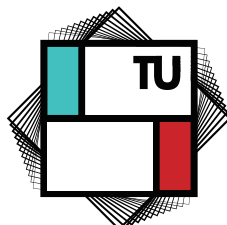


*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **TIMES UNIVERSAL GROUP HOLDINGS LIMITED**

**時代環球集團控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 2310)**

### **ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024**

#### **FINANCIAL HIGHLIGHTS**

##### **For the year ended 31 December**

	<b>2024</b>	<b>2023</b>	<b>Change in</b>
	<i>Approximate</i>	<i>Approximate</i>	<i>percentage</i>
Revenue	<b>HK\$110.8 million</b>	HK\$101.6 million	9.1%
Gross profit	<b>HK\$28.3 million</b>	HK\$25.5 million	11.2%
Gross profit margin	<b>25.6%</b>	25.1%	0.5%
Loss attributable to the			
shareholders of the Company	<b>HK\$7.5 million</b>	HK\$8.3 million	N/A
Basic loss per share	<b>HK0.69 cents</b>	HK0.76 cents	N/A

The Board does not recommend the payment of final dividend for the year ended 31 December 2024 (for the year ended 31 December 2023: HK\$Nil).

The board (the “**Board**”) of directors (the “**Directors**”) of Times Universal Group Holdings Limited (the “**Company**”) is pleased to announce the consolidated annual results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 31 December 2024 as follows:

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

*For the year ended 31 December 2024*

		2024 <i>HK\$'000</i>	2023 <i>HK\$'000</i>
	<i>Notes</i>		
<b>Revenue</b>	4	<b>110,776</b>	101,560
Direct costs		<b>(82,434)</b>	(76,064)
<b>Gross profit</b>		<b>28,342</b>	25,496
Other income, gains and losses, net		<b>63</b>	2,505
Administrative expenses		<b>(28,610)</b>	(27,050)
Impairment losses (recognised) reversed under expected credit loss model, net		<b>(3,746)</b>	1,398
Impairment loss recognised on intangible assets		–	(165)
Impairment loss recognised on goodwill		–	(1,155)
Impairment loss reversed on interest in an associate		–	1,115
Share of loss of an associate		–	(1,115)
Finance costs		<b>(2,764)</b>	(3,114)
<b>Loss before tax</b>	5	<b>(6,715)</b>	(2,085)
Income tax expense	6	<b>(781)</b>	(6,205)
<b>Loss for the year</b>		<b>(7,496)</b>	(8,290)
<b>Other comprehensive expense</b>			
<i>Item that will not be reclassified subsequently to profit or loss:</i>			
Remeasurement on the unfunded long service payment obligation		<b>15</b>	–
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translation of foreign operations		<b>(4,744)</b>	(297)
Other comprehensive expense for the year, net of income tax		<b>(4,729)</b>	(297)
<b>Total comprehensive expense for the year</b>		<b>(12,225)</b>	(8,587)
<b>Loss per share</b>	8		
Basic		<b>HK(0.69) cents</b>	HK(0.76) cents
Diluted		<b>N/A</b>	N/A

# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

*As at 31 December 2024*

		<b>2024</b>	<b>2023</b>
	<i>Notes</i>	<b><i>HK\$'000</i></b>	<b><i>HK\$'000</i></b>
<b>NON-CURRENT ASSETS</b>			
Property, plant and equipment		<b>74,119</b>	83,647
Right-of-use assets		<b>7,155</b>	8,556
Intangible assets		<b>1,623</b>	3,357
Goodwill		<b>1,721</b>	1,781
Interest in an associate		<b>–</b>	–
Deferred tax assets		<b>4,946</b>	5,410
		<b>89,564</b>	102,751
<b>CURRENT ASSETS</b>			
Inventories		<b>265</b>	73
Trade and other receivables	9	<b>9,961</b>	8,169
Cash and cash equivalents		<b>10,189</b>	9,387
		<b>20,415</b>	17,629
<b>CURRENT LIABILITIES</b>			
Bank overdraft		<b>–</b>	23
Trade and other payables	10	<b>26,934</b>	25,974
Contract liabilities		<b>6,748</b>	6,395
Loans from the immediate holding company		<b>47,754</b>	41,575
Secured loan		<b>21,171</b>	25,063
Bonds		<b>20,181</b>	20,181
Lease liabilities		<b>1,044</b>	981
Tax liabilities		<b>14,537</b>	14,720
		<b>138,369</b>	134,912
<b>NET CURRENT LIABILITIES</b>		<b>(117,954)</b>	(117,283)
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>(28,390)</b>	(14,532)

		<b>2024</b> <b>HK\$'000</b>	2023 <b>HK\$'000</b>
<b>NON-CURRENT LIABILITIES</b>			
Lease liabilities		<b>7,044</b>	8,352
Other payables	10	–	64
Deferred tax liabilities		<b>244</b>	505
		<u><b>7,288</b></u>	<u>8,921</u>
<b>NET LIABILITIES</b>		<u><b>(35,678)</b></u>	<u>(23,453)</u>
<b>CAPITAL AND RESERVES</b>			
Share capital		<b>441,350</b>	441,350
Reserves		<b>(477,028)</b>	(464,803)
<b>TOTAL DEFICIT</b>		<u><b>(35,678)</b></u>	<u>(23,453)</u>

Notes:

## 1. GENERAL

Times Universal Group Holdings Limited (the “**Company**”) is a public limited company incorporated in Hong Kong and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The registered office and principal place of business of the Company are located at Unit 3002, 30/F, Workington Tower, 78 Bonham Strand, Sheung Wan, Hong Kong.

The immediate holding company of the Company is Great Match International Limited, a company incorporated in the British Virgin Islands and the ultimate controlling shareholder is Mr. Choi Yun Chor (the “**Controlling Shareholder**”).

The Company is an investment holding company and the principal activities of the Company and its subsidiaries (collectively referred to as the “**Group**”) are hotel operation in Canada and properties management and catering management in the People’s Republic of China (the “**PRC**”).

The functional currency of the Company is Hong Kong dollar (“**HK\$**”). For the purposes of presenting the consolidated financial statements, the Group adopted HK\$ as its presentation currency as its shares are listed in Hong Kong.

## 2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

### **Amendments to HKFRS Accounting standards that are mandatorily effective for the current year**

In the current year, the Group has applied the following amendments to HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 January 2024 for the preparation of the consolidated financial statements:

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

Except as described below, the application of the amendments to HKFRS Accounting Standards in the current year has had no material impact on the Group's financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

***Impacts on application of Amendments to HKAS 1 Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) (the “2020 Amendments”) and Amendments to HKAS 1 Non-current Liabilities with Covenants (the “2022 Amendments”)***

The Group has applied the amendments for the first time in the current year.

The 2020 Amendments provide clarification and additional guidance on the assessment of right to defer settlement for at least twelve months from reporting date for classification of liabilities as current or non-current, which:

- specify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period. Specifically, the classification should not be affected by management intentions or expectations to settle the liability within 12 months.
- clarify that the settlement of a liability can be a transfer of cash, goods or services, or the entity's own equity instruments to the counterparty. If a liability has terms that could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instruments, these terms do not affect its classification as current or non-current only if the entity recognises the option separately as an equity instrument applying HKAS 32 *Financial Instruments: Presentation*.

For rights to defer settlement for at least twelve months from reporting date which are conditional on the compliance with covenants, the 2022 Amendments specifically clarify that only covenants that an entity is required to comply with on or before the end of the reporting period affect the entity's right to defer settlement of a liability for at least twelve months after the reporting date, even if compliance with the covenant is assessed only after the reporting date. The 2022 Amendments also specify that covenants with which an entity must comply after the reporting date (i.e. future covenants) do not affect the classification of a liability as current or non-current at the reporting date. However, if the entity's right to defer settlement of a liability is subject to the entity complying with covenants within twelve months after the reporting period, an entity discloses information that enables users of financial statements to understand the risk of the liabilities becoming repayable within twelve months after the reporting period. This would include information about the covenants, the carrying amount of related liabilities and facts and circumstances, if any, that indicate that the entity may have difficulties complying with the covenants.

In accordance with the transition provision, the Group has applied the new accounting policy to the classification of liability as current or non-current retrospectively. The application of the amendments in the current year had no material impact on the consolidated financial statements.

## New and amendments to HKFRS Accounting Standards in issue but not yet effective

The Group has not early applied the following new and amendments to HKFRS Accounting Standards that have been issued but are not yet effective:

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments <sup>3</sup>
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>1</sup>
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards — Volume 11 <sup>3</sup>
Amendments to HKAS 21	Lack of Exchangeability <sup>2</sup>
HKFRS 18	Presentation and Disclosure in Financial Statements <sup>4</sup>

<sup>1</sup> Effective for annual periods beginning on or after a date to be determined.

<sup>2</sup> Effective for annual periods beginning on or after 1 January 2025.

<sup>3</sup> Effective for annual periods beginning on or after 1 January 2026.

<sup>4</sup> Effective for annual periods beginning on or after 1 January 2027.

Except for the amendments to HKFRS Accounting Standards mentioned in the consolidated financial statements, the Directors anticipate that the application of all other amendments to HKFRS Accounting Standards will have no material impact on the consolidated financial statements in the foreseeable future.

### 3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards issued by the HKICPA. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and by the Hong Kong Companies Ordinance (Cap. 622) (the “**CO**”).

The Directors have, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis in preparing the consolidated financial statements.

During the year ended 31 December 2024, the Group incurred a net loss of approximately HK\$7,496,000 and, as of that date, the Group’s current liabilities exceeded its current assets by approximately HK\$117,954,000 and the Group has net liabilities of approximately HK\$35,678,000. Such conditions indicate the existence of material uncertainty which may cast significant doubt on the Group’s ability to continue as a going concern, and thus, the Group may not be able to realise its assets and discharge its liabilities in the normal course of business.

The Group continues to adopt the going concern basis in preparing its consolidated financial statements. In order to improve the Group's financial positions, liquidity and cash flows, the Directors have adopted or shall adopt the following measures:

- (i) reviewing the business operations of the Group to improve their efficiency;
- (ii) negotiating with creditors to extend repayment period;
- (iii) reviewing its existing investments and business opportunities and actively considering to develop new business in order to enhance the cash flow of the Group;
- (iv) actively considering to realise other loss making investment or terminate loss making businesses;
- (v) obtained a confirmation from the immediate holding company not to demand repayment of the amount due from the Group to the immediate holding company as at 31 December 2024, unless the repayment would not affect the ability of the Group to repay other creditors in the normal course of business; and
- (vi) obtained a loan agreement for facilities of up to HK\$65 million from the immediate holding company in favour of the Group to provide continuing financial support to the Group.

The Directors have reviewed the Group's cash flow projections prepared by the management, which covers a period of not less than twelve months from 31 December 2024, on the basis that the Group's aforementioned plans and measures will be successful, the Directors believe that the Group will have sufficient cash resources to satisfy its future working capital and other financing requirements as and when they fall due in the next twelve months from the end of the reporting period. Accordingly, the Directors believe that the Group will continue as a going concern and therefore consider it is appropriate to adopt a going concern basis in preparing its consolidated financial statements.

The consolidated financial statements do not include any adjustments that would result from the failure of the Group to obtain sufficient future funding. Should the Group be unable to continue to operate as a going concern, adjustments would have to be made to write down the carrying values of the assets of the Group to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and liabilities as current assets and liabilities, respectively.

#### 4. REVENUE

	2024 HK\$'000	2023 HK\$'000
Hotel operation	60,454	56,200
Properties management	41,085	38,802
Catering management	9,237	6,558
	<u>110,776</u>	<u>101,560</u>



## 5. LOSS BEFORE TAX

Loss before tax has been arrived at after charging:

	2024 <i>HK\$'000</i>	2023 <i>HK\$'000</i>
Auditors' remuneration:		
— audit services	1,350	1,325
Staff costs (including directors' emolument)		
— salaries, wages, allowance and other benefits in kind	44,761	44,297
— retirement schemes contributions	2,870	2,796
— service cost of long service payments	18	102
Total staff costs	47,649	47,195
Cost of inventories recognised as expense	14,267	12,280
Depreciation of:		
— Property, plant and equipment	3,690	2,413
— Right-of-use assets	1,165	1,372
Total depreciation	4,855	3,785
Depreciation included in direct costs	(2,013)	(2,132)
Depreciation included in administrative expenses	2,842	1,653
Electricity, water and gas fee	11,155	12,772
Electricity, water and gas fee included in direct costs	(9,978)	(11,532)
Electricity, water and gas fee included in administrative expenses	1,177	1,240
Amortisation of intangible assets (included in administrative expenses)	1,658	1,775
Legal and professional fee	3,408	4,034

## 6. INCOME TAX EXPENSE

	2024 <i>HK\$'000</i>	2023 <i>HK\$'000</i>
<b>Current tax</b>		
PRC Enterprise Income Tax ("EIT")	856	1,018
<b>Deferred tax</b>		
Current year	<u>(75)</u>	<u>5,187</u>
	<u><b>781</b></u>	<u><b>6,205</b></u>

## 7. DIVIDENDS

No dividend was paid or proposed for ordinary shareholders of the Company during the year ended 31 December 2024, nor has any dividend been proposed since the end of the reporting period (2023: HK\$Nil).

## 8. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to owners of the Company is based on the following data:

	2024 <i>HK\$'000</i>	2023 <i>HK\$'000</i>
Loss for the year attributable to owners of the Company	<u>(7,496)</u>	<u>(8,290)</u>
<b>Number of shares</b>	<b>2024 '000</b>	<b>2023 '000</b>
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	<u><b>1,092,878</b></u>	<u>1,092,878</u>

No diluted loss per share for both years ended 31 December 2024 and 31 December 2023 were presented as there were no potential ordinary shares in issue for both years.

## 9. TRADE AND OTHER RECEIVABLES

	2024 HK\$'000	2023 HK\$'000
Trade receivables — contracts with customers	23,299	18,050
Less: Allowance for credit losses	(14,943)	(12,478)
Trade receivables, net ( <i>Note</i> )	8,356	5,572
Other receivables	4,274	4,435
Deposits	1,052	930
Prepayments	258	1,013
	5,584	6,378
Less: Allowance for credit losses	(3,979)	(3,781)
	1,605	2,597
<b>Trade and other receivables, net</b>	<b>9,961</b>	<b>8,169</b>

*Note:*

The Group allows an average credit period of 0 to 90 days to its trade customers. The following is an aged analysis of trade receivables, net of allowance for credit losses, presented based on the date of delivery of goods or date of rendering of services which approximated the respective dates on which revenue was recognised.

	2024 HK\$'000	2023 HK\$'000
Within 90 days	8,197	4,418
91 to 180 days	159	480
181 to 365 days	—	571
1 to 2 years	—	103
	8,356	5,572

# 10. TRADE AND OTHER PAYABLES

	2024 HK\$'000	2023 HK\$'000
Trade payables	2,878	1,759
Accruals	1,925	2,312
Other taxes payables	3,721	3,920
Bond interest payable	3,016	2,751
Other payables	15,394	15,296
	<u>26,934</u>	<u>26,038</u>
<b>Analysed for reporting purpose as:</b>		
Non-current liabilities	–	64
Current liabilities	<u>26,934</u>	<u>25,974</u>
	<u>26,934</u>	<u>26,038</u>

The following is an aged analysis of trade payables presented based on the invoice date:

	2024 HK\$'000	2023 HK\$'000
Within 90 days	1,375	1,081
91 to 180 days	1,111	595
181 to 365 days	239	69
Over 365 days	153	14
	<u>2,878</u>	<u>1,759</u>

The average credit period on purchases of goods or provision of services is 0 to 90 days.

## THE FINANCIAL INFORMATION OF THE GROUP

The financial information of the Group for the years ended 31 December 2023 and 2024 included in this announcement does not constitute, but is derived from, the Company's statutory annual consolidated financial statements for those years. Further information relating to those statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622) (the “**Companies Ordinance**”) is as follows:

The Company has delivered the financial statements for the year ended 31 December 2023 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (Cap. 622) and shall deliver the financial statements for the year ended 31 December 2024 in due course.

The Company's auditor has reported on the financial statements of the Group for both years. The auditor's report did not contain a statement under section 406(2) and included a reference to the matters under sections 407(2) and 407(3) of the Hong Kong Companies Ordinance, in respect of the limitation of scope on comparative figures and related disclosures in relation to the inability to obtain sufficient appropriate audit evidence regarding share of loss of an associate and impairment loss reversed on interest in an associate for the year ended 31 December 2023 as described in the section headed “EXTRACT OF INDEPENDENT AUDITOR'S REPORT”, that the auditor were unable to determine whether adequate accounting records had been kept; and have not obtained all the information or explanations that, to the best of the auditor's knowledge and belief, are necessary and material for the purpose of their audit.

## EXTRACT OF INDEPENDENT AUDITOR'S REPORT

The below sections set out an extract of the report by Asian Alliance (HK) CPA Limited, the auditor of the Company, regarding the Group's consolidated financial statements for the year ended 31 December 2024.

## QUALIFIED OPINION

In our opinion, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2024, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards issued by the HKICPA and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

## **BASIS FOR QUALIFIED OPINION**

### **Limitation of scope on comparative figures and related disclosures**

The consolidated financial statements of the Group for the year ended 31 December 2023, which form the basis for the comparative figures presented in the consolidated financial statements for the year ended 31 December 2024, was modified by us because of the possible effect of the limitation of scope as follows.

The carrying amount of the Group's interest in an associate, Total Blossom Sdn Bhd ("**Total Blossom**"), amounted to approximately HK\$Nil as at 31 December 2023, and share of loss of an associate amounted to approximately HK\$1,115,000 and reversal of impairment loss recognised on interest in an associate amounted to approximately HK\$1,115,000 for the year ended 31 December 2023.

The sole and only asset of Total Blossom was an investment property under construction located in Malaysia (the "**Associate Investment Property**"). As at 31 December 2023, the value of the Associate Investment Property amounted to approximately HK\$Nil.

As disclosed in Note 23 to the consolidated financial statements, the management of the Group has appointed an independent lawyer to investigate the status of the Associate Investment Property, and during the year ended 31 December 2023, based on the legal opinion, the management of Total Blossom concluded that Total Blossom did not have the ownership on the Associate Investment Property and obligation on the consideration payable associated with the Associate Investment Property. Therefore, the management of Total Blossom had written off the Associate Investment Property of approximately HK\$29,694,000 and the consideration payable of approximately HK\$24,870,000 on the books and record of Total Blossom during the year ended 31 December 2023. However, we were unable to obtain sufficient audit evidence to satisfy ourselves that the Associate Investment Property and the consideration payable should be written off on the books and record of Total Blossom during the year ended 31 December 2023, and hence whether the share of loss of an associate and the reversal of impairment loss recognised on interest in an associate during the year ended 31 December 2023 were fairly stated.

We were unable to obtain sufficient appropriate audit evidence to satisfy ourselves as to whether the Group's share of loss of an associate and impairment loss reversed on interest in an associate for the year ended 31 December 2023 were fairly stated. These caused us to qualify our opinion on the consolidated financial statements in respect of the year ended 31 December 2024.

Any adjustments found to be necessary to the above amounts would affect the amounts recorded in the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of cash flows and relevant notes of the Group for the year ended 31 December 2023. Our audit opinion on the consolidated financial statements for the year ended 31 December 2024 was modified because of the possible effect of this matter on the comparability of the related current year figures and the corresponding figures in the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of cash flows and relevant notes.

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

## **MATERIAL UNCERTAINTY RELATED TO GOING CONCERN**

We draw attention to Note 3.1 to the consolidated financial statements, which indicates that the Group incurred a net loss of approximately HK\$7,496,000 for the year ended 31 December 2024 and, as of that date, the Group’s current liabilities exceeded its current assets by approximately HK\$117,954,000 and the Group had net liabilities of approximately HK\$35,678,000. As stated in Note 3.1 to the consolidated financial statements, these events or conditions, along with other matters as set forth in Note 3.1 to the consolidated financial statements, indicate that a material uncertainty exists that may cast significant doubt on the Group’s ability to continue as a going concern. Our opinion is not modified in respect of this matter.

## **DIVIDEND**

No dividend was paid or proposed for ordinary shareholders of the Company during the year ended 31 December 2024, nor has any dividend been proposed since the end of the reporting period (2023: HK\$Nil).

## MANAGEMENT DISCUSSION AND ANALYSIS

### FINANCIAL REVIEW

#### Revenue and Segment Information

The revenue of the Group represents the revenue from operation of a resort in Canada (the “**Hotel Operation**”), properties management (the “**Properties Management**”) in the People’s Republic of China (the “**PRC**”) and the management of kitchen for, and management of delivering quality ingredients to, PRC customers (the “**Catering Management**”). Revenue increased by approximately HK\$9.2 million or 9.1% from approximately HK\$101.6 million for the year ended 31 December 2023 (“**FY2023**”) to approximately HK\$110.8 million for the year ended 31 December 2024 (“**FY2024**”). Such increase was mainly due to the increase in revenue from the Hotel Operation. The revenue from Properties Management and Catering Management also recorded an increase in FY2024.

#### Gross Profit

The gross profit of the Group increased by approximately HK\$2.8 million or 11.2% from approximately HK\$25.5 million for FY2023 to approximately HK\$28.3 million for FY2024. The increase in gross profit, with better control on direct costs by the Hotel Operation was mainly due to the increase in revenue, while the gross profit margin of the Group maintained stable at approximately 25.1% for FY2023 and approximately 25.6% for FY2024.

#### Other Income, Gain and Losses, net

Other income, gain and losses of the Group amounted to a net gain of approximately HK\$0.06 million for FY2024 as compared to a net gain of approximately HK\$2.5 million for FY2023. The change was mainly due to no recognition of gain on settlement of bond for FY2024 and also a decrease in net exchange gain of approximately HK\$1.1 million for FY2024.

#### Administrative Expenses

The administrative expenses of the Group increased by approximately HK\$1.6 million or 5.8% from approximately HK\$27.1 million for FY2023 to approximately HK\$28.6 million for FY2024, which was mainly due to the increase in depreciation expenses of property, plant and equipment incurred in the segment of Hotel Operation.



## **Provision/Reversal of Impairment Losses under Expected Credit Loss Model, Net**

The provision of impairment loss recognised under expected credit loss model of the Group amounted to approximately HK\$3.7 million for FY2024 as compared to the reversal of impairment losses recognised under expected credit loss of the Group of approximately HK\$1.4 million for FY2023. The change was due to the factors including the age and nature of the accounts and historical payment collection pattern, and also the changes in business financial, and economic conditions anticipated to increase in the credit risk by the Properties Management segment and Catering Management segment.

## **Impairment Loss Recognised on Intangible Assets**

No impairment loss on intangible assets was recognised for FY2024. The impairment loss recognised on intangible assets of the Group of approximately HK\$0.2 million for FY2023 was due to one of the cash-generating units, comprising Nuofute Property Management Co., Ltd.\* (重慶諾富特物業管理有限公司) (the “**Nuofute CGU**”) under the Properties Management segment has been underperformed.

## **Impairment Loss Recognised on Goodwill**

No impairment loss on goodwill was recognised for FY2024. The impairment loss recognised on goodwill for FY2023 was due to one cash-generating unit of the Group, comprising Chongqing Ailuojia Technology Service Limited\* (重慶愛洛家科技服務有限公司) (“**Chongqing Ailuojia**”) and its subsidiaries in the Properties Management segment (the “**Chongqing Ailuojia CGU**”) was underperformed during the FY2023.

## **Finance Costs**

The finance costs of the Group decreased by approximately HK\$0.4 million or 11.2% from approximately HK\$3.1 million for FY2023 to approximately HK\$2.8 million for FY2024, which was mainly due to the reduction in the principal of the secured loan and a decrease in effective interest rate during FY2024 as compared to FY2023.

## **Income Tax Expense**

The income tax expense of the Group amounted to approximately HK\$0.8 million for FY2024, as compared to approximately HK\$6.2 million for FY2023. Income tax expense mainly represented the PRC enterprise income tax for our properties management business in the PRC.

## **Loss for the Year**

As a result, the Group recorded a net loss of approximately HK\$7.5 million for FY2024, as compared to approximately HK\$8.3 million for FY2023.

## **Liquidity and Financial Resources**

As at 31 December 2024, the Group's net current liabilities and current ratio were approximately HK\$118.0 million and 0.15 times, respectively (net current liabilities and current ratio in 2023: approximately HK\$117.3 million and 0.13 times, respectively).

## **Net Gearing Ratio**

The Group recorded total deficit of approximately HK\$35.7 million as at 31 December 2024 and approximately HK\$23.5 million as at 31 December 2023. The net gearing ratio was measured by net debt (including secured loan, loans from a controlling shareholder, and bonds, and deducting cash and cash equivalents) over total equity.

## **Charge on Assets**

As at 31 December 2024, the Group's land and buildings held for own use of approximately HK\$71.8 million (2023: approximately HK\$79.5 million) were pledged to secure banking facilities granted to the Group.

## **Capital Structure**

For FY2024, the Group financed its liquidity requirements through a combination of cash flow as generated from operations, secured loan, bonds and loans from the controlling shareholder.

## **Capital Commitment and Contingent Liabilities**

As at 31 December 2024, the Group has capital commitments in relation to unpaid registered capital for subsidiaries amounted to approximately HK\$17.0 million (2023: HK\$15.3 million).

The Directors confirm that there were no material contingent liabilities as at 31 December 2024 (2023: HK\$Nil).

## **BUSINESS REVIEW**

### **Hotel Operation**

Revenue from Hotel Operation accounted for approximately 54.6% of the total revenue. Hotel occupancy rate remained relatively stable at 83.9% in 2024 and 83.8% in 2023 and the average daily rate increased from Canadian Dollar (“CAD”) 310 in 2023 to CAD324 in 2024. The revenue of the Hotel Operation was increased by approximately HK\$4.3 million from approximately HK\$56.2 million in FY2023 to approximately HK\$60.5 million in FY2024.

### **Properties Management**

Revenue from Properties Management amounted to approximately HK\$41.1 million in FY2024, representing an increase of 5.9% comparing to approximately HK\$38.8 million in FY2023.

### **Catering Management**

Revenue from Catering Management amounted to approximately HK\$9.2 million, representing an increase of approximately 40.9% comparing to approximately HK\$6.6 million in FY2023.

### **Staff and Remuneration Policy**

As at 31 December 2024, the Group had approximately 436 employees, including 263 based in the PRC, 8 based in Hong Kong and 165 based in Canada. Staff costs of the Group were approximately HK\$47.6 million for FY2024, representing an increase of approximately HK\$0.4 million as compared to approximately HK\$47.2 million of FY2023, which was relatively stable.

Employee remuneration is determined in accordance with prevailing industry practice and employees’ performance and experience. Employees are also entitled to other staff benefits including medical insurance and mandatory provident fund.

## **Foreign Exchange Fluctuation and Hedge**

The Group is not subject to material foreign currency exposure since its operations in the PRC and Canada are mainly denominated in RMB and CAD respectively and the Group's revenue and operating costs in the PRC and Canada are denominated in the functional currency of the Group's entity generating the sales or incurring the costs. Accordingly, the Directors consider that the currency risk is not significant. As such, no hedging instrument is considered necessary by the Board during the year. The directors will monitor the Group's exposure on an ongoing basis and will consider hedging the currency risk should the need arise.

During FY2023 and FY2024, the Group did not enter into any forward foreign currency contracts.

## **PROSPECTS**

The revenue from Hotel Operation in Canada increased by approximately 7.6% and the Hotel Operation occupancy rate remained relatively stable of approximately 83.9% in FY2024 (FY2023: 83.8%), while the average daily room rate improved by approximately 4.5% from approximately CAD310 in FY2023 to approximately CAD324 in FY2024. Meanwhile, the Properties Management continues to expand its business and grow steadily in revenue, with annual increment of approximately 5.9%. With the recovery of the PRC economy, the market potential is increasing, bringing us various business opportunities. Our management team will seize the chance and explore new business opportunities constantly to deliver stable returns to our shareholders.

## **OTHER INFORMATION**

### **Corporate Governance Code**

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of shareholders of the Company and to enhance corporate value and accountability. The Company has adopted the code provisions set out in Part 2 of the Corporate Governance Code (the “**CG Code**”) contained in Appendix C1 to the Listing Rules on the Stock Exchange as its own code of corporate governance. The Company has been in compliance with the code provisions of the CG Code during FY2024.

### **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**”) set out in Appendix C3 to the Listing Rules as its own code of conduct for securities transactions by Directors. The Company has made specific enquiries to all Directors and all Directors have confirmed that they have strictly complied with the Model Code during FY2024.

### **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 FY2024.

### **Review of Accounts**

The audit committee of the Board, which comprises all independent non-executive Directors, has reviewed the financial results of the Group for FY2024, including the accounting principles and practices adopted by the Group, and has reviewed and discussed with the management on the effectiveness of the Group’s system regarding the internal controls and accounts.

### **Scope of Work of Asian Alliance (HK) CPA Limited**

The figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2024 as set out in this announcement have been agreed by the Group’s auditor, Asian Alliance (HK) CPA Limited, to the amounts set out in the Group’s audited consolidated financial statements for the year. The work performed by Asian Alliance (HK) CPA Limited in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Asian Alliance (HK) CPA Limited on this announcement.

## **Publication of the Final Results and Annual Report of the Group for FY2024**

This results announcement has been published on the Company's website at [www.timesuniversal.com](http://www.timesuniversal.com) and the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk). The 2024 annual report is expected to be despatched to shareholders of the Company on or before 30 April 2025, which will be also made available on the websites of the Company and the Stock Exchange.

By order of the Board  
**Times Universal Group Holdings Limited**  
**CHOI YUN CHOR**  
*Chairman and Executive Director*

Hong Kong, 26 March 2025

*As at the date hereof, the executive Directors are Mr. CHOI Yun Chor, Mr. CHEN Jian, Mr. TAI Kwok Keung Kenny and Ms. HUNG Wang Kai Grace; and the independent non-executive Directors are Ms. LAI Cheuk Yu Cherrie, Mr. HUANG Xiangyang and Mr. NGOK Ho Wai.*