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本公告乃根據聯交所GEM證券上市規則(「**GEM上市規則**」)而提供有關創輝珠寶集團控股有限公司(「**本公司**」，連同其附屬公司，統稱為「**本集團**」)的董事(「**董事**」)的資料，董事願就本公告所載資料共同及個別承擔全部責任。董事在作出一切合理查詢後確認，就彼等所深知及確信，本公告所載資料在所有重大方面均屬真確完整，並無誤導或欺詐成份，及並無遺漏其他事項，致使本公告中任何陳述或本公告有所誤導。



創輝珠寶集團控股有限公司
Chong Fai Jewellery Group Holdings Company Limited
(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)
(Stock code 股份代號: 8537)

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

**截至2023年3月31日
止年度的
年度業績公告**

**CHARACTERISTICS OF GEM OF THE STOCK
EXCHANGE**

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Main Board of the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

聯交所GEM的特色

GEM乃為較其他於聯交所主板上市的公司帶有更高投資風險的中小型公司提供一個上市的市場。有意投資者應了解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。

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 of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

The principal means of information dissemination on GEM is publication on the internet website operated by the Stock Exchange. Listed companies are not generally required to issue paid announcements in gazetted newspaper. Accordingly, prospective investors should note that they need to have access to the website of the Stock Exchange at www.hkexnews.hk in order to obtain up-to-date information on GEM-listed issuers.

ANNUAL RESULTS HIGHLIGHTS

For the year ended 31 March 2023, audited operating results of the Group were as follows:

The loss for the year ended 31 March 2023 was approximately HK\$1.9 million (2022: approximately HK\$7.7 million).

The revenue of the Group for the year ended 31 March 2023 was approximately HK\$136.8 million, representing an increase of approximately 27.5% as compared with the revenue of approximately HK\$107.3 million for the year ended 31 March 2022.

Gross profit margin of the Group was approximately 23.5% for the year ended 31 March 2023, as compared to approximately 27.2% for the year ended 31 March 2022.

Basic loss per share for the year ended 31 March 2023 was approximately HK\$0.25 cents (2022: approximately HK\$1.02 cents).

The Board does not recommend the payment of any final dividend for the year ended 31 March 2023 (2022: Nil).

The board (the “**Board**”) of Directors of the Company is pleased to announce the audited consolidated results of the Group for the year ended 31 March 2023 (the “**Period**”), together with comparative figures for the corresponding period of 2022.

考慮到GEM上市公司一般為中小型公司，在GEM買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

於GEM發佈資料的主要方法為於聯交所運作的互聯網網站刊登。上市公司一般毋須在憲報指定報章刊登付款公佈。因此，有意投資者應注意彼等需有途徑瀏覽聯交所網站www.hkexnews.hk，以獲得GEM上市發行人的最新資料。

年度業績摘要

截至2023年3月31日止年度，本集團的經審核經營業績如下：

截至2023年3月31日止年度，虧損為約1.9百萬港元(2022年：約7.7百萬港元)。

截至2023年3月31日止年度，本集團的收益為約136.8百萬港元，較截至2022年3月31日止年度的收益約107.3百萬港元增加約27.5%。

截至2023年3月31日止年度，本集團的毛利率為約23.5%，而截至2022年3月31日止年度則為約27.2%。

截至2023年3月31日止年度，每股基本虧損為約0.25港仙(2022年：約1.02港仙)。

董事會不建議就截至2023年3月31日止年度派付任何末期股息(2022年：無)。

本公司董事會(「**董事會**」)欣然宣佈本集團截至2023年3月31日止年度(「**回顧期**」)的經審核綜合業績，連同2022年同期的比較數字。

In this announcement, “we”, “us” and “our” refer to the Company and where the context otherwise requires, the Group.

DIVIDEND

The Board does not recommend the payment of any final dividend for the year ended 31 March 2023.

MANAGEMENT DISCUSSION AND ANALYSIS

OUTLOOK

During the year ended 31 March 2023, the novel coronavirus (“**COVID-19**”) in Hong Kong was generally stable and the Group was able to sustain a positive revenue growth momentum. Also, the Hong Kong government launched the consumption voucher schemes in April and August 2022, which stimulated local consumption and contributed to the significant revenue growth during the Period.

Looking forward, the Group will seek to expand the Group’s jewellery design collection in line with customer needs, preferences and market trends and expand its retail presence to capture a wider range of market opportunities when the economic environment and retail industry in Hong Kong becomes better. We are extending our marketing campaign to social media in the hope that it will bring a desirable return to the shareholders of the Company and sustain a long-term growth of the Group.

於本公告，「我們」指本公司，及如文義另有所指則為本集團。

股息

董事會不建議就截至2023年3月31日止年度派付任何末期股息。

管理層討論及分析

前景

截至2023年3月31日止年度，新型冠狀病毒（「**COVID-19**」）疫情大致穩定，集團收入亦保持正增長勢頭。此外，受惠於香港政府於2022年4月及8月推出的消費券計劃，本地市民消費意欲回升，促使本集團期內收入有明顯增長。

展望未來，當本港經濟環境及零售業好轉，本集團將致力擴大本集團的珠寶設計系列，以迎合客戶需求、喜好及市場趨勢，同時亦會擴充其零售據點，把握各種市場機遇。我們正將市場推廣活動拓展至社交媒體，以為本公司股東帶來豐厚回報，並維持本集團的長遠發展。

BUSINESS REVIEW

The Group is a vertically integrated jeweller based in Hong Kong and is primarily engaged in the retail of its own products through its network of seven retail stores under the brand name of “Chong Fai Jewellery (創輝珠寶)” strategically located in Kowloon and the New Territories. Being vertically integrated, the Group possesses the means to control the diversity, quality and pricing of its own jewellery designs produced in-house at its production facility in Shenzhen, Guangdong Province, the PRC.

The Group’s principal products are jewellery products, including gem-set jewellery and gold jewellery products. The Group also engages in the wholesale of its jewellery products to other jewellery retailers, and the sale of gold products which are recycled from the general public.

FINANCIAL REVIEW

Revenue

The Group’s revenue increased by approximately HK\$29.5 million, or approximately 27.5%, from approximately HK\$107.3 million for the year ended 31 March 2022 to approximately HK\$136.8 million for the year ended 31 March 2023. The increase in revenue was mainly driven by an increased revenue of approximately HK\$17.1 million from the sales of gold jewellery products, approximately HK\$8.8 million from the sales of diamond, karat gold, jade, pearl, platinum jewellery products (the “**gem-set jewellery products**”), and approximately HK\$3.6 million from trading of recycled gold products. During the year ended 31 March 2023, the COVID-19 in Hong Kong was generally stable and the Group was able to sustain a positive revenue growth momentum. Also, the Hong Kong government launched the consumption voucher schemes in April and August 2022, which stimulated local consumption and contributed to the significant revenue growth during the Period.

業務審視

本集團是建基於香港的垂直整合珠寶商，主要從事透過由7間位於九龍及新界策略地點的「創輝珠寶」品牌零售店所組成的網絡，零售其自家產品。垂直整合的結構使本集團有辦法控制其在中國廣東省深圳市的生產設施自行創作的自家珠寶設計的多樣化、品質及定價。

本集團的主要產品是珠寶產品，包括寶石鑲嵌珠寶及黃金珠寶產品。本集團亦從事向其他珠寶零售商批發其珠寶產品，並售賣從公眾回收的黃金產品。

財務審視

收益

本集團的收益由截至2022年3月31日止年度的約107.3百萬港元增加約29.5百萬港元或約27.5%至截至2023年3月31日止年度的約136.8百萬港元。收益增加主要由於銷售黃金珠寶產品的收益增加約17.1百萬港元，銷售鑽石、K金、翡翠、珍珠、鉑金珠寶產品（「**寶石鑲嵌珠寶產品**」）的收益增加約8.8百萬港元，及回收黃金產品貿易的收益增加約3.6百萬港元。截至2023年3月31日止年度，COVID-19疫情大致穩定，集團收入亦保持正增長勢頭。此外，受惠於香港政府於2022年4月及8月推出的消費券計劃，本地市民消費意欲回升，促使本集團回顧期內收入有明顯增長。

Revenue by Products

(a) Gem-set jewellery products

For the year ended 31 March 2023, the Group's revenue generated from the sales of gem-set jewellery products increased by approximately HK\$8.8 million, or approximately 17.0%, from approximately HK\$51.8 million for the year ended 31 March 2022 to approximately HK\$60.6 million for the year ended 31 March 2023. Such increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops.

(b) Gold jewellery products

For the year ended 31 March 2023, the Group's revenue generated from the sales of gold jewellery products increased by approximately HK\$17.1 million, or approximately 45.6%, from approximately HK\$37.4 million for the year ended 31 March 2022 to approximately HK\$54.5 million for the year ended 31 March 2023. The increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops and the fluctuation of global pure gold prices.

(c) Trading of recycled gold products

The Group's revenue from trading of recycled gold products increased by approximately HK\$3.6 million, or approximately 19.8%, from approximately HK\$18.1 million for the year ended 31 March 2022 to approximately HK\$21.7 million for the year ended 31 March 2023. The increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops and the fluctuation of global pure gold prices.

按產品劃分的收益

(a) 寶石鑲嵌珠寶產品

截至2023年3月31日止年度，本集團來自銷售寶石鑲嵌珠寶產品之收益由截至2022年3月31日止年度的約51.8百萬港元增加約8.8百萬港元或約17.0%至截至2023年3月31日止年度約60.6百萬港元。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升所致。

(b) 黃金珠寶產品

截至2023年3月31日止年度，本集團來自銷售黃金珠寶產品的收益由截至2022年3月31日止年度約37.4百萬港元增加約17.1百萬港元或約45.6%至截至2023年3月31日止年度約54.5百萬港元。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升，以及全球純金價格波動所致。

(c) 回收黃金產品貿易

本集團來自回收黃金產品貿易的收益較截至2022年3月31日止年度約18.1百萬港元增加約3.6百萬港元或約19.8%至截至2023年3月31日止年度約21.7百萬港元。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升，以及全球純金價格波動所致。

Revenue by Business (sales channels)

(a) Retail operation

For the year ended 31 March 2023, the Group's revenue generated from retail operation increased by approximately HK\$25.8 million, or approximately 33.1%, from approximately HK\$78.0 million for the year ended 31 March 2022 to approximately HK\$103.8 million for the year ended 31 March 2023. Such increase was mainly attributable to the continuous recovery of local consumer sentiment and foot traffic in our shops.

(b) Wholesales

For both years ended 31 March 2023 and 31 March 2022, the Group's revenue generated from wholesale channel was stable, and amounted to approximately HK\$11.3 million and approximately HK\$11.2 million, respectively.

(c) Trading of recycled gold products

The Group's revenue from trading of recycled gold products increased by approximately HK\$3.6 million, or approximately 19.8%, from approximately HK\$18.1 million for the year ended 31 March 2022 to approximately HK\$21.7 million for the year ended 31 March 2023.

Cost of goods sold

The Group's cost of goods sold increased by approximately HK\$26.5 million, or approximately 33.9%, from approximately HK\$78.2 million for the year ended 31 March 2022 to approximately HK\$104.7 million for the year ended 31 March 2023. The increase in cost of goods sold was mainly due to the continuous recovery of local consumer sentiment and foot traffic in our shops, leading to an increase in units of goods sold.

按業務劃分的收益(銷售渠道)

(a) 零售業務

截至2023年3月31日止年度，本集團來自零售業務的收益由截至2022年3月31日止年度約78.0百萬港元增加約25.8百萬港元或約33.1%至截至2023年3月31日止年度約103.8百萬港元。有關增幅主要由於本地市民消費意欲及我們店舖的人流繼續回升所致。

(b) 批發

截至2023年3月31日止年度和2022年3月31日止年度，本集團來自批發渠道的收益均保持穩定，各為約11.3百萬港元及約11.2百萬港元。

(c) 回收黃金產品貿易

本集團來自回收黃金產品貿易的收益較截至2022年3月31日止年度約18.1百萬港元增加約3.6百萬港元或約19.8%至截至2023年3月31日止年度約21.7百萬港元。

已售商品成本

本集團已售商品成本由截至2022年3月31日止年度的約78.2百萬港元增加約26.5百萬港元或約33.9%至截至2023年3月31日止年度的約104.7百萬港元。已售商品成本增加主要由於在本地市民消費意欲及我們店舖的人流繼續回升導致已售商品數量增加。

Overall Gross Profit and Gross Profit Margin

The Group's gross profit increased by approximately HK\$2.9 million, or approximately 10.1%, from approximately HK\$29.2 million for the year ended 31 March 2022 to approximately HK\$32.1 million for the year ended 31 March 2023. The Group's gross profit margin decreased from approximately 27.2% for the year ended 31 March 2022 to approximately 23.5% for the year ended 31 March 2023. There are no significant changes of gross profit margin policy for the gem-set jewellery products and gold jewellery products during the year ended 31 March 2023. However, there are changes in the composition of the revenue by products during the year ended 31 March 2023, with the revenue from sales of gold jewellery products, which has a lower gross profit margin as compared to the other products, accounting for a greater proportion of the total revenue for the year ended 31 March 2023, which therefore causes a decrease in gross profit margin.

Other income

Other income for the year ended 31 March 2023 amounted to approximately HK\$2.3 million (2022: approximately HK\$1.0 million), representing an increase of approximately HK\$1.3 million as compared with the year ended 31 March 2022. The increase in other income was mainly due to the receipt of the Anti-epidemic Fund under the Employment Support Scheme of approximately HK\$1.2 million and receipt of Technology Voucher Programme Fund of approximately HK\$0.3 million for the year ended 31 March 2023, while such government grants were not available for the year ended 31 March 2022.

Other gains/(losses), net

Other net gain for the year ended 31 March 2023 amounted to approximately HK\$0.1 million (2022: loss of approximately HK\$1.8 million). The gain was mainly due to net gain on financial assets at fair value through profit or loss ("FVTPL") of approximately HK\$0.1 million for the year ended 31 March 2023 while net loss on financial assets at FVTPL of approximately HK\$1.9 million was recognised for the year ended 31 March 2022.

整體毛利及毛利率

本集團的毛利由截至2022年3月31日止年度的約29.2百萬港元增加約2.9百萬港元或約10.1%至截至2023年3月31日止年度的約32.1百萬港元。本集團的毛利率由截至2022年3月31日止年度的約27.2%減少至截至2023年3月31日止年度約23.5%，截至2023年3月31日年度寶石鑲嵌珠寶產品及黃金珠寶產品的毛利率政策並無重大變動。但是由於截至2023年3月31日年度的產品收益結構有變，截至2023年3月31日年度來自銷售黃金珠寶產品的收益（毛利較其他產品低）佔集團總收益的比例有明顯上升，以致本年度的毛利率有所下降。

其他收入

截至2023年3月31日止年度，其他收入為約2.3百萬港元（2022年：約1.0百萬港元），較上年增加約1.3百萬港元。其他收入的增加主要由於截至2023年3月31日止年度透過政府防疫抗疫基金「保就業」計劃所獲政府補助約1.2百萬港元以及透過「科技券」計劃所獲政府補助約0.3百萬港元，但是截至2022年3月31日止年度本公司沒有獲得相關之政府補助。

其他收益／（虧損）淨額

截至2023年3月31日止年度的其他淨收益為約0.1百萬港元（2022年：淨虧損約1.8百萬港元）。有關收益主要由於截至2023年3月31日止年度主要為按公平值計入損益（「按公平值計入損益」）的金融資產淨收益約0.1百萬港元所致，但是截至2022年3月31日止年度錄得按公平值計入損益的金融資產的淨虧損約1.9百萬港元。

Finance costs

Finance costs for the year ended 31 March 2023 amounted to approximately HK\$1.2 million (2022: approximately HK\$1.1 million).

Selling and distribution costs

Selling and distribution costs for the year ended 31 March 2023 amounted to approximately HK\$19.8 million (2022: approximately HK\$21.3 million), representing a decrease of approximately HK\$1.5 million or approximately 7.2% as compared with the corresponding period in 2022. The decrease was mainly due to the decrease in depreciation expense on right-of-use assets by approximately HK\$2.1 million, and was partially offset by the increase in other staff's salaries and other benefits by approximately HK\$1.1 million during the Period.

General and administrative expenses

General and administrative expenses for the year ended 31 March 2023 amounted to approximately HK\$15.9 million (2022: approximately HK\$14.7 million), representing an increase of approximately HK\$1.2 million or approximately 7.8% as compared with the year ended 31 March 2022. The increase was mainly due to increase in salaries and other benefits and legal and professional fee during the Period.

財務成本

截至2023年3月31日止年度的財務成本為約1.2百萬港元(2022年：約1.1百萬港元)。

銷售及分銷成本

截至2023年3月31日止年度的銷售及分銷成本為約19.8百萬港元(2022年：約21.3百萬港元)，較去年同期減少約1.5百萬港元或約7.2%。有關減幅主要由於回顧期內使用權資產折舊開支減少約2.1百萬港元，同時其他員工薪金及其他福利增加約1.1百萬港元而被部分抵銷。

一般及行政開支

截至2023年3月31日止年度的一般及行政開支為約15.9百萬港元(2022年：約14.7百萬港元)，較去年增加約1.2百萬港元或約7.8%。有關增幅主要由於回顧期內員工薪金及其他福利和法律及專業服務費增加。

LIQUIDITY AND FINANCIAL RESOURCES AND TREASURY POLICY

Liquidity and Financial Resources

As at 31 March 2023, total assets of the Group amounted to approximately HK\$128.3 million (2022: approximately HK\$129.2 million), which was financed by total liabilities and shareholders' equity (comprising share capital and reserves) of approximately HK\$57.9 million (2022: approximately HK\$56.2 million) and approximately HK\$70.4 million (2022: approximately HK\$73.0 million), respectively.

The total interest-bearing borrowings of the Group as at 31 March 2023 amounted to approximately HK\$28.9 million (2022: approximately HK\$28.3 million), and current ratio as at 31 March 2023 was approximately 1.63 times (2022: approximately 1.99 times) mainly due to the increase in amount due to controlling shareholder and decrease in financial assets at FVTPL during the year.

Gearing Ratio

The Group's gearing ratio, which is calculated by dividing total debts (total debts are defined to include payables incurred not in the ordinary course of business) by total equity as at the end of each of the financial year, increased from approximately 38.8% as at 31 March 2022 to approximately 41.0% as at 31 March 2023. The said increase was primarily due to the decrease in the level of total equity.

The Group has no available unutilised bank loan facilities as at 31 March 2023 (2022: Nil).

The Directors are of the view that as at the date hereof, the Group's financial resources are sufficient to support its business and operations.

流動資金及財務資源及庫務政策

流動資金及財務資源

於2023年3月31日，本集團的資產總值為約128.3百萬港元(2022年：約129.2百萬港元)，此乃由負債總額及股東(包括股本及儲備)分別為約57.9百萬港元(2022年：約56.2百萬港元)及約70.4百萬港元(2022年：約73.0百萬港元)撥付。

於2023年3月31日，本集團的計息借款總額為約28.9百萬港元(2022年：約28.3百萬港元)，而於2023年3月31日的流動比率為約1.63倍(2022年：約1.99倍)，主要由於本年度應付控股股東款項增加及按公平值計入損益的金融資產減少。

資產負債比率

本集團的資產負債比率(按各財政年度末債務總額(債務總額是指並非於日常業務過程產生的應付款項)除以權益總額計算)由2022年3月31日的約38.8%上升至2023年3月31日的約41.0%。上述上升主要由於權益總額水平下降。

於2023年3月31日本集團並無可用未使用銀行貸款融資(2022年：無)。

董事認為，於本報告日期，本集團的財務資源足以支持其業務及營運。

Treasury Policy

The Group adopts a prudent financial management approach towards its treasury policy and thus maintained a healthy liquidity position throughout the reporting period. The management of the Group regularly reviews the recoverable amount of trade receivables by performing ongoing credit assessments and monitoring prompt recovery and if necessary to make adequate impairment losses for irrecoverable amounts. In order to achieve better cost control and minimise the cost of funds, the Group's treasury activities are centralised and cash is generally deposited with leading licensed banks in Hong Kong and denominated in Hong Kong dollars.

Contingent Liabilities

As at 31 March 2023, the Group and the Company had no material contingent liabilities (2022: Nil).

Capital Commitments

As at 31 March 2023, the Group had capital commitments of approximately HK\$0.2 million (2022: approximately HK\$0.3 million).

Pledge of Assets

As at 31 March 2023, the Group did not have any pledge of assets (2022: Nil).

庫務政策

本集團已就其庫務政策採納審慎的財務管理策略，因此於整個報告期內維持穩健的流動資金狀況。本集團管理層透過持續進行信貸評估及監督款項及時收回，並在必要時就不可收回的金額作出充足的減值虧損，定期檢討貿易應收款項的可收回金額。為更有效控制成本及盡量降低資金成本，本集團的財資活動乃中央統籌，而現金一般存放於香港主要持牌銀行，以港元計值。

或然負債

截至2023年3月31日，本集團與本公司並無任何重大或然負債(2022：無)。

資本承擔

截至2023年3月31日，本集團的資本承擔為約0.2百萬港元(2022年：約0.3百萬港元)。

資產抵押

截至2023年3月31日，本集團並無任何資產抵押(2022：無)。

CORPORATE GOVERNANCE PRACTICE

The Company is committed to achieving and maintaining the highest standards of corporate governance consistent with the needs and requirements of the business and its shareholders, and consistent with the code provisions as set out in Part 2 of the Corporate Governance Code (the “CG Code”) contained in Appendix 15 to the GEM Listing Rules. The Group has considered the CG Code and has put in place corporate governance practices to meet the code provisions. Except for the deviation from code provision C.2.1 in Part 2 of the CG Code, the Group has adopted and complied with Part 2 of the CG Code as set forth in Appendix 15 to the GEM Listing Rules for the year ended 31 March 2023.

Mr. Fu Chun Keung, the major founder of the Group, is the chairman of the Board and chief executive officer of the Company. With extensive experience in jewelry industry, Mr. Fu is responsible for the overall management, decision-making and strategy planning of the Group and is instrumental to the Group’s growth and business expansion. Since Mr. Fu is the key person for the Group’s development and he will not undermine the Group’s interests in any way under any circumstances, the Board considers that vesting the roles of chairman and chief executive officer in Mr. Fu is in the best interest of the Group and beneficial to the management of the Group. In addition, the senior management and the Board, which comprise experienced individuals, could effectively check and balance the power and authority of Mr. Fu. Therefore, the Board considers that the deviation from code provision C.2.1 in Part 2 of the CG Code is appropriate in such circumstances.

企業管治常規

本公司致力達致並維持最高企業管治水平，以期切合業務及其股東的需求及要求，並符合GEM上市規則附錄十五所載的企業管治守則(「**企業管治守則**」)第二部份的守則條文。本集團已考慮企業管治守則並設有企業管治常規，以遵守守則條文。截至2023年3月31日止年度，除偏離企業管治守則條文在企業管治守則第2部份的第C.2.1條外，本集團已採納及遵守GEM上市規則附錄十五所載的企業管治守則第二部份。

本集團的主要創辦人傅鎮強先生為本公司董事會主席兼行政總裁。憑藉傅先生對珠寶行業的豐富經驗，彼負責本集團的整體管理、決策及戰略規劃，且自本集團成立以來對本集團的增長及業務擴張貢獻良多。由於傅先生為本集團發展的關鍵人物，且彼於任何情況下將不會以任何方式損害本集團的利益，故董事會認為將主席及行政總裁的職務授予傅先生符合本集團的最佳利益，並對本集團的管理有利。此外，由經驗豐富的個人組成的高級管理層及董事會可有效監察及制衡傅先生的權力及職權。因此，董事會認為於該等情況下偏離在企業管治守則條文第2部份之第C.2.1條乃屬恰當。

DIRECTORS' SECURITIES TRANSACTION

The Company has adopted the required standard of dealings (the “**Required Standard of Dealings**”) as set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct for dealing in securities of the Company by the Directors. Having made specific enquiries of all the Directors, each of them have confirmed that they have complied with the Required Standard of Dealings during the year ended 31 March 2023. No incident of non-compliance was noted by the Company during such period.

PURCHASE, SALE OR REDEMPTION OF LISTING SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares during the year ended 31 March 2023.

AUDIT COMMITTEE

Pursuant to the requirement of the CG Code and the GEM Listing Rules, the Company has established an audit committee (the “**Audit Committee**”) comprising three independent non-executive Directors, namely Mr. Chan Chi Ming Tony (chairman), Mr. Chan Cheong Tat and Mr. Wong Wing Keung Meyrick.

The financial information for the year ended 31 March 2023 as set out in this announcement represents an extract from the consolidated financial information for the year ended 31 March 2023, which has been audited by the Group's external auditor, and reviewed by the Audit Committee.

EVENTS AFTER THE REPORTING DATE

There is no material subsequent event affecting the business or financial performance of the Group which has come to the attention of the Directors after 31 March 2023 and up to the date of this announcement.

董事證券交易

本公司已採納GEM上市規則第5.48條至5.67條所載的交易規定標準(「**交易規定標準**」)作為董事買賣本公司證券的操守守則。向全體董事作出特定查詢後，各董事均已確認彼等於截至2023年3月31日止年度一直遵守交易規定標準。於上述期間，本公司概無發現任何不合規事件。

購買、出售或贖回上市證券

截至2023年3月31日止年度，本公司或其任何附屬公司概無購買、出售或贖回本公司任何股份。

審核委員會

根據企業管治守則及GEM上市規則的規定，本公司已設立審核委員會(「**審核委員會**」)，當中包括3名獨立非執行董事(即陳子明先生(主席)、陳昌達先生及王泳強先生)。

本公告所載截至2023年3月31日止年度的財務資料乃摘錄截至2023年3月31日止年度的綜合財務資料，而有關綜合財務資料已由本集團外聘核數師審核並由審核委員會審閱。

報告日期後的事項

董事並不知悉任何於2023年3月31日後及截至本公告日期與本集團業務或財務表現相關的重大期後事項。

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, there is sufficiency public float of not less than 25% of the Company's issued share as required under the GEM Listing Rules.

ANNUAL GENERAL MEETING

The annual general meeting of the Company (the "AGM") will be held on Monday, 8 August 2023, while the notice convening the AGM will be published and despatched to the Company's shareholders in due course.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This results announcement is published on the website of GEM at www.hkgem.com and on the website of the Company at www.chongfaiholdings.com.

The 2022/23 annual report containing all the information required by the GEM Listing Rules will be despatched to the shareholders in due course and published on the websites of GEM and the Company.

SCOPE OF WORK OF GRANT THORNTON HONG KONG LIMITED

The figures in respect of the preliminary announcement of the Group's results for the year ended 31 March 2023 have been agreed by the Company's auditor, Grant Thornton Hong Kong Limited, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Grant Thornton Hong Kong 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 assurance has been expressed by Grant Thornton Hong Kong Limited on the preliminary announcement.

充足公眾持股量

根據本公司所得公開資料及據董事所知，本公司維持足夠的公眾持股量，即GEM上市規則所規定不少於本公司已發行股份的25%。

股東週年大會

本公司將於2023年8月8日(星期一)舉行股東週年大會(「股東週年大會」)，而召開股東週年大會的通告將於適當時候刊登及寄發予本公司股東。

刊登年度業績公告及年報

本業績公告刊登於GEM網站 www.hkgem.com 及本公司網站 www.chongfaiholdings.com。

載有GEM上市規則規定所有資料的2022/23年報將於適當時候寄發予股東並在GEM及本公司網站內刊登。

致同(香港)會計師事務所有限公司之工作範圍

本集團截至2023年3月31日止年度的初步業績公告的數字乃經本集團核數師致同(香港)會計師事務所有限公司同意，等同本集團本年度的經審核綜合財務報表所載的數額。根據香港會計師公會頒佈的香港核數準則、香港審閱應聘服務準則或香港核證應聘服務準則，致同(香港)會計師事務所有限公司就此執行的工作並不構成核證應聘的服務，因此致同(香港)會計師事務所有限公司並不保證本初步公告的內容。

APPRECIATION

On behalf of the Board, I would like to take this opportunity to express my gratitude to the management and staff of the Group for their commitment and contribution during the year. I would also like to express my appreciation to the guidance from the regulators and continued support from our shareholders and customers.

By order of the Board
**Chong Fai Jewellery Group Holdings
Company Limited**
FU Chun Keung
Chairman and Chief Executive Officer

Hong Kong, 23 June 2023

As at the date of this announcement, the executive Directors are Mr. Fu Chun Keung, Ms. Cheung Lai Yuk and Ms. Fu Wan Ling; and the independent non-executive Directors are Mr. Chan Cheong Tat, Mr. Wong Wing Keung Meyrick and Mr. Chan Chi Ming Tony.

This announcement will remain on the Stock Exchange's website at www.hkexnews.hk and on the "Latest Listed Company Information" page of the GEM website at www.hkgem.com for at least 7 days from the date of its posting. This announcement will also be published on the Company's website at www.chongfaiholdings.com.

致謝

本人謹藉此機會代表董事會，向本集團高級管理層及員工於年內的努力及貢獻致以謝意。本人亦謹此答謝監管機構的指導以及股東與客戶的長期支持。

承董事會命
創輝珠寶集團控股有限公司

傅鎮強
主席兼行政總裁

香港，2023年6月23日

於本公告日期，執行董事為傅鎮強先生、張麗玉女士及傅雲玲女士；而獨立非執行董事為陳昌達先生、王泳強先生及陳子明先生。

本公告將刊載於聯交所網站 www.hkexnews.hk 及將自刊發日期起計最少一連7日載於 GEM 網站 www.hkgem.com 「最新上市公司公告」一頁。本公告亦將於本公司網站 www.chongfaiholdings.com 刊載。

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2023

綜合損益及其他全面收益表

截至2023年3月31日止年度

			2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
		Notes 附註		
Revenue	收益	3	136,822	107,344
Cost of goods sold	已售商品成本		<u>(104,718)</u>	<u>(78,190)</u>
Gross profit	毛利		32,104	29,154
Other income	其他收入	4	2,296	1,005
Other gains/(losses), net	其他收益／(虧損)淨額	5	87	(1,807)
Selling and distribution costs	銷售及分銷成本		(19,781)	(21,308)
General and administrative expenses	一般及行政開支		(15,867)	(14,719)
Finance costs	財務成本	6	(1,219)	(1,126)
Share of losses of associates	應佔聯營公司之虧損		<u>(197)</u>	<u>(264)</u>
Loss before income tax	除稅前虧損	7	(2,577)	(9,065)
Income tax credit	所得稅抵免	9	686	1,382
Loss for the year	年內虧損		<u>(1,891)</u>	<u>(7,683)</u>
Other comprehensive (expense)/ income for the year	年內其他全面(開支)／收益			
<i>Item that may be reclassified subsequently to profit or loss:</i>	<i>其後可能重新分類至損益的項目：</i>			
Exchange difference arising on translation of a foreign operation	換算外國業務產生的匯兌差額		<u>(638)</u>	<u>385</u>
Other comprehensive (expense)/income for the year, net of income tax	年內其他全面(開支)／收益，扣除所得稅後		<u>(638)</u>	<u>385</u>
Total comprehensive expense for the year	年內全面開支總額		<u>(2,529)</u>	<u>(7,298)</u>
Loss per share	每股虧損			
Basic and diluted (HK cents)	基本及攤薄(港仙)	8	<u>(0.25)</u>	<u>(1.02)</u>

**CONSOLIDATED STATEMENT OF
FINANCIAL POSITION**

As at 31 March 2023

綜合財務狀況表

於2023年3月31日

		Notes 附註	2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		15,934	20,581
Interests in associates	於聯營公司之權益		17,424	8,721
Deferred tax assets	遞延稅項資產		5,733	5,047
Other receivables	其他應收款項	11	2,261	2,028
			<u>41,352</u>	<u>36,377</u>
Current assets	流動資產			
Inventories	存貨		58,984	59,634
Trade and other receivables	貿易及其他應收款項	11	4,202	3,559
Financial assets at fair value through profit or loss ("FVTPL")	按公平值計入損益的金融資產		3,066	9,026
Bank balances and cash	銀行結餘及現金		20,657	20,572
			<u>86,909</u>	<u>92,791</u>
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項	12	6,491	6,142
Contract liabilities	合約負債		4,902	4,395
Refund liabilities	退款負債		463	388
Lease liabilities	租賃負債		7,732	7,372
Amount due to controlling shareholder	應付控股股東款項	13	5,000	—
Bank borrowings	銀行借款		28,856	28,295
			<u>53,444</u>	<u>46,592</u>
Net current assets	流動資產淨值		<u>33,465</u>	46,199
Total assets less current liabilities	資產總值減流動負債		<u>74,817</u>	82,576
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		4,456	9,626
Net assets	資產淨值		<u>70,361</u>	<u>72,950</u>
Capital and reserves	資本及儲備			
Share capital	股本	14	7,500	7,500
Reserves	儲備		62,861	65,450
Total equity	權益總額		<u>70,361</u>	<u>72,950</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 March 2023

1. GENERAL

Chong Fai Jewellery Group Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is a public limited company incorporated in the Cayman Islands on 11 January 2018 and its shares are listed on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The address of the registered office of the Company is PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands and the principal place of business of the Company is at No. 6-13 Faerie Court, 80 Ko Shan Road, Hung Hom, Kowloon, Hong Kong.

The immediate holding company and ultimate holding company of the Company is Mythe Group Holdings Company Limited which was incorporated in the British Virgin Islands (“**BVI**”). Its ultimate controlling party is Mr. Fu Chun Keung (“**Mr. Fu**”).

2. ADOPTION OF NEW AND AMENDED HONG KONG FINANCIAL REPORTING STANDARDS (“**HKFRSs**”)

Amended HKFRSs that are effective for annual period beginning on 1 April 2022

In the current year, the Group has applied for the first time the following amended HKFRSs issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), which are relevant to the Group’s operations and effective for the Group’s consolidated financial statements for the annual period beginning on 1 April 2022:

Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018-2020
Accounting Guideline 5 (Revised)	Merger Accounting for Common Control Combination

The adoption of the amended HKFRSs had no material impact on how the results and financial position of the Group for the current and prior periods have been prepared and presented.

綜合財務報表附註

截至2023年3月31日止年度

1. 一般資料

創輝珠寶集團控股有限公司(「**本公司**」及其附屬公司，統稱「**本集團**」)於2018年1月11日於開曼群島註冊成立為公眾有限公司。其股份於香港聯合交易所有限公司(「**聯交所**」)GEM上市。本公司註冊辦事處之地址為PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands，以及本公司主要營業地點之地址為香港九龍紅磡高山道80號富怡閣6-13號。

本公司直接控股公司及最終控股公司為於英屬處女群島(「**英屬處女群島**」)註冊成立的Mythe Group Holdings Company Limited。其最終控制方為傅鎮強先生(「**傅先生**」)。

2. 採納新訂及經修訂香港財務報告準則(「**香港財務報告準則**」)

於2022年4月1日開始的年度期間生效的經修訂香港財務報告準則

於本年度，本集團首次應用香港會計師公會(「**香港會計師公會**」)所頒佈與本集團業務營運息息相關並就於2022年4月1日開始的年度期間的綜合財務報表生效的下列經修訂香港財務報告準則：

香港財務報告準則第3號(修訂本)	概念框架參考
香港會計準則第16號(修訂本)	物業、廠房及設備 – 擬定用途前之所得款項
香港會計準則第37號(修訂本)	繁重合約 – 履行合約之成本
香港財務報告準則(修訂本)	香港財務報告準則二零一八年至二零二零年之年度改進
會計指引第5號(經修訂)	就共同控制合併採納合併會計法

採納新訂及經修訂香港財務報告準則對本集團本期間及過往期間的業績及財務狀況的編製及呈列方式並無重大影響。

Issued but not yet effective HKFRSs

At the date of authorisation of the consolidated financial statements, certain new and amended HKFRSs have been published but are not yet effective, and have not been adopted early by the Group.

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

¹ Effective for annual periods beginning on or after 1 January 2023

² Effective for annual periods beginning on or after 1 January 2024

³ Effective date not yet determined

The directors anticipate that all of the pronouncements will be adopted in the Group's accounting policy for the first period beginning on or after the effective date of the pronouncement. Information on new and amended HKFRSs that are expected to have impact on the Group's accounting policies is provided below. Other new and amended HKFRSs are not expected to have a material impact on the Group's consolidated financial statements.

已頒佈但尚未生效之香港財務報告準則

於綜合財務報表獲授權之日，本集團並無提早採納若干已頒佈但尚未生效的新訂及經修訂香港財務報告準則。

香港財務報告準則第17號	保險合約及相關修訂本 ¹
香港財務報告準則第10號及香港會計準則第28號(修訂本)	投資者與其聯營公司或合營公司之間的資產出售或提供資產 ³
香港財務報告準則第16號(修訂本)	售後租回之租賃負債 ²
香港會計準則第1號(修訂本)	流動或非流動負債分類及香港詮釋第5號的相關修訂 ²
香港會計準則第1號(修訂本)	附有契約條件的非流動負債 ²
香港會計準則第1號及香港財務報告準則實務聲明第2號(修訂本)	會計政策披露 ¹
香港會計準則第8號(修訂本)	會計估計的定義 ¹
香港會計準則第12號(修訂本)	與單一交易所產生的資產及負債相關的遞延稅項 ¹

¹ 自二零二三年一月一日或之後開始的年度期間生效

² 自二零二四年一月一日或之後開始的年度期間生效

³ 生效日期尚未釐定

董事預期，所有新訂及經修訂香港財務報告準則將於新訂及經修訂香港財務報告準則生效日期或之後的首個期間在本集團會計政策內採用。預期對本集團會計政策產生影響之新訂及經修訂香港財務報告準則資料載於下文。預期其他新訂及經修訂香港財務報告準則不會對本集團之綜合財務報表產生重大影響。

Amendments to HKAS 1 and HKFRS Practice Statement 2 “Disclosure of Accounting Policies”

The amendments to HKAS 1 require entities to disclose material accounting policy information instead of significant accounting policies in its financial statements. The amendments also provide some guidance on how material policy information are being identified and provide some examples of when accounting policy information is likely to be material.

In March 2021, HKICPA issued HKFRS Practice Statement 2 “Making Materiality Judgments” to provide entities with non-mandatory guidance on how to make materiality judgments when preparing their general purpose financial statements in accordance with HKFRSs. HKFRS Practice Statement 2 was subsequently revised to provide guidance and examples on how to apply the concept of materiality to accounting policy disclosures.

The amendments to HKAS 1 are effective for annual reporting period beginning on or after 1 January 2023 and are applied prospectively. Earlier application is permitted. Except for the disclosures of accounting policies that may need to be revised to cope with the above changes, the directors expect that the amendments have no other material impact on the consolidated financial statements.

香港會計準則第1號及香港財務報告準則實務聲明第2號(修訂本)「會計政策披露」

香港會計準則第1號(修訂本)規定實體須於其財務報表中披露重大會計政策資料而非主要會計政策。修訂本亦就如何識別重大政策資料提供若干指引並舉例說明會計政策資料何時可能為重大。

於二零二一年三月，香港會計師公會頒佈香港財務報告準則實務報告第2號「作出有關重要性之判斷」，就實體根據香港財務報告準則編製通用財務報表時如何作出重要性判斷為實體提供非強制指引。香港財務報告準則實務聲明第2號隨後進行修訂，就如何將重要性概念應用於會計政策披露提供指引及例子。

香港會計準則第1號(修訂本)於二零二三年一月一日或之後開始之年度報告期間生效並可追溯應用，且允許提前應用。除會計政策披露可能需予修訂以順應上述變動之外，董事預期修訂本對綜合財務報表概無其他重大影響。

3. REVENUE AND SEGMENT INFORMATION

Revenue represents amounts received and receivable for the sales of jewellery products during the year.

The executive directors of the Company, being the chief operating decision maker, regularly review revenue analysis by nature of business (including jewellery business and trading of recycled gold products), and by jewellery products (including gem-set jewellery products (representing diamond/karat gold/jade/pearl/platinum jewellery products and provision of jewelcrafting services) and gold jewellery products). The executive directors of the Company considered the operating activities of sales of these products as a single operating segment. The operating segment has been identified on the basis of internal management reports prepared in accordance with accounting policies conform to HKFRSs, 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.

Entity-wide information

An analysis of the Group's revenue from contract with customers is as follows:

Jewellery business:	珠寶業務：
– Retail operation of jewellery shops	珠寶店零售業務
– Wholesales of jewellery products (note)	珠寶產品批發(附註)
Trading of recycled gold products	回收黃金產品貿易
Total	總計

Note: Wholesales of jewellery products represent revenue from jewellery trading and provision of jewelcrafting services to the wholesalers.

3. 收益及分部資料

收益指年內珠寶產品銷售已收及應收金額。

本公司執行董事(即主要營運決策者)定期審閱按業務性質(包括珠寶業務及回收黃金產品貿易)及按珠寶產品(包括寶石鑲嵌珠寶產品(即鑽石/K金/翡翠/珍珠/鉑金珠寶產品及珠寶加工服務)以及黃金珠寶產品)劃分的收益分析。本公司執行董事視該等產品銷售經營活動為單一經營分部。經營分部已按遵循香港財務報告準則的會計政策編製內部管理報告的基準識別，並由本公司執行董事定期審閱。本公司執行董事審閱本集團整體上的整體業績、資產及負債以作出有關資源分配的決定。因此，概無呈列該單一經營分部分析。

實體間資料

本集團客戶合約收入分析如下：

	2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
	103,793	78,010
	11,314	11,214
	115,107	89,224
	21,715	18,120
	136,822	107,344

附註：珠寶產品批發收益指珠寶貿易及向批發商提供珠寶加工服務所產生的收益。

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Jewellery business by product:	按產品劃分珠寶業務：		
– Gem-set jewellery products	– 寶石鑲嵌珠寶產品	60,609	51,794
– Gold jewellery products	– 黃金珠寶產品	54,498	37,430
		<u>115,107</u>	<u>89,224</u>
Trading of recycled gold products	回收黃金產品貿易	21,715	18,120
Total	總計	<u>136,822</u>	<u>107,344</u>

The Group is engaged in the retail of its own products through its retail stores in Hong Kong. Wholesales of jewellery products represent sales to jewellery retailers with stores and provision of jewelcrafting services to the wholesalers. The Group also purchase recycled gold products from the general public for sale to gold product collectors and dealers for trading purpose.

Revenue from sales of jewellery products is recognised at a point in time when the jewellery products and recycled gold products are delivered to the customers and the respective controls has been passed. When the Group receives a deposit for jewellery order or contribution to customer reward scheme, this will give rise to contract liability at the inception of a contract, until the revenue is recognised.

Revenue from provision of jewelcrafting services is recognised at a point in time when the jewelcrafting services are rendered.

No individual customer contributing revenue which accounted for more than 10% of the Group's total revenue during both years.

Under the Group's standard contract terms, customers have a right to exchange/refund within a year. The Group uses its accumulated historical experience to estimate the exchange/refund rate. A refund liability is recognised when the Group expects to refund some or all of the consideration received from customers. The Group's right to recover the product is recognised as a right of return assets included in "Trade and other receivables" and a corresponding adjustment to cost of goods sold.

All sales contracts have an original expected duration of one year or less. As permitted under HKFRS 15, the transaction price allocated to the unsatisfied contracts is not disclosed.

本集團透過其於香港的零售店從事其自有產品零售。珠寶產品批發指於店內向珠寶零售商銷售及向批發商提供珠寶加工服務。本集團亦向一般公眾購買回收黃金產品以向黃金產品收集商及交易商出售作貿易用途。

來自銷售珠寶的收益於珠寶產品及回收黃金產品已交付予客戶及相關控制權已轉交時確認。於本集團收取珠寶訂單按金或客戶獎勵計劃供款時，合約負債將於合約開始時上升，直至收益獲確認為止。

來自提供珠寶加工服務的收益會在提供珠寶加工服務時在某一時點確認。

於該兩個年度內，概無個別客戶為本集團收益總額貢獻收益逾10%。

根據本集團的標準合約條款，客戶有權於一年內退換／退款。本集團運用其過往累積的經驗估計退換／退款率。當本集團預期退還部分或全部客戶代價時，則會確認退款負債。本集團收回產品的權利確認為退貨權資產包括於「貿易及其他應收款項」，並相應調整已售商品成本。

所有銷售合約的原先預期時限為一年或以內。誠如根據香港財務報告準則第15號所批准，並無披露分配至未達成合約的交易價格。

All of the Group's revenue from external customers are generated in Hong Kong. An analysis of the Group's non-current assets including property, plant and equipment and interests in associates by their physical geographical location is as follows:

本集團來自外部客戶的所有收益均產生自香港。本集團按其實際地理位置劃分的非流動資產(包括物業、廠房及設備以及於聯營公司之權益)如下：

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Non-current assets:	非流動資產：		
– Hong Kong	– 香港	<u>33,358</u>	<u>29,302</u>

4. OTHER INCOME

4. 其他收入

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Bank interest income	銀行利息收入	90	1
Dividend income from financial assets at FVTPL	按公平值計入損益的 金融資產的股息收入	482	858
Government grants (note)	政府補助(附註)	1,668	58
Sundry income	雜項收入	<u>56</u>	<u>88</u>
		<u>2,296</u>	<u>1,005</u>

Note: During the year ended 31 March 2023, the Group recognised government grants in relation to the funding support received amounting to HK\$1,241,000 (2022: Nil) and HK\$347,000 (2022: Nil) from the Employment Support Scheme under the Anti-epidemic Fund and the Technology Voucher Programme under the Innovation and Technology Fund, both set up by the Government of the Hong Kong Special Administrative Region, respectively. The Group also received subsidies of HK\$80,000 (2022: HK\$58,000) from the People's Republic of China (the "PRC") government for enterprises to retain their employees.

附註：本集團於截至2023年3月31日止年度確認政府補助，該補助有關從香港特別行政區政府設立之防疫抗疫基金保就業計劃及創新及科技基金「科技券」計劃所收取的資金資助，金額分別為1,241,000港元(2022年：無)及347,000港元(2022年：無)。本集團亦獲得中華人民共和國(「中國」)政府的保障就業資助以挽留僱員，金額為80,000港元(2022年：58,000港元)。

The purpose of the Employment Support Scheme was to provide financial support to enterprises to retain their employees who would otherwise be made redundant. Under the terms of the grant, the Group was required not to make redundancies during the subsidy period and to spend all the funding on paying wages to the employees. The Technology Voucher Programme aims to promote the effective use of technological services and solutions by the small and medium enterprises to enhance their operational efficiency.

保就業計劃的目的為企業提供財務資助，以挽留可能會被裁員的僱員。根據補助條款，本集團於補貼期間不得裁員並須將所有資金用於支付僱員工資。而「科技券」計劃的目的為鼓勵中小企業有效使用科技服務及解決方案以提升公司營運效率。

There were neither unfulfilled conditions nor other contingencies attached to the receipt of those grants. In addition, there is no assurance that the Group will continue to receive such grant in the future.

收取該等補助並無尚未達致的條件或其他或然事項。此外，概不保證本集團未來會繼續收取有關補助。

5. OTHER GAINS/(LOSSES), NET

5. 其他收益／(虧損)淨額

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Net foreign exchange gain	匯兌收益淨額	60	71
Fair value gain/(loss) on financial assets at FVTPL, net	按公平值計入損益的 金融資產的公平值收益 ／(虧損)淨額	2,098	(2,305)
(Loss)/Gain on disposal of financial assets at FVTPL	出售按公平值計入損益的 金融資產的(虧損)／收益	(2,040)	427
Net loss on written off of property, plant and equipment	撇銷物業、廠房及 設備淨虧損	(31)	—
		<u>87</u>	<u>(1,807)</u>

6. FINANCE COSTS

6. 財務成本

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Interest on bank borrowings	銀行借款利息	775	867
Finance charges on lease liabilities	租賃負債的財務費用	444	259
		<u>1,219</u>	<u>1,126</u>

7. LOSS BEFORE INCOME TAX

Loss before income tax has been arrived at after charging/(crediting):

7. 除稅前虧損

除稅前虧損乃經扣除／(計入)下列各項後達致：

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Lease charges:	租賃開支：		
– Short-term leases	– 短期租賃	442	670
– Covid-19 related rent concessions received (note a)	– 已收2019新型冠狀病毒病相關租金減免(附註a)	(176)	(156)
		<u>442</u>	<u>670</u>
Depreciation of property, plant and equipment	物業、廠房及設備的折舊		
– Owned assets	– 自有資產	1,179	809
– Right-of-use assets	– 使用權資產	8,160	10,221
		<u>9,339</u>	<u>11,030</u>
Total depreciation of property, plant and equipment	物業、廠房及設備的折舊總額	<u>9,339</u>	<u>11,030</u>
Depreciation of property, plant and equipment	物業、廠房及設備的折舊		
– Recognised as selling and distribution costs	– 確認為銷售及分銷成本	7,260	9,337
– Recognised as general and administrative expenses	– 確認為一般及行政開支	2,079	1,693
		<u>9,339</u>	<u>11,030</u>
Total depreciation of property, plant and equipment	物業、廠房及設備的折舊總額	<u>9,339</u>	<u>11,030</u>
Directors' emoluments	董事酬金		
– Fees	– 袍金	3,958	3,847
– Salaries and other benefits	– 薪金及其他福利	–	–
– Retirement benefit scheme contributions	– 退休福利計劃供款	150	140
		<u>4,108</u>	<u>3,987</u>
Other staff's salaries and other benefits	其他員工薪金及其他福利		
– Recognised as cost of goods sold	– 確認為已售商品成本	714	817
– Recognised as selling and distribution costs	– 確認為銷售及分銷成本	9,793	8,680
– Recognised as general and administrative expenses	– 確認為一般及行政開支	4,190	3,976
		<u>14,697</u>	<u>13,473</u>
Other staff's retirement benefit scheme contributions	其他員工退休福利計劃供款		
– Recognised as cost of goods sold	– 確認為已售商品成本	183	193
– Recognised as selling and distribution costs	– 確認為銷售及分銷成本	441	387
– Recognised as general and administrative expenses	– 確認為一般及行政開支	320	329
		<u>944</u>	<u>919</u>
Total staff costs	員工成本總額	<u>19,749</u>	<u>18,369</u>
Provision for/(Reversal of provision for) expected credit loss (“ECL”) allowance for trade receivables	貿易應收款項的預期信貸虧損(「預期信貸虧損」)撥備／(撥回)	11	(29)
Auditor's remuneration	核數師酬金	500	500
Cost of inventories recognised as an expense	確認為開支的存貨成本	99,123	72,996
Write-down of inventories to net realisable value (note b)	將存貨撇減至可變現淨值(附註b)	430	357
Net loss on written off of property, plant and equipment	撇銷物業、廠房及設備淨虧損	31	–
		<u>31</u>	<u>–</u>

Notes:

- (a) During the years ended 31 March 2023 and 2022, the rent concessions received by the Group are in the form of a discount on fixed payments during the period of severe social distancing and travel restriction measures introduced to prevent the spread of Covid-19.
- (b) During the year ended 31 March 2023, the Group recognised write-down of inventories to net realisable value of certain finished goods of HK\$430,000 (2022: HK\$357,000).

8. LOSS PER SHARE

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

Loss	虧損
Loss for the year	年內虧損
Number of shares	股份數目
Weighted average number of shares	股份加權平均數

Diluted loss per share is the same as basic loss per share as there were no potential dilutive ordinary shares in issue during the years ended 31 March 2023 and 2022.

附註：

- (a) 截至2023年及2022年3月31日止年度，本集團於為防止2019新型冠狀病毒病傳播而採取的嚴格社交距離及旅遊限制措施期間獲得的租金減免為固定付款折扣。
- (b) 截至2023年3月31日止年度，撇減存貨至若干製成品的可變現淨值430,000港元(2022年：357,000港元)已由本集團確認。

8. 每股虧損

每股基本虧損乃按下列數據計算：

2023	2022
2023年	2022年
HK\$'000	HK\$'000
千港元	千港元
(1,891)	(7,683)
2023	2022
2023年	2022年
'000	'000
千股	千股
750,000	750,000

截至2023年及2022年3月31日止年度，由於並無已發行潛在攤薄普通股，故攤薄每股虧損與每股基本虧損相同。

9. INCOME TAX CREDIT

9. 所得稅抵免

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Hong Kong Profits Tax	香港利得稅		
– Current year	— 本年度	–	–
PRC Enterprise Income Tax (“EIT”)	中國企業所得稅 (「企業所得稅」)		
– Current year	— 本年度	–	–
Deferred tax credit	遞延稅項抵免	<u>(686)</u>	<u>(1,382)</u>
Income tax credit	所得稅抵免總額	<u><u>(686)</u></u>	<u><u>(1,382)</u></u>

No Hong Kong Profits Tax has been provided as the Group did not derive any assessable profit arising in Hong Kong during the years ended 31 March 2023 and 2022.

截至2023年及2022年3月31日止年度，由於本集團並無於香港產生任何應課稅溢利，故並無計提香港利得稅撥備。

Under the EIT Law of the PRC and Implementation Regulation of the EIT Law, the tax rate of the subsidiary in the PRC is 25% for the years ended 31 March 2023 and 2022.

根據中國企業所得稅法以及企業所得稅法實施條例，截至2023年及2022年3月31日止年度中國附屬公司的稅率為25%。

The tax for the year can be reconciled to the loss before income tax per the consolidated statement of profit or loss and other comprehensive income as follows:

年內可按綜合損益及其他全面收益表與除稅前虧損對賬的稅項如下：

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Loss before income tax	除稅前虧損	<u><u>(2,577)</u></u>	<u><u>(9,065)</u></u>
Tax charge at the applicable income tax rate at 16.5%	按適用所得稅稅率16.5%徵收的稅項	(425)	(1,495)
Tax effect of expenses not deductible for tax purpose	不可扣稅開支的稅務影響	113	264
Tax effect of income not taxable for tax purpose	毋須課稅收入的稅務影響	(343)	(149)
Tax effect of tax losses not recognised	未獲確認稅項虧損的稅務影響	2	2
Effect of different tax rate applicable to a subsidiary operating in the other jurisdiction	於其他司法權區經營附屬公司適用的不同稅率影響	(65)	(47)
Others	其他	<u>32</u>	<u>43</u>
Income tax credit	年內稅項抵免	<u><u>(686)</u></u>	<u><u>(1,382)</u></u>

10. DIVIDENDS

No dividend has been paid or declared by the Company during the years ended 31 March 2023 and 2022, nor has any dividend been proposed since the end of the reporting period.

11. TRADE AND OTHER RECEIVABLES

Trade receivables	貿易應收款項	1,930	1,337
Less: ECL allowance	減：預期信貸虧損撥備	(32)	(21)
Trade receivables, net	貿易應收款項(淨額)	1,898	1,316
Rental deposits	租賃按金		
– related parties	– 關連方	494	494
– third parties	– 第三方	1,873	2,158
Prepayments, other deposits and other receivables (note)	預付款項、其他按金及其他應收款項(附註)	1,806	1,262
Right of return assets	退貨權資產	392	357
		6,463	5,587
Less: non-current portion of rental deposits and prepayments for property, plant and equipment	減：租賃按金的非流動部分及物業、廠房及設備的預付款項	(2,261)	(2,028)

Note: Prepayments, other deposits and other receivables mainly comprised of (i) prepayment to suppliers, (ii) money held in trust for purchase of shares under Share Award Scheme and (iii) deposits for management fee and utilities.

The following is an ageing analysis of the Group's trade receivables after ECL allowance by age, presented based on the invoice date.

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
0 to 30 days	0至30天	1,055	492
31 to 60 days	31至60天	438	346
61 to 90 days	61至90天	174	195
Over 90 days	超過90天	231	283
		1,898	1,316

10. 股息

本公司於截至2023年及2022年3月31日止年度內尚未派付或擬派任何股息，自報告期末亦未擬派任何股息。

11. 貿易及其他應收款項

		2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
Trade receivables	貿易應收款項	1,930	1,337
Less: ECL allowance	減：預期信貸虧損撥備	(32)	(21)
Trade receivables, net	貿易應收款項(淨額)	1,898	1,316
Rental deposits	租賃按金		
– related parties	– 關連方	494	494
– third parties	– 第三方	1,873	2,158
Prepayments, other deposits and other receivables (note)	預付款項、其他按金及其他應收款項(附註)	1,806	1,262
Right of return assets	退貨權資產	392	357
		6,463	5,587
Less: non-current portion of rental deposits and prepayments for property, plant and equipment	減：租賃按金的非流動部分及物業、廠房及設備的預付款項	(2,261)	(2,028)

附註：預付款項、其他按金及其他應收款項主要包括(i)預付貨款；(ii)存放於信託基金用作購買股份獎勵計劃之股份的資金及(iii)管理費及公用服務按金。

下文為根據發票日期呈列按賬齡劃分的預期信貸虧損撥備後本集團貿易應收款項分析。

The Group's retail sales to customers are mainly made in cash or through credit card payments. Trade receivables arise from credit card sales are normally settled in one to two business day in arrears. For the remaining customers, the Group allows a credit period up to 90 days. A longer credit period may be granted to large or long-established customers with good payment history.

Before accepting any new customers, the Group will internally assess the potential customer's credit quality and defines credit limits by customers. Management closely monitors the credit quality and follow up actions will be taken if overdue debts are noted. Credit limits attributed to customers and credit term granted to customers are reviewed on a regular basis. Approximately 88% of the trade receivables as at 31 March 2023 (2022: approximately 91%) are neither past due nor impaired and they were assessed to be of good credit rating by the Group.

The movement in ECL allowance for trade receivables is as follows:

		2023	2022
		2023年	2022年
		HK\$'000	HK\$'000
		千港元	千港元
At the beginning of the year	年初	21	50
ECL allowance recognised/(reversed) during the year	年內確認／(撥回)的 預期信貸虧損撥備	11	(29)
At the end of the year	年末	32	21

As part of the Group's credit risk management, the Group applies internal credit rating for its customers with reference to the historical repayment. The Group collectively assesses the impairment using a provision matrix with appropriate groupings based on share credit risk characteristics of customers. The following table provides information about the exposure to credit risk for trade receivables which are assessed based on provision matrix as at 31 March 2023 and 2022 within lifetime ECL (not credit-impaired).

本集團對客戶的零售銷售主要以現金或透過信用卡付款進行。信用卡銷售產生的貿易應收款項通常會遞延1至2個營業日結清。就餘下客戶而言，本集團允許信用期最高達90天。或會向具備良好付款記錄的大型或長期建立的客戶授出較長信用期。

於接受任何新客戶前，本集團將初步評估潛在客戶的信用質素並按客戶界定信用限額。管理層密切監督信用質素並將在留意到逾期債務時採取跟進行動。客戶享有的信用限額以及向客戶授出的信用條款會定期進行覆核。於2023年3月31日約88% (2022年：約91%) 的貿易應收款項既無逾期亦無減值，因此獲本集團評估為良好信貸級別。

貿易應收款項的預期信貸虧損撥備的變動如下：

作為本集團信貸風險管理的一部分，本集團參考還款記錄以為其客戶應用內部信貸評級。本集團使用基於客戶的共同信貸風險特徵的適當分組的撥備矩陣減值作集體評估。下表提供有關貿易應收款項信貸風險的資料，該等資料乃根據2023年及2022年3月31日的存續期預期信貸虧損(並無信貸減值)的撥備矩陣評估。

		Gross carrying amount 賬面總值 HK\$'000 千港元	Average loss rate 平均虧損率	Loss allowance 虧損撥備 HK\$'000 千港元	Net carrying amount 賬面淨值 HK\$'000 千港元
As at 31 March 2023	於 2023 年 3 月 31 日				
Low risk	低風險	1,486	1.3%	19	1,467
Medium risk	中等風險	444	2.9%	13	431
		<u>1,930</u>		<u>32</u>	<u>1,898</u>
As at 31 March 2022	於 2022 年 3 月 31 日				
Low risk	低風險	1,062	1.3%	14	1,048
Medium risk	中等風險	275	2.7%	7	268
		<u>1,337</u>		<u>21</u>	<u>1,316</u>

The estimated loss rates are estimated based on historical observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effort. The grouping is regularly reviewed by management to ensure relevant information about specific debtors is updated.

In addition, the directors of the Company considered that the presumption of default has occurred when the instrument is more than 90 days past due would be rebutted by considering the expected subsequent and historical repayment from the trade debtors.

估計虧損率乃根據債務人預期年期的過往可觀察違約率估計，並就毋須付出過多成本或努力即可得的前瞻性資料作出調整。管理層定期審查分組，以確保更新有關特定債務人的相關資料。

此外，本公司董事認為，經考慮來自貿易債務人的預期其後及歷史還款，工具逾期超過 90 天則發生違約的假設將被推翻。

12. TRADE AND OTHER PAYABLES

Trade payables	貿易應付款項
Accrued staff costs	應計員工成本
Other payables and accrued charges (note)	其他應付款項及應計費用 (附註)

2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
2,342	2,205
2,996	2,256
<u>1,153</u>	<u>1,681</u>
<u>6,491</u>	<u>6,142</u>

Note: Other payables and accrued charges mainly comprised of (i) accruals for audit fee, (ii) provision for annual leave and long service payment and (iii) payables for general operations.

The credit period of trade payables is within 90 days except for two of the major suppliers are within 1 year. The following is an ageing analysis of the Group's trade payables based on the invoice date at the end of each reporting period:

0 to 30 days	0至30天
31 to 60 days	31至60天
61 to 90 days	61至90天
Over 90 days	超過90天

2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
945	216
17	741
33	338
<u>1,347</u>	<u>910</u>
<u>2,342</u>	<u>2,205</u>

Included in the Group's trade payables are the following amounts denominated in currencies other than the functional currencies of the respective group entities.

United States dollars	美元
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2023 2023年 HK\$'000 千港元	2022 2022年 HK\$'000 千港元
<u>2,098</u>	<u>2,118</u>

12. 貿易及其他應付款項

附註：其他應付款項及應計費用主要包括(i) 應計核數師費用；(ii) 年假及長期服務金撥備及(iii) 應付一般營運的款項。

貿易應付款項的信貸期為90日，惟兩名主要供應商的信貸期為1年內。以下為於各報告期末根據發票日期呈列本集團貿易應付款項的賬齡分析：

本集團的貿易應付款項包括下列以有關集團實體功能貨幣以外的貨幣計值的款項。

13. AMOUNT DUE TO CONTROLLING SHAREHOLDER

Mr. Fu 傅先生

During the year ended 31 March 2023, part of consideration of HK\$3,900,000 for acquisition of an associate was paid by the Group to Mr. Fu. The acquisition of the associate was completed on 6 September 2022 (the “**Completion date**”). The balance represents the consideration payable and is denominated in HK\$. The amount due to controlling shareholder is unsecured, interest-free and repayable on Completion date. The amount was fully settled subsequently to the year ended 31 March 2023.

14. SHARE CAPITAL

Details of movements of share capital of the Company are as follow:

13. 應付控股股東款項

2023	2022
2023年	2022年
HK\$'000	HK\$'000
千港元	千港元

<u>5,000</u>	<u>—</u>
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截至2023年3月31日，本集團已向傅先生支付收購一間聯營公司的部份代價，金額為3,900,000港元。收購該聯營公司已於2022年9月6日完成（「**完成日**」）。該應付控股股東款項為餘下的收購代價並以港元計值。該款項為無抵押、免息及須於完成日償還。該款項已在2023年3月31日止年度其後全部償還。

14. 股本

本公司股本變動詳情如下：

Number of shares 股份數目	Share capital 股本	
	HK\$ 港元	HK\$'000 千港元

Ordinary shares of HK\$0.01 each 每股面值0.01港元普通股

Authorised:	法定：			
As at 1 April 2021, 31 March 2022, 1 April 2022 and 31 March 2023	於2021年4月1日、2022年3月31日、2022年4月1日及2023年3月31日	<u>1,500,000,000</u>	<u>15,000,000</u>	<u>15,000</u>

Issued and fully paid:	已發行及繳足：			
As at 1 April 2021, 31 March 2022, 1 April 2022 and 31 March 2023	於2021年4月1日、2022年3月31日、2022年4月1日及2023年3月31日	<u>750,000,000</u>	<u>7,500,000</u>	<u>7,500</u>