



# OKG Technology Holdings Limited 歐科雲鏈控股有限公司

(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立之有限公司)

Stock Code 股份代號：1499

INTERIM REPORT

# 2023

中 期 報 告

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### BOARD OF DIRECTORS

#### Executive Directors

Mr. Ren Yunan (*Chairman of the Board and Chief Executive Officer*)

Mr. Zhang Chao

#### Non-executive Directors

Mr. Tang Yue

Mr. Pu Xiaojiang

#### Independent Non-executive Directors

Mr. Li Zhouxin

Mr. Lee Man Chiu

Mr. Jiang Guoliang

### AUDIT COMMITTEE

Mr. Li Zhouxin (*Chairman*)

Mr. Lee Man Chiu

Mr. Jiang Guoliang

### NOMINATION COMMITTEE

Mr. Li Zhouxin (*Chairman*)

Mr. Lee Man Chiu

Mr. Jiang Guoliang

### REMUNERATION COMMITTEE

Mr. Lee Man Chiu (*Chairman*)

Mr. Li Zhouxin

Mr. Jiang Guoliang

### COMPANY SECRETARY

Mr. Shi Shaoming

### AUTHORISED REPRESENTATIVES

Mr. Ren Yunan

Mr. Shi Shaoming

### 董事會

#### 執行董事

任煜男先生 (*董事會主席兼行政總裁*)

張超先生

#### 非執行董事

唐越先生

浦曉江先生

#### 獨立非執行董事

李周欣先生

李文昭先生

蔣國良先生

### 審核委員會

李周欣先生 (*主席*)

李文昭先生

蔣國良先生

### 提名委員會

李周欣先生 (*主席*)

李文昭先生

蔣國良先生

### 薪酬委員會

李文昭先生 (*主席*)

李周欣先生

蔣國良先生

### 公司秘書

石少明先生

### 授權代表

任煜男先生

石少明先生



## REGISTERED OFFICE

Windward 3, Regatta Office Park, PO Box 1350  
Grand Cayman, KY1-1108, Cayman Islands

## HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 902-903, 9th Floor, Sino Plaza  
255-257 Gloucester Road  
Causeway Bay, Hong Kong

## PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

### Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park, PO Box 1350  
Grand Cayman, KY1-1108, Cayman Islands

## BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

### Union Registrars Limited

Suites 3301-04, 33/F  
Two Chinachem Exchange Square  
338 King's Road, North Point  
Hong Kong

## PRINCIPAL BANKERS

The Hong Kong and Shanghai Banking Corporation Limited  
Bank of China (Hong Kong) Limited  
DBS Bank (Hong Kong) Limited

## AUDITORS

### HLB Hodgson Impey Cheng Limited

*Certified Public Accountants*  
31st Floor, Gloucester Tower, The Landmark  
11 Pedder Street, Central, Hong Kong

## COMPANY'S WEBSITE

[www.okg.com.hk](http://www.okg.com.hk)

## STOCK CODE

The Stock Exchange of Hong Kong Limited  
1499

## 註冊辦事處

Windward 3, Regatta Office Park, PO Box 1350  
Grand Cayman, KY1-1108, Cayman Islands

## 總部及香港主要營業地點

香港銅鑼灣  
告士打道255-257號  
信和廣場9樓902-903室

## 開曼群島股份過戶登記總處

### Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park, PO Box 1350  
Grand Cayman KY1-1108, Cayman Islands

## 香港股份過戶登記分處

### 聯合證券登記有限公司

香港  
北角英皇道338號  
華懋交易廣場2期  
33樓3301-04室

## 主要往來銀行

香港上海滙豐銀行有限公司  
中國銀行(香港)有限公司  
星展銀行(香港)有限公司

## 核數師

### 國衛會計師事務所有限公司

*香港執業會計師*  
香港中環畢打街11號  
置地廣場告羅士打大廈31樓

## 公司網站

[www.okg.com.hk](http://www.okg.com.hk)

## 股份代號

香港聯合交易所有限公司  
1499

# Management Discussion and Analysis

## 管理層討論及分析

The board (the “**Board**”) of directors (the “**Directors**”) of OKG Technology Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to present to the shareholders of the Company (the “**Shareholders**”) the interim report (the “**Report**”) of the Group for the six months ended 30 September 2023 (the “**Period**”).

### FINANCIAL HIGHLIGHTS

- Revenue of the Group for the Period was approximately HK\$123.6 million (for the six months ended 30 September 2022: approximately HK\$182.2 million).
- Loss attributable to the owners of the Company for the Period amounted to approximately HK\$9.2 million (Profit attributable to the owners of the Company for the six months ended 30 September 2022: approximately HK\$35.2 million). The loss was mainly attributable to the decrease of the revenue from digital assets related businesses segment.
- Basic and diluted loss per share for the Period amounted to approximately HK cents 0.17 (Basic and diluted earnings per share for the six months ended 30 September 2022: approximately HK cents 0.66).
- The Board does not recommend the payment of any interim dividend for the Period (For the six months ended 30 September 2022: Nil).

### BUSINESS REVIEW

The Group's major sources of revenue are from foundation, building construction works and ancillary services, construction wastes handling services, digital assets related businesses, technical services and other businesses.

During the Period, the Group had no material change in its business nature and principal activities.

歐科雲鏈控股有限公司（「**本公司**」，連同其附屬公司統稱「**本集團**」）董事（「**董事**」）會（「**董事會**」）欣然向本公司股東（「**股東**」）提呈本集團截至二零二三年九月三十日止六個月（「**期內**」）的中期報告（「**報告**」）。

### 財務摘要

- 期內，本集團之收益約為123.6百萬港元（截至二零二二年九月三十日止六個月：約182.2百萬港元）。
- 期內，本公司擁有人應佔虧損約為9.2百萬港元（截至二零二二年九月三十日止六個月本公司擁有人應佔溢利：約35.2百萬港元）。該虧損乃主要由於來自數字資產相關業務分部收益減少。
- 期內，每股基本及攤薄虧損約為0.17港仙（截至二零二二年九月三十日止六個月每股基本及攤薄溢利：約0.66港仙）。
- 董事會不建議派付期內之任何中期股息（截至二零二二年九月三十日止六個月：無）。

### 業務回顧

本集團的主要收益來源來自地基、樓宇建築工程及配套服務、建築廢物處理服務、數字資產相關業務、技術服務及其他業務。

於期內，本集團的業務性質及主要活動並無重大的變動。

## BUSINESS REVIEW (CONTINUED)

### Foundation, Building Construction Works and Ancillary Services

The foundation works of the Group mainly include building construction works, site formation works, excavation and lateral support (“ELS”) works, piling construction, pile caps or footing construction and reinforced concrete structure works, and ancillary services which mainly include hoarding and demolition works and lease of machinery.

During the Period, revenue from this segment was approximately HK\$89.9 million, representing an increase of approximately 6.0% as compared with approximately HK\$84.8 million for the corresponding period in 2022. Such increase was mainly due to the certain projects with higher profit margin being at the final stage.

The gross profit of this segment for the Period was approximately HK\$10.5 million, which decreased approximately HK\$15.6 million as compared with approximately HK\$26.1 million for the corresponding period in 2022. Gross profit margin of this segment for the Period was approximately 11.7%, representing a decrease of 19.1 percentage points from approximately 30.8% for the corresponding period in 2022.

### Construction Wastes Handling Services

The Group's construction wastes handling services mainly include the management and operation of public fill reception facilities, such as public fill banks and temporary construction waste sorting facilities for construction and demolition materials.

During the Period, the revenue and gross profit from this segment was approximately HK\$44,000 (30 September 2022: approximately HK\$1.7 million) and approximately HK\$43,000 (30 September 2022: gross loss of approximately HK\$1.2 million), respectively. The Group will continue to evaluate the business opportunities in this segment and adjust its business development strategies when needed.

## 業務回顧 (續)

### 地基、樓宇建築工程及配套服務

本集團的地基工程主要包括樓宇建築工程、地盤平整工程、挖掘及側向承托（「挖掘及側向承托」）工程、打樁施工、樁帽或樁基施工及鋼筋混凝土結構工程，以及配套服務（其主要包括圍板及拆遷工程）及租賃機械。

於期內，來自此分部的收益約為89.9百萬港元，較二零二二年同期約84.8百萬港元增加約6.0%。該增加乃主要由於若干利潤率較高的項目處於最後階段。

於期內，此分部的毛利約為10.5百萬港元，較二零二二年同期的約26.1百萬港元減少約15.6百萬港元。期內，此分部的毛利率約為11.7%，較二零二二年同期的約30.8%減少19.1個百分點。

### 建築廢物處理服務

本集團的建築廢物處理服務主要包括管理和營運公眾填料接收設施，例如用於建築和拆除材料的公眾填料庫及臨時建築廢物篩選分類設施。

於期內，來自此分部的收益及毛利分別為約44,000港元（二零二二年九月三十日：約1.7百萬港元）及約43,000港元（二零二二年九月三十日：毛損約1.2百萬港元）。本集團將持續評估本分部的商機，並適時調整其業務發展策略。

**BUSINESS REVIEW (CONTINUED)****New Projects Awarded**

During the Period, the Group had been awarded 3 new contracts with a total contract value of approximately HK\$453.4 million. The details of the new projects are as follows:

<b>Type of Projects</b> 項目類型	<b>Site Location</b> 地盤位置	<b>Type of Works</b> 工程類別
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Piling Works 打樁工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	ELS Works 挖掘及側向承托工程
Foundation Works and Ancillary Services 地基工程及配套服務	Yuen Long District 元朗區	Site Formation Works 地盤平整工程

**Projects in Progress**

As at 30 September 2023, the Group had 5 projects in progress with a total contract value amounted to approximately HK\$293.8 million. The details of projects in progress are as follows:

<b>Type of Projects</b> 項目類型	<b>Site Location</b> 地盤位置	<b>Type of Works</b> 工程類別
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Foundation, Pile Cap and ELS Works 地基工程、樁帽及挖掘及側向承托工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Foundation, Pile Cap and ELS Works 地基工程、樁帽及挖掘及側向承托工程
Building Construction Works 樓宇建築工程	Yuen Long District 元朗區	Reinforced Concrete Structure Work 鋼筋混凝土結構工程
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	ELS Works, Soldier Piles and Site Preparation 挖掘及側向承托工程、豎樁及地盤準備
Foundation Works and Ancillary Services 地基工程及配套服務	Wong Tai Sin District 黃大仙區	Foundation, Pile Cap and ELS Works 地基工程、樁帽及挖掘及側向承托工程

**業務回顧 (續)****新獲授的項目**

於期內，本集團已獲授3份新合約，合約總值約為453.4百萬港元。新項目的詳情如下：

**在建項目**

於二零二三年九月三十日，本集團有5個在建項目，合約總值約為293.8百萬港元。在建項目的詳情如下：

## BUSINESS REVIEW (CONTINUED)

### Completed Projects

There was no completed project during the Period.

### Digital Assets Related Businesses

#### (i) Proprietary Trading in Digital Assets

During the Period, the revenue from this segment was generated through the Group's trading activities in leading cryptocurrency exchanges (the "Trading Platform"). As at 30 September 2023, the market value of the Group's digital assets was approximately HK\$804.1 million (31 March 2023: approximately HK\$649.5 million). The Group also borrowed loans from the Trading Platform in forms of digital assets whose fair value was HK\$570.6 million at the end of the Period (31 March 2023: approximately HK\$400.9 million). During the Period, the revenue from trading in digital assets and net fair value changes on digital assets was approximately HK\$30.7 million, representing a decrease of approximately 57.0% as compared with approximately HK\$71.4 million for the corresponding period in 2022, attributable to the challenging market conditions. Throughout the Period, the U.S. Federal Reserve maintained interest rates at historically high levels. Its target rate range was raised to 5.25%-5.50% as of 30 September 2023, reflecting a substantial increase from the 3.00%-3.25% recorded on 30 September 2022. Furthermore, the turbulences in the digital assets industry, including the collapse of LUNA and the bankruptcy of FTX, also significantly eroded investor confidence in this market. Against the backdrop of a markedly subdued digital assets market, the revenue of this segment began declining in the latter half of the preceding fiscal year, with the impacts persisting throughout the Period.

## 業務回顧 (續)

### 已完工項目

期內並無已完工項目。

### 數字資產相關業務

#### (i) 數字資產自主交易

於期內，此分部收入乃透過本集團於領先加密貨幣交易所（「交易平台」）的交易活動而產生。於二零二三年九月三十日，本集團的數字資產市值約為804.1百萬港元（二零二三年三月三十一日：約649.5百萬港元）。本集團亦以數字資產的形式自交易平台借入貸款，於期末，其公平值為570.6百萬港元（二零二三年三月三十一日：約400.9百萬港元）。於期內，由於市場環境充滿挑戰，數字資產交易的收益以及數字資產的淨公平值變動約為30.7百萬港元，較二零二二年同期約71.4百萬港元減少57.0%。於期內，美國聯邦儲備局一直將利率維持於歷史高位。截至二零二三年九月三十日，其目標利率上調至介乎5.25%至5.50%，與二零二二年九月三十日的3.00%至3.25%相比大幅提高。此外，數字資產行業動盪，包括LUNA倒閉及FTX破產，亦大幅削弱投資者對該市場的信心。在數字資產市場明顯低迷的情況下，此分部收入於上一財政年度下半年開始下降，且影響貫穿期內整個期間。



**BUSINESS REVIEW (CONTINUED)****Digital Assets Related Businesses (continued)****(i) Proprietary Trading in Digital Assets (continued)**

Set out below were significant digital assets held by the Group as of 30 September 2023:

Name of Digital Assets	Number of Digital Assets Held	Market Value as at 30 September 2023	% to the Group's Total Assets as at 30 September 2023
數字資產名稱	所持有的數字資產數目	於二零二三年九月三十日的市值 (HK\$'000) (千港元)	於二零二三年九月三十日 佔本集團總資產百分比
Stablecoins 穩定幣	29,742,182	232,909	21.7%
Bitcoin (BTC) 比特幣	1,725	364,570	33.9%
Ethereum (ETH) 以太幣	6,571	86,587	8.1%

**(ii) Trust and Custody Services**

The Group's trust and custody services were being carried out through OKLink Trust Limited ("OKLink Trust"). OKLink Trust has been registered as a Trust Company under section 78(1) of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong) since 17 June 2020. The trust and custody services provided by the Group typically include the safekeeping, settlement and other customised services of its clients' assets. The types of assets custodied under this business include digital assets and fiat currencies. At the end of the Period, the total assets of the Group's custody clients were approximately HK\$119.6 million, decreased approximately 61.9% as compared with approximately HK\$313.5 million as at 31 March 2023. The clients' digital assets constitute trust assets and are not accounted for as assets of the Group and do not give rise to liabilities to the relevant customers.

During the Period, the revenue generated from the provision of trust and custody services was approximately HK\$1.0 million, which decreased approximately 41.2% compared with approximately HK\$1.7 million for the corresponding period in 2022. The decrease was mainly due to the decrease in the transaction volumes and related services provided by the Group.

**業務回顧 (續)****數字資產相關業務 (續)****(i) 數字資產自主交易 (續)**

截至二零二三年九月三十日，本集團所持有的重大數字資產如下：

Name of Digital Assets	Number of Digital Assets Held	Market Value as at 30 September 2023	% to the Group's Total Assets as at 30 September 2023
數字資產名稱	所持有的數字資產數目	於二零二三年九月三十日的市值 (HK\$'000) (千港元)	於二零二三年九月三十日 佔本集團總資產百分比
Stablecoins 穩定幣	29,742,182	232,909	21.7%
Bitcoin (BTC) 比特幣	1,725	364,570	33.9%
Ethereum (ETH) 以太幣	6,571	86,587	8.1%

**(ii) 信託及託管服務**

本集團之信託及託管服務乃通過歐科雲鏈信託有限公司(「歐科雲鏈信託」)進行。歐科雲鏈信託已自二零二零年六月十七日起根據(香港法例第29章)《受託人條例》第78(1)條註冊為一間信託公司。本集團提供的信託及託管服務一般包括對其客戶資產的保管、結算及其他定制服務。該業務項下託管的資產類型包括數字資產及法定貨幣。於期末，本集團託管客戶資產總額約為119.6百萬港元，較二零二三年三月三十一日的約313.5百萬港元減少約61.9%。客戶的數字資產構成信託資產，且不會入賬為本集團資產，並不會對相關客戶產生負債。

於期內，提供信託及託管服務產生的收益約為1.0百萬港元，較二零二二年同期約1.7百萬港元減少約41.2%。該減少乃主要由於本集團交易量及提供相關服務減少所致。

## BUSINESS REVIEW (CONTINUED)

### Digital Assets Related Businesses (continued)

During the Period, the gross profit of the Group's digital assets related businesses amounted to approximately HK\$23.0 million which decreased by approximately HK\$24.8 million as compared with approximately HK\$47.8 million for the corresponding period in 2022. The decrease in gross profit was mainly attributable to the decrease in revenue from proprietary trading in digital assets. Gross profit margin of this segment for the Period was approximately 72.5%, representing an increase of 7.1 percentage points from approximately 65.4% for the corresponding period in 2022.

### Technical Services

The Group's technical services income mainly includes the provision of the Group's on-chain anti-money laundering solution ("Onchain AML"), on-chain monitoring solution ("Chaintelligence"), Application Programming Interface ("API") and other I.T. development services.

During the Period, revenue from this segment amounted to approximately HK\$2.2 million which decreased by approximately HK\$20.9 million as compared with approximately HK\$23.1 million for the corresponding period in 2022. The decrease in revenue was mainly as the Group relocated more resources to the developments of its on-chain solutions and API services. The gross profit of this segment was approximately HK\$1.1 million which decreased by approximately HK\$13.6 million as compared with approximately HK\$14.7 million for the corresponding period in 2022.

### Other Businesses

During the Period, the Group also maintained other businesses, including investments in securities and lending business, which were not its core businesses. As of 30 September 2023, the Group managed a portfolio of listed securities with a total market value of approximately HK\$1.1 million (31 March 2023: approximately HK\$1.5 million).

During the Period, the Group recorded a gross loss for other businesses of approximately HK\$0.4 million, as compared with approximately HK\$0.7 million for the corresponding period in 2022.

## 業務回顧 (續)

### 數字資產相關業務 (續)

期內，本集團數字資產相關業務的毛利約為23.0百萬港元，較二零二二年同期約47.8百萬港元減少約24.8百萬港元。毛利減少乃主要由於來自數字資產自主交易收益減少所致。期內本分部毛利率為約72.5%，較二零二二年同期約65.4%增加7.1個百分點。

### 技術服務

本集團的技術服務收入主要包括提供本集團鏈上反洗錢解決方案（「鏈上反洗錢」）、鏈上監控解決方案（「鏈上天眼」）、API接口（「API」）及其他資訊科技開發服務。

於期內，來自此分部的收益約為2.2百萬港元，較二零二二年同期約23.1百萬港元減少約20.9百萬港元。收益減少乃主要歸因於本集團重新分配更多資源開發其鏈上解決方案及API服務。此分部的毛利約為1.1百萬港元，較二零二二年同期約14.7百萬港元減少約13.6百萬港元。

### 其他業務

於期內，本集團亦維持並非其核心業務的其他業務，包括證券投資及借貸業務。截至二零二三年九月三十日，本集團管理上市證券組合總市值約1.1百萬港元（二零二三年三月三十一日：約1.5百萬港元）。

於期內，本集團錄得其他業務毛損分別約為0.4百萬港元，而二零二二年同期則為約0.7百萬港元。

## FINANCIAL REVIEW

### Revenue

The Group recorded a revenue of approximately HK\$123.6 million for the Period, representing a decrease of approximately 32.2% as compared with approximately HK\$182.2 million for the corresponding period in 2022. Such decrease was mainly due to the decrease in its revenues from digital assets related business segment caused by the turbulences in the digital asset industry.

### Gross Profit and Gross Profit Margin

The gross profit of the Group for the Period amounted to approximately HK\$34.2 million, representing a decrease of approximately 60.6% as compared with approximately HK\$86.7 million for the corresponding period in 2022. The gross profit margin decreased by 19.9 percentage points to approximately 27.7% for the Period from approximately 47.6% for the same period of last year. Such decrease was mainly due to the decrease of the revenues from digital assets related businesses which had a higher gross profit margin, associated with the increase in the construction costs of foundation projects.

### Other Income, Gains and Losses

Other income, gains and losses of the Group amounted to approximately HK\$2.0 million, representing an increase of approximately 11.1% as compared with approximately HK\$1.8 million for the corresponding period in 2022.

### Administrative and Other Operating Expenses

The administrative and other operating expenses of the Group for the Period amounted to approximately HK\$47.8 million, representing an increase of approximately 13.3% as compared with approximately HK\$42.2 million for the corresponding period in 2022. Such increase was mainly due to increase in the development expenses of the Group's on-chain solutions and API services.

## 財務回顧

### 收益

於期內，本集團錄得收益約123.6百萬港元，較二零二二年同期約182.2百萬港元減少約32.2%。該減少乃主要由於數字資產行業動盪導致來自數字資產相關業務分部收益減少。

### 毛利及毛利率

於期內，本集團毛利約為34.2百萬港元，較二零二二年同期約86.7百萬港元減少約60.6%。毛利率由去年同期的約47.6%減少19.9個百分點至期內的約27.7%。該減少乃主要由於與基礎項目建設成本增加相關，來自毛利率較高的數字資產相關業務收益減少。

### 其他收入、收益及虧損

本集團其他收入、收益及虧損約為2.0百萬港元，較二零二二年同期約1.8百萬港元增加約11.1%。

### 行政及其他經營開支

於期內，本集團行政及其他經營開支約為47.8百萬港元，較二零二二年同期約42.2百萬港元增加約13.3%。該增加乃主要由於本集團鏈上解決方案及API服務的開發開支增加所致。

## FINANCIAL REVIEW (CONTINUED)

### Finance Costs

Finance costs for the Group during the Period amounted to approximately HK\$1.9 million, representing a decrease of approximately 34.5% as compared with approximately HK\$2.9 million for the corresponding period in 2022. Such decrease was mainly attributed to the decrease of interest on the loans from related parties and loan from a shareholder.

### Income Tax Expenses

Income tax expenses for the Group during the Period amounted to approximately HK\$2.2 million representing a decrease of approximately 68.6% as compared with approximately HK\$7.0 million for the corresponding period in 2022.

### (Loss)/Profit for the Period Attributable to the Owners of the Company

The Group recorded a net loss attributable to the owners of the Company of approximately HK\$9.2 million for the Period, as compared with a profit attributable to the owners of the Company of approximately HK\$35.2 million for the corresponding period in 2022. The increase in the loss for the Period was mainly attributable to the decrease of revenue from digital assets related businesses segment.

### Capital Structure

The Group's total assets and total liabilities as at 30 September 2023 amounted to approximately HK\$1,075.1 million (31 March 2023: approximately HK\$1,105.2 million) and approximately HK\$876.1 million (31 March 2023: approximately HK\$896.6 million), respectively. The Group's debt ratio (which was expressed as a percentage of total liabilities over total assets) was approximately 81.5% as at 30 September 2023 (31 March 2023: approximately 81.1%).

### Liquidity, Financial and Capital Resources

The Group has funded the liquidity and capital requirements primarily through capital contributions from the Shareholders and other borrowings, internally generated cash flow and proceeds received from the placing of the Company's shares.

As at 30 September 2023, the Group had bank and cash balance of approximately HK\$85.0 million (31 March 2023: approximately HK\$90.6 million).

## 財務回顧 (續)

### 融資成本

於期內，本集團融資成本約為1.9百萬港元，較二零二二年同期約2.9百萬港元減少約34.5%。該減少乃主要由於來自關連方之貸款及來自一名股東之貸款之利息減少所致。

### 所得稅開支

於期內，本集團所得稅開支減少約68.6%至約2.2百萬港元，而二零二二年同期約為7.0百萬港元。

### 本公司擁有人應佔期內 (虧損) / 溢利

於期內，本集團錄得本公司擁有人應佔虧損淨額約為9.2百萬港元，而二零二二年同期本公司擁有人應佔溢利約為35.2百萬港元。於期內，虧損增加乃主要由於來自數字資產相關業務分部收益減少所致。

### 資本結構

於二零二三年九月三十日，本集團的總資產及總負債分別約為1,075.1百萬港元 (二零二三年三月三十一日：約1,105.2百萬港元) 及約876.1百萬港元 (二零二三年三月三十一日：約896.6百萬港元)。於二零二三年九月三十日，本集團的負債比率 (以負債總額除以資產總值之百分比呈列) 約為81.5% (二零二三年三月三十一日：約81.1%)。

### 流動資金、財務及資本資源

本集團主要透過股東出資及其他借貸、內部產生之現金流量以及自配售本公司股份收到的所得款項撥付流動資金及資本需求。

於二零二三年九月三十日，本集團之銀行及現金結餘約為85.0百萬港元 (二零二三年三月三十一日：約90.6百萬港元)。



## FINANCIAL REVIEW (CONTINUED)

### Gearing Ratio

The gearing ratio is calculated based on the amount of total interest-bearing debts divided by total equity. The gearing ratio of the Group as at 30 September 2023 was approximately 39.1% (31 March 2023: approximately 40.2%).

### Pledge of Assets

The Group did not have any charge on its assets during the Period.

### Risk Disclosures

The Group operates in two main business segments, including foundation, building construction works and ancillary services and digital assets related businesses, each of which carries distinct risks related to its business model and correlation with the macroeconomic environment.

The unaudited condensed consolidated interim financial statements do not include all risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Annual Financial Statements. There have been no material changes in any risk management policies since 31 March 2023.

### Capital Commitments

The Group did not have any significant capital commitment as at 30 September 2023 (31 March 2023: Nil).

### Contingent Liabilities

The Group, in the ordinary course of its business, is involved in various claims, suits, investigations, and legal proceedings that arise from time to time. Although the Group does not expect that the outcome in any of these legal proceedings, individually or collectively, will have a material adverse effect on its financial position or results of operations, litigation is inherently unpredictable. Therefore, the Group could incur judgements or enter into settlements of claims that could adversely affect its operating results or cash flows in a particular period.

## 財務回顧 (續)

### 資產負債比率

資產負債比率乃按計息債務總額除以總權益計算得出。本集團於二零二三年九月三十日的資產負債比率約為39.1% (二零二三年三月三十一日：約40.2%)。

### 抵押資產

於期內，本集團並無任何資產抵押。

### 風險披露

本集團經營兩個主要業務分部，包括地基、樓宇建築工程及配套服務、以及數字資產相關業務，各分部具有與其業務模式及與宏觀經濟環境相關性有關的不同風險。

未經審核簡明綜合中期財務報表並不包括於年度財務報表中所有風險管理資料及所需披露內容，並應與年度財務報表一併閱讀。自二零二三年三月三十一日起，風險管理政策並無任何重大變動。

### 資本承擔

於二零二三年九月三十日，本集團並無任何重大資本承擔 (二零二三年三月三十一日：無)。

### 或然負債

本集團在其日常業務過程中不時涉及各類申索、訴訟、調查及法律程序。儘管本集團並不預期任何該等法律程序的結果 (個別或整體) 將對其財務狀況或經營業績造成重大不利影響，惟訴訟難以預料。因此，本集團可能會面對索賠裁決或與索賠方達成和解協議而可能對本集團於特定期間的其經營業績或現金流量造成不利影響。

## PROSPECTS

Entering the year 2023, the global economic downturn has shown signs of moderation. Despite the lingering impact of the pandemic, geopolitical crises, and a series of other events on the international economy, it has demonstrated remarkable resilience, with overall inflation and core inflation gradually coming under control. The International Monetary Fund (IMF) reported in October of this year that the year-on-year overall inflation rate had decreased from 9.2% in 2022 to 5.9% this year, projecting it to be 4.8% in 2024. Similarly, core inflation is expected to slow down to 4.5% by 2024. However, the overall economic growth remains slow and uneven. The IMF predicts global economic growth to decelerate from 3.5% in 2022 to 3% this year and 2.9% in 2024, significantly below historical averages.

As an international financial center, Hong Kong has experienced negative growth in recent years due to the impact of the pandemic and global economic downturn. In the third quarter of 2023, supported by the tourism industry and private consumption, the economy rebounded, with real local gross domestic product growing by 4.1% year-on-year according to the report by the Census and Statistics Department of Hong Kong SAR.

The development of the digital asset industry has also experienced ups and downs. After the sharp decline following the black swan events in 2022, the digital asset trading market in 2023 remains volatile, but the overall market has shown signs of recovery, with market capitalization on the rise. The ever-changing and increasingly diversified global regulatory environment has garnered widespread attention. The United States Securities and Exchange Commission (SEC) has been particularly active in recent years, making the U.S. the world's strictest regulator.

In contrast, in the Hong Kong Financial Development Authority's 2022/23 report, Hong Kong positions itself as a global leader in developing virtual assets and complementary technology, continually enhancing regulatory standards. On June 1, 2023, the Hong Kong "Guidelines for Virtual Asset Trading Platform Operators" and "Guidelines for Anti-Money Laundering and Counter-Terrorist Financing" officially came into effect. The Securities and Futures Commission of Hong Kong (SFC) began accepting applications from virtual asset trading platform operators. Simultaneously, Hong Kong regulatory authorities have initiated the first market consultation on stablecoin regulatory frameworks, with the expectation of releasing relevant guidance by mid-next year.

## 前景

步入二零二三年，全球經濟下行勢頭有所放緩。雖然國際經濟仍然受疫情餘溫、地緣政治危機等一系列事件影響，但仍然表現出了強大的韌性，總體通脹和核心通脹正逐漸受到控制。國際貨幣基金組織(IMF)今年十月發佈報告稱，總體通脹率同比從二零二二年的9.2%降至今年的5.9%，二零二四年將為4.8%；核心通脹率亦將緩速下降至二零二四年的4.5%。但整體來看經濟增長仍然緩慢且不平衡。IMF預測，全球經濟增長將從二零二二年的3.5%放緩至今年的3%和二零二四年的2.9%，遠低於歷史平均水平。

作為國際金融中心，香港過去幾年經濟受到疫情及全球經濟下行的影響，呈現負增長。二零二三年三季度，在訪港旅遊業和私人消費支持下，經濟發展有所回調。據香港政府統計處的資料，實質本地生產總值按年增長4.1%。

而數字資產行業的發展也伴隨著跌宕起伏。在經歷了二零二二年黑天鵝事件的暴跌之後，二零二三年數字資產交易市場依舊波動不斷，但整體市場稍有回暖，市值有所回升。全球監管環境的不斷變化且日益分化也引起了市場的廣泛關注。美國證券交易委員會(SEC)近年來四處出擊，使美國成為全球最嚴厲的監管者。

相比之下，在香港金融發展局發佈2022/23年報中，香港正在將自己定位為開發虛擬資產和科技互補的全球領導者，不斷完善合規化標準。二零二三年六月一日，香港《適用於虛擬資產交易平台營運者的指引》及《打擊洗錢及恐怖分子資金籌集指引》正式施行。香港證監會從即日起開始接受虛擬資產交易平台營運者申領。同時，香港監管機構已就穩定幣監管框架進行第一次市場諮詢，有望明年年中發佈相關指導意見。

## PROSPECTS (CONTINUED)

During the Period, the Group seized the policy dividend of the industry, actively diversified its business, closely followed market trends, improved products, and expanded its market presence. In June 2023, the Group was invited to participate in the Greenwich Economic Forum, a global high-end economic summit, and announced the upgrade of its products provided through oklink.com (“**OKLink Products**”). The upgraded OKLink Products include Explorer, On-chain AML, and Chaintelligence. In September of the same year, the group was invited to participate in the Token 2049, a blockchain industry event, and completed the international deployment of products, officially expanding into overseas markets.

Since the product upgrade, the Group has established deep collaborations with more than 50 institutions, including Hashkey Exchange, a compliant trading platform in Hong Kong, DigiFT, a compliant RWA exchange in Singapore, advanced cloud service providers such as Huawei Cloud, Tencent Cloud, Alibaba Cloud, and industry-leading Web3 security institution CertiK, among others. Our products have also gained industry and public recognition, receiving awards such as the 2023 China New Technology Top 100 and Fall Golden I Award, as well as the “Innovative Product Excellence Award” at the 2023 Anbo Expo.

Additionally, the group actively utilizes industry experience and resources to contribute to social responsibility and the development of blockchain security and Web3 compliance. In July 2023, the group organized the “Greater Bay Area Virtual Asset Case Police Seminar,” led by the Hong Kong Police Force Cyber Security and Technology Crime Bureau and the Macau Judicial Police, participated by the Guangdong Provincial Police. Law enforcement agencies from the three regions gathered to discuss and exchange views on topics such as tracking technology for virtual asset transactions, blockchain anti-money laundering and fund flow, combating smart contract crimes, international cooperation, and information sharing. In September of the same year, the Group, together with CertiK, advocated for the introduction of the Freeze Asset Request (FAR) technical standard, aiming to improve and standardize the fund rescue process in the Web3 ecosystem, simplify the path for reporting security incidents, and expedite the freezing of stolen funds.

Looking ahead, in the ever-changing global economic environment, blockchain technology and the digital asset compliance market still hold enormous development potential. As an industry leader, the Group will continue to uphold technological innovation, actively expand business, promote the application of blockchain technology in finance and other fields, adhere to sound business practices, and create long-term sustainable returns for Shareholders.

## 前景 (續)

本集團於期內抓住產業政策紅利，積極進行業務多元化拓展，緊跟市場趨勢，完善產品，拓展市場。二零二三年六月，本集團受邀參加了全球高端經濟高峰會格林威治經濟論壇，並在大會上宣佈透過oklink.com提供的產品（「**OKLink產品**」）升級。升級後的OKLink產品線包括鏈上瀏覽器 (Explorer)、鏈上反洗錢(Onchain AML)以及鏈上天眼(Chaintelligence)。同年九月本集團受邀參加區塊鏈行業盛會Token 2049，同期完成了產品的國際化落地，正式拓展海外市場。

自產品升級以來，本集團已與50多家機構達成深度合作，包括香港合規交易平台Hashkey Exchange，新加坡合規RWA交易所DigiFT，華為雲、騰訊雲、阿里雲等先進的雲端服務商，以及業界領先的Web3安全機構CertiK等。我們的產品也廣受業界及大眾認可，於期內榮獲2023中國新科技100強暨秋季金獎以及二零二三年安博會「創新產品優秀獎」等。

另外集團積極運用行業經驗及資源，為鏈上安全、Web3合規發展等貢獻社會責任及力量。二零二三年七月，本集團承辦了由香港警務處網絡安全及科技罪案調查科、澳門司法警察局主導組織、廣東省警方參與的「粵港澳大灣區虛擬資產類案件警務研討會」。三地警方匯聚一堂，就虛擬資產交易的追蹤技術、鏈上反洗錢和資金流動、智能合約犯罪打擊、國際合作和資訊分享等議題進行了深入討論和交流。同年九月，本集團與CertiK共同倡議引入凍結資產請求 (Freeze Asset Request，以下簡稱FAR) 技術標準，旨在改善和標準化Web3生態的資金救援流程，簡化安全事件報告路徑，加快凍結被盜資金。

展望未來，在充滿變數的全球經濟環境下，區塊鏈技術和數字資產合規市場仍蘊含巨大發展潛力。作為行業領導者，本集團將繼續堅持技術創新，積極拓展業務，推動區塊鏈技術在金融及其他領域的應用，堅持穩健經營，為股東創造長遠可持續的回報。

## EMPLOYEES AND REMUNERATION POLICY

As at 30 September 2023, the Group employed a total of 104 staff (31 March 2023: 107 staff). Total staff costs including directors' emoluments for the Period, amounted to approximately HK\$37.4 million (30 September 2022: approximately HK\$56.2 million). The salary and benefit levels of the employees of the Group are competitive, and individual performance is rewarded through the Group's salary and bonus system. The Group provides adequate job training to the employees to equip them with practical knowledge and skills.

## SIGNIFICANT INVESTMENTS, MATERIAL ACQUISITIONS AND DISPOSALS

The Group did not have any significant investments held or any material acquisitions or disposals of subsidiaries or associated companies as at 30 September 2023.

## FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

As at 30 September 2023, the Company did not have any future plans for material investments or capital assets.

## EVENTS AFTER THE REPORTING PERIOD

No significant event has taken place after the end of the Period.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the Period.

## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2023, the interests or short positions of the Directors and chief executive of the Company and their respective associates in the shares, underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") were as follows:

## 僱員及薪酬政策

於二零二三年九月三十日，本集團合共僱用104名員工（二零二三年三月三十一日：107名員工）。期內員工成本總額（包括董事酬金）達約37.4百萬港元（二零二二年九月三十日：約56.2百萬港元）。本集團僱員薪金及福利水平具有競爭性，以及個人表現乃透過本集團薪金及紅利制度予以獎勵。本集團為僱員提供充足職業培訓以使彼等具備實用知識及技能。

## 重大投資、重大收購及出售

於二零二三年九月三十日，本集團並無持有任何重大投資或進行任何重大收購或出售附屬公司或聯營公司。

## 重大投資或資本資產之未來計劃

於二零二三年九月三十日，本公司並無任何重大投資或資本資產之未來計劃。

## 報告期後事項

期末後概無發生重大事項。

## 購買、出售或贖回本公司上市證券

於期內，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

## 董事及主要行政人員於股份、相關股份及債權證中的權益及淡倉

於二零二三年九月三十日，董事及本公司主要行政人員與彼等各自之聯繫人於本公司及其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中，擁有記錄於本公司根據證券及期貨條例第352條須置存之登記冊內之權益或淡倉，或根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「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」）須知會本公司及聯交所之權益或淡倉如下：



## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (CONTINUED)

## 董事及主要行政人員於股份、相關股份及債權證中的權益及淡倉 (續)

### Long positions in the shares of associated corporation of the Company

### 於本公司相聯法團股份的好倉

Name of Director	Name of associated corporation	Capacity/ Nature of interests	Position (Long/Short)	Number of shares held in associated corporation	Approximate percentage of interest in associated corporation <sup>(Note 2)</sup>
董事姓名	相聯法團名稱	身份/ 權益性質	倉位 (好倉/淡倉)	於相聯法團持有的股份數目	佔於相聯法團權益概約百分比 <sup>(附註2)</sup>
Mr. Tang Yue	OKC Holdings Corporation	Interest of a controlled corporation	Long	8,578,654 shares <sup>(Note 1)</sup>	7.39%
唐越先生	OKC Holdings Corporation	受控制法團權益	好倉	8,578,654股 <sup>(附註1)</sup>	7.39%

## Notes:

- (1) Mr. Tang Yue ("Mr. Tang") is deemed or taken to be interested in 8,578,654 shares of OKC Holdings Corporation ("OKC"), the substantial shareholder of the Company, by virtue of the fact that his wholly-owned company, Purple Mountain Holding Ltd., holds direct interest in 3,898,103 ordinary shares, 3,068,409 series seed preferred shares and 1,612,142 series A-1 preferred shares of par value of USD0.0001 each of OKC, representing approximately 7.39% of the total issued share capital of OKC. Each series seed preferred share and series A-1 preferred share could be convertible into one ordinary share.

Thus, Mr. Tang is deemed or taken to be interested in approximately 7.39% of the shares in OKC, an associated corporation of the Company pursuant to the SFO.

- (2) As at 30 September 2023, the total number of issued shares of the Company was 5,370,510,000 shares.

Save as disclosed above, none of the Directors or chief executive of the Company or any of their associates had, or were deemed to hold, any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as at 30 September 2023.

## 附註:

- (1) 唐越先生(「唐先生」)因其全資公司Purple Mountain Holding Ltd.於本公司之主要股東OKC Holdings Corporation(「OKC」)之3,898,103股普通股、3,068,409股種子系列優先股及1,612,142股每股面值0.0001美元之A-1輪優先股中持有直接權益，相當於OKC已發行股本總額約7.39%，故被視為或被當作於OKC的8,578,654股股份中擁有權益。各種子系列優先股及A-1輪優先股可轉換為一股普通股。

因此，根據證券及期貨條例，唐先生被視為或被當作於本公司之相聯法團OKC的股份中擁有約7.39%權益。

- (2) 於二零二三年九月三十日，本公司之已發行股份總數為5,370,510,000股。

除上文所披露者外，於二零二三年九月三十日，董事或本公司主要行政人員或彼等之任何聯繫人概無於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之任何股份、相關股份及債權證中，擁有或被視為持有記錄於本公司根據證券及期貨條例第352條須置存之登記冊內之任何權益或淡倉，或根據標準守則須知會本公司及聯交所之任何權益或淡倉。

## SUBSTANTIAL SHAREHOLDERS' AND OTHERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 September 2023, so far as was known to the Directors, the following persons (other than the Directors or chief executive of the Company) had interests or short positions in the shares and underlying shares which are required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO, were as follows:

Name of Shareholder 股東名稱	Capacity/ Nature of interests 身份／權益性質	Position (Long/Short) 倉位 (好倉／淡倉)	Number of shares held/ interested 持有／擁有權益 的股份數目	Approximately percentage of the total issued shares <sup>(Note 2)</sup> 佔已發行股份 總數概約百分比 <sup>(附註2)</sup>
OKC Holdings Corporation <sup>Note (1)</sup> OKC Holdings Corporation <sup>附註(1)</sup>	Beneficial owner 實益擁有人	Long 好倉	3,904,925,001 shares 3,904,925,001股	72.71%
Mr. Xu Mingxing <sup>Note (1)</sup> 徐明星先生 <sup>附註(1)</sup>	Interests in a controlled corporation 受控法團權益	Long 好倉	3,904,925,001 shares 3,904,925,001股	72.71%

Notes:

- (1) Mr. Xu Mingxing ("Mr. Xu") is deemed to be interested in the 3,904,925,001 shares of the Company held by OKC pursuant to the SFO. Mr. Xu holds an aggregate interest of approximately 74.01% in OKC through: (i) his wholly-owned companies named OKEM Services Company Limited and StarXu Capital Limited ("StarXu Capital"), which holds direct interest in OKC of approximately 43.89% and 29.26%, respectively; and (ii) SKY CHASER HOLDINGS LIMITED ("SKY CHASER") in which StarXu Capital has interest of approximately 73.52%. As SKY CHASER directly holds approximately 1.17% interest in OKC, accordingly, Mr. Xu holds approximately 0.86% indirect interest of OKC through SKY CHASER.
- (2) As at 30 September 2023, the total number of issued shares of the Company was 5,370,510,000 shares.

Save as disclosed above, no other person (other than the Directors and the chief executive of the Company) held any interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO or according to information available to the Company as at 30 September 2023.

## 主要股東及其他人士於股份及相關股份中的權益及淡倉

於二零二三年九月三十日，就董事所知，下列人士（董事或本公司主要行政人員除外）於股份及相關股份中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露的權益或淡倉，或須記錄於本公司根據證券及期貨條例第336條須存置的登記冊內的權益或淡倉如下：

Name of Shareholder 股東名稱	Capacity/ Nature of interests 身份／權益性質	Position (Long/Short) 倉位 (好倉／淡倉)	Number of shares held/ interested 持有／擁有權益 的股份數目	Approximately percentage of the total issued shares <sup>(Note 2)</sup> 佔已發行股份 總數概約百分比 <sup>(附註2)</sup>
OKC Holdings Corporation <sup>Note (1)</sup> OKC Holdings Corporation <sup>附註(1)</sup>	Beneficial owner 實益擁有人	Long 好倉	3,904,925,001 shares 3,904,925,001股	72.71%
Mr. Xu Mingxing <sup>Note (1)</sup> 徐明星先生 <sup>附註(1)</sup>	Interests in a controlled corporation 受控法團權益	Long 好倉	3,904,925,001 shares 3,904,925,001股	72.71%

附註：

- (1) 根據證券及期貨條例，徐明星先生（「徐先生」）被視為於OKC持有的3,904,925,001股本公司股份中擁有權益。徐先生透過：(i)其全資公司OKEM Services Company Limited及StarXu Capital Limited（「StarXu Capital」），其分別持有OKC約43.89%及29.26%直接權益；及(ii) SKY CHASER HOLDINGS LIMITED（「SKY CHASER」），其中StarXu Capital持有約73.52%權益，徐先生於OKC共擁有約74.01%權益。由於SKY CHASER直接持有OKC約1.17%權益，因此徐先生透過SKY CHASER間接持有OKC約0.86%權益。
- (2) 於二零二三年九月三十日，本公司之已發行股份總數為5,370,510,000股。

除上文所披露者外，於二零二三年九月三十日，概無其他人士（董事及本公司主要行政人員除外）於本公司之股份及相關股份中擁有任何須記錄於本公司根據證券及期貨條例第336條之規定須置存之登記冊內或根據本公司可得之資料之任何權益或淡倉。

## PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

During the Period, the Group did not have any pledge of shares by the controlling shareholder.

## SHARE OPTION SCHEME

The Company adopted a share option scheme (the “Share Option Scheme”) on 12 August 2015. The terms of the Share Option Scheme are in accordance with the provisions of Chapter 17 of the Listing Rules. The main purpose of the Share Option Scheme is to motivate employees to optimize their performance efficiency for the benefit of the Company.

The Share Option Scheme shall be valid and effective for a period of ten (10) years from the date of adoption unless otherwise terminated in accordance with the terms stipulated therein.

The maximum number of shares in respect of which options may be granted under the Share Option Scheme shall not in aggregate exceed the maximum number of shares permissible under the Listing Rules, currently being 3.63% of the total number of shares in issue as at the date of this report.

The maximum entitlement of each participant under the Share Option Scheme must not, during any 12-month period, exceed the maximum number of shares permissible under the Listing Rules (which is 1% of the total number of shares in issue as at the date of this report, being 526,200,000 ordinary shares).

The exercise price shall be at least the highest of (i) the closing price of the shares as stated in the Stock Exchange’s daily quotations sheet on the date of grant; and (ii) the average of the closing prices of the shares as stated in the Stock Exchange’s daily quotations sheets for the five (5) business days immediately preceding the date of grant. The exercise period of share option granted under the Share Option Scheme is determined by the Board at its absolute discretion, and shall expire no later than the 10th anniversary of the date on which the share option is granted.

During the Period, no option of the Company was granted, exercised, cancelled or lapsed. As at the date of this Report, there was no outstanding share options under the Share Option Scheme. The total number of shares available for grant by the Company under the Share Option Scheme as at 1 April 2023 and 30 September 2023 was 195,100,000 shares, which represents approximately 3.63% of the Company’s issued shares as at 30 September 2023.

## 控股股東質押股份

於期內，控股股東並無質押本集團之任何股份。

## 購股權計劃

本公司於二零一五年八月十二日採納一項購股權計劃（「購股權計劃」）。購股權計劃之條款乃根據上市規則第十七章之規定釐定。購股權計劃的主要目的為激勵僱員為本公司的利益而優化其績效。

購股權計劃於採納當日起十(10)年期間有效，倘根據其中所載條款終止，則另當別論。

根據購股權計劃可授出購股權涉及之最高股份數目合共不得超過上市規則所容許的最高股份數目，現時為本報告日期已發行股份總數之3.63%。

於任何12個月期間，每名參與者根據購股權計劃享有的最高權利不得超過上市規則所容許的最高股份數目（即本報告日期已發行股份總數之1%，即526,200,000股普通股）。

行使價應至少為下列各項中之最高者：(i)聯交所每日報價表所報股份於授出日期之收市價；及(ii)聯交所每日報價表所報股份於緊接授出日期前五(5)個營業日之平均收市價。根據購股權計劃授出的購股權行使期由董事會全權決定，並將不遲於授出購股權日期10週年屆滿。

於期內，概無本公司購股權已授出、獲行使、已註銷或已失效。於本報告日期，購股權計劃項下無尚未行使購股權。於二零二三年四月一日及二零二三年九月三十日，本公司根據購股權計劃可授出股份總數為195,100,000股，佔本公司於二零二三年九月三十日已發行股份約3.63%。

## INTERIM DIVIDEND

No interim dividend was declared by the Board during the Period (30 September 2022: Nil).

## COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Board of the Company is committed to upholding high standards of corporate governance practices and business ethics in the firm belief that they are crucial to improving the efficiency and performance of the Group and to safeguarding the interests of the Shareholders. The Board reviews the Company's corporate governance practices from time to time in order to meet the expectations of stakeholders, comply with increasingly stringent regulatory requirements, and to fulfill its commitment to excellence in corporate governance.

During the Period, to the best knowledge of the Board, the Company has applied the principles of and complied with the applicable code provisions of the Corporate Governance Code as set out in Appendix 14 (the “**CG Code**”) to the Listing Rules contained therein except for the following deviations:

Code Provision C.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separated and should not be performed by the same individual.

Mr. Ren Yunan serves as an executive Director, the Chairman as well as the chief executive officer (the “**Chief Executive Officer**”) 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, allows for effective and efficient planning and implementation of business decisions and strategies, and is beneficial to the business prospects and management of the Group. Although Mr. Ren performs both the roles of Chairman and Chief Executive Officer, the division of responsibilities between the Chairman and Chief Executive Officer is clearly established. These two roles are performed by Mr. Ren distinctly.

The Board will examine and review, from time to time, the Company's corporate governance practices and operations in order to meet the relevant provisions under the CG Code and to protect the Shareholders' interest.

## 中期股息

董事會不宣派期內之中期股息（二零二二年九月三十日：無）。

## 遵守企業管治守則

本公司董事會致力於維護高標準企業管治常規及商業道德，堅信此對提高本集團效率及業績以及維護股東利益至關重要。董事會不時檢討本公司企業管治常規，以符合持份者期望及日益嚴格的監管要求，並履行其對卓越企業管治的承諾。

於期內，據董事會所深知，本公司已應用上市規則附錄14所載企業管治守則（「**企業管治守則**」）原則並遵守其適用守則條文，惟以下偏離者除外：

企業管治守則的守則條文C.2.1規定，主席與行政總裁的角色應分開，且不應由同一人兼任。

任煜男先生擔任本公司執行董事、主席兼行政總裁（「**行政總裁**」）。董事會相信由一人兼任主席及行政總裁的職位為本公司提供強大一貫的領導，從而有效及高效率的業務決策及策略的規劃及實施，且有益於本集團的業務前景及管理。儘管任先生兼任主席及行政總裁，惟主席與行政總裁間的職責仍有清晰劃分。該兩個職位由任先生清晰執行。

董事會將不時審查及檢討本公司的企業管治常規及營運，以符合企業管治守則的相關規定並保障股東利益。



## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding directors' securities transactions with terms no less exacting than the required standard set out in the Model Code. The Company has made specific enquiry of all Directors and all those Directors have confirmed that they have complied with the required standard set out in the Model Code during the Period and up to the date of this Report.

## AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) in accordance with the Listing Rules with terms of reference aligned with the provision of the CG Code as set out in Appendix 14 to the Listing Rules.

The main duties of the Audit Committee are, inter alia, (i) to ensure the objectivity and credibility of the Company's financial reporting and internal control procedures as well as to maintain an appropriate relationship with the external auditor of the Company; (ii) to review half-yearly and annual results of the Group; (iii) to review the risk management and internal control systems, the effectiveness of the internal audit function of the Group; and (iv) to review the coverage and effectiveness of the whistleblowing policy of the Company (the “**Whistleblowing Policy**”) and to investigate the reports submitted through the channels described in the Whistleblowing Policy.

As at the date of this report, the Audit Committee comprises three independent non-executive Directors, namely Mr. Li Zhouxin (Chairman of the Audit Committee), Mr. Lee Man Chiu and Mr. Jiang Guoliang.

## REVIEW OF INTERIM RESULTS

The Group's unaudited condensed consolidated financial information for the Period has been reviewed by the Audit Committee. The Audit Committee was of the opinion that the preparation of such results complied with the applicable accounting standards, principles, policies and requirements as well as the Listing Rules and other applicable legal requirements and that adequate disclosures have been made.

## 董事進行證券交易的標準守則

本公司已採納有關董事進行證券交易的行為守則，其條款不遜於標準守則所載的規定標準。本公司已對全體董事作出具體查詢，且所有該等董事均已確認彼等於期內及截至本報告日期已遵從標準守則所載規定標準。

## 審核委員會

本公司已根據上市規則之規定成立審核委員會（「**審核委員會**」），其職權範圍與上市規則附錄十四內所載企業管治守則條文一致。

審核委員會主要職責為（其中包括）：(i)確保本公司財務報告及內部控制程序的客觀性及可信性，並與本公司外聘核數師保持適當關係；(ii)審閱本集團半年度及年度業績；(iii)檢討本集團風險管理及內部控制系統，以及內部審核功能的成效；及(iv)檢討本公司舉報政策（「**舉報政策**」）的涵蓋範圍及成效，並調查透過舉報政策所述途徑提交的舉報。

於本報告日期，審核委員會包括三名獨立非執行董事，即李周欣先生（審核委員會主席）、李文昭先生及蔣國良先生。

## 審閱中期業績

本集團於期內之未經審核簡明綜合財務資料已由審核委員會審閱。審核委員會認為編製相關業績符合適用會計準則、原則、政策以及規定以及上市規則及其他適用法律規定且已作出充分披露。

## ACKNOWLEDGEMENT

On behalf of the Board, I would like to express my sincere gratitude to all our staff for their dedication and contribution to the Group. In addition, I would like to thank all our Shareholders and investors for their support and our customers for their patronage.

By order of the Board  
**OKG Technology Holdings Limited**  
**Ren Yunan**  
*Chairman, Chief Executive Officer and Executive Director*

Hong Kong, 28 November 2023

## 致謝

本人謹代表董事會向全體員工對本集團付出之竭誠努力及寶貴貢獻致以衷心謝意，並感謝所有股東及投資者以及客戶之支持。

承董事會命  
**歐科雲鏈控股有限公司**  
主席、行政總裁兼執行董事  
**任焯男**

香港，二零二三年十一月二十八日

# Interim Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

## 中期簡明綜合損益及其他全面收益表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
	Note 附註		
Revenue	6	123,646	182,174
Cost of sales		(89,487)	(95,494)
<b>Gross profit</b>		<b>34,159</b>	86,680
Other income, gains and losses	6	1,973	1,759
Administrative and other operating expenses		(47,835)	(42,178)
Reversal of impairment/(impairment losses) on financial assets and contract assets		6,378	(1,423)
<b>Operating (loss)/profit</b>		<b>(5,325)</b>	44,838
Finance costs	7	(1,949)	(2,940)
<b>(Loss)/Profit before income tax</b>	8	<b>(7,274)</b>	41,898
Income tax expenses	9	(2,224)	(7,060)
<b>(Loss)/Profit for the period</b>		<b>(9,498)</b>	34,838
<b>Other comprehensive loss</b> <i>Item that may be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translation of foreign operations		(175)	(579)
<b>Total comprehensive (loss)/income for the period</b>		<b>(9,673)</b>	34,259
<b>(Loss)/Profit for the period attributable to:</b>			
Owners of the Company		(9,188)	35,195
Non-controlling interests		(310)	(357)
		<b>(9,498)</b>	34,838
<b>Total comprehensive (loss)/income attributable to:</b>			
Owners of the Company		(9,189)	35,070
Non-controlling interests		(484)	(811)
		<b>(9,673)</b>	34,259
<b>Basic and diluted (loss)/earnings per share</b>	10	HK cents (0.17)港仙	HK cents 0.66港仙

Details of dividends are disclosed in Note 11 to the condensed consolidated interim financial statements.

股息之詳情披露於簡明綜合中期財務報表附註11。

# Interim Condensed Consolidated Statement of Financial Position

## 中期簡明綜合財務狀況表

At 30 September 2023 於二零二三年九月三十日

			At 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>ASSETS</b>	<b>資產</b>			
<b>Non-current assets</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	12	10,729	14,357
Right-of-use assets	使用權資產	13	3,595	5,661
Intangible assets	無形資產		200	200
			<b>14,524</b>	20,218
<b>Current assets</b>	<b>流動資產</b>			
Trade and other receivables	貿易及其他應收賬款	14	70,409	54,075
Contract assets	合約資產		40,395	42,132
Digital assets	數字資產		804,068	649,487
Financial assets at fair value through profit or loss	按公平值計入損益之金融資產		25,284	14,631
Amounts due from related parties	應收關連方款項		1,207	4,972
Tax recoverable	可收回稅項		2,371	2,371
Trust bank balance held on behalf of customers	代表客戶持有之信託銀行結餘		31,839	226,683
Bank balances and cash	銀行結餘及現金		84,971	90,625
			<b>1,060,544</b>	1,084,976
<b>Total assets</b>	<b>資產總值</b>		<b>1,075,068</b>	1,105,194
<b>EQUITY</b>	<b>權益</b>			
<b>Capital and reserves</b>	<b>資本及儲備</b>			
Share capital	股本	15	26,853	26,853
Reserves	儲備		169,512	178,701
Equity attributable to the owners of the Company	本公司擁有人應佔權益		<b>196,365</b>	205,554
Non-controlling interests	非控股權益		2,557	3,041
<b>Total equity</b>	<b>權益總額</b>		<b>198,922</b>	208,595
<b>LIABILITIES</b>	<b>負債</b>			
<b>Non-current liabilities</b>	<b>非流動負債</b>			
Lease liabilities	租賃負債	13	60	1,685



## Interim Condensed Consolidated Statement of Financial Position

### 中期簡明綜合財務狀況表

At 30 September 2023 於二零二三年九月三十日

			At 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
<b>Current liabilities</b>	<b>流動負債</b>			
Trade and other payables	貿易及其他應付賬款	16	80,827	76,174
Contract liabilities	合約負債		3,989	59
Liabilities due to customers	應付客戶負債		31,839	226,683
Amounts due to former subsidiaries	應付前附屬公司款項		10,641	10,641
Amount due to a related party	應付一名關連方款項		18,305	18,087
Loans from related parties	來自關連方之貸款	17	73,917	77,906
Borrowings	借款		641,094	471,560
Lease liabilities	租賃負債	13	3,710	4,263
Current income tax liabilities	即期所得稅負債		11,764	9,541
			<b>876,086</b>	894,914
<b>Total liabilities</b>	<b>負債總額</b>		<b>876,146</b>	896,599
<b>Total equity and liabilities</b>	<b>權益及負債總額</b>		<b>1,075,068</b>	1,105,194
<b>Net current assets</b>	<b>淨流動資產</b>		<b>184,458</b>	190,062
<b>Total assets less current liabilities</b>	<b>資產總值減流動負債</b>		<b>198,982</b>	210,280

# Interim Condensed Consolidated Statement of Changes in Equity

## 中期簡明綜合權益變動表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		Attributable to owners of the Company 本公司擁有人應佔						Non- controlling interests 非控股 權益	Total equity 總權益
		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元 (Note a) (附註a)	Merger reserve 合併儲備 HK\$'000 千港元 (Note b) (附註b)	Translation reserve 匯兌儲備 HK\$'000 千港元	Accumulated losses 累計虧損 HK\$'000 千港元	Sub-total 小計 HK\$'000 千港元	Total equity 總權益 HK\$'000 千港元
Balance at 1 April 2022 (Audited)	於二零二二年四月一日的結餘 (經審核)	26,853	239,372	7,922	1	1,181	(113,261)	162,068	166,623
Profit/(loss) for the period	期內溢利/(虧損)	-	-	-	-	-	35,195	35,195	34,838
Other comprehensive loss for the period	期內其他全面虧損	-	-	-	-	(125)	-	(125)	(579)
Total comprehensive income/(loss) for the period	期內全面收入/(虧損) 總額	-	-	-	-	(125)	35,195	35,070	34,259
Balance at 30 September 2022 (Unaudited)	於二零二二年九月三十日的結餘 (未經審核)	26,853	239,372	7,922	1	1,056	(78,066)	197,138	200,882
Balance at 1 April 2023 (Audited)	於二零二三年四月一日的結餘 (經審核)	26,853	239,372	7,922	1	1,176	(69,770)	205,554	208,595
Loss for the period	期內虧損	-	-	-	-	-	(9,188)	(9,188)	(9,498)
Other comprehensive loss for the period	期內其他全面虧損	-	-	-	-	(1)	-	(1)	(175)
Total comprehensive loss for the period	期內全面虧損總額	-	-	-	-	(1)	(9,188)	(9,189)	(9,673)
Balance at 30 September 2023 (Unaudited)	於二零二三年九月三十日的結餘 (未經審核)	26,853	239,372	7,922	1	1,175	(78,958)	196,365	198,922

### Notes:

- a. The capital reserve represents the deemed capital contribution from the Company's shareholder in relation to listing expenses reimbursed to the Company in prior years.
- b. The merger reserve represents the difference between the nominal value of the shares issued by the Company in exchange for the nominal value of the share capital of its subsidiaries arising from the reorganisation in prior years.

### 附註：

- a. 資本儲備指視作本公司股東出資，與報銷本公司於過往年度的上市開支有關。
- b. 合併儲備指本公司為交換其附屬公司因於過往年度重組產生的股本之面值而發行股份的面值間之差額。

# Interim Condensed Consolidated Statement of Cash Flows

## 中期簡明綜合現金流量表

For the six months ended 30 September 2023 截至二零二三年九月三十日止六個月

		<b>Six months ended</b>	
		<b>30 September</b>	
		截至九月三十日止六個月	
		<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
		<b>(Unaudited)</b>	(Unaudited)
		(未經審核)	(未經審核)
<b>Net cash generated from/(used in) operating activities</b>	經營活動所得／(所用) 淨現金	<b>10,012</b>	(123,878)
<b>Net cash used in investing activities</b>	投資活動所用淨現金	<b>(9,722)</b>	(3,066)
<b>Net cash (used in)/generated from financing activities</b>	融資活動(所用)／所得淨現金	<b>(6,764)</b>	73,644
<b>Net decrease in cash and cash equivalents</b>	現金及現金等價物淨減少	<b>(6,474)</b>	(53,300)
<b>Effect of foreign exchange rate changes</b>	匯率變動之影響	<b>820</b>	(1,529)
<b>Cash and cash equivalents at beginning of the period</b>	期初現金及現金等價物	<b>89,110</b>	134,041
<b>Cash and cash equivalents at end of the period</b>	期末現金及現金等價物	<b>83,456</b>	79,212

# Notes to the Condensed Consolidated Interim Financial Statements

## 簡明綜合中期財務報表附註

### 1. GENERAL INFORMATION

The Company is an exempted company with limited liability company incorporated in the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 2 September 2015. Its parent company is OKC Holdings Corporation, a company incorporated in the Cayman Islands with limited liability and controlled by Mr. Xu Mingxing. The address of the Company’s registered office is Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman, KY1-1108, Cayman Islands. The address of the Company’s principal place of business in Hong Kong is Unit 902-903, 9th Floor, Sino Plaza, 255-257 Gloucester Road, Causeway Bay, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in provision of foundation, building construction works and ancillary services, construction wastes handling services, digital assets related businesses, technical services, and other businesses.

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

### 2. BASIS OF PREPARATION

The condensed consolidated interim financial statements for the six months ended 30 September 2023 have been prepared in accordance with the Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) as well as the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). The condensed consolidated interim financial statements should be read in conjunction with the Group’s audited annual financial statements for the year ended 31 March 2023 (the “**Annual Financial Statements**”).

### 1. 一般資料

本公司為於開曼群島註冊成立的獲豁免有限公司及其股份於香港聯合交易所有限公司（「**聯交所**」）主板上市，自二零一五年九月二日起生效。其母公司為OKC Holdings Corporation（一間於開曼群島註冊成立的有限公司，由徐明星先生控制）。本公司的註冊辦事處地址為Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman, KY1-1108, Cayman Islands。本公司於香港的主要營業地點地址為香港銅鑼灣告士打道255-257號信和廣場9樓902-903室。

本公司為投資控股公司。本集團主要從事提供地基、樓宇建築工程及配套服務、建築廢物處理服務、數字資產相關業務、技術服務及其他業務。

除另有規定外，簡明綜合中期財務報表乃以港元（「**港元**」）呈列，港元亦為本公司之功能貨幣。

### 2. 編製基準

截至二零二三年九月三十日止六個月的簡明綜合中期財務報表已根據香港會計師公會（「**香港會計師公會**」）頒佈的香港會計準則（「**香港會計準則**」）第34號「中期財務報告」以及聯交所證券上市規則（「**上市規則**」）附錄16的適用披露規定予以編製。簡明綜合中期財務報表應與本集團截至二零二三年三月三十一日止年度的經審核年度財務報表（「**年度財務報表**」）一併閱讀。



### 3. SIGNIFICANT ACCOUNTING POLICIES

The condensed consolidated interim financial statements have been prepared on the historical cost basis except for financial assets at fair value through profit or loss which are carried at fair value.

Other than changes in accounting policies resulting from application of new and amendments to Hong Kong Financial Reporting Standards (“HKFRSs”), the significant accounting policies used in the preparation of condensed consolidated interim financial statements are consistent with those described in the Annual Financial Statements.

#### Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory and effective for the annual period beginning on or after 1 April 2023 for the preparation of the Group’s condensed consolidated interim financial statements:

HKFRS 17	Insurance contracts and the related Amendments
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies
Amendments to HKAS 8	Definition of Accounting Estimates
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
Amendments to HKAS 12	International Tax Reform – Pillar Two Model Rules

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

### 3. 重大會計政策

簡明綜合中期財務報表乃根據歷史成本法編製，惟以公平值列賬按公平值計入損益之金融資產除外。

除因應用新訂及經修訂香港財務報告準則（「香港財務報告準則」）而產生之會計政策變動外，編製簡明綜合中期財務報表所使用的重大會計政策與年度財務報表中所述者一致。

#### 應用新訂及經修訂香港財務報告準則

於本中期期間，本集團已就編製本集團簡明綜合中期財務報表首次應用下列由香港會計師公會頒佈之新訂及經修訂香港財務報告準則，有關準則於二零二三年四月一日或之後開始之年度期間強制生效：

香港財務報告準則第17號	保險合約及相關修訂
香港會計準則第1號及香港財務報告準則實務報告第2號之修訂	會計政策披露
香港會計準則第8號之修訂	會計估計之定義
香港會計準則第12號之修訂	與單一交易產生的資產及負債相關的遞延稅項
香港會計準則第12號之修訂	國際稅務改革—第二支柱模式規則

於本期間應用新訂及經修訂香港財務報告準則並無對本集團於本期間及過往期間之財務狀況及表現及／或該等簡明綜合財務報表所載之披露產生重大影響。

## 4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS

### 4.1 Financial risk factors

The Group's activities exposed it to a variety of financial risks: market risk, credit risk and liquidity risk.

The condensed consolidated interim financial statements do not include all financial risk management information and disclosures required in the Annual Financial Statements, and should be read in conjunction with the Annual Financial Statements.

There have been no changes in the risk management policies since year end.

### 4.2 Liquidity risk

Compared to the year end, there have been no material changes to the policies and practices for the Group's liquidity and funding risks management as described in the Annual Financial Statements.

### 4.3 Fair value estimation

The table below analyses the Group's financial instruments carried at fair value as at 30 September 2023 and 31 March 2023 by level of the inputs to valuation techniques used to measure fair value. Such inputs are categorised into three levels within a fair value hierarchy as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

## 4. 財務風險管理及金融工具

### 4.1 財務風險因素

本集團之活動令其承受多種財務風險：市場風險、信貸風險及流動資金風險。

簡明綜合中期財務報表不包括於年度財務報表所需之所有財務風險管理資料及披露事項，並應與年度財務報表一併閱讀。

自年底以來風險管理政策並無任何變動。

### 4.2 流動資金風險

與年末相比，年度財務報表所述本集團的流動資金及資金風險管理政策及慣例並無重大變動。

### 4.3 公平值估計

下表按計量公平值之估值技術所用輸入數據的層級，分析於二零二三年九月三十日及二零二三年三月三十一日本集團按公平值列賬的金融工具。有關輸入數據在公平值等級內分類為如下三個等級：

- 相同資產或負債於活躍市場的報價（未經調整）（第一級）。
- 除第一級所包括的報價外，資產或負債的直接（如價格）或間接（即價格衍生物）可觀察的輸入數據（第二級）。
- 並非依據可觀察的市場數據釐定的資產或負債的輸入數據（即不可觀察輸入數據）（第三級）。

## 4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

### 4.3 Fair value estimation (continued)

#### Financial assets and liabilities

		Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
<b>As at 30 September 2023</b>	於二零二三年九月三十日				
<b>(Unaudited)</b>	<b>(未經審核)</b>				
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產				
- Listed equity securities	- 上市股本證券	1,068	-	-	1,068
- Life insurance policy	- 人壽保單	-	-	2,708	2,708
- Wealth management products	- 理財產品	-	4,850	-	4,850
- Unlisted warrants	- 非上市認股權證	-	-	3,582	3,582
- Unlisted investment fund	- 非上市投資基金	-	9,611	3,465	13,076
		<b>1,068</b>	<b>14,461</b>	<b>9,755</b>	<b>25,284</b>

		Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
<b>As at 31 March 2023</b>	於二零二三年三月三十一日				
<b>(Audited)</b>	<b>(經審核)</b>				
Financial assets at fair value through profit or loss	按公平值計入損益的金融資產				
- Listed equity securities	- 上市股本證券	1,465	-	-	1,465
- Life insurance policy	- 人壽保單	-	-	2,710	2,710
- Wealth management products	- 理財產品	-	5,155	-	5,155
- Unlisted warrants	- 非上市認股權證	-	-	2,329	2,329
- Unlisted investment fund	- 非上市投資基金	-	-	2,972	2,972
		<b>1,465</b>	<b>5,155</b>	<b>8,011</b>	<b>14,631</b>

## 4. 財務風險管理及金融工具 (續)

### 4.3 公平值估計 (續)

#### 金融資產及負債

		Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元

## 4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

### 4.3 Fair value estimation (continued)

#### Financial assets and liabilities (continued)

The fair value of the life insurance policy is determined based on the cash value of the life insurance policy which is not an observable input. Management estimates the fair value based on the latest information of the life insurance policy provided by the insurance company.

The fair value of the wealth management products is determined based on the quoted prices from the relevant banks.

The fair value of the unlisted warrants is determined based on the Black-Scholes model. The significant unobservable inputs mainly include risk free rate of 4.81% (31 March 2023: 4.75%) (reference to US Treasury curve) and expected volatility of range from 45.27% (31 March 2023: 43.96%) (reference to comparable listed companies). The fair value increases with the increase in the risk free rate or expected volatility.

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1. Instruments included in level 1 comprise primarily equity investments listed in Hong Kong and US Stock market classified as trading securities.

The fair value of the unlisted investment fund is determined based on the net asset value of the investment fund.

## 4. 財務風險管理及金融工具 (續)

### 4.3 公平值估計 (續)

#### 金融資產及負債 (續)

人壽保單之公平值乃基於人壽保單現金價值 (並非可觀察輸入數據) 釐定。管理層乃基於保險公司所提供之人壽保單之最新資料估計公平值。

理財產品之公平值乃基於相關銀行之報價釐定。

非上市認股權證之公平值乃基於柏力克-舒爾斯模式釐定。重大不可觀察輸入數據主要包括無風險利率 4.81% (二零二三年三月三十一日: 4.75%) (經參考美國國債收益率曲線) 及預期波幅介乎 45.27% (二零二三年三月三十一日: 43.96%) (經參考可資比較上市公司)。公平值隨無風險利率或預期波幅增加而增加。

於活躍市場買賣之金融工具之公平值乃按於報告期末之市場報價計算。倘該報價可容易及定期取自交易所、經銷商、經紀、行業集團、定價服務或監管機構，而該等價格反映實際及定期按公平原則進行之市場交易，該市場則視為活躍。本集團持有之金融資產所使用之市場報價為現行買入價。該等工具計入第一級。計入第一級的工具主要包括於香港及美國股票市場上市分類為交易證券的股本投資。

非上市投資基金之公平值乃根據投資基金之資產淨值釐定。



## 4. FINANCIAL RISK MANAGEMENT AND FINANCIAL INSTRUMENTS (CONTINUED)

### 4.3 Fair value estimation (continued)

#### Financial assets and liabilities (continued)

The following table presents the changes in level 3 items for the Period:

		30 September 2023 二零二三年 九月三十日 HK\$'000 千港元
Opening balance	期初結餘	8,011
Purchases during the Period	期內購買	470
Net fair value change	淨公平值變動	1,274
<b>Closing balance (Unaudited)</b>	<b>期末結餘 (未經審核)</b>	<b>9,755</b>

There were no transfers between levels during the Period.

The directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the interim condensed consolidated statement of financial position approximate their fair value.

## 5. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing these condensed consolidated interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

In preparing the condensed consolidated interim financial statements, the critical accounting estimates and judgements applied are consistent with those described in the Annual Financial Statements.

## 4. 財務風險管理及金融工具 (續)

### 4.3 公平值估計 (續)

#### 金融資產及負債 (續)

下表呈列期內第三級項目之變動：

		30 September 2023 二零二三年 九月三十日 HK\$'000 千港元
Opening balance	期初結餘	8,011
Purchases during the Period	期內購買	470
Net fair value change	淨公平值變動	1,274
<b>Closing balance (Unaudited)</b>	<b>期末結餘 (未經審核)</b>	<b>9,755</b>

期內各等級之間並無發生轉移。

本公司董事認為於中期簡明綜合財務狀況表錄得的按攤銷成本計量之金融資產及金融負債之賬面值與其公平值相若。

## 5. 重大會計估計及判斷

於編製該等簡明綜合中期財務報表時，管理層已作出影響會計政策應用以及資產及負債、收入及開支呈報金額的判斷、估計及假設。實際結果可能有別於該等估計。

於編製簡明綜合中期財務報表時，所應用的重大會計估計及判斷與年度財務報表中所述者一致。

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION

Revenue and other income, gains and losses recognised during the Period are as follows:

## 6. 收益、其他收入、收益及虧損及分部資料

於期內確認的收益及其他收入、收益及虧損如下：

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
<b>Revenue</b>	<b>收益</b>		
Foundation, building construction works and ancillary services	地基、樓宇建築工程及配套服務	<b>89,862</b>	84,722
Construction wastes handling services	建築廢物處理服務	<b>44</b>	1,673
Technical services	技術服務	<b>2,241</b>	23,079
Trust and custody services	信託及託管服務	<b>989</b>	1,745
<b>Revenue from contracts with customers</b>	<b>來自客戶合約的收益</b>	<b>93,136</b>	111,219
Trading in digital assets and net fair value change on digital assets	數字資產交易及數字資產公平值變動淨額	<b>30,753</b>	71,367
Interest income from lending business	放債業務所得利息收入	<b>93</b>	837
Rental income from lease of machinery	租賃機器產生的租金收入	<b>56</b>	118
Fair value change on investments in securities	證券投資公平值變動	<b>(392)</b>	(1,367)
		<b>123,646</b>	182,174
<b>Other income, gains and losses</b>	<b>其他收入、收益及虧損</b>		
Interest income	利息收入	<b>265</b>	51
Distribution and interest income from financial assets at fair value through profit or loss	來自按公平值計入損益之金融資產的分派及利息收入	<b>217</b>	-
Losses on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	<b>(10)</b>	-
Government grants	政府補貼	<b>29</b>	1,843
Net gains/(losses) on change in fair value of financial assets at fair value through profit or loss	按公平值計入損益之金融資產公平值變動收益/(虧損)淨額	<b>1,360</b>	(455)
Others	其他	<b>112</b>	320
		<b>1,973</b>	1,759

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

### Disaggregation of revenue from contracts with customers

Type of services	服務類型
Foundation, building construction works and ancillary services	地基、樓宇建築工程及配套服務
Construction wastes handling services	建築廢物處理服務
Technical services	技術服務
Trust and custody services	信託及託管服務

Timing of revenue recognition	收益確認時間
Over time	隨時間流逝

### Segment information

Management has determined the operating segments based on the reports reviewed by the directors, and the chief operating decision-maker (the “CODM”), that are used to make strategic decisions. The directors consider the business from a product/service perspective. Principal activities of the segments are as follows:

- (a) Foundation, building construction works and ancillary services: Provision of site formation works, excavation and lateral support works, piling construction, pile caps or footing construction and reinforced concrete structure works, building construction works and ancillary services mainly included hoarding and demolition works and lease of machinery;

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### 取消合計客戶合約收益

Six months ended 30 September 截至九月三十日止六個月	
2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)

89,862	84,722
44	1,673
2,241	23,079
989	1,745
<b>93,136</b>	<b>111,219</b>
<b>93,136</b>	<b>111,219</b>

### 分部資料

管理層已根據董事及主要經營決策者（「主要營運決策者」），已審閱作策略決定所用的報告書，以釐定經營分部。董事從產品／服務角度考慮業務。該等分部的主要業務如下：

- (a) 地基、樓宇建築工程及配套服務：提供地盤平整工程、挖掘及側向承托工程、打樁施工、樁帽或樁基施工、鋼筋混凝土結構工程、樓宇建築工程及配套服務（主要包括圍板及拆遷工程）以及機器租賃；

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

### Segment information (continued)

- (b) Construction wastes handling services: Provision of management and operation of public fill reception facilities, including public fill banks and temporary construction waste sorting facilities, for construction and demolition materials;
- (c) Digital assets related businesses: Provision of 1) proprietary trading in digital assets; and 2) trust and custody services;
- (d) Technical services: Provision of the Group's on-chain anti-money laundering solution (Onchain AML), on-chain monitoring solution (Chaintelligence), API (Application Programming Interface) and other I.T. development services; and;
- (e) Other businesses: 1) investment in securities; and 2) lending business which includes the Group's money lending business carried out in Hong Kong.

Segment revenue is measured in a manner consistent with that in the interim condensed consolidated statement of profit or loss and other comprehensive income.

The CODM assesses the performance of the operating segments based on a measure of segment results. Unallocated income, unallocated corporate expenses, finance costs and income tax expenses are not included in segment results.

Segment assets mainly consist of current assets and non-current assets as disclosed in the interim condensed consolidated statement of financial position except unallocated bank balances and cash and other unallocated assets.

Segment liabilities mainly consist of current liabilities and non-current liabilities as disclosed in the interim condensed consolidated statement of financial position except current income tax liabilities, amounts due to former subsidiaries, amount due to a related party, loans from related parties and other unallocated liabilities.

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### 分部資料 (續)

- (b) 建築廢物處理服務：提供管理及經營拆建物料的公眾填料接收設施，包括公眾填料庫及臨時建築廢物分類設施；
- (c) 數字資產相關業務：提供1)數字資產自主交易；及2) 信託及託管服務；
- (d) 技術服務：提供本集團的鏈上反洗錢解決方案(鏈上反洗錢)、鏈上監控解決方案(鏈上天眼)、API接口(API)及其他資訊科技開發服務；及；
- (e) 其他業務：1)投資證券；及2) 放債業務，其中包括本集團於香港開展的放債業務。

分部收益的計量方式與中期簡明綜合損益及其他全面收益表的計量方式一致。

主要經營決策者根據各分部業績的計量評估營運分部的表現。未分配收入、未分配公司開支、融資成本及所得稅開支並未計入分部業績。

分部資產主要包括中期簡明綜合財務狀況表內披露的流動資產及非流動資產，惟未分配銀行結餘及現金及其他未分配資產除外。

分部負債主要包括中期簡明綜合財務狀況表內披露的流動負債及非流動負債，惟即期所得稅負債、應付前附屬公司款項、應付一名關連方款項、來自關連方之貸款及其他未分配負債除外。



## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### Segment information (continued)

### 分部資料 (續)

		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Construction wastes handling services 建築廢物 處理服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>Period ended 30 September 2023 (Unaudited)</b>	<b>截至二零二三年九月三十日 止期間 (未經審核)</b>						
<b>Revenue</b>	<b>收益</b>						
External revenue	外部收益	89,918	44	31,742	2,241	(299)	123,646
Cost of sales	銷售成本	(79,453)	(1)	(8,774)	(1,166)	(93)	(89,487)
Reversal of impairment on financial assets and contract assets	金融資產及合約資產 減值撥回	6,000	-	151	3	224	6,378
Segment results	分部業績	16,465	43	23,119	1,078	(168)	40,537
Unallocated income, gains and losses	未分配收入、收益及虧損						1,973
Unallocated corporate expenses	未分配公司開支						(47,835)
Finance costs	融資成本						(1,949)
Loss before income tax	除所得稅前虧損						(7,274)
Income tax expenses	所得稅開支						(2,224)
Loss for the period	期內虧損						(9,498)
Other profit and loss disclosures:	其他溢利及虧損披露：						
Depreciation of property, plant and equipment	物業、廠房及設備折舊	842	1,754	845	426	18	3,885
Depreciation of right-of-use assets	使用權資產折舊	286	-	811	168	786	2,051
		1,128	1,754	1,656	594	804	5,936

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### Segment information (continued)

### 分部資料 (續)

		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Construction wastes handling services 建築廢物 處理服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>At 30 September 2023 (Unaudited)</b>	<b>於二零二三年九月三十日 (未經審核)</b>						
Segment assets	分部資產	103,928	14,499	888,585	36,483	15,424	1,058,919
Unallocated assets	未分配資產						16,149
Total assets	資產總值						1,075,068
Additions to non-current assets: Segment assets	非流動資產增加： 分部資產	197	-	118	-	-	315
Segment liabilities	分部負債	62,812	10,628	683,312	2,141	1,521	760,414
Unallocated liabilities	未分配負債						1,105
Amounts due to former subsidiaries	應付一間前附屬公司款項						10,641
Amount due to a related party	應付一名關連方款項						18,305
Loans from related parties	來自關連方之貸款						73,917
Current income tax liabilities	即期所得稅負債						11,764
Total liabilities	負債總額						876,146

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### Segment information (continued)

### 分部資料 (續)

	Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Construction wastes handling services 建築廢物 處理服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>Period ended 30 September 2022 (Unaudited)</b>	<b>截至二零二二年九月三十日止期間 (未經審核)</b>					
<b>Revenue</b>	<b>收益</b>					
External revenue	84,840	1,673	73,112	23,079	(530)	182,174
Cost of sales	(58,723)	(2,899)	(25,272)	(8,384)	(216)	(95,494)
Reversal of impairment/(Impairment losses) on financial assets and contract assets	140	187	-	(1,031)	(719)	(1,423)
Segment results	26,257	(1,039)	47,840	13,664	(1,465)	85,257
Unallocated income, gains and losses	1,759					
Unallocated corporate expenses	(42,178)					
Finance costs	(2,940)					
Profit before income tax	41,898					
Income tax expenses	(7,060)					
Profit for the period	34,838					
Other profit and loss disclosures:	其他溢利及虧損披露：					
Depreciation of property, plant and equipment	831	1,793	153	450	16	3,243
Depreciation of right-of-use assets	286	-	811	266	786	2,149
Amortisation of intangible assets	-	-	-	2,043	-	2,043
	1,117	1,793	964	2,759	802	7,435

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### Segment information (continued)

### 分部資料 (續)

		Foundation, building construction works and ancillary services 地基、樓宇 建築工程及 配套服務 HK\$'000 千港元	Construction wastes handling services 建築廢物 處理服務 HK\$'000 千港元	Digital assets related businesses 數字資產 相關業務 HK\$'000 千港元	Technical services 技術服務 HK\$'000 千港元	Other businesses 其他業務 HK\$'000 千港元	Total 總計 HK\$'000 千港元
<b>At 31 March 2023 (Audited)</b>	<b>於二零二三年三月三十一日 (經審核)</b>						
Segment assets	分部資產	83,578	16,124	930,097	37,797	17,617	1,085,213
Unallocated assets	未分配資產						19,981
Total assets	資產總值						1,105,194
Additions to non-current assets:	非流動資產增加：						
Segment assets	分部資產	-	-	4,606	-	-	4,606
Segment liabilities	分部負債	44,155	6,933	721,944	2,504	2,414	777,950
Unallocated liabilities	未分配負債						2,474
Amounts due to former subsidiaries	應付一間前附屬公司款項						10,641
Amount due to a related party	應付一名關連方款項						18,087
Loans from related parties	來自關連方之貸款						77,906
Current income tax liabilities	即期所得稅負債						9,541
Total liabilities	負債總額						896,599

## 6. REVENUE, OTHER INCOME, GAINS AND LOSSES AND SEGMENT INFORMATION (CONTINUED)

### Geographical information

Information about the Group's revenue from external customers is presented based on the geographical location of operation as follows:

		Six months period ended 30 September	
		截至九月三十日止六個月期間	
		2023	2022
		二零二三年	二零二二年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		HK\$'000	HK\$'000
		千港元	千港元
The People's Republic of China (The "PRC")	中華人民共和國(「中國」)	1,946	15,880
Hong Kong	香港	121,700	166,294
		<b>123,646</b>	<b>182,174</b>

Information about the Group's non-current assets (excluding deferred tax assets) is presented based on the geographical location of the assets:

		At 30 September 2023	At 31 March 2023
		於 二零二三年 九月三十日 (Unaudited)	於 二零二三年 三月三十一日 (Audited)
		(未經審核)	(經審核)
		HK\$'000	HK\$'000
		千港元	千港元
The PRC	中國	1,060	1,756
Hong Kong	香港	13,464	18,462
		<b>14,524</b>	<b>20,218</b>

## 6. 收益、其他收入、收益及虧損及分部資料 (續)

### 地區資料

本集團之外部客戶收益資料乃按營運地理位置呈列如下：

本集團之非流動資產(遞延稅項資產除外)資料乃按資產地理位置呈列：



**7. FINANCE COSTS****7. 融資成本**

		<b>Six months ended</b>	
		<b>30 September</b>	
		截至九月三十日止六個月	
		<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
		<b>(Unaudited)</b>	(Unaudited)
		(未經審核)	(未經審核)
Interest on lease liabilities	租賃負債利息	<b>65</b>	142
Interest on loans from related parties	來自關連方之貸款之利息	<b>1,861</b>	2,275
Interest on loan from a shareholder	來自一名股東之貸款之利息	–	523
Others	其他	<b>23</b>	–
		<b>1,949</b>	2,940

**8. (LOSS)/PROFIT BEFORE INCOME TAX****8. 除所得稅前(虧損)／溢利**

(Loss)/profit before income tax has been arrived at after charging/(crediting) the following:

除所得稅前(虧損)／溢利乃扣除／(抵免)以下各項之後達致：

		<b>Six months ended</b>	
		<b>30 September</b>	
		截至九月三十日止六個月	
		<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
		<b>(Unaudited)</b>	(Unaudited)
		(未經審核)	(未經審核)
Depreciation of property, plant and equipment	物業、廠房及設備折舊	<b>3,885</b>	3,243
Depreciation of right-of-use assets	使用權資產折舊	<b>2,051</b>	2,149
Amortisation of intangible assets	無形資產攤銷	–	2,043
Leasing expenses	租賃開支	<b>721</b>	658
Staff costs, including directors' emoluments	員工成本，包括董事酬金		
– salaries and allowances	– 薪金及津貼	<b>34,527</b>	55,281
– retirement scheme contributions	– 退休計劃供款	<b>2,871</b>	899
(Reversal of impairment)/Impairment losses on financial assets and contract assets	金融資產及合約資產之(減值撥回)／減值虧損	<b>(6,378)</b>	1,423

## 9. INCOME TAX EXPENSES

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profit arising in or derived from Hong Kong for both Periods.

Under the Law of the People's Republic of China on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both Periods, except for a PRC subsidiary which was recognised as High and New Technology Enterprise and is eligible to a preferential tax rate of 15% with the expiry date on 31 December 2023.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

## 9. 所得稅開支

於兩個期間內，香港利得稅均按產生自或源於香港的估計應課稅溢利，按稅率16.5%計提撥備。

根據中華人民共和國企業所得稅法（「企業所得稅法」）及企業所得稅法實施條例，中國附屬公司於兩個期間內的稅率為25%，一間獲確認為高新科技企業的中國附屬公司除外，其合資格享有15%的優惠稅率，有效期至二零二三年十二月三十一日。

於其他司法權區產生的稅項按相關司法權區的現行稅率計算。

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Hong Kong profits tax	香港利得稅		
Current income tax	即期所得稅	2,224	7,060
Income tax expenses	所得稅開支	2,224	7,060

## 10. (LOSS)/EARNINGS PER SHARE

### (a) Basic (loss)/earnings per share

The calculation of basic (loss)/earnings per share is based on the loss attributable to the owners of the Company of approximately HK\$9,188,000 (unaudited) (2022: profit attributable to owners of the Company of approximately HK\$35,195,000) and the weighted average of approximately 5,370,510,000 ordinary shares (unaudited) (2022: approximately 5,370,510,000 ordinary shares) in issue during the Period.

### (b) Diluted (loss)/earnings per share

For the six months period ended 30 September 2023 and 2022, the diluted (loss)/earnings per share is equal to the basic (loss)/earnings per share as there was no dilutive potential ordinary share in issue during the six months ended 30 September 2023 and 2022.

## 10. 每股(虧損)／盈利

### (a) 每股基本(虧損)／盈利

每股基本(虧損)／盈利乃根據本公司擁有人應佔虧損約9,188,000港元(未經審核)(二零二二年：本公司擁有人應佔溢利約35,195,000港元)及期內已發行普通股之加權平均數約5,370,510,000股(未經審核)(二零二二年：約5,370,510,000股普通股)計算。

### (b) 每股攤薄(虧損)／盈利

由於截至二零二三年及二零二二年九月三十日止六個月期間並無已發行潛在攤薄普通股，於截至二零二三年及二零二二年九月三十日止六個月期間，每股攤薄(虧損)／盈利等同於每股基本(虧損)／盈利。

**11. DIVIDENDS**

No dividend has been paid or declared by the Company for the six months ended 30 September 2023 (For the six months ended 30 September 2022: Nil).

**11. 股息**

截至二零二三年九月三十日止六個月，本公司並無派付或宣派任何股息（截至二零二二年九月三十日止六個月：無）。

**12. PROPERTY, PLANT AND EQUIPMENT****12. 物業、廠房及設備**

		<b>Property, plant and equipment</b> 物業、廠房 及設備 HK\$'000 千港元
<b>Six months ended 30 September 2023 (Unaudited)</b>	<b>截至二零二三年九月三十日止六個月 (未經審核)</b>	
<b>Net book value</b>	<b>賬面淨值</b>	
<b>Opening amount at 1 April 2023</b>	<b>於二零二三年四月一日的期初金額</b>	<b>14,357</b>
Additions	添置	315
Disposal	出售	(10)
Depreciation	折舊	(3,885)
Exchange realignment, net	匯兌調整淨額	(48)
<b>Closing amount at 30 September 2023</b>	<b>於二零二三年九月三十日的期末金額</b>	<b>10,729</b>
<b>Six months ended 30 September 2022 (Unaudited)</b>	<b>截至二零二二年九月三十日止六個月 (未經審核)</b>	
<b>Net book value</b>	<b>賬面淨值</b>	
<b>Opening amount at 1 April 2022</b>	<b>於二零二二年四月一日的期初金額</b>	17,072
Additions	添置	3,919
Depreciation	折舊	(3,243)
Exchange realignment, net	匯兌調整淨額	(241)
<b>Closing amount at 30 September 2022</b>	<b>於二零二二年九月三十日的期末金額</b>	<b>17,507</b>

**13. RIGHT-OF-USE ASSETS/LEASE LIABILITIES**

The Group obtains rights to control the use of certain premises for a period of time through lease arrangements. During the both Periods, there are no additions to the right-of-use assets.

**13. 使用權資產／租賃負債**

本集團透過租賃安排取得於某段時間控制若干物業使用之權利。於兩個期間內，概無添置使用權資產。

**14. TRADE AND OTHER RECEIVABLES****14. 貿易及其他應收賬款**

		At 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables (Note a)	貿易應收賬款 (附註a)	<b>38,019</b>	23,120
Less: Provision for impairment losses	減：減值虧損撥備	<b>(8,439)</b>	(7,711)
		<b>29,580</b>	15,409
Loan receivables (Note b)	應收貸款 (附註b)	<b>27,921</b>	28,194
Less: Provision for impairment losses	減：減值虧損撥備	<b>(16,951)</b>	(17,046)
		<b>10,970</b>	11,148
Other receivables, deposits and prepayment (Note c)	其他應收賬款、按金及預付款項 (附註c)	<b>29,859</b>	27,518
		<b>70,409</b>	54,075

14. TRADE AND OTHER RECEIVABLES  
(CONTINUED)

Notes:

- (a) The ageing analysis of the trade receivables based on the date of payment certificate issued by customers or invoice date is as follows:

0-30 days	0至30日
31-60 days	31至60日
61-90 days	61至90日
Over 90 days	超過90日

- (b) The Group's loan receivables arise from the money lending business. The loan receivables are mainly secured by personal guarantee. The loan receivables of approximately HK\$16,690,000 (unaudited) (31 March 2023: approximately HK\$19,211,000) are not overdue based on contractual maturity date as at 30 September 2023.
- (c) As at 30 September 2023, the gross amount of other receivables was approximately HK\$12,603,000 (unaudited) (31 March 2023: approximately HK\$12,308,000) and the provision for the impairment loss was approximately HK\$904,000 (unaudited) (31 March 2023: approximately HK\$929,000).

## 14. 貿易及其他應收賬款 (續)

附註：

- (a) 基於客戶出具之付款憑證日期或發票日期的貿易應收賬款的賬齡分析如下：

	At 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
	3,166	1,903
	14,422	13,573
	8,513	15
	11,918	7,629
	<b>38,019</b>	<b>23,120</b>

- (b) 本集團之應收貸款來自放債業務。應收貸款主要由個人擔保抵押。基於合約到期日，應收貸款約16,690,000港元(未經審核)(二零二三年三月三十一日：約19,211,000港元)於二零二三年九月三十日並未逾期。
- (c) 於二零二三年九月三十日，其他應收賬款總額約為12,603,000港元(未經審核)(二零二三年三月三十一日：約12,308,000港元)及減值虧損撥備約為904,000港元(未經審核)(二零二三年三月三十一日：約929,000港元)。

## 15. SHARE CAPITAL

## 15. 股本

	Number of shares 股份數目	Share capital 股本 HK\$'000 千港元
Authorised: At 1 April 2022, 31 March 2023, 1 April 2023 and 30 September 2023 (unaudited), ordinary shares of HK\$0.005 each	法定： 於二零二二年四月一日、 二零二三年三月三十一日、 二零二三年四月一日及 二零二三年九月三十日 (未經審核)，每股面值0.005港元 之普通股	20,000,000,000
Issued and fully paid: At 1 April 2022, 31 March 2023, 1 April 2023 and 30 September 2023 (unaudited)	已發行及繳足： 於二零二二年四月一日、 二零二三年三月三十一日、 二零二三年四月一日及 二零二三年九月三十日 (未經審核)	5,370,510,000
		100,000
		26,853



## 16. TRADE AND OTHER PAYABLES

		At 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables	貿易應付賬款	65,997	47,647
Accruals and other payables	應計及其他應付款項	14,830	28,527
		<b>80,827</b>	<b>76,174</b>

Note:

The ageing analysis of trade payables based on the invoice date is as follows:

		At 30 September 2023 於二零二三年 九月三十日 HK\$'000 千港元 (Unaudited) (未經審核)	At 31 March 2023 於二零二三年 三月三十一日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	0至30日	26,086	22,964
31-60 days	31至60日	3,990	864
61-90 days	61至90日	4,381	1,987
Over 90 days	超過90日	31,540	21,832
		<b>65,997</b>	<b>47,647</b>

## 17. LOANS FROM RELATED PARTIES

At 30 September 2023, included in loans from related parties are a principal portion of approximately HK\$72,607,000 (unaudited) (31 March 2023: approximately HK\$76,512,000) which were unsecured, interest bearing at 5% per annum and an interest portion of approximately HK\$1,310,000 (unaudited) (31 March 2023: approximately HK\$1,394,000). The loans are subject to review at any time and to the lender's overriding right of withdrawal and immediate repayment on demand. The related parties are companies controlled by the directors of certain subsidiaries of the Company.

## 16. 貿易及其他應付賬款

附註：

根據發票日期的貿易應付賬款賬齡分析如下：

## 17. 來自關連方之貸款

於二零二三年九月三十日，來自關連方之貸款包括無抵押、按年利率5%計息之本金額部分約72,607,000港元(未經審核)(二零二三年三月三十一日：約76,512,000港元)及利息部分約1,310,000港元(未經審核)(二零二三年三月三十一日：約1,394,000港元)。該貸款可隨時受審查，亦受貸方撤回貸款及要求即時還款之凌駕性權利所規限。該等關連方為由本公司若干附屬公司之董事所控制的公司。

## 18. RELATED PARTY TRANSACTIONS

Related parties are those parties that have the ability to control, jointly control or exert significant influence over the other party in making financial or operational decisions. Parties are also considered to be related if they are subject to common control or joint control. Related parties may be individuals or other entities.

- (a) In addition to those disclosed elsewhere in these condensed consolidated interim financial statements, the Group entered into the following significant transaction with its related party in the ordinary course of business during the Period:

## 18. 關連方交易

關連方為該等有能力控制、聯合控制或在作出財務或經營決策時能對其他方行使重大影響力的人士。倘受限於共同控制或聯合控制，亦被視為關連方。關連方可為個人或其他實體。

- (a) 除該等簡明綜合中期財務報表其他部分所披露者外，本集團於期內在日常業務過程中與其關連方進行以下重大交易：

		Six months ended 30 September 截至九月三十日止六個月	
		2023 二零二三年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)
Companies controlled by controlling shareholder of the Company	本公司控股股東所控制之公司		
– Transaction fee expense charged by Aux Cayes FinTech Co. Ltd. (Note (i))	– Aux Cayes FinTech Co. Ltd. 收取之交易費開支 (附註(i))	739	–
– Trust and custody services income from Li Canal Holdings Limited (Note (ii))	– 來自Li Canal Holdings Limited 之信託及託管服務收入 (附註(ii))	207	–
Controlling shareholder of the Company	本公司控股股東		
– Interest on loan from OKC Holdings Corporation (Note (iii))	– 來自OKC Holdings Corporation之貸款之利息 (附註(iii))	–	523

## Notes:

- (i) Became a fellow subsidiary of the Group since 31 December 2022.
- (ii) Became a fellow subsidiary of the Group since 19 August 2022.
- (iii) The loan agreement was at the rate of 2% per annum for the six months ended 30 September 2022. As at 30 September 2023, the loan is unsecured, non-interest bearing and repayable on demand.

## 附註：

- (i) 自二零二二年十二月三十一日起成為本集團之同系附屬公司。
- (ii) 自二零二二年八月十九日起成為本集團之同系附屬公司。
- (iii) 截至二零二二年九月三十日止六個月，貸款協議按年利率2%訂立。於二零二三年九月三十日，貸款為無抵押、不計息及須按的要求償還。

**18. RELATED PARTY TRANSACTIONS  
(CONTINUED)**

(b) Key management compensation:

		<b>Six months ended</b>	
		<b>30 September</b>	
		<b>截至九月三十日止六個月</b>	
		<b>2023</b>	2022
		<b>二零二三年</b>	二零二二年
		<b>HK\$'000</b>	HK\$'000
		<b>千港元</b>	千港元
		<b>(Unaudited)</b>	(Unaudited)
		<b>(未經審核)</b>	(未經審核)
Salaries and allowances	薪金及津貼	<b>3,584</b>	3,330
Retirement scheme contributions	退休計劃供款	<b>112</b>	95
		<b>3,696</b>	3,425

**19. CONTINGENT LIABILITIES**

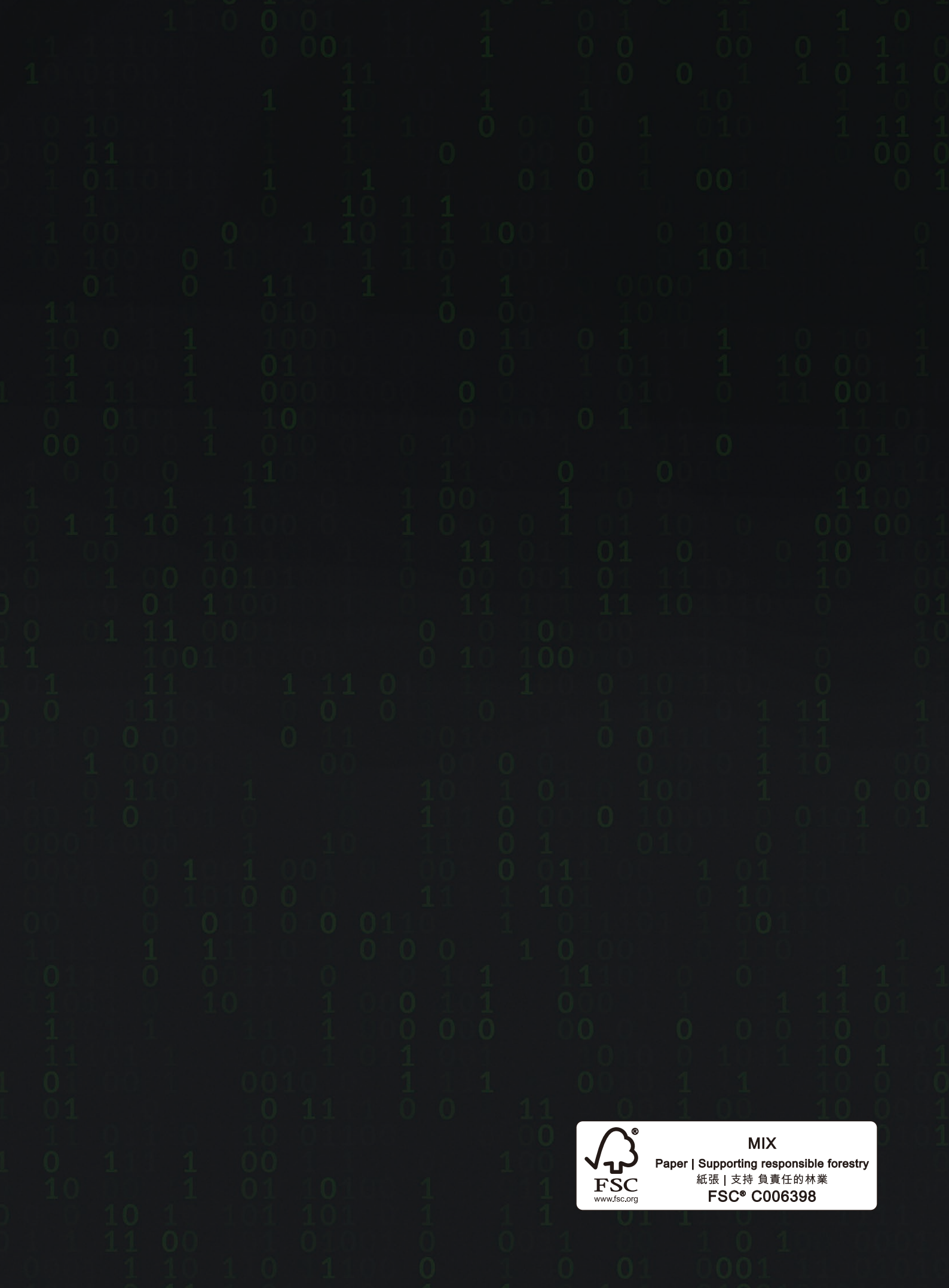
The Group, in the ordinary course of its business, is involved in various claims, suits, investigations, and legal proceedings that arise from time to time. Although the Group does not expect that the outcome in any of these legal proceedings, individually or collectively, will have a material adverse effect on its financial position or results of operations, litigation is inherently unpredictable. Therefore, the Group could incur judgements or enter into settlements of claims that could adversely affect its operating results or cash flows in a particular period.

**18. 關連方交易 (續)**

(b) 主要管理人員報酬：

**19. 或然負債**

本集團在其日常業務過程中不時涉及各類申索、訴訟、調查及法律程序。儘管本集團並不預期該等任何法律程序的結果（個別或整體）將對其財務狀況或經營業績造成重大不利影響，惟訴訟難以預料。因此，本集團可能會面對索賠裁決或與索賠方達成和解協議而可能對本集團於特定期間的經營業績或現金流量造成不利影響。



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