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BitStrat Holdings Limited
比特策略控股有限公司

(formerly known as UTS MARKETING SOLUTIONS HOLDINGS LIMITED)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6113)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2025

The board of directors (the "**Board**") of BitStrat Holdings Limited (formerly known as UTS Marketing Solutions Holdings Limited) (the "**Company**") is pleased to announce the unaudited condensed consolidated interim results of the Company and its subsidiaries (collectively referred to as the "**Group**") for the six months ended 30 June 2025, together with the comparative figures for the previous corresponding period as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2025

		Six months ended 30 June	
		2025	2024
	Note	***RM'000***	*RM'000*
		(unaudited)	(unaudited)
Revenue	*5*	**45,224**	46,479
Other income		**927**	1,277
Other gains and losses		**(198)**	(127)
Staff costs		**(27,615)**	(29,826)
Depreciation		**(2,672)**	(2,401)
Other operating expenses	*6*	**(8,892)**	(5,806)
Profit from operations		**6,774**	9,596
Finance costs		**(145)**	(165)
Profit before tax		**6,629**	9,431
Income tax expense	*7*	**(2,029)**	(2,483)
Profit and total comprehensive income for the period	*8*	**4,600**	6,948
		RM	*RM*
Earnings per share	*10*		
Basic		**1.15 cents**	1.74 cents
Diluted		**N/A**	N/A

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 30 JUNE 2025

	Note	**30 June 2025** *RM'000* **(Unaudited)**	31 December 2024 *RM'000* (Audited)
Non-current assets			
Property, plant and equipment	*11*	**4,699**	4,530
Right-of-use assets	*12*	**4,798**	4,962
Subleasing receivables		**–**	99
		9,497	9,591
Current assets			
Trade receivables	*13*	**23,815**	21,290
Subleasing receivables		**214**	228
Other receivables		**3,168**	3,100
Financial assets at amortised cost	*14*	**5,917**	9,525
Tax recoverable		**728**	632
Pledged bank deposits		**1,299**	4,853
Bank and cash balances		**48,236**	14,387
		83,377	54,015
Current liabilities			
Accruals and other payables		**6,007**	5,630
Lease liabilities		**2,579**	3,011
Loan from ultimate holding company	*15*	**33,706**	–
Dividend payables		**–**	9,451
Current tax liabilities		**606**	290
		42,898	18,382
Net current assets		**40,479**	35,633
Total assets less current liabilities		**49,976**	45,224
Non-current liabilities			
Lease liabilities		**2,250**	2,098
Deferred tax liabilities		**145**	145
		2,395	2,243
NET ASSETS		**47,581**	42,981
Capital and reserves			
Share capital	*16*	**2,199**	2,199
Reserves		**45,382**	40,782
TOTAL EQUITY		**47,581**	42,981

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

FOR THE SIX MONTHS ENDED 30 JUNE 2025

1. GENERAL INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands under the Companies Act of the Cayman Islands on 23 August 2016. The address of its registered office is at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The address of its principal place of business registered in Hong Kong is at Unit 1802, 18/F, Ruttonjee House, Ruttonjee Centre, 11 Duddell Street, Central, Hong Kong. The headquarters and principal place of business of the Group is at 23rd Floor, Plaza See Hoy Chan, Jalan Raja Chulan, 50200 Kuala Lumpur, Malaysia.

The Company is an investment holding company. The Company and its subsidiaries (collectively the "**Group**") are principally engaged in the provision of outbound telemarketing services and contact centre facilities for promotion of financial products and its related activities issued by authorised financial institutions, card companies or organisation worldwide.

2. BASIS OF PREPARATION

These condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard ("**HKAS**") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and the applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

These condensed consolidated financial statements should be read in conjunction with the 2024 annual consolidated financial statements. Except as described below, the accounting policies (including the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty) and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements for the year ended 31 December 2024.

3. NEW AND AMENDED HONG KONG FINANCIAL REPORTING STANDARDS

A. New and amended standards adopted by the Group

The Group has applied the amendments to HKAS 21 "Lack of Exchangeability" for the first time from 1 January 2025. The Group did not change its accounting policies or make retrospective adjustments as a result of adopting the abovementioned amended standard.

B. Impact of new and amended standards issued but not yet adopted by the Group

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2025 and earlier application is permitted. The Group has not early adopted any of the forthcoming new or amended standards in preparing these condensed interim financial statements.

4. FAIR VALUE MEASUREMENTS

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the condensed consolidated statement of financial position approximate their respective fair values.

5. REVENUE AND SEGMENT INFORMATION

The Group's operations and main revenue stream are those described in the last annual consolidated financial statements. The Group's revenue is derived from the transfer of telemarketing services over time in Malaysia.

Operating segment information

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance.

As the Group is principally engaged in the provision of telemarketing services in Malaysia, which are subject to similar business risk, and resources are allocated based on what is beneficial to the Group in enhancing the value of the Group as a whole, the Group's chief operating decision maker considers the performance assessment of the Group should be based on the profit before tax of the Group as a whole. Therefore, management considers there to be only one operating segment under the requirements of Hong Kong Financial Reporting Standard 8 "Operating Segments".

Geographical information

All non-current assets and the Group's revenue from external customers during the period are located in Malaysia.

6. OTHER OPERATING EXPENSES

	Six months ended 30 June	
	2025	2024
	RM'000	*RM'000*
	(unaudited)	(unaudited)
Auditor's remuneration	**230**	275
Campaign costs	**1,290**	1,329
Consultancy fees	**3,521**	608
Legal and professional fees	**598**	143
Training expenses	**257**	277
Repair and maintenance expenses	**292**	273
Utilities expenses	**271**	305
Others	**2,433**	2,596
	8,892	5,806

7. INCOME TAX EXPENSE

	Six months ended 30 June	
	2025	2024
	RM'000	*RM'000*
	(unaudited)	(unaudited)
Current tax — Malaysian Income Tax	**2,029**	2,483

Malaysian income tax is calculated at the statutory tax rates of 24% (30 June 2024: 24%) on the estimated taxable profits for the six months ended 30 June 2025.

No provision of profit tax in the Cayman Islands, the British Virgin Islands and Hong Kong is required as the Group has no assessable profit arising in or derived from these jurisdictions for the six months ended 30 June 2025 and 2024.

Tax charge on profits assessable elsewhere has been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

8. PROFIT FOR THE PERIOD

The Group's profit for the period is stated after charging/(crediting) the following:

	Six months ended 30 June	
	2025	2024
	RM'000	*RM'000*
	(unaudited)	(unaudited)
Gains on disposals of property, plant and equipment	**(3)**	(3)
Loss on modification of financial assets at amortised cost	**78**	198
Impairment loss/(reversal of impairment losses) on financial assets at amortised cost #	**6**	(99)
Staff costs (including directors' emoluments)		
— Salaries, bonuses and allowances	**24,163**	26,105
— Retirement benefit scheme contributions	**3,059**	3,303
— Social insurance contributions	**393**	418
	27,615	29,826

In view of the deterioration in the financial condition and credit rating of the loan advance, the Group recognized impairment losses on financial assets at amortised cost of approximately RM6,000 (30 June 2024: reversal of impairment losses of RM99,000) during the period.

9. DIVIDEND

	Six months ended 30 June	
	2025	2024
	RM'000	*RM'000*
	(unaudited)	(unaudited)
Special dividend — HK$0.04 (equivalent to RM0.024) per ordinary share	**–**	9,808

The board has not declared an interim dividend for the six months ended 30 June 2025 and 2024.

10. EARNINGS PER SHARE

Basic earnings per share

The calculation of the basic earnings per share is based on the profit attributable to owners of the Company for the six months ended 30 June 2025 of approximately RM4,600,000 (30 June 2024: approximately RM6,948,000) and the weighted average number of 400,000,000 (30 June 2024: 400,000,000) ordinary shares in issue during the period.

Diluted earnings per share

No diluted earnings per share are presented as there are no dilutive potential ordinary shares during the six months ended 30 June 2025 and 2024.

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 June 2025, the Group acquired property, plant and equipment with a cost of approximately RM657,000 (30 June 2024: approximately RM404,000). Property, plant and equipment with a net book value of approximately RMNil (30 June 2024: RMNil) were disposed of during the six months ended 30 June 2025, resulting a gain on disposal of approximately RM3,000 (30 June 2024: RM3,000).

12. RIGHT-OF-USE ASSETS

During the six months ended 30 June 2025, the Group entered into new lease agreements for use of office premises for 2 to 3 years (30 June 2024: office premises and motor vehicles for 2 to 7 years). The Group makes fixed payments during the contract period. On lease commencement, the Group recognised approximately RM2,020,000 (30 June 2024: approximately RM2,385,000) of right-of-use asset and approximately RM2,020,000 (30 June 2024: approximately RM2,336,000) of lease liabilities.

13. TRADE RECEIVABLES

The general credit terms of trade receivables are 30 days. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by directors.

The aging analysis of trade receivables as at the balance sheet date, based on the date of invoice and net of allowance, is as follows:

	30 June 2025	31 December 2024
	RM'000	*RM'000*
	(unaudited)	(audited)
0 to 30 days	**14,371**	8,247
31 to 60 days	**4,688**	6,820
61 to 90 days	**3,110**	3,068
91 to 120 days	**–**	882
121 to 180 days	**–**	1,050
Over 180 days	**1,646**	1,223
	23,815	21,290

14. FINANCIAL ASSETS AT AMORTISED COST

	30 June 2025	31 December 2024
	RM'000	*RM'000*
	(unaudited)	(audited)
Loan receivables	**5,957**	8,851
Interest receivables	**–**	708
	5,957	9,559
Less: Impairment losses	**(40)**	(34)
	5,917	9,525

	30 June 2025	31 December 2024
	RM'000	*RM'000*
	(unaudited)	(audited)
Analysed as:		
Current assets	**5,917**	9,525

The amounts represent loan advanced to independent third parties with aggregated principal values of RM6,000,000 (31 December 2024: RM9,000,000).

On 31 January 2019, UTSM entered into a shares sale agreement with Exsim Development Sdn. Bhd. ("**Exsim**") and Mightyprop Sdn. Bhd. ("**Mightyprop**") to acquire 2% of Mightyprop issued ordinary shares from Exsim with a purchase consideration of RM2. In addition, UTSM agreed to provide an advance of RM12,000,000 to Mightyprop. In July 2019, an agreement was entered by UTSM with Exsim and Mightyprop in which the proposed transfer of 2% shareholding in Mightyprop by Exsim to UTSM will not be proceeded due to non-fulfillment of certain conditions precedent. The advance is unsecured, bearing interest rate of 12% per annum and repayable on or before 30 September 2025. Exsim agreed to repay the advance in four equal instalments of RM3,000,000 each across four quarters. In March 2025, the repayment date for the second instalment was extended from 30 March 2025 to 30 September 2025 with the interest rate remaining unchanged. The first instalment of RM3,000,000 was settled in prior year and the third instalment RM3,000,000 was settled in the current period.

Further details of the above transactions are set out in the Company's announcements dated 31 January 2019, 23 April 2019, 8 July 2019, 8 July 2020, 10 July 2020, 30 December 2020, 28 June 2021, 30 December 2021, 24 June 2022, 18 October 2022, 10 November 2022, 3 July 2023, 27 July 2023 and 3 July 2024 respectively.

The Group holds the loan receivables to collect contractual cash flows and its contractual term give rise to cash flow on specified dates which are solely payments of principal and interest on the principal amounts outstanding. The Group applies expected credit loss model to measure the impairment of financial assets at amortised cost. Impairment losses of approximately RM6,000 were recognised for the six months ended 30 June 2025 (30 June 2024: reversal of impairment losses of approximately RM99,000).

15. LOAN FROM ULTIMATE HOLDING COMPANY

Microhash International Pte Limited, the ultimate holding company of the Company, granted a loan of approximately RM33,706,000 (equivalent to US$8,000,000) to the Company on 27 June 2025. The loan is unsecured, interest-free and repayable on demand.

16. SHARE CAPITAL

	Number of shares	Amount *HK$'000*
Authorised:		
Ordinary shares of HK$0.01 each		
At 1 January 2024, 31 December 2024, 1 January 2025 and 30 June 2025	10,000,000,000	100,000

	Number of shares	Amount *HK$'000*	Equivalent to amount *RM'000*
Issued and fully paid:			
Ordinary shares of HK$0.01 each			
At 1 January 2024, 31 December 2024, 1 January 2025 (audited) and 30 June 2025 (unaudited)	400,000,000	4,000	2,199

17. RELATED PARTY TRANSACTIONS

Compensation of key management personnel of the Group:

	Six months ended 30 June	
	2025	2024
	RM'000	*RM'000*
	(unaudited)	(unaudited)
Short term employee benefits	**3,518**	3,496
Retirement benefit scheme contributions	**515**	500
Social insurance contributions	**10**	8
Total compensation paid to key management personnel	**4,043**	4,004

18. SHARE-BASED PAYMENT TRANSACTIONS

The Group conditionally adopted a share option scheme on 14 June 2017 ("**Share Option Scheme**"). The purpose of Share Option Scheme is to provide any directors and full-time or part-time employees, executive, consultants or any members of the Group who have contributed or will contribute to the Group ("**Eligible Participants**") with the opportunity to acquire proprietary interests in the Company and to motivate Eligible Participants to optimise their performance efficiency and to maintain business relationship with the Eligible Participants for the benefits of the Group.

Pursuant to the Share Option Scheme, the directors of the Company may invite Eligible Participants to take up options at a price determined by the board of directors provided that it shall be at least the highest of (a) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet on the date of grant; and (b) a price being the average of the closing prices of the shares of the Company as stated in the Stock Exchange's daily quotations sheets for the 5 business days immediately preceding the date of grant.

The total number of shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option scheme of the Company shall not in aggregate exceed 10% of the total number of shares in issue unless the Company obtains a fresh approval from the shareholders to refresh the limit.

The maximum entitlement for any one Eligible Participant is that the total number of the shares issued and to be issued upon exercise of the options granted under the Share Option Scheme to each Eligible Participant (including both exercised and outstanding options) in any 12-month period shall not exceed 1% of the total number of shares in issue unless otherwise approved by the shareholders at a general meeting of the Company.

The option may be exercised in accordance with the terms of the Share Option Scheme at any time during the option period which would be determined and notified by the board of directors to the grantee at the time of making an offer.

No share options have been granted by the Group up to the date of issuance of these condensed consolidated financial statements.

19. CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities at 30 June 2025 (31 December 2024: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is principally engaged in the provision of outbound telemarketing services and contact centre facilities for promotion of financial products and its related activities issued by authorised financial institutions, card companies or organisations worldwide.

As at 30 June 2025, the Group was operating eight contact centers located within the central business district of Kuala Lumpur, Malaysia and one branch contact center in the state of Melaka, Malaysia.

The Group's net profit for the six months ended 30 June 2025 amounted to approximately RM4.60 million, representing a decrease of approximately RM2.35 million as compared to approximately RM6.95 million for the corresponding period in 2024.

The decrease in net profit for the six months ended 30 June 2025 was primarily attributable to lower revenue by approximately RM1.26 million; decrease in staff cost of approximately RM2.21 million but offset with increase in other operating expenses of RM3.09 million.

FINANCIAL REVIEW

Revenue

	Six months ended 30 June	
	2025	2024
	RM'000	*RM'000*
Industry sector		
Insurance	**27,483**	27,126
Banking and financial	**5,100**	5,728
Others	**12,641**	13,625
	45,224	46,479

For the six months ended 30 June 2025, the Group recorded a revenue of approximately RM45.22 million, representing a decrease of approximately 2.71% as compared with approximately RM46.48 million for the corresponding period in 2024.

The overall average number of workstation orders per month dropped by 4.05% for the six months ended 30 June 2025 at approximately 1,066 as compared to approximately 1,111 for the six months ended 30 June 2024.

Despite the slightly lower average monthly number of workstation orders, the revenue generated per workstation per month remain relatively stable at RM7,071 for the six months ended 30 June 2025 as compared to RM6,972 for the six months ended 30 June 2024.

Other income

For the six months ended 30 June 2025, other income decreased by approximately RM0.35 million as compared to approximately RM1.28 million for the corresponding period in the prior year, mainly due to lower imputed and accrued interest income generated from the loan advances.

Other gains and losses

For the six months ended 30 June 2025, other losses increased by approximately RM71,000 as compared to the corresponding period in 2024.

Staff costs

For the six months ended 30 June 2025, staff costs decreased by approximately RM2.21 million or 7.41%, from approximately RM29.83 million for the corresponding period in the prior year to approximately RM27.62 million.

The average number of staff decreased from a monthly average of 1,330 for the six months ended 30 June 2024 to 1,233 for the six months ended 30 June 2025.

Overall staff costs per staff per month remained relatively stable at approximately RM3,733 for the six months ended 30 June 2025 as compared to approximately RM3,738 for the six months ended 30 June 2024.

Depreciation

For the six months ended 30 June 2025, depreciation charges increased by approximately RM0.27 million or 11.25%, from approximately RM2.40 million for the corresponding period in 2024 to approximately RM2.67 million mainly due to renewal of new lease agreements for use of office premises during the period under review.

Other operating expenses

For the six months ended 30 June 2025, other operating expenses increased by approximately RM3.08 million or 53.01%, from approximately RM5.81 million for the corresponding period in the prior year to approximately RM8.89 million.

The increase was primarily due to the increase in consultation costs associated with the analytical review for the purpose of enhancing the telemarketing services performance and workforce deployment of the Group.

Finance costs

For the six months ended 30 June 2025, finance costs decreased by approximately RM20,000 from approximately RM0.16 million for the corresponding period in 2024 to approximately RM0.14 million due to lower utilization of overdraft facility.

Income tax expenses

The Group reported an income tax expense provision of RM2.03 million and RM2.48 million from the assessable profits arising during the six months ended 30 June 2025 and 2024 respectively.

Net profit and net profit margin

As a result of the above factors, the Group recorded a profit after tax of approximately RM4.60 million and RM6.95 million for the six months ended 30 June 2025 and 2024 respectively. Net profit margin was approximately 10.17% and 14.95% for the six months ended 30 June 2025 and 2024 respectively.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Financial resources

The Group generally meets its working capital requirements and capital expenditures on plant and equipment from its internally generated funds. For the six months ended 30 June 2025, the Group generated net cash inflow from operating activities of approximately RM4.60 million (30 June 2024: approximately RM6.58 million). The Group was able to honour its repayment obligations when they became due. The Group did not experience any material difficulties in rolling over its existing banking facilities.

Banking facilities and lease liabilities

As at 30 June 2025, the Group had available and unutilised facilities from its banks amounting to approximately RM1.37 million (31 December 2024: approximately RM16.1 million). The carrying amount of the Group's facilities are denominated in Malaysia Ringgit.

The Group's average effective interest rate for the banking facilities is 2.85% (31 December 2024: 9.02%). The banking facilities are secured by the pledged bank deposits.

As at 30 June 2025, the Group had an aggregate amount of current and non-current lease obligations of approximately RM4.83 million (31 December 2024: approximately RM5.11 million), denominated in Malaysian Ringgit. The average effective interest rate for the leases was 4.86% (31 December 2024: 4.81%).

The carrying amount of approximately RM1.78 million (31 December 2024: approximately RM1.97 million) is secured by the lessor's retention of title to the leased assets.

Pledge of Assets

As at 30 June 2025, the Group's banking facilities, which were all denominated in Malaysian Ringgit, was secured by the pledged bank deposits of approximately RM1.30 million (31 December 2024: approximately RM4.85 million).

Gearing Ratio

The gearing ratio of the Group as at 30 June 2025 was approximately 10.1% (31 December 2024: approximately 11.9%) which is calculated based on the total debt divided by equity attributable to equity holders of the Company. Total debt represents bank overdrafts and lease liabilities. The Group has a strong liquidity position to meet its operational needs.

FACTORS AFFECTING OUR RESULTS OF OPERATIONS AND FINANCIAL CONDITIONS

The major factors which may affect the operations results and financial conditions of the Group include the following:

Ability to secure sufficient labour and control staff cost

Contact service industry is a service-oriented and labour intensive business, any shortage in staff, or increase in staff costs may materially and adversely affect our business, results of operations, financial conditions and prospects.

As at 30 June 2025, the Group had 1,228 employees. Total staff costs incurred by the Group for the six months ended 30 June 2025 were approximately RM27.62 million (30 June 2024: approximately RM29.83 million), representing 61.1% of the revenue of the Group for the six months ended 30 June 2025 (30 June 2024: 64.2%).

To manage such risk, the Group has endeavored to attract and retain sufficient number of competent staff, in particular our telemarketing sales representatives by offering performance-linked commission and incentive based on pre-determined sales target.

In addition, appropriate corrective actions and regular trainings measures have been taken to further improve the quality of the services provided by our telemarketing sales representatives.

Delay in settlement of bills from the top five clients

The majority of the Group's revenue is derived from a limited number of clients. Sales to the five largest clients accounted for approximately 69.7% of the total revenue for the six months ended 30 June 2025 (30 June 2024: approximately 73.7%). All the five largest clients are insurance companies and charitable organisation.

The Group may be subject to the risk of delay in payment by our clients. If settlements of bills by our clients are not made in full or in a timely manner, the cash position and financial conditions of the Group may be adversely affected.

To manage such risk, the Group monitors the trade receivables collection status from time to time in order to ensure that the outstandings amounts due from our clients can be fully recovered. As at 30 June 2025, the Group had recorded trade receivables of approximately RM23.8 million. Subsequent to 30 June 2025 and up to the date of this announcement, approximately RM14.7 million or 61.3% of the outstanding trade receivables balances as at 30 June 2025 have been subsequently settled.

CAPITAL COMMITMENTS

The Group did not have any significant capital commitments contracted for but not yet incurred item as at 30 June 2025 and 31 December 2024.

CONTINGENT LIABILITIES

The Group did not have any significant contingent liabilities as at 30 June 2025.

ADVANCE TO ENTITIES

On 31 January 2019, UTS Marketing Solutions Sdn. Bhd. ("**UTSM**"), a wholly-owned subsidiary of the Group, entered into an agreement with Exsim Development Sdn. Bhd. ("**Exsim**") and Mightyprop Sdn. Bhd. ("**Mightyprop**") to acquire 2% of the entire issued capital of Mightyprop from Exsim with a purchase consideration at nominal value of RM2. In addition, UTSM agreed to provide an advance of RM12,000,000 to Mightyprop (the "**Advance**"). In July 2019, an agreement was entered into by UTSM with Exsim and Mightyprop, pursuant to which the proposed acquisition of 2% shareholding in Mightyprop will not be proceeded due to non-fulfillment of certain conditions precedent.

Several extension agreements were then entered into on the deferment repayment of the advance and Mightyprop had settled RM3,000,000 each during December 2024 and June 2025 respectively. The remaining balance of approximately RM6,000,000 will become due and payable on or before 30 September 2025. Interest will continue to accrue on the remaining unpaid portion of the advance at the rate of 12% per annum.

The financial advances to entities under Rule 13.20 of the Listing Rules and the details of the above transactions have been disclosed in the Company's announcements dated 31 January 2019, 23 April 2019, 8 July 2019, 8 July 2020, 10 July 2020, 30 December 2020, 28 June 2021, 30 December 2021, 24 June 2022, 18 October 2022, 10 November 2022, 3 July 2023, 27 July 2023 and 3 July 2024 respectively.

As at 30 June 2025, the circumstances giving rise to the disclosure under Rule 13.13 of the Listing Rules exist and the advances by the Group to Mightyprop as at 30 June 2025 amounted to aggregated principal values of RM6 million.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2025, the Group had 1,228 (30 June 2024: 1,326) employees. Total staff costs incurred by the Group for the six months ended 30 June 2025 were approximately RM27.62 million (30 June 2024: approximately RM29.83 million).

The employees of the Group are remunerated according to their job scope and responsibilities. Performance-linked commission and allowances on top of fixed salary were given to the employees to motivate productivity and stimulate better performance. The employees are also entitled to annual discretionary performance bonus; salary increment and promotion based on regular performance reviews and annual appraisals.

FOREIGN CURRENCY EXPOSURE

For the six months ended 30 June 2025, save and except that certain bank balances are denominated in Hong Kong dollars ("**HKD**") and United States dollars ("**USD**"), the Group has minimal exposure to foreign currency risk because most of the business transactions, assets and liabilities are principally denominated in Malaysian Ringgit, the functional currencies of the Group. The Group currently does not have a hedging policy in respect of foreign currency transactions, assets, and liabilities. The management monitors the foreign currency exposure from time to time and will consider hedging significant foreign currency exposure should the need arise.

SIGNIFICANT INVESTMENT HELD

As at 30 June 2025, the Group did not hold any significant investments.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as disclosed in this announcement, there was no other specific plan for material investments or capital assets as at 30 June 2025.

MATERIAL ACQUISITIONS OR DISPOSALS

During the six months ended 30 June 2025, there was no material acquisition or disposal by the Group.

RECENT DEVELOPMENT AND NO MATERIAL ADVERSE CHANGE

During the extraordinary general meeting of the Company held on 26 June 2025, a special resolution has been passed to change the company name of the Company to BitStrat Holdings Limited with its dual foreign name in Chinese 比特策略控股有限公司. The change of company name became effective on 2 July 2025. Consequential amendments have been made to the memorandum and articles of association of the Company.

Save as disclosed in this announcement, there had been no material adverse changes in the business operation of the Group since 31 December 2024.

OUTLOOK AND FUTURE PROSPECTS

The Group continues to remain cautious and maintain its efforts to improve productivity and expects the overall outlook for the second half of 2025 to remain stable and resilient without material deviation from its existing outbound telemarketing workstations ordered from its existing clients.

The Group had also been constantly identifying potential opportunities to increase its number of workstations ordered beyond its existing customer base by either working with new database owners, new insurers or takaful operators in order to improve the Group's financial performance. In addition, the Group is keen to explore business opportunities and investments related to digital currency, aiming to enhance the long-term growth for the Group.

DIVIDEND

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2025 (30 June 2024: Nil).

EVENTS AFTER THE REPORTING PERIOD

Save for disclosed in this announcement, there was no material events subsequent to 30 June 2025 and up to the date of this announcement.

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2025.

COMPETING INTERESTS

The Directors are not aware of any business or interest of the Directors or the controlling shareholders of the Company nor any of their respective close associates that compete or might compete, either directly or indirectly, with the business of the Group and any other conflicts of interest which any such person had or might have with the Group during the six months ended 30 June 2025.

SUFFICIENCY OF PUBLIC FLOAT

On 9 April 2025, CoreVest Holdings Limited ("**CoreVest**"), and Alpha Ladder Finance Pte. Ltd. ("**ALF**"), as purchasers, entered into the sale and purchase agreement with (i) Marketing Intellect (UTS) Limited, Marketing Talent (UTS) Limited and Marketing Wisdom (UTS) Limited as vendors, and (ii) Mr. Ng Chee Wai, Mr. Lee Koon Yew and Mr. Kwan Kah Yew as guarantors, pursuant to which, CoreVest and ALF have agreed to acquire and the Vendors have agreed to sell, a total of 300,000,000 Shares, representing 75% of the entire issued share capital of the Company. CoreVest was required to make a mandatory unconditional cash offer for all the issued Shares (other than those already owned and/or agreed to be acquired by CoreVest or parties acting in concert with it) in accordance with Rule 26.1 of the Code on Takeovers and Mergers (the "**Offer**"), which CoreVest has done so. Immediately following the close of the Offer on 13 June 2025, an aggregate of 64,972,000 Shares, representing approximately 16.24% of the total issued share capital of the Company, were held by the public. On 30 June 2025, the Stock Exchange granted a waiver to the Company from strict compliance with Rule 8.08(1)(a) and 13.32(1) of the Listing Rules for the period from 13 June 2025 to 13 September 2025.

The Board was informed by CoreVest that, on 30 June 2025, CoreVest and Emperor Securities Limited (the "**Placing Agent**") entered into an agreement, pursuant to which CoreVest has agreed to appoint the Placing Agent as placing agent to place, on the best effort basis, an aggregate of 35,028,000 Shares to investors (the "**Private Placement**"). For details, please refer to the announcement of the Company dated 30 June 2025. Completion of the Private Placement took place on 15 July 2025, and 35,028,000 Shares have been placed through the Placing Agent to independent placees. Immediately upon completion of the Private Placement, a total of 100,000,000 Shares, representing 25% of the total issued share capital of the Company, were held by the public. As such, the minimum public float of the Company as required under Rule 8.08(1)(a) of the Listing Rules has been restored. For details, please refer to the announcement of the Company dated 15 July 2025.

Save as disclosed above, based on the information that is publicly available to the Company and to the best knowledge of the Directors, at least 25% of the issued shares of the Company were held by the public for the six months ended 30 June 2025 and up to the date of this announcement.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Board has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 of the Listing Rules as the code for dealings in securities transactions by the Directors. Specific enquiries have been made to all Directors and they have confirmed their compliance with the required standard set out in the Model Code throughout the six months ended 30 June 2025.

CORPORATE GOVERNANCE CODE

The Company is committed to maintaining good corporate governance standard and procedures with a view to enhance investors' confidence and the Company's accountability and transparency. The Company has complied with the code provisions as set out in the Corporate Governance Code (the "**CG Code**") contained in Appendix C1 of the Listing Rules and there has been no deviation from the code provisions as set forth under the CG Code for the six months ended 30 June 2025, save and except:

(i) code provision C.2.1 of the CG Code. Pursuant to code provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. With effect from 26 June 2025, Mr. Luo Zuchun has been appointed as the chairman of the Board and the chief executive officer of the Company and therefore the roles of the chairman of the Board and the chief executive officer of the Company are not separate. Considering that Mr. Luo Zuchun will play pivotal role in the business development of the Group in accordance with its business plans, all the Directors will meet regularly and all major decisions of the Company will be made in consultation with the members of the Board, the Directors consider that this structure will not impair the balance of power and authority between the Directors and the management of the Company and believe this structure will enable the Company to make and implement decisions effectively; and

(ii) code provision D.2.5 of the CG Code. The Company does not have an internal audit function as the Board considered that the size, nature and complexity of the Group's business does not require such function. The Board reviewed and will continue to review the need to set up an independent internal audit function on an annual basis. At current stage, our finance team assumes the responsibility for conducting regular review of internal control procedures. Such an arrangement may be improved, but the Board is not concerned with the lack of segregation of duties by having assumed the current organisational structure, lines of responsibility and authority of the management team and the risks associated with the operations of the Group. The Board considers that the internal control and risk management system of the Group was effective during the six months ended 30 June 2025.

AUDIT COMMITTEE

The audit committee of the Company was established on 14 June 2017 with written terms of reference in compliance with the Listing Rules. As at the date of this announcement, the committee comprises three independent non-executive directors, namely Ms. Liu Mei, Mr. Cheuk Ho Kan and Mr. Cai Runjia. Mr. Cheuk Ho Kan is the chairman of the audit committee.

The interim results for the six months ended 30 June 2025 have been reviewed by the audit committee, and no disagreement was raised by the audit committee in respect of the accounting treatments adopted by the Group.

The unaudited condensed consolidated interim results of the Group for the six months ended 30 June 2025 have also been reviewed by the Company's auditor, RSM Hong Kong, in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA. The auditor's independent review report will be included in the Company's interim report for the six months ended 30 June 2025 to the Shareholders.

PUBLICATION OF FINANCIAL INFORMATION ON THE WEBSITES OF THE STOCK EXCHANGE AND THE COMPANY

This interim results announcement is published on the Stock Exchange's website at www.hkexnews.hk and the Company's website at www.bitstrat.hk. The interim report of the Company for the six months ended 30 June 2025 will be despatched to the relevant Shareholders of the Company who have requested for the same and published on the aforesaid websites in due course.

By Order of the Board
BitStrat Holdings Limited
Luo Zuchun
Chairman and Executive Director

Hong Kong, 27 August 2025

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Luo Zuchun (Chairman), Mr. Chen Jiajun and Mr. Lee Koon Yew; three independent non-executive Directors, namely, Ms. Liu Mei, Mr. Cheuk Ho Kan and Mr. Cai Runjia.