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## **SUPERACTIVE GROUP COMPANY LIMITED**

**先機企業集團有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 0176)**

### **QUARTERLY UPDATE ON RESUMPTION PROGRESS AND CONTINUED SUSPENSION OF TRADING**

This announcement is made by Superactive Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.24A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

References are made to the announcements of the Company dated 2 July 2025, 7 July 2025, 30 September 2025, 19 November 2025, 31 December 2025, 2 January 2026 and 7 January 2026 in relation to, among other things, the Resumption Guidance, the Additional Resumption Guidance and the quarterly update on resumption progress (collective referred as the “**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

#### **UPDATE ON BUSINESS OPERATION**

The Group is principally engaged in the provision of money lending services in Hong Kong, the manufacturing of electronic products, and property development and management in the People's Republic of China. However, the Group ceased its business in the provision of money lending services in Hong Kong in late January 2026.

The Group's money lenders licence under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong) expired on 14 December 2025. The Group submitted an application for renewal of the money lenders licence on 12 December 2025. In late January 2026, the Group was notified that its application for renewal of the money lenders licence would not be approved as the Group failed to submit the applicant's audited financial report for the year ended 31 December 2024. After careful consideration, (1) there is prohibited from engaging in money lending business in Hong Kong without a money lending licence, however, the Group has not grant any new loans since 2021; (2) the absence of a money lenders licence does not affect the right to recover loans previously made; and (3) the provision of money lending services segment only accounted for approximately of 5% to the total revenue of the Group and incurred segment loss in 2024, the Group therefore withdrew its application for renewal of the money lenders licence in late January 2026.

The manufacturing of electronic products remains the main business segment of the Group. According to management information, the revenue from the manufacturing of electronic products in 2024 and 2025 was approximately HK\$58 million (increased by approximately 11% when compared to 2023) and approximately HK\$63 million (increased by approximately 8% when compared to 2024), respectively.

The Lijiang project is currently the only property development and management project of the Group. The Lijiang project was re-launched in October 2024. However, as of the date of this announcement, no shops have been successfully sold. and the Group still earns the rental income and management fees from the leased shops in the Lijiang project. According to management information, the revenue from property development and management in 2024 and 2025 was approximately HK\$7 million (decreased by 1% when compared to 2023) and approximately HK\$6 million (decreased by 10% when compared to 2024), respectively.

Save as disclosed in the cessation of money lending business, as at the date of this announcement, the business operations of the Group are continuing as usual in all material respects, notwithstanding the suspension of trading in the Shares.

## **BORROWINGS**

According to management information, the interest-bearing borrowing as at 31 December 2024 and 2025 was approximately HK\$487 million (in which approximately HK\$479 million was repayable within one year or on demand and approximately HK\$8 million was repayable over one year) and HK\$485 million (in which approximately HK\$482 million was repayable within one year or on demand and approximately HK\$3 million was repayable over one year), respectively.

## **UPDATE ON RESUMPTION PLAN AND PROGRESS**

The Company is committed to the Resumption Guidance and the Additional Resumption Guidance, and targets to apply to the Stock Exchange for resumption of trading in its shares after the publication of the outstanding financial information and the appointment of the necessary Directors and Authorised Representative to re-comply with Rules 3.05, 3.10(1), 3.10(2), 3.21, 3.27(A) and 13.92 of the Listing Rules.

## **OUTSTANDING FINANCIAL INFORMATION**

As disclosed in the Announcements, the delay in publication of the 2024 Annual Results was due to the Company's inability to pay the progressive fees of its auditor and other relevant professional consultants on time, and the auditor still required time to complete their audit procedures. According to management information, as at 31 December 2024 and 2025, the cash and bank balances were approximately HK\$3,601,000 (in which approximately HK\$3,240,000 were denominated Renminbi and deposited in Mainland China) and HK\$4,241,000 (in which approximately HK\$4,225,000 were denominated Renminbi and deposited in Mainland China), respectively. The majority of the Group's cash and bank balance is deposited in Mainland China to support its manufacturing of electronic products and other business operations in Mainland China. In contrast, the Group maintains a low level of cash and bank balance in Hong Kong, which is barely enough to cover essential operating expenses in Hong Kong. Consequently, the Group is unable to pay progressive fees to its auditors and relevant professional consultants.

As at the date of this announcement, the Company is required to pay approximately HK\$1,190,000 in total for the progressive fees to its auditor and relevant professional consultants before the 2024 Annual Results can be published.

The Company's share was suspended in trading on 1 April 2025. Therefore, all financing methods involving the issuance of the Company's shares are no longer feasible. The Company is seeking a small loan to cover the progressive fees of its auditors and related professional consultants. Once trading in the Company's shares resumes, other financing methods will be available to seek larger-scale financing to address the liquidity issue of the Company. If the small loan is completed by the end of April 2026, the Company will be able to publish the 2024 Annual Results by the end of June 2026. In addition, it is expected that the 2024 Annual Report will be despatched shortly after the publication of the 2024 Annual Results.

As the 2024 Annual Results have not been finalised and may have an impact on the 2025 Interim Results, the publication of the 2025 Interim Results is also delayed accordingly. It is expected that the 2025 Interim Results will be published shortly after the publication of the 2024 Annual Results. The Company will further inform the shareholders and potential investors of the Company relating to the publication of the 2025 Interim Results as and when appropriate. In addition, it is also expected that the 2025 Interim Report will be despatched shortly after the publication of the 2025 Interim Results.

As of the date of this announcement, no material audit issues have been identified by the Auditor. The major outstanding items include (i) the valuation report for the Company's assets, and (ii) more audit work to be performed on the Company's forecast due to the Company's current financial difficulties. The Auditor has not yet indicated the form of their audit opinion or whether there will be any audit qualification to the 2024 Annual Results. However, Shareholders and potential investors of the Company are informed that in the annual report of the Company for the year ended 31 December 2023, the Auditor's report included a disclaimer audit opinion due to "Material Uncertainties Related To Going Concern".

## **THE BOARD**

As disclosed in the Announcements, following the resignation of three Directors, which includes one female executive Director and two independent non-executive Directors with accounting professional qualifications, the Board currently consists of only one executive director and one independent non-executive director, and is of a single gender with no independent non-executive Director with accounting professional qualifications. Therefore, the Company does not comply with the requirements of Rules 3.10(1), 3.10(2), 3.21, 3.27(A), and 13.92 of the Listing Rules.

The Company is actively seeking suitable candidates to join the Board, including one female Director and at least two independent non-executive Directors, one of whom holds a suitable accounting professional qualification. However, due to the low level of cash and bank balances in Hong Kong, the Company has not yet been able to identify any suitable candidates.

## **AUTHORISED REPRESENTATIVE**

Following the resignation of one of the authorised representatives of the Company appointed under Rule 3.05 of the Listing Rules (the "**Authorised Representative**"), the number of the Authorised Representative falls below the number required under Rule 3.05 of the Listing Rules.

The Board will make its best endeavours to appoint a suitable candidate as the Authorised Representative to re-comply with Rule 3.05 of the Listing Rules.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended at 9:00 am on 1 April 2025 and will remain suspended until further notice pending the fulfilment of the Resumption Guidance and the grant of approval of the Stock Exchange for the resumption of trading of the shares of the Company.

**Shareholders and potential investors of the Company should exercise caution when investing and dealing in the securities of the Company.**

By Order of the Board  
**Superactive Group Company Limited**  
**Lee Chi Shing Caesar**  
*Executive Director*

Hong Kong, 31 March 2026

*At the date of this announcement, the executive Director is Mr. Lee Chi Shing Caesar; and the independent non-executive Director is Mr. Leung Man Man*