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Meta Media Holdings Limited

超媒體控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 72)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2024

FINANCIAL HIGHLIGHTS

	Six months ended 30 June 2024 RMB'000 (Unaudited)	Six months ended 30 June 2023 RMB'000 (Unaudited)
Revenue	160,616	158,321
Loss for the period	(13,985)	(21,554)
Loss per share – Basic and diluted	RMB(0.0346)	RMB(0.0465)

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2024 (2023: nil).

The board (the “**Board**”) of directors (the “**Directors**”) of Meta Media Holdings Limited (the “**Company**”) is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the “**Group**”, “**we**” or “**our**”) for the six months ended 30 June 2024 (the “**Interim Period**”) together with comparative figures for the corresponding period in 2023. The interim results had been reviewed by the Company’s audit committee (the “**Audit Committee**”).

Condensed consolidated statement of profit or loss and other comprehensive income
for the six months ended 30 June 2024

	<i>Notes</i>	Six months ended 30 June	
		2024	2023
		<i>RMB’000</i>	<i>RMB’000</i>
		(Unaudited)	(Unaudited)
Revenue	4	160,616	158,321
Cost of sales		<u>(101,008)</u>	<u>(97,377)</u>
Gross profit		59,608	60,944
Other income	5	562	1,577
Other gains/(losses) - net	6	7,203	(711)
Distribution expenses		(31,990)	(31,864)
Administrative expenses		<u>(42,659)</u>	<u>(44,388)</u>
Loss from operations		(7,276)	(14,442)
Finance expenses	7	(5,970)	(5,548)
Share of losses of a joint venture		<u>(137)</u>	<u>(513)</u>
Loss before income tax	8	(13,383)	(20,503)
Income tax expense	9	<u>(602)</u>	<u>(1,051)</u>
Loss for the period		<u>(13,985)</u>	<u>(21,554)</u>

	Six months ended 30 June	
	2024	2023
	RMB'000	RMB'000
	(Unaudited)	(Unaudited)
Other comprehensive income, net of tax		
<i>Items that will not be subsequently reclassified to profit or loss</i>		
Revaluation surplus upon transfer from property, plant and equipment to investment properties	–	30,486
Tax effect relating to revaluation surplus upon transfer from property, plant and equipment to investment properties	–	(7,622)
	<u>–</u>	<u>(7,622)</u>
	<u>–</u>	<u>22,864</u>
<i>Items that may be subsequently reclassified to profit or loss</i>		
Exchange differences on translation of financial statements of overseas subsidiaries	<u>2,463</u>	<u>4,367</u>
Other comprehensive income for the period	<u>2,463</u>	<u>27,231</u>
Total comprehensive (expenses)/income for the period	<u>(11,522)</u>	<u>5,677</u>
(Loss)/profit for the period attributable to:		
Owners of the Company	<u>(14,933)</u>	<u>(20,098)</u>
Non-controlling interests	<u>948</u>	<u>(1,456)</u>
	<u>(13,985)</u>	<u>(21,554)</u>

		Six months ended 30 June	
	<i>Notes</i>	2024	2023
		<i>RMB'000</i>	<i>RMB'000</i>
		(Unaudited)	(Unaudited)
Total comprehensive (expenses)/income for the period attributable to:			
Owners of the Company		(12,579)	7,407
Non-controlling interests		<u>1,057</u>	<u>(1,730)</u>
		<u>(11,522)</u>	<u>5,677</u>
Loss per share			
–Basic (<i>RMB per share</i>)	<i>10</i>	<u>RMB(0.0346)</u>	<u>RMB(0.0465)</u>
–Diluted (<i>RMB per share</i>)		<u>RMB(0.0346)</u>	<u>RMB(0.0465)</u>

Condensed consolidated statement of financial position
as at 30 June 2024

	<i>Notes</i>	As at 30 June 2024 RMB'000 (Unaudited)	As at 31 December 2023 RMB'000 (Audited)
Non-current assets			
Property, plant and equipment	<i>11</i>	118,603	122,186
Right-of-use assets		13,070	55,422
Investment properties		79,880	79,880
Intangible assets		30,906	32,251
Goodwill	<i>12</i>	36,617	36,615
Investment in a joint venture		3,618	3,755
Software development in progress		52	52
		282,746	330,161
Current assets			
Inventories		89,177	88,245
Trade, bills and other receivables	<i>13</i>	168,242	193,136
Pledged bank deposits		30,000	30,000
Cash and cash equivalents		32,906	35,926
		320,325	347,307
Current liabilities			
Trade and other payables	<i>14</i>	108,448	130,602
Contract liabilities		6,076	6,113
Borrowings	<i>15</i>	172,140	163,265
Lease liabilities		7,645	13,652
Current income tax liabilities		8,620	8,609
		302,929	322,241
Net current assets		17,396	25,066
Total assets less current liabilities		300,142	355,227

	<i>Notes</i>	As at 30 June 2024 RMB'000 (Unaudited)	As at 31 December 2023 RMB'000 (Audited)
Non-current liabilities			
Amount due to a non-controlling shareholder of a subsidiary		4,522	4,521
Lease liabilities		5,509	49,073
Deferred income tax liabilities		<u>17,294</u>	<u>17,294</u>
		<u>27,325</u>	<u>70,888</u>
Net assets		<u>272,817</u>	<u>284,339</u>
Equity			
Share capital	16	3,853	3,853
Reserves	16	<u>203,716</u>	<u>216,295</u>
Equity attributable to owners of the Company			
		207,569	220,148
Non-controlling interests		<u>65,248</u>	<u>64,191</u>
Total equity		<u>272,817</u>	<u>284,339</u>

Notes to the condensed consolidated financial statements for the six months ended 30 June 2024

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 8 March 2007 and registered as an exempted company with limited liability under the Companies Act (as revised), Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. Its principal places of business in the People's Republic of China (the “**PRC**”) and Hong Kong are at Units 213, 2/F, Block 2, Exhibition Centre, No. 1 Software Park Road, Zhuhai City, Guangdong Province, the PRC and 7/F, Global Trade Square, No. 21 Wong Chuk Hang Road, Aberdeen, Hong Kong, respectively. Its registered office is at Tricor Services (Cayman Islands) Limited, Third Floor, Century Yard, Cricket Square, P.O. Box 902, Grand Cayman, KY1-1103, Cayman Islands.

The shares of the Company have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) since 9 September 2009.

The Group is principally engaged in the provision of multi-media advertising services, printing and distribution of magazines, provision of advertising-related services, artwork trading and related services and restaurant operation.

The condensed consolidated statement of financial position as at 30 June 2024 and the related condensed consolidated statement of profit or loss and other comprehensive income, the condensed consolidated statement of changes of equity and the condensed consolidated statement of cash flows for six-month period then ended, and notes to the consolidated financial statements (collectively defined as the “**Interim Financial Information**”) of the Group have been approved by the Board on 26 August 2024.

The Interim Financial Information are presented in Renminbi (“**RMB**”) and all values are rounded to the nearest thousand (RMB'000), unless otherwise stated.

2. BASIS OF PREPARATION

These condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting” and the applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

These condensed consolidated financial statements should be read in conjunction with the 2023 annual financial statements. The accounting policies and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual financial statements for the year ended 31 December 2023.

3. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

During the Interim Period, the Group has adopted all the new and revised International Financial Reporting Standards (“**IFRSs**”) that are relevant to its operations and effective for its accounting year beginning on 1 January 2024. IFRSs comprise International Financial Reporting Standards (“**IFRS**”), International Accounting Standards (“**IAS**”), and Interpretations. The adoption of these new and revised IFRSs did not result in significant changes to the Group’s accounting policies, presentation of the Group’s financial statements and amounts reported for the Interim Period and prior years.

The Group has not applied the new and revised IFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new and revised IFRSs but is not yet in a position to state whether these new and revised IFRSs would have a material impact on its results of operations and financial position.

4. REVENUE AND SEGMENT REPORTING

The chief operating decision-makers mainly include senior executive management of the Company. They review the Group's internal reports in order to determine the operating segments, assess performance and allocate resources based on these reports.

Senior executive management considers the business from a business perspective, and assesses the performance of the business segment based on revenue and adjusted earnings before interest, taxes, depreciation, and amortization (the "EBITDA") without allocation of depreciation, amortisation, finance expenses, share of losses of a joint venture, and other unallocated head office and corporate expenses.

The amount provided to senior executive management with respect to total assets is measured in a manner consistent with that of the condensed consolidated financial statements. These assets are allocated based on the operations of segment. Investment properties, certain other receivables, investment in a joint venture, pledged bank deposits, cash and cash equivalents and corporate and unallocated assets are not considered to be segment assets but rather are managed by the treasury function.

Information about segment liabilities are not regularly reviewed by chief operating decision-makers. Accordingly, segment liabilities information is not presented.

The Group has two (30 June 2023: two) reportable segments as described below, which are the Group's strategic business units. The chief operating decision-makers assess the performance of the operating segments mainly based on segment revenue and profit/loss of each operating segment. Segment information below is presented in a manner consistent with the way in which information is reported internally for the purposes of resource allocation and performance assessment. The following describes the operations in each of the Group's reportable segments:

- Art platform: this segment engages in publication of magazines and periodicals, the provision of advertising agency services, artwork trading and auction, art exhibition and related education, and restaurant operations.
- Digital platform: this segment is a digital media platform in which the Group engages in the digital publishing business. The Group publishes multiple digital media products, and engages in the provision of advertising agency services and the production of customised contents for brand advertisers.

(a) **Revenue**

The Group derives revenue from the transfer of goods and services over time and at a point in time from external customers in the following major product lines:

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Reportable segment:		
– Art platform	97,497	96,238
– Digital platform	63,969	62,603
	161,466	158,841
Revenue derived from other operations	97	233
Less: sales taxes and other surcharges	(947)	(753)
	160,616	158,321
	<u>160,616</u>	<u>158,321</u>
Types of goods or services:		
– Advertising income	93,008	82,923
– Production, event and service income	59,806	70,282
– Circulation and subscription income	7,297	4,088
– Revenue from restaurant operation	505	1,028
	160,616	158,321
	<u>160,616</u>	<u>158,321</u>
Timing of revenue recognition under IFRS 15:		
– At a point in time	505	1,028
– Over time	160,111	157,293
	160,616	158,321
	<u>160,616</u>	<u>158,321</u>

(b) Adjusted EBITDA

The adjusted EBITDA of the Group for the six months ended 30 June 2024 and 2023 were set out as follows:

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Reportable segment:		
– Art platform	(7,249)	(9,953)
– Digital platform	<u>15,744</u>	<u>13,203</u>
	8,495	3,250
Revenue derived from other operations	97	233
Depreciation	(12,439)	(13,153)
Amortisation	(1,384)	(2,864)
Finance expenses	(5,970)	(5,548)
Share of losses of a joint venture	(137)	(513)
Unallocated head office and corporate expenses	<u>(2,045)</u>	<u>(1,908)</u>
Loss before income tax	<u><u>(13,383)</u></u>	<u><u>(20,503)</u></u>

	Depreciation	Amortisation	Finance
	<i>RMB'000</i>	<i>RMB'000</i>	expenses
	(Unaudited)	(Unaudited)	<i>RMB'000</i>
			(Unaudited)
Six months ended 30 June 2024			
Reportable segment:			
– Art platform	7,506	835	3,603
– Digital platform	<u>4,925</u>	<u>548</u>	<u>2,367</u>
	<u><u>12,431</u></u>	<u><u>1,383</u></u>	<u><u>5,970</u></u>

	Depreciation <i>RMB'000</i> (Unaudited)	Amortisation <i>RMB'000</i> (Unaudited)	Finance expenses <i>RMB'000</i> (Unaudited)
Six months ended 30 June 2023			
Reportable segment:			
– Art platform	7,957	1,733	3,365
– Digital platform	5,176	1,127	2,183
	<u>13,133</u>	<u>2,860</u>	<u>5,548</u>

(c) **Total assets**

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
Reportable segment:		
– Art platform	233,931	294,728
– Digital platform	187,864	199,267
	421,795	493,995
Corporate and unallocated assets	9,127	9,062
Investment properties	79,880	79,880
Other receivables	25,745	24,850
Investment in a joint venture	3,618	3,755
Pledged bank deposits	30,000	30,000
Cash and cash equivalents	32,906	35,926
Total assets	603,071	677,468

Additions to non-current segment assets during the Interim Period are as follows:

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Reportable segment:		
– Art platform	240	240
– Digital platform	2,232	355
	<u>2,472</u>	<u>595</u>

(d) Geographic information

The geographical location of the Group’s property, plant and equipment, right-of-use assets, investment properties, intangible assets, goodwill, investment in a joint venture and software development in progress are mainly in the PRC, Hong Kong and the United Kingdom (the “UK”) as at 30 June 2024 and 31 December 2023.

5. OTHER INCOME

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
PRC government subsidy (<i>note</i>)	170	369
Bank interest income	243	622
Others	149	586
	<u>562</u>	<u>1,577</u>

Note: PRC government subsidy represented subsidies received from local governmental authorities by several subsidiaries of the Group.

6. OTHER GAINS/(LOSSES) – NET

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Net (loss) on disposal of property, plant and equipment	(67)	(70)
Net gain on termination of leases	8,189	–
Exchange differences	(919)	(641)
	<u>7,203</u>	<u>(711)</u>

7. FINANCE EXPENSES

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Interest expense on borrowings	3,897	3,839
Interest expense on other payables to a non-controlling shareholder of a subsidiary	607	–
Finance charges on lease liabilities	1,466	1,709
	<u>5,970</u>	<u>5,548</u>

8. LOSS BEFORE INCOME TAX

The Group's loss before income tax is stated after charging/(crediting) the following:

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Depreciation of property, plant and equipment and right-of-use assets	12,439	13,153
Amortisation of intangible assets	1,384	2,864
Reversal of expected credit loss (“ECL”) allowance on trade receivables	(1,461)	(964)
Short term leases charges on land and buildings	147	423

9. INCOME TAX EXPENSE

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Act of Cayman Islands and, accordingly, is exempted from payment of Cayman Islands income tax.

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits for the six months ended 30 June 2024 and 2023. No provision for PRC Corporate Income Tax has been made since the Group has sufficient tax losses brought forward to set off against current/prior period's assessable profits or did not generate any assessable profits for the six months ended 30 June 2024 and 2023. No provision for UK Corporation Tax has been made since the Group did not generate any assessable profits for the six months ended 30 June 2024 and 2023. During the six months ended 30 June 2024, current income tax included a provision of approximately RMB602,000 (six months ended 30 June 2023: RMB584,000) in respect of withholding income tax on services income charged to the Group's PRC subsidiaries.

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Current income tax – Hong Kong Profits Tax, provision for the period	–	467
Current income tax – PRC Corporate Income Tax, provision for the period	602	584
	602	1,051

10. LOSS PER SHARE

Basic loss per share

Basic loss per share was computed by dividing the loss attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the respective periods.

	Six months ended 30 June	
	2024	2023
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Loss attributable to owners of the Company	<u>(14,933)</u>	<u>(20,098)</u>
	<i>'000</i>	<i>'000</i>
Issued ordinary shares as at 1 January and 30 June	438,353	438,353
Weighted average number of treasury shares hold	<u>(6,359)</u>	<u>(6,359)</u>
Weighted average number of ordinary shares in issue	<u>431,994</u>	<u>431,994</u>

Diluted loss per share were same as the basic loss per share as there was no dilutive event existed during six months ended 30 June 2024 and 2023.

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2024, the Group acquired items of property, plant and equipment with a cost of approximately RMB1,027,000 (six months ended 30 June 2023: approximately RMB1,427,000). Certain property, plant and equipment with a net book value of approximately RMB314,000 (six months ended 30 June 2023: RMB210,000) were disposed of by the Group during the six months ended 30 June 2024, resulting in a net loss on disposals of approximately RM67,000 (six months ended 30 June 2023: net loss of approximately RMB70,000). A building held for own use was reclassified to an investment property upon the management of the subsidiaries decided to cease to occupy the building for own use and started leasing out the building on 30 June 2023, resulting in a net book value of approximately RMB14,744,000 revaluing to approximately RMB45,230,000 and transferring to investment properties.

12. GOODWILL

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
At the beginning of the reporting period	36,615	36,013
Currency translation differences	<u>2</u>	<u>602</u>
At the end of the reporting period	<u>36,617</u>	<u>36,615</u>

Goodwill is allocated to the Group's cash-generating units identified according to country of operation and operating segment. A segment level summary of goodwill is presented below:

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
Digital platform – the PRC	28,203	28,203
Digital platform – the UK	<u>8,414</u>	<u>8,412</u>
	<u>36,617</u>	<u>36,615</u>

The recoverable amounts of goodwill relating to the digital platform and art platform in the PRC and UK were determined based on value-in-use calculations as at 30 June 2024, consistent with the methods used as at 31 December 2023.

13. TRADE, BILLS AND OTHER RECEIVABLES

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
Trade receivables	129,786	156,684
Less: ECL allowance of trade receivables	<u>(3,034)</u>	<u>(4,215)</u>
Trade receivables, net	126,752	152,469
Other receivables:		
Value-added tax recoverable	11,464	10,899
Prepayments	7,086	6,760
Printing deposits	12,127	12,062
Rental, utility and other deposits	3,186	5,255
Advances and loans to employees (<i>note</i>)	1,384	1,079
Amount due from a senior management (<i>note</i>)	1,247	1,235
Amount due from a joint venture (<i>note</i>)	2,553	763
Others	<u>2,443</u>	<u>2,614</u>
	<u>168,242</u>	<u>193,136</u>

Note: The amount due are unsecured, interest-free and repayable on demand.

The ageing analysis of trade receivables, based on invoice dates, before ECL allowance, was as follows:

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
<u>Trade receivables, gross</u>		
Within 30 days	63,334	51,145
Over 30 days and within 90 days	29,481	54,763
Over 90 days and within 180 days	17,653	24,980
Over 180 days and within 1 year	15,084	13,287
Over 1 year and within 2 years	497	6,207
Over 2 years and within 3 years	1,171	4,486
Over 3 years	2,566	1,816
	<u>129,786</u>	<u>156,684</u>

The credit period granted to advertising and circulation customers is between 30 to 180 days (with a certain limited number of customers granted a credit period of 270 days). No interest is charged on the outstanding trade receivables.

All of the trade receivables are expected to be recovered within one year.

The Group applies simplified approach to estimate ECL prescribed in IFRS 9. Movements in ECL allowance of trade receivables were as follows:

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
At the beginning of reporting period	4,215	5,662
Change in ECL allowance	(1,461)	266
Provision/(written off)	275	(1,729)
Exchange difference	5	16
	<u>3,034</u>	<u>4,215</u>
At the end of the reporting period	<u>3,034</u>	<u>4,215</u>

14. TRADE AND OTHER PAYABLES

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
Trade payables	67,548	75,131
Other payables:		
Accrued taxes other than income tax (<i>note a</i>)	4,784	5,151
Other payables (<i>note b</i>)	15,318	25,852
Salaries, wages, bonus and benefits payable	3,969	6,093
Amount due to a director (<i>note c</i>)	4,308	3,559
Amount due to a non-controlling shareholder of a subsidiary (<i>note d</i>)	11,893	14,493
Other liabilities	628	323
	<u>108,448</u>	<u>130,602</u>

The ageing analysis of the trade payables of the Group, based on the invoice dates, is as follows:

	As at 30 June 2024 <i>RMB'000</i> (Unaudited)	As at 31 December 2023 <i>RMB'000</i> (Audited)
Within 30 days	22,514	38,416
Over 30 days and within 90 days	5,550	13,227
Over 90 days and within 180 days	1,360	5,172
Over 180 days	38,124	18,316
	<u>67,548</u>	<u>75,131</u>

Note a: Accrued taxes other than income tax mainly consist of value-added tax payables, surtax payables and related surcharges, and individual income tax payables.

Note b: Other payables mainly represents advertising production expenses, office expenses and marketing and promotion expenses.

Note c: Amount due to a director was unsecured, interest-free and repayable on demand.

Note d: The amount due was unsecured, bearing interest rate at 8% per annum from 1 September 2023 to 31 December 2023 and 10% per annum from 1 January 2024 to 31 December 2024, and repayable on or before 31 December 2024.

15. BORROWINGS

	As at 30 June 2024 RMB'000 (Unaudited)	As at 31 December 2023 RMB'000 (Audited)
Secured bank borrowings (<i>note</i>)	<u>172,140</u>	<u>163,265</u>

Note: As at 30 June 2024, bank borrowings were secured by certain properties of the Group with aggregate carrying amount of approximately RMB178,044,000 (including in investment properties of approximately RMB79,880,000 and property, plant and equipment of approximately RMB98,164,000) (as at 31 December 2023: approximately RMB179,082,000 (including in investment property of approximately RMB79,880,000 and property, plant and equipment of approximately RMB99,202,000)) and/or was guaranteed by Mr. Shao Zhong (“**Mr. Shao**”)/Mr. Shao’s spouse/the Company/the subsidiaries of the Company. Bank borrowings were also secured by pledged bank deposits of approximately RMB30,000,000 (as at 31 December 2023: approximately RMB 30,000,000) as at 30 June 2024.

During the six months ended 30 June 2024, the Group has violated a covenant attached to the interest-bearing borrowings. Breaches in meeting the covenant would permit the bank to immediately call borrowings.

16. SHARE CAPITAL, DIVIDEND AND RESERVES

(a) Share capital

Details of the authorised and issued share capital of the Company were set out as follows:

	Number of shares '000	Share capital HK\$'000
Authorised:		
Ordinary shares of HK\$0.01 each:		
At 30 June 2024 (unaudited) and 31 December 2023 (audited)	<u>8,000,000</u>	<u>80,000</u>
	Number of shares '000	Share capital RMB'000
Ordinary shares, issued and fully paid:		
At 30 June 2024 (unaudited) and 31 December 2023 (audited)	<u>438,353</u>	<u>3,853</u>

(b) Dividend

The Directors do not recommend the payment of any interim dividend for the six months ended 30 June 2024 and 2023.

MANAGEMENT DISCUSSION AND ANALYSIS

RESULTS SUMMARY

The segment results of the Group for the Interim Period are as follows:

	Art platform <i>RMB'000</i>	Digital platform <i>RMB'000</i>	Total <i>RMB'000</i>
2024			
Revenue from reportable segment	97,497	63,969	161,466
(Loss)/profit for reportable segment	(19,193)	7,904	(11,286)
Segment EBITDA	(7,249)	15,744	8,495
2023			
Revenue from reportable segment	96,238	62,603	158,841
(Loss)/profit for reportable segment	(23,227)	4,717	(18,510)
Segment EBITDA	(9,953)	13,203	3,250

After global economy suffered from years of instabilities caused by the COVID-19 pandemic, conflict, inflation and monetary tightening, the domestic market started to show a sign of recovery in the first half of 2024 although some uncertainties still existed. With regard to the Group, its financial performance improved due to the continuous efforts the management had made in the continuous innovation and expansion of the business model and the adoption of a series of cost control measures during the Interim Period, with EBITDA increased by 161% to RMB8,495,000 (the corresponding period in 2023: RMB3,250,000), revenue increased by 2% to RMB161,466,000 (the corresponding period in 2023: RMB158,841,000) and loss contracted by 39% to RMB11,289,000 (the corresponding period in 2023: RMB18,510,000).

With the various measures taken by the Group, the Group expects its future results may improve as the economy gradually recovers.

(A) BUSINESS REVIEW

The Group is always at the forefront of the times. Capitalising on the success of print publication, digital platform, and art marketing, the Group formally changed its name from “Modern Media” to “Meta Media” in 2022, which marked the beginning of a new era of development.

The Group has been established for more than 30 years. Developing from a local original cultural communication group, from modern broadcasting to hypermedia, it is thirty years of riding the waves, and also thirty years of non-stop modernity. Through the continuous practice of internationalisation, fashion, refined taste and social responsibility, we spread the truth, virtue and beauty and lead the trend of life and culture, creating a miracle for thirty years.

For its domestic operation, after the COVID-19 pandemic, the Group has embarked on more commercial activities and launched multi-dimensional cooperation with its brand clients, combining art, fashion and business. In line with the Group’s business philosophy of “no IP (Intellectual Property), no business”, the Group has leveraged on its strengths in creative thinking and capabilities to strengthen its existing IPs, while endeavouring to develop more sustainable and commercially viable IPs.

On the international front, the Group is no longer satisfied with focusing only on Chinese contemporary and fashion in the Chinese-speaking world, but has expanded its vision to include international contemporary society, culture and arts.

In order to enhance its influence in the international art market and to meet the art needs of high-consumption groups in other countries and regions, the Group has made efforts to promote the development of “Art Review” in Asia and Europe. On the one hand, it has restructured the creative team of “Art Review Asia”, and on the other hand, it has participated in important art events, such as the Singapore Art Fair (ART SG), and developed its customer base in countries such as Singapore and South Korea to promote its development in Southeast Asia.

In addition, the Group has re-examined its development strategy for NOWNESS in Europe and Asia. The platform planned to invest more resources to strengthen the brand’s presence and further leverage its strong customer base to achieve orderly growth.

Reshaping the future of business with art and technology is the Group’s new strategy. During the Interim Period, the Group combined the world’s leading art and technology strengths and started to build an innovative content platform integrating Professional Generated Content (PGC), User Generated Content (UGC) and Artificial Intelligence Generated Content (AIGC) to seize the new opportunities of AI development.

In April 2024, the first “Meta Eye Festival (超界影像藝術節)” sponsored by the Group unveiled. To celebrate the 60th anniversary of the establishment of diplomatic relations between China and France, the international video art event was themed “BOND LIVING THROUGH META EYE (眼界隨行)”, and brought a series of spectacular exhibitions, an immersive multi-media audio-visual feast and a series of dialogue events. Meta Eye Festival is a brand new art event that explores the integration of art and technology with commercial space. The Group’s latest development strategy is “Reimagining the Future of Business with Art and Technology”. We focus on the three dimensions, namely space, media and narrative, and regard image and digital content creation as our main research target. From Modern Media to Meta Media, it is a shift from traditional media to hypermedia, and we want to create a media platform that is “Beyond The Future”.

In May 2024, “Art Review” and “NOWNESS”, two media outlets of the Group, being inspired by the mass-energy equation of the theory of relativity ($E=mc^2$), co-founded MC2, a research organisation, which focuses on the integration of art and technology, particularly on artificial intelligence and future image production. The platform will focus on the presentation of born-digital moving images, relevant news and in-depth contents to provide insights into global art and emerging technologies, as well as organising a series of exhibitions and events. In the same month, the AI image pilot event titled “Weaving the Unseen: Artificial Intelligence and Visual Narrative” was held to understand the current status and trends of AI visual narratives from different perspectives and dimensions, including technology and ideas, principles and cases, the present and the future.

The MC2 AI image pilot event marks the launch of new strategy and area of the Group’s endeavour to reimagine the future of business through art and technology, with the aim of envisioning and imagining future possibilities beyond what is currently imagined. The Group will endeavour to integrate the world’s leading arts and technologies to construct a content platform involving a composite of PGC, UGC and AIGC innovatively. We will not only showcase innovative applications of technologies and arts, but also promote the integration of trendy cultures and digital technologies, as well as the development of AI image art.

With the academic support from MC2, the Group is building the Meta Eye, a platform that perfectly integrates “image” and “art”, to develop the transcendental integration of AIGC and Apple’s head-mounted display into a new opportunity, and to provide a professional-level movie-like artificial intelligence video production and dissemination platform using “AI + Visual Creation” as the carrier. Meta Eye is committed to integrating the latest technological and artistic developments with the emerging lifestyle of the general public, to create a comprehensive platform that integrates technology, art, culture and lifestyle.

Digital platform

The revenue of digital platform segment of the Group is primarily generated from its mature mobile applications and online platforms, such as “iWeekly”, “InStyle iLady”, “Bloomberg Businessweek” and “NOWNESS”, among which, “NOWNESS”, winning the favour of global luxury brands with creativity and quality, delivered the best performance. Revenue for the Interim Period from “NOWNESS” rose by 14% as compared with the corresponding period of last year, and it is expected that there will be great development potential in the future and the profit will maintain steady growth.

Having built a diversified and multi-dimensional digital matrix, the Group attained a good reputation and brand image, a solid customer base of fashion and luxury brands and high market recognition as it remained devoted to further developing the aforesaid applications and other digital media products and vigorously advancing the digital media business.

“NOWNESS” has become a place for inspiration and influence with its unique programme planning. Its contents cover art, design, fashion, beauty, music, food and travel. As at the end of the Interim Period, the cumulative number of downloads was approximately over 13,000,000. As a platform for the development of short films in the global arena and the ongoing discovery of new directors, “NOWNESS” has long been an important innovation base for young artists. Since 2019, five sessions of NOWNESS China New Talent Awards have been successfully held. This programme aims to discover outstanding Chinese new-generation filmmakers, stimulate their creativity, and display their video works with international platform resources. The Group has discovered a group of creative and talented young film creators and created a series of short videos with the characteristics of the times. Similar to blaze, they were expressing different ideas of this era, and redefining the perception of this era.

Art platform

With the continuous development and upgrade of modern consumption, the spiritual and material pursuits of consumer groups have continuously diversified. While traditional media focuses on the digital channels, the Group has walked out of the traditional paper and digital media framework to focus on the development of the art platform. Through the use of art marketing, along with the combination of brand and art, the Group locates the contact points between brands and high-end consumers, and at the same time enhances the brand’s taste and spiritual values, cultivates potential consumers and improves the competitiveness of enterprises. An examination on the Group’s path in the art platform sector shows no signs of stopping in its development.

In March 2024, a solo exhibition, “Thousands”, by Dr. He Jianping (“**Dr. He**”) was presented in ZiWU the Bridge in Shanghai. Dr. He is an internationally renowned graphic designer, and was the first Chinese designer to win the gold medal at the International Poster Biennale in Warsaw, Poland (波蘭華沙國際海報雙年展). The exhibition retraced Dr. He’s major art and design projects from 2003 to 2023, and presented for the first time his installation “Thousands”, which illustrates the relationship between spatial and visual design.

In March 2024, under the name of “Sitting for a while”, “Modern Weekly” launched activities in Beijing, Shanghai, Shenzhen and Chengdu, to explore a new mode of mapping on paper – “Inspiration Roaming Handbook”. Through the special conveners in the four cities, who are photographers, designers, musicians, curators, etc., we recommended interesting local bookstores, pubs, restaurants, cafes, record shops and art spaces, and invited readers to join us in discovering new inspirational spaces and reading spaces, and recounting the stories and traces of these cities behind them.

In April 2024, “Life in Shanghai”, a series of podcast programs co-organised by “Shanghai Literature” and “Life Monthly”, was launched in “iWeekly”. It was a virtual city walk in the form of literature, which was not confined to a certain landmark, but a freer literary walk in the scope of city of Shanghai, a walk linked by the writers’ experiences, memories and imaginations.

In May 2024, the third session of the InStyle Women of TIMES, organised by “InStyle”, was held in Shanghai. “InStyle” always believes that the definition of women of the new times is not only confined to their outward appearance, but also focuses more on their spirit at the modern times, i.e. every woman faces her inner self, is courageous to take on challenges, and is born to be true to her true self with “self-confidence, freedom and self-discipline”. Therefore, InStyle Women of TIMES has been exploring the power of women from different fields, honouring women in different industries who have made outstanding contributions to the times, and has been trying to use their stories to inspire more modern women to explore themselves and keep abreast with the times.

In addition, the Group has continuously released POWER 100, which is an authoritative ranking of the most influential people in the international contemporary art world published by the London-based magazine, Art Review. The review committee comprises writers, artists, curators and critics. They select information from global media, including the BBC, Figaro, Die Welt, Guardian, The Times, Financial Times, Wall Street Journal, Los Angeles Times, Moscow Times and Art News, as well as art and cultural blogs around the world, in order to determine the list of ranking.

(B) BUSINESS OUTLOOK

Reshaping the future of business with art and technology and reconstructing value with IP and ecology is our vision. We aim to construct a new framework with innovative concepts, leverage cutting-edge technology and take proactive steps to stride into a new era. There are four meanings of Meta Media. The first is hyper-advanced media, the second is hyper media, the third is hyper-boundary media, and the fourth is hyper-experience media, which is a composite media of PGC, UGC and AIGC. Our goal is to transform Meta Media into a media conglomerate that transcends boundaries and embodies a transcultural essence.

In the second half of 2024, the Group will implement our new strategy on all fronts: brand (IP) is the soul, content is the foundation, talent is the root, customers shall be respected and ecosystem governs, to develop itself from a “media platform” to an “ecological content provider”, and to seize the opportunities arising from the transformation of the content ecosystem.

“Beyond The Future” is the latest corporate vision of the Group. It is a phrase that represents the possibilities and expectations of going beyond or surpassing the future. It implies going beyond the current known or predicted state or concept. It may also mean a belief in progress and surpassing the currently imagined progress. In conclusion, “Beyond The Future” conveys the idea of envisioning the future and the possibilities of surpassing current imagination, as well as representing our expectations for our own future.

On the occasion of the 75th anniversary of “Art Review”, the Group’s internationally influential magazine, the Group will strategically collaborate with the Victoria & Albert Museum (V&A Museum) to organise an international art event in London, UK, to reinforce Art Review’s recognition and influence in the European region, and at the same time, develop connections and future collaborations with the art world.

The successful launching of the first session of the Meta Media Art Festival (MMAF) in 2023, organised by the Group in partnership with Swire Group, has turned the event into a new business model and a key revenue-generating project for the Group. In the autumn of 2024, the second session of the MMAF will be held as scheduled with the theme of “DigiTopia”, focusing on technological inspiration and exploring the use of art, fashion, design and technology. Through cross-disciplinary dialogue and cooperation among artists, designers and scientists, the festival will explore and demonstrate the multi-dimensional integration and innovation of various fields in the ever-changing digital era. It will not only be a multifaceted cross-disciplinary art exhibition, but also an experimental field for creativity collision and future imagination.

In addition, the Group, as one of the sponsors of the Victoria & Albert Museum in London, collaborated with the V&A Museum to jointly present “Horst: Photographer of Style” – V&A world tour exhibition which made its debut at Shanghai TaiKoo Li in 2023, provoking a stir among the public and successfully promoted the art of image to the public. The exhibition brought together reproductions of precious photographs from the collections of the V&A Museum and the Horst Legacy Committee, as well as the creative process behind the photographs, including some of the most recognisable masterpieces in the history of fashion photography. In view of the success of the debut, the Group will continue to extend such artistic IP and arrange for its exhibition at Beijing TaiKoo Li at the end of August 2024.

China is the second largest art market in terms of modern image art. In this regard, the Group plans to co-operate with Montgomery Group to organise PHOTOFAIRS Shanghai in May next year. Since its debut in 2014, the exhibition has grown to be a leading platform for collecting contemporary photography in China. Since its inception, PHOTOFAIRS Shanghai has been upholding the pioneering spirit, focusing on the international frontiers and offering museum-quality class exhibition sections and contents to provide collectors, visitors and professionals in the Asia-Pacific region with an excellent experience for appreciating and discovering the art of image. The Group will combine its resources to bring a new PHOTOFAIRS Shanghai.

On the international front, the Group will strengthen its co-operation with Montgomery Group and plans to participate in and organise the PHOTOFAIRS Hong Kong. The first session of the exhibition will be held in Hong Kong in March next year, when exhibitors from all over the world will gather to showcase the broad horizons of photography. There is a huge demand for the art of photography in Asia, and Hong Kong’s position as the world’s leading art centre makes it an ideal location for such kind of fair. The launching of PHOTOFAIRS Hong Kong during the period of Hong Kong Art Week will make it become the city’s unmissable destination for photographic art, which may attract many of the top fashionist as in the international art world.

Moreover, the Group plans to actively participate in the Tokyo Gendai next year. Tokyo has one of Asia’s leading art institutions and a tradition of collecting contemporary art, and it was the first art market launched in Asia. Participation in world-class international contemporary art exhibitions will effectively expand the Group’s international brand recognition and influence.

Meanwhile, the Group is no longer content with merely covering contemporary China in the Chinese-speaking world. Rather, it is widening its horizons to cover the international contemporary community. In the aftermath of the COVID-19 pandemic, the Asia-Pacific art circle has been revitalised by means of various art events and exhibitions. Taking this opportunity, the Group plans to actively explore the Japanese market and further enhance its presence in Japan through the platforms “Art Review Asia” and “NOWNESS Asia”.

Since August 2024, Dr. Lo Wing-yan William, J.P. (“**Dr. Lo**”) has joined the Group and acted as its Chief Operating Officer. He is responsible for the international business segment of the Group, managing and co-ordinating the business operations of the NOWNESS and Art Review platforms in the UK and the development of the new business line MC2, as well as upgrading and developing the Group’s co-operation with Montgomery Group in Japan, Singapore and other places. Dr. Lo has a Master’s Degree in pharmacology and a PhD in molecular neuroscience from the University of Cambridge, the UK. He once served as a senior executive in a number of renowned companies such as McKinsey & Company, Hong Kong Telecom IMS, South China Media Group, etc., and as a director of more than 20 listed companies in Hong Kong, the United States, Singapore and the UK over the past two decades. He has extensive experiences in managing international enterprises. We believe that Dr. Lo’s joining will bring new perspectives and impetus to the Group, driving the Group’s development and competitiveness in the business market.

Looking ahead, the management of the Group believes that further implementing the strategy of expanding the new media platform and innovating business models and transitioning to a new digital life platform will bring new opportunities and growth momentum to the Group. Aiming to become a world’s leading content empowerment company, the Group will reshape the future of business with art and technology. We believe that as a high-profile media group with a history of 30 years in China and one of the most influential, well-known and high-end media groups with a leading position in areas such as fashion, culture, art, commerce and metaverse in the Chinese market, which is the world’s second largest economy, we will always take the Company’s core values of attitude, belief, ideas and vision as the driving force, always aim at high standards, quality and efficiency, and create more outstanding achievements with passion.

Today, we find ourselves in an era of tremendous transformation, where the understanding of every industry is rapidly evolving, and cross-disciplinary approaches are becoming increasingly common. Hypermedia represents a constant pursuit of surpassing oneself as a medium. We never perceive ourselves as a traditional media brand, instead, and we believe that we are currently in an iterative process at the intersection of art, fashion, media and technology. Whether we refer to it as a new media brand or a cultural brand, it is a hypercultural hybrid – known as hypermedia.

(C) EVENTS SINCE 30 JUNE 2024 AND UP TO THE DATE OF THIS ANNOUNCEMENT

Saved as disclosed in this announcement, there have been no other important events affecting the Group since 30 June 2024 and up to the date of this announcement.

DIVIDEND

To preserve more financial resources in response to the market stagnancy, the Directors do not recommend the payment of any interim dividend for the Interim Period (2023: nil). The Directors will consider the payment of final dividend after evaluating the full-year financial performance of 2024.

LIQUIDITY AND FINANCIAL RESOURCES

Net cash flows

During the Interim Period, the Group recorded a net cash inflow in operating activities of RMB5,864,000 (corresponding period of 2023: RMB13,678,000). The Group recorded a net cash outflow in investment activities of RMB2,327,000 (corresponding period of 2023: net cash inflow of RMB167,000).

Gearing ratio

The gearing ratio of the Group as at 30 June 2024 was 31% (as at 31 December 2023: 36%).

The gearing ratio is calculated based on net debts divided by total capitals at each reporting date. Total debts include borrowings and lease liabilities.

Capital expenditure and commitment

Capital expenditures of the Group for the Interim Period include expenditures on property, plant and equipment of approximately RMB1,027,000 (corresponding period of 2023: approximately RMB1,427,000).

CAPITAL STRUCTURE

During the Interim Period, there has been no change in capital structure of the Company. The capital of the Group comprises ordinary shares and capital reserves. The Group finances its working capital requirements through a combination of funds generated from operations and bank borrowings.

CONTINGENT LIABILITIES AND PLEDGE OF ASSETS

Save for the corporate guarantee given to banks and the Group's major printing suppliers to secure the banking facilities and printing credit line respectively, as at 30 June 2024, the Group did not have any material contingent liabilities or guarantees other than those disclosed below.

As at 30 June 2024, bank borrowings were secured by certain properties of the Group with aggregate carrying amount of approximately RMB178,044,000 (including in investment properties of approximately RMB79,880,000 and property, plant and equipment of approximately RMB98,164,000) (as at 31 December 2023: approximately RMB179,082,000 (including in investment property of approximately RMB79,880,000 and property, plant and equipment of approximately RMB99,202,000)) and/or was guaranteed by Mr. Shao/Mr. Shao's spouse/the Company/the subsidiaries of the Company. Bank borrowings were also secured by pledged bank deposits of approximately RMB30,000,000 (as at 31 December 2023: approximately RMB30,000,000) as at 30 June 2024.

FOREIGN CURRENCY RISKS

The Group mainly operates in the PRC, Hong Kong and the UK and majority of the transactions are denominated and settled in RMB, HK\$ or Great British Pounds, being the functional currency of the group entities to which the transactions relate. Currency risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the functional currency of the relevant group entity. As at 30 June 2024, the Group did not have significant foreign currency risk from its operations.

EMPLOYEES

As at 30 June 2024, the Group had a total of 388 staff (as at 31 December 2023: 386 staff), whose remunerations and benefits are determined based on market rates, State policies and individual performance.

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 Interim Period.

CORPORATE GOVERNANCE

The Company is committed to maintaining high standards of corporate governance. As corporate governance requirements change from time to time, the Board periodically reviews its corporate governance practices to meet the rising expectations of shareholders and to comply with increasingly stringent regulatory requirements. In the opinion of the Directors, the Company applied the principles and complied with the relevant code provisions in Part 2 of the Corporate Governance Code (“**CG Code**”) as set out in Appendix C1 to the Listing Rules during the Interim Period with the exception that the roles of the chairman and the chief executive officer of the Company have not been separated as required by code provision C.2.1 of the CG Code.

During the Interim Period, Mr. Shao served as the Chief Executive Officer of the Group. He was also the Chairman of the Board. The Board believes that with the support of the management, the dual role of Mr. Shao (being the founder of the Group) as Chairman and Chief Executive Officer can facilitate the execution of the Group’s business strategies and boost effectiveness of its operation. The Board therefore considers that this structure will not impair the balance of power and authority between the Board and the management of the Company.

The balance of power and authority is also ensured by the operations of the Board, which comprises experienced and high caliber individuals and meets regularly to discuss issues affecting operations of the Company. There is a strong independent element in the composition of the Board. Among the six Board members, three are independent non-executive Directors. The Board believes that such structure is conducive to strong and consistent leadership, enabling the Company to make and implement decisions promptly and efficiently and the interests of the shareholders of the Company will be adequately and fairly represented. The Board believes that the appointment of Mr. Shao as Chairman and the Chief Executive Officer is beneficial to the business prospects and management of the Company.

AUDIT COMMITTEE

As at the date of this announcement, the Audit Committee comprises three independent non-executive Directors, namely Mr. Yick Wing Fat Simon (Chairman), Ms. Wei Wei and Mr. Wan Jie. The Chairman of the Audit Committee possesses appropriate professional qualification and experience in financial matters.

The Audit Committee has reviewed the unaudited consolidated interim results of the Group for the six months ended 30 June 2024 with no disagreement with the accounting treatment adopted by the Company.

REMUNERATION COMMITTEE

The remuneration committee of the Board currently comprises three independent non-executive Directors, namely Mr. Yick Wing Fat Simon (Chairman), Ms. Wei Wei and Mr. Wan Jie. They are responsible for making recommendations to the Board on setting policy on the remuneration of the Directors and determine on behalf of the Board specific remuneration packages and conditions of employment for the Directors.

NOMINATION COMMITTEE

The nomination committee of the Board currently comprises three independent non-executive Directors, namely Ms. Wei Wei (Chairman), Mr. Wan Jie and Mr. Yick Wing Fat Simon. They are responsible for reviewing the structure, size and composition of the Board at least annually, making recommendation on any proposed changes to the Board and the appointment or re-appointment of Directors.

COMPLIANCE WITH THE MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (as set out in Appendix C3 to the Listing Rules) (the “**Model Code**”) as its own code of conducts regarding directors' securities transaction. In response to a specific enquiry by the Company, all the Directors confirmed that they had complied with the required standard as set out in the Model Code throughout the Interim Period.

PUBLICATION

This interim results announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.metamediahldg.com) respectively. The Company's 2024 interim report will be made available to the shareholders of the Company and published on the respective websites of the Stock Exchange and the Company in due course.

By Order of the Board
Meta Media Holdings Limited
Shao Zhong
Chairman

Hong Kong, 26 August 2024

As at the date of this announcement, the Board comprises the following members: (a) as executive Directors, Mr. SHAO Zhong, Ms. YANG Ying and Mr. LI Jian; and (b) as independent non-executive Directors, Mr. YICK Wing Fat Simon, Ms. WEI Wei and Mr. WAN Jie.