

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**SUCCESS**

**SUCCESS UNIVERSE GROUP LIMITED**

**實德環球有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 00487)**

**ANNOUNCEMENT OF FINAL RESULTS  
FOR THE YEAR ENDED 31 DECEMBER 2023**

**RESULTS**

The board of directors (the “Board”) of Success Universe Group Limited (the “Company”) is pleased to announce the consolidated results of the Company and its subsidiaries (collectively the “Group”) for the year ended 31 December 2023 together with comparative figures for the year ended 31 December 2022 as follows:

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS

*For the year ended 31 December 2023*

	<i>Notes</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Revenue</b>	3, 4	<b>101,897</b>	114,778
Cost of sales		<u>(85,119)</u>	<u>(102,354)</u>
<b>Gross profit</b>		<b>16,778</b>	12,424
Other revenue and gain	5	<b>3,942</b>	5,765
Fair value loss on investment properties		<b>(7,300)</b>	(9,800)
Gain/(loss) arising on change in fair value of financial assets at fair value through profit or loss		<b>95,390</b>	(174,113)
Administrative expenses		<b>(50,490)</b>	(49,575)
Other operating expenses	6(c)	<u><b>(6,484)</b></u>	<u>(16,593)</u>
<b>Profit/(loss) from operations</b>		<b>51,836</b>	(231,892)
Finance costs	6(a)	<b>(26,770)</b>	(13,674)
Share of results of joint ventures		<b>518</b>	627
Share of results of associates		<u><b>143,717</b></u>	<u>(42,133)</u>
<b>Profit/(loss) before taxation</b>	6	<b>169,301</b>	(287,072)
Taxation	7	<u>–</u>	<u>–</u>
<b>Profit/(loss) for the year</b>		<u><b>169,301</b></u>	<u>(287,072)</u>
<b>Profit/(loss) for the year attributable to owners of the Company</b>		<u><b>169,301</b></u>	<u>(287,072)</u>
<b>Earnings/(loss) per share</b>			
– Basic and diluted	9	<u><b>3.44HK cents</b></u>	<u>(5.83)HK cents</u>

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

For the year ended 31 December 2023

	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Profit/(loss) for the year</b>	<b>169,301</b>	(287,072)
<b>Other comprehensive loss</b>		
<i>Item that may be reclassified subsequently to profit or loss:</i>		
Exchange differences on translation of financial statements of overseas subsidiaries	<u>(1,302)</u>	<u>(1,208)</u>
Total other comprehensive loss for the year, net of tax	<u>(1,302)</u>	<u>(1,208)</u>
<b>Total comprehensive income/(loss) for the year</b>	<b><u>167,999</u></b>	<b><u>(288,280)</u></b>
<b>Total comprehensive income/(loss) for the year attributable to owners of the Company</b>	<b><u>167,999</u></b>	<b><u>(288,280)</u></b>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2023

	<i>Note</i>	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Non-current assets</b>			
Property, plant and equipment		<b>223,241</b>	234,816
Intangible assets		<b>6,102</b>	3,977
Investment properties		<b>121,500</b>	128,800
Interests in associates		<b>678,227</b>	535,404
Interests in joint ventures		<b>8,468</b>	7,950
		<u><b>1,037,538</b></u>	<u>910,947</u>
<b>Current assets</b>			
Stock of properties		<b>88,900</b>	100,600
Trade and other receivables	<i>10</i>	<b>15,727</b>	18,359
Financial assets at fair value through profit or loss		<b>188,453</b>	93,429
Restricted bank deposits		<b>549</b>	549
Cash and cash equivalents		<b>57,388</b>	147,273
		<u><b>351,017</b></u>	<u>360,210</u>
<b>Current liabilities</b>			
Trade and other payables	<i>11</i>	<b>20,294</b>	21,676
Contract liabilities		<b>802</b>	731
Bank loans		<b>306,500</b>	312,500
Lease liabilities		<b>311</b>	554
Financial guarantee contract		<b>–</b>	161
		<u><b>327,907</b></u>	<u>335,622</u>
<b>Net current assets</b>		<u><b>23,110</b></u>	<u>24,588</u>
<b>Total assets less current liabilities</b>		<u><b>1,060,648</b></u>	<u>935,535</u>

	<b>2023</b> <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Non-current liabilities</b>		
Lease liabilities	284	170
Loan from a director and controlling shareholder	<u>173,000</u>	<u>216,000</u>
	<u>173,284</u>	<u>216,170</u>
<b>Net assets</b>	<u><b>887,364</b></u>	<u><b>719,365</b></u>
<b>Capital and reserves</b>		
Share capital	49,265	49,265
Reserves	<u>838,099</u>	<u>670,100</u>
<b>Total equity</b>	<u><b>887,364</b></u>	<u><b>719,365</b></u>

*NOTES:*

**1. BASIS OF PREPARATION**

These consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRS(s)”), which collective term includes all applicable individual HKFRSs, Hong Kong Accounting Standards (“HKAS(s)”) and interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong and applicable disclosure requirements under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong). 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. These consolidated financial statements also comply with the applicable disclosures provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The HKICPA has issued certain amendments and interpretations which are or have become effective. It also issued certain new and revised standards, amendments and interpretation (“New HKFRSs”), which are first effective or available for early adoption for the current accounting period of the Group. Note 2 provides information on initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these consolidated financial statements.

The consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is the same as the functional currency of the Company. All values are rounded to the nearest thousand (“HK\$’000”) except when otherwise indicated.

The measurement basis used in the preparation of the consolidated financial statements is the historical cost basis except that investment properties and financial assets at fair value through profit or loss (“FVTPL”) are stated at their fair value.

**2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS**

**New HKFRSs that are mandatorily effective for the current year**

In the current year, the Group has applied the following New HKFRSs issued by the HKICPA for the first time, which are mandatorily effective for the annual periods beginning on or after 1 January 2023 for the preparation of the consolidated financial statements:

HKFRS 17 (including the October 2020 and February 2022 amendments to HKFRS 17)	Insurance Contracts
HKAS 8 (Amendments)	Definition of Accounting Estimates
HKAS 12 (Amendments)	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
HKAS 12 (Amendments)	International Tax Reform-Pillar Two Model Rules
HKAS 1 and HKFRS Practice Statement 2 (Amendments)	Disclosure of Accounting Policies

The application of the above New 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.

## **Change in accounting policy as a result of application of the HKICPA guidance on the accounting implications of the abolition of the Mandatory Provident Fund (“MPF”) – Long Service Payment (“LSP”) offsetting mechanism in Hong Kong**

In June 2022, the Government of the Hong Kong Special Administration Region (“Hong Kong Government”) gazetted the Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Ordinance 2022 (the “Amendment Ordinance”), which abolishes the use of the accrued benefits derived from employers’ mandatory MPF contributions to offset severance payment and LSP (the “Abolition”). The Abolition will officially take effect on 1 May 2025 (the “Transition Date”). In addition, under the Amendment Ordinance, the last month’s salary immediately preceding the Transition Date (instead of the date of termination of employment) is used to calculate the portion of LSP in respect of the employment period before the Transition Date.

In July 2023, the HKICPA published “Accounting implications of the abolition of the MPF – LSP offsetting mechanism in Hong Kong” which provides guidance for the accounting for the offsetting mechanism and the impact arising from abolition of the MPF – LSP offsetting mechanism in Hong Kong. In light of this, the Group has implemented the guidance published by the HKICPA in connection with the LSP obligation retrospectively so as to provide more reliable and more relevant information about the effects of the offsetting mechanism and the Abolition.

The change in accounting policy has no material impact on the Group’s consolidated financial statements for the current and previous year.

### **New HKFRSs that have been issued but not yet effective**

The Group has not early applied the following New HKFRSs that have been issued but are not yet effective:

HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture <sup>1</sup>
HKFRS 16 (Amendments)	Lease Liability in a Sale and Leaseback <sup>2</sup>
HKAS 1 (Amendments)	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) <sup>2</sup>
HKAS 1 (Amendments)	Non-current Liabilities with Covenants <sup>2</sup>
HKAS 7 and HKFRS 7 (Amendments)	Supplier Finance Arrangements <sup>2</sup>
HKAS 21 (Amendments)	Lack of Exchangeability <sup>3</sup>

<sup>1</sup> *Effective for annual periods beginning on or after a date to be determined.*

<sup>2</sup> *Effective for annual periods beginning on or after 1 January 2024.*

<sup>3</sup> *Effective for annual periods beginning on or after 1 January 2025.*

The directors of the Company anticipate that the application of the above New HKFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

### 3. SEGMENT INFORMATION

Operating segments are identified on the basis of internal reports which provide information about components of the Group. This information are reported to and reviewed by the chief operating decision maker (the “CODM”) for the purposes of resource allocation and performance assessment.

The CODM considers the business from both geographic and service perspective.

The Group has presented the following two reportable segments.

- Travel business: sales of air tickets and provision of travel-related services.
- Property investment business: receiving rental streams from leasing office premises and sales of properties in Hong Kong.

#### (a) Segment results, assets and liabilities

The travel reportable operating segment derives their revenue primarily from sales of air tickets and provision of travel-related services. Geographically, management considers the performance of the travel business in North America.

The property investment reportable operating segment derives their revenue from leasing office premises and sales of properties in Hong Kong.

In accordance with HKFRS 8, segment information disclosed in these consolidated financial statements has been prepared in a manner consistent with the information used by the Group’s CODM for the purposes of assessing segment performance and allocating resources between segments, the Group’s CODM monitors the results, assets and liabilities attributable to each reportable segment on the following basis:

Segment profit represents the profit from each segment without allocation of corporate administrative costs such as directors’ emoluments, share of results of associates and joint ventures, gain/loss arising on change in fair value of financial assets at FVTPL, reversal of impairment loss recognised on amount due from a joint venture, impairment loss recognised on intangible assets which are allocated to corporate assets and corporate finance costs. To arrive at reportable segment profit, the management additionally provides segment information concerning interest income, finance costs and major non-cash items such as depreciation, amortisation and impairment losses derived from reportable segments. Unallocated corporate income mainly comprises amortisation on financial guarantee contract, interest income, management fee income from an associate and other sundry income. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment. Taxation is not allocated to reportable segments.

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments.

The revenue from external parties reported to the CODM is measured in a manner consistent with that in the consolidated statement of profit or loss.

All assets are allocated to reportable segments other than amounts due from associates and a joint venture, interests in associates and joint ventures, and financial assets at FVTPL. Unallocated corporate assets mainly include part of the property, plant and equipment as well as intangible assets, together with cash and cash equivalents of the central administration companies.

All liabilities are allocated to reportable segments other than corporate liabilities. Unallocated corporate liabilities mainly include financial guarantee contracts, bank loans, loan from a director and controlling shareholder and part of other payables borne by the central administration companies.

Information regarding the Group's reportable segments as provided to the Group's CODM for the purposes of resource allocation and assessment of segment performance for the year is set out below:

	Travel		Property investment		Total	
	2023 HK\$'000	2022 HK\$'000	2023 HK\$'000	2022 HK\$'000	2023 HK\$'000	2022 HK\$'000
<b>Revenue from external customers and reportable segment revenue</b>	<b>99,229</b>	112,139	<b>2,668</b>	2,639	<b>101,897</b>	114,778
<b>Reportable segment profit/(loss)</b>	<b>4,276</b>	3,307	<b>(14,172)</b>	(15,860)	<b>(9,896)</b>	(12,553)
Share of results of joint ventures					518	627
Share of results of associates					143,717	(42,133)
Gain/(loss) arising on change in fair value of financial assets at FVTPL					95,390	(174,113)
Impairment loss recognised on intangible assets					-	(8,529)
Reversal of impairment loss recognised on amount due from a joint venture					3,200	-
Unallocated corporate income					615	2,527
Unallocated corporate expenses					(37,483)	(39,234)
Finance costs					(26,760)	(13,664)
<b>Consolidated profit/(loss) before taxation</b>					<b>169,301</b>	(287,072)
Taxation					-	-
<b>Consolidated profit/(loss) for the year</b>					<b>169,301</b>	(287,072)
<b>Reportable segment assets</b>	<b>45,368</b>	44,459	<b>211,261</b>	230,047	<b>256,629</b>	274,506
<b>Unallocated corporate assets</b>						
- Interests in associates					678,227	535,404
- Interests in joint ventures					8,468	7,950
- Financial assets at FVTPL					188,453	93,429
- Corporate assets					256,778	359,868
					<b>1,388,555</b>	1,271,157
<b>Reportable segment liabilities</b>	<b>18,044</b>	20,119	<b>1,621</b>	1,587	<b>19,665</b>	21,706
<b>Unallocated corporate liabilities</b>						
- Corporate liabilities					481,526	530,086
					<b>501,191</b>	551,792

(b) Other segment information

	Travel		Property investment		Other corporate entities		Total	
	2023	2022	2023	2022	2023	2022	2023	2022
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Bank interest income	105	42	-	-	256	78	361	120
Fair value loss on investment properties	-	-	(7,300)	(9,800)	-	-	(7,300)	(9,800)
Depreciation:								
- owned property,								
plant and equipment	(297)	(343)	-	-	(11,361)	(11,623)	(11,658)	(11,966)
- right-of-use assets	(520)	(633)	-	-	-	-	(520)	(633)
Reversal of allowance for/(allowance for) expected credit losses on trade receivables	14	(63)	-	-	-	-	14	(63)
Reversal of impairment loss/(impairment loss) recognised on intangible assets	2,002	2,799	-	-	-	(8,529)	2,002	(5,730)
Reversal of impairment loss recognised on amount due from a joint venture	-	-	-	-	(3,200)	-	(3,200)	-
Write-down of stock of properties	-	-	(11,700)	(10,800)	-	-	(11,700)	(10,800)
Finance costs	(10)	(10)	-	-	(26,760)	(13,664)	(26,770)	(13,674)
Additions to non-current assets*	11	228	-	-	127	44	138	272

\* Additions to non-current assets only include the additions to property, plant and equipment but excluded right-of-use assets for both years.

(c) Disaggregation of revenue

	2023	2022
	HK\$'000	HK\$'000
<b>Revenue from contracts with customers:</b>		
<i>Recognised at a point in time</i>		
<u>Travel business:</u>		
Sales of air tickets	86,667	102,599
Travel and related service fee income	12,562	9,540
	<u>99,229</u>	<u>112,139</u>
<b>Revenue from other sources:</b>		
Rental income	2,668	2,639
	<u>2,668</u>	<u>2,639</u>
<b>Total revenue</b>	<u><b>101,897</b></u>	<u><b>114,778</b></u>

(d) **Geographical information**

The following is an analysis of geographical location of (i) the Group's revenue from external customers; and (ii) the Group's non-current assets. The geographical location of customers refers to the location at which the services were provided. The Group's non-current assets included property, plant and equipment, investment properties, intangible assets, interests in associates and joint ventures.

The geographical location of property, plant and equipment and investment properties is based on the physical location of the asset under consideration. In the case of intangible assets, it is based on the location of operations to which these intangibles are allocated. In the case of interests in associates and joint ventures, it is based on the location of operations of such associates and joint ventures.

	Revenue from external customers		Non-current assets At 31 December	
	2023 HK\$'000	2022 HK\$'000	2023 HK\$'000	2022 HK\$'000
Hong Kong (place of domicile)	2,668	2,639	350,447	368,589
Macau	–	–	678,227	535,404
North America	99,229	112,139	8,699	6,589
The People's Republic of China ("PRC")	–	–	165	365
	<u>101,897</u>	<u>114,778</u>	<u>1,037,538</u>	<u>910,947</u>

(e) **Major customers**

Revenue from customers arising from travel business segment who contribute over 10% of the total revenue of the Group is set out as follows:

	2023 HK\$'000	2022 HK\$'000
Customer A	22,968	58,709
Customer B	32,608	N/A*
Customer C	14,145	N/A*

\* *The corresponding revenue did not contribute over 10% of the total revenue of the Group for the respective year.*

#### 4. REVENUE

The principal activities of the Group are engaged in the travel-related and property investment businesses.

Revenue represents sales of air tickets, service fee income from provision of travel-related services and rental income. The amount of each significant category of revenue recognised in revenue during the year is as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Revenue from contracts with customers:</b>		
<i>Recognised at a point in time</i>		
Sales of air tickets	86,667	102,599
Travel and related service fee income	<u>12,562</u>	<u>9,540</u>
	<u>99,229</u>	<u>112,139</u>
<b>Revenue from other sources:</b>		
Rental income	<u>2,668</u>	<u>2,639</u>
	<u><u>101,897</u></u>	<u><u>114,778</u></u>

#### 5. OTHER REVENUE AND GAINS

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>Other revenue</b>		
Bank interest income	361	120
Government grants ( <i>note</i> )	–	1,120
Management fee income from an associate	191	1,085
Other income	<u>3,229</u>	<u>3,118</u>
	<u>3,781</u>	<u>5,443</u>
<b>Other gain</b>		
Amortisation of financial guarantee contract	<u>161</u>	<u>322</u>
<b>Total</b>	<u><u>3,942</u></u>	<u><u>5,765</u></u>

*Note:* For the year ended 31 December 2022, the Group recognised government grants of approximately HK\$1,120,000 in respect of COVID-19-related subsidies which are related to several subsidies schemes provided by the Canada government and Hong Kong Government to support the enterprises which are severe disruption caused by the COVID-19.

## 6. PROFIT/(LOSS) BEFORE TAXATION

Profit/(loss) before taxation is arrived at after charging/(crediting) as follows:

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
<b>(a) Finance costs</b>		
Interest on bank loans	18,777	9,567
Interest on lease liabilities	10	10
Interest on loan from a director and controlling shareholder	7,983	4,097
	<u>26,770</u>	<u>13,674</u>
<b>(b) Staff costs</b>		
Salaries, wages and other benefits (including directors' emoluments)	21,811	21,082
Contributions to defined contribution retirement plan	850	844
	<u>22,661</u>	<u>21,926</u>
<b>(c) Other operating expenses</b>		
Write-down of stock of properties	11,700	10,800
(Reversal of impairment loss)/impairment loss recognised on intangible assets, net	(2,002)	5,730
Reversal of impairment loss recognised on amount due from a joint venture	(3,200)	–
(Reversal of allowance for)/allowance for expected credit losses on trade receivables	(14)	63
	<u>6,484</u>	<u>16,593</u>
<b>(d) Other items</b>		
Auditors' remuneration		
– audit services	900	750
– other services	400	280
Depreciation		
– owned property, plant and equipment	11,658	11,966
– right-of-use assets	520	633
Operating lease rentals		
– short-term lease	890	781
– low-value assets	41	70
Net exchange gain	(153)	(461)

## 7. TAXATION IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS

	2023 <i>HK\$'000</i>	2022 <i>HK\$'000</i>
Current tax	–	–
Deferred tax	–	–
	<hr/>	<hr/>
Tax charge	<u>–</u>	<u>–</u>

Hong Kong Profits Tax is calculated at 16.5% (2022: 16.5%) of the estimated assessable profit for the year. No provision for Hong Kong Profits Tax has been made for both years as the Group has no assessable profits in Hong Kong.

Canadian subsidiaries are subject to Canadian Corporate Income Tax which comprises federal and provincial income taxes. The net federal income tax is calculated at 15% (2022: 15%) and the provincial income tax is calculated at the rates prevailing in the relevant provinces. No provision for Canadian Corporate Income Tax has been made as the Group has unutilised tax loss for the years ended 31 December 2023 and 2022.

PRC subsidiary is subject to PRC Enterprise Income Tax at 25% (2022: 25%). No provision for PRC Enterprise Income Tax has been made as the Group has no assessable profits arising in the PRC for the years ended 31 December 2023 and 2022.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

## 8. DIVIDENDS

No interim dividend was paid during the year (2022: nil). The directors of the Company do not recommend any payment of a final dividend for the year ended 31 December 2023 (2022: nil).

## 9. EARNINGS/(LOSS) PER SHARE

The calculation of the basic earnings/(loss) 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>
<b>Profit/(loss):</b>		
Profit/(loss) for the year attributable to owners of the Company	<u>169,301</u>	<u>(287,072)</u>
	<b>2023</b>	2022
	<b>'000</b>	<b>'000</b>
<b>Number of shares:</b>		
Weighted average number of shares for the purpose of basic earnings/(loss) per share	<u>4,926,491</u>	<u>4,926,491</u>

Diluted earnings/(loss) per share for the years ended 31 December 2023 and 2022 were the same as the basic earnings/(loss) per share. There were no potential dilutive ordinary shares outstanding for both years presented.

## 10. TRADE AND OTHER RECEIVABLES

	At 31 December 2023 <i>HK\$'000</i>	At 31 December 2022 <i>HK\$'000</i>
Trade receivables	10,208	10,796
<i>Less: Allowance for expected credit losses</i>	<u>(137)</u>	<u>(149)</u>
	10,071	10,647
Other receivables	<u>908</u>	<u>870</u>
Trade and other receivables	10,979	11,517
Prepayment and deposits	<u>4,748</u>	<u>6,842</u>
	<u><b>15,727</b></u>	<u><b>18,359</b></u>

All of the trade and other receivables are expected to be recovered within one year.

Including in trade receivables, the lease receivables of approximately HK\$441,000 (2022: approximately HK\$407,000) arise from properties rental income.

### Aging analysis

Included in trade and other receivables, the aging analysis for trade receivables, based on the due date and net of allowance for expected credit losses, is as follows:

	At 31 December 2023 <i>HK\$'000</i>	At 31 December 2022 <i>HK\$'000</i>
Current	9,077	10,152
31 to 60 days	144	35
61 to 90 days	258	460
Over 90 days	<u>592</u>	<u>–</u>
	<u><b>10,071</b></u>	<u><b>10,647</b></u>

The Group normally allows an average credit period of 30 days to customers of travel business (2022: average credit period of 30 days). For the customers of property investment business, no credit period was granted.

Receivables that were neither past due nor impaired relate to a wide range of customers for whom there was no recent history of default.

## 11. TRADE AND OTHER PAYABLES

	At 31 December 2023 <i>HK\$'000</i>	At 31 December 2022 <i>HK\$'000</i>
Trade payables	9,981	13,462
Accrued charges and other payables	<u>10,313</u>	<u>8,214</u>
	<u><b>20,294</b></u>	<u><b>21,676</b></u>

### Aging analysis

Included in trade and other payables, the aging analysis of trade payables, based on the due date, is as follows:

	At 31 December 2023 <i>HK\$'000</i>	At 31 December 2022 <i>HK\$'000</i>
Current	8,975	12,483
31 to 60 days	268	398
61 to 90 days	74	134
Over 90 days	<u>664</u>	<u>447</u>
	<u><b>9,981</b></u>	<u><b>13,462</b></u>

## MANAGEMENT DISCUSSION AND ANALYSIS

### Overview

In 2023, a series of significant developments played a pivotal role in bolstering the global economy's recovery. The reopening of borders of Mainland China, Hong Kong, Macau and various parts of Asia breathed new life into economic activities. China, in particular, achieved remarkable strides in its economic resurgence, with a reported 5.2% growth in its gross domestic product (GDP) for the year. Hong Kong and Macau, being intimately linked to Mainland China, also reaped the rewards from the lifted COVID-19-related restrictions and the reopening of borders, in which Macau's entertainment and hospitality industries showed particularly promising recovery.

The global economic recovery in 2023 faced a mixed bag of challenges. Fuelled by tightening monetary measures principally aiming at addressing the historically high inflation, constraining financial conditions and heightening debt vulnerabilities were resulted. Consequently, economic activities were impeded, and productivity and consumption growth were restrained. Simultaneously, persistent international conflicts, notably the prolonged war in Ukraine and mounting geopolitical tensions in the Middle East, added complexity to the global economic landscape and exacerbated the cost of living.

These challenges highlight the need for prudent and adaptable strategies. The Group remains committed to these principles, and focuses on operational excellence and strengthens its position in entertainment and tourism industries to seize emerging opportunities in the evolving economic landscape.

The following discussion should be read in conjunction with the consolidated financial statements and the related notes included in this announcement.

### Results

For the year ended 31 December 2023, revenue of the Group was approximately HK\$101.9 million, decreased by approximately 11% from approximately HK\$114.8 million for the last corresponding year. Gross profit increased by approximately 35% to approximately HK\$16.8 million (2022: approximately HK\$12.4 million). A fair value gain on the Group's overseas listed equity securities of approximately HK\$95.4 million ("Substantial Fair Value Gain on Securities") was recognised for 2023 (2022: fair value loss of approximately HK\$174.1 million). The Group's shared profit of the associates relating to Ponte 16, the flagship investment project of the Group (the "Associates"), for 2023 was approximately HK\$143.7 million (2022: share of loss of approximately HK\$42.1 million). Due to the aforesaid recognition of Substantial Fair Value Gain on Securities and the substantial profit of the Associates shared by the Group for 2023, the Group's results turned around from loss to profit for the year. Profit attributable to owners of the Company for the year ended 31 December 2023 was approximately HK\$169.3 million (2022: loss of approximately HK\$287.1 million), whilst earnings per share was 3.44 HK cents (2022: loss per share of 5.83 HK cents).

## **Dividends**

No interim dividend was paid in 2023 (2022: nil). The directors of the Company (“Director(s)”) do not recommend any payment of a final dividend for the year ended 31 December 2023 (2022: nil).

## **Review of Operations**

### ***Travel Business***

Jade Travel Ltd. (“Jade Travel”) is one of the largest Canadian travel agencies which offers professional travel solutions to customers in both wholesale and retail markets. In November 2023, data from the United Nations World Tourism Organisation (“UNWTO”) indicated that international tourism had made significant strides in recovering from the challenges posed by COVID-19. Many world destinations exceeded pre-pandemic arrival levels in 2023, with the Middle East, Europe and Africa leading the recovery; however, due to a slower reopening to international travel, the Asia Pacific region only reached 65% of pre-pandemic levels in 2023 and lagged behind other regions.

According to data from the International Air Transport Association (IATA), total air traffic in 2023 measured in revenue passenger kilometres (RPK) reached 94.1% of pre-pandemic levels in 2019 (the “2019 Levels”), while air passenger market in total surging by 36.9% compared to 2022. However, China’s international capacity still lagged and below the 2019 Levels, despite of its strong 138.8% domestic traffic growth recorded from 2022 to 2023.

Although the number of flight routes in the Asia Pacific region had not fully returned to pre-pandemic levels, the Group capitalised on the recovery of domestic and international air travel through Jade Travel’s online auto-ticketing system and online ticketing platform, enhancing its service, performance and profitability. Combined with restructuring efforts made in recent years, Jade Travel has continuously improved its financial performance. Revenue of the travel business segment for the year ended 31 December 2023 decreased by approximately 12% to approximately HK\$99.2 million (2022: approximately HK\$112.1 million) while gross profit margin increased from approximately 8.7% to approximately 14.2%. Profit of approximately HK\$4.3 million was recorded in this segment (2022: approximately HK\$3.3 million), including a reversal of impairment loss on intangible assets of approximately HK\$2.0 million which was recognised for the year ended 31 December 2023 (2022: approximately HK\$2.8 million).

## ***Property Investment Business***

Throughout 2023, Hong Kong's commercial property market faced challenges from a series of interest rate hikes and a slow recovery, discouraging potential investors. Concerns over a global recession, geopolitical conflicts, and the possibility of further rise in interest rate continued to weigh on market sentiment. Nevertheless, the property market in Hong Kong remains resilient, although not without its challenges, as the Greater Bay Area continues to develop. To enhance the city's competitiveness, the Hong Kong government has also introduced initiatives to attract both Mainland China's and international talents, professionals, investors and businesses.

Revenue of the property investment business for the year ended 31 December 2023 amounted to approximately HK\$2.7 million (2022: approximately HK\$2.6 million). Segment loss was approximately HK\$14.2 million (2022: approximately HK\$15.9 million) which was mainly due to recognition of a fair value loss on investment properties and a write-down of carrying amount of the Group's stock of properties in the aggregate amount of approximately HK\$19.0 million for the year ended 31 December 2023 (2022: approximately HK\$20.6 million).

## ***Investment Project – Ponte 16***

Macau's remarkable recovery journey in 2023 brought with it a wave of optimism and vitality. The official lifting of COVID-19-related restrictions by the Macau government in January 2023 unleashed a torrent of visitors, especially during key Chinese travel seasons, such as the Chinese New Year, Labour Day, summer holidays, National Day and Christmas holidays. Data from the Macau government revealed a staggering approximately 28.2 million visitor arrivals in 2023, representing a resurgence to approximately 70% of the 2019 Levels. Notably, the recovery gained significant momentum in the latter half of the year, with visitor numbers in December back to approximately 96% of the 2019 figure. The resurgence of visitors in Macau is nothing short of extraordinary.

This influx of visitors had a profoundly positive impact on Macau's gross gaming revenue ("GGR"), which skyrocketed to approximately MOP183.1 billion in 2023, marking an astonishing annual increase of approximately 334%. The fiscal year's performance was fortified by a robust year-end finish, with December's GGR reaching approximately MOP18.6 billion, representing a surge of a remarkable approximately 433% year-on-year and an increase of approximately 15.7% over November, and December became the second-highest month for GGR in 2023. Notably, the recovery in mass-market GGR not only reached pre-pandemic levels but also played a crucial role in driving Macau's overall resurgence, becoming a fundamental element that supplements the Macau government's vision of further developing Macau as a World Center of Tourism and Leisure with increasing diversity.

Driven by the triumphant return of visitors to Macau, Ponte 16, the world-class integrated casino-entertainment resort nestled in the culturally vibrant Inner Harbour, showed remarkable success in 2023. Its strategic location seamlessly connects to Mainland China and Hong Kong through numerous border checkpoints, enhancing accessibility, particularly when coupled with convenient transportation networks.

Committed to fostering Macau's cultural, travel and entertainment sectors, Ponte 16 continuously improved and expanded its “OLA澳優遊” (“OLA”), the all-in-one platform featuring travel information and promotions within Macau's community. Ponte 16 collaborated with local businesses, including merchants and hotels, to offer discounts and privileges to customers via OLA, which not only generates lucrative prospects for participating merchants but also encourages cross-sector spending, bolstering the Macau Peninsula's economy. Capitalising on its proximity and connectivity, OLA's reach extended to encompass enterprises in the Greater Bay Area, notably in Zhuhai. Since its launch in late 2021, OLA has garnered around 130 merchant partners, encompassing approximately 200 merchant outlets and around 13,300 registered members, significantly enhancing Ponte 16's market presence and propelling its robust recovery.

In 2023, Ponte 16 actively engaged in and endorsed various initiatives to promote local art and cultural events, and the transformation of Macau into a World Center of Tourism and Leisure. This extensive involvement included collaborations with the Macau government on diverse exhibitions and events, which aimed at revitalising local communities, reinforcing the Group's commitment to creating positive social value. These exhibitions and events included “When Tat Chi Met Chi Tat Duo Exhibition”, “The Macau Distinguished Gentlemen's Ride Event”, “Festival of the Drunken Dragon”, “!OUTLOUD International Street Art Festival”, “2023 Light Up Macao” as well as the Christmas Market.

Ponte 16 has consistently elevated its entertainment offerings to cater to evolving consumer preferences. With its excellence in providing exquisite guest experience, Sofitel Macau At Ponte 16 received wide recognitions in 2023. These included “Green Hotel Award – Bronze 2023-2025” by Environmental Protection Bureau, “Enjoyable Travel Awards – Best Family Hotel” by Enjoyable Travel, “2022 Reader-Selected Hotels – 2022 China Travel Awards” by Travel + Leisure, the “Best Resort Hotel”, “Best Restaurant” and “Best Spa” by The 12th Annual China Hotel Awards presented by Lifestyle Magazine, the “Most Popular Buffet Restaurant in Macau” and ranked #3 for “Most Popular Western Cuisine in Macau” by the 2022 Macau Popular Restaurants presented by Aomi, the “TRAVELERS CHOICE 2023” presented by Expedia, the “The Best Cultural Destination Hotel” by the 2024 BANGTRIP Hotel Awards presented by Wtrip Magazine & Bang Media, and the “Best Restaurant in Macau” by the best restaurants and bars in Macau for 2023 presented by Travel and Leisure Asia.

As at 31 December 2023, the casino of Ponte 16 had 109 gaming tables in operation, consisting of 103 mass tables and 6 high-limit tables. The average occupancy rate of Sofitel Macau At Ponte 16 reached approximately 83% for the year ended 31 December 2023 (2022: approximately 48%), considering the substantial 23.5% increase in overall hotel room supply in Macau during the year. For the year ended 31 December 2023, an Adjusted EBITDA\* of approximately HK\$334.1 million was recorded (2022: Adjusted EBITDA\* loss of approximately HK\$46.2 million).

For the purposes of, among others, refinancing the loan facilities in the aggregate amounts of HK\$500 million and MOP273 million (the “Loan Facilities”) made available to Pier 16 – Property Development Limited (“Pier 16 – Property Development”, an associate of the Group and is principally engaged in investment holding and property development and through its subsidiaries, operation of Ponte 16) by a bank pursuant to an amended and restated facility agreement dated 23 June 2021 (the “Loan Agreement”) and financing the general working capital for non-gaming operation of Pier 16 – Property Development, Pier 16 – Property Development entered into an amended and restated facility agreement (the “Amended Facility Agreement”) with a bank as lender on 23 June 2023. Pursuant to the Amended Facility Agreement, the maturity date under the Loan Agreement was extended to 23 June 2025 and the amounts of the Loan Facilities were revised to the aggregate amounts of HK\$230 million and MOP273 million (the “Revised Loan Facilities”).

\* *Adjusted EBITDA: Earnings Before Interest, Taxation, Depreciation and Amortisation (and excluded interest income from bank deposit)*

## Significant Investment

The Group continued to hold overseas listed equity securities during the year to diversify its investment portfolio. As at 31 December 2023, the Group held the following significant investment which was classified as financial assets at fair value through profit or loss:

Name of investment	Trading symbol	Number of common stock held as at 31 December 2023	Approximate percentage of stockholding as at 31 December 2023	Investment cost as at 31 December 2023	Fair value as at 31 December 2023	Approximate percentage to the Group's total assets as at 31 December 2023
				<i>Equivalent to HK\$ million</i>	<i>Equivalent to HK\$ million</i>	<i>%</i>
Tesla, Inc. ("Tesla")	TSLA	96,750	0.003	47	188	14

Name of investment	Trading symbol	Number of common stock held as at 31 December 2022	Approximate percentage of stockholding as at 31 December 2022	Investment cost as at 31 December 2022	Fair value as at 31 December 2022	Approximate percentage to the Group's total assets as at 31 December 2022
				<i>Equivalent to HK\$ million</i>	<i>Equivalent to HK\$ million</i>	<i>%</i>
Tesla	TSLA	96,750	0.003	47	93	7

Tesla was incorporated in the State of Delaware, the United States of America ("USA") with its common stock traded on The Nasdaq Global Select Market. Tesla is principally engaged in designing, developing, manufacturing and selling high-performance fully electric vehicles and energy generation and storage systems, and offering services related to its sustainable energy products. As disclosed in Tesla's audited consolidated financial statements for the year ended 31 December 2023, total revenues of Tesla was increased by approximately 19% to approximately USD96.8 billion (equivalent to approximately HK\$758.6 billion) for the year ended 31 December 2023 (2022: approximately USD81.5 billion (equivalent to approximately HK\$638.6 billion)), and its net income attributable to common stockholders for the year ended 31 December 2023 was approximately USD15.0 billion (equivalent to approximately HK\$117.6 billion) (2022: approximately USD12.6 billion (equivalent to approximately HK\$98.4 billion)), which were primarily due to the increase in automotive sales revenue from increased deliveries and deployments of its products.

Tesla operates in a cyclical industry that is sensitive to political and regulatory uncertainty, including with respect to trade and the environment, all of which can be compounded by inflationary pressures, rising energy prices, interest rates fluctuations and the liquidity of enterprise customers. For example, inflationary pressures have increased across the markets in which it operates. In an effort to curb this trend, central banks in developed countries raised interest rates rapidly and substantially, impacting the affordability of vehicle lease and finance arrangements. Further, sales of vehicles in the automotive industry also tend to be cyclical in many markets, which may expose it to increased volatility as Tesla expands and adjusts its operations. Moreover, as additional competitors enter the marketplace and help bring the world closer to sustainable transportation, Tesla will have to adjust and continue to execute well to maintain its momentum. Additionally, the supplier's liquidity and allocation plans may be affected by current challenges in the North American automotive industry, which could reduce its access to components or result in unfavourable changes to cost. These macroeconomic and industry trends have had, and will likely continue to have, an impact on the pricing of, and order rate for its vehicles, and in turn its operating margin. Tesla will continue to adjust accordingly to such developments, and believes its ongoing cost reduction, including improved production innovation and efficiency at its newest factories and lower logistics costs, and focuses on operating leverage will continue to benefit it in relation to its competitors, while its new products will help enable future growth.

As the production increases, Tesla works constantly to similarly increase vehicle delivery capability so that it does not become a bottleneck on its total deliveries. As Tesla expands its manufacturing operations globally, Tesla will also have to continue to increase and staff its delivery, servicing and charging infrastructure accordingly, maintain its vehicle reliability and optimise its supercharger locations to ensure cost effectiveness and customer satisfaction. In particular, as other automotive manufacturers have announced their agreements with Tesla to utilise its superchargers, Tesla must correspondingly expand its network in order to ensure adequate availability to meet customer demands. Tesla also remains focused on continued enhancements of the capability and efficiency of its servicing operations.

A fair value gain of approximately HK\$95.4 million was recognised for the year ended 31 December 2023 (2022: loss of approximately HK\$174.1 million). During the year and for the year ended 31 December 2023, Tesla did not declare any dividend.

The significant investment is held for trading. The Group will review its investment strategy regularly in response to the changes in market situation.

## Financial Review

### *Liquidity, Financial Resources and Gearing*

As at 31 December 2023, the Group had net current assets of approximately HK\$23.1 million (31 December 2022: approximately HK\$24.6 million) and net assets of approximately HK\$887.4 million (31 December 2022: approximately HK\$719.4 million). The Group adopts a conservative approach towards its treasury policies. The Group strives to reduce exposure to credit risk by monitoring the trade receivables of its customers on an ongoing basis. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and commitments can meet its funding requirements. Presently, there is no hedging policy with respect to the foreign exchange exposure. The Group's transactional currencies are Hong Kong dollars and Canadian dollars as substantially all the revenues are in Hong Kong dollars and Canadian dollars. The Group's transactional foreign exchange exposure was insignificant.

On 1 December 2008, Mr. Yeung Hoi Sing, Sonny ("Mr. Yeung", being the Chairman of the Board, an executive Director and a controlling shareholder of the Company) provided a HK\$200 million term loan facility to the Company which is unsecured and charged with interest at the prime rate quoted for Hong Kong dollars loans by The Hongkong and Shanghai Banking Corporation Limited. The principal amount of the loan facility was increased up to HK\$290 million on 14 April 2009 (the "Revised Mr. Yeung's Loan Facility") and the final repayment date of the loan and all other sums owing to Mr. Yeung under the Revised Mr. Yeung's Loan Facility was further extended from 31 October 2024 to 31 October 2026 by a supplemental letter of agreement dated 29 September 2023. As at 31 December 2023, the Company owed HK\$173.0 million to Mr. Yeung under the Revised Mr. Yeung's Loan Facility (31 December 2022: HK\$216.0 million).

As at 31 December 2023, the Group's secured bank facilities were approximately HK\$306.9 million (31 December 2022: approximately HK\$313.2 million) which bear interest at Hong Kong interbank offered rate (HIBOR) plus a margin that was ranged from 1.7% to 2.0% per annum (31 December 2022: 1.7% to 2.0% per annum). In addition, the Group had secured general bank facilities for issuance of standby letters of credit of (i) CAD2.0 million (31 December 2022: CAD2.0 million) which carries a commission rate of 1.2% per annum; and (ii) approximately USD0.1 million (31 December 2022: approximately USD0.1 million). The proceeds of the facilities were for the Group's general operation. As at 31 December 2023, the outstanding bank loans were HK\$306.5 million (31 December 2022: HK\$312.5 million).

As at 31 December 2023, the Group had current and non-current lease liabilities of approximately HK\$0.3 million and HK\$0.3 million (31 December 2022: approximately HK\$0.6 million and HK\$0.2 million) respectively.

As at 31 December 2023, total equity attributable to owners of the Company was approximately HK\$887.4 million (31 December 2022: approximately HK\$719.4 million). The net gearing ratio, which was measured on the basis of the interest-bearing borrowings (including lease liabilities), net of cash and cash equivalents, of the Group over total equity attributable to owners of the Company, was approximately 48% as at 31 December 2023 (31 December 2022: approximately 53%).

### ***Provision of Financial Assistance to Pier 16 – Property Development***

References were made to the announcement dated 21 June 2023 (the “Announcement”) and the circular dated 13 July 2023 (the “Circular”) both issued by the Company in relation to the provision of financial assistance to Pier 16 – Property Development (the “2023 Financial Assistance”). The estimated total exposure of the Company under the provision of the 2023 Financial Assistance was approximately HK\$525 million.

The provision of the 2023 Financial Assistance constituted a major transaction for the Company under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). On 21 June 2023, the Company obtained a written shareholder’s approval from a shareholder, which held approximately 71.61% of the entire issued share capital of the Company as at the date of such written approval, in respect of the provision of the 2023 Financial Assistance.

For further details of the 2023 Financial Assistance, please refer to the Announcement and the Circular.

### ***Pledge of Assets***

As at 31 December 2023, the Group had secured the following assets:

- (a) The Group pledged all of its investment properties, one of its stock of properties as well as the leasehold land and building totally with the carrying amount of approximately HK\$410.3 million (31 December 2022: approximately HK\$434.9 million) to secure against the loan facilities of approximately HK\$306.9 million and a standby letter of credit of CAD2.0 million, totally equivalent to approximately HK\$318.9 million (31 December 2022: approximately HK\$313.2 million and CAD2.0 million, totally equivalent to approximately HK\$324.9 million) granted to the Group; and
- (b) World Fortune Limited (“World Fortune”, an indirect wholly-owned subsidiary of the Company) pledged all (31 December 2022: all) of its shares in Pier 16 – Property Development to a bank in respect of the loan facilities granted to Pier 16 – Property Development.

## ***Contingent Liabilities***

The Company gave a corporate guarantee (the “Guarantee”) to a bank in respect of the loan facilities granted to Pier 16 – Property Development. The maximum guarantee amount borne by the Company under the Guarantee was HK\$490.0 million.

The outstanding loan under the Revised Loan Facilities as at 31 December 2023 was HK\$180.0 million (31 December 2022: outstanding loan under the Loan Facilities was HK\$230.0 million).

## **Human Resources**

As at 31 December 2023, the Group had a total of 72 employees. Remuneration is determined on the basis of qualifications, experience, responsibilities and performance. In addition to the basic remuneration, staff benefits include medical insurance and retirement benefits. Share options may also be granted to eligible employees of the Group as a long-term incentive.

## **Prospects**

Looking ahead to 2024, the global economy continues to face multifaceted challenges. Although the risk of a global recession has been diminished, largely due to the resilient economy of the USA, escalating geopolitical tensions is posing immediate threats. In the medium term, many developing economies are grappling with dimmer prospects due to decelerating growth in major economies, sluggish global trade, and historically tight financial conditions. Moreover, borrowing costs for developing countries are expected to remain elevated as global interest rates continue to hover at four-decade highs. On a brighter note, China is progressing steadily as backed by stimulus measures to optimise economic structures and sustain the ongoing recovery, contributing to its overall stability.

UNWTO foresees a return to pre-pandemic international tourist arrivals in 2024, with a potential 2% surpassing of the 2019 Levels. China is actively enhancing its attractiveness as an Asian tourist destination. In late 2023, China introduced a 15-day visa-free travel option for tourists from France, Germany, Italy, the Netherlands, Spain and Malaysia. Furthermore, China and Thailand announced mutual permanent visa-free arrangements beginning in March 2024. China and Singapore also reached an agreement for a reciprocal 30-day visa-free period for their citizens in 2024. China’s National Immigration Administration (NIA) recently unveiled visa policy reforms, simplifying entry for foreigners, including USA citizens. These initiatives strategically aim to boost inbound tourism and business travel. Jade Travel, renowned for its strong brand presence in wholesale operations and established airline partnerships in China and North America, is well-positioned to capitalise on this expanding opportunity. Jade Travel plans to broaden its product portfolio for leading domestic and international travel platforms and agencies to accommodate surging travel demands. Additionally, Jade Travel will continue to launch tailored tour packages and local itineraries, featuring exotic global destinations and offering unique experiences to catering to diverse interests. The projected recovery of the tourism industry in 2024 is expected to surpass that of 2023, indicating a promising future for both the industry and Jade Travel.

In the near term, the Hong Kong property market is projected to experience decreasing demands, primarily attributed to the current high interest rates. Nevertheless, as global interest rates have likely reached their peak, a good basis exists for a resurgence in commercial property demand, particularly in prime areas. The Group maintains a positive outlook regarding the enduring potential of Hong Kong's commercial property market. It holds confidence that its current investment portfolio will consistently yield stable returns. With a vigilant approach to monitoring market dynamics, the Group is implementing a prudent strategy to adeptly navigate current challenges while positioning itself to seize future opportunities to optimise its investment portfolio.

Macau's tourism sector continues to thrive in 2024. For the first 2 months of 2024 combined, Macau's GGR increased 72.7% year-on-year to approximately MOP37.8 billion, signalling a strong start to 2024. The Macao Government Tourism Office (MGTO) recorded almost 1.4 million visitor arrivals to Macau during the eight-day Chinese New Year holidays beginning on 10 February 2024, returning to approximately 98.8% of the level recorded during the same holiday period in 2019. Leveraging this resurgence in visitor numbers from both Mainland China and abroad, Ponte 16 is committed to providing guests with an exceptional accommodation experience infused with unique cultural elements. Alongside neighbouring communities, Ponte 16 offers a comprehensive array of entertainment and local activities tailored to a diverse consumer base. To enhance its presence among Asian visitors, Ponte 16 will keep on implementing targeted marketing campaigns across various popular social media and online platforms in Asia.

In a dynamic recovery environment, the Group draws inspiration from positive developments in its sectors in 2024. The Group maintains an optimistic and strategic approach to navigate the robust yet dynamic recovery, with a strong commitment to enriching its diverse business portfolio. With a strategic mindset and prudent decision-making, the Group remains steadfast in its mission to achieve a sustainable long-term growth and capitalise on emerging opportunities ahead.

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

During the year ended 31 December 2023, there was no purchase, sale or redemption by the Company, or any of its subsidiaries, of the listed securities of the Company.

## **CORPORATE GOVERNANCE**

In the opinion of the Directors, the Company has complied with all the code provisions set out in Part 2 of the Corporate Governance Code contained in Appendix C1 of the Listing Rules during the year ended 31 December 2023.

## **CLOSURE OF REGISTER OF MEMBERS**

The annual general meeting of the Company will be held on Friday, 14 June 2024 (the “2024 AGM”). For the purpose of determining the shareholders who are entitled to attend and vote at the 2024 AGM, the register of members of the Company will be closed from Tuesday, 11 June 2024 to Friday, 14 June 2024, both days inclusive, during such period no transfer of shares of the Company will be effected. In order to be eligible to attend and vote at the 2024 AGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Tengis Limited, at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Friday, 7 June 2024 for registration.

## **REVIEW OF FINAL RESULTS**

The consolidated results for the year ended 31 December 2023 have been audited by the Group’s auditors, HLB Hodgson Impey Cheng Limited, and reviewed by the audit committee of the Board, which were of the opinion that the preparation of such results complied with the applicable accounting standards and requirements and that adequate disclosures have been made.

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income, and the related notes thereto for the year ended 31 December 2023 as set out in the preliminary announcement have been agreed by the Group's auditors, HLB Hodgson Impey Cheng Limited, to the amounts set out in the Group's draft 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.

On behalf of the Board of  
**SUCCESS UNIVERSE GROUP LIMITED**  
**Yeung Hoi Sing, Sonny**  
*Chairman*

Hong Kong, 27 March 2024

*As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Yeung Hoi Sing, Sonny (Chairman) and Mr. Ma Ho Man, Hoffman (Deputy Chairman); one non-executive Director, namely Mr. Choi Kin Pui, Russelle; and three independent non-executive Directors, namely Ms. Yeung Mo Sheung, Ann, Mr. Chin Wing Lok, Ambrose and Mr. Chong Ming Yu.*