

EDICO Holdings Limited

鉅京控股有限公司\*

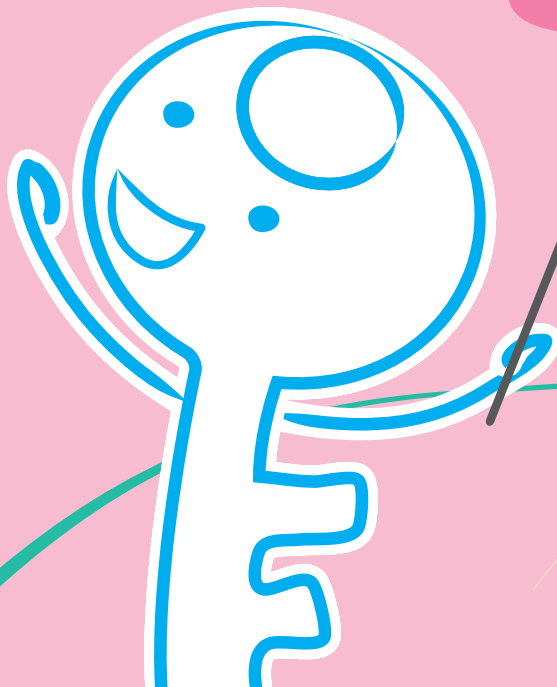
(Incorporated in the Cayman Islands with limited liability)

Stock code : 8450

# STRESS, FEAR NOT

Interim Report

24  
25



\* For identification purpose only



## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE” AND THE “GEM”, RESPECTIVELY)

**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 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.**

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

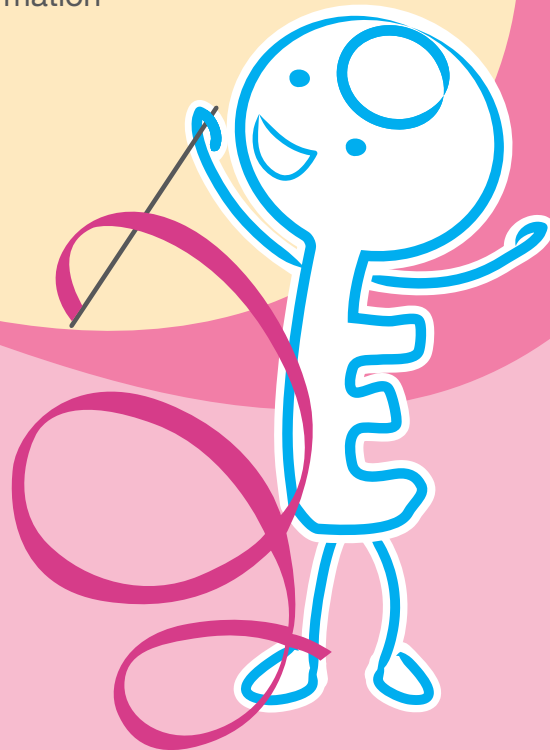
Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part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

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



# CONTENTS

02	Financial Highlights
03	Interim Results
03	Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
04	Condensed Consolidated Statement of Financial Position
05	Condensed Consolidated Statement of Changes in Equity
06	Condensed Consolidated Statement of Cash Flows
07	Notes to the Condensed Consolidated Financial Statements
16	Management Discussion and Analysis
20	Corporate Governance and Other Information



# Financial Highlights



The Group's unaudited revenue for the six months ended 31st March 2025 amounted to approximately HK\$8.6 million, decreased by approximately 42.3% as compared to that of the same period in 2024.



The Group's unaudited gross profit for the six months ended 31st March 2025 amounted to approximately HK\$1.3 million, decreased by approximately 83.1% as compared to that of the same period in 2024.



The Group recorded an unaudited net loss of approximately HK\$7.7 million and approximately HK\$3.6 million for the six months ended 31st March 2025 and 2024 respectively.



The basic loss per share for the six months ended 31st March 2025 was HK0.77 cent (six months ended 31st March 2024: HK0.36 cent).



The board of Directors (the “**Board**”) has resolved not to declare the payment of any dividend for the six months ended 31st March 2025 (six months ended 31st March 2024: HK\$Nil).

# Interim Results

The Board announces the unaudited condensed consolidated financial results of the Company and its subsidiaries (collectively the “**Group**”) for the six months ended 31st March 2025, together with the relevant comparative unaudited/audited figures.

## Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 31st March 2025

		For the six months ended 31st March	
	Note	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Revenue	3	8,552	14,892
Cost of services		(7,259)	(7,193)
Gross profit		1,293	7,699
Other income		1,168	1,595
Selling expenses		(1,074)	(1,482)
Administrative expenses		(8,787)	(11,136)
Finance costs		(269)	(232)
Loss before tax		(7,669)	(3,556)
Income tax	5	—	—
Loss and total comprehensive expense for the period attributable to the owners of the Company	6	(7,669)	(3,556)
Loss per share		HK cent	HK cent
Basic and diluted	8	(0.77)	(0.36)

# Condensed Consolidated Statement of Financial Position

As at 31st March 2025

	Note	As at 31st March 2025 HK\$'000 (Unaudited)	As at 30th September 2024 HK\$'000 (Audited)
<b>Non-current Assets</b>			
Property, plant and equipment		150	—
Right-of-use assets	9	14,209	—
Investment in an associate	10	1,066	—
<b>Total Non-current Assets</b>		<b>15,425</b>	<b>—</b>
<b>Current Assets</b>			
Trade receivables	11	4,901	8,163
Contract assets		59	411
Prepayments, deposits and other receivables		7,885	2,749
Fixed deposits		—	31,638
Cash and cash equivalents		47,259	28,564
<b>Total Current Assets</b>		<b>60,104</b>	<b>71,525</b>
<b>Current Liabilities</b>			
Trade payables	12	2,991	5,006
Contract liabilities		12,157	9,474
Accruals		2,076	3,515
Lease liabilities	9	5,054	2,343
<b>Total Current Liabilities</b>		<b>22,278</b>	<b>20,338</b>
<b>Net Current Assets</b>		<b>37,826</b>	<b>51,187</b>
<b>Total Assets less Current Liabilities</b>		<b>53,251</b>	<b>51,187</b>
<b>Non-current Liabilities</b>			
Lease liabilities	9	10,126	393
Provision for long service payments		635	635
		<b>10,761</b>	<b>1,028</b>
<b>Net Assets</b>		<b>42,490</b>	<b>50,159</b>
<b>Capital and Reserves</b>			
Share capital	13	10,000	10,000
Reserves		32,490	40,159
<b>Total Equity</b>		<b>42,490</b>	<b>50,159</b>

# Condensed Consolidated Statement of Changes in Equity

For the six months ended 31st March 2025

	Share capital HK\$'000	Share premium HK\$'000	Capital reserve HK\$'000	Merger reserve HK\$'000	(Accumulated loss)/ Retained profits HK\$'000	Total HK\$'000
(Unaudited)						
As at 1st October 2024	10,000	36,735	5,074	16	(1,666)	50,159
Loss and total comprehensive expense for the period	—	—	—	—	(7,669)	(7,669)
<b>As at 31st March 2025</b>	<b>10,000</b>	<b>36,735</b>	<b>5,074</b>	<b>16</b>	<b>(9,335)</b>	<b>42,490</b>
(Unaudited)						
As at 1st October 2023	10,000	36,735	5,074	16	5,632	57,457
Loss and total comprehensive expense for the period	—	—	—	—	(3,556)	(3,556)
As at 31st March 2024	10,000	36,735	5,074	16	2,076	53,901

# Condensed Consolidated Statement of Cash Flows

For the six months ended 31st March 2025

	Six months ended 31st March	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
<b>Net cash (used in)/from operating activities</b>	<b>(9,402)</b>	4,233
<b>Cash Flows from Investing Activities</b>		
Withdrawal of fixed deposits	31,638	19,657
Interest received	1,109	1,541
Purchase of property, plant and equipment	(156)	—
Acquisition of investment in an associate	(1,066)	—
<b>Net cash from investing activities</b>	<b>31,525</b>	21,198
<b>Cash Flows from Financing Activities</b>		
Repayments of interest element of lease liabilities	(309)	(258)
Repayments of principal element of lease liabilities	(3,119)	(4,408)
<b>Net cash used in financing activities</b>	<b>(3,428)</b>	(4,666)
<b>Net increase in cash and cash equivalents</b>	<b>18,695</b>	20,765
<b>Cash and cash equivalents at the beginning of the period</b>	<b>28,564</b>	11,562
<b>Cash and cash equivalents at the end of the period</b>	<b>47,259</b>	32,327



# Notes to the Condensed Consolidated Financial Statements

For the six months ended 31st March 2025

## 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands under the Companies Law of the Cayman Islands and registered as an exempted company with limited liability on 20th May 2016 and its issued shares were initially listed on GEM of The Stock Exchange of Hong Kong Limited (“**GEM**”) on 2nd February 2018 (the “**Listing Date**”). The address of the Company’s registered office is at the offices of Conyers Trust Company (Cayman) Limited, Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Company’s principal place of business is located at 8/F., Wheelock House, 20 Pedder Street, Central, Hong Kong. In the opinion of the Directors, the parent and the ultimate holding company of the Company is Jantix Management Limited, a company incorporated in Hong Kong. The ultimate controlling shareholder of the Company is Mr. Lui Yu Kin (“**Mr. Lui**”) as of the date of this report.

The Company is an investment holding company and its principal subsidiaries are principally engaged in the provision of financial printing services in Hong Kong.

The unaudited condensed consolidated financial statements of the Group for the six months ended 31st March 2025 (the “**Unaudited Condensed Consolidated Financial Statements**”) are presented in Hong Kong Dollars (“**HK\$**”) which is also the functional currency of the Company and all values are rounded to the nearest thousand (“**HK\$’000**”) unless otherwise stated.

## 2. BASIS OF PREPARATION

The Unaudited Condensed Consolidated Financial Statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the applicable disclosure requirements of Chapter 18 of the Rules Governing the Listing of Securities on GEM.

The Unaudited Condensed Consolidated Financial Statements have been prepared under the historical cost basis.

The Group adopted all the relevant amendments to HKFRS Accounting Standards issued by the HKICPA, for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 October 2024 for the preparation of the Unaudited Condensed Consolidated Financial Statements. The adoption has no material effect on the Group’s Financial position and performance for the current or prior period.

Other than the application of amendments to HKFRS Accounting Standards, the accounting policies and methods of computation used in the preparation of the Unaudited Condensed Consolidated Financial Statements are consistent with those adopted in preparing the annual financial statements of the Group for the year ended 30th September 2024.

### 3. REVENUE

The following is an analysis of the Group's revenue from its provision of financial printing services during the six months ended 31st March 2024 and 2025:

	For the six months ended 31st March	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Listing-related documents	2,142	8,150
Periodical reporting documents	1,834	3,244
Compliance documents	4,276	3,358
Miscellaneous and marketing collaterals (Note)	300	140
	8,552	14,892

Note: Miscellaneous and marketing collaterals mainly include corporate brochures, leaflets, calendars and other marketing materials.

### 4. SEGMENT INFORMATION

HKFRS 8 *Operating Segments* requires identification and disclosure of operating segment information based on internal financial reports that are regularly reviewed by the executive Directors, being the chief operating decision maker of the Group, for the purpose of resources allocation and performance assessment. On this basis, the Group has determined that it has only one operating segment which is the provision of financial printing services.

In addition, all of the Group's revenue is generated in Hong Kong based on the location of services rendered and all of the Group's assets and liabilities are located in Hong Kong. Accordingly, the Group does not present separately segment information by geographical locations.

## 5. INCOME TAX

Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in the Cayman Islands and the BVI.

No provision of Hong Kong profits tax has been made in the Unaudited Condensed Consolidated Financial Statements as the Group had no assessable profits for both periods under review.

## 6. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging:

	For the six months ended 31st March	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Employee benefits expense (including Directors' emoluments):		
Salaries and allowances	9,974	10,370
Pension scheme contributions	385	397
	10,359	10,767
Depreciation of property, plant and equipment included in administrative expenses	6	237
Depreciation of right-of-use assets included in cost of services	143	259
Depreciation of right-of-use assets included in administrative expenses	1,211	3,913
Finance costs — interest on lease liabilities included in cost of services	40	26
Finance costs — interest on lease liabilities included in finance costs	269	232

## 7. DIVIDENDS

The Board has resolved not to declare the payment of any dividend for the six months ended 31st March 2025 (six months ended 31st March 2024: HK\$Nil).

## 8. LOSS PER SHARE

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

	For the six months ended 31st March	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Loss for the period attributable to owners of the Company for the purpose of calculating basic and diluted loss per share	(7,669)	(3,556)
Number of shares:	2025 '000	2024 '000
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share	1,000,000	1,000,000
	HK cent	HK cent
Basic and diluted loss per share	(0.77)	(0.36)

The diluted loss per share is equal to the basic loss per share as there were no potentially dilutive ordinary shares in issue during the periods.

## 9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

### RIGHT-OF-USE ASSETS

The carrying amounts of the Group's right-of-use assets and the movements during the period are as follows:

	Leased premises HK\$'000	Office equipment HK\$'000	Total HK\$'000
As at 1st October 2024 (Audited)	—	—	—
Additions	14,530	1,033	15,563
Depreciation charge for the period	(1,211)	(143)	(1,354)
<b>As at 31st March 2025 (Unaudited)</b>	<b>13,319</b>	<b>890</b>	<b>14,209</b>
As at 1st October 2023 (Audited)	10,004	1,058	11,062
Depreciation charge for the period	(3,913)	(259)	(4,172)
As at 31st March 2024 (Unaudited)	6,091	799	6,890

The Group leases its office and equipment for its operations. Lease contracts for leased premises are entered into for fixed term of 3 years while the lease of equipment has a lease term of 3 to 5 years. Lease terms are negotiated on an individual basis and contain different terms and conditions. Generally, the Group is restricted from assigning and subleasing the leased assets. In determining the lease term and assessing the length of the non-cancellable period, the Group applies the definition of a contract and determines the period for which the contract is enforceable.

## 9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (Continued)

### LEASE LIABILITIES

The lease liabilities are payable:

	As at 31st March 2025 HK\$'000 (Unaudited)	As at 30th September 2024 HK\$'000 (Audited)
<b>Current</b>		
Within one year	5,054	2,343
<b>Non-current</b>		
More than one year but not later than two years	5,413	131
More than two years but not later than five years	4,713	262
	10,126	393
	15,180	2,736

The total cash outflow for leases for the six months ended 31st March 2025 was approximately HK\$3,428,000 (six months ended 31st March 2024: HK\$4,666,000).

## 9. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (Continued)

### AMOUNTS RECOGNISED IN PROFIT OR LOSS

	For the six months ended 31st March	
	2025 HK\$'000 (Unaudited)	2024 HK\$'000 (Unaudited)
Depreciation of right-of-use assets	1,354	4,172
Interest on lease liabilities	309	258

The incremental borrowing rate applied to lease liabilities was 7.13% (six months ended 31st March 2024: 5.25%).

## 10. INVESTMENT IN AN ASSOCIATE

On 7th March 2025, the Group acquired an 34% interest in Richwood International Holding Limited from a third party with a consideration of approximately HK\$1,066,000 in aggregate. Richwood International Holding Limited is principally engaged in providing asset management services and related financial activities and incorporated in Hong Kong.

## 11. TRADE RECEIVABLES

	As at 31st March 2025 HK\$'000 (Unaudited)	As at 30th September 2024 HK\$'000 (Audited)
Trade receivables, gross	12,027	15,289
Less: Allowance for credit losses	(7,126)	(7,126)
	4,901	8,163

The Group's trading terms with its customers are mainly on credit. The credit period is generally 45–60 days. The Group seeks to maintain strict control over its outstanding receivables and overdue balances are reviewed regularly by senior management. The Group has no significant concentration of credit risk, with exposure spread over a number of counterparties. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

## 11. TRADE RECEIVABLES (Continued)

An aging analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	As at 31st March 2025 HK\$'000 (Unaudited)	As at 30th September 2024 HK\$'000 (Audited)
Within 30 days	1,913	3,645
31 to 60 days	1,977	1,025
61 to 90 days	320	589
91 to 180 days	169	2,537
181 days to one year	522	217
Over one year	—	150
	4,901	8,163

## 12. TRADE PAYABLES

An aging analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

	As at 31st March 2025 HK\$'000 (Unaudited)	As at 30th September 2024 HK\$'000 (Audited)
Within 30 days	350	1,131
31 to 60 days	611	232
61 to 90 days	199	282
91 to 180 days	311	1,138
181 days to one year	162	34
Over one year	1,358	2,189
	2,991	5,006

The trade payables are non-interest-bearing and are normally settled on 30–60 days terms.



## 13.SHARE CAPITAL

	Number of ordinary shares	Share capital HK\$
Authorised ordinary shares of HK\$0.01 each		
As at 30th September 2024 and <b>31st March 2025</b>	<b>5,000,000,000</b>	<b>50,000,000</b>
Issued and fully paid ordinary shares of HK\$0.01 each		
As at 30th September 2024 and <b>31st March 2025</b>	<b>1,000,000,000</b>	<b>10,000,000</b>

# Management Discussion and Analysis

## BUSINESS REVIEW AND OUTLOOK

During the six months ended 31st March 2025, the revenue of the Group decreased by approximately 42.3% as compared to that of the same period of last year, which was mainly attributable to the decrease in revenue generated from printing of (i) the listing-related documents of approximately HK\$6.1 million from approximately HK\$8.2 million for the six months ended 31st March 2024 to approximately HK\$2.1 million for the six months ended 31st March 2025 and (ii) periodical reporting documents of approximately HK\$1.4 million from approximately HK\$3.2 million for the six months ended 31st March 2024 to approximately HK\$1.8 million for the six months ended 31st March 2025 whereas the revenue from compliance documents increased by approximately HK\$0.9 million from approximately HK\$3.4 million for the six months ended 31st March 2024 to approximately HK\$4.3 million for the six months ended 31st March 2025, and revenue from miscellaneous and marketing collaterals was relatively stable for the six months ended 31st March 2024 and 2025.

“Stress, Fear Not”. The theme of the year, fully reflects our determination during this challenging period. Under the market headwinds, we keep moving forward and strengthen our core competitiveness, and not let the stress and fear hold us back.

## FINANCIAL REVIEW

### REVENUE

The Group's revenue decreased from approximately HK\$14.9 million for the six months ended 31st March 2024 to approximately HK\$8.6 million for the six months ended 31st March 2025, representing an decrease of approximately 42.3%. Revenue generated from printing of (i) the listing-related documents decreased by approximately HK\$6.1 million and (ii) periodical reporting documents decreased by approximately 1.4 million; whereas revenue related to compliance documents increased by approximately HK\$0.9 million; and revenue from miscellaneous and marketing collaterals was relatively stable as compared to the same period last year. The decrease in revenue was mainly due to the further expand of paperless listing regime and the uncertainties in the financial market during the period under review.

### COST OF SERVICES

The Group's cost of services mainly included translation cost, printing cost and staff cost, which represented approximately 19.3%, 10.2% and 57.8%, respectively of the Group's total cost of services for the six months ended 31st March 2025. The Group's cost of services was relatively stable for the six months ended 31st March 2024 and 2025.

### GROSS PROFIT

The Group's gross profit decreased from approximately HK\$7.7 million for the six months ended 31st March 2024 to approximately HK\$1.3 million for the six months ended 31st March 2025, representing an decrease of approximately 83.1%. The decrease was generally in line with the decrease of the Group's revenue during the period under review.

## OTHER INCOME

The Group's other income decreased from HK\$1.6 million for the six months ended 31st March 2024 to HK\$1.2 million for the six months ended 31st March 2025. The change was mainly attributable to the decrease of interest income from fixed deposits placed in licenced banks in Hong Kong during the six months ended 31st March 2025.

## SELLING EXPENSES

The Group's selling expenses decreased from approximately HK\$1.5 million for the six months ended 31st March 2024 to HK\$1.1 million for the six months ended 31st March 2025. The decrease was mainly attributable to the decrease in staff cost.

## ADMINISTRATIVE EXPENSES

The Group's administrative expenses decreased from approximately HK\$11.1 million for the six months ended 31st March 2024 to approximately HK\$8.8 million for the six months ended 31st March 2025. The decrease was mainly attributable to the decrease in staff cost and depreciation of right-of-use assets.

## FINANCE COSTS

The Group's finance costs represented interest on lease liabilities for the six months ended 31st March 2024 and 2025 under HKFRS 16.

## INCOME TAX

There was no income tax for the Group for the six months ended 31st March 2025 as the Group had no assessable profits for the periods under review (six months ended 31st March 2024: HK\$Nil).

## LOSS FOR THE PERIOD

The Group recorded a loss for the period of approximately HK\$7.7 million for the six months ended 31st March 2025 as compared with that of approximately HK\$3.6 million for the six months ended 31st March 2024. The change was primarily due to the decrease in revenue generated from printing of listing-related documents during the six months ended 31st March 2025.

## LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

As at 31st March 2025, our Group had cash and bank balances and time deposits of approximately HK\$47.3 million (30th September 2024: HK\$60.2 million) and did not have any bank borrowings (30th September 2024: HK\$Nil).

Our primary use of cash is to satisfy our working capital and capital expenditure needs. Historically, our Group's use of cash was mainly financed through a combination of cash received from the provision of services and financial support from our shareholder. Our Directors believe that our Group's operation will be funded by internally generated cash flows and, if necessary, additional equity and/or debt financing.

As at 31st March 2025, our Group's current assets amounted to approximately HK\$60.1 million (30th September 2024: HK\$71.5 million) and current liabilities amounted to approximately HK\$22.3 million (30th September 2024: HK\$20.3 million). Current ratio (calculated by dividing current assets by current liabilities) was 2.7 times as at 31st March 2025 (30th September 2024: 3.5 times).

## CAPITAL EXPENDITURE

For the six months ended 31st March 2025, our capital expenditure amounted to approximately HK\$156,000.

## GEARING RATIO

Gearing ratio is calculated as net debt (comprising contract liabilities, trade payables, accruals, and lease liabilities, less cash and cash equivalents) at the end of the respective period divided by total equity. Gearing ratio was not applicable to the Group as at 31st March 2025 and 30th September 2024 as the Group did not have net debt on both dates.

## FOREIGN CURRENCY EXPOSURE

Since the Group's business activities are solely operated in Hong Kong and mainly denominated in Hong Kong Dollars, the Directors consider that the Group's risk in foreign exchange is insignificant.

## CAPITAL COMMITMENTS

The Group had no significant capital commitments as at 31st March 2025 (30th September 2024: HK\$Nil).

## CONTINGENT LIABILITIES

The Group had no significant contingent liabilities as at 31st March 2025 (30th September 2024: HK\$Nil).

## MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Apart from the acquisition of an associate, there was no material acquisition or disposal of subsidiaries and joint ventures by the Group during the six months ended 31st March 2025.

## SIGNIFICANT INVESTMENTS

As at 31st March 2025, the Group did not hold any significant investments or capital assets.

## CHARGES ON THE GROUP'S ASSETS

As at 31st March 2025, the Group had no charges on the Group's assets.

## EMPLOYEES AND REMUNERATION POLICIES

As at 31st March 2025, the Group had a total headcount of 48 full-time employees (31st March 2024: 51 full-time employees). The Group's employee benefit expenses mainly include salaries, wages, discretionary bonus, other staff benefits and contributions to retirement schemes. Remuneration is determined by reference to the market conditions and the performance, qualification and experience of individual employee.

Furthermore, the Company has adopted a share option scheme as an incentive or reward for the eligible participants for their contribution to the Group, and provides continuous training to its employees to improve their skills and develop their potential.

## DIVIDEND

The Board has resolved not to declare the payment of an interim dividend for the six months ended 31st March 2025 (six months ended 31st March 2024: HK\$Nil).

## EVENTS AFTER THE REPORTING PERIOD

The Board is not aware of any significant events requiring disclosure that have occurred after 31st March 2025 and up to the date of this report.

# Corporate Governance and Other Information

## DISCLOSURE OF INTERESTS

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

As at 31st March 2025, none of the Directors and the Chief Executives had any other interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”)) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or which were required, pursuant to Rules 5.48 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors, to be notified to the Company and the Stock Exchange.

### (B) INTERESTS OF SUBSTANTIAL SHAREHOLDERS OF THE COMPANY

As at 31st March 2025, so far as is known to the Directors, the person and entity (not being a Director or the chief executive of the Company) had, or were deemed to have, interests or short positions (directly or indirectly) in the Shares or underlying Shares that would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO were as follows:

#### *Long position in the Shares*

Name of shareholder	Capacity	Nature of interests	Number of Shares held	Percentage of interest in the Company
Jantix Management Limited (Note)	Beneficial owner	Personal interest	557,800,000	55.8%
Lui Yu Kin (Note)	Interest in a controlled corporation	Corporate interest	557,800,000	55.8%
Yuen Sin Yee Claudia	Beneficial owner	Personal interest	192,200,000	19.2%

Note: Jantix Management Limited is the beneficial owner of 557,800,000 Shares, representing 55.8% of the Company's issued share capital. Jantix Management Limited is wholly owned by Mr. Lui.

Save as disclosed above and so far as is known to the Directors, as at 31st March 2025, the Directors were not aware of any other entity which or person (other than a Director or the chief executive of the Company) who had, or was deemed to have, interests or short positions in the Shares or underlying Shares that had been disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

## SHARE OPTION SCHEME

A share option scheme of the Company (the **“Share Option Scheme”**) was approved and conditionally adopted by the then sole Shareholder by way of written resolutions on 16th January 2018. The Share Option Scheme became effective on the Listing Date. For the principal terms of the Share Option Scheme, please refer to “D. Share Option Scheme” in Appendix IV to the Prospectus.

No options were granted, exercised, cancelled or lapsed by the Company under the Share Option Scheme during the six months ended 31st March 2025 and there were no outstanding share options under the Share Option Scheme during the period from the Listing Date to 31st March 2025. The number of options available for grant under the Share Option Scheme was 100,000,000 as at 1st October 2024 and as at 31st March 2025.

## COMPETING INTERESTS

None of the Directors or the controlling shareholders (as defined in the GEM Listing Rules) of the Company or any of their respective close associates (as defined in the GEM Listing Rules) had any business or interest in a business that competed or might compete with the business of the Group and had or might have any other conflicts of interest with the Group during the six months ended 31st March 2025.

## CORPORATE GOVERNANCE CODE

The Company endeavours to adopt prevailing best corporate governance practices. During the six months ended 31st March 2025, the Company had complied with all the code provisions of the Corporate Governance Code as contained in Part 2 of Appendix C1 to the GEM Listing Rules.

## DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the **“Required Standard of Dealings”**) as its own code of conduct governing the securities transactions by the Directors. The Company had made specific enquiries of all the Directors and each of them has confirmed that he/she had complied with the Required Standard of Dealings during the six months ended 31st March 2025.

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

During the six months ended 31st March 2025, the Company did not redeem any of its listed securities, nor did the Company and any of its subsidiaries purchase or sell such securities.

## AUDIT COMMITTEE

The financial information contained in this report has not been audited by the independent auditor of the Company. Pursuant to Rule 5.28 of the GEM Listing Rules, the Company established the audit committee (the “**Audit Committee**”) with written terms of reference aligned with the code provisions set out in Part 2 of Appendix C1 to the GEM Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control and risk management systems of the Group. As at the date of this report, the Audit Committee comprises Mr. Li Wai Ming (chairman), Ms. Chan Chiu Yee Natalie and Mr. So Yiu Tung, being the independent non-executive Directors.

The Audit Committee has reviewed the unaudited condensed consolidated results of the Group for the six months ended 31st March 2025 and this report and is of the opinion that such results have been prepared in compliance with the applicable accounting standards and the requirements under the GEM Listing Rules, and that adequate disclosures have been made.

By Order of the Board  
**EDICO Holdings Limited**  
**Donati Chan Yi Mei Amy**  
*Chief Executive Officer*

Hong Kong, 23rd May 2025

*As at the date of this report, the executive Directors are Mrs. Donati Chan Yi Mei Amy (Chief Executive Officer) and Mr. Ip Tsz King; the non-executive Director is Ms. Ma Chui Ki Venus; and the independent non-executive Directors are Mr. Li Wai Ming, Ms. Chan Chiu Yee Natalie and Mr. So Yiu Tung.*