

當發生一項或多項事件而對金融資產的估計未來現金流量產生不利影響時，該金融資產即為出現信用減值。金融資產出現信用減值的證據包括有關以下事件的可觀察數據：

- (a) 發行人或借款人的重大財政困難。
- (b) 違反合約，例如違約或逾期事件。
- (c) 借款人的貸款人出於與借款人財政困難有關的經濟或合約原因向借款人授出貸款人原本不會考慮的特惠。
- (d) 借款人甚有可能破產或進行其他財務重組。
- (e) 因財政困難以致該金融資產的活躍市場消失。
- (f) 以大幅折扣購買或產生金融資產，其反映已出現信用損失。

##### *撇銷*

當本集團無法合理預期金融資產全部或部分合約現金流量能收回時，本集團會撇銷金融資產。本集團根據類似資產回收的歷史經驗制定撇銷賬面總額的政策。本集團預期不會從撇銷金額大幅收回。然而，已撇銷的金融資產仍可能根據本集團經考慮法律意見後（如適用）採取收回到期款項的程序實施強制執行。任何隨後收回的款項會於損益中確認。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Cash equivalents

For the purpose of the consolidated statement of cash flows, cash equivalents represent short-term highly liquid investments which are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

#### Revenue recognition

##### *Interest income calculated using the effective interest method*

##### (a) *Provision of money lending business*

Interest income from money lending business is accrued on time proportion basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts the estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

##### (b) *Interest income from financial assets*

Interest income from financial assets is recognised using the effective interest method. For financial assets measured at amortised cost that are not credit-impaired, the effective interest rate is applied to the gross carrying amount of the assets while it is applied to the amortised cost (i.e. the gross carrying amount net of loss allowance) in case of credit-impaired financial assets.

### 3. 主要會計政策－續

#### 現金等價物

就綜合現金流量表而言，現金等價物乃指可即時轉換為已知金額現金，及存在輕微價值變動風險之短期高流動性投資（扣除銀行透支）。

#### 收入確認

##### *使用實際利率法確認的利息收入*

##### (a) *提供放債業務*

來自放債業務的利息收入參考尚未償還本金及適用實際利率按時間比例基準累計。實際利率是指將金融資產在預計存續期的估計未來現金收款額恰好折現為該資產初始確認時賬面淨額所使用的利率。

##### (b) *來自金融資產的利息收入*

金融資產的利息收入使用實際利率法確認。就並無出現信用減值以攤銷成本計量的金融資產，實際利率用於資產的總賬面價值，而就已出現信用減值之金融資產而言，實際利率用於攤銷成本（即扣除虧損撥備的總賬面價值）。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Revenue recognition – continued

##### *Revenue from contracts with customers within HKFRS 15*

##### *Identification of performance obligations*

At contract inception, the Group assesses the goods or services promised in a contract with a customer and identifies as a performance obligation each promise to transfer to the customer either:

- (a) a good or service (or a bundle of goods or services) that is distinct; or
- (b) a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer.

A good or service that is promised to a customer is distinct if both of the following criteria are met:

- (a) the customer can benefit from the good or service either on its own or together with other resources that are readily available to the customer (i.e. the good or service is capable of being distinct); and
- (b) the Group's promise to transfer the good or service to the customer is separately identifiable from other promises in the contract (i.e. the promise to transfer the good or service is distinct within the context of the contract).

### 3. 主要會計政策－續

#### 收入確認－續

##### *香港財務報告準則第15號下客戶合約收入*

##### *識別履約義務*

於合約開始時，本集團評估客戶合約所承諾之貨品或服務以及將向客戶轉移以下各項之承諾識別為履約義務：

- (a) 與別不同的貨品或服務（或一批貨品或服務）；或
- (b) 一系列大致一樣且其向客戶轉移的模式一樣的與別不同貨品或服務。

倘符合以下條件，則承諾向客戶提供的貨品或服務即屬與別不同：

- (a) 客戶可從貨品或服務本身或連同客戶現時可得之其他資源獲得利益（即貨品或服務可與別不同）；及
- (b) 本集團向客戶轉移貨品或服務的承諾可與合約其他承諾分開識別（即轉移貨品或服務的承諾於合約內容中屬與別不同）。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Revenue recognition – continued

##### *Revenue from contracts with customers within HKFRS 15 – continued*

##### *Timing of revenue recognition*

Revenue is recognised when (or as) the Group satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

The Group transfers control of a good or service over time and, therefore, satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

- (a) the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- (b) the Group's performance creates or enhances an asset (for example, work in progress) that the customer controls as the asset is created or enhanced; or
- (c) the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If a performance obligation is not satisfied over time, the Group satisfies the performance obligation at a point in time when the customer obtains control of the promised asset. In determining when the transfer of control occurs, the Group considers the concept of control and such indicators as legal title, physical possession, right to payment, significant risks and rewards of ownership of the asset, and customer acceptance.

### 3. 主要會計政策－續

#### 收入確認－續

##### *香港財務報告準則第15號下客戶 合約收入－續*

##### *收入確認時間*

收入於(或就)本集團藉著將承諾的貨品或服務(即資產)轉移予客戶而達成履約義務時確認。資產於(或就)客戶取得對該資產的控制權時即為已轉移。

倘符合以下其中一項條件,即本集團隨著時間的推移轉移對貨品或服務的控制權,因此履行履約義務:

- (a) 於本集團履約時,客戶同時收取及消耗本集團履約所提供的利益;
- (b) 本集團履約製造出或提升某項於製造或提升時由客戶控制的資產(例如在建工程);或
- (c) 本集團履約並無製造出對本集團而言有其他用途的資產,且本集團就迄今為止已完成的履約擁有可強制執行收款的權利。

倘履約義務並非隨著時間推移而達成,則當客戶取得所承諾資產的控制權時,本集團於當時達成履約義務。於釐定控制權轉移在何時發生時,本集團考慮控制權概念及資產的法定所有權、實際擁有權、收款權利、重大風險及擁有權回報等指標以及客戶對資產的接收。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Revenue recognition – continued

##### *Revenue from contracts with customers within HKFRS 15 – continued*

##### *Timing of revenue recognition – continued*

For revenue recognised over time under HKFRS 15, provided the outcome of the performance obligation can be reasonably measured, the Group applies the output method (i.e. based on the direct measurements of the value to the customer of the goods or services transferred to date relative to the remaining goods or services promised under the contract) to measure the progress towards complete satisfaction of the performance obligation because the method provides a faithful depiction of the Group's performance and reliable information is available to the Group to apply the method. Otherwise, revenue is recognised only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation.

##### *Nature of goods or services*

The nature of the goods or services provided by the Group is as follows:

##### Continuing operations

(a) *Trading of recyclable oil / biodiesel*

Revenue from sales of recyclable oil is recognised at a point in time when the recyclable oil are on board of the vessel, being the time that the customer obtains control of the goods.

(b) *Trading of waste construction materials and plastic recycling / metal scrap materials*

Revenue from sales of waste construction materials and plastic recycling / metal scrap materials is recognised at a point in time when the materials are physically transferred to the customer, being at the point that the customer obtains the control of the materials.

(c) *Provision of construction materials processing services and plastic processing services*

Revenue from construction materials and plastic processing services is recognised over time. The duration of the processing is generally very short, about 1 day.

### 3. 主要會計政策－續

#### 收入確認－續

##### *香港財務報告準則第15號下客戶 合約收入－續*

##### *收入確認時間－續*

對於根據香港財務報告準則第15號隨時間確認的收入，只要履約義務的結果能夠合理計量，本集團將採用產出法（即基於直接計量迄今為止轉讓的貨品或服務相對於客戶的價值），該方法忠實地描述本集團的履約情況，並且本集團有可靠的資料來應用該方法。否則，僅以發生的成本為限確認收入，直到能夠合理地計量履約義務的結果。

##### *貨品或服務的性質*

本集團所提供貨品或服務的性質如下：

##### 持續經營業務

(a) *可循環再造油／生物柴油貿易*

來自銷售可循環再造油的收入在可循環再造油運上船（其為客戶取得商品控制權的時點）的時點確認。

(b) *建築廢料以及回收塑料／金屬廢料貿易*

來自銷售建築廢料及回收塑料／金屬廢料的收入在物料的實物轉交予客戶的時點（其為客戶取得物料控制權的時點）確認。

(c) *提供建築物料處理服務及塑料處理服務*

來自建築物料及塑料處理服務的收入是在某一段時間內確認。處理時間一般很短，大約1天。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Revenue recognition – continued

##### *Revenue from contracts with customers within HKFRS 15 – continued*

##### *Nature of goods or services – continued*

##### Discontinued operations

##### (d) *Sales of healthcare products*

Revenue from sales of medicine and test kit are recognised at a point in time when the goods are physically transferred to the customer, being at the point in time that the customer obtains the control of the materials.

##### (e) *Provision of healthcare services*

Revenue from provision of body checkup services, immunization services, general medical services is recognised over time. The duration of those processes is generally within a short time frame, i.e. 1 to 2 days.

#### Contract assets and liabilities

If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, the contract is presented as a contract asset, excluding any amounts presented as a receivable. Conversely, if a customer pays consideration, or the Group has a right to an amount of consideration that is unconditional, before the Group transfers a good or service to the customer, the contract is presented as a contract liability when the payment is made or the payment is due (whichever is earlier). A receivable is the Group's right to consideration that is unconditional or only the passage of time is required before payment of that consideration is due.

For a single contract or a single set of related contracts, either a net contract asset or a net contract liability is presented. Contract assets and contract liabilities of unrelated contracts are not presented on a net basis.

### 3. 主要會計政策 – 續

#### 收入確認 – 續

##### *香港財務報告準則第15號下客戶 合約收入 – 續*

##### *貨品或服務的性質 – 續*

##### 已終止經營業務

##### (d) *銷售醫療保健產品*

來自銷售藥物和檢測试剂盒的收入在貨品的實物轉交予客戶的時點（其為客戶取得物料控制權的時點）確認。

##### (e) *提供醫療保健服務*

來自提供身體檢查服務、免疫接種服務、一般醫療服務的收入是在某一段時間內確認。該等過程的持續時間一般很短，即1至2天。

#### 合約資產及負債

倘本集團於客戶支付代價或付款到期前將貨品或服務轉讓予客戶而履約，則有關合約呈列為合約資產，惟不包括呈列為應收款項之任何金額。相反，倘於本集團向客戶轉讓貨品或服務前，客戶支付代價或本集團擁有無條件收取代價之權利，則合約於作出付款或付款到期時（以較早者為準）呈列為合約負債。應收款項為本集團無條件收取代價之權利，或代價僅需隨時間推移即可到期支付。

就單一合約或一組相關合約而言，呈列合約資產淨值或合約負債淨額。無關合約之合約資產及合約負債不會按淨額基準呈列。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Contract assets and liabilities – continued

For provision of healthcare services, it is common for the Group to receive from the customer the whole or some of the contractual payments before the services are provided (i.e. the timing of revenue recognition for such transactions). The Group recognises a contract liability until it is recognised as revenue. During that period, any significant financing components, if applicable, will be included in the contract liability and will be expensed as accrued unless the interest expense is eligible for capitalisation.

#### Foreign currency translation

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The Company's functional currency is HK\$.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss. Foreign exchange gains and losses resulting from the retranslation of non-monetary items carried at fair value are recognised in profit or loss except for those arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity, in which cases, the gains or losses are also recognised directly in equity.

### 3. 主要會計政策—續

#### 合約資產及負債—續

就提供醫療保健服務而言，本集團通常於提供服務前（即確認有關交易之收益時）向客戶收取全部或部分合約付款。本集團於有關款項確認為收益之前將其確認為合約負債。於該期間，任何重大融資部分（如適用）將計入合約負債，且將支銷為應計款項，除非利息開支符合條件可予資本化。

#### 外幣換算

計入本集團各實體財務報表之項目乃使用有關實體營運所在主要經濟環境之貨幣（「功能貨幣」）計量。本公司之功能貨幣為港元。

外幣換算乃使用於交易日期之匯率換算為功能貨幣。該等交易結算及按以外幣計值之貨幣資產及負債之年終匯率進行換算所導致之外匯損益，均於收益表確認。重新換算按公平價值列賬之非貨幣項目所產生的外匯盈虧於收益表確認，惟重新換算非貨幣項目所產生的外匯盈虧直接於權益確認，其時盈虧亦直接於權益確認。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Foreign currency translation – continued

The results and financial position of all the group entities that have a functional currency different from the presentation currency (“**foreign operations**”) are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented, are translated at the closing rate at the end of the reporting period.
- Income and expenses for each statement of comprehensive income are translated at average exchange rate.
- All resulting exchange differences arising from the above translation and exchange differences arising from a monetary item that forms part of the Group’s net investment in a foreign operation are recognised as a separate component of equity.
- On the disposal of a foreign operation, which includes a disposal of the Group’s entire interest in a foreign operation, a disposal involving the loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest is no longer equity-accounted for, the cumulative amount of the exchange differences relating to the foreign operation that is recognised in other comprehensive income and accumulated in the separate component of equity is reclassified from equity to profit or loss when the gain or loss on disposal is recognised.

### 3. 主要會計政策 – 續

#### 外幣換算 – 續

功能貨幣如有別於呈報貨幣之本集團所有公司(「海外業務」)的業績及財務狀況乃按下列各項換算為呈報貨幣：

- 於各財務狀況表呈列之資產與負債按報告期末之收市匯率換算。
- 各全面收益表的收入與開支按平均匯率換算。
- 所有從上述換算產生的匯兌差異及組成本集團海外業務投資淨額一部分的貨幣項目所產生的匯兌差異，乃確認為權益中的獨立部分。
- 於出售海外業務(包括出售本集團於海外業務之全部權益、涉及失去對包含海外業務之附屬公司的控制權之出售，或部分出售於包含海外業務之合營安排或聯營公司之權益而保留之權益不再以權益發入賬)時，有關該海外業務匯兌差異之累計金額(於其他全面收益確認及作為個別部分累計入權益)，於出售盈虧獲確認時由權益重新分類至損益。



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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Foreign currency translation – continued

- On the partial disposal of the Group's interest in a subsidiary that includes a foreign operation which does not result in the Group losing control over the subsidiary, the proportionate share of the cumulative amount of the exchange differences recognised in the separate component of equity is re-attributed to the non-controlling interests in that foreign operation and are not reclassified to profit or loss.
- On all other partial disposals, which includes partial disposal of associates or joint ventures that do not result in the Group losing significant influence or joint control, the proportionate share of the cumulative amount of exchange differences recognised in the separate component of equity is reclassified to profit or loss.

#### Inventories

Inventories are stated at the lower of cost and net realisable value. Cost, which comprises all costs of purchase, where applicable, and other costs that have been incurred in bringing the inventories to their present location and condition, is calculated using first-in-first-out method. Net realisable value represents the estimated selling price in the ordinary course of business less the estimated costs necessary to make the sale.

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period of the write-down or loss occurs. The amount of any reversal of any write-down of inventories is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

### 3. 主要會計政策 – 續

#### 外幣換算 – 續

- 於部分出售本集團於一家包括海外業務之附屬公司之權益(但本集團並無因此而失去對該附屬公司之控制權)時,於權益之個別部分中確認的累計匯兌差異金額會由該海外業務之非控股權益重新應佔及不會於損益內確認。
- 對於所有其他部分出售,包括部分出售聯營公司或合營企業,但不導致本集團失去重大影響力或共同控制權,在權益的單獨組成部分中確認的累計匯兌差額金額的比例份額將重新分類為收益或虧損。

#### 存貨

存貨按成本與可變現淨值兩者中之較低者列賬。成本包括所有購貨成本、(如適用)及將存貨達致現時地點和現況所產生之其他成本,成本按先進先出法計算。可變現淨值乃於日常業務過程中之估計售價減進行出售之估計所需成本。

當出售存貨時,存貨的賬面金額在確認相關收入的期間確認為開支。任何存貨減記至可變現淨值的金額以及所有存貨虧損均在減記或虧損發生期間確認為開支。任何存貨減記的任何轉回金額的確認方式為減少在轉回發生期間確認為開支的存貨金額。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Impairment of non-financial assets

At the end of each reporting period, the Group reviews internal and external sources of information to assess whether there is any indication that its property, plant and equipment, intangible assets, right-of-use assets and investments in subsidiaries or to include all significant assets of the Group within the scope of HKAS 36 may be impaired or impairment loss previously recognised no longer exists or may be reduced. If any such indication exists, the recoverable amount of the asset is estimated, based on the higher of its fair value less costs of disposal and value in use. Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the smallest group of assets that generates cash flows independently (i.e. cash-generating unit).

If the recoverable amount of an asset or a cash-generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash-generating unit is reduced to its recoverable amount. Impairment losses are recognised as an expense immediately.

A reversal of impairment loss is limited to the carrying amount of the asset or cash-generating unit that would have been determined had no impairment loss been recognised in prior years. Reversal of impairment loss is recognised as income in profit or loss immediately.

#### Borrowing costs

Borrowing costs incurred, net of any investment income on the temporary investment of the specific borrowings, that are directly attributable to the acquisition, construction or production of qualifying assets, i.e. assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. Capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised as an expense in the period in which they are incurred.

### 3. 主要會計政策－續

#### 非金融資產之減值

於各報告期末，本集團審閱內部及外界資訊來源，評估是否有任何跡象顯示其物業、廠房及設備、無形資產、使用權資產及附屬公司投資或香港會計準則第36號範圍內所包括本集團的所有重大資產可能已減值或以往確認之減值虧損是否不再存在或可能減少。倘存在任何該等跡象，則資產之可收回款額乃根據其公平價值減銷售成本及可用價值兩者中之較高者估計。倘未能估計個別資產之可收回款額，本集團則估計可獨立賺取現金流量之最小組別資產（即賺取現金單位）之可收回款額。

倘資產或賺取現金單位之估計可收回款額少於其賬面值，則將該資產或賺取現金單位之賬面值撇減至其可收回款額。減值虧損乃即時於損益內確認為支出。

撥回減值虧損以該資產或賺取現金單位按過往年度並無確認減值虧損而釐定之賬面值為限。撥回減值虧損乃即時於損益內確認為收入。

#### 借款費用

倘收購、建造或生產的合資格資產（即必須經過相當長的時間來準備以達到其預定用途或出售），其直接歸屬之借款費用（扣除特定借款暫時投資的任何投資收入）可資本化作為該等資產成本的一部分。有關借款費用於該等資產大致上準備好投入擬定用途或銷售時停止資本化。所有其他借款費用於期內產生時確認為開支。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as income over the years necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Where the grant relates to an asset, the fair value is credited to a deferred income account / recognised as a deduction from the carrying amount of the relevant asset and is released to profit or loss over the expected useful life of the relevant asset by equal annual instalments.

#### Leases

The Group assesses whether a contract is, or contains, a lease at inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### *As lessee*

The Group applies the recognition exemption to short-term leases and low-value asset leases. Lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

The Group has elected not to separate non-lease components from lease components, and accounts for each lease component and any associated non-lease components as a single lease component.

The Group accounts for each lease component within a lease contract as a lease separately. The Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component.

Amounts payable by the Group that do not give rise to a separate component are considered to be part of the total consideration that is allocated to the separately identified components of the contract.

Refundable rental deposits paid are accounted under HKFRS 9 and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments from lessees and included in the cost of right-of-use assets.

### 3. 主要會計政策—續

#### 政府補助

於可合理確定將收取補助及將符合所有附帶條件時，則按公平價值確認政府補助。倘補助與開支項目有關，則於所需年度內確認為收入，以便有系統地將補助與其擬補償的成本相配。倘補助與資產有關，則公平價值計入遞延收入賬／確認為相關資產賬面值的扣減，並於相關資產的預期可使用年內每年按等額分期方式轉撥至損益。

#### 租賃

本集團於合約開始時評估合約是否為或包含租賃。倘合約為換取代價而給予在一段時間內控制可識別資產使用的權利，則該合約為租賃或包含租賃。

#### *作為承租人*

本集團對短期租賃及低價值資產租賃應用確認豁免。該等租賃相關的租賃付款按直線法於租賃期內確認為開支。

本集團選擇不將非租賃組成部分與租賃組成部分分開，並將每個租賃組成部分和任何相關的非租賃組成部分作為單一租賃組成部分進行會計處理。

本集團將租賃合約中的各個租賃組成部分作為租賃單獨進行會計處理。本集團依租賃組成部分的相對單獨價格，將合約代價分配至各租賃組成部分。

本集團應付的不產生單獨組成部分的金額被視為分配給合約單獨識別組成部分的總代價的一部分。

已支付的可退還租金按金依香港財務報告準則第9號入賬，並初步以公平價值計量。初始確認時公平價值的調整被視為承租人的額外租賃付款，並計入使用權資產的成本。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Leases – continued

##### *As lessee – continued*

The Group recognises a right-of-use asset and a lease liability at the commencement date of the lease.

The right-of-use asset is initially measured at cost, which comprises:

- (a) the amount of the initial measurement of the lease liability;
- (b) any lease payments made at or before the commencement date, less any lease incentives received;
- (c) any initial direct costs incurred by the Group; and
- (d) an estimate of costs to be incurred by the Group in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Subsequently, the right-of-use asset is measured at cost less any accumulated depreciation and any accumulated impairment losses and adjusted for any remeasurement of the lease liability. Depreciation is provided on a straight-line basis over the shorter of the lease term and the estimated useful lives of the right-of-use asset (unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or if the cost of the right-of-use asset reflects that the Group will exercise a purchase option – in which case depreciation is provided over the estimated useful life of the underlying asset) as follows:

Leasehold lands	Over the term of lease
Leased properties	1.5 - 6 years

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date of the contract.

### 3. 主要會計政策 – 續

#### 租賃 – 續

##### *作為承租人 – 續*

本集團於租賃開始日確認使用權資產及租賃負債。

使用權資產根據成本進行初始計量，包括：

- (a) 租賃負債的初始計量金額；
- (b) 在開始日或之前支付的任何租賃付款額，減去收到的任何租賃激勵；
- (c) 本集團所產生的任何初始直接成本；及
- (d) 本集團拆除及移走標的資產、恢復標的資產所在場地或將標的資產恢復至租賃條款及條件要求的狀態所需發生的成本的估計，除非該等成本產生存貨。

隨後，使用權資產以成本減去任何累計折舊及任何累計減值虧損計量，並根據租賃負債的重新計量進行調整。折舊以直線法在租賃期間與使用權資產預計使用壽命兩者中較短者內計提（除非租賃在租賃期間結束時將標的資產的所有權轉移予本集團，或如果使用權資產的成本反映本集團將行使購買選擇權，在此情況下，將在相關資產的估計使用壽命內計提折舊）如下：

租賃土地	租賃期內
租賃房產	1.5至6年

租賃負債根據合約開始日未支付的租賃付款額的現值進行初始計量。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Leases – continued

##### *As lessee – continued*

The lease payments included in the measurement of the lease liability comprise the following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date:

- (a) fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- (b) variable lease payments that depend on an index or a rate;
- (c) amounts expected to be payable under residual value guarantees;
- (d) exercise price of a purchase option if the Group is reasonably certain to exercise that option; and
- (e) payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

The lease payments are discounted using the interest rate implicit in the lease, or where it is not readily determinable, the incremental borrowing rate of the lessee.

Subsequently, the lease liability is measured by increasing the carrying amount to reflect interest on the lease liability and by reducing the carrying amount to reflect the lease payments made.

The lease liability is remeasured using a revised discount rate when there are changes to the lease payments arising from a change in the lease term or the reassessment of whether the Group will be reasonably certain to exercise a purchase option.

### 3. 主要會計政策－續

#### 租賃－續

##### *作為承租人－續*

計入租賃負債計量的租賃付款額包括在租賃期內為使用標的資產使用權而在租賃開始日尚未支付的下列款項：

- (a) 固定付款（包括實質固定付款），減去任何應收租賃激勵；
- (b) 取決於指數或利率的可變租賃付款額；
- (c) 根據餘值擔保預期應付的金額；
- (d) 購買選擇權的行使價（如果本集團合理確定會行使該選擇權）；及
- (e) （若租賃期反映本集團行使終止租賃的選擇權）支付終止租賃的罰款。

租賃付款額採用租賃內含利率折現，或在不易確定的情況下，採用承租人的增量借款利率折現。

隨後，租賃負債透過增加賬面金額以反映租賃負債的利息以及減少賬面金額以反映租賃付款額來計量。

當因租賃期變更或重新評估本集團是否合理確定將行使購買選擇權而導致租賃付款額變更時，租賃負債將採用修訂後的折現率重新計量。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Leases – continued

##### *As lessee – continued*

A lease modification is accounted for as a separate lease if:

- (a) the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- (b) the consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

When a lease modification is not accounted for as a separate lease, at the effective date of the lease modification,

- (a) the Group allocates the consideration in the modified contract on the basis of relative stand-alone price as described above.
- (b) the Group determines the lease term of the modified contract.
- (c) the Group remeasures the lease liability by discounting the revised lease payments using a revised discount rate over the revised lease term.
- (d) for lease modifications that decrease the scope of the lease, the Group accounts for the remeasurement of the lease liability by decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease and recognising any gain or loss relating to the partial or full termination of the lease in profit or loss.
- (e) for all other lease modifications, the Group accounts for the remeasurement of the lease liability by making a corresponding adjustment to the right-of-use asset.

### 3. 主要會計政策 – 續

#### 租賃 – 續

##### *作為承租人 – 續*

在以下情況下，租賃修改應作為單獨的租賃進行會計處理：

- (a) 修改透過增加使用一項或多項標的資產的權利來擴大租賃範圍；及
- (b) 租賃代價的增加金額與範圍擴大的單獨價格以及為反映特定合約情況而對該單獨價格進行的任何適當調整相當。

如果租賃修改不作為單獨的租賃進行會計處理，則在租賃修改生效之日，

- (a) 本集團根據上述相對獨立價格分配修改後合約中的代價。
- (b) 本集團確定修改後合約的租賃期。
- (c) 本集團透過在修訂後的租賃期內使用修訂後的折現率對修訂後的租賃付款額進行折現來重新計量租賃負債。
- (d) 對於縮小租賃範圍的租賃修改，本集團透過減少使用權資產的賬面金額來重新計量租賃負債，以反映租賃的部分或全部終止，並確認任何與損益中部分或全部終止租賃相關的收益或虧損。
- (e) 對於所有其他租賃修改，本集團透過對使用權資產進行相應調整來重新計量租賃負債。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Leases – continued

##### *As lessor*

The Group classifies each of its leases as either a finance lease or an operating lease at the inception date of the lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset. All other leases are classified as operating leases.

The Group accounts for each lease component within a lease contract as a lease separately from non-lease components of the contract. The Group allocates the consideration in the contract to each lease component on a relative stand-alone price basis.

Refundable rental deposits received are accounted for under HKFRS 9 and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments from lessees.

##### *As lessor – operating lease*

The Group applies the derecognition and impairment requirements in HKFRS 9 to the operating lease receivables.

#### Employee benefits

##### *Short-term employee benefits*

Salaries, annual bonuses, paid annual leave, and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees.

##### *Defined contribution retirement plan*

The obligations for contributions to defined contribution retirement scheme are recognised as an expense in profit or loss as incurred. The assets of the plans are held separately from those of the Group in an independently administrated fund.

### 3. 主要會計政策 – 續

#### 租賃 – 續

##### *作為出租人*

本集團於租賃開始日期將租賃各自分類為融資租賃或營運租賃。倘租賃將相關資產之擁有權的絕大部分風險及回報轉移，則分類為融資租賃。所有其他租賃均分類為營運租賃。

本集團對於租賃合約內各個租賃組成部分入賬列作獨立於合約非租賃部分的一項租賃。本集團根據相對單獨價格將合約代價分配至各個租賃組成部分。

已收取的可退還租金按金根據香港財務報告準則第9號入賬，並初步以公平價值計量。初始確認時公平價值的調整被視為承租人的額外租賃付款額。

##### *作為出租人 – 經營租賃*

本集團對營運租賃應收款項應用香港財務報告準則第9號的終止確認及減值規定。

#### 僱員福利

##### *短期僱員福利*

薪金、年度獎金、有薪年假及非貨幣福利成本在僱員提供相關服務的當年累計。

##### *界定供款退休計劃*

向界定供款退休計劃供款的義務於發生時在損益中確認為開支。計劃的資產與本集團的資產分開，由獨立管理的基金持有。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Share-based payment transactions

##### *Equity-settled transactions*

The Group's employees, including directors, receive remuneration in the form of share-based payment transactions, whereby the employees rendered services in exchange for shares or rights over shares. The cost of such transactions with employees is measured by reference to the fair value of the equity instruments at the grant date. The fair value of share options granted to employees is recognised as an employee cost with a corresponding increase in a reserve within equity.

The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the vesting conditions are to be fulfilled, ending on the date on which the entitlement of relevant employees to the award is no longer conditional on the satisfaction of any non-market vesting conditions ("**vesting date**"). During the vesting period, the number of share options that is expected to vest ultimately is reviewed. Any adjustment to the cumulative fair value recognised in prior periods is charged / credited to profit or loss for the year of review, with a corresponding adjustment to the reserve within equity.

When the share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share options reserve will be transferred to accumulated losses.

### 3. 主要會計政策－續

#### 以股份為基礎的支付交易

##### *以權益結算的交易*

本集團的僱員（包括董事）按以股份為基礎的支付交易的形式收取薪酬，僱員透過提供服務換取股份或股份權利。與僱員進行的交易成本按授予日權益工具的公平價值計量。授予僱員的購股權的公平價值確認為僱員成本，並相應增加權益內的儲備。

以權益結算的交易成本連同相應的權益增加，在滿足可行權條件的期間內確認，直至相關僱員獲得獎勵的權利不再視乎以下條件：滿足任何非市場歸屬條件（「**歸屬日**」）。於歸屬期內，對預期最終歸屬的購股權數目進行審視。以前期間確認的累計公平價值的任何調整均於審視年度的損益扣除／計入，並對權益內的儲備進行相應調整。

當購股權於歸屬日期後沒收或於到期日仍未獲行使時，先前於購股權儲備確認的數額將轉撥至累計虧損。



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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Taxation

The charge for current income tax is based on the results for the year as adjusted for items that are non-assessable or disallowed. It is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, any deferred tax arising from initial recognition of goodwill; or other asset or liability in a transaction other than a business combination that at the time of the transaction affects neither the accounting profit nor taxable profit or loss is not recognised.

The deferred tax liabilities and assets are measured at the tax rates that are expected to apply to the period when the asset is recovered or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, tax losses and credits can be utilised.

#### Related parties

A related party is a person or entity that is related to the Group.

- (a) A person, or a close member of that person's family, is related to the Group if that person:
- (i) has control or joint control over the Group;
  - (ii) has significant influence over the Group; or
  - (iii) is a member of the key management personnel of the Group or of a parent of the Group.

### 3. 主要會計政策—續

#### 稅項

即期所得稅支出乃按本年度之業績就毋須課稅或不獲扣減之項目調整後，以於報告期末已制定或實質上已制定之稅率計算。

遞延稅項乃使用負債法，就資產及負債之稅基與彼等於綜合財務報表之賬面值兩者間於報告期末之所有暫時差異提撥準備。然而，初始確認商譽或於交易中（業務合併除外）的其他資產或負債而產生之任何遞延稅項於交易時既不影響會計溢利亦不影響應課稅溢利或虧損，則該遞延稅項不會入賬。

遞延稅項負債及資產乃根據於報告期末已制定或實質上已制定之稅率及稅法，以預期資產收回或負債結清之期間適用之稅率計算。

倘遞延稅項資產甚有可能會有日後應課稅溢利可供與扣減暫時差異、稅項虧損及抵免互相抵銷，則予以確認。

#### 關連人士

關連人士為與本集團有關連之人士或實體。

- (a) 倘屬以下人士，即該人士或該人士關係密切的家庭成員與本集團有關連：
- (i) 控制或共同控制本集團；
  - (ii) 對本集團有重大影響；或
  - (iii) 為本集團或本集團母公司的主要管理層成員。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Related parties – continued

- (b) An entity is related to the Group if any of the following conditions applies:
- (i) The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
  - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
  - (iii) Both entities are joint ventures of the same third party;
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity;
  - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group. If the Group is itself such a plan, the sponsoring employers are also related to the Group;
  - (vi) The entity is controlled or jointly controlled by a person identified in (a);
  - (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); or
  - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

### 3. 主要會計政策－續

#### 關連人士－續

- (b) 倘符合下列任何條件，即該實體與本集團有關連：
- (i) 該實體及本集團為同一集團的成員公司（即各母公司、附屬公司及同系附屬公司為互相關連）；
  - (ii) 一家實體為另一實體的聯營公司或合營企業（或另一實體為成員公司之集團旗下成員公司之聯營公司或合營企業）；
  - (iii) 兩家實體均為同一第三方的合營企業；
  - (iv) 一家實體為第三方實體的合營企業，而另一實體為該第三方實體的聯營公司；
  - (v) 該實體為本集團或與本集團有關連之實體就僱員利益設立的離職福利計劃。倘本集團本身為該計劃，提供資助之僱主亦為與本集團有關聯；
  - (vi) 該實體受(a)項所指的人士控制或共同控制；
  - (vii) 於(a)(i)項所指的人士對該實體有重大影響或屬該實體（或該實體的母公司）主要管理層成員；或
  - (viii) 該實體或其所屬集團的任何成員公司為本集團或本公司的母公司提供關鍵管理人員服務。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Related parties – continued

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity and included:

- (a) that person's children and spouse or domestic partner;
- (b) children of that person's spouse or domestic partner; and
- (c) dependants of that person or that person's spouse or domestic partner.

In the definition of a related party, an associate includes subsidiaries of the associate and a joint venture includes subsidiaries of the joint venture.

#### Segment reporting

Operating segments, and the amounts of each segment item reported in the consolidated financial statements, are identified from the financial information provided regularly to the chief operating decision-maker (“**CODM**”) for the purpose of allocating resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

### 3. 主要會計政策－續

#### 關連人士－續

與個人關係密切的家庭成員是指與實體交易時預期可能會影響該名個人或受其影響的家庭成員，包括：

- (a) 該名人士之子女及配偶或同居伴侶；
- (b) 該名人士之配偶或同居伴侶之子女；及
- (c) 該名人士或該名人士之配偶或同居伴侶之受養人。

在關連人士之定義中，聯營公司包括聯營公司之附屬公司，合營企業則包括合營企業之附屬公司。

#### 分部報告

經營分部和綜合財務報告中報告的各分部項目的金額，乃取自向主要營運決策者（「**主要營運決策者**」）定期提供用作向本集團不同業務及地區分配資源並評估其表現之財務資料。

個別重大的經營分部不會為財務報告目的而合併，除非分部有相似的經濟特徵，並且具有類似的產品和服務的性質、生產工序性質、顧客類型或類別、分銷產品或提供服務所使用的方法和監管環境性質。個別非重大之經營分部倘若符合上述大多數標準，則可予以合併。

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### 3. SIGNIFICANT ACCOUNTING POLICIES – continued

#### Discontinued operations

A discontinued operation is a component of the Group that comprises operations and cash flows that can be clearly distinguished, operationally and for financial reporting purposes, from the rest of the Group. It represents a separate major line of business or geographical area of operations, or is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations, or is a subsidiary acquired exclusively with a view to resale. Classification as a discontinued operation occurs upon disposal or when the operation meets the criteria to be classified as held for sale, if earlier. It also occurs when the operation is abandoned.

### 4. CRITICAL ACCOUNTING ESTIMATION AND JUDGEMENTS

Estimates and assumptions concerning the future and judgements are made by the management in the preparation of the consolidated financial statements. They affect the application of the Group's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances. Where appropriate, revisions to accounting estimates are recognised in the period of revision and future periods, in case the revision also affects future periods.

The followings are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

### 3. 主要會計政策－續

#### 已終止經營業務

已終止經營業務為本集團的一個組成部分，在營運上及就財務報告而言，其營運及現金流量可與本集團的其他部分清楚區分。其代表一項獨立的主要業務或一個單獨的主要經營地區，或是擬對一項獨立的主要業務或一個單獨的主要經營地區進行處置的一項相關聯計劃的一部分，或是專為轉售而取得的附屬公司。於進行處置或當經營業務符合分類為持有待售的準則（如較早）時，會分類為已終止經營業務。倘若放棄經營業務，亦會分類為已終止經營業務。

### 4. 關鍵會計估計及判斷

於編製綜合財務報表時，管理層作出有關未來之估計及假設以及判斷。該等估計、假設及判斷可影響本集團會計政策之應用、資產、負債、收入及開支之報告金額以及所作出之披露。本集團會基於經驗及相關因素（包括於有關情況下認為對未來事項屬合理之預期）持續對該等估計、假設及判斷作出評估。於適當情況下，會計估計之修訂會在修訂期間及未來期間（倘有關修訂亦影響未來期間）予以確認。

以下為於報告期間結束時有極大風險導致下個財政年度資產及負債賬面值作出重大調整的有關未來之主要假設及估算不確定因素之其他主要來源。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

#### 4. CRITICAL ACCOUNTING ESTIMATION AND JUDGEMENTS – continued

##### Impairment assessment of property, plant and equipment

Property, plant and equipment are reviewed by the Directors for possible impairment loss or reversal of impairment loss when events or changes in operating environment indicate that the carrying amounts of such assets may not be fully recoverable, or the impairment loss recognised in prior periods may no longer exist or may have decreased.

In assessing whether impairment loss or reversal of impairment loss should be made for the Group's property, plant and equipment, the management have performed impairment assessment on the recoverable amount of property, plant and equipment for the waste construction materials and processing services business (the "Waste Construction Materials CGU") and the plastic recycling / metal scrap business (the "Plastic Recycling CGU") in Germany with reference to valuations performed by independent professional valuers on the freehold lands, buildings and equipment within the two cash generating units.

In assessing the estimated recoverable amounts of the Waste Construction Materials CGU and the Plastic Recycling CGU, independent professional valuers have applied valuation techniques including certain assumptions and estimates of market condition. Detailed inputs and estimates applied for valuation disclosed in note 14 to the consolidated financial statements. The Directors reviewed the valuations performed by the independent professional valuers and used their estimation to determine whether the valuation techniques applied are appropriate to the circumstances of the Group. Changes in assumptions could result in changes in estimated recoverable amount of the Group's property, plant and equipment. An impairment loss is provided if the estimated recoverable amount is less than the carrying amount or vice versa.

#### 4. 估算不確定因素之主要來源 – 續

##### 物業、廠房及設備之減值評估

當經營環境內發生事件或出現變動而顯示物業、廠房及設備的賬面值未必可以全數收回或於以前期間內確認的減值虧損可能不再存在或可能已經減少時，董事會對有關資產進行審閱以確定是否可能出現減值虧損或減值虧損轉回。

於評估是否應對本集團的物業、廠房及設備進行減值虧損或減值虧損轉回時，管理層參考獨立專業估值師對兩個現金產生單位內的永久業權土地及樓宇以及設備進行的估值，對在德國的建築廢料及處理服務業務（「**建築廢料現金產生單位**」）及塑料回收／金屬廢料業務（「**塑料回收現金產生單位**」）的可收回金額進行減值評估。

於評估建築廢料現金產生單位及塑料回收現金產生單位的估計可收回金額時，獨立專業估值師已應用估值技術，包括對市況的若干假設及估計。綜合財務報表附註14中已披露用於估值的詳細輸入數據及估計。董事審閱獨立專業估值師進行的估值，並使用彼等的估計釐定所應用的估值技術是否適合本集團的情況。假設有所變動可能會導致本集團的物業、廠房及設備的估計可收回金額發生變化。倘估計的可收回金額低於賬面金額，則計提減值虧損，反之亦然。

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#### 4. CRITICAL ACCOUNTING ESTIMATION AND JUDGEMENTS – continued

##### Loss allowance for ECL

The Group uses provision matrix to calculate ECL for trade receivables. The provision matrix is based on ageing as groupings of various debtors that have similar loss patterns. The provision rates are based on the Group's historical default rates taking into consideration forward-looking information that is reasonable and supportable available without undue costs or effort. At each reporting date, the historical observed default rates are reassessed and changes as the forward-looking information are considered. In addition, trade receivables with significant balances and credit impaired, if any, are assessed for ECL individually.

The provision of ECL is sensitive to changes in estimates. The information about the Group's trade receivables and its ECL are disclosed in notes 17 and 29 to the consolidated financial statements respectively.

##### Impairment of investments and receivables

The Group assesses annually if investments in subsidiaries has suffered any impairment in accordance with HKAS 36 and follows the guidance of HKFRS 9 in determining whether amounts due from these entities are impaired. Details of the approach are stated in the respective accounting policies. The assessment requires an estimation of future cash flows, including expected dividends, from the assets and the selection of appropriate discount rates. Future changes in financial performance and position of these entities would affect the estimation of impairment loss and cause the adjustments of their carrying amounts.

#### 4. 估算不確定因素之主要來源 – 續

##### 預期信用損失虧損撥備

本集團使用撥備矩陣計算應收貿易賬款的預期信用損失。撥備矩陣以根據賬齡分類為具有類似損失形態的不同債務人組別為基礎。撥備率以本集團的歷史違約率為基礎，當中考慮到無須付出不必要的額外成本或努力即可獲得的合理且有依據的前瞻性信息。於每個報告日期，本集團會重新評估以往觀察所得的違約率，並考慮前瞻性信息的變動。此外，結餘重大及發生信用減值的應收貿易賬款(如有)會個別評估預期信用損失。

預期信用損失撥備對估計的變動敏感。有關本集團應收貿易賬款及其預期信用損失撥備的資料分別在綜合財務報表附註17及29內披露。

##### 投資及應收款項減值

根據香港會計準則第36號，本集團每年評估附屬公司投資是否蒙受任何減值，並遵循香港財務報告準則第9號的指引去釐定應收該等實體的款項有否減值。有關方法的詳情載於各有關會計政策內。評估需要估計來自資產的未來現金流量，包括預期股息，並選擇合適的折現率。該等實體未來財務表現及狀況的變化會影響減值虧損的估計，並導致調整其賬面金額。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION

The Group manages its businesses by business lines. In a manner consistent with the way in which information is reported internally to the Group's CODM for the purposes of resources allocation and performance assessment, the Group is currently organised into the following reportable segments:

### Continuing reportable segments:

Waste construction materials and processing services	Trading of waste construction materials and provision of construction materials processing services
Renewable energy	Trading and processing of recyclable oil / biodiesel
Plastic recycling / metal scrap	Trading of plastic recycling / metal scrap materials and provision of plastic processing services
Money lending	Provision and arrangement of credit financing

### Discontinued reportable segment:

Healthcare	Provision of healthcare services and sales of healthcare products
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Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments. Reportable segment results exclude interest income and corporate income and expenses from the Group's profit / loss before taxation. Corporate income and expenses are income and expenses incurred by corporate headquarters which are not allocated to the operating segments. Each of the operating segments is managed separately as the resources requirement of each of them is different.

Segment assets include all assets with the exception of corporate assets, including bank balances and cash, certain other receivables and other assets which are not directly attributable to the business activities of operating segments as these assets are managed on a group basis.

Segment liabilities include trade payables, accruals and other payables and other liabilities directly attributable to the business activities of operating segments, and exclude corporate liabilities and provision for income tax.

## 5. 分部資料

本集團按業務種類管理業務。本集團目前劃分成下文所述的經營報告分部，其劃分方式與向本集團之主要經營決策者內部匯報資料以作資源分配及評核表現的方式一致：

### 持續經營報告分部：

建築廢料及處理服務	建築廢料貿易及提供建築物料處理服務
可再生能源	可循環再造油／生物柴油貿易及加工
塑料回收／金屬廢料	買賣回收塑料／金屬廢料及提供塑料處理服務
放債	提供及安排信貸融資

### 已終止經營報告分部：

醫療保健	提供醫療保健服務以及銷售醫療保健產品
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收入及開支乃參考可呈報分部所產生之銷售以及該等分部所引致之開支而分配至有關分部。可呈報分部業績從本集團除稅前溢利／虧損排除利息收入以及企業收入及開支。企業收入及開支指未分配至營運分部之公司總部收入及開支。由於各營運分部之資源需求不同，因此各營運分部乃獨立管理。

分部資產包括所有資產，惟企業資產（包括銀行結餘及現金、若干其他應收款項以及並非營運分部之業務活動直接應佔之其他資產）除外，原因為該等資產是以集團基準管理。

分部負債包括應付貿易賬款、應計費用及其他應付款項以及營運分部之業務活動直接應佔之其他負債，以及不包括企業負債及所得稅撥備。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

## 5. 分部資料－續

### Segment revenue and results

### 分部收入及業績

For the year ended 30 June 2023

截至二零二三年六月三十日止年度

		Continuing operations				Discontinued operations		
		持續經營業務				已終止經營業務		
		Waste construction materials and processing services 建築廢料及處理服務	Renewable energy 可再生能源	Plastic recycling / metal scrap 塑料回收/金屬廢料	Money lending 放債	Sub-total 小計	Healthcare 醫療保健	Total 合計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
<b>Revenue</b>	<b>收入</b>	4,098	73,116	2,646	166	80,026	2,460	82,486
<b>Results</b>	<b>業績</b>							
Segment results	分部業績	274	5,294	(4,928)	(70)	570	(4,827)	(4,257)
Unallocated other corporate expenses	未分配其他企業開支							(13,196)
Unallocated other income	未分配其他收入							1,419
Gain on disposal of subsidiaries (note 32)	出售附屬公司的收益 (附註32)							6,360
<b>Loss before taxation</b>	<b>除稅前虧損</b>							<b>(9,674)</b>



Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

### Segment revenue and results – continued

For the year ended 30 June 2022

		Continuing operations				Discontinued operations		
		持續經營業務				已終止經營業務		
		Waste construction materials and processing services 建築廢料及處理服務	Renewable energy 可再生能源	Plastic recycling / metal scrap 塑料回收/金屬廢料	Money lending 放債	Sub-total 小計	Healthcare 醫療保健	Total 合計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Revenue	收入	5,240	424,247	4,158	-	433,645	7,615	441,260
Results	業績							
Segment results	分部業績	3,263	3,937	(10,194)	(266)	(3,260)	(8,250)	(11,510)
Unallocated other corporate expenses	未分配其他企業開支							(21,741)
Unallocated other income	未分配其他收入							1,087
Loss on disposal of subsidiaries	出售附屬公司的虧損							(476)
Loss before taxation	除稅前虧損							(32,640)

## 5. 分部資料－續

### 分部收入及業績－續

截至二零二二年六月三十日止年度

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

## 5. 分部資料－續

### Segment assets and segment liabilities

### 分部資產及分部負債

At 30 June 2023

於二零二三年六月三十日

		Continuing operations 持續經營業務				
		Waste construction materials and processing services 建築廢料及 處理服務 HK\$'000 千港元	Renewable energy 可再生能源 HK\$'000 千港元	Plastic recycling / metal scrap 塑料回收/ 金屬廢料 HK\$'000 千港元	Money lending 放債 HK\$'000 千港元	Total 合計 HK\$'000 千港元
<b>Assets</b>	<b>資產</b>					
Segment assets	分部資產	9,542	13,544	12,952	2,278	38,316
Unallocated bank balances and cash	未分配銀行結餘及現金					10,028
Unallocated other corporate assets	未分配其他企業資產					2,343
Consolidated total assets	綜合總資產					50,687
<b>Liabilities</b>	<b>負債</b>					
Segment liabilities	分部負債	1,871	4,922	369	-	7,162
Unallocated other corporate liabilities	未分配其他企業負債					5,084
Consolidated total liabilities	綜合總負債					12,246

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

### Segment assets and segment liabilities – continued

At 30 June 2022

## 5. 分部資料－續

### 分部資產及分部負債－續

於二零二二年六月三十日

		Continuing operations				Discontinued operations		
		持續經營業務				已終止 經營業務		
		Waste construction materials and processing services 建築廢料及處理服務	Renewable energy 可再生能源	Plastic recycling / metal scrap 塑料回收/ 金屬廢料	Money lending 放債	Sub-total 小計	Healthcare 醫療保健	Total 合計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Assets	資產							
Segment assets	分部資產	8,274	21,238	17,303	198	47,013	2,888	49,901
Unallocated bank balances and cash	未分配銀行結餘及現金							20,538
Unallocated other corporate assets	未分配其他企業資產							1,157
Consolidated total assets	綜合總資產							71,596
Liabilities	負債							
Segment liabilities	分部負債	1,420	7,221	3,855	-	12,496	9,562	22,058
Unallocated other corporate liabilities	未分配其他企業負債							6,418
Consolidated total liabilities	綜合總負債							28,476

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

### Other segment information

For the year ended 30 June 2023

## 5. 分部資料－續

### 其他分部資料

截至二零二三年六月三十日止年度

		Continuing operations				Discontinued operations			Total
		Waste construction materials and processing services	Renewable energy	Plastic recycling / metal scrap	Money lending	Sub-total	Healthcare	Unallocated	
		建築廢料及處理服務	可再生能源	塑料回收/金屬廢料	放債	小計	醫療保健	未分配	合計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Additions to property, plant and equipment	物業、廠房及設備添置	-	-	7	-	7	-	27	34
Additions to right-of-use assets	使用權資產添置	-	4,120	-	-	4,120	-	2,008	6,128
Amortisation of intangible asset	無形資產攤銷	-	-	-	78	78	-	-	78
Depreciation of property, plant and equipment	物業、廠房及設備的折舊	103	439	1,428	2	1,972	545	11	2,528
Depreciation of right-of-use assets	使用權資產的折舊	486	343	-	-	829	134	541	1,504
Gain on disposal of property, plant and equipment	出售物業、廠房及設備的收益	-	-	1,007	-	1,007	-	-	1,007
Gain on disposal of subsidiaries	出售附屬公司的收益	-	-	-	-	-	-	6,360	6,360
Provision for impairment loss on property, plant and equipment	物業、廠房及設備的減值虧損撥備	348	-	-	-	348	-	-	348
Allowance for ECL on other receivables	應收其他款項的預期信用損失撥備	-	-	195	-	195	-	-	195

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

### Other segment information – continued

For the year ended 30 June 2022

	Continuing operations				Discontinued operations			Total	
	Waste construction materials and processing services	Renewable energy	Plastic recycling / metal scrap	Money lending	Sub-total	Healthcare	Unallocated		
	建築廢料及處理服務	可再生能源	金屬廢料 塑料回收 /	放債	小計	醫療保健	未分配	合計	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	
Additions to property, plant and equipment	物業、廠房及設備添置	40	2,194	175	-	2,409	210	25	2,644
Additions to right-of-use assets	使用權資產添置	1,001	-	-	-	1,001	-	1,002	2,003
Amortisation of intangible asset	無形資產攤銷	-	-	-	100	100	-	-	100
Depreciation of property, plant and equipment	物業、廠房及設備的折舊	132	90	1,800	5	2,027	1,574	10	3,611
Depreciation of right-of-use assets	使用權資產的折舊	913	-	-	-	913	267	573	1,753
(Reversal) Provision for impairment loss on property, plant and equipment, net	物業、廠房及設備的減值虧損(撥回)撥備淨額	(1,889)	-	2,908	-	1,019	-	-	1,019
Loss on disposal of subsidiaries	出售附屬公司的虧損	355	-	121	-	476	-	-	476
Allowance for ECL on trade receivables	應收貿易賬款的預期信用損失撥備	-	-	-	-	-	45	-	45
Write-off of property, plant and equipment	物業、廠房及設備的撇銷	-	-	-	-	-	-	3	3

## 5. 分部資料—續

### 其他分部資料—續

截至二零二二年六月三十日止年度

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 5. SEGMENT INFORMATION – continued

## 5. 分部資料－續

### Geographical information

The Group's operations are located in Hong Kong and Germany (2022: Hong Kong, Germany and Japan). The Group's revenue from customers by geographical markets, determined based on the location of customers, and information about its non-current assets by geographical location, determined based on the location of the assets, are detailed below:

### 地區資料

本集團之業務位於香港及德國(二零二二年：香港、德國及日本)。本集團按地區市場(按客戶之所在地釐定)劃分之來自客戶收入，以及按地理位置(按資產所在地釐定)劃分之非流動資產資料，詳列如下：

		Revenue 收入		Non-current assets 非流動資產	
		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
		(Re-presented) (重新列報)		(Re-presented) (重新列報)	
<b>Continuing operations</b>	<b>持續經營業務</b>				
Hong Kong	香港	3,757	337,427	7,390	7,542
Europe	歐洲	41,151	12,921	17,167	17,008
Malaysia	馬來西亞	35,118	42,563	–	–
Singapore	新加坡	–	39,887	–	–
Japan	日本	–	847	–	–
		<b>80,026</b>	433,645	<b>24,557</b>	24,550
<b>Discontinued operations</b>	<b>已終止經營業務</b>				
Hong Kong	香港	2,460	7,615	–	1,946
		<b>82,486</b>	441,260	<b>24,557</b>	26,496

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## 5. SEGMENT INFORMATION – continued

### Information about major customers

Revenue from major customers who have individually contributed to 10% or more of the total revenue of the Group are disclosed as follows:

Continuing operations 持續經營業務	Segment 分部	Geographical location 地區	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Customer A 客戶A	Renewable energy 可再生能源	Malaysia 馬來西亞	28,616	N/A*
Customer B 客戶B	Renewable energy 可再生能源	Europe 歐洲	25,041	N/A*
Customer C 客戶C	Renewable energy 可再生能源	Hong Kong 香港	N/A* 不適用*	159,338
Customer D 客戶D	Renewable energy 可再生能源	Hong Kong 香港	N/A* 不適用*	111,403
Customer E 客戶E	Renewable energy 可再生能源	Hong Kong 香港	N/A* 不適用*	66,690

\* The corresponding revenue did not contribute 10% or more of the total revenue of the Group for the relevant year.

## 5. 分部資料－續

### 有關主要客戶之資料

來自主要客戶(各佔本集團總收入之10%或以上)收入披露如下:

\* 相應收入於相關年度佔本集團總收入不超過10%。

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## 6. REVENUE

## 6. 收入

Revenue derived from the principal activities of the Group is disaggregated and recognised during the year as follows:

於本年度內，得自本集團主要業務的收入分類及確認如下：

	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
<b>Continuing operations</b>		
<b>Revenue from contracts with customers within HKFRS 15</b>		
<i>Recognised at a point in time:</i>		
Trading of recyclable oil / biodiesel	73,116	424,247
Trading of waste construction materials	3,039	3,984
Trading of plastic recycling / metal scrap materials	64	844
	<b>76,219</b>	429,075
<i>Recognised over time:</i>		
Provision of construction materials processing services	1,059	1,256
Provision of plastic processing services	2,582	3,314
	<b>3,641</b>	4,570
	<b>79,860</b>	433,645
<b>Interest income calculated using the effective interest method</b>		
Loan interest income	166	-
Total revenue from continuing operations	<b>80,026</b>	433,645
<b>Discontinued operations</b>		
<b>Revenue from contracts with customers within HKFRS 15</b>		
<i>Recognised at a point in time:</i>		
Sales of healthcare products	261	4,107
<i>Recognised over time:</i>		
Provision of clinical health services and laboratory diagnostic services	2,199	3,508
Total revenue from discontinued operations	<b>2,460</b>	7,615
	<b>82,486</b>	441,260

The revenue from contracts with customers within HKFRS 15 is based on fixed price.

香港財務報告準則第15號範圍內客戶合約收入以固定價格為基準。





Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 8. FINANCE COSTS

## 8. 財務費用

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
<hr/>			
<b>Continuing operations</b>	<b>持續經營業務</b>		
Interest expenses on lease liabilities	租賃負債的利息開支	134	92
<b>Discontinued operations</b>	<b>已終止經營業務</b>		
Interest expenses on lease liabilities	租賃負債的利息開支	2	15
		<b>136</b>	107

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 9. LOSS BEFORE TAXATION

## 9. 除稅前虧損

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
This is stated after charging: 經扣除下列項目後列賬：			
<b>Continuing operations 持續經營業務</b>			
Staff costs (including directors' remuneration):	員工成本(包括董事酬金)：		
– Salaries and allowances	– 薪酬及津貼	16,000	16,851
– Retirement benefit	– 退休福利		
– defined contribution scheme	– 定額供款計劃	1,065	1,210
		<b>17,065</b>	18,061
Auditor's remuneration	核數師酬金		
– the Company	– 本公司	1,100	950
– Subsidiaries	– 附屬公司	135	144
Amortisation of intangible asset	無形資產攤銷	78	100
Legal and professional fee	法律及專業費用	2,011	6,466
Repair and maintenance	維修及保養	1,116	1,461
Lease charges on short-term leases	短期租賃之租賃費用	2,418	1,336
Utilities expenses	公用設施開支	1,930	2,429
Write-off of property, plant and equipment	物業、廠房及設備的撇銷	–	3
<b>Discontinued operations 已終止經營業務</b>			
Staff costs (including directors' remuneration):	員工成本(包括董事酬金)：		
– Salaries and allowances	– 薪酬及津貼	2,556	4,080
– Retirement benefit	– 退休福利		
– defined contribution scheme	– 定額供款計劃	74	112
		<b>2,630</b>	4,192
Legal and professional fee	法律及專業費用	1,017	3,161
Repair and maintenance	維修及保養	79	121
Lease charges on short-term leases	短期租賃之租賃費用	1,062	494
Allowance for ECL on trade receivables	應收貿易賬款的預期信用損失撥備	–	45
Utilities expenses	公用設施開支	43	46

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 10. TAXATION

## 10. 稅項

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
<b>Continuing operations</b>			
<b>持續經營業務</b>			
Current tax:	當期稅項：		
Hong Kong Profits Tax	香港利得稅	380	-
People's Republic of China ("PRC") Enterprise Income Tax ("EIT") - Under-provision in prior years	中華人民共和國(「中國」) 企業所得稅(「企業所得稅」) - 以往年度撥備不足	2	-
Japan Corporate Inhabitant Taxes	日本法人居民稅	-	10
		<b>382</b>	<b>10</b>

Hong Kong Profits Tax is calculated at 16.5% (2022: 16.5%) of the estimated assessable profits for the year. No provision for Hong Kong Profits Tax has been made as the Group has no assessable profits from Hong Kong or incurs a loss for taxation purpose for the year ended 30 June 2022.

香港利得稅乃按本年度估計應課稅利潤的16.5% (二零二二年：16.5%) 計算。由於本集團於截至二零二二年六月三十日止年度並無來自香港的應課稅利潤或產生稅務虧損，因此並無計提香港利得稅撥備。

PRC EIT in respect of the Group's operations in Mainland China is calculated at the rate of 25% (2022: 25%) on the estimated assessable profits for the year, based on the existing legislation, interpretations and practices in respect thereof. No provision for the PRC EIT has been made as the Group incurred a loss for taxation purpose for the year ended 30 June 2023 or its estimated assessable profits for the years were wholly absorbed by unrelieved tax losses brought forward from previous years.

本集團有關中國大陸經營業務的中國企業所得稅根據現行法例、詮釋及相關常規，按照本年度估計應評稅利潤及按25% (二零二二年：25%) 的稅率計算。於截至二零二三年六月三十日止年度內，由於本集團就稅務而言發生虧損，或其於年度內的估計應評稅利潤與以往年度結轉的未動用稅項虧損全數對銷，因此並無計提中國企業所得稅撥備。

The income tax provision of the Group in respect of operations in Germany is calculated at the rate of 30% (2022: 30%) on the estimated assessable profits for the year, based on the existing legislation, interpretations and practices in respect thereof. No provision for income tax of Germany has been made as the Group incurred a loss for taxation purpose for the years ended 30 June 2023 and 2022 or its estimated assessable profits for the years were wholly absorbed by unrelieved tax losses brought forward from previous years.

本集團有關德國經營業務的所得稅撥備根據現行法例、詮釋及相關常規，按照本年度估計應評稅利潤及按30% (二零二二年：30%) 的稅率計算。於截至二零二三年及二零二二年六月三十日止年度內，由於本集團就稅務而言發生虧損，或其於年度內的估計應評稅利潤與以往年度結轉的未動用稅項虧損全數對銷，因此並無計提德國所得稅撥備。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 10. TAXATION – continued

Reconciliation of tax expenses:

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
Loss before taxation	除稅前虧損	<b>(4,847)</b>	(24,390)
Income tax at applicable tax rate applicable to the jurisdictions concerned	按有關司法權區適用稅率計算之所得稅	<b>(1,281)</b>	(4,853)
Tax effect of non-deductible expenses	不獲扣稅之開支之稅務影響	<b>465</b>	2,229
Tax effect of non-taxable income / revenue	免課稅收入／收益之稅務影響	<b>(1,264)</b>	(22)
Unrecognised tax losses	未確認之稅務虧損	<b>3,101</b>	3,576
Unrecognised temporary differences	未確認之暫時差異	<b>50</b>	1
Utilisation of tax losses previously not recognised	利用此前未確認的稅務虧損	<b>(518)</b>	(722)
Utilisation of temporary differences previously not recognised	利用此前未確認的暫時差異	<b>(2)</b>	(209)
Under-provision in prior year	以往年度撥備不足	<b>2</b>	-
Others	其他	<b>(171)</b>	10
Tax expenses for the year	本年度稅項費用	<b>382</b>	10

The applicable tax rate is the weighted average of rates prevailing in the territories in which the group entities operate.

At the end of the reporting period, the Group has not recognised deferred tax assets in respect of cumulative tax losses of HK\$158,465,000 (2022: HK\$150,073,000) as it is not probable that future taxable profit against which the losses can be utilised will be available in the relevant group entities. The unused tax losses have no expiry date under current tax legislation.

## 11. DIVIDENDS

The Directors do not recommend the payment of any dividends for the years ended 30 June 2023 and 2022.

## 10. 稅項 – 續

稅項費用的對賬：

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)
Loss before taxation	除稅前虧損	<b>(4,847)</b>	(24,390)
Income tax at applicable tax rate applicable to the jurisdictions concerned	按有關司法權區適用稅率計算之所得稅	<b>(1,281)</b>	(4,853)
Tax effect of non-deductible expenses	不獲扣稅之開支之稅務影響	<b>465</b>	2,229
Tax effect of non-taxable income / revenue	免課稅收入／收益之稅務影響	<b>(1,264)</b>	(22)
Unrecognised tax losses	未確認之稅務虧損	<b>3,101</b>	3,576
Unrecognised temporary differences	未確認之暫時差異	<b>50</b>	1
Utilisation of tax losses previously not recognised	利用此前未確認的稅務虧損	<b>(518)</b>	(722)
Utilisation of temporary differences previously not recognised	利用此前未確認的暫時差異	<b>(2)</b>	(209)
Under-provision in prior year	以往年度撥備不足	<b>2</b>	-
Others	其他	<b>(171)</b>	10
Tax expenses for the year	本年度稅項費用	<b>382</b>	10

適用稅率為集團實體經營所在地區通行稅率的加權平均數。

於報告期末，本集團有累積稅務虧損158,465,000港元（二零二二年：150,073,000港元），由於有關集團實體不太可能產生用於抵銷稅務虧損的未來應稅利潤，因此，本集團並未就此確認遞延稅項資產。根據現行稅法，未用之稅務虧損並無到期日。

## 11. 股息

董事不建議就截至二零二三年及二零二二年六月三十日止年度派發任何股息。

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## 12. DIRECTORS' AND CHIEF EXECUTIVES' EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES

## 12. 董事及行政總裁薪酬以及最高薪酬的五名人士

### (a) Directors' and chief executives' remuneration

The emoluments paid or payable to each of the Directors were as follows:

### (a) 董事及行政總裁薪酬

已付或應付予各董事之酬金刊載如下：

	Note	Fees	Salaries and allowances	Retirement benefit – defined contribution scheme	Total
	附註	袍金 HK\$'000 千港元	薪金及津貼 HK\$'000 千港元	退休福利 — 定額供款 計劃 HK\$'000 千港元	合計 HK\$'000 千港元
<b>Year ended 30 June 2023</b>					
<b>Executive directors</b>					
Mr. Wong Sai Hung	(a)	–	283	–	283
Mr. Luo Xian Ping		–	600	18	618
Mr. Ho Wai Hung		–	360	18	378
Mr. Lo Kam Wing, JP	(b)	–	350	11	361
<b>Independent non-executive directors</b>					
Mr. Tam Chun Wa		240	–	–	240
Mr. Sze Cheung Pang	(c)	360	–	–	360
Mr. Lau Ka Wing	(d)	189	–	–	189
		<b>789</b>	<b>1,593</b>	<b>47</b>	<b>2,429</b>
<b>Year ended 30 June 2022</b>					
<b>Executive directors</b>					
Mr. Wong Sai Hung		–	600	–	600
Mr. Luo Xian Ping		–	600	18	618
Mr. Ho Wai Hung		–	360	18	378
<b>Independent non-executive directors</b>					
Mr. Tam Chun Wa		240	–	–	240
Mr. Sze Cheung Pang		360	–	–	360
Mr. Lau Ka Wing		240	–	–	240
		<b>840</b>	<b>1,560</b>	<b>36</b>	<b>2,436</b>

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – Continued

### (a) Directors' remuneration – continued

Notes:

- (a) Mr. Wong Sai Hung resigned on 1 December 2022.
- (b) Mr. Lo Kam Wing, JP was appointed with effect from 1 December 2022.
- (c) Mr. Sze Cheung Pang passed away on 4 July 2023.
- (d) Mr. Lau Ka Wing resigned on 14 April 2023.

The executive directors' emoluments shown above were for their services in connection with the management of the affairs of the Company and the Group.

The independent non-executive directors' emoluments shown above were for their services as directors of the Company.

There was no arrangement under a director or the senior management waived or agreed to waive any remuneration during the year (2022: HK\$Nil).

No emoluments were paid by the Group to any directors or the chief executives as inducement to join or upon joining the Group or as compensation for loss of office during the year (2022: HK\$Nil).

### (b) Five highest paid individuals

No directors of the Company included in the five highest paid individuals for the year (2022: two), details of whose emoluments are set out above. The emoluments of the remaining five (2022: three) individuals during the year are as follows:

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Salaries and allowances	薪金及津貼	4,122	4,186
Retirement benefit – defined contribution scheme	退休福利 – 一定額供款計劃	54	36
		<b>4,176</b>	4,222

## 12. 董事及行政總裁薪酬以及最高薪酬的五名人士－續

### (a) 董事及行政總裁薪酬－續

附註：

- (a) 黃世雄先生自二零二二年十二月一日起辭任。
- (b) 盧金榮先生，太平紳士自二零二二年十二月一日起獲委任。
- (c) 施祥鵬先生於二零二三年七月四日離世。
- (d) 劉家榮先生自二零二三年四月十四日起辭任。

上文所示的執行董事薪酬乃有關其管理本公司及本集團事務的服務。

上文所示的獨立非執行董事薪酬乃有關其擔任本公司董事的服務。

於本年度內，概無有關董事或高級管理層已放棄或同意放棄任何薪酬的安排(二零二二年：零港元)。

於本年度內，本集團並無為促使董事或行政總裁加盟或在彼等加盟本集團時支付或作為失去職位的補償而支付彼等的酬金(二零二二年：零港元)。

### (b) 最高薪酬的五名人士

於本年度內，最高薪酬的五名人士包括零名(二零二二年：兩名)本公司董事，他們的薪酬詳見上文。年度內餘下五名(二零二二年：三名)人士的薪酬如下：

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## 12. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS AND FIVE HIGHEST PAID EMPLOYEES – Continued

## 12. 董事及行政總裁薪酬以及最高薪酬的五名人士－續

### (b) Five highest paid individuals – continued

The emoluments of the above five (2022: three) highest paid individuals fell within the following bands:

		Number of individuals 人數	
		2023 二零二三年	2022 二零二二年
Nil to HK\$1,000,000	零至1,000,000港元	4	1
HK\$1,000,001 to HK\$1,500,000	1,000,001港元至1,500,000港元	1	1
HK\$2,000,001 to HK\$2,500,000	2,000,001港元至2,500,000港元	–	1
		5	3

No emoluments were paid by the Group to any five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office during the year (2022: HK\$Nil).

### (b) 最高薪酬的五名人士－續

上述五名(二零二二年:三名)最高酬金人士之薪酬介乎以下範圍:

於本年度內，本集團並無為促使任何最高薪酬的五名人士加盟或在彼等加盟本集團時支付或作為失去職位的補償而支付彼等的酬金(二零二二年:零港元)。



Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 13. LOSS PER SHARE

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

### 13. 每股虧損

本公司擁有人應佔每股基本及攤薄虧損乃根據以下數據計算：

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Loss for the year attributable to owners of the Company for the purpose of basic loss per share	計算每股基本虧損所用 本年度本公司擁有人應佔 虧損		
– continuing operations	– 持續經營業務	(6,138)	(22,781)
– discontinued operations	– 已終止經營業務	(2,896)	(4,950)
		<b>(9,034)</b>	(27,731)
		2023 二零二三年	2022 二零二二年
Weighted average number of ordinary shares in issue for basic loss per share calculation ('000)	計算每股基本虧損所用 已發行普通股加權平均數 (千股)	<b>1,136,308</b>	1,136,308

Diluted loss per share are the same as the basic loss per share as there are no dilutive potential ordinary shares in existence for the years ended 30 June 2023 and 2022.

由於截至二零二三年及二零二二年六月三十日止年度並無具攤薄性的潛在普通股存在，故每股攤薄虧損與每股基本虧損相同。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 14. PROPERTY, PLANT AND EQUIPMENT

## 14. 物業、廠房及設備

		Freehold lands 永久業權土地 HK\$'000 千港元	Buildings 樓宇 HK\$'000 千港元	Leasehold improvement 租賃物業裝修 HK\$'000 千港元	Furniture, fixtures and equipment 傢俬、固定裝置及設備 HK\$'000 千港元	Motor vehicles 汽車 HK\$'000 千港元	Total 合計 HK\$'000 千港元
<b>COST</b>	<b>成本</b>						
At 1 July 2021	於二零二一年七月一日	17,778	4,935	1,859	28,330	643	53,545
Exchange realignment	匯兌調整	(1,788)	(549)	-	(1,964)	(73)	(4,374)
Additions	添置	-	-	112	338	2,194	2,644
Disposal of subsidiaries	出售附屬公司	(5,227)	-	-	(127)	(26)	(5,380)
Write-off	撇銷	-	-	-	(584)	-	(584)
At 30 June 2022 and 1 July 2022	於二零二二年六月三十日 及二零二二年七月一日	<b>10,763</b>	<b>4,386</b>	<b>1,971</b>	<b>25,993</b>	<b>2,738</b>	<b>45,851</b>
Exchange realignment	匯兌調整	<b>449</b>	<b>169</b>	-	<b>602</b>	<b>21</b>	<b>1,241</b>
Additions	添置	-	-	-	<b>34</b>	-	<b>34</b>
Disposal of subsidiaries	出售附屬公司	-	-	(1,961)	(2,449)	-	(4,410)
Disposals	出售	-	-	-	(7,800)	-	(7,800)
<b>At 30 June 2023</b>	<b>於二零二三年六月三十日</b>	<b>11,212</b>	<b>4,555</b>	<b>10</b>	<b>16,380</b>	<b>2,759</b>	<b>34,916</b>
<b>ACCUMULATED DEPRECIATION AND IMPAIRMENT LOSSES</b>	<b>累計折舊及減值虧損</b>						
At 1 July 2021	於二零二一年七月一日	4,912	985	843	14,339	467	21,546
Exchange realignment	匯兌調整	(431)	(117)	-	(1,439)	(18)	(2,005)
Depreciation	折舊	-	135	1,067	2,230	179	3,611
Impairment losses	減值虧損	(8)	-	-	1,027	-	1,019
Disposal of subsidiaries	出售附屬公司	(2,059)	-	-	(30)	(51)	(2,140)
Write-off	撇銷	-	-	-	(581)	-	(581)
At 30 June 2022 and 1 July 2022	於二零二二年六月三十日 及二零二二年七月一日	<b>2,414</b>	<b>1,003</b>	<b>1,910</b>	<b>15,546</b>	<b>577</b>	<b>21,450</b>
Exchange realignment	匯兌調整	<b>74</b>	<b>43</b>	-	<b>495</b>	<b>20</b>	<b>632</b>
Depreciation	折舊	-	<b>127</b>	<b>60</b>	<b>1,844</b>	<b>497</b>	<b>2,528</b>
Reallocation of accounts	賬戶重新分配	(790)	-	-	790	-	-
Impairment losses	減值虧損	<b>348</b>	-	-	-	-	<b>348</b>
Disposal of subsidiaries	出售附屬公司	-	-	(1,960)	(1,230)	-	(3,190)
Disposals	出售	-	-	-	(3,972)	-	(3,972)
<b>At 30 June 2023</b>	<b>於二零二三年六月三十日</b>	<b>2,046</b>	<b>1,173</b>	<b>10</b>	<b>13,473</b>	<b>1,094</b>	<b>17,796</b>
<b>NET CARRYING AMOUNT</b>	<b>賬面淨額</b>						
<b>At 30 June 2023</b>	<b>於二零二三年六月三十日</b>	<b>9,166</b>	<b>3,382</b>	<b>-</b>	<b>2,907</b>	<b>1,665</b>	<b>17,120</b>
At 30 June 2022	於二零二二年六月三十日	8,349	3,383	61	10,447	2,161	24,401

The Group's freehold lands and buildings are situated outside Hong Kong.

本集團之永久業權土地及樓宇乃位於香港境外。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 14. PROPERTY, PLANT AND EQUIPMENT – continued

### Impairment assessment

#### Waste Construction Materials CGU

At the end of the reporting period, the Group reviews internal and external sources of information to assess whether there is any indication that the impairment loss previously recognised in respect of the property, plant and equipment in the Waste Construction Materials CGU may be reduced. The Directors performed impairment assessment on the recoverable amount of the Waste Construction Materials CGU which is the higher of the fair value less costs of disposal and its value in use.

At the end of the reporting period, the estimation of recoverable amount of the Waste Construction Materials CGU was determined based on the fair values of the freehold lands, buildings and equipment within the Waste Construction Materials CGU with reference to a valuation performed by an independent professional valuer engaged by the Group.

The fair values of the freehold lands and buildings were determined using direct comparison approach which were arrived by comparison based on transaction prices for similar lands and buildings in similar locations, condition and usage. The market unit rate per square metre is considered as the unobservable key input of the valuation. The fair values of the equipment were determined using comparison approach which were arrived by comparison based on quoted prices for identical or similar equipment in active markets. Discount rates of 34% (2022: 30%) were applied to the estimated fair value of the equipment for difference in conditions of the comparable which are considered as the unobservable key input of the valuation.

The fair value measurement in the impairment assessment is categorised in level 3 of the fair value hierarchy.

## 14. 物業、廠房及設備－續

### 減值評估

#### 建築廢料現金產生單位

於報告期末，本集團審閱內外部的資訊來源，以評估是否有任何跡象顯示先前就建築廢料現金產生單位的物業、廠房及設備所確認的減值虧損可能減少。董事對建築廢料現金產生單位的可收回金額進行減值評估，該金額為公平價值扣除出售成本及其使用價值兩者中的較高者。

於報告期末，建築廢料現金產生單位的可收回金額估計乃參考本集團委聘的獨立專業估值師進行的估值，並根據建築廢料現金產生單位內的永久業權土地及樓宇以及設備的公平價值而釐定。

永久業權土地及樓宇的公平價值以直接比較法釐定，乃根據類似位置、條件及用途的類似土地及樓宇的交易價格進行比較得出。每平方米市場單位價值被視為估值中不可觀察的主要輸入值。設備的公平價值以比較法釐定，乃根據活躍市場中相同或類似設備的報價進行比較得出。已就比較項目條件方面的差異對設備的估計公平價值應用34% (二零二二年：30%) 的折扣率，折扣被視為估值中不可觀察的主要輸入值。

減值評估中的公平價值計量被歸入公平價值架構中的第三級別。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 14. PROPERTY, PLANT AND EQUIPMENT – continued

### Impairment assessment – continued

#### Waste Construction Materials CGU – continued

At the end of the reporting period, the fair values less costs of disposal of the freehold lands, buildings and equipment within the Waste Construction Materials CGU were estimated to be in sum of approximately HK\$5,331,000 which were lower than their carrying values of HK\$5,679,000 (net of accumulated impairment losses of HK\$533,000). Management concluded that there is a provision of impairment loss of HK\$348,000 in respect of the property, plant and equipment within the Waste Construction Materials CGU for the year ended 30 June 2023 (2022: reversal of impairment losses of HK\$1,889,000). The provision for impairment loss (2022: reversal of provision for impairment loss) was due to the decreasing (2022: increasing) trend of market value of the land in the waste construction material and waste processing service during the year.

As at 30 June 2023, the accumulated impairment losses recognised in respect of property, plant and equipment within the Waste Construction Materials CGU was amounted to HK\$913,000 (2022: HK\$533,000).

#### *Sensitivity analysis*

As at 30 June 2023, if the market unit rate per square metre had been increased / decreased by 5% (2022: 5%) from the management's estimates, the carrying amount of these property, plant and equipment within the Waste Construction Material CGU would be reduced / increased by HK\$200,000 (2022: HK\$200,000) respectively.

## 14. 物業、廠房及設備 – 續

### 減值評估 – 續

#### 建築廢料現金產生單位 – 續

於報告期末，建築廢料現金產生單位內的永久業權土地、樓宇及設備的公平價值扣除出售成本估計金額約為5,331,000港元，其低於其賬面值5,679,000港元（扣除累計減值虧損533,000港元）。管理層的結論為，於截至二零二三年六月三十日止年度內，建築廢料現金產生單位內的物業、廠房及設備有減值虧損撥備348,000港元（二零二二年：減值虧損撥回1,889,000港元）。於本年度內，減值虧損撥備（二零二二年：撥回減值虧損撥備）乃由於建築廢料及廢物處理服務的土地市場價值出現下降（二零二二年：上升）趨勢所致。

於二零二三年六月三十日，就建築廢料現金產生單位內的物業、廠房及設備確認的累計減值虧損為數913,000港元（二零二二年：533,000港元）。

#### *敏感度分析*

於二零二三年六月三十日，倘若每平方米市場單位價值較管理層估計上升／下降5%（二零二二年：5%），則在德國的建築廢料現金產生單位內的物業、廠房及設備的賬面金額會分別減少／增加200,000港元（二零二二年：200,000港元）。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 14. PROPERTY, PLANT AND EQUIPMENT – continued

### Impairment assessment – continued

#### Plastic Recycling CGU

In view of continuing operating loss in the Plastic Recycling CGU for the years ended 30 June 2023 and 2022, the Directors performed impairment assessment on the recoverable amount of the Plastic Recycling CGU which is the higher of the fair value less costs of disposal and its value in use.

At the end of the reporting period, the estimation of the recoverable amount of the Plastic Recycling CGU was determined based on the fair values of the freehold lands, buildings and equipment within the Plastic Recycling CGU with reference to a valuation performed by an independent professional valuer engaged by the Group.

The fair values of the freehold lands were determined using the direct comparison approach which were arrived by comparison based on transaction prices for similar lands in similar locations, conditions and usage. The market unit rate per square metre is considered as the unobservable key input of the valuation. The fair values of the buildings were determined using the income approach. Yield of rental income of 6.5% (2022: 6.5%) was applied to the estimated fair value of the buildings for difference in quality and location of the comparable, which is considered as the unobservable key input of the valuation. The fair values of the equipment were determined using comparison approach which is arrived by comparison based on quoted prices for identical or similar equipment in active markets. Discount rates of 3% - 60% (2022: 3% - 60%) were applied to the estimated fair value of the equipment for difference in conditions of the comparable which are considered as the unobservable key input of the valuation.

The fair value measurement in the impairment assessment is categorised in level 3 of the fair value hierarchy.

## 14. 物業、廠房及設備 – 續

### 減值評估 – 續

#### 塑料回收現金產生單位

鑑於塑料回收現金產生單位於截至二零二三年及二零二二年六月三十日止年度中持續錄得經營虧損，董事對塑料回收現金產生單位的可收回金額進行減值評估，即公平價值扣除出售成本及其使用價值兩者中的較高者。

於報告期末，塑料回收現金產生單位的可收回金額估計乃參考本集團委聘的獨立專業估值師進行的估值，並根據塑料回收現金產生單位內的永久業權土地及樓宇以及設備的公平價值而釐定。

永久業權土地的公平價值乃以直接比較法釐定，乃根據與類似位置、條件及用途的類似土地的交易價格進行比較得出。每平方米市場單位價值被視為估值中不可觀察的主要輸入值。樓宇的公平價值乃以收入法釐定。已就比較項目在質素及位置方面的差異對樓宇的估計公平價值應用6.5% (二零二二年：6.5%) 的租金收入收益率，該租金收入收益率被視為估值中不可觀察的主要輸入值。設備的公平價值以比較法釐定，乃根據活躍市場中相同或類似設備的報價進行比較得出。已就比較項目條件方面的差異對設備的估計公平價值應用3%至60% (二零二二年：3%至60%) 的折扣率，該折扣率被視為估值中不可觀察的主要輸入值。

減值評估中的公平價值計量被歸入公平價值架構中的第三級別。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 14. PROPERTY, PLANT AND EQUIPMENT – continued

### Impairment assessment – continued

#### Plastic Recycling CGU – continued

At the end of the reporting period, the fair values less costs of disposal of the freehold lands, buildings and equipment within the Plastic Recycling CGU were estimated to be no material difference with their carrying values of HK\$10,084,000 (net of accumulated impairment losses of HK\$1,244,000). Management concluded that there is no provision nor reversal of impairment loss (2022: provision of impairment loss of HK\$1,244,000) in respect of property, plant and equipment within Plastic Recycling CGU for the year ended 30 June 2023 (2022: provision of the impairment was due to the flag of the market rent of the buildings).

At the end of the reporting period, the accumulated impairment losses recognised in respect of property, plant and equipment within the Plastic Recycling CGU was amounted to HK\$1,244,000 (2022: HK\$1,244,000).

#### *Sensitivity analysis*

As at 30 June 2023, if the yield of rental income had been increased / decreased by 1.5% (2022: 1.5%) from the management's estimates, the carrying amount of these property, plant and equipment within the Plastic Recycling CGU would be reduced / increased by HK\$1,000,000 (2022: HK\$1,000,000) respectively.

## 14. 物業、廠房及設備 – 續

### 減值評估 – 續

#### 塑料回收現金產生單位 – 續

於報告期末，塑料回收現金產生單位內的永久業權土地及樓宇及設備的公平價值扣除出售成本估計金額與其賬面值10,084,000港元(扣除累計減值虧損1,244,000港元)並無重大差異。管理層的結論為，於截至二零二三年六月三十日止年度內，塑料回收現金產生單位內的物業、廠房及設備並無減值虧損撥備或撥回(二零二二年：有減值虧損撥備1,244,000港元)(二零二二年：減值撥備乃由於樓宇市場租金出現下降趨勢所致)。

於報告期末，就塑料回收現金產生單位內的物業、廠房及設備確認的累計減值虧損為1,244,000港元(二零二二年：1,244,000港元)。

#### *敏感度分析*

於二零二三年六月三十日，倘若租金收入收益率較管理層估計上升/下降1.5%(二零二二年：1.5%)，則塑料回收現金產生單位內的物業、廠房及設備的賬面金額會分別減少/增加1,000,000港元(二零二二年：1,000,000港元)。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 14. PROPERTY, PLANT AND EQUIPMENT – continued

### Impairment assessment – continued

#### Japan Plastic Recycling CGU – Disposed in Year ended 30 June 2023

In view of the continuous operating losses together with the travel restriction and lockdown to prevent the pandemic of COVID-19 in Japan in 2021 which adversely affected the plastic recycling business development in Japan, the management of the Group decided to cease of its business in April 2022. The subsidiary operated the plastic recycling business in Japan was de-registered in June 2022. As at 30 June 2022, the net carrying amount of the Japan Plastic Recycling CGU was amounted HK\$1,362,000, which mainly comprised the two plastic recycling machines with carrying amount of HK\$4,316,000 (net of accumulated impairment losses of HK\$1,664,000).

In September 2022, the Group entered into a settlement agreement with a related party to transfer one machine with carrying amount of HK\$2,893,000 to offset the amount due of USD450,000 (equivalent to HK\$3,510,000), resulting in a gain on disposal of HK\$617,000 recognised in profit or loss during the year.

In June 2023, the Group entered into a sale and purchase agreement with a third party to dispose of another machine with carrying amount of HK\$936,000 at a consideration of USD170,000 (equivalent to HK\$1,326,000), resulting in a gain on disposal of HK\$390,000 recognised in profit or loss during the year.

As a result, an aggregate gain on disposal of property, plant and equipment of HK\$1,007,000 in the Japan Plastic Recycling CGU in Japan have been recognised during the year.

## 14. 物業、廠房及設備 – 續

### 減值評估 – 續

#### 日本塑料回收現金產生單位 – 於 截至二零二三年六月三十日止年 度內出售

有鑑於持續出現經營虧損以及日本於二零二一年為預防2019冠狀病毒病疫症大流行而採取的旅遊限制及封城，對日本的塑料回收業務發展產生不利影響，因此，本集團管理層已於二零二二年四月決定停止其業務。在日本經營塑料回收業務的附屬公司已於二零二二年六月撤銷註冊。於二零二二年六月三十日，日本塑料回收現金產生單位的賬面淨額為1,362,000港元，其主要包括兩部塑料回收機，其賬面金額為4,316,000港元（扣除累計減值虧損1,664,000港元後）。

於二零二二年九月，本集團與關連人士訂立償付協議，以轉讓一部機器，其賬面金額為2,893,000港元，以抵銷應付金額450,000美元（相等於3,510,000港元），以致於本年度內在損益內確認出售收益617,000港元。

於二零二三年六月，本集團與第三方訂立買賣協議，以出售另一部機器，其賬面金額為936,000港元，有關代價為170,000美元（相等於1,326,000港元），以致於本年度內在損益內確認出售收益390,000港元。

因此，於本年度內，日本塑料回收現金產生單位已經確認出售物業、廠房及設備的收益總計1,007,000港元。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 15. INTANGIBLE ASSET

## 15. 無形資產

		License 牌照 HK\$'000 千港元
<b>Cost</b>	<b>成本</b>	
<b>At 1 July 2021, 30 June 2022, 1 July 2022 and 30 June 2023</b>	於二零二一年七月一日、二零二二年 六月三十日、二零二二年七月一日及 二零二三年六月三十日	<b>500</b>
<b>Accumulated amortisation</b>	<b>累計攤銷</b>	
At 1 July 2021	於二零二一年七月一日	322
Charge for the year	本年度費用	100
At 30 June 2022 and 1 July 2022	於二零二二年六月三十日及 二零二二年七月一日	422
Charge for the year	本年度費用	78
<b>At 30 June 2023</b>	<b>於二零二三年六月三十日</b>	<b>500</b>
<b>Net carrying amount</b>	<b>賬面淨額</b>	
<b>At 30 June 2023</b>	於二零二三年六月三十日	-
At 30 June 2022	於二零二二年六月三十日	78

Intangible asset that arose from the acquisition of Noble Ample Limited ("NAL") represented the money lending license held under the Money Lenders Ordinance, Chapter 163, Law of Hong Kong. The management assessed the useful life of the license is 5 years, which is amortised over 5 years using the straight-line method.

收購卓福有限公司(「卓福」)產生的無形資產是指根據香港法例第163章《放債人條例》持有的放債牌照。管理層評估該牌照的使用年期為5年，並使用直線法於5年內攤銷。



Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 16. INVENTORIES

## 16. 存貨

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Plastic materials	塑料	25	39
Recyclable oil	可循環再造油	1,194	1,051
Waste construction materials	建築廢料	2	3
Vaccines and medicines	疫苗及藥物	-	477
		<b>1,221</b>	1,570

## 17. TRADE RECEIVABLES

## 17. 應收貿易賬款

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Trade receivables	應收貿易賬款	2,787	3,079
Less: Allowance for ECL	減：預期信用損失撥備	-	(45)
		<b>2,787</b>	3,034

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 17. TRADE RECEIVABLES – continued

The Group allows a credit period within 30 days (2022: within 30 days) to its customers. At the end of the reporting period, the ageing analysis of trade receivables (net allowance of ECL) by invoice date is as follows:

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
0 – 90 days	0至90日	2,770	3,008
91 – 180 days	91至180日	15	23
Over 180 days	超過180日	2	3
		<b>2,787</b>	<b>3,034</b>

Information about the Group's exposure to credit risks and loss allowance for trade receivables is included in note 29 to the consolidated financial statements.

## 17. 應收貿易賬款－續

本集團授予其客戶30日內(二零二二年：30日內)的信貸期。於報告期末，應收貿易賬款(扣除預期信用損失撥備)的賬齡分析(根據發票日期列報)如下：

有關本集團就應收貿易賬款所面臨的信貸風險及損失撥備的資料載於綜合財務報表附註29內。

## 18. LOAN AND INTEREST RECEIVABLES

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Loan and interest receivables from a former non-controlling shareholder of a subsidiary	應收一家附屬公司之前非控股股東的貸款及利息	2,165	-

During the year, the Group grant a loan of HK\$2,000,000 to the then non-controlling shareholder of a subsidiary, Green Strength (International) Limited (“GSI”). The loan is secured by fourteen motor vehicles, interest bearing at a fixed rate of 10% per annum and repayable in September 2023 (2022: n/a). Upon the maturity of the loan, the Group agreed to extend the loan and the corresponding interest receivables for one year. At the end of the reporting period, the market value of the collateral of the loan was approximately HK\$4,800,000 (2022: n/a).

Information about the Group's exposure to credit risks and loss allowance for loan and interest receivables is included in note 29 to the consolidated financial statements.

## 18. 應收貸款及利息

於本年度內，本集團向附屬公司實力環保(國際)有限公司(「實力環保」)當時的非控股股東授予貸款2,000,000港元。貸款以14輛汽車作為抵押，按10%的固定年利率計算利息，並於二零二三年九月到期償還(二零二二年：不適用)。於貸款到期後，本集團已同意將貸款及相應應收利息延長一年。於報告期末，貸款抵押品的市場價值約為4,800,000港元(二零二二年：不適用)。

有關本集團就應收貸款及利息所面臨的信貸風險及損失撥備的資料載於綜合財務報表附註29內。

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## 19. PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

## 19. 預付款項、按金及其他應收款項

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
	Note 附註		
Prepayments	預付款項	466	406
Trade deposits paid	已付貿易按金	2,808	2,808
Due from a former non-controlling shareholder of a subsidiary, GSI	應收一家附屬公司實力環保前非控股股東	589	–
Due from a non-controlling shareholder of a subsidiary, GSI	應收一家附屬公司實力環保非控股股東款項	–	3,360
Consideration receivable for disposal of property, plant and equipment	就出售物業、廠房及設備應收代價	1,131	–
Other deposits and receivables	其他按金及應收款項	1,878	1,324
		<b>6,872</b>	7,898
Less: Non-current portion	減：非流動部分	<b>(1,764)</b>	(968)
Current portion	流動部分	<b>5,108</b>	6,930

**Note:**

All prepayments, deposits paid and other receivables are expected to be recovered or recognised as expense within one year except for deposits, for security and rental of HK\$1,764,000 (2022: HK\$968,000), which is expected to be recovered more than one year.

Included in other deposits and receivables was a deposit of EUR104,363 (equivalent to HK\$901,000) (2022: n/a) to guarantee the operation of the Group's subsidiary in Germany, which is held by a director of the Group's subsidiary, Mr. Yip Wai Leung, Jerry, on behalf of the Group.

The consideration receivable shall be recovered within 3 months after the delivery of the machine.

The amounts due from a former non-controlling shareholder of a subsidiary, GSI, and a non-controlling shareholder of a subsidiary, GSI, are unsecured, interest-free and have no fixed repayment term.

Information about the Group's exposure to credit risk and loss allowance for other receivables are included in note 29 to the consolidated financial statements.

**附註：**

所有預付款項、按金及其他應收款項將於一年內收回或確認為開支，惟擔保及租金按金1,764,000港元（二零二二年：968,000港元）除外，其預期將於超過一年後收回。

其他按金及應收款項包括為擔保本集團德國附屬公司的經營業務的押金104,363歐元（相等於901,000港元）（二零二二年：不適用），其由本集團附屬公司董事葉偉傑先生代表本集團持有。

應收代價將於機器交付後三個月內收回。

應收一家附屬公司實力環保前非控股股東及一家附屬公司實力環保非控股股東款項為無抵押、免息及並無固定還款期。

有關本集團就其他應收款項所面臨的信貸風險及損失撥備的資料載於綜合財務報表附註29內。

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## 20. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

## 20. 使用權資產及租賃負債

### Right-of-use assets

### 使用權資產

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
<b>Reconciliation of carrying amount</b>	<b>賬面金額對賬</b>		
At the beginning of the reporting period	於報告期初	1,049	890
Additions	添置	6,128	2,003
Derecognition upon deregistration of a subsidiary	於註銷一家附屬公司時終止 確認	-	(91)
Depreciation	折舊	(1,504)	(1,753)
<b>At the end of the reporting period</b>	<b>於報告期末</b>	<b>5,673</b>	1,049
Cost	成本	8,493	4,240
Accumulated depreciation	累計折舊	(2,820)	(3,191)
<b>Net carrying amount</b>	<b>賬面淨額</b>	<b>5,673</b>	1,049

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## 20. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES – continued

### The Group as lessee

The Group leased office premises, workshops and warehouses in Hong Kong for its daily operations for a term of 1.5 to 6 years (2022: 2 years) with fixed lease payments. The leases of the premises impose a restriction that, unless approval is obtained from the lessor, the right-of-use asset can only be used by the Group and the Group is prohibited from selling or pledging the underlying assets. In addition, the Group is also required to keep those premises in a good state of repair and return the premises in their original condition at the end of the leases.

The Group has recognised the following amounts for the year:

	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Short-term leases payments recognised in profit or loss	3,480	1,830
Total cash outflow for leases	4,960	3,672

At the end of the reporting period, the Group was committed to HK\$325,000 (2022: HK\$2,624,000) for short-term leases.

## 20. 使用權資產及租賃負債－續

### 本集團作為承租人

本集團在香港租賃辦公室、工場及倉庫用於日常營運，租期為1.5至6年（二零二二年：2年），租金固定。物業租賃實施一項限制，除非獲得出租人批准，否則使用權資產僅可由本集團使用，且本集團不得出售或質押相關資產。此外，本集團亦被要求保持該等物業處於良好的維修狀態，並在租賃期滿後歸還原始狀態的物業。

本集團於本年度確認下列金額：

	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Short-term leases payments recognised in profit or loss	3,480	1,830
Total cash outflow for leases	4,960	3,672

於報告期末，本集團承諾325,000港元（二零二二年：2,624,000港元）的短期租賃。

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## 20. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES – continued

### The Group as lessor

The Group leases certain area of its properties to a third party under operating leases, which have remaining non-cancellable lease term of 7 years (2022: 8 years). The lease does not include any purchase, termination and extension options.

These properties are exposed to residual value risk. The lease contract, as a result, impose a restriction that, unless approval is obtained from the Group as lessor, the leased properties can only be used by the lessee. The lessee is also required to keep the properties in a good state of repair and return the properties in their original condition at the end of the lease.

At the end of the reporting period, the Group had total future minimum rent receivable under non-cancellable operating lease which fall due as follows:

## 20. 使用權資產及租賃負債－續

### 本集團作為出租人

本集團根據經營租賃將其某些物業租賃給第三方，其餘下的不可撤銷租賃期為七年(二零二二年：八年)。租賃不包括購買、終止和延長選項。

該等物業面對剩餘價值風險。因此，租賃合約實施一項限制，除非獲得本集團(作為出租人)的批准，否則該等租賃物業僅可由承租人使用。承租人亦須保持該等物業處於良好的維修狀態，並在租賃期滿後歸還原始狀態的物業。

於報告期末，本集團不可撤銷經營租賃項下未來最低應收租金總額的到期情況如下：

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Within one year	於一年內	57	55
In the second to fifth years	第二至第五年	228	220
Over five years	超過五年	128	178
		<b>413</b>	453

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## 20. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES – continued

### Lease liabilities

Commitments and present value of lease liabilities:

## 20. 使用權資產及租賃負債－續

### 租賃負債

租賃負債承諾及現值：

		2023 二零二三年		2022 二零二二年	
		Minimum lease payments 最低租賃付款額 HK\$'000 千港元	Present value of minimum lease payments 最低租賃付款額現值 HK\$'000 千港元	Minimum lease payments 最低租賃付款額 HK\$'000 千港元	Present value of minimum lease payments 最低租賃付款額現值 HK\$'000 千港元
Amounts payable:	應付款項：				
Within one year	於一年內	2,195	1,939	2,061	2,042
In the second to fifth years inclusive	第二年至第五年，包括首尾兩年	3,796	3,390	–	–
Over five years	超過五年	402	397	–	–
		6,393	5,726	2,061	2,042
Less: future finance charges	減：未來財務費用	(667)	–	(19)	–
Total lease liabilities	租賃負債總計	5,726	5,726	2,042	2,042
Current portion	流動部分		1,939		2,042
Non-current portion	非流動部分		3,787		–
			5,726		2,042

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## 21. TRADE PAYABLES

## 21. 應付貿易賬款

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
	Note 附註		
Trade payables to	應付貿易賬款		
– Third parties	– 第三方	111	785
– Related parties	– 關連人士	28(b) –	2,744
		<b>111</b>	3,529

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

應付貿易賬款於報告期間結束時之賬齡分析(根據發票日期計算)如下:

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
0 – 90 days	0至90日	111	3,040
Over 90 days	超過90日	–	489
		<b>111</b>	3,529

The credit period on purchases of goods is within 30 days (2022: *within 30 days*). The Group monitors and maintains a level of cash equivalents sufficient to ensure that all payables are within the credit time frame.

採購貨品的信貸期為30日內(二零二二年: *30日內*)。本集團監察並維持足夠水平的現金等價物,以確保所有應付款項均處於信貸期內。



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## 22. ACCRUALS AND OTHER PAYABLES

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
	Note 附註		
Accruals	應計費用	2,326	5,999
Payable for acquisition of property, plant and equipment to a related party	就購買物業、廠房及設備應付一名關連人士的款項	28(b) -	3,510
Due to related parties	應付關連人士款項	28(b) 2,933	6,820
Due to a former non-controlling shareholder of a subsidiary, GSI	應付附屬公司實力環保前非控股股東	715	-
Short-term lease payables	應付短期租金	-	1,539
Other payables	其他應付款項	65	535
		<b>6,039</b>	18,403

The payable for acquisition of property, plant and equipment to a related party and amounts due to related parties and a former non-controlling shareholder of a subsidiary, GSI are unsecured, interest-free and have no fixed repayment term.

就購買物業、廠房及設備應付一名關連人士的款項以及應付關連人士及一家附屬公司實力環保前非控股股東款項為無抵押、免息且無固定償還期限。

## 23. CONTRACT LIABILITIES

The movements (excluding those arising from increases and decreases both occurred within the same year) of contract liabilities from contracts with customers within HKFRS 15 during the year are as follows:

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
At 1 July	於七月一日	4,502	58
Recognised as revenue	確認為收入	(4,502)	(58)
Receipt of advances	收取墊款	-	4,502
<b>At 30 June</b>	<b>於六月三十日</b>	<b>-</b>	<b>4,502</b>

All the performance obligations that were unsatisfied as at 30 June 2022 represented the total transaction price of the contracts that had an original expected duration of one year or less.

## 23. 合約負債

於本年度內，屬香港財務報告準則第15號範圍內客戶合約之合約負債變動（不包括於同一年度增減所產生者）如下：

於二零二二年六月三十日所有未達成履約義務為原定合約預期年期為一年或以內的合約的總交易價格。

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## 24. SHARE CAPITAL

## 24. 股本

	2023 二零二三年		2022 二零二二年	
	Number of shares 股份數目	HK\$'000 千港元	Number of shares 股份數目	HK\$'000 千港元
<b>Ordinary shares of HK\$0.10 each</b>	<b>每股面值0.10港元之普通股</b>			
Authorised:	法定股本：			
At the beginning and <b>the end of the reporting period</b>	於報告期初及 報告期末			
	<b>4,000,000,000</b>	<b>400,000</b>	4,000,000,000	400,000
Issued and fully paid:	已發行及繳足股本：			
At the beginning and <b>the end of the reporting period</b>	於報告期初及 報告期末			
	<b>1,136,308,176</b>	<b>113,631</b>	1,136,308,176	113,631

## 25. RESERVES

## 25. 儲備

### (a) Share premium

Under the Bermuda Companies Act 1981, the funds in the share premium account of the Company may be applied:

- (i) in paying up unissued shares of the Company to be issued to shareholders of the Company as fully paid bonus shares;
- (ii) in writing off
  - the preliminary expenses of the Company; or
  - the expenses of, or the commission paid or discount allowed on, any issue of shares or debentures of the Company; or
- (iii) in providing for the premiums payable on redemption of any shares or of any debentures of the Company.

### (a) 股份溢價

根據百慕達一九八一年公司法，本公司股份溢價賬內資金可用於：

- (i) 繳足本公司將作為繳足紅利股份發行予本公司股東之未發行股份；
- (ii) 用以撤銷
  - 本公司成立公司時所需之費用；或
  - 本公司發行任何股份或債券之費用或就此支付之佣金或給予之折讓；或
- (iii) 作為贖回本公司任何股份或債券時應付溢價之撥備。

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## 25. RESERVES – continued

### (b) Contributed surplus

Contributed surplus represents the remaining balance of the aggregate amount of credit arising from the capital reduction and the share premium cancellation after credit transfer to accumulated losses pursuant to the implementation of restructuring proposal on 27 April 2004 and to a resolution passed at a special general meeting on 1 December 2003.

### (c) Exchange reserve

The exchange reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations. The reserve is dealt with in accordance with the accounting policies set out in note 3 to the consolidated financial statements.

### (d) General reserve

In accordance with the PRC regulations, a subsidiary incorporated in the PRC is required to transfer 10% of the profit after tax to the statutory surplus reserves fund until the fund balance reaches 50% of the registered capital. The transfer to the funds must be made before distributing dividends to shareholders.

## 25. 儲備－續

### (b) 實繳盈餘

實繳盈餘指根據於二零零四年四月二十七日實施之重組建議，以及根據於二零零三年十二月一日召開之特別股東大會上通過之決議案，將削減股本及註銷股份溢價之進賬總額扣除轉撥至累計虧損後之餘額。

### (c) 匯兌儲備

匯兌儲備包括換算海外業務之財務報表產生之所有匯兌差額。匯兌儲備會根據載於綜合財務報表附註3之會計政策處理。

### (d) 一般儲備

根據中國法規，一家於中國註冊成立之附屬公司須將除稅後溢利的10%轉撥至法定盈餘公積金，直至該公積金的結餘達到註冊資本50%為止。對上述基金的轉撥須於向股東分派股息前作出。

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## 26. SHARE BASED PAYMENTS

On 27 May 2016, the shareholders of the Company passed a resolution to approve for the termination of the Company's share option scheme adopted in 2006 (the "Old Share Option Scheme") and the adoption of a new share option scheme (the "Share Option Scheme"), which is an equity-settled share option scheme. The adoption of the Share Option Scheme will not in any event affect the terms of the grant of the outstanding options that has already been granted under the Old Share Option Scheme and those outstanding options shall continue to be valid and subject to the provisions of the Old Share Option Scheme.

The purpose of the Share Option Scheme is to enable the Group to grant options to selected participants as incentives or rewards for their contribution to the Group and/or to enable the Group to recruit and retain high-caliber employees and attract human resources that are valuable to the Group.

Under the Share Option Scheme, which is valid for a period of ten years, the board of directors of the Company may, at its discretion, grant options to subscribe for shares in the Company to eligible participants ("Eligible Participants") who include (i) any employee (whether full-time or part-time including any executive director but excluding any non-executive director) of the Company, any of its subsidiaries or any entity ("Invested Entity") in which any member of the Group holds an equity interest; (ii) any non-executive directors (including independent non-executive directors) of the Company, any of its subsidiaries or any Invested Entity; (iii) any supplier of goods or services to any member of the Group or any Invested Entity; (iv) any customer of any member of the Group or any Invested Entity; (v) any person or entity that provides research, development or other technological support to any member of the Group or any Invested Entity; (vi) any shareholder of any member of the Group or any Invested Entity or any holder of any securities issued by any member of the Group or any Invested Entity; (vii) any adviser (professional or otherwise) or consultant to any area of business or business development of any member of the Group or any Invested Entity; and (viii) any other group or classes of participants who have contributed or may contribute by way of joint venture, business alliance or other business arrangement to the development and growth of the Group.

## 26. 以股份為基礎之付款

於二零一六年五月二十七日，本公司股東通過決議案，批准終止本公司於二零零六年採納之購股權計劃（「舊購股權計劃」），並採納新購股權計劃（「購股權計劃」），屬於一項以權益結算之購股權計劃。採納購股權計劃將不會對已根據舊購股權計劃授予而尚未行使的購股權的授予條款構成任何影響，該等尚未行使購股權將繼續有效及受舊購股權計劃的條文的規限。

購股權計劃旨在讓本集團向特選之參與人授出購股權，以激勵或酬謝彼等對本集團作出之貢獻及／或可令本集團聘請及留聘能幹僱員，以及吸引對本集團具價值之人力資源。

購股權計劃之有效期為期十年，而在此計劃下，本公司董事會有權決定向合資格參與者（「合資格參與者」）授予可認購本公司股份之購股權，合資格者包括：(i)本公司、其任何附屬公司或由本集團任何成員公司持有股份權益之任何實體（「投資實體」）之任何僱員（無論全職或兼職，包括任何執行董事，惟不包括非執行董事）；(ii)本公司、其任何附屬公司或任何投資實體之任何非執行董事（包括獨立非執行董事）；(iii)本集團任何成員公司或任何投資實體之任何貨物或服務供應商；(iv)本集團任何成員公司或任何投資實體之任何顧客；(v)為本集團任何成員公司或任何投資實體提供研究、開發或其他技術支援之任何個人或實體；(vi)本集團任何成員公司或任何投資實體之任何股東，或持有由本集團任何成員公司或任何投資實體所發行之任何證券之任何人士；(vii)任何向本集團任何成員公司或任何投資實體任何業務範圍或業務發展作出建議人士（專業人士或其他）或顧問；及(viii)透過合資、業務伙伴或其他商業安排而對本集團之發展和增長作出貢獻或可能作出貢獻之任何其他參與者組別或類別。

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## 26. SHARE BASED PAYMENTS – continued

The maximum number of shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes adopted by the Group shall not exceed 30% of the share capital of the Company in issue from time to time.

The total number of shares which may be allotted and issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Group must not in aggregate exceed 10% of the shares in issue as at the date of passing of the relevant resolution adopting the Share Option Scheme.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors (excluding any independent non-executive director who or whose associate is the proposed grantee of the share option). In addition, for granting of share options to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, which would result in the shares of the Company issued and to be issued upon exercise of all share options granted and to be granted to such person in the 12-month period up to the date of such grant representing in aggregate over 0.1% of shares of the Company in issue and having an aggregated value based on the closing prices of the Company shares at the date of each grant, in excess of HK\$5,000,000, such further grant of share options are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 21 days from the date of the offer, and the share options in respect of which the offer was so accepted will be deemed to have been granted on the date of the offer. The acceptance of the share options is subject to payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the Directors, save that such period shall not be more than ten years from the date of the offer of the share options, subject to the provisions for early termination as set out in the Share Option Scheme. Unless otherwise determined by the Directors at their absolute discretion, there is no requirement of a minimum period for which an option must be held before an option can be exercised. In addition, there is no performance target which must be achieved before any of the options can be exercised.

## 26. 以股份為基礎之付款－續

因根據購股權計劃及本集團所採納之任何其他購股權計劃已授出但未行使之所有購股權獲行使而可能發行之股份最高數目，不得超過本公司不時已發行股本之30%。

因根據購股權計劃及本集團其他購股權計劃將予授出之購股權獲行使而可配發及發行之股份總數合共不得超過通過採納購股權計劃之有關決議案當日已發行股份總數之10%。

授予本公司董事、最高行政人員或主要股東，或彼等任何聯繫人士之購股權，須在事前獲得獨立非執行董事批准（如任何獨立非執行董事或其聯繫人為建議獲授購股權的承授人，則有關獨立非執行董事不計算在內）。此外，如向本公司的主要股東或獨立非執行董事又或其任何聯繫人授予購股權，會令計至有關人士獲授購股權當日止的12個月內所有已授予及將授予的購股權予以行使後所發行及將發行的本公司股份：合計超過本公司已發行股份的0.1%；及按本公司股份於授出購股權當天的收市價計算的總值超逾5,000,000港元，則該等再次授予購股權的建議須經股東事先於股東大會批准。

授出購股權之要約可於要約日起21日內接納，而就此接納要約之股份數目所涉購股權將被視為已於要約日期授出。於接納購股權時，承授人須支付合計1港元之象徵式代價。所授出購股權之行使期由董事決定，惟自授出購股權日期起計，不應超過十年，並受到購股權計劃中提前終止條款規定所限制。除非由董事全權酌情決定，否則購股權並無規定最少須持有至某個特定時限始可行使，此外，亦無規定須達致某個表現目標始可行使。

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## 26. SHARE BASED PAYMENTS – continued

The exercise price of the share options is determinable by the Directors, but may not be less than the highest of (i) the Stock Exchange closing price of the Company's shares on the date of the offer of the share options; (ii) the average Stock Exchange closing price of the Company's shares for the five business days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares.

Share options do not confer rights on the holders to receive dividends or to vote at shareholders' meetings.

No share options have been granted since the date of adoption of the Share Option Scheme and no share options under the Share Option Scheme was outstanding at 30 June 2023 and 30 June 2022.

## 27. RETIREMENT BENEFIT SCHEMES

The Group participates in a defined contribution scheme, Mandatory Provident Fund Scheme (the "MPF Scheme"), established under the Mandatory Provident Fund Ordinance in December 2000. The assets of the MPF Scheme are held separately from those of the Group, in funds under the control of trustees.

Both of the employees' and the Group's contributions are calculated at 5% of the employee's monthly relevant income, with the mandatory cap of HK\$30,000.

The employees of the Company's subsidiaries established in the PRC are members of state-managed retirement benefit schemes operated by the PRC government. These subsidiaries are required to contribute certain percentage of payroll costs to the retirement benefit schemes to fund the benefits. The only obligation of the Group with respect to the retirement benefit schemes is to make the specified contributions.

The subsidiaries established in Germany are required to make contributions to the local defined contribution scheme on a monthly basis pursuant to the local laws and regulations.

For the year ended 30 June 2023, the Group made contributions to the retirement benefit schemes of HK\$1,139,000 (2022: HK\$1,322,000). There were no forfeited contributions available for offset against existing contributions during the year and prior period.

## 26. 以股份為基礎之付款－續

購股權之行使價由董事決定，惟不能低於以下之最高價：(i)在購股權要約日期本公司股份在聯交所之收市價；(ii)在購股權要約日期前五個營業日內本公司股份在聯交所之平均收市價；及(iii)本公司股份之面值。

購股權並無賦予持有人收取股息或於股東大會上投票之權利。

自購股權計劃採納日期以來，概無授予任何購股權，而於二零二三年六月三十日及二零二二年六月三十日，購股權計劃項下並無尚未行使的購股權。

## 27. 退休福利計劃

本集團參與於二零零零年十二月根據強制性公積金計劃條例設立之強制性公積金計劃（「強積金計劃」），其為一項定額供款計劃。強積金計劃之資產與本集團資產分開處理，由受託人管理之基金持有。

僱員及本集團之供款均為僱員每月有關薪金之5%，月薪之強制性上限為30,000港元。

本公司於中國成立之附屬公司之僱員，均為由中國政府運作之國家管理退休福利計劃之成員。該等附屬公司須根據僱員薪金之若干百分比，向該等退休福利計劃供款以資助退休福利。本集團之唯一責任為向該等退休福利計劃作出指定之供款。

本公司於德國成立之附屬公司須根據當地法律及法規，每月向當地的定額供款計劃供款。

於截至二零二三年六月三十日止年度，本集團已向退休福利計劃供款1,139,000港元（二零二二年：1,322,000港元）。於本年度及上一期間並無沒收供款可用於抵銷現有供款。

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## 28. RELATED PARTIES TRANSACTIONS

Other than as disclosure elsewhere in the consolidated financial statements, the Group had the following transactions and balances with related parties:

### (a) Transactions with related parties

(i) Non-controlling shareholder of a subsidiary, GSI (Period from 1 July 2022 to 11 April 2023)	(i) 附屬公司實力環保非控股股東(由二零二二年七月一日起至二零二三年四月十一日期間)		
- Sale of goods	- 銷售商品	(3,592)	-
- Purchase of goods	- 採購商品	10,541	422,808
- Purchase rebate	- 採購回扣	-	6,190
- Shipping fee expenses	- 運費開支	923	1,398
- Management fee paid	- 已付管理費	-	1,100
- Freight cost recharge	- 貨運成本再收取	6,790	-
- Lease of equipment	- 設備租賃	1,080	-
- Loan interest income	- 貸款利息收入	(122)	-

(ii) Company controlled by a family member of Chou Pin Juo, the main shareholder of a non-controlling interests of a subsidiary	(ii) 由一家附屬公司的非控制性權益的主要股東周品諾之家庭成員控制的公司		
- Repair and maintenance fee paid	- 已付維修及保養費用	-	275
- Consideration for disposal of property, plant and equipment	- 出售物業、廠房及設備的代價	(3,510)	-

(iii) In March 2023, the Group disposed of 100% equity interest in a subsidiary, Skylimit Venture Limited ("Skylimit"), to a company controlled by Yip Wai Leung, Jerry, a director of subsidiaries at a consideration of US\$1 (equivalent to approximately HK\$7.8), resulting in a gain on disposal of HK\$1,334,000 recognised in profit or loss. Details of which has been set out in note 32(a) to the consolidated financial statements.

## 28. 關連人士交易

除本綜合財務報表他處所披露者外，本集團與關連人士有以下交易及結餘：

### (a) 關連人士交易

2023 二零二三年 HK\$'000 千港元 Dr(Cr) 借方(貸方)	2022 二零二二年 HK\$'000 千港元 Dr(Cr) 借方(貸方)
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(iii) 於二零二三年三月，本集團以1美元(相等於約7.8港元)的代價將附屬公司Skylimit Venture Limited(「Skylimit」)的全部股權出售予附屬公司董事葉偉樑控制的公司，出售收益1,334,000港元於損益中確認。有關詳情已載於綜合財務報表附註32(a)。

(iv) In June 2023, the Group disposed of 60% equity interest in subsidiaries, Health Plus Medical Group Limited ("HPMG") and its subsidiaries ("HP Group"), and assignment of loan and other receivables from HP Group of HK\$3,447,000 to a non-controlling shareholder of HPMG at a consideration of HK\$2, resulting in a gain on disposal of HK\$5,026,000 recognised in profit or loss. Details of which has been set out in note 32(b) to the consolidated financial statements.

(iv) 於二零二三年六月，本集團以2港元的代價將附屬公司康盈醫療集團有限公司(「康盈醫療」)及其附屬公司(「康盈醫療集團」)的60%股權，以及來自康盈醫療集團的貸款及其他應收款項3,447,000港元轉讓予康盈醫療的一名非控股股東，出售收益5,026,000港元於損益中確認。有關詳情已載於綜合財務報表附註32(b)。

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## 28. RELATED PARTIES TRANSACTIONS – continued

## 28. 關連人士交易 – 續

### (b) Balances with related parties

### (b) 關連人士結餘

			2023 二零二三年 HK\$'000 千港元 Dr (Cr) 借方(貸方)	2022 二零二二年 HK\$'000 千港元 Dr (Cr) 借方(貸方)
(i) Non-controlling shareholder of a subsidiary, GSI	(i) 附屬公司實力環保非控股股東			
– Loan and interest receivables	– 應收貸款及利息	18	–	–
– Other receivable	– 其他應收款項	19	–	3,360
– Trade deposits paid	– 已付貿易按金	19	–	2,808
– Trade payable	– 應付貿易賬款	21	–	(1,346)
– Shipping fee payable	– 應付運費	21	–	(1,398)
– Other payable	– 其他應付款項	22	–	–
(ii) Yeung So Lai, a deemed substantial shareholder of the Company	(ii) 楊素麗，被視為本公司的主要股東			
– Other payable	– 其他應付款項	22	–	(5,750)
(iii) Yip Wai Leung, Jerry, a director of subsidiaries	(iii) 葉偉樑，附屬公司董事			
– Other payable	– 其他應付款項	22	(2,933)	(447)
– Director fee payable	– 應付董事袍金	22	–	(623)
(iv) Company controlled by a family member of Chou Pin Joo, the main shareholder of a non-controlling interests of a subsidiary	(iv) 由一家附屬公司的非控制性權益的主要股東周品諾之家庭成員控制的公司			
– Payable for acquisition of property, plant and equipment	– 就購買物業、廠房及設備應付的款項	22	–	(3,510)

### (c) Compensation of key management personnel of the Group

Members of key management personnel of the Group whose remuneration is set out in note 12 to the consolidated financial statements.

### (c) 本集團主要管理層成員之補償

本集團主要管理層成員之薪酬載於綜合財務報表附註12。



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## 29. FINANCIAL INSTRUMENTS

## 29. 金融工具

### Categories of financial instruments

### 金融工具類別

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
<b>Financial assets at amortised costs</b>	<b>以攤銷成本計量的金融資產</b>		
– Trade receivables	– 應收貿易賬款	2,787	3,034
– Loan and interest receivables	– 應收貸款及利息	2,165	–
– Deposits and other receivables	– 按金及其他應收款項	3,598	4,562
– Bank balances and cash	– 銀行結餘及現金	14,849	33,566
		<b>23,399</b>	<b>41,162</b>
<b>Financial liabilities at amortised cost</b>	<b>以攤銷成本計量的金融負債</b>		
– Trade payables	– 應付貿易賬款	111	3,529
– Accruals and other payables	– 應計費用及其他應付款項	6,039	16,892
– Lease liabilities	– 租賃負債	5,726	2,042
		<b>11,876</b>	<b>22,463</b>

### Financial risk management objectives and policies

The Group's major financial instruments include trade receivables, loan and interest receivables, deposits and other receivables, bank balance and cash, trade payables, accruals and other payables and lease liabilities. Details of these financial instruments are disclosed in the respective notes.

The risks associated with these financial instruments mainly include market risk, credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The Directors manage and monitor these exposures to ensure appropriate measures are implemented on a timely and effective manner.

### 財務風險管理目標及政策

本集團之主要金融工具包括應收貿易賬款、應收貸款及利息、按金及其他應收款項、銀行結餘及現金、應付貿易賬款、應計費用及其他應付款項以及租賃負債。該等金融工具詳情於相關附註披露。

有關該等金融工具之相關風險主要包括市場風險、信貸風險及流動資金風險。減低該等風險之政策載於下文。董事管理及監察該等風險，確保能按時及有效採取相應措施。

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## 29. FINANCIAL INSTRUMENTS – continued

## 29. 金融工具－續

### Financial risk management objectives and policies – continued

### 財務風險管理目標及政策－續

#### Market risk

#### 市場風險

##### Currency risk

##### 貨幣風險

Currency risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group mainly operates in Hong Kong and Germany. The functional currency of the Company and its subsidiaries are either HK\$, United States dollars (“**US\$**”) or Euro (“**EUR**”). The Group is exposed to currency risk arising from fluctuations on foreign currencies, primarily from those bank balances denominated in, Renminbi (“**RMB**”), US\$ and EUR, against the respective functional currency of the respective Group entities. Currently the Group does not have foreign currency hedging policy but the management continuously monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

貨幣風險指外幣匯率變動導致金融工具之公平價值或未來現金流量波動的風險。本集團主要於香港及德國經營業務。本公司及其附屬公司之功能貨幣為港元、美元(「**美元**」)或歐元(「**歐元**」)。本集團面對外幣兌本集團相關實體本身之功能貨幣波動所產生之貨幣風險，主要是源自人民幣(「**人民幣**」)、美元及歐元銀行結餘。本集團目前並無外幣對沖政策，但管理層持續監察外匯風險，並將於需要時考慮對沖重大外幣風險。

#### Sensitivity analysis

#### 敏感度分析

The carrying amounts of the Group’s financial assets and financial liabilities and intra-group balances denominated in a currency other than the functional currency of the entity translated into HK\$ at the end of the reporting date. In the opinion of the directors of the Company, the currency risk exposure is not significant as most of the transactions and financial assets and liabilities of the Group are denominated in the functional currencies of the respective entities. Accordingly, no sensitivity analysis has been presented on the currency risk.

本集團以實體功能貨幣以外的貨幣計價的金融資產及金融負債以及集團內結餘的賬面金額於報告日結束時換算為港元。本公司董事認為，由於本集團的大部分交易以及金融資產及負債均以各有關實體的功能貨幣計價，因此，貨幣風險敞口不大。因此，並無就貨幣風險列報敏感度分析。

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## 29. FINANCIAL INSTRUMENTS – continued

### Financial risk management objectives and policies – continued

#### Market risk – continued

##### Interest rate risk

Interest rate risk relates to the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group has no significant cash flow interest-rate risk as there are no borrowings which bear floating interest rates. The Group has not used any interest rate swaps to hedge potential fluctuations in interest rates. No sensitivity analysis is presented as the Directors considered the Group's exposure to cash flow interest rate risk is not material.

The policies to manage interest rate risk have been followed by the Group since prior years and are considered to be effective.

#### Credit risk

The carrying amounts of the trade receivables, loan and interest receivables, deposits and other receivables and bank balances included in the consolidated statement of financial position represent the Group's maximum exposure to credit risk, which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties. The Group manages the credit risk by setting up a team responsible for the determination of credit terms, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debt. In addition, the Group review the recoverable amount of each financial asset at the end of the reporting period to ensure that adequate impairment losses are recognised for irrecoverable amounts. Furthermore, the Group performs impairment assessment under ECL model on trade receivables individually or based on provision matrix. In this regard, the Directors consider that the Group's credit risk is significantly reduced.

## 29. 金融工具－續

### 財務風險管理目標及政策－續

#### 市場風險－續

##### 利率風險

利率風險是指金融工具的公平價值或現金流量因市場利率變動而發生波動的風險。

本集團並無重大現金流量利率風險，因為並無按浮動利率計算利息的借款。本集團並無利用任何利率互換來對沖潛在利率波動。由於董事認為，本集團面臨的現金流量利率風險不大，因此並無列報敏感度分析。

本集團自以前年度以來已依循管理利息風險的政策，並認為其有效。

#### 信貸風險

應收貿易賬款、應收貸款及利息、按金及其他應收款項以及銀行結餘在綜合財務狀況表上所載的賬面金額為本集團面臨的最大信貸風險敞口，即因交易對手方不履行義務而造成本集團發生財務損失。本集團透過設立一小組負責釐定信貸條款、信貸審批及其他監控程序，以確保採取跟進行動收回逾期債務，從而管理信貸風險。此外，本集團於報告期間結束時檢討各項金融資產之可收回金額，以確保就不可收回金額確認足夠減值虧損。此外，本集團根據預期信用損失模型個別地或根據撥備矩陣對應收貿易賬款進行減值評估。就此，董事認為，本集團之信貸風險已大幅減低。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

## 29. 金融工具－續

### Financial risk management objectives and policies – continued

### 財務風險管理目標及政策－續

#### Credit risk – continued

#### 信貸風險－續

To manage the risk arising from other receivables and deposits paid, the Group only transacts with reputable parties that have no default history and have a strong capacity to meet its contractual cash flow obligations in the near term. The credit risk on other receivables and deposits paid are limited. The management has assessed that the expected credit losses for other receivables and rental deposits paid are not significant.

為管理其他應收款項及已付按金所產生的風險，本集團只與並無違約記錄及有很強能力可以在短期內履行其合約現金流量義務的信譽良好人士進行交易。其他應收款項及已付按金的信貸風險有限。管理層已經評估其他應收款項及已付租金按金的預期信用損失不大。

The credit risk on liquid funds of bank deposits is limited because the majority of the counterparties are banks with high credit ratings assigned by international credit-rating agencies and authorised banks in the PRC.

銀行存款流動資金之信貸風險有限，因為對方乃獲國際信貸評級機構給予高信貸評級之銀行以及中國認可銀行。

The Group's internal credit risk grading assessment comprises the following categories:

本集團的內部信貸風險評級評估包括以下類別：

#### Internal credit

#### rating

#### Description

內部信用評級

描述

#### Other financial assets Trade receivables

其他金融資產

應收貿易賬款

Internal credit rating 內部信用評級	Description 描述	Other financial assets 其他金融資產	Trade receivables 應收貿易賬款
Low risk 低風險	The counterparty has a low risk of default and does not have any past-due amounts 交易對手方違約風險低且並無任何逾期款項	12-month ECL 12個月預期信用損失	Lifetime ECL – not credit-impaired 整個存續期預期 信用損失 – 未信用減值
Doubtful 存疑	There have been significant increases in credit risk since initial recognition through information developed internally or external resources 由內部生成的資料或外部資源顯示，自初始確認起，信貸風險已經顯著增加	Lifetime ECL – not credit-impaired 整個存續期預期信用損失 – 未信用減值	Lifetime ECL – not credit-impaired 整個存續期預期 信用損失 – 未信用減值
Loss 虧損	There is evidence indicating the asset is credit-impaired 有證據顯示資產出現信用減值	Lifetime ECL – credit-impaired 整個存續期預期信用損失 – 信用減值	Lifetime ECL – credit-impaired 整個存續期預期 信用損失 – 信用減值
Write-off 撤銷	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery 有證據顯示債務人面臨嚴重的財務困難，而本集團收回款項的希望渺茫	Amount is written off 撤銷有關款項	Amount is written off 撤銷有關款項

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

### Financial risk management objectives and policies – continued

#### Credit risk – continued

The tables below detail the credit risk exposures of the Group's financial assets, which are subject to ECL assessment:

Financial assets 金融資產	Internal credit rating 內部信貸評級	12-months or lifetime ECL 12個月或整個存續期預期信用損失	Gross carrying amount 賬面總額	
			2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Trade receivables (note) 應收貿易賬款(附註)	Low risk 低風險	Lifetime ECL – not credit-impaired 整個存續期預期信用損失 – 未信用減值	2,787	3,034
	Loss 虧損	Lifetime ECL – credit-impaired 整個存續期預期信用損失 – 信用減值	–	45
			2,787	3,079
Deposits and other receivables 按金及其他應收款項	Low risk 低風險	12-month ECL 12個月預期信用損失	3,598	4,562
	Loss 虧損	Lifetime ECL – credit-impaired 整個存續期預期信用損失 – 信用減值	195	–
			3,793	4,562

Note: For trade receivables, the Group has applied the simplified approach in HKFRS 9 to measure the loss allowance at lifetime ECL. Except for debtors with significant outstanding balances or credit-impaired, the Group determines the expected credit losses on these items by using a provision matrix grouped by customer portfolio and past due status.

### 財務風險管理目標及政策 – 續

#### 信貸風險 – 續

下表詳述本集團金融資產的信貸風險敞口，該等金融資產須進行預期信用損失評估：

附註：就應收貿易賬款而言，本集團已應用香港財務報告準則第9號的簡化方法按整個存續期預期信用損失計量虧損撥備。除有重大尚未償還結餘或信用減值的債務人外，本集團採用以客戶組合及逾期狀況分組的撥備矩陣釐定該等項目的預期信用損失。

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## 29. FINANCIAL INSTRUMENTS – continued

## 29. 金融工具－續

### Financial risk management objectives and policies – continued

### 財務風險管理目標及政策－續

#### Credit risk – continued

#### 信貸風險－續

##### (a) Trade receivables

##### (a) 應收貿易賬款

As part of the Group's credit risk management, the Group uses debtors' ageing to assess the impairment for its customers in relation to its operation with common risk characteristics that are representative of the customers' abilities to pay all amounts due in accordance with the contractual terms. The following tables provide information about the exposure to credit risk for trade receivables which are assessed based on provision matrix as at 30 June 2023 and 2022 within lifetime ECL (not credit-impaired). At the end of the reporting period, debtors with credit-impaired with gross carrying amounts of HK\$Nil (2022: HK\$45,000) were assessed individually.

作為本集團信貸風險管理的一部分，本集團使用債務人賬齡來評估其經營業務的客戶的減值，該等客戶具有共同風險特徵，代表客戶按照合約條款支付所有到期款項的能力。下表提供於二零二三年及二零二二年六月三十日有關應收貿易賬款信貸風險的資料，其乃根據整個存續期預期信用損失（未信用減值）的撥備矩陣評估。於報告期末的賬面總額為零港元（二零二二年：45,000港元）的信用減值債務人已經個別評估。

		2023 二零二三年			2022 二零二二年		
		Expected loss rate 預期 損失率	Gross carrying amount 賬面總額 HK\$'000 千港元	Loss allowance 虧損撥備 HK\$'000 千港元	Expected loss rate 預期 損失率	Gross carrying amount 賬面總額 HK\$'000 千港元	Loss allowance 虧損撥備 HK\$'000 千港元
Current	即期	-	643	-	-	2,935	-
1 to 90 days past due	逾期1至90日	-	2,127	-	-	73	-
Over 90 days past due	逾期超過90日	-	17	-	-	71	45
			<b>2,787</b>	<b>-</b>		<b>3,079</b>	<b>45</b>

The estimated loss rates are estimated based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effect. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is updated.

估計損失率乃根據債務人預期存續期內的以往觀察所得違約率估計，並就無須付出不必要的額外成本或努力即可獲得的前瞻性信息進行調整。管理層會定期覆核分組情況，以確保有關特定債務人的相關資料已經更新。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

### Financial risk management objectives and policies – continued

#### Credit risk – continued

##### (a) Trade receivables – continued

The following table shows the reconciliation of loss allowances that has been recognised for trade receivables.

		<b>Lifetime ECL (credit-impaired) 整個存續期預期信用損失 (信用減值)</b>	
		<b>2023</b>	2022
		二零二三年	二零二二年
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
At the beginning of the reporting period	於報告期初	45	1,531
Increase in loss allowance	虧損撥備增加	–	45
Disposal of subsidiaries	出售附屬公司	(45)	–
Write-off	撇銷	–	(1,531)
<b>At the end of the reporting period</b>	<b>於報告期末</b>	<b>–</b>	<b>45</b>

#### Concentration risk

At the end of the reporting period, the Group had concentration of credit risk of 59% (2022: 82%) of the total trade receivables was due from the Groups' three largest customers.

##### (b) Loan and interest receivables

Management has money lending policies in place and the exposure to the credit risk is monitored on an ongoing basis. The Group grants loans only to recognised and creditworthy third parties and related parties. Also, the Group has other monitoring procedures to ensure that follow-up action is promptly taken to recover overdue debts.

At the end of the reporting period, the Group has concentration of credit risk as 100% (2022: n/a) of total loan receivable was due from the Group's largest borrower.

## 29. 金融工具－續

### 財務風險管理目標及政策－續

#### 信貸風險－續

##### (a) 應收貿易賬款－續

下表顯示就應收貿易賬款確認的虧損撥備對賬。

		<b>Lifetime ECL (credit-impaired) 整個存續期預期信用損失 (信用減值)</b>	
		<b>2023</b>	2022
		二零二三年	二零二二年
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
At the beginning of the reporting period	於報告期初	45	1,531
Increase in loss allowance	虧損撥備增加	–	45
Disposal of subsidiaries	出售附屬公司	(45)	–
Write-off	撇銷	–	(1,531)
<b>At the end of the reporting period</b>	<b>於報告期末</b>	<b>–</b>	<b>45</b>

#### 敏感度分析

於報告期末，應收貿易賬款總額中有59% (二零二二年：82%) 乃應收本集團三位最大客戶，因此，本集團有信貸風險集中的情況。

##### (b) 應收貸款及利息

管理層訂有放債政策，並會持續監察信用風險敞口。本集團僅放債予經認可及信譽良好的第三方及關連人士。此外，本集團有其他監察程序，以確保從速採取跟進行動收回逾期債項。

於報告期末，應收貸款總額中有100% (二零二二年：不適用) 乃應收本集團最大客戶，因此，本集團有信貸風險集中的情況。

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## 29. FINANCIAL INSTRUMENTS – continued

## 29. 金融工具 – 續

### Financial risk management objectives and policies – continued

### 財務風險管理目標及政策 – 續

#### Credit risk – continued

#### 信貸風險 – 續

##### (b) Loan and interest receivables – continued

##### (b) 應收貸款及利息 – 續

In estimating the ECL and in determining whether there is a significant increase in credit risk since initial recognition and whether the financial asset is credit-impaired, the Group has taken into account the historical actual credit loss experience for the borrowers and the financial position of the counterparties by reference to, among others, management or audited accounts of corporate borrowers and available press information, adjusted for forward-looking factors that are specific to the debtors and general economic conditions of the industry in which the counterparties operate, in estimating the probability of default of these financial assets, as well as the loss upon default in each case. There was no change in the estimation techniques or significant assumptions made during the year.

在估計預期信用損失以及確定信貸風險自初始確認後是否已顯著增加以及金融資產是否已信用減值時，本集團已經考慮到借款人的歷史實際信用損失經驗以及交易對手方的財務狀況，當中參考（其中包括）公司借款人的管理或經審核賬目以及可得的新聞資料，並就債務人特有的前瞻性因素以及交易對手方所經營行業的整體經濟狀況進行調整，以估計該等金融資產的違約概率，以及在各情況下的違約損失。於本年度內，估計技術或作出的重大假設並無改變。

The Group has established a loan credit risk classification system and performs credit risk management based on loan classification in one of three categories of internal credit rating. The information about the exposure to credit risk and ECL for loan and interest receivables is summarised below.

本集團已經建立貸款信用風險分類制度，並根據內部信用評等將貸款分類為三類之一，進行信用風險管理。有關應收貸款及利息的信用風險敞口及預期信用損失的資料概述如下。



Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

### Financial risk management objectives and policies – continued

#### Credit risk – continued

(b) *Loan and interest receivables – continued*

At 30 June 2023

Internal credit rating 內部信用評級	Gross carrying amount 賬面總額 HK\$'000 千港元	ECL 預期信用損失	Loss allowance 虧損撥備 HK\$'000 千港元	Net carrying amount 賬面淨額 HK\$'000 千港元
Performing (Note i) 履約中 (附註i)	2,165	12-month 12個月	–	2,165
Underperforming (Note ii) 履約欠佳 (附註ii)	–	Lifetime 整個存續期	–	–
Not performing (Note iii) 非履約中 (附註iii)	–	Lifetime 整個存續期	–	–
	2,165		–	2,165

Notes:

- (i) Performing (*Normal Credit Quality*) refers to the loans that have not had a significant increase in credit risk and ECL in the next 12 months will be recognised;
- (ii) Underperforming (*Significant Increase in Credit Risk*) refers to the loans that have had a significant increase in credit risk and for which the lifetime ECL will be recognised;
- (iii) Not performing (*Credit-impaired*) refers to the loans that have objective evidence of impairment and for which the lifetime ECL will be recognised.

## 29. 金融工具－續

### 財務風險管理目標及政策－續

#### 信貸風險－續

(b) *應收貸款及利息－續*

於二零二三年六月三十日

Internal credit rating 內部信用評級	Gross carrying amount 賬面總額 HK\$'000 千港元	ECL 預期信用損失	Loss allowance 虧損撥備 HK\$'000 千港元	Net carrying amount 賬面淨額 HK\$'000 千港元
Performing (Note i) 履約中 (附註i)	2,165	12-month 12個月	–	2,165
Underperforming (Note ii) 履約欠佳 (附註ii)	–	Lifetime 整個存續期	–	–
Not performing (Note iii) 非履約中 (附註iii)	–	Lifetime 整個存續期	–	–
	2,165		–	2,165

附註：

- (i) 履約中 (*正常信用質素*) 指在未來12個月內信貸風險未發現顯著增加的貸款；
- (ii) 履約欠佳 (*信用風險顯著增加*) 指信用風險顯著增加，並將會確認整個存續期預期信用損失的貸款；
- (iii) 非履約中 (*已信用減值*) 指有客觀減值證據，並將會確認整個存續期預期信用損失的貸款。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

## 29. 金融工具 – 續

### Financial risk management objectives and policies – continued

### 財務風險管理目標及政策 – 續

#### Credit risk – continued

#### 信貸風險 – 續

##### (b) Loan and interest receivables – continued

##### (b) 應收貸款及利息 – 續

#### Ageing analysis

#### 賬齡分析

Ageing analysis of loan and interest receivables (net of loss allowance) prepared based on contractual due date is as follows:

應收貸款及利息(扣除虧損撥備)根據合約到期日編製的賬齡分析如下:

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Not yet past due	尚未逾期	2,165	–
At the end of the reporting period	於報告期末	2,165	–

At the end of the reporting period, no loss allowance was recognised on loan and interest receivables (2022: n/a).

於報告期末，並無就應收貸款及利息確認虧損撥備(二零二二年：不適用)。

At the end of the reporting, the market value of the collateral of the loan was approximately HK\$4,800,000 (2022: n/a).

於報告期末，貸款抵押品的市場價值約為4,800,000港元(二零二二年：不適用)。

##### (c) Deposits and other receivables

##### (c) 按金及其他應收款項

In estimating the ECL and in determining whether there is a significant increase in credit risk since initial recognition and whether the financial asset is credit-impaired, the Group has taken into account the historical actual credit loss experience on the debtors, adjusted for forward-looking factors that are specific to the debtors and general economic conditions of the industry in which the counterparties operate, in estimating the probability of default of these financial assets, as well as the loss upon default in each case. During the years ended 30 June 2023 and 2022, no loss allowance in respect of deposits and other receivables were made.

在估計預期信用損失以及確定信貸風險自初始確認後是否已顯著增加以及金融資產是否已信用減值時，本集團已經考慮到債務人的歷史實際信用損失經驗，並就債務人特有的前瞻性因素以及交易對手方所經營行業的整體經濟狀況進行調整，以估計該等金融資產的違約概率，以及在各情況下的違約損失。於截至二零二三年及二零二二年六月三十日止年度，概無就按金及其他應收款項計提虧損撥備。

#### Concentration risk

#### 集中風險

As at 30 June 2023, the Group has a concentration of credit risk as 54% (2022: 92%) of the Group's deposits and other receivables was due from 1 creditor and 1 debtor (2022: 1 creditor and 1 debtor).

於二零二三年六月三十日，本集團按金及其他應收款項中有54%(二零二二年：92%)乃應收一位債權人及一位債務人(二零二二年：一位債權人及一位債務人)，因此，本集團有信貸風險集中的情況。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

### Financial risk management objectives and policies – continued

#### Credit risk – continued

(d) *Consideration receivable for disposal of property, plant and equipment*

In estimating the ECL and in determining whether there is a significant increase in credit risk since initial recognition and whether the financial assets are credit-impaired, the Group has taken into account the historical actual credit loss experience, financial information and adjusted for forward-looking factors that are specific to the counterparties and general economic conditions of the industry in which the counterparties operate, in estimating the probability of default of these financial assets, as well as the loss upon default in each case. There was no change in the estimation techniques or methodology made during the year.

After considering the above factors, the management assesses the consideration receivable for disposal of a machine had a significant increase in credit risk during the year due to the deterioration of financial position of the counterparty and life-time ECL will be recognised.

## 29. 金融工具－續

### 財務風險管理目標及政策－續

#### 信貸風險－續

(d) *出售物業、廠房及設備的應收代價*

在估計預期信用損失以及確定信貸風險自初始確認後是否已顯著增加以及金融資產是否已信用減值時，本集團已經考慮到歷史實際信用損失經驗及財務資料，並就交易對手方特有的前瞻性因素以及交易對手方所經營行業的整體經濟狀況進行調整，以估計該等金融資產的違約概率，以及在各情況下的違約損失。於本年度內，估計技術或方法並無改變。

經考慮上述因素後，管理層評估，由於交易對手方的財務狀況惡化，於本年度內，出售機器的應收代價的信用風險顯著增加，並將會確認整個存續期預期信用損失。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

## 29. FINANCIAL INSTRUMENTS – continued

## 29. 金融工具－續

### Financial risk management objectives and policies – continued

### 財務風險管理目標及政策－續

#### Credit risk – continued

#### 信貸風險－續

(d) *Consideration receivable for disposal of property, plant and equipment – continued*

(d) *出售物業、廠房及設備的應收代價－續*

The information about the exposure to credit risk and ECL for consideration receivable using a provision matrix is summarised below:

使用撥備矩陣的有關應收代價的信用風險敞口及預期信用損失的資料概述如下：

As at 30 June 2023

於二零二三年六月三十日

		Expected loss rate 預期損失率	Gross carrying amount 賬面總額 HK\$'000 千港元	Loss allowance 虧損撥備 HK\$'000 千港元	Credit- impaired 信用減值
		%			
Not past due	尚未逾期	14.7%	1,326	195	No 無

The Group does not hold any collateral over consideration receivable as at 30 June 2023. The Group recognised a loss allowance on consideration receivable of HK\$195,000 (2022: n/a) during the year with reference to the market value of the machine.

於二零二三年六月三十日，本集團並無就應收代價持有任何抵押品。於本年度內，參考機器的市場價值，本集團已就應收代價確認虧損撥備195,000港元（二零二二年：不適用）。

(e) *Bank balances*

(e) *銀行結餘*

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings and reputable banks in Hong Kong and the PRC.

流動資金之信貸風險有限，因為對方乃香港及中國獲給予高信貸評級之銀行以及聲譽良好的銀行。

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## 29. FINANCIAL INSTRUMENTS – continued

### Financial risk management objectives and policies – continued

#### Liquidity risk

Liquidity risk relates to the risk that the Group will not be able to meet its obligations associated with its financial liabilities that are settled by delivering cash or another financial assets. The Group is exposed to liquidity risk in respect of settlement of trade payables and accruals and other payables and also in respect of its cash flow management. The Group's objective is to maintain an appropriate level of liquid assets and committed lines of funding to meet its liquidity requirements in the short and longer term.

In the management of the liquidity risk, the Directors monitor and maintain a level of cash and cash equivalents deemed adequate to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

The following tables show the remaining contractual maturities at the end of the reporting period of the Group's financial liabilities, based on undiscounted cash flows (including interest payments computed using contractual rates) and the earliest date the Group can be required to pay:

		Within 1 year or on demand 一年以內或 按要求 HK\$'000 千港元	More than 1 year but less than 5 years 一年以上 但五年以下 HK\$'000 千港元	Over 5 years 五年以上 HK\$'000 千港元	Total contractual undiscounted cashflow 合約未經折現 現金流量總額 HK\$'000 千港元	Carrying amounts 賬面金額 HK\$'000 千港元
<b>At 30 June 2023</b>	<b>於二零二三年 六月三十日</b>					
Trade payables	應付貿易賬款	111	-	-	111	111
Accruals and other payables	應計費用及 其他應付款項	6,039	-	-	6,039	6,039
Lease liabilities	租賃負債	2,195	3,796	402	6,393	5,726
		<b>8,345</b>	<b>3,796</b>	<b>402</b>	<b>12,543</b>	<b>11,876</b>
<b>At 30 June 2022</b>	<b>於二零二二年 六月三十日</b>					
Trade payables	應付貿易賬款	3,529	-	-	3,529	3,529
Accruals and other payables	應計費用及 其他應付款項	16,892	-	-	16,892	16,892
Lease liabilities	租賃負債	2,061	-	-	2,061	2,042
		<b>22,482</b>	<b>-</b>	<b>-</b>	<b>22,482</b>	<b>22,463</b>

## 29. 金融工具－續

### 財務風險管理目標及政策－續

#### 流動資金風險

流動資金風險乃有關本集團不能履行其以交付現金或其他金融資產的方式償付的財務負債有關的義務的風險。本集團就償付應付貿易賬款以及應計費用及其他應付款項以及就其現金流量管理面臨流動資金風險。本集團的目標為維持合適水平的流動資產及已承諾的資金融資以滿足其短期及長期流動資金需要。

就流動資金風險管理而言，董事對現金及現金等價物進行監察，並將其維持在視為充足之水平，為本集團營運提供資金及減低現金流量波動影響。

下表列出本集團財務負債於報告期末的剩餘合約到期期限。該表格按財務負債在本集團可能被要求償付的最早之日的未經折現現金流量而編製，其包括採用合約利率計算的利息付款：

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### 30. CAPITAL MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior period.

The capital structure of the Group consists of cash and cash equivalents and equity attributable to the owners of the Company, comprising issued share capital and reserves.

The Directors review the capital structure on a semi-annual basis. As part of this review, the Directors consider the cost of capital and the risks associates with each class of capital. Based on recommendations of the Directors, the Group will balance its overall capital structure through the payment of dividends, issue of new shares and shares buy-backs as well as the issue of new debts.

### 31. FAIR VALUE MEASUREMENTS RECOGNISED IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

The Directors consider that the carrying amounts of the Group's financial assets and financial liabilities carried at amortised cost approximate to their fair values due to short-term maturities of these financial instruments.

### 30. 資本管理

本集團管理其資金，以確保本集團內各實體將能以持續經營方式營運，同時亦透過達致債務與股本之間之最佳平衡而為股東爭取最大回報。本集團之整體策略與上一期間一致。

本集團之資本結構包括現金及現金等價物及本公司擁有人應佔權益（由已發行股本及儲備組成）。

董事以半年為基準檢討資本結構。作為檢討之一部份，董事會考慮資本成本及各股本類別之相關風險。根據董事之意見，本集團將透過派付股息、發行新股份、購回股份及發行新債務，平衡整體資本結構。

### 31. 在綜合財務狀況表內確認的公平價值計量

董事認為按攤銷成本列賬之本集團金融資產及金融負債之賬面值與本身之公平價值相若，原因為該等金融工具將於短期內到期。

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## 32. DISPOSAL OF SUBSIDIARIES AND DISCONTINUED OPERATIONS

During the year, gain on disposal of subsidiaries in sum of HK\$6,360,000 was recognised, details are as follows:

### (a) Disposal of a subsidiary – Skylimit

On 6 March 2023, Dubaplain Limited (“**Dubaplain**”), a wholly-owned subsidiary of the Group, entered into an instrument of transfer with Always Adept Limited, a company owned by Yip Wai Leung, Jerry, who is the sole director of Dubaplain, to dispose of 100% of equity interests in Skylimit, a wholly-owned subsidiary of the Group at a consideration of US\$1 (equivalent to approximately HK\$7.8). The consideration of was fully settled by cash. The disposal was completed on the same date.

The details are as follows:

## 32. 出售附屬公司及已終止經營業務

於本年度內，已確認出售附屬公司的收益，金額為6,360,000港元，詳情如下：

### (a) 出售附屬公司 – Skylimit

於二零二三年三月六日，本集團的全資附屬公司Dubaplain Limited (「**Dubaplain**」) 與Always Adept Limited (一家由Dubaplain的唯一董事葉偉樑擁有的公司) 訂立轉讓文件，以出售於本集團的全資附屬公司Skylimit的100%股本權益，有關代價為1美元(相等於約7.8港元)。代價全數以現金支付。該出售事項已於同日完成。

詳情如下：

		HK\$'000 千港元
<b>Consideration</b>	<b>代價</b>	
Cash consideration received	已收現金代價	–
<b>Net assets (liabilities) being disposed of:</b>	<b>出售的淨資產(負債)：</b>	
Bank balances	銀行結餘	52
Other payables	其他應付款項	(1,386)
<b>Net liabilities upon disposal</b>	<b>出售的淨負債</b>	<b>(1,334)</b>
Gain on disposal of a subsidiary	出售附屬公司的收益	1,334
<b>Net cash outflow on disposal of a subsidiary</b>	<b>出售附屬公司的現金流出淨額</b>	
Cash consideration received	已收現金代價	–
Less: Bank balances disposed of	減：出售的銀行結餘	(52)
		<b>(52)</b>

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## 32. DISPOSAL OF SUBSIDIARIES AND DISCONTINUED OPERATIONS – continued

### (b) Discontinued operations and disposal of subsidiaries – HP Group

On 9 June 2023, Easykit Limited, a wholly-owned subsidiary of the Group, entered into a sales and purchase agreement with Inter Unicorn Limited (“**Inter Unicorn**”), a non-controlling shareholder of HPMG, to dispose of 60% equity interests in HP Group and an assignment of debts to assign the loan and other receivables from HP Group of HK\$3,447,000 to Inter Unicorn at a consideration of HK\$2. The consideration of was fully settled by cash. The disposal was completed on the same date.

The results of the discontinued operations for the period from 1 July 2022 to 9 June 2023, which have been included in the consolidated statement of comprehensive income, are as follows:

## 32. 出售附屬公司及已終止經營業務 – 續

### (b) 已終止經營業務及出售附屬公司 – 康盈醫療集團

於二零二三年六月九日，本集團的全資附屬公司怡杰有限公司與國際富康有限公司（「**國際富康**」，康盈醫療的非控股股東）訂立買賣協議，以出售其於康盈醫療集團的60%股本權益，並將康盈醫療集團的貸款及應收款項3,447,000港元的債務轉讓予國際富康，有關代價為2港元。代價全數以現金支付。該出售事項已於同日完成。

已終止經營業務於二零二二年七月一日至二零二三年六月九日期間已包括在綜合全面收益表的業績如下：

			Period from 1 July 2022 to 9 June 2023 二零二二年 七月一日至 二零二三年 六月九日 期間 HK\$'000 千港元	Year ended 30 June 2022 截至 二零二二年 六月三十日 止年度 HK\$'000 千港元
Revenue	收入	5,6	2,460	7,615
Other income	其他收入	7	74	278
Change in inventories of finished goods	製成品存貨變動		(136)	456
Purchases of goods and consumables	貨品及消耗品的採購額		(1,042)	(5,427)
Staff costs	員工成本	9	(2,630)	(4,192)
Depreciation for property, plant and equipment	物業、廠房及設備的折舊	5	(545)	(1,574)
Depreciation for right-of-use assets	使用權資產的折舊	5	(134)	(267)
Allowance for ECL on trade receivables	應收貿易賬款的預期信用損失撥備	29	–	(45)
Other operating expenses	其他經營開支		(2,872)	(5,079)
Finance costs	財務費用	8	(2)	(15)
<b>Loss before taxation</b>	<b>除稅前虧損</b>		<b>(4,827)</b>	<b>(8,250)</b>
Taxation	稅項		–	–
<b>Loss after taxation from discontinued operation</b>	<b>來自已終止經營業務的除稅後虧損</b>		<b>(4,827)</b>	<b>(8,250)</b>



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### 32. DISPOSAL OF SUBSIDIARIES AND DISCONTINUED OPERATIONS – continued

#### (b) Discontinued operations and disposal of subsidiaries – HP Group – continued

The details are as follows:

### 32. 出售附屬公司及已終止經營業務 – 續

#### (b) 已終止經營業務及出售附屬公司 – 康盈醫療集團 – 續

詳情如下：

		HK\$'000 千港元
<b>Consideration</b>	<b>代價</b>	
Cash consideration received	已收現金代價	–
<b>Net assets (liabilities) being disposed of:</b>	<b>出售的淨資產(負債)：</b>	
Property and equipment	物業及設備	1,220
Inventories	存貨	341
Trade and other receivables	應收貿易賬款及其他應收款項	320
Bank balances	銀行結餘	8
Trade and other payables	應付貿易賬款及其他應付款項	(12,564)
<b>Net liabilities upon disposal</b>	<b>出售的淨負債</b>	<b>(10,675)</b>
Less: Non-controlling interest derecognised	減：終止確認的非控制性權益	5,649
Gain on disposal of subsidiaries	出售附屬公司的收益	5,026
<b>Net cash outflow on disposal of subsidiaries</b>	<b>出售附屬公司的現金流出淨額</b>	
Cash consideration received	已收現金代價	–
Less: Bank balances disposed of	減：出售的銀行結餘	(8)
		<b>(8)</b>

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### 33. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

### 33. 本公司的財務狀況表

		Note 附註	2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備		50	35
Right-of-use assets	使用權資產		1,896	–
Investments in subsidiaries	附屬公司投資	33(a)	–	–
			<b>1,946</b>	35
<b>Current assets</b>	<b>流動資產</b>			
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		305	290
Amounts due from subsidiaries	應收附屬公司款項		34,071	44,890
Cash and cash equivalents	現金及現金等價物		302	1,482
			<b>34,678</b>	46,662
<b>Current liabilities</b>	<b>流動負債</b>			
Accruals and other payables	應計費用及其他應付款項		1,973	3,938
Amounts due to subsidiaries	應付附屬公司款項		7,808	4,063
Lease liabilities	租賃負債		1,326	–
			<b>11,107</b>	8,001
<b>Net current assets</b>	<b>流動資產淨值</b>		<b>23,571</b>	38,661
<b>Total assets less current liabilities</b>	<b>總資產減流動負債</b>		<b>25,517</b>	38,696
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債		574	–
<b>Net assets</b>	<b>資產淨值</b>		<b>24,943</b>	38,696
<b>EQUITY</b>	<b>權益</b>			
Share capital	股本	24	113,631	113,631
Reserves	儲備	33(b)	(88,688)	(74,935)
<b>Total Equity</b>	<b>權益總額</b>		<b>24,943</b>	38,696

The statement of financial position was approved and authorised for issue by the board of directors on and signed on its behalf by:

董事會已批核及授權刊發此財務狀況表，並由以下董事代表簽署：

**Lo Kam Wing, JP**  
盧金榮 太平紳士  
Director  
董事

**Ho Wai Hung**  
何偉雄  
Director  
董事

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### 33. STATEMENT OF FINANCIAL POSITION OF THE COMPANY – continued

### 33. 本公司的財務狀況表 – 續

#### (a) Investments in subsidiaries

#### (a) 附屬公司投資

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Unlisted shares, at cost	非上市股份，按成本	1	1
Accumulated impairment losses	累計減值虧損	(1)	(1)
		-	-

#### Particulars of the principal subsidiaries of the Company

#### 本公司主要附屬公司之詳情

Company name 公司名稱	Place of incorporation and registration / operation 註冊成立及登記／營業地點	Issued share capital / paid up capital 已發行股本／已繳足資本	Attributable equity interests 應佔股本權益		Principal activities 主要業務
			Directly 直接	Indirectly 間接	
China Billion Limited <sup>^</sup>	British Virgin Islands 英屬處女群島	USD1 1美元	100%	-	Investment Holding 投資控股
Casson China Limited <sup>^</sup>	British Virgin Islands 英屬處女群島	USD1 1美元	100%	-	Investment Holding 投資控股
EnviroAssets GmbH <sup>^</sup>	Germany 德國	EUR25,000 25,000歐元	-	100%	Holding freehold land 持有永久業權土地
EnviroEnergy GmbH <sup>^</sup>	Germany 德國	EUR500,000 500,000歐元	-	100%	Holding freehold land 持有永久業權土地
EnviroPlastics GmbH <sup>^</sup>	Germany 德國	EUR27,650 27,650歐元	-	90%	Trading of plastic recycling materials and plastics processing provision 買賣回收塑料及提供塑料加工服務

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### 33. STATEMENT OF FINANCIAL POSITION OF THE COMPANY – continued

### 33. 本公司的財務狀況表 – 續

#### (a) Investments in subsidiaries – continued

#### (a) 附屬公司投資 – 續

##### Particulars of the principal subsidiaries of the Company – continued

##### 本公司主要附屬公司之詳情 – 續

Company name 公司名稱	Place of incorporation and registration / 註冊成立及登記/營業地點	Issued share capital / paid up capital 已發行股本/已繳足資本	Attributable equity interests 應佔股本權益		Principal activities 主要業務
			Directly 直接	Indirectly 間接	
EnviroPower GmbH <sup>^</sup>	Germany 德國	EUR100,000 100,000歐元	–	100%	Trading of waste construction materials and processing provision 經營建築廢料貿易及提供處理服務
Red Huge Limited <sup>^</sup>	Hong Kong 香港	HK\$1 1港元	–	100%	Trading of metal scrap materials 買賣回收金屬廢料
Gain Asset Limited <sup>^</sup>	Hong Kong 香港	HK\$1 1港元	–	100%	Provision of management services 提供管理服務
Blue Sky Recycling Technology (Japan) Company Limited <sup>^</sup>	Hong Kong 香港	HK\$10,000 10,000港元	–	51%	Trading of plastics recycling materials and plastics processing provision 買賣回收塑料及提供塑料加工服務
Green Strength (International) Limited <sup>^</sup>	Hong Kong 香港	HK\$7,800,000 7,800,000港元	–	60%	Trading and processing of recyclable oil and biodiesel 買賣及加工可循環再造油及生物柴油
Noble Ample Limited <sup>^</sup>	Hong Kong 香港	HK\$500,000 500,000港元	–	100%	Money lending 放債

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### 33. STATEMENT OF FINANCIAL POSITION OF THE COMPANY – continued

#### (a) Investments in subsidiaries – continued

##### Particulars of the principal subsidiaries of the Company – continued

Company name	Place of incorporation and registration / 註冊成立及登記／營業地點	Issued share capital / paid up capital 已發行股本／已繳足資本
公司名稱		

### 33. 本公司的財務狀況表－續

#### (a) 附屬公司投資－續

##### 本公司主要附屬公司之詳情－續

Company name	Place of incorporation and registration / 註冊成立及登記／營業地點	Issued share capital / paid up capital 已發行股本／已繳足資本	Attributable equity interests 應佔股本權益		Principal activities 主要業務
			Directly 直接	Indirectly 間接	
<b>Disposed subsidiaries during the year (note)</b> 已於本年度內出售的附屬公司(附註)					
Health Plus Medical Group Limited <sup>^</sup> 康盈醫療集團有限公司 <sup>^</sup>	Hong Kong 香港	HK\$5,000,000 5,000,000港元	–	60%	Investment holding 投資控股
Health Plus Medical Centre Limited <sup>^</sup> 康盈醫療中心有限公司 <sup>^</sup>	Hong Kong 香港	HK\$10,000 10,000港元	–	60%	Clinical health services provision 提供臨床醫療服務
Health Plus Laboratory Limited <sup>^</sup> 康盈化驗檢測中心有限公司 <sup>^</sup>	Hong Kong 香港	HK\$10,000 10,000港元	–	60%	Laboratory diagnostic services provision 提供化驗診斷服務
Health Plus Pharmaceuticals Limited <sup>^</sup> 康盈藥業有限公司 <sup>^</sup>	Hong Kong 香港	HK\$10,000 10,000港元	–	60%	Trading of healthcare products 買賣醫療保健產品

Note: These subsidiaries were disposed of on 9 June 2023.

附註：該等公司已於二零二三年六月九日出售。

Kind of legal entity:

法律實體種類：

<sup>^</sup> Limited liability company

<sup>^</sup> 有限公司

None of the subsidiaries had issued any debt securities at the end of the reporting period (2022: Nil).

於報告期末，概無任何附屬公司發行有任何債務證券(二零二二年：無)。

Year ended 30 June 2023 截至二零二三年六月三十日止年度

**33. STATEMENT OF FINANCIAL POSITION AND RESERVE OF THE COMPANY – continued**

**33. 本公司的財務狀況表 – 續**

**(b) Reserves of the Company**

**(b) 本公司儲備**

		Share premium 股份溢價 HK\$'000 千港元 (Note 25(a)) (附註25(a))	Contributed surplus 實繳盈餘 HK\$'000 千港元 (Note 25(b)) (附註25(b))	Accumulated losses 累計虧損 HK\$'000 千港元	Total 合計 HK\$'000 千港元
At 1 July 2021	於二零二一年七月一日	415,011	56,897	(536,170)	(64,262)
Loss for the year	本年度虧損	-	-	(10,673)	(10,673)
<b>At 30 June 2022 and 1 July 2022</b>	<b>於二零二二年六月三十日 及二零二二年七月一日</b>	<b>415,011</b>	<b>56,897</b>	<b>(546,843)</b>	<b>(74,935)</b>
Loss for the year	本年度虧損	-	-	<b>(13,753)</b>	<b>(13,753)</b>
<b>At 30 June 2023</b>	<b>於二零二三年六月三十日</b>	<b>415,011</b>	<b>56,897</b>	<b>(560,596)</b>	<b>(88,688)</b>

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 34. NON-CONTROLLING INTERESTS

The table below shows details of non-wholly owned subsidiaries of the Group that has material non-controlling interests at the end of the reporting period:

### 34. 非控制性權益

下表顯示有關本集團於報告期末有重大非控制性權益的非全資附屬公司的詳情：

Company name 公司名稱	Note 附註	Place of incorporation and principal place of business 註冊成立地點及主要營業地點	Accumulated non-controlling interests 累計非控制性權益	
			2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
GSI 實力環保	(a)	Hong Kong 香港	4,740	3,653
EnviroPlastics GmbH	(b)	Germany 德國	(3,411)	(3,266)
Blue Sky Recycling Technology (Japan) Company Limited ("BSRT (Japan)") 藍天回收技術(日本)有限公司 (「藍天回收(日本)」)	(c)	Hong Kong 香港	(4,275)	(4,114)
HP Group 康盈醫療集團	(d)	Hong Kong 香港	–	(3,719)
			<b>(2,946)</b>	<b>(7,446)</b>

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 34. NON-CONTROLLING INTERESTS – continued

### 34. 非控制性權益 – 續

Summarised financial information in respect of each of the Group's subsidiary that has material non-controlling interests ("NCI") is set out below. The summarised financial information below represents amounts before inter-company eliminations.

有關本集團有重大非控制性權益(「非控制性權益」)的各附屬公司的財務概要資料載於下文。以下財務概要資料為未進行公司間抵銷前的金額。

#### (a) GSI

#### (a) 實力環保

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Proportion of NCI's ownership interests	非控制性權益的擁有權益比例	40%	40%
Non-current assets	非流動資產	5,442	2,104
Current assets	流動資產	15,428	21,296
Current liabilities	流動負債	(5,807)	(14,268)
Non-current liabilities	非流動負債	(3,213)	–
Net assets	資產淨值	11,850	9,132
Carrying amount of NCI	非控制性權益的賬面金額	4,740	3,653
Revenue	收入	73,116	424,247
Profit for the year	本年度溢利	2,717	1,297
Total comprehensive income for the year	本年度全面收益總額	2,717	1,297
Profit attributable to NCI	歸屬於非控制性權益的溢利	1,087	518
Total comprehensive income attributable to NCI	歸屬於非控制性權益的全面收益總額	1,087	518
Net cash generated from operating activities	經營活動所得現金淨額	748	14,754
Net cash used in investing activities	投資活動所用現金淨額	–	(2,194)
Net cash used in financing activities	融資活動所用現金淨額	(8,515)	(5,000)



Year ended 30 June 2023 截至二零二三年六月三十日止年度

**34. NON-CONTROLLING INTERESTS – continued**

**34. 非控制性權益 – 續**

**(b) EnviroPlastics GmbH**

**(b) EnviroPlastics GmbH**

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元
Proportion of NCI's ownership interests	非控制性權益的擁有權益比例	<b>9.58%</b>	9.58%
Non-current assets	非流動資產	<b>3,687</b>	4,353
Current assets	流動資產	<b>682</b>	802
Current liabilities	流動負債	<b>(39,959)</b>	(39,241)
Net liabilities	淨負債	<b>(35,590)</b>	(34,086)
Carrying amount of NCI	非控制性權益的賬面金額	<b>(3,411)</b>	(3,266)
Revenue	收入	<b>2,646</b>	3,313
Loss for the year	本年度虧損	<b>(179)</b>	(6,723)
Total comprehensive loss for the year	本年度全面虧損總額	<b>(1,503)</b>	(2,821)
Loss attributable to NCI	歸屬於非控制性權益的虧損	<b>(17)</b>	(644)
Total comprehensive loss attributable to NCI	歸屬於非控制性權益的全面虧損總額	<b>(144)</b>	(270)
Net cash used in operating activities	經營活動所用現金淨額	<b>(3,841)</b>	(4,019)
Net cash used in investing activities	投資活動所用現金淨額	<b>(7)</b>	(186)
Net cash generated from financing activities	融資活動所得現金淨額	<b>3,583</b>	4,072

Year ended 30 June 2023 截至二零二三年六月三十日止年度

**34. NON-CONTROLLING INTERESTS – continued**      **34. 非控制性權益 – 續**

**(c) BSRT (Japan)**

**(c) 藍天回收(日本)**

		<b>2023</b> 二零二三年 <b>HK\$'000</b> 千港元	2022 二零二二年 HK\$'000 千港元
Proportion of NCI's ownership interests	非控制性權益的擁有權權益比例	<b>49%</b>	49%
Non-current assets	非流動資產	–	4,316
Current assets	流動資產	<b>3,172</b>	2,599
Current liabilities	流動負債	<b>(11,895)</b>	(15,310)
Net liabilities	淨負債	<b>(8,723)</b>	(8,395)
Carrying amount of NCI	非控制性權益的賬面金額	<b>(4,275)</b>	(4,114)
Revenue	收入	–	847
Loss for the year	本年度虧損	<b>(328)</b>	(2,462)
Total comprehensive loss for the year	本年度全面虧損總額	<b>(328)</b>	(2,888)
Loss attributable to NCI	歸屬於非控制性權益的虧損	<b>(161)</b>	(1,206)
Total comprehensive loss attributable to NCI	歸屬於非控制性權益的全面虧損總額	<b>(161)</b>	(1,415)
Net cash used in operating activities	經營活動所用現金淨額	<b>(556)</b>	(1,289)
Net cash used in financing activities	融資活動所用現金淨額	–	(2,000)

Year ended 30 June 2023 截至二零二三年六月三十日止年度

**34. NON-CONTROLLING INTERESTS – continued**

**34. 非控制性權益 – 續**

**(d) HP Group**

**(d) 康盈醫療集團**

		<b>2023</b>	2022
		二零二三年	二零二二年
		<b>HK\$'000</b>	HK\$'000
		千港元	千港元
Proportion of NCI's ownership interests	非控制性權益的擁有權權益比例	<b>40%</b>	40%
Non-current assets	非流動資產	–	1,899
Current assets	流動資產	–	989
Current liabilities	流動負債	–	(12,184)
Net liabilities	淨負債	–	(9,296)
Carrying amount of NCI	非控制性權益的賬面金額	–	(3,719)
Revenue	收入	<b>2,460</b>	7,615
Loss for the period / year	本期間／年度虧損	<b>(4,827)</b>	(8,250)
Total comprehensive loss for the period / year	本期間／年度全面虧損總額	<b>(4,827)</b>	(8,250)
Loss attributable to NCI	歸屬於非控制性權益的虧損	<b>(1,931)</b>	(3,300)
Total comprehensive loss attributable to NCI	歸屬於非控制性權益的全面虧損總額	<b>(1,931)</b>	(3,300)
Net cash (used in) generated from operating activities	經營活動(所用)所得現金淨額	<b>(616)</b>	440
Net cash used in investing activities	投資活動所用現金淨額	–	(210)
Net cash generated from financing activities	融資活動所得現金淨額	<b>85</b>	6,859

Year ended 30 June 2023 截至二零二三年六月三十日止年度

### 35. OTHER CASH FLOW INFORMATION

#### (a) Changes in liabilities arising from financing activities

		<b>Lease liabilities</b> 租賃負債	
		<b>2023</b> 二零二三年 <i>HK\$'000</i> 千港元	2022 二零二二年 <i>HK\$'000</i> 千港元
At the beginning of the reporting period	於報告期初	2,042	905
Additions	添置	6,128	2,003
Derecognition upon deregistration of a subsidiary	於註銷一家附屬公司時終止 確認	-	(91)
Interest accrued	應計利息	136	107
Net cash flows	現金流量淨額	(1,480)	(882)
Transferred to other payables	轉至其他應付款項	(1,100)	-
<b>At the end of the reporting period</b>	<b>於報告期末</b>	<b>5,726</b>	2,042

#### (b) Major non-cash transactions

During the year ended 30 June 2023, the Group recognised right-of-use assets and lease liabilities amounting to HK\$6,128,000 (2022: HK\$2,003,000).

During the year ended 30 June 2023, the Group has disposed of two plastic recycling machines at the consideration in sum of HK\$4,835,000, of which USD450,000 (equivalent to HK\$3,510,000) were settled by off-settling the current accounts maintained with a company controlled by a family member of Chou Pin Juo, the main shareholder of a non-controlling interests of a subsidiary and the remaining balance of HK\$1,326,000 has not yet settled as at 30 June 2023.

### 36. COMPARATIVE FIGURES

The re-presentation of comparative information is attributable to the discontinued operations, where necessary, to conform to the basis of presentation and the classification adopted in the current year.

### 37. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved and authorised for issue by the board of directors on 28 September 2023.

### 35. 其他現金流量資料

#### (a) 因融資活動產生的負債變動

		<b>Lease liabilities</b> 租賃負債	
		<b>2023</b> 二零二三年 <i>HK\$'000</i> 千港元	2022 二零二二年 <i>HK\$'000</i> 千港元
At the beginning of the reporting period	於報告期初	2,042	905
Additions	添置	6,128	2,003
Derecognition upon deregistration of a subsidiary	於註銷一家附屬公司時終止 確認	-	(91)
Interest accrued	應計利息	136	107
Net cash flows	現金流量淨額	(1,480)	(882)
Transferred to other payables	轉至其他應付款項	(1,100)	-
<b>At the end of the reporting period</b>	<b>於報告期末</b>	<b>5,726</b>	2,042

#### (b) 主要非現金交易

於截至二零二三年六月三十日止年度內，本集團確認使用權資產及租賃負債為數6,128,000港元(二零二二年：2,003,000港元)。

於截至二零二三年六月三十日止年度內，本集團已經出售兩部塑料回收機，有關代價為4,835,000港元，其中450,000美元(相等於3,510,000港元)透過抵銷與一家附屬公司的非控制性權益的主要股東周品諾之家庭成員控制之公司維持的往來賬償付，於二零二三年六月三十日，餘額1,326,000港元尚未償付。

### 36. 比較數字

重新列報比較資料乃由於出現已終止經營業務(如有需要)，以符合於本年度內所採用的列報及分類基礎。

### 37. 批准綜合財務報表

綜合財務報表已於二零二三年九月二十八日獲董事會批准及授權刊發。

# FIVE YEARS FINANCIAL SUMMARY

## 五年財務概要

A summary of the results and of the assets and liabilities of the Group for the last five financial years is set out below:

本集團過往五個財政年度之業績及資產與負債概要如下：

		2023 二零二三年 HK\$'000 千港元	2022 二零二二年 HK\$'000 千港元 (Re-presented) (重新列報)	2021 二零二一年 HK\$'000 千港元 (Re-presented) (重新列報)	2020 二零二零年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
<b>Results</b>	<b>業績</b>					
Continuing operations:	持續經營業務：					
Revenue	收入	80,026	433,645	58,202	113,860	96,915
Discontinued operations:	已終止經營業務：					
Revenue	收入	2,460	7,615	2,064	N/A 不適用	N/A 不適用
		<b>82,486</b>	441,260	60,266	113,860	96,915
Loss for the year attributable to owners of the Company	本公司擁有人應佔本年度虧損					
– Continuing operations	– 持續經營業務	(6,138)	(22,781)	(17,537)	(26,327)	(25,899)
– Discontinued operations	– 已終止經營業務	(2,896)	(4,950)	(3,628)	N/A 不適用	N/A 不適用
		<b>(9,034)</b>	(27,731)	(21,165)	(26,327)	(25,899)
<b>Assets and liabilities</b>	<b>資產及負債</b>					
Total assets	總資產	50,687	71,596	90,208	109,292	110,482
Total liabilities	總負債	(12,246)	(28,476)	(12,314)	(8,162)	(4,919)
<b>Total equity attributable to the owners of the Company</b>	本公司擁有人應佔權益總額	<b>41,387</b>	50,566	80,873	100,995	103,721



**GREEN ENERGY GROUP LIMITED**  
**綠色能源科技集團有限公司**