

### Alltronics Holdings Limited 華 訊 股 份 有 限 公 司

(Incorporated in the Cayman Islands with limited liability) Stock Code: 833



### **CONTENTS**

Interim Condensed Consolidated Statement of Profit or Loss	2
Interim Condensed Consolidated Statement of Comprehensive Income	3
Interim Condensed Consolidated Statement of Financial Position	4
Interim Condensed Consolidated Statement of Changes in Equity	6
Interim Condensed Consolidated Statement of Cash Flows	8
Notes to the Interim Condensed Consolidated Financial Statements	10
Interim Dividend	37
Closure of Register of Members	37
Management Discussion and Analysis	38
Share Option Scheme	47
Directors' and Chief Executive's Interests	48
Substantial Shareholders' Interests	50
Corporate Governance	52
Supplementary Information	53
Corporate Information	54

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 June 2024

	N	For the six month	
	Notes	2024 (Unaudited)	2023 (Unaudited)
		HK\$'000	HK\$'000
Revenue	5	527,492	729,248
Cost of sales		(428,406)	(593,007)
Gross profit		99,086	136,241
Distribution costs		(4,215)	(7,233)
Administrative expenses		(46,853)	(39,706)
Other operating income, net		5,552	5,831
Operating profit		53,570	95,133
Reversal of/(Impairment losses) on trade			
receivables, net		1,245	(4,426)
Impairment losses on other receivables, net			/E 412\
Finance income		2,450	(5,412) 659
Finance costs	7	(7,699)	(9,164)
Profit before tax	6	49,566	76,790
Income tax expense	8	(9,064)	(21,551)
Profit for the period		40,502	55,239
Attributable to:			
Owners of the Company		36,131	52,219
Non-controlling interests		4,371	3,020
		40,502	55,239
Earnings per share attributable			
to ordinary equity holders of the Company	10		
			44.0
Basic and diluted (HK cents)		7.6	11.0

### INTERIM CONDENSED CONSOLIDATED STATEMENT OF **COMPREHENSIVE INCOME**

For the six months ended 30 June 2024

	For the six months ended 30 June			
	2024 (Unaudited) HK\$'000	2023 (Unaudited) HK\$'000		
Profit for the period	40,502	55,239		
Other comprehensive income Other comprehensive income/(loss) that may be reclassified subsequently to profit or loss: Exchange differences on translation of				
foreign operations	3,892	(11,268)		
Net other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods	3,892	(11,268)		
Other comprehensive income/(loss) for the period, net of tax	3,892	(11,268)		
Total comprehensive income for the period	44,394	43,971		
Attributable to: Owners of the Company Non-controlling interests	39,784 4,610	40,872 3,099		
	44,394	43,971		

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2024

	Notes	30 June 2024 (Unaudited) HK\$'000	31 December 2023 (Audited) HK\$'000
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment	11	167,050	172,944
Right-of-use assets		26,618	34,466
Investment in associates		1,634	-
Goodwill	12	11,672	11,672
Financial assets at fair value through			
profit or loss ("FVTPL")	13	44,287	43,982
Other receivables		2,325	3,148
Deferred tax assets		14,381	14,414
Total non-current assets		267,967	280,626
Current assets			
Inventories	14	232,805	258,661
Trade receivables	15	189,474	163,971
Prepayments, other receivables and			
other assets		64,187	45,712
Tax recoverable		_	57
Pledged deposits	16	4,901	4,852
Cash and cash equivalents	16	453,857	426,043
Total current assets		945,224	899,296

### INTERIM CONDENSED CONSOLIDATED STATEMENT OF **FINANCIAL POSITION**

As at 30 June 2024

	Notes	30 June 2024 (Unaudited) HK\$'000	31 December 2023 (Audited) HK\$'000
Current liabilities			
Trade and bills payables	17	141,182	134,156
Other payables and accruals Interest-bearing bank loans and		91,117	103,625
other borrowings	18	212,228	197,860
Lease liabilities		21,725	27,722
Tax payable		8,584	9,252
Total current liabilities		474,836	472,615
Net current assets		470,388	426,681
Total assets less current liabilities		738,355	707,307
Non-current liabilities Lease liabilities LSP obligations Deferred tax liabilities		6,509 466 7,706	10,030 466 8,070
Total non-current liabilities		14,681	18,566
Net assets		723,674	688,741
EQUITY			
Share capital	19	9,461	9,461
Reserves		663,027	632,704
Equity attributable to owners			
of the Company		672,488	642,165
Non-controlling interests		51,186	46,576
Total equity		723,674	688,741

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2024

#### Attributable to owners of the Company

	Share capital (Unaudited) HK\$'000 (note 19)	Share premium (Unaudited) HK\$'000	Capital reserve (Unaudited) HK\$'000	Statutory reserve (Unaudited) HK\$'000	Exchange reserve (Unaudited) HK\$'000	Capital redemption reserve (Unaudited) HK\$'000	Retained profits (Unaudited) HK\$'000	Proposed dividend (Unaudited) HK\$'000	Total (Unaudited) HK\$'000	Non- controlling interests (Unaudited) HK\$'000	Total equity (Unaudited) HK\$'000
At 1 January 2024 (Audited)	9,461	277,388	5,799	29,825	(15,152)	42	334,802	-	642,165	46,576	688,741
2023 final dividend paid	-	-	-	-	-	-	(9,461)	-	(9,461)	-	(9,461)
Transaction with owners	-	-	-	-	-	-	(9,461)	-	(9,461)	-	(9,461)
Profit for the period Other comprehensive income for the period: Exchange differences on translation of foreign	-	-	-	-	-	-	36,131	-	36,131	4,371	40,502
operations	-	-	-	-	3,653	-	-	-	3,653	239	3,892
Total comprehensive income for the period	-	-	-	-	3,653	-	36,131	-	39,784	4,610	44,394
Proposed interim dividend for the period	-	-	-	-	-	-	(14,192)	14,192	-	-	
At 30 June 2024	9,461	277,388	5,799	29,825	(11,499)	42	347,280	14,192	672,488	51,186	723,674

### INTERIM CONDENSED CONSOLIDATED STATEMENT OF **CHANGES IN EQUITY**

For the six months ended 30 June 2024

#### Attributable to owners of the Company

	Share capital (Unaudited) HK\$'000 (note 19)	Share premium (Unaudited) HK\$'000	Capital reserve (Unaudited) HK\$'000	Statutory reserve (Unaudited) HK\$'000	Exchange reserve (Unaudited) HK\$'000	Capital redemption reserve (Unaudited) HK\$'000	Retained profits (Unaudited) HK\$'000	Proposed dividend (Unaudited) HK\$'000	Total (Unaudited) HK\$'000	Non- controlling interests (Unaudited) HK\$'000	Total equity (Unaudited) HK\$'000
At 1 January 2023 (Audited)	9,461	277,388	5,799	28,964	154	42	267,278	-	589,086	19,945	609,031
2022 final dividend paid	-	-	-	-	-	-	(9,461)	-	(9,461)	-	(9,461)
Transaction with owners	-	-	-	-	-	-	(9,461)	-	(9,461)	-	(9,461)
Profit for the period Other comprehensive (loss)/income for the period: Exchange differences on translation of foreign	-	-	-	-	-	-	52,219	-	52,219	3,020	55,239
operations	-	-	-	-	(11,347)	-	-	-	(11,347)	79	(11,268)
Total comprehensive income for the period	-	-	-	-	(11,347)	-	52,219	-	40,872	3,099	43,971
Proposed interim dividend for the period	-	-	-	-	-	-	(9,461)	9,461	-	-	-
At 30 June 2023	9,461	277,388	5,799	28,964	(11,193)	42	300,575	9,461	620,497	23,044	643,541

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2024

	Notes	For the six montl 2024 (Unaudited) HK\$'000	hs ended 30 June 2023 (Unaudited) HK\$'000
Cash flows from operating activities Profit before tax Adjustments for:		49,566	76,790
Depreciation of property, plant and equipment Depreciation of right-of-use assets Finance costs Interest income (Reversal of)/Impairment of trade	6,11 6 7 6	7,655 13,255 7,699 (2,450)	8,697 13,619 9,164 (659)
receivables, net Impairment of other receivables, net Changes in fair value of financial assets at FVTPL	6	(1,245) - (305)	4,426 5,412 (289)
Loss on disposal of property, plant and equipment (Write-back)/Write-down of inventories to net realisable value	6,11 6,14	190 (2,581)	14,614
Operating cash flows before working capital changes	97	71,784	131,774
Decrease in inventories Increase in trade receivables (Increase)/Decrease in prepayments,		28,437 (24,258)	34,430 (7,147)
other receivables and other assets Increase in trade and bills payables Decrease in other payables and accruals Decrease in trust receipt loans		(7,875) 7,026 (4,713) (383)	534 23,277 (6,740) (459)
Cash generated from operations Interest received Interest paid Tax paid		70,018 2,450 (6,936) (10,324)	175,669 659 (7,743) (16,736)
Net cash flows from operating activities		55,208	151,849

### INTERIM CONDENSED CONSOLIDATED STATEMENT OF **CASH FLOWS**

For the six months ended 30 June 2024

		For the six month	
	Notes	2024 (Unaudited) HK\$'000	2023 (Unaudited) HK\$'000
Cash flows from investing activities			
Purchases of items of property,	4.4	(4.004)	(2, 502)
plant and equipment Proceeds from disposal of property,	11	(1,824)	(2,593)
plant and equipment		30	128
Increase in loan receivables		(9,777)	-
Investment in an associate		(1,634)	-
Net cash flows used in investing activities		(13,205)	(2,465)
Cash flows from financing activities			
Principal portion of lease payments		(15,497)	(15,380)
Proceeds from new bank loans		88,639	85,272
Repayment of bank and other borrowings		(74,183)	(117,480)
Dividend paid		(9,461)	(9,461)
Net cash flows used in financing activities		(10,502)	(57,049)
Net increase in cash and cash			
equivalents		31,501	92,335
Cash and cash equivalents at beginning			
of period Effect of foreign exchange rate		430,874	293,178
changes, net		(3,617)	(3,719)
Cash and cash equivalents at end			
of period		458,758	381,794

#### 1. CORPORATE AND GROUP INFORMATION

Alltronics Holdings Limited (the "Company") was incorporated in the Cayman Islands on 24 July 2003 as an exempted company with limited liability under the Companies Law. The Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 15 July 2005.

The Company is an investment holding company. The principal activities of the Company and its subsidiaries (together the "Group") are the manufacturing and trading of electronic products, plastic moulds, plastic and other components for electronic products. The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and its principal place of business is Unit 408, 4/F, Citicorp Centre, 18 Whitfield Road, Hong Kong.

The Group is controlled by Profit International Holdings Limited (incorporated in the British Virgin Islands), which owned 46.48% of the Company's issued shares as at 30 June 2024 (At 31 December 2023: 46.48%). In the opinion of the directors, the Company's ultimate holding company is Profit International Holdings Limited and the ultimate controlling party is Mr. Lam Yin Kee.

The interim condensed consolidated financial information for the six months ended 30 June 2024 were approved for issue by the board of directors (the "Board") on 29 August 2024.

#### 2. BASIS OF PREPARATION

The interim condensed consolidated financial information of the Group for the six months ended 30 June 2024 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 disclosure requirements of the Rules Governing the Listing of Securities (the "Listing Rules") on the Stock Exchange.

The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2023, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

#### 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2023, except for the adoption of amended standards and interpretations effective as of 1 January 2024 noted below. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

# 3.1 Amended HKFRSs that are effective for annual period beginning on 1 January 2024

Amendments to HKFRS 16

Amendments to HKAS 1

Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5

Amendments to HKAS 1

Amendments to HKAS 7

Amendments to HKAS 7

Amendments to HKAS 7

The adoption of these amended HKFRSs had no material impact on how the results and financial position of the Group for the current and prior periods have been prepared and presented.

# 3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

### 3.2 Issued but not yet effective HKFRSs

At the date of authorisation of these interim condensed consolidated financial statements, certain new and amended HKFRSs have been published but are not yet effective, and have not been adopted early by the Group.

HKFRS 18 Presentation and Disclosure in Financial

Statements<sup>3</sup>

HKFRS 19 Subsidiaries without Public Accountability:

Disclosures<sup>3</sup>

Amendments to HKFRS 9 Amendments to the Classification and Measurement of Financial Instruments<sup>2</sup>

Sale or Contribution of Assets between an Investor and its Associate or Joint

Venture<sup>4</sup>

Amendments to HKAS 21 Lack of Exchangeability<sup>1</sup>

Effective for annual periods beginning on or after 1 January 2025

- <sup>2</sup> Effective for annual periods beginning on or after 1 January 2026
- <sup>3</sup> Effective for annual periods beginning on or after 1 January 2027
- <sup>4</sup> Effective date not yet determined

Amendments to HKFRS 10

and HKAS 28

The directors anticipate that all of the pronouncements will be adopted in the Group's accounting policy for the first period beginning on or after the effective date of the pronouncement. The new and amended HKFRSs are not expected to have a material impact on the Group's interim condensed consolidated financial statements.

#### OPERATING SEGMENT INFORMATION 4.

For management purposes for the six months ended 30 June 2023, the Group is organised into business units based on their products and services and has three reportable operating segments as follows:

- the electronic products segment the manufacturing and trading of electronic products, plastic moulds, plastic and other components for electronic products:
- (ii) the biodiesel products segment the trading of biodiesel products and provision of energy efficient gas stoves in Hong Kong; and
- (iii) the energy saving business segment the provision of energy saving business solutions to customers.

For the six months ended 30 June 2024, the Group only has one reportable segment, which is the electronic products segment. The biodiesel products segment and energy saving business segment have been combined and disclosed in an "all other segments" category.

Management assesses the performance of the operating segments based on a measure of operating profit/loss (before interest and tax and unallocated operating costs). Other information provided is measured in a manner consistent with that in the interim condensed consolidated financial statements

All sales between segments are eliminated on consolidation. All segment revenue reported is derived from external parties. The revenue from external parties reported to the directors is measured in a manner consistent with that in the interim condensed consolidated financial statements

Segment assets exclude cash and cash equivalents, prepayments and deposits and financial assets at FVTPL as these assets are managed on a group basis.

Segment liabilities exclude other payables and accruals as these liabilities are managed on a group basis.

# 4. OPERATING SEGMENT INFORMATION (Continued) Six months ended 30 June 2024 (Unaudited)

	Electronic products HK\$'000	All other HK\$'000	Total HK\$′000
Segment revenue (note 5) Sales to external customers	527,492	_	527,492
Segment results Operating profit/(loss) before interest and tax	57,628	(139)	57,489
Finance costs (other than interests on lease liabilities) Finance income	(6,936) 2,430	20	(6,936) 2,450
Income tax expense Unallocated operating costs	44,059	(120)	(9,064) ————————————————————————————————————
Profit for the period			40,502
Segment assets Unallocated: Cash and cash equivalents Prepayments and deposits Financial assets at FVTPL	1,161,679	13,369	1,175,048 895 804 36,444
Total assets			1,213,191
Segment liabilities Unallocated:	482,551	423	482,974
Other payables and accruals  Total liabilities		-	489,517

### 4. OPERATING SEGMENT INFORMATION (Continued)

Six months ended 30 June 2023 (Unaudited)

	Electronic products HK\$'000	Biodiesel products HK\$'000	Energy saving business HK\$'000	Total HK\$'000
Segment revenue (note 5) Sales to external customers	729,092	154	2	729,248
Segment results Operating profit/(loss) before interest and tax	88,141	(29)	(546)	87,566
Finance costs (other than		( )	(* - *)	
interests on lease liabilities) Finance income	(7,743) 637	_	- 22	(7,743) 659
Income tax expense	(21,551)	_	_	(21,551)
Unallocated operating costs	59,484	(29)	(524)	58,931 (3,692)
Profit for the period			-	55,239
At 31 December 2023 (Audited	Elect pro	cronic ducts \$'000	All other HK\$'000	Total HK\$'000
Segment assets	1,119	9,559	14,870	1,134,429
Unallocated: Cash and cash equivalents Prepayments and deposits Financial asset at FVTPL				650 861 43,982
Total assets				1,179,922
Segment liabilities	482	2,944	404	483,348
Unallocated: Other payables and accruals				7,833
Total liabilities				491,181
			H H H / 1	

# 4. OPERATING SEGMENT INFORMATION (Continued) Geographical information

(a) Revenue from external customers:

	For the six mont 2024 HK\$'000 (Unaudited)	hs ended 30 June 2023 HK\$'000 (Unaudited)
The United States Hong Kong Europe The People's Republic of China	322,730 48,611 86,075	479,294 101,248 54,495
(the "PRC") Other overseas countries	55,424 14,652 527,492	65,859 28,352 729,248

The revenue information above is based on the locations of the customers.

### (b) Non-current assets

	30 June	31 December
	2024	2023
	(Unaudited)	(Audited)
	HK\$'000	HK\$'000
Hong Kong	165,340	168,990
The PRC	41,634	50,092
	206,974	219,082

The non-current assets information above is based on the locations of the assets and excludes deferred tax assets, other receivables and financial assets at FVTPL.

# 4. OPERATING SEGMENT INFORMATION (Continued) Information about major customers

For the six months ended 30 June 2024, revenues from customers which individually contributed over 10% of the Group's revenue is as follows:

	For the six months ended 30 June	
	2024	
	(Unaudited)	(Unaudited)
	HK\$'000	HK\$'000
Customer A	227,172	373,058
Customer B (note a)	57,090	N/A

These revenues were attributable to the electronic products segment.

Note a: For the six months ended 30 June 2023, the revenue from this customer contributed less than 10% of the Group's revenue.

#### 5. REVENUE

Disaggregated revenue information for revenue from contracts with customers

For the six months ended 30 June 2024 (Unaudited)

Segments	Electronic products HK\$'000	All other HK\$'000	Total HK\$'000
Type of goods or services Sale of industrial products	527,492	-	527,492
Timing of revenue recognition Goods transferred at a point in time	527,492	-	527,492

### For the six months ended 30 June 2023 (Unaudited)

Segments	Electronic products HK\$'000	Biodiesel products HK\$'000	Energy saving business HK\$'000	Total HK\$'000
Type of goods or services Sale of industrial products	729,092	154	2	729,248
<b>Timing of revenue recognition</b> Goods transferred at a point in time	729,092	154	2	729,248

### 6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	For the six months ended 30 June		ns ended 30 June
	Notes	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Cost of inventories sold and services provided Auditors' remuneration Depreciation of property, plant and		293,837 1,066	449,686 992
equipment Depreciation of right-of-use assets Fair value gain on financial assets at FVTPL (Write-back)/Write-down of	11	7,655 13,255 (305)	8,697 13,619 (289)
inventories to net realisable value Wages and salaries (including directors' emoluments) Foreign exchange differences, net Loss on disposal of property,	14	(2,581) 99,628 (4,653)	14,614 109,617 (4,013)
plant and equipment Interest income from bank deposits Other interest income	11	190 (2,075) (375)	– (434) (225)

### 7. FINANCE COSTS

An analysis of finance costs is as follows:

	For the six months ended 30 June	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Interest on bank loans and bank overdrafts Interest on lease liabilities	6,936 763	7,743 1,421
Total finance costs	7,699	9,164

#### 8. INCOME TAX EXPENSE

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

Hong Kong profits tax has been provided at the rate of 16.5% (2023: 16.5%) on the estimated assessable profits arising in Hong Kong during the period, except for one subsidiary of the Group which is qualifying entity under the two-tiered profits tax rates regime. Under the two-tiered profits tax rates regime, the first HK\$2,000,000 (2023: HK\$2,000,000) of assessable profits of qualifying entity is taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. The provision for Hong Kong profits tax for this subsidiary was calculated at the same basis in 2023.

Pursuant to the PRC Income Tax Law and the respective regulations, the subsidiaries which operate in the PRC are subject to Corporate Income Tax at a rate of 25% (2023: 25%) on the taxable income.

	For the six mont	For the six months ended 30 June	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	
Current – Hong Kong Current – PRC Under-provision in prior year Deferred	4,940 4,051 718 (645)	8,881 12,748 - (78)	
Total tax charge for the period	9,064	21,551	

#### 9. INTERIM DIVIDEND

	For the six months ended 30 June	
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)
Interim dividend, proposed, of HK\$0.03 (2023: HK\$0.02) per ordinary share	14,192	9,461

The Board recommends the payment of an interim dividend of HK\$0.03 per ordinary share for the six months ended 30 June 2024. The interim condensed consolidated financial information does not reflect the above proposed dividend as dividend payable but account for it as proposed dividend from the reserves. The declaration of the interim dividend for the six months ended 30 June 2024 has been approved by the Board on 29 August 2024.

## 10. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share amount is based on the profit for the period attributable to owners of the Company of HK\$36,131,000 (Six months ended 30 June 2023: HK\$52,219,000), and the weighted average number of ordinary shares of 473,058,180 (Six months ended 30 June 2023: 473,058,180) in issue during the six months ended 30 June 2024.

The Group had no potential dilutive ordinary shares in issue for the six months ended 30 June 2024 and 2023 and therefore, diluted earnings per share equals to basic earnings per share.

#### 11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2024, the Group acquired property, plant and equipment at a cost of HK\$1,824,000 (Six months ended 30 June 2023: HK\$2,593,000) and disposed property, plant and equipment at a carrying amount of HK\$220,000 (Six months ended 30 June 2023: HK\$128,000). Depreciation provided during the six months ended 30 June 2024 and 2023 were HK\$7,655,000 and HK\$8,697,000 respectively.

At 30 June 2024, the Group's leasehold property with a carrying amount of approximately HK\$143,692,000 (At 31 December 2023: HK\$146,877,000) and plant and machinery with a carrying amount of HK\$Nil (At 31 December 2023: HK\$6,222,000) were pledged as security for the Group's bank loans, as further detailed in note 18(b) to the interim condensed consolidated financial statements.

#### 12. GOODWILL

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
As at the beginning of the period/year Impairment for the period/year	11,672 -	11,672 –
As at the end of the period/year	11,672	11,672

#### 13. FINANCIAL ASSETS AT FVTPL

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Investments in life insurance plans (note a)	16,922	16,617
Unlisted equity investments in: Kasypa Inc. (note b)	19,523	19,523
Shenzhen Benrong New Energy Technology Co. Ltd ("Shenzhen Benrong") (note c)	7,842	7,842
	44,287	43,982

#### Note a:

The Company entered into life insurance plans with an insurance company for life insurance protection of certain directors and senior management of the Group. The total premium paid for these plans was approximately US\$2,424,000 (equivalent to approximately HK\$18,910,000). The Company is the policy holder and the beneficiary of these insurance policies. The Company can terminate these policies at any time and will receive a cash sum based on the cash value (the "Cash Value") of these policies at the date of termination. The Cash Value is determined by premium paid plus accumulated interest earned minus the surrender charges and exit value adjustments.

#### Note b:

At 30 June 2024, the number of issued shares of Kasypa Inc. held by the Company represented approximately 9.62% of the issued share capital of Kasypa (At 31 December 2023: 9.62%).

#### Note c:

At 30 June 2024, the number of issued shares of Shenzhen Benrong held by the Group represented 4% of the issued share capital of Shenzhen Benrong (At 31 December 2023: 4%).

Shenzhen Benrong is principally engaged in the research and development, and sale of residential energy storage and outdoor energy storage products, and is also an existing customer of the Group.

### 14. INVENTORIES

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Raw materials Work in progress Finished goods	162,406 44,123 65,524	192,070 37,442 70,978
Provision against slow-moving and obsolete inventories	272,053 (39,248)	300,490 (41,829)
	232,805	258,661

Movements in the provision against slow-moving and obsolete inventories are as follows:

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
As at beginning of the period/year Amount reversed during the period/year	41,829 (2,581)	42,547 (718)
As at the end of the period/year	39,248	41,829

#### 15. TRADE RECEIVABLES

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Trade receivables Less: Expected credit loss allowance	218,563 (29,089)	194,305 (30,334)
	189,474	163,971

The Group's trading terms with its customers are mainly on credit. The credit period is generally 30 to 90 days. As at 30 June 2024, the Group's largest customer accounted for approximately 18.4% of total trade receivables (At 31 December 2023: 18.0%). This customer has long term trading relationship with the Group with no defaults in the past and hence the Group does not consider there is any significant credit risk in this regard. The Group's other trade receivables related to a large number of diversified customers. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

An aging analysis of trade receivables as at the end of the period, based on the invoice date, is as follows:

	As at	As at
	30 June	31 December
	2024	2023
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Within 1 month	76,296	74,622
1 to 2 months	46,296	47,499
2 to 3 months	32,612	26,174
Over 3 months	34,270	15,676
Total	189,474	163,971

#### 16. CASH AND CASH EQUIVALENTS, PLEDGED AND TIME DEPOSITS

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Cash and bank balances Pledged time deposits for bank and	453,857	426,043
other borrowings  Cash and cash equivalents	4,901	4,852
Cash and bank balances denominated in  Renminbi ("RMB")  United States dollars ("US\$")  HK\$  Other currencies	163,457 240,801 54,479 21	134,369 230,275 66,216 35
Cash and cash equivalents	458,758	430,895

The RMB is not freely convertible into other currencies. However, under PRC Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. All of the short term time deposits are made for a period less than 3 months and included in cash and cash equivalents. The bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

#### 17. TRADE AND BILLS PAYABLES

An aging analysis of trade and bills payables as at the end of the period, based on the invoice date, is as follow:

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Within 1 month 1 to 2 months 2 to 3 months Over 3 months	64,113 51,209 18,703 7,157	53,602 59,921 17,007 3,626
Total	141,182	134,156

The trade payables are non-interest-bearing and are normally settled on terms of 30 to 90 days.

#### 18. INTEREST-BEARING BANK LOANS AND OTHER BORROWINGS

	30 June 2024 (Unaudited)		31 Decei	mber 2023 (Audit	ed)	
Current	Effective interest rate	Maturity	HK\$'000	Effective interest rate	Maturity	HK\$'000
Bank overdraft, secured	-	-	-	1% over prime rate	On demand	21
Trust receipt loans, secured	0.25% over prime rate	On demand	414	0.25% over prime rate	On demand	797
Bank loans, secured	1.75% over HIBOR & 2.5% – 3.6%	On demand	75,332	1.75% over HIBOR & 2.5% – 3.6%	On demand	103,209
Bank loans, unsecured	2% – 2.5% over HIBOR & 2% – 2.7% over SOFR	On demand	136,482	2% – 2.5% over HIBOR & 2% – 2.7% over SOFR	On demand	93,833
			212,228			197,860

# 18. INTEREST-BEARING BANK LOANS AND OTHER BORROWINGS (Continued)

(a) The Group's bank overdraft, trust receipt loans and bank loans were due for repayment as follows:

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Bank and other loans repayable: Within one year In the second year In the third to fifth years	180,192 5,654 26,382	160,639 7,705 29,516
	212,228	197,860

The amounts due set out above are based on the scheduled repayment dates set out in the loan agreements without considering repayment on demand clause

Some of the banking facilities are subject to the fulfilment of covenants relating to certain financial ratios, as are commonly found in lending arrangements with financial institutions. If the Group was to breach the covenants, the drawn down facilities would become repayable on demand. In addition, certain of the Group's bank loan arrangements contain clauses which give the lender the right at its sole discretion to demand immediate repayment at any time irrespective of whether the Group has complied with the covenants and met the scheduled repayment obligations.

The total amount of HK\$32,036,000 as at period ended 30 June 2024 (At 31 December 2023: HK\$ 37,221,000) has been reclassified to current portion due to the repayment on demand clause.

The Group regularly monitors its compliance with these covenants, is up to date with the scheduled repayments of the bank loans and does not consider it probable that the respective banks will exercise their discretion to demand repayment for so long as the Group continues to meet these requirements. During the period ended 30 June 2024, none (At 31 December 2023: nil) of the lenders had exercised their rights to demand immediate repayment of the drawn down facilities, either at their sole discretion or due to any breach of covenants.

### 18. INTEREST-BEARING BANK LOANS AND OTHER BORROWINGS (Continued)

(a) The Group's bank overdraft, trust receipt loans and bank loans were due for repayment as follows: (Continued)

	As at 30 June 2024 HK\$'000 (Unaudited)	As at 31 December 2023 HK\$'000 (Audited)
Bank and other loans repayable denominated in: HK\$ RMB US\$	159,040 37,642 15,546	119,218 53,189 25,453
	212,228	197,860

- The bank and other borrowings were secured by the following:
  - the pledge of the Group's fixed deposits denominated in HK\$ of approximately HK\$3,864,000 (At 31 December 2023: HK\$3,820,000) and bank deposits denominated in US\$ of approximately HK\$1.037.000 (At 31 December 2023: HK\$1,032,000);
  - (ii) the Group's leasehold property of HK\$143,692,000 (At 31 December 2023: HK\$146,877,000);
  - (iii) the Group's right-of-use assets in Shenzhen of HK\$1,293,000 (At 31 December 2023: HK\$1,320,000);
  - (iv) the Group's plant and machinery in Yichun of HK\$Nil (At 31 December 2023: HK\$6,222,000); and
  - (v) the banking facilities granted to a subsidiary, Southchina Engineering and Manufacturing Limited, were also secured by personal guarantees given by its non-controlling shareholders.
- (c) As at 30 June 2024, the Group's total available banking facilities amounted to approximately HK\$504,087,000 (At 31 December 2023: HK\$526,097,000), of which approximately HK\$263,097,000 (At 31 December 2023: HK\$296,494,000) was unutilised.

### 19. SHARE CAPITAL

	As at	As at
	30 June	31 December
	2024	2023
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Issued and fully paid: 473,058,180 (At 31 December 2023:		
473,058,180) ordinary shares of HK\$0.02 each	9,461	9,461

### 20. RELATED PARTY TRANSACTIONS AND BALANCES

(a) In addition to the transactions detailed elsewhere in the interim condensed consolidated financial statements, the Group had the following material transactions with related parties during the period:

For the six months ended 30 Jun		
Notes	2024 (Unaudited) HK\$'000	2023 (Unaudited) HK\$'000
(i)	53	144
(ii)	-	225
(iii)	17,778	15,464
(iv)	8,378	_
	26,156	15,464
(iii)	(15,556)	(15,464)
	10,600	_
	(i) (ii) (iii) (iv)	Notes 2024 (Unaudited) HK\$'000  (i) 53 (ii)  (iii) 17,778 (iv) 8,378 26,156  (iii) (15,556)

## 20. RELATED PARTY TRANSACTIONS AND BALANCES (Continued) (a) (Continued)

- (i) During the period, the expenses such as rental payment and utilities paid to Yichun Yilian and its subsidiary by the Group's wholly-owned subsidiary, 宜春華訊電子製品有限公司, were HK\$53,000 (2023: HK\$144,000).
- (ii) P2MT has ceased to be an associate of the Group since 15 December 2023.
- (iii) A loan of HK\$Nil net of the impairment of HK\$7,778,000 (At 31 December 2023: HK\$Nil net of the impairment of HK\$7,732,000) granted to a subsidiary of Yichun Yilian bears interest at 4.35% per annum and is repayable within one year. During the six months ended 30 June 2024, the interest income generated from the loan was HK\$Nil (Six months ended 30 June 2023: HK\$Nil).

A loan of HK\$Nil net of the impairment of HK\$7,778,000 (At 31 December 2023: HK\$Nil net of the impairment of HK\$7,732,000) granted to Yichun Yilian bears interest at 4.35% per annum and is repayable within one year. During the six months ended 30 June 2024, the interest income generated from the loan was HK\$Nil (Six months ended 30 June 2023; HK\$Nil).

During the six months ended 30 June 2024, the Group granted an additional loan of HK\$2,222,000 to a subsidiary of Yichun Yilian. The loan is unsecured, non-interest bearing and repayable on demand. No impairment of this loan was recognised for the six months ended 30 June 2024.

(iv) At 30 June 2024, the balance represented a loan of HK\$8,378,000 net of impairment of HK\$Nil granted to Yunlian during the six months ended 30 June 2024 which is non-interest bearing and repayable on demand

# 20. RELATED PARTY TRANSACTIONS AND BALANCES (Continued) (b) Compensation of key management personnel of the Group

	For the six months ended 30 June		
	2024 HK\$'000 (Unaudited)	2023 HK\$'000 (Unaudited)	
Directors' fees Salaries and other short-term employee	660	660	
benefits Pension scheme contribution	15,046 81	17,013 90	
	15,787	17,763	

(c) The Group has a rental contract with Profit Home Investments Limited. Ms. Yeung Po Wah, Mr. Lam Chee Tai, Eric and Ms. Lam Oi Yan, Ivy are executive directors of the Company, and have 60%, 20% and 20% equity interests in Profit Home Investments Limited respectively. The rental was determined according to negotiation with the counterparties. This related party transaction also constitute a continuing connected transaction as defined in Chapter 14A of the Listing Rules. At the reporting date, the Group had total lease liabilities with Profit Home Investments Limited under a non-cancellable lease falling due as follows:

	As at	As at
	30 June	31 December
	2024	2023
	HK\$'000	HK\$'000
	(Unaudited)	(Audited)
Lease liabilities – current Lease liabilities – non-current	1,414 -	1,854 476
	1,414	2,330

Under the rental contract, the minimum lease payment during the period was HK\$960,000 (2023: HK\$960,000). As at 30 June 2024, the Group's right-of-use assets relating to such rental contract amounted to HK\$1,374,000 (At 31 December 2023: HK\$2,287,000).

#### 21. FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

The Group's finance department headed by the chief financial officer is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance department reports directly to the chairman of the Company. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

All assets and liabilities for which fair value is measured or disclosed in the interim condensed consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the observability and significance of the lowest level input to the fair value measurement as a whole:

- based on guoted prices (unadjusted) in active markets for Level 1 identical assets or liabilities
- based on valuation techniques for which the lowest level Level 2 input that is significant to the fair value measurement is observable, either directly or indirectly and not using significant unobservable inputs
- Level 3 based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

#### 21. FAIR VALUE MEASUREMENT (Continued)

For assets and liabilities that are recognised in the interim condensed consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

	Carrying amounts		Fair values	
	30 June 2024 HK\$'000 (Unaudited)	31 December 2023 HK\$'000 (Audited)	30 June 2024 HK\$'000 (Unaudited)	31 December 2023 HK\$'000 (Audited)
Financial assets Investments in life insurance plans Unlisted equity investments	16,922 27,365	16,617 27,365	16,922 27,365	16,617 27,365
	44,287	43,982	44,287	43,982
<b>Financial liabilities</b> Interest-bearing bank loans and other borrowings	212,228	197,860	212,228	197,860

Management has assessed that the fair values of cash and cash equivalents, pledged bank deposits, restricted deposits, trade receivables, financial assets included in prepayments, other receivables and other assets, trade and bills payables, financial liabilities included in other payables and accruals, and current portion of interest-bearing bank loans and other borrowings approximate to their respective carrying amounts are largely due to the short term maturities of these instruments.

#### 21. FAIR VALUE MEASUREMENT (Continued)

The following methods and assumptions were used to estimate the fair values:

The fair values of the interest-bearing bank loans and other borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities and are categorised as Level 2 of the fair value hierarchy. The changes in fair value as a result of the Group's own non-performance risk for interest-bearing bank loans and other borrowings as at 30 June 2024 and 31 December 2023 were assessed to be insignificant.

Market-based approach was used in determining the fair value of unlisted equity investments. The other significant unobservable inputs into the model were as follows:

	Significant unobservable input	30 June 2024	31 December 2023	Sensitivity of fair value to the input
Unlisted equity investments	Discount of lack of marketability	15.70 – 19.32%	15.70 – 19.32%	Increase in discount of lack of marketability would result in decrease in fair value of the equity investments.

The fair value of unlisted equity investments is determined using the enterprise value/sales ratios of comparable listed companies adjusted for lack of marketability discount. An increase in the discount for lack of marketability would decrease the fair value. The directors considered there are no material changes of these parameters during the six months ended 30 June 2024.

The fair value of the investments in life insurance plans is determined by reference to the cash surrender value statement at the reporting date as provided by the insurance company.

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED **FINANCIAL STATEMENTS**

# 21. FAIR VALUE MEASUREMENT (Continued) Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets/Liabilities measured at fair value:

# As at 30 June 2024 (Unaudited)

	Level 1 HK\$'000	Level 2 HK\$'000	Level3 HK\$'000	Total HK\$'000
Financial assets at FVTPL Investments in life				
insurance plans Unlisted equity	-	16,922	-	16,922
investments	_	_	27,365	27,365
	-	16,922	27,365	44,287
Financial liabilities Interest-bearing bank loans				
and other borrowings	-	212,228	-	212,228
	Level 1 HK\$'000	Level 2 HK\$'000	Level3 HK\$'000	Total HK\$'000
Financial asset at FVTPL Investments in life				
insurance plans	_	16,617	_	16,617
Unlisted equity investment	_	_	27,365	27,365
	_	16,617	27,365	43,982
Financial liabilities Interest-bearing bank loans				
and other borrowings	1//	197,860	-	197,860

# INTERIM DIVIDEND

The Board declared an interim dividend of HK3.0 cents per ordinary share for the six months ended 30 June 2024, payable on or about 24 October 2024, to the shareholders whose names appear on the register of members of the Company on 26 September 2024.

# **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from 24 September 2024 to 26 September 2024, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on 23 September 2024.

# BUSINESS AND FINANCIAL REVIEW Revenue

Total turnover for the six months ended 30 June 2024 (the "Period") had decreased by 27.7% to HK\$527.5 million, as compared to HK\$729.2 million for the same period in 2023. The drop in turnover was due to the decrease in demand from customers during the Period

The turnover analysis by business segments for the two periods is as follows:

	For the six mont 2024 HK\$'000	hs ended 30 June 2023 HK\$'000
Revenue from sales of electronic products Revenue from other segment	<b>527,492</b> –	729,092 156
	527,492	729,248

Sales of electronic products comprise sales of finished electronic products; plastic moulds and components; and other components for electronic products. The sales of the Group's irrigation controller products had dropped by approximately HK\$145.9 million to HK\$227.2 million, as compared to HK\$373.1 million for the same period in 2023. Sales of walkie-talkie products had decreased by approximately HK\$14.0 million to HK\$55.7 million. On the other hand, sales of electronic component products had increased by approximately HK\$14.8 million to HK\$105.5 million due to increase in demand. Sales of plastic and moulds decreased slightly by HK\$6.7 million to approximately HK\$28.2 million, compared to HK\$34.9 million for the same period in 2023.

There was no revenue from the other segments during the period.

In terms of geographical market, customers in the United States continued to be the major market for the Group's products which accounted for approximately 61.2% of the total revenue for the Period (2023: 65.7%). Management expected that United States will continue to be the dominant market for the Group's products during the second half of the year.

# **Gross profit**

The overall gross profit margin had improved slightly from 18.7% for the six months period ended 30 June 2023 to 18.8% for the Period. The increase was mainly due to the reduction in unit costs of certain raw materials including chips and plastic resins; and the decrease in labour costs due to the reduction in number of workers.

# Expenses and finance costs

Distribution costs had decreased by HK\$3.0 million mainly due to the drop in sales revenue and the reduction in sales commission and transportation costs. Total administrative expenses increased by approximately HK\$7.1 million mainly due to the increase in administrative salary costs and consultancy service fees during the Period. The total administrative staff costs for the Period, including directors' emoluments, had increased by approximately HK\$2.0 million.

Finance costs had decreased by HK\$1.5 million which was mainly due to the drop in interest on lease liabilities by approximately HK\$0.7 million during the Period.

# Other operating income/expenses

During the Period, there was a net other operating income of approximately HK\$5.6 million which was mainly due to exchange gain and changes in fair value of financial assets at FVTPL and rental income.

# Profit attributable to owners of the Company

The profit for the Period attributable to owners of the Company was HK\$36.1 million, compared to HK\$52.2 million for the same period in 2023. The decrease in net profit was mainly due to the drop in sales revenue during the Period.

# PRODUCTION FACILITIES

The Group currently has three production facilities in the PRC for the manufacturing of electronic products and components, two of which are located in Shenzhen, and one in Yichun. During the Period, the Group spent approximately HK\$1.8 million to acquire property, plant and equipment to enhance its production capacity.

# LIQUIDITY AND FINANCIAL RESOURCES AND CAPITAL STRUCTURE

At 30 June 2024, the Group's total cash and cash equivalents, net of current bank overdrafts, amounted to HK\$458.8 million. The net funds are sufficient to finance the Group's working capital and capital expenditure plans.

At 30 June 2024, total borrowings of the Group amounted to HK\$212.2 million, comprising bank loans of HK\$211.8 million and trust receipt loans of HK\$0.4 million, of which HK\$15.6 million were denominated in United States dollars, HK\$159.0 million were denominated in Hong Kong dollars and HK\$37.6 million were denominated in Renminbi respectively.

The Group's trade receivable turnover, inventory turnover and trade payable turnover were approximately 61 days, 105 days and 73 days respectively for the Period. These turnover periods are consistent with the respective policies of the Group on credit terms granted to customers and obtained from suppliers.

As at 30 June 2024, the Group's total current assets were HK\$945.2 million compared to HK\$899.3 million as at 31 December 2023, and the Group's total current liabilities were HK\$474.8 million compared to HK\$472.6 million as at 31 December 2023. The current ratio (current assets/current liabilities) as at 30 June 2024 was 1.99 times, compared to 1.90 times as at 31 December 2023.

During the Period, the Company had not issued any new shares and had not repurchased any of its own shares on the Stock Exchange.

At 30 June 2024, the Company had in issue a total of 473,058,180 ordinary shares. A share option scheme (the "2016 Share Option Scheme") has been adopted by the shareholders of the Company at the annual general meeting of the Company held on 7 June 2016. There were no share options granted, exercised, lapsed or cancelled since the adoption of the 2016 Share Option Scheme. As at 30 June 2024, the Company did not have any share options outstanding.

# **CASH FLOWS**

The net balance of cash, cash equivalents and bank overdrafts at 30 June 2024 was HK\$458.8 million, which had increased by HK\$27.9 million compared to the balance at 31 December 2023

The net cash generated from operating activities for the Period was HK\$55.2 million. The net cash used in investing activities amounted to HK\$13.2 million, which was mainly due to HK\$1.8 million being paid for the acquisition of property, plant and equipment, HK\$1.6 million being paid for the investment in associates and the increase in loan receivables of HK\$9.8 million

On the other hand, there was a net cash outflow of HK\$10.5 million from financing activities. During the Period, new borrowings of HK\$88.6 million were obtained, and HK\$89.7 million was used to repay borrowings and principal repayment of lease liabilities. During the Period, the Company paid a dividend of HK\$9.5 million to its shareholders.

# CAPITAL EXPENDITURE

During the Period, the Group acquired property, plant and equipment at a total cost of HK\$1.8 million, mainly financed by internal resources of the Group.

# PLEDGE OF ASSETS

At 30 June 2024, the Group had total bank borrowings of HK\$212.2 million, out of which HK\$75.3 million were secured by the land and buildings and right-of-use assets of HK\$145.0 million in aggregate, HK\$0.4 million were secured by short-term bank deposits of HK\$4.9 million.

# **DEBT POSITION AND GEARING**

As at 30 June 2024 and 31 December 2023, the Group was not in a net debts (being total bank loans and other borrowings and lease liabilities excluding trade debts and net of cash and cash equivalents) position. The total equity was approximately HK\$723.7 million (At 31 December 2023: HK\$688.7 million). There was no gearing percentage as at 30 June 2024 and 31 December 2023.

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to shareholders through the maintaining appropriate debt and equity balance. The directors of the Company review the capital structure of the Group on a regular basis. As part of this review, the directors consider the cost of capital and the risks associates with each class of capital. Based on recommendations of the directors, the Group will balance its overall capital structure through various alternatives including the payment of dividends, new share issues and share buy-backs as well as the issue of new debts or the redemption of existing debts.

# CONTINGENT LIABILITIES Potential litigation related to a fire incidence in the United States

During the fourth quarter of 2020, the Group was informed by a customer (the "Customer") that a fire was occurred at a school in the United States involving an electrostatic disinfectant sprayer manufactured by the Group. Based on preliminary investigations subsequently conducted by the insurance company, the Customer and some experts, and other information available, the Group believes that the root cause of the fire is most likely the defective design and manufacturing of the lithium-ion battery pack which powers the sprayer. The battery pack was designed and manufactured by a supplier designated by the Customer. However, not all the electrostatic disinfectant sprayers sold by the Customer were embedded with the subject lithium-ion battery pack. The Customer also informed the Group that there were some other reports of property damage but no reports of injury involving the subject lithium-ion battery pack. In February 2021, in view of the potential risk that the battery pack can overheat and melt and potentially causing a fire or an explosion, the Customer decided to recall voluntarily in the market four models of electrostatic sprayers embedded with the subject lithium-ion battery pack.

Management currently is of the view that the issue is the direct result of the defective design and manufacturing of the lithium-ion battery pack and the Customer understands that the Group was not involved with the design and manufacturing of the subject battery pack. The supplier of the subject battery pack was chosen and introduced to the Group by the Customer and the Group cannot change the supplier of the subject battery pack unless written consent from the Customer is obtained. Management believes that should the root cause of the fire be concluded to be due to the failure of the battery pack, the battery supplier and the battery pack manufacturer will have the significant responsibilities for the fire. Management also believes that the Group does not have any responsibility or significant potential liability on this issue. The Group has engaged a law firm and a cause and origin expert in the United States to handle the issue. The Company will closely monitor the situation and announcement(s) will be made by the Company to keep its shareholders and potential investors informed of any material development as and when appropriate. As at the date of this report, the Group had not received any writ of summons on this matter.

Save as disclosed above, the Group did not have any other material contingent liabilities as at both 30 June 2024 and 31 December 2023

# UPDATE ON SETTLEMENT OF OVERDUE CONSIDERATION AND DEBT

On 15 April 2019, the Group has completed a very substantial disposal transaction (the "VSD Transaction") in relation to the disposal of the Group's investment properties business segment. On 15 July 2020, the Group has engaged a solicitor firm at Beijing to commence arbitration proceedings against the purchaser (the "Purchaser") and the quarantor (the "Guarantor") for collection of the overdue consideration of RMB100 million (the "Consideration") and accrued interests in relation to the VSD Transaction. On 12 March 2021, the arbitration hearing was conducted at the Beijing Arbitration Commission (the "BAC") and the arbitral award has been issued by the BAC on 5 August 2021. Under the arbitral award, it was decided by the BAC that, amongst other things. (i) the Purchaser and the Guarantor pay the overdue Consideration and accrued interests thereon to the Group. (ii) the Purchaser and the Guarantor bear the arbitration fees and the legal and other costs related to the arbitration, and (iii) the Purchaser and the Guarantor should settle all the amounts due to the Group within fifteen days from the date the arbitral award is delivered to the Purchaser and the Guarantor. As at the date of this report, the Group has not received the overdue Consideration and accrued interests thereon from the Purchaser and the Guarantor.

Alltronics Energy Saving (Shenzhen) Limited ("Alltronics Energy Saving", being an indirect wholly-owned subsidiary of the Group) has filed an official civil complaint\* (民事起訴狀) (the "Complaint") at the Shenzhen Intermediate People's Court\* (深圳市中級人民法院, the "Shenzhen court") on 2 January 2020. Under the Complaint, Alltronics Energy Saving requested for immediate settlement of the debt of approximately RMB212 million (the "Debt") and accrued interests thereon from the borrower (the "Borrower") and the Guarantor in relation to the VSD Transaction.

On 28 April 2021, Alltronics Energy Saving has entered into a settlement agreement (the "Settlement Agreement") with the Borrower and the Guarantor. Pursuant to the Settlement Agreement, the Borrower and the Guarantor have agreed to settle the Debt in accordance with the following schedule:

- (a) RMB20,000,000 on or before 31 May 2021;
- (b) RMB80,000,000 on or before 30 June 2021; and
- (c) the remaining balance on or before 31 December 2021.

Alltronics Energy Saving has submitted the Settlement Agreement to the Shenzhen Court for judicial recognition and confirmation. On 28 May 2021, the Shenzhen Court has delivered its judgement on the Settlement Agreement and it has become effective and legally binding on all parties. The Borrower and the Guarantor have not settled the Debt in accordance with the repayment terms in the Settlement Agreement. On 15 July 2021, Alltronics Energy Saving has applied to the Shenzhen Court for execution of the Settlement Agreement and the Shenzhen Court has accepted the application for execution of the Settlement Agreement.

The Group's legal advisers in Beijing and Shenzhen advised that Henan Luohe Intermediate People's Court \* (河南省漯河市中級人民法院) (the "Henan Court") has accepted an application for bankruptcy liquidation against the Guarantor and a bankruptcy administrator of the Guarantor has been appointed by the Henan Court on 5 July 2021. The Group's legal advisers in Beijing and Shenzhen have already filed the relevant documents for the declaration of creditor's right to the bankruptcy administrator of the Guarantor to declare and to register all the amounts due from the Guarantor to the Group so as to protect the interests of the Group. As at the date of this report, the bankruptcy administrator of the Guarantor is still analysing and assessing the assets and liabilities of the Guarantor and the bankruptcy liquidation against the Guarantor is still in progress.

As at the date of this report, the Group has not received the overdue Consideration and the Debt from the Guarantor and the Borrower. Full impairment losses on the Consideration and the Debt have been made in the Group's audited consolidated financial statements for the year ended 31 December 2019. The Company will closely monitor the situation and further announcement(s) will be made by the Company to keep its shareholders and potential investors informed of any material development as and when appropriate.

#### **EMPLOYEES**

At 30 June 2024, the Group had 2,196 employees, of which 65 were employed in Hong Kong and 2,131 were employed in the PRC. Salaries of employees are maintained at competitive levels. The Group operates a defined contribution mandatory provident fund retirement benefits scheme for all its employees in Hong Kong, and provides its PRC employees with welfare schemes as required by the applicable laws and regulations in the PRC. The Group also offers discretionary bonuses to its employees by reference to the performance of individual employees and the overall performance of the Group.

No share options had been granted, exercised, lapsed or cancelled since the adoption of the 2016 Share Option Scheme. As at 30 June 2024, there were no share options remained outstanding.

The Group did not experience any significant labour disputes or substantial changes in the number of its employees that led to any disruption of its normal business operations. The Board believes that the Group's management and employees are the most valuable asset of the Group and they have contributed to the success of the Group.

# FOREIGN EXCHANGE EXPOSURE

Most of the Group's sales are denominated in United States dollars and Renminbi, and most of the purchases of raw materials are denominated in Renminbi and Hong Kong dollars. Furthermore, most of the Group's monetary assets are denominated in Hong Kong dollars, United States dollars and Renminbi.

The Group's principal production facilities are located in the PRC whilst its sales proceeds are primarily settled in United States dollars, Hong Kong dollars or Renminbi. As such, management is aware of the potential foreign currency risk that may arise from the fluctuation of exchange rates between United States dollars, Hong Kong dollars and Renminbi. Management will consider various actions to minimise the risk, including the entering into forward foreign exchange contracts with major and reputable financial institutions to hedge its foreign exchange risk exposure. These were for hedging against foreign exchange risk exposure relating to the production costs and certain outstanding payables denominated in Renminbi. As at 30 June 2024, the Group did not have any outstanding forward foreign exchange contracts. Management will continue to evaluate the Group's foreign currency exposure and take further actions as appropriate to minimise the Group's exposure whenever necessary.

# OUTLOOK

# Electronic products segment

During the first half of the year 2024, the demand for the Group's electronic products has dropped and has resulted in a decrease in revenue when compared to the prior year. Management expects the operating environment to remain challenging in the second half of the year and will keep alert and remain cautious.

Factors including the uncertainties surrounding the coming United States presidential election and the ongoing trade disputes between the United States and the PRC may further escalate geopolitical tensions and have a negative impact on the global economy. The effects of the various sanctions imposed or to be imposed on Hong Kong by the United States and other countries will continue to pose challenges to the Group's business. On the other hand, the risk of fluctuation in the exchange rate of Renminbi against United States dollars and Hong Kong dollars and the risk of high inflation and fluctuation in the interest rate will also affect the performance of the Group's electronic products segment. The Group will pay close attention to these factors and will continue to tighten controls over production costs and overheads and improve production efficiency to maximise the gross profit margin.

In terms of geographical market, the Group foresees that the United States will continue to be the major market for its products during the second half of 2024.

To combat a possible increase in tariffs by the United States for goods manufactured in the PRC, the Group is considering setting up production facilities in Vietnam and Malaysia through joint ventures.

In August 2023, the Group acquired a 4% equity interest in a research and development company established in the PRC, which is specialized in residential and outdoor energy storage products. Although the demand for these energy storage products in the first half of the year was less than management's expectation, new products are expected to be launched in the second half of the year to provide new momentum for growth in revenue.

In January 2024, the Group has acquired a 30% equity interest in an associated company, 雲鏈新能源(廣東)有限公司("Yunlian"). Yunlian is principally engaged in the development of new energy projects in the PRC, including wind power and solar power projects. The investment will provide an opportunity for the Group to diversify its business into the high-growth potential new energy industry in the PRC. As of the date of this report, Yunlian is in negotiation of a wind power project in the PRC with independent third parties. However, the negotiation is still in the preliminary stage, and no formal agreement has been signed.

The Group will continue to explore opportunities for new electronic products with other potential customers so as to broaden its revenue base and to maintain its growth momentum

Going forward, we see both challenges and opportunities. The Group will focus on its core electronic products segment and will continue to explore opportunities for new products and projects with existing and potential customers in Hong Kong, in the PRC and overseas to provide a better return to all shareholders.

# SHARE OPTION SCHEME

At the annual general meeting of the Company held on 7 June 2016, a share option scheme (the "2016 Share Option Scheme") was approved by the shareholders. The purpose of the 2016 Share Option Scheme is to enable the Group to grant options to selected participants as incentive or rewards for their contributions or potential contributions to the Group. The 2016 Share Option Scheme shall be valid and effective for a period of 10 years commencing from 7 June 2016, being the date on which the Share Option Scheme was adopted.

During the six months ended 30 June 2024 and the year ended 31 December 2023, there were no share options granted, exercised, cancelled or lapsed under the 2016 Share Option Scheme. As at 30 June 2024 and 31 December 2023, there were no outstanding share options issued under the 2016 Share Option Scheme.

Further details of the 2016 Share Option Scheme are set out in the circular dated 9 May 2016 issued by the Company.

# DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS

# DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND/OR SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY SPECIFIED UNDERTAKING OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 30 June 2024, the interests and short positions of each Director and Chief Executive in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO")), as recorded in the register required to be kept by the Company under Section 352 of Part XV of the SFO or as notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 to the Listing Rules were as follows:

# (a) Ordinary shares of HK\$0.02 each of the Company as at 30 June 2024

Name of Director	_	Number of shares held				
	Long position/ short position	Personal interests	Family interests	Corporate interests	Total	% of the issued share capital of the Company
Mr. Lam Yin Kee	Long position	4,555,461	-	219,870,000 (Note 1)	224,425,461	47.44
Ms. Yeung Po Wah	Long position	_	224,425,461	-	224,425,461	47.44
Mr. Lam Chee Tai, Eric (Note 3)	Long position	1,509,354	-	-	1,509,354	0.32
Ms. Lam Oi Yan, Ivy	Long position	3,494,986	289,310	-	3,784,296	0.80

#### Notes:

- 219,870,000 shares are owned by Profit International Holdings Limited, a company incorporated in the British Virgin Islands and is owned as to 95% by Mr. Lam Yin Kee and 5% by Ms. Yeung Po Wah. Ms. Yeung Po Wah is an executive Director of the Company and the spouse of Mr. Lam Yin Kee.
- Mr. Lam Yin Kee and Ms. Yeung Po Wah are the directors and beneficial owners of Profit International Holdings Limited.
- 3. Mr. Lam Chee Tai, Eric is the son of Mr. Lam Yin Kee and Ms. Yeung Po Wah and the brother of Ms. Lam Oi Yan, Ivy.
- Ms. Lam Oi Yan, Ivy is the daughter of Mr. Lam Yin Kee and Ms. Yeung Po Wah and the sister
  of Mr. Lam Chee Tai, Eric.

# DIRECTORS' AND CHIFF EXECUTIVE'S INTERESTS

- (b) Share options of the Company as at 30 June 2024

  None of the Directors and Chief Executive has held any share options as at 30 June 2024.
- (c) Interests in an associated corporation, Profit International Holdings Limited (ordinary shares of US\$1 each) as at 30 June 2024

Name of Director		Number of shares held				
	Long position/	Personal interests	Family interests	Corporate interests	Total	% of the issued share capital of the associated corporation
Mr. Lam Yin Kee	Long position	950	-	-	950	95.0
Ms. Yeung Po Wah	Long position	50	_	_	50	5.0

Save as disclosed above, at no time during the Period, the Directors and Chief Executive (including their spouse and children under 18 years of age) had any interest in, or had been granted, or exercised, any rights to subscribe for shares (or warrants or debentures, if applicable) of the Company, its specified undertakings and its associated corporations required to be disclosed pursuant to the SFO and the Hong Kong Companies Ordinance (Cap. 622).

Other than those interests and short positions disclosed above, the Directors and Chief Executive also hold shares of certain subsidiaries solely for the purpose of ensuring that the relevant subsidiary has more than one member.

# SUBSTANTIAL SHAREHOLDERS' INTERESTS

# SUBSTANTIAL SHAREHOLDERS' INTERESTS AND/OR SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

The register of substantial shareholders required to be kept under Section 336 of Part XV of the SFO shows that as at 30 June 2024, the Company had been notified of the following substantial shareholders' interests and short positions, being 5% or more of the Company's issued share capital.

Name	Nature of interest	Long position/ short position	Number of shares held	% of the issued share capital of the Company
Profit International Holdings Limited	Beneficially owned	Long position	219,870,000	46.48
Ms. Liu Jing	Beneficially owned	Long position	47,754,800	10.09
China Huarong Overseas Investment Holdings Co., Limited ("China Huarong Overseas") (Note 1)	Interest of a controlled corporation	Long position	46,795,818	9.89
Huarong Huaqiao Asset Management Co., Limited ("Huarong Huaqiao") (Note 1	Interest of a controlled ) corporation	Long position	46,795,818	9.89
Huarong Zhiyuan Investment & Management Co., Limited ("Huarong Zhiyuan") (Note 1	Interest of a controlled corporation	Long position	46,795,818	9.89
China CITIC Financial Asset Management Co., Ltd. ("CITIC FAMC") (Note 1)	Interest of a controlled corporation	Long position	46,795,818	9.89
China Asset Management (Hong Kong) Limited	Investment manager	Long position	46,795,818	9.89

# SUBSTANTIAL SHAREHOLDERS' INTERESTS

#### Note:

(1) 46,795,818 shares of the Company were beneficially owned by China Huarong Overseas, which is a wholly-owned subsidiary of Huarong Huaqiao. Huarong Huaqiao is 91% owned by Huarong Zhiyuan, which is a wholly-owned subsidiary of CITIC FAMC. CITIC Group Corporation and The Ministry of Finance of the People's Republic of China have approximately 26.46% and 24.76% interests in the share capital of CITIC FAMC respectively. Therefore, Huarong Huaqiao, Huarong Zhiyuan, CITIC FAMC, CITIC Group Corporation and The Ministry of Finance of the People's Republic of China are deemed to be interested in 46,795,818 shares of the Company.

Save as disclosed above and so far as the Directors and Chief Executive of the Company are aware of, as at 30 June 2024, there were no other person, other than the Directors or Chief Executive of the Company, who had interests or short positions in the shares and underlying shares of the Company which would fall to be disclosed to the Company in accordance with the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein.

# CORPORATE GOVERNANCE

The Board believes that corporate governance is essential to the success of the Group. The Group keeps abreast of the best practices in the corporate governance areas and strives to implement such practices as appropriate. None of the Directors of the Company is aware of any information that would reasonably indicate that the Company or any of its Directors is not or was not at any time during the Period and up to the date of this report, in compliance with the Corporate Governance Code as set out in Part 2 of Appendix C1 to the Listing Rules. The Board will review and update the current practices regularly to ensure compliance with the latest practices in corporate governance so as to protect and maximize the interests of shareholders.

# MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

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 its code for dealing in securities of the Company by the Directors. Having made specific enquiry of all Directors of the Company, the Company confirms that all Directors of the Company have complied with the required standard set out in the Model Code during the Period.

# **AUDIT COMMITTEE**

The audit committee of the Company (the "Audit Committee") was established with written terms of reference in compliance with the Listing Rules. The Audit Committee shall meet at least twice every year and currently comprises three members being the independent non-executive Directors of the Company, namely Mr. Pang Kwong Wah (Chairman), Mr. Yau Ming Kim, Robert and Mr. Yen Yuen Ho, Tony.

The interim condensed consolidated financial statements have been reviewed by the Audit Committee at a meeting held on 29 August 2024, which is of the opinion that the interim condensed consolidated financial statements complied with applicable accounting standards and legal requirements, and that adequate disclosures have been made.

# REMUNERATION COMMITTEE

The remuneration committee of the Company (the "Remuneration Committee") was established with written terms of reference in compliance with the Listing Rules. The Remuneration Committee shall meet at least once every year and shall have a minimum of five members, comprising a majority of independent non-executive directors. The Chairman of the Remuneration Committee is Mr. Pang Kwong Wah and other current members include Mr. Lam Yin Kee, Ms. Yeung Po Wah, Mr. Yau Ming Kim, Robert and Mr. Yen Yuen Ho, Tony.

# NOMINATION COMMITTEE

The nomination committee of the Company (the "Nomination Committee") was established with written terms of reference in compliance with the Listing Rules. The Nomination Committee shall meet at least once every year and shall have a minimum of five members, comprising a majority of independent non-executive directors. The Chairman of the Nomination Committee is Mr. Lam Yin Kee and other current members include Ms. Yeung Po Wah, Mr. Pang Kwong Wah, Mr. Yau Ming Kim, Robert and Mr. Yen Yuen Ho, Tony.

# **CHANGES IN INFORMATION OF DIRECTORS**

There were no changes in directors' information since publication of the 2023 annual report of the Company and there is no other information required to be disclosed pursuant to Rule 13.51B (1) of the Listing Rules.

# SUPPLEMENTARY INFORMATION

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

The Company has not redeemed any of its shares during the Period. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company's shares during the Period.

# DISCLOSURE OF INFORMATION ON THE STOCK EXCHANGE'S WEBSITE

The electronic version of this report will be published on the website of the Stock Exchange (http://www.hkexnews.hk) and the Company's website (http://www.irasia.com/listco/hk/alltronics/index.htm).

# **APPRECIATION**

The Board would like to thank the Company's shareholders and the Group's business partners for their continuous support and to extend its sincere appreciation to all of the Group's management and staff for their dedication and contribution throughout the Period.

\* For identification purpose only

By order of the Board

Alltronics Holdings Limited

Lam Yin Kee

Chairman

Hong Kong, 29 August 2024

As at the date of this report, the Board of the Company comprises:

#### Executive Directors

Mr. Lam Yin Kee, Mr. Lam Chee Tai, Eric, Ms. Yeung Po Wah, Mr. So Kin Hung and Ms. Lam Oi Yan, Ivy

# Independent Non-executive Directors

Mr. Pang Kwong Wah, Mr. Yau Ming Kim, Robert, Mr. Yen Yuen Ho, Tony and Mr. Lin Kam Sui

# CORPORATE INFORMATION

# DIRECTORS Executive Directors

Mr. LAM Yin Kee (Chairman)

Mr. LAM Chee Tai, Eric (Chief Executive)

Ms. YEUNG Po Wah Ms. LAM Oi Yan, Ivy Mr. SO Kin Hung

# Independent Non-executive Directors

Mr. PANG Kwong Wah Mr. YAU Ming Kim, Robert Mr. YEN Yuen Ho, Tony

Mr. LIN Kam Sui

# **REGISTERED OFFICE**

Cricket Square Hutchins Drive P.O. Box 2681 Grand Cayman KY1-1111 Cayman Islands

# HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Unit 408, 4/F, Citicorp Centre 18 Whitfield Road Hong Kong

# **COMPANY SECRETARY**

Mr. LEUNG Fuk Cheung

# STOCK CODE

833

# INDEPENDENT AUDITOR

Grant Thornton Hong Kong Limited

# **AUDIT COMMITTEE**

Mr. PANG Kwong Wah (Chairman) Mr. YAU Ming Kim, Robert Mr. YEN Yuen Ho, Tony

# PRINCIPAL BANKERS

Hang Seng Bank Limited Chong Hing Bank Limited Fubon Bank (Hong Kong) Limited Dah Sing Bank Limited

# SHARE REGISTRARS AND TRANSFER OFFICE

In Hong Kong
Tricor Tengis Limited
17/F, Far East Finance Centre
16 Harcourt Road, Hong Kong

In Cayman Islands
Suntera (Cayman) Limited
Suite 3204, Unit 2A, Block 3, Building D
P. O. Box 1586, Gardenia Court,
Camana Bay
Grand Cayman KY1-1100
Cayman Islands

# **WEBSITE**

http://www.irasia.com/listco/hk/alltronics/index.htm