



Interim Report 2024/2025 中期報告


SATU

SATU HOLDINGS LIMITED
舍圖控股有限公司

Incorporated in the Cayman Islands with limited liability
於開曼群島註冊成立之有限公司

Stock Code 股份代號: 8392



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Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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*This report, for which the directors (the “**Directors**”) of Satu Holdings Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

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CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. She Leung Choi
*(Chairman and
Chief Executive Officer)*

Ms. Chan Lai Yin

Mr. She Leung Ngai Alex
(resigned on 28 August 2024)

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Ho Kim Ching

Mr. Chan Ching Sum Sam

Ms. Fan Pui Shan

AUDIT COMMITTEE

Mr. Ho Kim Ching *(Chairman)*

Mr. Chan Ching Sum Sam

Ms. Fan Pui Shan

REMUNERATION COMMITTEE

Mr. Chan Ching Sum Sam
(Chairman)

Mr. She Leung Choi

Mr. Ho Kim Ching

NOMINATION COMMITTEE

Mr. Chan Ching Sum Sam
(Chairman)

Mr. She Leung Choi

Mr. Ho Kim Ching

RISK MANAGEMENT COMMITTEE

Ms. Chan Lai Yin *(Chairlady)*

Ms. Fan Pui Shan

Mr. She Leung Ngai Alex
(resigned on 28 August 2024)

Mr. She Leung Choi
(appointed on 28 August 2024)

COMPANY SECRETARY

Mr. Hung Wai Ho

AUTHORISED REPRESENTATIVES

Mr. She Leung Choi

Mr. Hung Wai Ho

COMPLIANCE OFFICER

Mr. She Leung Choi

REGISTERED OFFICE

Third Floor
Century Yard
Cricket Square
P.O. Box 902
Grand Cayman
KY1-1103
Cayman Islands

HEADQUARTERS, HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Unit 2504, 25th Floor
Nanyang Plaza
57 Hung To Road
Kwun Tong, Kowloon
Hong Kong

PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA (THE "PRC")

Units 01 to 11, 23/F
Oriental Plaza
Luohu, Shenzhen
PRC

CORPORATE INFORMATION

LEGAL ADVISER

As to Hong Kong Law
ONC Lawyers
19th Floor
Three Exchange Square
8 Connaught Place
Central
Hong Kong

COMPANY'S WEBSITE

www.satuhome.com

STOCK CODE

8392

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Services (Cayman Islands)
Limited
Third Floor
Century Yard
Cricket Square
P.O. Box 902
Grand Cayman
KY1-1103
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
1 Garden Road
Hong Kong

The Hongkong and Shanghai
Banking Corporation Limited
HSBC Main Building
1 Queen's Road Central
Hong Kong

MANAGEMENT DISCUSSION AND ANALYSIS

The board of Directors (the “**Board**”) of the Company is pleased to present the unaudited condensed consolidated results of the Company and its subsidiaries (collectively the “**Group**”) for the six months ended 30 September 2024 (the “**Period**”), together with the comparative figures for the corresponding period in 2023 (the “**Previous Period**”).

BUSINESS REVIEW

The Group principally engages in the businesses of homeware export, e-commerce, and sales of own brand products during the Period. Our homeware customers are comprised of international brand owners and licensees, chain supermarkets and renowned department stores mainly in Europe. The total revenue of the Group was approximately HK\$26.8 million for the Period, representing an increase of approximately 18.9% as compared to that of approximately HK\$22.6 million for the Previous Period.

The homeware export business was still the Group’s major source of revenue, which contributed approximately 92.3% of the total revenue of the Group during the Period. The revenue of the homeware export business was approximately HK\$24.8 million, representing an increase of approximately 23.6% comparing with that of the Previous Period. The increase of homeware export sales was mainly attributable to the increase in sales orders from European customers for the Period. Moreover, the gross profit margin of homeware export business increase from approximately 30.2% in the Previous Period to approximately 31.8% in the Period. It is mainly attributable to two major customers placing orders on products with higher gross profit margin during the Period.

The revenue of e-commerce business dropped to approximately HK\$1.3 million during the Period, from approximately HK\$1.7 million in the Previous Period, representing a decline of approximately 24.2%. The revenue of our own brand products for the Period was approximately HK\$0.8 million, representing a decrease of approximately 6.5%, as compared to that of approximately HK\$0.9 million in the Previous Period. The e-commerce business and our own brand products contributed approximately 4.7% and 3.0% of the total revenue of the Group during the Period, respectively.

MANAGEMENT DISCUSSION AND ANALYSIS

During the Period, the Group recorded a loss attributable to the owners of the Company of approximately HK\$0.1 million as compared to a loss attributable to the owners of the Company of approximately HK\$3.8 million for the Previous Period.

PROSPECT

Our homeware export customers comprise international brand owners and licensees, chain supermarkets and renowned department stores mainly in Europe. The prolonged regional military conflicts in Europe and Middle East will cause an increase in logistics costs and insurance costs and lengthen the shipment cycle of our products. These military conflicts and global economic slowdown are the main unfavourable factors, which put pressure on the consumers' market, especially in Europe. Any deterioration of the economic and consumption sentiment may have negative impact on our homeware export business. The Group anticipates the operating environment in the second half of the financial year ending 31 March 2025 will remain challenging with a substantial degree of uncertainty. Nevertheless, the Group will continue to introduce a greater variety of products, diversify its sales networks and customer base in order to maximise our revenue and profitability.

FINANCIAL REVIEW

Revenue

The revenue of the Group for the Period was approximately HK\$26.8 million, as compared to that of approximately HK\$22.6 million for the Previous Period, representing an increase of approximately 18.9%. Such increase in revenue was primarily due to the increase in sales orders from the customers in homeware export business during the Period.

MANAGEMENT DISCUSSION AND ANALYSIS

Cost of Sales

The cost of sales of the Group increased by approximately 19.4% from approximately HK\$15.6 million for the Previous Period to approximately HK\$18.6 million for the Period, which was in line with the increase in revenue for the Period.

Gross Profit

Gross profit increased by approximately 17.8% to approximately HK\$8.3 million for the Period from approximately HK\$7.0 million for the Previous Period. The gross profit margin slightly decreased from approximately 31.0% for the Previous Period to approximately 30.7% for the Period. It was mainly attributable to impairment of inventories of approximately HK\$0.3 million, which offset the positive effect of two major customers in homeware export business placing orders on products with higher gross profit margin during the Period.

Other Income and Net Gains

The other income and net gains of the Group increased by approximately HK\$1.1 million, from approximately HK\$0.2 million for the Previous Period to approximately HK\$1.3 million for the Period. The increase was primarily due to the receipt of government grants of approximately HK\$0.8 million during the Period.

Selling and Distribution Expenses

The selling and distribution expenses of the Group decreased by approximately 24.8% from approximately HK\$5.2 million for the Previous Period to approximately HK\$3.9 million for the Period. The decrease in selling and distribution expenses was mainly attributable to the decrease in advertising and promotion costs.

Administrative Expenses

The administrative expenses of the Group decreased slightly by approximately HK\$0.1 million to approximately HK\$5.7 million for the Period from approximately HK\$5.8 million for the Previous Period. The decrease in administrative expenses was mainly attributable to the decrease in staff costs.

MANAGEMENT DISCUSSION AND ANALYSIS

Finance Costs

The finance costs decreased by approximately HK\$17,000 from approximately HK\$25,000 for the Previous Period to approximately HK\$8,000 for the Period. The decrease was mainly due to the decrease in interest expense on lease liabilities during the Period.

Income Tax Expense

The income tax expense of the Group was approximately HK\$3,000 for the Period as compared to that of approximately HK\$6,000 for the Previous Period.

Loss for the Period Attributable to Owners of the Company

After taking into account of the foregoing, the Group recorded a loss attributable to owners of the Company of approximately HK\$0.1 million for the Period, as compared to a loss attributable to owners of the Company of approximately HK\$3.8 million for the Previous Period.

LIQUIDITY, FINANCIAL RESOURCES AND INDEBTEDNESS

The Group's treasury policy is to regularly monitor its current and expected liquidity requirements and its relationship with its bankers to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

As at 30 September 2024, the Group had bank and cash balances of approximately HK\$14.9 million (31 March 2024: approximately HK\$13.7 million) which were principally denominated in Hong Kong Dollars ("**HK\$**"), United States Dollars ("**USD**") and Renminbi ("**RMB**"). As at 30 September 2024, the Group's indebtedness comprised lease liabilities of approximately HK\$0.1 million (31 March 2024: approximately HK\$0.4 million). As at 30 September 2024, the Group did not have any outstanding bank borrowings.

MANAGEMENT DISCUSSION AND ANALYSIS

Gearing ratio is calculated based on total debts divided by total equity and multiplied by 100%. As at 30 September 2024, the gearing ratio was approximately 0.5%, which decreased by approximately 1.4 percentage points as compared to that of approximately 1.9% as at 31 March 2024. It is mainly due to the repayment and the amortisation of lease liabilities.

As at 30 September 2024, the Group's total assets amounted to approximately HK\$28.2 million (31 March 2024: approximately HK\$26.7 million) and net assets amounted to approximately HK\$21.2 million (31 March 2024: approximately HK\$21.5 million).

As at 30 September 2024, current ratio and quick ratio of the Group decreased to approximately 4.1 and 4.1 respectively, as compared to that of approximately 5.0 and 4.8 respectively as at 31 March 2024.

SEGMENTAL INFORMATION

Segmental information is presented for the Group in note 4 of the unaudited condensed consolidated interim financial information.

LISTING AND USE OF PROCEEDS FROM THE SHARE OFFER

The Company listed its shares of HK\$0.01 each (the “**Shares**”) on the GEM of the Stock Exchange (the “**Listing**”) on 16 October 2017 (the “**Listing Date**”) and issued a total of 250,000,000 Shares by way of public offer and placing at a price of HK\$0.22 each. The net proceeds from the Listing, after deducting the actual listing expenses, amounted to approximately HK\$31.3 million.

From the Listing Date to 30 September 2024, the net proceeds from the Listing were utilised for the intended purposes as set out in the Prospectus under the section headed “Future Plans and Use of Proceeds” and the announcements for the reallocation and change in use of proceeds of the Company dated 19 March 2020 (the “**Announcement dated 19 March 2020**”) and dated 1 March 2024 (the “**Announcement dated 1 March 2024**”).

MANAGEMENT DISCUSSION AND ANALYSIS

As at 1 April 2024, the opening balance of the net proceeds from the Listing carried forward from the financial year ended 31 March 2024 were approximately HK\$2.2 million. An analysis of the amount utilised out of the net proceeds during the Period and up to 30 September 2024 is set out below:

	Planned use of net proceeds (HK\$ million)	Revised planned use of net proceeds ⁽ⁱ⁾ (HK\$ million)	Amount utilised during the Period (HK\$ million)	Utilised net proceeds up to 30 September 2024 (HK\$ million)	Remaining net proceeds as at 30 September 2024 (HK\$ million)	Expected timeline for the use of the remaining net proceeds ⁽ⁱⁱ⁾	Comparison between business objectives with actual business progress up to 30 September 2024
Broaden the existing customer base, increase market share in the existing target markets and expand into new markets	13.2	(7.3) ⁽ⁱ⁾	-	(5.9)	-	-	
Enhance design and development capabilities	4.7	(2.4)	-	(2.3)	-	-	-
Enhance our quality assurance capabilities	4.7	-	-	(4.7)	-	-	
Enhance brand recognition and awareness and promote corporate reputation	6.3	9.7 ⁽ⁱⁱ⁾	(1.1)	(14.9)	1.1	On or before 31 March 2025	(iii)
General working capital	2.4	-	-	(2.4)	-	-	
Total	31.3	-	(1.1)	(30.2)	1.1		

- (i) On 19 March 2020, the Board resolved to reallocate the unutilised net proceeds in an amount of approximately HK\$7.3 million for establishing one liaison office in each of Europe and the US, acquiring office equipment to operate the liaison offices and recruitment and retaining certain staff to enhance the Company's brand recognition and awareness. For further details, please refer to the Announcement dated 19 March 2020. On 1 March 2024, the Board resolved to reallocate the unutilised net proceeds in an amount of approximately HK\$2.4 million in enhancing the Company's brand recognition and awareness by providing more training on existing sales and marketing team, retaining existing sales and marketing team, recruiting more staff in the sales and marketing team, and attending more overseas exhibition fairs in promoting our products.
- (ii) The expected timeline for utilising the remaining proceeds is based on the best estimation of the future market conditions made by the Group. It will be subject to change based on current and future development of market conditions.
- (iii) During the Period, the Company applied the proceeds in the following activities, which were consistent with the implementation activities set out in the Prospectus and the Announcement dated 19 March 2020 and the Announcement dated 1 March 2024: 1) advertising fee for the promotion of the products with Company's own brand name; 2) providing service fee to the strategic business and brand consultant to develop the products under the Company's own brand name; and 3) maintaining the e-commerce platform for trading the products with the Company's own brand name.

MANAGEMENT DISCUSSION AND ANALYSIS

The remaining unutilised net proceeds as at 30 September 2024 were placed as bank balances with licensed bank in Hong Kong and will be applied in the manner consistent with the proposed allocations set out in the Prospectus and the Announcement dated 19 March 2020 and the Announcement dated 1 March 2024.

HUMAN RESOURCES

As at 30 September 2024, the Group had a total of 32 full-time employees including 2 executive Directors (as at 30 September 2023: 37 full-time employees including 3 executive Directors). The total employee benefit expenses (including Directors' emoluments) for the Period amounted to approximately HK\$4.3 million (Previous Period: approximately HK\$4.4 million). The Group determines the remuneration of its employees based on, among other factors, each employee's qualifications, experience and past performance. The remuneration package of employees are reviewed on a regular basis.

The Group recognises the importance of having good relationship with our employees, and believes our working environment and employee development opportunities have contributed to the Group's good employee relations and employee retention. The Group recruits our employees based on a number of factors such as their working experience, educational background and our needs. Apart from salary payments, other staff benefits include mandatory provident fund contributions, medical insurance coverage, discretionary bonus and share options which may be granted under the share option scheme adopted by the Company. The remuneration committee will regularly review and make recommendations to the Board on the overall remuneration policy, compensation package and structure for our Directors and senior management. The Group also provides induction training to new staff and regular trainings to staff when necessary.

MANAGEMENT DISCUSSION AND ANALYSIS

FOREIGN CURRENCY EXPOSURE

The Group is exposed to currency risk as most of its business transactions, assets and liabilities are principally denominated in HK\$, RMB, Euros and USD. The Group's sales and purchases are primarily denominated and settled in USD. The Group currently does not have a foreign currency hedging policy in respect of foreign currency transactions, assets and liabilities but would monitor the foreign exchange exposure closely and will consider hedging significant foreign currency exposure should the need arise. During the Period, the Group did not enter into any transactions which have been hedged by currency borrowing and other hedging instruments.

SHARE OPTION SCHEME

The Company's share option scheme (the "**Share Option Scheme**") was adopted pursuant to a resolution of the then shareholders of the Company on 22 September 2017 (the "**Date of Adoption**") to enable the Company to grant options to eligible participants as incentives and rewards for their contribution to the Group. From the Date of Adoption and up to the date of this report, no option had been granted or agreed to be granted, lapsed, exercised, or cancelled and there were no outstanding share options under the Share Option Scheme as at 30 September 2024. As at 30 September 2024 and as at the date of this report, there were in total of 100,000,000 shares which may be issued upon the exercise of all share options to be granted under the Share Option Scheme, which represents 10% of the number of issued shares of the Company as at 30 September 2024 and the date of this report, respectively.

PLEDGE OF ASSETS

There were no assets of the Group being pledged as security as at 30 September 2024.

CAPITAL COMMITMENTS

As at 30 September 2024, the Group did not have any material capital commitments (31 March 2024: Nil).

LEASE COMMITMENTS

As at 30 September 2024, the Group had lease commitments in nominal amount of approximately HK\$0.5 million (31 March 2024: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

CAPITAL STRUCTURE

The Shares were successfully listed on GEM on 16 October 2017. There has been no change in the capital structure of the Company since then. The equity of the Company only comprises ordinary shares.

As at 30 September 2024 and the date of this report, the issued share capital of the Company was HK\$10,000,000 divided into 1,000,000,000 Shares of HK\$0.01 each.

CONTINGENT LIABILITIES

As at 30 September 2024, the Group did not have any material contingent liabilities (31 March 2024: Nil).

MATERIAL ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Group had no material acquisitions or disposals of subsidiaries, associates and joint ventures during the Period.

SIGNIFICANT INVESTMENTS HELD, FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

There was no significant investment held as at 30 September 2024. There was no other plan for material investments or capital assets as at 30 September 2024.

DIVIDENDS

The Board takes into account, among other factors, the Group's overall results of operation, financial position and capital requirements in considering the declaration of dividends. The Board resolved not to recommend any payment of interim dividend for the Period (Previous Period: Nil).

SIGNIFICANT EVENTS

The Directors are not aware of any significant event happened subsequent to 30 September 2024 and up to the date of this report which requires disclosure.

CORPORATE GOVERNANCE

CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions of the Corporate Governance Code (the “**CG Code**”) set out in Appendix C1 to the GEM Listing Rules as its own code of corporate governance. Pursuant to code provision C.2.1 of the CG Code, the roles of chairman and the chief executive should be separated and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established.

However, the Company does not have a separate chairman and chief executive as Mr. She Leung Choi (“**Mr. She**”) currently assumes the roles of both chairman and chief executive of the Company. The Board believes that this structure has the benefit of ensuring consistent leadership within the Group and enables a more effective and efficient overall strategic planning for the Group. Since there are three independent non-executive Directors (“**INEDs**”) in the Board, the Board considers that the balance of power and authority under the present arrangement will not be impaired and this structure enables the Company to make and implement management and corporate decisions promptly, efficiently and effectively and there is sufficient checks and balances from the INEDs. The Board will continue to review and consider the need of appointing suitable candidate to assume the role of chief executive when necessary, taking into account the management needs and the corporate circumstances of our Group as a whole.

Save as the deviation from the code provision of C.2.1 of the CG Code disclosed above, the Company has complied with all the applicable code provisions set out in the CG Code during the Period.

CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standards of dealings as set out in Rules 5.48 to 5.67 to the GEM Listing Rules (the “**Model Code**”) during the Period. The Company had made specific enquiry with the Directors and each of the Director has confirmed that he/she has fully complied with the Model Code during the Period, and the Company was not aware of any non-compliance with the Model Code by the Directors during the Period.

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 September 2024, the interests or short positions of the Directors and chief executive of the Company in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO") which will be required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO); or (b) to be entered into the register required to be kept by the Company pursuant to section 352 of the SFO; or (c) as otherwise to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules are as follows:

(i) Interest in the Company

Name of Director	Capacity	Number of ordinary Shares held <i>(Note 1)</i>	Approximate percentage of shareholding
Mr. She	Interest of controlled corporation	611,250,000 (L) <i>(Note 2)</i>	61.125%
Ms. Chan Lai Yin ("Ms. Chan")	Interest of controlled corporation	86,250,000 (L) <i>(Note 3)</i>	8.625%

Notes:

1. The letter "L" denotes a long position in the Director's interest in the Shares.
2. The controlled corporation is Hearthfire Limited, which is wholly-owned by Mr. She, an executive Director, and by virtue of the SFO, Mr. She is deemed to be interested in all the Shares held by Hearthfire Limited.
3. The controlled corporation is Present Moment Limited, which is wholly-owned by Ms. Chan, an executive Director, and by virtue of the SFO, Ms. Chan is deemed to be interested in all the Shares held by Present Moment Limited.

OTHER INFORMATION

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS (CONTINUED)

(ii) Interest in associated corporations

Name of Director	Name of associated corporation	Capacity	Number of ordinary Shares in associated corporation held (L) <i>(Note)</i>	Approximate percentage of shareholding
Mr. She	Hearthfire Limited	Beneficial owner	1 share of US\$1.00 each	100%

Note: The letter "L" denotes a long position in the Director's interest in the shares of the associated corporation.

Save as disclosed above, as at 30 September 2024, none of the Directors nor the chief executive of the Company had registered any interests or short positions in the shares, underlying shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO); or (b) to be recorded in the register referred to in Section 352 of the SFO; or (c) to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

OTHER INFORMATION

INTEREST AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS IN SHARES AND UNDERLYING SHARES

As at 30 September 2024, so far as our Directors are aware, the persons (other than the Directors and chief executive of the Company as disclosed above) who will have or be deemed or taken to have interests and/or short positions in the Shares or the underlying Shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who were recorded in the register of the Company required to be kept pursuant to Section 336 of the SFO, or who were directly or indirectly interested in 5% or more of the Company's issued share capital are as follows:

Name of Shareholder	Capacity	Number of ordinary Shares held <i>(Note 1)</i>	Approximate percentage of shareholding
Hearthfire Limited	Beneficial owner	611,250,000 (L) <i>(Note 2)</i>	61.125%
Present Moment Limited	Beneficial owner	86,250,000 (L) <i>(Note 3)</i>	8.625%

Notes:

1. The letter "L" denotes a long position in the shareholder's interest in the Shares.
2. Hearthfire Limited is wholly-owned by Mr. She, an executive Director, and by virtue of the SFO, Mr. She is deemed to be interested in all the Shares held by Hearthfire Limited.
3. Present Moment Limited is wholly-owned by Ms. Chan, an executive Director, and by virtue of the SFO, Ms. Chan is deemed to be interested in all the Shares held by Present Moment Limited.

Save as disclosed above, as at 30 September 2024, so far as is known by or otherwise notified to the Directors, no other person or entity (other than a Director or the chief executive of the Company) had interests or short positions in the Shares and underlying Shares as required to be recorded in the register to be kept by the Company under Section 336 of the SFO or to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO.

OTHER INFORMATION

COMPETING INTERESTS

The Directors are not aware of any business or interest of the Directors or the controlling shareholders (as defined in the GEM Listing Rules) of the Company nor any of their respective associates (as defined in the GEM Listing Rules) that competed 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 Period and up to the date of this report.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the Period and up to the date of this report.

AUDIT COMMITTEE

The Company has established the Audit Committee with written terms of reference in compliance with Rules 5.28 and 5.29 to the GEM Listing Rules and code provisions D.3.3 and D.3.7 of the CG Code as set out in Appendix C1 to the GEM Listing Rules. The unaudited condensed consolidated interim financial information of the Group for the Period has not been audited or reviewed by the auditor of the Company. The Audit Committee, comprising three independent non-executive Directors, namely Mr. Ho Kim Ching, Mr. Chan Ching Sum Sam and Ms. Fan Pui Shan, has reviewed the accounting standards and policies adopted by the Group and the interim report including the unaudited condensed consolidated interim financial information of the Group for the Period.

OTHER INFORMATION

CHANGE IN DIRECTORS' BIOGRAPHICAL INFORMATION

Pursuant to Rule 17.50A of the GEM Listing Rules, the biographical information of the Director are supplemented as follows:

Ms. Fan Pui Shan (樊佩珊), an independent non-executive Director, resigned as senior director of IT Portfolio of Fossil Asia Pacific Limited, an indirect wholly-owned subsidiary of Fossil Group, Inc. (NYSE stock code: FOSL), shares of which are listed on the NASDAQ stock market, on 2 August 2024.

By order of the Board
Satu Holdings Limited
She Leung Choi
Chairman

Hong Kong, 27 November 2024

As at the date of this report, the executive Directors are Mr. She Leung Choi and Ms. Chan Lai Yin; and the independent non-executive Directors are Mr. Ho Kim Ching, Mr. Chan Ching Sum Sam and Ms. Fan Pui Shan.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the six months ended 30 September 2024

		Six months ended 30 September	
		2024	2023
		HK\$'000	HK\$'000
		(unaudited)	(unaudited)
	Notes		
Revenue	4	26,836	22,565
Cost of sales		(18,586)	(15,562)
Gross profit		8,250	7,003
Other income and net gains	4	1,321	203
Selling and distribution expenses		(3,931)	(5,224)
Administrative expenses		(5,731)	(5,784)
Loss from operations		(91)	(3,802)
Finance costs	5	(8)	(25)
Loss before tax		(99)	(3,827)
Income tax expense	6	(3)	(6)
Loss for the period attributable to owners of the Company	7	(102)	(3,833)
Loss per share attributable to owners of the Company			
Basic and diluted	8	HK(0.01) cents	HK(0.383) cents

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2024

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Loss for the period	(102)	(3,833)
Other comprehensive income:		
<i>Items that may be reclassified to profit or loss:</i>		
Exchange differences on translating foreign operations	(179)	244
Other comprehensive income for the period, net of tax	(281)	(3,589)
Total comprehensive income for the period attributable to owners of the Company	(281)	(3,589)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2024

	<i>Notes</i>	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
Non-current assets			
Property, plant and equipment	10	109	166
Right-of-use assets	11	142	426
		251	592
Current assets			
Inventories	12	297	994
Trade and bills receivables	13	11,066	10,180
Prepayments and deposits	14	1,411	1,308
Current tax assets		15	19
Bank and cash balances		14,889	13,651
		27,678	26,152
Current liabilities			
Trade payables	15	4,699	3,303
Other payables and accruals	15	1,799	1,347
Contract liabilities	15	108	185
Lease liabilities	16	103	408
		6,709	5,243
Net current assets		20,969	20,909
NET ASSETS		21,220	21,501
Capital and reserves			
Share capital	17	10,000	10,000
Reserves		11,220	11,501
TOTAL EQUITY		21,220	21,501

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2024

	Attributable to the owners of the Company					(Accumulated losses)/ Retained earnings	Total equity
	Share capital	Other reserve	Foreign currency translation reserve	Share premium	Merger reserve		
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 April 2023	10,000	8	11	36,793	(360)	(17,363)	29,089
Loss and total comprehensive income for the period	-	-	244	-	-	(3,833)	(3,589)
At 30 September 2023 (unaudited)	10,000	8	255	36,793	(360)	(21,196)	25,500
At 1 April 2024	10,000	8	182	36,793	(360)	(25,122)	21,501
Loss and total comprehensive income for the period	-	-	(179)	-	-	(102)	(281)
At 30 September 2024 (unaudited)	10,000	8	3	36,793	(360)	(25,224)	21,220

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2024

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Net cash generated from/(used in) operating activities	1,445	(8,112)
Net cash generated from investing activities	275	373
Net cash used in financing activities	(304)	(340)
Effect of foreign exchange rate changes	(178)	244
Net increase/(decrease) in cash and cash equivalents	1,238	(7,835)
Cash and cash equivalents at 1 April	13,651	26,044
Cash and cash equivalents at 30 September	14,889	18,209
Analysis of cash and cash equivalents Bank and cash balances	14,889	18,209

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

1. GENERAL INFORMATION

Satu Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands as an exempted company with limited liability and is domiciled in Hong Kong. The address of its registered office is Third Floor, Century Yard, Cricket Square, P.O. Box 902, Grand Cayman, KY1-1103, Cayman Islands. The principal place of business of the Company in Hong Kong is Unit 2504, 25/F, Nanyang Plaza, 57 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

The Company is an investment holding company, the Company and its subsidiaries (collectively the “**Group**”) now comprising the Group are principally engaged in trading and designing of homeware products and e-commerce business.

In the opinion of the Directors, as at 30 September 2024, Hearthfire Limited, a company incorporated in the British Virgin Islands (the “**BVI**”) is the immediate and ultimate parent, and Mr. She who wholly owns Hearthfire Limited and is a director of the Company, is the ultimate controlling party of the Company.

2. BASIS OF PREPARATION

The unaudited condensed consolidated interim financial information for the Period has been prepared in accordance with the applicable disclosure requirement of the GEM Listing Rules, and with applicable Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”). HKFRSs comprise Hong Kong Financial Reporting Standards (“**HKFRS**”), Hong Kong Accounting Standards (“**HKAS**”) and Interpretations.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

2. BASIS OF PREPARATION (CONTINUED)

The unaudited condensed consolidated interim financial information have been prepared in accordance with the same accounting policies adopted in the audited financial statements for the year ended 31 March 2024, except for the adoption of the new, revised and amendments to HKFRSs that are relevant to the Group and effective for accounting periods beginning on or after 1 April 2024. Details of any changes in accounting policies are set out in note 3 to the unaudited condensed consolidated interim financial information. The preparation of the unaudited condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The unaudited condensed consolidated interim financial information contains selected explanatory notes which include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the consolidated financial statements for the year ended 31 March 2024. The unaudited condensed consolidated interim financial information and notes thereon do not include all of the information required for full set of financial statements prepared in accordance with the HKFRSs.

The unaudited condensed consolidated interim financial information have been prepared under the historical cost convention unless otherwise mentioned. The unaudited condensed consolidated interim financial information are unaudited but has been reviewed by the audit committee of the Company.

This unaudited condensed consolidated interim financial information 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 (“**HK\$’000**”) unless otherwise indicated.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

3. PRINCIPAL ACCOUNTING POLICIES

The accounting policies applied are consistent with those of the annual financial statements for the year ended 31 March 2024, as described in those annual financial statements. In the Period, the Group has applied the following amendments issued by the HKICPA for the first time, which are effective for the financial period beginning on 1 April 2024.

Amendments to HKAS 1	Classification of Liabilities as Current or Non-current
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Hong Kong Interpretation 5 (Revised) Presentation of Financial Statements	Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements
Amendments to HKAS 21	Lack of Exchangeability

The application of the above amendments to HKFRSs in the Period has had no material effect on the amounts reported in the unaudited condensed consolidated interim financial information and/or disclosures set out in the unaudited condensed consolidated interim financial information.

The Group has not early adopted any new or revised HKFRSs that have been issued but are not yet effective in the unaudited condensed consolidated interim financial information.

The Group is in the process of making an assessment of the impact of these new and revised HKFRSs but is not yet in a position to state whether these new and revised HKFRSs and HKASs would have a material impact on its results of operations and financial position.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

4. REVENUE AND SEGMENT INFORMATION

Revenue and other income and net gains recognised during the period are as follows:

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Revenue		
Sales of homeware products	26,836	22,565
Other income and net gains		
Government grants ^(Note)	826	63
Interest income	275	391
Packaging and tooling income	25	34
Sampling and design income	27	18
Foreign exchange gain/(loss), net	109	(359)
Others	59	56
	1,321	203

Note: The amount represented the subsidy income from the Dedicated Fund on Branding, Upgrading and Domestic Sales and SME Export Marketing Fund launched by the Hong Kong SAR Government.

Segment information

The executive Directors of the Company, being the chief operating decision maker, regularly review revenue analysis by customers and by locations. The executive Directors of the Company consider the operating activities of designing and trading of homeware products as a single operating segment. The operating segment has been identified with reference to the internal management reports prepared and is regularly reviewed by the executive Directors of the Company. The executive Directors of the Company review the overall results, assets and liabilities of the Group as a whole to make decisions about resources allocation. Accordingly, no analysis of this single operating segment is presented.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

4. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Geographical information

Revenue from external customers, based on location of delivery to customers, is as follows:

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Revenue		
Denmark	9,715	4,153
United Kingdom	6,664	5,188
Germany	1,514	2,708
Australia	1,500	486
United States	1,402	2,466
France	1,398	2,817
Poland	974	1,724
Canada	891	–
Italy	866	651
PRC	794	865
Others	1,118	1,507
	26,836	22,565

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

4. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Geographical information (Continued)

An analysis of the Group's non-current assets by their geographical location is as follows:

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
Hong Kong	54	496
PRC	55	96
	109	592

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

4. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Information about major customers

Revenue from a customer contributing over 10% of the total revenue of the Group is as follows:

	Six months ended 30 September	
	2024 <i>HK\$'000</i> (unaudited)	2023 <i>HK\$'000</i> (unaudited)
Customer A	9,715	6,220
Customer B	4,764	3,983
Customer C	N/A ¹	N/A ¹

¹ The corresponding revenue did not contribute over 10% of the total revenue of the Group.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

5. FINANCE COSTS

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Interest on lease liabilities	8	25

6. INCOME TAX EXPENSE

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Current tax		
– Hong Kong Profits Tax Provision for the period	4	5
– PRC Enterprise Income Tax		
Over-provision in prior year	(1)	–
Provision for the period	–	1
	3	6

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

6. INCOME TAX EXPENSE (CONTINUED)

The Company was incorporated in the Cayman Islands and B&C Industries (BVI) Limited was incorporated in the BVI. They are tax exempted as no business was carried on in the Cayman Islands and the BVI under the tax laws of the Cayman Islands and the BVI respectively.

Under the two-tiered profits tax regime, the first HK\$2 million of profits of the qualifying group entity established in Hong Kong will be taxed at 8.25%, and profits above that amount will be subject to the tax rate of 16.5%. The profits of the group entities not qualifying for the two-tiered profit tax rate regime will continue to be taxed at a rate of 16.5%.

Pursuant to the PRC EIT Law and the respective regulations, the subsidiaries which operate in the Mainland China are subject to corporate income tax at a rate of 25% on the taxable income. Preferential tax treatment is available to the Group's PRC subsidiaries.

According to the Enterprise Income Tax Law and the Implementation of the Enterprise Income Tax Law of the PRC, an entity eligible as a Small Low-profit Enterprise is subject to preferential tax treatments phase 2 in which a Small Low-profit Enterprise with annual taxable income not more than RMB1,000,000 is subject to Enterprise Income Tax calculated at 25% of its taxable income at a tax rate of 20%. Satu Fashion Products (Shenzhen) Company Limited* (舍圖時尚用品 (深圳) 有限公司) is eligible as a Small Low-profit Enterprise and is subject to the relevant preferential tax treatments.

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.

* *For identification purposes only*

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

7. LOSS FOR THE PERIOD

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

	Six months ended 30 September	
	2024 <i>HK\$'000</i> (unaudited)	2023 <i>HK\$'000</i> (unaudited)
Auditor's remuneration	300	305
Allowance for slowing-moving inventory, net (included in cost of sales)	298	–
Cost of homeware products	16,572	13,781
Depreciation on right-of-use assets	283	283
Depreciation on property, plant and equipment	58	363
Foreign exchange (gain)/loss, net	(109)	359
Short-term lease charges in respect of:		
— Office premises	687	828
— Retail shop	269	273
— Warehouse	267	273
Staff costs including Directors' emoluments		
— Salaries and allowances	4,007	4,128
— Discretionary bonuses	–	8
— Retirement benefit scheme contributions	266	266

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

8. LOSS PER SHARE

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

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Loss		
Loss attributable to owners of the Company	(102)	(3,833)
	'000	'000
Number of shares		
Weighted average number of ordinary shares for the purpose of calculation of basic loss per share	1,000,000	1,000,000

The diluted loss per share is equal to the basic loss per share as there were no dilutive potential ordinary share in issue during the Period and Previous Period.

9. DIVIDENDS

The Directors do not recommend a payment of an interim dividend of the Company for the Period (Previous Period: Nil).

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

10. PROPERTY, PLANT AND EQUIPMENT

During the Period, the Group did not acquire property, plant and equipment (Previous Period: HK\$18,000).

11. RIGHT-OF-USE ASSETS

	Leased property HK\$'000
At 1 April 2023	992
Depreciation	(283)
At 30 September 2023 (unaudited)	709
At 1 April 2024	425
Depreciation	(283)
At 30 September 2024 (unaudited)	142

12. INVENTORIES

	As at 30 September 2024 HK\$'000 (unaudited)	As at 31 March 2024 HK\$'000 (audited)
Raw materials	202	227
Finished goods	2,669	2,988
	2,871	3,215
Allowance for inventories	(2,574)	(2,221)
	297	994

As at 30 September 2024, the carrying values of inventories are approximately HK\$297,000 (31 March 2024: approximately HK\$994,000), which are net of provision of obsolete and slow-moving inventories of approximately HK\$2,574,000 (31 March 2024: approximately HK\$2,221,000).

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

13. TRADE AND BILLS RECEIVABLES

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
Trade receivables	8,295	5,999
Bills receivables	2,771	4,181
	11,066	10,180

The Group's credit terms generally range from 30 to 120 days. For new customers, payment in advance is normally required. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by the Directors.

The aging analysis of trade and bills receivables, based on the delivery date, is as follows:

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
0 to 30 days	5,542	5,292
31 to 60 days	3,630	1,733
61 to 120 days	1,894	3,155
	11,066	10,180

The Group does not hold any collateral as security or other credit enhancements over these balances.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

13. TRADE AND BILLS RECEIVABLES (CONTINUED)

The carrying amounts of the Group's trade and bills receivables are denominated in the following currencies:

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
USD	11,052	10,164
RMB	8	15
Others	6	1
	11,066	10,180

14. PREPAYMENT AND DEPOSITS

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
Prepayments		
Goods purchased	639	508
Administrative and operating expenses	227	360
	866	868
Deposits		
Rental deposits	295	293
Utility deposits	8	8
Other deposits	242	139
	545	440
	1,411	1,308

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

15. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS AND CONTRACT LIABILITIES

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
Trade payables	4,699	3,303
Other payables and accruals		
Accrued staff costs	307	303
Accrued administrative and operating expenses	1,477	1,029
Others	15	15
	1,799	1,347
Contract liabilities	108	185
	6,606	4,835

The aging analysis of trade payables, based on the date of receipt of goods, is as follows:

	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
0 to 90 days	4,613	3,328
91 to 180 days	14	6
Over 180 days	72	69
	4,699	3,303

The credit period normally ranges from 30 to 90 days.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

16. LEASE LIABILITIES

	Minimum lease payments		Present value of minimum lease payments	
	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)	As at 30 September 2024 <i>HK\$'000</i> (unaudited)	As at 31 March 2024 <i>HK\$'000</i> (audited)
Within one year	104	416	103	408
More than one year, but not exceeding two years	–	–	–	–
	104	416	103	408
Less: Future finance charges	(1)	(8)	N/A	N/A
Present value of lease obligations	103	408	103	408
Less: Amount due for settlement within 12 months (shown under current liabilities)			(103)	(408)
Amount due for settlement after 12 months			–	–

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

16. LEASE LIABILITIES (CONTINUED)

The weighted average incremental borrowing rate applied to lease liabilities was 5.5% (31 March 2024: 5.5%).

All lease liabilities are denominated in HK\$.

17. SHARE CAPITAL

	Number of shares	Amount HK\$'000
Authorised:		
Ordinary shares of HK\$0.01 each		
At 31 March 2024 (audited) and 30 September 2024 (unaudited)	10,000,000,000	100,000
Issued and fully paid:		
Ordinary shares of HK\$0.01 each		
At 31 March 2024 (audited) and 30 September 2024 (unaudited)	1,000,000,000	10,000

18. RELATED PARTY TRANSACTIONS

(a) The Group had the following transactions with its related parties:

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Rental expense to Pansino Homeware (Shenzhen) Co., Ltd.* (泛華家居用品(深圳)有限公司 (“Pansino Shenzhen”)) ^(Note)	687	828

* For identification purpose only

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

For the six months ended 30 September 2024

18. RELATED PARTY TRANSACTIONS (CONTINUED)

- (a) The Group had the following transactions with its related parties:
(Continued)

Note:

Mr. She is interested in these transactions to the extent that he is the beneficial owner of Pansino Shenzhen. Therefore, the transactions with Pansino Shenzhen are also a continuing connected transactions under the GEM Listing Rules but are fully exempted from the requirements of reporting, announcement, annual review, circular and independent shareholders' approval under Rule 20.74(1)(c) of the GEM Listing Rules.

- (b) The remuneration of Directors and other members of key management during the period was as follows:

	Six months ended 30 September	
	2024 HK\$'000 (unaudited)	2023 HK\$'000 (unaudited)
Short-term employee benefits	1,479	1,252
Retirement benefit scheme contributions	35	36
	1,514	1,288

19. COMPARATIVE FIGURES

Certain comparative figures had been reclassified to conform with this period presentation.