

澳門勵駿創建有限公司*

Macau Legend Development Limited

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：1680



* for identification purposes only

* 僅供識別

2024 年報
Annual Report



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Updates Prior to the Latest Practicable Date of This Annual Report

除非另有說明或文義另有所指，本年報(連同本公司截至二零二四年十二月三十一日止年度的綜合財務報表)乃根據本公司截至二零二四年十二月三十一日止年度或於本年報獲董事會批准之日(即二零二五年三月二十八日)的可獲得資料而編製。

於二零二五年三月二十八日後及於本年報印刷前的最後實際可行日期前，董事會通過積極與主要持份者溝通，就本年報所載企業管治報告中所述有關持續經營之重大不確定性問題取得重大進展。尤其是，本公司已與該等銀行就過渡性重組安排有初步共識，並獲得一名主要股東(欠付其205,000,000港元股東貸款，佔當前全部股東貸款的60.4%)於二零二五年四月三日發出的書面確認函，確認在本集團具備償還未償還金額能力前不會要求償還。未來，本公司將繼續積極與該等銀行溝通，確認償還未償還分期貸款本金的安排細節，並在維持正常業務營運的同時密切關注本集團的流動資金狀況。

此外，誠如執行董事陳美儀女士與董事會前聯席主席兼本公司於證券及期貨條例下的主要股東周錦輝先生告知，彼等已於二零二五年三月二十九日分別轉讓483,781,402股股份及105,331,374股股份(分別佔本公司已發行股份約7.8%及1.7%)予Elite Success International Limited。於是次轉讓後，周錦輝先生不再持有任何股份，並被視為於陳美儀女士實益擁有的24,358,692股股份(佔本公司已發行股份約0.39%)中擁有權益，而Elite Success International Limited於1,601,715,526股股份(佔本公司已發行股份約25.83%)中擁有實益權益。

Unless otherwise stated or the context otherwise requires, this annual report (together with the consolidated financial statements of the Company for the year ended 31 December 2024) was prepared based on the information available to the Company for the year ended 31 December 2024 or as at the date on which this annual report has been approved by the Board being 28 March 2025.

Subsequent to 28 March 2025 and before the latest practicable date prior to the printing of this annual report, the Board has made significant progress through active engagement with the key stakeholders to resolve the issues arising from the material uncertainties relating to going concern as noted in the CG Report as contained in this annual report. In particular, the Company has reached preliminary consensus with the Banks on a transitional restructuring arrangement and obtained a written confirmation letter from a substantial shareholder dated 3 April 2025 (to whom HK\$205,000,000 of shareholders' loans are owed, representing 60.4% of total current shareholder loans) that no demand for repayment will be made until the Group is capable of repaying the outstanding amounts. Going forward, the Company will continue to proactively communicate with the Banks to confirm the details on the arrangement regarding the repayment of the outstanding instalments of loan principal and closely monitor the liquidity position of the Group while maintaining normal business operation.

In addition, as informed by Ms Melinda Chan, our executive Director, and Mr David Chow, a former co-chairman of the Board and a substantial shareholder of the Company under the SFO, they have respectively transferred 483,781,402 Shares and 105,331,374 Shares to Elite Success International Limited on 29 March 2025, representing approximately 7.8% and 1.7% of the issued Shares of the Company. After such transfer, Mr David Chow ceased to hold any Shares and is deemed to be interested in the 24,358,692 Shares beneficially owned by Ms Melinda Chan, representing approximately 0.39% of the issued Shares of the Company, and Elite Success International Limited is beneficially interested in 1,601,715,526 Shares, representing approximately 25.83% of the issued Shares of the Company.

Corporate Information

註冊成立地點

開曼群島

董事會

執行董事

李柱坤先生 (主席兼行政總裁)
陳美儀女士 (副主席)

非執行董事

何超蓮女士
李駿德先生
黃志文先生

獨立非執行董事

王紅欣先生
劉毅基先生
麥家榮先生

審核委員會

劉毅基先生 (主席)
何超蓮女士
王紅欣先生
麥家榮先生

薪酬委員會

王紅欣先生 (主席)
李柱坤先生
劉毅基先生
麥家榮先生
黃志文先生

提名委員會

麥家榮先生 (主席)
王紅欣先生
劉毅基先生
黃志文先生

授權代表

李柱坤先生
蘇嘉敏女士

PLACE OF INCORPORATION

Cayman Islands

BOARD OF DIRECTORS

Executive Directors

Mr Li Chu Kwan (*Chairman & chief executive officer*)
Ms Chan Mei Yi, Melinda (*Vice-chairman*)

Non-executive Directors

Ms Ho Chiulin, Laurinda
Mr Li Chun Tak
Mr Wong Che Man Eddy

Independent non-executive Directors

Mr Wang Hongxin (*alias Wang, Charles Hongxin*)
Mr Lau Ngai Kee, Ricky
Mr Mak Ka Wing, Patrick

AUDIT COMMITTEE

Mr Lau Ngai Kee, Ricky (*Chairman*)
Ms Ho Chiulin, Laurinda
Mr Wang Hongxin (*alias Wang, Charles Hongxin*)
Mr Mak Ka Wing, Patrick

REMUNERATION COMMITTEE

Mr Wang Hongxin (*alias Wang, Charles Hongxin*) (*Chairman*)
Mr Li Chu Kwan
Mr Lau Ngai Kee, Ricky
Mr Mak Ka Wing, Patrick
Mr Wong Che Man Eddy

NOMINATION COMMITTEE

Mr Mak Ka Wing, Patrick (*Chairman*)
Mr Wang Hongxin (*alias Wang, Charles Hongxin*)
Mr Lau Ngai Kee, Ricky
Mr Wong Che Man Eddy

AUTHORISED REPRESENTATIVES

Mr Li Chu Kwan
Ms So Ka Man

Corporate Information (Continued)

公司秘書

蘇嘉敏女士

COMPANY SECRETARY

Ms So Ka Man

註冊辦事處

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

REGISTERED OFFICE

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

澳門總辦事處及主要營業地點

澳門
友誼大馬路及孫逸仙大馬路
澳門漁人碼頭皇宮大樓

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN MACAU

Palace Building, Macau Fisherman's Wharf
Avenida da Amizade e Avenida da Dr. Sun Yat Sen
Macau

香港主要營業地點

香港
中環
皇后大道中30號
娛樂行21樓

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

21/F, Entertainment Building
30 Queen's Road Central
Central
Hong Kong

開曼群島主要股份過戶登記處

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

香港股份過戶登記分處

香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心17M樓
1712至1716號舖

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

香港法律顧問

何韋律師行

HONG KONG LEGAL ADVISERS

Howse Williams, Solicitors

獨立核數師

安永會計師事務所
執業會計師
註冊公眾利益實體核數師

INDEPENDENT AUDITOR

Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor

Corporate Information (Continued)

主要往來銀行

澳門國際銀行股份有限公司
中國工商銀行(澳門)股份有限公司
大西洋銀行股份有限公司
東亞銀行有限公司–香港分行
交通銀行股份有限公司–香港分行

上市資料

上市地點

香港聯合交易所有限公司主板

股份代號

01680

交易單位

1,000股股份

投資者關係

電話：(853) 2822 2211
傳真：(853) 2822 2266
電子郵件：ir@macaulegend.com

網頁

www.macaulegend.com

PRINCIPAL BANKERS

Luso International Banking Limited
Industrial and Commercial Bank of China (Macau) Limited
Banco Nacional Ultramarino, S.A.
The Bank of East Asia, Limited – Hong Kong Branch
Bank of Communications Co., Ltd. – Hong Kong Branch

LISTING INFORMATION

Place of Listing

Main Board of The Stock Exchange of Hong Kong Limited

Stock Code

01680

Board Lot

1,000 Shares

INVESTOR RELATIONS

Tel: (853) 2822 2211
Fax: (853) 2822 2266
Email: ir@macaulegend.com

WEBSITE

www.macaulegend.com

Corporate Profile

澳門勵駿創建有限公司（「本公司」）於二零零六年十月五日根據開曼群島法律註冊成立。本公司為一家投資控股公司。本公司及其附屬公司（統稱「本集團」）是澳門娛樂及娛樂場博彩服務的領先營運者之一。本集團現時在澳門半島擁有由澳門漁人碼頭投資經營的澳門漁人碼頭（「澳門漁人碼頭」），其為集合博彩、酒店、會議及娛樂的海濱綜合設施，符合中華人民共和國澳門特別行政區政府的「消閒、旅遊、經濟及多元文化」政策。

本集團的業務包括(i)就營運勵宮娛樂場向澳娛綜合提供博彩服務；及(ii)經營其物業內的酒店、娛樂及休閒設施。

Macau Legend Development Limited (the “Company”) was incorporated under the laws of the Cayman Islands on 5 October 2006. The Company acts as an investment holding company. The Company and its subsidiaries (collectively referred to as the “Group”) is one of the leading operator of entertainment and casino gaming services in Macau. The Group currently has Macau Fisherman’s Wharf operated by MFW Investment (“MFW”), which is a waterfront integrated gaming, hotel, convention and entertainment complex located on the Macau Peninsula which follows the “Leisure, Tourism, Economic and Multi-Cultural Diversification” policy of the government of the Macau Special Administrative Region of the People’s Republic of China.

The Group’s businesses include (i) the provision of gaming services to SJM for the operation of Legend Palace Casino; and (ii) the operation of hotels, entertainment and leisure facilities within its properties.

主席報告

Chairman's Statement



Chairman's Statement

根據澳門特別行政區政府統計暨普查局之公佈，繼二零二三年訪澳旅客大幅增長後，二零二四年全年旅客總人數進一步由2,820萬人次增至3,490萬人次。然而，旅客消費力呈現下行趨勢，本地消費亦出現類似情況。因此，本集團在維持穩定營運及實施成本控制措施之餘，同時專注於拓展業務組合以應對未來挑戰與競爭。

於年內，在完成出售老撾項目後，本集團資源更趨集中，重點投資澳門漁人碼頭。本集團重新啟用可容納逾1,500名坐位觀眾的古羅馬劇場，並於二零二五年一月成功舉辦首場活動。鑒於《民事登記法典》修訂（二零二四年七月一日生效），當中規定如未婚夫妻任一方為澳門居民，可自行選擇婚禮日期、時間及場地（即具備公共通道及莊重氛圍的酒店或餐廳的任何日期及時間）進行登記。本集團亦翻新澳門萊斯酒店戶外區域，打造名為「法式露台」的浪漫婚禮場地，同時亦可承辦商務活動及休閒派對。該等舉措增加本集團的產品選擇，提升用戶體驗並更符合當今的消費模式。此外，本集團與體育機構合作，將勵庭海景酒店戶外停車場區域改造為一個足球場及四個匹克球場，進一步提升此海濱綜合娛樂設施活動的多樣性。

展望未來一年，澳門漁人碼頭將繼續優化區內設施。隨著古羅馬劇場重新啟用、「法式露台」翻新，以及新增運動空間，本集團旨在於業務組合內探索更多協同效應，包括但不限於舉辦同時利用不同場地的大型活動。就單獨場地而言，本集團計劃開拓新型活動類型，如迷你音樂會、粉絲見面會及體育競賽，為澳門特別行政區建設「演藝之都」及「體育之城」作貢獻。鑒於環境可持續發展議題日益受重視，本集團將於來年實施新措施，如將部分酒店用品更換為環保材質產品、安裝飲水機以減少塑膠使用，以及更換廚房設備以降低能源消耗。

最後，我們連同董事會謹此感謝所有團隊成員於過往一年所付出的不懈努力、承擔及貢獻。本集團亦謹此對集團所有業務夥伴及股東於過往一年的支持致以由衷謝意。

李柱坤
主席、執行董事兼行政總裁

二零二五年三月二十八日

Following the surges in visitation to Macau witnessed in 2023, it continued to grow throughout 2024 with total number of visitor arrivals further increased from 28.2 million in 2023 to 34.9 million in 2024, as released by the Macau SAR Government Statistics and Census Service; however, signs of downward trend was observed in visitor spending, similar trend was also observed in local spending. Therefore, at the same time as maintaining stable operation execution with cost control measures implemented, the Group also focused on broadening its business portfolio in order to cope with the upcoming challenges and competition.

During the year, upon completion of the sale of the Laos project, resources were more centralized, especially in the investment in Macau Fisherman's Wharf. The Group re-activated the Roman Amphitheatre which could offer an event venue for over 1,500 seated audiences, with the first event held successfully in January 2025. In view of the amendment to the Civil Registry Code, effective 1 July 2024, in which states that when one of the betrothed is a Macau resident, they can choose the date, time and venue for the wedding ceremony with registration at their discretion, namely at any date and time at a place such as a hotel or restaurant, provided that it possesses public access and the required dignity, the Group also renovated the outdoor area by the Rocks Hotel, offering a romantic venue named "The French Terrace" for holding wedding ceremonies, as well as other business events and leisure parties. These increased the Group's product selectors which enhance user experience and better-fit the spending pattern nowadays. Moreover, the Group partnered with sports organizers to turn the outdoor area by the Harbourview Hotel outdoor parking into one soccer field and four pickleball courts, which further enhance the variety of activities offered in this waterfront integrated entertainment complex.

Looking forward to the coming year, Macau Fisherman's Wharf will continue to optimize the facilities in the area. With the re-activation of the Roman Amphitheatre, the renovation of "The French Terrance", as well as the addition of sports spaces, the Group aims to explore more synergy within its portfolio, including but not limited to the holding of larger scale event that utilizes different venues at the same time. On a standalone perspective, the Group aims at exploring new varieties of events such as mini concerts, fan meetings and sports competition, which also contributes to the building of Macau SAR as a "City of Performing Arts" and a "City of Sports". In view of the increasing importance in environmental sustainability issues, the Group will also be implementing new measures in the coming year, such as switching certain hotel amenities to the ones with eco-friendly materials, installation of water dispensers to reduce the use of plastic, as well as changing kitchen equipment to reduce energy consumption.

Finally, together with the Board of Directors, we would like to thank all of our team members for their unremitting efforts, commitment and contributions in the past year. The Group would also like to express our sincere gratitude to all the business partners and shareholders of the Group for their support in the past year.

Li Chu Kwan
Chairman, executive Director and chief executive officer

28 March 2025

管 理 層 討 論 及 分 析

Management Discussion and Analysis



Management Discussion and Analysis

業績概覽

截至二零二四年十二月三十一日止年度，本集團來自持續經營業務的總呈報收益約為771,500,000港元，較去年同期約739,700,000港元增加約31,800,000港元或約4.3%。

A. 博彩服務－持續經營業務

截至二零二四年十二月三十一日止年度，本集團錄得來自持續經營業務的博彩總收益約為393,100,000港元，較去年同期約335,700,000港元增加約57,400,000港元或約17.1%。

本集團的博彩服務收益為勵宮娛樂場的中場賭枱所提供的服務及設施向澳娛綜合收取的服務收入。

勵宮娛樂場

		中場賭枱 Mass Market Tables 截至十二月三十一日止年度 For the year ended 31 December		
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000	變動 change %
下注額	Games drop	4,353,453	3,855,292	12.9
淨贏額	Net win	714,797	607,674	17.6
贏率	Hold rate	16.42%	15.76%	0.7
賭枱平均數目	Average number of tables	33	33	0.0
每張賭枱每日的淨贏額	Net win per table per day	59	51	15.7
呈報收益	Reported revenue	393,139	335,663	17.1
於年末營運中的賭枱數目	No. of gaming tables in operation as at year end	33	33	0.0

於二零二四年十二月三十一日，本集團於澳門共有33張賭枱（二零二三年十二月三十一日：33張），其中33張（二零二三年十二月三十一日：33張）已投入營運。

OVERVIEW OF RESULTS

For the year ended 31 December 2024, the Group achieved a total reported revenue from continuing operations of approximately HK\$771.5 million, representing an increase of approximately HK\$31.8 million or approximately 4.3% over that of the last corresponding year of approximately HK\$739.7 million.

A. Gaming Services – Continuing Operations

For the year ended 31 December 2024, the Group recorded total gaming revenue from continuing operations of approximately HK\$393.1 million, representing an increase of approximately HK\$57.4 million or approximately 17.1% over that of the last corresponding year of approximately HK\$335.7 million.

The Group's revenue from gaming services consisted of service income received from SJM for services and facilities provided relating to mass market tables in Legend Palace Casino.

Legend Palace Casino

As at 31 December 2024, the Group had a total of 33 gaming tables in Macau (31 December 2023: 33), of which 33 (31 December 2023: 33) were put into operation.

Management Discussion and Analysis (Continued)

B. 非博彩營運－持續經營業務

截至二零二四年十二月三十一日止年度，本集團錄得來自持續經營業務的非博彩總收益約378,300,000港元，較去年同期約404,000,000港元減少約25,700,000港元或約6.4%。該減少主要是由於日均房租下跌，導致酒店客房收益減少。

下表提供本集團的非博彩收益組合的詳細資料：

B. Non-gaming Operations – Continuing Operations

For the year ended 31 December 2024, the Group recorded total non-gaming revenue from continuing operations of approximately HK\$378.3 million, representing a decrease by approximately HK\$25.7 million or approximately 6.4% below that of the last corresponding year of approximately HK\$404.0 million. The decrease was mainly due to the drop in average daily room rate, causing the decrease in revenue from hotel rooms.

The following table provides details on the composition of the Group's non-gaming revenue:

		截至十二月三十一日 Year ended 31 December	
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
酒店客房收入	Income from hotel rooms	197,467	218,570
投資物業特許經營權收入	Licensing income from investment properties	44,044	38,866
樓宇管理服務收入	Income from building management services	26,012	20,070
餐飲	Food and beverage	103,496	107,385
商品銷售	Sales of merchandise	72	164
其他	Others	7,235	18,938
非博彩持續經營業務之收益總額	Total revenue from non-gaming continuing operations	378,326	403,993

下表載列本集團於截至二零二四年十二月三十一日及二零二三年十二月三十一日止年度有關主要酒店營運的若干主要營運數據：

The following table sets out certain key operational data on our major hotel operations of the Group for the years ended 31 December 2024 and 31 December 2023:

		截至十二月三十一日 For the year ended 31 December			
		二零二四年 2024		二零二三年 2023	
		勵宮酒店 Legend Palace Hotel	勵庭海景酒店 Harbourview Hotel	勵宮酒店 Legend Palace Hotel	勵庭海景酒店 Harbourview Hotel
入住率(%)	Occupancy rate (%)	91.8	92.1	89.7	93.6
日均房租(港元)	ADR (HK\$)	965	815	1,043	867
每間可出租客房收益(港元)	REVPAR (HK\$)	885	750	935	812

Management Discussion and Analysis (Continued)

經調整EBITDA – 持續經營業務

截至二零二四年十二月三十一日止年度持續經營業務的經調整EBITDA錄得溢利約159,800,000港元，而去年同期為溢利約96,800,000港元。該增加主要由於收益增加約31,800,000港元，以及實施一系列成本控制措施，使成本大幅減少，包括但不限於非博彩營運的存貨成本及員工成本分別減少約19,600,000港元及約11,900,000港元。

下表為持續經營業務經調整EBITDA與本公司擁有人應佔溢利的對賬：

Adjusted EBITDA – Continuing Operations

Adjusted EBITDA on continuing operations for the year ended 31 December 2024 recorded a profit of approximately HK\$159.8 million, while that for the last corresponding year was a profit of approximately HK\$96.8 million. This improvement was mainly attributable to the increase in revenue of approximately HK\$31.8 million, as well as the implementation of a series of cost control measures, which resulted in significant decrease in cost, including but not limited to the drops in cost of inventories and staff cost for non-gaming operations by approximately HK\$19.6 million and approximately HK\$11.9 million respectively.

The following table reconciles the Adjusted EBITDA on continuing operations to the profit attributable to owners of the Company:

		截至十二月三十一日止年度 Year ended 31 December	
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
持續經營業務年內虧損	Loss for the year from continuing operations	(697,662)	(49,882)
經調整：	Adjustments for:		
融資成本	Finance costs	189,792	202,159
投資物業折舊	Depreciation of investment properties	17,994	17,994
物業及設備折舊	Depreciation of property and equipment	260,075	292,077
使用權資產折舊	Depreciation of right-of-use assets	44,761	45,040
出售物業及設備的虧損	Loss on disposal of property and equipment	13,176	12,034
金融資產之減值虧損／ (減值虧損撥回)，淨額	Impairment losses/(reversal of impairment losses) on financial assets, net	22	(138)
物業及設備減值虧損	Impairment losses on property and equipment	274,473	–
使用權資產減值虧損	Impairment losses on right-of-use assets	74,308	–
長期按金減值虧損	Impairment losses on long term deposit	27,458	–
未變現匯兌虧損／(收益)	Unrealized exchange loss/(gain)	2	(4)
利息收入	Interest income	(193)	(135)
存貨撇減至可變現淨值之撥回	Reversal of write down of inventories to net realizable value	(784)	(390)
補償收入	Compensation income	(134)	(90)
所得稅抵免	Income tax credit	(43,440)	(421,096)
其他	Other	–	(788)
經調整EBITDA	Adjusted EBITDA	159,848	96,781

Management Discussion and Analysis (Continued)

按分部劃分的經調整EBITDA分析(經抵銷分部間業績後)如下：

An analysis of the Adjusted EBITDA by segments (after elimination of inter-segment results) is as follows:

		截至十二月三十一日 Year ended 31 December	
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
博彩服務	Gaming services	119,236	94,855
非博彩營運	Non-gaming operations	49,774	14,429
小計	Sub-total	169,010	109,284
未分配企業開支 ⁽¹⁾	Unallocated corporate expenses ⁽¹⁾	(9,162)	(12,503)
經調整EBITDA－持續經營業務	Adjusted EBITDA – Continuing Operations	159,848	96,781

附註：

Remark:

(1) 金額指未分配企業開支，並以分部間對銷抵銷。

(1) The amounts represented the unallocated corporate expenses, offsetting with its inter-segment elimination.

儘管持續經營業務之經調整EBITDA增加，本集團截至二零二四年十二月三十一日止年度的虧損大幅增至約622,600,000港元，而去年同期為虧損約4,900,000港元。該大幅增加主要由於本年度就本集團於澳門及佛得角的投資項目所持有的非金融資產確認減值虧損約376,200,000港元，以及去年同期澳門所得補充稅撥備撥回415,500,000港元。

Despite the increase in adjusted EBITDA generated from continuing operations, the Group's loss for the year ended 31 December 2024 increased significantly to approximately HK\$622.6 million, as compared to the loss of approximately HK\$4.9 million in the last corresponding year. This significant increase was mainly due to the impairment losses of approximately HK\$376.2 million recognised in relation to the non-financial assets held by the Group's investment projects in Macau and Cape Verde in the current year, as well as the write back of a provision for Macau complementary tax of HK\$415.5 million in the last corresponding year.

股息

董事會將不會就截至二零二四年十二月三十一日止年度宣派任何末期股息(二零二三年：無)。

Dividend

The Board will not declare any final dividend for the year ended 31 December 2024 (2023: nil).

Management Discussion and Analysis (Continued)

業務概覽及展望

延續二零二三年的顯著上升趨勢，二零二四年澳門旅客人數持續上升。根據澳門特區政府統計暨普查局發佈的數字，訪客總數由二零二三年的2,820萬人次增加至二零二四年的3,490萬人次，增長23.8%；然而，酒店業務的月平均入住率僅上升約5.2%，由二零二三年的81.2%增至二零二四年的86.4%，而零售額的總值甚至從二零二三年的821億港元下降14.9%至二零二四年的699億港元。由於旅客及本地消費模式趨於理性，我們對澳門的旅遊、零售及餐飲業保持審慎樂觀態度。

就本集團於澳門的博彩營運而言，二零二四年錄得的總收益較二零二三年增加約57,400,000港元，增幅達17.1%，而經調整EBITDA則由二零二三年約94,900,000港元增加至二零二四年約119,200,000港元。此改善主要由於疫情後營運的全年常態化及成熟營運團隊的效率提升。

就本集團於澳門的非博彩營運而言，二零二四年錄得的總收益較二零二三年減少約25,700,000港元，減少約6.4%，而經調整EBITDA由二零二三年約14,400,000港元增加至二零二四年約49,800,000港元。收益減少主要由於日均房租下降，導致酒店客房收益減少。根據澳門特區政府統計暨普查局的報告，市場亦出現類似趨勢，二零二四年第四季度住宿價格指數按年下降3.75%。經調整EBITDA增加主要由於實施一系列成本控制措施。

展望未來，本集團將持續執行其策略，以更好地把握機會應對挑戰。我們將持續配置資源優化澳門漁人碼頭的設施，提升海濱綜合設施的專屬體驗，以及提高舉辦大型活動的彈性。此外，本集團已察覺利率開始下調，如若該下調趨勢如預期持續，將不僅有利於整個旅遊相關行業的進一步復甦，亦可讓本集團為未來發展調配更多現金流。

BUSINESS OVERVIEW AND OUTLOOK

Visitation in Macau continued to grow throughout 2024, building on the significant upswing witnessed in 2023. According to the figures from Macau SAR Government Statistics and Census Service, the total number of visitor arrivals in 2024 increased to 34.9 million from 28.2 million in 2023, representing an increase of 23.8%; however, the monthly average occupancy rate of hotel sector only increased by approximately 5.2% from 81.2% in 2023 to 86.4% in 2024 while the total value of retail sales even dropped by 14.9% from HK\$82.1 billion in 2023 to HK\$69.9 billion in 2024. Due to the sensible spending pattern of visitors, as well as locally, we remained cautiously optimistic towards tourism, retail and catering industries in Macau.

For the gaming operation of the Group in Macau, the total revenue recorded in 2024 increased by approximately HK\$57.4 million as compared to 2023, representing an increase of 17.1% and the Adjusted EBITDA also increased from approximately HK\$94.9 million generated in 2023 to approximately HK\$119.2 million generated in 2024. The improvements were primarily attributable to the full-year normalization of post-pandemic operations and the enhanced efficiency of our matured operation teams.

For the non-gaming operations of the Group in Macau, the total revenue recorded in 2024 decreased by approximately HK\$25.7 million as compared to 2023, representing a decrease of approximately 6.4% while the Adjusted EBITDA increased from approximately HK\$14.4 million generated in 2023 to approximately HK\$49.8 million generated in 2024. The decrease in revenue was mainly due to the drop in average daily room rate, causing the decrease in revenue from hotel rooms. As reported by Macau SAR Government Statistics and Census Service, similar trend in the market was observed where the price index for accommodation in the fourth quarter of 2024, on a year-on-year basis, dropped by 3.75%. The increase in Adjusted EBITDA was mainly due to the implementation of a series of cost control measures.

Going forward, the Group will continue to execute its strategies to better position itself for seizing opportunities and overcoming challenges. Resources will continue to be allocated to optimize the facilities of the Macau Fisherman's Wharf, enhancing the exclusive experience of the waterfront complex and improving its flexibility to host large-scale events. Moreover, the Group started to observe a drop in interest rates; if this downward trend persists as expected, it will not only benefit the broader recovery of tourism-related industries as a whole, but also enable the Group to allocate more cash flow for future development.

Management Discussion and Analysis (Continued)

流動資金及資本資源

本集團的流動資金需要主要包括營運資金、資本開支及償還本集團的借款。本集團一般以內部資源、債務及／或股權融資為其營運及發展項目撥資。

於二零二四年十二月三十一日，本公司擁有人應佔綜合資產淨值約為3,038,000,000港元，較二零二三年十二月三十一日約3,705,200,000港元減少約667,200,000港元。截至二零二四年十二月三十一日止年度的綜合資產淨值減少主要由於本集團年內錄得虧損約622,600,000港元所致。

現金及銀行結餘

於二零二四年十二月三十一日，本集團持有現金及銀行結餘約52,300,000港元(不包括已抵押銀行存款約1,700,000港元)，該筆款項主要以港元及澳門元列值。由於澳門元與港元掛鈎，故本集團認為其以澳門元列值的現金及銀行結餘所承受的外匯風險並不重大。

借款

於二零二四年十二月三十一日，本集團尚未償還的(i)有抵押及有擔保銀行借款約為2,066,400,000港元，及(ii)無抵押、無擔保及計息的其他借款為339,400,000港元。銀行借款及其他借款分別按香港銀行同業拆息加年利率2.25%-3%及年利率5%-11.4%計息。本集團的銀行借款及其他借款均以港元計值。

本集團的資產抵押

於二零二四年十二月三十一日，本集團若干資產已被抵押以為授予本集團的信貸融資及電力作擔保，包括賬面總值約428,800,000港元之投資物業(二零二三年十二月三十一日：約446,800,000港元)、賬面總值約3,177,900,000港元之樓宇(二零二三年十二月三十一日：約3,555,200,000港元)、賬面總值約1,014,900,000港元之使用權資產(二零二三年十二月三十一日：約1,067,900,000港元)、約47,900,000港元之貿易應收款項(二零二三年十二月三十一日：約69,000,000港元)、約1,700,000港元之銀行存款(二零二三年十二月三十一日：約1,700,000港元)以及約1,700,000港元的已付租金按金(二零二三年十二月三十一日：1,600,000港元)。

資本負債

本集團的淨資本負債率以借款總額(如銀行及其他借款)減現金(如已抵押銀行存款及現金及銀行結餘)佔總權益的百分比表示。於二零二四年十二月三十一日，本集團的淨資本負債率為77.4%(二零二三年十二月三十一日：67.6%)。

LIQUIDITY AND CAPITAL RESOURCES

The Group's liquidity needs primarily comprise working capital, capital expenditure, and servicing borrowings of the Group. The Group has generally funded its operations and development projects from internal resources, debt and/or equity financing.

As at 31 December 2024, the consolidated net assets attributable to owners of the Company amounted to approximately HK\$3,038.0 million, representing a decrease of approximately HK\$667.2 million from approximately HK\$3,705.2 million as at 31 December 2023. The decrease in consolidated net assets during the year ended 31 December 2024 was mainly due to the Group's loss for the year of approximately HK\$622.6 million.

Cash and bank balances

As at 31 December 2024, cash and bank balances held by the Group amounted to approximately HK\$52.3 million (excluding pledged bank deposits of approximately HK\$1.7 million), which was denominated mainly in HK\$ and MOP. Given MOP is linked to HK\$, the Group considers the exposure to exchange rate risk is nominal for its cash and bank balances denominated in MOP.

Borrowings

As at 31 December 2024, the Group had outstanding (i) secured and guaranteed bank borrowings of approximately HK\$2,066.4 million, and (ii) unsecured, unguaranteed and interest bearing other borrowings of HK\$339.4 million. The bank borrowings and other borrowings carried interest at Hong Kong Interbank Offered Rate plus 2.25%-3% per annum and 5%-11.4% per annum respectively. The Group's bank borrowings and other borrowings were denominated in HK\$.

Charge on the Group's Assets

As at 31 December 2024, certain assets of the Group were pledged to secure credit facilities and use of electricity granted to the Group, including investment properties with a total carrying amount of approximately HK\$428.8 million (31 December 2023: approximately HK\$446.8 million), buildings with a total carrying amount of approximately HK\$3,177.9 million (31 December 2023: approximately HK\$3,555.2 million), right-of-use assets with a total carrying amount of approximately HK\$1,014.9 million (31 December 2023: approximately HK\$1,067.9 million), trade receivables of approximately HK\$47.9 million (31 December 2023: approximately HK\$69.0 million), bank deposits of approximately HK\$1.7 million (31 December 2023: approximately HK\$1.7 million) and rental deposits paid of approximately HK\$1.7 million (31 December 2023: HK\$1.6 million).

Gearing

The Group's net gearing ratio is expressed as a percentage of total borrowings (e.g. bank and other borrowings) minus cash (e.g. pledged bank deposits and cash and bank balances) over total equity. As at 31 December 2024, the Group's net gearing ratio was 77.4% (31 December 2023: 67.6%).

Management Discussion and Analysis (Continued)

於二零二四年十二月三十一日，本集團並無使用任何金融工具用於對沖目的，且本集團並無就其外幣進行任何對沖活動。

財務政策

本集團已制定資金及財務政策，以監測其資金需求並執行持續的流動資金審閱。本集團監測並保持一定水準的現金及現金等價物，以滿足本公司管理層對本集團運營的資金需求。

或然負債

於報告期末，本集團概無任何重大的訴訟或索償，並就董事所知，本集團任何成員公司概無任何待決或面臨任何重大的訴訟或索償。

於報告期末，根據新服務協議的第一補充協議，本集團向澳娛綜合提供82,000,000港元(二零二三年十二月三十一日：82,000,000港元)的銀行擔保。

購買、出售或贖回上市股份

於截至二零二四年十二月三十一日止年度，本公司或其任何附屬公司概無購買、出售或贖回任何股份(包括出售庫存股份)。

於二零二四年十二月三十一日，本公司並無持有任何庫存股份。

僱員及薪酬政策

於二零二四年十二月三十一日，本集團合共有1,149名(二零二三年：2,273名)僱員，其中包括327名(二零二三年：293名)博彩營運僱員，彼等乃受僱於澳娛綜合及由其支付薪金，但由本集團根據新服務協議進行監察。本集團向澳娛綜合悉數償還該等博彩營運僱員的薪金及其他福利。僱員人數大幅減少主要歸因於年內出售老撾的業務，於二零二三年十二月三十一日老撾員工人數合共有1,055名。

本集團明白維持穩定的僱員團隊對其持續成功的重要性。僱員薪酬乃經參考個人資歷、工作表現、行業經驗、職責及相關市場趨勢而釐定。僱員乃基於表現並按行業常規獲發酌情花紅。為合資格僱員而設的其他福利包括退休福利、醫療補貼、退休金以及在外進修及培訓計劃的資助。

報告期後事項

於報告期末後及直至本年報日期，概無發生須對財務報表作出調整或對理解本集團當前狀況有重大影響之重大事項。

As at 31 December 2024, the Group did not employ any financial instruments for hedging purposes and the Group did not carry out any hedging activities against its foreign currencies.

TREASURY POLICY

The Group has a funding and treasury policy to monitor its funding requirements and perform ongoing liquidity review. The Group monitors and maintains a level of cash and cash equivalents deemed adequate to meet its funding requirement by the management of the Company for the operation of the Group.

CONTINGENT LIABILITIES

As at the end of the reporting period, the Group did not have any litigations or claims of material importance and, so far as the Directors are aware, no litigation or claims of material importance are pending or threatened by or against any companies of the Group.

As at the end of the reporting period, pursuant to the 1st Addendum of the New Service Agreement, the Group provided a bank guarantee of HK\$82.0 million (31 December 2023: HK\$82.0 million) to SJM.

PURCHASE, SALE OR REDEMPTION OF LISTED SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Shares (including the sale of treasury shares) during the year ended 31 December 2024.

As at 31 December 2024, there were no treasury shares held by the Company.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 December 2024, the Group had a total of 1,149 (2023: 2,273) employees, including 327 (2023: 293) gaming operation employees who were employed and paid by SJM but over whom the Group exercised oversight in accordance with the New Service Agreement. The Group reimbursed SJM in full for the salaries and other benefits of these gaming operation employees. The significant decrease in employees was mainly attributable to the disposal of operation in Lao PDR during the year, we had a total of 1,055 employees in Lao PDR as at 31 December 2023.

The Group recognises the importance of maintaining a stable staff force for its continued success. Staff remuneration is determined by reference to personal qualifications, work performance, industry experience, responsibilities and relevant market trends. Discretionary bonuses are granted to employees based on merit and in accordance with industry practice. Other benefits including retirement benefits, subsidised medical care, pension funds and sponsorship for external education and training programmes are offered to eligible employees.

EVENT AFTER THE REPORTING PERIOD

There were no significant events after the end of the reporting period and up to the date of this annual report that either request adjustment of the financial statement or are material to the understanding of the Group's current position.

董事及高級管理層

Directors and Senior Management



Directors and Senior Management

董事

執行董事

李柱坤先生，49歲，自二零二零年十二月二十九日起擔任執行董事以及自二零二二年三月一日起擔任董事會聯席主席，並自二零二二年八月十六日起擔任董事會主席。彼亦自二零二二年十二月十五日起獲委任為薪酬委員會成員及自二零二三年一月一日起獲委任為行政總裁。彼曾於南澳大學攻讀金融學，於澳門商業及博彩業具備豐富經驗。在二零零七年至二零二一年期間曾擔任澳門賽馬會的行政總裁。彼亦積極參與澳門的公眾及社會服務，包括在二零一二年至二零一七年期間擔任第十二屆中國人民政治協商會議廣州市委員會（澳門特區）之成員；自二零一八年起擔任第十二屆中國人民政治協商會議四川省委員會（澳門特區）之成員；在二零零六年至二零一零年期間在香港擔任東華三院總理；自二零一二年至二零二四年四月擔任中國澳門單車總會之副會長並於二零二四年五月起擔任會長；自二零一四年起擔任澳門紅十字會中央委員會之委員；自二零一八年起擔任澳門體育委員會之委員；以及在二零一六年至二零二一年期間擔任澳門青年博彩從業員協會之會長。李先生為本公司主要股東李志強先生的兒子。

根據證券及期貨條例第XV部之條文，李柱坤先生於股份及相關股份中須予披露之權益載於本年報之董事報告項下「董事及主要行政人員於本公司之股份及相關股份的權益及淡倉」一節。

陳美儀女士，60歲，自二零二零年三月二十六日起擔任執行董事，並於二零二零年三月二十六日至二零二零年十二月二十九日及二零二二年三月一日至二零二三年一月一日擔任本公司行政總裁。自二零二三年一月一日起，彼亦獲委任為董事會副主席，負責本集團海外業務發展方面的工作。陳美儀女士具北京大學學歷，擁有超過三十年的豐富營商及管理娛樂場經驗，自二零一七年十月擔任澳門漁人碼頭投資總裁以來，積極參與制定澳門漁人碼頭的政策及日常營運。

DIRECTORS

Executive Directors

Mr Li Chu Kwan, aged 49, has been an executive Director since 29 December 2020 and was a co-chairman of the Board since 1 March 2022. He became the chairman of the Board since 16 August 2022. He has also been appointed as a member of the Remuneration Committee since 15 December 2022 and the chief executive officer since 1 January 2023. He has studied finance at University of South Australia and has extensive experience in the commercial and gaming industry in Macau. He was the chief executive officer of the Macau Jockey Club from 2007 to 2021. He has also actively participated in public and community services in Macau, including the roles of being a member of the 12th Chinese People's Political Consultative of Guangzhou Province – Macau district from 2012 to 2017; a member of the 12th Chinese People's Political Consultative of Sichuan Province – Macau district since 2018; a director of Tung Wah Group of Hospital in Hong Kong from 2006 to 2010; the vice-president of Associacao Geral de Ciclismo de Macau, China (中國澳門單車總會) from 2012 to April 2024 and become a president since May 2024; a committee member of the central committee of the Macau Red Cross since 2014; a committee member of Conselho do Desporto (澳門體育委員會) since 2018; and the president of the Macau Association of Young Employees in the Gaming Industry from 2016 to 2021. Mr Li is the son of Mr Li Chi Keung, a substantial shareholder of the Company.

The discloseable interest of Mr Li Chu Kwan in the Shares and underlying Shares under the provisions of Part XV of the SFO is set out in the section headed “Directors’ and Chief Executives’ Interests and Short Position in Shares and Underlying Shares of the Company” under the Directors’ Report of this annual report.

Ms Chan Mei Yi, Melinda, aged 60, has been an executive Director since 26 March 2020, and was chief executive officer of the Company from 26 March 2020 to 29 December 2020 and from 1 March 2022 to 1 January 2023. She has also been appointed as vice chairman of the Board since 1 January 2023 and is responsible for the overseas business development of the Group. Ms Melinda Chan is a graduate of Peking University and has over 30 years of extensive experience in the business and management of casinos. Since her appointment as president of MFW Investment in October 2017, she has been actively involved in shaping MFW’s policy and daily operations.

Directors and Senior Management (Continued)

陳美儀女士曾任澳門特別行政區第四、第五屆立法會直選議員、澳門特別行政區人才發展委員會委員，現任澳門特別行政區旅遊發展委員會委員，以及澳門特別行政區第三、第四、第五屆行政長官選舉委員會委員。陳美儀女士現任廣東省政協常委，廣東省工商業聯合會副會長、廣東省婦聯副主席以及全國婦聯執委。

陳美儀女士為北京華海金寶房地產開發有限公司董事總經理，自二零零四年起負責北京勵駿酒店項目的統籌規劃、興建以至落成營運。彼亦現任珠海市橫琴新區勵盈商業管理有限公司副董事長。

陳美儀女士為本公司前董事及本公司主要股東周錦輝先生之妻子。根據證券及期貨條例第XV部之條文，陳美儀女士於股份及相關股份中須予披露之權益載於本年報之董事報告項下「董事及主要行政人員於本公司之股份及相關股份的權益及淡倉」一節。

非執行董事

何超蓮女士，33歲，自二零一六年九月一日起獲委任為非執行董事兼審核委員會成員。何女士為本公司主要股東陳婉珍女士之女兒。彼於二零一二年八月獲倫敦大學頒授經濟理學士學位，並於二零二零年獲倫敦大學頒授會計學碩士學位，彼亦為英國及威爾斯特許會計師公會成員。何女士於二零一三年擔任倫敦安永會計師事務所之助理稅務顧問，並於二零一四年三月至二零一四年十月擔任北京安永會計師事務所之高級會計人員。彼為UNIR Australia Pty Ltd (其集團擁有大量位於澳洲珀斯的房地產資產，包括酒店、零售及辦公室投資)之董事。彼亦自二零一八年九月四日起為一起微笑有限公司的董事。何女士亦自二零一九年一月二十五日起正式成為中國人民政治協商會議佛山市委員會委員。

Ms Melinda Chan was a directly-elected member of the fourth and fifth Legislative Assembly of Macau and a committee member on the Establishing Talents Development Committee of Macau, and is currently a committee member on the Tourism Development Committee of Macau. She has served as a committee member on the third, fourth and fifth Chief Executive Election Committee. Ms Melinda Chan is a standing committee of the Guangdong Political Consultative Committee, the vice chairman of the Guangdong Federation of Industry and Commerce, the vice chairman of the Guangdong Federation of Women and the executive committee of the All-China Women's Federation.

Ms Melinda Chan is the managing director of Beijing Hua Hai Jin Bao Real Estate Development Co. Ltd. (北京華海金寶房地產開發有限公司), and has been responsible for the overall planning, construction and completion of the Legendale Hotel Beijing Project since 2004. She is also the vice chairman of Zhuhai Hengqin New Area Lai Ieng Commercial Management Co. Ltd. (珠海市橫琴新區勵盈商業管理有限公司).

Ms Melinda Chan is the wife of Mr David Chow, a former Director of the Company and a substantial shareholder of the Company. The discloseable interest of Ms Melinda Chan in the Shares and underlying Shares under the provisions of Part XV of the SFO is set out in the section headed "Directors' and Chief Executives' Interests and Short Position in Shares and Underlying Shares of the Company" under the Directors' Report of this annual report.

Non-executive Directors

Ms Ho Chiulin, Laurinda, aged 33, has been a non-executive Director and a member of the Audit Committee since 1 September 2016. Ms Ho is a daughter of Ms Chan Un Chan, a substantial shareholder of the Company. She was awarded a bachelor of science in economics from the University of London in August 2012 and was conferred the degree of master of science in professional accountancy in 2020. She is also a member of the Institute of Chartered Accountants in England and Wales. Ms Ho was an assistant tax advisor with Ernst & Young PLL in London in 2013 and a senior staff accountant with Ernst & Young PLL in Beijing from March 2014 to October 2014. She has been a director of UNIR Australia Pty Ltd, the group of which owns substantial real estate assets including hospitality, retail and office investments in Perth, Australia. She is also a director of Smile with us HK Limited since 4 September 2018. Ms Ho has been a member of Foshan Provincial Committee of the Chinese People's Political Consultative Conference of the PRC since 25 January 2019.

Directors and Senior Management (Continued)

李駿德先生，45歲，自二零二二年三月一日起獲委任為非執行董事。李先生為高等法院註冊律師及劉汝琛律師行的合夥人。彼在法律領域擁有超過十年的經驗。李先生畢業於香港理工大學，主修資訊科技並獲得學士學位，其後於二零零八年獲得曼徹斯特都會大學法學學士學位，並於二零一一年獲得香港大學的法學專業證書。除了在法律領域擁有的經驗外，彼還在商業管理領域擁有豐富的經驗，曾管理和監督信息技術、融資和商業戰略規劃方面的項目。

黃志文先生，65歲，自二零二二年九月九日起擔任非執行董事、薪酬委員會以及提名委員會成員。彼於審核及會計專業方面擁有逾30年經驗。黃先生於一九八四年畢業於香港浸會學院，獲得會計學榮譽文憑。彼為執業會計師黃志文會計師事務所之獨資經營者，並為香港會計師公會及英國特許公認會計師公會資深會員。

黃先生目前為新興光學集團控股有限公司(股份代號：125)的獨立非執行董事，該公司證券於聯交所主板上市及為中國全通(控股)有限公司(清盤中)(該公司於開曼群島成立，主要業務為信息及通信技術，其證券曾於聯交所主板上市，其上市地位於二零二三年一月十六日取消)的獨立非執行董事。香港高等法院於二零二一年六月二十一日對中國全通(控股)有限公司(清盤中)發出清盤令，羅兵咸永道有限公司之蘇文俊先生及莊日杰先生獲委任為其共同及個別清盤人。該清盤呈請乃由一名公司債券持有人就約10,000,000港元的申索而提出。黃先生於二零二四年九月二十六日獲委任為經緯天地控股有限公司(一間於聯交所主板上市之公司，股份代號：2477)的獨立非執行董事。

黃先生於二零二零年十二月十一日至二零二一年十月十日擔任高裕金融集團有限公司(前稱「PF Group Holdings Limited」)(股份代號：8221)的獨立非執行董事，該公司的證券於聯交所GEM上市。

Mr Li Chun Tak, aged 45, has been a non-executive Director since 1 March 2022. Mr Li is a registered solicitor of the High Court and a partner of Y.S. Lau & Partners. He has over a decade's experience in the legal field. Mr Li graduated from the Hong Kong Polytechnic University with a bachelor degree majoring in Information Technology and later obtained a bachelor degree in law from the Manchester Metropolitan University in 2008 and his Postgraduate Certificate in Laws (P.C.LL) from the University of Hong Kong in 2011. In addition to his experience in the legal field, he also has substantial experience in the field of business management, having managed and supervised projects in information technology, financing, and business strategic planning.

Mr Wong Che Man Eddy, aged 65, has been a non-executive Director, a member of both the Remuneration Committee and the Nomination Committee since 9 September 2022. He has over 30 years of experience in the auditing and accounting profession. Mr Wong graduated with an honours diploma in accounting from Hong Kong Baptist College in 1984. He is the sole proprietor of Eddy Wong & Co., Certified Public Accountants, and also is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants.

Mr Wong is currently an independent non-executive director of Sun Hing Vision Group Holdings Limited (stock code: 125), whose securities are listed on the Main Board of the Stock Exchange and an independent non-executive director of China All Access (Holdings) Limited (In Liquidation), a company incorporated in Cayman Islands primarily engaged in Information and Communicate Technology Business whose securities were previously listed on the Main Board of the Stock Exchange and its listing status was canceled in 16 January 2023. A winding up order was made against China All Access (Holdings) Limited (In Liquidation) by the High Court of Hong Kong on 21 June 2021 and Messrs. So Man Chun and Jong Yat Kit of PricewaterhouseCoopers Limited have been appointed as its joint and several liquidators. The subject winding-up petition was filed by a corporate bond holder in respect of a claim of approximately HK\$10,000,000. He was appointed as an independent non-executive director of WellCell Holdings Co., Limited (a company listed on the Main Board of the Stock Exchange with stock code: 2477) on 26 September 2024.

Mr Wong was an independent non-executive director of Gaoyu Finance Group Limited (formerly known as "PF Group Holdings Limited") (stock code: 8221) from 11 December 2020 to 10 October 2021, whose securities are listed on the GEM of the Stock Exchange.

Directors and Senior Management (Continued)

獨立非執行董事

劉毅基先生，58歲，自二零二零年十二月二十九日起獲委任為獨立非執行董事、審核委員會主席以及薪酬委員會及提名委員會成員。劉先生於一九八九年十一月從香港理工學院取得會計專業文憑。劉先生為執業會計師，並為香港會計師公會及英國皇家特許會計師公會資深會員。彼具備逾三十年的審計及會計經驗，並於首次公開招股、併購以及企業融資活動方面擁有豐富經驗。於一九九三年至二零一八年，彼曾於德勤•關黃陳方會計師行工作二十五年，並擔任其合夥人十七年。彼目前為大華馬施雲會計師事務所有限公司的董事。

劉先生分別於二零二四年四月八日及二零二四年七月一日獲委任為諾輝健康(一間於聯交所主板上市之公司，股份代號：6606)及圓美光電有限公司(一間於聯交所主板上市之公司，股份代號：8311)的獨立非執行董事。

王紅欣先生，57歲，自二零二一年六月一日起獲委任為獨立非執行董事、薪酬委員會主席以及審核委員會和提名委員會成員。王先生自二零一六年起擔任深圳道樸資本管理有限公司董事長，該公司是一間成立於深圳的在岸對沖基金公司，主營國內不同A股量化投資策略。

王先生曾獲頒授北京大學數學學士、美國麻省大學應用數學碩士學位及美國耶魯大學商學院金融經濟學博士學位。

王先生於美國及中國擁有近30年國際投資經驗。於二零零零年至二零一零年期間，彼先後在Putnam Investments和Acadian Asset Management(「Acadian」)擔任各種重要崗位，其中包括曾任Acadian的資深投資經理及資深合夥人，其主管Acadian全球新興市場基金的業績於二零零零年至二零零九年期間在相關類別中位列第一。

Independent non-executive Directors

Mr Lau Ngai Kee, Ricky, aged 58, has been an independent non-executive Director, the chairman of the Audit Committee and a member of both the Remuneration Committee and the Nomination Committee since 29 December 2020. Mr Lau obtained a professional diploma in accountancy from Hong Kong Polytechnic in November 1989. Mr Lau is a Practicing Certified Public Accountant and a fellow of The Hong Kong Institute of Certified Public Accountants and The Association of Chartered Certified Accountants. He has over 30 years of experience in auditing and accounting with extensive experience in areas of initial public offering, merger and acquisition and corporate finance exercise. He had served Deloitte Touche Tohmatsu for 25 years from 1993 to 2018 and had been a partner thereof for 17 years. He is currently a director of Moore CPA Limited.

Mr Lau was appointed as an independent non-executive director of New Horizon Health Limited (a company listed on the Main Board of the Stock Exchange with Stock Code: 6606) and Perfect Optonics Limited (a company listed on the Main Board of the Stock Exchange with Stock Code: 8311) on 8 April 2024 and 1 July 2024, respectively.

Mr Wang Hongxin (alias Wang, Charles Hongxin), aged 57, has been an independent non-executive Director, the chairman of the Remuneration Committee and a member of both the Audit Committee and the Nomination Committee since 1 June 2021. Mr Wang is the chairman of Shenzhen Academia Capital Management* (深圳道樸資本管理有限公司), an onshore hedge fund based in Shenzhen which runs various China A-share quantitative investment strategies in China, since 2016.

Mr Wang received a bachelor's degree in Mathematics from Peking University, a master degree in Applied Mathematics from University of Massachusetts Amherst, and a doctoral degree in Finance from Yale University.

Mr Wang had almost 30 years of global investment experience in the United States and China. From 2000 to 2010, he held various senior positions at Putnam Investments and Acadian Asset Management ("Acadian") in the United States, including the roles of senior portfolio manager and senior partner at Acadian during which Acadian Global Emerging Markets Fund, under his supervision, ranked top in the investment yield from 2000 to 2009.

Directors and Senior Management (Continued)

回到中國後，彼於二零一零年至二零一二年期間曾任易方達資產管理(香港)行政總裁，及於二零一二年至二零一五年期間擔任博時基金管理(深圳)投資部總經理。彼於二零一五年在國內成立其自家對沖基金公司。彼於二零一六年至二零二零年期間擔任深圳信立泰藥業股份有限公司獨立董事。

王先生目前亦為大中華控股(香港)有限公司(股份代號：21)的獨立非執行董事，該公司的股份於聯交所上市。

除此以外，王先生亦積極參與社會事務。彼於美國曾任全美華人金融協會會長，及於國內擔任深圳市人大代表。王先生現時為深圳市金融人才協會會長。

麥家榮先生，60歲，自二零二二年三月一日起獲委任為獨立非執行董事、提名委員會主席以及薪酬委員會和審核委員會成員。麥先生為香港高等法院註冊律師及麥家榮律師行的執行合夥人。麥先生在法律領域擁有超過25年的法律執業經驗。彼於一九九五年獲香港大學頒發香港法律專業共同試證書，並於一九九八年獲香港大學頒發法學專業證書。

麥先生現為遠東控股國際有限公司(一間於聯交所主板上市之公司，股份代號：0036)的獨立非執行董事。彼於二零二四年九月三日獲委任為中國水業集團有限公司(一間於聯交所主板上市之公司，股份代號：1129)的獨立非執行董事。於二零一三年七月八日至二零二一年十二月十三日，麥先生曾擔任鮮馳達控股集團有限公司(一間曾於聯交所主板上市之公司，股份代號：1175，該公司於二零二三年二月九日取消上市)的獨立非執行董事。

除所披露者外，各董事已確認，就彼經作出一切合理查詢後所深知、盡悉及確信，概無與彼有關之其他資料須根據上市規則第13.51B(1)條予以披露。

After coming back to China, he served as the chief executive officer at E Fund Management (Hong Kong) between 2010 and 2012, and the chief investment officer at Bosera Asset Management (Shenzhen) between 2012 and 2015. He founded his own hedge fund company in China in 2015. Mr Wang also served as an independent director of Shenzhen Salubris Pharmaceuticals Co., Ltd. between 2016 and 2020.

Currently, Mr Wang is an independent non-executive director of Great China Holdings (Hong Kong) Limited (Stock Code: 21), the shares of which are listed on the Stock Exchange.

In addition, Mr Wang has been undertaking multiple social responsibilities. He was the president of The Chinese Finance Association in the United States and a member of Shenzhen People's Congress in China. Mr Wang is currently the president of the Shenzhen Financial Professionals Association.

Mr Mak Ka Wing, Patrick, aged 60, has been an independent non-executive Director, the chairman of the Nomination Committee and a member of both the Remuneration Committee and the Audit Committee since 1 March 2022. Mr Mak is a registered solicitor of the High Court of Hong Kong and Managing Partner of Patrick Mak & Tse, Solicitors. Mr Mak has over 25 years' legal experience in the legal practice. He was awarded the Common Professional Examination Certificate in Laws by the University of Hong Kong in 1995 and was awarded his Postgraduate Certificate in Laws (P.C.LL) by the University of Hong Kong in 1998.

Mr Mak is currently an independent non-executive director of Far East Holdings International Limited (a company listed on the Main Board of the Stock Exchange with stock code: 0036). He has been appointed as an independent non-executive director of China Water Industry Group Limited (a company listed on the Main Board of the Stock Exchange with stock code: 1129) on 3 September 2024. He had also been an independent non-executive director of Fresh Express Delivery Holdings Group Co., Limited (a company previously listed on the Main Board of the Stock Exchange with stock code: 1175, listing of which was canceled on 9 February 2023) from 8 July 2013 to 13 December 2021.

Save as disclosed, each of the Directors, confirmed, to the best of his or her knowledge, information and belief having made all reasonable enquiries, there were no other information relating to him/her required to be disclosed under Rule 13.51 B(1) of the Listing Rules.

* 僅供識別

* For identification purpose only

Directors and Senior Management (Continued)

高級管理層

財務總裁

林書茵女士，40歲，為本集團財務總裁。林女士畢業於美國加州大學伯克萊分校，取得經濟學士榮譽學位，亦為美國註冊會計師及澳門執業會計師。林女士於二零一三年至二零二三年就任於澳門賽馬會，最後職位為財務總監；及於二零零七年至二零一三年就任於澳門畢馬威會計師事務所，最後職位為審計及稅務經理。林女士於財務策劃、現金流管理、信用管理、風險管理、財務評估、財務合併、財務報告及分析、合規、內部控制、審計及稅務諮詢等方面具備豐富經驗。林女士之經驗涉及行業廣泛，包括賽馬、相互博彩、幸運博彩、娛樂、銀行、保險、藥業及公共服務等。

高級財務副總裁

李偉業先生，58歲，為本集團高級財務副總裁。李先生於二零零三年加入本集團。彼已獲得暨南大學會計學專業文憑，並取得澳門科技大學國際旅遊管理學士學位。李先生於會計、酒店業財務管理、財務預測及預算案規劃方面擁有超過三十年工作經驗。

高級人力資源及行政副總裁

吳惠清女士，52歲，為本集團高級人力資源及行政副總裁，負責本集團澳門、內地及海外項目人力資源管理及策略工作。吳女士在博彩、酒店、餐飲、基建及貿易等領域擁有豐富的人力資源及行政管理經驗；彼曾於澳門置地廣場酒店擔任人力資源總監，亦曾處理法老皇宮娛樂場人力資源有關事務。吳女士畢業於暨南大學並取得國際新聞與傳播文學士學位，並於畢業後從事傳媒工作。彼現為澳門大灣區人力資源協會副會長以及澳門酒店協會人事委員會主管。

SENIOR MANAGEMENT

Chief financial officer

Ms Lam Shu Yan, aged 40, is the chief financial officer of the Group. Ms Lam graduated from the University of California, Berkeley with a Bachelor of Arts in Economics with Honors and is also a Certified Public Accountant under the American Institute of Certified Public Accountants and the Professional Committee of Accountants in Macau SAR. Ms Lam worked at the Macau Jockey Club from 2013 to 2023 with last position held as director of Finance and KPMG Macau from 2007 to 2013 with last position held as Audit and Tax Manager. Ms Lam has extensive experience in financial planning, cash flow management, credit management, risk management, evaluation, financial consolidation, financial reporting and analysis, compliance, internal control, audit and tax advisory. Her exposures cover a wide range of industries including horse racing, pari-mutual gaming, fortune gaming, entertainment, banking, insurance, pharmaceutical and public services.

Senior vice president of finance

Mr Lei Vai Ip, aged 58, is the senior vice president of finance of the Group. Mr Lei joined the Group since 2003. He has obtained a professional diploma in Accounting from Jinan University and been awarded with a bachelor degree in International Tourism Management from Macau University of Science and Technology. Mr Lei has over 30 years of work experience in accounting, hospitality financial management, financial forecasting and budget planning.

Senior vice president of human resources & administration

Ms Ng Wai Cheng, Diarle, aged 52, is the senior vice president of human resources & administration of the Group, is responsible for the Group's Macau, mainland China and overseas human resources management and strategy. Ms Ng has substantial human resources and administration experiences in gaming, hotel, food and beverage, infrastructure and trading industries. Previously, she was the director of human resources of Landmark Macau, she also handled human resources related matters in Pharaoh's Palace Casino. Ms Ng graduated from Jinan University with Bachelor of Arts Degree in International Journalism and Communications, and engaged in media industry after graduation. Currently, she is the vice president of Macau Greater Bay Area Human Resources Association, and also the head of Personnel Committee of the Macau Hotel Association.

企 業 管 治 報 告

Corporate Governance Report



Corporate Governance Report

遵守企業管治守則

本公司相信良好的企業管治常規對於維持及提升投資者信心和本集團的持續增長乃至關重要。董事會就適用於本集團業務營運及增長之方面制定適當的政策及推行企業管治常規。董事會致力加強本集團的企業管治常規，並確保本公司營運之透明度及問責性。

截至二零二四年十二月三十一日止年度，本公司已遵守企業管治守則及上市規則規定，惟企業管治守則的守則條文第C.2.1條規定主席及行政總裁的職位應分開，不應由同一人擔任。

A. 董事會

A1. 責任及授權

本公司業務的整體管理及控制歸於董事會，其主要職責為發揮領導角色及審批策略性政策及計劃，務求提高股東價值。所有董事均客觀地就本公司權益作出決策。

董事會保留對本公司所有重大事宜之決定權，包括批准及監察一切政策事宜、整體策略及預算、風險管理及內部監控系統、重大交易(特別是該等可能涉及利益衝突之交易)、財務資料、董事任命及其他重大財務及營運事宜。

全體董事均可適時取得一切有關資料，以及獲得公司秘書及高級管理層之意見及服務，藉此確保董事會議事程序及所有適用法律及法規獲得遵從。於適當情況下，任何董事可向董事會提出合理要求，尋求獨立專業意見，費用由本公司承擔。

董事會已就本集團的日常管理及營運，委以高級管理層權力及職責。本公司定期檢討已委派執行的職務及工作。上述高級職員於訂立任何重大交易前，必須事先獲董事會批准。董事會全力支持高級管理層履行其職責。

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company believes that good corporate governance practices are very important for maintaining and promoting investor confidence and for the sustainable growth of the Group. The Board sets appropriate policies and implements corporate governance practices appropriate to the conduct and growth of the Group's business. The Board is committed to strengthening the Group's corporate governance practices and ensuring transparency and accountability of the Company's operations.

During the year ended 31 December 2024, the Company has complied with the CG Code and Listing Rules requirements, except for code provision C.2.1 of the CG Code which stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual.

A. The Board

A1. Responsibilities and Delegation

The overall management and control of the Company's business are vested in the Board, whose main roles are to provide leadership and to approve strategic policies and plans with a view to enhancing shareholder value. All Directors take decisions objectively in the interests of the Company.

The Board reserves for its decision all major matters of the Company, including the approval and monitoring of all policy matters, overall strategies and budgets, risk management and internal control systems, material transactions (in particular those that may involve conflict of interests), financial information, appointment of Directors and other significant financial and operational matters.

All Directors have timely access to all relevant information as well as the advice and services of the company secretary and senior management, with a view to ensuring compliance with Board procedures and all applicable laws and regulations. Any Director may request independent professional advice in appropriate circumstances at the Company's expense, upon reasonable request made to the Board.

The senior management is delegated the authority and responsibilities by the Board for the day-to-day management and operation of the Group. The delegated functions and work tasks are periodically reviewed by the Company. Approval has to be obtained from the Board prior to any significant transactions entered into by the above-mentioned officers. The Board has the full support of the senior management to discharge its responsibilities.

Corporate Governance Report (Continued)

A2. 董事會組成

於年內及於本年報日期，董事會由以下成員組成：

執行董事：

Executive Directors:

李柱坤先生

(董事會主席、行政總裁及薪酬委員會成員)

Mr Li Chu Kwan

(Chairman of the Board, chief executive officer and a member of Remuneration Committee)

陳美儀女士

(副主席)

Ms Chan Mei Yi, Melinda

(Vice-Chairman)

非執行董事：

Non-executive Directors:

何超蓮女士

(審核委員會成員)

Ms Ho Chiulin, Laurinda

(A member of the Audit Committee)

李駿德先生

Mr Li Chun Tak

黃志文先生

(薪酬委員會及提名委員會成員)

Mr Wong Che Man Eddy

(A member of both the Remuneration Committee and the Nomination Committee)

獨立非執行董事：

Independent non-executive Directors:

劉毅基先生

(審核委員會主席兼薪酬委員會及提名委員會成員)

Mr Lau Ngai Kee, Ricky

(Chairman of the Audit Committee and a member of both the Remuneration Committee and the Nomination Committee)

王紅欣先生

(薪酬委員會主席兼審核委員會及提名委員會成員)

Mr Wang Hongxin

(alias Wang, Charles Hongxin)

(Chairman of the Remuneration Committee and a member of both the Audit Committee and the Nomination Committee)

麥家榮先生

(提名委員會主席兼審核委員會及薪酬委員會成員)

Mr Mak Ka Wing, Patrick

(Chairman of the Nomination Committee and a member of both the Audit Committee and the Remuneration Committee)

A2. Board Composition

The composition of the Board during the year and as at the date of this annual report is as follows:

Corporate Governance Report (Continued)

各現任董事的履歷詳情及董事會成員之間的關係於本年報內「董事及高級管理層」一節中披露。

董事會已遵守上市規則第3.10及3.10A條的規定，擁有最少三名獨立非執行董事(佔董事會最少三分之一)，而其中最少一名獨立非執行董事具備合適專業資格、會計及相關財務管理專業知識。

董事會成員具備本集團業務需要及目標所適用的技巧與經驗。各執行董事根據其專長負責本集團不同業務及職能部門。非執行董事為董事會提供不同的業務及財務專業知識、經驗及獨立判斷，而彼等會獲邀為本公司董事委員會委員。透過參與董事會會議及牽頭管理涉及潛在利益衝突之問題，非執行董事已對本公司訂立有效方針作出貢獻，並提供足夠檢查及制衡，以保障本集團及股東的利益。

本公司已收到各獨立非執行董事根據上市規則的規定就其獨立性所發出的年度確認書。本公司認為，按照上市規則有關獨立性的指引，全體獨立非執行董事均為獨立人士。

本公司擁有可實施的有效機制，以確保向董事會提供獨立意見和投入，其主要特點如下：(i)成立提名委員會，並有明確的職權範圍，以物色合適的候選人，包括獨立非執行董事，以任命董事；(ii)提名委員會將每年評估全體獨立非執行董事的獨立性；及(iii)董事有權為履行其董事職責而合理尋求獨立專業意見，費用由本集團承擔。於截至二零二四年十二月三十一日止年度，董事會已審查該機制的實施及有效性，並認為其屬有效。

The biographical details of the existing Directors and the relationships among the members of the Board are disclosed under the section headed “Directors and Senior Management” in this annual report.

The Board has met the requirements of Rules 3.10 and 3.10A of the Listing Rules of having a minimum of three independent non-executive Directors (representing at least one-third of the Board) with one of them possessing appropriate professional qualifications and accounting and related financial management expertise.

The members of the Board have skills and experience appropriate for the business requirements and objectives of the Group. Each executive Director is responsible for different business and functional division of the Group in accordance with his/her expertise. The non-executive Directors bring different business and financial expertise, experiences and independent judgement to the Board and they are invited to serve on the Board committees of the Company. Through participation in Board meetings and taking the lead in managing issues involving potential conflicts of interests, the non-executive Directors had made contributions to the effective direction of the Company and provided adequate checks and balances to safeguard the interests of both the Group and the shareholders.

The Company has received written annual confirmation from each independent non-executive Director of his independence pursuant to the requirements of the Listing Rules. The Company considers all independent non-executive Directors to be independent in light of the independence guidelines set out in the Listing Rules.

The Company has implementable and effective mechanism to ensure independent views and inputs are available to the Board, with the following key features: (i) the Nomination Committee is established with clear terms of reference to identify suitable candidates, including independent non-executive Directors, for appointment of Directors; (ii) the Nomination Committee will assess annually the independence of all independent non-executive Directors; and (iii) the Directors are entitled to seek, at the Group's expense, independent professional advice reasonably necessary for discharging their duties as Directors. During the year ended 31 December 2024, the Board has reviewed the implementation and effectiveness of such mechanism and considered it to be effective.

Corporate Governance Report (Continued)

A3. 主席及行政總裁

企業管治守則之守則條文第C.2.1條規定主席與行政總裁的角色應有區分，並不應由一人同時兼任。

李柱坤先生當前履行本公司董事會主席及行政總裁的職務。這偏離企業管治守則守則條文第C.2.1條。董事會認為，該架構不會損害董事會及本公司管理層之間權力及授權的平衡。董事會認為，由同一人兼任主席及行政總裁的角色為本集團提供強而有力及一致的領導，並允許更有效地規劃、管理及實施本集團的整體策略。此外，董事會認為，董事會中執行董事與獨立非執行董事的均衡組成，以及董事會各委員會（主要由獨立非執行董事組成）對本公司事務的不同方面進行監督，將提供足夠的保障，確保權力及授權的平衡。董事會將繼續檢討並考慮適時根據本集團的整體情況區分主席及行政總裁的角色。因此，現階段而言，上述偏離屬適當且符合本公司最佳利益。

A4. 委任及重選董事

全體董事均按特定任期委任。執行董事及非執行董事各自按為期一年的服務合約委聘，可由任一方發出不少於三個月的書面通知終止。本公司獨立非執行董事各自按兩年或三年任期委任並可自當時委任期限屆滿後的翌日自動重新續期一年，除非任一方另向另一方發出不少於三個月的事先書面通知終止為止。

A3. *Chairman and Chief Executive Officer*

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

Mr Li Chu Kwan currently performs both of the roles as the chairman of the Board and the chief executive officer of the Company. This deviates from code provision C.2.1 of the CG Code. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company. The Board believes that vesting both the roles of chairman and the chief executive officer in the same person has the benefit of providing a strong and consistent leadership to the Group and allows for more effective planning, management and implementation of the overall strategy of the Group. In addition, the Board is of the view that the balanced composition of executive and the independent non-executive Directors on the Board and the various committees of the Board (primarily comprising independent non-executive Directors) in overseeing different aspects of the Company's affairs would provide adequate safeguards to ensure a balance of power and authority. The Board will continue to review and consider splitting the roles of the chairman and the chief executive officer at a time when appropriate and suitable by taking into account the circumstances of the Group as a whole. Hence, the aforesaid deviation is appropriate and in the best interest of the Company at the present stage.

A4. *Appointment and Re-election of Directors*

All Directors are appointed for a specific term. Each of the executive Directors and non-executive Directors is engaged on a service contract for a term of one year, which may be terminated by either party by not less than three months' written notice. Each of the independent non-executive Directors of the Company is appointed for a term of two or three years and renewable automatically for a successive term of one year each commencing from the next day after the expiry of the then current term of appointment, unless terminated by either party giving to the other not less than three months' prior notice in writing.

Corporate Governance Report (Continued)

章程細則載有關於委任及罷免董事的程序及過程的規定。根據章程細則，當時三分之一在任董事(倘董事人數並非三之倍數，則為最接近但不少於三分之一的數目)須於每屆股東週年大會上輪席告退，致使每名董事須最少每三年於股東週年大會上輪值退任一次。此外，任何由董事會委任以填補董事會臨時空缺的新董事及任何由董事會委任加入董事會的新董事之任期僅至本公司下屆股東週年大會為止。退任董事可於相應股東大會上由股東重選連任。

根據章程細則第84條，麥家榮先生須於二零二五年股東週年大會上輪席退任，彼均符合資格及願意將於二零二五年股東週年大會上膺選連任。董事會及提名委員會推薦彼連任。於股東周年大會結束時，陳美儀女士將退任執行董事及王紅欣先生將退任獨立非執行董事，以投入更多時間追求彼等的其他工作安排。本公司預期將於股東週年大會上委任一名新獨立非執行董事，以符合上市規則第3.10(1)條。本公司有關於二零二五年股東週年大會之通函按上市規則所規定載有上述董事的詳細資料。

A5. 董事培訓及持續發展

各新委任董事於首次獲委任時將接受入職指導，確保其對本集團的業務及營運有應有的瞭解，並完全知悉其於上市規則及相關監管要求項下的職責與責任。

現任董事應參加適當的持續專業發展，以培養及提升其知識及技能，確保彼等向董事會作出知情及相關的貢獻。本公司將在適當情況下為董事安排內部舉辦簡介會並向董事發出相關主題的閱讀材料。本集團鼓勵所有董事參與相關培訓課程，費用由本公司承擔。

The Articles of Association contain provisions on the procedures and process of appointment and removal of Directors. According to the Articles of Association, one-third of the Directors for the time being (if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation at each annual general meeting provided that every Director shall be subject to retirement at an annual general meeting at least once every three years. In addition, any new Director appointed by the Board to fill a casual vacancy in the Board and any new Director appointed by the Board as an addition to the Board shall hold office until the next following annual general meeting of the Company. The retiring Directors are eligible for re-election by the Shareholders at the respective general meetings.

According to Article 84 of the Articles of Association, Mr Mak Ka Wing, Patrick shall retire by rotation at the 2025 AGM being eligible, will offer himself for re-election at the 2025 AGM. The Board and the Nomination Committee recommended his re-appointment. Ms Melinda Chan will retire as an executive Director and Mr Wang Hongxin will retire as an independent non-executive Director at the conclusion of the AGM in order to devote more time to pursue their other work commitments. The Company expects to appoint a new independent non-executive Director at the AGM in order to fulfill Rule 3.10(1) of the Listing Rules. The Company's circular in relation to the 2025 AGM contains detailed information of the above Directors as required by the Listing Rules.

A5. Training and Continuing Development of Directors

Each newly appointed Director will receive induction on the first occasion of his/her appointment so as to ensure he/she has appropriate understanding of the business and operations of the Group and that he/she is fully aware of his/her responsibilities and obligations under the Listing Rules and relevant regulatory requirements.

The existing Directors should participate in appropriate continuous professional development to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant. Internally-facilitated briefings for Directors will be arranged and reading materials on relevant topics will be issued to Directors by the Company where appropriate. All Directors are encouraged to attend relevant training courses at the Company's expenses.

Corporate Governance Report (Continued)

全體董事在獲委任時均會接受全面的入職訓練及須獲取法律意見，以確保適當地瞭解本集團的業務及營運，並充分認識董事在上市規則及有關法例下的責任及義務。

現任董事不斷瞭解法律及監管發展、業務及市場變化的最新情況，以發展及更新彼等的知識及技能，確保彼等對董事會的貢獻始終是知情及切合實際的。如有需要，我們會為董事安排持續的簡報會及專業發展。此外，我們亦不時向董事提供有關本集團適用的重要法律法規的新增或修訂資料，供其參考。本公司鼓勵全體董事參加相關培訓課程，費用由本公司承擔。

截至二零二四年十二月三十一日止年度，董事已遵守企業管治守則的守則條文第C.1.4條，且全體董事（即李柱坤先生、陳美儀女士、何超蓮女士、李駿德先生、黃志文先生、劉毅基先生、王紅欣先生及麥家榮先生）已定期獲專業公司就本集團的業務／營運／企業管治事宜發放與其職責及責任有關的簡介及最新資料。

A6. 證券交易標準守則

本公司已經採納標準守則，作為規管董事買賣本公司證券的標準守則。經向全體董事具體查詢後，彼等已確認於截至二零二四年十二月三十一日止年度遵守標準守則。

本公司亦已確立規管可能掌握本公司及／或其證券之內幕消息之相關僱員進行證券交易之書面指引（「僱員書面指引」），其條款之嚴謹度不遜於標準守則。本公司概不知悉任何相關僱員於截至二零二四年十二月三十一日止年度不遵守僱員書面指引的事件。

倘若本公司知悉任何有關買賣本公司證券的限制期，本公司將會事先通知其董事及相關僱員。

All Directors receive a comprehensive induction and shall obtain legal advice on his/her appointment to ensure appropriate understanding of the business and operations of the Group and full awareness of Director's responsibilities and obligations under the Listing Rules and relevant statutory requirements.

The existing Directors are continually updated with legal and regulatory developments, business and market changes to develop and refresh their knowledge and skills to ensure that their contribution to the Board remains informed and relevant. Continuing briefings and professional development for Directors are arranged whenever necessary. In addition, reading materials on new or changes to salient laws and regulations applicable to the Group are provided to the Directors from time to time for their studying and reference. All Directors are encouraged to attend relevant training courses at the Company's expenses.

During the year ended 31 December 2024, the Directors complied with the code provision C.1.4 of the CG Code. All Directors namely, Mr Li Chu Kwan, Ms Melinda Chan, Ms Ho Chiulin, Laurinda, Mr Li Chun Tak, Mr Wong Che Man Eddy, Mr Lau Ngai Kee, Ricky, Mr Wang Hongxin and Mr Mak Ka Wing, Patrick have received regular briefings and updates from professional firm on the Group's business/operations/corporate governance matters which are relevant to their duties and responsibilities.

A6. Model Code for Securities Transactions

The Company has adopted the Model Code as its code of conduct governing Directors' dealings in the Company's securities. Specific enquiry has been made of all the Directors and they have confirmed their compliance with the Model Code during the year ended 31 December 2024.

The Company also has established written guidelines on no less exacting terms than the Model Code (the "Employees Written Guidelines"), governing securities transactions by relevant employees who are likely to possess inside information of the Company and/or its securities. No incident of non-compliance of the Employees Written Guidelines by the relevant employees was noted by the Company during the year ended 31 December 2024.

In case when the Company is aware of any restricted period for dealings in the Company's securities, the Company will notify its Directors and relevant employees in advance.

Corporate Governance Report (Continued)

A7. 企業管治職能

董事會負責履行企業管治守則守則條文第A.2.1條所載的職能。

截至二零二四年十二月三十一日止年度，董事會已檢討本公司的企業管治政策與常規、董事及高級管理層的培訓及持續專業發展、遵照法律及監管規定檢討本公司政策與常規、檢討本公司遵守企業管治守則的情況及於本企業管治報告中的相關披露資料。

A8. 董事出席記錄

各董事出席本公司於截至二零二四年十二月三十一日止年度舉行的董事會會議、董事委員會會議及股東大會的記錄載列如下：

A7. Corporate Governance Functions

The Board is responsible for performing the functions set out in the code provision A.2.1 of the CG Code.

During the year ended 31 December 2024, the Board has reviewed the Company's corporate governance policies and practices, training and continuous professional development of Directors and senior management, the Company's policies and practices on compliance with legal and regulatory requirements, the Company's compliance with the CG Code and disclosure in this Corporate Governance Report.

A8. Directors' Attendance Records

The attendance records of each Director at the Board meetings, Board committees meetings and general meetings of the Company held during the year ended 31 December 2024 are set out below:

董事姓名 Name of Directors	出席／會議舉行次數 Attendance/Number of Meetings				
	董事會 會議 Board Meeting	審核委員會 會議 Audit Committee Meeting	薪酬委員會 會議 Remuneration Committee Meeting	提名委員會 會議 Nomination Committee Meeting	股東週年 大會 Annual General Meeting
李柱坤先生 Mr Li Chu Kwan	4/4	—	2/2	—	1/1
陳美儀女士 Ms Chan Mei Yi, Melinda	4/4	—	—	—	1/1
何超蓮女士 Ms Ho Chiulin, Laurinda	4/4	3/3	—	—	1/1
李駿德先生 Mr Li Chun Tak	4/4	—	—	—	1/1
黃志文先生 Mr Wong Che Man Eddy	4/4	—	2/2	1/1	1/1
劉毅基先生 Mr Lau Ngai Kee, Ricky	4/4	3/3	2/2	1/1	1/1
王紅欣先生 Mr Wang Hongxin (alias Wang, Charles Hongxin)	4/4	3/3	2/2	1/1	1/1
麥家榮先生 Mr Mak Ka Wing, Patrick	4/4	3/3	2/2	1/1	1/1

Corporate Governance Report (Continued)

B. 董事委員會

董事會已成立三個董事委員會，分別為審核委員會、薪酬委員會及提名委員會，藉以監督本公司事務的特定範疇。本公司所有董事委員會均已成立，並訂有界定的書面職權範圍，此等資料已刊登在本公司的網站「www.macaulegend.com」及聯交所網站「www.hkexnews.hk」。所有董事委員會應向董事會匯報彼等所作決定或建議。

所有董事委員會均獲提供足夠資源以履行彼等的職責，並可應合理要求於適當情況下徵詢獨立專業意見，費用由本公司承擔。

B1. 審核委員會

審核委員會共有四名成員組成，分別為三名獨立非執行董事劉毅基先生(主席)、王紅欣先生及麥家榮先生；以及一名非執行董事何超蓮女士。劉毅基先生具備上市規則第3.10(2)條規定的合適專業資格、會計及財務管理專業知識。概無審核委員會成員為本公司現任外聘核數師的前合夥人。所有成員均為非執行董事，且大部分成員為獨立非執行董事。

審核委員會的主要職能為審閱本集團的財務資料及報告，並於本集團的高級財務職員或外聘核數師向董事會提呈任何重大或不尋常項目前作出考慮；檢討與外聘核數師的關係及其委聘條款，並向董事會作出相關推薦意見；及檢討本公司的財務申報制度、風險管理制度及內部監控制度。

B. Board Committees

The Board has established three Board committees, namely, Audit Committee, Remuneration Committee and Nomination Committee, for overseeing particular aspects of the Company's affairs. All Board committees of the Company have been established with defined written terms of reference which are posted on the Company's website "www.macaulegend.com" and on the Stock Exchange's website "www.hkexnews.hk". All the Board committees should report to the Board on their decisions or recommendations made.

All Board committees are provided with sufficient resources to discharge their duties and, upon reasonable request, are able to seek independent professional advice in appropriate circumstances, at the Company's expenses.

B1. Audit Committee

The Audit Committee comprises a total of four members, being three independent non-executive Directors, namely, Mr Lau Ngai Kee, Ricky (Chairman), Mr Wang Hongxin and Mr Mak Ka Wing, Patrick; and one non-executive Director, namely, Ms Ho Chiulin, Laurinda. Mr Lau Ngai Kee, Ricky possesses appropriate professional qualifications and accounting and financial management expertise as required under Rule 3.10(2) of the Listing Rules. None of the members of the Audit Committee is a former partner of the Company's existing external auditors. All of the members are non-executive Directors and the majority of the members are independent non-executive Directors.

The main duties of the Audit Committee are reviewing the financial information and reports of the Group and considering any significant or unusual items raised by the financial officers of the Group or external auditors before submission to the Board; reviewing the relationship with and the terms of appointment of the external auditors and making the relevant recommendation to the Board; and reviewing the Company's financial reporting system, risk management system and internal control system.

Corporate Governance Report (Continued)

截至二零二四年十二月三十一日止年度，審核委員會已進行下列主要工作：

- 審閱及討論截至二零二三年十二月三十一日止年度的年度財務報表、業績公告及報告、本集團採納的相關會計原則及慣例，以及相關審核結果、管理層就審閱本公司風險管理及內部監控及其過程所作出的報告；以及重新委任外聘核數師的推薦意見；
- 審閱及報告截至二零二三年十二月三十一日止年度內進行的持續關連交易；
- 審閱及討論截至二零二四年六月三十日止六個月的中期財務報表、業績公告及報告，以及本集團採納的相關會計原則及慣例；
- 審閱及批准截至二零二四年十二月三十一日止年度安永會計師事務所出任本公司核數師之委聘書、審計性質及範圍、彼等之報告責任及其工作計劃；及
- 審閱本集團內部審計職能的有效性、內部審核計劃及報告。

外聘核數師獲邀出席會議，以便與審核委員會討論有關審核及財務申報事宜所帶來的問題。此外，董事會與審核委員會在委聘安永會計師事務所為截至二零二四年十二月三十一日止年度的外聘核數師的事宜上概無意見分歧。

During the year ended 31 December 2024, the Audit Committee has performed the following major tasks:

- Reviewed and discussed the annual financial statements, results announcement and report for the year ended 31 December 2023, the related accounting principles and practices adopted by the Group and the relevant audit findings, the report from the management on the Company's risk management and internal control review and processes and recommendation of the re-appointment of the external auditor;
- Reviewed and reported on continuing connected transactions carried out during the year ended 31 December 2023;
- Reviewed and discussed the interim financial statements, results announcement and report for the six months ended 30 June 2024 and the related accounting principles and practices adopted by the Group;
- Reviewed and approved the engagement letters of Ernst & Young as the auditor of the Company, the nature and scope of the audit for the year ended 31 December 2024, their reporting obligations and their work plan; and
- Reviewed the effectiveness of the Group's internal audit function, internal audit plan and report.

The external auditors were invited to attend the meetings to discuss with the Audit Committee on issues arising from the audit and financial reporting matters. Besides, there was no disagreement between the Board and the Audit Committee regarding the appointment of Ernst & Young as the external auditor for the year ended 31 December 2024.

Corporate Governance Report (Continued)

B2. 薪酬委員會

薪酬委員會共有五名成員組成，分別為三名獨立非執行董事王紅欣先生(主席)、劉毅基先生及麥家榮先生；一名非執行董事黃志文先生；及一名執行董事李柱坤先生。因此，大部分成員為獨立非執行董事。

薪酬委員會的主要職能包括就本公司的薪酬政策及架構和董事及高級管理層成員的薪酬待遇向董事會作出推薦意見(即採納企業管治守則之守則條文第E.1.2(c)(ii)條所述的標準)。薪酬委員會亦負責設立具透明度的程序以制定有關薪酬政策及架構，確保董事或其任何聯繫人將不會參與其本身薪酬的決策，而有關薪酬將參照個人及本公司的表現以及市場慣例及條件後釐定。

截至二零二四年十二月三十一日止年度，薪酬委員會已進行下列主要工作：

- 評估執行董事的表現；
- 審閱本集團薪酬政策；及
- 審閱董事及高級管理層的薪酬待遇，並作出任何合適調整，批准服務協議／委任函(倘適用)的條款。

B2. Remuneration Committee

The Remuneration Committee comprises a total of five members, being three independent non-executive Directors, namely, Mr Wang Hongxin (Chairman), Mr Lau Ngai Kee, Ricky and Mr Mak Ka Wing, Patrick; one non-executive Director, namely, Mr Wong Che Man Eddy; and one executive Director, namely, Mr Li Chu Kwan. Accordingly, the majority of the members are independent non-executive Directors.

The principal responsibilities of the Remuneration Committee include making recommendations to the Board on the Company's remuneration policy and structure and the remuneration packages of Directors and members of senior management (i.e. the model described in the code provision E.1.2(c)(ii) of the CG Code). The Remuneration Committee is also responsible for establishing transparent procedures for developing such remuneration policy and structure to ensure that no Director or any of his/her associates will participate in deciding his/her own remuneration, which remuneration will be determined by reference to the performance of the individual and the Company as well as market practice and conditions.

During the year ended 31 December 2024, the Remuneration Committee has performed the following major tasks:

- Assessed the performance of executive Directors;
- Reviewed the Group's remuneration policy; and
- Reviewed the remuneration packages of Directors and senior management and to make any appropriate adjustments, approve the terms of service agreements/appointment letters as appropriate.

Corporate Governance Report (Continued)

根據企業管治守則的守則條文第E.1.5條，截至二零二四年十二月三十一日止年度，董事以外的高級管理層成員的年度薪酬按範圍分類載列如下：

Pursuant to code provision E.1.5 of the CG Code, the annual remuneration of the members of the senior management (other than Directors) by bands for the year ended 31 December 2024 is set out below:

		人數 Number of individuals
1,000,001港元至2,000,000港元	HK\$1,000,001 to HK\$2,000,000	3
		3

上表不包括於年內離職的僱員。

The above table excluded the employees that resigned during the year.

有關截至二零二四年十二月三十一日止年度各董事薪酬的詳情載列於本集團綜合財務報表附註10。

Details of the remuneration of each of the Directors for the year ended 31 December 2024 are set out in note 10 to the consolidated financial statements of the Group.

B3. 提名委員會

提名委員會共有四名成員組成，分別為三名獨立非執行董事麥家榮先生(主席)、王紅欣先生及劉毅基先生；及一名非執行董事黃志文先生。因此，大部分成員為獨立非執行董事。

提名委員會的主要責任包括定期檢討董事會的架構、人數及組成(包括技能、知識及經驗)，並就董事會作出的任何變動提出建議；物色合資格且合適擔任董事會成員的人士，並挑選及提名有關人士出任董事及就此向董事會作出推薦意見；評核獨立非執行董事的獨立性；及就董事委任或重新委任以及董事(尤其是本公司主席及行政總裁)繼任計劃的相關事宜向董事會作出推薦意見。

B3. Nomination Committee

The Nomination Committee comprises a total of four members, being three independent non-executive Directors, namely, Mr Mak Ka Wing, Patrick (Chairman), Mr Wang Hongxin and Mr Lau Ngai Kee, Ricky and one non-executive Director, namely, Mr Wong Che Man Eddy. Accordingly, the majority of the members are independent non-executive Directors.

The principal responsibilities of the Nomination Committee include reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board on a regular basis and recommending any changes to the Board; identifying qualified and suitable individuals to become Board members and selecting and making recommendations to the Board on the selection of individuals nominated for directorships; assessing the independence of independent non-executive Directors; and making recommendations to the Board on relevant matters relating to the appointment or re-appointment of Directors and succession planning for Directors in particular, the chairman and the chief executive of the Company.

Corporate Governance Report (Continued)

本公司明白並深信董事會成員多元化裨益良多，並視董事會層面日益多元化為維持本公司競爭力優勢之必要元素。本公司採納一項董事會成員多元化政策，據此，提名委員會將每年檢討董事會架構、人數及成員組成，並在適當情況下提出董事會變動之推薦建議，以配合本公司企業策略及確保董事會保持平衡多元化結構。就檢討及評核董事會成員組成，提名委員會致力達致成員在所有層面上多元化，並會考慮多方面因素，包括但不限於性別、年齡、文化及教育背景、專業資歷、技能、知識及區域與行業經驗。

本公司旨在維持與本公司業務增長相關的多元化觀點有適當平衡，且亦致力確保所有層面(由董事會向下)的招聘及遴選慣例設有適當架構，致使得以考慮多元化範圍的候選人。

於本年報日期，本公司八名董事中有兩名是女性及本公司三名高級管理層中有兩名是女性。於二零二四年十二月三十一日，本集團有1,149名員工，其中有549名為女性員工，佔本集團員工的47.8%。鑒於董事會當前的成員組成及整體多元化，董事會及提名委員會認為現時無需就董事會性別多元化設定具體數值目標及時間表。然而，董事會將考慮為推行董事會多元化政策設立可計量目標，並不時檢討有關目標，確保其屬合適，並確定達成有關目標的進度。有關本集團性別比例之進一步詳請以及相關數據可於本公司環境、社會及管治報告中查閱。董事會及提名委員會已審閱董事會多元化政策的實施及有效性並認為其於截至二零二四年十二月三十一日止年度屬有效。

The Company recognizes and embraces the benefits of having a diverse Board and sees increasing diversity at the Board level as an essential element in maintaining the Company's competitive advantage. A Board Diversity Policy has adopted by the Company, pursuant to which the Nomination Committee will review annually the structure, size and composition of the Board and where appropriate, make recommendations on changes to the Board to complement the Company's corporate strategy and to ensure that the Board maintains a balanced diverse profile. In relation to reviewing and assessing the Board composition, the Nomination Committee is committed to achieving diversity at all levels and will consider a number of aspects, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and regional and industry experience.

The Company aims to maintain an appropriate balance of diversity perspectives that are relevant to the Company's business growth and is also committed to ensuring that recruitment and selection practices at all levels (from the Board downwards) are appropriately structured so that a diverse range of candidates are considered.

As of the date of this annual report, 2 of 8 of the Company's Directors are female and 2 out of 3 of the senior management of the Company are female. As of 31 December 2024, the Group had a total of 549 female staff out of 1,149 employees, representing 47.8% of the employees of the Group. Given the current composition and general diversity of the Board, the Board and the Nomination Committee are of the view that it is not necessary to set numerical targets and timeline for board gender diversity for the time being. Nonetheless, the Board will consider setting measurable objectives to implement the Board Diversity Policy and review such objectives from time to time as necessary to ensure their appropriateness and ascertain the progress made towards achieving those objectives. Further details on the gender ratio of the Group together with relevant data can be found in the Environmental, Social and Governance Report of the Company. The Board and the Nomination Committee have reviewed the implementation and effectiveness of the board diversity policy and considered it to be effective for the year ended 31 December 2024.

Corporate Governance Report (Continued)

本公司亦已採納董事提名政策，該政策列出與提名及委任本公司董事相關的遴選標準及過程以及董事會接替考量，旨在確保董事會具備對本公司而言技能、經驗及多元化觀點的適當平衡，以及董事會延續性及董事會層面合適領導能力。

董事提名政策亦列出評估建議候選人之合適程度及對董事會的潛在貢獻的要素，包括但不限於：品格與信譽；資歷(包括對本公司之業務及企業策略相關之專業資歷、技能、知識及經驗)；各方面的多元化(包括但不限於性別、年齡(十八歲或以上)、文化及教育背景、種族、專業經驗、技能、知識及服務年期)；董事會具有獨立非執行董事之規定及建議獨立非執行董事是否根據上市規則屬獨立人士；以及可投入的時間及相關利益，以履行作為本公司董事會成員及／或董事會委員會成員的職務。

於截至二零二四年十二月三十一日止年度，提名委員會已進行以下主要工作：

- 檢討董事會的架構、人數、組成及多元性以確保其專業知識、技能及經驗及多元觀點的組合平衡，符合本集團業務所需；
- 就本公司於二零二四年股東週年大會上退任董事重選連任之事宜提供推薦意見；及
- 評核所有獨立非執行董事的獨立性。

The Company has also adopted the Director Nomination Policy which sets out the selection criteria and process and the Board succession planning considerations in relation to nomination and appointment of Directors of the Company and aims to ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the Company and the continuity of the Board and appropriate leadership at Board level.

The Director Nomination Policy also sets out the factors for assessing the suitability and the potential contribution to the Board of a proposed candidate, including but not limited to the following: character and integrity; qualifications including professional qualifications, skills, knowledge and experience that are relevant to the Company's business and corporate strategy; diversity in all aspects, including but not limited to gender, age (18 years or above), cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service; requirements of independent non-executive Directors on the Board and independence of the proposed independent non-executive Directors in accordance with the Listing Rules; and commitment in respect of available time and relevant interest to discharge duties as a member of the Board and/or Board committee(s) of the Company.

During the year ended 31 December 2024, the Nomination Committee has performed the following major tasks:

- Reviewed the structure, size, composition and diversity of the Board to ensure that it has a balance of expertise, skills and experience and diversity of perspective appropriate to the requirements for the business of the Group;
- Recommended the re-election of the retiring Directors standing for re-election at the Company's 2024 annual general meeting; and
- Assessed the independence of all the independent non-executive Directors.

Corporate Governance Report (Continued)

C. 董事就財務申報的責任

董事已知悉彼等編製本公司截至二零二四年十二月三十一日止年度財務報表的責任。

董事會負責就年度及中期報告、季度財務資料、內幕消息公告及其他根據上市規則及其他監管規定須予披露事項，呈報持平、清晰及易明的評估。高級管理層已向董事會提供所需的解釋及資料，以便董事會就本公司財務資料及狀況作出知情評估，以提呈予董事會審批。

除於本年報財務報表所詳述者外，董事並不知悉有任何重大不明朗事件或情況可能會嚴重影響本公司持續經營的能力。

D. 風險管理及內部監控

董事會知悉其須對風險管理及內部監控系統負責，及有責任檢討該等系統的成效。該等系統旨在管理而非消除未能達成業務目標的風險，而且僅能就重大失實陳述或損失作出合理而非絕對的保證。

董事會整體負責評估及釐定本公司為達成戰略目標所願承擔的風險性質及程度，並建立及維持本集團適當及有效的風險管理及內部監控系統。審核委員會協助董事會領導風險管理及內部監控系統的管理及監督其設計、執行及監管情況。

本集團已制定及採納不同風險管理程序及指引，訂明以主要業務過程及包括博彩營運、酒店營運、餐飲、工程、金融、人力資源、資訊科技等辦公室職能劃分的執行權力。

內部審計團隊負責獨立檢討本集團之風險管理及內部監控系統是否充足及有效。內部審計團隊識別及審查有關酒店／娛樂場管理、策略性管理、主要營運及財務過程、人力資源管理、監管合規及資料安全等方面的關鍵事宜，並向審核委員會提供其發現及改進建議。

C. Directors' Responsibilities for Financial Reporting

The Directors acknowledge their responsibilities for preparing the financial statements of the Company for the year ended 31 December 2024.

The Board is responsible for presenting a balanced, clear and understandable assessment of annual and interim reports, quarterly financial information, inside information announcements and other disclosures required under the Listing Rules and other regulatory requirements. The senior management has provided to the Board such explanation and information as are necessary to enable the Board to carry out an informed assessment of the financial information and position of the Company, which are put to the Board for approval.

Save as detailed in the financial statements and in this annual report, the Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

D. Risk Management and Internal Controls

The Board acknowledges its responsibility for the risk management and internal control systems and reviewing their effectiveness. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has the overall responsibility for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and establishing and maintaining appropriate and effective risk management and internal control systems of the Group. The Audit Committee assists the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems.

The Group has developed and adopted different risk management procedures and guidelines with defined authority for implementation by key business processes and office functions, including gaming operations, hotel operations, food and beverage, construction, finance, human resources, information technology.

The internal audit team is responsible for performing independent review of the adequacy and effectiveness of the risk management and internal control systems of the Group. The internal audit team identifies and examines key issues in relation to the hotel/casino management, strategic management, key operational and financial processes, human resources management, regulatory compliance and information security and provides its findings and recommendations for improvement to the Audit Committee.

Corporate Governance Report (Continued)

在審核委員會的支持下，董事會已透過審閱管理層報告及內部審計結果、為糾正不足之處所採取的行動及所制定的計劃，以檢討本集團截至二零二四年十二月三十一日止年度風險管理及內部監控系統的成效。董事會並不知悉有關反洗黑錢及反恐怖分子籌資活動之內部系統及監控有任何重大漏洞或缺陷，以致將會對本集團營運造成不利影響；且董事會認為本集團的風險管理及內部監控系統為有效及充足。

本集團已制定其披露政策，以就處理機密資料、監管訊息披露及回應查詢為本公司董事、高級職員、高級管理層及相關僱員提供一般指引。

E. 外聘核數師及核數師薪酬

本公司外聘核數師就其對本公司截至二零二四年十二月三十一日止年度的財務報表申報責任的聲明載於本年報「獨立核數師報告」一節內。

於截至二零二四年十二月三十一日止年度，就核數服務及非核數服務已付／應付予本集團外聘核數師的費用分析如下：

The Board, as supported by the Audit Committee, has performed annual review on the effectiveness of the risk management and internal control systems of the Group for the year ended 31 December 2024 by reviewing the management report and the internal audit findings, the actions taken and the plans formulated to remedy the deficiencies. The Board is not aware of any material defect or weakness of the internal systems and controls in relation to anti-money laundering and counter-terrorist financing which would have an adverse impact on the operations of the Group; and considered that the risk management and internal control systems of the Group are effective and adequate.

The Group has developed its disclosure policy which provides a general guide to the Company's Directors, officers, senior management and relevant employees in handling confidential information, monitoring information disclosure and responding to enquiries.

E. External Auditor and Auditor's Remuneration

The statement of the external auditor of the Company about their reporting responsibilities for the Company's financial statements for the year ended 31 December 2024 is set out in the section headed "Independent Auditor's Report" in this annual report.

The fees paid/payable to the Group's external auditor in respect of audit services and non-audit services for the year ended 31 December 2024 are analyzed below:

	已付／應付費用 Fees paid/payable (港元) (HK\$)
核數服務： Audit services:	
— 截至二零二四年十二月三十一日止年度的核數費用	3,610,000
— Audit fee for the year ended 31 December 2024	
非核數服務： Non-audit services:	
— 截至二零二四年六月三十日止六個月的中期審閱	570,000
— Interim review for the six months ended 30 June 2024	
— 稅務合規服務	160,000
— Tax compliance services	
總計 Total	4,340,000

Corporate Governance Report (Continued)

F. 公司秘書

自二零二二年十二月一日起，來自外部服務供應商卓佳專業商務有限公司的蘇嘉敏女士已獲委任為本公司之公司秘書。

蘇嘉敏女士可聯絡的本公司主要聯絡人為本公司財務總裁林書茵女士。

於回顧年度，蘇嘉敏女士已接受不少於15個小時之相關專業培訓，以遵守上市規則第3.29條的規定。

G. 與股東及投資者溝通

本公司相信，與股東有效溝通對加強投資者關係及讓投資者瞭解本集團業務表現及策略至為重要。本集團亦明瞭具透明度及適時披露公司資訊之重要性，此舉可令股東及投資者作出最佳投資決定。

截至二零二四年十二月三十一日止年度，本公司已審閱其股東溝通政策的可實施性及有效性，並認為該政策屬有效及充分。本公司設有網站「www.macaulegend.com」，作為股東及投資者的溝通平台，其中載有有關本公司業務發展及營運的資料及更新以及其他資料供公眾查閱。股東及投資者可按以下方式將書面查詢或要求寄發至本公司：

地址：澳門友誼大馬路及孫逸仙大馬路澳門漁人碼頭皇宮大樓

傳真：(853) 2822 2266

電子郵箱：ir@macaulegend.com

此外，股東大會為董事會與股東提供溝通機會。本集團董事會成員及合適之高級職員可於大會上回答股東提出的任何問題。

本公司不斷促進與其股東及投資者的溝通及關係。指定的高級管理層與機構投資者及分析員保持定期對話以讓彼等知悉本公司的發展。本公司會及時處理股東及投資者查詢，並提供所需資料。

F. Company Secretary

Ms So Ka Man of Tricor Services Limited, an external service provider, was appointed as the company secretary of the Company with effect from 1 December 2022.

The primary contact person of the Company, whom Ms So Ka Man can contact, is Ms Lam Shu Yan, the chief financial officer of the Company.

During the year under review, Ms So Ka Man has taken no less than 15 hours of relevant professional trainings in compliance with Rule 3.29 of the Listing Rules.

G. Communications with Shareholders and Investors

The Company believes that effective communication with Shareholders is essential for enhancing investor relations and investors' understanding of the Group's business performance and strategies. The Group also recognises the importance of transparent and timely disclosure of corporate information, which enables Shareholders and investors to make the best investment decision.

During the year ended 31 December 2024, the Company reviewed the implementation and effectiveness of its shareholders' communication policy in place and considered it as effective and adequate. The Company maintains a website at "www.macaulegend.com" as a communication platform with Shareholders and investors, where information and updates on the Company's business developments and operations and other information are available for public access. Shareholders and investors may send written enquiries or requests to the Company as follows:

Address: Palace Building, Macau Fisherman's Wharf, Avenida da Amizade e Avenida da Dr. Sun Yat Sen, Macau

Fax No.: (853) 2822 2266

Email: ir@macaulegend.com

Besides, Shareholders' meetings provide an opportunity for communication between the Board and the Shareholders. Board members and appropriate senior staff of the Group are available at the meeting to answer any questions raised by Shareholders.

The Company continues to enhance communications and relationships with its Shareholders and investors. Designated senior management maintains regular dialogue with institutional investors and analysts to keep them posted of the Company's developments. Enquiries from Shareholders and investors are dealt with in an informative and timely manner.

Corporate Governance Report (Continued)

H. 股東權利

為保障股東權益及權利，本公司會就各重大事宜(包括推選個別董事)於股東大會上提呈獨立決議案，以供股東考慮及表決。本公司股東可召開股東特別大會或於股東大會上提呈決議案如下：

- (1) 於送交呈請當日持有本公司繳足股本不少於十分之一的股東可根據章程細則第58條向董事會或公司秘書寄送書面請求要求董事會召開股東特別大會。大會目的必須於書面請求中列明。
- (2) 倘股東擬於股東大會上推選個別人士(退任董事除外)出任董事，根據章程細則第85條，則該名具正式資格出席股東大會並於會上投票的股東(擬參選人士除外)，應發出經其正式簽署的書面通知，表明建議提名該人士參選的意向；同時須連同由獲提名人士簽署的通知，表明彼願意參選。該等通知須送交本公司之總辦事處或本公司股份過戶登記分處之辦事處。呈交有關通知的期限將由寄發該股東大會通告翌日起，直至不遲於該股東大會日期前七日為止。

為免生疑，股東須向本公司香港主要營業地點送交及發出正式簽署之書面呈請、通知或聲明(視情況而定)之正本，並提供彼等之全名、聯絡詳情及身份，以使有關呈請、通知或聲明生效。股東資料可能根據法律規定而須予披露。

根據上市規則，所有提呈股東大會之決議案均將以投票表決方式進行投票且投票表決結果將於相關股東大會後立即在聯交所網站「www.hkexnews.hk」及本公司網站「www.macaulegend.com」刊登。

截至二零二四年十二月三十一日止年度，本公司並無對其章程細則作出任何更改。本公司章程細則的最新版本已刊載於本公司網站及聯交所網站。股東可參考章程細則以取得有關股東權利的進一步詳情。

H. Shareholders' Rights

To safeguard shareholders' interests and rights, separate resolutions are proposed at Shareholders' meetings on each substantial issue, including the election of individual Directors, for Shareholders' consideration and voting. The Shareholders may convene an extraordinary general meeting or put forward proposals at Shareholders' meetings as follows:

- (1) Shareholder(s) holding at the date of deposit of the requisition not less than one-tenth of the paid-up capital of the Company may request the Board to convene an extraordinary general meeting pursuant to Article 58 of the Articles of Association by sending a written requisition to the Board or the company secretary. The objects of the meeting must be stated in the written requisition.
- (2) If a shareholder wishes to propose a person other than a retiring Director for election as a Director at a general meeting, pursuant to Article 85 of the Articles of Association, the shareholder (other than the person to be proposed) duly qualified to attend and vote at the general meeting shall send a written notice, duly signed by the shareholder, of his/her intention to propose such person for election and also a notice signed by the person to be proposed of his/her willingness to be elected. These notices should be lodged at the Company's head office or the office of the Company's branch share registrar. The period for lodgement of such notices shall commence on the day after the despatch of the notice of such general meeting and end no later than 7 days prior to the date of such general meeting.

For the avoidance of doubt, Shareholder(s) must deliver and send the original duly signed written requisition, notice or statement (as the case may be) to the Company's principal place of business in Hong Kong and provide their full name, contact details and identification in order to give effect thereto. Shareholders' information may be disclosed as required by law.

All resolutions proposed at shareholder meetings will be voted by poll pursuant to the Listing Rules and the poll results will be posted on the websites of the Stock Exchange "www.hkexnews.hk" and the Company "www.macaulegend.com", respectively, immediately after the relevant general meetings.

During the year ended 31 December 2024, the Company has not made any changes to the Articles of Association. An up-to-date version of the Company's Articles of Association is available on the Company's website and the Stock Exchange's website. Shareholder may refer to the Articles of Association for further detail of the rights of shareholders.

Corporate Governance Report (Continued)

I. 有關持續經營基準的重大不確定性

於二零二四年十二月三十一日，本集團有流動負債淨額約2,513,000,000港元，並於截至二零二四年十二月三十一日止年度產生虧損淨額約622,600,000港元。於二零二四年十二月三十一日，本集團的銀行及其他借款總額為2,405,800,000港元，將自報告期末後12個月內到期償還或按要求償還，包括於本年報日期拖欠的分期貸款本金166,400,000港元及根據原貸款償還計劃將於二零二五年底前到期的分期貸款本金合共144,000,000港元，而其現金及銀行結餘為52,300,000港元。

根據相關貸款協議，本集團需遵守貸款契諾。倘本集團未能遵守貸款契諾條款，本集團債權銀行（「該等銀行」）可行使其權利發出通知，要求立即償還所有未償還的銀行借款（包括利息）。截至二零二四年十二月三十一日止年度，本集團一間附屬公司未遵守本集團其中一項銀行借款的若干貸款契諾（因完成出售本集團在老撾的業務而引起），涉及處置所得款項的安排，進而引發違反本集團另一筆銀行借款的契諾。因此，原到期日自報告期末起計超過一年的銀行借款1,898,600,000港元已重新分類至流動負債，而本集團所有銀行借款2,066,400,000港元均須按該等銀行的要求時立即償還。截至二零二四年十二月三十一日止年度，管理層一直與該等銀行就不遵守貸款契諾及延長上述拖欠分期貸款本金及將於二零二五年到期分期的還款日期的事宜進行持續磋商，尋求友好解決方案。於年報日期，本集團(a)並未就違反貸款契諾獲得任何豁免及延長已拖欠及將於二零二五年到期的分期貸款本金還款日期；及(b)並無收到該等銀行發出任何立即償還本集團餘下銀行借款的要求，拖欠的分期貸款本金166,400,000港元除外。

I. Material Uncertainties Relating To Going Concern

The Group had net current liabilities of approximately HK\$2,513.0 million as at 31 December 2024 and incurred a net loss of approximately HK\$622.6 million during the year ended 31 December 2024. The Group's total bank and other borrowings amounting to HK\$2,405.8 million, which will be due for repayment within the next 12 months from the end of the reporting period or are repayable on demand, included instalments of loan principal amounting to HK\$166.4 million which have been in default as at the date of this annual report and instalments of loan principal with an aggregate amount of HK\$144.0 million which will be due by the end of 2025 according to the original loan repayment schedule, while its cash and bank balances amounted to HK\$52.3 million as at 31 December 2024.

Pursuant to the relevant loan agreements, the Group is required to comply with the loan covenants. Should the Group fail to comply with the loan covenant clauses, the Group's creditor banks (the "Banks") may exercise their rights to serve notice to demand for immediate repayment of all outstanding bank borrowings including interest. During the year ended 31 December 2024, a subsidiary of the Group failed to comply with certain loan covenants for one of the Group's bank borrowings (triggered by the completion of disposal of the Group's operation in Lao PDR) regarding the arrangement of disposal proceeds, which in turn triggered the non-compliance of a covenant of the Group's another bank borrowing. As a result, bank borrowings of HK\$1,898.6 million with original maturity date of over one year from the end of the reporting period have been reclassified to current liabilities and all of the Group's bank borrowings of HK\$2,066.4 million become immediately repayable if demanded by the Banks. During the year ended 31 December 2024, the management has been holding ongoing discussions with the Banks for an amicable solution in respect of the non-compliance of loan covenants and extension of repayment dates of the aforesaid instalments of loan principal in default and instalments to be due in 2025. As at the date of this annual report, the Group (a) has not obtained any waiver in respect of the non-compliance of loan covenants nor extension of repayment dates of the instalments of loan principal in default and instalments to be due in 2025; and (b) has not received any demand for immediate repayment of the Group's remaining bank borrowings from the Banks other than the instalments of loan principal of HK\$166.4 million in default.

Corporate Governance Report (Continued)

此外，在本集團將於報告期末起計一年內到期或須按要求償還的銀行及其他借款總額中，50,000,000港元為來自本公司控股股東的貸款，及289,400,000港元為來自本公司其他主要股東的貸款。管理層亦意識到，受(包括但不限於)持續的地緣政治緊張局勢、高利率環境及中國房地產市場低迷等因素影響，當前經濟狀況不穩定，對本公司主要股東的個人財務狀況及流動資金可能產生不利影響，進而影響彼等繼續向本集團提供額外財務資源以履行其財務義務的能力。截至二零二四年十二月三十一日止年度，於本集團向主要股東償還部分股東貸款後，股東貸款結餘減少125,600,000港元。因此，根據管理層編製的預測，管理層假設並無進一步償還股東貸款及並無假設自報告期末後12個月內股東貸款減少金額或其他額外股東貸款會回注或注入本集團。

截至本年報日期，儘管本集團並無因未遵守貸款契諾而收到該等銀行發出立即償還本集團餘下銀行借款的要求，但本集團當前並無充足財務資源履行其償還截至本年報日期拖欠的分期貸款本金166,400,000港元的責任。

如上文所述，存在對本集團持續經營業務能力產生重大懷疑的情況。

本集團是否能按持續經營基準經營取決於以下各項：

- (a) 該等銀行持續支持，以避免該等銀行因本集團違反貸款契諾及拖欠到期分期貸款本金而對本集團採取行動，行使其權利要求本集團立即償還未償還借款；
- (b) 該等銀行持續支持，有利於本集團重組本集團拖欠的未償還分期貸款本金及將於二零二五年到期的分期貸款；及

Also within the Group's total bank and other borrowings to be due for repayment within one year from the end of the reporting period or repayable on demand, HK\$50.0 million represents a loan from the controlling shareholder of the Company, and HK\$289.4 million represents loans from the other substantial shareholders of the Company. Management was also aware of the prevailing unstable economic conditions, driven by factors including but not limited to persistent geopolitical tension, high interest rate environment and sluggish property market in China, which may have adversely impacted the personal financial position and liquidity of certain of the Company's substantial shareholders, and in turn their ability to continue to provide additional financial resources to the Group for meeting its financial obligations. During the year ended 31 December 2024, balance of shareholders' loans decreased by HK\$125.6 million upon partial repayment made by the Group to the substantial shareholders. As such, based on the forecasts prepared by the management, management assumes that there is no further repayment of shareholders' loans and there is no assumption that the decreased amount or other additional shareholder's loan will be injected back or into the Group within the next 12 months from the end of the reporting period.

Up to the date of this annual report, notwithstanding that the Group has not received any demand for immediate repayment of the Group's remaining bank borrowings from the Banks as a result of the non-compliance of loan covenants, the Group does not currently have sufficient financial resources to fulfil its obligation of the instalments of loan principal of HK\$166.4 million which have been in default as at the date of this annual report.

As stated and outlined above, there exist circumstances that cast significant doubt on the Group's ability to continue as a going concern.

Whether the Group will be able to continue as a going concern would depend upon the following:

- (a) the continual support from the Banks for not taking any actions against the Group to exercise their right to demand immediate repayment of the Group's outstanding borrowings as a result of the non-compliance of loan covenants and the Group's default in instalments of loan principal due;
- (b) the continual support from the Banks for the restructuring of the Group's outstanding instalments of loan principal in default and instalments of loan to be due in 2025 in the Group's favour; and

Corporate Governance Report (Continued)

- (c) 本公司控股股東及主要股東的持續支持，不要求償還合共339,400,000港元的股東貸款。

儘管本集團截至二零二四年十二月三十一日止年度的綜合財務報表乃按持續經營基準編製，經與審核委員會深入審議後，基於下列考量，董事會認為此會計基準屬恰當：

- 本公司並無進行清盤，亦未接獲任何清盤呈請；
- 於二零二四年整個年度直至本年報日期，正常業務營運持續維持；及
- 並無其他會計基準較持續經營基準更適合本集團的財務報表。

董事會已透過具體措施積極解決該等問題，以增強本集團的流動資金及財務狀況。

倘持續經營的假設不合適，則須做出調整以將本集團資產的賬面值撇減至其可收回金額，為可能產生的任何進一步負債計提撥備，並將其非流動資產及非流動負債分別重新分類為流動資產及流動負債。該等調整的影響並未在綜合財務報表中反映。

- (c) the continual support from the Company's controlling shareholder and substantial shareholders for not requesting for repayment of shareholders' loans of HK\$339.4 million in aggregate.

While the consolidated financial statements of the Group for the year ended 31 December 2024 were prepared on a going concern basis, after thorough deliberation with the Audit Committee, the Board is of the view that this accounting basis to be appropriate based on the following considerations:

- the Company is neither in liquidation nor subject to any winding-up petitions;
- normal business operations have been maintained continuously throughout 2024 and up to the date of this annual report; and
- no alternative accounting basis would be more appropriate than the going concern basis for the financial statements of the Group.

The Board has been proactively addressing these concerns through concrete measures to enhance the Group's liquidity and financial position.

Should the going concern assumption be inappropriate, adjustments would have to be made to write down the carrying values of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify its non-current assets and noncurrent liabilities to current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in the consolidated financial statements.

環境、社會及管治報告

Environmental, Social and Governance Report



Environmental, Social and Governance Report

關於此環境、社會及管治報告

澳門勵駿創建有限公司（「本公司」或「澳門勵駿」）及其附屬公司（統稱「本集團」、「我們」及「我們的」）欣然提呈本份環境、社會及管治（「ESG」）報告（「本報告」），概述我們有關ESG的政策、舉措和表現。

報告範圍

本報告涵蓋二零二四年一月一日至二零二四年十二月三十一日年度（「報告期」或「二零二四年」）內本集團的ESG管理方針，環境和社會表現。評估集團的重要和核心業務後，我們包含集團於澳門和香港經營的博彩和非博彩業務，包括辦公室、酒店、娛樂場和澳門漁人碼頭（「澳門漁人碼頭」）物業於本報告。

報告基準

本報告乃遵照香港聯合交易所有限公司證券上市規則附錄C2的《環境、社會及管治報告指引》（「ESG報告指引」）而編製。

報告原則	描述
Reporting Principles	Description

重要性 Materiality	具有重要性的議題由主要持份者進行內部討論和調查評估。重要性矩陣將展示於「重要性評估」章節中。 Material topics are assessed through internal discussion and surveys of key stakeholders. A materiality matrix is produced and presented in the session – “Materiality Assessment”.
量化 Quantitative	所有社會和環境關鍵績效指標（「關鍵績效指標」）均參照ESG報告指引進行計算及呈現，並採用穩健的方法闡述報告的各章節。 All social and environmental key performance indicators (“KPIs”) are calculated and presented with reference to the ESG Reporting Guide and robust methodologies are adopted as illustrated in the respective sections of the Report.
平衡 Balance	報告中提供與上一年數據的比較，並說明了本集團取得的成果和改進空間。 Data comparisons with the previous year are presented in the Report with illustration on the achievement and rooms for improvement of the Group.
一致性 Consistency	本報告根據與上一年相同的方法編製。 The Report has been prepared based on the methodology which is the same as that in the previous year.

本報告已經董事會（「董事會」）審議通過。

ABOUT THIS ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

Macau Legend Development Limited (hereafter the “Company” or “Macau Legend”) with its subsidiaries (collectively the “Group”, “we”, “our”) is pleased to publish its environmental, social and governance (“ESG”) report (the “Report”), summarising our management approach, initiatives and performance of the ESG issues.

Scope of Report

The Report covers the ESG management approaches, environmental and social performance of the Group during the year from 1 January 2024 to 31 December 2024 (the “Reporting Period” or “2024”). With the assessment of the material and core business operation, we have included our gaming and non-gaming operations in Macau and Hong Kong, including offices, hotels, casinos and Macau Fisherman Wharf (“MFW”) property in this Report.

Reporting Standard

The Report has been prepared in accordance with the Appendix C2 Environmental, Social and Governance Reporting Guide (“ESG Reporting Guide”) to the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

The Report has been reviewed and approved by the Board of Directors (“Board”).

Environmental, Social and Governance Report (Continued)

持份者的參與

本集團一直通過各種渠道與持份者保持定期溝通，以更好地瞭解持份者的需要、關注和期望。為各持份者組別而設的渠道如下表所示：

STAKEHOLDER ENGAGEMENT

The Group has been in constant contact with its stakeholders through a variety of channels to better understand their needs, concerns, and expectations. The channels that are tailored for each stakeholder group are shown in the table below:

主要持份者組別 Major stakeholder groups	溝通渠道 Communication channels
投資者和股東 Investors and Shareholders	<ul style="list-style-type: none"> • 公司網站 • 公司公告 • 股東週年大會 • 年度和中期報告 • Company website • Company's announcements • Annual general meeting • Annual and interim reports
顧客 Customers	<ul style="list-style-type: none"> • 公司網站 • 客戶直接溝通 • 客戶反饋和投訴 • 客戶滿意度調查 • Company website • Customer direct communication • Customer feedback and complaints • Customer satisfaction surveys
員工 Employees	<ul style="list-style-type: none"> • 培訓和迎新 • 電子郵件和意見箱 • 員工茶會 • 員工績效評估 • Training and orientation • Email and opinion boxes • Employee tea gatherings • Employee performance evaluation
供應商及業務夥伴 Suppliers and Business Partners	<ul style="list-style-type: none"> • 甄選評估和背景調查 • 採購流程 • Selection assessment and background check • Procurement process
社區 Communities	<ul style="list-style-type: none"> • 公司網站及社交媒體平台 • 社區活動 • Company website and social media platforms • Community activities
媒體 Media	<ul style="list-style-type: none"> • 公司網站 • 公司公告 • 社交網絡平台 • Company website • Company's announcements • Social networking platforms

Environmental, Social and Governance Report (Continued)

重要性評估

為確定策略性的ESG優先事項，本集團進行由外部及內部持份者共同參與的重要性評估。此流程符合識別對本集團業務最重要及持份者最關注的議題的最佳常規。

持份者按照ESG議題的相關性和影響對其進行評估。我們根據持份者了解各議題的重要性以及對我們營運的影響程度，對彼等的反饋進行分析。



位於重要性矩陣右上方的議題被視為對本集團及持份者最重要的議題。該等關鍵可持續發展挑戰將指導我們設定目標及披露重點，為人類及地球創造最大價值。

透過將持份者觀點優先排序，評估結果為明智的ESG管理及報告提供支持。我們的策略及績效披露通過公開對話共同界定的優先事項，將資源集中於可影響變動屬最有意義的地方。

MATERIALITY ASSESSMENT

To define our strategic ESG priorities, the Group conducted a materiality assessment involving internal and external stakeholders. This process is aligned with best practice in identifying the issues most vital to our business and of highest importance to stakeholders.

Stakeholders evaluated ESG topics based on their relevance and impact. Their feedback was analysed to understand each issue's significance according to stakeholders as well as the level of influence on our operations.

- 列出和分類潛在的ESG議題並識別關鍵的持份者組別
To create and categorise a list of potential ESG topics and identify key stakeholder groups

- 邀請內部和外部持份者完成線上問卷調查
To invite internal and external stakeholders to complete an online survey

- 評估和優先考慮最重要的ESG議題
To evaluate and prioritise the most material ESG topics

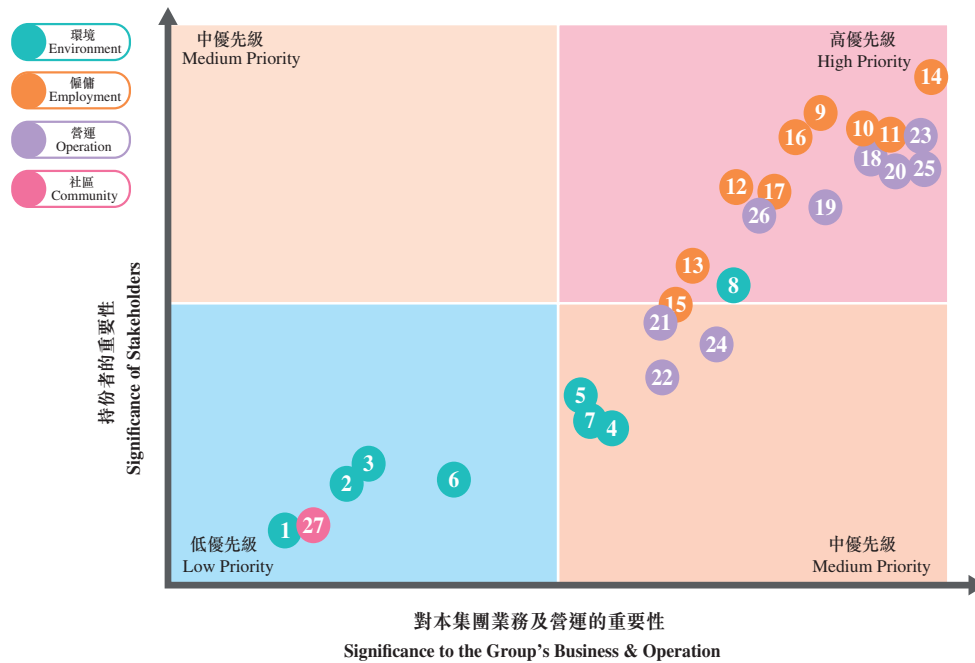
- 公司對結果進行驗證，以確定ESG議題在報告披露和未來改進的優先次序
The results are validated by the Company to determine the priority of the ESG topics for ESG report disclosure and future improvement

Topics mapping to the upper right quadrant of the materiality matrix represented the issues deemed the most material to the Group and our stakeholders. These key sustainability challenges will direct our goal setting and disclosure focus to generate maximum value for people and the planet.

By prioritising stakeholder perspectives, the assessment outcomes support intelligent ESG management and reporting. Our strategies and performance disclosures concentrate on resources where they can affect the most meaningful change by addressing priorities defined collaboratively through open dialogue.

Environmental, Social and Governance Report (Continued)

重要性矩陣¹
Materiality Matrix¹



環境 Environment	社會 Social		社區 Community
	僱傭 Employment	營運 Operation	
1. 廢氣排放 Air emission	9. 勞工權利 Labour rights	18. 客戶滿意度 Customer satisfaction	27. 投資社區 Community investment
2. 溫室氣體排放 Greenhouse gas emission	10. 勞資關係 Labour-management relations	19. 客戶服務質量及投訴處理 Customer service quality & complaints handling	
3. 氣候變化 Climate change	11. 保留人才 Employee retention	20. 客戶健康與安全 Customer health and safety	
4. 能源效益 Energy efficiency	12. 多元化和平等機會 Diversity and equal opportunity	21. 營銷、產品和服務標籤合規性 Marketing and product and service labelling compliance	
5. 水和污水 Water and effluents	13. 反歧視 Non-discrimination	22. 知識產權 Intellectual property	
6. 材料使用 Use of materials	14. 職業健康與安全 Occupational health and safety	23. 客戶隱私和資料保護 Customer privacy and data protection	
7. 廢物管理 Waste management	15. 員工培訓 Employee training	24. 負責任的供應鏈管理 Responsible supply chain management	
8. 環保合規 Environmental compliance	16. 員工發展 Employee development	25. 商業道德 Business ethics	
	17. 防止童工和強迫勞動 Prevention of child labour and forced labour	26. 社會經濟合規 Socio-economic compliance	

附註：

¹ 經管理層確認，營運方面並無重大變動。本報告採用二零二一年重要性矩陣的結果。

Note:

¹ As confirmed by the management, there were no significant changes on the operation. The Report adopts the result of 2021 materiality matrix.

Environmental, Social and Governance Report (Continued)

除重要性評估以外，我們還通過持份者參與、行業基準及風險評估等過程來確定對本集團最重要的ESG議題。我們得出以下六個ESG議題作為我們的主要考慮因素：

Except for the materiality assessment, we have also gone through the stakeholder engagement, industrial benchmarking, and risk assessment processes to identify the ESG topics that are most important to the Group. We have come up with the following six ESG topics as our key considerations:



下表解釋該等ESG議題的重要性及本集團如何以各種措施應對該等議題。

The following table explains the importance of these ESG issues and how the Group responds to them in various measures.

ESG議題 ESG Issues	為什麼對我們重要？ Why It Is Important to Us?	措施和未來計劃 Measures and Forthcoming Plans
氣候變化 Climate Change	極端天氣事件及氣溫上升證實氣候變化。氣候危機帶來的實際問題可能危害員工及客戶的安全。長遠而言，倘若我們不能識別及處理該等氣候相關威脅，則我們業務的健康及整體競爭力可能面臨風險。 Climate change is evidenced by the occurrence of extreme weather events and rising temperatures. Physical concerns brought on by the climate crisis may jeopardise safety of employees and customers. Our business health and overall competitiveness may be at risk if we do not identify and handle these climate-related threats in the long run.	為應對水浸及颱風帶來的挑戰，我們已制定一套政策。 A set of policies was established to address challenges brought on by flooding and typhoons.
環境 Environment	我們均堅定認為，我們有責任保護每項業務的環境。除了危及當地居民及員工的健康和安全外，未能保護環境會使本公司面臨聲譽受損及違反環境法規的風險。 We firmly believe that it is our responsibility to protect the environment of every business. In addition to endangering the local population's health and safety as well as that of the workforce, failing to safeguard the environment puts the Company at risk of damaging its reputation and breaking environmental laws.	我們安裝了高效用水裝置(如節水尿廁和雨水回收設施)，並已實施新資源節約措施。 Water-saving plumbing fittings like water-efficient urinals and rainwater recycling systems and new resources saving measures were implemented.

Environmental, Social and Governance Report (Continued)

ESG議題 ESG Issues	為什麼對我們重要？ Why It Is Important to Us?	措施和未來計劃 Measures and Forthcoming Plans
職業健康與安全 Occupational Health and Safety (“OHS”)	<p>確保工作環境健康和對任何企業的成功至關重要。我們十分重視客人和員工的健康。儘管本集團為落實職業健康與安全相關規則和舉措不懈努力，但仍然難以完全消除工作意外。</p> <p>Ensuring a healthy and safe working environment is crucial for the success of any business. We place great importance on the health of our guests and employees. It is challenging to totally eradicate work-related events despite the Group's continuous efforts to establish OHS-related rules and initiatives.</p>	<p>本公司已制定全面的工作指引及修訂房間清潔流程，以確保維持環境安全。此外，我們舉辦教育培訓，旨在提升員工對傳染病及職業安全的認識。</p> <p>Comprehensive operating procedures and revised cleaning protocols was established to ensure a safe environment regularly. Furthermore, we conduct educational sessions aimed at enhancing employees' awareness of infectious diseases and occupational safety.</p>
僱員關係 Employee Relations	<p>我們深知前線員工所面對的沉重壓力。未能與員工保持正向的工作關係或會面臨危及挽留合資格人才及失去掌握寶貴技能的潛在風險。</p> <p>We recognise the significant pressure faced by our frontline employees. Failing to uphold a positive working relationship runs the danger of jeopardising the retention of qualified individuals and losing potential for valuable skills.</p>	<p>我們為員工提供多種溝通渠道讓他們表達意見。</p> <p>For our employees to voice their ideas, we provide a variety of communication options.</p>
顧客服務 Customer Service	<p>澳門的酒店及娛樂事業市場競爭激烈。作為該行業的領先企業之一，我們必須保持最高標準的服務。未能保持高顧客滿意度不僅會降低我們的整體競爭力，也損害了澳門為全球旅客服務的旅遊目的地的聲譽。</p> <p>The hospitality and entertainment industries in Macau are characterised by intense market competition. As one of the leading businesses in this sector, it is imperative that we maintain the highest level of service. Failure to keep up a high level of customer satisfaction not only lowers our overall competitiveness but also damages Macau's reputation as a tourist destination serving people around the world.</p>	<p>我們經常檢視顧客的反饋，並與員工分享，以便改進。</p> <p>We frequently review our customer feedback and share to our employees for improvement.</p>
商業道德 Business Ethics	<p>博彩業涉及大規模的金錢交易，可能成為洗黑錢的渠道。</p> <p>The gaming industry deals with a large scale of financial transactions that could serve as a channel for money laundering.</p> <p>本集團的每一位員工，從管理層到支援人員，在我們所有的商業交易中必須保持極度謹慎並遵守最高的道德標準。</p> <p>Every member of the Group's workforce, from management to supporting employees, must exercise extreme caution and observe the highest ethical standards in all our commercial dealings.</p>	<p>我們為員工提供反貪污培訓及反洗黑錢測試。</p> <p>We offer anti-corruption training and anti-money laundering test for our employees.</p>

可持續發展管理方法

我們已實施更具系統性的機制，對本集團的關鍵ESG議題進行監察、評估和管理，以回應持份者的關切和潛在的ESG風險。

ESG管治架構

審核委員會獲授權負責建立及管理ESG相關框架，包括領導和監督ESG相關架構的建立、風險識別、標準設定、報告程序和向持份者的披露。審核委員會每年至少召開兩次會議，討論ESG議題並向董事會匯報進展。為促進本集團ESG策略的執行，審核委員會下設ESG特別工作組。工作組連同其下屬分組定期開會，以確保相關措施得以有效落實。

ESG管治架構概述如下：



OUR SUSTAINABILITY MANAGEMENT APPROACH

We have implemented a more organised system for tracking, evaluating, and managing the Group's key ESG issues in response to the stakeholders concerns and potential ESG risks.

ESG Governance Structure

The Audit Committee holds the authority to held and manage the establishment of ESG-related framework, including the leadership and supervision of ESG related structure establishment, risk identification, standard settings, reporting procedure and disclosure to stakeholders. The Audit Committee convenes at least twice a year to discuss ESG matters and provide updates to the Board. To facilitate the execution of the Group's ESG strategies, an ESG special working group is formed under the Audit Committee. The working group along with its sub-groups meet regularly to ensure effective implementation.

The ESG governance structure is outlined as follows:

Environmental, Social and Governance Report (Continued)

ESG管治架構 ESG Governance Structure	角色和職責 Roles and Responsibilities
董事會 The Board	<ul style="list-style-type: none"> 制定集團的ESG策略 Devising the Group's ESG strategy 審閱及批准集團的ESG報告 Reviewing and approving the ESG report
審核委員會 Audit Committee	<ul style="list-style-type: none"> 審查ESG管理方法、策略、優先事項和目標 Examining the ESG management approach, strategy, priorities and objectives 評估和確定有關ESG的風險和機遇，並確保建立適當和有效的ESG風險管理和內部監控機制 Evaluating and determining ESG risks and opportunities, and ensuring that appropriate and effective ESG risk management and internal control system are in place 根據其ESG目標和指標評估集團的表現 Evaluating the Group's performance against its ESG goals and targets 檢討ESG機制的執行情況 Reviewing the implementation of the ESG mechanism 向董事會報告ESG調查結果及提供建議 Reporting ESG findings and recommendations to the Board
ESG特別工作組 ESG Special Working Group	<ul style="list-style-type: none"> 監督ESG政策的整體執行 Supervising the overall execution of ESG policies 定期向審核委員會報告 Reporting to the Audit Committee regularly
環境、設施和資源工作組 Environment, Facilities and Resources Working Group	<p>在以下領域實施ESG政策： Implementing ESG policies in the following areas:</p> <ul style="list-style-type: none"> 工程 Engineering 資訊科技和數據安全 IT and data security 廢物處理 Waste handling 能源和資源管理 Energy and resource management 採購和供應鏈風險管理 Procurement and supply chain risk management 食品安全 Food safety
人力資源與社會工作組 Human Resources and Society Working Group	<p>在以下領域實施ESG政策： Implementing ESG policies in the following areas:</p> <ul style="list-style-type: none"> 人力資源 Human resources 職業健康與安全 OHS 員工發展和福利 Employee development and welfare 負責任博彩 Responsible gambling 反貪污 Anti-corruption 公益活動 Community initiative
管治工作組 Governance Working Group	<p>在以下領域實施ESG政策： Implementing ESG policies in the following areas:</p> <ul style="list-style-type: none"> 持份者參與 Stakeholder engagement 合法合規 Legal compliance 同行標準研究和分析 Peer standard research and analysis ESG風險趨勢分析與管理 ESG risk trend analysis and management

Environmental, Social and Governance Report (Continued)

ESG風險管理

投資者和其他持份者越來越注重如何識別和減輕ESG風險。本集團認識到，如管治欠有效執行，可持續發展議題可對營運產生重大影響。因此，我們已加強將ESG因素納入現有風險管理及控制框架。

我們在外部顧問的協助下進行深入的ESG風險評估。董事會和高級管理層參與一項評估潛在風險的調查，第三方分析輸入數據以將最迫切的議題列為優先事項。我們的方法遵循可持續發展會計準則委員會的國際標準作為指導，並參考同業表現作評比基準，作為我們建議的依據。根據該程序，董事會及審核委員會隨後審閱了有關改善措施的建議。

ESG Risk Management

Investors and other stakeholders are placing greater emphasis on how companies identify and mitigate ESG risks. The Group acknowledges that sustainability issues can significantly impact operations if not effectively governed. As such, we have enhanced the integration of ESG considerations into our existing risk management and control frameworks.

We conducted an in-depth ESG risk assessment with assistance of external supports. The Board and senior leadership participated in a survey to evaluate potential exposures and their inputs were analysed to prioritise the most critical issues. Our methodology was guided by international standards from the Sustainability Accounting Standards Board, and benchmarking against peers additionally which forms the basis of our recommendations. Following this process, the Board and Audit Committee subsequently reviewed the advice to enhance practices.

潛在ESG風險 Potential ESG Risks	影響 Implications	我們的回應 Our Responses
廣泛傳播的疾病風險 Widespread Diseases Risk	<p><u>旅遊限制</u> Travel Restrictions</p> <p>於過去數年，世界各國政府實施了旅遊限制，以控制病毒的傳播，儘管疫情結束，但在很大程度上減少了海外旅客訪澳，以及對酒店及娛樂服務的需求。最終其導致我們的財務不確定因素。</p> <p>Over the past few years, governments around the world had implemented travel restrictions to control the spread of viruses, which despite the end of the pandemic had largely decreased the number of visitors abroad, as well as the demand for hotel and entertainment services. Eventually, it causes our financial uncertainty.</p> <p><u>健康及安全問題</u> Health and Safety Concerns</p> <p>對健康和安全的關注改變了人們對大型聚會、擁擠的地方和非必要旅行的偏好。這減少了對我們的服務的需求，因為該等服務往往與密切接觸及社交有關。</p> <p>Concerns about health and safety have changed people's preference in respect of large gatherings, crowded places, and non-essential travel. It reduces the demand for our services as these are often associated with close contact and social interaction.</p>	<p>本集團成立了一個疫情準備和應變小組，致力防止疾病的傳播。該團隊由高級管理層和不同部門的代表組成。</p> <p>The Group established a pandemic preparedness and response team in an effort to halt the spread of diseases. Our senior management and representatives from several departments make up this team.</p>

Environmental, Social and Governance Report (Continued)

潛在ESG風險 Potential ESG Risks	影響 Implications	我們的回應 Our Responses
法律及監管風險 Legal and Regulatory Risk	<p>由於人們越來越關注負責任的商業行為，如負責任的博彩和網絡安全，以及對塑膠使用和氣候變化問題的更多環境考慮，本集團需要做好準備，以遵守現行法律和預期未來更嚴格的監管。</p> <p>Due to the increased concerns about responsible business practices, such as responsible gaming and cybersecurity, and increased environmental consideration on plastic uses and climate change issues, the Group needs to prepare itself to comply with the current laws and more tightened regulations expected in the future.</p> <p>與我們的營運高度相關的法律法規： Laws and Regulations that are highly relevant to our operations:</p> <ol style="list-style-type: none"> 第2/91/M號法律《澳門環境綱要法》 Law No. 2/91/M Environmental Laws of Macao 第8/2014號法律《預防和控制環境噪音》 Law No. 8/2014 Prevention and Control of Ambient Noise 第16/2019號法律《限制提供塑膠袋》 Law No. 16/2019 on Restrictions on the Distribution of Plastic Bags 有關餐飲業的環境及食品衛生以及消防安全的第16/96/M號法令及第83/96/M號訓令 Decree-Law no. 16/96/M, and Ordinance no. 83/96/M regarding the environmental and food hygiene, and fire safety of the catering industry 第11/2009號法律《打擊電腦犯罪法》 Law No. 11/2009 Cybercrime Prevention Law 第8/2005號法律《澳門個人資料保護法》 Law No. 8/2005 Macao Personal Data Protection 第7/2022號法律《澳門娛樂場幸運博彩經營法律制度》 Law No. 7/2022 Macao Gaming Law 	<p>我們實施若干環保措施，以節約資源及盡量減少日常營運中產生的廢棄物。有關我們如何節約資源的詳情和更多舉措，請參閱「能源效益」及「資源使用」。</p> <p>We have implemented few environmental protection measures to conserve the resources and minimise the waste generated under our daily operations. For details and more initiatives on how we save the resources, please see “Energy Efficiency” and “Use of Resources”.</p> <p>於二零二四年，我們與逸安負責任博彩輔導中心（「逸安社」）和澳門政府加強合作，以在我們的營運中推廣負責任博彩。有關詳情，請參閱「保持最高的商業道德」中「負責任博彩」一節。</p> <p>In 2024, we have collaborated frequently with Yat On Responsible Gambling Counselling Centre (“Yat On Centre”), and the Macau Government to promote responsible gambling in our operations. For details, please see “Responsible Gambling” under the section of “Maintaining Highest Business Ethics”.</p> <p>我們獲得ISO 27001認證，顯示我們解決任何與網絡相關風險的決心。</p> <p>We demonstrated our determination to tackle any exposure to cyber-related risk by getting accredited with ISO 27001.</p>

潛在ESG機遇 Potential ESG Opportunities	影響 Implications	我們的回應 Our Responses
廣泛傳播的疾病的機遇 Widespread Diseases Opportunities	<p>透過採取多項措施，如遠程工作、數碼平台及電子商務，提升業務韌性，集團能在廣泛疾病爆發期間維持營運連續性。此外，通過與公共衛生項目及負責任的實踐合作，加強社區參與及企業社會責任，為集團建立持份者信任可帶來機遇。</p> <p>By enhancing business resilience through the adoption of various initiatives, such as remote work, digital platforms, and e-commerce, the Group can maintain operational continuity during widespread disease outbreaks. Additionally, strengthening community engagement and corporate responsibility through collaboration on public health initiatives and responsible practices presents an opportunity to build stakeholder trust to operate.</p>	<p>本集團成立了一個疫情準備和應變小組，該團隊的成立為提升集團的營運韌性及快速應變能力帶來了機遇。</p> <p>The Group established a pandemic preparedness and response team, it presents opportunities to enhance the Group's operational resilience and rapid response capabilities.</p>
法律及監管的機遇 Legal and Regulatory Opportunities	<p>在遵守與ESG相關的法規過程中，集團得以開拓新市場，並推動可持續產品及服務的創新，從而提升競爭優勢。此外，對法律及監管ESG標準的堅定承諾，有助於建立客戶、員工、投資者及社區的信任，支持我們的長期業務韌性。</p> <p>In complying with ESG-related regulations, the Group is positioned to access new markets and foster innovation in sustainable products and services, thereby enhancing its competitive advantage. Furthermore, a demonstrated commitment to legal and regulatory ESG standards helps build trust among customers, employees, investors, and communities, supporting our long-term business resilience.</p>	<p>透過積極推行環保措施、合作推動負責任博彩計劃及取得ISO 27001認證，我們加強了法規遵循，並提升了持份者信任。</p> <p>By proactively implementing environmental measures, collaborating on responsible gambling initiatives, and achieving ISO 27001 accreditation, we strengthen regulatory compliance and enhance stakeholder trust.</p>

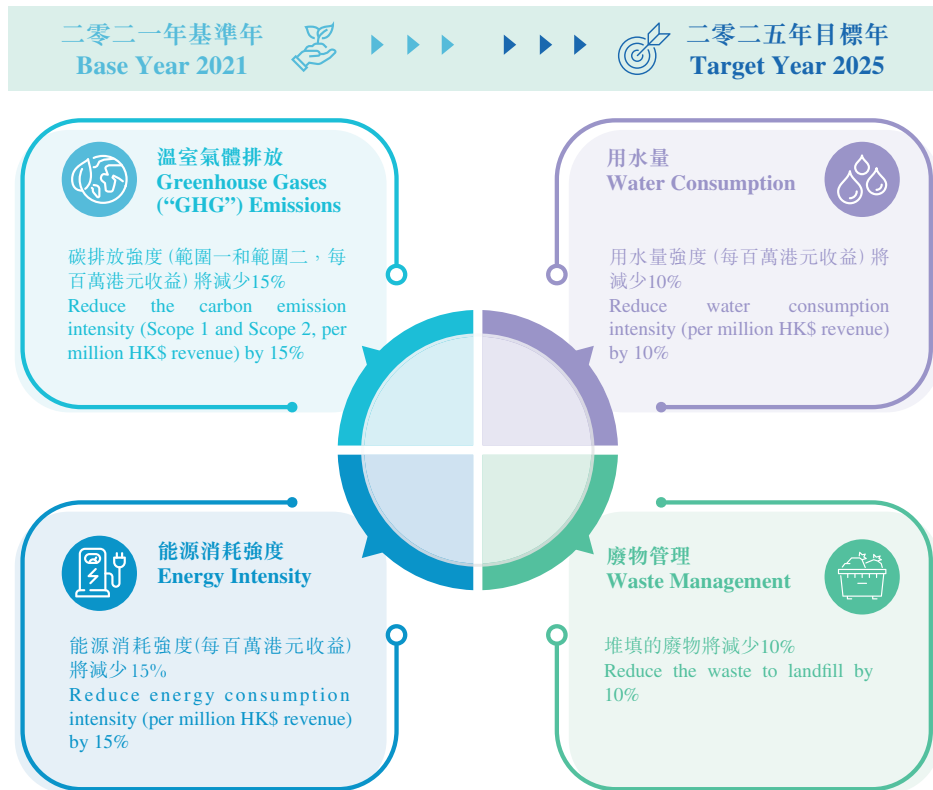
倡導環保

本集團意識到大眾對我們環境保護表現的關注日益增加。於報告期內，作為一家負責任的企業，我們已邁出了設定目標的關鍵一步，為社會帶來積極的影響。通過設定該等目標，可助我們實現組織目標，並確保環境績效獲妥善監控。

ADVOCATING FOR THE ENVIRONMENT

The Group recognises that there is an increasing concern regarding our environmental performance. During the Reporting Period, as a responsible enterprise we have taken crucial measures to determine our targets and cast a positive impact in the society. By setting these targets, it can help us to reach our organisational goals and ensure our environmental performance was in track properly.

Environmental, Social and Governance Report (Continued)



截至二零二四年的二零二五年目標進度²：

就報告期而言：

- 溫室氣體排放強度需再降低72%公噸二氧化碳當量／百萬港元收益，以實現二零二五年溫室氣體排放目標。
- 用水強度需再降低51%立方米／百萬港元收益，以實現二零二五年用水強度目標。
- 能源消耗強度需再降低88%兆瓦時／百萬港元收益，以實現二零二五年節能目標。
- 廢物產生強度需再減少3,009.64公噸，以實現二零二五年廢物管理目標。

附註：

² 儘管年內溫室氣體排放強度上升，但溫室氣體絕對排放量實際減少。排放強度乃根據年內已產生收益計算。該強度上升主要是由於收益下降，這與自二零二一年起營運活動減少相符合。因此，雖然我們在減少排放總量方面取得進展，但收益下降導致強度結果未達預期水平。

2025 Target Progress as of 2024²:

As for the Reporting Period:

- The GHG emissions intensity should be further reduced by 72% tCO₂e/million HK\$ revenue to achieve the 2025 GHG emissions target.
- The water intensity should be further reduced by 51% m³/million HK\$ revenue, to achieve the 2025 water intensity target.
- The energy intensity should be reduced further by 88% for MWh/million HK\$ revenue, to achieve the 2025 energy saving target.
- The waste consumption intensity should be further reduced by 3,009.64 tonnes to achieve the 2025 waste management target.

Note:

² With an increase in the intensity of GHG emissions this year, the absolute amount of our GHG emissions is indeed reduced. Our emissions intensity is calculated based on the revenue generated during the year. This rise in intensity is primarily due to a decline in revenue, which corresponds to a reduction in our operational activities since 2021. Therefore, while we are making progress in reducing our total emissions, the decrease in revenue has resulted in an unsatisfactory intensity outcome.

Environmental, Social and Governance Report (Continued)

為支持及提升可持續發展目標，我們已建立以下各項系統：

To support and enhance our sustainability goals, various systems were established as below:

計劃 Initiative	主要效益 Key Benefits
停車場升級至無接觸系統 Upgraded parking lot to contactless system	<ul style="list-style-type: none"> ✓ 車輛無需停車即可進出，減少等候時間、燃油消耗及廢氣排放； Vehicles can enter and exit without stopping, reducing idling time, fuel consumption, and exhaust emissions; ✓ 取消紙質停車票，減少紙張浪費及降低碳足跡； Eliminates paper parking tickets, reducing paper waste and lowering our carbon footprint; ✓ 智能管理優化車流及停車位使用，減少不必要的能源消耗； Smart management to optimise traffic flow and parking space usage, minimising unnecessary energy consumption; ✓ 整合數據及實時監控以提升效率； Integrates data and real-time monitoring for improved efficiency; ✓ 運用數據分析優化營運，並提供準確停泊趨勢報告以輔助決策；及 Utilises data analytics to optimise operations and provides accurate parking trend reports for decision-making; and ✓ 減少現金交易，降低財務風險及管理成本，同時提高財務透明度。 Reduces cash transactions, lowering financial risks and management costs while increasing financial transparency.
電子休假系統 E-Leave system	<ul style="list-style-type: none"> ✓ 取代紙質申請及批准，減少用紙量及碳足跡； Replaces paper-based applications and approvals, reducing paper consumption and carbon footprint; ✓ 減少文件打印、存檔及傳送，降低辦公室資源浪費； Minimises printing, filing, and transporting physical documents, lowering office resource waste; ✓ 員工可隨時提交休假申請並迅速獲管理層批准，提升靈活性及便利程度； Allows employees to submit leave requests anytime, with quick management approval, enhancing flexibility and convenience; ✓ 減少人為錯誤，提高休假管理的準確性； Reduces human errors, improving accuracy in leave management; ✓ 清晰的休假記錄管理有助員工有效規劃假期，提升福祉及工作滿意度； Clearer leave record management helps employees plan vacations effectively, enhancing well-being and job satisfaction; ✓ 系統化數據管理確保記錄準確，遵守勞工法規及內部政策； Systematic data management ensures accurate records and compliance with labor regulations and internal policies; ✓ 提供自動化報告及分析以監測休假使用情況，保持公平和一致性；及 Provides automated reports and analytics to monitor leave usage, maintaining fairness and consistency; and ✓ 提升營運效率，推動數碼化及可持續發展。 Enhances operational efficiency and drives digitalisation and sustainable development.
電子倉庫管理系統 E-Warehouse management system	<ul style="list-style-type: none"> ✓ 取代傳統紙質庫存記錄及文件，減少用紙量及浪費； Replaces traditional paper-based inventory records and documents, reducing paper usage and waste; ✓ 最大限度減少文件打印、存檔及傳送，進一步降低碳排放； Minimises printing, filing, and transporting documents, further lowering carbon emissions; ✓ 數碼化管理優化倉儲空間，減少過量庫存及浪費； Digital management optimises warehouse space, reducing excess inventory and waste; ✓ 智能倉庫管理減少不必要運輸及處理，降低能源消耗及碳足跡； Smart warehouse management decreases unnecessary transportation and handling, reducing energy consumption and carbon footprint; ✓ 自動化及數碼流程減少人為錯誤，減省工作量及降低事故風險；及 Automation and digital processes reduce manual errors, lowering workload and accident risks; and ✓ 員工可透過電子設備獲取實時庫存數據，提升營運效率並盡量減少重做及時間浪費。 Employees can access real-time inventory data via electronic devices, increasing operational efficiency and minimising rework and wasted time.

Environmental, Social and Governance Report (Continued)

氣候韌性和碳排放

為氣候變化做準備

根據氣候相關財務披露工作組(「TCFD」)的建議，我們與ESG顧問合作，確定報告期內與氣候變化有關的風險和機會。作為全球最嚴峻的挑戰之一，氣候變化會導致天氣模式的頻繁變化和極端天氣的出現。氣候變化可能產生的影響於下表中概述。

Climate Resilience and Carbon Emission

Prepare for Climate Change

In accordance with the recommendations from the Task Force on Climate-related Financial Disclosure (“TCFD”), we collaborate with the ESG advisor to identify risks and opportunities related to climate change in the Reporting Period. As one of the most crucial global challenges, climate change led to changes in weather patterns and extreme weather occurrences. The possible impacts of climate change are summarised in the table below.

氣候變化的風險 Climate Change Risks	當地氣候模式的變化和潛在影響 Changes in local climate pattern and the potential impacts
急性物理風險 Acute Physical Risk	<p>澳門是較易受颱風風暴潮及海岸沉降影響的地區之一，其氣候模式的變化亦加劇了自然災害對本集團營運的風險。隨著時間推移，我們觀察到極端降雨、氣溫升高及熱帶氣旋愈發頻繁的情況日益增多。</p> <p>As one of the less resilient areas against storm-surge threats from typhoons and coastal subsidence, Macau has also experienced shifting climate patterns that increased the risks to our operations from natural hazards. Over time, we have observed increasing instances of extreme precipitation, warmer temperatures and more frequent tropical cyclones.</p> <p>該等氣候加劇天氣事件帶來挑戰。洪水或強風對基礎設施的破壞可導致關鍵供應鏈中斷。於懸掛八號颱風信號等惡劣天氣事件中，由於首先要顧及工人安全，可能須暫停營運。這可能導致意外停工及對人力資源造成影響。</p> <p>The effects of these climate-exacerbated weather events pose challenges. Infrastructure damage from floods or winds can disrupt critical supply chains. During severe events, such as No. 8 typhoon signals, operations may be required to temporarily cease to prioritise worker safety. This may lead to unanticipated downtime and human resource impacts.</p>
慢性物理風險 Chronic Physical Risk	<p>我們的業務經營主要在華南地區的澳門，而澳門被中國南海三面環繞。平均氣溫每十年上升0.09°C，而平均海平面亦每年上升。該等變化顯示澳門已受到氣候變化的影響，氣候變暖，海岸線被侵蝕。</p> <p>Our operations are primarily located in Macau, the southern part of China along the South China Sea on three sides. Average temperatures have risen 0.09°C every decade, and average sea levels have increased annually. These changes indicate that Macau is already experiencing the impacts of climate change through a warming climate and encroaching coastlines.</p> <p>倘若不執行緩解措施，預計若干營運領域的成本將增加。更頻密的維修可能導致保養增加及資產的壽命縮短。此外，因中暑風險或惡劣天氣損失生產力及加班可能對人力資源造成影響。</p> <p>If mitigation measures are not adopted, rising costs are expected across various operational areas. Increased maintenance and shortened asset lifecycles from more frequent repairs may arise. Additionally, lost productivity and overtime from heatstroke risks or severe weather could adversely impact human resources.</p>

氣候變化的風險 Climate Change Risks	當地氣候模式的變化和潛在影響 Changes in local climate pattern and the potential impacts
<p>轉型風險 Transition Risk</p>	<p><u>科技</u> <u>Technology</u></p> <p>隨著經濟向低碳經濟轉型，對更加環保及節能的業務營運需求迫切，包括：</p> <ul style="list-style-type: none"> • 系統控制節省能源做法； • 使用可再生能源；及 • 採用節水設備。 <p>As the economy transitions to a lower-carbon model, there is a pressing need for more eco-friendly and energy-efficient business operation, which includes:</p> <ul style="list-style-type: none"> • System control energy savings practices; • Use of renewable energy; and • Adoption of water-efficient devices. <p>於轉型期間，本集團預期：</p> <ul style="list-style-type: none"> • 增加研發及／或採購支出，以引進新技術及替代技術；及 • 採用／部署新做法及程序的額外費用，以及未來安裝費用的增加。 <p>During the transitional period, the Group anticipates:</p> <ul style="list-style-type: none"> • Increased research and development and/or procurement expenditures to introduce new and alternative technologies; and • Additional cost of adopting/deploying new practices and processes, as well as the increase in the costs of installation in the future. <p><u>市場</u> <u>Market</u></p> <p>隨著環保意識提升，消費者行為正相應轉變。投資者日益重視氣候變化因素，及不少評級機構將氣候變化成果納入其投資策略中。因此，預計辦公室的營運成本可能增加，因為辦公室及酒店採用更環保的替代用品費用較高。</p> <p>With greater consciousness on environmental issues, consumer behaviour is also shifting accordingly. Investors are increasingly prioritising climate change consideration, and rating agencies are incorporating climate change efforts into their investment strategies. Consequently, it is expected that the operating costs of office may rise due to the higher expenses associated with environmentally friendly alternatives for both offices and hotels.</p>

Environmental, Social and Governance Report (Continued)

應對措施

本集團深知個人和企業均會受氣候變化的影響，因此已採取措施提高抵禦能力。颱風和洪災等極端天氣事件使我們的員工和賓客的安全受到威脅，擾亂營運，並可能導致人手不足或暫停營業。

為應對極端天氣事件的頻率不斷增加，本集團已成立颱風委員會，以解決員工面臨的危害，並更新颱風政策，以制定在懸掛颱風信號下的工作、疏散和補償條款。所有物業已配備實際防禦措施，包括安裝防洪水閘，擋風牆和柴油抽水機，以減輕停電影響。我們已推廣使用電動車作為汽油車的替代品，以支持我們減少碳排放的承諾。澳門漁人碼頭的所有遊客觀光車均為電動車，我們在澳門漁人碼頭及勵庭海景酒店安裝了更多充電站，以配合電動車使用的增長。

於報告期內，本集團遵守澳門有關空氣及溫室氣體排放、向水及土地排放以及產生有害及無害廢棄物的適用法律法規。此外，本集團在求取適用水源方面並無任何問題。

碳排放

我們的碳排放主要來源是我們消耗的電力、液化石油氣（「LPG」）及排放的製冷劑。於報告期內，我們產生25,208公噸二氧化碳當量（「公噸二氧化碳當量」）的溫室氣體。於報告期內，電力消耗是最大的碳排放源。

此外，作為對有效排放管理的承諾，本集團於報告期內已開始收集範圍三溫室氣體數據。我們深知擴大範圍三庫存的重要性，並計劃於未來數年完善數據收集工作。此綜合方法使我們能按地點及類別分析溫室氣體排放，最終提升整體排放管理效能。

Countermeasures

The Group has taken proactive steps to enhance resilience against climate change, acknowledging its impact on individuals and businesses. Extreme weather events, such as typhoons and floods, pose safety risks to our employees and guests, disrupt operations, and may lead to understaffing or temporary closures.

In response to the increasing frequency of extreme weather, the Group has formed a Typhoon Committee to address employee risks and updated our Typhoon Policy to establish protocols for work, evacuation, and compensation during typhoon alerts. All properties are equipped with physical defences, including floodgates to prevent flooding and wind barriers with diesel-powered pumps to mitigate power failures. To support our commitment to reducing carbon emissions, we promote electric vehicles as an alternative to petrol. At MFW, all visitor vehicles are now electric, and we have installed more charging stations at MFW and Harbourview Hotel to accommodate the growing use of electric vehicles.

During the Reporting Period, the Group complied with relevant laws and regulations in Macau regarding air and greenhouse gas emissions, water and land discharge, and generation of hazardous and non-hazardous waste. Furthermore, the Group was not aware of any issue in sourcing water that is fit for purpose.

Carbon Emission

Our primary sources of carbon emissions are the electricity, liquefied petroleum gas (“LPG”) we consumed and the refrigerants we released. We generated 25,208 tonnes of carbon dioxide equivalent (“tCO₂e”) of GHG during the Reporting Period. The largest contributor to our overall carbon emissions during the Reporting Period was electricity use.

Additionally, we have initiated the collection of Scope 3 GHG data in the Reporting Period as part of our commitment to effective emissions management. We understand the significance of broadening our Scope 3 inventory and are planning to improve our data collection efforts in the coming years. This comprehensive approach enables us to analyse GHG emissions by location and category, ultimately enhancing our ability to manage our overall emissions more effectively.

Environmental, Social and Governance Report (Continued)

溫室氣體排放 GHG Emissions			
	單位 Unit	二零二四年 2024	二零二三年 2023
範圍一及二溫室氣體排放 Scope 1 & 2 GHG Emission	公噸二氧化碳當量 tCO ₂ e	25,208.16	26,445.11
範圍一 ³ Scope 1 ³	公噸二氧化碳當量 tCO ₂ e	376.80	425.55
範圍二 ⁴ Scope 2 ⁴	公噸二氧化碳當量 tCO ₂ e	24,831.36	26,019.55
強度(範圍一及範圍二) ⁵ Intensity (Scope 1 & 2) ⁵	公噸二氧化碳當量／百萬港元收益 tCO ₂ e/million HK\$ revenue	32.68	35.75
範圍三溫室氣體排放 ⁶ Scope 3 GHG Emission ⁶	公噸二氧化碳當量 tCO ₂ e	4,378.30	N/A 不適用
– 類別1：採購商品及服務 ⁷ – Category 1: Purchased Goods and Services ⁷	公噸二氧化碳當量 tCO ₂ e	510.60	N/A 不適用
– 類別2：資本商品 ⁸ – Category 2: Capital Goods ⁸	公噸二氧化碳當量 tCO ₂ e	223.74	N/A 不適用
– 類別3：燃料及能源相關活動 (未計入範圍一或範圍二) ⁹ – Category 3: Fuel- and Energy-related activities (not included in Scope 1 or Scope 2) ⁹	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別4：上游運輸及分銷 ¹⁰ – Category 4: Upstream Transportation and Distribution ¹⁰	公噸二氧化碳當量 tCO ₂ e	587.60	N/A 不適用
– 類別5：營運產生的廢物 ¹¹ – Category 5: Waste Generated in Operations ¹¹	公噸二氧化碳當量 tCO ₂ e	277.15	N/A 不適用
– 類別6：商務差旅 ¹² – Category 6: Business Travel ¹²	公噸二氧化碳當量 tCO ₂ e	0.18	N/A 不適用
– 類別7：員工通勤 ¹³ – Category 7: Employee Commuting ¹³	公噸二氧化碳當量 tCO ₂ e	460.35	N/A 不適用
– 類別8：上游租賃資產 ¹⁴ – Category 8: Upstream Leased Assets ¹⁴	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別9：下游運輸及分銷 ¹⁵ – Category 9: Downstream Transportation and Distribution ¹⁵	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別10：已售產品的加工 ¹⁶ – Category 10: Processing of Sold Products ¹⁶	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別11：已售產品的使用 ¹⁷ – Category 11: Use of Sold Products ¹⁷	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別12：已售產品的生命周期最終處置 ¹⁸ – Category 12: End-of-life Treatment of Sold Products ¹⁸	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別13：下游租賃資產 ¹⁹ – Category 13: Downstream Leased Assets ¹⁹	公噸二氧化碳當量 tCO ₂ e	2,318.68	N/A 不適用
– 類別14：特許經營 ²⁰ – Category 14: Franchises ²⁰	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
– 類別15：投資 ²¹ – Category 15: Investments ²¹	公噸二氧化碳當量 tCO ₂ e	–	N/A 不適用
強度(範圍三) Intensity (Scope 3)	公噸二氧化碳當量／百萬港元收益 tCO ₂ e/million HK\$ revenue	5.68	N/A 不適用

Environmental, Social and Governance Report (Continued)

附註：

3. 範圍一代表我們酒店業務使用液化石油氣所產生的直接溫室氣體排放。其乃參考二零零六年IPCC國家溫室氣體清單指南和世界資源研究所移動燃燒溫室氣體協議工具指南的工作表中公佈的排放系數而計算。
4. 範圍二代表使用從當地電力公司購買的電力產生的間接溫室氣體排放。該計算基於澳門電力公司二零二零年可持續發展報告中的排放系數。
5. 強度按排放量除以收益計算。於報告期內，收益不包括老撾的業務，因該業務於二零二四年五月停止營運。為確保一致性，我們亦已將二零二三年的強度計算剔除老撾業務產生收益。
6. 範圍三代表發行人價值鏈中產生的間接溫室氣體排放（未計入範圍二），包括上游及下游排放。其乃參考二零二二年刊發的US Environmentally-Extended Input-Output (「USEEIO」)模型及二零二三年刊發的環境、食品及鄉村事務部(「DEFRA」)而計算。
7. 範圍三類別1採購商品及服務包括採購食品及飲料、零售商品及營運用品、諮詢服務、會計服務、維修服務、資訊科技支援服務、保養服務及安保服務。其乃採用支出基準法，並參考二零二二年刊發的USEEIO模型計算。相關數據最初以港元收集，並根據二零二四年十二月三十一日的匯率換算為美元。
8. 範圍三類別2資本商品包括傢俬、固定裝置及設備、租賃物業裝修及機器及設備。其乃採用支出基準法，並參考二零二二年刊發的USEEIO模型計算。相關數據最初以港元收集，並根據二零二四年十二月三十一日的匯率換算為美元。
9. 範圍三類別3燃料及能源相關活動（未計入範圍一或範圍二）並不適用，燃料及電力消耗僅以範圍一及範圍二的燃料及電力消耗為基礎。此外，我們並無將任何購入電力轉售予終端用戶。
10. 範圍三類別4上游運輸及分銷包括衛生服務、布草服務及配送服務。其乃採用支出基準法，並參考二零二二年刊發的USEEIO模型計算。相關數據最初以港元收集，並根據二零二四年十二月三十一日的匯率換算為美元。
11. 範圍三類別5營運產生的廢物，包括廢紙、塑料廢棄物、廚餘、生活垃圾及廢食用油。其乃參考二零二三年刊發的DEFRA廢棄物處置指南計算。

Notes:

3. Scope 1 represents direct GHG emissions generated by the use of LPG of our hospitality business. It is calculated with reference to the published emission factors from 2006 IPCC Guidelines for National Greenhouse Gas Inventories and the guidance worksheets of World Resources Institute's GHG Protocol Tool for Mobile Combustion.
4. Scope 2 represents indirect GHG emissions generated by the use of purchased electricity from the local power companies. The calculation is based on the emission factors from 2020 Sustainability Report of Companhia de Electricidade de Macau.
5. The intensity is calculated by dividing the emissions by the revenue. During the Reporting Period, the revenue excludes operations in Lao PDR as the business ceased in May 2024. We have also excluded revenue generated in Lao PDR operation from 2023 intensity calculation to ensure consistency.
6. Scope 3 represents indirect GHG emissions (not included in Scope 2) generated that occur in the value chain of an issuer, including both upstream and downstream emissions. It is calculated with reference to the US Environmentally-Extended Input-Output (「USEEIO」) Model published in 2022 and Department for Environment, Food and Rural Affairs (「DEFRA」) published in 2023.
7. Scope 3 Category 1 Purchased Goods and Services includes purchased food and beverages, retail merchandise and operating supplies, consulting services, accounting services, repairing services, IT support services, maintenance services and security services. It is calculated using spend-based methodology with reference to the USEEIO Model published in 2022. The data was initially collected in HKD and converted to USD based on the exchange rate as of 31 December 2024.
8. Scope 3 Category 2 Capital Goods includes furniture, fixtures and equipment, leasehold improvements and machinery and equipment. It is calculated using spend-based methodology with reference to the USEEIO Model published in 2022. The data was initially collected in HKD and converted to USD based on the exchange rate as of 31 December 2024.
9. Scope 3 Category 3 Fuel- and Energy-related activities (not included in Scope 1 or Scope 2) was no applicable, the fuel and electricity consumption were solely based on fuel and electricity consumption in Scope 1 and Scope 2. Furthermore, we did not generate any purchased electricity to sell to end users.
10. Scope 3 Category 4 Upstream Transportation and Distribution includes sanitary services, linens services and delivery services. It is calculated using spend-based methodology with reference to the USEEIO Model published in 2022. The data was initially collected in HKD and converted to USD based on the exchange rate as of 31 December 2024.
11. Scope 3 Category 5 Waste Generated in Operations includes paper waste, plastic waste, food waste, domestic waste and waste cooking oil generation. It is calculated with reference with DEFRA Waste Disposal Guidelines published in 2023.

Environmental, Social and Governance Report (Continued)

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|---|--|
| <p>12. 範圍三類別6商務差旅包括航空旅行。其乃採用國際民用航空組織 (「ICAO」) 標準，將飛行距離轉換為每位乘客每趟旅程的二氧化碳排放量計算。</p> | <p>12. Scope 3 Category 6 Business Travel includes air travel. It is calculated using the International Civil Aviation Organisation ("ICAO") to convert the travelling distance into emissions of passengers' CO₂/journey.</p> |
| <p>13. 範圍三類別7員工通勤包括50名員工的通勤方式數據。如插電式混能汽車、汽油車、巴士及電單車。其乃參考二零二三年刊發的DEFRA乘用車指南計算。</p> | <p>13. Scope 3 Category 7 Employee Commuting includes data on the commuting methods of 50 employees, such as car (plug-in hybrid electric vehicle), car (petrol), bus and motorbike. It is calculated with reference to DEFRA Passenger Vehicles Guidelines published in 2023.</p> |
| <p>14. 範圍三類別8上游租賃資產並不適用，我們並無向他人租賃資產。</p> | <p>14. Scope 3 Category 8 Upstream Leased Assets was not applicable, we did not lease assets from others.</p> |
| <p>15. 範圍三類別9下游運輸及分銷並不適用，我們並無向客戶分銷產品。</p> | <p>15. Scope 3 Category 9 Downstream Transportation and Distribution was not applicable, we did not distribute products to customers.</p> |
| <p>16. 範圍三類別10已售產品的加工並不適用，我們並無出售任何加工商品。</p> | <p>16. Scope 3 Category 10 Processing of Sold Products was not applicable, we did not sell any processing goods.</p> |
| <p>17. 範圍三類別11已售產品的使用並不適用，我們並無出售任何於使用期間消耗能源的產品。</p> | <p>17. Scope 3 Category 11 Use of Sold Products was not applicable, we did not sell any product that consume energy during use phrase.</p> |
| <p>18. 範圍三類別12已售產品的生命周期最終處置並不適用，我們並無出售任何要求生命週期最終處置的產品。</p> | <p>18. Scope 3 Category 12 End-of-life Treatment of Sold Products was not applicable, we did not sell any product that requires end-of-life treatment.</p> |
| <p>19. 範圍三類別13下游租賃資產包括租賃資產的用電量及用水量。該計算乃基於聯交所於二零二零年三月發佈的「如何準備環境、社會及管治報告」附錄二：環境關鍵績效指標匯報指引 (「指引」)。</p> | <p>19. Scope 3 Category 13 Downstream Leased Assets include electricity and water consumption of leased assets. The calculation is based on Appendix 2: Reporting Guidance on Environmental KPIs of the "How to prepare an ESG Report" issued by the Stock Exchange in March 2020 (the "Guide").</p> |
| <p>20. 範圍三類別14特許經營並不適用，我們並無擁有任何特許經營項目。</p> | <p>20. Scope 3 Category 14 Franchises was not applicable, we did not own any franchises.</p> |
| <p>21. 範圍三類別15投資並不適用，我們並無擁有任何作為主要業務的投資。</p> | <p>21. Scope 3 Category 15 Investments was not applicable, we did not own any investment as major operations.</p> |

Environmental, Social and Governance Report (Continued)

能源效益

本集團投資節能設施，減少碳足跡以實現環境保護。鑒於在報告期內，約40,051兆瓦時（「兆瓦時」）的能源消耗為電力，我們已為所有主供電箱安裝了由電流互感器和記錄器所組成的電力監控系統。我們收集實時用電量數據並進行分析。

Energy Efficiency

The Group invests in energy efficiency to lower its carbon footprint in order to achieve environmental protection. Given that approximately 40,051 megawatt-hour (“MWh”) of the energy consumed over the Reporting Period was electricity, a power monitoring system consisting of a series of current transformers and recorders was installed in all the electrical switchboard. The real time electrical consumption data is tracked and analysed.

能源消耗 ²² Energy consumption ²²			
	單位 Unit	二零二四年 2024	二零二三年 2023
總能耗 Total energy consumption	兆瓦時 MWh	40,778.69	42,887.22
按收益計算強度 ²³ Intensity per revenue ²³	兆瓦時／百萬港元收益 MWh/million HK\$ revenue	52.86	57.98
直接能源消耗—液化石油氣 Direct energy consumption- LPG	兆瓦時 MWh	728.10	920.20
按收益計算強度 Intensity per revenue	兆瓦時／百萬港元收益 MWh/million HK\$ revenue	0.94	1.24
間接能源消耗—電力 Indirect energy consumption – Electricity	兆瓦時 MWh	40,050.59	41,967.02
按收益計算強度 Intensity per revenue	兆瓦時／百萬港元收益 MWh/million HK\$ revenue	51.92	56.74

我們仍致力於實現我們為二零二五年設定的減排目標。澳門漁人碼頭繼續在各種措施上進行改進，以促進能源節約：

- 將約99%的非LED燈更換為LED燈，同時優化照明時間表，以確保只開啟必需的照明燈；
- 拆除酒店每樓層壁燈的一半燈泡；
- 封鎖酒店的整個樓層，關閉95%的燈，拔掉所有冰箱的插頭，將所有空調的溫度調至25°C，以及關閉房間窗簾，以防止熱量流失；

We remain committed to achieving our reduction target set for 2025. MFW continues to make improvements in various measures to promote energy conservation:

- Convert around 99% of non-LED lights to LED together with lighting schedule optimisation to ensure only the necessary lights are on;
- Remove half of light bulbs on all mural lights at every hotel floor;
- Block out the entire floors of the hotels with 95% of the lights off; unplug all refrigerators, set the temperature of all air conditioners to 25°C, and keep room curtains shut to prevent heat loss;

附註：

²² 該計算乃基於指引中的排放系數。

²³ 強度按能源消耗除以收益計算。於報告期內，收益不包括老撾的業務，因該業務於二零二四年五月停止營運。為確保一致性，我們亦已將二零二三年的強度計算剔除老撾業務產生收益。

Notes:

²² The calculation is based on the emission factor taken from the Guide.

²³ The intensity is calculated by dividing the energy consumption by the revenue. During the Reporting Period, the revenue excludes operations in Lao PDR, as the business ceased in May 2024. We have also excluded revenue generated in Lao PDR operation from 2023 intensity calculation to ensure consistency.

Environmental, Social and Governance Report (Continued)

- 關閉40%的自動扶梯及電梯；
- 停止使用鍋爐，改為使用熱泵為客房、娛樂場和餐廳提供熱水；
- 改造供水管道，停用一半生活供水泵；
- 在夏季停用酒店公共客用洗手間的熱水供應，以減少使用熱水；及
- 減少使用電熱水器。
- Disable 40% of the escalators and elevators;
- Stop operating the boilers and replaced with the heat pumps to generate the hot water for guest rooms, casino and restaurants usage;
- Remodel the water supply piping to stop a half of domestic water supply pumps;
- Stop the hot water supply in the hotel's public guest washrooms during the summer period to reduce the usage hot water; and
- Reduce the usage of electric water heater.

此外，我們已為冷凍水機組安裝了節能設備。智能冷凍水調節閥門有助於減低營運開支及二氧化碳排放，鮮風櫃及冷凍水塔亦加裝了變頻器，以更好地控制負載，同時亦將高能耗的交流電機更換為直流電機，這樣可以節約25%的能源消耗。

Besides, we have implemented energy saving devices for the chilled water unit. Smart energy valve helps reduce operating costs and CO₂ emissions, variable frequency drives are on primary air handling units and cooling Towers for better load control. Replacing high energy consumption alternate current motors with energy efficient direct current motors to save 25% of energy consumption.

廢氣排放與室內環境質量

Air Emission and Indoor Environmental Quality

本集團的廢氣排放主要來自煮食時液化石油氣的使用。經考慮室內空氣質量可能影響客戶的舒適度，我們在酒店營運中並未排放大量空氣污染物。

The Group's air emissions are primarily generated by the use of LPG for cooking. Having considered that indoor air quality may affect the comfort of our guests, we did not emit significant amount of air pollutants in our hotel operation.

廢氣排放 ²⁴ Air emissions ²⁴			
	單位 Unit	二零二四年 2024	二零二三年 2023
氮氧化物 Nitrogen oxides	公斤 Kg	10.48	13.25
硫氧化物 Sulphur oxides	公斤 Kg	0.0524	0.0648

附註：

Note:

²⁴ 計算乃基於聯交所發佈的「如何準備環境、社會及管治報告附錄二：環境關鍵績效指標匯報指引」中的排放系數。

²⁴ The calculation is based on the emission factor taken from "How to prepare an ESG Report Appendix 2: Reporting Guidance on Environmental KPIs" by Stock Exchange.

Environmental, Social and Governance Report (Continued)

資源使用

我們的業務營運將不可避免地消耗大量資源及產生廢物。為將環境影響減至最小，本集團已制定指引及措施，以確保廢物管理習慣完全符合相關法例及法規，同時促進資源減量化及回收。於報告期內，共使用了3,522.10公斤的包裝材料，按收益計算強度為4.57公斤／百萬港元收益。

為提倡員工和賓客實踐可持續廢物管理習慣，我們在各設施處已策略性地放置了多個清晰標示的回收箱。在公共區域如酒店客房、走廊和辦公室，設有獨立容器分類收集如紙張、塑膠和鋁製品等物品，以簡化回收程序。

在員工更衣室、休息室及員工食堂等後台區域提供額外回收渠道，以進一步鼓勵員工正確處理廢棄物。此外，在員工使用的主要出口旁邊放置專門的電池回收箱，有助減少有毒電子廢棄物流入當地堆填區。

水源節能

我們對冷凍水機組執行嚴格的水處理計劃，這樣可以減少用水量及解決相關維護保養挑戰。該計劃不僅延長了設備的壽命，亦減少了冷凍水塔的水量及水閥故障的次數，以避免浪費用水。

酒店餐廳的廚房安裝了節水閥，以進一步節約用水。我們鼓勵員工在日常工作流程中節約用水。此外，通過降低客房床單的洗滌次數，我們實施若干環保措施有助於減少用水量。為提升額外環境效益，我們現正規劃開發洗滌水回收系統，以作灌溉和其他用途。

Use of Resources

Our business operation will inevitably require substantial resources and generate waste. To minimise our environmental impact, the Group has established guidelines and measures to ensure our waste management practise are in full compliance with the relevant legislation and regulations, while also promoting resource minimisation and recycling practices. During the Reporting Period, a total of 3,522.10 kg of packaging materials was utilized, resulting in an intensity of 4.57 kg/million HK\$ revenue.

To promote sustainable waste management practices among both employees and guests, we have strategically placed clear labelled recycling bins throughout our facilities. In public spaces such as hotel rooms, corridors and offices, separate containers are provided for items like paper, plastics and aluminium to simplify the recycling process.

In back-of-house areas like employee changing rooms, restrooms and the employee canteens, we have introduced additional recycling streams to further encourage proper disposal practices. Additionally, specialised battery recycling bins have also been situated next to major exit points used by workers, helping reduce toxic e-waste entering local landfills.

Water Efficiency

We have implemented a robust water treatment programme for our chiller plant to minimise the water consumption and address maintenance-related challenges. This initiative not only lengthens the lifespan of the equipment but also reduces cooling tower blowdowns and likelihood of water valves failures, thereby prevents water loss.

In our hotel kitchen restaurants, we have installed water-saving values to further conserve water. Employees are encouraged to adopt water-saving practices in their daily workflows. Additionally, we have implemented some environmental protection measures to reduce water usage by lowering guest room linen laundry frequency. A greywater and swimming pool water recapture system is being developed for irrigation purposes and other usage, providing additional environmental benefits.

	單位 Unit	二零二四年 2024	二零二三年 2023
用水量 Water Usage	立方米 m ³	437,120	450,379
強度 ²⁵ Intensity ²⁵	立方米／百萬港元收益 m ³ /million HK\$ revenue	566.61	608.90

附註：

²⁵ 強度按用水量除以收益計算。於報告期內，收益不包括老撾的業務，因該業務於二零二四年五月停止營運。為確保一致性，我們亦已將二零二三年的強度計算剔除老撾業務產生的收益。

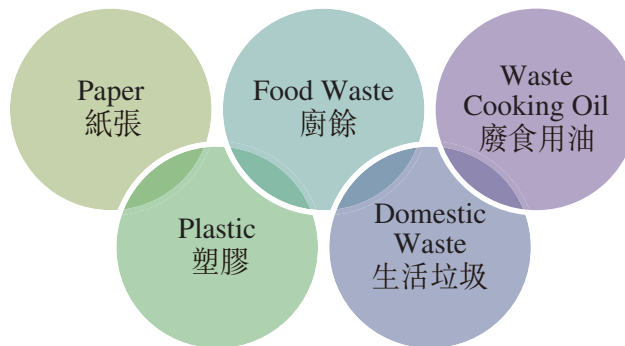
Note:

²⁵ The intensity is calculated by dividing the water usage by the revenue. During the Reporting Period, the revenue excludes operations in Lao PDR, as the business ceased in May 2024. We have also excluded revenue generated in Lao PDR operation from 2023 intensity calculation to ensure consistency.

Environmental, Social and Governance Report (Continued)

廢棄物管理

本集團產生的大部分廢棄物來自我們送給娛樂場顧客的水瓶的塑膠以及用於營銷或行政目的的紙張。在報告期內，我們僅產生了以下無害廢棄物。



我們已實施若干框架，盡量減少在各類別產生的廢棄物，詳情載於下表。

用紙

我們已採取政策減少耗用紙張，鼓勵員工在辦公室工作時盡可能使用電子通訊和電子文檔，並採用雙面打印進一步減少用紙。

塑料使用

我們已大量減少對塑膠產品的依賴並減少使用。於餐飲店內，我們已淘汰塑膠飲管和外賣盒，並以可回收紙和環保材料取而代之。此外，於酒店內，我們現已安裝飲用水機作為瓶裝水的可持續替代品。

此外，我們計劃從提供水瓶過渡至提供智能節能殺菌飲水機，以減少酒店營運中的廢棄塑膠。該替換計劃預計於二零二五年年中或年底開始實施。

建築廢料

根據澳門的《建築廢料管理制度》，我們在物業內設立建築廢料回收點，以收集和分類裝修工程所產生的建築廢料。

Waste Management

Most of the waste generated by the Group is made up of plastic from the water bottles given to our casino patrons as well as paper used for marketing or administrative purposes. We have only produced non-hazardous waste in the Reporting Period, as outlined below.

We have implemented several frameworks to minimise waste production across various categories, as detailed in the table below.

Paper use

We have adopted strategies to reduce our paper consumption. Employees are encouraged to utilise electronic communications and documents whenever feasible in their work processes, and to print on both sides of the page to further decrease paper usage.

Plastic Use

We have significantly decreased our reliance on plastic products and reduced their usage. We have eliminated plastic straws and takeaway containers at our food and beverage outlets, replacing them with recyclable paper and eco-friendly materials. Additionally, our hotels now feature water dispensers as a sustainable alternative to bottled water.

In addition, we plan to transition from distributing water bottles to providing a smart energy-saving and sterilizing drinking water dispenser to reduce plastic waste in our hotel operations. This replacement initiative is set to begin in mid or late 2025.

Construction Waste

In accordance with the Construction Material Waste Management Regime of Macau, we set up construction waste recycling points at our properties to collect and categorise construction waste produced by our undergoing renovations of business premises.

Environmental, Social and Governance Report (Continued)

廚餘

廚餘是我們酒店營運面臨的一項重要挑戰，是整體廢棄物產生的重要來源。我們深知有責任以可持續的方式營運，定期舉行員工會議，以加強對廚餘作適當處理和進行有效追蹤。

我們在酒店內安裝若干設施，以盡量減少廚餘及送往堆填區。我們已安裝廚餘處理機，並在各處放置回收箱。廚房工作人員負責確保所產生的廢棄物得到妥善處理或回收。

未妥善處理的廚餘會產生甲烷，甲烷是一種加劇全球變暖的溫室氣體。為解決該問題，我們的酒店利用廚餘機（如圖）來處理廚餘，從而減少運送至堆填區的廢物量，並降低相關運輸過程中的碳足跡。

在勵庭海景酒店，液態式廚餘機每日可將12公斤的廚餘轉化為水，而勵宮酒店的固態式廚餘機每日可將120公斤的廚餘轉化為肥料。這些肥料用於澳門漁人碼頭的園景美化，剩餘的肥料則捐贈至本地苗圃。此外，我們的餐飲營運所產生的食用油由持牌經營者回收，以助減少我們在廢水處理過程的負擔及促進有價值物料的回收。

此外，我們目前正在建設中央廢物處理及回收中心。該設備可將廢物分類為：可回收、廚餘、有害廢棄物、電子垃圾等，以進一步改善廢棄物管理慣例。

除實施多項減廢框架外，我們已在酒店推行各項外部環保措施。

為加強可持續發展工作力度，我們鼓勵賓客參與多項環保計劃。該等計劃包括允許賓客僅於需要時更換床單及毛巾，使用壁掛式沐浴用品以減少塑膠廢物，並僅於要求時提供浴室手巾。通過推廣該等簡易措施，我們旨在減少過度消耗及浪費，從而更有效地保護自然環境及資源，造福子孫後代。

Food Waste

Food waste presents a considerable challenge in our hotel operations, significantly contributing to overall waste generation. Recognising our responsibility to operate sustainably, we conduct regular employees' meetings to reinforce proper kitchen waste disposal practices and track food waste effectively.

To minimise food waste and divert it from landfills, we have implemented several facilities within our hotel. Food waste composers have been installed, and recycling bins are conveniently located throughout the premises. The kitchen employees are tasked with ensuring that the waste they generate is disposed of or recycled correctly.



Improperly composted food waste can produce methane, a greenhouse gas that exacerbates global warming. To combat this issue, our hotels utilise food-composting machines (as shown) to process food waste, thereby reducing the volume of waste transported to landfills and lowering our carbon footprint associated with transportation.

At Harbourview Hotel, our food-composting machine processes 12kg of food waste into water daily, while Legend Palace Hotel's machine converts 120kg of food waste into fertiliser daily. This fertiliser is used for landscaping at MFW, with any excess donated to local plant nurseries. Additionally, cooking oil from our food and beverage operations is recycled by licensed operators, which helps alleviate the burden on our wastewater treatment process and promotes the recycling of valuable materials.

Furthermore, we are in the process of developing a centralised waste treatment and recycling center. This facility will facilitate the sorting of waste into recyclables, kitchen waste, hazardous waste, electrical waste, and more, thereby enhancing our waste management practices even further.

In addition to implementing several waste reduction frameworks, we have introduced various external protection measures across our hotels.

To enhance our sustainability efforts and conserve valuable resources, we encourage guests to engage in several environmental protection initiatives. These initiatives include allowing guests to request bed sheet and towel replacements only when necessary, utilising wall-mounted bath amenities to reduce plastic waste, and providing hand towels in bathrooms only upon request. By promoting these simple actions, we aim to minimise excess consumption and waste, thereby more effectively safeguarding our natural environment and resources for future generations.

Environmental, Social and Governance Report (Continued)

除環保措施外，就範圍三排放管理而言，隨著對範圍三披露的日益重視，我們已向綠色供應商提供了重要數據。

下文顯示了我們營運業務所產生廢物的摘要：

Beyond protective measures, in terms of Scope 3 emissions management, with the increasing emphasis on Scope 3 disclosures, we have provided our material data to green suppliers.

The following shows a summary of the waste generated from our business operations.

產生的固體廢物 ²⁶ Solid waste produced ²⁶			
	單位 Unit	二零二四年 2024	二零二三年 2023
無害廢棄物 ²⁷ Non-hazardous waste ²⁷			
紙張 Paper	噸 Tonnes	7.69	9.46
強度 Intensity	噸／百萬港元收益 Tonnes/million HK\$ revenue	0.0100	0.0128
塑膠 Plastic	噸 Tonnes	1.88	1.74
強度 Intensity	噸／百萬港元收益 Tonnes/million HK\$ revenue	0.0024	0.0021
廚餘 Food Waste	噸 Tonnes	152.58	157.66
強度 Intensity	噸／百萬港元收益 Tonnes/million HK\$ revenue	0.1978	0.2132
生活垃圾 Domestic Waste	噸 Tonnes	321.43	377.76
強度 Intensity	噸／百萬港元收益 Tonnes/million HK\$ revenue	0.4166	0.5107
廢食用油 Waste Cooking Oil	升 Litre	2,806.39	3,925.00
強度 Intensity	升／百萬港元收益 Litre/million HK\$ revenue	3.6377	5.3065

附註：

26. 無害廢棄物數據包括本集團二零二四年收集數據的各種廢棄物種類。我們加強了營運過程中所產生廚餘的數據收集範圍。

27. 強度按已產生廢棄物除以收益計算。於報告期內，收益不包括老撾的業務，因該業務於二零二四年五月停止營運。為確保一致性，我們亦已將二零二三年的強度計算剔除老撾業務產生的收益。

Notes:

26. The non-hazardous waste data include the types of waste on which the Group collected data in 2024. We have enhanced the scope of data collection of the generation of food waste in our operation.

27. The intensity is calculated by dividing the waste produced by the revenue. During the Reporting Period, the revenue excludes operations in Lao PDR, as the business ceased in May 2024. We have also excluded revenue generated in Lao PDR operation from 2023 intensity calculation to ensure consistency.

Environmental, Social and Governance Report (Continued)

推廣環保意識

Promoting Environmental Awareness



回收利是封活動

Lai Si envelope recycle activity

我們自二零一七年起參加回收利是封活動。今年，作為鼓勵員工重用及回收利是封舉措的一部分，我們共回收約6,250個利是封，從而減少浪費及提高環保意識。

We have participated the Lai Si Envelope Recycle activity since 2017. This year, approximately 6,250 envelopes were recycled as part of the initiative aimed at encouraging colleagues to reuse and recycle Lai Si envelopes, thereby reducing waste and promoting environmental awareness.



月餅盒回收活動

Mooncake Box Recycle Activity

我們自二零一八年起每年參加月餅盒回收活動。於二零二四年，我們成功回收合共32個月餅盒。該活動不僅有助減少廢物，更能提升社區環保意識，與本集團推動可持續發展及負責任廢物管理的承諾相契合。

We have been participating in the Mooncake Box Recycling Activity annually since 2018. In 2024, we successfully recycled a total of 32 mooncake boxes. This activity not only helps reduce waste but also promotes environmental awareness among the community, aligning with our commitment to sustainability and responsible waste management.

二零二四年澳門綠化週

2024 Macau Green Week

於二零二四年澳門綠化週期間，我們的員工通過自然生態體驗活動及植樹活動，共同宣傳綠色澳門，培養環保意識及社區參與感。

During the 2024 Macau Green Week, our employees collaborated through hiking and tree planting activities to promote a greener Macao, fostering a sense of environmental stewardship and community engagement.



回收遊戲攤位

Recycling Game Booth

我們已設立回收遊戲攤位，透過互動教育活動鼓勵員工參與回收行動。此舉不僅能提升對回收的重要性的認識，亦能培養員工的社區意識及團隊精神。

We have established Recycling Game Booth, which encourages participation in recycling efforts through interactive and educational activities. This initiative not only raises awareness about the importance of recycling but also fosters a sense of community and teamwork among our employees.

遠足活動

Hiking Event

我們為員工組織遠足活動，提供既能鍛鍊身心又可減壓的運動機會。員工藉此親近自然，享受遠足樂趣，同時亦增強其環保意識。遠足結束後，全體參與者齊聚一起品嚐橫琴特色美食，為當日活動畫上圓滿句號。

We organised hiking activities for our colleagues, providing an opportunity to engage in a physical and stress-relieving sport. Employees embraced this chance to enjoy the fun of hiking while connecting with nature, which also helped enhance their environmental awareness. After the hike, all participants gathered to savor delicious Hengqin foods, making a delightful conclusion for the day.



Environmental, Social and Governance Report (Continued)

此外，勵庭海景酒店榮獲澳門環保酒店獎金獎及萊斯酒店榮獲澳門環保酒店獎銅獎，而澳門漁人碼頭亦獲澳門電力股份有限公司頒發二零二四年知慳惜電活動酒店B組優異獎，認可本集團在可持續發展及環保實踐的承諾。該等獎項彰顯了我們在節能、水資源管理及減廢措施方面的努力，展現本集團致力降低生態足跡的決心。通過獲得該等認可，我們不僅能鞏固我們作為可持續旅遊業領導者的聲譽，更能吸引具環保意識的旅客。這些成就激勵我們持續完善環保措施，並強化我們對社區及環境作出積極影響的承諾。



勵庭海景酒店
Harbourview Hotel



萊斯酒店
Rocks Hotel



澳門漁人碼頭
MFW

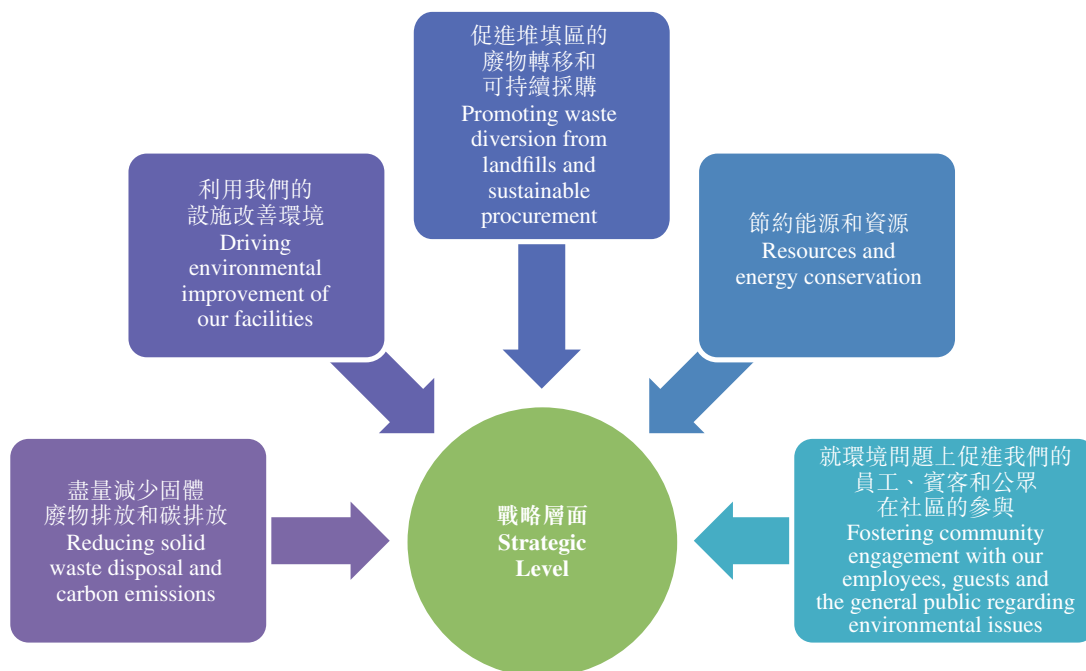
In addition, Harbourview Hotel has received the Gold Macau Green Hotel Award and Rocks Hotel has received the Bronze Macau Green Hotel Award, and Macau Fisherman Wharf was also awarded the Macau Energy Saving Activity 2024 – Hotel Group B Excellence Award by Companhia de Electricidade de Macau, recognising our commitment to sustainability and environmentally friendly practices. These awards highlight our efforts in implementing energy conservation, water management, and waste reduction initiatives, showcasing our dedication to minimising our ecological footprint. By achieving these recognitions, we not only enhance our reputation as a leader in sustainable hospitality but also attract eco-conscious travellers. These accomplishments motivate us to continue improving our sustainability initiatives and reinforces our commitment to making a positive impact on the community and environment.

實踐可持續採購

本集團的採購政策已整合ESG因素來管理所有採購和外包決策的過程。在戰略層面上，以下包括的採購決策符合集團的環境目標：

SUSTAINABLE PROCUREMENT PRACTICES

ESG considerations have been incorporated into the Group's procurement policy to guide all outsourcing and procurement decision-making. At the strategic level, we make sure our procurement decisions are made in line with the Group's environmental objectives, including:



Environmental, Social and Governance Report (Continued)

本集團採用由澳門環境保護局(「澳門環保局」)所制定的環保採購指引。在營運層面上，我們為酒店的消耗品、便利設施和其他用品設定標準，以防止過度採購和過量儲存。該等標準將根據實際消耗模式每兩年進行一次檢討和調整。

選擇供應商

在選擇供應商時，除成本效益外，本集團還考慮到ESG因素。供應商和服務提供商必須在招標過程中展示其ESG表現，這將成為授出業務的評估標準中的一個重要部分。我們特別評估生產者、產地、材料成分、必要性以及過期產品的處置方式。在可行的情況下，優先考慮採用獲信譽良好機構認證以及對環境影響最少的產品。

供應商評估和參與

我們期望供應商遵守所有適用法律、法規和道德勞工標準。這包括確保工作場所安全、支付公平的工資和尊重人權及兒童權利。通過參與和知識交流，我們鼓勵和影響供應商改善服務、產品和業務經營，以減少彼等對環境的影響，促進可持續發展。

於報告期內，本集團與以下地區和國家的1,813家供應商合作：

The Group has adopted the Green Purchasing Guidelines established by the Environmental Protection Bureau (“DSPA”). At the operational level, we have set par levels for consumables, amenities, and other supplies in our hotels to prevent excessive purchasing and inefficient storage. These par levels are reviewed and adjusted bi-annually depending on actual consumption patterns.

Supplier Selection

In addition to cost-effectiveness, the Group considers ESG factors when selecting suppliers. During the tendering process, suppliers and service providers must demonstrate their ESG performance, which will form a crucial part of the evaluation criteria for awarding business. We assess factors such as the producers, origins, material composition, necessity, and proper disposal of the expired products in particular. Whenever possible, preference is given to products that are recognised by reputable organisations and have the least negative impact on the environment.

Evaluation and Engagement with Suppliers

Our suppliers are expected to comply with all applicable laws, regulations, and ethical labour standards. This consists of ensuring workplace safety, paying fair wages and respecting human and children’s rights. Through engagement and knowledge exchange, we encourage and influence our suppliers to improve their services, products and business operation in order to reduce their environmental impact and promote sustainability.

During the Reporting Period, the Group collaborated with 1,813 suppliers from the following countries and regions:

我們的供應商分佈於以下地區 Total Number of Suppliers by Geographical Region		
	二零二四年 2024	二零二三年 2023
澳門 Macau	1,401	1,386
香港 Hong Kong	331	330
中國內地 Mainland China	61	60
其他亞洲國家 Other Asian countries	4	5
其他國家 Other countries	16	15
總計 Total	1,813	1,796

Environmental, Social and Governance Report (Continued)

以人為本的文化

員工乃企業成功的基石。在澳門勵駿，我們提供的不僅僅只是一份工作，更是事業機遇。我們的目標是鼓勵員工通過促進高績效文化和認可其卓越貢獻來成為員工首選的僱主。

於報告期內，本集團並不知悉有任何重大違反澳門有關賠償及解聘、招聘及晉升、工時、休息期間、平等機會、多元化、反歧視、其他福利和待遇以及童工及強制勞工等相關的法律法規的情況，而對本集團造成重大影響。

本集團的員工總數概述如下：

僱員總數 Total Workforce		
	二零二四年 2024	二零二三年 2023
按員工性別劃分 By Gender		
男性 Male	600	635
女性 Female	549	514
按僱傭類型劃分 By Employment Type		
全職 Full-time	1,149	1,149
按員工年齡劃分 By Age Group		
(18–29歲) 18-29	115	130
(30–50歲) 30-50	792	817
(50歲以上) > 50	242	202
按僱員類別劃分 By Position		
高級管理層 Senior Management	12	13
管理層／主管 Management/Supervisor	394	403
一般員工 General Staff	743	733
按地區劃分 By Geographical Region		
澳門 Macau	1,142	1,147
香港 Hong Kong	6	2
其他 Other	1	–
總計 Total	1,149	1,149

PEOPLE-ORIENTED CULTURE

The success and achievements of a company are fundamentally tied to its employees. At Macau Legend, we strive to do more than just provides jobs; we provide meaningful career opportunities. By fostering a culture of high performance and honouring employee contributions, we aim to established ourselves as the preferred employer and cultivate a culture of excellence.

During the Reporting Period, the Group was not aware of any material breach of relevant laws and regulations in Macau that has a significant impact on the Group relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunities, diversity, anti-discrimination, other benefits and welfare, as well as child and forced labour.

The total workforce of the Group is summarised as follows:

Environmental, Social and Governance Report (Continued)

發展包容性及多元化的工作環境

本集團致力為員工創造平等包容的工作環境。我們的僱傭政策強調，求職者的選拔基於與職位相關的資歷，包括技能、能力、貢獻和表現。

本集團全面遵守所有適用勞動法律、法規及最佳慣例。我們嚴厲禁止僱用童工和強制勞工。僱傭前，所有申請人均須接受背景調查及體檢，人力資源團隊確保全體僱員在平等就業條件下獲聘用。在招聘過程中，我們會實行合適的面試程序。申請人可自行決定是否接受聘用。

在招聘過程中提供誤導性、錯誤或欺騙性資料的申請人將不予考慮。

於報告期內，本集團概無發現任何有關勞工準則的重大不合規個案。

強調員工價值

本集團致力透過有效溝通，促進緊密合作關係及提升工作效率。為促進員工參與，本集團已設立多個渠道，讓員工可向彼等各自的經理或管理層反映意見。

員工可以通過電話、電子郵件聯繫人力資源部，或與人力資源部代表預約。對於偏向於更隱私方式的員工，本公司還設立了由員工關係團隊管理的意見箱。

在為旅客提供優質食物和服務的同時，我們也確保員工獲得周全照顧。作為一種更平易近人、實用和對生態負責的收集反饋的途徑，已引入電子調查系統。員工可根據食物的種類和品質、環境的舒適度和服務水準來評價在飯堂的用餐體驗。調查結果將會匯總和分析，以確定需要改進的方面。於報告期內，我們共收到來自不同飯堂的74份回覆。

An Inclusive and Diverse Working Environment

The Group is dedicated to promoting a fair and inclusive work environment for all employees. Our employment policy emphasises the selection of candidates based on relevant qualifications for open positions, including their abilities, competencies, contributions, and performance.

We fully abide by all applicable labour laws, rules, and best practises. The Group has a strict policy against forced labour and child labour. Prior to employment, all applicants must undergo a thorough background check and medical check. Our human resources team ensure that each applicant is treated fairly and impartially. We adhere to our interviewing practice during the recruiting process, and candidates accept job offers of their own free will.

Applicants who provide misleading, erroneous or deceptive information during the recruitment process would not be considered.

During the Reporting Period, the Group was not aware of any material non-compliance cases relating to labour standards.

Emphasising the Value of Our Employees

The Group is dedicated to fostering a close relationship and enhancing productivity at work through effective communication. To facilitate employee engagement, the Group has established several channels for employees to emphasises their concerns to their respective managers or management employees.

Employees can reach the Human Resources Department by phone, email, or they can arrange an appointment with their representatives. For those who prefer a more private approach, opinion boxes managed by employee relations team are also set.

While we provide excellent food and service to our visitors, we also ensure that our employees are well cared. As a more approachable, practical, and ecologically responsible means to collect feedback, electronic survey systems have been introduced. Employees can rate their dining experience at the canteens based on the variety and quality of the food, comfortability of the environment and level of services. The results are consolidated and analysed to identify areas for improvement. During the Reporting Period, we received a total of 74 responses from different canteens.

二零二四年電子飯堂調查回饋總數 Total E-Canteen Survey Reponses in 2024	
勵庭海景飯堂 Harbourview Canteen	9
勵宮飯堂 Legend Palace Canteen	65
合共 Total	74

員工反饋及申訴

本集團非常重視並嚴肅對待員工反饋及申訴。收到任何反饋或投訴後，管理層會迅速進行調查及解決。所接獲的反饋或投訴均透過一個整合的回應流程及時處理。有關物業的人力資源部會對問題展開調查。視乎關注事項的性質，於適當時告知物業主管及人力資源主管。情況嚴重者則提升至向行政總裁匯報。如有需要，可能邀請有關持份者參與保密調查相談。輕微個案力求於一週內得到解決，而較複雜的事件則取決於搜集資料工作所需的時間。所有調查結果最終呈報予行政總裁作最後審閱及批簽。我們對員工善意提出的任何意見或投訴採取適當的行動及進行徹底調查。在合理範圍內，投訴人的身份將受到保護，所有舉報均嚴格保密。

舉報及內部調查機制

本集團實施多項強勁措施保護善意報告違規行為的員工免受任何影響和報復。本集團的《行為準則》嚴禁干擾調查，違反者將受到紀律處分。

Employee Feedback and Grievances

The Group places great importance on employee feedback and grievances, treating them with utmost seriousness. Any feedback or complaints received are promptly investigated and addressed by our management. Any feedback or complaints received are promptly handled through a coordinated response process. The relevant property's Human Resources Department initiates an examination of the issue. The Head of the property and the Head of Human Resources are informed as appropriate based on the nature of the concern. In serious matters, escalation to the chief executive officer occurs. Relevant stakeholders may be invited to participate in confidential investigatory discussions as needed. Minor case resolutions aim to be addressed within one week, while conclusions for more complex matters depend on timely information gathering efforts. All investigation results are ultimately reported to the chief executive officer for final review and sign-off. We take appropriate action and thoroughly investigate any suggestions or grievances expressed in good faith by employees. Within a reasonable extent, the identities of complainants will be protected, and all reports will be kept strictly confidential.

Whistle-blowing and Internal Investigation Mechanism

The Group has implemented robust measure to protect its employees who report violations out of goodwill from any repercussions and retaliation. Interference with an ongoing investigation is strictly forbidden under the Group's Code of Conduct and violators will be subject to disciplinary actions.

內部調查機制 Internal Investigation Mechanism



當收到報告時，人力資源部會進行徹查，然後將其轉交給相關員工及部門以採取進一步行動。倘涉及嚴重的指控，則及時告知高級管理層及審核委員會，以確保調查公正。

Upon receiving a report, the Human Resources Department conducts a thorough investigation before forwarding it to the relevant employees and departments for further action. In cases involving serious allegations, the senior management and the Audit Committee are promptly informed to ensure an impartial inquiry.



委員會定期向董事會主席、行政總裁及董事會報告調查的進展及結果。舉報的員工亦將於適當時候獲告知調查結果。

The Committee regularly reports the progress and findings of the investigation to the chairman of the Board, the chief executive officer, and the Board. When deemed appropriate, the reporting employee is informed of the investigation's findings.



舉報人獲提供一個指定聯絡點，以私下透過保密渠道（如即時通訊或電話）從指定人員接收調查的最新信息。

A designated point of contact is provided to whistleblowers to privately receive investigation updates from assigned personnel via confidential channels such as instant messaging or phone calls.

Environmental, Social and Governance Report (Continued)

康樂活動及團隊建設

我們努力與社區建立密切的關係及視員工為澳門勵駿大家庭的成員。為表達對員工的感激之情，我們不時為員工舉辦團隊建設及康樂活動。

於報告期內，我們為員工組織的各種活動如下：



迎蛇年新春喜揮春活動

Welcome Lunar New Year DIY Spring Couplets Activities

於農曆新年期間，我們為員工舉辦傳統活動DIY揮春活動，讓他們寫下新春祝福。參與者投入創作寓意吉祥的揮春，恭祝來年福運昌隆。為增添節日氣氛，我們派發傳統新年小糕點，讓眾人同慶佳節，共享新春喜悅。

During Chinese New Year, we held a DIY Spring Couplets event for our colleagues to write their wishes as a traditional fun activity. Participants enjoyed crafting their couplets, which symbolise good fortune and prosperity for the upcoming year. To enhance the festive atmosphere, traditional New Year snacks were also distributed, allowing everyone to celebrate together and share in the joy of the season.

Recreational and Team building

We strive to foster strong bonds within our community and treat our employees as members of the Macau Legend family. We occasionally organised enjoyable team-building and recreational events for our employees as a way of expressing our gratitude to our workforce.

Throughout the Reporting Period, various activities were organised for our employees as following:

DIY包粽工作坊

DIY Rice Dumpling Workshop

於端午佳節期間，我們為全體員工(包括主席及管理層成員)舉辦DIY包粽工作坊，齊聚一堂包粽子。同事們互相幫助學習傳統粽葉包裹技巧，培養團隊精神。這項活動不僅宣揚中國文化傳統，更讓大家在共享美味粽子的過程中增進情誼。

During the Dragon Boat Festival, we held a DIY Rice Dumpling workshop for all employees, including the chairman and management team, to make rice dumplings together. Colleagues also helped each other to learn the traditional techniques of wrapping and making the dumplings, fostering teamwork. This hands-on experience not only celebrated our cultural heritage but also strengthened our bonds as we enjoyed delicious rice dumplings together.



中秋員工嘉許晚宴

Mid-Autumn Festival Staff Recognition Dinner

於中秋佳節期間，我們舉辦嘉許晚宴表彰優秀員工。團隊成員共聚一堂品嚐佳餚，同時欣賞精彩表演。活動更設有遊戲環節，並於晚會期間頒發逾250份獎品，營造出既彰顯個人成就、又能凝聚團隊精神的節慶氛圍。

During the Mid-Autumn Festival, we held a recognition dinner to honour outstanding employees. Team members enjoyed a delightful dinner together while appreciating performances provided throughout the evening. Engaging games were also played, and over 250 prizes were given out during the night, creating a festive atmosphere that celebrated both individual achievements and team spirit.

Environmental, Social and Governance Report (Continued)

聖誕節工作坊：DIY曲奇餅

Christmas DIY Cookies Workshop

於聖誕節期間，我們為員工舉辦DIY曲奇餅工作坊，一起製作美味曲奇餅。我們同時準備精美聖誕曲奇餅包裝材料，讓同事可精心裝飾親手製作的曲奇餅，成為贈送親友的絕佳節日禮物。

During the Christmas holiday, we held a DIY Cookies Workshop for colleagues to make delicious cookies together. Magnificent Christmas packaging for cookies was also prepared for colleagues to beautifully present their creations, making their homemade treats perfect for gifting to friends and family.



麻雀王大賽

Mahjong Competition

我們為員工舉辦麻雀王大賽，誠邀同們參賽或到場觀戰。合共52位同事參與作賽，盡展牌藝與謀略。除主賽事外，還安排了多項遊戲，讓所有參與者投入歡樂氛圍。勝出者獲頒豐富獎品，令活動更添刺激與驚喜。

We held a Mahjong Competition for our colleagues to come join the fun, and colleagues were also encouraged to be part of the audience. A total of 52 players participated in the competition, showcasing their skills and strategies. In addition to the main event, various games were organised, allowing everyone to engage and enjoy the atmosphere. Winners received exciting prizes, making the event even more thrilling and rewarding for all involved.

糖霜曲奇工作坊

Icing Cookies Workshop

我們舉辦了一糖霜曲奇工作坊，讓員工們發揮創意，用糖霜將曲奇餅裝飾成兔子、小雞及蝴蝶等可愛動物造型。這項趣味活動製作的曲奇不僅美味可口，亦具有視覺吸引力，培養參與者的創造力與團隊協作精神。各同事樂在其中，親手將想像中的曲奇化為現實，共同締造難忘的美好回憶。

We held an Icing Cookies Workshop, allowing our employees to decorate cookies with icing, transforming them into adorable animal figures such as rabbits, chickens, and butterflies. This fun activity made the cookies not only delicious but also visually appealing, fostering creativity and teamwork among participants. Everyone enjoyed the process of bringing their cookies designs to life, making it a memorable experience for all involved.



Environmental, Social and Governance Report (Continued)

我們照顧員工的需要和顧慮。於二零二四年，本集團員工流失率約為16.6%。

We take care of the employees' needs and concerns. In 2024, the turnover rate of the Group was about 16.6%.

員工流失率(%) ²⁸ Employee Turnover Rate (%) ²⁸		
	二零二四年 2024	二零二三年 2023
總流失率 Overall	16.6	28.2
按員工性別劃分 By Gender		
男性 Male	21.8	30.1
女性 Female	10.9	25.9
按員工年齡劃分 By Age		
(30歲以下) Below 30	40.0	49.2
(30–50歲) 30-50	12.9	26.2
(50歲或以上) ≥ 50	17.8	22.8
按位置劃分 By Location		
澳門 Macau	16.5	28.2
香港 Hong Kong	33.3	50.0

就業條件

我們的薪酬方案旨在吸引、留住和激勵高素質員工。除了有競爭力的薪金外，我們提供與個人表現及貢獻相稱的額外獎金和非金錢獎勵，包括提供福利和專業發展機會。

Employment Conditions

Our remuneration packages are thoughtfully designed to attract, retain and motivate high-quality employees. In addition to competitive salary, we offer bonuses and non-monetary incentives, such as welfare benefits and professional development opportunities, based on individual performance and contributions.

附註：

²⁸ 流失率的計算方法是將每個類別的離職員工人數除以於二零二四年十二月三十一日的同一類別員工總數。

Note:

²⁸ Turnover rate is calculated by dividing the number of leaving employees in each category by the total number of employees in the same category as at 31 December 2024.

Environmental, Social and Governance Report (Continued)

根據澳門《勞動關係法》第三十三條，本集團採用每週六天工作制，正常工作時間為每天八小時。超時工作安排和相應補償分別根據本法第36條和第37條的規定執行。為促進工作與生活的平衡，僱員亦享有各種假期，包括年假、每週休息日、法定假期、病假、住院假、工傷假、產假、補償假和恩恤假。此外，我們的員工醫療費用由公司醫療計劃支付。

於報告期間，我們亦實施有薪病假健康獎勵計劃，鼓勵員工保持良好體魄，養成健康生活習慣。符合相關條款及條件的員工可獲得相應健康獎勵。

關於外地勞工，本集團提供免費住宿安排及可申請房屋津貼。我們為所有當值員工在員工食堂或其他指定餐飲點每日提供兩餐膳食。員工在本集團擁有的餐廳也會獲得各種折扣。

當員工嚴重違反商業政策或行為不當時，可能會透過即時撤職提前終止僱傭關係。倘員工辭職，則我們將與該員工進行離職面談，以收集其意見並查找需要改進的地方。

職業健康及工作地點安全

員工健康

員工是本集團的寶貴資產。我們透過人力資源管理策略優先考慮員工的健康和福祉。為確保所有申請人健康狀況符合職位要求，彼等必須順利通過僱傭前體檢，體檢費用由本集團承擔。

我們每年提供體檢，保障員工的權利及健康。倘任何員工被診斷出患有重大疾病，人力資源部將盡力將該員工重新安排到本集團內的適當職位。

作為澳門酒店及娛樂業的領先企業之一，我們的酒店為眾多賓客提供款待服務，這使我們的前線員工面臨感染傳染病的風險。為將風險降到最低，本集團已為客房服務團隊制定懷疑或發現客人為傳染病毒攜帶者時的工作指引，並已修訂房間清潔流程。此外，我們展開教育培訓以提高員工對傳染病的認識，使員工能夠採取適當的安全預防措施。

The Group follows a six-day workweek schedule with standard working hours of eight hours per day, in compliance with Article 33 of the Macau Labour Relations Law. Overtime work and corresponding remuneration are respectively regulated by Articles 36 and 37 of the Law. To promote work-life balance, employees are also entitled to various type of leaves, including annual leave, weekly rest days, statutory holidays, sick leave, hospitalisation leave, work injury leave, maternity leave, compensation leave and compassionate leave. In addition, our Company Medical Scheme covers employees' medical expenses.

During the Reporting Period, we also implemented a Paid Sick Leave Healthy Reward Program to encourage employees to maintain good physical health and adopt a healthy lifestyle. Employees who meet the relevant terms and conditions can receive corresponding health rewards.

For imported labour, the Group provides free accommodations and a housing allowance which may be available upon request. All employees on duty receive two meals daily at the employees' canteens or other designated food and beverage establishments. Employees at our Group-owned restaurants are also entitled to enjoy various discounts.

In case of severe violation of business policies or misconduct, early termination of employment through summary dismissal may occur. When an employee resigns, we conduct exit interviews to gather their opinion and identify areas for improvement.

Occupational Health and Workplace Safety

Employees' Health

Our employees are vital asset to the Group, and we prioritise their health and well-being through our human resources management strategy. To ensure all applicants are physically qualified for their roles, they must successfully complete the pre-employment medical examination, which is financially covered by the Group.

We also provide annual medical check-ups to uphold the employees' rights and health. If any employees are diagnosed with significant medical condition, the human resources department will make efforts to reassign them to suitable positions within the Group, whenever possible.

As a leading business in Macau's leisure and hospitality sectors, our hotels serve numerous visitors, which exposes our frontline employees to the risk of infectious illnesses. To mitigate such risk, the Group has established operating procedures for the housekeeping employees when visitors are suspected or confirmed to be infected. We have also implemented revised cleaning protocols. Additionally, we conduct educational sessions to enhance employees' awareness of infectious diseases, enabling them to take appropriate safety precautions.

Environmental, Social and Governance Report (Continued)

於報告期內，因工傷損失工作日數為360天。包括報告年度在內的過去三年內沒有發生與工作有關的死亡事件。本集團並不知悉任何不遵守澳門有關提供安全工作場所及保障員工免受職業危害的適用法律法規的情況。下表提供於過去三年發生的工作相關死亡事故詳情：

During the Reporting Period, there were 360 lost days due to work injury. There was no work-related fatality that occurred in the past three years including the reporting year. The Group was not aware of any non-compliance with applicable laws and regulations in Macau concerning the provision of a safe working environment and protection of employees from occupational hazards. The following table provides details of work-related fatalities that have occurred in the past three years:

員工健康與安全 Employee Health and Safety			
	二零二四年 2024	二零二三年 2023	二零二二年 2022
與工作有關的死亡數字 Number of Work-related Fatalities	–	–	–
與工作有關的受傷數字 Number of Work-related Injuries	13	30	27
因工傷損失工作日數 Lost Days due to Work-related Injuries	360	323	479

工作地點安全

我們在所有場所都進行了日常工作地點安全檢查，以檢查以下領域的安全控制措施：

Workplace Safety

Routine workplace safety inspections are conducted in all of our establishments to check the safety control measures in the following areas:

酒店 Hotel	餐飲 Food and Beverages	日常營運 General Operation	工程 Construction
<ul style="list-style-type: none"> 一般安全 General safety 消防安全 Fire safety 急救用品 First-aid items 	<ul style="list-style-type: none"> 爐灶及熱食容器的使用 Usage of stoves and hot food containers 冷藏庫 Cold storage 食物升降機及燃氣爐具的維護 Maintenance of food lifts and gas stoves 刀具的使用及存放 Usage and storage of knives 	<ul style="list-style-type: none"> 倉庫 Storage 電氣安全 Electrical safety 消防安全 Fire safety 	<ul style="list-style-type: none"> 設備及機械 Equipment and machinery 電氣安全 Electrical safety 處理危險物質及化學品 Handling dangerous substances and chemicals 噪音管理 Noise management 人體工效學工作方法 Ergonomic practices 高空工作 Working at height

Environmental, Social and Governance Report (Continued)

我們為澳門漁人碼頭的廚房員工制定了安全使用炊具及保持衛生的工作程序。新入職的廚房員工於正式上班前必須接受強制性培訓，學習該等安全知識。此外，管理層召開員工例會及輪班簡報會，直接向團隊傳達任何經修訂的流程或工作流程調整。這方法可確保所有廚房員工均充分瞭解有關政策，於食物製備過程中將風險減至最低及維持最佳安全標準。

安全培訓 Safety Training

我們與澳門勞工事務局合作為員工舉辦「酒店及飲食業職安卡」及「建造業職安卡」培訓課程。該綜合培訓讓他們瞭解有關工作場所安全與健康的相關法例及法規以及酒店、飲食及博彩業的常見風險，以及防止事故和職業危害的措施和裝備。

In partnership with the Macau Labour Affairs Bureau, we have established the Hotel & Catering Industry Safety Card and Construction Industry Occupational Safety Card training course for our employee members. This comprehensive training gives our employees knowledge of relevant laws and rules regarding workplace safety and health. It also covered typical risks in the hotel, catering, and gaming industries, as well as safeguards and tools to prevent accidents and occupational hazards.

本集團亦定期舉辦「職業安全與健康遊戲攤位」，以進一步提升員工的職業安全意識、培養良好工作習慣，並建立企業安全文化。透過這種寓教育於娛樂的方式，我們期望持續提升員工在職業安全與健康方面的專業能力。

於報告期內，我們已為消防安全主任安排認證培訓。其提供必要的技能，以進行應急計劃，將應急計劃付諸行動，進行協調，並對已安裝系統如何操作和樓宇消防安全有一定瞭解。此外，我們為前線員工舉辦成人急救證書課程(包括急救、心肺復甦及自動體外除顫儀的操作)，以提高員工安全意識、應急處理能力、提升公司形象、降低風險及促進團隊精神。

We have established comprehensive working procedures for the kitchen employees at MFW regarding the safe use of cooking utensils and hygiene maintenance. All new kitchen employees are required to undergo mandatory training to learn these protocols before starting their roles. Furthermore, management conducts routine employees' meetings and shift briefings to communicate any revised processes or workflow adjustments to the team directly. This approach ensures all culinary personnel are well-informed of policies to minimise risks and maintain optimal standards of safety in food preparation.



We also regularly hold occupational safety and health games booth to further enhance employees' awareness of occupational safety, cultivate good work habits, and establish a safety culture within the Company. Through this engaging and educational approach, we hope to continue improving employees' competencies in occupational safety and health.

We have scheduled certified training for the fire safety officer within the Reporting Period. It offers the skills necessary to carry out emergency planning, put emergency response plans into action, coordinate them, and be knowledgeable about how installed systems work and building fire safety. Additionally, we have organized certified Adult First-Aid courses (Including the operation of first aid, cardiopulmonary resuscitation ("CPR"), and automated external defibrillators ("AEDs")) for frontline employees to enhance their safety awareness, emergency response capabilities, improve the company's image, reduce risks, and promote teamwork.

Environmental, Social and Governance Report (Continued)

員工培訓及職業發展

本集團確保員工獲得各種持續發展的機會，包括項目經驗、在職輔導、垂直職業發展以及外部培訓課程或研討會，旨在秉持我們為員工提供的不僅是一份工作，更是一份事業的承諾。我們鼓勵員工與各自的主管討論其發展志向，以便我們能夠為他們提供可能的最大支持。員工的培訓通常包括以下主題：

員工培訓 Employee Training

- 保安服務培訓
Security Guard Service Training
- 酒店產品知識
Hotel Product Knowledge
- 消防安全主任認證培訓
Certified Training for Fire Safety Officer
- 熟習與下屬的溝通技巧
Become an expert in communication with subordinates
- 壓力管理工作坊
Stress Management Workshop
- 食物衛生督導員培訓
Food Hygiene Supervisor Training
- 掌握服務技能並成為優質前線服務員工
Master Service Skills and Become a Quality Frontline Service Employees

Staff Training and Career Development

The Group ensures that its employees have ample opportunities for continuous development, including project-based exposure, on-the-job coaching, horizontal career development, and external training courses or seminars. This commitment upholds our belief in giving each employee more than just a job, but a career. We encourage each employee to communicate their growth goals with their management so that we can provide them with the greatest support possible. Employee training often covers the following topics:

此外，本集團亦會推薦及贊助僱員參加相關的外部培訓課程。

Additionally, the Group nominates and sponsors employees' attendance at relevant external training sessions.

報告期內的員工培訓數據如下：

The employee training data for the Reporting Period are as follows:

	二零二四年 2024		二零二三年 2023	
	參與者數量 ²⁹ Number of Participants ²⁹	平均培訓時數 Average Training Hours	參與者數量 Number of Participants	平均培訓時數 Average Training Hours
單位 Unit	人數 (%) Number (%)	小時 Hour	人數 (%) Number (%)	小時 Hour
總計 Total	2,322 (202.1%)	2.80	586 (51.0%)	2.49
按員工性別劃分 By Gender				
男性 Male	1,208 (52.0%)	3.44	355 (60.6%)	2.49
女性 Female	1,114 (48.0%)	2.11	231 (39.4%)	2.48
按員工職級劃分 By Employee Category				
高級管理層 Senior Management	10 (0.4%)	31.07	5 (0.9%)	19.35
管理層／主管 Management/Supervisor	832 (35.8%)	3.21	142 (24.2%)	1.85
一般員工 General Employee	1,480 (63.7%)	2.14	439 (74.9%)	2.54

附註：

²⁹ 參與者培訓總數百分比使用本集團接受培訓的參與者人數除以本集團員工總人數計算，而按參與者性別及參與者職級劃分的百分比使用各類別中接受培訓的參與者人數除以培訓參與者的總人數計算。於報告期間，參與者人數較以往受疫情嚴重影響的年度增加。

Note:

²⁹ The percentage of total participants trained is obtained by dividing the number of participants who received training by the Group's total workforce, whereas the percentage of participants trained by gender and participant category is obtained by dividing the number of participants of the respective category who received training by the total number of trained participants. During the reporting period, the number of participants increased compared to previous years, which were significantly affected by the pandemic.

Environmental, Social and Governance Report (Continued)



績效考核及職業發展

為提高本集團的整體競爭力，我們進行定期績效考核，以評估員工的表現。該等評估可使我們確定員工有任何長處可加以利用以及是否需要進一步培訓。不同級別的員工將按不同方面進行評估。績效考核程序包括雙向反饋機制，主管首先會安排一對一會面，提供建設性反饋並收集員工意見。最後，主管會就培訓機會向員工提供輔導，並給予意見支持其事業發展。

一般員工 General Employee	主管 Supervisors
一般員工的績效評估重點為工作技能、溝通能力、團隊合作及態度。該評估有助我們認識並利用其現有技能，同時在溝通過程中提出改善建議。 The appraisal focuses on job skills, communication, team works and attitude. This assessment helps us recognise and leverage their existing skills while providing opportunities for improvement in communication.	主管級員工的績效評估方面，則評估他們的領導能力、管理能力以及工作能力。該評估有助我們識別他們在領導團隊及有效管理工作上的長處，同時指出他們在哪些方面可以作進一步發展。 The appraisal evaluates their leadership and management skills, as well as their attitude towards their work. This assessment enables us to identify their strengths in leading teams and managing tasks effectively, while also highlighting areas where further development may be beneficial.

二零二四年全民國家安全教育展

National Security Education Exhibition 2024

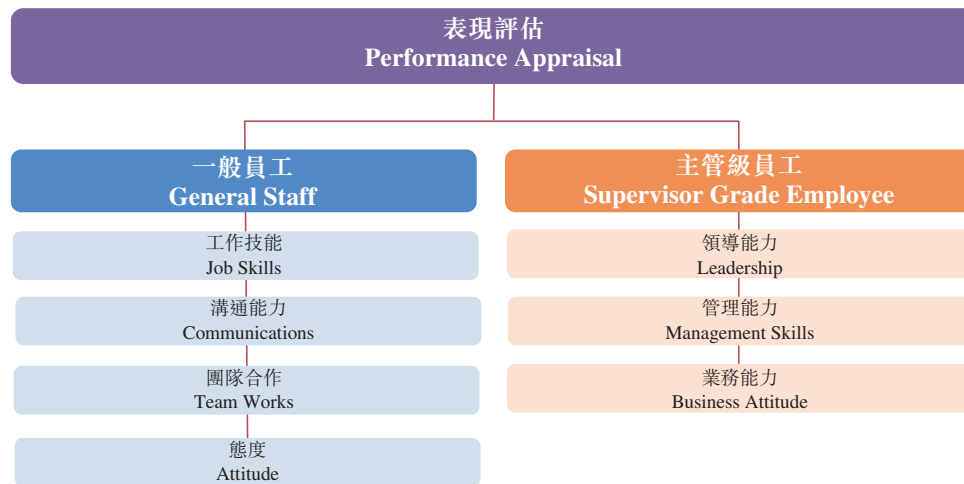
本集團主席及董事率領管理層團隊共26人參與二零二四年「全民國家安全教育展」導賞活動。是次參觀深化了我們對政府提出的「總體國家安全觀」之理解。我們了解到二零二四年國家安全體系的變化，新安全格局下的歷史性成就及相關法律框架。展望未來，本集團將致力於遵循該等國家安全原則，並為社會的整體穩定及發展作出貢獻。

The Group’s Chairman, Directors lead our management team with a total of 26 team members participated in the guided tour of the 2024 “National Security Education Exhibition.” This experience deepened our understanding of the “Holistic Approach to National Security” proposed by the Government. We learned about the changes in the national security system in 2024, the historical achievements within the new security landscape, and the relevant legal frameworks. Looking ahead, our Group is committed to aligning with these national security principles and contributing to the overall stability and development of our community.

Performance Appraisal and Career Development

To enhance the overall competitiveness of the Group, we conduct regular performance appraisals to evaluate our employee’s performance. These assessments allow us to identify if there are any strengths to utilise and any needs for further training. For employees in different grades, they will be assessed based on different aspects. The performance appraisal process includes a two-way feedback mechanism, where supervisors first arrange one-on-one meetings to provide constructive feedback and gather employees’ insights. These sessions conclude with supervisors offering guidance on training opportunities and advice to support employees’ career advancement.

Environmental, Social and Governance Report (Continued)



當集團內有新的職位空缺時，在對外招聘前，我們會優先考慮內部晉升或調動合適的員工。這種做法體現了我們對內部人才的認可和栽培，為現有員工提供成長和晉升機會的承諾。

知識產權

為保護本集團的知識產權，本集團已採取必要步驟作出商標申請，並將繼續監督及防止其知識產權被未經授權使用或侵犯。如若發現侵犯本公司知識產權的行為，本公司將積極主動地及時對有關侵權行為採取行動。

堅持最高的服務質量

澳門酒店及娛樂業競爭激烈，本集團致力為賓客提供最優質的服務及提升賓客體驗。顧客服務手冊中對員工的行為、外表及態度均有規定，是我們酒店的員工接受培訓的資源。本集團舉辦各類培訓以維持優質服務水平，包括保安服務培訓、酒店產品知識培訓，以及消防安全主任認證培訓等。

從採購到儲存、準備及服務的烹飪運作均須遵守嚴格準則。我們的質量控制程序確保在每一環節都保持衛生和食品安全標準，從食品採購、交付和儲存、準備到服務。

When new vacancies arise within the Group, we prioritise internal promotion or transfer of suitable employees over external hiring. This approach reflects our commitment to recognising and nurturing the talent within our organisation, providing opportunities for growth and advancement to our existing employee members.

INTELLECTUAL PROPERTY RIGHTS

To safeguard the Group's intellectual property rights, the Group has taken necessary steps to file trademark application and will consistently monitor and prevent any unauthorised use or violation of its intellectual property rights. If it is found that there has been an infringement of our intellectual property rights, the Company will proactively take action against such infringement in a timely manner.

UPHOLDING HIGHEST SERVICE QUALITY

The hospitality and entertainment sectors in Macau are highly competitive. The Group is committed to consistently providing best possible service and optimising enjoyment for our visitors. The customer service manual that defined standards for their conduct, appearance, and manners, is a resource that our hotel personnel received in training. Various trainings were held to uphold good service quality, including security guard service training, hotel product knowledge training, certified training for fire safety officers etc.

Strict guidelines govern culinary operations from sourcing to storage, preparation and service. Our quality control method guarantees that standards of hygiene and food safety are maintained at every stage, from the procurement of the food to delivery and storage, preparation, and serving.

Environmental, Social and Governance Report (Continued)

於報告期內，並無因安全及健康問題對已售或已發貨產品進行產品召回。本集團提供的產品及服務並無重大違反有關健康及產品安全、廣告、標籤及隱私事項的相關法律法規，以及補救方法。於報告期內，本集團並不知悉任何違反有關我們的產品及服務的知識產權之適用法律法規的情況。

顧客滿意度

鑒於客人的喜好不斷變化，為了追上持續演變的行業及消費者期望，不斷改進尤為重要。

家庭旅客及年輕的自由行旅人顯著增加。為應對這一趨勢，酒店為有需要的客人提供各種兒童設施，作為加強幼兒照顧服務的一部分，包括增設嬰兒床、水龍頭延伸器、兒童牙刷等，另外會根據需要為殘障人士和長者提供沐浴及座便器。

我們通過密切緊隨趨勢及積極定制產品，致力預測並滿足多元化客戶群的需要。這種靈活應對的能力增強了我們的聲譽，使我們成為為所有賓客提供難忘體驗的最佳選擇。

顧客滿意度調查

酒店將滿意度調查反饋納入嚴格的定量及定性分析當中。為確定我們相對的優劣勢，我們還將績效統計數據與同行進行比較。

於二零二四年，本集團保持極好的客戶滿意度。根據全球領先顧客體驗平台的調查結果，勵宮酒店收到來自全球的3,928次評論。

勵宮酒店的整體顧客滿意度得分為5（滿分5分），近乎100%的受訪者對整體入住體驗給予「良好」或更高的滿意度。評分範圍包括「房間」、「服務」、「整潔」及「餐飲」。在其他因素中，酒店的環境和氛圍（100%）對客人決定入住我們的酒店的影響最大。我們將繼續跟蹤我們的酒店績效評級，並尋求更高的服務質量。

During the Reporting Period, no sold or shipped products required recalls due to safety and health reasons. There was no material breach of relevant laws and regulations relating to health and product safety, advertising, labelling and privacy matters in connection to the products and services provided by the Group, as well as the method of redress. The Group was not aware of any non-compliance with applicable laws and regulations relating to intellectual property regarding our products and services during the Reporting Period.

Customer Satisfaction

We recognise that customers' preferences are continually changing. To keep pace with evolving industry and consumer expectations, ongoing adaptation is crucial.

Family vacationers and young individual tours have increased noticeably and in response to this trend, our hotels' have stocked a number of kid-friendly goods, such as baby beds, faucet extenders, toothbrushes, etc., to improve its babysitting services for guests in need. Besides, disabled and elders bathing and toilet seats will be provided to the needed as well.

By attentively tracking trends and proactively customising our offerings, we strive to anticipate and meet the wants of our diversifying customer base. This commitment to flexibility strengthens our reputation as a leading choice for memorable experiences catering to all.

Customer Satisfaction Survey

Our hotels incorporate feedback from satisfaction surveys into rigorous quantitative and qualitative assessments. To determine our respective strengths and limitations, we also assess our performance data in comparison to that of our peers.

In 2024, the Group maintained exceptional satisfaction levels. According to the results to a global leading guest experience platform, Legend Palace Hotel received 3,928 reviews from all around the globe.

Legend Palace Hotel achieved an outstanding customer satisfaction overall score of 5 out of 5, with nearly 100% of the respondents had given a "Good" or higher satisfaction rating for their overall experience of staying. The scoring areas cover "Room", "Service", "Cleanliness", and "Food & Drinks". Among the other factors, the hotel's environment and atmosphere (100%) influenced guests' decisions the most strongly to stay with us. We will continue to keep track on the rating of our hotel performance and seek for a higher service quality.

Environmental, Social and Governance Report (Continued)

我們繼續監控評級及優化服務質量，重點確保我們的用餐客人能夠獲得最佳享受。我們在客人用餐後邀請其提供反饋和意見。所有發現的問題都會立即報告給餐廳經理及廚師以作出即時改善。

Continued monitoring of ratings and service quality optimisation remains a focus to make sure our dining guests are able to attain the maximum level of enjoyment. Guests are invited to give feedback and comments after finishing their meals. All issues identified are reported to the managers and chefs for ratification immediately.

我們對顧客滿意度的管理利用以下渠道來瞭解顧客的看法：

Our customer satisfaction management leverages the following channel to understand customers' expressions:

渠道 Channel	做法 Practice
實體評論卡 Physical Comment Card	我們已由傳統向賓客收集的實體意見卡逐漸轉用Review Pro線上調查工具及電子郵件，以提供方便易用，更具成本效益及更可持續的方式收集賓客意見。 We are gradually transitioning from traditional physical guest comments cards to employing Review Pro's online survey tools and email, in order to provide a more user-friendly, cost-effective, and sustainable approach to gathering guest feedback.
主要社交平台(如攜程網、貓途鷹及Expedia) Major Social Media Platform (e.g. Ctrip, TripAdvisor, and Expedia)	我們的客房管理員定期檢查主要社交媒體平台上的客人評論。我們有權限直接回覆客人的評論。 Our room administrators regularly check on guest comments on major social media platforms. We have access to reply to guest comments directly.
ReviewPro	ReviewPro是一個所有產品和服務的最終評論渠道。我們分析來自客戶的數據和評論。 ReviewPro is an ultimate review channel of all the products and services. We analyse the data and review from the customers.
每日簡報表 Daily Briefing Sheet	值班經理將整合社交媒體的最新資訊，如酒店的評級和最近評論，並在早會簡報中與所有部門主管分享。 在每個班次的部門簡報中，將會討論並跟進所有建設性反饋。部門主管將提出相關問題，並解決任何營運上的缺失，以防止其再次發生。 The Duty Managers will consolidate the social media updates, such as our hotels' ratings and recent comments, and share them with all Department Heads in the morning briefing. During departmental briefings for each shift, all constructive feedback will be discussed and followed up. The department heads will identify the underlying issue and address any operational shortcomings to prevent it from happening again.

處理投訴

我們酒店的值班經理受過全面的指導，以尊重、真誠和專業的態度處理投訴。一旦收到投訴會立即進行調查，並轉交相關團隊以便及時解決。於報告期內，本集團並無收到有關服務的重大投訴。

Complaints Handling

Duty managers at our hotels undergo extensive instruction respectfully, genuinely and professionally in handling complaints. Any issues raised are promptly examined and directed to relevant teams for timely resolution. During the Reporting Period, we did not receive material service-related complaints.

保持最高的商業道德

MAINTAINING HIGHEST BUSINESS ETHICS



負責任博彩

Responsible Gambling

鑒於第7/2022號法律下的修訂，《澳門娛樂場幸運博彩經營法律制度》規定娛樂場特許經營者必須有一個全面負責任的博彩計劃。本集團與澳門政府及多家相關機構合作，以提高現職及新入職員工對負責任博彩活動的認識及教育。

In light of the amendments under Law no. 7/2022, the Macao Gaming Law requires casino concessionaires to have a comprehensive responsible gambling plan. The Group collaborated with the Macau government and various related institutions to advance awareness and education on responsible gambling among both existing and new employees.

就內部推廣而言，麗宮酒店與逸安社合辦現場推廣活動，強調負責任博彩對家庭和諧的重要性，並傳達避免沉迷博彩的訊息。我們亦將推出多項線上負責任博彩問答遊戲，以增進理解。

For internal promotion, our Legend Palace Casino hosts on-site promotional activities in collaboration with Yat On Centre to emphasise the importance of responsible gambling for family harmony and the message of avoiding gambling addiction. We will also promote various online responsible gambling quizzes to enhance understanding.

就外部推廣而言，我們與澳門博彩業職工之家合辦多項活動，包括著重技巧的遊戲、負責任博彩工作坊及街頭快閃活動。該等活動旨在加深參與者對負責任博彩的理解，並提升其對問題賭博的警覺及防範。

For external promotional, we held various activities including skill-based games with the Macao Gaming Industry Employees Home, responsible gambling workshops, and street flash events. These activities aim to deepen participants' understanding of responsible gambling and enhance their awareness and defenses against problem gambling.

於二零二四年，我們為勵宮娛樂場全體員工(包括新入職及現有員工)提供負責任博彩培訓。此外，若干管理層成員將參加由逸安社舉辦的專業培訓課程，進一步深化對負責任博彩的理解，並協助有需要人士。

In 2024, responsible gambling training was provided to all employees in our Legend Palace Casino, including new hires and current employees. Additionally, several management employee members will participate in specialised training courses organised by Yat On Center to further deepen their understanding of responsible gambling and assist those in need.

我們每年為所有員工進行負責任博彩(「負責任博彩」)測試，以加強他們對負責任博彩的理解及提升整體意識。所有參與測試的員工均符合規定標準。

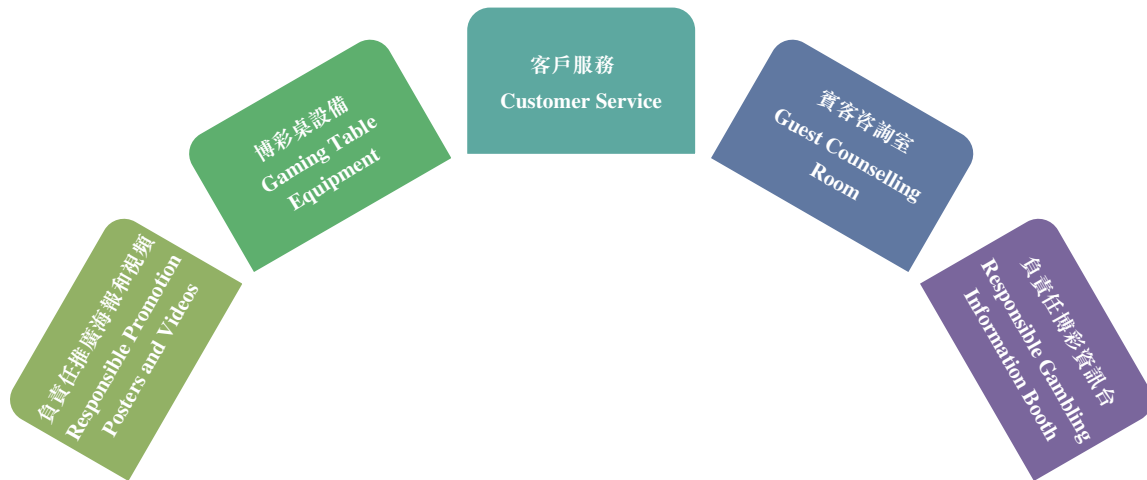
Every year, we conduct Responsible Gambling (“RG”) tests for all employees to enhance their understanding of responsible gambling and strengthen overall awareness. All employees who take the test successfully meet the required standards.



Environmental, Social and Governance Report (Continued)

我們積極配合政府的負責任博彩政策，履行社會責任，包括推行以下措施：

We actively cooperate with the government's responsible gambling policies to fulfil its social responsibilities, including below measures:



負責任推廣海報和視頻

Responsible Promotion Posters and Videos

我們於娛樂場各區域展示負責任博彩海報及視頻。所有入口及重點區域均設有此類宣傳品，並附帶求助聯絡資訊。此外，所有吸煙區的電視均會播放負責任博彩推廣視頻，以提醒顧客避免沉迷博彩及防範博彩相關罪案。

We display responsible gambling posters and videos in various locations throughout the casino. All entrances and key areas feature these materials, which include contact information for assistance. Additionally, televisions in all smoking areas play responsible gambling promotional videos to remind patrons to avoid gambling addiction and prevent gambling-related crimes.



博彩桌設備

娛樂場的每張博彩桌上均配有雙面顯示屏，提供遊戲種類資訊、時鐘顯示及負責任博彩標語，以確保所有顧客可清楚知悉其博彩時間，並實踐負責任博彩行為。

Gaming Table Equipment

Each gaming table at our casino is equipped with a double-sided display screen that provides game category information, a clock and responsible gambling slogans to ensure all customers can clearly see reminders about their gambling time and engage in gambling responsibly.

客戶服務

我們實施多項客戶服務措施，包括在會員申請表上明確標示接受娛樂場資訊，並在客戶會員卡上印製負責任博彩訊息，以便於需要時即時提供幫助。

Customer Service

We have implemented measures for customer service, including clear indications on membership application forms regarding the acceptance of information from the casino. Responsible gambling messages are printed on customer membership cards to facilitate immediate assistance when needed.

Environmental, Social and Governance Report (Continued)

賓客輔導室

我們為有博彩問題賓客設有輔導室，由負責任博彩專家提供輔導服務及轉介至其他博彩支援機構，並協助賓客填寫自我隔離及第三方隔離申請表格。

負責任博彩資訊台

我們的娛樂場設有與社會工作局、博彩監察協調局及澳門大學博彩研究所 (the University of Macau Gaming Research Institute) 合作開發的負責任博彩資訊台。該資訊台作為推廣負責任博彩的重要舉措，提供便捷全面的資訊以提升公眾意識及預防形成博彩病態。其提供負責任博彩、成癮評估、自我隔離、家庭博彩輔導申請、互動遊戲及援助的資源。

保護隱私

確保嚴格保護客人的個人資料至關重要。我們全力遵守澳門第8/2005號個人資料保護法及澳門所有相關法規。

我們制定了處理和存儲個人資料的政策和程序，以指導我們的前台員工將隱私信息洩露的風險降至最低。只有獲授權的資訊科技人員及技術人員才可以通過公司場地內指定的應用程式和設備接觸有關資料。作為我們致力奉行該政策的一部分，我們採用一系列技術及程序審計活動積極開展定期網絡安全評估，包括外部漏洞掃描、取用權限審查及全面安全審計。這種深度防禦方法旨在主動識別及降低不斷演變的網絡威脅所帶來的風險。

我們對網絡安全的承諾，以及識別、管理及減少對資訊的經常性威脅的能力得到了國際標準ISO/IEC 27001的認證。

反貪污

集團反貪污政策

本集團秉持嚴格反貪污政策並制定指引規管商業餽贈，確保所有互動的透明度。博彩員工基本上禁止接受任何種類或價值的禮物，而非博彩員工獲允許接受價值不高的象徵式禮物，以在無不當影響的情況下適當加強關係。我們建議所有員工避免接受與本集團有商業關係的人士或公司的禮物。

Guest Counseling Room

We offer a counseling room for guests with gambling issues. Responsible gambling specialists can provide counseling and referrals to other gambling support organisations, as well as assisting guests in completing self-exclusion and third-party exclusion application forms.

Responsible Gambling Information Booth

Our casino features a responsible gambling information booth developed in collaboration with the Social Welfare Bureau, Gaming Inspection and Coordination Bureau, and the University of Macau Gaming Research Institute. This booth serves as a key initiative for promoting responsible gambling, providing convenient and comprehensive information to enhance public awareness and prevent gambling disorders. It offers resources on responsible gambling, addiction assessments, self-exclusion, family gambling counseling applications, interactive games, and assistance.

Privacy Protection

Ensuring stringent protection of guest personal data is essential. We are fully committed to complying with Macao's Personal Data Protection Act No. 8/2005 and all relevant regulations of Macao.

Policies and procedures on the handling and storage of private data are established to guide our front desk employees in minimising the risk of privacy information leakage. Only authorised IT and technical personnel can access data through designated devices and applications safely situated on company premises. As part of our dedication, we actively conduct regular cybersecurity evaluations employing a range of technical and procedural auditing activities, including external vulnerability scanning, access privilege reviews, and comprehensive security audits. This defence-in-depth approach aims to proactively identify and mitigate risks from evolving cyber threats.

Our commitment to cybersecurity, and ability to identify, manage and reduce the severity of regular threats to our information are evidenced by the accreditation of the international standards ISO/IEC 27001.

Anti-corruption

Group Anti-corruption Policy

The Group upholds a stringent anti-corruption policy along with implementing guidelines to govern business gifts and ensure transparency in all interactions. While casino employees are typically prohibited from accepting presents of any kind or value, employee in on-gaming roles permit modest, nominal tokens from clients to strengthen relationships appropriately without creating undue influence. All employees are advised to avoid receiving gifts from parties or companies that have commercial relations with the Group.

Environmental, Social and Governance Report (Continued)

本集團嚴禁賄賂，賄賂指利用贈品、娛樂或其他利益不當影響商業決策，而不是合法培養合作關係及與客戶的關係。為確保透明度，所有交易的核算必須準確反映每筆交易的性質和目的。所有員工均獲傳達有關業務交易的具體規則。公司核數師負責評估任何賄賂和貪污風險。

呈報程序

員工與外部持份者可通過我們在政策中規定的舉報渠道，以保密方式舉報任何可疑違規行為。詳情請參閱上文「舉報及內部調查機制」部分。

員工行為準則

為完全遵守所有澳門及香港的所有適用法律法規，我們的《行為準則》亦為所有員工和董事制定了高道德標準。準則規定管理員工行為的原則和規則。違規者可能受到紀律處分，包括解僱，以維護誠信。

反貪污培訓

於二零二四年，我們博彩分部的管理層及一般員工分別接受了合共30小時和717小時的反貪污培訓。為提高博彩員工對防止洗黑錢方法的知識及認識，我們亦透過電子系統為他們進行測試。

於報告期內，沒有針對本集團或其僱員提起有關貪污的法律案件。於報告期內，本集團並不知悉任何嚴重違反澳門有關賄賂、敲詐、欺詐及洗黑錢的法律法規的情況。

社區參與

我們相信沒有社區的支持，任何企業都無法成功。我們非常高興能有很多機會參與及支持各領域的慈善事業，回饋社會。本集團的貢獻範疇主要集中在對當地社區的貢獻。

Bribery is strictly prohibited and constitutes using gifts, entertainment or other benefits to improperly sway business decisions instead of legitimately cultivating partnerships and consumer ties. To ensure transparency all transactions must accurately reflect their nature and purpose. All employees have received specific instructions on business transactions and the company auditor is responsible for assessing any risks related to corruption and bribery.

Reporting Procedure

Employees and external stakeholders can confidentially report any suspected breaches through defined whistleblowing channels as outlined in our policy. Please see the “Whistle-blowing and Internal Investigation Mechanism” section above for details.

Employee Code of Conduct

Our Code of Conduct establishes high ethical standards expected of all employees and directors, ensuring full complying with all applicable laws and regulations in Macau and in Hong Kong. The code outlines the values and guidelines that govern employee behaviour. Failure to adhere to these standards may result in disciplinary actions, including dismissal, to maintain integrity.

Anti-corruption Training

Our gaming segment’s management and general workforce received anticorruption training in 2024 for a combined total of 30 hours and 717 hours, respectively. In order to enhance our gaming employee’s anti-money laundering knowledge and understanding, we also test them through an electronic system.

During the Reporting Period, no legal case regarding corrupt practices was brought against the Group or its employees. The Group was not aware of any material breach of laws and regulations in Macau relating to bribery, extortion, fraud and money laundering during the Reporting Period.

COMMUNITY PARTICIPATION

Without the help of the community, we believe no business can prosper. We are more than happy to participate in any opportunity to help charities in any field and give back to society. The Group’s contribution areas focus on contributing to the local community.

Environmental, Social and Governance Report (Continued)



捐血

Blood Donation

我們自二零一六年起為員工舉辦捐血活動。今年合共有26名員工參加捐血，成功捐血者共21人。該活動有助提升員工對捐血重要性的認識，培養員工對社會的歸屬感，同時為在本地挽救生命作出貢獻。

We held a Blood Donation event for our colleagues to join since 2016. In total, 26 employees participated, and 21 successfully donated. This event helps raise awareness about the importance of blood donation, fosters a sense of community among employees, and contributes to saving lives in our local area.

物品捐贈

Goods Donation

我們與救世軍(澳門)合作，收集各酒店員工棄置但仍有用的物品。所有物品由專業人員收集，確保所捐贈物資妥善轉交及有效利用。此項活動有助支援社區有需要人士，並透過減少廢物促進可持續發展，同時培養員工的慷慨好施精神。

We collaborated with The Salvation Army (Macau) to receive unwanted but still useful items from our colleagues across all our hotels. The items were collected by professionals to ensure that the donated goods are properly transferred and utilised. This event helps support those in need within our community, promotes sustainability by reducing waste, and fosters a spirit of generosity among our employees.



探訪社區設施

Visiting Community Facilities

我們組織管理層及團隊成員探訪啟智早期訓練中心，並為所服務的兒童送贈禮物。於是次探訪期間，在社工帶領下，團隊成員與兒童互動交流並參觀中心設施。該體驗有助員工加深對社會弱勢群體生活狀況的理解，並認識到在日常生活中為他們提供支援與協助的重要性。

We organised a visit for our management team and team members to the Kai Chi Early Training Centre, where we brought gifts for the children. During this visit, our members interacted with the children and were guided on a tour of the centre by social workers. This experience helped employees deepen their understanding of the living conditions of vulnerable groups in society and highlighted the importance of providing support and assistance in their daily lives.

董事報告

Directors' Report



Directors' Report

董事會欣然提呈本年報及本集團截至二零二四年十二月三十一日止年度的經審核綜合財務報表。

業務回顧

本集團之年內業務回顧載於本年報「主席報告」、「管理層討論及分析」、「企業管治報告」及「環境、社會及管治報告」等章節內，其中包括使用財務主要表現指標分析本集團之表現、本集團未來業務發展及本集團可能面臨的主要風險及不確定性之討論、與其主要持份者關係之討論及自截至二零二四年十二月三十一日止財政年度起對本集團造成影響之重要事件的詳情。本集團一直致力建立及改善與客戶的關係，以獲取及維持客戶。該回顧構成董事報告之一部份。

主要業務

本公司為一家投資控股公司。其主要附屬公司的業務載列於綜合財務報表附註41。

業績及分派

本集團截至二零二四年十二月三十一日止年度的業績載於本年報第109頁的綜合損益及其他全面收益表內。

年內概無派付中期股息。

董事會並不建議就截至二零二四年十二月三十一日止年度派付末期股息(二零二三年：無)。

財務概要

本集團於過往五個財政年度的已刊發業績、資產及負債的概要載列於本年報第220頁。

投資物業以及物業及設備

年內本集團投資物業以及物業及設備變動的詳情分別載列於綜合財務報表附註17及18。

The Board is pleased to present this annual report and the audited consolidated financial statements of the Group for the year ended 31 December 2024.

BUSINESS REVIEW

A review of the business of the Group during the year, which includes an analysis of the Group's performance using financial key performance indicators, a discussion on the Group's future business development and principal risks and uncertainties that the Group may be facing, discussion on the relationships with its key stakeholders and particulars of important events affecting the Group that have occurred since the end of the financial year ended 31 December 2024 are provided in the sections headed "Chairman's Statement", "Management Discussion and Analysis", "Corporate Governance Report" and "Environmental, Social and Governance Report" of this annual report. The Group has always been committed to establish and improve the relationship with customers to gain and maintain customers. The review forms part of the directors' report.

PRINCIPAL ACTIVITIES

The Company acts as an investment holding company. The activities of its principal subsidiaries are set out in note 41 to the consolidated financial statements.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 31 December 2024 are set out in the consolidated statement of profit or loss and other comprehensive income on page 109 of this annual report.

No interim dividend was paid during the year.

The Board did not recommend the payment of a final dividend in respect of the year ended 31 December 2024 (2023: nil).

FINANCIAL SUMMARY

A summary of the published results, assets and liabilities of the Group for the last five financial years is set out on page 220 of this annual report.

INVESTMENT PROPERTIES AND PROPERTY AND EQUIPMENT

Details of the movements during the year in the investment properties and property and equipment of the Group are set out in notes 17 and 18, respectively, to the consolidated financial statements.

Directors' Report (Continued)

股本

年內本公司股本變動的詳情載列於綜合財務報表附註31。

購買、出售或贖回上市證券

截至二零二四年十二月三十一日止年度，本公司或其任何附屬公司概無購買、出售或贖回任何股份(包括出售庫存股份)。

於二零二四年十二月三十一日，本公司並無持有庫存股份。

本公司可供分派儲備

於二零二四年十二月三十一日，本公司可供分派予股東的儲備約為1,929,200,000港元，包括約4,163,800,000港元的股份溢價及約202,300,000港元的其他儲備，已扣除累計虧損約2,436,900,000港元。

根據開曼群島公司法，受限於本公司組織章程大綱或章程細則之條文，本公司股份溢價賬可能用於向股東支付分派或股息，惟前提是本公司須能夠於緊隨建議支付分派或股息日期後能夠在日常業務運作過程中償還其到期債項。

SHARE CAPITAL

Details of movements during the year in the share capital of the Company are set out in note 31 to the consolidated financial statements.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Shares including the sale of treasury shares during the year ended 31 December 2024.

As at 31 December 2024, there were no treasury shares held by the Company.

DISTRIBUTABLE RESERVES OF THE COMPANY

As at 31 December 2024, the Company's reserves available for distribution to Shareholders amounted to approximately HK\$1,929.2 million comprising share premium of approximately HK\$4,163.8 million and other reserve of approximately HK\$202.3 million, net of accumulated loss of approximately HK\$2,436.9 million.

Under the Cayman Islands Companies Law, subject to the provisions of memorandum of association of the Company or the Articles of Association, the Company's share premium account may be applied to pay distributions or dividends to Shareholders, provided that immediately following the date the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business.

Directors' Report (Continued)

董事

年內及直至本年報日期之董事如下：

執行董事

李柱坤先生 (主席兼行政總裁)
陳美儀女士 (副主席)

非執行董事

何超蓮女士
李駿德先生
黃志文先生

獨立非執行董事

王紅欣先生
劉毅基先生
麥家榮先生

根據章程細則第84條，麥家榮先生須於二零二五年股東週年大會上輪席退任，彼均符合資格及願意將於二零二五年股東週年大會上膺選連任。於股東周年大會結束時，陳美儀女士將退任執行董事及王紅欣先生將退任獨立非執行董事，以投入更多時間追求彼等的其他工作安排。

董事之服務合約

概無擬於二零二五年股東週年大會上膺選連任之董事與本公司訂有在一年內如未有賠償(法定補償除外)則不可終止的任何服務合約。

獲准許的彌償條文

以董事為受益方的獲准許的彌償條文(參見香港公司條例)目前於整個年度生效。

股息政策

本公司已就派付股息採納一項股息政策。視乎本公司及本集團之財務狀況及股息政策中列載的條件及因素，董事會可於財政年度內建議派付及／或宣派股息，且某一財政年度之任何末期股息須獲股東通過後方可作實。

DIRECTORS

The Directors during the year and up to the date of this annual report were:

Executive Directors

Mr Li Chu Kwan (*Chairman & chief executive officer*)
Ms Chan Mei Yi, Melinda (*Vice-chairman*)

Non-executive Directors

Ms Ho Chiulin, Laurinda
Mr Li Chun Tak
Mr Wong Che Man Eddy

Independent non-executive Directors

Mr Wang Hongxin (*alias Wang, Charles Hongxin*)
Mr Lau Ngai Kee, Ricky
Mr Mak Ka Wing, Patrick

According to Article 84 of the Articles of Association, Mr Mak Ka Wing, Patrick shall retire by rotation at the 2025 AGM being eligible, will offer himself for re-election at the 2025 AGM. Ms Melinda Chan will retire as an executive Director and Mr Wang Hongxin will retire as an independent non-executive Director at the conclusion of the AGM in order to devote more time to pursue their other work commitments.

DIRECTORS' SERVICE CONTRACTS

None of the Directors who are proposed for re-election at the 2025 AGM has a service contract with the Company that is not terminable within one year without payment of compensation (other than statutory compensation).

PERMITTED INDEMNITY PROVISION

A permitted indemnity provision (as referred to the Hong Kong Companies Ordinance) for the benefit of the Directors is currently in force throughout the year.

DIVIDEND POLICY

The Company has adopted a dividend policy on payment of dividends. Depending on the financial conditions of the Company and the Group and the conditions and factors as set out in the dividend policy, dividends may be proposed and/or declared by the Board during a financial year and any final dividend for a financial year will be subject to shareholders' approval.

Directors' Report (Continued)

董事及主要行政人員於本公司之股份及相關股份的權益及淡倉

於二零二四年十二月三十一日，本公司董事及主要行政人員於股份及相關股份擁有根據證券及期貨條例第352條規定由本公司存置的登記冊所記錄之權益及淡倉，或根據標準守則須知會本公司及聯交所之權益及淡倉如下：

(1) 於本公司股份中的好倉

董事姓名	身份	股份數目	*佔已發行股份總數的 概約百分比 *Approximate percentage of total issued Shares
Name of Director	Capacity	Number of Shares	
陳美儀女士 Ms Chan Mei Yi, Melinda	實益擁有人 Beneficial owner	129,690,066	2.09%
	配偶權益 Interest of spouse	483,781,402 ⁽¹⁾	7.80%
		613,471,468	9.89%

附註：

(1) 陳美儀女士被視為透過其配偶周錦輝先生的權益於該等股份中擁有權益。

* 百分比指於二零二四年十二月三十一日擁有權益之股份數目除以已發行股份數目。

除上文所披露者外，本公司概無董事或主要行政人員於二零二四年十二月三十一日已登記於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份或債權證中擁有記錄於本公司根據證券及期貨條例第352條須存置的登記冊內或根據標準守則須知會本公司及聯交所的權益或淡倉。

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITION IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 December 2024, the interests and short position of the Directors and chief executives of the Company in the Shares and underlying Shares, as recorded in the register maintained by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

(1) Long Position in Shares of the Company

Note:

(1) Ms Melinda Chan was deemed to be interested in these Shares through the interest of her spouse, Mr David Chow.

* The percentage represents the number of Shares interested divided by the number of the issued Shares as at 31 December 2024.

Save as disclosed above, none of the Directors or chief executive of the Company, as at 31 December 2024, had registered an interest or a short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Directors' Report (Continued)

股份計劃

截至二零二四年十二月三十一日，本公司並無任何購股權計劃或股份獎勵計劃。

購買股份或債權證的安排

本公司、其控股公司或其任何附屬公司或同系附屬公司概無於年內任何時間訂立任何安排，致使董事可藉購入本公司或任何其他法人團體之股份或債權證而獲益。

董事於重大交易、安排或合約的權益

除於下文「關連交易」一節及綜合財務報表附註10及40中所披露者外，於本年度末或年內任何時間概無存續本公司、其控股公司、附屬公司或同系附屬公司所訂立且董事或董事之關連實體於當中直接或間接擁有重大權益之重大交易、安排或合約。

重大合約

除於下文「關連交易」一節及綜合財務報表附註10及40所披露者外，於回顧年度內，本公司或其任何附屬公司與本公司或其任何附屬公司之控股股東概無訂立重大合約。

除本年報下文「關連交易」一節及綜合財務報表附註10及40所披露者外，概無有關本公司或其任何附屬公司的控股股東向本公司或其任何附屬公司提供服務的重大合約。

管理合約

年內，本公司並無就全盤或其中任何重要部分業務簽訂或存有任何管理及行政合約。

SHARE SCHEMES

The Company had no share option scheme or share award scheme during the year ended 31 December 2024.

ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

At no time during the year was the Company, its holding company, or any of its subsidiaries or fellow subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of Shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Other than as disclosed under the below section headed “Connected Transactions” and in notes 10 and 40 to the consolidated financial statements, no transactions, arrangements or contracts of significance to which the Company, its holding company, subsidiaries or fellow subsidiaries was a party and in which a Director or an entity connected with a Director had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

CONTRACT OF SIGNIFICANCE

Other than as disclosed under the below section headed “Connected Transactions” and in notes 10 and 40 to the consolidated financial statements, no contract of significance had been entered into between the Company or any of its subsidiaries and the controlling shareholder of the Company or any of its subsidiaries during the year under review.

Other than as disclosed under the below section headed “Connected Transactions” in this annual report and in notes 10 and 40 to the consolidated financial statements, there is no contract of significance for the provision of services to the Company or any of its subsidiaries by the controlling shareholder of the Company or any of its subsidiaries.

MANAGEMENT CONTRACTS

No contract for the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the year.

Directors' Report (Continued)

主要股東於本公司之股份及相關股份中的權益及淡倉

於二零二四年十二月三十一日，據董事所悉，根據證券及期貨條例第336條規定由本公司存置的權益登記冊所載，以下各方(本公司董事及主要行政人員除外)於股份及相關股份中擁有權益或淡倉：

(1) 於本公司股份中的好倉

主要股東名稱	身份	股份數目	*佔已發行股份總數的 概約百分比 *Approximate percentage of total issued Shares
Name of substantial shareholders	Capacity	Number of Shares	
陳榮煉先生 Mr Chan Weng Lin	實益擁有人 Beneficial owner	6,661,000	0.11%
	受控法團 Controlled corporation	2,051,485,252 ⁽¹⁾	33.08%
		2,058,146,252	33.19%
達美 Perfect Achiever	實益擁有人 Beneficial owner	2,051,485,252 ⁽¹⁾	33.08%
Wu Jo Hsuan 女士 Ms Wu Jo Hsuan	配偶權益 Interest of spouse	2,058,146,252 ⁽²⁾	33.19%
Elite Success Elite Success	實益擁有人 Beneficial owner	1,012,599,750	16.33%
李志強先生 Mr Li Chi Keung	實益擁有人 Beneficial owner	109,446,429	1.76%
	受控法團 Controlled corporation	1,012,599,750 ⁽³⁾	16.33%
		1,122,046,179	18.09%
王海萍女士 Ms Wong Hoi Ping	受控法團 Controlled corporation	1,012,599,750 ⁽³⁾	16.33%
	配偶權益 Interest of spouse	109,446,429 ⁽⁴⁾	1.76%
		1,122,046,179	18.09%
陳婉珍女士 Ms Chan Un Chan	實益擁有人 Beneficial owner	75,664,000	1.22%
	受控法團 Controlled corporation	937,104,609 ⁽⁵⁾	15.11%
		1,012,768,609	16.33%
Earth Group Ventures Ltd. Earth Group Ventures Ltd.	實益擁有人 Beneficial owner	934,269,609 ⁽⁶⁾	15.07%
周錦輝先生 Mr David Chow	實益擁有人 Beneficial owner	483,781,402	7.80%
	配偶權益 Interest of spouse	129,690,066 ⁽⁷⁾	2.09%
		613,471,468	9.89%

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITION IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 December 2024, so far as the Directors are aware, the following parties (other than the Directors and chief executives of the Company) had interests or short position in the Shares and underlying Shares as recorded in the register of interests required to be kept by the Company pursuant to section 336 of the SFO:

(1) Long position in Shares of the Company

Directors' Report (Continued)

附註：

1. 該等股份由陳榮煉先生的受控法團達美持有。
2. Wu Jo Hsuan女士被視為透過其配偶陳榮煉先生的權益於該等股份中擁有權益。
3. 該等股份由Elite Success (一間由李志強先生與其配偶王海萍女士分別持有已發行股本總額51%及39%的公司)持有。
4. 王海萍女士被視為透過其配偶李志強先生的權益於該等股份中擁有權益。
5. 該等股份由陳婉珍女士的受控法團Earth Group Ventures Ltd.及安利(香港)管理有限公司持有。
6. 該等股份由陳婉珍女士的受控法團Earth Group Ventures Ltd.持有。
7. 周錦輝先生被視為透過其配偶陳美儀女士的權益於該等股份中擁有權益。
- * 百分比指於二零二四年十二月三十一日擁有權益之股份數目除以已發行股份數目。

Notes:

1. These Shares were held by Perfect Achiever, a controlled corporation of Mr Chan Weng Lin.
2. Ms Wu Jo Hsuan was deemed to be interested in these Shares through the interest of her spouse, Mr Chan Weng Lin.
3. These Shares were held by Elite Success (a company in which Mr Li Chi Keung and Ms Wong Hoi Ping, spouse of Mr Li Chi Keung, held 51% and 39% of the total issued capital, respectively).
4. Ms Wong Hoi Ping was deemed to be interested in these Shares through the interest of her spouse, Mr Li Chi Keung.
5. These Shares were held by Earth Group Ventures Ltd. and UNIR (HK) Management Limited, controlled corporations of Ms Chan Un Chan.
6. These Shares were held by Earth Group Ventures Ltd., a controlled corporation of Ms Chan Un Chan.
7. Mr David Chow was deemed to be interested in these Shares through the interest of his spouse, Ms Melinda Chan.
- * The percentage represents the number of Shares interested divided by the number of the issued Shares as at 31 December 2024.

除上文所披露者外，董事並不知悉任何其他法團或個人(本公司董事或主要行政人員除外)於二零二四年十二月三十一日已登記於股份或相關股份中擁有記錄於根據證券及期貨條例第336條須存置的權益登記冊的權益或淡倉。

獨立性確認書

本公司已收到各獨立非執行董事根據上市規則第3.13條發出的年度獨立性確認書。本公司認為，所有獨立非執行董事均為獨立。

環境政策

本集團致力建立一個環保企業，密切留意保育天然資源。本集團藉節省電力以及鼓勵重用辦公用品及其他物料，力求將環境影響減至最低。本集團之環境政策詳情以及本公司與其僱員、客戶、供應商及對本公司有重大影響力及本公司的成功依賴的其他人士的關係載於本年報「環境、社會及企業管治報告」內。

Save as disclosed above, the Directors are not aware of any other corporation or individual (other than a Director or the chief executive of the Company) who, as at 31 December 2024, had registered an interest or a short position in the Shares or underlying Shares as recorded in the register of interests required to be kept pursuant to section 336 of the SFO.

INDEPENDENCE CONFIRMATION

The Company has received, from each of the independent non-executive Directors, an annual confirmation of his/her independence pursuant to Rule 3.13 of the Listing Rules. The Company considers all the independent non-executive Directors are independent.

ENVIRONMENTAL POLICIES

The Group is committed to building an environmentally-friendly corporation that pays close attention to conserving natural resources. The Group strives to minimize the environmental impact by saving electricity and encouraging recycle of office supplies and other materials. Details of the environmental policies of the Group and the Company's relationships with its employees, customers, supplies and others that have significant impact on the Company and on which the Company's success depends are set out in the "Environmental, Social and Governance Report" of this annual report.

Directors' Report (Continued)

遵守法律法規

截至二零二四年十二月三十一日止年度，本公司在各方面已遵守對本公司構成重大影響的相關法律法規。

關連交易

本集團已訂立持續關連交易，詳情載列如下：

須遵守申報、公告及年度審閱規定惟豁免遵守獨立股東批准規定的持續關連交易

潔麗酒店布草租賃及洗衣服務協議

於二零二四年八月九日，本公司的全資附屬公司澳門漁人碼頭國際投資股份有限公司（「澳門漁人碼頭國際」）與潔麗商業管理有限公司（「潔麗」）就向本集團提供酒店布草租賃及洗衣服務訂立服務協議。

潔麗為一間於澳門註冊成立的公司，由何楚師先生（「何先生」）及鄧麗娥女士（「鄧女士」）分別擁有約96.7%及3.3%。何先生為鄧女士的兒子，而何先生及鄧女士分別為本公司執行董事兼副主席陳美儀女士的表弟及姨母。因此，彼等為本公司的關連人士。

根據服務協議，潔麗須提供：(a)租賃服務，包括酒店布草（即酒店業所使用的布料物品，包括但不限於床單、被套、枕頭套、枕芯、被芯、裝飾織物、手帕、面巾、浴巾、浴袍、地巾、桌布、餐巾及椅套）的租賃及保養；及(b)洗衣服務，包括為澳門漁人碼頭、勵宮酒店、勵庭海景酒店及萊斯酒店（全部均位於澳門及由MFW營運）的員工制服、客戶衣物及酒店布草提供洗衣及熨燙服務。如本公司日期為二零二四年八月九日的公告所披露，截至二零二四年、二零二五年及二零二六年十二月三十一日止三個財政年度，本集團根據服務協議應付潔麗的總金額年度上限分別為11,000,000港元、14,000,000港元及15,000,000港元。

截至二零二四年十二月三十一日止年度，上述協議的交易總金額約為9,700,000港元。

COMPLIANCE WITH LAWS AND REGULATIONS

For the year ended December 2024, the Company was in compliance with the relevant laws and regulations that have a significant impact on the Company in all material aspects.

CONNECTED TRANSACTIONS

The Group has entered into continuing connected transactions, details of which are set out below:

Continuing connected transactions which are subject to the reporting, announcement and annual review requirements but exempt from the independent shareholders' approval requirement

Kit Lai Hotel Lines Rental And Laundry Services Agreement

On 9 August 2024, Macau Fisherman's Wharf International Investment Limited ("MFW International"), a wholly-owned subsidiary of the Company, and Kit Lai Business Management Limited ("Kit Lai") entered into a services agreement in relation to the provision of the hotel lines rental and laundry services to the Group.

Kit Lai is a company incorporated in Macau and is owned as to approximately 96.7% and 3.3% by Mr Ho Cho Si ("Mr Ho") and Ms Tang Lai Ngo ("Ms Tang") respectively. Mr Ho is a son of Ms Tang, and they are respectively a cousin and an aunt of Ms Melinda Chan, an executive Director and the vice-chairman of the Company. They are therefore connected persons of the Company.

Pursuant to the services agreement, Kit Lai is required to provide: (a) rental service which includes rental and maintenance of hotel linens (i.e. the fabric items used in the hotel industry, including but not limited to bed sheets, duvet covers, pillowcases, pillows, duvets, decorative fabrics, handkerchiefs, face towels, bath towels, bathrobes, floor towels, table cloths, napkins and chair covers); and (b) laundry service which include, laundry and ironing service for the employee uniforms, customer laundry and hotel linens of the Macau Fisherman's Wharf, Legend Palace Hotel, Harbourview Hotel and Rocks Hotel, all of which are located in Macau and operated by MFW. As disclosed in the announcement of the Company dated 9 August 2024, the annual cap for the aggregate amount payable by the Group to Kit Lai pursuant to the services agreement for the three financial years ending 31 December 2024, 2025 and 2026 are HK\$11.0 million, HK\$14.0 million and HK\$15.0 million respectively.

The aggregate amount of the transactions attributable to the above-mentioned agreement for the year ended 31 December 2024 was approximately HK\$9.7 million.

Directors' Report (Continued)

獨立非執行董事進行年度審閱

獨立非執行董事已審閱上述截至二零二四年十二月三十一日止年度的持續關連交易，並確認該等交易已(i)於本集團一般及日常業務過程中訂立；(ii)按一般商業條款或更佳條款訂立；及(iii)根據規管該等交易的相關協議條款訂立，有關條款屬公平合理，並符合本公司及本公司股東的整體利益。

根據上市規則第14A.56條，董事會委聘本公司核數師就本集團的持續關連交易匯報。核數師乃根據香港會計師公會頒佈之香港鑒證業務準則第3000號(經修訂)「非審核或審閱過往財務資料之鑒證工作」，並參考實務說明第740號「關於香港上市規則所述持續關連交易的核數師函件」委聘。核數師已向董事會匯報，並根據上市規則第14A.56條就上文本集團所披露的持續關連交易發佈一份載有其結果及結論的無保留意見函件。

薪酬政策

本公司董事及高級管理層的酬金已由薪酬委員會審閱及釐定，經考慮(其中包括)本集團的營運業績、個人表現及可資比較市場數據。

優先購買權

章程細則或開曼群島法例均無規定本公司須按比例向現有股東提呈發售新股之優先購買權條文。

稅務寬減及豁免

本公司概不知悉有任何因股東持有本公司證券而向彼等提供之稅務寬減及豁免。

足夠的公眾持股量

誠如補充招股章程所述，本公司已申請，且聯交所已授出豁免嚴格遵守25%最低公眾持股量之規定，聯交所接納較低的百分比19.04%（「公眾持股量豁免」）。根據本公司得悉的公開資料及就董事所知悉，本公司於本年報日期已根據上市規則及按公眾持股量豁免之規定，維持指定的公眾持股量。

Annual Review by Independence non-executive Directors

The independent non-executive Directors have reviewed the above continuing connected transactions for the year ended 31 December 2024 and have confirmed that the transactions have been entered into (i) in the ordinary and usual course of business of the Group; (ii) on normal commercial terms or better; and (iii) in accordance with the relevant agreements governing them on terms that are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

Pursuant to Rule 14A.56 of the Listing Rules, the Board engaged the auditor of the Company to report on the continuing connected transactions of the Group. The auditor was engaged in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information” and with reference to Practice Note 740 “Auditor’s Letter on Continuing Connected Transactions under the Hong Kong Listing Rules” issued by the HKICPA. The auditor has reported to the Board and issued an unqualified letter containing their findings and conclusions in respect of the continuing connected transactions disclosed by the Group above in accordance with Rule 14A.56 of the Listing Rules.

EMOLUMENT POLICY

The emoluments of the Directors and senior management of the Company are reviewed and determined by the Remuneration Committee, having regard to, inter alia, the Group’s operating results, individual performance and comparable market statistics.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Articles of Association, or the laws of Cayman Islands, which would oblige the Company to offer new Shares on a pro-rata basis to existing Shareholders.

TAX RELIEF AND EXEMPTION

The Company is not aware of any tax relief and exemption available to the shareholders by reason of their holding of the Company’s securities.

SUFFICIENCY OF PUBLIC FLOAT

As stated in the Supplemental Prospectus, the Company has applied for, and the Stock Exchange has granted, a waiver from strict compliance with the minimum public float requirement of 25% and the Stock Exchange accepted a lower percentage of 19.04% (the “Public Float Waiver”). Based on information that is publicly available to the Company and within the knowledge of the Directors, as at the date of this annual report, the Company maintained the prescribed public float under the Listing Rules and as required by the Public Float Waiver.

Directors' Report (Continued)

主要客戶及供應商

於二零二四年，本集團的五大客戶及最大客戶澳娛綜合分別佔本集團收益約64.6%及約51.0%。

於二零二四年，本集團的五大供應商及最大供應商分別佔本集團採購總額約30.0%及約18.1%。

概無任何本公司之董事、其緊密聯繫人或股東（就董事所知擁有本公司股本5%以上）於年內任何時間擁有本集團五大客戶或供應商之任何權益。

董事於競爭性業務的利益

以下為由相關董事分別根據根據上市規則條例第8.10(2)(b)條及第8.10(2)(c)條通知，董事（獨立非執行董事除外）直接或間接與本集團業務構成競爭或可能構成競爭的業務中所擁有的權益（或其任何變動）：

- 李柱坤先生為一間提供場地租賃服務予華都娛樂場的公司之董事。彼亦為一間透過其附屬公司經營華都酒店的公司之董事。華都娛樂場及華都酒店分別於澳門經營博彩營運及酒店業務。

上述競爭性業務由具有獨立管理權及行政權的獨立實體管理。

董事認為本集團有能力在獨立及與上述實體保持距離的情況下營運。於作出決定時，相關董事在履行其作為本公司董事的職責中已經並將繼續以本集團的最佳利益行事。

於回顧年度內，除上文及於招股章程「與控股股東的關係」一節中所披露者外，概無董事被視為直接或間接於與本集團業務構成競爭或可能構成競爭的任何業務中擁有任何權益（定義見上市規則）。

MAJOR CUSTOMERS AND SUPPLIERS

In 2024, the five largest customers of the Group accounted for approximately 64.6% of the Group's revenue with the largest customer, SJM, accounted for approximately 51.0% of the Group's revenue.

In 2024, the five largest suppliers of the Group accounted for approximately 30.0% of the Group's total purchases with the largest supplier accounted for approximately 18.1% of the Group's total purchases.

At no time during the year did a Director, a close associate of a Director or a shareholder of the Company (which to the knowledge of the Directors owns more than 5% of the Company's share capital) have an interest in any of the Group's five largest customers or suppliers.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

The interests of Directors (other than independent non-executive Directors) in a business apart from the Group's business, which competes or is likely to compete either directly or indirectly, with the Group's business (or any changes thereof) as informed by the relevant Directors pursuant to Rule 8.10(2)(b) and Rule 8.10(2)(c) respectively of the Listing Rules are as follows:

- Mr Li Chu Kwan is a director of a company which provides venue leasing services to Waldo Casino. He is also a director of a company which, through its subsidiary, operates Waldo Hotel. Waldo Casino and Waldo Hotel are engaged in casino operation and hotel business in Macau, respectively.

The above-mentioned competing businesses are managed by separate entities with independent management and administration.

The Directors are of the view that the Group is capable of carrying on its businesses independently of, and at arm's-length from, the businesses of above-mentioned entities. When making decisions, the relevant Directors, in performance of their duties as Directors of the Company, have acted and will continue to act in the best interests of the Group.

During the year under review, save as disclosed above and in the section headed "Relationship with Controlling Shareholders" of the Prospectus, none of the Directors is considered to have interests in a business which competes or is likely to compete, either directly or indirectly, with the businesses of the Group, as defined in the Listing Rules.

Directors' Report (Continued)

遵守反洗黑錢法例及規定

澳娛綜合於二零二五年二月十八日向本集團提供確認，內容有關位於澳門漁人碼頭的娛樂場及博彩物業所執行的反洗黑錢政策及程序已於截至二零二四年十二月三十一日止財政年度全面遵守澳門政府的適用法律及法定要求。

遵守法律法規

於本年度內，就本公司所知，本集團並無重大違反或未能遵守任何適用法律法規之規定，而足以對本集團的業務及營運構成重大影響。

報告期後事項

於報告期後，本集團並無任何重大事項。

核數師

安永會計師事務所獲委任為本公司核數師，自二零二零年七月二十七日起生效。本公司於任何過去三年內並無變更其核數師。

本公司將於二零二五年股東週年大會上提呈重新委任安永會計師事務所為本公司核數師的決議案。

代表董事會

李柱坤

主席、執行董事兼行政總裁

二零二五年三月二十八日

COMPLIANCE WITH ANTI-MONEY LAUNDERING LAWS AND REGULATIONS

SJM has provided with the Group a confirmation dated 18 February 2025 that its anti-money laundering policies and procedures implemented in the casinos and gaming premises at MFW were in full compliance with the applicable legal and regulatory requirements of the Macau government for the financial year ended 31 December 2024.

COMPLIANCE WITH LAWS AND REGULATIONS

During the year, as far as the Company is aware, there was no material breach of or non-compliance with applicable laws and regulations by the Group that has a significant impact on the business and operations of the Group.

EVENT AFTER REPORTING PERIOD

The Group did not have any significant events after the reporting period.

AUDITOR

Ernst & Young was appointed as the auditor of the Company with effect from 27 July 2020. The Company has not changed its auditors in any of the preceding three years.

A resolution will be submitted to the 2025 AGM to re-appoint Ernst & Young as auditor of the Company.

On behalf of the Board

Li Chu Kwan

Chairman, executive Director and chief executive officer

28 March 2025

Independent Auditor's Report



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致澳門勵駿創建有限公司股東
澳門勵駿創建有限公司
(於開曼群島註冊成立的有限公司)

To the shareholders of Macau Legend Development Limited
澳門勵駿創建有限公司
(Incorporated in the Cayman Islands with limited liability)

不發表意見

我們獲委聘以審計列載於109至219頁的澳門勵駿創建有限公司(以下簡稱「貴公司」)及其附屬公司(統稱為「貴集團」)的綜合財務報表，此財務報表包括於二零二四年十二月三十一日的綜合財務狀況表與截至該日止年度的綜合損益及其他全面收益表、綜合權益變動表和綜合現金流量表，以及綜合財務報表附註，包括重大會計政策資料。

我們不對 貴集團的綜合財務報表發表意見。由於本報告於不發表意見基準一節所述有關與持續經營相關的多種不確定因素的潛在相互作用及其對綜合財務報表的可能累計影響，我們不可能就此等綜合財務報表形成意見。至於所有其他方面，我們認為綜合財務報表已根據香港《公司條例》的披露規定妥為擬備。

DISCLAIMER OF OPINION

We were engaged to audit the consolidated financial statements of Macau Legend Development Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 109 to 219, which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

We do not express an opinion on the consolidated financial statements of the Group. Because of the potential interaction of the multiple uncertainties relating to going concern and their possible cumulative effect on the consolidated financial statements as described in the *Basis for disclaimer of opinion* section of our report, it is not possible for us to form an opinion on these consolidated financial statements. In all other respects, in our opinion, the consolidated financial statements have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.



不發表意見基準

有關持續經營的多種不明朗因素

如綜合財務報表附註2.1所載，於二零二四年十二月三十一日，貴集團有流動負債淨額2,513,000,000港元，並於截至二零二四年十二月三十一日止年度產生虧損淨額622,600,000港元。貴集團的銀行及其他借款總額為2,405,800,000港元，將於報告期末後12個月內到期償還或按要求償還，而其現金及銀行結餘於二零二四年十二月三十一日為52,300,000港元。由於貴集團未遵守若干貸款契諾，其未償還銀行借款總額2,066,400,000港元須於債權銀行要求時立即償還，其中，按原貸款還款計劃，分期貸款本金132,000,000港元已於二零二四年十二月三十一日違約。此外，貴公司已於截至二零二四年十二月三十一日止年度償還股東貸款125,600,000港元，但貴公司仍未獲得貴公司控股股東及主要股東的任何確認，表明彼等繼續同意不會於報告期末起12個月內要求償還未償還股東貸款總金額339,400,000港元。此等情況，連同綜合財務報表所載附註2.1所載其他事項，表明存在重大不確定因素，令貴集團持續經營能力存在重大疑問。

貴公司董事已採取計劃及措施改善貴集團的流動資金及財務狀況，詳情載於綜合財務報表附註2.1。編製綜合財務報表所依據持續經營假設的有效性取決於該等計劃及措施的結果，其可能受多種不確定因素影響，包括(i) 貴集團債權銀行持續支持，以避免該等銀行因貴集團違反貸款契諾及拖欠到期分期貸款本金而對貴集團採取行動，行使其權利要求貴集團立即償還未償還借款；(ii) 貴集團債權銀行的持續支持，有利於貴集團重組貴集團拖欠的未償還分期貸款本金及將於二零二五年到期的分期貸款；及(iii) 貴公司控股股東及主要股東的持續支持，不要求償還合共339,400,000港元的股東貸款。

BASIS FOR DISCLAIMER OF OPINION

Multiple Uncertainties Relating to Going Concern

As set out in note 2.1 to the consolidated financial statements, the Group had net current liabilities of HK\$2,513.0 million as at 31 December 2024 and incurred a net loss of HK\$622.6 million for the year ended 31 December 2024. The Group's total bank and other borrowings amounted to HK\$2,405.8 million, which will be due for repayment within the next 12 months from the end of the reporting period or are repayable on demand, while its cash and bank balances amounted to HK\$52.3 million as at 31 December 2024. As a result of non-compliance of certain loan covenants by the Group, its total outstanding bank borrowings of HK\$2,066.4 million become immediately repayable if demanded by the creditor banks, of which an instalment of loan principal amounting to HK\$132.0 million has been in default as at 31 December 2024 according to the original loan repayment schedule. In addition, the Company repaid shareholders' loans of HK\$125.6 million during the year ended 31 December 2024 and the Company has yet to obtain any confirmations from the controlling shareholder and substantial shareholders of the Company that they would continue to agree not to demand for repayment of the outstanding shareholders' loans with an aggregate amount of HK\$339.4 million within the next 12 months from the end of the reporting period. These conditions, together with other matters set out in note 2.1 to the consolidated financial statements, indicate the existence of material uncertainties which cast significant doubt on the Group's ability to continue as a going concern.

The directors of the Company have undertaken plans and measures to improve the Group's liquidity and financial position, which are set out in note 2.1 to the consolidated financial statements. The validity of the going concern assumption on which the consolidated financial statements have been prepared depends on the outcome of these plans and measures, which are subject to multiple uncertainties, including (i) the continual support from the Group's creditor banks for not taking any actions against the Group to exercise their right to demand immediate repayment of the Group's outstanding borrowings as a result of the non-compliance of loan covenants and the Group's default in instalments of loan principal due; (ii) the continual support from the Group's creditor banks for the restructuring of the Group's outstanding instalments of loan principal in default and instalments of loan to be due in 2025 in the Group's favour; and (iii) the continual support from the Company's controlling shareholder and substantial shareholders for not requesting for repayment of shareholders' loans of HK\$339.4 million in aggregate.

Independent Auditor's Report (Continued)



由於該等多重不確定因素，其潛在相互作用，以及其可能產生的累積效應，我們無法就持續經營編製基準是否屬適合得出意見。倘 貴集團未能達成上述計劃措施，可能無法繼續持續經營，因而可能必須進行調整，將 貴集團資產的眼面值撇減至其可收回金額，為可能產生的任何進一步的負債計提撥備，並將非流動資產和非流動負債分別重新分類為流動資產和流動負債。此等調整的影響並未反映在綜合財務報表中。

董事就綜合財務報表須承擔的責任

貴公司董事須負責根據香港會計師公會(「香港會計師公會」)頒佈的《香港財務報告準則》(「香港財務報告準則」)及香港《公司條例》的披露規定擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備綜合財務報表時，貴公司董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非 貴公司董事有意將 貴集團清盤或停止經營，或別無其他實際的替代方案。

審計委員會協助 貴公司董事履行職責，監督 貴集團的財務報告過程。

As a result of these multiple uncertainties, their potential interaction, and the possible cumulative effect thereof, we were unable to form an opinion as to whether the going concern basis of preparation is appropriate. Should the Group fail to achieve the above-mentioned plans and measures, it might not be able to continue to operate as a going concern, and adjustments would have to be made to write down the carrying values of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise, and to reclassify non-current assets and non-current liabilities to current assets and current liabilities, respectively. The effect of these adjustments has not been reflected in the consolidated financial statements.

RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.



核數師就審計綜合財務報表承擔的責任

我們已根據香港會計師公會頒佈的《香港審計準則》對貴集團綜合財務報表進行審計，並出具核數師報告。我們僅向閣下(作為整體)報告，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。然而，由於本報告於不發表意見基準一節所述事宜，我們不可能就此等綜合財務報表形成意見。

根據香港會計師公會頒佈的《專業會計師道德守則》(「守則」)，我們獨立於貴集團，並已履行守則中的其他專業道德責任。

出具本獨立核數師報告的審計專案合夥人是鄒志聰。

安永會計師事務所
執業會計師
香港

二零二五年三月二十八日

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our responsibility is to conduct an audit of the Group's consolidated financial statements in accordance with Hong Kong Standards on Auditing issued by the HKICPA and to issue an auditor's report. Our report is made solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. However, because of the matters described in the *Basis for disclaimer of opinion* section of our report, it is not possible for us to form an opinion on these consolidated financial statements.

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.

The engagement partner on the audit resulting in this independent auditor's report is Chow Chi Chung.

Ernst & Young
Certified Public Accountants
Hong Kong

28 March 2025

綜合損益及其他全面收益表

Consolidated Statement of Profit or Loss and Other Comprehensive Income

截至二零二四年十二月三十一日止年度
Year ended 31 December 2024

			二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
	附註 Notes			
持續經營業務		CONTINUING OPERATIONS		
收益		REVENUE		
銷售及服務成本	5	Cost of sales and services	771,465 (675,780)	739,656 (697,256)
			95,685	42,400
其他收入、收益及虧損，淨額	7	Other income, gains and losses, net	(5,330)	(1,108)
金融資產(減值虧損)/減值虧損撥回，淨額	8	(Impairment losses)/reversal of impairment losses on financial assets, net	(22)	138
非金融資產減值虧損	42	Impairment losses on non-financial assets	(376,239)	–
市場推廣及宣傳開支		Marketing and promotional expenses	(113,035)	(101,612)
營運、行政及其他開支		Operating, administrative and other expenses	(152,369)	(208,637)
融資成本	9	Finance costs	(189,792)	(202,159)
持續經營業務除稅前虧損		LOSS BEFORE TAX FROM CONTINUING OPERATIONS		
所得稅抵免	12	Income tax credit	(741,102)	(470,978)
	13		43,440	421,096
持續經營業務年內虧損		LOSS FOR THE YEAR FROM CONTINUING OPERATIONS		
			(697,662)	(49,882)
終止經營業務		DISCONTINUED OPERATION		
終止經營業務年內溢利	14	Profit for the year from a discontinued operation	75,035	44,961
年內虧損		LOSS FOR THE YEAR		
			(622,627)	(4,921)
其他全面收入：		OTHER COMPREHENSIVE INCOME:		
於往後期間可能重新分類至損益之其他全面(虧損)/收入：		Other comprehensive (loss)/income that may be reclassified to profit or loss in subsequent periods:		
換算境外業務產生的匯兌差額		Exchange differences on translation of foreign operations		
— 附屬公司		– subsidiaries	(18,644)	1,938
年內出售海外業務的重新分類調整		Reclassification adjustment for a foreign operation disposed of during the year	(25,967)	–
年內其他全面(虧損)/收入(扣除稅項)		OTHER COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR, NET OF TAX		
			(44,611)	1,938
年內全面虧損總額		TOTAL COMPREHENSIVE LOSS FOR THE YEAR		
			(667,238)	(2,983)
每股虧損		LOSS PER SHARE		
基本(港仙)		Basic (HK cents)		
— 年內虧損	16	– For loss for the year	(10.04)	(0.08)
— 持續經營業務虧損	16	– For loss from continuing operations	(11.25)	(0.80)

綜合財務狀況表

Consolidated Statement of Financial Position

二零二四年十二月三十一日
31 December 2024

		附註 Notes	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
非流動資產	NON-CURRENT ASSETS			
投資物業	Investment properties	17	428,777	446,771
物業及設備	Property and equipment	18	3,855,098	4,571,922
使用權資產	Right-of-use assets	19	1,014,905	1,150,094
其他無形資產	Other intangible assets	20	–	43,305
於聯營公司之投資	Investment in an associate	21	–	–
向聯營公司貸款	Loan to an associate	22	226,631	210,888
已付按金	Deposits paid	23	196,111	229,184
非流動資產總額	Total non-current assets		5,721,522	6,652,164
流動資產	CURRENT ASSETS			
存貨	Inventories	24	11,448	21,321
貿易及其他應收款項、按金 及預付款項	Trade and other receivables, deposits and prepayments	25	94,236	124,224
已抵押銀行存款	Pledged bank deposits	26	1,681	1,674
現金及銀行結餘	Cash and bank balances	26	52,321	63,233
流動資產總額	Total current assets		159,686	210,452
流動負債	CURRENT LIABILITIES			
貿易及其他應付款項	Trade and other payables	27	266,087	367,911
應付稅款	Tax payable		–	770
銀行及其他借款	Bank and other borrowings	28	2,405,775	633,607
租賃負債	Lease liabilities	29	784	7,732
流動負債總額	Total current liabilities		2,672,646	1,010,020
流動負債淨額	NET CURRENT LIABILITIES		(2,512,960)	(799,568)
總資產減流動負債	TOTAL ASSETS LESS CURRENT LIABILITIES		3,208,562	5,852,596
非流動負債	NON-CURRENT LIABILITIES			
銀行及其他借款	Bank and other borrowings	28	–	1,934,949
租賃負債	Lease liabilities	29	87,220	86,384
遞延稅項負債	Deferred tax liabilities	30	83,351	126,034
非流動負債總額	Total non-current liabilities		170,571	2,147,367
資產淨值	Net assets		3,037,991	3,705,229
權益	EQUITY			
股本	Share capital	31	620,119	620,119
儲備	Reserves		2,417,872	3,085,110
權益總額	Total equity		3,037,991	3,705,229

李柱坤
董事
Li Chu Kwan
Director

陳美儀
董事
Chan Mei Yi, Melinda
Director

Consolidated Statement of Changes in Equity

截至二零二四年十二月三十一日止年度
Year ended 31 December 2024

		股本 Share capital 千港元 HK\$'000	股份溢價* Share premium* 千港元 HK\$'000	其他儲備* Other reserve* 千港元 HK\$'000	法定儲備* Legal reserve* 千港元 HK\$'000	換算儲備* Translation reserve* 千港元 HK\$'000	累計虧損* Accumulated losses* 千港元 HK\$'000	總計 Total 千港元 HK\$'000
				(附註(i)) (note (i))	(附註(ii)) (note (ii))			
於二零二三年一月一日	At 1 January 2023	620,119	4,163,765	(323,835)	6,915	59,441	(818,193)	3,708,212
年內虧損	Loss for the year	—	—	—	—	—	(4,921)	(4,921)
年內其他全面收入	Other comprehensive income for the year	—	—	—	—	1,938	—	1,938
年內全面收入／(虧損)總額	Total comprehensive income/(loss) for the year	—	—	—	—	1,938	(4,921)	(2,983)
於二零二三年十二月三十一日 及二零二四年一月一日	At 31 December 2023 and 1 January 2024	620,119	4,163,765	(323,835)	6,915	61,379	(823,114)	3,705,229
年內虧損	Loss for the year	—	—	—	—	—	(622,627)	(622,627)
年內其他全面虧損	Other comprehensive loss for the year	—	—	—	—	(44,611)	—	(44,611)
年內全面虧損總額	Total comprehensive loss for the year	—	—	—	—	(44,611)	(622,627)	(667,238)
於出售附屬公司時轉撥	Transfer upon disposal of subsidiaries	—	—	—	(6,915)	—	6,915	—
於二零二四年十二月三十一日	At 31 December 2024	620,119	4,163,765	(323,835)	—	16,768	(1,438,826)	3,037,991

附註：

- (i) 本集團的其他儲備為本公司收購的附屬公司的股份面值與本公司於二零零六年十二月集團重組時就收購發行的本公司股份面值的差額。
- (ii) 根據老撾人民民主共和國(「老撾」)企業法，於老撾註冊的附屬公司，均須將其於各會計期間不少於10%的溢利轉至法定儲備，直至有關金額相等於相關附屬公司之半股本。
- * 該等儲備賬目包括於二零二四年十二月三十一日的綜合財務狀況表中的綜合儲備2,417,872,000港元(二零二三年十二月三十一日：3,085,110,000港元)。

Notes:

- (i) The other reserve of the Group represents the difference between the nominal value of the shares of subsidiaries acquired by the Company and the nominal value of the shares of the Company issued for acquisition at the time of group reorganisation in December 2006.
- (ii) In accordance with the Enterprise Law of the Lao People's Democratic Republic ("Lao PDR"), the subsidiary registered in Lao PDR is required to transfer not less than 10% of its profits of each accounting period to its legal reserve, until the amount reaches an amount equal to half of the share capital of the respective subsidiary.
- * These reserve accounts comprise the consolidated reserves of HK\$2,417,872,000 in the consolidated statement of financial position as at 31 December 2024 (31 December 2023: HK\$3,085,110,000).

綜合現金流量表

Consolidated Statement of Cash Flows

截至二零二四年十二月三十一日止年度
Year ended 31 December 2024

		附註 Notes	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
來自營運活動之現金流量	CASH FLOWS FROM OPERATING ACTIVITIES			
除稅前(虧損)/溢利	(Loss)/profit before tax:			
持續經營業務	From continuing operations		(741,102)	(470,978)
終止經營業務	From a discontinued operation		90,131	62,126
已就下列者作出調整：	Adjustments for:			
利息收入	Interest income	7	(221)	(206)
利息開支	Interest expenses	9	189,930	202,849
未變現匯兌收益淨額	Unrealised exchange gain, net		(398)	(264)
存貨撥備撥回	Reversal of allowance for inventories	12	(784)	(390)
投資物業折舊	Depreciation of investment properties	12	17,994	17,994
物業及設備折舊	Depreciation of property and equipment	18	267,574	311,989
使用權資產折舊	Depreciation of right-of-use assets	19	46,763	50,599
出售物業及設備的虧損	Loss on disposal of property and equipment	7	12,926	11,958
出售一間附屬公司之收益	Gain on disposal of a subsidiary		(77,912)	—
其他無形資產攤銷	Amortisation of other intangible assets	20	364	1,007
貿易應收款項減值虧損	Impairment losses on trade receivables	8	22	42
其他應收款項減值虧損撥回	Reversal of impairment losses on other receivables	8	—	(2)
非金融資產減值虧損	Impairment losses on non-financial assets	42	376,239	—
			181,526	186,724
存貨減少	Decrease in inventories		3,025	373
貿易及其他應收款項、按金及預付款項減少/(增加)	Decrease/(increase) in trade and other receivables, deposits and prepayments		23,456	(16,916)
貿易及其他應付款項(減少)/增加	(Decrease)/increase in trade and other payables		(24,627)	48,811
經營所得現金	Cash generated from operations		183,380	218,992
已付所得稅	Income tax paid		(11,934)	(36,454)
營運活動所得現金流量淨額	Net cash flows from operating activities		171,446	182,538

綜合現金流量表 (續)

Consolidated Statement of Cash Flows (Continued)

截至二零二四年十二月三十一日止年度
Year ended 31 December 2024

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
附註 Notes			
來自投資活動之現金流量			
CASH FLOWS FROM INVESTING ACTIVITIES			
	購買物業及設備	(14,750)	(16,324)
	Purchase of items of property and equipment		
	已付按金	(2,730)	(3,608)
	Deposits paid		
	已收利息	214	204
	Interest received		
	向一間聯營公司墊款	(15,743)	(94,421)
	Advance to an associate		
	出售物業及設備所得款項	8,001	3,135
	Proceeds from disposal of property and equipment		
	就出售一間附屬公司收取按金	–	78,153
	Deposits received for disposal of a subsidiary		
	出售終止經營業務	175,562	–
	Disposal of a discontinued operation		
14			
投資活動所得／(所用) 現金流量淨額			
Net cash flows from/(used in) investing activities			
		150,554	(32,861)
來自融資活動之現金流量			
CASH FLOWS FROM FINANCING ACTIVITIES			
	償還銀行及其他借款	(167,475)	(70,500)
	Repayment of bank and other borrowings		
	已付利息	(156,545)	(172,572)
	Interest paid		
	償還租賃負債本金部分	(6,396)	(10,788)
	Repayments of principal portion of lease liabilities		
	籌借銀行及其他借款	–	80,000
	Bank and other borrowings raised		
融資活動所用現金流量淨額			
Net cash flows used in financing activities			
		(330,416)	(173,860)
現金及現金等價物減少淨額			
NET DECREASE IN CASH AND CASH EQUIVALENTS			
		(8,416)	(24,183)
	於年初的現金及現金等價物	63,233	87,341
	Cash and cash equivalents at beginning of year		
	外幣匯率變動的影響，淨額	(2,496)	75
	Effect of foreign exchange rate changes, net		
於年終的現金及現金等價物，即綜合財務狀況表所載現金及銀行結餘			
CASH AND CASH EQUIVALENTS AT END OF YEAR, REPRESENTING CASH AND BANK BALANCES AS STATED IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION			
		52,321	63,233

Notes to the Consolidated Financial Statements

二零二四年十二月三十一日
31 December 2024

1. 一般資料

澳門勵駿創建有限公司（「本公司」）於二零零六年十月五日在開曼群島根據開曼群島公司法第22章（一九六一年第三條法例，經綜合及修訂）註冊成立為獲豁免有限公司，其股份於香港聯合交易所有限公司（「聯交所」）主板上市。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands，而本公司於澳門特別行政區（「澳門」）的主要營業地點則為澳門友誼大馬路及孫逸仙大馬路澳門漁人碼頭皇宮大樓。

本公司為投資控股公司。其附屬公司之主要業務詳情載列於附註41。於二零二四年十二月三十一日，本集團於澳門擁有澳門漁人碼頭（「澳門漁人碼頭」）。澳門漁人碼頭為座落澳門半島外港集合博彩、酒店、會議及娛樂的海濱綜合設施。於年內，本集團出售於老撾人民民主共和國（「老撾」）的經營業務。有關終止經營業務的進一步披露載於附註14。

根據與澳娛綜合度假股份有限公司（「澳娛綜合」）（澳門三間承批博彩公司之一）於二零零六年九月二十五日簽訂的服務協議（「舊服務協議」）及其相關修訂，本集團於其澳門指定場所向澳娛綜合提供博彩服務。本集團與澳娛綜合之舊服務協議已於二零二二年六月二十六日屆滿，同日，澳娛綜合與澳門政府的博彩批給合同亦已屆滿。於二零二二年六月十六日，本集團與澳娛綜合訂立舊服務協議的附錄（「附錄」），以將服務期延長至二零二二年十二月三十一日。於二零二二年十二月三十日，本集團與澳娛綜合訂立一份新的為期三年的服務協議，以向澳娛綜合提供銷售、推廣、廣告、客戶開發及介紹、活動協調及其他相關服務，自二零二三年一月一日起為期三年（「新服務協議」）。根據於二零二三年四月三日簽署的新服務協議的第一份附錄，本集團支付按金7,000,000港元及提供銀行擔保82,000,000港元予澳娛綜合。

1. GENERAL INFORMATION

Macau Legend Development Limited (the “Company”) was incorporated in the Cayman Islands on 5 October 2006 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The registered office of the Company is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands and the principal place of business of the Company in Macau Special Administrative Region (“Macau”) is located at Palace Building, Macau Fisherman’s Wharf, Avenida da Amizade e Avenida da Dr. Sun Yat Sen, Macau.

The Company is an investment holding company. The principal activities of its subsidiaries are set out in note 41. As at 31 December 2024, the Group owned Macau Fisherman’s Wharf (“MFW”) in Macau. MFW is a waterfront integrated gaming, hotel, convention and entertainment complex located on the outer harbour of the Macau Peninsula. During the year, the Group disposed of its business operation in Lao People’s Democratic Republic (“Lao PDR”). Further disclosures about the discontinued operation are set out in note 14.

Pursuant to the service agreement dated 25 September 2006 (the “Old Service Agreement”) and its related amendments entered into with SJM Resorts S.A. (“SJM”), being one of the three original concessionaires in Macau, the Group provides gaming services to SJM in its premises in Macau. The Old Service Agreement between the Group and SJM expired on 26 June 2022 when the term of SJM concession agreement with the Macau government ended on the same date. On 16 June 2022, the Group entered into an addendum to the Old Service Agreement with SJM (the “Addendum”) that the service period was extended to 31 December 2022. On 30 December 2022, the Group signed a new three-year service agreement with SJM for the provision of services in selling, promotion, advertising, customer development and introduction, coordination of activities and other related services to SJM for a term of three years commencing 1 January 2023 (the “New Service Agreement”). Pursuant to the 1st Addendum of the New Service Agreement signed on 3 April 2023, the Group paid a deposit of HK\$7 million and provided a bank guarantee of HK\$82 million to SJM.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

1. 一般資料(續)

於二零二二年六月二十三日，澳門政府將澳娛綜合及其他所有承批公司及獲轉批給人的批給協議期限由二零二二年六月二十六日延長至二零二二年十二月三十一日。於二零二二年十二月十六日，澳娛綜合與其他現有承批公司及獲轉批給人正式獲授為期十年的博彩批給，以根據與澳門政府訂立的具體批給合同在澳門娛樂場經營娛樂場幸運博彩。

根據經第7/2022號法律修訂的第16/2001號澳門法律(「《娛樂場幸運博彩經營法律制度》」)，《娛樂場幸運博彩經營法律制度》允許現有的衛星娛樂場在3年過渡期內直至二零二五年十二月三十一日繼續在不屬於澳門娛樂場博彩批給經營商的場所內繼續經營，且衛星娛樂場經營商提供的娛樂場管理服務將根據衛星娛樂場淨贏額獲得補償。本集團與澳娛綜合定期討論過渡期後的繼續合作。本公司董事(「董事」)已確認，本集團擬於可見未來繼續在澳門經營本集團的所有主要業務。本集團亦密切關注衛星娛樂場在3年過渡期後的監管發展，特別是如何釐定提供娛樂場管理服務的補償，因於過渡期後，承批公司將不再獲准與衛星娛樂場經營商攤分衛星娛樂場的博彩收益。過渡期後任何不利於衛星娛樂場的監管發展，將對本集團的業務、財務狀況、經營業績及現金流產生重大不利影響。

2.1 呈列基準

於二零二四年十二月三十一日，本集團有流動負債淨額2,513,000,000港元，並於截至二零二四年十二月三十一日止年度產生虧損淨額622,600,000港元。於二零二四年十二月三十一日，本集團的銀行及其他借款總額為2,405,800,000港元，將自報告期末後12個月內到期償還或按要求償還，包括於本綜合財務報表批准日期拖欠的分期貸款本金166,400,000港元及根據原貸款償還計劃將於二零二五年底到期到期的分期貸款本金合共144,000,000港元，而其現金及銀行結餘為52,300,000港元。

1. GENERAL INFORMATION (CONTINUED)

On 23 June 2022, the Macau government extended the term of concession agreements of SJM and all the other concessionaires and sub-concessionaires from 26 June 2022 to 31 December 2022. On 16 December 2022, SJM, together with other existing concessionaires and sub-concessionaires, were formally awarded a ten-year gaming concession for the operation of casino games of fortune in Macau under a definitive gaming contract entered into with the Macau government.

In accordance with the Macau Law No. 16/2001 (the “Macau Gaming Law”), as amended by Law No. 7/2022, the Macau Gaming Law allows existing satellite casinos to continue to operate in premises not owned by Macau casino gaming concessionaires and casino management services provided by satellite casino operators to be compensated based on net gaming wins of the satellite casinos during a 3-year transition period up to 31 December 2025. The Group has maintained regular discussions with SJM on the continuation of cooperation beyond the transition period. The directors of the Company (the “Directors”) have confirmed the Group intends to continue operating all of the Group’s principal businesses in Macau for the foreseeable future. The Group has also been closely monitoring the regulatory developments with respect to satellite casinos beyond the 3-year transition period, in particular how the compensation for the provision of casino management services is to be determined whereas the sharing of gaming revenue of satellite casinos by the concessionaires with satellite casino operators will no longer be permitted beyond the transition period. Any unfavourable regulatory developments with respect to satellite casinos beyond the transition period would have a material adverse impact on the Group’s business, financial condition, results of operations and cash flows.

2.1 BASIS OF PRESENTATION

The Group had net current liabilities of HK\$2,513.0 million as at 31 December 2024 and incurred a net loss of HK\$622.6 million during the year ended 31 December 2024. The Group’s total bank and other borrowings amounting to HK\$2,405.8 million, which will be due for repayment within the next 12 months from the end of the reporting period or are repayable on demand, included instalments of loan principal amounting to HK\$166.4 million which have been in default as at the date of approval of these consolidated financial statements and instalments of loan principal with an aggregate amount of HK\$144.0 million which will be due by the end of 2025 according to the original loan repayment schedule, while its cash and bank balances amounted to HK\$52.3 million as at 31 December 2024.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.1 呈列基準(續)

根據相關貸款協議，本集團需遵守貸款契諾。倘本集團未能遵守貸款契諾條款，本集團債權銀行(「該等銀行」)可行使其權利發出通知，要求立即償還所有未償還的銀行借款(包括利息)。截至二零二四年十二月三十一日止年度，本集團一間附屬公司未遵守本集團其中一項銀行借款的若干貸款契諾(因完成出售本集團在老撾的業務而引起)，涉及處置所得款項的安排，進而引發違反本集團另一筆銀行借款的契諾。因此，原到期日自報告期末起計超過一年的銀行借款1,898,600,000港元已重新分類至流動負債，而本集團所有銀行借款2,066,400,000港元均須按該等銀行的要求時立即償還。截至二零二四年十二月三十一日止年度，管理層一直與該等銀行就不遵守貸款契諾及延長上述拖欠分期貸款本金及將於二零二五年到期分期的還款日期的事宜進行持續磋商，尋求友好解決方案。於綜合財務報表批准日期，本集團(a)並未就違反貸款契諾獲得任何豁免及延長已拖欠及將於二零二五年到期的分期貸款本金還款日期；及(b)並無收到該等銀行發出任何立即償還本集團餘下銀行借款的要求，拖欠的分期貸款本金166,400,000港元除外。

2.1 BASIS OF PRESENTATION (CONTINUED)

Pursuant to the relevant loan agreements, the Group is required to comply with the loan covenants. Should the Group fail to comply with the loan covenant clauses, the Group's creditor banks (the "Banks") may exercise their rights to serve notice to demand for immediate repayment of all outstanding bank borrowings including interest. During the year ended 31 December 2024, a subsidiary of the Group failed to comply with certain loan covenants for one of the Group's bank borrowings (triggered by the completion of disposal of the Group's operation in Lao PDR) regarding the arrangement of disposal proceeds, which in turn triggered the non-compliance of a covenant of the Group's another bank borrowing. As a result, bank borrowings of HK\$1,898.6 million with original maturity date of over one year from the end of the reporting period have been reclassified to current liabilities and all of the Group's bank borrowings of HK\$2,066.4 million become immediately repayable if demanded by the Banks. During the year ended 31 December 2024, the management has been holding ongoing discussions with the Banks for an amicable solution in respect of the non-compliance of loan covenants and extension of repayment dates of the aforesaid instalments of loan principal in default and instalments to be due in 2025. As at the date of approval of these consolidated financial statements, the Group (a) has not obtained any waiver in respect of the non-compliance of loan covenants nor extension of repayment dates of the instalments of loan principal in default and instalments to be due in 2025; and (b) has not received any demand for immediate repayment of the Group's remaining bank borrowings from the Banks other than the instalments of loan principal of HK\$166.4 million in default.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.1 呈列基準(續)

此外，在本集團將於報告期末起計一年內到期或須按要求償還的銀行及其他借款總額中，50,000,000港元為來自本公司控股股東的貸款，及289,400,000港元為來自本公司其他主要股東的貸款。儘管本集團尚未獲得本公司控股股東及主要股東的進一步書面確認，表明彼等將繼續同意在報告期末起12個月內不會要求償還該等股東貸款，但本集團管理層預計，根據過往經驗，本公司控股股東及主要股東將不會於報告期末起12個月內要求償還該等股東貸款。儘管如此，管理層亦意識到，受(包括但不限於)持續的地緣政治緊張局勢、高利率環境及中國房地產市場低迷等因素影響，當前經濟狀況不穩定，對本公司主要股東的個人財務狀況及流動資金可能產生不利影響，進而影響彼等繼續向本集團提供額外財務資源以履行其財務義務的能力。截至二零二四年十二月三十一日止年度，於本集團向主要股東償還部分股東貸款後，股東貸款結餘減少125,600,000港元。因此，根據管理層編製的預測，管理層假設並無進一步償還股東貸款及並無假設自報告期末後12個月內股東貸款減少金額或其他額外股東貸款會回注或注入本集團。

截至綜合財務報表批准日期，儘管本集團並無因未遵守貸款契諾而收到該等銀行發出立即償還本集團餘下銀行借款的要求，但本集團當前並無充足財務資源履行其償還截至本綜合財務報表批准日期拖欠的分期貸款本金166,400,000港元的責任。

誠如上文所述，存在對本集團持續經營業務能力產生重大懷疑的情況。

2.1 BASIS OF PRESENTATION (CONTINUED)

Also within the Group's total bank and other borrowings to be due for repayment within one year from the end of the reporting period or repayable on demand, HK\$50.0 million represents a loan from the controlling shareholder of the Company, and HK\$289.4 million represents loans from the other substantial shareholders of the Company. Notwithstanding that the Group has yet to obtain further written confirmation from the controlling and substantial shareholders of the Company that they would continue to agree not to demand for repayment of these shareholder's loans within the next 12 months from the end of the reporting period, the management of the Group expects that, based on past experience, the controlling and substantial shareholders of the Company would not demand for repayment of these shareholders' loans within the next 12 months from the end of the reporting period. Notwithstanding the foregoing, management was also aware of the prevailing unstable economic conditions, driven by factors including but not limited to persistent geopolitical tension, high interest rate environment and sluggish property market in China, which may have adversely impacted the personal financial position and liquidity of certain of the Company's substantial shareholders, and in turn their ability to continue to provide additional financial resources to the Group for meeting its financial obligations. During the year ended 31 December 2024, balance of shareholders' loans decreased by HK\$125.6 million upon partial repayment made by the Group to the substantial shareholders. As such, based on the forecasts prepared by the management, management assumes that there is no further repayment of shareholders' loans and there is no assumption that the decreased amount or other additional shareholder's loan will be injected back or into the Group within the next 12 months from the end of the reporting period.

Up to the date of approval of these consolidated financial statements, notwithstanding that the Group has not received any demand for immediate repayment of the Group's remaining bank borrowings from the Banks as a result of the non-compliance of loan covenants, the Group does not currently have sufficient financial resources to fulfil its obligation of the instalments of loan principal of HK\$166.4 million which have been in default as at the date of approval of these consolidated financial statements.

As stated and outlined above, there exist circumstances that cast significant doubt on the Group's ability to continue as a going concern.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.1 呈列基準(續)

董事認為，本集團是否可獲得足夠資金使其能按持續經營基準繼續經營業務及有足夠營運資金滿足其自報告期末起計至少12個月的當前需求，將取決於本集團透過以下方式產生充足融資和經營现金流量的能力：

- (a) 本集團正積極尋求該等銀行的持續支持，以避免該等銀行因本集團違反貸款契諾及拖欠到期分期貸款本金而對本集團採取行動，行使其權利要求本集團立即償還未償還借款；
- (b) 本集團正積極尋求該等銀行的持續支持，有利於本集團重組本集團拖欠的未償還分期貸款本金及將於二零二五年到期的分期貸款；
- (c) 本集團正積極尋求本公司控股股東及主要股東的持續支持，不要求償還合共339,400,000港元的股東貸款；及
- (d) 為應對當前業務環境，本集團已採取並將繼續採取多種緩解措施，包括實行成本控制計劃以減少非必需品的現金流出。

董事相信，經考慮上述計劃及措施順利達成後，本集團將有足夠的營運資金滿足其於自報告期末起計未來至少12個月的當前需求。因此，董事信納，按持續經營基準編製本集團截至二零二四年十二月三十一日止年度的綜合財務報表乃屬適當。

2.1 BASIS OF PRESENTATION (CONTINUED)

The Directors consider whether the Group will have adequate funds available to enable it to continue its operations as a going concern and have sufficient working capital to satisfy its present requirements for at least 12 months from the end of the reporting period, will depend upon the Group's ability to generate sufficient financing and operating cash flows through the following:

- (a) the Group is actively seeking continual support from the Banks for not taking any actions against the Group to exercise their right to demand immediate repayment of the Group's outstanding borrowings as a result of the non-compliance of loan covenants and the Group's default in instalments of loan principal due;
- (b) the Group is actively seeking continual support from the Banks for the restructuring of the Group's outstanding instalments of loan principal in default and instalments of loan to be due in 2025 in the Group's favour;
- (c) the Group is actively seeking continual support from the controlling shareholder and substantial shareholders of the Company by not requesting for repayment of shareholders' loans of HK\$339.4 million in aggregate; and
- (d) the Group has undertaken and will continue to undertake various mitigating measures to manage the current business environment, including a cost control program to minimise the cash outflow of non-essential items.

The Directors believe that, taking into account the above plans and measures being successfully achieved, the Group will have sufficient working capital to satisfy its present requirements for at least the next 12 months from the end of the reporting period. Accordingly, the Directors are satisfied that it is appropriate to prepare the consolidated financial statements of the Group for the year ended 31 December 2024 on a going concern basis.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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2.1 呈列基準(續)

儘管上文所述，本集團能否實現上述計劃及措施仍存在重大不確定因素。本集團能否持續經營取決於以下因素：

- (a) 該等銀行持續支持，以避免該等銀行因本集團違反貸款契諾及拖欠到期分期貸款本金而對本集團採取行動，行使其權利要求本集團立即償還未償還借款；
- (b) 該等銀行持續支持，有利於本集團重組本集團拖欠的未償還分期貸款本金及將於二零二五年到期的分期貸款；及
- (c) 本公司控股股東及主要股東的持續支持，不要求償還合共339,400,000港元的股東貸款。

倘持續經營的假設不合適，則須做出調整以將本集團資產的賬面值撇減至其可收回金額，為可能產生的任何進一步負債計提撥備，並將其非流動資產及非流動負債分別重新分類為流動資產及流動負債。該等調整的影響並未在綜合財務報表中反映。

2.2 編製基準

本綜合財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈的香港財務報告準則(「香港財務報告準則」，其包括所有香港財務報告準則、香港會計準則(「香港會計準則」)及詮釋)以及香港《公司條例》的披露規定所編製。

本綜合財務報表以港元(「港元」)呈列，港元亦為本公司的功能貨幣。除另有指明外，所有數值均約整至最接近的千位。綜合財務報表均根據歷史成本基準編製。

2.1 BASIS OF PRESENTATION (CONTINUED)

Notwithstanding the above, significant uncertainties exist as to whether the Group is able to achieve its plans and measures as described above. Whether the Group will be able to continue as a going concern would depend upon the following:

- (a) the continual support from the Banks for not taking any actions against the Group to exercise their right to demand immediate repayment of the Group's outstanding borrowings as a result of the non-compliance of loan covenants and the Group's default in instalments of loan principal due;
- (b) the continual support from the Banks for the restructuring of the Group's outstanding instalments of loan principal in default and instalments of loan to be due in 2025 in the Group's favour; and
- (c) the continual support from the Company's controlling shareholder and substantial shareholders for not requesting for repayment of shareholders' loans of HK\$339.4 million in aggregate.

Should the going concern assumption be inappropriate, adjustments would have to be made to write down the carrying values of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify its non-current assets and non-current liabilities to current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in the consolidated financial statements.

2.2 BASIS OF PREPARATION

These consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Report Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the disclosure requirements of the Hong Kong Companies Ordinance.

These consolidated financial statements are presented in Hong Kong dollars ("HK\$"), which is also the functional currency of the Company and all values are rounded to the nearest thousand except when otherwise indicated. They have been prepared under the historical cost convention.

Notes to the Consolidated Financial Statements (Continued)

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2.2 編製基準（續）

綜合基準

綜合財務報表包括本公司及其附屬公司（統稱「本集團」）截至二零二四年十二月三十一日止年度的財務報表。附屬公司為本公司直接或間接控制的實體。當本集團承受或享有參與投資對象業務所得的可變回報，且能透過對投資對象的權力（即賦予本集團有能力主導投資對象相關活動的既存權利）影響該等回報時，即取得控制權。

於一般情況下均存在多數投票權形成控制權之推定。倘本公司擁有少於投資對象大多數投票或類似權利的權利，則本集團於評估其是否擁有對投資對象的權力時會考慮一切相關事實及情況，包括：

- (a) 與投資對象其他投票權持有人的合同安排；
- (b) 其他合同安排所產生的權利；及
- (c) 本集團的投票權及潛在投票權。

附屬公司採用與本公司一致的會計政策編製相同報告期間的財務報表。附屬公司的業績由本集團獲得控制權當日起綜合入賬，直至該控制權停止當日為止。

本集團母公司擁有人及非控股股東須分佔損益及其他全面收益的各個部分，即使此舉將導致非控股權益出現虧絀結餘。本集團成員公司之間交易所產生的所有集團內資產及負債、權益、收入、開支及現金流量均在綜合賬目時悉數對銷。

倘事實及情況顯示上述三項控制權因素其中一項或多項有變，則本集團會重估是否仍然控制投資對象。附屬公司的所有權權益變動（沒有失去控制權），按權益交易入賬。

2.2 BASIS OF PREPARATION (CONTINUED)

Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries (collectively referred to as the “Group”) for the year ended 31 December 2024. A subsidiary is an entity, directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

Generally, there is a presumption that a majority of voting rights results in control. When the Company has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group’s voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of the subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the owners of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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2.2 編製基準(續)**綜合基準(續)**

倘本集團失去對一間附屬公司的控制權，則其終止確認相關資產(包括商譽)、任何非控股權益及匯兌波動儲備；及確認任何保留投資的公允值及任何因此於損益中產生的盈餘或虧絀。過往在其他全面收益內確認的本集團應佔部分按倘本集團直接出售相關資產或負債時要求的相同基準適當地重新分類至損益或保留溢利。

2.3 會計政策及披露變動

本集團已於本年度的財務報表首次應用以下經修訂香港財務報告準則。

香港財務報告準則第16號(修訂本)

Amendments to HKFRS 16

香港會計準則第1號(修訂本)

Amendments to HKAS 1

香港會計準則第1號(修訂本)

Amendments to HKAS 1

香港會計準則第7號及香港財務報告準則第7號(修訂本)

Amendments to HKAS 7 and HKFRS 7

2.2 BASIS OF PREPARATION (CONTINUED)**Basis of consolidation (Continued)**

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, any non-controlling interest and the exchange fluctuation reserve; and recognises the fair value of any investment retained and any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following revised HKFRSs for the first time for the current year's financial statements.

售後租回的租賃負債

Lease Liability in a Sale and Leaseback

負債分類為流動或非流動(「二零二零年修訂本」)

Classification of Liabilities as Current or Non-current

(the “2020 Amendments”)

附帶契諾的非流動負債(「二零二二年修訂本」)

Non-current Liabilities with Covenants (the “2022 Amendments”)

供應商融資安排

Supplier Finance Arrangements

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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2.3 會計政策及披露變動(續)

經修訂香港財務報告準則之性質及影響載述如下：

- (a) 香港財務報告準則第16號(修訂本)訂明計量售後租回交易產生的租賃負債所用的賣方－承租人之規定，以確保賣方－承租人不確認為所保留使用權有關的任何損益金額。由於本集團自首次應用香港財務報告準則第16號之日起並無發生涉及不取決於一項指數或費率的可變租賃付款的售後租回交易，故該等修訂本對本集團的財務狀況或表現並無任何影響。
- (b) 二零二零年修訂本澄清了將負債分類為流動或非流動負債之規定，包括延遲償還負債權利的涵義，以及延遲償還負債權利必須在報告期末存在。負債之分類不受該實體行使其延遲償還負債權利的可能性的影響。該修訂本亦澄清了負債可以用其自身權益工具結算，只有當可轉換負債中的轉換選擇權本身作為權益工具入賬時，負債的條款才不會影響其分類。二零二二年修訂本進一步澄清，在貸款安排產生的負債契諾中，只有實體於報告日或之前必須遵守的契諾才會影響負債分類為流動或非流動。對於實體在報告日後12個月內必須遵守未來契諾的非流動負債，需要進行額外披露。

本集團已重新評估其於二零二三年及二零二四年一月一日的負債條款及條件，並認為於首次應用該等修訂本後其負債的分類維持不變。因此，該等修訂本對本集團的財務狀況或表現並無任何影響。

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (CONTINUED)

The nature and the impact of the revised HKFRSs are described below:

- (a) Amendments to HKFRS 16 specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. Since the Group has no sale and leaseback transactions with variable lease payments that do not depend on an index or a rate occurring from the date of initial application of HKFRS 16, the amendments did not have any impact on the financial position or performance of the Group.
- (b) The 2020 Amendments clarify the requirements for classifying liabilities as current or non-current, including what is meant by a right to defer settlement and that a right to defer must exist at the end of the reporting period. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement. The amendments also clarify that a liability can be settled in its own equity instruments, and that only if a conversion option in a convertible liability is itself accounted for as an equity instrument would the terms of a liability not impact its classification. The 2022 Amendments further clarify that, among covenants of a liability arising from a loan arrangement, only those with which an entity must comply on or before the reporting date affect the classification of that liability as current or non-current. Additional disclosures are required for non-current liabilities that are subject to the entity complying with future covenants within 12 months after the reporting period.

The Group has reassessed the terms and conditions of its liabilities as at 1 January 2023 and 2024 and concluded that the classification of its liabilities as current or non-current remained unchanged upon initial application of the amendments. Accordingly, the amendments did not have any impact on the financial position or performance of the Group.

Notes to the Consolidated Financial Statements (Continued)

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2.3 會計政策及披露變動(續)

- (c) 香港會計準則第7號及香港財務報告準則第7號(修訂本)澄清了供應商融資安排的特點，並規定須就該等安排作出額外披露。該等修訂本的披露規定旨在協助財務報表使用者瞭解供應商融資安排對實體的負債、現金流量及流動性風險敞口的影響。由於本集團並無供應商融資安排，該等修訂本對本集團財務報表並無任何影響。

2.4 已頒佈但尚未生效的香港財務報告準則

本集團並未於本財務報表提前應用以下已頒佈但尚未生效的新訂及經修訂香港財務報告準則。本集團擬於該等新訂及經修訂香港財務報告準則生效時應用該等香港財務報告準則(如適用)。

香港財務報告準則第18號
HKFRS 18

香港財務報告準則第19號
HKFRS 19

香港財務報告準則第9號及香港財務報告準則第7號(修訂本)

Amendments to HKFRS 9 and HKFRS 7

香港財務報告準則第9號及香港財務報告準則第7號(修訂本)

Amendments to HKFRS 9 and HKFRS 7
香港財務報告準則第10號及香港會計準則第28號(修訂本)

Amendments to HKFRS 10 and HKAS 28

香港會計準則第21號(修訂本)

Amendments to HKAS 21

香港財務報告準則會計準則之年度改進－第11卷

Annual Improvements to HKFRS

Accounting Standards – Volume 11

¹ 於二零二五年一月一日或之後開始之年度期間生效

² 於二零二六年一月一日或之後開始之年度期間生效

³ 於二零二七年一月一日或之後開始之年度／報告期間生效

⁴ 尚未釐定強制生效日期但可供採納

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (CONTINUED)

- (c) Amendments to HKAS 7 and HKFRS 7 clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. As the Group does not have supplier finance arrangements, the amendments did not have any impact on the Group's financial statements.

2.4 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements. The Group intends to apply these new and revised HKFRSs, if applicable, when they become effective.

財務報表的呈列及披露³

Presentation and Disclosure in Financial Statements³

非公共受託責任附屬公司：披露³

Subsidiaries without Public Accountability: Disclosures³

金融工具的分類及計量之修訂²

Amendments to the Classification and Measurement of Financial Instruments²

涉及依賴自然能源生產電力的合約²

Contracts Referencing Nature-dependent Electricity²

投資者與其聯營公司或合營企業之間的資產出售或注資⁴

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture⁴

缺乏可兌換性¹

Lack of Exchangeability¹

香港財務報告準則第1號、香港財務報告準則第7號、香港財務報告準則第9號、香港財務報告準則第10號及香港會計準則第7號之修訂²

Amendments to HKFRS 1, HKFRS 7, HKFRS 9, HKFRS 10 and HKAS 7²

¹ Effective for annual periods beginning on or after 1 January 2025

² Effective for annual periods beginning on or after 1 January 2026

³ Effective for annual/reporting periods beginning on or after 1 January 2027

⁴ No mandatory effective date yet determined but available for adoption

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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2.4 已頒佈但尚未生效的香港財務報告準則(續)

預期適用於本集團的該等香港財務報告準則的其他資料於下文描述。

香港財務報告準則第18號取代香港會計準則第1號*財務報表的呈列*。儘管香港財務報告準則第18號沿用多項香港會計準則第1號的規定並作出有限修訂，其亦引入有關於損益表中的呈列(包括訂明總計及小計)的新規定。實體須將其於損益表內的所有收入及開支分為五個類別之一：經營、投資、融資、所得稅及終止經營業務，並呈列兩項新界定的小計。香港財務報告準則第18號亦規定以單一附註披露管理層界定的績效指標，並引入有關加強主要財務報表及附註內資料分組(匯總和分列)與分佈的規定。香港會計準則第1號先前所載部分規定已轉至香港會計準則第8號*會計政策、會計估計變更及錯誤*，並更名為香港會計準則第8號*財務報表的編製基準*。由於頒佈香港財務報告準則第18號的影響有限但廣泛適用，故對香港會計準則第7號*現金流量表*、香港會計準則第33號*每股盈利*及香港會計準則第34號*中期財務報告*作出修訂。此外，亦已對其他香港財務報告準則作出相應的輕微修訂。香港財務報告準則第18號及其他香港財務報告準則的相應修訂於二零二七年一月一日或之後開始之年度期間生效，並允許提早應用及須追溯應用。本集團現正分析新規定以及評估香港財務報告準則第18號對其財務報表呈列及披露的影響。

香港財務報告準則第19號允許合資格實體選擇應用經削減的披露規定，同時仍應用其他香港財務報告準則的確認、計量及呈列規定。為符合資格，於報告期末，實體須為香港財務報告準則第10號*綜合財務報表*所界定的附屬公司，且毋須作出公共問責，並須擁有一間編製符合香港財務報告準則的綜合財務報表供公眾使用的母公司(最終或中間公司)。允許提早應用。由於本公司為上市公司，並不符合資格選擇應用香港財務報告準則第19號。本公司部分附屬公司正考慮於其特定財務報表中應用香港財務報告準則第19號。

2.4 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

Further information about those HKFRSs that are expected to be applicable to the Group is described below.

HKFRS 18 replaces HKAS 1 *Presentation of Financial Statements*. While a number of sections have been brought forward from HKAS 1 with limited changes, HKFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Entities are required to classify all income and expenses within the statement of profit or loss into one of the five categories: operating, investing, financing, income taxes and discontinued operations and to present two new defined subtotals. It also requires disclosures about management-defined performance measures in a single note and introduces enhanced requirements on the grouping (aggregation and disaggregation) and the location of information in both the primary financial statements and the notes. Some requirements previously included in HKAS 1 are moved to HKAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*, which is renamed as HKAS 8 *Basis of Preparation of Financial Statements*. As a consequence of the issuance of HKFRS 18, limited, but widely applicable, amendments are made to HKAS 7 *Statement of Cash Flows*, HKAS 33 *Earnings per Share* and HKAS 34 *Interim Financial Reporting*. In addition, there are minor consequential amendments to other HKFRSs. HKFRS 18 and the consequential amendments to other HKFRSs are effective for annual periods beginning on or after 1 January 2027 with earlier application permitted. Retrospective application is required. The Group is currently analysing the new requirements and assessing the impact of HKFRS 18 on the presentation and disclosure of the Group's financial statements.

HKFRS 19 allows eligible entities to elect to apply reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other HKFRSs. To be eligible, at the end of the reporting period, an entity must be a subsidiary as defined in HKFRS 10 *Consolidated Financial Statements*, cannot have public accountability and must have a parent (ultimate or intermediate) that prepares consolidated financial statements available for public use which comply with HKFRSs. Earlier application is permitted. As the Company is a listed company, it is not eligible to elect to apply HKFRS 19. Some of the Company's subsidiaries are considering the application of HKFRS 19 in their specified financial statements.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.4 已頒佈但尚未生效的香港財務報告準則(續)

香港財務報告準則第9號及香港財務報告準則第7號(修訂本)金融工具的分類及計量之修訂釐清取消確認金融資產或金融負債的日期，並引入會計政策選擇權，可在符合指定條件下於結算日前取消確認以電子支付系統結算的金融負債。該等修訂本釐清評估具有環境、社會及管治以及其他同類或然特徵之金融資產合約現金流量特性的方法。此外，該等修訂本亦釐清具有無追索權特徵和合約掛鉤工具之金融資產的分類要求。該等修訂本更包括對指定按公允值計量通過其他全面收益列賬之權益工具投資以及具有或然特徵的金融工具之額外披露。該等修訂本應當追溯應用，並對首次應用日期的期初保留溢利(或其他權益組成部分)作出調整。過往期間毋須重列，並在無需事後確認的情況下方予重列。允許同時提早應用所有修訂本或僅提早應用與金融資產分類相關的修訂本。預計該等修訂本不會對本集團的財務報表產生任何重大影響。

香港財務報告準則第9號及香港財務報告準則第7號(修訂本)涉及依賴自然能源生產電力的合約澄清範圍內合約「自用」規定的應用，並修訂範圍內合約現金流量對沖關係中被對沖項目的指定規定。該等修訂本亦包括額外披露，使財務報表使用者能夠了解該等合約對實體財務表現及未來現金流量的影響。與自用例外情況相關的修訂本應追溯應用。過往期間毋須重列，並在無需事後確認的情況下方予重列。與對沖會計相關的修訂本應追溯應用於首次應用之日或之後指定的新對沖關係。允許提早應用。香港財務報告準則第9號及香港財務報告準則第7號(修訂本)應同時應用。預計該等修訂本不會對本集團的財務報表產生任何重大影響。

2.4 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

Amendments to HKFRS 9 and HKFRS 7 *Amendments to the Classification and Measurement of Financial Instruments* clarify the date on which a financial asset or financial liability is derecognised and introduce an accounting policy option to derecognise a financial liability that is settled through an electronic payment system before the settlement date if specified criteria are met. The amendments clarify how to assess the contractual cash flow characteristics of financial assets with environmental, social and governance and other similar contingent features. Moreover, the amendments clarify the requirements for classifying financial assets with non-recourse features and contractually linked instruments. The amendments also include additional disclosures for investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features. The amendments shall be applied retrospectively with an adjustment to opening retained profits (or other component of equity) at the initial application date. Prior periods are not required to be restated and can only be restated without the use of hindsight. Earlier application of either all the amendments at the same time or only the amendments related to the classification of financial assets is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKFRS 9 and HKFRS 7 *Contracts Referencing Nature-dependent Electricity* clarify the application of the "own-use" requirements for in-scope contracts and amend the designation requirements for a hedged item in a cash flow hedging relationship for in-scope contracts. The amendments also include additional disclosures that enable users of financial statements to understand the effects these contracts have on an entity's financial performance and future cash flows. The amendments relating to the own-use exception shall be applied retrospectively. Prior periods are not required to be restated and can only be restated without the use of hindsight. The amendments relating to the hedge accounting shall be applied prospectively to new hedging relationships designated on or after the date of initial application. Earlier application is permitted. The amendments to HKFRS 9 and HKFRS 7 shall be applied at the same time. The amendments are not expected to have any significant impact on the Group's financial statements.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.4 已頒佈但尚未生效的香港財務報告準則(續)

香港財務報告準則第10號及香港會計準則第28號(修訂本)針對香港財務報告準則第10號及香港會計準則第28號之間有關投資者與其聯營或合營公司之間之資產出售或注資兩者規定之不一致情況。該修訂本規定，當資產出售或注資構成一項業務時，須確認下游交易產生的全數收益或虧損。當交易涉及及不構成一項業務之資產時，由該交易產生之收益或虧損於該投資者之損益內確認，惟僅以不相關投資者於該聯營或合營公司之權益為限。該修訂本前瞻性應用。香港會計師公會已剔除香港財務報告準則第10號及香港會計準則第28號(修訂本)以往強制生效日期。然而，該修訂本可於現時採納。

香港會計準則第21號(修訂本)指明實體如何評估貨幣是否可兌換為另一種貨幣，以及在缺乏可兌換性的情況下，實體應如何估計計量日的即期匯率。該修訂本要求披露資料，使財務報表使用者能夠瞭解貨幣不可兌換的影響。允許提前應用。在應用該修訂本時，實體不能重述比較資料。初始應用該修訂本的任何累積影響應在初始應用之日確認為對保留溢利期初餘額的調整或對權益單獨組成部分中累積的貨幣換算差額的調整(如適用)。預計該修訂本不會對本集團的財務報表產生任何重大影響。

2.4 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

Amendments to HKFRS 10 and HKAS 28 address an inconsistency between the requirements in HKFRS 10 and in HKAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require a full recognition of a gain or loss resulting from a downstream transaction when the sale of contribution of assets constitutes a business. For a transaction involving assets that do not constitute a business, a gain or loss resulting from the transaction is recognised in the investor's profit or loss only to the extent of the unrelated investor's interest in that associate or joint venture. The amendments are to be applied prospectively. The previous mandatory effective date of amendments to HKFRS 10 and HKAS 28 was removed by the HKICPA. However, the amendments are available for adoption now.

Amendments to HKAS 21 specify how an entity shall assess whether a currency is exchangeable into another currency and how it shall estimate a spot exchange rate at a measurement date when exchangeability is lacking. The amendments require disclosures of information that enable users of financial statements to understand the impact of a currency not being exchangeable. Earlier application is permitted. When applying the amendments, an entity cannot restate comparative information. Any cumulative effect of initially applying the amendments shall be recognised as an adjustment to the opening balance of retained profits or to the cumulative amount of translation differences accumulated in a separate component of equity, where appropriate, at the date of initial application. The amendments are not expected to have any significant impact on the Group's financial statements.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.4 已頒佈但尚未生效的香港財務報告準則(續)

香港財務報告準則會計準則之年度改進—第11冊載列香港財務報告準則第1號、香港財務報告準則第7號(及隨附實施香港財務報告準則第7號的指引)、香港財務報告準則第9號、香港財務報告準則第10號及香港會計準則第7號之修訂。該等預期適用於本集團之修訂本的詳情如下：

- 香港財務報告準則第7號金融工具：披露：該等修訂本已更新香港財務報告準則第7號第B38段以及實施香港財務報告準則第7號的指引第IG1、IG14及IG20B段的若干措詞用字，藉以簡化或與準則內其他段落及／或其他準則所用概念及詞彙保持一致。此外，該修訂本釐清，實施香港財務報告準則第7號的指引/無需說明香港財務報告準則第7號所提述段落的全部要求，亦不會增添額外要求。允許提早應用。預計該修訂本不會對本集團的財務報表產生任何重大影響。
- 香港財務報告準則第9號金融工具：該修訂本釐清，倘承租人按照香港財務報告準則第9號確定租賃負債已予取消，則承租人須應用香港財務報告準則第9號第3.3.3段並在損益中確認任何由此產生的收益或虧損。此外，該修訂本已更新香港財務報告準則第9號第5.1.3段及香港財務報告準則第9號附錄A的若干措詞用字，以消除潛在混淆。允許提早應用。預計該修訂本不會對本集團的財務報表產生任何重大影響。

2.4 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

Annual Improvements to HKFRS Accounting Standards – Volume 11 set out amendments to HKFRS 1, HKFRS 7 (and the accompanying *Guidance on implementing HKFRS 7*), HKFRS 9, HKFRS 10 and HKAS 7. Details of the amendments that are expected to be applicable to the Group are as follows:

- HKFRS 7 Financial Instruments: Disclosures*: The amendments have updated certain wording in paragraph B38 of HKFRS 7 and paragraphs IG1, IG14 and IG20B of the *Guidance on implementing HKFRS 7* for the purpose of simplification or achieving consistency with other paragraphs in the standard and/or with the concepts and terminology used in other standards. In addition, the amendments clarify that the *Guidance on implementing HKFRS 7* does not necessarily illustrate all the requirements in the referenced paragraphs of HKFRS 7 nor does it create additional requirements. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.
- HKFRS 9 Financial Instruments*: The amendments clarify that when a lessee has determined that a lease liability has been extinguished in accordance with HKFRS 9, the lessee is required to apply paragraph 3.3.3 of HKFRS 9 and recognise any resulting gain or loss in profit or loss. In addition, the amendments have updated certain wording in paragraph 5.1.3 of HKFRS 9 and Appendix A of HKFRS 9 to remove potential confusion. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

2.4 已頒佈但尚未生效的香港財務報告準則(續)

- 香港財務報告準則第10號綜合財務報表：該等修訂本釐清，香港財務報告準則第10號第B74段所述僅屬於投資者與擔任該投資者實際代理的其他人士之間可能存在的各種關係的其中一個例子，並消除與香港財務報告準則第10號第B73段要求的不一致部分。允許提早應用。預計該修訂本不會對本集團的財務報表產生任何重大影響。
- 香港會計準則第7號現金流量表：於先前刪除「成本法」的定義後，該等修訂本將香港會計準則第7號第37段中「成本法」一詞以「按成本」取替。允許提早應用。預計該修訂本不會對本集團的財務報表產生任何重大影響。

3. 重大會計政策

公允值計量

公允值指於計量日期市場參與者之間的有序交易中，就出售資產所收取之價格或轉讓負債所支付之價格。計量公允值時假設出售資產或轉讓負債之交易於資產或負債的主要市場或(在未有主要市場的情況下)最有利資產或負債的市場進行。主要或最有利市場須為本集團能參與的市場。假設市場參與者基於最佳經濟利益行事，資產或負債的公允值使用市場參與者為資產或負債定價所用假設計量。

2.4 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (CONTINUED)

- HKFRS 10 *Consolidated Financial Statements*: The amendments clarify that the relationship described in paragraph B74 of HKFRS 10 is just one example of various relationships that might exist between the investor and other parties acting as de facto agents of the investor, which removes the inconsistency with the requirement in paragraph B73 of HKFRS 10. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.
- HKAS 7 *Statement of Cash Flows*: The amendments replace the term "cost method" with "at cost" in paragraph 37 of HKAS 7 following the prior deletion of the definition of "cost method". Earlier application is permitted. The amendments are not expected to have any impact on the Group's financial statements.

3. MATERIAL ACCOUNTING POLICIES

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.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

公允值計量(續)

非金融資產之公允值計量會計及市場參與者將資產用於最高增值及最佳用途或出售予會將資產用於最高增值及最佳用途之另一市場參與者而創造經濟利益的能力。

本集團針對不同情況使用不同估值方法，確保有足夠數據計量公允值，並盡量利用相關可觀察輸入數據，減少使用不可觀察輸入數據。

公允值於財務報表計量或披露之所有資產及負債，均基於對計量公允值整體而言屬重要之最低層輸入數據按下述公允值層級分類：

第一級—按同等資產或負債於活躍市場之報價(未經調整)計算

第二級—按估值方法計算(計量公允值的重要最低層輸入數據可直接或間接觀察)

第三級—按估值方法計算(計量公允值的重要最低層輸入數據不可觀察)

對於按經常性基準於財務報表確認之資產及負債，本集團於各報告期末重新評估分類(基於對計量公允值整體而言屬重大之最低層輸入數據)，確定有否在不同層級之間轉移。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Fair value measurement (Continued)

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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.

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

Level 1 – based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 – based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the 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.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

於聯營公司的投資

聯營公司為本集團於其一般不少於20%股本投票權中擁有長期權益的實體，且可對其發揮重大影響力。重大影響力指的是參與投資對象的財務和經營決策的權力，但不是控制或共同控制這些決策的權力。

本集團分佔聯營公司的業績及資產淨額使用權益會計法納入本綜合財務報表。使用權益會計法編製的聯營公司財務報表乃使用與本集團在類似情況下進行同類交易及事件所用的會計政策一致。在權益法下，於聯營公司的投資初始於綜合財務狀況表按成本確認，其後會作調整以確認本集團分佔聯營公司的損益及其他全面收入。此外，當直接在聯營公司的權益中確認變動時，本集團會在綜合權益變動表內確認其應佔的任何變動(如適用)。當本集團分佔聯營公司的虧損超逾其於聯營公司的權益，則本集團不會繼續確認其分佔的進一步虧損。僅當本集團已產生法定或推定責任或代表該聯營公司支付款項時方會確認額外虧損。

於聯營公司之投資乃自被投資方成為聯營公司當日起按權益法入賬。收購於聯營公司之投資時，投資成本超出本集團應佔該被投資方之可識別資產及負債之公允值淨額之任何數額確認為商譽，並計入該投資之賬面值。本集團所佔之可識別資產及負債的公允值淨額超出投資成本部分，在重新評估後，即時於投資收購期間於損益內確認。

本集團評估有否客觀證據表明於聯營公司的權益可能出現減值。當存在任何客觀證據時，該投資的全部賬面值按照香港會計準則第36號資產減值作為單一資產測試減值，方法為比較其可收回金額(使用價值與公允值減出售成本的較高者)與賬面值。所確認的任何減值虧損不會分配到構成該投資賬面值的一部分的任何資產。倘其後該投資淨額的可收回金額增加，則按照香港會計準則第36號確認撥回該減值虧損。

倘本集團與聯營公司進行交易，與聯營公司進行交易所產生的溢利及虧損於本集團的綜合財務報表內確認，惟僅以與本集團無關的聯營公司權益為限。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Investment in an associate

An associate is an entity in which the Group has a long term interest of generally not less than 20% of the equity voting rights and over which it has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The Group's share of results and net assets of an associate are incorporated in these consolidated financial statements using the equity method of accounting. The financial statement of an associate used for equity accounting purposes are prepared using uniform accounting policies as those of the Group for like transactions and events in similar circumstances. Under the equity method, an investment in an associate is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of profit or loss and other comprehensive income of the associate. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the consolidated statement of changes in equity. When the Group's share of losses of an associate exceeds the Group's interest in that associate, the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

An investment in an associate is accounted for using the equity method from the date on which the investee becomes an associate. On acquisition of the investment in an associate, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The Group assesses whether there is an objective evidence that the interest in an associate may be impaired. When any objective evidence exists, the entire carrying amount of the investment is tested for impairment in accordance with HKAS 36 *Impairment of Assets* as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised is not allocated to any asset that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with HKAS 36 to the extent that the recoverable amount of the net investment subsequently increases.

When the Group transacts with an associate, profits and losses resulting from the transactions with the associate are recognised in the Group's consolidated financial statements only to the extent of interests in the associate that are not related to the Group.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

客戶合同之收益

本集團於(或隨著)履行履約責任時(即當與特定履約責任有關的產品或服務的「控制權」轉移至客戶時)按可反映本集團預期就該等產品或服務而有權換取的代價的金額確認收益。

履約責任指與客戶於合約中承諾向客戶轉移(a) 個別的產品或服務(或一組產品或服務)或(b)一系列大致相同的個別產品或服務，而該等產品或服務具有相同的向客戶轉讓模式。

控制權隨時間轉移，倘符合以下其中一項條件，收益則參照完成相關履約責任的進展情況而隨時間確認：

- 於本集團履約時，客戶同時取得並耗用本集團履約所提供的利益；
- 本集團的履約產生或提升一項資產，而該項資產於本集團履約時由客戶控制；或
- 本集團的履約並未產生對本集團有替代用途的資產，且本集團有強制執行權收取目前為止已完成履約的款項。

否則，收益於客戶獲得個別產品或服務的控制權時確認。

具有多項履約責任(包括分配交易價格)之合同

就包含超過一項履約責任(包括免費或與客戶關係計劃相關向客戶提供商品或服務之義務)的合同而言，本集團按相對獨立售價基準將交易價格分配予每項履約責任。

與每項履約責任相關的獨特商品或服務之獨立售價乃於合同訂立時釐訂，其為本集團會將某一承諾商品或服務獨立售予客戶之價錢。倘不能直接觀察獨立售價，本集團使用適當方法對其進行估計，使最終分配予任何履約義務之交易價格得以反映本集團將所承諾商品或服務轉讓予客戶之交易預期而有權收取之代價金額。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Revenue from contracts with customers

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when “control” of the goods or services underlying the particular performance obligation is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

A performance obligation represents a promise in a contract with a customer to transfer to the customer either (a) a good or service (or a bundle of goods or services) that is distinct; or (b) a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group’s performance as the Group performs;
- the Group’s performance creates or enhances an asset that the customer controls as the assets is created or enhanced; or
- the Group’s performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct goods or services.

Contracts with multiple performance obligations (including allocation of transaction price)

For contracts that contain more than one performance obligation including an obligation to provide goods or services to customers on complementary basis or related to the customer relationship programs, the Group allocates the transaction price to each performance obligation on a relative stand-alone selling price basis.

The stand-alone selling price of the distinct good or service underlying each performance obligation is determined at contract inception. It represents the price at which the Group would sell a promised good or service separately to a customer. If a stand-alone selling price is not directly observable, the Group estimates it using appropriate techniques such that the transaction price ultimately allocated to any performance obligation reflects the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services to the customer.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

客戶合同之收益(續)

主理人與代理人

當另一方參與向客戶提供商品或服務時，本集團會釐定其承諾之性質，是自己提供指定商品或服務之履約責任(即本集團為主理人)，或是安排另一方提供該等商品或服務(即本集團為代理人)。

倘本集團於有關商品或服務轉讓予客戶前對該等商品或服務具控制權，則為主理人。

倘本集團之履約責任為安排另一方提供指定商品或服務，則為代理人。在此情況下，本集團於指定商品或服務轉讓予客戶前並不對為另一方提供的該等商品或服務具控制權。如本集團擔任代理人，則對預期為安排另一方提供指定商品或服務有權收取之任何費用或佣金之金額確認收益。

利息收入

利息收入使用實際利率法按累計基準確認，而實際利率為在金融工具的預期可使用期限內或在短期內(如適用)將估計未來現金收入實際折現為金融資產賬面淨值的利率。

投資物業

投資物業乃指為賺取特許經營權收入及／或為資本增值而持有的物業，而非用於生產或供應貨品或服務或作行政用途的物業；或在一般業務過程中出售的物業。

投資物業初始按成本(包括交易成本)計量。初始確認後，投資物業按成本扣除累計折舊及任何累計減值虧損計量。折舊乃以直線法按投資物業的估計可使用年期經考慮其預計剩餘價值後確認以撇銷其成本。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Revenue from contracts with customers (Continued)

Principal versus agent

When another party is involved in providing goods or services to a customer, the Group determines whether the nature of its promise is a performance obligation to provide the specified goods or services itself (i.e. the Group is a principal) or to arrange for those goods or services to be provided by the other party (i.e. the Group is an agent).

The Group is a principal if it controls the specified good or service before that good or service is transferred to a customer.

The Group is an agent if its performance obligation is to arrange for the provision of the specified good or service by another party. In this case, the Group does not control the specified good or service provided by another party before that good or service is transferred to the customer. When the Group acts as an agent, it recognises revenue in the amount of any fee or commission to which it expects to be entitled in exchange for arranging for the specified goods or services to be provided by the other party.

Interest income

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Investment properties

Investment properties are properties held to earn licensing income and/or for capital appreciation, rather than for use in the production or supply of goods or services or for administrative purposes; or for sale in the ordinary course of business.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is recognised so as to write off the cost of investment properties over their estimated useful lives and after taking into account of their estimated residual value, using the straight-line method.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)**投資物業(續)**

投資物業於出售或永久停用及預期出售不會帶來任何未來經濟利益時終止確認。終止確認物業所產生的任何收益或虧損(按出售所得款項淨額與該資產賬面值的差額計算)於終止確認有關物業的期間計入損益。

當投資物業轉換為業主自用物業或存貨，其於用途變更之日的賬面值作為其後續計量的視作成本。倘本集團作為業主自用物業佔有的物業變為投資物業，則本集團就有關物業按「物業及設備」中的會計政策入賬及/或就持作使用權資產的物業按「使用權資產」中的會計政策入賬，直至用途變更之日。

物業及設備

物業及設備(除在建物業外)按成本扣除累計折舊及任何減值虧損計量。物業及設備項目的成本包括其購買價格及任何使資產達到其擬定用途之營運狀況及地點直接產生的成本。

物業及設備項目投入營運後產生的支出，如維修和保養開支，通常在費用產生之期內計入損益。倘達到確認標準，則重大檢查的開支會作為重置於資產賬面值中資本化。如果物業及設備的某些重要組成部分需要定期更換，則本集團將該等部分確認為擁有特定可使用年期的單獨資產，並作出相應折舊。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)**Investment properties (Continued)**

An investment property is derecognised on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposal. Any gain or loss arising from derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

For a transfer from investment properties to owner-occupied properties or inventories, the deemed cost of a property for subsequent accounting is its carrying amount at the date of change in use. If a property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under “Property and equipment” for owned property and/or accounts for such property in accordance with the policy stated under “Right-of-use assets” for property held as a right-of-use asset up to the date of change in use.

Property and equipment

Property and equipment (other than construction in progress) are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property and equipment have been put into operation, such as repairs and maintenance, is normally charged to profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

物業及設備(續)

折舊乃以直線法，按(i)就博彩機器及設備而言，彼等估計可用年期及十年(根據授予澳娛綜合自二零二三年一月一日開始為期十年的博彩經營批給)(以較短者為準)；及(ii)就其他物業及設備而言，彼等估計可用年期確認，以撇銷各物業及設備項目(在建工程除外)的成本減去彼等的剩餘價值。估計可使用年期、剩餘價值及折舊方法在各報告期末檢討，而估計產生的任何變動之影響按追溯基準入賬。就此而言使用的主要年度比率如下：

樓宇	租期或2% (以較短者為準)
傢俬、固定裝置 及設備	5%至50%
租賃物業裝修	租期或10%至33% (以較短者為準)
汽車	10%至25%
船隻	10%
機器及設備(除「博彩機 器及設備」外)	5%至15%
博彩機器及設備	10%至20%

物業及設備項目(包括任何已初始確認的重大部分)於預期使用或出售有關項目不會產生未來經濟利益時取消確認。於取消確認資產的年度，確認於損益的任何出售或報廢收益或虧損，為出售所得款項淨額與有關資產賬面值之間的差額。

在建工程指發展中或興建中的綜合度假村，其按成本減任何減值虧損列賬，且不會折舊。成本包括建造工程期內的直接建築成本及相關借款的資本化借款成本。在建工程於其竣工及可投入使用时獲重新分類到適當的物業、廠房及設備類別。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Property and equipment (Continued)

Depreciation is recognised so as to write off the cost of each item of property and equipment (other than construction in progress) less their residual values over (i) in the case of gaming machinery and equipment, the shorter of their estimated useful lives and ten years, based on the ten-year gaming concession granted to SJM commencing 1 January 2023; and (ii) in the case of other property and equipment, their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. The principal annual rates used for this purpose are as follows:

Buildings	Over the shorter of the term of the lease and 2%
Furniture, fixtures and equipment	5% – 50%
Leasehold improvements	Over the shorter of the term of the lease and 10% – 33%
Motor vehicles	10% – 25%
Vessels	10%
Machinery and equipment (except for “gaming machinery and equipment”)	5% – 15%
Gaming machinery and equipment	10% – 20%

An item of property and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in profit or loss in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

Construction in progress represents integrated resort under development or construction, which is stated at cost less any impairment losses, and is not depreciated. Cost comprises the direct costs of construction and capitalised borrowing costs on related borrowed funds during the period of construction. Construction in progress is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

租賃

本集團於合同開始時評估合同是否為或包含租賃。倘合同為換取代價而給予在一段時間內控制已識別資產使用的權利，則該合同為或包含租賃。

就於初始應用日期或之後訂立或修訂或自業務合併產生之合同而言，本集團根據香港財務報告準則第16號項下之定義，評估該合同於訂立、修訂或收購之日(倘適用)是否屬於租賃或包含租賃。除非有關合同之條款及條件於日後發生變動，該合同將不予重新評估。

本集團作為承租人

本集團對所有租賃(惟短期租賃除外)採取單一確認及計量方法。本集團確認租賃負債以作出租賃款項，而使用權資產指使用相關資產的權利。

在包含租賃組成部分及非租賃組成部分的合同開始時或獲重新評估時，本集團採用實際權宜方法不將非租賃組成部分分開，而將租賃組成部分與相關的非租賃組成部分作為一項單一租賃組成部分入賬。

短期租賃

對於租期自開始日期起計為12個月或以內且並無包含購買選擇權的短期機器及設備租賃，本集團應用短期租賃確認豁免。短期租賃的租賃款項按直線基準於租期內確認為開支。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

For contracts entered into or modified or arising from business combinations on or after the date of initial application, the Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception, modification date or acquisition date, as appropriate. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

At inception or on reassessment of a contract that contains a lease component and non-lease components, the Group adopts the practical expedient not to separate non-lease components and to account for the lease component and the associated non-lease components as a single lease component.

Short-term leases

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. Lease payments on short-term leases are recognised as an expense on a straight-line basis over the lease term.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

租賃(續)

本集團作為承租人(續)

使用權資產

本集團於租賃開始日期(即相關資產可供使用的日期)確認使用權資產。使用權資產按成本計量,扣除任何累計折舊及減值虧損,並就租賃負債的任何重新計量作出調整。

使用權資產的成本包括已確認的租賃負債金額、已產生的初始直接成本,以及於開始日期或之前作出的租賃付款,扣除任何已收取的租賃優惠。使用權資產的成本亦包括拆除及拆遷相關資產、或復原相關資產所在場地的估計成本。

使用權資產於租期內或資產的估計可使用年期內(以較短者為準)按直線法折舊。詳情如下:

租賃土地	25至75年
樓宇	2至5年

可退還租金按金

已付可退還租金按金根據香港財務報告準則第9號「金融工具」(「香港財務報告準則第9號」)入賬且初步按公允值計量。對初步確認時的公允值作出的調整被視為額外租賃付款並計入使用權資產成本。

租賃負債

租賃負債於租賃開始日期按於租賃期內作出之租賃付款現值確認。租賃付款包括固定付款(包括實質固定付款)減任何應收租賃優惠、取決於某一指數或比率之可變租賃付款及預期根據在剩餘價值擔保之金額。租賃付款亦包括本集團合理確定行使購買選擇權之行使價,並倘租賃期反映了本集團行使終止選擇權,則須就終止租賃支付罰款。並非取決於某一指數或比率之可變租賃付款於觸發付款之事件或狀況出現期間確認為開支。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Leases (Continued)

The Group as a lessee (Continued)

Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. The cost of a right-of-use asset also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Leasehold land	25 to 75 years
Buildings	2 to 5 years

Refundable rental deposits

Refundable rental deposits paid are accounted under HKFRS 9 *Financial Instruments* (“HKFRS 9”) and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate the lease. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

租賃(續)

本集團作為承租人(續)

租賃負債(續)

於計算租賃付款現值時，倘租賃中所隱含之利率不易釐定，本集團則於租賃開始日期使用增量借貸利率。於開始日期後，租賃負債金額增加，以反映利息增加及就所付之租賃付款減少。此外，倘出現修改、租期變動、租賃付款變動(例如是指數或比率變動所產生之未來租賃付款變動)或購買相關資產選擇權之評估更改，租賃負債之賬面值將重新計量。

租賃修訂

倘出現下列情況，本集團將租賃修訂作為單獨租賃入賬：

- 該修訂通過增加使用一項或多項相關資產的權利而擴大租賃範圍；及
- 調增租賃的代價，增加金額相當於範圍擴大對應的單獨價格，加上按照特定合同的實際情況對單獨價格進行的任何適當調整。

對於並非作為單獨租賃入賬的租賃修訂，本集團根據經修訂租賃的租期重新計量租賃負債，方法為於修訂生效日期採用經修訂貼現率貼現經修訂租賃付款。

本集團透過(a)減少使用權資產的賬面值以反映部分或全面終止減少租賃範圍的租賃修訂的租賃，本集團於損益確認與部分或全面終止租賃有關的收益或虧損；或(b)就所有其他租賃修訂的相關使用權資產作出相應調整，重新計量租賃負債。倘經修訂合同包括租賃組成部分以及一個或以上的額外租賃或非租賃組成部分，本集團會根據租賃組成部分的相對獨立價格以及非租賃組成部分的獨立價格總額，將經修訂合同中的代價分配到各租賃組成部分。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Leases (Continued)

The Group as a lessee (Continued)

Lease liabilities (Continued)

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e.g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by (a) decreasing the carrying amount of the right-of-use asset to reflect the partial or full termination of the lease for lease modifications that decrease the scope of the lease. The Group recognises any gain or loss relating to the partial or full termination of the lease in profit or loss; or (b) making corresponding adjustments to the relevant right-of-use asset for all other lease modifications. When the modified contract contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the modified contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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3. 重大會計政策(續)

租賃(續)

本集團作為出租人

當本集團作為出租人時，其於租賃開始時(或當有租賃修訂時)將各租賃分類為經營租賃或融資租賃。

本集團並未轉讓資產所有權所附帶的絕大部分風險及回報的租賃歸類為經營租賃。當合同包含租賃及非租賃組成部分時，本集團按相對獨立售價基準將合同中的代價分配至各組成部分。特許經營權收入由於其經營性質而於租期內按直線法列賬並計入損益的收益內。於取得經營租賃時產生的初始直接成本乃計入租賃資產的賬面值，並於租賃期內按相同方法確認為特許經營權收入。或然租金乃於所賺取的期間內確認為收益。

將相關資產所有權的所有風險及回報實質上轉移予承租人的租賃視為融資租賃。

租賃修訂

本集團將經營租賃修改自修改生效日期起作為新租賃入賬，並將有關原定租賃的任何預付或應計租賃付款視為新租賃的租賃付款一部分。

外幣

於編製各個別集團實體的財務報表時，以該實體功能貨幣以外的貨幣(外幣)進行的交易均按交易日期的現行匯率換算確認。於報告期末，以外幣計值的貨幣項目按該日的現行匯率重新換算。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Leases (Continued)

The Group as lessor

When the Group acts as a lessor, it classifies at lease inception (or when there is a lease modification) each of its leases as either an operating lease or a finance lease.

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. When a contract contains lease and non-lease components, the Group allocates the consideration in the contract to each component on a relative stand-alone selling price basis. Licensing income is accounted for on a straight-line basis over the lease term and is included in revenue in profit or loss due to its operating nature. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as licensing income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases that transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee are accounted for as finance leases.

Lease modification

The Group accounts for a modification to an operating lease as a new lease from the effective date of the modification, considering any prepaid or accrued lease payments relating to the original lease as part of the lease payments for the new lease.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of the entity (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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3. 重大會計政策(續)

外幣(續)

以外幣按歷史成本計算的非貨幣項目以首次交易日的匯率換算。以外幣按公允值計量的非貨幣項目以計量公允值當日的匯率換算。換算按公允值計量的非貨幣項目產生的收益或虧損與該項目公允值變動產生的收益或虧損確認方式一致，即公允值收益或虧損於其他全面收益或損益確認之項目之匯兌差額亦分別於其他全面收益或損益確認。

用於確定終止確認與預付代價有關的非貨幣性資產或非貨幣性負債，並初始確認相關資產、費用或收入時的匯率的首次交易日是本集團初始確認預付代價產生的非貨幣性資產或非貨幣性負債的日期。若支付或收取多筆預付款，則本集團必須對支付或收取的每一筆預付代價釐定交易日。

與結算貨幣項目以及重新換算貨幣項目產生的匯兌差額於其產生的期間於損益確認。

就編製綜合財務報表而言，本集團營運產生的資產及負債使用各報告期末的當前匯率換算為本集團的呈列貨幣(即港元)。收入及開支項目按期內平均匯率換算，惟期內匯率出現大幅波動時，則使用交易日期的匯率進行換算。所產生的匯兌差額(如有)均確認於其他全面收益，並在換算儲備項下累計於權益。

就綜合現金流量表而言，海外附屬公司的現金流量乃使用現金流量日期的匯率換算為港元。海外附屬公司在整個年度內經常產生的現金流量按與交易日期的現行匯率相若的匯率換算為港元。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Foreign currencies (Continued)

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss, respectively).

In determining the exchange rate on initial recognition of the related asset, expense or income on the derecognition of a non-monetary asset or non-monetary liability relating to an advance consideration, the date of initial transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of the advance consideration.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items are recognised in profit or loss in the period in which they arise.

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's operations are translated into the presentation currency of the Group (i.e. Hong Kong dollars) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case, the exchange rates prevailing at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of translation reserve.

For the purpose of the consolidated statement of cash flows, the cash flows of overseas subsidiaries are translated into Hong Kong dollars at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of overseas subsidiaries which arise throughout the year are translated into Hong Kong dollars at the exchange rates that approximate to those prevailing at the dates of the transactions.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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3. 重大會計政策(續)

退休福利成本

指定退休福利計劃的供款乃於僱員已提供使彼等有權享有供款的服務時確認為開支。

短期僱員福利

短期僱員福利是在僱員提供服務時預期支付的福利的未貼現金額。所有短期僱員福利均被確認為開支，除非另有香港財務報告準則要求或允許福利納入在一項資產的成本內。

經扣除任何已付金額後，僱員應得的福利(例如工資及薪金、年假及病假)確認為負債。

借款成本

直接歸屬於收購、興建或生產合資格資產(指必須經一段長時間處理以作其預定用途或銷售的資產)的借貸成本，加入該等資產的成本內，直至資產大致上備妥供其預定用途或銷售為止。

所有其他借貸成本在產生期間的損益中確認。

報告期後事項

倘本集團於報告期後但於授權發行日期前收到有關於報告期末存在的條件的資料，其將評估有關資料會否影響其財務報表中確認的金額。本集團將調整其財務報表中確認的金額以反映報告期後的任何調整事項，並根據新資料更新與該等條件有關的披露。就報告期後的未調整事項而言，本集團將不會更改其財務報表中確認的金額，但會披露未調整事項的性質及對其財務影響的估計，或無法作出該估計的聲明(如適用)。

所得稅

所得稅開支指即期應付稅項及遞延稅項的總和。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Retirement benefit costs

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

Short-term employee benefits

Short-term employee benefits are recognised at the undiscounted amount of the benefits expected to be paid as and when employees rendered the services. All short-term employee benefits are recognised as an expense unless another HKFRS requires or permits the inclusion of the benefit in the cost of an asset.

A liability is recognised for benefits accruing to employees (such as wages and salaries, annual leave and sick leave) after deducting any amount already paid.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Events after the reporting period

If the Group receives information after the reporting period, but prior to the date of authorisation for issue, about conditions that existed at the end of the reporting period, it will assess whether the information affects the amounts that it recognises in its financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its financial statements, but will disclose the nature of the non-adjusting events and an estimate of their financial effects, or a statement that such an estimate cannot be made, if applicable.

Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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3. 重大會計政策(續)

所得稅(續)

即期應付稅項按年內應課稅溢利計算。由於並無計入其他年度應課稅或可扣減的收入或開支以及毋須課稅或不獲扣減的項目，應課稅溢利有別於除稅前溢利／虧損。本集團的即期稅項負債按於報告期末已頒佈或大致已頒佈的稅率計算，當中計及本集團營運所在國家的當前詮釋和慣例。

遞延稅項乃就綜合財務報表內資產及負債賬面值與計算應課稅溢利所採用的相應稅基間的暫時差額而確認。遞延稅項負債一般就所有應課稅暫時差額確認。遞延稅項資產一般就所有可扣減暫時差額確認，惟只限於應課稅溢利可供該等可扣減暫時差額抵銷的情況。若該暫時性差額乃源自初次確認一項不影響應課稅溢利及會計溢利的交易的其他資產及負債(業務合併除外)，則不會確認該等遞延稅項資產及負債。此外，倘初步確認商譽時產生暫時差額，則不會確認遞延稅項負債。

遞延稅項負債乃按與投資附屬公司及聯營公司相關的應課稅暫時差額而確認，惟倘本集團能控制暫時差額之撥回及暫時差額可能將不會於可見未來撥回的情況則除外。與該等投資及權益相關的可扣減暫時差額所產生的遞延稅項資產，僅會於可能有足夠應課稅溢利以使用暫時差額的利益並預期彼等於可見將來撥回時確認。

遞延稅項資產及負債乃按預期應用於清償負債或變現資產期間的稅率(按報告期末已頒佈或已大致頒佈的稅率(及稅務法例))計算。

遞延稅項負債及資產的計量反映本集團預期於報告期結束時收回或償還其資產及負債賬面值所產生的稅務後果。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Income tax (Continued)

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit/loss before tax because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and an associate, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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3. 重大會計政策(續)

所得稅(續)

當有法定可強制執行權利將即期稅項資產與即期稅項負債互相抵銷，且彼等與同一稅務當局徵收的所得稅相關，則會將遞延稅項資產與負債互相抵銷。

即期及遞延稅項於損益確認，惟倘其與其他全面收入或直接於權益確認的項目有關(在該情況下，即期及遞延稅項亦分別於其他全面收入或直接於權益確認)的情況除外。當就業務合併進行初始會計處理時產生即期稅項或遞延稅項，則稅務影響計入就業務合併所進行的會計處理。

評估任何所得稅處理之不確定狀況時，本集團考慮稅務機關是否有可能接受個別集團實體在其所得稅申報中使用或擬使用的不確定稅務處理。倘有可能，則即期及遞延稅項按與申報所得稅之稅務處理一致方式釐定。倘有關稅務機關不大可能會接受不確定稅務處理，則按最大可能金額或預期數值反映各項不確定狀況。

存貨

存貨包括食品及飲料、零售商品及營運用品，按成本及可變現淨值之較低者列賬。存貨成本按先進先出的基準釐定。可變現淨值指存貨的估計售價減所有進行出售所需成本。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Income tax (Continued)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same tax authority.

Current and deferred taxes are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case the current and deferred taxes are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

In assessing any uncertainty over income tax treatments, the Group considers whether it is probable that the relevant tax authority will accept the uncertain tax treatment used, or proposed to be used by individual group entities in their income tax filings. If it is probable, the current and deferred taxes are determined consistently with the tax treatment in the income tax filings. If it is not probable that the relevant tax authority will accept an uncertain tax treatment, the effect of each uncertainty is reflected by using either the most likely amount or the expected value.

Inventories

Inventories which consist of food and beverage, retail merchandise and operating supplies are stated at the lower of cost and net realisable value. Cost of inventories are determined on a first-in, first-out method. Net realisable value represents the estimated selling price for inventories less all costs necessary to make the sale.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)**其他無形資產**

業務合併時收購的其他無形資產與商譽分開確認，且初步按收購當日的公允值(被視為成本)確認。

進行初步確認後，業務合併時收購並擁有有限可使用年期的無形資產根據獨立收購的無形資產的相同基準，按成本減累計攤銷及任何累計減值虧損呈報。

執照

已購入的執照按成本減任何減值虧損列賬，並於其估計可使用年期內以直線基準攤銷。

有關本集團無形資產攤銷的更多詳情載於財務報表附註20。

非金融資產(商譽以外)減值

於報告期末，本集團審閱其具有限可使用年期之物業及設備、使用權資產及無形資產的賬面值，以判斷是否有任何跡象顯示該等資產蒙受減值虧損。倘有任何該跡象出現，為判斷減值虧損的程度(如有)，則估算相關資產的可收回金額。

物業及設備、使用權資產及無形資產之可收回金額逐項進行估計。倘不可能個別地估計可收回金額時，本集團估計資產所屬的現金產生單位(「現金產生單位」)的可收回金額。

此外，本集團會評估是否有跡象顯示企業資產可能出現減值。

可收回金額指公允值減出售成本與使用價值兩者中之較高者。評估使用價值時，採用除稅前貼現率將估計未來現金流量貼現至其現值，該貼現率反映目前貨幣時間值之市場評估及與未經調整未來現金流量估計之資產(或現金產生單位)有關之特定風險。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)**Other intangible assets**

Other intangible assets acquired in a business combination are recognised separately from goodwill and are initially recognised at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination with finite useful lives are reported at cost less accumulated amortisation and any accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Licences

Purchased licences are stated at cost less any impairment losses and are amortised on the straight-line basis over their estimated useful lives.

Further details of the amortisation of the Group's intangible assets are included in note 20 of the financial statement.

Impairment of non-financial assets other than goodwill

At the end of the reporting period, the Group reviews the carrying amounts of its property and equipment, right-of-use assets and intangible assets with finite useful lives to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any).

The recoverable amounts of property and equipment, right-of-use assets, and intangible assets are estimated individually. When it is not possible to estimate the recoverable amounts individually, the Group estimates the recoverable amount of the cash-generating unit ("CGU") to which the asset belongs.

In addition, the Group assesses whether there is indication that corporate assets may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or a CGU) for which the estimates of future cash flows have not been adjusted.

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)

非金融資產(商譽以外)減值(續)

倘估計資產(或現金產生單位)的可收回金額少於其賬面值,則資產(或現金產生單位)的賬面值減至其可收回金額。就不能按合理及貫徹的分配基準分配至現金產生單位的企業資產或部份企業資產,本集團會比較一組現金產生單位之賬面值(包括分配至該組現金產生單位之企業資產或部分企業資產之賬面值)與該組現金產生單位之可收回金額。分配減值虧損時,先以抵減任何商譽之賬面值(如適用),再根據單位或現金產生單位中各項資產的賬面值所佔比重按比例分配予其他資產。資產的賬面值不得抵減至低於以下三者之中最高者:該資產的公允值減去出售成本(如可計量)、其使用價值(如可釐定)和零。因此而未能分攤的減值虧損金額根據相關單位或現金產生單位組別中其他資產所佔比重按比例進行分配。減值虧損於其產生的期內於損益確認。

倘減值虧損隨後撥回,該資產(或現金產生單位或一組現金產生單位)的賬面值會增加至其可收回金額的經修訂估算,惟增加後的賬面值不得超過倘於過往年度並未就該資產(或現金產生單位或一組現金產生單位)確認減值虧損而釐定的賬面值。減值虧損的撥回於其產生期間於損益確認。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Impairment of non-financial assets other than goodwill (Continued)

If the recoverable amount of an asset (or a CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or a CGU) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a CGU, the Group compares the carrying amount of a group of CGUs, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of CGUs, with the recoverable amount of the group of CGUs. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of CGU. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value in use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of CGU. An impairment loss is recognised in profit or loss in the period in which it arises.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or CGU or a group of CGUs) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or CGU or a group of CGUs) in prior years. A reversal of an impairment loss is recognised in profit or loss in the period in which it arises.

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)

金融資產

初始確認及計量

金融資產於初始確認時分類為其後按攤銷成本計量、按公允值計量通過其他全面收益列賬以及按公允值計量通過損益列賬。

於初始確認時，金融資產的分類取決於金融資產的合同現金流量特點及本集團管理該等金融資產的業務模式。除並無重大融資成分或本集團已應用不調整重大融資成分的影響之可行權宜方法的貿易應收款項外，本集團初始按公允值加(倘金融資產並非按公允值計量通過損益列賬)交易成本計量金融資產。並無重大融資成分或本集團已應用可行權宜方法的貿易應收款項根據上文「客戶合同之收益」所載政策按香港財務報告準則第15號釐定的交易價格計量。

為使金融資產按攤銷成本或按公允值計量通過其他全面收益進行分類及計量，其須產生純粹支付未償還本金金額及利息(「純粹支付本金金額及利息」)的現金流量。就具有並非純粹支付本金金額及利息的現金流量的金融資產而言，其不論業務模式，均按公允值透過損益分類及計量。

本集團管理金融資產的業務模式指其管理金融資產以產生現金流量的方式。業務模式確定現金流量是否來自收取合同現金流量、出售金融資產，或兩者兼有。按攤銷成本分類及計量的金融資產在目的為持有金融資產以收取合同現金流量的業務模式內持有，而按公允值計量通過其他全面收益分類及計量的金融資產則在目的為持作收取合同現金流量及出售的業務模式內持有。並非在上述業務模式內持有的金融資產乃按公允值計量通過損益分類及計量。

所有金融資產的常規方式買賣概於交易日(即本集團承諾購買或出售該資產之日)確認。常規方式買賣乃指遵循一般法規或市場慣例在約定時間內交付資產的金融資產買賣。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient of not adjusting the effect of a significant financing component, the Group initially measures a financial asset at its fair value plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under HKFRS 15 in accordance with the policies set out for "Revenue from contracts with customers" above.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)

投資及其他金融資產(續)

後續計量

金融資產的後續計量視乎其分類如下：

按攤銷成本計量的金融資產(債務工具)

按攤銷成本計量的金融資產其後使用實際利率法計量，並可能須減值。當資產終止確認、修訂或減值時，收益及虧損於損益中確認。

按公允值計量通過其他全面收益列賬的金融資產(債務工具)

按公允值計量通過其他全面收益列賬的債務投資、利息收入、匯兌調整及減值虧損或撥回於損益確認，並以按攤銷成本計量的金融資產的相同方式計算。餘下公允值變動於其他全面收益確認。於終止確認時，於其他全面收益確認的累計公允值變動重撥至損益。

指定按公允值計量通過其他全面收益列賬的金融資產(股本投資)

於初始確認時，當本集團的股本投資符合香港會計準則第32號金融工具：呈列對權益的定義且並非持作買賣時，本集團可選擇將股本投資不可撤回地分類為指定按公允值計量通過其他全面收益列賬的股本投資。有關分類以逐個工具為基準釐定。

有關金融資產的收益及虧損絕不會獲重撥至損益。當已建立付款權利，且與股息有關的經濟利益很可能流入本集團，而股息的金額能可靠地計量時，股息會於損益內確認為其他收入，惟本集團於作為收回金融資產一部分成本的所得款項中獲益時則除外，於此等情況下，該等收益於其他全面收益入賬。指定按公允值計量通過其他全面收益列賬的股本投資不受減值評估影響。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Investments and other financial assets (Continued)

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Financial assets at fair value through other comprehensive income (debt instruments)

For debt investments at fair value through other comprehensive income, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to profit or loss.

Financial assets designated at fair value through other comprehensive income (equity investments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity investments designated at fair value through other comprehensive income when they meet the definition of equity under HKAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in profit or loss when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in other comprehensive income. Equity investments designated at fair value through other comprehensive income are not subject to impairment assessment.

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)

投資及其他金融資產(續)

按公允值計量通過損益列賬的金融資產

按公允值計量通過損益列賬(「按公允值計量通過損益列賬」)的金融資產於財務狀況表中按公允值列賬，而公允值變動淨額確認於損益，並計入「其他收入、收益及虧損，淨額」。

終止確認金融資產

金融資產(或如適用，金融資產的其中一部分或一組類似金融資產的其中一部分)在下列情況下終止確認：

- 自資產收取現金流量的權利已屆滿；或
- 本集團已轉讓其自資產收取現金流量的權利，或已根據「轉遞」安排承擔在無重大延誤的情況下將全數所得現金流量支付予第三方的責任；及(a)本集團已轉讓資產的絕大部分風險及回報，或(b)本集團並無轉讓或保留資產的絕大部分風險及回報，惟已轉讓資產的控制權。

倘本集團已轉讓其自資產收取現金流量的權利，或已訂立轉遞安排，其將評估其是否保留該項資產的擁有權風險及回報以及保留的程度。倘本集團並無轉讓或保留資產的絕大部分風險及回報，亦無轉讓資產的控制權，則本集團在繼續參與的情況下確認獲轉讓資產。在該情況下，本集團亦確認相關負債。已轉讓資產及相關負債乃按反映本集團已保留權利及義務的基準計量。

以擔保形式對已轉讓資產的持續參與，按資產原賬面值與本集團可能須償還最高代價兩者之較低者計量。

金融資產減值

本集團就並非按公允值計量通過損益持有的所有債務工具確認預期信貸虧損(「預期信貸虧損」)撥備。預期信貸虧損乃基於根據合同到期的合同現金流量與本集團預期收取並按原始實際利率的相若利率貼現的所有現金流量之間的差額釐定。預期現金流量將包括出售所持抵押品或合同條款所包含的其他信貸升級措施所得的現金流量。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Investments and other financial assets (Continued)

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss ("FVTPL") are carried in the statement of financial position at fair value with net changes in fair value recognised in profit or loss and is included in the "other income, gain and losses, net".

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)

金融資產減值(續)

預期信貸虧損分兩個階段確認。就初始確認以來信貸風險並無大幅增加的信貸風險而言，會為未來12個月可能發生的違約事件所產生的信貸虧損(12個月預期信貸虧損)計提預期信貸虧損撥備。就初始確認以來信貸風險大幅增加的信貸風險而言，須就預期於風險的餘下年期產生的信貸虧損計提虧損撥備，不論違約的時間(全期預期信貸虧損)。

於各報告日期，本集團評估金融工具的信貸風險是否自初始確認後大幅提高。於作出該評估時，本集團比較報告日期金融工具產生的違約風險及於初始確認時金融工具產生的違約風險，並考慮在毋須付出繁重成本或努力而可獲得合理及支持資料，包括過往及前瞻性資料。本集團認為，當合約付款逾期超過30天以上，則信貸風險大幅增加。

按公允值計量通過其他全面收益列賬的債務投資及按攤銷成本計量的金融資產按一般方法進行減值，並按下列階段預期信貸虧損計量分類，惟下文詳述應用簡化方法的貿易應收款項及合同資產除外。

第一階段—金融工具的信貸風險自初始確認後並無顯著增加，其虧損撥備按等同12個月預期信貸虧損的金額計量

第二階段—金融工具的信貸風險自初始確認後顯著增加(惟並非信貸減值的金融資產除外)，其虧損撥備按等同全期預期信貸虧損的金額計量

第三階段—於報告日期為信貸減值的金融資產(惟並非購買或發起的信貸減值金融資產除外)，其虧損撥備按等同全期預期信貸虧損的金額計量

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Impairment of financial assets (Continued)

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information. The Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

Debt investments at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables and contract assets which apply the simplified approach as detailed below.

Stage 1 – Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 – Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 – Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)**金融資產減值(續)**

就不包含重大融資組成部分的貿易應收款項及合同資產或當本集團使用不調整重大融資組成部分影響的可行權宜方法時，本集團計算預期信貸虧損時應用簡化法。根據簡化法，本集團並無追蹤信貸風險的變化，但於各報告日期根據全期預期信貸虧損確認虧損撥備。本集團已根據過往信貸虧損經驗，建立撥備矩陣，並就債務人及經濟環境的特定前瞻性因素作出調整。

違約的定義

就內部信貸風險管理而言，本集團認為，違約事件在內部制訂或得自外界來源的資料顯示債務人不大可能悉數向債權人(包括本集團)還款(未計及本集團所持任何抵押品及增強信貸的工具)時發生。

儘管如上文所述，本集團仍認為，於金融資產逾期超過90日後已發生違約，惟本集團有合理及具理據資料顯示更加滯後的違約標準更為恰當則除外。

撇銷政策

倘有資料顯示對手方面臨嚴重財務困難，且實際上並無收回款項的前景(如對手方被清盤或進入破產程序)，則本集團會撇銷金融資產。經考慮法律意見後(倘合適)，遭撇銷之金融資產可能仍須按本集團收回程序進行強制執行活動。撇銷構成終止確認事項。任何其後收回於損益中確認。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)**Impairment of financial assets (Continued)**

For trade receivables and contract assets that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Definition of default

For internal credit risk management, the Group considers an event of default occurs when information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collateral and credit enhancement by the Group).

Irrespective of the above, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, for example, when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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3. 重大會計政策(續)

金融負債

初始確認及計量

金融負債於初始確認時被分類為按公允值計量通過損益列賬的金融負債、貸款及借款、應付款項或指定作有效對沖的對沖工具的衍生工具(如適用)。

所有金融負債初步按公允值確認，而倘屬貸款及借款以及應付款項則扣除直接應佔交易成本後確認。

本集團的金融負債包括貿易及其他應付款項以及銀行及其他借款。

後續計量

金融負債的後續計量取決於其下列分類：

按攤銷成本計量的金融負債

初始確認後，計息貸款和借款使用實際利率法，按攤銷成本進行後續計量，惟貼現影響不重大時採用成本列賬。負債終止確認或按實際利率進行攤銷過程時產生的收益或虧損計入損益。

攤銷成本根據將構成實際利率主要部分的購買折扣或溢價以及費用或成本計算得出。實際利率攤銷在損益計入融資成本。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, and bank and other borrowings.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in profit or loss.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)**終止確認金融負債**

金融負債於負債責任解除、撤銷或屆滿時終止確認。

當現有金融負債由同一放債人按條款差異甚大的另一金融負債取代，或現有負債的條款已作重大修訂，則有關交換或修訂被視為終止確認原有負債及確認新負債，而有關賬面值的差額在損益表內確認。

抵銷金融工具

倘具備抵銷已確認金額的現時可強制執行法律權利及有意按淨額基準結算或同時變現資產或結算負債時，金融資產及金融負債可相互抵銷，且淨額於財務狀況表中呈報。

關聯方

倘出現下列情況，有關方被視為與本集團有關聯：

- (a) 有關方為下列人士或為下列人士親屬的近親：
 - (i) 對本集團擁有控制權或共同控制權的人士；
 - (ii) 對本集團有重大影響力的人士；或
 - (iii) 為本集團或本集團母公司主要管理層人員的人士；

或

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)**Derecognition of financial liabilities**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Related parties

A party is considered to be related to the Group if:

- (a) the party is a person or a close member of that person's family and that person
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

3. 重大會計政策(續)

關聯方(續)

(b) 有關方為適用於以下條件的實體：

- (i) 該實體與本集團為同一集團的成員公司；
- (ii) 該實體為另一實體(或另一實體的母公司、附屬公司或同系附屬公司)的聯營公司或合營企業；
- (iii) 該實體與本集團為相同第三方的合營企業；
- (iv) 該實體為一名第三方實體的合營企業；而另一實體為該第三方實體的聯營公司；
- (v) 該實體為本集團或本集團關聯實體僱員的退休後福利計劃；
- (vi) 該實體由(a)項所列的人士控制或共同控制；
- (vii) (a)(i) 項所列人士對該實體具有重大影響力或為該實體(或該實體的母公司)的主要管理層成員；及
- (viii) 該實體或其所屬集團的任何成員公司向本集團或本集團母公司提供主要管理層人員服務。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)

Related parties (Continued)

(b) the party is an entity where any of the following conditions applies:

- (i) the entity and the Group are members of the same group;
- (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
- (iii) the entity and the Group are joint ventures of the same third party;
- (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;
- (vi) the entity is controlled or jointly controlled by a person identified in (a);
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
- (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

Notes to the Consolidated Financial Statements (Continued)

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3. 重大會計政策(續)**現金及現金等價物**

財務狀況表中的現金及現金等價物包括手頭現金及銀行存款，以及一般在三個月內到期的高流動性短期存款，該等存款可隨時兌換成已知金額的現金，價值變動風險很小，持有目的是為了滿足短期現金承諾。

就綜合現金流量表而言，現金及現金等價物包括手頭現金、銀行存款及上述定義的短期存款，減去應要求償還並構成本集團現金管理組成部分的銀行透支。

撥備

因過去事項而須承擔現時義務(法定或推定)，而履行該義務很可能導致未來資源流出，且該義務的金額能夠可靠地估計，則應確認撥備。

倘貼現的影響重大，撥備確認金額為履行義務預期所須未來開支於報告期末的現值。隨時間推移增加的貼現現值金額計入損益的融資成本內。

4. 關鍵會計判斷及估計

在應用本集團的會計政策(載述於附註3)時，本公司董事須就不能從其他來源得出的資產與負債賬面值作出判斷、估計及假設。該等估計及有關假設乃根據過往經驗及被視為相關的其他因素而作出。實際數字或會有別於該等估計。

本集團持續就所作估計及相關假設作出檢討。如會計估計的修訂僅影響當期，則在估計修訂期間確認修訂，如修訂影響當期及未來期間，則會於修訂當期及未來期間確認修訂。

3. MATERIAL ACCOUNTING POLICIES (CONTINUED)**Cash and cash equivalents**

Cash and cash equivalents in the statement of financial position comprise cash on hand and at banks, and short-term highly liquid deposits with a maturity of generally within three months that are readily convertible into known amounts of cash, subject to an insignificant risk of changes in value and held for the purpose of meeting short-term cash commitments.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and at banks, and short-term deposits as defined above, less bank overdrafts which are repayable on demand and form an integral part of Group's cash management.

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of the reporting period of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in profit or loss.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

In the application of the Group's accounting policies, which are described in note 3, the Directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and underlying assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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4. 關鍵會計判斷及估計(續)

判斷

以下為本公司董事在應用本集團會計政策時所作出對於綜合財務報表所確認金額有最重大影響的重要判斷，涉及估計(參閱下文)者除外。

釐定包含重續權租賃合同的租期

本集團應用判斷以釐定其為承租人及包含重續權租賃合同(具體而言，與澳門租賃土地相關的租賃)的租期。釐定租期及評估不可撤銷期限時，本集團應用合同之定義並釐定合同可強制執行之期間。當本集團作為承租人及有關出租人均有權毋須經另一方准許即可以不超過一筆小額合同罰金終止租賃時，則租賃被視為無法強制執行。

本集團是否合理確定行使該等重續權的評估將影響租期，而有關租期會對所確認租賃負債及使用權資產的金額有重大影響。於發生重大事項或承租人可控制範圍內的情況出現重大變動且影響評估時將會重新進行評估。

在評估合理確定性時，本集團考慮所有相關事實和情況，包括行使或不行使權利之優惠／罰金。所考慮因素包括：

- 選擇期之合同條款及條件與市價比較(例如選擇期之付款金額是否低於市價)；
- 本集團所開展的租賃物業裝修程度；及
- 與終止租賃相關的成本(例如搬遷費用、另覓適合本集團需要的相關資產的成本)。

於二零二四年十二月三十一日，本集團合理確定行使重續權之租賃合同之使用權資產及租賃負債之賬面值分別為54,906,000港元(二零二三年：60,974,000港元)及80,051,000港元(二零二三年：78,646,000港元)。

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (CONTINUED)

Judgements

The following are the critical judgements, apart from those involving estimations (see below), that the Directors of the Company have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

Determination on lease term of contracts with renewal options

The Group applies judgement to determine the lease term for lease contracts in which it is a lessee with a renewal option, specifically, the leases relating to leasehold land in Macau. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable. Leases are considered to be no longer enforceable when the Group as the lessee and the relevant lessors both have the right to terminate the lease without permission from the other party with no more than an insignificant contractual penalty.

The assessment of whether the Group is reasonably certain to exercise renewal options impacts the lease term, which significantly affects the amount of lease liabilities and right-of-use assets recognised. Re-assessment is performed upon the occurrence of either a significant event or a significant change in circumstances that is within the control of lessee and that affects the assessment.

When assessing reasonable certainty, the Group considers all relevant facts and circumstances including economic incentives/penalties for exercising or not exercising the options. Factors considered include:

- contractual terms and conditions for the optional periods compared with market rates (e.g. whether the amount of payments in the optional periods is below the market rates);
- the extent of leasehold improvements undertaken by Group; and
- costs relating to termination of the lease (e.g. relocation costs, costs of identifying another underlying asset suitable for the Group's needs).

As at 31 December 2024, the carrying amounts of right-of-use assets and lease liabilities for the lease contracts which the Group is reasonably certain to exercise the renewal option were HK\$54,906,000 (2023: HK\$60,974,000) and HK\$80,051,000 (2023: HK\$78,646,000) respectively.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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4. 關鍵會計判斷及估計(續)**估計不確定性**

有關未来的主要假設及於報告期末具有重大風險而可能導致下一財政年度的資產及負債賬面值須作出重大調整的估計不確定性的其他主要來源如下。

就潛在長期投資項目的可退回按金的可收回性

本集團管理層根據潛在長期投資項目的狀態將動用該按金之可能性納入考量。同時，本集團管理層認為按金將用於悉數結算位於柬埔寨之建議發展項目擬收購若干土地使用權之代價，而該交易可落實的時點以及倘該交易不再進一步進行按金之可收回性均存在不確定性。如對於按金之可收回性的預期與原先所估計者不同，該差額將影響估計變動期間的按金的賬面值及撥備虧損。可退回按金的詳情披露於附註23。

非金融資產減值

本集團於各報告期末評估所有非金融資產是否有減值證據。倘有證據顯示賬面值可能無法收回，則會對非金融資產進行減值評估。倘資產或現金產生單位的賬面值超過其可收回金額(即其公允價值減出售成本與使用價值兩者之間較高者)時，則存在減值。於計算可收回金額時，管理層須根據業務的估算收入及開支、營運資金需求、增長率、貼現率及實際損耗及所有相關形式之陳舊及優化率估計預計未來現金流量。

倘資產可收回金額用以為基礎的重大假設出現變動，可能會嚴重影響本集團的評估，因而須確認減值虧損。

於截至二零二四年十二月三十一日止年度，管理層對本集團的現金產生單位進行減值評估及就該等非金融資產確認減值虧損376,239,000港元(二零二三年：並無就該等非金融資產確認減值虧損)。已確認減值虧損詳情披露於附註17、18、19、23及42。

4. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (CONTINUED)**Estimation uncertainty**

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Recoverability of refundable deposit for a potential long-term investment project

The management of the Group takes into consideration the likelihood of utilisation of such deposit based on the potential long-term investment project status. Meanwhile, the management of the Group considered that the deposit shall be used to settle the consideration in full for the proposed acquisition of certain land use rights in connection with a proposed development project in Cambodia, and there is uncertainty on the timing on when such transaction can be finalised and the recoverability of the deposit thereon if such transaction is not going to proceed further. Where the expectation on the recoverability of the deposit is different from the original estimate, such difference will impact the carrying amount of the deposit and loss allowance in the periods in which such estimate has been changed. Details of the refundable deposit are disclosed in note 23.

Impairment of non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets at the end of each reporting period. Non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a CGU exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. When calculating the recoverable amounts, management must estimate the expected future cash flows based on projected income and expenses of the business, working capital needs, growth rates, discount rates and physical deterioration and all relevant forms of obsolescence and optimisation rates.

Changes in the key assumptions on which the recoverable amount of the assets are based could significantly affect the Group's assessment resulting in an impairment loss being recognised.

For the year ended 31 December 2024, the management performed an impairment assessment on the Group's CGUs and an impairment loss of HK\$376,239,000 was recognised on these non-financial assets (2023: no impairment loss was recognised on these non-financial assets). Details of the impairment losses recognised are disclosed in notes 17, 18, 19, 23 and 42.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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5. 收益

持續經營業務的收益分析如下：

5. REVENUE

An analysis of revenue from continuing operations is as follows:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
來自博彩相關營運的收益：	Revenue from gaming related operations:		
隨某段時間予以確認：	Recognised over time:		
就以下來自根據新服務協議提供 博彩相關設施及博彩相關一般 管理服務：	From provision of gaming related facilities and gaming related general management services under the New Service Agreement in respect of:		
— 中場賭枱	– Mass market tables	393,139	335,663
來自非博彩相關營運的收益：	Revenue from non-gaming related operations:		
隨某段時間予以確認：	Recognised over time:		
酒店客房收入	Income from hotel rooms	197,467	218,570
樓宇管理服務收入	Income from building management services	26,012	20,070
		223,479	238,640
於某一時點予以確認：	Recognised at a point in time:		
餐飲	Food and beverage	103,496	107,385
商品銷售	Sales of merchandise	72	164
其他	Others	7,235	18,938
		110,803	126,487
就經營租賃而言：	For operating leases:		
投資物業特許經營權收入	Licensing income from investment properties	44,044	38,866
		378,326	403,993
		771,465	739,656

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

5. 收益(續)

持續經營業務的收益分析如下：(續)

5. REVENUE (CONTINUED)

An analysis of revenue from continuing operations is as follows:
(Continued)

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
客戶合同之收益(收益確認時間)：	Revenue from contracts with customers, timing of revenue recognition:		
— 隨某段時間	— over time	616,618	574,303
— 於某一時點	— at a point in time	110,803	126,487
		727,421	700,790
來自經營租賃的收益：	Revenue from operating leases:		
— 定額租賃付款	— fixed lease payments	41,553	36,849
— 可變租賃付款	— variable lease payments	2,491	2,017
		44,044	38,866
		771,465	739,656

客戶合同之履約義務

博彩相關營運

來自提供博彩相關設施及博彩相關一般管理服務之收益隨著完成履約義務(即隨著本集團提供服務時博彩營運商同時收取及消耗本集團履約所提供之利益)的時段內確認。本集團的履約義務主要為根據新服務協議向澳門一名博彩營運商提供娛樂場管理服務。本集團有權在提供服務時根據每月娛樂場之淨贏額從博彩營運商獲取服務收入。

本公司董事認為本集團就向博彩營運商提供娛樂場管理服務屬主理人，原因為本集團主要負責履行向客戶提供指定服務之合約義務，且於特定服務轉讓予客戶前控制本集團將予提供之指定服務。

Performance obligations for contracts with customers

Gaming related operations

Revenue from the provision of gaming related facilities and gaming related general management services are recognised over time when performance obligations are satisfied while the gaming operator simultaneously receives and consumes the benefits provided by the Group's performance as the Group renders its services. The Group's performance obligation is primarily the provision of casino management services to a gaming operator in Macau under the New Service Agreement. The Group has the right to receive its service income, based on net gaming wins of the casinos of each month, from the gaming operator when the service is rendered.

The Directors of the Company considered that the Group acts as a principal for casino management services provided to gaming operator as the Group is primarily responsible for fulfilling the contractual obligations to provide the specified service to customers and controls the specified service to be provided by the Group before the specific service is transferred to the customer.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

5. 收益（續）

客戶合同之履約義務（續）

非博彩相關營運

酒店客房、餐飲、零售交易及其他服務之交易價格為從客戶就該等商品及服務收取之淨額。該等交易之交易價格於向客戶下榻酒店時轉讓或提供商品或服務或在交付飲食、零售商品及其他服務時記賬為收益。

來自樓宇管理服務之收入隨著本集團向本集團於澳門的物業的租戶提供樓宇管理服務的時段內確認為完成履約義務。本集團有權在提供服務時根據協定每月樓宇管理服務費從租戶獲取服務收入。

6. 分部資料

本公司執行董事（「執行董事」）已被識別為主要營運決策者（「主要營運決策者」）。執行董事審閱本集團的內部報告以評估表現及分配資源。

就提供博彩相關設施及博彩相關一般管理服務方面，執行董事定期分析按中場賭枱的服務收入計算的博彩相關收益。執行董事獨立審閱博彩相關服務及非博彩營運應佔的全數收益及營運業績。因此，執行董事已根據香港財務報告準則第8號「經營分部」識別營運及可呈報分部為博彩及非博彩營運。

分部資料與執行董事定期審閱以分配資源及評估表現的內部資料一致。此亦為本集團的組織基準，據此，管理層已決定參考不同產品及服務組織本集團。營運及可呈報分部的主要活動如下：

5. REVENUE (CONTINUED)

Performance obligations for contracts with customers (Continued)

Non-gaming related operations

The transaction price of hotel rooms, food and beverage, retail transactions and other services is the net amount collected from the customer for such goods and services. The transaction price for such transactions is recorded as revenue when the goods or services are transferred or rendered to the customers during their stay at the hotel or when the delivery is made for the food and beverage, retail goods and other services.

Income from building management services is recognised as a performance obligation satisfied over time, when the Group provides building management services to tenants of the Group's properties in Macau. The Group has the right to receive its service income, based on agreed monthly building management service fee, from the tenants when the service is rendered.

6. SEGMENT INFORMATION

The executive Directors of the Company (the "Executive Directors") have been identified as the chief operating decision maker (the "CODM"). The Executive Directors review the Group's internal reports in order to assess performance and allocate resources.

For the provision of gaming related facilities and gaming related general management services, the Executive Directors regularly analyse gaming related revenue in terms of service income from mass market tables. The Executive Directors review separately the entire revenues and operating results attributable to gaming related services and non-gaming operations. As such, the Executive Directors have identified the operating and reportable segments under HKFRS 8 *Operating segments* as gaming and non-gaming operations.

The segment information is consistent with the internal information that is regularly reviewed by the Executive Directors for the purposes of resource allocation and assessment of performance. This is also the basis of organisation in the Group, whereby the management has determined to organise the Group with reference to the differences in products and services. The principal activities of the operating and reportable segments are as follows:

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

6. 分部資料(續)

博彩—鴻福置業股份有限公司(「鴻福」)(本公司全資附屬公司)與博彩營運商澳娛綜合訂立的新服務協議項下的中場賭枱博彩相關服務,據此,收益以博彩淨贏額為基準。

非博彩—澳門漁人碼頭的營運,包括酒店及其他營運(如商店的特許經營權收入、提供樓宇管理服務、餐飲及其他)。就香港財務報告準則第8號項下之分部報告而言,該等具有類似經濟特徵的業務之財務資料均已合併於名為「非博彩」的單一經營分部。

分部收益及業績

以下為本集團按持續經營業務的營運及可呈報分部劃分的收益及業績分析:

截至二零二四年十二月三十一日止年度

		博彩 Gaming 千港元 HK\$'000	非博彩 Non-gaming 千港元 HK\$'000	分部合計 Segment total 千港元 HK\$'000	抵銷 Elimination 千港元 HK\$'000	綜合 Consolidated 千港元 HK\$'000
外部收益	External revenue	393,139	378,326	771,465	—	771,465
分部間收益	Inter-segment revenue	—	34,830	34,830	(34,830)	—
分部收益	Segment revenue	393,139	413,156	806,295	(34,830)	771,465
分部溢利/(虧損)	Segment profit/(loss)	51,572*	(539,535)#	(487,963)	—	(487,963)
未分配折舊及攤銷	Unallocated depreciation and amortisation					(54,191)
未分配其他收入及企業開支,淨額	Unallocated other income and corporate expenses, net					(9,156)
融資成本	Finance costs					(189,792)
持續經營業務除稅前虧損	Loss before tax from continuing operations					(741,102)

* 博彩分部溢利包括已付按金減值虧損15,098,000港元。

非博彩分部虧損包括已付按金減值虧損12,360,000港元、物業及設備274,473,000港元及使用權資產74,308,000港元,其進一步詳情於下文附註42披露。

6. SEGMENT INFORMATION (CONTINUED)

Gaming – Gaming related services for mass market tables under the New Service Agreement entered into between Hong Hock Development Company Ltd. (“Hong Hock”), a wholly-owned subsidiary of the Company, and the gaming operator, SJM, whereby the revenue was derived based on net gaming wins.

Non-gaming – operations at MFW including hotel and other operations such as licensing income from the shops, provision of building management service, food and beverage and others. For segment reporting under HKFRS 8, financial information of these operations with similar economic characteristics has been aggregated into a single operating segment named “non-gaming”.

Segment revenue and results

The following is an analysis of the Group’s revenue and results by operating and reportable segments of continuing operations:

Year ended 31 December 2024

	博彩 Gaming 千港元 HK\$'000	非博彩 Non-gaming 千港元 HK\$'000	分部合計 Segment total 千港元 HK\$'000	抵銷 Elimination 千港元 HK\$'000	綜合 Consolidated 千港元 HK\$'000
外部收益	393,139	378,326	771,465	—	771,465
分部間收益	—	34,830	34,830	(34,830)	—
分部收益	393,139	413,156	806,295	(34,830)	771,465
分部溢利/(虧損)	51,572*	(539,535)#	(487,963)	—	(487,963)
未分配折舊及攤銷					(54,191)
未分配其他收入及企業開支,淨額					(9,156)
融資成本					(189,792)
持續經營業務除稅前虧損					(741,102)

* The gaming segment profit included impairment losses on deposits paid of HK\$15,098,000.

The non-gaming segment loss included impairment losses on deposits paid of HK\$12,360,000, property and equipment of HK\$274,473,000, and right-of-use assets of HK\$74,308,000, further details of which are disclosed in note 42 below.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

6. 分部資料(續)

分部收益及業績(續)

以下為本集團按持續經營業務的營運及可呈報分部劃分的收益及業績分析：(續)

截至二零二三年十二月三十一日止年度

		博彩 Gaming 千港元 HK\$'000 (經重列) (Restated)	非博彩 Non-gaming 千港元 HK\$'000 (經重列) (Restated)	分部合計 Segment total 千港元 HK\$'000 (經重列) (Restated)	抵銷 Elimination 千港元 HK\$'000 (經重列) (Restated)	綜合 Consolidated 千港元 HK\$'000 (經重列) (Restated)
外部收益	External revenue	335,663	403,993	739,656	–	739,656
分部間收益	Inter-segment revenue	–	32,986	32,986	(32,986)	–
分部收益	Segment revenue	335,663	436,979	772,642	(32,986)	739,656
分部溢利／(虧損)	Segment profit/(loss)	32,974	(234,976)	(202,002)	–	(202,002)
未分配折舊及攤銷	Unallocated depreciation and amortisation					(54,322)
未分配其他收入及企業開支， 淨額	Unallocated other income and corporate expenses, net					(12,495)
融資成本	Finance costs					(202,159)
持續經營業務除稅前虧損	Loss before tax from continuing operations					(470,978)

分部間收益乃按雙方協定的金額計算。

營運分部的會計政策與附註3所述本集團會計政策相同。分部業績指各分部的業績，當中不包括分配因收購澳門漁人碼頭及其附屬公司（「澳門漁人碼頭集團」）而作出的公允值調整所產生的若干投資物業及物業及設備的折舊、其他無形資產攤銷、未分配其他收入及企業開支，淨額、及融資成本。未分配企業開支包括本公司已付或應付董事酬金及若干用作企業用途的行政開支。此乃就分配資源及評估表現向執行董事呈報的計量方法。

由於本集團並無定期提供營運及可呈報分部資產與負債分析予執行董事審閱，故概無披露有關分析。

6. SEGMENT INFORMATION (CONTINUED)

Segment revenue and results (Continued)

The following is an analysis of the Group's revenue and results by operating and reportable segments of continuing operations: (Continued)

Year ended 31 December 2023

		博彩 Gaming 千港元 HK\$'000 (經重列) (Restated)	非博彩 Non-gaming 千港元 HK\$'000 (經重列) (Restated)	分部合計 Segment total 千港元 HK\$'000 (經重列) (Restated)	抵銷 Elimination 千港元 HK\$'000 (經重列) (Restated)	綜合 Consolidated 千港元 HK\$'000 (經重列) (Restated)
外部收益	External revenue	335,663	403,993	739,656	–	739,656
分部間收益	Inter-segment revenue	–	32,986	32,986	(32,986)	–
分部收益	Segment revenue	335,663	436,979	772,642	(32,986)	739,656
分部溢利／(虧損)	Segment profit/(loss)	32,974	(234,976)	(202,002)	–	(202,002)
未分配折舊及攤銷	Unallocated depreciation and amortisation					(54,322)
未分配其他收入及企業開支， 淨額	Unallocated other income and corporate expenses, net					(12,495)
融資成本	Finance costs					(202,159)
持續經營業務除稅前虧損	Loss before tax from continuing operations					(470,978)

Inter-segment revenue is charged at amounts agreed by both parties.

The accounting policies of the operating segments are the same as the Group's accounting policies described in note 3. Segment results represent the results of each segment without allocation of depreciation of certain investment properties and property and equipment arising from the fair value adjustments on acquisition of MFW and its subsidiaries (the "MFW Group") and amortisation of other intangible assets, unallocated other income and corporate expenses, net, and finance costs. Unallocated corporate expenses include Directors' remuneration paid or payable by the Company and certain administrative expenses for corporate use. This is the measure reported to the Executive Directors for the purposes of resource allocation and performance assessment.

No analysis of the Group's assets and liabilities by operating and reportable segments is disclosed as it is not regularly provided to the Executive Directors for review.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

6. 分部資料(續)

其他分部資料

截至二零二四年十二月三十一日止年度

6. SEGMENT INFORMATION (CONTINUED)

Other segment information

Year ended 31 December 2024

		博彩 Gaming 千港元 HK\$'000	非博彩 Non-gaming 千港元 HK\$'000	未分配 Unallocated 千港元 HK\$'000	綜合 Consolidated 千港元 HK\$'000
物業及設備折舊	Depreciation of property and equipment	13,813	228,966	17,296	260,075
投資物業折舊	Depreciation of investment properties	–	16,401	1,593	17,994
使用權資產折舊	Depreciation of right-of-use assets	–	9,459	35,302	44,761
撥回存貨撥備	Reversal of allowance for inventories	–	(784)	–	(784)
出售物業及設備的虧損	Loss on disposal of property and equipment	105	10,574	2,497	13,176
物業及設備減值虧損	Impairment loss on property and equipment	–	274,473	–	274,473
使用權資產減值虧損	Impairment loss on right-of-use assets	–	74,308	–	74,308
按金減值虧損	Impairment loss on deposit	15,098	12,360	–	27,458

截至二零二三年十二月三十一日止年度

Year ended 31 December 2023

		博彩 Gaming 千港元 HK\$'000 (經重列) (Restated)	非博彩 Non-gaming 千港元 HK\$'000 (經重列) (Restated)	未分配 Unallocated 千港元 HK\$'000 (經重列) (Restated)	綜合 Consolidated 千港元 HK\$'000 (經重列) (Restated)
物業及設備折舊	Depreciation of property and equipment	23,125	251,525	17,428	292,078
投資物業折舊	Depreciation of investment properties	–	16,401	1,593	17,994
使用權資產折舊	Depreciation of right-of-use assets	–	9,739	35,301	45,040
撥回存貨撥備	Reversal of allowance for inventories	–	(390)	–	(390)
出售物業及設備的虧損	Loss on disposal of property and equipment	10,596	1,970	(532)	12,034

主要營運決策者根據各分部之營運業績作出決策。並無呈列分部資產及分部負債之分析，原因為主要營運決策者並無就分配資源及表現評估用途定期審閱該等資料，故僅呈列分部收益及分部業績。

The CODM makes decisions according to operating results of each segment. No analysis of segment asset and segment liability is presented as the CODM does not regularly review such information for the purposes of resource allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

6. 分部資料(續)

地理資料

本集團經營地點位於澳門及其他地區(包括柬埔寨及佛得角)。

有關本集團來自外部客戶之收益資料按經營地點呈列。有關本集團的非流動資產資料(除向聯營公司貸款及金融資產外)按資產地理位置呈列。

6. SEGMENT INFORMATION (CONTINUED)

Geographical information

The Group's operations are located on Macau and others (including Cambodia and Cape Verde).

Information about the Group's revenue from external customers is presented based on the locations of the operations. Information about the Group's non-current assets (excluding loan to an associate and financial assets) is presented based on the geographical locations of the assets.

來自外部客戶的收益 截至十二月三十一日止年度 Revenue from external customers Year ended 31 December		非流動資產 十二月三十一日 Non-current assets 31 December	
二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
澳門 Macau	771,465	739,656	5,298,780
老撾—終止經營 業務 Lao PDR – Discontinued operation	—	—	229,005
其他 Others	—	—	18,474
	711,465	739,656	5,298,780
			6,212,092

主要客戶的資料

於截至二零二四年十二月三十一日止年度，來自澳娛綜合(一名來自博彩分部的客戶)的收益為393,139,000港元(二零二三年：335,663,000港元)，佔本集團總收益約51.0%(二零二三年(經重列)：45.4%)。

Information about major customer

Revenue of HK\$393,139,000 for the year ended 31 December 2024 (2023: HK\$335,663,000) was derived from SJM, a customer in the gaming segment, amounting to approximately 51.0% (2023 (restated): 45.4%) of the total revenue of the Group.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

7. 其他收入、收益及虧損，淨額

持續經營業務的其他收入、收益及虧損，淨額分析如下：

(a) 其他收入

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
銀行存款利息收入	Interest income from bank deposits	193	135
已收保險理賠	Insurance claims received	134	90
其他	Others	7,250	10,713
		7,577	10,938

7. OTHER INCOME, GAINS AND LOSSES, NET

An analysis of other income, gains and losses, net from continuing operations is as follows:

(a) Other income

(b) 其他收益及虧損，淨額

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
匯兌收益／(虧損)，淨額	Exchange gains/(losses), net	269	(12)
出售物業及設備的虧損	Loss on disposal of property and equipment	(13,176)	(12,034)
		(12,907)	(12,046)
其他收入、收益及虧損淨額總額	Total other income, gains and losses, net	(5,330)	(1,108)

(b) Other gains and losses, net

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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8. 金融資產之減值虧損

持續經營業務的金融資產之減值虧損分析如下：

8. IMPAIRMENT LOSSES ON FINANCIAL ASSETS

An analysis of impairment losses on financial assets from continuing operations is as follows:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
以下項目確認之減值虧損淨額：	Impairment losses, net, recognised on:		
貿易應收款項減值虧損撥備／ (減值虧損撥回)	Loss allowance for impairment/(reversal of impairment losses) of trade receivables	22	(136)
其他應收款項減值虧損撥回	Reversal of impairment losses of other receivables	—	(2)
		22	(138)

有關減值評估之詳情載於附註38。

Details of the impairment assessment are set out in note 38.

9. 融資成本

持續經營業務的融資成本分析如下：

9. FINANCE COSTS

An analysis of finance costs from continuing operations is as follows:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
銀行借款利息	Interest on bank borrowings	142,314	140,948
其他借款利息	Interest on other borrowings	39,224	51,196
租賃負債利息	Interest on lease liabilities	4,860	4,791
銀行借款的融資成本及其他 融資成本的攤銷	Amortisation of finance costs on bank borrowings and other finance costs	3,394	5,224
		189,792	202,159

Notes to the Consolidated Financial Statements (Continued)

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10. 董事及主要行政人員酬金

董事及主要行政人員酬金

已付或應付本公司董事及主要行政人員的酬金如下：

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS

Directors' and chief executive's emoluments

The emoluments paid or payable to the Directors and chief executive of the Company were as follows:

		執行董事 Executive Directors		非執行董事 Non-executive Directors			獨立非執行董事 Independent non-executive Directors			總計 Total
		李柱坤 Li Chu Kwan	陳美儀 Chan Mei Yi Melinda	何超蓮 Ho Chiulinda	李駿德 Li Chun Tak	黃志文 Wong Che Man Eddy	劉毅基 Lau Ngai Kee Ricky	王紅欣 Wang Hongxin	麥家榮 Mak Ka Wing Patrick	
		千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000	千港元 HK\$'000
截至二零二四年十二月三十一日止年度	For the year ended 31 December 2024									
袍金	Fees	-	-	291	262	262	281	264	264	1,624
薪金及津貼	Salaries and allowances	2,383	1,472	-	-	-	-	-	-	3,855
表現相關獎勵付款	Performance related incentive payments	160	-	-	-	-	-	-	-	160
退休福利計劃供款	Contributions to retirement benefit scheme	1	1	-	-	-	-	-	-	2
酬金總額	Total emoluments	2,544	1,473	291	262	262	281	264	264	5,641
截至二零二三年十二月三十一日止年度	For the year ended 31 December 2023									
袍金	Fees	-	-	390	360	360	330	330	330	2,100
薪金及津貼	Salaries and allowances	2,260	1,714	-	-	-	-	-	-	3,974
表現相關獎勵付款	Performance related incentive payments	240	180	-	-	-	-	-	-	420
退休福利計劃供款	Contributions to retirement benefit scheme	1	1	-	-	-	-	-	-	2
酬金總額	Total emoluments	2,501	1,895	390	360	360	330	330	330	6,496

向本公司董事發放的表現相關獎勵付款乃參考本集團的表現釐定，並獲董事會批准。

上文所載的執行董事的薪酬主要為有關彼等就管理本公司及本集團的事宜而提供之服務。

上文所載的非執行董事及獨立非執行董事的薪酬為就彼等作為本公司董事而提供的服務。

於兩個年度內，本集團概無向本公司董事支付任何薪酬，以作為加入本集團或於加盟本集團後的獎勵，或作為離職補償。概無本公司董事於該兩個年度放棄任何薪酬。

The performance related incentive payments to the Directors of the Company are determined by reference to the Group's performance and approved by the Board of Directors.

The executive Directors' emoluments shown above were for their services in connection with the management of the affairs of the Company and the Group.

The emoluments of the non-executive Directors and independent non-executive Directors shown above were for their services as Directors of the Company.

During both years, no emoluments were paid by the Group to the Directors of the Company as an inducement to join or upon joining the Group or as compensation for loss of office. None of the Directors of the Company has waived any emoluments in both years.

Notes to the Consolidated Financial Statements (Continued)

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10. 董事及主要行政人員酬金(續)

董事於當中擁有重大權益的交易、安排或合約

協議 Agreement	關連方 Connected party	與本集團關係 Relationship with the Group	交易的性質及主要條款 Nature of transactions and major terms	交易金額 Transaction amount	
				二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
利友旅遊服務協議	利友旅遊(澳門)有限公司 (「利友旅遊」)	周錦輝先生之聯繫人，原因是利友旅遊之股東為周錦輝先生的女婿Adrian Pinto-Marques先生之父母Emiko Mito Pinto-Marques女士及Adriano Dillon Guerrero Pinto-Marques先生	(i) 本集團採購旅遊、票務及交通運輸服務 [#] (i) Procurement of travelling, ticketing and transportation services to the Group [#]	–	52
Amigo Travel Service Agreement	Amigo Travel (Macau) Limited (「Amigo Travel」) [*]	An associate of Mr David Chow as the shareholders of Amigo Travel are Ms Emiko Mito Pinto-Marques and Mr Adriano Dillon Guerrero Pinto-Marques, the parents of Mr Adrian Pinto-Marques, the son-in-law of Mr David Chow	(ii) 本集團提供的酒店房間服務 [#] (ii) Provision of hotel rooms from the Group [#]	–	53
勵盈投資有限公司管理服務協議	勵盈投資有限公司(「勵盈」)	勵盈自二零一九年四月十六日獲本集團附屬公司Macau Legend Investment Holdings Limited收購為聯營公司。	(i) 為勵盈提供管理服務 [#] (i) Provision of management service to Lai Ieng [#]	780	780
Lai Ieng Investment Company Limited Management Service Agreement	Lai Ieng Investment Company Limited (「Lai Ieng」)	Lai Ieng was acquired by Macau Legend Investment Holdings Limited, a subsidiary of the Group, as an associate on 16 April 2019.	(ii) 諮詢費 (ii) Consultancy fee	41	958
布草租賃及洗衣服務	潔麗商業管理有限公司(「潔麗」)	潔麗由何楚師先生(為陳美儀女士的表弟)及鄧麗娥女士(為陳美儀女士的姨母)擁有	(i) 布草租賃的服務費(包括持續關連交易714,000港元*(二零二三年：無)) [#] (i) Service fees for linen rental (included continuing connected transactions of HK\$714,000* (2023:Nil)) [#]	1,002	–
Linen Rental and Laundry Service Agreement	Kit Lai Business Management Limited (「Kit Lai」)	Kit Lai is owned by Mr Ho Cho Si (the cousin of Ms Melinda Chan) and Ms Tang Lai Ngo (the aunt of Ms Melinda Chan).	(ii) 提供洗衣服務(包括持續關連交易6,216,000港元*(二零二三年：無)) [#] (ii) Provision of laundry services (included continuing connected transactions of HK\$6,216,000* (2023:Nil)) [#]	8,738	–

* 該等交易構成上市規則第14A章項下之持續關連交易。於本年度確認的若干該等持續關連交易的詳情，須遵守上市規則第14A所載的申報規定，並已披露於董事會報告「關連交易」一節下。

向本集團提供的相關服務乃至二零二四年十二月三十一日，價格參考同業可比類型服務的現行市場價格按公平原則磋商釐定。

10. DIRECTORS' AND CHIEF EXECUTIVE'S EMOLUMENTS (CONTINUED)

Transactions, arrangements or contracts in which the Directors have material interests

交易的性質及主要條款 Nature of transactions and major terms	交易金額 Transaction amount	
	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
(i) 本集團採購旅遊、票務及交通運輸服務 [#] (i) Procurement of travelling, ticketing and transportation services to the Group [#]	–	52
(ii) 本集團提供的酒店房間服務 [#] (ii) Provision of hotel rooms from the Group [#]	–	53
(i) 為勵盈提供管理服務 [#] (i) Provision of management service to Lai Ieng [#]	780	780
(ii) 諮詢費 (ii) Consultancy fee	41	958
(i) 布草租賃的服務費(包括持續關連交易714,000港元*(二零二三年：無)) [#] (i) Service fees for linen rental (included continuing connected transactions of HK\$714,000* (2023:Nil)) [#]	1,002	–
(ii) 提供洗衣服務(包括持續關連交易6,216,000港元*(二零二三年：無)) [#] (ii) Provision of laundry services (included continuing connected transactions of HK\$6,216,000* (2023:Nil)) [#]	8,738	–

* These transactions constitute continuing connected transactions for the purpose of Chapter 14A of the Listing Rules. Details of certain of these continuing connected transactions recognised in current year, which are subject to the reporting requirements set out in Chapter 14A of the Listing Rules, have been disclosed under the section "Connected Transactions" in the Directors' Report.

The relevant services were provided to the Group up to 31 December 2024 at prices determined on the prevailing market price for comparable types of services in the same industry.

Notes to the Consolidated Financial Statements (Continued)

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11. 五名最高薪酬人士

本集團於年內的五名最高薪酬人士包括一名本公司董事(二零二三年：兩名董事)，彼等的酬金於附註10披露，以及四名並非本公司董事或主要行政人員之僱員(二零二三年：三名)。有關餘下四名人士(二零二三年：三名)薪酬之詳情如下：

11. FIVE HIGHEST PAID INDIVIDUALS

The five highest paid individuals of the Group during the year included one Director (2023: two Directors) of the Company whose emoluments are disclosed in note 10 and four (2023: three) employees who are neither a Director nor chief executive of the Company. Details of the emoluments of the remaining four (2023: three) individuals are as follows:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
薪金、津貼及福利	Salaries, allowances and benefits	7,749	6,869
表現相關獎勵付款	Performance related incentive payments	—	364
		7,749	7,233

有關僱員的酬金範圍如下：

Emoluments of the employees were within the following bands:

		二零二四年 2024 人數 Number of individuals	二零二三年 2023 人數 Number of individuals
1,000,001港元至1,500,000港元	HK\$1,000,001 to HK\$1,500,000	2	1
1,500,001港元至2,000,000港元	HK\$1,500,001 to HK\$2,000,000	1	—
2,000,001港元至2,500,000港元	HK\$2,000,001 to HK\$2,500,000	—	1
2,500,001港元至3,000,000港元	HK\$2,500,001 to HK\$3,000,000	1	1

於兩個年度內，本集團概無向五名最高薪酬人士(包括董事及僱員)支付任何酬金，以作為加盟本集團或於加盟本集團後的獎勵，或作為離職補償。

During both years, no emoluments were paid by the Group to the five highest paid individuals (including Directors and employees) as an inducement to join or upon joining the Group or as compensation for loss of office.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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12. 除稅前虧損

本集團持續經營業務除稅前虧損乃於扣除／(計入)以下項目後達致：

12. LOSS BEFORE TAX

The Group's loss before tax from continuing operations is arrived at after charging/(crediting):

		附註 Notes	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
員工成本	Staff costs			
董事酬金(附註10)	Directors' remuneration (note 10)		5,641	6,496
其他員工成本	Other staff costs			
— 薪酬及其他福利	— salaries and other benefits		200,754	216,506
— 退休福利計劃供款	— contributions to retirement benefits schemes		3,481	2,900
員工成本總額	Total staff costs		209,876	225,902
存貨撥備之撥回(包括在銷售及服務成本內)	Reversal of allowance for inventories (included in cost of sales and services)		(784)	(390)
核數師酬金	Auditor's remuneration		4,340	4,280
確認存貨成本為開支(包括在銷售及服務成本內)	Cost of inventories recognised as an expense (included in cost of sales and services)		48,376	67,947
投資物業折舊	Depreciation of investment properties	17	17,994	17,994
物業及設備折舊	Depreciation of property and equipment		260,075	292,077
使用權資產折舊(包括在銷售及服務成本內44,656,000港元(二零二三年：44,934,000港元)及營運、行政及其他開支內105,000港元(二零二三年：106,000港元))	Depreciation of right-of-use assets (included in cost of sales and services of HK\$44,656,000 (2023: HK\$44,934,000) and operating, administrative and other expenses HK\$105,000 (2023: HK\$106,000))		44,761	45,040
來自投資物業的總特許經營權收入	Gross licensing income from investment properties		(44,044)	(38,866)
減：產生來自投資物業的特許經營權收入直接營運開支	Less: Direct operating expenses that generate licensing income from investment properties		17,994	17,994
投資物業的特許經營權收入淨額	Net licensing income from investment properties		(26,050)	(20,872)

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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13. 所得稅

13. INCOME TAX

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
澳門所得補充稅	Macau complementary tax		
— 本年度	— current year	—	(770)
— 過往年度超額撥備	— over provision in prior year	770	415,537
		770	414,767
柬埔寨附加稅	Cambodia complementary tax		
— 本年度	— current year	(13)	(177)
遞延稅項抵免(附註30)	Deferred tax credit (note 30)	42,683	6,506
持續經營業務年內稅項抵免總額	Total tax credit for the year from continuing operations	43,440	421,096
終止經營業務期／年內稅項開支總額	Total tax charge for the period/year from a discontinued operation	(15,096)	(17,165)
總計	Total	28,344	403,931

澳門所得補充稅乃按年內的估計應課稅溢利按稅率12%(二零二三年:12%)計算。由於年內相關集團實體於香港產生稅項虧損,因此概無於綜合財務報表為香港利得稅作出撥備(二零二三年:無)。

Macau complementary tax is calculated at the rate of 12% (2023: 12%) on the estimated assessable profit for the year. No provision for Hong Kong Profits Tax has been made in the consolidated financial statements as the relevant group entities incurred tax losses in Hong Kong during the year (2023: Nil).

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13. 所得稅(續)

根據澳門財政局於二零零六年十一月十七日發出的批示及澳門財政局於二零一三年一月十四日發出的確認函件，於截至二零一二年至二零一六年十二月三十一日止年度期間的任何年度，自舊服務協議產生的博彩相關收益均毋須繳納澳門所得補充稅，此乃由於該等收益乃源自澳娛綜合博彩收益(「豁免」)，而澳娛綜合博彩收益根據第16/2001號法例第28條第2號的條款獲得豁免，並根據二零零四年二月二十三日的第30/2004號批示、二零一一年十一月二十三日的第378/2011號批示及二零一六年九月十九日的第329/2016號批示獲授豁免。根據澳門財政局於二零一六年十一月二十一日發出的確認函件，豁免的期限已延長至自二零一七年一月一日起至二零二零年三月三十一日止期間。二零二零年三月二十三日的第89/2020號批示將豁免的期限進一步延長至自二零二零年四月一日起至二零二二年六月二十六日，且澳門財政局已於二零二一年六月十日發出確認函件。根據澳門財政局於二零二三年一月五日發出的確認函件，並無就自二零二二年六月二十七日至二零二二年十二月三十一日止期間延長豁免，原因為本集團與澳娛綜合訂立舊服務協議的修訂，服務期延長至二零二二年十二月三十一日，據此於二零二二年六月二十七日起至二零二二年十二月三十一日止期間不再自澳娛綜合收取博彩業收益。就自於二零二三年一月一日開始的新服務協議產生的博彩相關收益而言，於批准該等綜合財務報表日期，有關其澳門所得補充稅計算方法的確認函仍待定。

13. INCOME TAX (CONTINUED)

Pursuant to the Dispatch of the Financial Services Bureau of Macau dated 17 November 2006 and a confirmation letter issued by the Financial Services Bureau of Macau dated 14 January 2013, gaming related revenue generated from the Old Service Agreement was not subject to Macau Complementary Tax for any of the years ended 31 December 2012 to 2016 since it was derived from SJM gaming revenue (the “Exemption”), for which the gaming revenue was exempted pursuant to the terms of No. 2 of article 28 of the Law 16/2001 and the Exemption granted by Dispatch No. 30/2004 of 23 February 2004, Dispatch No. 378/2011 of 23 November 2011 and Dispatch No. 329/2016 of 19 September 2016. Pursuant to the confirmation letter issued by the Financial Services Bureau of Macau dated 21 November 2016, the Exemption has been extended for the period from 1 January 2017 to 31 March 2020. Dispatch No.89/2020 of 23 March 2020 further extended the exemption period from 1 April 2020 to 26 June 2022 with a confirmation letter issued by the Financial Services Bureau of Macau dated 10 June 2021. Pursuant to the confirmation letter issued by the Financial Services Bureau of Macau dated 5 January 2023, no Exemption has been extended for the period from 27 June 2022 to 31 December 2022 as the Group entered into an amendment to the Old Service Agreement with SJM that the service period was extended to 31 December 2022 for which no gaming revenue was received from SJM during the period from 27 June 2022 to 31 December 2022. For the gaming related revenue generated from the New Service Agreement commenced on 1 January 2023, as at the date of approval of these consolidated financial statements, the confirmation letter regarding its treatment on Macau complementary tax calculation is still pending.

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二零二四年十二月三十一日
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13. 所得稅(續)

根據澳門財政局發出日期為二零二一年六月十日的批准書，鴻福有義務就自二零二零年四月一日起至二零二零年十二月三十一日止期間支付595,000澳門元(相等於577,000港元)，就二零二一年度支付793,000澳門元(相等於770,000港元)及就自二零二二年一月一日起至二零二二年六月二十六日止期間支付388,000澳門元(相等於376,000港元)之年度一次性股息預扣稅付款，作為代替鴻福之股東支付其本來就來自與經營於澳門漁人碼頭產生之娛樂場相關博彩溢利之股息分派應付之澳門所得補充稅。於二零二四年十二月三十一日，鴻福宣佈，將無限期停止分配過往年度的累計溢利。截至二零二四年十二月三十一日止年度，770,000港元(二零二三年：扣除撥備770,000港元)之撥回款項計入損益中。

本集團就出售本集團一間附屬公司於過往年度確認應付澳門補充所得稅撥備415,000,000港元。根據現行稅務規定及法規，進行追溯審查的期限為確認溢利後5年。超額撥備415,000,000港元已於截至二零二三年十二月三十一日止年度撥回至損益。

13. INCOME TAX (CONTINUED)

Pursuant to the approval letter issued by the Financial Services Bureau of Macau dated 10 June 2021, Hong Hock was obligated to pay an annual lump sum dividend withholding tax of MOP595,000 (equivalent to HK\$577,000) for the period from 1 April 2020 to 31 December 2020, MOP793,000 (equivalent to HK\$770,000) for the year of 2021 and MOP388,000 (equivalent to HK\$376,000) for the period from 1 January 2022 to 26 June 2022 as payment in lieu of Macau complementary tax otherwise due by the shareholders of Hong Hock on dividend distributions from gaming profits generated in relation to the operation of the casino at MFW. As at 31 December 2024, Hong Hock declared that it will indefinitely refrain from distributing the accumulated profits from previous years. For the year ended 31 December 2024, a reversal of HK\$770,000 (2023: provision of HK\$770,000 charged) was credited to profit or loss.

The Group had recognised a provision for Macau complementary tax of HK\$415,000,000 in the prior years resulted from a disposal of a subsidiary of the Group. Pursuant to the prevailing tax rules and regulation, the limitation on period to perform retrospective review is 5 years after the profit was recognised. An over-provision of HK\$415,000,000 was written back to profit or loss during the year ended 31 December 2023.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

13. 所得稅(續)

年內稅項與除稅前虧損的對賬如下：

13. INCOME TAX (CONTINUED)

The tax for the year can be reconciled to the loss before tax as follows:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)
持續經營業務除稅前虧損	Loss before tax from continuing operations	(741,102)	(470,978)
終止經營業務除稅前溢利	Profit before tax from discontinued operation	90,131	62,126
		(650,971)	(408,852)
按12%的稅率抵免澳門所得補充稅	Tax credit at Macau Complementary Tax rate at 12%	(78,117)	(49,062)
不可扣稅開支的稅務影響	Tax effect of expenses not deductible	96,580	48,037
毋須課稅收入的稅務影響	Tax effect of income not taxable	(50,519)	(197)
博彩相關收益獲授稅務豁免的稅務影響	Tax effect of tax exemption granted to certain gaming related revenue	(48,643)	(47,643)
尚未確認的估算稅項虧損的稅務影響	Tax effect of estimated tax losses not recognised	38,016	42,359
老撾所得稅	Income tax in Lao PDR	15,096	17,165
於其他司法權區營運的附屬公司之不同稅率的影響	Effect of different tax rates of subsidiaries operating in other jurisdictions	13	177
一次性股息預扣稅	Lump sum dividend withholding tax	(770)	770
有關過往期間均一稅的調整	Adjustments in respect of current tax of previous periods	—	(415,537)
年內所得稅抵免	Income tax credit for the year	(28,344)	(403,931)

於二零二四年十二月三十一日，本集團來自非博彩營運的稅項虧損為1,750,338,000港元(二零二三年：1,957,791,000港元)，可用以抵銷將自課稅年度起計三年內到期的未來溢利。截至二零二四年十二月三十一日止年度，已逾期的稅項虧損約為523,516,000港元(二零二三年：305,724,000港元)。

倘可能取得未來應課稅暫時差異抵銷可動用之未動用稅項虧損，則確認遞延稅項資產。

As at 31 December 2024, the Group had tax losses of HK\$1,750,338,000 (2023: HK\$1,957,791,000) from non-gaming operations available for offset against future profit that will expire in three years from the year of assessment. For the year ended 31 December 2024, approximately HK\$523,516,000 (2023: HK\$305,724,000) of tax losses have expired.

Deferred tax assets are recognised to the extent that it is probable that future taxable temporary differences will be available against which unutilised tax losses can be utilised.

Notes to the Consolidated Financial Statements (Continued)

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14. 終止經營業務

於二零二四年五月，本公司完成出售MLD Resorts Laos Limited，一間於英屬處女群島註冊成立的有限公司，為本公司間接全資附屬公司。MLD Resorts Laos Limited在老撾從事博彩及酒店業務。本集團終止其於老撾的業務營運，以集中及重新配置資源至其於澳門的業務營運及未來發展。MLD Resorts Laos Limited被分類為終止經營業務，及於老撾的業務營運不再計入經營分部資料附註中。

期／年內MLD Resorts Laos Limited的業績載列如下：

14. DISCONTINUED OPERATION

In May 2024, the Company completed the disposal of MLD Resorts Laos Limited, a limited company incorporated in the British Virgin Islands which is an indirect wholly-owned subsidiary of the Company. MLD Resorts Laos Limited is engaged in the gaming and hotel business in Lao PDR. The Group ceased its business operation in Lao PDR in order to centralise and reallocate its resources to its business operation in Macau and future development. MLD Resorts Laos Limited was classified as a discontinued operation and the business operation in Lao PDR was no longer included in the note for operating segment information.

The results of MLD Resorts Laos Limited for the period/year are presented below:

		自二零二四年 一月一日起至 出售日期間 For the period from 1 January 2024 to the date of disposal 千港元 HK\$'000	截至二零二三年 十二月三十一日 止年度 For the year ended 31 December 2023 千港元 HK\$'000
收益	Revenue	51,018	161,989
開支	Expenses	(38,661)	(99,173)
融資成本	Finance costs	(138)	(690)
終止經營業務產生的溢利	Profit from the discontinued operation	12,219	62,126
出售終止經營業務的收益	Gain on disposal of the discontinued operation	77,912	—
終止經營業務除稅前溢利	Profit before tax from the discontinued operation	90,131	62,126
所得稅：	Income tax:		
與老撾年度均一稅及所得稅相關	Related to Lao PDR annual flat tax and income tax	(8,877)	(17,165)
與出售收益相關	Related to gain on disposal	(6,219)	—
終止經營業務期／年內溢利	Profit for the period/year from the discontinued operation	75,035	44,961

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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14. 終止經營業務(續)

於出售終止經營業務日期的已出售資產
淨值之分析如下：

14. DISCONTINUED OPERATION (CONTINUED)

An analysis of net assets disposed as at the date of the disposal of the
discontinued operation is as follows:

		二零二四年 2024 千港元 HK\$'000
已出售資產淨值：	Net assets disposed of:	
物業、廠房及設備	Property, plant and equipment	155,915
使用權資產	Right of use assets	12,833
無形資產	Intangible assets	40,294
存貨	Inventories	7,632
現金及銀行結餘	Cash and bank balances	30,747
貿易及其他應收款項	Trade and other receivables	13,560
貿易及其他應付款項	Trade and other payables	(21,129)
應付稅款	Tax payable	(3,010)
租賃負債	Lease liabilities	(4,325)
小計	Subtotal	232,517
匯兌波動儲備	Exchange fluctuation reserve	(25,967)
出售終止經營業務的收益	Gain on disposal of the discontinued operation	77,912
總代價	Total consideration	284,462
支付方式：	Satisfied by:	
現金	Cash	284,462

Notes to the Consolidated Financial Statements (Continued)

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14. 終止經營業務(續)

出售MLD Resorts Laos Limited產生的現金
流量淨額載列如下：

14. DISCONTINUED OPERATION (CONTINUED)

The net cash flows generated from the disposal of MLD Resorts Laos Limited are as follows:

		自二零二四年 一月一日起至 出售日期間 For the period from 1 January 2024 to date of disposal 千港元 HK\$'000
現金代價	Cash consideration	284,462
去年已收按金	Deposit received in the prior year	(78,153)
出售現金及銀行結餘	Cash and bank balances disposed of	(30,747)
出售終止經營業務的現金及 現金等價物流入淨額	Net inflow of cash and cash equivalents in respect of the disposal of the discontinued operation	175,562

MLD Resorts Laos Limited產生的現金流
量淨額載列如下：

The net cash flows incurred by MLD Resorts Laos Limited are as follows:

		自二零二四年 一月一日起至 出售日期間 For the period from 1 January 2024 to the date of disposal 千港元 HK\$'000	截至二零二三年 十二月三十一日 止年度 For the year ended 31 December 2023 千港元 HK\$'000
營運活動	Operating activities	5,781	40,858
投資活動	Investing activities	(3,907)	(5,291)
融資活動	Financing activities	–	(18,406)
現金流入淨額	Net cash inflow	1,874	17,161
每股盈利：	Earnings per share:		
基本(港仙)，來自終止經營業務	Basic (HK cents), from the discontinued operation	1.21	0.73

Notes to the Consolidated Financial Statements (Continued)

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14. 終止經營業務(續)

終止經營業務的每股基本盈利乃根據以下各項計算：

		自二零二四年 一月一日起至 出售日期間 For the period from 1 January 2024 to the date of disposal 千港元 HK\$'000	截至二零二三年 十二月三十一日 止年度 For the year ended 31 December 2023 千港元 HK\$'000
盈利	Earnings		
終止經營業務的溢利	Profit from the discontinued operation	75,035	44,961

		股份數目 Number of shares 自二零二四年 一月一日起至 出售日期間 For the period from 1 January 2024 to the date of disposal 千股 '000	截至二零二三年 十二月三十一日 止年度 For the year ended 31 December 2023 千股 '000
股份	Shares		
用於計算每股基本虧損的期／年內發行 在外普通股加權平均數	Weighted average number of ordinary shares outstanding during the period/year used in the basic loss per share calculation	6,201,187	6,201,187

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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15. 股息

年內並無向本公司普通股股東派付或建議派付股息(二零二三年：無)。

15. DIVIDEND

No dividend was paid or proposed for ordinary shareholders of the Company during the year (2023: Nil).

16. 每股虧損

本公司擁有人應佔每股基本虧損乃按下文計算：

16. LOSS PER SHARE

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

虧損**Loss**

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
計算每股基本虧損所用的年內(虧損)/溢利	(Loss)/profit for the year for the purpose of basic loss per share calculation		
來自持續經營業務	From continuing operations	(697,662)	(49,882)
來自終止經營業務	From a discontinued operation	75,035	44,961
		(622,627)	(4,921)

股份數目**Number of shares**

		二零二四年 2024 千股 '000	二零二三年 2023 千股 '000
計算每股基本虧損所用的年內發行在外普通股加權平均數	Weighted average number of ordinary shares outstanding during the year for the purpose of basic loss per share calculation	6,201,187	6,201,187

由於本公司於兩個年度均無具潛在攤薄影響之普通股，故並無呈列每股攤薄虧損。

Diluted loss per share amounts are not presented as the Company did not have any dilutive potential ordinary shares for both years.

Notes to the Consolidated Financial Statements (Continued)

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17. 投資物業

17. INVESTMENT PROPERTIES

		千港元 HK\$'000
成本：	Cost:	
二零二三年一月一日、二零二三年十二月三十一日、 二零二四年一月一日及二零二四年十二月三十一日	At 1 January 2023, 31 December 2023, 1 January 2024 and 31 December 2024	558,515
累計折舊：	Accumulated depreciation:	
於二零二三年一月一日	At 1 January 2023	93,750
年內撥備	Provided for the year	17,994
於二零二三年十二月三十一日及 二零二四年一月一日	At 31 December 2023 and 1 January 2024	111,744
年內撥備	Provided for the year	17,994
於二零二四年十二月三十一日	At 31 December 2024	129,738
賬面值：	Carrying amounts:	
於二零二四年十二月三十一日	At 31 December 2024	428,777
於二零二三年十二月三十一日	At 31 December 2023	446,771

上述投資物業均按直線法基準於租賃期限或50年內(以較短者為準)折舊。

The above investment properties are depreciated on a straight-line basis over the shorter of the term of the lease and 50 years.

本集團所有投資物業均根據經營租賃持作租賃用途，並位於澳門土地。

All the Group's investment properties are held for rental purpose under operating leases and are situated on the land in Macau.

於二零二四年及二零二三年十二月三十一日，本集團所有投資物業均抵押予銀行，作為授予本集團銀行借款的擔保。詳情載列於附註28及32。

As at 31 December 2024 and 2023, all of the Group's investment properties were pledged to banks to secure the bank borrowings granted to the Group. Details are set out in notes 28 and 32.

本集團的投資物業乃以成本模式計量。於二零二四年十二月三十一日，倘投資物業按公允值模式計量，則本集團之投資物業(指位於澳門的商業物業單位)之公允值(公允值級別之第三級)，連同計入本集團之使用權資產之租賃土地，根據獨立專業合資格估值師滙鋒評估有限公司進行的重估，總額為1,731,000,000港元(二零二三年：1,836,000,000港元)。由於賬面值並不低於其公允值減出售成本，故減值虧損並無分配至投資物業。

The Group's investment properties are measured under cost model. As at 31 December 2024, should the said investment properties be measured under fair value model, the fair values (Level 3 of fair value hierarchy) of the Group's investment properties, representing commercial property units located in Macau, together with the leasehold land included in the Group's right-of-use assets, would be HK\$1,731,000,000 (2023: HK\$1,836,000,000) in aggregate based on valuations performed by Peak Vision Appraisals Limited, an independent professional qualified valuer. Impairment loss is not allocated to investment properties as the carrying amount is not reduced below its fair value less costs of disposal.

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17. 投資物業(續)

公允值乃以比較法假設本集團的投資物業可以目前狀況及條件出售，在適當情況下以投資法並計及當前租金及租約的復歸收入潛力而釐定，並以比較類似物業實際銷售及／或要約的價格為基準。

在估計物業連同租賃土地的公允值時，物業連同租賃土地的最高及最佳用途為其現時用途。

於年內，第三級並無任何轉入或轉出(二零二三年：無)。

有關本集團主要物業之進一步詳情載於本年報「主要物業詳情」一節。

本集團根據經營租賃出租零售店舖，按每月收取特許經營權費用。租賃一般初步為期一至五年。零售店舖租賃包含可變租賃付款，乃按照銷售之5%至40%及於租期固定的每年最低租賃付款。

17. INVESTMENT PROPERTIES (CONTINUED)

The fair values were determined by the comparison method on the assumption that the Group's investment properties can be sold in their existing state and conditions, wherever appropriate, investment method by taking into account the current rents passing the reversionary income potential of the tenancies. The comparison is based on the prices of actual sales and/or offerings of similar properties.

In estimating the fair value of the properties together with the leasehold land, the highest and best use of the properties together with the leasehold land is their current use.

There were no transfers into or out of Level 3 during the year (2023: Nil).

Further details of the Group's major properties are set out in the section "Particulars of Major Properties" in this annual report.

The Group leases out retail stores under operating leases with licensing fee receivable monthly. The leases typically run for an initial period of 1 to 5 years. The leases of retail stores contain variable lease payments that are based on 5% to 40% of sales and minimum annual lease payments that are fixed over the lease terms.

綜合財務報表附註（續）

Notes to the Consolidated Financial Statements (Continued)

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18. 物業及設備

18. PROPERTY AND EQUIPMENT

		樓宇 Buildings 千港元 HK\$'000	傢俬、固定 裝置及設備 Furniture, fixtures and equipment 千港元 HK\$'000	租賃 物業裝修 Leasehold improvements 千港元 HK\$'000	汽車 Motor vehicles 千港元 HK\$'000	船隻 Vessels 千港元 HK\$'000	機器及設備 Machinery and equipment 千港元 HK\$'000	在建工程 Construction in progress 千港元 HK\$'000	總計 Total 千港元 HK\$'000
於二零二四年十二月三十一日	31 December 2024								
於二零二四年一月一日：	At 1 January 2024:								
成本	Cost	4,834,231	988,933	910,032	30,774	–	145,805	798,892	7,708,667
累計折舊及減值	Accumulated depreciation and impairment	1,174,875	755,225	738,258	28,618	–	110,130	329,639	3,136,745
賬面淨值	Net carrying amount	3,659,356	233,708	171,774	2,156	–	35,675	469,253	4,571,922
於二零二四年一月一日，扣除累計折舊及減值	At 1 January 2024, net of accumulated depreciation and impairment	3,659,356	233,708	171,774	2,156	–	35,675	469,253	4,571,922
添置	Additions	3,019	4,791	3,095	–	–	1,032	1,206	13,143
出售	Disposals	–	(2,568)	(11,925)	(213)	–	(6,221)	–	(20,927)
出售附屬公司(附註14)	Disposals of subsidiaries (note 14)	(120,483)	(19,948)	(4,360)	(1,526)	–	(9,598)	–	(155,915)
年內計提折舊	Depreciation provided during the year	(139,130)	(57,318)	(63,524)	(312)	–	(7,290)	–	(267,574)
減值虧損(附註42)	Impairment losses (note 42)	(216,952)	(8,804)	(6,043)	–	–	–	(42,674)	(274,473)
轉讓	Transfers	–	64	(44)	–	–	(20)	–	–
匯兌重新調整	Exchange realignment	(7,896)	(1,412)	(296)	(105)	–	(653)	(716)	(11,078)
於二零二四年十二月三十一日，扣除累計折舊及減值	At 31 December 2024, net of accumulated depreciation and impairment	3,177,914	148,513	88,677	–	–	12,925	427,069	3,855,098
於二零二四年十二月三十一日：	At 31 December 2024:								
成本	Cost	4,562,961	879,972	686,734	4,563	–	53,874	746,135	6,934,239
累計折舊及減值	Accumulated depreciation and impairment	1,385,047	731,459	598,057	4,563	–	40,949	319,066	3,079,141
賬面淨值	Net carrying amount	3,177,914	148,513	88,677	–	–	12,925	427,069	3,855,098
於二零二三年十二月三十一日	31 December 2023								
於二零二三年一月一日：	At 1 January 2023:								
成本	Cost	4,815,092	982,922	933,770	30,148	5,973	164,537	834,175	7,766,617
累計折舊及減值	Accumulated depreciation and impairment	1,031,935	725,900	686,637	28,212	4,281	88,634	320,653	2,886,252
賬面淨值	Net carrying amount	3,783,157	257,022	247,133	1,936	1,692	75,903	513,522	4,880,365
於二零二三年一月一日，扣除累計折舊及減值	At 1 January 2023, net of accumulated depreciation and impairment	3,783,157	257,022	247,133	1,936	1,692	75,903	513,522	4,880,365
添置	Additions	–	3,467	1,245	961	–	3,900	7,875	17,448
出售	Disposals	–	(6,570)	(2,681)	–	(1,564)	(4,278)	–	(15,093)
年內計提折舊	Depreciation provided during the year	(141,992)	(76,390)	(71,071)	(750)	(128)	(21,658)	–	(311,989)
轉讓	Transfers	14,291	56,024	(2,888)	–	–	(15,265)	(52,162)	–
匯兌重新調整	Exchange realignment	3,900	155	36	9	–	(2,927)	18	1,191
於二零二三年十二月三十一日，扣除累計折舊及減值	At 31 December 2023, net of accumulated depreciation and impairment	3,659,356	233,708	171,774	2,156	–	35,675	469,253	4,571,922
於二零二三年十二月三十一日：	At 31 December 2023:								
成本	Cost	4,834,231	988,933	910,032	30,774	–	145,805	798,892	7,708,667
累計折舊及減值	Accumulated depreciation and impairment	1,174,875	755,225	738,258	28,618	–	110,130	329,639	3,136,745
賬面淨值	Net carrying amount	3,659,356	233,708	171,774	2,156	–	35,675	469,253	4,571,922

Notes to the Consolidated Financial Statements (Continued)

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18. 物業及設備(續)

本集團的樓宇位於澳門的土地。本集團擁有若干辦公樓宇且為該等物業權益(包括相關租賃土地)的註冊擁有人。本集團在收購該等物業權益時已一次性支付所有款項。

誠如附註1所載，隨著新服務協議即將屆滿及相關三年過渡期接近尾聲，管理層已展開戰略調整，以應對澳門博彩營運的預期之外影響。鑒於本集團持續產生重大虧損，本集團已對作為其主要業務的澳門現金產生單位(計入博彩及非博彩分部)進行減值測試。截至二零二四年十二月三十一日，現金產生單位的可收回金額為5,301,455,000港元，該金額乃根據使用價值並採用高級管理層批准的財務預算中的現金流預測而釐定。現金流預測中採用的稅前貼現率為10.1%(二零二三年：11.6%)。根據減值測試，現金產生單位的賬面值減值為330,354,000港元(二零二三年：無)。因此，年內計入現金產生單位內的已付按金、物業及設備以及使用權資產的賬面值分別撇減113,000港元(二零二三年：無)、260,955,000港元(二零二三年：無)及69,286,000港元(二零二三年：無)。

管理層亦因佛得角政府提出的問題，對佛得角現金產生單位進行減值評估。因此，本集團已對該現金產生單位的賬面值全額減值。計入現金產生單位內的已付按金、物業及設備以及使用權資產的賬面值分別撇減27,345,000港元(二零二三年：無)、13,518,000港元(二零二三年：無)及5,022,000港元(二零二三年：無)。佛得角現金產生單位減值的進一步詳情載於附註42。

澳門現金產生單位減值測試的關鍵假設為由澳娛綜合分配予該現金產生單位衛星賭場業務的賭枱數量，以及就《娛樂場幸運博彩經營法律制度》三年過渡期後如何釐定有關該現金產生單位衛星娛樂場提供娛樂場管理服務的補償管理費。若賭枱數量較減值測試中採用的概率加權賭枱數量增加或減少5張，則年內的減值虧損將分別減少330,400,000港元或增加364,900,000港元。

18. PROPERTY AND EQUIPMENT (CONTINUED)

The Group's buildings are situated on the land in Macau. The Group owns several office buildings and is the registered owner of these property interests, including the underlying leasehold land. Lump sum payments were made upfront to acquire these property interests.

As set out in note 1, with the New Service Agreement nearing its conclusion and the accompanying 3-year transition period drawing to a close, the management has initiated a strategic realignment to address the unanticipated effects on the gaming operations in Macau. Together with the fact that the Group has been incurring substantial losses, the Group performed an impairment test on the CGU in Macau (which is included in gaming and non-gaming segments) as the key business of the Group. As at 31 December 2024, the recoverable amount of the CGU was HK\$5,301,455,000 which was determined based on a value in use calculation using cash flow projections based on financial budgets approved by senior management. The pre-tax discount rate applied in the cash flow projections was 10.1% (2023: 11.6%). Based on the impairment test, the carrying amount of the CGU was impaired by HK\$330,354,000 (2023: Nil). Consequently, the carrying amounts of deposits paid, property and equipment, and right-of-use assets included in the CGU were written down for the year by HK\$113,000 (2023: Nil), HK\$260,955,000 (2023: Nil) and HK\$69,286,000 (2023: Nil), respectively.

The management also performed an impairment assessment on the CGU in Cape Verde due to the issue raised by the Cape Verde Government. As a result, the Group fully impaired the carrying amount of the said CGU. The carrying amounts of deposits paid, property and equipment, and right-of-use assets included in the CGU were written down by HK\$27,345,000 (2023: Nil), HK\$13,518,000 (2023: Nil) and HK\$5,022,000 (2023: Nil), respectively. Further details of the impairment of the CGU in Cape Verde are set out in note 42.

The key assumptions involved in the impairment test on the CGU in Macau were the number of gaming table allocated by SJM to the satellite casino operation of the CGU and how the management fee is to be determined regarding the compensation for the provision of casino management services with regard to the satellite casino of the CGU beyond the 3-year transition period of the Macau Gaming Law. If the number of gaming tables increased or decreased by 5 from the probability-weighted number of gaming table adopted in the impairment test, the impairment loss would decrease by HK\$330.4 million or increase by HK\$364.9 million, respectively, during the year.

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18. 物業及設備(續)

上述已確認的現金產生單位減值虧損計入綜合損益及其他全面收益表的「非金融資產減值虧損」。

於二零二四年十二月三十一日，本集團賬面總值為3,177,914,000港元的樓宇(二零二三年：3,555,183,000港元)被抵押予銀行，作為授予本集團銀行借款的擔保。詳情載列於附註28及32。

18. PROPERTY AND EQUIPMENT (CONTINUED)

The impairment loss of the above CGUs recognised was included in “Impairment losses on non-financial assets” in the consolidated statement of profit or loss and other comprehensive income.

As at 31 December 2024, the Group’s buildings with an aggregate carrying amount of HK\$3,177,914,000 (2023: HK\$3,555,183,000) were pledged to banks to secure the bank borrowings granted to the Group. Details are set out in notes 28 and 32.

19. 使用權資產

19. RIGHT-OF-USE ASSETS

		租賃土地 Leasehold land 千港元 HK\$'000	樓宇 Buildings 千港元 HK\$'000	總計 Total 千港元 HK\$'000
於二零二三年一月一日	As at 1 January 2023	1,189,473	10,920	1,200,393
折舊開支	Depreciation charge	(45,004)	(5,595)	(50,599)
匯兌重新調整	Exchange realignment	269	31	300
於二零二三年十二月三十一日及 二零二四年一月一日	As at 31 December 2023 and 1 January 2024	1,144,738	5,356	1,150,094
出售附屬公司(附註14)	Disposal of subsidiaries (note 14)	(9,698)	(3,135)	(12,833)
折舊開支	Depreciation charge	(44,848)	(1,915)	(46,763)
減值虧損(附註42)	Impairment losses (note 42)	(74,308)	–	(74,308)
匯兌重新調整	Exchange realignment	(979)	(306)	(1,285)
於二零二四年十二月三十一日	As at 31 December 2024	1,014,905	–	1,014,905

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
截至十二月三十一日止年度	For the year ended 31 December		
短期租賃相關之開支	Expense relating to short-term leases	2,946	7,540
已付租賃負債利息	Interest paid on lease liabilities	4,998	5,481
償還租賃負債本金部分	Repayments of principal portion of lease liabilities	1,398	10,785
租賃之現金流出總額	Total cash outflow for leases	9,341	23,806

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19. 使用權資產(續)

就租賃於損益確認的金額如下：

19. RIGHT-OF-USE ASSETS (CONTINUED)

The amounts recognised in profit or loss in relation to leases are as follows:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
租賃負債利息	Interest on lease liabilities	4,860	4,791
使用權資產折舊開支	Depreciation charge of right-of-use assets	46,763	50,599
短期租賃相關之開支(包括經營、行政及其他開支)	Expense relating to short-term leases (included in operating, administrative and other expenses)	2,946	7,540
使用權資產折舊	Impairment of right-of-use assets	74,308	—
於損益確認的金額總額	Total amount recognized in profit or loss	128,877	62,930

租賃付款指本集團就若干租賃土地及樓宇應付的租金。位於澳門的租賃土地的租期經磋商固定為期25年，可根據適用法例及法規重續。於老撾的樓宇租賃包括辦公室物業、倉庫及員工宿舍的租賃，平均為期兩年，而租金的期限平均為期兩年。老撾政府授予Thakhek Club的租期為5年。在老撾租賃的樓宇已於年內出售。

位於佛得角的租賃土地的租期經磋商為期75年，並須每年檢討年度租金一次。

租期以逐項磋商並包含多款不同條款及條件。釐定租期及評估不可撤銷期限時，本集團應用合約之定義並釐定合約可強制執行之期間。

於二零二四年十二月三十一日，本集團賬面總值1,014,905,000港元(二零二三年：1,067,871,000港元)之使用權資產已抵押予銀行，以作授予本集團之銀行借款之擔保。詳情載列於附註28及32。

Lease payments represent rental payable by the Group for certain of its leasehold land and buildings. Lease term of leasehold land in Macau is negotiated for a term of 25 years at a fixed rental and is subject for renewal in accordance with the applicable laws and regulations. Leases for buildings in Laos include office properties, warehouse and staff quarters that are negotiated for an average term of two years and rentals are fixed for an average term of two years, and the Thakhek Club with lease term of 5 years granted by the Lao PDR government. Leases for buildings in Laos are disposed during the year.

Lease term of leasehold land in Cape Verde is negotiated for a term of 75 years at an annual rental which is subject to review on an annual basis.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

As at 31 December 2024, the Group's right-of-use assets with an aggregate carrying amount of HK\$1,014,905,000 (2023: HK\$1,067,871,000) were pledged to banks to secure the bank borrowings granted to the Group. Details are set out in notes 28 and 32.

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20. 其他無形資產

20. OTHER INTANGIBLE ASSETS

		博彩營運 執照 Gaming operating licence 千港元 HK\$'000	博彩中介人 經營權 Gaming promoter operating rights 千港元 HK\$'000	轉介關係 Referral relationships 千港元 HK\$'000	客戶關係 Customer relationships 千港元 HK\$'000	總計 Total 千港元 HK\$'000
成本	Cost					
於二零二三年一月一日	At 1 January 2023	95,122	274,142	26,053	17,372	412,689
匯兌重新調整	Exchange realignment	550	–	–	–	550
於二零二三年十二月三十一日 及二零二四年一月一日	At 31 December 2023 and 1 January 2024	95,672	274,142	26,053	17,372	413,239
出售附屬公司(附註14)	Disposal of subsidiaries (note 14)	(78,184)	–	–	–	(78,184)
匯兌重新調整	Exchange realignment	(5,100)	–	–	–	(5,100)
於二零二四年十二月三十一日	At 31 December 2024	12,388	274,142	26,053	17,372	329,955
累計攤銷及減值	Accumulated amortisation and impairment					
於二零二三年一月一日	At 1 January 2023	51,095	274,142	26,053	17,372	368,662
年內撥備	Provided for the year	1,007	–	–	–	1,007
匯兌重新調整	Exchange realignment	265	–	–	–	265
於二零二三年十二月三十一日 及二零二四年一月一日	At 31 December 2023 and 1 January 2024	52,367	274,142	26,053	17,372	369,934
出售附屬公司(附註14)	Disposal of subsidiaries (note 14)	(37,890)	–	–	–	(37,890)
年內撥備	Provided for the year	364	–	–	–	364
匯兌重新調整	Exchange realignment	(2,453)	–	–	–	(2,453)
於二零二四年十二月三十一日	At 31 December 2024	12,388	274,142	26,053	17,372	329,955
賬面值	Carrying amounts					
於二零二四年十二月三十一日	At 31 December 2024	–	–	–	–	–
於二零二三年十二月三十一日	At 31 December 2023	43,305	–	–	–	43,305

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20. 其他無形資產(續)

於二零一四年，本集團通過根據可變權益實體架構收購新勵駿確認總金額為317,567,000港元之其他無形資產(指博彩中介人經營權、轉介關係及客戶關係)。金額為12,388,000港元之其他無形資產(指本集團為重續舊服務協議而支付的費用)，有關金額於二零二二年到期的剩餘舊服務協議年內攤銷，截至二零二二年十二月三十一日，所有有關金額均已悉數攤銷。

20. OTHER INTANGIBLE ASSETS (CONTINUED)

In 2014, the Group recognised the other intangible assets representing gaming promoter operating rights, referral relationships and customer relationships in an aggregate amount of HK\$317,567,000, through the acquisition of New Legend under the VIE structure. Other intangible assets represent the premium the Group paid to renew the Old Service Agreement in an amount of HK\$12,388,000 and amortised over the remaining term of the Old Service Agreement expiring in 2022, all of which has been fully amortised as of 31 December 2022.

21. 於聯營公司之投資**21. INVESTMENT IN AN ASSOCIATE**

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
於聯營公司之非上市投資之成本	Cost of investment in an associate, unlisted	56,321	56,321
分佔收購後虧損	Share of post-acquisition losses	(65,256)	(65,256)
分佔收購後其他全面收入	Share of post-acquisition other comprehensive income	8,935	8,935
		—	—

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21. 於聯營公司之投資(續)

有關本集團之聯營公司於報告期末之詳情如下：

實體名稱 Name of entity	註冊成立國家 Country of incorporation	主要營業地點 Principal place of business	本集團持有之 擁有權比例 Proportion of ownership interest held by the Group		本集團持有之 投票權比例 Proportion of voting rights held by the Group		主要業務 Principal activity
			二零二四年 2024	二零二三年 2023	二零二四年 2024	二零二三年 2023	
勵盈投資有限公司(「勵盈」) Lai Ieng Investment Company Limited ("Lai Ieng")	澳門 Macau	中國 PRC	21.5%	21.5%	21.5%	21.5%	擁有及管理購物商場 Ownership and management of shopping mall

下表載列有關本集團之聯營公司之未經審核財務資料概要。下列未經審核財務資料概要為聯營公司根據香港財務報告準則編製的財務報表所示金額。

聯營公司於該等綜合財務報表內以權益法入賬。

21. INVESTMENT IN AN ASSOCIATE (CONTINUED)

Details of the Group's associate at the end of the reporting period are as follows:

Summarised unaudited financial information in respect of Group's associate is set out below. The summarised unaudited financial information below represents amounts shown in the associate's financial statements prepared in accordance with HKFRSs.

The associate is accounted for using the equity method in these consolidated financial statements.

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
流動資產	Current assets	460,817	483,349
非流動資產	Non-current assets	1,877,298	1,922,984
流動負債	Current liabilities	(1,483,880)	(1,466,403)
非流動負債	Non-current liabilities	(1,213,360)	(1,213,360)

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21. 於聯營公司之投資(續)

21. INVESTMENT IN AN ASSOCIATE (CONTINUED)

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
收益	Revenue	49,469	34,511
年度虧損	Loss for the year	(51,243)	(86,997)
年度其他全面虧損	Other comprehensive loss for the year	(34,452)	(14,724)
年度全面虧損總額	Total comprehensive loss for the year	(85,695)	(101,721)

上列財務資料概要與綜合財務報表內確
認的於聯營公司之權益之賬面值對賬如
下：

Reconciliation of the above summarised financial information to
the carrying amount of the interest in the associate recognised in the
consolidated financial statements:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
勵盈淨負債	Net liabilities of Lai Ieng	(359,125)	(273,430)
本集團於勵盈之擁有權比例	Proportion of the Group's ownership interest in Lai Ieng	21.5%	21.5%
本集團應佔勵盈淨負債	The Group's share of net liabilities of Lai Ieng	(77,212)	(58,788)
收購時公允值調整影響	Effect of fair value adjustments at acquisition	(3,226)	(3,226)
未確認聯營公司虧損	Loss of associate not recognised	80,438	62,014
		—	—

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22. 向聯營公司貸款

向聯營公司貸款為無抵押、不計息且無固定還款期。本公司董事認為本集團無意於報告期末起計12個月內要求還款。因此，該貸款獲分類為非流動資產。

本集團經參考對手方之相關財務狀況評估預期信貸虧損。於二零二四年及二零二三年十二月三十一日，減值虧損經評估為微乎其微。有關減值評估之詳情載於附註38。

22. LOAN TO AN ASSOCIATE

The loan to an associate is unsecured, non-interest bearing and has no fixed term of repayment. In the opinion of the Directors of the Company, the Group has no intention to make a request for repayment within the 12 months from the end of the reporting period. Accordingly, the loan is classified as a non-current asset.

The Group assessed the ECL with reference to the underlying financial position of the counterparty. As at 31 December 2024 and 2023, the impairment loss was assessed to be minimal. Details of the impairment assessment are set out in note 38.

23. 已付按金**23. DEPOSITS PAID**

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
潛在長期投資項目之可退回按金及 相關土地處理成本(附註(i))	Refundable deposit and the related land processing costs for a potential long-term investment project (note (i))	740,361	740,141
已確認減值虧損	Impairment loss recognised	(546,926)	(546,926)
		193,435	193,215
佛得角投資項目之按金(附註(ii))	Deposits for an investment project in Cape Verde (note (ii))	34,909	35,718
已確認減值虧損	Impairment loss recognised	(34,909)	(7,564)
		—	28,154
新服務協議之按金(附註(iii))	Deposit for the New Service Agreement (note (iii))	—	7,050
收購物業及設備之已付按金	Deposits paid for acquisition of property and equipment	2,789	765
已確認減值虧損	Impairment loss recognised	(113)	—
		2,676	765
		196,111	229,184

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23. 已付按金(續)

附註：

- (i) 該金額指向一名獨立第三方(「賣方」)支付用作位於柬埔寨之建議發展項目擬收購若干土地使用權(「該土地」)相關潛在長期投資項目用途的按金(「該按金」)及相關土地處理成本。於二零一八年十二月二十八日，賣方與本集團就買賣Howing Enterprises Co., Ltd.(「Howing」)的全部已發行股本(「銷售股份」)訂立買賣契據(「該契據」)，Howing將進而持有該土地。賣方將於簽訂該契據日期起十二個月內將該土地轉讓予Howing。銷售股份及該土地之總代價為90,010,000美元(697,800,000港元)。賣方與本集團同意該按金將用於悉數清償代價。賣方已於二零一九年一月二十八日向本集團轉讓銷售股份。根據日期為二零一九年十二月二十八日之修訂契約，賣方與本集團同意將轉讓該土地予Howing之期間延長至簽訂修訂契約起計6個月至二零二零年六月二十八日(「首次修訂」)；其後於首次修訂屆滿後及根據日期為二零二零年六月二十六日的第二份修訂契約(「第二次修訂」)，賣方與本集團同意將轉讓該土地予Howing之期間進一步延長至簽訂第二次修訂起計12個月至二零二一年六月二十六日。截至本財務報表批准之日，第二次修訂沒有進一步延期。年內，收購該土地並無重大進展。根據契約，如賣方未能於二零二一年六月二十六日或任何協定延期向本集團轉讓銷售股份或該土地，按金及相關土地處理成本可由賣方全數退還。截至二零二四年十二月三十一日，本集團就轉讓該土地產生合共42,317,000港元(二零二三年：42,317,000港元)之土地處理成本及相關稅項。
- (ii) 於二零二四年十二月三十一日之金額包括有關付予博彩批給之款項約15,098,000港元(二零二三年：12,677,000港元)，博彩批給自本集團根據佛得角項目經營娛樂場業務首日營運起計為期25年。於本年度確認減值虧損約27,345,000港元。有關減值評估的詳情載於附註42。
- (iii) 於二零二四年十二月三十一日之金額指根據新服務協議的第一份附錄向澳娛綜合支付的按金7,050,000港元，服務期自二零二三年一月一日起計為期三年。於二零二四年十二月三十一日之金額分類為流動資產，因其於二零二五年十二月三十一日服務期限結束時可退還。

23. DEPOSITS PAID (CONTINUED)

Notes:

- (i) The amount represents a deposit paid (the "Deposit") and its related land processing costs to an independent third party (the "Vendor") for a potential long-term investment project in connection with a proposed acquisition of certain land use rights (the "Land") in respect of a proposed development project in Cambodia. On 28 December 2018, the Vendor and the Group entered into a sale and purchase deed (the "Deed") in respect of the sale and purchase of the entire issued share capital ("Sale Shares") of Howing Enterprises Co., Ltd. ("Howing"), which in turn, will hold the Land. The Vendor shall transfer the Land to Howing within 12 months from the date of signing the Deed. The total consideration for the Sale Shares and the Land is US\$90,010,000 (HK\$697,800,000). The Vendor and the Group agreed that the Deposit shall be used to settle the consideration in full. On 28 January 2019, the Vendor has transferred the Sale Shares to the Group. Pursuant to the amendment deed dated 28 December 2019, the Vendor and the Group agreed to extend the transfer period of the Land to Howing for 6 months from the signing of the amendment deed to 28 June 2020 ("First Amendment"). Subsequent to the expiry of the First Amendment and pursuant to the second amendment deed dated 26 June 2020 ("Second Amendment"), the Vendor and the Group agreed to further extend the transfer period of the Land to Howing for 12 months from the signing of the Second Amendment to 26 June 2021. There was no further extension to the Second Amendment as at the date of approval of these financial statements. During the year, there was no significant progress made on the acquisition of the Land. Pursuant to the Deed, the Deposit and its related land processing costs would be fully refunded from the Vendor in the event that it fails to transfer the Sale Shares and the Land to the Group by 26 June 2021 or any agreed extension. As of 31 December 2024, the Group incurred land processing costs and related tax totalling HK\$42,317,000 (2023: HK\$42,317,000) for the transfer of the Land.
- (ii) The amount as at 31 December 2024 included a payment of approximately HK\$15,098,000 (2023: HK\$12,677,000) for a gaming concession with a term of 25 years from the first day of operation of the casino operated by the Group under the project in Cape Verde. Impairment loss of approximately HK\$27,345,000 was recognised during the year. Details of the impairment assessment are set out in note 42.
- (iii) The amount as at 31 December 2024 represents a deposit of HK\$7,050,000 paid to SJM pursuant to the 1st Addendum of the New Service Agreement, for service term of three years commencing 1 January 2023. The amount as at 31 December 2024 was classified as a current asset as it is refundable at the end of service term on 31 December 2025.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

24. 存貨

24. INVENTORIES

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
餐飲	Food and beverage	2,898	4,618
零售商品	Retail merchandise	2,808	2,816
營運供應品	Operating supplies	5,742	13,887
		11,448	21,321

25. 貿易及其他應收款項、按金及預付款項

25. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
貿易應收款項	Trade receivables	111,993	155,276
減：減值虧損	Less: Impairment losses	(52,648)	(64,065)
		59,345	91,211
其他應收款項	Other receivables	85,408	82,370
減：減值虧損	Less: Impairment losses	(67,131)	(67,131)
		18,277	15,239
按金及預付款項	Deposits and prepayments	16,614	17,774
賬面淨值	Net carrying amount	94,236	124,224

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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25. 貿易及其他應收款項、按金及預付款項(續)

貿易應收款項主要包括應收一名博彩營運商—澳娛綜合、個別貴賓博彩客戶及旅行社的款項。

於報告期末，貿易應收款項包括應收個別貴賓博彩客款項5,000,000港元(扣除減值撥備46,062,000港元)(二零二三年：5,000,000港元(扣除減值撥備46,103,000港元))。

其他應收款項及按金主要包括應收利息、暫時付款及作日常運作用途的其他公用設施按金。

於報告期末，本集團貿易應收款項結餘包括就有關本集團提供非博彩服務予董事而應收本公司若干董事之款項為總賬面值120,000港元(二零二三年：343,000港元)。該等應收本公司若干董事款項為交易性質、無抵押、不計息及須按要求償還。

本集團批准就提供博彩相關服務授予博彩營運商平均30日的信貸期、授予若干旅行社平均30日的信貸期及授予其租戶平均15日的信貸期。以下為於報告期末，貿易應收款項扣除減值撥備按發票日期呈列之賬齡分析。

25. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (CONTINUED)

Trade receivables mainly included receivables from a gaming operator, SJM, individual VIP gaming patrons and travel agents.

At the end of the reporting period, trade receivables included receivables from individual VIP gaming patrons of HK\$5,000,000 (net of impairment allowance of HK\$46,062,000) (2023: HK\$5,000,000 (net of impairment allowance of HK\$46,103,000)).

Other receivables and deposits mainly included interest receivables, temporary payments and other utility deposits for the purpose of daily operations.

At the end of the reporting period, included in the Group's trade receivable balances was an aggregate carrying amount of HK\$120,000 (2023: HK\$343,000), which is due from certain Directors of the Company in relation to non-gaming services provided by the Group. Such amounts due from certain Directors of the Company are trade in nature, unsecured, non-interest-bearing and repayable on demand.

The Group allows a credit period with an average of 30 days to the gaming operator relating to provision of gaming related services, an average of 30 days to certain travel agents and an average of 15 days to its tenants. The following is an ageing analysis of trade receivables, net of impairment allowance, presented based on the invoice date at the end of the reporting period.

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
三個月內	Within 3 months	53,541	72,152
超過三個月但在六個月內	Over 3 months but within 6 months	605	636
超過六個月但在一年內	Over 6 months but within 1 year	122	13,423
超過一年	Over 1 year	5,077	5,000
總計	Total	59,345	91,211

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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25. 貿易及其他應收款項、按金及預付款項(續)

於二零二四年十二月三十一日，本集團之貿易應收款項結餘(扣除減值撥備)包括賬面總值10,780,000港元(二零二三年：31,323,000港元)之應收賬款，於報告日期為逾期。逾期結餘當中5,199,000港元(二零二三年：18,423,000港元)已逾期180日或以上，惟由於與該等客戶享有長期／持續關係、其財務狀況以及根據該等客戶的所有可取得的前瞻資料，本公司董事認為有關結餘仍屬可收回，因此並不認為有關結餘屬違約。本集團並無就該等結餘持有任何抵押品。

於報告期末，已抵押予銀行作為授予本集團的銀行借款的抵押的貿易應收款項賬面值為47,872,000港元(二零二三年：69,044,000港元)。於二零二四年十二月三十一日，1,661,000港元(二零二三年：1,618,000港元)的租金按金以租賃資產作抵押。詳情載列於附註28、29及32。

貿易應收款項減值虧損撥備變動如下：

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
年初	At beginning of year	64,065	64,023
減值虧損，淨額	Impairment losses, net	22	42
出售附屬公司	Disposal of subsidiary	(11,439)	—
年末	At end of year	52,648	64,065

於各報告期末使用矩陣計量預期信貸虧損以進行減值分析。

25. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (CONTINUED)

As at 31 December 2024, included in the Group's trade receivable balances, net of impairment allowance, were debtors with an aggregate carrying amount of HK\$10,780,000 (2023: HK\$31,323,000) which are past due as at the reporting date. Out of the past due balances, HK\$5,199,000 (2023: HK\$18,423,000) has been past due 180 days or more but is not considered as in default as the Directors of the Company are of the opinion that the balances are still considered to be fully recoverable due to long-term/on-going relationships, financial condition and all available forward-looking information of these customers. The Group does not hold any collateral over these balances.

At the end of the reporting period, the carrying amount of the trade receivables, which have been pledged to banks to secure the bank borrowings granted to the Group, was HK\$47,872,000 (2023: HK\$69,044,000). As at 31 December 2024, the rental deposits of HK\$1,661,000 (2023: HK\$1,618,000) were secured to leased assets. Details are set out in notes 28, 29 and 32.

The movements in the loss allowance for impairment of trade receivables are as follows:

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

25. 貿易及其他應收款項、按金及預付款項(續)

下表載列使用撥備矩陣本集團貿易應收款項信貸風險的資料：

於二零二四年十二月三十一日

		逾期 Past due				
		即期 Current	少於1個月 Less than 1 month	1至3個月 1 to 3 months	超過3個月 Over 3 months	總計 Total
預期信貸虧損率	Expected credit loss rate	0.03%	0.32%	1.00%	90.06%	47.01%
總賬面值(千港元)	Gross carrying amount (HK\$'000)	48,580	4,693	300	58,420	111,993
預期信貸虧損 (千港元)	Expected credit losses (HK\$'000)	14	15	3	52,616	52,648

於二零二三年十二月三十一日

		逾期 Past due				
		即期 Current	少於1個月 Less than 1 month	1至3個月 1 to 3 months	超過3個月 Over 3 months	總計 Total
預期信貸虧損率	Expected credit loss rate	1.42%	0.39%	0.94%	76.82%	41.26%
總賬面值(千港元)	Gross carrying amount (HK\$'000)	60,748	11,679	635	82,214	155,276
預期信貸虧損 (千港元)	Expected credit losses (HK\$'000)	860	45	6	63,154	64,065

對貿易及其他應收款項之減值評估之詳情載列於附註38。

25. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (CONTINUED)

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 31 December 2024

As at 31 December 2023

Details of impairment assessment of trade and other receivables are set out in note 38.

26. 已抵押銀行存款／現金及銀行結餘

已抵押銀行存款

於報告期末，已抵押銀行存款指向銀行質押的存款，作為銀行向本集團的電力供應商簽發信用證的擔保。詳情載列於附註28及32。

現金及銀行結餘

銀行現金根據銀行每日存款利率按浮動利率賺取利息，原定到期日為三個月或以內。所有銀行結餘及定期存款存入信譽良好且無近期違約史的銀行。

26. PLEDGED BANK DEPOSITS/CASH AND BANK BALANCES

Pledged bank deposits

At the end of the reporting period, pledged bank deposits represented deposits pledged to a bank as security against the issuance of letter of credit by the bank in favour of electricity provider to the Group. Details are set out in notes 28 and 32.

Cash and bank balances

Cash at banks earns interest at floating rates based on daily bank deposit rates, with original maturity of three months or less. All the bank balances and time deposits are deposited with creditworthy banks with no recent history of default.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

27. 貿易及其他應付款項

貿易及其他應付款項主要包括尚未支付的持續成本及建設工程款項。本集團債權人授出的平均信貸期由一個月至三個月不等。

27. TRADE AND OTHER PAYABLES

Trade and other payables principally comprise amounts outstanding for ongoing costs and construction work. The average credit period granted by the Group's creditors is one month to three months.

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
貿易應付款項	Trade payables	33,837	39,445
應付建築及保留款項	Construction and retention payables	16,307	16,883
其他應付款項	Other payables	73,827	100,932
出售一間附屬公司之已收按金	Deposits received for disposal of a subsidiary	–	78,153
已收租戶按金	Deposits received from tenants	27,323	25,222
已收博彩中介人按金	Deposits received from gaming promoters	–	1,211
應計員工成本	Accrued staff costs	37,203	38,158
其他雜項應計款項	Other sundry accruals	77,590	67,907
總計	Total	266,087	367,911

已收博彩中介人按金乃無抵押、免息及須按要求償還。

The deposits received from gaming promoters are unsecured, non-interest-bearing and repayable on demand.

於報告期末按發票日期呈列的貿易應付款項賬齡分析如下：

The following is an ageing analysis of trade payables presented based on the invoice date at the end of the reporting period:

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
三個月內	Within 3 months	33,327	38,851
超過三個月但於六個月內	Over 3 months but within 6 months	119	535
超過六個月但於一年內	Over 6 months but within 1 year	344	–
超過一年	Over 1 year	47	59
總計	Total	33,837	39,445

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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28. 銀行及其他借款

28. BANK AND OTHER BORROWINGS

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
銀行借款，有抵押(附註(i))	Bank borrowings, secured (note (i))	2,066,375	2,103,556
其他借款(附註(ii))	Other borrowings (note (ii))	339,400	465,000
		2,405,775	2,568,556
就報告目的分析為：	Analysed for reporting purposes as:		
流動負債	Current liabilities	2,405,775	633,607
非流動負債	Non-current liabilities	—	1,934,949
		2,405,775	2,568,556

附註：

Notes:

(i) 銀行借款，有抵押

(i) Bank borrowings, secured

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
於下列期間到期的有抵押銀行借款	Secured bank borrowings due		
— 一年內或按要求	– within one year or on demand	2,066,375	168,607
— 超過一年，但不超過兩年	– more than one year, but not exceeding two years	—	249,352
— 超過兩年，但不超過五年	– more than two years, but not exceeding five years	—	1,685,597
		2,066,375	2,103,556
減：一年內或按要求到期的金額 分類為流動負債	Less: Amounts due within one year or on demand classified as current liabilities	(2,066,375)	(168,607)
一年後到期款項	Amounts due after one year	—	1,934,949

於二零二零年九月四日，本集團從若干銀行(「銀行」)取得一筆定期貸款融資2,300,000,000港元(「第一筆貸款」)。於二零二一年十月二十六日，本集團從澳門國際銀行股份有限公司(「澳門國際」及「牽頭銀行」)獲得一筆350,000,000港元的額外定期貸款融資(「第二筆貸款」)。

On 4 September 2020, the Group obtained a term loan facility of HK\$2.3 billion (the “First Loan”) from the certain banks (the “Banks”). On 26 October 2021, the Group obtained an additional term loan facility of HK\$350.0 million (the “Second Loan”) from Luso International Bank Limited (“Luso” and the “Lead Bank”).

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

28. 銀行及其他借款(續)

附註：(續)

(i) 銀行借款，有抵押(續)

第一筆貸款自二零二一年九月四日開始應分期償還，最後一筆款項應在二零二七年九月四日償還。第二筆貸款自二零二四年十月二十六日開始應逐步分期償還，最後一筆款項應在二零二七年十月二十六日償還。

銀行借款以港元計值。於二零二四年十二月三十一日，第一筆貸款按香港銀行同業拆息(「香港銀行同業拆息」)加年利率2.25%(二零二三年十二月三十一日：香港銀行同業拆息加年利率2.25%)計息，而年內加權平均實際年利率為7.01%(二零二三年：7.96%)。第二筆貸款按香港銀行同業拆息加年利率3%計息，而年內加權平均實際年利率為7.30%(二零二三年：8.81%)。

於二零二四年十二月三十一日，本集團在第一筆貸款項下已提取2,300,000,000港元，並於第二筆貸款項下提取約90,000,000港元的可用資金。第二筆貸款項下未動用貸款須待進一步申請以及澳門國際批准後方可提取。

於截至二零二二年十二月三十一日止上個財政年度，本集團違反契諾條款，但該等銀行同意透過另一份豁免進一步修訂本集團的最低資產淨值承諾至2,800,000,000港元，直至二零二三年十二月三十一日止。

於二零二三年八月三十一日，本集團已與該等銀行訂立變更協議，將本集團的最低資產淨值承諾減低至2,800,000,000港元及修訂貸款還款計劃。

根據相關貸款協議，本集團須遵守貸款契諾，包括最低資產淨值承諾規定、債務比率、無抵押銀行賬戶結餘及出售所得款項安排，並須每半年進行一次相關適用測試，直至屆滿。

於本年度，本集團一間附屬公司未能遵守本集團就出售本集團於老撾的業務的出售所得款項安排的其中一項銀行借款的若干貸款契諾，進而引致違反本集團另一筆銀行借款的契諾。因此，原到日期自報告期末起計超過一年的銀行借款1,898,600,000港元已重新分類至流動負債，且本集團所有銀行借款2,066,400,000港元在銀行要求時須立即償還。

28. BANK AND OTHER BORROWINGS (CONTINUED)

Notes: (Continued)

(i) Bank borrowings, secured (Continued)

The First Loan is repayable in instalments commencing from 4 September 2021, with the final instalment repayable on 4 September 2027. The Second Loan is repayable in instalments commencing from 26 October 2024, with the final instalment repayable on 26 October 2027.

The bank borrowings are denominated in HK\$. As at 31 December 2024, the First Loan bears interest at Hong Kong Interbank Offered Rate ("HIBOR") plus 2.25% per annum (31 December 2023: HIBOR plus 2.25% per annum) and the weighted average effective interest rate was 7.01% (2023: 7.96%) per annum during the year. The Second Loan bears interest at HIBOR plus 3% per annum and the weighted average effective interest rate was 7.30% (2023: 8.81%) per annum during the year.

As at 31 December 2024, the Group has fully drawn down HK\$2.3 billion under the First Loan, and HK\$90.0 million under the Second Loan. The unutilised facility under the Second Loan is subject to further application and approval by Luso.

As at the prior financial year ended 31 December 2022, the Group was not in compliance with one of the covenant clauses, but the Banks agreed to further amend the minimum net assets undertaking of the Group to HK\$2,800.0 million by another waiver, up to 31 December 2023.

On 31 August 2023, the Group has entered into a variation agreement with the Banks to lower the minimum net assets undertaking of the Group to HK\$2,800.0 million and amended the loan repayment schedule.

Pursuant to the relevant loan agreements, the Group is required to comply with loan covenants including minimum net assets undertaking requirement, indebtedness ratio, balances of unencumbered bank accounts and arrangement of disposal proceeds with respective applicable test on a semi-annual basis until maturity.

During the current year, a subsidiary of the Group failed to comply with certain loan covenants for one of the Group's bank borrowings regarding the arrangement of disposal proceeds from the disposal of the Group's operation in Lao PDR, which in turn triggered the non-compliance of a covenant of the Group's another bank borrowing. As a result, bank borrowings of HK\$1,898.6 million with original maturity date of over one year from the end of the reporting period have been reclassified to current liabilities and all of the Group's bank borrowings of HK\$2,066.4 million become immediately repayable if demanded by the Banks.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

28. 銀行及其他借款(續)

附註：(續)

(i) 銀行借款，有抵押(續)

本集團的銀行借款由下列項目作抵押或擔保，其中包括：

- (a) 本集團若干投資物業、樓宇及使用權資產的按揭；
- (b) 澳門漁人碼頭投資及鴻福(兩間全資附屬公司)的所有股份；
- (c) 澳門漁人碼頭投資及鴻福持有的所有指定銀行結餘；
- (d) 鴻福及本公司提供的公司擔保；
- (e) 於澳門漁人碼頭集團已抵押物業之租賃、租約協議、來自酒店營運及管理的所得款項、特許經營權收入及其他所得款項的所有權利及利益；
- (f) 於澳門漁人碼頭集團已抵押物業之租賃、特許經營權收入、出售、酒店營運及其他所得款項產生的所有應收款項；及
- (g) 本公司主要股東李志強先生、本公司主要股東周錦輝先生及本公司控股股東陳榮煉先生提供的個人擔保。

(ii) 其他借款

- (a) 於二零二一年十月二十七日，本集團已從本公司控股股東的受控法團達美集團有限公司(「達美」)取得一筆100,000,000港元的貸款融資。於二零二四年十二月三十一日，本集團的未償還貸款為50,000,000港元(二零二三年十二月三十一日：50,000,000港元)。貸款為無抵押、按年利率5%計息及須根據達美發出的書面要求償還。達美已書面確認，不會在二零二四年八月三十一日之前要求償還貸款。
- (b) 於二零二二年五月三十日，本集團已從本公司主要股東取得一筆100,000,000港元的貸款融資。於二零二四年十二月三十一日，本集團的未償還貸款為84,400,000港元(二零二三年十二月三十一日：100,000,000港元)。貸款為無抵押、按年利率11.4%(二零二三年：11.4%)計息及須於二零二三年六月三十日償還。該主要股東已書面確認，不會在二零二四年三月三十一日之前要求償還貸款。

28. BANK AND OTHER BORROWINGS (CONTINUED)

Notes: (Continued)

(i) Bank borrowings, secured (Continued)

The Group's bank borrowings are secured or guaranteed, inter alia, by the following:

- (a) mortgage over certain of the Group's investment properties, buildings and right-of-use assets;
- (b) all shares in two wholly-owned subsidiaries, namely MFW Investment and Hong Hock;
- (c) all the designated bank balances held by MFW Investment and Hong Hock;
- (d) corporate guarantee by Hong Hock and the Company;
- (e) all rights and interests in leases, tenancy agreements, proceeds from hotel operation and management, licensing income and other proceeds of the pledged properties of MFW Group;
- (f) all receivables arising from leases, licensing income, disposal, hotel operations and other proceeds of the pledged properties of MFW Group; and
- (g) a personal guarantee by Mr Li Chi Keung, a substantial shareholder of the Company, Mr Chow Kam Fai, David, a substantial shareholder of the Company and Mr Chan Weng Lin, a controlling shareholder of the Company.

(ii) Other borrowings

- (a) On 27 October 2021, the Group obtained a loan facility of HK\$100.0 million from Perfect Achiever Group Limited ("Perfect Achiever"), which is a controlled corporation of the controlling shareholder of the Company. As at 31 December 2024, loan of HK\$50.0 million was outstanding by the Group (31 December 2023: HK\$50.0 million). The loan is unsecured, interest bearing at 5% per annum and was repayable upon written demand issued by Perfect Achiever. Perfect Achiever has confirmed in writing not to demand repayment of the loan prior to 31 August 2024.
- (b) On 30 May 2022, the Group obtained a loan facility of HK\$100.0 million from a substantial shareholder of the Company. As at 31 December 2024, loan of HK\$84.4 million was outstanding by the Group (31 December 2023: HK\$100.0 million). The loan is unsecured, interest bearing at 11.4% (2023: 11.4%) per annum and was repayable on 30 June 2023. The substantial shareholder has confirmed in writing not to demand repayment of the loan prior to 31 March 2024.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

28. 銀行及其他借款(續)

附註：(續)

(ii) 其他借款(續)

- (c) 於二零二四年十二月三十一日，本集團與另一名本公司主要股東訂立多份貸款協議，貸款總額為330,000,000港元。於二零二四年十二月三十一日，本集團未償還的貸款本金總額為205,000,000港元。該等貸款為無抵押、按年利率11.4% (二零二三年：11.4%) 計息及須於二零二四年三月三十一日至二零二五年四月二日期間償還。該主要股東已書面確認，不會在二零二五年三月三十一日之前要求償還任何該等貸款。

29. 租賃負債

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
應付租賃負債：	Lease liabilities payable:		
一年內	Within one year	784	7,732
一年以上及兩年以下	More than one year, but not exceeding two years	830	761
兩年以上及五年以下	More than two years, but not exceeding five years	2,789	2,639
五年以上	More than five years	83,601	82,984
		88,004	94,116
減：分類為流動負債之一年內到期款項	Less: Amounts due within one year classified as current liabilities	(784)	(7,732)
一年後到期款項	Amounts due after one year	87,220	86,384

租賃之限制或契諾

於二零二四年十二月三十一日，租賃負債88,004,000港元(二零二三年：94,116,000港元)乃就相關使用權資產54,906,000港元(二零二三年：71,798,000港元)予以確認。除出租人於租賃資產中持有的抵押權益外，租賃協議並不施加任何契諾。相關租賃資產(除位於澳門的租賃土地之外)不得用作借款之抵押。於二零二四年十二月三十一日，有關款項乃以賬面值1,661,000港元(二零二三年：1,618,000港元)之租金按金作擔保。

租賃負債之到期分析披露於綜合財務報表附註38。

28. BANK AND OTHER BORROWINGS (CONTINUED)

Notes: (Continued)

(ii) Other borrowings (Continued)

- (c) As at 31 December 2024, the Group entered into several loan agreements for an aggregate loan amount of HK\$330.0 million from another substantial shareholder of the Company. As at 31 December 2024, loans with an aggregate principal amount of HK\$205.0 million were outstanding by the Group. These loans are unsecured, interest bearing at 11.4% (2023: 11.4%) per annum and were repayable between 31 March 2024 and 2 April 2025. The substantial shareholder has confirmed in writing not to demand repayment of any of these loan amounts prior to 31 March 2025.

29. LEASE LIABILITIES

Restrictions or covenants on leases

Lease liabilities of HK\$88,004,000 (2023: HK\$94,116,000) were recognised with related right-of-use assets of HK\$54,906,000 (2023: HK\$71,798,000) as at 31 December 2024. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessors. The related leased assets, except the leasehold land in Macau, may not be used as security for borrowing purposes. As at 31 December 2024, the amounts were secured by rental deposits with a carrying value of HK\$1,661,000 (2023: HK\$1,618,000).

The maturity analysis of lease liabilities is disclosed in note 38 to the consolidated financial statements.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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30. 遞延稅項

年內遞延稅項負債及資產之變動詳情如下：

遞延稅項負債

		投資物業 公允值調整 Fair value adjustment on investment properties 千港元 HK\$'000	物業及設備 公允值調整 Fair value adjustment on property and equipment 千港元 HK\$'000	使用權資產 公允值調整 Fair value adjustment on right-of-use assets 千港元 HK\$'000	總計 Total 千港元 HK\$'000
於二零二三年一月一日	At 1 January 2023	2,599	20,132	109,809	132,540
計入損益	Credited to profit or loss	(191)	(2,091)	(4,224)	(6,506)
於二零二三年十二月三十一日及 二零二四年一月一日	At 31 December 2023 and 1 January 2024	2,408	18,041	105,585	126,034
計入損益	Credited to profit or loss	(191)	(18,041)	(12,538)	(30,770)
於二零二四年十二月三十一日 之遞延稅項負債總額	Gross deferred tax liabilities at 31 December 2024	2,217	–	93,047	95,264

遞延稅項資產

		可用於抵銷未來 應課稅暫時差額 之虧損 Losses available for offsetting against future taxable temporary differences 千港元 HK\$'000
於二零二三年一月一日、二零二三年十二月三十一日及二零二四年一月一日	At 1 January 2023, 31 December 2023 and 1 January 2024	–
計入損益	Credited to profit or loss	11,913
於二零二四年十二月三十一日遞延稅項資產總額	Gross deferred tax assets at 31 December 2024	11,913

30. DEFERRED TAX

The movements in deferred tax liabilities and assets during the year are as follows:

Deferred tax liabilities

投資物業 公允值調整 Fair value adjustment on investment properties 千港元 HK\$'000	物業及設備 公允值調整 Fair value adjustment on property and equipment 千港元 HK\$'000	使用權資產 公允值調整 Fair value adjustment on right-of-use assets 千港元 HK\$'000	總計 Total 千港元 HK\$'000
2,599	20,132	109,809	132,540
(191)	(2,091)	(4,224)	(6,506)
2,408	18,041	105,585	126,034
(191)	(18,041)	(12,538)	(30,770)
2,217	–	93,047	95,264

Deferred tax assets

可用於抵銷未來 應課稅暫時差額 之虧損 Losses available for offsetting against future taxable temporary differences 千港元 HK\$'000
–
11,913
11,913

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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30. 遞延稅項(續)

遞延稅項資產(續)

就呈列目的而言，遞延稅項資產及負債已於財務狀況表中抵消。以下為本集團就財務報告目的作出的遞延稅項餘額分析：

30. DEFERRED TAX (CONTINUED)

Deferred tax assets (Continued)

For presentation purposes, deferred tax assets and liabilities have been offset in the statement of financial position. The following is an analysis of the deferred tax balances of the Group for financial reporting purposes:

	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
持續經營業務的遞延稅項負債淨額	83,351	126,034
Net deferred tax liabilities in respect of continuing operations		

31. 股本

31. SHARE CAPITAL

	二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
法定： 10,000,000,000股每股面值0.1港元的普通股	1,000,000	1,000,000
Authorised: 10,000,000,000 ordinary shares of HK\$0.1 each		
已發行及繳足： 6,201,187,120股每股面值0.1港元的普通股	620,119	620,119
Issued and fully paid: 6,201,187,120 ordinary shares of HK\$0.1 each		

年內，本公司之附屬公司概無購買、出售或贖回本公司任何上市證券(二零二三年：無)。

None of the Company's subsidiaries purchased, sold or redeemed any of the Company's listed securities during the year (2023: Nil).

Notes to the Consolidated Financial Statements (Continued)

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32. 抵押資產

於報告期末，本集團已抵押若干投資物業、樓宇、使用權資產及貿易應收款項以為授予本集團的信貸融資作擔保、已抵押銀行存款以為授予本集團的電力使用作擔保及已支付租金按金以為本集團作為承租人訂立的租賃安排作擔保。該等已抵押資產的賬面值如下：

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
投資物業	Investment properties	428,777	446,771
樓宇	Buildings	3,177,914	3,555,183
使用權資產	Right-of-use assets	1,014,905	1,067,871
貿易應收款項	Trade receivables	47,872	69,044
已抵押銀行存款	Pledged bank deposits	1,681	1,674
已付租金按金	Rental deposits paid	1,661	1,618
		4,672,810	5,142,161

33. 退休福利計劃

本集團於澳門及老撾就營運而聘用的僱員分別為澳門及老撾政府設立的政府管理退休福利計劃的成員。澳門及老撾營運須向退休福利計劃支付每月固定供款為福利金。

本集團根據強制性公積金計劃條例之規則及法規為其所有香港僱員設立強制性公積金計劃(「強積金計劃」)。本集團所有香港僱員均須參加強積金計劃。供款乃按僱員薪酬的若干百分比釐定，並由彼等根據強積金計劃規則成為應付款項，並自損益中扣除。強積金計劃的資產與本集團的資產分開持有，由獨立管理的基金持有。本集團的僱主供款於向強積金計劃供款時全數歸屬於僱員。於報告期末，概無沒收供款可用於削減未來年度的應付供款。

本集團亦在澳門為所有合資格僱員推行指定退休福利計劃。計劃的資產由獨立受託人以基金形式獨立控制，與本集團的資產分開持有。本集團每月為各合資格員工向計劃作出相關薪金成本的5%(最高為1,500澳門元)的供款。

32. PLEDGE OF ASSETS

At the end of the reporting period, the Group has pledged certain investment properties, buildings, right-of-use assets and trade receivables to secure the credit facilities granted to the Group, pledged bank deposits to secure the use of electricity of the Group and a rental deposit paid to secure the lease arrangements entered by the Group as lessee. The carrying amounts of the assets pledged are as follows:

33. RETIREMENT BENEFITS PLANS

Employees employed by the Group's operations in Macau and Lao PDR are members of government-managed retirement benefit schemes operated by the Macau and Lao PDR government, respectively. The Macau and Lao PDR operations are required to pay a monthly fixed contribution to the retirement benefit schemes to fund the benefits.

The Group operates a Mandatory Provident Fund Scheme ("MPF Scheme") under the rules and regulations of the Mandatory Provident Fund Schemes Ordinance for all of its employees in Hong Kong. All the employees of the Group in Hong Kong are required to join the MPF Scheme. Contributions are made based on a percentage of the employees' salaries and are charged to profit or loss as they become payable in accordance with the rules of the MPF Scheme. The assets of the MPF Scheme are held separately from those of the Group in an independently administered fund. The Group's employer contributions vest fully with the employees when contributed into the MPF Scheme. No forfeited contribution is available to reduce the contribution payable in the future years at the end of the reporting period.

The Group also operates a defined contribution retirement scheme for all qualifying employees in Macau. The assets of the scheme are held separately from those of the Group in funds under the control of independent trustees. The Group contributes 5% of relevant payroll costs to the plan (maximum MOP1,500) per month for each qualifying employee.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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33. 退休福利計劃(續)

在老撾，由勞動與社會福利部下屬的社會保險基金司向退休員工支付離職後福利。本集團必須每月按員工基本薪金的6%向社會保險基金司支付社會保險費，作為離職後福利。

本集團就上述退休福利計劃的唯一責任為根據該等計劃作出所需供款。

截至二零二四年十二月三十一日止年度，於損益中確認的3,785,000港元(二零二三年：3,528,000港元)總支出為本集團按該等計劃的規則訂明之比率已付或應付予上述退休福利計劃的供款。

34. 經營租賃安排

本集團作為出租人

所有持作特許經營權安排的物業於未來3年均有承租人承擔。自報告期結束以來，本集團概無出售任何持作特許經營權安排的物業。

租賃之應收最低未貼現租賃款項如下：

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
一年內	Within one year	39,968	38,149
一年後但於兩年內	After one year but within two years	18,457	41,387
兩年後但於三年內	After two years but within three years	1,650	333
		60,075	79,869

經營租賃收入指本集團就其若干租賃物業應收的特許經營權收入。特許經營權安排的租期磋商為平均五年，特許經營權費用平均兩年租期內固定。除上文所披露的固定特許經營權收入外，根據若干特許經營權安排的條款，本集團按相關店舖的銷售總額的若干百分比收取特許經營權收入。或然特許經營權收入於所呈列的兩年內為本集團帶來的特許經營權收入金額並不重大。

33. RETIREMENT BENEFITS PLANS (CONTINUED)

In Lao PDR, post-employment benefits are paid to retired employees by the Social Security Fund Department which belongs to the Ministry of Labor and Social Welfare. The Group is required to contribute to these post-employment benefits by paying social insurance premium to the Social Insurance Agency at the rate of 6% of employee's basic salary on a monthly basis.

The only obligation of the Group with respect to the above retirement benefit schemes is to make the required contributions under the schemes.

During the year ended 31 December 2024, the total expense recognised in profit or loss of HK\$3,785,000 (2023: HK\$3,528,000) represented contributions paid or payable to the above retirement benefit schemes by the Group at rates specified in the rules of the schemes.

34. OPERATING LEASE ARRANGEMENTS

The Group as lessor

All of the properties held for licensing arrangements have committed leases for the next 3 years. None of the Group's properties held for licensing arrangements has been disposed of since the end of the reporting period.

Minimum undiscounted lease payments receivable on leases are as follows:

Operating lease income represents licensing income receivable by the Group from certain of its leased premises. Licensing arrangements are negotiated for an average term of five years and licensing fees are fixed for an average term of two years. In addition to the fixed licensing income, which is disclosed above, pursuant to the terms of certain licensing arrangements, the Group has licensing income based on certain percentage of gross sales of relevant shops. The contingent licensing income contributed an insignificant amount of licensing income earned by the Group during both years presented.

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35. 合約承擔

於報告期末，本集團擁有就收購物業及設備以及在建工程已訂約但尚未撥備的金額為189,560,000港元(二零二三年：169,441,000港元)的合約承擔。

36. 或然負債

於報告期末，本集團概無任何重大的訴訟或索償，並就本公司董事所知，本集團任何成員公司概無任何待決或面臨任何重大的訴訟或索償。

於報告期末，根據新服務協議的第一份附錄，本集團向澳娛綜合提供82,000,000港元(二零二三年：82,000,000)的銀行擔保。

37. 資金風險管理

本集團管理其資本以確保其將能夠繼續持續經營，同時透過優化債務與股權平衡以提高股東回報。本集團的整體策略自去年起維持不變。

本集團資本架構包括債務(包括於附註28所披露的銀行及其他借款)以及本公司擁有人應佔股權(由已發行股本(披露於附註31)及儲備組成)。

管理層經考慮資本成本及與各類資本相關的風險檢討資本架構。有見及此，本集團將透過派付股息、發行新股以及發行新債務或償還現有債務以平衡其整體資本架構。本集團毋須遵守任何外界施加的資本規定。

本集團的淨資本負債率以借款總額(如銀行及其他借款)減現金(如已抵押銀行存款及現金及銀行結餘)佔總權益的百分比表示。於二零二四年十二月三十一日，本集團的淨資本負債率為77.4%(二零二三年十二月三十一日：67.6%)。

35. CONTRACTUAL COMMITMENTS

At the end of the reporting period, the Group had contractual commitments in respect of the acquisition of property and equipment and construction in progress which are contracted for but not provided of HK\$189,560,000 (2023: HK\$169,441,000).

36. CONTINGENT LIABILITIES

At the end of the reporting period, the Group did not have any litigations or claims of material importance and, so far as the Directors of the Company are aware, no litigation or claims of material importance are pending or threatened by or against any companies of the Group.

At the end of the reporting period, pursuant to the 1st Addendum of the New Service Agreement, the Group provided a bank guarantee of HK\$82,000,000 (2023: HK\$82,000,000) to SJM.

37. CAPITAL RISK MANAGEMENT

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from the prior year.

The capital structure of the Group consists of debts, which include bank and other borrowings disclosed in note 28, and equity attributable to owners of the Company, comprising issued share capital (disclosed in note 31) and reserves.

The management reviews the capital structure by considering the cost of capital and the risks associated with each class of capital. In view of this, the Group will balance its overall capital structure through the payments of dividends, new share issue as well as the issue of new debt or the repayment of any existing debts. The Group is not subject to any externally imposed capital requirement.

The Group's net gearing ratio is expressed as a percentage of total borrowings (e.g. bank and other borrowings) minus cash (e.g. pledged bank deposits and cash and bank balances) over total equity. As at 31 December 2024, the Group's net gearing ratio was 77.4% (31 December 2023: 67.6%).

Notes to the Consolidated Financial Statements (Continued)

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38. 金融工具

金融工具類別

於報告期末，各類金融工具的賬面值如下：

二零二四年

金融資產

38. FINANCIAL INSTRUMENTS

Categories of financial instruments

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

2024

Financial assets

按攤銷成本
計量的金融資產
Financial assets
at amortised cost
千港元
HK\$'000

已付長期按金	Long term deposit paid	193,435
貿易及其他應收款項	Trade and other receivables	90,099
向聯營公司貸款	Loan to an associate	226,631
已抵押銀行存款	Pledged bank deposits	1,681
現金及銀行結餘	Cash and bank balances	52,321
		564,167

金融負債

Financial liabilities

按攤銷成本
計量的金融負債
Financial liabilities
at amortised cost
千港元
HK\$'000

貿易及其他應付款項	Trade and other payables	123,971
租賃負債	Lease liabilities	88,004
銀行及其他借款	Bank and other borrowings	2,405,775
		2,617,750

Notes to the Consolidated Financial Statements (Continued)

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38. 金融工具(續)

金融工具類別(續)

於報告期末，各類金融工具的賬面值如下：(續)

二零二三年

金融資產

38. FINANCIAL INSTRUMENTS (CONTINUED)

Categories of financial instruments (Continued)

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows (continued):

2023

Financial assets

按攤銷成本
計量的金融資產
Financial assets
at amortised cost
千港元
HK\$'000

已付長期按金	Long term deposit paid	200,265
貿易及其他應收款項	Trade and other receivables	114,049
向聯營公司貸款	Loan to an associate	210,888
已抵押銀行存款	Pledged bank deposits	1,674
現金及銀行結餘	Cash and bank balances	63,233
		590,109

金融負債

Financial liabilities

按攤銷成本
計量的金融負債
Financial liabilities
at amortised cost
千港元
HK\$'000

貿易及其他應付款項	Trade and other payables	157,260
租賃負債	Lease liabilities	94,116
銀行及其他借款	Bank and other borrowings	2,568,556
		2,819,902

Notes to the Consolidated Financial Statements (Continued)

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38. 金融工具(續)

財務風險管理目標及政策

本集團的主要金融工具包括已付長期按金、向聯營公司貸款、貿易及其他應收款項及按金、已抵押銀行存款、現金及銀行結餘、計入貿易及其他應付款項的金融負債、銀行及其他借款和租賃負債。該等金融工具的詳情於相關附註披露。下文載列與該等金融工具有關的風險及如何降低該等風險的政策。管理層管理及監控該等風險，以確保適時而有效地採取適當措施。

市場風險

(i) 利率風險

本集團主要面對與固定利率已抵押銀行存款有關的公允值利率風險。本集團之現金流量利率風險主要與浮息銀行借款、租賃負債及銀行結餘有關。本集團根據利率水平及前景評估任何利率波動所產生的潛在影響，從而管理其面對的利率風險。管理層將檢討固定利率及浮動利率之借款比例，並確保其保持於合理範圍。

本集團就金融負債承擔利率風險的詳情載於本附註流動資金風險一節。本集團的現金流量利率風險主要集中於香港銀行同業拆息的波幅及來自本集團的可變利率借款。

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies

The Group's major financial instruments include long term deposit paid, a loan to an associate, trade and other receivables and deposit, pledged bank deposits, cash and bank balances, financial liabilities include trade and other payables, bank and other borrowings and lease liabilities. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

Market risk

(i) Interest rate risk

The Group is mainly exposed to fair value interest rate risk in relation to fixed-rate pledged bank deposits. The Group's cash flow interest rate risk relates primarily to floating-rate bank borrowings, lease liabilities and bank balances. The Group manages its interest rate exposures by assessing the potential impact arising from any interest rate movements based on interest rate level and outlook. The management will review the proportion of borrowings in fixed and floating rates and ensure they are within a reasonable range.

The Group's exposures to interest rates on financial liabilities are detailed in the liquidity risk section of this note. The Group's cash flow interest rate risk is mainly concentrated on the fluctuation of HIBOR and arising from the Group's variable-rate borrowings.

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38. 金融工具(續)

財務風險管理目標及政策(續)

市場風險(續)

(i) 利率風險(續)

敏感度分析

以下敏感度分析乃根據就銀行借款面對的利率風險而釐定。敏感度分析乃假設於報告期末尚未償還的銀行借款為於整個年度未獲償還而編製。由於本公司董事認為銀行存款的利率波動極微，故概無為銀行存款提供敏感度分析。

選用上升或下降50個基點(二零二三年：50個基點)代表管理層評估為合理可能的利率變動。倘利率上升／下降50個基點而所有其他變數維持不變，本集團的除稅後虧損將增加／減少約10,332,000港元(二零二三年：10,518,000港元)。

(ii) 貨幣風險

若干貿易及其他應收款項、貿易及其他應付款項、已抵押銀行存款及現金及銀行結餘均以相關集團實體的功能貨幣以外的外幣計值，導致本集團面對外幣風險。本集團目前並無外幣對沖政策。然而，管理層監控外匯風險，並將於需要時將考慮對沖重大外幣風險。

本集團以外幣計值的貨幣資產及負債於報告期末的賬面值如下：

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Market risk (Continued)

(i) Interest rate risk (Continued)

Sensitivity analysis

The sensitivity analysis below has been determined based on the exposure to interest rates for bank borrowings. The sensitivity analysis is prepared assuming the bank borrowings outstanding at the end of the reporting period were outstanding for the whole year. No sensitivity analysis is provided on bank deposits as the Directors of the Company consider that the interest rate fluctuation on bank deposits is minimal.

A 50 basis point (2023: 50 basis point) increase or decrease, which represents management's assessment of the reasonably possible change in interest rates, is used. If the interest rate had been 50 basis point higher/lower and all other variables were held constant, the Group's post-tax loss would have increased/decreased by approximately HK\$10,332,000 (2023: HK\$10,518,000).

(ii) Currency risk

Certain trade and other receivables, trade and other payables, pledged bank deposits and cash and bank balances are denominated in foreign currencies other than the functional currency of the relevant group entities, which expose the Group to foreign currency risk. The Group currently does not have a foreign currency hedging policy. However, management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure should the need arise.

The carrying amounts of the Group's foreign currency denominated monetary assets and liabilities at the end of the reporting periods are as follows:

		資產 Assets	
		二零二四年 2024	二零二三年 2023
		千港元 HK\$'000	千港元 HK\$'000
澳門元(「澳門元」)	Macau Pataca ("MOP")	199,384	88,338
泰銖	Thai Baht	—	9,394
佛得角埃斯庫多 (「佛得角埃斯庫多」)	Cape Verdean Escudo ("CVE")	3,590	3,357

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38. 金融工具(續)

財務風險管理目標及政策(續)

市場風險(續)

(ii) 貨幣風險(續)

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Market risk (Continued)

(ii) Currency risk (Continued)

		負債 Liabilities	
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
澳門元	MOP	188,462	269,273
泰銖	Thai Baht	—	108,561
佛得角埃斯庫多	CVE	316,032	314,974

由於澳門元與港元掛鈎，本公司董事預期不會有任何重大外幣風險。

敏感度分析

下表詳述本集團就泰銖及佛得角埃斯庫多兌港元升值及貶值3%的敏感度。3%乃向主要管理人員內部呈報外幣風險時採用的敏感度比率，並代表管理層對外幣匯率的可能合理變動的評估。敏感度分析僅包括以外幣計值的尚未支付貨幣項目。

The Directors of the Company do not expect any significant foreign currency exposure as MOP is linked to HK\$.

Sensitivity analysis

The following table details the Group's sensitivity to a 3% increase and decrease in Thai Baht and CVE against HK\$. 3% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items.

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
泰銖兌港元升值3% 年內除稅後虧損增加	3% increase in Thai Baht against HK\$ Increase in post-tax loss for the year	—	2,974
佛得角埃斯庫多兌港元升值3% 年內除稅後虧損增加	3% increase in CVE against HK\$ Increase in post-tax loss for the year	9,373	9,348

Notes to the Consolidated Financial Statements (Continued)

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38. 金融工具(續)

財務風險管理目標及政策(續)

信貸風險及減值評估

本集團由於對手方於報告期末未能履行義務而將導致本集團產生財務損失的最高信貸風險乃來自綜合財務狀況表所列示的相應已確認金融資產的賬面值。

為將有關博彩營運商、博彩中介人、個別貴賓博彩客戶及其他非博彩營運客戶款項的信貸風險減至最低，本集團管理層已委任團隊負責釐定信貸限額及信貸批核。接受任何新客戶前，本集團使用內部信貸評估制度評估潛在客戶之信用質素，並按客戶界定信貸限額。給予客戶的限額及評分每年檢討兩次。其他監察程序已設立以確保就收回逾期債務採取跟進行動。再者，本集團僅與具有高信用評級的銀行或金融機構進行交易。此外，本集團於應用香港財務報告準則第9號後於預期信貸虧損模型下對涉及預期信貸虧損的賬款逐項或根據撥備矩陣進行減值評估。

博彩營運

博彩業務方面，本集團擁有集中於貿易應收款項之信貸風險，原因為貿易應收款項總額中52% (二零二三年：42%) 乃來自博彩分部中應收澳娛綜合(於澳門的博彩營運商)的款項。此外，本集團擁有集中於向個別貴賓博彩客戶墊款之信貸風險。於二零二四年十二月三十一日，本集團有若干信貸集中風險，乃由於45.6% (二零二三年：31.5%) 應收自本集團博彩分部的五大貴賓博彩客戶。本集團並無來自非博彩業務之集中信貸風險，風險分佈於大量名客戶。

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Credit risk and impairment assessment

The Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure to discharge obligations by the counterparties at the end of reporting period arises from the carrying amounts of the respective recognised financial assets as stated in the consolidated statement of financial position.

In order to minimise the credit risk in regard of balances with the gaming operator, gaming promoters, individual VIP gaming patrons and other customers of non-gaming operation, the management of the Group has delegated a team responsible for determination of credit limits and credit approvals. Before accepting any new customer, the Group uses an internal credit scoring system to assess the potential customer's credit quality and defines credit limits by customer. Limits and scoring attributed to customers are reviewed twice a year. Other monitoring procedures are in place to ensure that follow-up action is taken to recover overdue debts. Moreover, the Group only transacts with high-credit-rating banks or financial institutions. In addition, the Group performs impairment assessment under the ECL model upon application of HKFRS 9 on balances subject to ECL individually or based on provision matrix.

Gaming operation

In relation to the gaming business, the Group has concentration of credit risk on trade receivables as 52% (2023: 42%) of the total trade receivables is due from SJM within the gaming segment, which is a gaming operator in Macau. In addition, the Group has concentration of credit risk on the Group's advances to individual VIP gaming patrons. As at 31 December 2024, the Group had certain concentrations of credit risk as 45.6% (2023: 31.5%) was due from the Group's five largest VIP gaming patrons in the gaming segment. The Group has no significant concentration of credit risk from the non-gaming business, with exposure spread over a large number of customers.

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38. 金融工具(續)

財務風險管理目標及政策(續)

信貸風險及減值評估(續)

博彩營運(續)

作為本集團信貸風險管理之一部分，本集團對博彩營運商及個別貴賓博彩客戶應用內部信貸評級。於二零二四年十二月三十一日，本集團來自博彩營運之貿易應收款項及其他應收款項逐項進行減值評估。就合共賬面總額83,209,000港元(二零二三年：90,338,000港元)之貿易應收款項確認全期預期信貸虧損，其中應收博彩中介及個別博彩客戶款項52,385,000港元(二零二三年：52,426,000港元)出現信貸減值。

就其他應收款項而言，合共賬面總額43,796,000港元(二零二三年：43,796,000港元)並識別為出現信貸減值之金融資產確認全期預期信貸虧損及並無確認十二個月預期信貸虧損(二零二三年：無)。

非博彩營運

作為本集團信貸風險管理之一部分，本集團對非博彩營運方面之貿易應收款項使用債務人之賬齡評估減值，原因為該等客戶包括多名小型客戶，其具有共同風險特徵展示客戶按照合約條款支付所有到期款項的能力。

估計虧損率乃根據過往觀察違約率按應收賬款之預期年期估計，並就無須耗費不必要的成本及精神而取得的前瞻性資料進行調整。分組獲管理層定期檢討，以確保更新有關具體應收賬款之相關資料。

就於二零二四年十二月三十一日來自非博彩營運之其他應收款項而言，賬面總額合共23,335,000港元(二零二三年：23,335,000港元)並識別為出現信貸減值之金融資產確認全期預期信貸虧損，賬面總額合共18,277,000港元(二零二三年：15,239,000港元)的其他應收款項確認十二個月預期信貸虧損。

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Credit risk and impairment assessment (Continued)

Gaming operation (Continued)

As part of the Group's credit risk management, the Group applies an internal credit rating for the gaming operator and individual VIP gaming patrons. As at 31 December 2024, the Group's trade receivables and other receivables from gaming operations were assessed for impairment on an individual basis. Lifetime ECL is recognised for trade receivables with an aggregate gross carrying amount of HK\$83,209,000 (2023: HK\$90,338,000), of which receivables from gaming promoters and individual gaming patrons amounting to HK\$52,385,000 (2023: HK\$52,426,000) are credit-impaired.

In respect of the other receivables, lifetime ECL is recognised for an aggregate gross carrying amount of HK\$43,796,000 (2023: HK\$43,796,000) which are identified as credit-impaired financial assets and no 12-month ECL is recognised (2023: Nil).

Non-gaming operation

As part of the Group's credit risk management, the Group uses debtors' ageing to assess the impairment for its trade receivables in relation to its non-gaming operation because these debtors consist of a large number of small customers with common risk characteristics that are representative of the customers' abilities to pay all amounts due in accordance with the contractual terms.

The estimated loss rates are estimated based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effort. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is updated.

In respect of the other receivables from non-gaming operation as at 31 December 2024, lifetime ECL is recognised for an aggregate gross carrying amount of HK\$23,335,000 (2023: HK\$23,335,000) which are identified as credit-impaired financial assets and 12-month ECL is recognised for an aggregate gross carrying amount of the other receivables of HK\$18,277,000 (2023: HK\$15,239,000).

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38. 金融工具(續)

財務風險管理目標及政策(續)

信貸風險及減值評估(續)

非博彩營運(續)

就餘下其他應收款項及按金(包括博彩籌碼)而言,並無計提任何減值撥備,原因為本公司董事經評估對手方之財務背景及信用程度後認為違約可能性極低。

就內部信貸風險管理而言,本集團定期監察聯營公司之業務表現。本集團於向聯營公司貸款之信貸風險乃透過聯營公司所持有資產之價值減低。向聯營公司授出貸款前,本集團管理層已瞭解聯營公司之財務狀況及業務表現。本集團管理層認為,根據對方相關財務狀況,對方具有良好信貸信譽,其違約風險評估為並不重大。

就已抵押銀行存款及銀行結餘而言,並無計提預期信貸虧損,原因為有關款項乃應收或存放於根據獲認可評級機構提供之評級而被確認為具有良好聲譽的澳門及香港的銀行之款項,故本公司董事認為違約可能性極低。

流動資金風險

就管理流動資金風險而言,本集團監控及維持管理層視為足夠的現金及現金等價物水平,以撥付營運所需資金(於附註1披露)及緩和現金流量波動的影響。本集團依賴銀行借款作為流動資金主要來源。管理層監控借款的使用情況及遵守貸款契諾。

流動資金表

下表詳列本集團就其非衍生金融負債的剩餘合約到期情況。該表乃根據本集團須付款的最早日期,按金融負債的未貼現現金流量編製。非衍生金融負債到期日乃基於協定還款日期。該表包括利息及本金現金流量。倘以浮動利率計息,未貼現金額乃以報告期末當時利率計算得出。

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Credit risk and impairment assessment (Continued)

Non-gaming operation (Continued)

For the remaining other receivables and deposits including chips on hand, no impairment allowance was made since the Directors of the Company consider the probability of default is minimal after assessing the counter-parties' financial background and credibility.

For the purpose of internal credit risk management, the Group regularly monitors the business performance of the associate. The Group's credit risk in the loan to the associate is mitigated through the underlying value of the assets held by the associate. Before granting the loan to the associate, the management of the Group has obtained an understanding of the financial position and business performance of the associate. In the opinion of the management of the Group, the counterparty has good credit worthiness based on its underlying financial position and the risk of default by the counterparty was assessed to be not significant.

For the pledged bank deposits and bank balances, no expected credit loss was made since the Directors of the Company consider the probability of default is negligible as such amounts are receivable from or placed in banks in Macau and Hong Kong that have reputation based on the credit ratings provided by recognised credit rating agencies.

Liquidity risk

In the management of liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the operations as disclosed in note 1 and mitigating the effects of fluctuations in cash flows. The Group relies on bank borrowings and other borrowings as significant sources of liquidity. The management closely monitors the utilisation of borrowings and compliance with loan covenants.

Liquidity table

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The maturity dates for non-derivative financial liabilities are based on the agreed repayment dates. The table includes both interest and principal cash flows. To the extent that interest flows are at floating rates, the undiscounted amount is derived from the interest rates prevailing at the end of the reporting period.

Notes to the Consolidated Financial Statements (Continued)

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38. 金融工具(續)

財務風險管理目標及政策(續)

流動資金風險(續)

流動資金表(續)

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Liquidity risk (Continued)

Liquidity table (Continued)

		按要求或 3個月內償還 On demand or less than 3 months 千港元 HK\$'000	3個月至 12個月內 3 to less than 12 months 千港元 HK\$'000	1年至2年 1 to less than 2 years 千港元 HK\$'000	2年至5年 2 to less than 5 years 千港元 HK\$'000	超過5年 Over 5 years 千港元 HK\$'000	總額 Total 千港元 HK\$'000
於二零二四年十二月三十一日	At 31 December 2024						
貿易及其他應付款項	Trade and other payables	123,971	–	–	–	–	123,971
銀行及其他借款	Bank and other borrowings	2,792,051	159,607	–	–	–	2,951,658
租賃負債	Lease liabilities	862	2,586	3,448	10,342	119,545	136,783
總計	Total	2,916,884	162,193	3,448	10,342	119,545	3,212,412
於二零二三年十二月三十一日	At 31 December 2023						
貿易及其他應付款項	Trade and other payables	157,298	–	–	–	–	157,298
銀行及其他借款	Bank and other borrowings	131,349	690,206	322,974	1,974,059	–	3,118,588
租賃負債	Lease liabilities	2,626	7,879	3,478	10,434	154,813	179,230
總計	Total	291,273	698,085	326,452	1,984,493	154,813	3,455,116

倘浮動利率變動有別於報告期末釐定的利率估計，計入上述非衍生金融負債的浮息工具的金額或會變動。

The amounts included above for variable interest rate instruments for non-derivative financial liabilities are subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

金融工具之公允值

估計公允值時，本集團在可取得資料的情況下使用市場可觀察數據。如無法取得第一級輸入數據，本集團會委聘第三方合資格估值師進行估值。估值委員會與合資格外聘估值師緊密合作，制訂合適之估值方法及模式輸入數據。本公司財務總裁每季度向本公司董事會呈報估值委員會的研究結果，以闡述公允值波動的原因。

Fair value of financial instruments

In estimating the fair value, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages third party qualified valuers to perform the valuation. The valuation committee works closely with the qualified external valuers to establish the appropriate valuation methods and inputs to the model. The chief financial officer of the Company reports the valuation committee's findings to the Board of Directors of the Company every quarter to explain the cause of fluctuations in the fair value.

Notes to the Consolidated Financial Statements (Continued)

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38. 金融工具(續)

財務風險管理目標及政策(續)

金融工具之公允值(續)

年內，第一級及第二級之間概無任何公允值計量之轉移，亦無轉出或轉入第三級(二零二三年：無)。

金融資產及金融負債之公允值乃按照公認定價模型並根據貼現現金流分析釐定。

本公司董事認為於綜合財務報表中按攤銷成本列賬的金融資產及金融負債的賬面值與彼等的公允值相若。

39. 融資活動所產生的負債對賬

下表詳述本集團融資活動所產生的負債變動，包括現金流量及非現金流量導致的變動。融資活動所產生的負債指本集團綜合現金流量表中過往現金流量或未來現金流量分類為融資活動所產生的現金流的負債。

38. FINANCIAL INSTRUMENTS (CONTINUED)

Financial risk management objectives and policies (Continued)

Fair value of financial instruments (Continued)

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 (2023: Nil).

The fair values of financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis.

The Directors of the Company consider that the carrying amounts of financial assets and financial liabilities recorded at amortised cost in the consolidated financial statements approximate their fair values.

39. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

		應付利息 Interest payable 千港元 HK\$'000	銀行及 其他借款 Bank and other borrowings 千港元 HK\$'000 (附註27) (note 27)	租賃負債 Lease liabilities 千港元 HK\$'000 (附註28) (note 28)	總計 Total 千港元 HK\$'000
於二零二三年一月一日	At 1 January 2023	12,427	2,557,951	98,951	2,669,329
融資現金流量，淨額(附註)	Financing cash flows, net (note)	(170,654)	5,381	(8,587)	(173,860)
財務費用	Finance costs	192,144	5,224	5,481	202,849
匯兌重新調整	Exchange realignment	—	—	(1,729)	(1,729)
於二零二三年十二月三十一日及二零二四年一月一日	At 31 December 2023 and 1 January 2024	33,917	2,568,556	94,116	2,696,589
融資現金流量，淨額(附註)	Financing cash flows, net (note)	(157,845)	(166,175)	(6,396)	(330,416)
財務費用	Finance costs	181,538	3,394	4,998	189,930
匯兌重新調整	Exchange realignment	—	—	(4,714)	(4,714)
於二零二四年十二月三十一日	At 31 December 2024	57,610	2,405,775	88,004	2,551,389

附註：現金流指綜合現金流量表中償還銀行借款、已付利息、償還租賃負債及籌集其他借款。

Note: The cash flows represent the repayment of bank borrowings, interest paid, repayments of lease liabilities and other borrowings raised in the consolidated statement of cash flows.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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40. 關連人士交易

與關連人士之結餘及交易於綜合財務報表的其他地方披露。

給予本集團主要管理人員(即本公司董事及最高薪非董事僱員)之報酬載列於附註10。

除綜合財務報表附註10所披露者外，於報告期內，本年報所披露之關連人士交易概不構成上市規則第14A章項下有關須遵守(其中包括)報告、公告、年度審閱及/或獨立股東批准規定的關連交易或持續關連交易。本公司於報告期內已遵守上市規則第14A章項下有關關連交易及持續關連交易之披露規定。

40. RELATED PARTY TRANSACTIONS

Balances and transactions with related parties are disclosed elsewhere in the consolidated financial statements.

Compensation to key management personnel of the Group which represents Directors and the highest paid non-director employee of the Company is set out in note 10.

Save as disclosed in note 10 to the consolidated financial statements, none of the related party transactions constituted a connected transaction or a continuing connected transaction during the reporting period which was subject to (among others) the reporting, announcement, annual review and/or independent shareholders' approval requirements under Chapter 14A of the Listing Rules. The Company has complied with the disclosure requirements for connected transactions and continuing connected transactions under Chapter 14A of the Listing Rules during the reporting period.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

41. 主要附屬公司列表

本公司於報告期末主要附屬公司的詳情如下：

41. LIST OF PRINCIPAL SUBSIDIARIES

Details of the Company's principal subsidiaries at the end of the reporting period are as follows:

附屬公司名稱 Name of subsidiary	註冊成立／成立／ 經營地點 Place of incorporation/ establishment/operations	已發行及繳足資本／ 註冊資本 Issued and fully paid capital/ registered capital	本公司所持已發行股本／ 註冊資本的面值比例 Proportion of nominal value of issued share capital/registered capital held by the Company		主要業務 Principal activities
			二零二四年 2024	二零二三年 2023	
鴻福 Hong Hock	澳門 Macau	普通股 1,000,000澳門元 Ordinary shares MOP1,000,000	100%	100%	提供博彩相關設施及博彩相關 一般管理服務 Provision of gaming related facilities and gaming related general management services
Macau Legend Development (Hong Kong) Limited Macau Legend Development (Hong Kong) Limited	香港 Hong Kong	普通股1港元 Ordinary share HK\$1	100%	100%	向集團公司提供管理服務 Provision of management services to group companies
澳門漁人碼頭投資* MFW Investment*	澳門 Macau	普通股 10,000,000澳門元 Ordinary shares MOP10,000,000	100%	100%	經營酒店業務 Operating hotel business
君億集團有限公司 Grand Merit Retail Group Limited	澳門 Macau	配額股份 100,000澳門元 Quota shares MOP100,000	100%	100%	零售衣物、鞋履及飾物 Retail of clothing, footwear and accessories
The Legend Club Limited The Legend Club Limited	澳門 Macau	配額股份 130,000澳門元 Quota shares MOP130,000	100%	100%	向集團公司提供服務 Provision of services to group companies
MLD Cabo Verde Entretenimento, S.A. MLD Cabo Verde Entretenimento, S.A.	佛得角 Cape Verde	普通股 2,500,000佛得角埃斯 庫多 Ordinary share CVE2,500,000	100%	100%	經營博彩業務 Operating gaming business
MLD Cabo Verde Resorts, S.A. MLD Cabo Verde Resorts, S.A.	佛得角 Cape Verde	普通股 2,500,000佛得角埃斯 庫多 Ordinary share CVE2,500,000	100%	100%	經營酒店業務 Operating hotel business
Savan Legend Resorts Sole Company Limited (於年內售出) Savan Legend Resorts Sole Company Limited (disposed of during the year)	老撾 Lao PDR	普通股 336,000,000,000基普 Ordinary share KIP336,000,000,000	—	100%	經營娛樂場及酒店業務 Operating casino and hotel business

* 澳門漁人碼頭投資80%由本公司直接擁有，20%由本公司間接擁有。

* MFW Investment is 80% directly and 20% indirectly owned by the Company.

本公司董事認為，上表列示的本公司附屬公司主要影響本集團的業績或資產。本公司董事認為，提供其他附屬公司的詳細資料將導致篇幅過於冗長。

The above table list the subsidiaries of the Company, which, in the opinion of the Directors of the Company, principally affects the results or assets of the Group. To give details of other subsidiaries, in the opinion of the Directors of the Company, would result in particulars of excessive length.

年末概無附屬公司發行任何債務證券。

None of the subsidiaries had issued any debt securities at the end of the year.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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42. 非金融資產減值虧損

截至二零二四年十二月三十一日止年度

42. IMPAIRMENT LOSSES ON NON-FINANCIAL ASSETS

Year ended 31 December 2024

		澳門 Macau 千港元 HK\$'000	佛得角 Cape Verde 千港元 HK\$'000	總計 Total 千港元 HK\$'000
以下各項之減值虧損：	Impairment losses on:			
已付按金	Deposits paid	113	27,345	27,458
物業及廠房	Property and equipment	260,955	13,518	274,473
使用權資產	Right-of-use assets	69,286	5,022	74,308
減值虧損總額	Total impairment losses	330,354	45,885	376,239

於截至二零二四年十二月三十一日止年度，就本集團於澳門及佛得角的投資項目所持有的已付按金、物業及設備及使用權資產(均分類為獨立的現金產生單位)確認減值虧損總額376,239,000港元(二零二三年：無)。

於澳門的非流動非金融資產減值虧損

於二零二四年十二月三十一日，本集團於澳門的非流動非金融資產(包括投資物業、物業及設備以及使用權資產)的賬面值約為5,631,809,000港元(減值前)。

隨著新服務協議即將屆滿及相關三年過渡期接近尾聲，加上本集團產生大額除稅前虧損，存在減值跡象及因此，本集團已對其非流動非金融資產相關現金產生單位進行減值測試。管理層委聘一名獨立外部估值師評估投資物業、物業及設備及使用權資產於二零二四年十二月三十一日的可收回金額。於二零二四年十二月三十一日可收回金額根據澳門非流動非金融資產的使用價值(「使用價值」)計算。於二零二四年十二月三十一日，資產的可收回金額乃按資產的使用價值與彼等的公允值減出售成本之較高者列示。

During the year ended 31 December 2024, total impairment losses of HK\$376,239,000 (2023: Nil) were recognised in relation to the deposits paid, property and equipment and right-of-use assets held by the Group's investment projects in Macau and Cape Verde which are classified as separate CGUs.

Impairment assessment of non-current non-financial assets in Macau

As at 31 December 2024, the carrying amount of the Group's non-current non-financial assets in Macau, comprising investment properties, property and equipment, and right-of-use assets amounted to approximately HK\$5,631,809,000 (before impairment).

With the fact the New Service Agreement nearing its conclusion and the accompanying 3-year transition period drawing to a close, together with substantial losses before tax incurred by the Group, an impairment indicator existed and therefore the Group has performed an impairment assessment of its non-current non-financial assets related to the CGU. The management engaged an independent external valuer to assess on the recoverable amounts of investment properties, property and equipment and right-of-use assets as at 31 December 2024. The recoverable amounts were calculated based on Value-In-Use ("VIU") for the non-current non-financial assets in Macau as at 31 December 2024. The assets' recoverable amounts as at 31 December 2024 were the higher of the assets' VIU and their fair value less cost of disposal.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

42. 非金融資產減值虧損(續)**於澳門的非流動非金融資產減值虧損(續)**

資產的使用價值由管理層根據現金產生單位的現金流預測釐定，這要求使用關鍵假設，包括基於管理層對現金產生單位營運的業務計劃之預測收益、預測毛利率、衛星娛樂場業務的賭檯數量及預期增長率、當前市況及管理層對市場發展的預期(包括《娛樂場幸運博彩經營法律制度》三年過渡期後釐定管理費的方式)以及適用貼現率。

截至二零二四年十二月三十一日止年度，本集團於澳門的非流動非金融資產錄得減值虧損330,354,000港元。

於佛得角的投資項目

於佛得角的投資項目涉及建設新的酒店及娛樂場。於二零二四年十一月十九日，本公司收到佛得角政府(「佛得角政府」)通知，表示其決定主要以項目進度延誤為由終止制定公約及相關批給，並要求接管該項目。這導致產生爭議及本集團根據法律意見可能採取行動。管理層亦實施必要措施，保障本公司及其股東的利益，包括尋求所有可行方案以維護其立場。

截至二零二四年十二月三十一日止年度，佛得角投資項目已全面減值，導致產生減值虧損45,885,000港元。該虧損影響已付按金、物業及設備以及使用權資產，反映賬面值與管理層根據當前情況估計的可收回金額之間的差額。

42. IMPAIRMENT LOSSES ON NON-FINANCIAL ASSETS (CONTINUED)**Impairment assessment of non-current non-financial assets in Macau (Continued)**

The assets' VIU was determined by management based on the cash flow forecasts of the CGU, which required the use of key assumptions including the budgeted revenue, budgeted gross margin, number of gaming table in the satellite casino operation and expected growth rates based on management's business plan on operation of the CGU, the current market circumstances and management's expectation of market development (including how the management fee is to be determined beyond the 3-year transition period of the Macau Gaming Law), as well as suitable discount rates.

During the year ended 31 December 2024, an impairment loss of HK\$330,354,000 was recorded for the Group's non-current non-financial assets in Macau.

Investment project in Cape Verde

The investment project in Cape Verde involves building a new hotel and casino. On 19 November 2024, the Company received notice from the Cape Verde Government ("CV Government") stating its decision to terminate the establishment convention and related concessions, mainly citing delays in the project's progress, with requests to take control of the project. This has led to a disagreement and possible actions by the Group under legal advice. The management is also implementing necessary measures to safeguard the interests of the Company and its shareholders, including exploring all available options to protect its position.

For the year ended 31 December 2024, the Cape Verde investment project was fully impaired, resulting in an impairment loss of HK\$45,885,000. This loss, affecting deposits paid, property and equipment, and right-of-use assets, reflects the difference between the carrying value and the recoverable amount which was estimated by management based on the current circumstances.

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
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43. 本公司的財務狀況表

43. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000
非流動資產	Non-current assets		
於附屬公司的投資	Investments in subsidiaries	3,524,208	4,247,029
其他按金	Other deposit	31	—
		3,524,239	4,247,029
流動資產	Current assets		
預付款項	Prepayments	778	1,854
應收附屬公司款項	Amounts due from subsidiaries	34,731	364,986
銀行結餘	Bank balances	366	1,011
		35,875	367,851
流動負債	Current liabilities		
應計開支	Accrued charges	743	79,982
應付附屬公司款項	Amounts due to subsidiaries	1,010,070	1,213,353
		1,010,813	1,293,335
流動負債淨額	Net current liabilities	(974,938)	(925,484)
資產淨值	Net assets	2,549,301	3,321,545
股本及儲備	Capital and reserves		
股本	Share capital	620,119	620,119
儲備	Reserves	1,929,182	2,701,426
權益總額	Total equity	2,549,301	3,321,545

Notes to the Consolidated Financial Statements (Continued)

二零二四年十二月三十一日
31 December 2024

44. 本公司的權益變動表

儲備變動

		股份溢價 Share premium 千港元 HK\$'000	其他儲備 Other reserve 千港元 HK\$'000 (附註) (note)	累計虧損 Accumulated losses 千港元 HK\$'000	總額 Total 千港元 HK\$'000
於二零二三年一月一日	At 1 January 2023	4,163,765	202,312	(1,659,138)	2,706,939
年內虧損及全面虧損總額	Loss and total comprehensive loss for the year	—	—	(5,513)	(5,513)
於二零二三年十二月三十一日及 二零二四年一月一日	At 31 December 2023 and 1 January 2024	4,163,765	202,312	(1,664,651)	2,701,426
年內虧損及全面虧損總額	Loss and total comprehensive loss for the year	—	—	(772,244)	(772,244)
於二零二四年十二月三十一日	At 31 December 2024	4,163,765	202,312	(2,436,895)	1,929,182

附註：其他儲備指本公司收購的附屬公司的股份面值與本公司於二零零六年十二月集團重組時就收購已發行的本公司股份面值的差額扣除附屬公司收購前儲備的已分派股息。

Note: The other reserve represents the difference between the nominal value of the shares of subsidiaries acquired by the Company and the nominal value of the shares of the Company issued for acquisition at the time of group reorganisation in December 2006 less dividends distributed from pre-acquisition reserves of the subsidiaries.

45. 比較金額

綜合損益及其他全面收益表中的比較數字已重新呈列，猶如本年度終止經營業務於比較期初已終止營業(附註14)。

45. COMPARATIVE AMOUNTS

The comparative figures in the consolidated statement of profit or loss and other comprehensive income have been re-presented as if the operation discontinued during the current year had been discontinued at the beginning of the comparative period (note 14).

46. 批准財務報表

綜合財務報表已由董事會於二零二五年三月二十八日批准及授權刊發。

46. APPROVAL OF THE FINANCIAL STATEMENTS

The consolidated financial statements were approved and authorised for issue by the Board of Directors on 28 March 2025.

財務概要

Financial Summary

本集團過去五年的已刊發業績、資產及負債的概要載列如下：

A summary of the published results, the assets and liabilities of the Group for last five years is set out below:

		截至十二月三十一日止年度 Year ended 31 December				
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000 (經重列) (Restated)	二零二二年 2022 千港元 HK\$'000 (經重列) (Restated)	二零二一年 2021 千港元 HK\$'000 (經重列) (Restated)	二零二零年 2020 千港元 HK\$'000 (經重列) (Restated)
業績	Results					
持續經營業務	CONTINUING OPERATIONS					
收益	Revenue	771,465	739,656	641,746	1,120,630	656,763
銷售及服務成本	Cost of sales and services	(675,780)	(697,256)	(1,019,338)	(1,479,249)	(1,121,222)
		95,685	42,400	(377,592)	(358,619)	(464,459)
其他收入、收益及虧損，淨額	Other income, gains and losses, net	(5,330)	(1,108)	22,046	37,056	38,485
分佔聯營公司業績	Share of results of an associate	—	—	(7,084)	(28,460)	(25,640)
金融資產減值虧損撥回／(減值虧損)，淨額	Reversal of impairment losses/ (impairment losses) on financial assets, net	(22)	138	(1,546)	(7,467)	(19,502)
非金融資產(商譽除外)之減值虧損	Impairment losses on non-financial assets other than goodwill	(376,239)	—	—	(241,000)	(625,946)
市場推廣及宣傳開支	Marketing and promotional expenses	(113,035)	(101,612)	(79,324)	(108,827)	(86,708)
營運、行政及其他開支	Operating, administrative and other expenses	(152,369)	(208,637)	(215,039)	(277,396)	(330,962)
融資成本	Finance costs	(189,792)	(202,159)	(108,933)	(63,880)	(126,578)
持續經營業務除稅前虧損	Loss before tax from continuing operations	(741,102)	(470,978)	(767,472)	(1,048,593)	(1,641,310)
所得稅支出	Income tax expense	43,440	421,096	6,129	5,450	6,117
持續經營業務年內虧損	Loss for the year from continuing operations	(697,662)	(49,882)	(761,343)	(1,043,143)	(1,635,193)
終止經營業務	DISCONTINUED OPERATION					
終止經營業務年內溢利／(虧損)	Profit/(loss) for the year from a discontinued operation	75,035	44,961	154,134	(147,301)	(319,954)
年內虧損	Loss for the year	(622,627)	(4,921)	(607,209)	(1,190,444)	(1,955,147)
		於十二月三十一日 At 31 December				
		二零二四年 2024 千港元 HK\$'000	二零二三年 2023 千港元 HK\$'000	二零二二年 2022 千港元 HK\$'000	二零二一年 2021 千港元 HK\$'000	二零二零年 2020 千港元 HK\$'000
資產及負債	Assets and liabilities					
資產總值	Total assets	5,881,208	6,862,616	7,150,380	7,970,106	8,692,978
負債總額	Total liabilities	(2,843,217)	(3,157,387)	(3,442,168)	(3,655,166)	(3,171,793)
資產淨值	Net assets	3,037,991	3,705,229	3,708,212	4,314,940	5,521,185

Particulars of Major Properties

本集團於二零二四年十二月三十一日的主要物業詳情載列如下：

Particulars of major properties of the Group as at 31 December 2024 are set out below:

物業名稱	地點	用途	租期	本集團應佔 權益百分比 Percentage of interest attributable to the Group
Property name	Location	Use	Lease term	
澳門漁人碼頭	澳門友誼大馬路 旅遊及娛樂綜合大樓 第一期及擴建第一期 (稱為「澳門漁人碼頭」)	酒店／商業／ 停車場	中期	100%
Macau Fisherman's Wharf	Phase I and Phase I Extension of a Tourism and Entertainment Complex known as "Macau Fisherman's Wharf" (澳門漁人碼頭) at Avenida da Amizade (友誼大馬路), Macau	Hotel/Commercial/ Car Park	Medium	100%

Definitions

於本年報內，除文義另有所指外，下列詞彙具有以下涵義：

In this annual report, the following expressions shall, unless the content otherwise requires, have the following meanings:

「二零二五年股東週年大會」 “2025 AGM”	指	本公司將於二零二五年六月十三日舉行之股東週年大會 the annual general meeting of the Company to be held on 13 June 2025
「經調整EBITDA」 “Adjusted EBITDA”	指	本集團扣除利息收入、融資成本、所得稅、折舊、攤銷及若干項目前的經調整盈利 the Group’s adjusted earnings before interest income, finance costs, income taxes, depreciation, amortization and certain items
「日均房租」 “ADR”	指	每日平均房租 average daily room rate
「章程細則」 “Articles of Association”	指	本公司經不時修訂的章程細則 the articles of association of the Company, as amended from time to time
「審核委員會」 “Audit Committee”	指	本公司審核委員會 the audit committee of the Company
「董事會」 “Board”	指	董事會 the Board of Directors
「該等銀行」 “Banks”	指	本集團的債券銀行 the Group’s creditor banks
「佛得角」 “Cape Verde”	指	佛得角共和國 the Republic of Cabo Verde
「企業管治守則」 “CG Code”	指	上市規則附錄C1所載的企業管治守則 the Corporate Governance Code contained in Appendix C1 to the Listing Rules
「本公司」 “Company”	指	澳門勵駿創建有限公司，一間於開曼群島註冊成立的有限公司，其已發行股份於聯交所主板上市 Macau Legend Development Limited, a company incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Main Board of the Stock Exchange
「董事」 “Directors”	指	本公司董事 the Directors of the Company
「執行董事」 “executive Directors”	指	本公司執行董事 the executive Directors of the Company
「按公允值計量通過損益列賬」 “FVTPL”	指	按公允值計量通過損益列賬 fair value through profit or loss
「本集團」 “Group”	指	本公司及其附屬公司 the Company and its subsidiaries
「港元」 “HK\$”	指	港元，香港法定貨幣 Hong Kong dollars, the lawful currency of Hong Kong
「鴻福」 “Hong Hock”	指	鴻福置業股份有限公司，一間於澳門註冊成立的公司並為本公司的附屬公司 Hong Hock Development Company Limited, a company incorporated in Macau and a subsidiary of the Company
「香港」或「香港特別行政區」 “Hong Kong” or “HKSAR”	指	中華人民共和國香港特別行政區 the Hong Kong Special Administrative Region of the PRC

Definitions (Continued)

「香港財務報告準則」 “HKFRSs”	指	香港財務報告準則 Hong Kong Financial Reporting Standards
「香港會計師公會」 “HKICPA”	指	香港會計師公會 Hong Kong Institute of Certified Public Accountants
「勵盈投資」 “Lai Ieng Investment”	指	勵盈投資有限公司，一間於澳門註冊成立之公司，並為本公司的聯營公司 Lai Ieng Investment Company Limited, a company incorporated in Macau and an associate of the Company
「老撾」 “Lao PDR”	指	老撾人民民主共和國 the Lao People’s Democratic Republic
「上市」 “Listing”	指	股份自二零一三年七月五日起於香港聯合交易所有限公司主板上市 the listing of the Shares on the Main Board of The Stock Exchange of Hong Kong Limited with effect from 5 July 2013
「上市日期」 “Listing Date”	指	股份於香港聯合交易所有限公司主板上市的日期 the date when the Shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited
「上市規則」 “Listing Rules”	指	香港聯合交易所有限公司證券上市規則 the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
「澳門」 “Macau”	指	中華人民共和國澳門特別行政區 Macau Special Administrative Region of the PRC
「澳門漁人碼頭」 “MFW”	指	由澳門漁人碼頭投資營運的澳門漁人碼頭 Macau Fisherman’s Wharf operated by MFW Investment
「澳門漁人碼頭集團」 “MFW Group”	指	澳門漁人碼頭投資及其附屬公司 MFW Investment and its subsidiaries
「澳門漁人碼頭投資」 “MFW Investment”	指	澳門漁人碼頭國際投資股份有限公司，一間於澳門註冊成立的公司並為本公司的附屬公司 Macau Fisherman’s Wharf International Investment Limited, a company incorporated in Macau and a subsidiary of the Company
「標準守則」 “Model Code”	指	上市規則附錄C3所載的上市發行人董事進行證券交易的標準守則 the Model Code for Securities Transaction by Directors of Listed Issuers contained in Appendix C3 to the Listing Rules
「澳門元」 “MOP”	指	澳門元，澳門法定貨幣 Macau Pataca, the lawful currency of Macau
「陳榮煉先生」 “Mr Chan Weng Lin”	指	陳榮煉先生，本公司控股股東(定義見上市規則)及董事會前聯席主席、前執行董事及前行政總裁 Mr Chan Weng Lin, a controlling shareholder (as defined in the Listing Rules) of the Company and the former co-chairman of the Board, the former executive Director and the former chief executive officer of the Company
「周錦輝先生」 “Mr David Chow”	指	周錦輝先生，董事會前聯席主席 Mr Chow Kam Fai, David, a former co-chairman of the Board
「陳美儀女士」 “Ms Melinda Chan”	指	陳美儀女士，執行董事兼董事會副主席及周錦輝先生的配偶 Ms Chan Mei Yi, Melinda, an executive Director and a vice-chairman of the Board, and the spouse of Mr David Chow

Definitions (Continued)

「新服務協議」 “New Service Agreement”	指	鴻福與澳娛綜合於二零二二年十二月三十日簽訂的服務協議及其相關修訂，據此，本集團於勵宮娛樂場向澳娛綜合提供博彩服務 the service agreement dated 30 December 2022 and its related amendments entered into between Hong Hock and SJM, under which the Group provides gaming services to SJM in Legend Palace Casino
「提名委員會」 “Nomination Committee”	指	本公司提名委員會 the nomination committee of the Company
「舊服務協議」 “Old Service Agreement”	指	鴻福與澳娛綜合於二零零六年九月二十五日簽訂的服務協議及其相關修訂，據此，本集團於勵宮娛樂場、巴比倫娛樂場及置地娛樂場向澳娛綜合提供博彩服務，已於二零二二年六月二十六日屆滿 the service agreement dated 25 September 2006 and its related amendments entered into between Hong Hock and SJM, under which the Group provides gaming services to SJM in Legend Palace Casino, Babylon Casino and Landmark Casino which expired on 26 June 2022
「中國」 “PRC” or “China”	指	中華人民共和國，僅就本年報而言，不包括香港、澳門及台灣 the People’s Republic of China, for the sole purpose of this annual report, excluding Hong Kong, Macau and Taiwan
「招股章程」 “Prospectus”	指	本公司日期為二零一三年六月十七日的招股章程 the prospectus of the Company dated 17 June 2013
「薪酬委員會」 “Remuneration Committee”	指	本公司薪酬委員會 the remuneration committee of the Company
「每間可出租客房收益」 “REVPAR”	指	每間可出租客房的收益 revenue per available room
「證券及期貨條例」 “SFO”	指	香港法例第571章證券及期貨條例 the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
「購股權計劃」 “Share Option Scheme”	指	獲本公司採納的購股權計劃 the share option scheme adopted by the Company
「股份」 “Share(s)”	指	本公司股本中每股面值0.1港元的普通股 ordinary share(s) of HK\$0.1 each in the share capital of the Company
「股東」 “Shareholders”	指	本公司股東 Shareholders of the Company
「澳娛綜合」 “SJM”	指	澳娛綜合度假股份有限公司 SJM Resorts, S.A.
「聯交所」或「香港聯交所」 “Stock Exchange” or “SEHK”	指	香港聯合交易所有限公司 The Stock Exchange of Hong Kong Limited
「Thakhek Club」 “Thakhek Club”	指	位於老撾Thakhek的角子機會所 Thakhek Club in Thakhek, Lao PDR
「補充招股章程」 “Supplemental Prospectus”	指	本公司日期為二零一三年六月二十六日的補充招股章程 the supplemental prospectus of the Company dated 26 June 2013
「美元」 “US\$”	指	美元，美利堅合眾國法定貨幣 United States dollars, the lawful currency of the United States of America
「%」 “%”	指	百分比 per cent





澳門勵駿創建有限公司*

Macau Legend Development Limited

* for identification purposes only

* 僅供識別