

UNAUDITED PRO FORMA FINANCIAL INFORMATION OF THE REMAINING GROUP

Introduction

The unaudited pro forma financial information of the Remaining Group (the “Unaudited Pro Forma Financial Information”) presented below is prepared to illustrate (a) the financial position of the Remaining Group as if the Disposal had been completed on 30 September 2024; and (b) the profit of loss and other comprehensive income and cash flows of the Remaining Group for the year ended 31 March 2024 as if the Disposal had been completed on 1 April 2023. This Unaudited Pro Forma Financial Information has been prepared for illustrative purpose only, and because of its hypothetical nature, it may not purport to present the true picture of (i) the financial position of the Remaining Group as at 30 September 2024 or at any future date had the Disposal been completed on 30 September 2024; or (ii) the profit of loss and other comprehensive income and cash flows of the Remaining Group for the year ended 31 March 2024 or for any future period had the Disposal been completed on 1 April 2023.

The Unaudited Pro Forma Financial Information is prepared based on the consolidated statement of financial position of the Group as at 30 September 2024, as set out in the published interim report of the Company for the six months ended 30 September 2024 and the consolidated statement of profit or loss and other comprehensive income and consolidated statement of cash flows of the Group for the year ended 31 March 2024 as set out in the published annual report of the Company for the year ended 31 March 2024, after giving effect to the pro forma adjustments described in the notes to the Unaudited Pro Forma Financial Information that are directly attributable to the Disposal and factually supportable. The Unaudited Pro Forma Financial Information is prepared in accordance with Rules 7.31 and 19.68(2)(a)(ii) of the GEM Listing Rules and with reference to Accounting Guideline 7 “Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars” issued by the Hong Kong Institute of Certified Public Accountants.

The Unaudited Pro Forma Financial Information should be read in conjunction with the historical financial information of the Group as set out in the published Annual Report 2024, published interim report for the six months ended 30 September 2024 and other financial information included elsewhere in this circular.

(A) Unaudited Pro Forma Consolidated Statement of Financial Position of the Remaining Group

	Condensed consolidated statement of financial position of the Group as at 30 September 2024						Unaudited pro forma consolidated statement of financial position of the Remaining Group as at 30 September 2024
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Note 1)	(Note 2)	(Note 3)	(Note 4)	(Note 5)	(Note 6)	
ASSETS							
Non-current assets							
Property, plant and equipment	83,763	(72,220)	-	(2,916)	(8,627)	-	-
Investment properties	30,920	(21,936)	-	13,489	-	-	22,473
Right-of-use assets	31,824	(28,199)	-	(1,357)	(2,268)	-	-
Deferred income tax assets	-	-	-	-	3,498	-	3,498
Other non-current assets	446	(446)	-	-	-	-	-
Total non-current assets	146,953						25,971
Current assets							
Inventories	16,668	(16,668)	-	-	-	-	-
Trade and other receivables	20,836	(21,081)	-	-	-	7,014	6,769
Cash and cash equivalents	547	(49)	31,009	-	-	-	31,507
Total current assets	38,051						38,276
LIABILITIES							
Current liabilities							
Trade and other payables	58,491	(18,227)	1,074	-	-	7,014	48,352
Contract liabilities	1,702	(1,702)	-	-	-	-	-
Bank borrowing	110,705	(110,705)	-	-	-	-	-
Lease liabilities	347	-	-	-	-	-	347
Total current liabilities	171,245						48,699
NET CURRENT LIABILITIES	(133,194)						(10,423)
Non-current liabilities							
Bank borrowing	54,246	(54,246)	-	-	-	-	-
Deferred income tax liabilities	1,871	(4,901)	-	2,298	732	-	-
Total non-current liabilities	56,117						-
NET (LIABILITIES)/ASSETS	(42,358)						15,548
EQUITY							
Share capital	2,625	-	-	-	-	-	2,625
Reserves	(44,983)	29,182	29,935	6,918	(8,129)	-	12,923
TOTAL (DEFICIENCY)/EQUITY	(42,358)						15,548

(B) Unaudited Pro Forma Consolidated Statement of Profit or Loss and Other Comprehensive Income of the Remaining Group

	Consolidated statement of profit or loss and other comprehensive income of the Group for the year ended 31 March 2024						Unaudited pro forma consolidated statement of profit or loss and other comprehensive income of the Remaining Group for the year ended 31 March 2024
	HK\$'000 (Note 1)	HK\$'000 (Note 7)	HK\$'000 (Note 8)	HK\$'000 (Note 9)	HK\$'000 (Note 10)	HK\$'000 (Note 11)	HK\$'000
Revenue	63,120	(62,408)	62,408	-	-	-	63,120
Cost of sales	(48,375)	47,685	(45,832)	-	553	-	(45,969)
Gross profit	14,745						17,151
Other income	1,107	(317)	317	-	-	-	1,107
Other (loss)/gain, net	(5,612)	7,520	(1,024)	-	113	-	997
Selling expenses	(84)	84	(84)	-	-	-	(84)
Administrative expenses	(19,682)	13,631	(11,174)	(1,074)	606	-	(17,693)
Fair value loss on investment properties	(2,844)	-	-	-	-	-	(2,844)
Impairment losses on non-current assets	(12,303)	10,424	-	-	300	-	(1,579)
Gain on disposal of subsidiary, net	-	-	-	19,149	-	-	19,149
(Loss)/profit from operations	(24,673)						16,204
Finance costs	(15,028)	15,004	-	-	-	-	(24)
(Loss)/profit before taxation	(39,701)						16,180
Income tax credit/(expense)	1,086	(3,552)	-	-	(393)	-	(2,859)
(Loss)/profit for the year	(38,615)						13,321
Other comprehensive expense							
Items that will not be reclassified to profit or loss:							
Revaluation gain on transfer of properties to investment properties	-	(6,834)	-	-	-	6,834	-
Exchange differences arising on translating into presentation currency	(2,656)	(144)	-	-	-	-	(2,800)
Total comprehensive (expense)/income for the year attributable to equity shareholders of the Company	(41,271)						10,521

(C) Unaudited Pro Forma Consolidated Statement of Cash Flows of the Remaining Group

	Consolidated statement of cash flows of the Group for the year ended 31 March 2024		Pro forma adjustments				Unaudited pro forma consolidated statement of cash flows of the Remaining Group for the year ended
	HK\$'000 (Note 1)	HK\$'000 (Note 12)	HK\$'000 (Note 8)	HK\$'000 (Note 9)	HK\$'000 (Note 10)	HK\$'000 (Note 13)	HK\$'000
OPERATING ACTIVITIES							
(Loss)/profit before taxation	(39,701)	31,623	4,611	18,075	1,572	-	16,180
Adjustments for:							
Depreciation							
- Property, plant and equipment	4,866	(3,660)	188	-	(987)	-	407
- Right-of-use assets	1,151	(655)	34	-	(172)	-	358
(Reversal of)/provision for impairment of inventories	(82)	82	(82)	-	-	-	(82)
Amortisation	229	(229)	12	-	-	-	12
Finance costs	15,028	(15,004)	-	-	-	-	24
Interest income	(1)	1	-	-	-	-	-
Expected credit loss of trade receivables	1,727	(1,628)	1,628	-	-	-	1,727
Expected credit loss of other receivables	619	(151)	151	-	-	-	619
Expected credit loss of contract assets	5,484	(5,484)	5,484	-	-	-	5,484
Fair value loss on investment properties	2,844	-	-	-	-	-	2,844
Net loss/(gain) on disposal of property, plant and equipment	6,167	(7,541)	1,024	-	(113)	-	(463)
Gain on disposal of subsidiary, net	-	-	-	(19,149)	-	-	(19,149)
Impairment loss of non-current assets	12,303	(10,424)	-	-	(300)	-	1,579
Operating cash flows before movements in working capital	10,634						9,540
(Increase)/decrease in inventories	(7,921)	7,921	(7,921)	-	-	-	(7,921)
(Increase)/decrease in trade and other receivables	(7,991)	7,830	(7,830)	-	-	-	(7,991)
Decrease/(increase) in contract assets	36	(36)	36	-	-	-	36
(Decrease)/increase in trade and other payables	(2,521)	(2,081)	2,081	-	-	4,513	1,992
(Decrease)/increase in contract liabilities	(3,711)	3,711	(3,711)	-	-	-	(3,711)
(Decrease)/increase in deferred income	(285)	283	(283)	-	-	-	(285)
Cash used in operations	(11,759)						(8,340)
Income tax paid	-	-	-	-	-	-	-
NET CASH USED IN OPERATING ACTIVITIES	(11,759)						(8,340)

(C) Unaudited Pro Forma Consolidated Statement of Cash Flows of the Remaining Group - Continued

	Consolidated statement of cash flows of the Group for the year ended 31 March 2024						Unaudited pro forma consolidated statement of cash flows of the Remaining Group for the year ended 31 March 2024
	HK\$'000 (Note 1)	HK\$'000 (Note 12)	Pro forma adjustments HK\$'000 (Note 8)	HK\$'000 (Note 9)	HK\$'000 (Note 10)	HK\$'000 (Note 13)	HK\$'000
INVESTING ACTIVITIES							
Payments for purchase of property, plant and equipment	(169)	4,583	-	-	-	(5,825)	(1,411)
Proceeds from disposal of property, plant and equipment	2,324	(3,636)	-	-	-	1,312	-
Advances to immediate holding company	-	44	-	-	-	(44)	-
Interest received	1	(1)	-	-	-	-	-
Net cash inflow on Disposal	-	-	-	30,454	-	-	30,454
NET CASH GENERATED FROM INVESTING ACTIVITIES	2,156						29,043
FINANCING ACTIVITIES							
Finance costs paid	(15,028)	14,983	-	-	-	-	(45)
Advances from the Target Company	-	-	-	-	-	44	44
Advances from shareholders	30,487	(25,083)	-	-	-	-	5,404
Repayment to shareholders	(4,648)	4,648	-	-	-	-	-
Payment of lease liabilities	(443)	-	-	-	-	-	(443)
NET CASH GENERATED FROM FINANCING ACTIVITIES	10,368						4,960
INCREASE IN CASH AND CASH EQUIVALENTS	765						25,663
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR	644						644
EFFECT OF FOREIGN EXCHANGE RATE CHANGES	(454)	(2)					(456)
CASH AND CASH EQUIVALENTS AT END OF YEAR	955						25,851

(D) Notes to the Unaudited Pro Forma Financial Information of the Remaining Group

- 1) The amounts are extracted from the unaudited condensed consolidated statement of financial position of the Group as at 30 September 2024 as set out in published interim report of the Company for the six months ended 30 September 2024 and the consolidated statement of profit or loss and other comprehensive income and consolidated statement of cash flows of the Group for the year ended 31 March 2024 as set out in the published annual report of the Group for the year ended 31 March 2024.
- 2) The adjustment reflects the exclusion of assets and liabilities of Target Company as at 30 September 2024 as if the Disposal had been completed on 30 September 2024. The amounts are extracted from the unaudited financial information of Target Company set out in Appendix II to this circular.
- 3) The adjustment represents the pro forma gain on Disposal as if the Disposal had been completed on 30 September 2024, which is calculated as follows:

	Notes	HK\$'000
Total consideration	3(a)	31,009
Add: Net liabilities of the Target Company as at 30 September 2024	2	29,182
Add: Adjustments arising from the Premises leased to the Remaining Group by the Target Company	4	6,918
Less: Adjustments arising from the acquisition of the Target Company in a prior year	5	<u>(8,129)</u>
Estimated gain on Disposal before transaction costs		58,980
Less: Transaction costs directly attributable to the Disposal	3(b)	(1,074)
Less: Estimated income tax expense in relation to the Disposal	3(c)	<u>-</u>
Estimated gain on Disposal after transaction costs		<u>57,906</u>

- (a) In accordance with the Sale and Purchase Agreement, the Group agreed to dispose of its 100% equity interest in Target Company to the Purchaser, which is an independent third party, at a cash consideration of RMB28,010,000 (equivalent to approximately HK\$31,009,000) which is assumed to be settled at the date of Completion.
- (b) The amount represents estimated legal and professional expenses related to the Disposal of approximately HK\$1,074,000 which is assumed to be settled within one year after the Completion.
- (c) The PRC enterprise income tax calculated based on a tax rate of 10% on taxable disposal gain arising from the transfer of equity interests in the Target Company to the purchaser. Since the taxable profit arising from the Disposal would be zero, no estimated tax is recognised and included in current tax liabilities as at 30 September 2024 as if the Disposal had been completed on 30 September 2024.

(D) Notes to the Unaudited Pro Forma Financial Information of the Remaining Group - Continued

- 4) The Premises of the Target Company were leased to the Remaining Group since January 2024 and therefore were classified as investment properties and measured at fair value in the Target Company's unaudited financial information. Due to the Premises are owner-occupied from the Remaining Groups respective, the adjustments represent the reclassification from investment properties to property, plant and equipment and right-of-use assets and reversal of revaluation gain recognised in respect of the Premises, the provision of depreciation on the Premises and the related deferred tax recognised by the Target Company in the unaudited financial information.
- 5) The adjustments represent the exclusion of (i) fair value adjustments on property, plant and equipment and right-of-use assets of Target Company recognised by the Group; (ii) the additional depreciation on property plant and equipment and right-of-use assets of the Target Company provided by the Group up to 30 September 2024; and (iii) the corresponding deferred tax impact. These adjustments are arising from the acquisition of the Target Company in a prior year.
- 6) The adjustment represents the reversal of elimination of current accounts between the Remaining Group and Target Company.

The following adjustments are not expected to have a continuing effect on the unaudited pro forma consolidated statement of profit or loss and other comprehensive income and unaudited pro forma consolidated statement of cashflows of the Remaining Group.

- 7) The adjustment is to exclude each line item of Target Company that has been incorporated in the consolidated statement of profit or loss and other comprehensive income of the Group for the year ended 31 March 2024 as if the Disposal had been completed on 1 April 2023. The amount are extracted from the unaudited financial information of Target Company set out in Appendix II to this circular.
- 8) The Company does not intend to discontinue or halt the ongoing operations currently managed by the Target Company. The Disposal is primarily aimed at realising the value of the Properties and alleviating the financial burden associated with it. Hence, part of the property, plant, and equipment of the Target Company was transferred to Hebei Jiapin in January 2024. Since June 2024, Hebei Jiapin has taken on all new orders and is responsible for sourcing, manufacturing, and selling wooden products. Hebei Jiapin acts as the principal entity responsible for continuing the Group's current business operations. Accordingly, the management is of the view that the business model of the Group will remain unchanged after the Disposal and the adjustment is made to recognise the income, expenditure and cashflows attributable to that operations had it been transferred to the Remaining Group since 1 April 2023.

(D) Notes to the Unaudited Pro Forma Financial Information of the Remaining Group - Continued

- 9) The adjustment represents the pro forma gain and net cash inflows on Disposal as if the Disposal had been completed on 1 April 2023, which is calculated as follows:

	Notes	HK\$'000
Total consideration	9(a)	30,635
Less: Net assets of the Target Company as at 1 April 2023	9(b)	(976)
Less: Adjustments arising from the acquisition of the Target Company in a prior year	9(c)	<u>(9,436)</u>
Estimated gain on Disposal before transaction costs		20,223
Less: Transaction costs directly attributable to the Disposal	9(d)	(1,074)
Less: Estimated income tax expense in relation to the Disposal	9(e)	<u>-</u>
Estimated gain on Disposal after transaction costs		<u>19,149</u>
Total consideration		30,635
Less: cash and cash equivalents held by the Target Company as at 1 April 2023		<u>(181)</u>
Net cash inflows on Disposal		<u>30,454</u>

- (a) In accordance with the Sale and Purchase Agreement, the Group agreed to dispose of its 100% equity interest in Target Company to the Purchaser, which is an independent third party, at a cash consideration of RMB28,010,000 (equivalent to approximately HK\$30,635,000) which is assumed to be settled at the date of Completion.
- (b) This amount represents the net assets of the Target Company amounting to approximately HK\$976,000 as at 1 April 2023. The amount is extracted from the unaudited financial information of the Target Company set out in Appendix II to this circular.
- (c) The adjustments represent (i) the fair value adjustments on property, plant and equipment and right-of-use assets of the Target Company recognised by the Group; (ii) the additional depreciation on property, plant and equipment and right-of-assets of the Target Company provided by the Group up to 1 April 2023 and (iii) the corresponding deferred tax impact. These adjustments are arising from the acquisition of the Target Company in a prior year.
- (d) The amount represents estimated legal and professional expenses related to the Disposal of approximately HK\$1,074,000 which is assumed to be settled within one year after the Completion.
- (e) The PRC enterprise income tax calculated based on a tax rate of 10% on taxable disposal gain arising from the transfer of equity interests in the Target Company to the purchaser. Since the taxable profit arising from the Disposal would be zero, no estimated tax is recognised and included in current tax liabilities as at 1 April 2023 as if the Disposal had been completed on 1 April 2023.

(D) Notes to the Unaudited Pro Forma Financial Information of the Remaining Group - Continued

- 10) The adjustments represent the exclusion of (i) additional depreciation on property plant and equipment and right-of-use assets reflected in the cost of sales and administrative expenses; (ii) the adjustment to the carrying amounts of property, plant and equipment and right-of-use assets that were disposed of or impaired reflected in other losses, net, and impairment losses on non-current assets; and (iii) the corresponding deferred tax impact on income tax expense for the year ended 31 March 2024. These adjustments are arising from the acquisition of the Target Company in a prior year.
- 11) The Premises of the Target Company were leased to the Remaining Group since January 2024 and therefore were classified as investment properties and measured at fair value in the Target Company's unaudited financial information. Due to the Premises are owner-occupied from the Remaining Groups respective, the adjustments represent the reversal of revaluation gain recognised in respect of the Premises and the related deferred tax recognised in other comprehensive income by the Target Company in the unaudited financial information.
- 12) The adjustment is to exclude each line item of Target Company that has been incorporated in the consolidated statement of cashflow of the Group for the year ended 31 March 2024 as if the Disposal had been completed on 1 April 2023. The amounts are extracted from the unaudited financial information of the Target Company set out in Appendix II to this circular.
- 13) The adjustments represent the reinstatement of intra-group balances and transactions between the Remaining Group and the Target Company, which were eliminated when preparing the consolidated financial statements of the Group for the year ended 31 March 2024.
- 14) The conversion of RMB into HK\$ for the purpose of the unaudited proforma consolidated statement of financial position is based on the closing rate as at 30 September 2024 of RMB1.00 = HK\$1.1071, and for the purpose of the unaudited proforma consolidated statement of profit or loss and other comprehensive income and unaudited proforma consolidated statement of cashflows, the conversion is based on the average rate for the year ended 31 March 2024 of RMB1.00 = HK\$1.0937.
- 15) Upon the Completion, the Target Company shall enter into the Tenancy Agreement with Hebei Jiapin, in relation to the lease of the Premises for continuing the Group's business operations at the monthly Rent of RMB50,000 for a term of 5 years, commencing from the date of the Tenancy Agreement. No adjustment has been made to reflect the effect of the Tenancy Agreement to be entered into subsequent to the Disposal.

INDEPENDENT REPORTING ACCOUNTANT’S ASSURANCE REPORT ON THE COMPILATION OF UNAUDITED PRO FORMA FINANCIAL INFORMATION

TO THE DIRECTORS OF STEED ORIENTAL (HOLDINGS) COMPANY LIMITED

We have completed our assurance engagement to report on the compilation of unaudited pro forma financial information of Steed Oriental (Holdings) Company Limited (the “**Company**”) and its subsidiaries (hereinafter collectively referred to as the “**Group**”) prepared by the directors of the Company for illustrative purposes only. The unaudited pro forma financial information consists of the unaudited pro forma consolidated statement of financial position as at 30 September 2024, the unaudited pro forma consolidated statement of profit or loss and other comprehensive income and the unaudited pro forma consolidated statement of cash flows for the year ended 31 March 2024 and related notes as set out in Appendix III of the circular dated 27 December 2024 (the “**Circular**”) in connection to the proposed disposal of entire equity interests in 河北優林科技有限公司 (Hebei Youlin Technology Company Limited (“**Target Company**”) (the “**Disposal**”). The applicable criteria on the basis of which the directors of the Company have compiled the unaudited pro forma financial information are described in Appendix III of the Circular.

The unaudited pro forma financial information has been compiled by the directors of the Company to illustrate the impact of the Disposal on the Remaining Group’s financial position as at 30 September 2024 as if the Disposal had taken place at 30 September 2024, and the Remaining Group’s financial performance and cash flows for the year ended 31 March 2024 as if the Disposal had taken place at 31 March 2024 and 1 April 2023, respectively. As part of this process, information about the Remaining Group’s financial position has been extracted by the directors of the Company from the published interim report of the Company for six months ended 30 September 2024 and financial performance and cash flows has been extracted by the directors of the Company from the Company’s consolidated financial statements for the year ended 31 March 2024, on which an independent auditor’s report for the year ended 31 March 2024 has been published.

DIRECTORS’ RESPONSIBILITY FOR THE UNAUDITED PRO FORMA FINANCIAL INFORMATION

The directors of the Company are responsible for compiling the unaudited pro forma financial information in accordance with paragraph 7.31 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and with reference to Accounting Guideline 7 “Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars” (“**AG 7**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”).

PROFESSIONAL ETHICS AND QUALITY MANAGEMENT

We have complied with the independence and other ethical requirement of the “Code of Ethics for Professional Accountants” issued by the HKICPA, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Hong Kong Standard on Quality Management (HKSQM) 1, Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements issued by the HKICPA, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

REPORTING ACCOUNTANTS' RESPONSIBILITIES

Our responsibility is to express an opinion, as required by paragraph 7.31(7) of the GEM Listing Rules, on the unaudited pro forma financial information and to report our opinion to you. We do not accept any responsibility for any reports previously given by us on any financial information used in the compilation of the unaudited pro forma financial information beyond that owed to those to whom those reports were addressed by us at the dates of their issue.

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3420 "Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus" issued by the HKICPA. This standard requires that the reporting accountants plan and perform procedures to obtain reasonable assurance about whether the directors of the Company have compiled the unaudited pro forma financial information in accordance with paragraph 7.31 of the GEM Listing Rules and with reference to AG 7 issued by the HKICPA.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the unaudited pro forma financial information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the unaudited pro forma financial information.

The purpose of unaudited pro forma financial information included in a circular is solely to illustrate the impact of a significant event or transaction on unadjusted financial information of the entity as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the Disposal as at 31 March 2024 or 1 April 2023 would have been as presented.

A reasonable assurance engagement to report on whether the unaudited pro forma financial information has been properly compiled on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the unaudited pro forma financial information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient appropriate evidence about whether:

- the related unaudited pro forma adjustments give appropriate effect to those criteria; and
- the unaudited pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the reporting accountant's judgement, having regard to the reporting accountant's understanding of the nature of the entity, the event or transaction in respect of which the unaudited pro forma financial information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the unaudited pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



OPINION

In our opinion:

- (a) the unaudited pro forma financial information has been properly compiled by the directors of the Company on the basis stated;
- (b) such basis is consistent with the accounting policies of the Group; and
- (c) the adjustments are appropriate for the purposes of the unaudited pro forma financial information as disclosed pursuant to paragraph 7.31(1) of the GEM Listing Rules.

A handwritten signature in black ink, appearing to read 'BDO Limited'.

BDO Limited
Certified Public Accountants
Hong Kong
10 January 2025