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## **BAMBOOS HEALTH CARE HOLDINGS LIMITED**

**百本醫護控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 2293)**

### **INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 31 DECEMBER 2023**

#### **FINANCIAL HIGHLIGHTS**

- Revenue for the six months ended 31 December 2023 amounted to approximately HK\$49.7 million, representing a decrease of approximately 26.6% from approximately HK\$67.7 million recorded for the six months ended 31 December 2022.
- Profit before income tax for the six months ended 31 December 2023 amounted to approximately HK\$21.0 million, representing a decrease of approximately 44.9% from approximately HK\$38.1 million recorded for the six months ended 31 December 2022.
- Profit attributable to equity holders of the Company for the six months ended 31 December 2023 amounted to approximately HK\$17.1 million, representing a decrease of approximately 44.1% from approximately HK\$30.6 million recorded for the six months ended 31 December 2022.
- On 27 February 2024, the Board resolved to declare an interim dividend of HK\$20,123,000 (HK5.0 cents per ordinary share) for the six months ended 31 December 2023 to the Company's shareholders whose names appeared on the register of members of the Company at the close of business on Friday, 15 March 2024.

## FINANCIAL RESULTS

The board (the “**Board**”) of directors (the “**Directors**”) of Bamboos Health Care Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce the unaudited condensed consolidated interim results of the Group for the six months ended 31 December 2023, which has been reviewed by the Company’s audit committee, together with the unaudited comparative figures for the corresponding period ended 31 December 2022 as follows:

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

*For the six months ended 31 December 2023*

		<b>Six months ended</b>	
		<b>31 December</b>	
		<b>2023</b>	2022
	<i>Note</i>	<i>HK\$’000</i>	<i>HK\$’000</i>
		<b>(unaudited)</b>	<b>(unaudited)</b>
Revenue from contracts with customers	5	<b>49,703</b>	67,689
Other income	6	<b>405</b>	1,500
Cost of inventories sold		<b>(5,088)</b>	(4,581)
Other losses, net		<b>(1,920)</b>	(709)
Employee benefit expenses	7(b)	<b>(12,212)</b>	(13,411)
Operating lease rentals		<b>(16)</b>	(92)
Depreciation of property, plant and equipment		<b>(591)</b>	(771)
Depreciation of right-of-use assets		<b>(4,320)</b>	(4,932)
Other operating expenses		<b>(4,870)</b>	(6,026)
<b>Operating profit</b>		<b>21,091</b>	38,667
Finance income	7(a)	<b>856</b>	22
Finance cost		<b>(931)</b>	(559)
<b>Profit before income tax</b>	7	<b>21,016</b>	38,130
Income tax expense	8	<b>(3,893)</b>	(7,549)

		<b>Six months ended</b>	
		<b>31 December</b>	
		<b>2023</b>	2022
	<i>Note</i>	<b>HK\$'000</b>	<b>HK\$'000</b>
		<b>(unaudited)</b>	<b>(unaudited)</b>
<b>Profit for the period</b>		<b>17,123</b>	30,581
<b>Other comprehensive income</b>			
<i>Item that may be reclassified to profit or loss</i>			
Currency translation differences		2	(40)
<i>Item that will not be reclassified to profit or loss</i>			
Changes in the fair value of equity instruments at fair value through other comprehensive income		<u>(1,289)</u>	<u>(519)</u>
<b>Other comprehensive income for the period, net of tax</b>		<u>(1,287)</u>	<u>(559)</u>
<b>Total comprehensive income for the period</b>		<u><b>15,836</b></u>	<u><b>30,022</b></u>
<b>Profit and total comprehensive income for the period attributable to equity holders of the Company</b>		<u><b>15,836</b></u>	<u><b>30,022</b></u>
<b>Earnings per share attributable to equity holders of the Company</b> <i>(expressed in HK cents per share)</i>			
<b>Basic and diluted</b>	9	<u><b>HK4.28 cents</b></u>	<u><b>HK7.65 cents</b></u>

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2023

		31 December 2023 HK\$'000 (unaudited)	30 June 2023 HK\$'000 (audited)
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	11	13,815	14,400
Right-of-use assets	12	158,185	162,497
Financial assets at fair value through profit or loss		5,819	7,668
Financial assets at fair value through other comprehensive income		9,627	8,403
Deferred income tax assets		854	854
		<u>188,300</u>	<u>193,822</u>
<b>Current assets</b>			
Inventories		2,949	1,944
Trade receivables	13	52,834	46,272
Prepayments, deposits and other receivables	14	8,887	11,329
Amounts due from related companies		198	192
Time deposit	15	51,826	–
Cash and bank balances	15	22,897	93,269
		<u>139,591</u>	<u>153,006</u>
<b>Total assets</b>		<u><b>327,891</b></u>	<u><b>346,828</b></u>
<b>EQUITY AND LIABILITIES</b>			
<b>Capital and reserves attributable to equity holders of the Company</b>			
Share capital		4,025	4,000
Share premium		40,943	39,123
Reserves		178,222	179,197
<b>Total equity</b>		<u><b>223,190</b></u>	<u><b>222,320</b></u>

		<b>31 December</b>	30 June
		<b>2023</b>	2023
	<i>Note</i>	<b>HK\$'000</b>	<b>HK\$'000</b>
		<b>(unaudited)</b>	<b>(audited)</b>
<b>Non-current liabilities</b>			
Deferred income tax liabilities		<b>36</b>	34
Lease liabilities	12	<b>120</b>	613
		<b>156</b>	647
<b>Current liabilities</b>			
Trade payables	16	<b>26,189</b>	24,625
Accruals and other payables	17	<b>7,510</b>	18,459
Lease liabilities	12	<b>1,557</b>	2,098
Tax payable		<b>4,855</b>	13,154
Borrowings		<b>64,434</b>	65,525
		<b>104,545</b>	123,861
<b>Total liabilities</b>		<b>104,701</b>	124,508
<b>Total equity and liabilities</b>		<b>327,891</b>	346,828

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

*For the six months ended 31 December 2023*

		Attributable to equity holders of the Company							
	Note	Share capital HK\$'000	Share premium HK\$'000	Shares held for share award scheme HK\$'000	Share-based compensation reserve HK\$'000	Financial assets at FVOCI HK\$'000	Translation reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
At 1 July 2022 (audited)		4,000	39,123	–	6,476	(4,378)	30	165,352	210,603
Total comprehensive income									
Profit for the period		–	–	–	–	–	–	30,581	30,581
Currency translation differences		–	–	–	–	–	(23)	–	(23)
Changes in the fair value of equity instruments at FVOCI		–	–	–	–	(519)	–	–	(519)
Total comprehensive income for the period		–	–	–	–	(519)	(23)	30,581	30,039
Transaction with owners									
Dividends relating to 2022	10(i)	–	–	–	–	–	–	(20,000)	(20,000)
Employee share scheme		–	–	–	25	–	–	–	25
		–	–	–	25	–	–	(20,000)	(19,975)
At 31 December 2022 (unaudited)		<u>4,000</u>	<u>39,123</u>	<u>–</u>	<u>6,501</u>	<u>(4,897)</u>	<u>7</u>	<u>175,933</u>	<u>220,667</u>
At 1 July 2023 (audited)		<b>4,000</b>	<b>39,123</b>	–	<b>6,494</b>	<b>(3,879)</b>	<b>(26)</b>	<b>176,608</b>	<b>222,320</b>
Total comprehensive income									
Profit for the period		–	–	–	–	–	–	17,123	17,123
Currency translation differences		–	–	–	–	–	2	–	2
Changes in the fair value of equity instruments at FVOCI		–	–	–	–	(1,289)	–	–	(1,289)
Total comprehensive income for the period		–	–	–	–	(1,289)	2	17,123	15,836
Issue of shares for share award scheme		<b>25</b>	<b>1,820</b>	<b>(1,845)</b>	–	–	–	–	–
Transaction with owners									
Dividends relating to 2023	10(iii)	–	–	–	–	–	–	(15,000)	(15,000)
Employee share scheme		–	–	–	34	–	–	–	34
At 31 December 2023 (unaudited)		<u><b>4,025</b></u>	<u><b>40,943</b></u>	<u><b>(1,845)</b></u>	<u><b>6,528</b></u>	<u><b>(5,168)</b></u>	<u><b>(24)</b></u>	<u><b>178,731</b></u>	<u><b>223,190</b></u>

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 31 December 2023

	Six months ended	
	31 December	
	2023	2022
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Net cash (used in)/generated from operating activities	(501)	5,923
Net cash (used in)/generated from investing activities	(1,835)	3,128
Net cash (used in) financing activities	(16,212)	(22,280)
	<hr/>	<hr/>
Net decrease in cash and cash equivalents	(18,548)	(13,229)
Cash and cash equivalents at the beginning of the period	93,269	86,268
Effects of exchange rate changes on cash and cash equivalents	2	(20)
	<hr/>	<hr/>
Cash and cash equivalents at the end of the period	<b>74,723</b>	<b>73,019</b>
	<hr/>	<hr/>
Analysis of cash and cash equivalents		
Cash and bank balances	22,897	42,269
Time deposits with maturity within three months	51,826	30,750
	<hr/>	<hr/>
	<b>74,723</b>	<b>73,019</b>
	<hr/>	<hr/>

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 1 GENERAL INFORMATION

Bamboos Health Care Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is principally engaged in the provision of healthcare staffing solution services, provision of outreach case assessment related services and vaccination services in Hong Kong.

The Company was incorporated in the Cayman Islands on 23 November 2012, as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of its registered office is PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands and its principal place of business is Room 204, 2/F., Wing On Plaza, 62 Mody Road, Tsim Sha Tsui, Kowloon, Hong Kong.

The Company is listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

These consolidated financial statements of the Group are presented in thousands of units of Hong Kong dollars (“**HK\$’000**”), unless otherwise stated.

## 2 BASIS OF PREPARATION

The condensed consolidated interim results (the “**Interim Financial Information**”) of the Group for the six months ended 31 December 2023 (the “**Period**”) has been prepared in accordance with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) and the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The Interim Financial Information is presented in Hong Kong dollars (“**HK\$**”), unless otherwise stated.

The Interim Financial Information has been prepared in accordance with the same accounting policies adopted in the annual financial statements for the year ended 30 June 2023, except for the accounting policy changes that are expected to be reflected in the annual financial statements for the year ending 30 June 2024 and they should be read in conjunction with the consolidated financial statements for the year ended 30 June 2023. Details of any changes in accounting policies are set out in Note 3.

The preparation of the Interim Financial Information in conformity with HKAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The Interim Financial Information contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the annual financial statements for the year ended 30 June 2023. The Interim Financial Information and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”).

The Interim Financial Information has not been audited or reviewed by the auditors pursuant to the Hong Kong Standards on Review Engagements 2410, *Review of interim financial information performed by the independent auditor of the entity*, issued by the HKICPA.



### 3 ACCOUNTING POLICIES

#### (a) Amendments to standards adopted by the Group

A number of new and amended standards became applicable for the current reporting period:

HKFRS 17	Insurance Contracts
HKFRS 17 (Amendments)	Amendments to HKFRS 17 Insurance Contracts
HKFRS 17	Initial Application of HKFRS 17 and HKFRS 9 – Comparative Information
HKAS 1 and HKFRS Practice Statement 2 (Amendments)	Disclosure of Accounting Policies
HKAS 8 (Amendments)	Definition of Accounting Estimates
HKAS 12 (Amendments)	Deferred Tax Related to Assets and Liabilities Arising From a Single Transaction

Adopting these new and amended standards did not significantly impact the Group's accounting policy and did not require retrospective adjustments.

#### (b) Impact of standards issued but not yet applied by the Group

Certain new accounting standards and interpretations have been published that are not mandatory for this reporting period and have not been early adopted by the Group. These standards are not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

### 4 SEGMENT INFORMATION

The Group is principally engaged in the provision of healthcare staffing solution services to private and institutional customers in which placement of healthcare personnel is made according to the specific request from customers. The Group is also engaged in the provision of outreach case assessment related services and provision of vaccination services.

Management reviews the operating results of the business as one segment to make decisions about resources to be allocated. Therefore, the executive director (the “**Director(s)**”) of the Company regards that there is only one segment which is used to make strategic decisions. Revenue and profit after income tax are the measures reported to the executive Director for the purpose of resources allocation and performance assessment.

The Group primarily operates in Hong Kong and most of its non-current assets are located in Hong Kong. During the Period, all revenue was earned from external customers in Hong Kong (six months ended 31 December 2022: same).

## 5 REVENUE FROM CONTRACTS WITH CUSTOMERS

	<b>Six months ended</b>	
	<b>31 December</b>	
	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
	<b>(unaudited)</b>	(unaudited)
Revenue from provision of healthcare staffing solution services	<b>40,674</b>	57,950
Revenue from provision of outreach case assessment related services and vaccination services	<b>3,428</b>	4,159
Revenue from sales of merchandise	<b>5,601</b>	5,580
	<u><b>49,703</b></u>	<u>67,689</u>
Timing of revenue recognition		
– At a point in time	<b>37,043</b>	65,224
– Over time	<b>3,660</b>	2,465
	<u><b>40,703</b></u>	<u>67,689</u>

An analysis of the gross components in arriving at the Group's revenue from provision of healthcare staffing solution services is set out below:

	<b>Six months ended</b>	
	<b>31 December</b>	
	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
	<b>(unaudited)</b>	(unaudited)
Gross fee	<b>155,490</b>	218,749
Cost attributable to healthcare personnel	<b>(114,816)</b>	(160,799)
Revenue from provision of healthcare staffing solution services	<u><b>40,674</b></u>	<u>57,950</u>

The gross fee does not represent the Group's revenue.

## 6 OTHER INCOME

	Six months ended	
	31 December	
	2023	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
Advertising income	19	260
Dividend income	172	343
Sales of goods	82	469
Others	132	428
	<u>405</u>	<u>1,500</u>

## 7 PROFIT BEFORE INCOME TAX

Profit before income tax is arrived at after (crediting)/charging the followings:

	Six months ended	
	31 December	
	2023	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
<b>(a) Finance income</b>		
Interest income from bank deposits	<u>(856)</u>	<u>(22)</u>
<b>(b) Employee benefit expenses (including directors' remuneration)</b>		
Wages, salaries and bonus	10,787	12,742
Pension costs – defined contribution plan	935	365
Share-based payments to directors and employees	34	24
Other staff welfare	456	280
	<u>12,212</u>	<u>13,411</u>
<b>(c) Other items</b>		
Cost of inventories sold	5,088	4,581
Depreciation of property, plant and equipment	591	771
Depreciation of right-of-use assets	4,320	4,932
Legal and professional fee	336	817
Net fair value loss on financial assets at FVTPL	<u>1,849</u>	<u>825</u>

## 8 INCOME TAX EXPENSE

Under the two-tiered profits tax rates regime, the first HK\$2,000,000 of profits of qualifying group entity in Hong Kong will be taxed at 8.25%, and profits above HK\$2,000,000 will be taxed at 16.5% for the Period (six months ended 31 December 2022: same).

	Six months ended	
	31 December	
	2023	2022
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Current income tax		
– Hong Kong profits tax	3,891	7,495
Deferred tax	2	54
	<u>3,893</u>	<u>7,549</u>

## 9 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the six months ended 31 December 2023 and 2022.

	Six months ended	
	31 December	
	2023	2022
	(unaudited)	(unaudited)
Profit attributable to equity holders of the Company (HK\$'000)	<u>17,123</u>	<u>30,581</u>
Weighted average number of ordinary shares in issue (thousands)	<u>400,417</u>	<u>400,000</u>
Basic earnings per share (HK cents)	<u>4.28</u>	<u>7.65</u>

Diluted earnings per share for the six months ended 31 December 2023 and 2022 were the same as basic earnings per share. During the Period, the exercise of the outstanding share options would be anti-dilutive (six months ended 31 December 2022: same).

## 10 DIVIDENDS

- (i) On 27 September 2022, the board (the “**Board**”) resolved to declare a final dividend of HK\$20,000,000 (HK5 cents per ordinary share) for the year ended 30 June 2022 to the Company’s shareholders whose names appeared on the register of members of the Company on 8 December 2022.

- (ii) On 27 February 2024, the Board declared an interim dividend of HK5.0 cents per ordinary share for the six months ended 31 December 2023 (for the six months ended 31 December 2022: HK3.75 cents) to be paid by cash on Friday, 22 March 2024, to shareholders whose names appeared on the register of members of the Company at the close of business on Friday, 15 March 2024.
- (iii) Dividends payable to the Company's shareholders attributable to the previous financial year, approved and paid during the respective periods:

	<b>Six months ended</b>	
	<b>31 December</b>	
	<b>2023</b>	2022
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(unaudited)</b>	(unaudited)
Final dividend in respect of the previous financial year of HK3.75 cents per share	<b>15,000</b>	20,000

## 11 PROPERTY, PLANT AND EQUIPMENT

During the Period, the Group purchased property, plant and equipment of approximately HK\$5,970 (six months ended 31 December 2022: HK\$48,000). The Group's depreciation expenses during the Period amounted to approximately HK\$591,000 (six months ended 31 December 2022: HK\$771,000).

## 12 LEASE

	<b>31 December</b>	30 June
	<b>2023</b>	2023
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(unaudited)</b>	(audited)
Non-current asset		
Right of use assets	<b>158,185</b>	162,497
Current liability		
Lease Liabilities	<b>1,557</b>	2,098
Non-current liability		
Lease Liabilities	<b>120</b>	613

### 13 TRADE RECEIVABLES

	<b>31 December 2023 HK\$'000 (unaudited)</b>	30 June 2023 HK\$'000 (audited)
Trade receivables	<b>52,834</b>	46,272

The Group's trade receivables had no credit term and payment was immediately due upon presentation of invoices to customers. As at 31 December 2023 and 30 June 2023, all trade receivables were past due but not considered to be impaired because these mainly relate to a number of customers with limited history of default.

As of the end of the Period, the ageing analysis of trade receivables by the date on which the respective sales invoices were issued was as follows:

	<b>31 December 2023 HK\$'000 (unaudited)</b>	30 June 2023 HK\$'000 (audited)
Less than 61 days	<b>39,345</b>	39,997
61 days to 90 days	<b>6,930</b>	2,833
91 days to 180 days	<b>5,360</b>	3,260
Over 180 days	<b>1,199</b>	182
	<b>52,834</b>	46,272

The credit quality of trade receivables which are past due but not impaired has been assessed with reference to historical information about the counterparty default rates. The existing counterparties do not have significant defaults in the past.

As at 31 December 2023 and 30 June 2023, no collateral has been received from these counterparties.

### 14 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	<b>31 December 2023 HK\$'000 (unaudited)</b>	30 June 2023 HK\$'000 (audited)
Prepayments	<b>433</b>	422
Deposits	<b>8,164</b>	10,705
Other receivables	<b>290</b>	202
Total	<b>8,887</b>	11,329

## 15 CASH AND BANK BALANCES

	<b>31 December 2023 HK\$'000 (unaudited)</b>	30 June 2023 HK\$'000 (audited)
Cash at banks	22,693	93,040
Cash on hand	204	229
Total cash and bank balances	22,897	93,269
Time deposits with maturity within three months	51,826	–
Cash and cash equivalents	<u>74,723</u>	<u>93,269</u>

The effective interest rate on the bank deposits was 4.95%–5.36% per annum (30 June 2023: 1%–4.8%). These deposits had an original maturity of three months or less.

## 16 TRADE PAYABLES

Payment term with majority of the healthcare personnel is 30 days.

As of the end of the Period, the ageing analysis of trade payables based on the invoice date was as follows:

	<b>31 December 2023 HK\$'000 (unaudited)</b>	30 June 2023 HK\$'000 (audited)
Less than 31 days	19,154	19,916
31 to 60 days	266	547
61 to 90 days	180	3,982
Over 90 days	6,589	180
	<u>26,189</u>	<u>24,625</u>

**17 ACCRUALS AND OTHER PAYABLES**

	<b>31 December</b>	30 June
	<b>2023</b>	2023
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<b>(unaudited)</b>	(audited)
Accrued expenses	<b>4,142</b>	5,023
Accrued bonus	–	10,000
Deposits	<b>2,593</b>	2,702
Other payables	<b>775</b>	230
Contract liabilities	–	504
	<hr/>	<hr/>
	<b>7,510</b>	18,459
	<hr/> <hr/>	<hr/> <hr/>

**18 COMPARATIVE FIGURES**

Certain comparative figures have been represented to conform to current period's presentation.



## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

The Group provides healthcare staffing solutions to individuals and institutional clients, including hospitals, social service organisations, and clinics in Hong Kong. The Group offers duty opportunities to self-employed healthcare personnel registered with the Group. Through an outreach team of healthcare professionals, the Group also provides outreach case assessment-related services.

The Group's revenue for the six months ended 31 December 2023 (the "**Period**") was approximately HK\$49.7 million (six months ended 31 December 2022: HK\$67.7 million), representing a decrease of approximately 26.6% from the same period last year. Profit attributable to equity holders of the Company for the Period was approximately HK\$17.1 million (six months ended 31 December 2022: HK\$30.6 million), representing a decrease of approximately 44.1% from the same period last year. The revenue from the provision of healthcare staffing solution services for the Period was approximately HK\$40.7 million, representing a decrease of approximately HK\$17.3 million or 29.8% as compared to HK\$58.0 million in the same period last year, which was mainly due to the decrease in demands from the COVID-19 testing institutions as well as the market demands for such kind of services. Revenue from the provision of outreach case assessment-related services for the period decreased by approximately 17.6% to approximately HK\$3.4 million, which was mainly attributable to the decrease in demand for medical and health assessment services, especially in the community vaccination centers in Hong Kong.

During the Period, the Group did not dispose of any financial assets but acquired approximately HK\$2.5 million of financial assets, and the principal investment objectives remained unchanged, aiming to enhancing excess cash for a better yield.

To maintain a vast and diversified pool of registered healthcare personnel to seize opportunities for better growth, the Group has offered favorable remuneration packages and various member benefits to attract and retain healthcare personnel registered with the Group. There were approximately 29,500 healthcare personnel registered with the Group as at 31 December 2023.

## **OUTLOOK**

Post COVID-19, many business sectors and people's lifestyle in Hong Kong have been affected, and various uncertainties and difficulties were still surrounding the local economic environment during the Period, resulting in unfavourable customers' decisions which brought adverse impact against the Group. The Board also thinks that the global capital markets will stay tough in 2024.

Despite all these challenges, the Board will continue to seek long-term business opportunities and growth that generates profit, and which are in line with the Group's mission and goals. In light of the ageing population and ongoing hospital development plans, a rise in demand for services in both public and private healthcare staffing solutions is anticipated. The Board remains optimistic that the Group's main business will continue to grow over the next few years. The Board will keep strengthening its main business and its market position and use smart capital and financial risk management in its business plans.

The Board takes the initiative to look for business opportunities and work together or form alliances with strategic partners to pursue new business ventures. The aspired goal is to expand the Group's business beyond its current size and location, which aligns with the Group's business strategies of long-term growth and maximising return to stakeholders.

## **FINANCIAL REVIEW**

### **Revenue**

The Group generated revenue during the Period from (i) providing healthcare personnel solution services, (ii) vaccinating services and outreach case assessment-related services, and (iii) selling merchandise. The total revenue amounted to approximately HK\$49.7 million, down from HK\$67.7 million in the six months ended 31 December 2022. This represents an approximate 26.6% decline compared to the corresponding period in the prior year. The revenue generated from delivering healthcare staffing solution services during the Period amounted to approximately HK\$40.7 million, reflecting a 29.8% decline rate of around HK\$17.3 million compared to the corresponding period in the prior year.

The revenue generated from institutional staffing solution services decreased by approximately 39.7% to HK\$27.3 million (from HK\$45.3 million in the six months ended 31 December 2022), while the revenue generated from private nursing staffing services slightly increased by approximately 5.5% to HK\$13.4 million (from HK\$12.7 million in the six months ended 31 December 2022).

The revenue generated from healthcare staffing solution services, expressed as a percentage of the gross fee, is calculated using the mark-up ratio between the charge-out rate paid by the Group and the pay-out rate paid to various ranks of healthcare personnel, as well as the number of service hours completed by each rank of healthcare personnel. As a proportion of total fee, revenue from providing healthcare staffing solution services remained relatively stable at approximately within the range of 26% to 27% for the Period and the corresponding period in the prior year.

As a result of reduced demand for medical and health assessment services, specifically COVID-19 testing services, caused by the Hong Kong Government's relaxation of most of the COVID-19 containment measures, the Group's revenue from community vaccination centres and other outreach case assessment-related services decreased by HK\$0.7 million.

The sales of merchandise remained consistent during both periods.

### **Other income and other losses/gains, net**

#### ***Other income***

Other income mainly comprised sales of goods, government grants, advertising income, and dividend income. It amounted to approximately HK\$0.4 million for the Period (six months ended 31 December 2022: HK\$1.5 million), which decreased by approximately 73.3% as compared to the same period last year.

#### ***Other losses***

Net losses were approximately HK\$1.9 million for the Period (six months ended 31 December 2022: other losses, net of HK\$0.7 million) which mainly represented the net fair value changes on financial assets at fair value through profit or loss of approximately HK\$1.8 million.

### **Expenses**

The employee benefit expenses were approximately HK\$12.2 million (six months ended 31 December 2022: HK\$13.4 million) for the Period, representing a decrease of approximately HK\$1.2 million as compared to the same period last year.

The operating lease rentals, depreciation of property plant and equipment, and depreciation of right-of-use assets was approximately HK\$4.9 million (six months ended 31 December 2022: HK\$5.8 million) for the Period, representing a decrease of approximately HK\$0.9 million as compared to the same period last year.

Other operating expenses were approximately HK\$4.9 million (six months ended 31 December 2022: HK\$6.0 million) for the Period, representing a decrease of approximately HK\$1.1 million, which was mainly due to a decrease in service fees from the provision of services in the community vaccination centres.

### **Finance income**

Finance income represented the interest income on short-term bank deposits. Finance income increased from approximately HK\$22,000 for the same period last year to approximately HK\$856,000 for the Period, representing an increase of approximately HK\$834,000.

## **Profit for the period attributable to equity holders of the Company**

Profit attributable to equity holders of the Company for the Period amounted to approximately HK\$17.1 million, representing a decrease of approximately 44.1% from approximately HK\$30.6 million recorded for the same period last year, which was mainly due to the decrease in revenue for the Period by 26.6% as compared with the same period last year.

## **Trade receivables**

Trade receivables increased by approximately HK\$6.5 million from approximately HK\$46.3 million as at 30 June 2023 to approximately HK\$52.8 million as at 31 December 2023. The Group generally does not grant credit terms to customers, and payment is immediately due upon presentation of invoices to customers. As at 30 June 2023 and 31 December 2023, all trade receivables were past due but not considered to be impaired because these mainly related to a number of independent customers with a limited history of default. During the Period, the Group did not recognise any provision for trade receivables (2022: Nil).

## **Trade payables**

Trade payables increased from approximately HK\$24.6 million as at 30 June 2023 to approximately HK\$26.2 million as at 31 December 2023, representing an increase of 6.5% as compared with the same period last year.

## **LIQUIDITY AND FINANCIAL RESOURCES**

The Group maintained a healthy and sound liquidity position as at 31 December 2023. The working capital needs and other capital requirements were met by combining shareholders' equity and cash generated from operations.

The Group intends to finance its future operations and capital expenditures with cash flow generated from operating activities and/or external funding resources. The primary uses of cash have been and are expected to continue to be operating costs and capital expenditures.

The current assets primarily comprise cash and bank balances, trade receivables, prepayments, deposits, and other receivables, amounts due from related companies, and inventories.

The current liabilities primarily comprise trade payables, lease liabilities, a short-term portion of bank borrowing, tax payable, accruals, and other payables.

As at 31 December 2023, the Group maintained cash, bank balances, and time deposits amounting to approximately HK\$74.7 million (30 June 2023: HK\$93.3 million). Net current assets increased from approximately HK\$29.1 million as of 30 June 2023 to approximately HK\$35.0 million as at 31 December 2023. The banking facilities amounting to approximately HK\$295.2 million (30 June 2023: HK\$295.2 million) are made available to the Group, of which HK\$230.8 million remained unutilised as at 31 December 2023 (30 June 2023: HK\$229.7 million).

## **FOREIGN EXCHANGE EXPOSURE RISKS**

The Group's exposure to foreign currency risk is not material. The Group mainly operates in Hong Kong, with most of the operating transactions denominated and settled in Hong Kong dollars, and the cash and cash equivalents of the Group are mainly denominated in Hong Kong dollars and United States dollars. As at 31 December 2023, the Group has not used any forward contracts, currency borrowings, derivative financial instruments, or other means to hedge foreign exchange risk (30 June 2023: same).

During the Period, the Group did not use any financial instruments for hedging purposes.

## **CAPITAL STRUCTURE**

During the Period, the Group mainly relied on its equity, internally generated cash flows and bank borrowings to finance its operations. The total outstanding borrowings were HK\$64.4 million, which were short-term loans. The Group's bank borrowings bear floating interest rates from Hong Kong Interbank Offered Rate (“**HIBOR**”) plus 1.3% per annum as at 31 December 2023 (30 June 2023: same).

## **TREASURY POLICY**

The Group invests its surplus funds in accordance with a treasury policy approved from time to time by the Board. Surplus funds are placed in bank deposits and invested in financial instruments. Bank deposits and financial assets at amortised cost and fair value are predominately maintained in Hong Kong dollars, United States dollars and Renminbi.

## **GEARING RATIO**

Gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as “equity” (as shown in the condensed consolidated statement of financial position) plus net debt. As at 31 December 2023, the gearing ratio was nil.

As at 30 June 2023, the gearing ratio was nil.

## **CAPITAL COMMITMENTS**

As at 31 December 2023, the Group did not have any significant capital commitments.

## **PLEDGE OF ASSETS**

As at 31 December 2023, the Group's banking facilities were secured by legal charges over certain of the Group's buildings and right-of-use assets with an aggregate carrying value of HK\$170.3 million (30 June 2023: HK\$172.3 million).

## **CONTINGENT LIABILITIES**

As at 31 December 2023, the Group did not have any material contingent liabilities.

## **PERFORMANCE GUARANTEE**

There is a contractor who requires the Company to provide a performance guarantee issued by banks to protect the service contractors from financial loss in the event that the Company does not perform what is expected of it under the terms of the related service contracts. As at 31 December 2023, the outstanding performance guarantee amounted to HK\$1,668,000 (30 June 2023: HK\$1,668,000).

## **FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS**

The Group did not have any plans for material investments or capital assets as at 31 December 2023 (30 June 2023: Nil).

## **SIGNIFICANT INVESTMENT, MATERIAL ACQUISITIONS, AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES**

There were no significant investments held, material acquisitions and disposal of subsidiaries and affiliated companies during the Period.

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 31 December 2023, the Group employed a total of 79 employees (six months ended 31 December 2022: 69 employees). Total staff costs including Directors' remuneration for the Period amounted to approximately HK\$12.2 million (six months ended 31 December 2022: HK\$13.4 million).

The employee remuneration package includes salary and a discretionary bonus. An employee's remuneration is determined based on the individual's qualifications, experience, position, job responsibilities, and market conditions. Salary adjustments and promotions are based on the evaluation of performance by way of the annual review, and discretionary bonuses are paid to employees with reference to the Group's financial performance of the preceding financial year and the performance of individual employees. The Group's remuneration policies are in line with the prevailing market practices.

To reward eligible participants (including but not limited to directors and employees of the Group) for their contributions to the Group and/or to incentivise or motivate them to work towards enhancing the value of the Group for its long-term growth and development for the benefit of the Company and its shareholders as a whole, the Company may where appropriate grant share options pursuant to its existing share option scheme (which is valid and effective

for a period of 10 years from 8 July 2014) to subscribe for ordinary shares of the Company or select eligible participants to participate in its share award scheme (which is valid and effective for a period of 10 years from 1 June 2022) and award shares to selected participants.

During the Period, no share options are granted by the Company under the share option scheme (six months ended 31 December 2022: same).

During the Period, no option has been exercised (2022: same). During the Period, 2,460,000 shares were awarded under the share award scheme.

## **PURCHASE, SALE, OR REDEMPTION OF LISTED SECURITIES**

During the Period and up to the date of this interim results announcement, neither the Company nor any of its subsidiaries had purchased, redeemed or sold any of the Company's listed securities.

## **COMPLIANCE WITH THE MODEL CODE FOR 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 C3 to the Listing Rules as the code for securities transactions by Directors on terms no less exacting than the required dealing standards of the Model Code. The Directors, after specific enquiries by the Company, confirmed their compliance with the required dealing standards set out in the Model Code throughout the Period.

## **CORPORATE GOVERNANCE**

The Board is committed to ensuring and upholding a high standard of corporate governance, transparency and business practices, which are fundamental to achieving the Group's vision of becoming and/or continuing to be a leading, respected and fast-growing provider of healthcare staffing solution services in Hong Kong and safeguarding the overall interests of the Company and its shareholders.

The Company's corporate governance practices are based on the principles of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix C1 to the Listing Rules. During the Period and up to the date of this interim results announcement, the Company complied with the applicable code provisions set out in the CG Code, except for the deviation from code provision C.2.1 in Part 2 of the CG Code which is explained below.

### **Code provision C.2.1**

Under code provision C.2.1, the roles of the chairman and the chief executive officer should be segregated and should not be performed by the same individual.

Since 18 August 2018, Ms. Hai Hiu Chu (“**Ms. Hai**”) has acted as the chairman of the Board and the chief executive officer of the Company. Ms. Hai is the founder of the Group

and has extensive experience in the medical field and the pharmaceutical industry. Ms. Hai is responsible for effectively running the Board and formulating business strategies and development. The Board considers that Ms. Hai, by serving as the chairman of the Board and the chief executive officer of the Company, is able to lead the Board with efficiency and consistency in major business decision-making for the Group. The existing management structure enables the Board's decisions to be more effectively made and facilitates the implementation of business strategies under the solid and experienced leadership of Ms. Hai, which is conducive to the effective management and the business development of the Group.

The Board will continue to review the effectiveness of the Group's corporate governance structure to assess whether changes, including the separation of the roles of the chairman and the chief executive officer, are necessary.

### **AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS**

The Board established the audit committee with written terms of reference that are of no less exacting terms than those set out in the CG Code. The full terms of reference setting out details of the duties of the audit committee are available on the Stock Exchange's website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website at [www.bamboos.com.hk](http://www.bamboos.com.hk).

The primary duties of the audit committee are to oversee the Company's financial reporting system, risk management, and internal control systems, make recommendations to the Board on the appointment, re-appointment and removal of the external auditors and to approve their terms of engagement and remuneration, review and monitor the external auditor's independence and objectivity and the effectiveness of the audit process in accordance with applicable standards, meet with the external auditor regularly and provide advice and recommendations to the Board.

The Company's interim results for the Period have not been audited but the Company's audit committee, which comprises three independent non-executive Directors (namely, Mr. Wong Kon Man Jason, Dr. Chan Kai Yue Jason and Mr. Lam Kwok Ming), has reviewed the unaudited consolidated financial results and the interim report of the Company for the Period and agreed to the accounting principles and practices adopted by the Company.

### **INTERIM DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS**

On 27 February 2024, the Board resolved to declare an interim dividend of HK5.0 cents per ordinary share for the Period (six months ended 31 December 2022: HK3.75 cents). The interim dividend will be paid in cash. Based on the number of shares in issue as at the date of this interim results announcement, a total amount of HK\$20,123,000 as dividend will be distributed.

The interim dividend will be distributed to shareholders of the Company whose names appeared on the register of members of the Company at the close of business on Friday, 15 March 2024. The register of members of the Company will be closed from Wednesday,



13 March 2024 to Friday, 15 March 2024 (both days inclusive), and during such period no share transfer will be registered. To qualify for the interim dividend, all transfer of shares accompanied by the relevant share certificates must be lodged with the branch share registrar of the Company in Hong Kong, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, no later than 4:00 p.m. on Tuesday, 12 March 2024. The interim dividend will be payable on Friday, 22 March 2024.

## **PUBLICATION OF INTERIM REPORT**

The interim report of the Company for the Period will be despatched to the shareholders and available on the website of the Stock Exchange (<http://www.hkex.com.hk>) and the Company’s website (<http://www.bamboos.com.hk>) before the end of March 2024.

By order of the Board  
**Bamboos Health Care Holdings Limited**  
**Hai Hiu Chu**  
*Chairman*

Hong Kong, 27 February 2024

*As at the date of this announcement, the executive Director is Ms. Hai Hiu Chu; and the independent non-executive Directors are Dr. Chan Kai Yue Jason, Mr. Wong Kon Man Jason and Mr. Lam Kwok Ming.*