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**HK Asia Holdings Limited**  
**港亞控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 1723)**

**ANNOUNCEMENT OF ANNUAL RESULTS**  
**FOR THE YEAR ENDED 31 MARCH 2023**

**FINANCIAL HIGHLIGHTS**

- Revenue of the Group for the year ended 31 March 2023 was approximately HK\$204.6 million, representing an increase of approximately 11.8% as compared with approximately HK\$183.0 million for the corresponding year in 2022.
- Gross profit of the Group for the year ended 31 March 2023 was approximately HK\$45.3 million, representing a decrease of approximately 23.5% as compared with approximately HK\$59.2 million for the corresponding year in 2022.
- Profit for the year ended 31 March 2023 was approximately HK\$3.9 million, representing a decrease of approximately 80.0% as compared with approximately HK\$19.5 million for the corresponding year in 2022.
- Basic and diluted earnings per share attributable to the owners of the Company was approximately HK0.99 cent for the year ended 31 March 2023 (2022: HK4.86 cents).
- The Board did not recommend the payment of a final dividend for the year ended 31 March 2023.

The board (the “**Board**”) of directors (the “**Directors**”) of HK Asia Holdings Limited (the “**Company**”) is pleased to announce the consolidated audited annual results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 31 March 2023 (the “**Year**”), together with the comparative figures for the year ended 31 March 2022 as follows:

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

*For the year ended 31 March 2023 (in HK Dollars)*

	<i>Notes</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Revenue</b>	5	<b>204,568</b>	183,003
Cost of sales		<u>(159,264)</u>	<u>(123,785)</u>
<b>Gross profit</b>		<b>45,304</b>	59,218
Other revenue	6	<b>3,117</b>	1,463
Selling and distribution expenses		<b>(22,529)</b>	(23,622)
Administrative expenses		<b>(21,188)</b>	(13,503)
Finance cost	7	<u>(254)</u>	<u>(260)</u>
<b>Profit before taxation</b>	8	<b>4,450</b>	23,296
Taxation	9	<u>(510)</u>	<u>(3,838)</u>
<b>Profit and total comprehensive income for the year</b>		<u><b>3,940</b></u>	<u>19,458</u>
<b>Profit for the year attributable to owners of the Company</b>		<u><b>3,940</b></u>	<u>19,458</u>
<b>Total comprehensive income for the year attributable to the owners of the Company</b>		<u><b>3,940</b></u>	<u>19,458</u>
<b>Earnings per share</b>			
Basic and diluted (HK cents)	10	<u><b>0.99</b></u>	<u>4.86</u>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2023 (in HK Dollars)

	Notes	2023 HK\$'000	2022 HK\$'000
<b>ASSETS AND LIABILITIES</b>			
<b>Non-current assets</b>			
Property, plant and equipment		1,631	1,307
Right-of-use assets		4,283	3,544
Financial assets at fair value through profit or loss		<u>2,188</u>	<u>2,167</u>
		<u>8,102</u>	<u>7,018</u>
<b>Current assets</b>			
Inventories		59,754	96,719
Trade receivables	12	1,456	219
Deposits, prepayments and other receivables		9,077	9,062
Amount due from a related company		18	–
Tax recoverable		3,561	–
Cash and cash equivalents		<u>97,080</u>	<u>62,428</u>
		<u>170,946</u>	<u>168,428</u>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Accrual and other payables		4,983	4,770
Amount due to a related company		–	175
Lease liabilities		2,660	3,141
Tax payable		<u>–</u>	<u>1,099</u>
		<u>7,643</u>	<u>9,185</u>

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Net current assets</b>	<u>163,303</u>	<u>159,243</u>
<b>Total assets less current liabilities</b>	<u>171,405</u>	<u>166,261</u>
<b>Non-current liabilities</b>		
Lease liabilities	<u>1,708</u>	<u>504</u>
<b>Net assets</b>	<u><u>169,697</u></u>	<u><u>165,757</u></u>
<b>Equity</b>		
Share capital	4,000	4,000
Reserves	<u>165,697</u>	<u>161,757</u>
<b>Total equity</b>	<u><u>169,697</u></u>	<u><u>165,757</u></u>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 5 May 2016 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 have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 27 September 2018. The ultimate controlling party of the Company is Mr. Siu Muk Lung (“**Mr. Siu**”).

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 Company’s principal place of business is at 24/F, Chun Wo Commercial Centre, 23-29 Wing Wo Street, Sheung Wan, Hong Kong. The Company is an investment holding company. The Group is principally engaged in wholesale and retail sales of the pre-paid products (i.e. SIM card and top-up voucher) (the “**Pre-paid Products**”) in Hong Kong.

The consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”), which is the functional currency of the Company and its principal subsidiaries and all values are rounded to the nearest thousands (HK\$’000) except when otherwise stated.

### 2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“**HKFRSs**”)

#### **New and amendments to HKFRSs that are mandatorily effective for the current year**

In the current year, the Group has applied the Amendments to References to the Conceptual Framework in HKFRS Standards and the following amendments to HKFRSs and Hong Kong Accounting Standards (“**HKASs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) for the first time, which are mandatorily effective for the annual period beginning on or after 1 April 2022 for the preparation of the consolidated financial statements:

Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018-2020

The application of the amendments to HKFRSs in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

## New and amendments to HKFRSs in issue but not yet effective

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

HKFRS 17 (including the October 2020 and February 2022 Amendments to HKFRS 17)	Insurance Contracts <sup>1</sup>
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>2</sup>
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback <sup>3</sup>
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) <sup>3</sup>
Amendments to HKAS 1	Non-current Liabilities with Covenants <sup>3</sup>
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies <sup>1</sup>
Amendments to HKAS 8	Definition of Accounting Estimates <sup>1</sup>
Amendments to HKAS 12	Deferred Tax related to Assets and Liability arising from a Single Transaction <sup>1</sup>

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2023.

<sup>2</sup> Effective for annual periods beginning on or after a date to be determined.

<sup>3</sup> Effective for annual periods beginning on or 1 January 2024.

The directors anticipate that the application of all the new and amendments to HKFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

### 3. SIGNIFICANT ACCOUNTING POLICIES

#### Statement of compliance

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

#### Basis of preparation

The consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values, as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2 Share-based Payment, leasing transactions that are accounted for in accordance with HKFRS 16 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 Inventories or value in use in HKAS 36 Impairment of Assets.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

### ***Basis of consolidation***

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

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 listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each item of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

#### 4. OPERATING SEGMENT

An operating segment is a component of the Group that is engaged in business activities from which the Group may earn revenue and incur expenses, and is identified on the basis of the internal management reporting information that is provided to and regularly reviewed by the Group's chief operating decision maker in order to allocate resources and assess performance of the segment. During the years ended 31 March 2023 and 2022, the information reported to the executive directors, who are the chief operating decision makers for the purpose of resource allocation and assessment of performance, does not contain profit or loss information of each product line or geographical area and the executive directors reviewed the financial results of the Group as a whole reported under HKFRSs.

The Group currently has one operating segment which is revenue from sale of the Pre-paid Products (i.e. SIM Cards and top-up vouchers). Accordingly, the Group does not have separate reportable segments.

##### **Geographical information**

As all the Group's operations and non-current assets are located in Hong Kong, no geographical analysis is presented.

##### ***Information about major customers***

Revenue from major customers, contributing over 10% or more of the total sales of the Group during the years ended 31 March 2023 and 2022 are as follow:

	<b>2023</b> <b>HK\$'000</b>	2022 <i>HK\$'000</i>
Customer A	N/A*	18,850
Customer B	<u><b>20,583</b></u>	<u>N/A*</u>

\* The customer contributed less than 10% of the total revenue of the Group.

## 5. REVENUE

Revenue, which is also the Group's turnover, represents the income generated by sale of Pre-paid Products during the Year.

All of the Group's revenue from contracts with customers is generated in Hong Kong, based on where goods are sold. All revenue contracts are for a period of one year or less. As permitted by practical expedient under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Revenue:</b>		
Sales of Pre-paid Products recognised at point in time	<u>204,568</u>	<u>183,003</u>

## 6. OTHER REVENUE

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Promotion income	780	780
Consignment income	556	634
Sundry income	105	45
Rent concession	321	–
Bank interest income	382	–
Government grants ( <i>Note</i> )	952	–
Fair value gain on financial assets at fair value through profit or loss	<u>21</u>	<u>4</u>
	<u>3,117</u>	<u>1,463</u>

*Note:*

During the year ended 31 March 2023, the Group recognised government grants of approximately HK\$952,000 in respect of COVID-19-related subsidies, which relate to Employment Support Scheme provided by the Hong Kong Government.

## 7. FINANCE COST

	2023 <i>HK\$'000</i>	2022 HK\$'000
Interest expenses on		
– lease liabilities	250	170
– bank borrowings	–	18
– bank overdraft	4	72
	<u>254</u>	<u>260</u>

## 8. PROFIT BEFORE TAXATION

The Group's profit before taxation is arrived at after charging:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Auditors' remuneration	570	650
Cost of inventories recognised as an expense	159,264	123,785
Depreciation of property, plant and equipment	610	707
Depreciation of right-of-use assets	5,022	5,354
Employee benefit expenses (including Directors' emoluments)	21,813	15,685
Expenses relating to short-term leases	7,968	7,052
Advertising and promotion expenses	2,212	2,330
	<u>2,212</u>	<u>2,330</u>

## 9. TAXATION

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
The taxation charge comprises:		
Hong Kong Profits Tax		
– Current year	510	3,838
	<u>510</u>	<u>3,838</u>

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. Accordingly, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million.

## 10. EARNINGS PER SHARE

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

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Earnings:		
Earning for the purpose of calculation of basic earnings per share		
– Profit for the year attributable to owners of the Company	<u>3,940</u>	<u>19,458</u>
	2023 <i>'000</i>	2022 <i>'000</i>
Number of shares:		
Weighted average number of ordinary shares in issue	<u>400,000</u>	<u>400,000</u>

Diluted earnings per share for the years ended 31 March 2023 and 2022 were the same as the basic earnings per share as there were no potential dilutive ordinary shares existing during the reporting period.

## 11. DIVIDENDS

The Board did not recommend the payment for final dividend for the years ended 31 March 2023 and 2022.

## 12. TRADE RECEIVABLES

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Trade receivables	<u>1,456</u>	<u>219</u>

The Group's trade receivables are attributable to a number of independent customers with credit terms. The Group normally allows a credit period of 0 days to 21 days to its customers.

The following table sets forth the ageing analysis of trade receivables, based on invoice date, as at the dates indicated:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
0 – 21 days	483	219
Over 21 days	<u>973</u>	<u>–</u>
	<u>1,456</u>	<u>219</u>

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

The Group conducts wholesale and retail sales of pre-paid products (i.e. SIM card and top-up voucher) (the “**Pre-paid Products**”) in Hong Kong targeted at Indonesian and Filipino consumers and Pre-paid Products targeted at mobile users who demand for local and international phone call and/or mobile data services in Hong Kong and overseas (“**Other Users**”). The Group is a long-established and well-recognized distributor in the industry.

The Group principally conducts wholesale and retail sales of Pre-paid Products in Hong Kong. During the Year, the Group obtained fourteen more products sourced from the suppliers for sales which were Pre-paid Products with overseas mobile data services in various countries. After the Year, the Group launched nine Pre-paid Products with local phone call and mobile data services in Hong Kong and sixteen Pre-Paid Products with local phone call and mobile data services in Hong Kong and overseas mobile data services in various countries. Sales made by the Group during the Year increased by 11.8% to approximately HK\$204.6 million (2022: approximately HK\$183.0 million). The increase in revenue was mainly attributable to the increase in sales to Indonesian and Filipino consumers of approximately HK\$39.6 million which was partly offset by the decrease in sales to Other Users of approximately HK\$18.0 million. As at 31 March 2023, the Group rented a total of six self-managed retail shops for selling Pre-paid Products in Hong Kong, including two in Central, one in Causeway Bay, one in Tsuen Wan, one in Yuen Long and one in Mong Kok.

### OUTLOOK AND PROSPECT

The Group is seeking to expand its business and further increase its market share in the sectors of Pre-paid Products targeted at (i) Indonesian and Filipino consumers; and (ii) Other Users. The Group plans to increase the number of retailers in sales network, increase advertising and marketing activities, and strengthen the Group’s inventory management capability. The Group is developing an online platform for the sales of the Pre-paid Products.

During the Year, the government has begun a new policy of registration of required information for SIM cards in Hong Kong. The Group has worked with suppliers for the logistics required to process the registration and fully comply with the new policy while providing an efficient and convenient service to the customers.

## **FINANCIAL REVIEW**

### **Revenue**

During the Year, the Group's revenue amounted to approximately HK\$204.6 million which represented an increase of approximately 11.8% as compared to approximately HK\$183.0 million for the year ended 31 March 2022. The increase in revenue was mainly attributable to the increase in sales to Indonesian and Filipino consumers of approximately HK\$39.6 million which was partly offset by the decrease in sales to Other Users of approximately HK\$18.0 million.

### **Gross profit and gross profit margin**

The Group's gross profit decreased by approximately HK\$13.9 million or 23.5% from approximately HK\$59.2 million for the year ended 31 March 2022 to approximately HK\$45.3 million for the Year. The decrease in gross profit was due to the decrease in gross profit margin. The overall gross profit margin decreased from approximately 32.3% for the year ended 31 March 2022 to approximately 22.1% for the Year. The decrease in overall gross profit margin was primarily due to the increase in discounts provided to customers due to the keen market competition.

### **Other revenue**

During the Year, the Group's other revenue amounted to approximately HK\$3.1 million, representing an increase of approximately 106.7% as compared to approximately HK\$1.5 million for the year ended 31 March 2022. The increase in other revenue was due to the increase in receipt of government COVID-19-related subsidies of approximately HK\$1.0 million, the increase in rent concession of approximately HK\$0.3 million and the increase in bank interest income of approximately HK\$0.4 million.

## **Selling and distribution expenses**

Selling and distribution expenses mainly comprised (i) depreciation of right-of-use assets; (ii) staff costs; (iii) advertising and promotion expenses; and (iv) other expenses. During the Year, selling and distribution expenses amounted to approximately HK\$22.5 million (2022: approximately HK\$23.6 million), representing a decrease of approximately 4.7% as compared to the year ended 31 March 2022. The decrease in selling and distribution expenses was mainly attributable to the decrease in staff costs.

## **Administrative expenses**

Administrative expenses mainly represented (i) staff costs; (ii) depreciation of right-of-use assets; and (iii) professional fees. For the Year, administrative expenses amounted to approximately HK\$21.2 million (2022: approximately HK\$13.5 million). Administrative expenses for the Year represented an increase of approximately 57.0% as compared with the year ended 31 March 2022, which was mainly attributable to the increase in staff costs of approximately HK\$7.1 million, the increase in charitable donations of approximately HK\$0.4 million and the increase in legal and professional fees of approximately HK\$0.3 million.

## **Finance cost**

Finance cost comprised interest expenses on lease liabilities and bank overdrafts and borrowings of approximately HK\$0.3 million (2022: approximately HK\$0.3 million).

## **Taxation**

During the Year, the income tax expenses amounted to approximately HK\$0.5 million (2022: approximately HK\$3.8 million).

## **Profit for the Year**

Profit attributable to owners of the Company for the Year was approximately HK\$3.9 million, representing a decrease of approximately 80.0% as compared with approximately HK\$19.5 million for the year ended 31 March 2022 which was mainly attributed to the reasons mentioned above.

## **Inventories**

The Group had inventories of approximately HK\$59.8 million as at 31 March 2023, representing a decrease of approximately HK\$36.9 million as compared to the inventories of approximately HK\$96.7 million as at 31 March 2022. The decrease was mainly resulted from the increase in sales during the Year.

## **LIQUIDITY AND CAPITAL RESOURCES**

### **Net current assets**

The Group had net current assets of approximately HK\$163.3 million as at 31 March 2023 (31 March 2022: approximately HK\$159.2 million). The current ratio of the Group increased from approximately 18.3 times as at 31 March 2022 to approximately 22.4 times as at 31 March 2023. Such increase was mainly attributable to (i) the increase in current assets of approximately HK\$2.5 million which was mainly attributable to the increase in cash and cash equivalents of approximately HK\$34.7 million, the increase in trade receivables of approximately HK\$1.2 million and the increase in tax recoverable of approximately HK\$3.6 million which is partly offset by the decrease in inventories of approximately HK\$37.0 million; and (ii) the decrease in current liabilities of approximately HK\$1.5 million which was mainly due to the decrease in current portion of lease liabilities of approximately HK\$0.5 million and the decrease in tax payable of approximately HK\$1.1 million.

### **Borrowings**

The Group's bank and other borrowings was nil as at 31 March 2023 (31 March 2022: nil).

### **Gearing ratio**

The gearing ratio equals total amount of debts divided by total amount of equity and multiplied by 100%. The Group has no outstanding debts.

### **Share capital structure**

As at 31 March 2023 and 31 March 2022, the Company's issued share capital was HK\$4,000,000 and the number of issued shares of the Company was 400,000,000 ordinary shares of HK\$0.01 each (the "Shares").

## **Foreign exchange exposure**

Transactions of the Group are mainly denominated in HK\$ and the Group is not exposed to any significant foreign exchange exposure. The Group had not used any financial instruments for hedging purposes and no hedging policy against foreign currency risk was maintained by the Group.

## **EMPLOYEES AND EMOLUMENTS POLICY**

As at 31 March 2023, the Group had 45 employees (31 March 2022: 46 employees) with a total remuneration of approximately HK\$21.8 million during the Year (2022: approximately HK\$15.7 million). The salaries of the employees were determined with reference to individual performance, work experience, qualification and current industry practices. Performance bonuses are offered to qualified employees based on individual and the Group's performance. The Group is dedicated to providing training programs for new employees and regular on-the-job trainings to employees to enhance their sales and marketing skills and know-how. The emoluments of the directors are recommended by the Remuneration Committee of the Company, with reference to their respective contribution of time, effort and expertise on the Company's matters. The Company has also adopted a share option scheme to grant options to eligible participants as incentives or rewards for their contribution to the growth of the Group and to provide the Group with a more flexible means to reward, remunerate, compensate and/or provide benefits to the eligible participants.

## **PLEDGE OF ASSETS**

As at 31 March 2023, the Group did not have any pledged assets (31 March 2022: nil).

## **MATERIAL ACQUISITIONS, DISPOSALS AND SIGNIFICANT INVESTMENT**

During the Year, there was no material acquisition, disposal or significant investment by the Group (2022: nil).

## **EVENT AFTER THE REPORTING PERIOD**

On 19 June 2023, an indirect wholly-owned subsidiary of the Company entered into a provisional agreement for sale and purchase to acquire a property in Hong Kong to be used as the Group's office premise at the consideration of HK\$9,000,000. Please refer to the announcement of the Company in relation to the acquisition for details.

## **CAPITAL COMMITMENT**

As at 31 March 2023, the Group had capital commitments of approximately HK\$197,000 in respect of acquisition of property, plant and equipment (31 March 2022: nil).

## **FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS AND THEIR EXPECTED SOURCES OF FUNDING**

Apart from strengthening the Group's current business and implementing the future plans as disclosed in the prospectus of the Company dated 11 September 2018, the Group will explore new business opportunities as and when appropriate, in order to enhance value of the shareholders of the Company (the "Shareholders").

## **CONTINGENT LIABILITIES**

The Group did not have any material contingent liabilities as at 31 March 2023 (31 March 2022: nil).

## **FINAL DIVIDEND**

The Board did not recommend the payment of a final dividend for the year ended 31 March 2023 (2022: nil).

## **CLOSURE OF THE REGISTER OF MEMBERS FOR ANNUAL GENERAL MEETING (THE "AGM")**

For the purposes of determining the Shareholders' eligibility to attend and vote at the forthcoming AGM to be held on Thursday, 31 August 2023, the register of members of the Company will be closed from Monday, 28 August 2023 to Thursday, 31 August 2023, both days inclusive. In order to be eligible to attend and vote at the forthcoming AGM, all transfers accompanied by the relevant share certificates and transfer forms must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 p.m. (Hong Kong time) on Friday, 25 August 2023.

## **CORPORATE GOVERNANCE**

The Company has adopted and complied with the code provisions set out in the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 14 to the Listing Rules during the Year. The Board has reviewed the Company’s corporate governance practices and is satisfied that the Company has complied with the code provisions set out in the CG Code during the Year.

Besides, the Board is aware of the growing momentum concerning Environmental, Social and Governance (“**ESG**”) related reporting and matters. In view of such, the Company has established an environmental, social and governance committee on 24 March 2022 to review and monitor the ESG policies and practices of the Group.

## **MODEL CODE FOR SECURITIES TRANSACTIONS OF DIRECTORS OF LISTED ISSUERS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 to the Listing Rules as its code of conduct regarding Directors’ securities transactions. All Directors have confirmed that, following specific enquiry by the Company, they have complied with the required standard set out in the Model Code during the Year and up to the date of this announcement.

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s listed securities during the Year.

## **SCOPE OF WORK OF HLB HODGSON IMPEY CHENG LIMITED**

The figures in respect of the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of financial position and the related notes thereto for the Year of the Group as set out in this announcement have been agreed by the Company’s auditor, HLB Hodgson Impey Cheng Limited, to the amounts set out in the Group’s audited consolidated financial statements for the Year. The work performed by HLB Hodgson Impey Cheng Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no opinion or assurance conclusion has been expressed by HLB Hodgson Impey Cheng Limited on the preliminary announcement.

## **AUDIT COMMITTEE AND REVIEW OF FINANCIAL STATEMENTS**

The Company has established an audit committee (the “**Audit Committee**”) which consists of one non-executive Director, namely Mr. Lam Kin Lun Davie, and three independent non-executive Directors, namely Mr. Kwok Wai Leung, Stanley, Mr. Fok Kam Chau and Mr. Shiao Hei Lok Herod. Mr. Fok Kam Chau is the chairman of the Audit Committee.

The Audit Committee has discussed with the management of the Group and reviewed the audited consolidated financial results of the Group for the Year, including accounting principles and practices adopted by the Group, and discussed the financial reporting system and the risk management and internal control systems of the Company.

## **PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT**

This annual results announcement is published on the websites of the Stock Exchange ([www.hkex.com.hk](http://www.hkex.com.hk)) and the Company ([www.hkasiaholdings.com](http://www.hkasiaholdings.com)). The annual report of the Company for the Year will be despatched to the Shareholders and will be published on the websites of the Stock Exchange and the Company in due course in accordance with the Listing Rules.

## **APPRECIATION**

The Board would like to express its sincere gratitude to the management team and all the staff of the Group for their continuous support and contribution. The Board also takes this opportunity to thank our shareholders, customers, business partners and professional parties for their unreserved support in the prospects of the Group.

By order of the Board  
**HK Asia Holdings Limited**  
**Mr. Siu Muk Lung**  
*Chairman and Executive Director*

Hong Kong, 29 June 2023

*As at the date of this announcement, the Board comprises Mr. Siu Muk Lung and Mr. Chung Chi Fai as executive Directors; Mr. Ritchie Ma and Mr. Lam Kin Lun Davie as non-executive Directors; and Mr. Lee Kwan Ho, Vincent Marshall, Mr. Kwok Wai Leung, Stanley, Mr. Shiao Hei Lok Herod and Mr. Fok Kam Chau as independent non-executive Directors.*