



ORIX Asia Limited  
歐力士 (亞洲) 有限公司

31 March 2024

## Directors' Report

The directors submit herewith their annual report together with the audited financial statements for the year ended 31 March 2024.

### Principal place of business

ORIX Asia Limited ("the Company") is a company incorporated and domiciled in Hong Kong and has its registered office and principal place of business at 25th Floor, Two Exchange Square, 8 Connaught Place, Central, Hong Kong.

### Principal activities

The Company primarily provides lease financing and instalment loans to industrial, commercial and personal customers. It also engages in debt and equity investment activities. The Company is registered as a restricted licence bank under the Hong Kong Banking Ordinance and is an approved seller/servicer of the Hong Kong Mortgage Corporation Limited.

### Business review

The Company is a wholly-owned subsidiary of another body corporate. Accordingly, the Company is exempted from preparing a business review.

### Recommended dividend

The directors do not recommend the payment of a final dividend in respect of the year ended 31 March 2024 (2023: US\$nil).

### Share capital

Details of the movements in share capital of the Company are set out in note 24 to the financial statements.

### Directors

The directors during the financial year and up to the date of this report were:

LIU Guoping	
Masanori HARADA	
Peter KUNG	
FENG Xuefeng	(appointed on 28 August 2023)
Yasuki FUJINAMI	(appointed on 4 September 2023)
PANG Hau Shu	(resigned on 28 August 2023)
Kotaro KAWASHIMA	(resigned on 4 September 2023)

According to article 97 of the Articles of Association, Mr. FENG Xuefeng is not subject to retirement by rotation at Annual General Meeting.

### **Directors (continued)**

According to articles 112 and 113 of the Articles of Association, Mr. LIU Guoping shall retire and be eligible for re-election at the forthcoming Annual General Meeting.

### **Indemnity of directors**

A permitted indemnity provisions (as defined in section 469 of the Hong Kong Companies Ordinance) for the benefit of the directors of the Company is currently in force and was in force throughout this year.

### **Directors' interests in transactions, arrangements or contracts**

No transaction, arrangement or contract of significance to which the Company, or any of its holding company or fellow subsidiaries was a party, and in which a director of the Company had a material interest, subsisted at the end of the year or at any time during the year.

At no time during the financial year was the Company, or any of its holding company or fellow subsidiaries a party to any arrangement to enable the directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

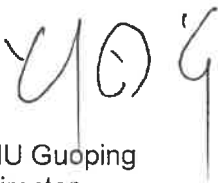
### **Compliance with the Banking (Disclosure) Rules**

The Company is required to comply with the Banking (Disclosure) Rules issued by the Hong Kong Monetary Authority which set out the minimum standards for public disclosure which authorised institutions must make in respect of the statement of profit or loss, state of affairs and capital adequacy. The financial statements for the financial year ended 31 March 2024 comply with the applicable disclosure provisions of the Banking (Disclosure) Rules.

### **Auditor**

KPMG will retire and, being eligible, offer themselves for re-appointment. A resolution for the re-appointment of KPMG as auditor of the Company is to be proposed at the forthcoming Annual General Meeting.

By order of the board



LIU Guoping  
Director

Hong Kong

29 JUL 2024



# Independent auditor's report to the members of ORIX Asia Limited

*(Incorporated in Hong Kong with limited liability)*

## Opinion

We have audited the financial statements of ORIX Asia Limited ("the Company") set out on pages 6 to 71, which comprise the statement of financial position as at 31 March 2024, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the cash flow statement for the year then ended and notes, comprising material accounting policy information and other explanatory information.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 March 2024 and of its financial performance and its cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

## Basis for opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company in accordance with the HKICPA's *Code of Ethics for Professional Accountants* ("the Code") and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## Information other than the financial statements and auditor's report thereon

The directors are responsible for the other information. The other information comprises all the information included in the annual report, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



## Independent auditor's report to the members of ORIX Asia Limited (continued)

*(Incorporated in Hong Kong with limited liability)*

### **Responsibilities of the directors for the financial statements**

The directors are responsible for the preparation of the financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.



**Independent auditor's report to the members of  
ORIX Asia Limited (continued)**

*(Incorporated in Hong Kong with limited liability)*

**Auditor's responsibilities for the audit of the financial statements (continued)**

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Certified Public Accountants

8th Floor, Prince's Building  
10 Chater Road  
Central, Hong Kong

**29 JUL 2024**

## Statement of profit or loss and other comprehensive income for the year ended 31 March 2024

(Expressed in United States dollars)

	Note	2024 US\$	2023 US\$
Interest income calculated using the effective interest method	3(a)	28,593,560	22,868,816
Other interest income	3(a)	1,026	617
Interest expenses	3(b)	(7,120,853)	(4,267,057)
<b>Net interest income</b>		21,473,733	18,602,376
Fee and commission income	4(a)	2,784,675	6,916,086
Fee and commission expense	4(b)	(2,103,701)	(2,393,844)
<b>Net fee and commission income</b>		680,974	4,522,242
Net gains/(losses)	5	1,215,215	414,176
Other operating income	6	3,203,282	3,207,879
		4,418,497	3,622,055
<b>Operating income</b>		26,573,204	26,746,673
<b>Operating expenses</b>	7	(19,415,640)	(19,193,905)
		7,157,564	7,552,768
Net (charge)/reversal of impairment losses on financial assets	8	(9,417,798)	1,151,678
<b>(Loss)/profit before taxation</b>		(2,260,234)	8,704,446
Income tax	10(a)	385,642	(1,325,085)
<b>(Loss)/profit for the year</b>		(1,874,592)	7,379,361

The notes on pages 13 to 71 form part of these financial statements.

## Statement of profit or loss and other comprehensive income for the year ended 31 March 2024 (continued)

(Expressed in United States dollars)

	Note	2024 US\$	2023 US\$
<b>(Loss)/profit for the year</b>		<u>(1,874,592)</u>	<u>7,379,361</u>
<b>Other comprehensive income</b>	11		
<i>Item that will not be reclassified to profit or loss:</i>			
Equity investment securities at fair value through other comprehensive income (FVOCI):			
Change in fair value of FVOCI investment (non-recycling)		164,022	351,755
Exchange difference on translation of FVOCI investment (non-recycling)		<u>(122,702)</u>	<u>(62,558)</u>
		<u>41,320</u>	<u>289,197</u>
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Debt investment securities at FVOCI:			
Change in fair value of FVOCI investment (recycling)		<u>(53,335)</u>	<u>74,669</u>
<b>Other comprehensive income for the year, net of tax</b>		<u>(12,015)</u>	<u>363,866</u>
<b>Total comprehensive income for the year</b>		<u>(1,886,607)</u>	<u>7,743,227</u>

The notes on pages 13 to 71 form part of these financial statements.



## Statement of financial position at 31 March 2024

(Expressed in United States dollars)

	Note	2024 US\$	2023 US\$
<b>Assets</b>			
Cash and balances with banks and other financial institutions	12	15,533,052	10,917,952
Trading assets	13/26(b)	118,282	428,047
Loans and advances to customers	14(a)	429,441,386	444,592,246
Investment securities	15	23,785,034	23,776,294
Tax recoverable	17(a)	264,940	-
Property and equipment	16	3,090,646	6,919,993
Deferred tax assets	17(b)	1,330,835	346,248
Other assets	18	10,027,489	9,862,652
<b>Total assets</b>		<u>483,591,664</u>	<u>496,843,432</u>
<b>Equity and liabilities</b>			
Deposits from customers	19(a)	65,530,192	60,672,115
Deposits and balances from banks and other financial institutions	19(b)	93,166,671	53,860,517
Deposits from fellow subsidiaries		11,495,868	62,966,336
Loan from ultimate holding company	20	8,585,959	9,735,640
Trading liabilities	21/26(b)	28,383	9,185
Lease liabilities	23	2,497,603	6,214,280
Tax payable	17(a)	-	58,070
Other liabilities	22	5,429,617	4,583,311
<b>Total liabilities</b>		<u>186,734,293</u>	<u>198,099,454</u>



**Statement of changes in equity  
for the year ended 31 March 2024**  
(Expressed in United States dollars)

	Note	Share capital US\$	Revaluation reserve US\$	Translation reserve US\$	Retained profits US\$	Total US\$
<b>Balance at 1 April 2022</b>		32,000,000	(629,360)	(41,992)	259,672,103	291,000,751
<b>Change in equity for 2023</b>						
Profit for the year		-	-	-	7,379,361	7,379,361
Other comprehensive income	11					
- Change in fair value in FVOCI investment (non-recycling)	29	-	351,755	-	-	351,755
- Exchange difference on translation of FVOCI investment	29	-	-	(62,558)	-	(62,558)
- Change in fair value in FVOCI investment (recycling)		-	74,669	-	-	74,669
Total comprehensive income for the year		-	426,424	(62,558)	7,379,361	7,743,227
<b>Balance at 31 March 2023 and 1 April 2023</b>		32,000,000	(202,936)	(104,550)	267,051,464	298,743,978
<b>Change in equity for 2024</b>						
Loss for the year		-	-	-	(1,874,592)	(1,874,592)
Other comprehensive income	11					
- Change in fair value in FVOCI investment (non-recycling)	29	-	164,022	-	-	164,022
- Exchange difference on translation of FVOCI investment	29	-	-	(122,702)	-	(122,702)
- Change in fair value in FVOCI investment (recycling)		-	(53,335)	-	-	(53,335)
Total comprehensive income for the year		-	110,687	(122,702)	(1,874,592)	(1,886,607)
<b>Balance at 31 March 2024</b>		32,000,000	(92,249)	(227,252)	265,176,872	296,857,371

The notes on pages 13 to 71 form part of these financial statements.

**Cash flow statement**  
**for the year ended 31 March 2024**  
(Expressed in United States dollars)

	Note	2024 US\$	2023 US\$
<b>Operating activities</b>			
(Loss)/profit before taxation		(2,260,234)	8,704,446
Adjustments for:			
Interest income on unlisted debt securities	3(a)	(878,725)	(423,829)
Amortisation of discounts on purchased lease and loan contracts	3(a)	(1,026)	(617)
Charges/(reversal) for impairment losses on loans and advances	8	9,417,692	(1,152,042)
Charges for impairment losses on investment securities	8	102	367
Depreciation	7/16	4,371,057	4,393,238
Dividend income	6	(121,571)	(73,505)
Interest expense on lease liabilities	3(b)	120,923	215,136
Unrealised exchange (gain)/loss		(225,832)	1,394,904
<b>Operating profit before changes in working capital</b>		<b>10,422,386</b>	<b>13,058,098</b>
(Increase)/decrease in operating assets:			
Trading assets		309,765	227,300
Gross loans and advances to customers		838,502	8,656,972
Other assets		294,601	(4,559,316)
Increase/(decrease) in operating liabilities:			
Trading liabilities		19,198	(17,273)
Deposits and balances from banks and other financial institutions		42,855,593	(26,984,072)
Deposits from customers		4,694,217	(14,495,225)
Amounts due to fellow subsidiaries		(51,372,350)	25,507,413
Other liabilities		995,434	(4,251,840)
<b>Cash generated from/(used in) operations</b>		<b>9,057,346</b>	<b>(2,857,943)</b>
Hong Kong Profits Tax paid		(921,955)	(1,911,149)
<b>Net cash flows generated from/(used in) operating activities</b>		<b>8,135,391</b>	<b>(4,769,092)</b>

**Cash flow statement**  
**for the year ended 31 March 2024 (continued)**  
*(Expressed in United States dollars)*

	<i>Note</i>	2024 US\$	2023 US\$
<b>Investing activities</b>			
Dividend received	6	121,571	73,505
Payment for purchase of property and equipment	16	(311,696)	(660,212)
Payment for purchase of investment securities		(45,094,573)	(66,975,908)
Proceeds from disposal of investment securities		46,014,146	71,456,976
<b>Net cash flows generated from investing activities</b>		<u>729,448</u>	<u>3,894,361</u>
<b>Financing activities</b>			
Capital element of lease rentals paid	12(b)	(3,948,748)	(3,917,463)
Interest element of lease rentals paid	23	(120,923)	(215,136)
<b>Net cash flows used in financing activities</b>	12(b)	<u>(4,069,671)</u>	<u>(4,132,599)</u>
<b>Net increase/(decrease) in cash and cash equivalents</b>		4,795,168	(5,007,330)
<b>Cash and cash equivalents at 1 April</b>		10,917,952	16,119,438
<b>Effect of foreign exchange rate changes</b>		(180,068)	(194,156)
<b>Cash and cash equivalents at 31 March</b>	12(a)	<u>15,533,052</u>	<u>10,917,952</u>
<b>Cash flows from operating activities include:</b>			
Interest received		27,070,336	22,219,364
Interest paid		<u>(6,462,796)</u>	<u>(3,840,580)</u>

The notes on pages 13 to 71 form part of these financial statements.

## Notes to the financial statements

(Expressed in United States dollars unless otherwise stated)

### 1 Principal activities

The Company primarily provides lease financing and instalment loans to industrial, commercial and personal customers. It also engages in debt and equity investment activities.

The Company is registered as a restricted license bank under the Hong Kong Banking Ordinance and is an approved seller/servicer of the Hong Kong Mortgage Corporation Limited.

### 2 Material accounting policies

#### (a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. A summary of the material accounting policies adopted by the Company are set out below.

The HKICPA has issued a new HKFRS and certain amendments to HKFRSs that are first effective or available for early adoption for the current accounting period of the Company. Note 2(c) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Company for the current accounting periods reflected in these financial statements.

#### (b) Basis of preparation of the financial statements

The measurement basis used in the preparation of the financial statements is historical cost except for financial instruments classified as fair value through profit or loss and fair value through other comprehensive income which are stated at their fair values (see note 2(d)).

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

## 2 Material accounting policies (continued)

Judgements made by management in the application of HKFRSs that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in note 32.

### (c) Changes in accounting policies

#### (i) New and amended HKFRSs

The HKICPA has issued a new HKFRS and number of amendments to HKFRSs that are first effective for the current accounting period. None of these developments have had a material effect on how the Company's results and financial position for the current or prior periods have been prepared or presented except for the following:

#### **Amendments to HKAS 1, Presentation of financial statements and HKFRS Practice Statement 2, Making materiality judgements: Disclosure of accounting policies**

The amendments require entities to disclose material accounting policy information and provide guidance on applying the concept of materiality to accounting policy disclosure. The Company has revisited the accounting policy information it has been disclosing and considered it is consistent with the amendments.

The Company has not applied any new standard or interpretation that is not yet effective for the current accounting period.

#### (ii) New HKICPA guidance on the accounting implications of the abolish of the MPF-LSP offsetting mechanism

In June 2022 the Hong Kong SAR Government (the "Government") gazetted the Hong Kong Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Ordinance 2022 (the "Amendment Ordinance"), which will come into effect from 1 May 2025 (the "Transition Date"). Once the Amendment Ordinance takes effect, an employer can no longer use any of the accrued benefits derived from its mandatory contributions to mandatory provident fund ("MPF") scheme to reduce the long service payment ("LSP") in respect of an employee's service from the Transition Date (the abolition of the "offsetting mechanism"). In addition, the LSP in respect of the service before the Transition Date will be calculated based on the employee's monthly salary immediately before the Transition Date and the years of service up to that date.

The Company has determined that the Amendment Ordinance has no material impact in regard to the Company's LSP liability.

### (d) Financial assets and liabilities

#### (1) Financial assets

##### (i) Classification and subsequent measurement

The Company has applied HKFRS 9 and classifies its financial assets in the following measurement categories:

## 2 **Material accounting policies (continued)**

- Fair value through profit or loss ("FVPL");
- Fair value through other comprehensive income ("FVOCI"); or
- Amortised cost.

The classification requirements for debt and equity instruments are described below:

### *Debt instruments*

Debt instruments are those instruments that meet the definition of a financial liability from the issuer's perspective, such as loans, government and corporate bonds and trade receivables purchased from clients in factoring arrangements without recourse.

Classification and subsequent measurement of debt instruments depend on:

- the Company's business model for managing the asset; and
- the cash flow characteristics of the asset.

Based on these factors, the Company classifies its debt instruments into one of the following three measurement categories:

- Amortised cost, if the investment is held for the collection of contractual cash flows which represent solely payments of principal and interest. Interest income from the investment is calculated using the effective interest method (see note 2(m)(i)).
- FVOCI - recycling, if the contractual cash flows of the investment comprise solely payments of principal and interest and the investment is held within a business model whose objective is achieved by both the collection of contractual cash flows and sale. Changes in fair value are recognised in other comprehensive income, except for the recognition in profit or loss of expected credit losses, interest income (calculated using the effective interest method) and foreign exchange gains and losses. When the investment is derecognised, the amount accumulated in other comprehensive income is recycled from equity to profit or loss.
- FVPL - if the investment does not meet the criteria for being measured at amortised cost or FVOCI (recycling). Changes in the fair value of the investment (including interest) are recognised in profit or loss.



## 2 Material accounting policies (continued)

Business model: the business model reflects how the Company manages the assets in order to generate cash flows. That is, whether the Company's objective is solely to collect the contractual cash flows from the assets or is to collect both the contractual cash flows and cash flows arising from the sale of assets. If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of "other" business model and measured at FVPL. Factors considered by the Company in determining the business model for a group of assets include past experience on how the cash flows for these assets were collected, how the asset's performance is evaluated and reported to key management personnel, how risks are assessed and managed and how managers are compensated. Securities held for trading are held principally for the purpose of selling in the near term or are part of a portfolio of financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking. These securities are classified in the "other" business model and measured at FVPL.

SPPI: Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flows and sell, the Company assesses whether the financial instruments' cash flows represent solely payments of principal and interest (the "SPPI test"). In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement (i.e. interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement). Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at FVPL.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are SPPI.

The Company reclassifies debt investments when and only when its business model for managing those assets changes. The reclassification takes place from the start of the first reporting period following the change. Such changes are expected to be very infrequent and none occurred during the period.

### *Equity instruments*

An investment in equity securities is classified as FVPL unless the equity investment is not held for trading purposes and on initial recognition of the investment the Company makes an irrevocable election to designate the investment at FVOCI (non-recycling) such that subsequent changes in fair value are recognised in other comprehensive income. Such elections are made on an instrument-by-instrument basis, but may only be made if the investment meets the definition of equity from the issuer's perspective. Where such an election is made, the amount accumulated in other comprehensive income remains in the fair value reserve (non-recycling) until the investment is disposed of. At the time of disposal, the amount accumulated in the fair value reserve (non-recycling) is transferred to retained earnings. It is not recycled through profit or loss. Dividends from an investment in equity securities, irrespective of whether classified as at FVPL or FVOCI, are recognised in profit or loss as other income in accordance with the policy set out in note 2(m)(v).

## 2 Material accounting policies (continued)

### (ii) Derecognition other than on a modification

Financial assets, or a portion thereof, are derecognised when the contractual rights to receive the cash flows from the assets have expired, or when they have been transferred and either (i) the Company transfers substantially all the risks and rewards of ownership, or (ii) the Company neither transfers nor retains substantially all the risks and rewards of ownership and the Company has not retained control.

### (2) Financial liabilities

#### (i) Classification and subsequent measurement

In both the current and prior period, financial liabilities are classified as subsequently measured at amortised cost, except for:

- Financial liabilities at fair value through profit or loss: this classification is applied to derivatives, financial liabilities held for trading (e.g. short positions in the trading booking) and other financial liabilities designated as such at initial recognition. Gains or losses on financial liabilities designated at fair value through profit or loss are presented partially in other comprehensive income (the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability, which is determined as the amount that is not attributable to changes in market conditions that give rise to market risk) and partially profit or loss (the remaining amount of change in the fair value of the liability). This is unless such a presentation would create, or enlarge, an accounting mismatch, in which case the gains and losses attributable to changes in the credit risk of the liability are also presented in profit or loss;
- Financial liabilities arising from the transfer of financial assets which did not qualify for derecognition, whereby a financial liability is recognised for the consideration received for the transfer. In subsequent periods, the Company recognises any expense incurred on the financial liability; and
- Financial guarantee contracts and loan commitments.

#### (ii) Derecognition

Financial liabilities are derecognised when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires).

### (e) *Right-of-use assets, property and equipment*

The following items of right-of-use (RoU), property and equipment are stated at cost less accumulated depreciation and impairment losses (see note 2(h)(iii)):

- RoU assets arising from leases over freehold or leasehold properties where the Company is not the registered owner of the property interest; and
- items of property and equipment, including right-of-use assets arising from leases of underlying property and equipment (see note 2(f)).

## 2 Material accounting policies (continued)

Gains or losses arising from the retirement or disposal of RoU asset or item of property or equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in the statement of profit or loss on the date of retirement or disposal.

Depreciation is calculated to write off the cost or valuation of items of property and equipment, less their estimated residual value, if any, using the straight line method over their estimated useful lives as follows:

- Leasehold improvements	10% to 20%
- Furniture and equipment	20% to 33 $\frac{1}{3}$ %
- Motor vehicles	20%
- Other properties and office equipments leased for own use	Over the unexpired period of lease

Where parts of an item of RoU asset or property and equipment have different useful lives, the cost is allocated on a reasonable basis between the parts and each part is depreciated separately. Both the useful life of an asset and its residual value, if any, are reviewed annually.

### (f) Leases

At inception of a contract, the Company assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use.

#### (i) As a lessee

Where the contract contains lease component(s) and non-lease component(s), the Company has elected not to separate non-lease components and accounts for each lease component and any associated non-lease components as a single lease component for all leases. At the lease commencement date, the Company recognises a RoU asset and a lease liability, except for short-term leases that have a lease term of 12 months or less and leases of low-value assets which, for the Company are primarily office furniture. When the Company enters into a lease in respect of a low-value asset, the Company decides whether to capitalise the lease on a lease-by-lease basis. The lease payments associated with those leases which are not capitalised are recognised as an expense on a systematic basis over the lease term.

Where the lease is capitalised, the lease liability is initially recognised at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate. After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method. Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability and hence are charged to profit or loss in the accounting period in which they are incurred.

## 2 Material accounting policies (continued)

The RoU asset recognised when a lease is capitalised is initially measured at cost, which comprises the initial amount of the lease liability plus any lease payments made at or before the commencement date, and any initial direct costs incurred. Where applicable, the cost of the RoU assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, discounted to their present value, less any lease incentives received. The RoU asset is subsequently stated at cost less accumulated depreciation and impairment losses (see notes 2(e) and 2(h)(iii)), except for the following types of RoU asset:

- RoU assets that meet the definition of investment property are carried at fair value in accordance;
- RoU assets related to leasehold land and buildings where the Company is the registered owner of the leasehold interest are carried at fair value; and
- RoU assets related to interests in leasehold land where the interest in the land is held as inventory are carried at the lower of cost and net realisable value.

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or there is a change arising from the reassessment of whether the Company will be reasonably certain to exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the RoU asset, or is recorded in profit or loss if the carrying amount of the RoU asset has been reduced to zero.

### (ii) As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to the ownership of an underlying assets to the lessee. If this is not the case, the lease is classified as an operating lease.

When a contract contains lease and non-lease components, the Company allocates the consideration in the contract to each component on a relative stand-alone selling price basis. The rental income from operating leases is recognized in accordance with note 2(m)(iv).

### (g) **Repossessed assets**

In the recovery of impaired loans and advances, the Company may take possession of assets held as collateral through court proceedings or voluntary delivery of possession by the borrowers. Repossessed assets continue to be reported in "Loans and advances to customers". The Company does not hold the repossessed assets for its own use.

Repossessed assets are recorded at the lower of the amount of the related loans and advances and fair values less costs to sell at the date of exchange. They are not depreciated or amortised.

Impairment losses on initial classification and on subsequent remeasurement are recognised in the statement of profit or loss.

## 2 Material accounting policies (continued)

### (h) Credit losses and impairment of assets

#### (i) Credit losses from financial instruments and lease receivables

The Company recognises a loss allowance for expected credit losses (ECLs) on the following items:

- financial assets measured at amortised cost (including cash and cash equivalents, interest receivable, accounts and other receivables);
- debt securities measured at FVOCI (recycling);
- lease receivables; and
- loan commitments issued, which are not measured at FVPL.

Financial assets measured at fair value, equity securities designated at FVOCI (non-recycling) and derivative financial assets, are not subject to the ECL assessment.

#### Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all expected cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive).

For undrawn loan commitments, expected cash shortfalls are measured as the difference between (i) the contractual cash flows that would be due to the Company if the holder of the loan commitment draws down on the loan and (ii) the cash flows that the Company expects to receive if the loan is drawn down.

The expected cash shortfalls are discounted using the following discount rates where the effect of discounting is material:

- fixed-rate financial assets, trade and other receivables: effective interest rate determined at initial recognition or an approximation thereof;
- variable-rate financial assets: current effective interest rate;
- lease receivables: discount rate used in the measurement of the lease receivable;
- loan commitments: current risk-free rate adjusted for risks specific to the cash flows.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

In measuring ECLs, the Company takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

## 2 Material accounting policies (continued)

ECLs are measured on either of the following bases:

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; and
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of the items to which the ECL model applies.

Loss allowances for accounts receivables and lease receivables are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the reporting date.

For all other financial instruments (including loan commitments issued), the Company recognises a loss allowance equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

### Significant increases in credit risk

In assessing whether the credit risk of a financial instrument (including a loan commitment) has increased significantly since initial recognition, the Company compares the risk of default occurring on the financial instrument assessed at the reporting date with that assessed at the date of initial recognition. In making this reassessment, the Company considers that a default event occurs when (i) the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or (ii) the financial asset is 90 days past due. The Company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- failure to make payments of principal or interest on their contractually due dates;
- an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the debtor; and
- existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Company.

For loan commitments, the date of initial recognition for the purpose of assessing ECLs is considered to be the date that the Company becomes a party to the irrevocable commitment. In assessing whether there has been a significant increase in credit risk since initial recognition of a loan commitment, the Company considers changes in the risk of default occurring on the loan to which the loan commitment relates.

## 2 Material accounting policies (continued)

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The Company recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt securities that are measured at FVOCI (recycling), for which the loss allowance is recognised in other comprehensive income and accumulated in the fair value reserve (recycling).

### Basis of calculation of interest income

Interest income recognised in accordance with note 2(m)(i) is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset.

At each reporting date, the Company assesses whether a financial asset is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable events:

- significant financial difficulties of the debtor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor; or
- the disappearance of an active market for a security because of financial difficulties of the issuer.

### Write-off policy

The gross carrying amount of a financial asset or lease receivable is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

## 2 Material accounting policies (continued)

### (ii) Credit losses from financial guarantees issued

Financial guarantees are contracts that require the issuer (i.e. the guarantor) to make specified payments to reimburse the beneficiary of the guarantee (the "holder") for a loss the holder incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Financial guarantees issued are initially recognised within "accounts and other payables" at fair value, which is determined by reference to fees charged in an arm's length transaction for similar services, when such information is obtainable, or to interest rate differentials, by comparing the actual rates charged by lenders when the guarantee is made available with the estimated rates that lenders would have charged, had the guarantees not been available, where reliable estimates of such information can be made. Where consideration is received or receivable for the issuance of the guarantee, the consideration is recognised in accordance with the Company's policies applicable to that category of asset. Where no such consideration is received or receivable, an immediate expense is recognised in profit or loss.

Subsequent to initial recognition, the amount initially recognised as deferred income is amortised in profit or loss over the term of the guarantee as income from financial guarantees issued.

The Company monitors the risk that the specified debtor will default on the contract and recognises a provision when ECLs on the financial guarantees are determined to be higher than the amount carried in "accounts and other payables" in respect of the guarantees (i.e. the amount initially recognised, less accumulated amortisation).

To determine ECLs, the Company considers changes in the risk of default of the specified debtor since the issuance of the guarantee. A 12-month ECL is measured unless the risk that the specified debtor will default has increased significantly since the guarantee is issued, in which case a lifetime ECL is measured.

As the Company is required to make payments only in the event of a default by the specified debtor in accordance with the terms of the instrument that is guaranteed, an ECL is estimated based on the expected payments to reimburse the holder for a credit loss that it incurs less any amount that the Company expects to receive from the holder of the guarantee, the specified debtor or any other party. The amount is then discounted using the current risk-free rate adjusted for risks specific to the cash flows.

### (iii) Impairment of non-financial assets

Internal and external sources of information are reviewed at the end of each reporting period to identify indications that the following assets may be impaired or, except in the case of goodwill, an impairment loss previously recognised no longer exists or may have decreased:

- property and equipment, including RoU assets (other than properties carried at revalued amounts);
- pre-paid interests in leasehold land classified as being held under an operating lease; and
- intangible assets.



## 2 Material accounting policies (continued)

If any such indication exists, the asset's recoverable amount is estimated. In addition, for goodwill, intangible assets that are not yet available for use and intangible assets that have indefinite useful lives, the recoverable amount is estimated annually whether or not there is any indication of impairment.

### - Calculation of recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

### - Recognition of impairment losses

An impairment loss is recognised in profit or loss if the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs of disposal (if measurable) or value in use (if determinable).

### - Reversals of impairment losses

In respect of assets other than goodwill, an impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed.

A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.

### (i) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Cash and cash equivalents are assessed for ECL in accordance with the policy set out in note 2(h)(i).

## 2 Material accounting policies (continued)

### (j) Employee benefits

#### *Short term employee benefits and contributions to defined contribution retirement plans*

Salaries, annual bonuses, paid annual leave, contributions to defined contribution plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

Contributions to Mandatory Provident Funds as required under the Hong Kong Mandatory Provident Fund Schemes Ordinance, are recognised as an expense in the statement of profit or loss as incurred.

### (k) Income tax

Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in profit or loss except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the end of each reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

Apart from certain limited exceptions, all deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised. Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing taxable temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the end of each reporting period. Deferred tax assets and liabilities are not discounted.

## 2 Material accounting policies (continued)

The carrying amount of a deferred tax asset is reviewed at end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.

Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities if, and only if, the Company has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

- in the case of current tax assets and liabilities, the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or
- in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either the same taxable entity, or different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

### (l) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Company has a legal or constructive obligation arising as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the obligation; and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditures expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

### (m) Revenue recognition

Income is classified by the Company as revenue when it arises from the sale of goods, the provision of services or the use by others of the Company's assets under leases in the ordinary course of the Company's business.

Revenue is recognised when control over a product or service is transferred to the customer, or the lessee has the right to use the asset, at the amount of promised consideration to which the Company is expected to be entitled, excluding those amounts collected on behalf of third parties.

## 2 Material accounting policies (continued)

Where the contract contains a financing component which provides a significant financing benefit to the customer for more than 12 months, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction with the customer, and interest income is accrued separately under the effective interest method. Where the contract contains a financing component which provides a significant financing benefit to the Company, revenue recognised under that contract includes the interest expense accreted on the contract liability under the effective interest method.

Further details of the Company's revenue and other income recognition policies are as follows:

(i) Interest income

*Effective interest rate*

Interest income and expense for all interest-bearing financial instruments are recognised in the profit or loss on an accruals basis using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset or the amortised cost of the financial liability.

When calculating the effective interest rate for financial instruments other than credit-impaired assets, the Company estimates future cash flows considering all contractual terms of the financial instrument but not expected credit losses. For financial assets that were purchased or originated credit-impaired on initial recognition, a credit-adjusted effective interest rate is calculated using estimated future cash flows including expected credit losses (i.e. no expected credit loss provision is required at initial recognition).

The calculation of the effective interest rate includes transaction costs and fees and points paid or received that are an integral part of the effective interest rate. The transaction costs include incremental costs that are directly attributable to the acquisition or issue of a financial asset or financial liability.

*Amortised cost and gross carrying amount*

The 'amortised cost' of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured on initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any expected credit loss allowance.

The 'gross carrying amount of a financial asset' is the amortised cost of a financial asset before adjusting for any expected credit loss allowance.

## 2 Material accounting policies (continued)

### *Calculation of interest income and expense*

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

For financial assets that were purchased or originated credit-impaired on initial recognition, interest income is calculated by applying the credit-adjusted effective interest rate to the amortised cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

#### (ii) Fee and commission income

Fee and commission income arises on financial services provided by the Company. Fee and commission income is recognised in the profit or loss when the corresponding service is provided. Origination or commitment fees received/paid by the Company which result in the creation or acquisition of a financial asset are deferred and recognised as an adjustment to the effective interest rate. If it is uncertain that a loan commitment will result in draw-down of a loan, then the loan commitment fee is recognised as revenue on a straight-line basis over the commitment period.

#### (iii) Finance income from finance lease and hire purchase contract

Finance income implicit in finance lease and hire purchase payments is recognised as interest income over the period of the leases so as to produce an approximately constant periodic rate of return on the outstanding net investment in the leases for each accounting period. Contingent rentals receivable are recognised as income in the accounting period in which they are earned. Commission paid to dealers for acquisition of finance lease loans or hire purchase contracts is included in the carrying value of the assets and amortised to the profit or loss over the expected life of the lease as an adjustment to interest income.

#### (iv) Rental income from operating leases

Rental income receivable under operating leases is recognised as other operating income in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives granted are recognised in the profit or loss as an integral part of the aggregate net lease payments receivable. Contingent rentals receivables are recognised as income in the accounting period in which they are earned.

## 2 Material accounting policies (continued)

### (v) Dividend income

- Dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established unconditionally.
- Dividend income from listed investments is recognised when the share price of the investments is quoted ex-dividend.

### (n) Government grants

Government grants are recognised in the statement of financial position initially when there is reasonable assurance that they will be received and that the Company will comply with the conditions attaching to them. Grants that compensate the Company for expenses incurred are recognised as a reduction of expenses in profit or loss on a systematic basis in the same periods in which the expenses are incurred.

### (o) Translation of foreign currencies

Foreign currency transactions during the year are translated into United States dollars ("US dollars") at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into US dollars at the foreign exchange rates ruling at the end of reporting period. Exchange gains and losses are recognised in the statement of profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. The transaction date is the date on which the Company initially recognises such non-monetary assets or liabilities. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

Exchange difference relating to investments at fair value through profit or loss and derivative financial instruments are included in gains less losses from trading securities or financial instruments designated at fair value through profit or loss. All other exchange differences relating to monetary items are presented as gains less losses from dealing in foreign currencies in the statement of profit or loss. The resulting exchange differences are recognised in other comprehensive income and accumulated in equity in the translation reserve.

Hong Kong dollar denominated share capital is translated into US dollars at the historical rate of HK\$5 = US\$1.

## 2 Material accounting policies (continued)

### (p) Related parties

- (1) A person, or a close member of that person's family, is related to the Company if that person:
  - (i) has control or joint control over the Company;
  - (ii) has significant influence over the Company; or
  - (iii) is a member of the key management personnel of the Company or the Company's parent.
  
- (2) An entity is related to the Company if any of the following conditions applies:
  - (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (iii) Both entities are joint ventures of the same third party.
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company.
  - (vi) The entity is controlled or jointly controlled by a person identified in (1).
  - (vii) A person identified in (1)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
  - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Company or to the Company's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

### 3 Interest income and interest expense

#### (a) Interest income

	2024 US\$	2023 US\$
<b>Interest income calculated using the effective interest method:</b>		
- Interest income on deposits to banks and financial institutions	223,092	36,696
- Interest income on loans and advances	26,832,604	22,181,027
- Interest income on unlisted debt securities	878,725	423,829
- Interest income on loans and advances to fellow subsidiaries	659,139	227,264
	<u>28,593,560</u>	<u>22,868,816</u>
<b>Other interest income:</b>		
- Amortisation of discounts on purchased lease and loan contracts	1,026	617
	<u>1,026</u>	<u>617</u>
<b>Total interest income on all financial assets</b>	<u>28,594,586</u>	<u>22,869,433</u>

The interest income above represents interest income on financial assets that are not measured at fair value through profit or loss.

Included in the above is interest income accrued on impaired financial assets of US\$159,182 (2023: US\$65,932) for the year ended 31 March 2024.

#### (b) Interest expense

	2024 US\$	2023 US\$
Interest expense on borrowings and deposits from fellow subsidiaries and loan from ultimate holding company	1,728,584	1,359,057
Interest expense on deposits from customers, banks and other financial institutions	5,271,346	2,692,864
Interest on lease liabilities (notes 12(b) and 23)	120,923	215,136
	<u>7,120,853</u>	<u>4,267,057</u>
<b>Total interest expense on all financial liabilities</b>	<u>7,120,853</u>	<u>4,267,057</u>

The interest expense above represents interest expense on financial liabilities that are not measured at fair value through profit or loss.



#### 4 Fee and commission income and expenses

##### (a) Fee and commission income

	2024 US\$	2023 US\$
<b>Revenue from contracts with customers within the scope of HKFRS 15:</b>		
Credit-related fees and commissions	864,955	756,534
Management fees	1,919,720	6,159,552
	2,784,675	6,916,086

##### (b) Fee and commission expense

	2024 US\$	2023 US\$
Brokerage fee expenses	1,539,968	928,740
Management fee expenses	563,733	1,465,104
	2,103,701	2,393,844

The credit-related fee and commission income and the brokerage fee expenses to vendors are related to financial assets and liabilities not measured at fair value through profit or loss.

#### 5 Net gains/(losses)

	2024 US\$	2023 US\$
Net trading income from currency derivatives	851,699	1,731,072
Net foreign exchange gain/(loss)	363,516	(1,316,896)
	1,215,215	414,176

## 6 Other operating income

	2024 US\$	2023 US\$
Dividend income from equity investment securities (note 15(b))	121,571	73,505
Penalty income from early termination loans	635,917	745,030
Rental income	2,201,844	2,271,090
Others	243,950	118,254
	3,203,282	3,207,879

## 7 Operating expenses

	2024 US\$	2023 US\$
Staff costs:		
- Salaries and other benefits	9,461,259	8,507,197
- Contributions to the Mandatory Provident Funds	435,342	397,159
- Government grants (note)	-	(236,667)
Depreciation:		
- Owned property and equipment	849,751	839,194
- Right-of-use assets (note 23)	3,521,306	3,554,044
Other premises and equipment expenses	434,009	403,007
Advertising expenses	37,897	42,764
Auditor's remuneration	398,698	366,741
General and administrative expenses	2,482,226	3,345,345
Debt collection expenses	26,634	78,694
Consultancy fee	211,064	13,107
Other professional fee	436,728	833,997
Others	1,120,726	1,049,323
	19,415,640	19,193,905

Note: During the year ended 31 March 2023, the Company successfully applied for funding support from the Employment Support Scheme under the Anti-epidemic Fund, set up by the Hong Kong SAR Government. The purpose of the funding is to provide financial support to enterprises to retain their employees who would otherwise be made redundant. Under the terms of the grant, the Company is required not to make redundancies during the subsidy period and to spend all the funding on paying wages to the employees. No such funding was obtained for the year ended 31 March 2024.

**8 Net (charge)/reversal of impairment losses on financial assets**

	2024 US\$	2023 US\$
(Charge)/reversal of impairment losses on loans and advances (note 8(a))	(9,417,692)	1,152,042
(Charge)/reversal of impairment losses on cash and balances with banks and other financial institutions (note 8(b))	(4)	3
Charge of impairment losses on investment securities (note 8(c))	(102)	(367)
Net (charge)/reversal to the profit or loss	(9,417,798)	1,151,678

**(a) Net (charge)/reversal of impairment losses on loans and advances**

	2024 US\$	2023 US\$
Stage 3 ECL		
- New provisions	(4,504,141)	(1,526,682)
- Releases	411,792	1,010,941
Stage 1 and 2 ECL (note)		
- New provisions/releases	(5,421,535)	1,602,688
Net movement from impairment losses on loans and advances (note 14(b))	(9,513,884)	1,086,947
Recoveries of amounts previously written off	96,192	65,095
Net (charge)/reversal to the statement of profit or loss	(9,417,692)	1,152,042

Note: the stage 1 and 2 ECL on loans and advances includes the stage 1 ECL on off-balance sheet exposures of US\$0 (2023: US\$253).

**(b) Net (charge)/reversal of impairment losses on cash and balances with banks and other financial institutions**

	2024 US\$	2023 US\$
Stage 1 ECL (New provisions)/releases	(4)	3
Net (charge)/reversal to the statement of profit or loss (notes 12)	(4)	3

## 8 Net (charge)/reversal of impairment losses on financial assets (continued)

### (c) Net charge of impairment losses on investment securities

	2024 US\$	2023 US\$
Stage 1 ECL New provisions	(102)	(367)
Net charge to the statement of profit or loss (notes 15)	<u>(102)</u>	<u>(367)</u>

## 9 Directors' emoluments

Directors' emoluments disclosed pursuant to section 383(1) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation are as follows:

	2024 US\$	2023 US\$
Directors' fees	76,650	76,548
Salaries, allowances and benefits in kind	756,528	554,122
Discretionary bonuses	34,741	430,948
	<u>867,919</u>	<u>1,061,618</u>

## 10 Income tax

### (a) Taxation in the statement of profit or loss represents:

	2024 US\$	2023 US\$
<b>Current tax - Hong Kong Profits Tax</b>		
Provision for the year (note 17(a))	570,607	1,082,748
Under/(over)-provision in respect of prior years	28,338	(42,470)
	598,945	1,040,278
<b>Deferred tax</b>		
Origination and reversal of temporary differences (note 17(b))	(984,587)	284,807
Income tax (credit)/charge	<u>(385,642)</u>	<u>1,325,085</u>

## 10 Income tax (continued)

The first HK\$2 million of assessable profits are taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. The provision for Hong Kong Profits Tax was calculated at the same basis in 2023. The provision for Hong Kong Profits Tax for 2024 is taken into account a reduction granted by the Hong Kong SAR Government of 100% of the tax payable for the year of assessment 2023/24 subject to a maximum reduction of HK\$3,000 (2023: was taken into account a reduction granted by the Hong Kong SAR Government of 100% of the tax payable for the year of assessment 2022/23 subject to a maximum reduction of HK\$6,000).

### (b) Reconciliation between tax (credit)/charge and accounting (loss)/profit at applicable tax rates:

	2024 US\$	2023 US\$
(Loss)/profit before tax	(2,260,234)	8,704,446
Notional tax on (loss)/profit before tax, calculated under Hong Kong Profits Tax two-tiered rate regime	(351,863)	1,415,148
Tax effect of non-deductible expenses	128,649	261,880
Tax effect of non-taxable revenue	(165,049)	(333,693)
Tax effect of other adjustments	(25,717)	24,220
Under/(over)-provision in respect of prior years	28,338	(42,470)
Actual tax (credit)/charge	(385,642)	1,325,085

## 11 Other comprehensive income

### (a) Tax effects relating to each component of other comprehensive income

	2024			2023		
	Before-tax amount US\$	Tax expense US\$	Net-of-tax amount US\$	Before-tax amount US\$	Tax expense US\$	Net-of-tax amount US\$
Equity investment securities at FVOCI:						
- Change in fair value of FVOCI investment	164,022	-	164,022	351,755	-	351,755
- Exchange difference on translation of FVOCI investment	(122,702)	-	(122,702)	(62,558)	-	(62,558)
Debt investment securities at FVOCI:						
- Change in fair value of FVOCI investment	(53,335)	-	(53,335)	74,669	-	74,669
Other comprehensive income	(12,015)	-	(12,015)	363,866	-	363,866

## 11 Other comprehensive income (continued)

### (b) Reclassification adjustments relating to components of other comprehensive income

	2024 US\$	2023 US\$
<b>Investment securities:</b>		
Changes in fair value recognised during the year:		
- Equity investment securities at FVOCI (non-recycling)	164,022	351,755
- Debt investment securities at FVOCI (recycling)	(53,335)	74,669
Exchange difference on translation of FVOCI investment (non-recycling)	<u>(122,702)</u>	<u>(62,558)</u>
Net movement in the revaluation reserve and translation reserve during the year recognised in other comprehensive income	<u>(12,015)</u>	<u>363,866</u>

## 12 Cash and balances with banks and other financial institutions

### (a) Cash and cash equivalents in the cash flow statement

	2024 US\$	2023 US\$
Cash in hand	638	636
Balances with banks and authorised institutions and placements with banks	<u>15,532,426</u>	<u>10,917,324</u>
	<u>15,533,064</u>	<u>10,917,960</u>
Less: Impairment allowances		
- stage 1 ECL (note 8(b))	<u>(12)</u>	<u>(8)</u>
	<u>15,533,052</u>	<u>10,917,952</u>

## 12 Cash and balances with banks and other financial institutions (continued)

### (b) Reconciliation of liabilities arising from financing activities:

The table below details changes in the Company's liabilities from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are liabilities for which cash flows were, or future cash flows will be, classified in the cash flow statement as cash flows from financing activities.

	<i>Lease liabilities (Note 23)</i>	
	2024 US\$	2023 US\$
<b>At 1 April</b>	6,214,280	10,046,167
<b>Changes from financing cash flows:</b>		
Capital element of lease rentals paid	(3,948,748)	(3,917,463)
Interest element of lease rentals paid	(120,923)	(215,136)
Total changes from financing cash flows	(4,069,671)	(4,132,599)
<b>Exchange adjustments</b>	17,844	4,926
<b>Other changes:</b>		
Increase in lease liabilities from entering into new leases during the year (note 16)	214,227	112,480
Decrease in lease liabilities from lease modification during the year	-	(31,830)
Interest on lease liabilities (note 3(b))	120,923	215,136
Total other changes	335,150	295,786
<b>As 31 March</b>	2,497,603	6,214,280

## 13 Trading assets

	2024 US\$	2023 US\$
Positive fair values of derivatives (note 26(b))	118,282	428,047

## 14 Loans and advances to customers

### (a) Loans and advances to customers

	2024 US\$	2023 US\$
Loans and advances to customers at amortised cost	181,408,161	172,755,946
Finance leases (note 14(e))	257,210,219	273,799,077
	<u>438,618,380</u>	<u>446,555,023</u>
Less: Impairment allowances (note 14(b))		
- stage 3 ECL	(5,607,256)	(2,661,646)
- stage 1 and 2 ECL	(6,305,644)	(914,258)
	<u>(11,912,900)</u>	<u>(3,575,904)</u>
Unearned discount on purchased lease and loan contracts	-	(1,023)
Prepaid initial cost	2,735,906	1,614,150
	<u>429,441,386</u>	<u>444,592,246</u>

### (b) Movement in impairment allowances

The following table show reconciliations from the opening to the closing balance of the loss allowance by class of financial instrument.

	2024			Total US\$
	Stage 1 ECL US\$	Stage 2 ECL US\$	Stage 3 ECL US\$	
At 1 April 2023	454,966	459,292	2,661,646	3,575,904
Transfer to Stage 1	14,248	(14,248)	-	-
Transfer to Stage 2	(5,049)	5,049	-	-
Transfer to Stage 3	(1,544)	-	1,544	-
Net charge to the profit or loss (note 8(a))	811,179	4,610,356	4,092,349	9,513,884
<i>Net remeasurement of loss allowance</i>	320,509	4,620,678	4,141,601	9,082,788
<i>New financial assets originated or purchased</i>	614,167	354,718	-	968,885
<i>Financial assets that have been matured and repaid</i>	(123,497)	(365,040)	(49,252)	(537,789)
Reclass to Other assets (note 18)	-	(28,299)	(798,825)	(827,124)
Write-offs	-	-	(351,745)	(351,745)
Foreign exchange and other movements	(5,004)	4,698	2,287	1,981
At 31 March 2024	<u>1,268,796</u>	<u>5,036,848</u>	<u>5,607,256</u>	<u>11,912,900</u>



## 14 Loans and advances to customers (continued)

	2023			Total US\$
	Stage 1	Stage 2	Stage 3	
	ECL US\$	ECL US\$	ECL US\$	
At 1 April 2022	1,187,481	1,337,002	2,908,745	5,433,228
Transfer to Stage 1	-	-	-	-
Transfer to Stage 2	(8,762)	8,762	-	-
Transfer to Stage 3	(7,696)	(22,966)	30,662	-
Net charge/(reversal) to the profit or loss (note 8(a))	(728,778)	(873,910)	515,741	(1,086,947)
<i>Net remeasurement of loss allowance</i>	<i>(622,953)</i>	<i>(733,720)</i>	<i>517,479</i>	<i>(839,194)</i>
<i>New financial assets originated or purchased</i>	<i>171,085</i>	<i>309,546</i>	<i>-</i>	<i>480,631</i>
<i>Financial assets that have been matured and repaid</i>	<i>(276,910)</i>	<i>(449,736)</i>	<i>(1,738)</i>	<i>(728,384)</i>
Write-offs	-	-	(752,207)	(752,207)
Foreign exchange and other movements	12,721	10,404	(41,295)	(18,170)
At 31 March 2023	454,966	459,292	2,661,646	3,575,904

### (c) Loans and advances to customers analysed by industry sector

The analysis of gross loans and advances to customers by industry sector is based on the categories and definitions used by the Hong Kong Monetary Authority ("HKMA").

	2024		2023	
	Gross loans and advances to customers US\$	% of gross loans and advances covered by collaterals	Gross loans and advances to customers US\$	% of gross loans and advances covered by collaterals
<b>Gross loans and advances for use in Hong Kong</b>				
Industrial, commercial and financial:				
Financial concerns	923,661	69	1,464,242	57
Wholesale and retail trade	74,213,990	71	56,408,359	72
Manufacturing	6,890,528	24	11,660,693	18
Transport and transport equipment	218,482,686	87	237,649,729	92
Recreational activities	358,983	-	472,531	-
Others	97,505,625	79	82,512,572	74
Individuals:				
Others	608,957	96	2,217,162	41
	398,984,430	81	392,385,288	83
<b>Gross loans and advances for use outside Hong Kong</b>	39,633,950	90	54,169,735	88
Gross loans and advances to customers	438,618,380	82	446,555,023	83

## 14 Loans and advances to customers (continued)

### (d) Impaired (stage 3) loans and advances to customers

	2024 US\$	2023 US\$
Gross impaired (stage 3) loans and advances to customers, net of net realisable value of collateral	13,548,381	5,015,946
Impairment allowance-stage 3 ECL (note 14(b))	<u>(5,607,256)</u>	<u>(2,661,646)</u>
	<u>7,941,125</u>	<u>2,354,300</u>
As a percentage of total loans and advances to customers		
Gross impaired (stage 3) loans and advances	<u>3.09%</u>	<u>1.12%</u>

Stage 3 ECL impairment allowance were made after taking into account the realisable value of collaterals in respect of such loans and advances of US\$7,703,919 (2023: US\$1,082,152) for the Company. Collateral held by the Company mainly comprised of equipment, vehicles and cash on deposit with the Company.

### (e) Net investment in finance leases and hire purchase contracts

Loans and advances to customers include net investment in equipment and automobiles leased to customers under finance leases, including hire purchase contracts having the characteristics of finance leases. The contracts usually run for an initial period of three to five years, with or without an option for acquiring the leased asset at nominal value. The total minimum lease payments receivable under finance leases and hire purchase contracts and their present values at the year end are as follows:

	2024		
	<i>Present value of the minimum lease payments</i> US\$	<i>Interest income relating to future periods</i> US\$	<i>Total minimum lease payments</i> US\$
Within one year	106,329,975	13,012,724	119,342,699
After one year but within five years	144,325,335	12,759,066	157,084,401
After five years	<u>6,554,909</u>	<u>544,885</u>	<u>7,099,794</u>
	<u>257,210,219</u>	<u>26,316,675</u>	<u>283,526,894</u>
Impairment allowances	<u>(2,988,982)</u>		
Net investment in finance leases and hire purchase contracts	<u>254,221,237</u>		

#### 14 Loans and advances to customers (continued)

	2023		
	<i>Present value of the minimum lease payments</i> US\$	<i>Interest income relating to future periods</i> US\$	<i>Total minimum lease payments</i> US\$
Within one year	120,791,252	11,270,228	132,061,480
After one year but within five years	151,391,705	10,184,755	161,576,460
After five years	1,616,120	53,357	1,669,477
	<u>273,799,077</u>	<u>21,508,340</u>	<u>295,307,417</u>
Impairment allowances	(3,120,507)		
Net investment in finance leases and hire purchase contracts	<u>270,678,570</u>		

Out of the total gross balance, US\$3,119,108 (2023: US\$5,205,333) is considered as stage 3 for ECL assessment, impairment allowances of US\$1,502,936 (2023: US\$2,346,156) is made for the stage 3 assets as at the end of reporting period.

#### 15 Investment securities

	2024 US\$	2023 US\$
Investment securities measured at FVOCI		
- debt instruments (note 15(a))	22,705,337	22,737,815
Investment securities designated as at FVOCI		
- equity instruments (note 15(b))	1,080,378	1,039,058
	<u>23,785,715</u>	<u>23,776,873</u>
Less: Impairment allowances		
- stage 1 ECL (note 8(c))	(681)	(579)
	<u>23,785,034</u>	<u>23,776,294</u>

**15 Investment securities (continued)**

**(a) Debt investment securities measured at fair value through other comprehensive income**

	2024 US\$	2023 US\$
<b><i>Debt investment securities measured at fair value through other comprehensive income</i></b>		
Unlisted debt securities	<u>22,705,337</u>	<u>22,737,815</u>
Issued by - Sovereigns	<u>22,705,337</u>	<u>22,737,815</u>

**(b) Equity investment securities designated as at fair value through other comprehensive income**

	<i>Fair value at 31 March 2024 US\$</i>	<i>Dividend income recognised 2024 US\$</i>
<b><i>Equity investment securities designated as at fair value through other comprehensive income</i></b>		
Equity security - Unlisted	<u>1,080,378</u>	<u>121,571</u>

***Equity investment securities designated as at fair value through other comprehensive income***

Equity security - Unlisted	<u>1,080,378</u>	<u>121,571</u>
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	<i>Fair value at 31 March 2023 US\$</i>	<i>Dividend income recognised 2023 US\$</i>
<b><i>Equity investment securities designated as at fair value through other comprehensive income</i></b>		
Equity security - Unlisted	<u>1,039,058</u>	<u>73,505</u>

***Equity investment securities designated as at fair value through other comprehensive income***

Equity security - Unlisted	<u>1,039,058</u>	<u>73,505</u>
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The fair value through other comprehensive income designation was made because the investment is expected to be held for the long term for strategic purposes. During the year ended 31 March 2024 and 31 March 2023, there was no transfer of any cumulative gain or loss within equity relating to this investment.

## 16 Property and equipment

	<i>Leasehold improvements</i> US\$	<i>Furniture and equipment</i> US\$	<i>Motor vehicles</i> US\$	<i>Other properties and office equipments leased for own use</i> US\$	<i>Total</i> US\$
<b>Cost:</b>					
At 1 April 2023	1,695,895	4,726,221	113,776	17,808,918	24,344,810
Additions (note)	-	311,696	-	214,227	525,923
Exchange adjustment	-	-	-	23,718	23,718
At 31 March 2024	<u>1,695,895</u>	<u>5,037,917</u>	<u>113,776</u>	<u>18,046,863</u>	<u>24,894,451</u>
<b>Accumulated depreciation:</b>					
At 1 April 2023	1,294,264	3,737,249	73,954	12,319,350	17,424,817
Charge for the year	253,662	573,334	22,755	3,521,306	4,371,057
Exchange adjustment	-	-	-	7,931	7,931
At 31 March 2024	<u>1,547,926</u>	<u>4,310,583</u>	<u>96,709</u>	<u>15,848,587</u>	<u>21,803,805</u>
<b>Net book value:</b>					
At 31 March 2024	<u>147,969</u>	<u>727,334</u>	<u>17,067</u>	<u>2,198,276</u>	<u>3,090,646</u>
<b>Cost:</b>					
At 1 April 2022	1,695,895	4,066,009	113,776	17,822,469	23,698,149
Additions (note)	-	660,212	-	112,480	772,692
Adjustment from lease modification	-	-	-	(70,513)	(70,513)
Exchange adjustment	-	-	-	(55,518)	(55,518)
At 31 March 2023	<u>1,695,895</u>	<u>4,726,221</u>	<u>113,776</u>	<u>17,808,918</u>	<u>24,344,810</u>
<b>Accumulated depreciation:</b>					
At 1 April 2022	1,040,603	3,174,471	51,199	8,836,382	13,102,655
Charge for the year	253,661	562,778	22,755	3,554,044	4,393,238
Adjustment from lease modification	-	-	-	(38,034)	(38,034)
Exchange adjustment	-	-	-	(33,042)	(33,042)
At 31 March 2023	<u>1,294,264</u>	<u>3,737,249</u>	<u>73,954</u>	<u>12,319,350</u>	<u>17,424,817</u>
<b>Net book value:</b>					
At 31 March 2023	<u>401,631</u>	<u>988,972</u>	<u>39,822</u>	<u>5,489,568</u>	<u>6,919,993</u>

Note: During the year of 2024, additions to right-of-use assets were US\$214,227 (2023: US\$112,480). This amount primarily related to the capitalised lease payments payable under the new tenancy agreements.

## 17 Income tax in the statement of financial position

### (a) Current taxation in the statement of financial position represents:

	2024 US\$	2023 US\$
Provision for Hong Kong Profits Tax (note 10(a))	570,607	1,082,748
Provisional Profits Tax paid	(835,547)	(1,024,678)
	<u>(264,940)</u>	<u>58,070</u>

### (b) Deferred tax assets recognised:

The components of deferred tax assets recognised in the statement of financial position and the movements during the year are as follows:

	<i>Depreciation in excess of related depreciation allowances</i> US\$	<i>Bonus provision</i> US\$	<i>Credit loss allowance</i> US\$	<i>Total</i> US\$
<b>Deferred tax arising from:</b>				
At 1 April 2022	22,393	192,044	416,618	631,055
Charged to statement of profit or loss (note 10(a))	(4,445)	(14,687)	(265,675)	(284,807)
	<u>17,948</u>	<u>177,357</u>	<u>150,943</u>	<u>346,248</u>
At 31 March 2023 and 1 April 2023	17,948	177,357	150,943	346,248
Credited to statement of profit or loss (note 10(a))	54,006	36,309	894,272	984,587
	<u>71,954</u>	<u>213,666</u>	<u>1,045,215</u>	<u>1,330,835</u>

## 18 Other assets

	2024 US\$	2023 US\$
Interest receivable	1,696,589	1,052,090
Amounts due from fellow subsidiaries	6,233,059	5,229,267
Deposits, prepayment and other receivables	2,924,965	3,581,295
Less: Impairment allowance (note 14(b))	(827,124)	-
	<u>10,027,489</u>	<u>9,862,652</u>

**19 Deposits from customers and deposits and balances from banks and other financial institutions**

**(a) Deposits from customers:**

	2024 US\$	2023 US\$
Time, call and notice deposits	<u>65,530,192</u>	<u>60,672,115</u>

**(b) Deposits and balances from banks and other financial institutions:**

	2024 US\$	2023 US\$
Deposits and balances from banks	<u>93,166,671</u>	<u>53,860,517</u>

Included in deposits and balances from banks and other financial institutions were short-term and long-term debts of approximately US\$66 million (2023: US\$54 million) guaranteed by the ultimate holding company.

**20 Loan from ultimate holding company**

The balance represents a loan from the ultimate holding company bears interest at Tokyo Interbank Offered Rate ("TIBOR") plus 0.4% per annum (2023: TIBOR plus 0.4%) of US\$8,585,959 (2023: US\$9,735,640). The loan is unsecured and repayable within one year.

**21 Trading liabilities**

	2024 US\$	2023 US\$
Negative fair value of derivatives (note 26(b))	<u>28,383</u>	<u>9,185</u>

**22 Other liabilities**

	2024 US\$	2023 US\$
Interest payable	910,897	373,763
Other liabilities and accrued charges	<u>4,518,720</u>	<u>4,209,548</u>
	<u>5,429,617</u>	<u>4,583,311</u>

## 23 Lease liabilities

The following table shows the remaining contractual maturities of the Company's lease liabilities at the end of the current and previous reporting periods:

	31 March 2024		31 March 2023	
	Present value of the minimum lease payments \$	Total minimum lease payments \$	Present value of the minimum lease payments \$	Total minimum lease payments \$
Within 1 year	2,352,124	2,373,293	3,974,545	4,030,376
After 1 year but within 2 years	45,208	49,173	2,239,735	2,317,845
After 2 years but within 5 years	100,271	119,705	-	-
After 5 years	-	-	-	-
	<u>145,479</u>	<u>168,878</u>	<u>2,239,735</u>	<u>2,317,845</u>
	<u>2,497,603</u>	<u>2,542,171</u>	<u>6,214,280</u>	<u>6,348,221</u>
Less: total future interest expenses		(44,568)		(133,941)
Present value of lease liabilities		<u>2,497,603</u>		<u>6,214,280</u>

The analysis of expense items in relation to leases recognised in profit or loss is as follows:

	2024 \$	2023 \$
Depreciation charge of right-of-use assets by class of underlying asset:		
Other properties and office equipment leased for own used, carried at depreciated cost (note 16)	3,521,306	3,554,044
Interest on lease liabilities (note 3(b))	120,923	215,136
Expense relating to short-term leases	<u>43,319</u>	<u>35,079</u>

Note: The total cash outflow from financing activities for the related lease rentals paid for the year 2024 is US\$4,069,671 (2023: US\$4,132,599). The total cash outflow from operating activities for the related lease rentals paid for the year 2024 is US\$43,319 (2023: US\$35,079).



## 24 Share capital

	2024		2023	
	No. of shares	US\$	No. of shares	US\$
<b>Ordinary shares, issued and fully paid:</b>				
Ordinary shares	16,000,000	32,000,000	16,000,000	32,000,000

In accordance with section 135 of the Hong Kong Companies Ordinance, the ordinary shares of the Company do not have a par value.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

### **Capital management**

Capital of the Company for regulatory and risk management purposes includes share capital, reserves and retained profits. The finance and accounting department is responsible for monitoring the amount of capital base and capital adequacy ratio against trigger limits and for risk exposures, ensuring compliance with relevant statutory limits taking into account business growth, and other relevant factors.

The Company's policy is to maintain a strong capital base to support the development of the Company's businesses and to meet the statutory capital adequacy ratio and other regulatory capital requirements. Capital is allocated to the various business activities of the Company depending on the risk taken by each business division and in accordance with the requirements of relevant regulatory bodies, taking into account current and future activities.

The Company has complied with all externally imposed capital requirements throughout the year ended 31 March 2024 and 2023 and is above the minimum required ratio set by the HKMA.

## 25 Reserves

(a) The reconciliation between the opening and closing balances of each component of the Company's equity is set out in the statement of changes in equity.

### (b) **Nature and purpose of reserves**

(i) Revaluation reserve

The revaluation reserve for investment securities measured at fair value through other comprehensive income comprises the cumulative net change in the fair value of investment securities measured at fair value through other comprehensive income until the financial assets are derecognised and is dealt with in accordance with the accounting policies in note 2(d).

## 25 Reserves (continued)

### (ii) Regulatory reserve

The regulatory reserve is maintained to satisfy the provision of the Hong Kong Banking Ordinance for prudential supervision purpose to set aside amounts in respect of losses which the Company may incur on the loans and advances in addition to the impairment allowances made under HKFRS. As at 31 March 2024, a regulatory reserve of US\$Nil (2023: US\$3.19 million) was earmarked in the retained profits and in consultation with the HKMA.

### (iii) Translation reserve

The translation reserve comprises foreign exchange differences arising from the gain or loss of the equity instruments designated at fair value through other comprehensive income.

## 26 Derivatives

### (a) Notional amount of derivatives

Derivatives refer to financial contracts whose value depends on the value of one or more underlying assets or indices. The notional amounts of these instruments indicate the volume of outstanding transactions and do not represent amounts at risk. All derivatives are held for trading purpose.

	2024 US\$	2023 US\$
Currency derivatives Forwards and futures	257,500,000	257,500,000

### (b) Fair values and credit risk weighted amounts of derivatives

	2024			2023		
	Fair value		Credit risk weighted amount US\$	Fair value		Credit risk weighted amount US\$
	Assets US\$	Liabilities US\$		Assets US\$	Liabilities US\$	
Currency derivatives	118,282	(28,383)	1,154,948	428,047	(9,185)	1,237,907

The tables above give the fair value and credit risk weighted amounts of derivative transactions. The fair value is calculated for the purposes of deriving the credit risk weighted amounts. These are assessed in accordance with the Banking (Capital) Rules.

The Company did not enter into any bilateral netting arrangements during the current and prior year and accordingly these amounts are shown on a gross basis.

## 26 Derivatives (continued)

### (c) Remaining life of derivatives

The following table provides an analysis of the notional amount of derivatives of the Company by relevant maturity grouping based on the remaining periods to settlement at the end of reporting period.

	2024 US\$	2023 US\$
Currency derivatives Notional amounts with remaining life of one year or less	<u>257,500,000</u>	<u>257,500,000</u>

## 27 Contingent liabilities and commitments

The following is a summary of the contractual amounts of each significant class of contingent liabilities and commitments:

	2024 US\$	2023 US\$
Other commitments - with an original maturity of under one year or which are unconditionally cancellable	<u>28,235,072</u>	<u>33,504,423</u>

Contingent liabilities and commitments are credit-related instruments which include acceptances, letters of credit, guarantees and commitments to extend credit. The risk involved is essentially the same as the credit risk involved in extending loan facilities to customers. The contractual amounts represent the amounts at risk should the contract be fully drawn upon and the clients default. As the facilities may expire without being drawn upon, the contractual amounts do not represent expected future cash flows.

## 28 Financial risk management

This section presents information about the Company's exposure to and its management and control of risks, in particular, the primary risks associated with its use of financial instruments:

- credit risk: loss resulting from customer or counterparty default and arises on credit exposure in all forms, including settlement risk.
- market risk: exposure to market variables such as interest rates, exchange rates and equity markets.
- liquidity risk: risk that the Company is unable to meet its payment obligations when due, or that it is unable, on an ongoing basis, to borrow funds in the market on an unsecured, or even secured basis at an acceptable price to fund actual or proposed commitments.

## 28 Financial risk management (continued)

The Company has established policies, procedures and controls for measuring, monitoring and controlling credit, liquidity, capital, interest rate, foreign exchange and other market risks which are reviewed regularly by management. The internal auditors also perform regular audits to ensure compliance with the policies and procedures.

The Company undertakes certain derivative transactions, primarily foreign currency forward contracts, to manage foreign currency risk. For accounting purposes, these derivatives do not qualify for hedge accounting and are treated as trading instruments. All derivatives as at 31 March 2024 and 2023 are over-the-counter derivatives.

### (a) Credit risk management

Credit risk arises from the possibility that a customer or counterparty in a transaction may default. Such risk may arise from the lending, investment, treasury, derivatives and other activities undertaken by the Company.

The Board of Directors ("the Board") has delegated authority to the Credit Committee to oversee management of the Company's credit risk. Credit risk control limits are set at different levels and dimensions. The Board approves the core control limits and delegates the Credit Committee to approve the detailed control limits. Risks, returns and market situations are considered in the limits setting. Active limit monitoring processes is undertaken.

The Credit Committee is responsible for all credit risk related issues of the Company. The Company identifies and manages credit risk through target market definitions, formulation of credit policies, credit approval process and monitoring of asset quality.

The Company has established credit policy to define the credit extension criteria, the credit approval and monitoring model, the loan classification system and provisioning process. It also takes into account the requirements of the Hong Kong Banking Ordinance and the guidelines issued by the HKMA with respect to large exposures and provisioning requirements.

The Company manages its credit risk within its approved framework by evaluating the creditworthiness of counterparties, setting credit limits for counterparties, countries and industry sectors, and obtaining collaterals where appropriate. In evaluating the credit risk associated with an individual customer or counterparty, financial strength and repayment ability are always the primary considerations. Credit risk may be mitigated by obtaining collaterals from the customer or counterparty. Actual credit exposures and limits and asset quality are regularly monitored and controlled by management.

#### *Corporate credit risk*

In addition to underwriting standards, the principal means of managing credit risk is the credit approval process. The Company has policies and procedures to evaluate the potential credit risk of a particular counterparty or transaction and to approve the transaction. For corporate customers, the Company has a detailed risk grading system that is applied to each counterparty on a regular basis. The Company also has limits for exposures to borrowers and groups of borrowers, regardless of whether the exposure is in the form of loans or non-funded exposures. The Company also has a review process that ensures the proper level of review and approval depending on the size of the facility and risk grading of the credit.

## 28 Financial risk management (continued)

### *Credit risk for treasury transactions*

The credit risk of the Company's treasury transactions is managed in the same way as the Company manages its corporate lending risk. The Company applies a risk grading to its counterparties and sets individual counterparty limits.

### *Credit-related commitments*

The risks involved in credit-related commitments and contingencies are essentially the same as the credit risk involved in extending loan facilities to customers. These transactions are, therefore, subject to the same credit application, portfolio maintenance and collateral requirements as for customers applying for loans. The Company does not provide any other guarantees which would expose the Company to credit risk.

### *Concentration of credit risk*

Concentration of credit risk exists when changes in geographic, economic or industry factors similarly affect groups of counterparties whose aggregate credit exposure is material in relation to the Company's total exposures. The Company is vigilant about credit risk concentration and has been setting credit limit for counterparties, countries and industry sectors.

#### (i) Maximum exposure

The maximum exposure to credit risk at the end of reporting period is represented by the carrying amount of each financial assets in the statement of financial position after deducting any impairment allowance. A summary of the maximum exposure is as follows:

	2024 US\$	2023 US\$
Cash and balances with banks and other financial institutions	15,533,052	10,917,952
Trading assets	118,282	428,047
Loans and advances to customers	429,441,386	444,592,246
Investment securities	23,785,034	23,776,294
Other assets	9,820,187	9,862,652
	<u>478,697,941</u>	<u>489,577,191</u>

#### (ii) Credit quality of loans and advances

The Company classifies the loans and advances in accordance with the loan classification system required to be adopted for reporting to the HKMA. The following table set out information about the overdue status of loans and advances to customers in Stages 1, 2 and 3.

## 28 Financial risk management (continued)

### Loans and advances to customers at amortised cost - gross carrying amount:

	2024			
	Stage 1 US\$	Stage 2 US\$	Stage 3 US\$	Total US\$
Current	379,166,688	20,450,627	521,255	400,138,570
Overdue 30 days or less	8,447,285	6,999,660	91,419	15,538,364
Overdue over 30 days	-	8,218,460	14,722,986	22,941,446
	<u>387,613,973</u>	<u>35,668,747</u>	<u>15,335,660</u>	<u>438,618,380</u>

#### Of which:

	2024			
	Stage 1 US\$	Stage 2 US\$	Stage 3 US\$	Total US\$
- Grade A: Pass	386,142,862	1,837,951	-	387,980,813
- Grade B: Special mention	1,471,111	33,830,796	-	35,301,907
- Grade C: Substandard	-	-	8,892,419	8,892,419
- Grade D: Doubtful	-	-	5,690,926	5,690,926
- Grade E: Loss	-	-	752,315	752,315
	<u>387,613,973</u>	<u>35,668,747</u>	<u>15,335,660</u>	<u>438,618,380</u>

	2023			
	Stage 1 US\$	Stage 2 US\$	Stage 3 US\$	Total US\$
Current	401,182,839	38,018,840	813,813	440,015,492
Overdue 30 days or less	468,544	-	877,855	1,346,399
Overdue over 30 days	-	274,480	4,918,652	5,193,132
	<u>401,651,383</u>	<u>38,293,320</u>	<u>6,610,320</u>	<u>446,555,023</u>

#### Of which:

	2023			
	Stage 1 US\$	Stage 2 US\$	Stage 3 US\$	Total US\$
- Grade A: Pass	401,651,383	-	-	401,651,383
- Grade B: Special mention	-	38,293,320	-	38,293,320
- Grade C: Substandard	-	-	3,977,352	3,977,352
- Grade D: Doubtful	-	-	2,109,615	2,109,615
- Grade E: Loss	-	-	523,353	523,353
	<u>401,651,383</u>	<u>38,293,320</u>	<u>6,610,320</u>	<u>446,555,023</u>

### (iii) Collaterals and other credit enhancements

The Company holds collaterals against loans and advances to customers in the form of mortgages over property, other registered securities over assets, cash deposits and guarantees. Collaterals held as security for financial assets other than loans and advances is determined by the nature of the instrument.

## 28 Financial risk management (continued)

An estimate of the fair value of collaterals and other credit enhancements held against financial assets is as follows:

	2024 US\$	2023 US\$
Fair value of collaterals and other credit enhancements held against financial assets that are:		
Loans and advances to customers at amortised cost	229,007,366	230,096,111
Finance leases	322,478,031	353,457,295
	551,485,397	583,553,406

### *Collaterals*

Where possible, the Company takes collaterals as a secondary recourse to the borrower. The collaterals mainly includes properties, equipment and pledged deposits. The Company has put in place policies which determine the types of collaterals for credit risk mitigation.

Whilst the Company's maximum exposure to credit risk is the carrying value of the assets or, in the case of off-balance sheet instruments, the amount guaranteed, committed, accepted or endorsed, the likely exposure may be lower due to offsetting collaterals, credit guarantees and other actions taken to mitigate the Company's exposure.

The description of collaterals for each class of financial asset is set out below:

- (i) Cash and balances with banks and other financial institutions, trading assets, loans and advances to banks and other financial institutions and financial assets measured at fair value through other comprehensive income:

Collateral is generally not sought for these assets.

- (ii) Loans and advances to customers, contingent liabilities and commitments:

Certain advances to customers, contingent liabilities and commitments are typically collateralised to a substantial extent. The Company considers the collaterals it has taken as sufficient against its exposures.

### *Assets obtained by taking possession of collateral*

Details of financial and non-financial assets obtained by the Company during the year by taking possession of collateral held as security against loans and advances and held at the end of the reporting period are shown below:

	2024 US\$	2023 US\$
Property	2,223,152	-
Vehicle	58,650	23,008
	2,281,802	23,008

## 28 Financial risk management (continued)

The Company's policy is to pursue timely realisation of the collateral in an orderly manner. The Company does not generally use the non-cash collateral for its own operation.

### (b) Market risk management

Market risk arises on financial instruments which are valued at current market prices ("marked to market basis") and those valued at cost plus any accrued interest ("accrual basis").

Financial instruments traded include certain derivative financial instruments. Derivative instruments are contracts whose value is derived from one or more of the underlying financial instruments or indices as defined in the contracts. They include swaps, forward rate agreements, options and combinations of these instruments.

No quantitative disclosure has been made as the Company has not engaged in any material trading activities during the year.

#### (i) Currency risk

The Company's foreign currency positions arise from foreign exchange transactions. All foreign currency positions are managed by the treasury department within limits approved by the Board.

The Company seeks to match closely its foreign currency denominated assets with corresponding liabilities in the same currencies. The Company also uses foreign currency forward contracts to manage foreign currency risk.

The net positions in foreign currencies are disclosed when each currency constitutes 10% or more of the respective total net position in all foreign currencies.

	2024		
	<i>USD equivalents</i>		
	<i>HK dollars</i>	<i>Japanese Yen</i>	<i>Total</i>
Spot assets	435,890,304	38,760,807	474,651,111
Spot liabilities	(155,532,718)	(33,117,477)	(188,650,195)
Forward sales	(256,797,315)	-	(256,797,315)
Net long non-structural position	<u>23,560,271</u>	<u>5,643,330</u>	<u>29,203,601</u>
	2023		
	<i>USD equivalents</i>		
	<i>HK dollars</i>	<i>Japanese Yen</i>	<i>Total</i>
Spot assets	434,291,054	53,082,223	487,373,277
Spot liabilities	(126,800,177)	(46,530,847)	(173,331,024)
Forward sales	(256,391,772)	-	(256,391,772)
Net long non-structural position	<u>51,099,105</u>	<u>6,551,376</u>	<u>57,650,481</u>



## 28 Financial risk management (continued)

The Company does not have any structural position as at 31 March 2024 and 2023.

### *Sensitivity analysis*

The following table indicates the approximate change in the Company's profit after tax (and retained profits) and other components of equity in response to reasonably possible changes in the foreign exchange rates to which the Company has significant exposure at the end of reporting period. The sensitivity analysis includes balances between group companies where the denomination of the balances is in a currency other than the functional currencies of the lender or the borrower.

	2024		2023	
	Appreciation/ (depreciation) in currency against USD	Effect on loss after tax and retained profits US\$	Appreciation/ (depreciation) in currency against USD	Effect on profit after tax and retained profits US\$
Hong Kong Dollars	1% (1)%	196,728 (196,728)	1% (1)%	426,678 (426,678)
Japanese Yen	3% (3)%	141,365 (141,365)	3% (3)%	164,112 (164,112)

The sensitivity analysis has been determined assuming that the change in foreign exchange rates had occurred at the end of reporting period and had been applied to the Company's exposure to currency risk for both derivative and non-derivative financial instruments in existence at that date, and that all other variables, in particular interest rates, remain constant.

The stated changes represent management's assessment of reasonably possible changes in foreign exchange rates over the period until the end of next reporting period. In this respect, it is assumed that the pegged rate between the Hong Kong dollar and the United States dollar would be materially unaffected by any changes in the value of the United States dollar against other currencies. The analysis is performed on the same basis for 2023.

### (ii) Interest rate risk

The Company's interest rate positions arise from treasury and commercial banking activities. Interest rate risk principally arises in non-trading portfolios. Interest rate risk primarily results from the timing differences in the repricing of interest-bearing assets, liabilities and commitments, including non-interest bearing liabilities such as shareholders' funds. Interest rate risk is managed by the treasury department within limits approved by the Board, including interest rate gap limits.

Structural interest rate risk arises primarily from the deployment of non-interest bearing liabilities, including shareholders' funds. Structural interest rate risk is monitored by the Asset and Liability Management Committee.

## 28 Financial risk management (continued)

The following tables indicate the effective interest rates for the relevant periods and the expected next repricing dates (or maturity dates whichever the earlier) for interest bearing assets and liabilities at the end of reporting period:

	Effective interest rate	Total US\$	2024					Non-interest bearing US\$
			3 months or less (include overdue) US\$	Over 3 months to 1 year US\$	Over 1 year to 5 years US\$	Over 5 years US\$		
<b>Assets</b>								
Cash and balances with banks and other financial institutions	3.69%	15,533,052	6,592,556	-	-	-	-	8,940,496
Loans and advances to customers	6.34%	429,441,386	230,607,786	73,823,387	124,981,302	28,911	-	1,079,697
Investment securities	4.15%	23,785,034	5,105,972	17,599,365	-	-	-	3,794,895
Other assets	4.94%	10,027,489	6,232,594	-	-	-	-	4,804,703
Others	0%	4,804,703	-	-	-	-	-	-
<b>Total assets</b>		<b>483,591,664</b>	<b>248,538,908</b>	<b>91,422,752</b>	<b>124,981,302</b>	<b>28,911</b>	<b>18,619,791</b>	
<b>Liabilities</b>								
Deposits from customers	4.16%	65,530,192	59,540,535	2,561,183	-	-	-	3,428,474
Deposits and balances of banks and other financial institutions	3.84%	93,166,671	91,024,639	2,142,032	-	-	-	-
Deposits from fellow subsidiaries	5.30%	11,495,868	11,495,868	-	-	-	-	-
Loans from ultimate holding company	0.56%	8,585,959	8,585,959	-	-	-	-	-
Lease liabilities	4.84%	2,497,603	1,012,233	1,339,891	145,479	-	-	-
Others	0%	5,458,000	-	-	-	-	-	5,458,000
<b>Total liabilities</b>		<b>186,734,293</b>	<b>171,659,234</b>	<b>6,043,106</b>	<b>145,479</b>	<b>28,911</b>	<b>8,886,474</b>	
<b>Interest rate sensitivity gap</b>			<b>76,879,674</b>	<b>85,379,646</b>	<b>124,835,823</b>	<b>28,911</b>	<b>9,733,317</b>	

## 28 Financial risk management (continued)

	2023						
	Effective interest rate	Total US\$	3 months or less (include overdue) US\$	Over 3 months to 1 year US\$	Over 1 year to 5 years US\$	Over 5 years US\$	Non-interest bearing US\$
<b>Assets</b>							
Cash and balances with banks and other financial institutions	0.38%	10,917,952	5,690,554	-	-	-	5,227,398
Loans and advances to customers	5.31%	444,592,246	236,608,673	75,091,250	132,892,323	-	-
Investment securities	3.30%	23,776,294	5,093,547	17,644,268	-	-	1,038,479
Other assets	4.19%	9,862,652	5,204,966	-	-	-	4,657,686
Others	0%	7,694,288	-	-	-	-	7,694,288
<b>Total assets</b>		<b>496,843,432</b>	<b>252,597,740</b>	<b>92,735,518</b>	<b>132,892,323</b>	<b>-</b>	<b>18,617,851</b>
<b>Liabilities</b>							
Deposits from customers	2.52%	60,672,115	49,491,464	7,996,076	133,093	-	3,051,482
Deposits and balances of banks and other financial institutions	2.07%	53,860,517	53,860,517	-	-	-	-
Deposits from fellow subsidiaries	4.32%	62,966,336	62,966,336	-	-	-	-
Loans from ultimate holding company	0.55%	9,735,640	9,735,640	-	-	-	-
Lease liabilities	3.46%	6,214,280	1,014,117	2,960,427	2,239,736	-	-
Others	0%	3,529,384	-	-	-	-	3,529,384
<b>Total liabilities</b>		<b>196,978,272</b>	<b>177,068,074</b>	<b>10,956,503</b>	<b>2,372,829</b>	<b>-</b>	<b>6,580,866</b>
<b>Interest rate sensitivity gap</b>			<b>75,529,666</b>	<b>81,779,015</b>	<b>130,519,494</b>	<b>-</b>	<b>12,036,985</b>

## 28 Financial risk management (continued)

### *Sensitivity analysis*

At 31 March 2024, it is estimated that a general increase of 100 basis points in interest rates, with all other variables held constant, would increase the Company's profit after tax and retained profits by approximately US\$1,596,000 (2023: increase of US\$1,105,000).

The sensitivity analysis above has been determined assuming that the change in interest rates had occurred at the end of reporting period and had been applied to the exposure to interest rate risk for both derivative and non-derivative financial instruments in existence at that date. The 100 (2023: 100) basis points increase or minimal decrease represents management's assessment of a reasonably possible change in interest rates over the period until the next fiscal end of reporting period. The analysis is performed on the same basis for the year ended 31 March 2023.

### (c) *Liquidity risk management*

The purpose of liquidity management is to ensure sufficient cash flows to meet all financial commitments and to capitalize on opportunities for business expansion. To manage liquidity risk, the Company has established a liquidity risk management policy ("the policy") which is reviewed by management and approved by the Directors. The policy is reviewed at least annually.

The Company measures liquidity through the statutory Liquidity Maintenance Ratios ("LMR"), unsecured connected lending exposures and maturity mismatch ratio against internal and/or regulatory requirements.

Management closely monitors the liquidity of the Company on a daily basis to ensure that the liquidity structure of Company's assets, liabilities and commitments can meet its funding needs and that the statutory liquidity ratio is always complied with. The Company's average LMR for the year was well above the statutory minimum requirement of 25%.

The average LMR is the simple average of each calendar month's average LMR, computed on the solo basis, which is the basis of computation agreed with the HKMA and has been computed in accordance with the Banking (Liquidity) Rules.

The Board of Directors empowered the Asset and Liability Management Committee ("ALCO") to formulate, review, and update the policy from time to time in order to oversee the Company in managing its liquidity.

ALCO is responsible for the implementation and maintenance of the overall risk management framework relating to balance sheet structure, market risks and funding and liquidity management across the Company's banking business. Monthly meeting will be conducted.

## 28 Financial risk management (continued)

Liquidity stress testing is a risk management tool for estimating risk exposure under stressed conditions arising from extreme but plausible market or macroeconomic movements. The Company conducts stress testing through scenario analysis for (i) Liquidity Ratio and (ii) Maturity Mismatch Ratio.

Other monitoring measures:

- (i) Treasury Department prepares Daily Liquidity Ratio Projection Report to forecast up to 7 days liquidity ratio on daily basis, which reflects a more realistic liquidity position for monitoring and considering the necessity of funding arrangement promptly.
- (ii) Regarding unsecured lending to connected companies, Treasury Department daily projects the ratio against capital base and Accounting Department monitors the ratio on daily basis.
- (iii) Regarding cash flow projections, Projection of Cash Flow Report for coming four months is prepared by Treasury Department, for establishing financial plans and recognising the timing and amount of fund raising that aligns strategic objectives.
- (iv) Liquidity related issues, strategies, internal risk limits and stress testing results are reported in monthly ALCO meetings and documented in meeting minutes.

## 28 Financial risk management (continued)

### (i) Analysis of assets and liabilities by remaining maturity

The following maturity profile is based on the remaining period at the end of reporting period to the contractual maturity date.

	2024						
	Total US\$	Repayable on demand US\$	Within 1 month US\$	Over 1 month but within 3 months US\$	Over 3 months to 1 year US\$	Over 1 year to 5 years US\$	Undated or overdue US\$
<b>Assets</b>							
Cash and balances with banks and other financial institutions	15,533,052	15,533,052	-	-	-	-	-
Trading assets	118,282	-	95,217	23,065	-	-	-
Loans and advances to customers	429,441,386	-	42,311,291	35,313,522	93,906,194	182,044,394	40,154,038
Investment securities	23,785,034	-	5,105,972	-	17,599,365	-	1,079,697
Other assets	10,027,489	6,233,059	443,438	60,167	2,146	-	3,288,679
Undated assets	4,686,421	-	-	-	-	-	4,686,421
<b>Total assets</b>	<b>483,591,664</b>	<b>21,766,111</b>	<b>47,955,918</b>	<b>35,396,754</b>	<b>111,507,705</b>	<b>182,044,394</b>	<b>49,208,635</b>
<b>Liabilities</b>							
Deposits from customers	65,530,192	-	25,401,622	34,326,331	2,844,531	2,957,708	-
Deposits and balances of banks and other financial institutions	93,166,671	-	39,713,903	51,310,736	2,142,032	-	-
Deposits from fellow subsidiaries	11,495,868	-	-	11,495,868	-	-	-
Loans from ultimate holding company	8,585,959	-	-	-	8,585,959	-	-
Trading liabilities	28,383	-	-	28,383	-	-	-
Lease liabilities	2,497,603	-	338,149	674,084	1,339,891	145,479	-
Other liabilities	5,429,617	-	5,064,779	277,292	87,546	-	-
<b>Total liabilities</b>	<b>186,734,293</b>	<b>-</b>	<b>70,518,453</b>	<b>98,112,694</b>	<b>14,999,959</b>	<b>3,103,187</b>	<b>-</b>
<b>Asset-liability gap</b>		<b>21,766,111</b>	<b>(22,562,535)</b>	<b>(62,715,940)</b>	<b>96,507,746</b>	<b>178,941,207</b>	<b>49,208,835</b>

## 28 Financial risk management (continued)

	2023							
	Total US\$	Repayable on demand US\$	Within 1 month US\$	Over 1 month but within 3 months US\$	Over 3 months to 1 year US\$	Over 1 year to 5 years US\$	Over 5 years US\$	Undated or overdue US\$
<b>Assets</b>								
Cash and balances with banks and other financial institutions	10,917,952	10,917,952	-	-	-	-	-	-
Trading assets	428,047	-	354,810	73,237	-	-	-	-
Loans and advances to customers	444,592,246	-	66,535,868	41,816,715	97,966,334	203,674,678	32,444,016	2,154,635
Investment securities	23,776,294	-	5,093,547	-	17,643,689	-	-	1,039,058
Other assets	9,862,652	5,229,267	337,787	37,079	7,889	-	-	4,250,630
Undated assets	7,266,241	-	-	-	-	-	-	7,266,241
<b>Total assets</b>	<b>496,843,432</b>	<b>16,147,219</b>	<b>72,322,012</b>	<b>41,927,031</b>	<b>115,617,912</b>	<b>203,674,678</b>	<b>32,444,016</b>	<b>14,710,564</b>
<b>Liabilities</b>								
Deposits from customers	60,672,115	-	39,665,995	10,572,234	8,012,996	2,420,890	-	-
Deposits and balances of banks and other financial institutions	53,860,517	-	16,853,881	37,006,636	-	-	-	-
Deposits from fellow subsidiaries	62,966,336	-	3,744,477	59,221,859	-	-	-	-
Loans from ultimate holding company	9,735,640	-	-	-	-	9,735,640	-	-
Trading liabilities	9,185	-	-	9,185	-	-	-	-
Lease liabilities	6,214,280	-	338,771	675,346	2,960,427	2,239,736	-	-
Tax payable	58,070	-	58,070	-	-	-	-	-
Other liabilities	3,462,129	-	3,462,129	-	-	-	-	-
<b>Total liabilities</b>	<b>196,978,272</b>	<b>-</b>	<b>64,123,323</b>	<b>107,485,260</b>	<b>10,973,423</b>	<b>14,395,266</b>	<b>-</b>	<b>-</b>
<b>Asset-liability gap</b>		<b>16,147,219</b>	<b>8,198,689</b>	<b>(65,558,229)</b>	<b>104,644,489</b>	<b>189,278,412</b>	<b>32,444,016</b>	<b>14,710,564</b>

## 28 Financial risk management (continued)

### (ii) Analysis of liabilities by remaining maturity

The following table provides an analysis of the residual contractual maturities of non-derivative financial liabilities of the Company, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates at the end of reporting period) and the earliest date the Company can be required to pay:

	2024								
	Carrying amount US\$	Gross nominal outflow US\$	Repayable on demand US\$	Within 1 month US\$	Over 1 month but within 3 months US\$	Over 3 months but within 1 year US\$	Over 1 year but within 5 years US\$	Over 5 years US\$	Indefinite US\$
<b>Liabilities</b>									
Deposits from customers (note 1)	65,530,192	63,017,947	-	25,601,308	34,721,808	2,694,831	-	-	-
Deposits and balances of banks and other financial institutions	93,166,671	94,085,409	-	40,004,749	51,853,696	2,226,964	-	-	-
Deposits from fellow subsidiaries	11,495,868	11,547,595	-	51,727	11,495,868	-	-	-	-
Loans from ultimate holding company	8,585,959	8,610,109	-	-	-	8,610,109	-	-	-
Trading liabilities	28,383	28,383	-	-	28,383	-	-	-	-
Lease liabilities	2,497,603	2,542,171	-	338,888	677,777	1,356,628	168,878	-	-
Other liabilities (note 2)	5,429,617	3,223,774	-	3,223,774	-	-	-	-	-
<b>Total liabilities</b>	<b>186,734,293</b>	<b>183,055,388</b>	<b>-</b>	<b>69,220,446</b>	<b>98,777,532</b>	<b>14,888,532</b>	<b>168,878</b>	<b>-</b>	<b>-</b>
<b>Commitments</b>									
Guarantees, acceptances and other financial facilities	-	-	-	-	-	-	-	-	-



## 28 Financial risk management (continued)

2023

	Carrying amount US\$	Gross nominal outflow US\$	Repayable on demand US\$	Within 1 month US\$	Over 1 month but within 3 months US\$	Over 3 months but within 1 year US\$	Over 1 year but within 5 years US\$	Over 5 years US\$	Indefinite US\$
<b>Liabilities</b>									
Deposits from customers (note 1)	60,672,115	61,204,272	-	39,964,361	10,667,881	8,141,512	2,430,518	-	-
Deposits of banks and other financial institutions	53,860,517	54,050,753	-	16,909,415	37,141,338	-	-	-	-
Deposits from fellow subsidiaries	62,966,336	63,176,375	-	3,954,516	59,221,859	-	-	-	-
Loans from ultimate holding company	9,735,640	9,816,866	-	-	-	54,200	9,762,666	-	-
Trading liabilities	9,185	9,185	-	-	9,185	-	-	-	-
Lease liabilities	6,214,280	6,348,221	-	339,505	679,009	3,011,862	2,317,845	-	-
Tax payable	58,070	58,070	-	58,070	-	-	-	-	-
Other liabilities (note 2)	3,462,129	3,462,129	-	3,462,129	-	-	-	-	-
<b>Total liabilities</b>	<b>196,978,272</b>	<b>198,125,871</b>	<b>-</b>	<b>64,687,996</b>	<b>107,719,272</b>	<b>11,207,574</b>	<b>14,511,029</b>	<b>-</b>	<b>-</b>
<b>Commitments</b>									
Guarantees, acceptances and other financial facilities	-	-	-	-	-	-	-	-	-

Note 1: the amount of gross nominal outflow excludes receipt in advance from lessees of US\$3,428,475 (2023: US\$3,051,482).

Note 2: the amount of gross nominal outflow excludes bonus provision of US\$1,294,946 (2023: US\$1,074,891).

## 28 Financial risk management (continued)

### (d) Operational risk management

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people, systems, or from external events. Since operational risk is inherent in all products, activities, processes, and systems, the Company has developed, implemented, and maintained a robust operational risk management framework to ensure the operational risks are consistently and comprehensively identified, assessed, mitigated, controlled, monitored, and reported.

The Operational Risk Management Committee (ORMC) is responsible for ensuring the effective implementation of the operational risk framework, conducting regular review of the risk management policy, procedures and control mechanisms for the Board's approval. The Company adopts a three line of defence model in its management of operational risk. Business and functional departments are responsible for identifying, managing and reporting operational risks specific to their department. The Risk Management Department works closely with the first line of defence to ensure operational risks are properly managed in accordance with policy and procedures by using various tools, including key risk indicator monitoring, risk and control self-assessment, and operational incident management. Operational risk events, including any significant incidents that may impact on the Company's reputation, are reported. All operational risk matters are reported to the Board for oversight.

Any change initiatives including new or modifying existing products, service, business process, or IT system are subject to risk review and approval process to ensure relevant risks are identified and assessed. In addition, the Company has a business continuity plan and crisis management process to ensure that critical operations can continue in the event of unforeseen events or business disruption.

Internal Audit Department, which does not have direct management of operational risk, performs the audit to ensure the departments' compliance with the operating guidelines and review and comment on the effectiveness of the operational risk management framework.

## 29 Fair values of financial instruments

### (a) Financial instruments carried at fair value

Fair value estimates are generally subjective in nature, and are made as of a specific point in time based on the characteristics of the financial instruments and relevant market information. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuations: Fair value measured using significant unobservable inputs

## 29 Fair values of financial instruments (continued)

Fair values of financial assets and financial liabilities that are traded in active markets are based on quoted market prices or dealer price quotations. For all other financial instruments the Company determines fair values using valuation techniques. Valuation techniques include net present value and discounted cash flow models and other valuation models. Assumptions and inputs used in valuation techniques include risk-free and benchmark interest rates, credit spreads and other premia used in estimating discount rates, bond and equity prices, foreign currency exchange rates, equity price and expected price volatilities and correlations. The objective of valuation techniques is to arrive at a fair value determination that reflects the price of the financial instrument at the reporting date, that would have been determined by market participants acting at arm's length.

The Company uses widely recognised valuation models for determining the fair value of common and more simple financial instruments, like interest rate and currency swaps that use only observable market data and require little management judgement and estimation. Observable prices and model inputs are usually available in the market for listed debt and equity securities and simple over-the-counter (OTC) derivatives like forward exchange contracts. Availability of observable market prices and model inputs reduces the need for management judgement and estimation and also reduces the uncertainty associated with determination of fair values. Availability of observable market prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial markets.

For more complex instruments, the Company uses proprietary valuation models, which usually are developed from recognised valuation models. Some or all of the significant inputs into these models may not be observable in the market, and are derived from market prices or rates or are estimated based on assumptions. Example of instruments involving significant unobservable inputs include certain securities for which there is no active market. Valuation models that employ significant unobservable inputs require a higher degree of management judgement and estimation in determination of fair value. Management judgement and estimation are usually required for selection of the appropriate valuation model to be used, determination of expected future cash flows on the financial instrument being valued, determination of probability of counterparty default and prepayments and selection of appropriate discount rates.

### - Derivatives

The fair value of forward exchange contracts is estimated either using broker quotes or by discounting future cash flows. Future cash flows are estimated based on management's best estimates of the amount it would receive or pay to terminate the contract at the end of reporting period taking into account current market conditions and the current credit worthiness of the counterparties. The discount rate used is a market rate for a similar instrument at the end of reporting period.

### - Debt and equity securities

Debt securities are valued based on quoted market prices from an exchange or dealer price quotation, where available. For unlisted equity securities, the fair value is estimated based on the investee's financial position and results, risk profile, prospectus and other factors as well as reference to the market valuations for similar entities quoted in an active market.

## 29 Fair values of financial instruments (continued)

The following table presents the fair value of the financial instruments measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, *Fair Value Measurement*:

	2024			Total US\$
	Level 1 US\$	Level 2 US\$	Level 3 US\$	
<b>Assets</b>				
Financial assets at fair value through other comprehensive income:				
- Debt securities (note 15(a))	22,705,337	-	-	22,705,337
- Equity securities (note 15(b))	-	-	1,080,378	1,080,378
Trading assets				
- Derivatives (note 13)	-	118,282	-	118,282
	<u>22,705,337</u>	<u>118,282</u>	<u>1,080,378</u>	<u>23,903,997</u>
<b>Liabilities</b>				
Trading liabilities				
- Derivatives (note 21)	-	28,383	-	28,383
	<u>-</u>	<u>28,383</u>	<u>-</u>	<u>28,383</u>
	2023			Total US\$
	Level 1 US\$	Level 2 US\$	Level 3 US\$	
<b>Assets</b>				
Financial assets at fair value through other comprehensive income:				
- Debt securities (note 15(a))	22,737,815	-	-	22,737,815
- Equity securities (note 15(b))	-	-	1,039,058	1,039,058
Trading assets				
- Derivatives (note 13)	-	428,047	-	428,047
	<u>22,737,815</u>	<u>428,047</u>	<u>1,039,058</u>	<u>24,204,920</u>
<b>Liabilities</b>				
Trading liabilities				
- Derivatives (note 21)	-	9,185	-	9,185
	<u>-</u>	<u>9,185</u>	<u>-</u>	<u>9,185</u>

During the year ended 31 March 2024 and 2023, there were no transfers of financial instruments between Level 1 and Level 2, or transfers into or out of Level 3 of the fair value hierarchy.

## 29 Fair values of financial instruments (continued)

The fair value of the unlisted equity securities is determined with reference to multiples of comparable listed company such as price/book ratio of comparables, adjusted for a liquidity discount to reflect the fact that the securities are not actively traded. An increase in ratio in isolation will result in favourable movement in the fair value, while an increase in liquidity discount in isolation will result in unfavourable movement.

The following table shows a reconciliation from the beginning balances to the ending balances for fair value measurements in Level 3 of the fair value hierarchy:

	<i>Unlisted equity securities</i>	
	<i>2024</i>	<i>2023</i>
	US\$	US\$
<b>Assets</b>		
At 1 April	1,039,058	749,861
Net unrealised gain recognised in other comprehensive income	164,022	351,755
Translation reserve recognised in the other comprehensive income	(122,702)	(62,558)
At 31 March	1,080,378	1,039,058
Accumulated losses for the year included in revaluation reserve for financial assets at fair value through other comprehensive income held at the end of reporting period	(38,914)	(202,936)
Accumulated losses for the year included in translation reserve for financial assets at fair value through other comprehensive income held at the end of reporting period	(227,252)	(104,550)

Any gain or loss arising from the remeasurement and exchange adjustment of the unlisted equity securities held for strategic purposes are recognised in the revaluation reserve (non-recycling) and translation reserve in other comprehensive income. Upon disposal of the equity securities, the amount accumulated in other comprehensive income is transferred directly to retained earnings.

## 29 Fair values of financial instruments (continued)

### (b) Fair values of financial instruments carried at other than fair value

The following methods and significant assumptions have been applied in determining the fair values of financial instruments presented below:

- (i) The fair value of variable rate financial instruments is assumed to be approximated by their carrying amounts and, in the case of loans and unquoted debt securities, does not, therefore, reflect changes in their credit quality, as the impact of credit risk is recognised separately by deducting the amount of the impairment allowances from both the carrying amount and fair value. The total fair value is not materially different from total carrying value.
- (ii) The fair value of fixed rate loans and mortgages carried at amortised cost is estimated by comparing market interest rates when the loans were granted with current market rates offered on similar loans. Changes in the credit quality of loans within the portfolio are not taken into account in determining gross fair values, as the impact of credit risk is recognised separately by deducting the amount of the impairment loss and allowances from both the carrying amount and fair value.

## 30 Material related party transactions

During the year, the Company entered into a number of transactions with its related parties, including fellow subsidiaries, the ultimate holding company, and entities, directly or indirectly controlled or significantly influenced by the ultimate holding company, in the ordinary course of its banking business including lending, the acceptance and placement of inter-bank deposits and off-balance sheet transactions.

### (a) Transactions with group companies

In addition to the related party transactions and balances detailed elsewhere in these financial statements, the Company had the following material transactions and balances with its related parties during the year.

### 30 Material related party transactions (continued)

Income/(expenses) from transactions with fellow subsidiaries and the ultimate holding company during the year are set out below:

	2024 US\$	2023 US\$
<b>Fellow subsidiaries</b>		
Interest income	659,139	227,264
Interest expense	(1,678,621)	(1,307,096)
Fee and commission income	1,919,720	6,159,552
Fee and commission expense	(563,732)	(1,465,104)
Other operating expense	(5,625)	(7,500)
Other operating income	2,201,844	2,271,090
<b>Ultimate holding company</b>		
Interest expense	(49,963)	(51,961)
Other operating expense	(90,688)	(88,498)

Balances of assets/(liabilities) with fellow subsidiaries and the ultimate holding company at 31 March 2024 and 2023 are set out below:

	2024 US\$	2023 US\$
<b>Fellow subsidiaries</b>		
Other assets	6,894,398	3,938,744
Deposits from fellow subsidiaries	(28,019,229)	(40,339,237)
Other liabilities	-	(3,692)
<b>Ultimate holding company</b>		
Other assets	24,872	24,857
Loan from ultimate holding company	(8,957,411)	(9,576,094)
Other liabilities	(35,054)	(36,391)

Deposits from fellow subsidiaries are unsecured, interest bearing at commercial rates and either have no fixed terms of repayment or repayable within one year.

Other balances with fellow subsidiaries are unsecured and have no fixed terms of repayment.

The loan from ultimate holding company is unsecured, interest bearing at TIBOR plus 0.4% per annum (2023: TIBOR plus 0.4%) per annum and repayable within one year.

### 30 Material related party transactions (continued)

#### (b) Key management personnel remuneration

Remuneration for key management personnel, including amounts paid to the Company's directors as disclosed in note 9.

### 31 Immediate parent and the ultimate controlling party

The directors consider the immediate parent and ultimate controlling party of the Company to be ORIX Corporation, which is incorporated in Japan and listed on Tokyo Stock Exchange (stock code: 8591) and New York Stock Exchange (stock code: IX). ORIX Corporation produces financial statements available for public use.

### 32 Key sources of estimation uncertainty

#### *Expected credit losses for loans and advances*

Management exercises judgement in establishing the criteria for determining whether the credit risk of loans and advances has increased significantly since initial recognition and determining inputs into the ECL measurement model, including the incorporation of forward-looking information. Policies on credit losses and impairment of loans and advances are set out in note 2(h).

### 33 Comparative figures

Certain comparative figures have been reclassified to conform to current year's presentation.

### 34 Possible impacts of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2024

Up to the date of issue of these financial statements, the HKICPA has issued a number of new or amended standards which is not yet effective for the year ended 31 March 2024 and which has not been adopted in these financial statements. These developments include the following which may be relevant to the Company.

	<i>Effective for accounting periods beginning on or after</i>
Amendments to HKAS 1, <i>Presentation of financial statements: Classification of liabilities as current or non-current ("2020 amendments")</i>	1 January 2024
Amendments to HKAS 1, <i>Presentation of financial statements: Noncurrent liabilities with covenants ("2022 amendments")</i>	1 January 2024
Amendments to HKAS 21, <i>The effects of changes in foreign exchange rates: Lack of exchangeability</i>	1 January 2025

The Company is in the process of making an assessment of what the impact of these developments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the financial statements.



## Unaudited supplementary financial information

### (a) Capital and capital adequacy

The Banking (Capital) (Amendment) Rules 2012, effective from 1 January 2013, stipulates the first phase of Basel III requirements to be applied in Hong Kong.

	2024	2023
<b>Capital ratio:</b>		
Common Equity Tier 1 ("CET1") Capital Ratio	61.54%	61.60%
Tier 1 Capital Ratio	61.54%	61.60%
Total Capital Ratio	<u>62.65%</u>	<u>62.46%</u>

The capital adequacy ratios were calculated in accordance with the Banking (Capital) Rules. The Company has adopted the "basic approach" for the calculation of the risk-weighted assets for credit risk and "basic indicator approach" for the calculation of operational risk.

During the year ended 31 March 2024, market risk arising from the Company's trading book is minimal. The Company has been granted exemption by the HKMA as it can fulfil the exemption criteria set out in sections 22(l)(a) and (b) of the Banking (Capital) Rules. Hence, the Company was exempted from the calculation of market risk.

The components of total capital before and after deductions are shown below:

	2024 US\$	2023 US\$
<b>CET1 Capital:</b>		
CET1 Capital instruments	32,000,000	32,000,000
Retained earnings	265,176,872	267,051,464
Disclosed reserves	<u>(319,501)</u>	<u>(307,486)</u>
CET1 Capital before deductions	296,857,371	298,743,978
<b>Regulatory deductions to CET1 capital:</b>		
Regulatory reserve for general banking risks	-	(3,194,048)
Net deferred tax assets	<u>(1,330,835)</u>	<u>(346,248)</u>
<b>Total CET1 Capital</b>	295,526,536	295,203,682
<b>Additional Tier 1 ("AT1") Capital</b>	<u>-</u>	<u>-</u>
<b>Total Tier 1 ("T1") Capital</b>	<u>295,526,536</u>	<u>295,203,682</u>

## Unaudited supplementary financial information (continued)

### (a) Capital and capital adequacy (continued)

	2024 US\$	2023 US\$
<b>Tier 2 ("T2") Capital</b>		
Collective impairment allowances and regulatory reserve for general banking risks eligible for inclusion in Tier 2 capital	5,365,184	4,108,894
<b>Total T2 Capital</b>	<u>5,365,184</u>	<u>4,108,894</u>
<b>Total Capital</b>	<u>300,891,720</u>	<u>299,312,576</u>

To comply with the Banking (Disclosure) Rules ("BDR"), all additional information in relation to the Company's regulatory capital disclosures will be published by using the standard disclosure templates as specified by the HKMA under "Regulatory Disclosures" section on the Company's website (<http://www.orix.com.hk>).

### (b) Liquidity ratio

	2024 (Under LMR)	2023 (Under LMR)	2022 (Under LMR)
Average liquidity ratio	<u>109.1%</u>	<u>123.26%</u>	<u>193.80%</u>

The average liquidity ratio is the simple average of each calendar month's average liquidity ratio, computed on the solo basis, which is the basis of computation agreed with the HKMA and has been computed in accordance with the Banking (Liquidity) Rule.

## Unaudited supplementary financial information (continued)

### (c) Further analysis on loans and advances to customers analysed by industry sector

For each industry sector reported above with loan balance constituting 10% or more of the total balance of advances to customers, the attributable amount of impaired loans, overdue loans, ECL at stage 1, 2 and 3, the amount of new provisions charged to income statement, and the amount of impaired loans and advances written off during the year are as follows:

	2024						
	Gross loans and advances US\$	Impaired loans and advances US\$	Overdue loans and advances US\$	ECL at Stage 3 US\$	ECL at Stage 1 and 2 US\$	Impairment charged to income statement during the year US\$	Impairment allowance written off during the year US\$
<b>Loans and advances for use in Hong Kong</b>							
Industrial, commercial and financial:							
Wholesale and retail trade	74,213,990	7,010,059	3,514,581	2,331,737	3,422,580	2,195,729	-
Transport and transport equipment	218,482,686	1,634,366	1,641,499	2,169,752	1,343,144	437,348	351,745
Others	97,505,625	4,618,953	4,603,669	1,619,627	1,500,449	1,440,193	-

## Unaudited supplementary financial information (continued)

### (c) Further analysis on loans and advances to customers analysed by industry sector (continued)

	2023						
	Gross loans and advances US\$	Impaired loans and advances US\$	Overdue loans and advances US\$	ECL at Stage 1 and 2 US\$	ECL at Stage 3 US\$	Impairment charged to income statement during the year US\$	Impairment allowance written off during the year US\$
<b>Loans and advances for use in Hong Kong</b>							
Industrial, commercial and financial:							
Wholesale and retail trade	56,408,359	965,132	447,125	18,633	137,622	138,307	-
Transport and transport equipment	237,649,729	3,675,858	2,388,684	720,128	2,323,965	1,298,805	208,452
Others	82,512,572	33,776	15,657	144,185	34,019	85,570	-
<b>Loans and advances for use outside HK</b>							
Property investment	51,086,886	-	-	1,440	-	-	-

## Unaudited supplementary financial information (continued)

**(d) Overdue and rescheduled assets**

**(i) Overdue loans and advances to customers**

	2024		2023	
	Amount US\$	% of total advances to customers	Amount US\$	% of total advances to customers
Gross loans and advances to customers which have been overdue with respect to either principal or interest for periods of:				
six months or less but over three months	4,354,639	0.99%	920,835	0.21%
one year or less but over six months	4,166,015	0.95%	622,548	0.14%
Over one year	2,162,757	0.49%	1,649,266	0.37%
	10,683,411	2.43%	3,192,649	0.72%
 Current market value of collateral held against the covered portion of overdue loans and advances	 6,664,448		 1,367,473	
 Covered portion of overdue loans and advances	 6,021,516		 972,206	

## Unaudited supplementary financial information (continued)

### (d) Overdue and rescheduled assets (continued)

	2024		2023	
	Amount US\$	% of total advances to customers	Amount US\$	% of total advances to customers
Uncovered portion of overdue loans and advances	4,661,895		2,220,443	
Individual impairment allowances made on loans and advances overdue for more than three months	4,340,589		2,250,451	

Loans and advances with a specific repayment date are classified as overdue when the principal or interest is overdue and remains unpaid as at the end of the reporting period. Loans repayable by regular instalments are treated as overdue when an instalment payment is overdue and remains unpaid as at the end of the reporting period. Loans repayable on demand are classified as overdue either when a demand for repayment has been served on the borrower but repayment has not been made in accordance with the demand notice, and/or when the loans have remained continuously outside the approved limit notice, and advised to the borrower for more than the overdue period in question.

#### (ii) Rescheduled loans and advances to customers

Rescheduled loans and advances are those loans and advances which have been restructured or renegotiated because of a deterioration in the financial position of the borrower, or of the inability of the borrower to meet the original repayment schedule and for which the revised repayment terms are non-commercial to the Company. Rescheduled loans and advances to customers are stated net of any loans and advances to customers that have subsequently become overdue for over three months and reported as overdue loans and advances in note (d)(i) above. The amount of rescheduled loans and advances to customers is not material as at 31 March 2024 and 2023.

#### (iii) Overdue loans and advances to banks and other financial institutions

There are no loans and advances to banks and other financial institutions which are overdue for more than three months as at 31 March 2024 and 2023.

#### (iv) Rescheduled loans and advances to banks and other financial institutions

There are no rescheduled loans and advances to banks and other financial institutions as at 31 March 2024 and 2023.

## Unaudited supplementary financial information (continued)

(d) **Overdue and rescheduled assets (continued)**

(v) **Other overdue assets**

There are no other assets which are overdue for more than three months as at 31 March 2024 and 2023.

(vi) **Geographical analysis of loans and advances to customers**

	2024				
	Gross loans and advances US\$	Loans and advances overdue for more than 3 months US\$	Impaired loans (Stage 3), net of net realisable value of collateral US\$	ECL at Stage 3 US\$	ECL at Stage 1 and 2 US\$
Hong Kong	435,577,484	7,113,305	13,548,381	5,607,256	6,298,444
Others	3,040,896	-	-	-	7,200
	<u>438,618,380</u>	<u>7,113,305</u>	<u>13,548,381</u>	<u>5,607,256</u>	<u>6,305,644</u>
	2023				
	Gross loans and advances US\$	Loans and advances overdue for more than 3 months US\$	Impaired loans (Stage 3), net of net realisable value of collateral US\$	ECL at Stage 3 US\$	ECL at Stage 1 and 2 US\$
Hong Kong	442,840,713	3,192,646	5,015,946	2,661,646	912,242
Others	3,714,310	-	-	-	2,018
	<u>446,555,023</u>	<u>3,192,646</u>	<u>5,015,946</u>	<u>2,661,646</u>	<u>914,260</u>

The above geographical analysis is classified by the location of the borrowers after taking into account the transfer of risk. In general, risk transfer applies when a loan is guaranteed by a party situated in an area different from the counterparty.

## Unaudited supplementary financial information (continued)

### (e) International claims

The Company analyses international claims by exposures to foreign counterparties on which the ultimate risk lies, and is derived according to the location of the counterparties after taking into account any transfer of risk. The transfer of risk from one country to another is recognised if the claims against a counterparty are guaranteed by another party in a different country or if the claims are on an overseas branch of a bank whose head office is located in a different country. Those areas which contribute 10% or more of the aggregate international claims are as follows:

	31 March 2024				Total US\$
	<i>Non-bank private sector</i>				
	<i>Banks</i> US\$	<i>Official sector</i> US\$	<i>Non-bank financial institutions</i> US\$	<i>Non-financial private sector</i> US\$	
Developed countries	4,446,878	-	-	1,418,756	5,865,634
Offshore centres	499,810	-	6,299,133	2,302,747	9,101,690
of which: Hong Kong	499,810	-	6,299,133	755,678	7,554,621
Developing Asia Pacific	2,470,743	-	-	1,665,959	4,136,701
of which: China	15,949	-	-	1,665,959	1,681,907
	7,417,431	-	6,299,133	5,387,462	19,104,025
	31 March 2023				
	<i>Non-bank private sector</i>				
	<i>Banks</i> US\$	<i>Official sector</i> US\$	<i>Non-bank financial institutions</i> US\$	<i>Non-financial private sector</i> US\$	Total US\$
Developed countries	3,582,987	-	-	1,442,031	5,025,018
Offshore centres	2,084,762	-	4,148,879	3,421,603	9,655,244
of which: Hong Kong	2,084,762	-	4,148,879	1,109,329	7,342,970
Developing Asia Pacific	1,665,171	-	-	1,479,120	3,144,291
of which: China	15,967	-	-	1,479,120	1,495,087
	7,332,920	-	4,148,879	6,342,754	17,824,553



## Unaudited supplementary financial information (continued)

### (f) Non-bank Mainland China exposures

The analysis of non-bank Mainland China exposures is based on the categories of non-bank counterparties and the type of direct exposures defined by the HKMA under the Banking (Disclosure) Rules with reference to the HKMA return of Mainland Activities. This analysis includes the exposures extended by the Company only.

	2024		Total US\$
	On-balance sheet exposure US\$	Off-balance sheet exposure US\$	
PRC nationals residing in Mainland China or other entities incorporated in Mainland China and their subsidiaries and JVs	4,895,451	441,952	5,337,403
Other entities of local governments	160,885	-	160,885
PRC nationals residing outside Mainland China or entities incorporated outside Mainland China where the credit is granted for use in Mainland China	522,128	-	522,128
Other counterparties where the exposures are considered by the reporting institution to be non-bank Mainland China exposures	1,264,892	-	1,264,892
	6,843,356	441,952	7,285,308
 Total assets after provision	 483,603,680		
 On-balance sheet exposures as percentage of total assets	 1.42%		

## Unaudited supplementary financial information (continued)

### (f) Non-bank Mainland China exposures (continued)

	2023		<i>Total</i> US\$
	<i>On-balance sheet exposure</i> US\$	<i>Off-balance sheet exposure</i> US\$	
PRC nationals residing in Mainland China or other entities incorporated in Mainland China and their subsidiaries and JVs	1,014,829	-	1,014,829
Other entities of local governments	721,887	-	721,887
PRC nationals residing outside Mainland China or entities incorporated outside Mainland China where the credit is granted for use in Mainland China	1,977,224	-	1,977,224
Other counterparties where the exposures are considered by the reporting institution to be non-bank Mainland China exposures	1,068,442	-	1,068,442
	4,782,382	-	4,782,382
 Total assets after provision	 496,843,432		
 On-balance sheet exposures as percentage of total assets	 0.96%		

### (g) Repossessed assets

	2024 US\$	2023 US\$
Repossessed assets	2,281,802	23,008

## Unaudited supplementary financial information (continued)

(h) **Segmental analysis**

(i) **By geographical area**

The Company's operations are entirely located in Hong Kong.

(ii) **By class of business**

	2024		2023	
	(Loss) before taxation US\$	Total assets US\$	Profit before taxation US\$	Total assets US\$
Commercial financing business	(2,966,374)	430,310,838	10,594,342	445,644,336
Investment	688,552	23,785,034	(340,753)	23,776,294
	(2,277,852)	454,095,872	10,253,589	469,420,630
Unallocated income/assets	17,618	29,495,792	(1,549,143)	27,422,802
	2,260,234	483,591,664	8,704,446	496,843,432

Commercial financing activities included the acceptance of deposits, provision of advances and other international banking services.

Investment activities included investing in equity and debt securities which generate dividend and interest income.

Other business activities included ship finance and staff loan scheme.

## Unaudited supplementary financial information (continued)

**(i) Additional disclosures on credit risk management**

**(i) Capital requirement**

The capital requirements on each class of exposures calculated under the basic (credit risk) approach at the end of reporting period can be analysed as follows:

	2024 US\$	2023 US\$
Total capital requirements for on-balance sheet exposures	428,059,775	426,613,700
Total capital requirements for off-balance sheet exposures	1,154,948	1,237,907
	429,214,723	427,851,607

**(ii) Capital charge**

The capital charge for operational risk calculated in accordance with the basic indicator approach at the end of reporting period is:

	2024 US\$	2023 US\$
Capital charge for operational risk	4,085,887	4,027,342

**(iii) Market risk**

The Company has been exempted by the HKMA under section 22(1) of the Banking (Capital) Rules from the calculation of market risk under section 17 of the Banking (Capital) Rules.

## Unaudited supplementary financial information (continued)

### (j) Corporate governance

The Company is committed to high standards of corporate governance, and has complied throughout the year with the guideline on “Corporate governance of locally incorporated authorised institutions” under the Supervisory Policy Manual issued by the HKMA.

#### *Board committees*

In addition to the Board of Directors (“the Board”) which meet on a quarterly basis, the Company has established a number of committees including Credit Committee, Asset and Liability Management Committee, Operational Risk Management Committee, Audit Committee, BCP Steering Committee, T&I Steering Committee and Bank Culture Steering Committee .

#### (i) *Quarterly Board of Directors Meeting*

The Board including all executive and non-executive directors, meet at least once a quarter to review and discuss the management and financial performance of the Company.

#### (ii) *Credit Committee*

The Credit Committee is responsible for assisting the Board to formulate the Company’s risk appetite and strategies for managing credit risk. It is also responsible for the implementation and maintenance of the Company’s credit risk management framework. It also participates in evaluating large credit applications and making credit decisions. The Committee comprises the chief executive officer/managing director, head of credit department and heads of marketing departments.

#### (iii) *Asset and Liability Management Committee*

The Asset and Liability Management Committee is responsible for the implementation and maintenance of the overall risk management framework relating to balance sheet structure, market risks and funding and liquidity management across the Company’s banking business. It recommends policy and guidelines to the Board. The Committee comprises a director, head of treasury department and chief accountant.

## Unaudited supplementary financial information (continued)

### (j) Corporate governance (continued)

#### (iv) Operational Risk Management Committee

Operational risk is the risk of unexpected loss resulting from inadequate or failed internal processes, people and systems or from external events. The Company enhanced its operational risk management framework to ensure that its operational risks are consistently and comprehensively identified, controlled, and reported for prevention and avoidance of operational losses.

An Operational Risk Management Committee is formed to assist the Board on a regular basis ensuring that such initiatives are addressed by utilising various risk management tools including compliance control self-assessment exercises, updating of workflows and risk matrix, key risk event register and indicators, internal audits, keeping current of business continuity plan and relevant insurance policies. The operational risk assessment is regularly submitted to the Board for review.

#### (v) Audit Committee

The Audit Committee is authorised by the Board of Directors to review all matters related to financial statements and disclosures, audit work performed by internal auditors, internal control systems, and the effectiveness of risk management and compliance for the Company. The Audit Committee comprises member of non-executive and independent directors, which meets three to four times a year with the Company's management, key personnel and head of internal audit. The Chairman of the Committee is an independent non-executive director.

#### (vi) BCP Steering Committee

The BCP Steering Committee (the "BCP Committee") is responsible for overseeing the development and execution of the Business Continuity Plan ("BCP") process in accordance with the BCP Master Plan of OAL. The committee is chaired by the Managing Director and comprised of the Deputy Managing Director, Chief Risk Officer, and the department heads of Legal & Compliance, Human Resources & Administration, Risk Management and Technology & Innovation. It ensures the BCP policy and relevant process documentation are properly maintained and endorsed by the Board.

## Unaudited supplementary financial information (continued)

### (j) Corporate governance (continued)

#### (vii) T&I Steering Committee

The responsibilities of the committee are to oversee whether IT resources are used effectively to support business strategies. Develop and perform a long-term and short-term IT strategy to provide an appropriate IT support to end-user departments. The IT strategy covers longer and short-term technology related initiatives by taking into account of new business initiatives, organisational changes, technological evolution, regulatory requirements, staffing and control related issues. Implement and manage IT related risk management functions, in particular to identify, measure, monitor and control technology-related risks, e-banking related risks and cyber security risks; to ensure awareness of, and compliance with, the AI's IT control policies specified by HKMA; and to provide support for investigation of any technology-related frauds and incidents. And lastly formulate a formal IT related risk acknowledgement and acceptance process for reviewing, evaluating and approving any major incidents of non-compliance with IT control policies, owing to technology limitations, business constraints and/or the costs outweighing the associated benefits.

#### (viii) Bank Culture Steering Committee

The Bank Culture Steering Committee ("the Committee") of ORIX Asia Limited ("OAL") is constituted by the Board of Directors to foster, promote, and oversee a robust bank culture and behavioral standards within OAL. Chaired by the Chief Executive, the Committee includes key executives such as the Alternate Chief Executive, Chief Risk Officer, and Heads of Risk Management, Compliance, and Human Resources Departments. The Committee's responsibilities include advising the Board on culture-related matters, directing the implementation of culture-related control measures, and regularly reviewing the effectiveness of culture enhancement initiatives. The Committee meets at least twice annually and reports its activities and findings to the Board.

### (k) Remuneration of directors and senior management

The Company's policy on remuneration is to maintain fair and competitive packages based on business needs and industry practice. It also promotes effective risk management, and is designed to encourage employee behaviour that supports the Company's business objectives, long-term financial soundness, risk tolerance, and risk management framework.

In accordance with the revised Supervisory Policy Manual module CG-5 "Guideline on a Sound Remuneration Systems" issued by the HKMA in July 2021, the Company has reviewed and revised its remuneration policy for all employees of the Company which includes a reassessment of the principles applied in determining remuneration packages, as well as the structure and amount of compensation ultimately awarded.

The level of fees paid to non-executive directors is determined by reference to factors including fees paid by comparable institutions, directors' workload and commitments.

## Unaudited supplementary financial information (continued)

### (k) Remuneration of directors and senior management (continued)

The remuneration packages of directors who are expatriates seconded from the parent company, ORIX Corporation, Japan ("ORIX"), are determined and reviewed by ORIX. The following factors are considered when determining the remuneration packages of directors:

- business needs and economic environment
- remuneration packages in the labour markets
- directors' workload and commitments
- directors' individual and collective contributions to the Company which are assessed in the performance appraisal process; and
- retention consideration and individual potential.

No individual director will be involved in decisions relating to his/her own remuneration.

The Board reviews the remuneration packages of all local employees on an annual basis. The remuneration packages of local employees are composed of a combination of fixed and variable remuneration. The appropriate proportion of fixed and variable remuneration varies according to the employee's seniority, role, responsibilities, and activities within the Company, among other things.

Fixed remuneration refers to the employee's annual salary (including year-end pay), while variable remuneration is awarded based on the employee's performance in order to better align incentives with risk and longer-term value creation. Variable remuneration is in the form of cash bonus payment only and is directly related to performance. Poor performance (either financial or non-financial) will result in a reduction or elimination of variable remuneration.

In determining the remuneration packages of the local senior management, the Company takes into account individual performance, the performance of respective divisions and departments, and the Company's overall business goals and objectives.



## Unaudited supplementary financial information (continued)

### (k) Remuneration of directors and senior management (continued)

Aggregate quantitative information on the remuneration for the Company's directors and local senior management is set out below.

- (i) Amount of remuneration for the financial year, split into fixed and variable remuneration in the form of cash bonus, and number of beneficiaries;

<i>Fixed remuneration</i>	<i>Variable remuneration</i>	<i>Number of beneficiaries</i>
US\$	US\$	
1,699,155	169,988	14

- (ii) There was no amounts of deferred remuneration during the financial year; and

- (iii) No senior management was awarded with new sign-on or severance payment during the financial year.

The Company will keep abreast of the latest developments in the labour market, especially in the financial services sector, and will review and refine its compensation and remuneration policies whenever necessary to enable the provision of competitive remuneration packages to ensure to retention of talent.

### (l) Leverage ratio

The leverage ratio as at 31 March was compiled in accordance with the Leverage Ratio Framework issued by the HKMA.

	<i>2024</i>	<i>2023</i>
Leverage ratio	<u>60.22%</u>	<u>58.71%</u>

As required by section 24A of BDR, information in relation to the Company's regulatory leverage ratio disclosures will be published by using the standard disclosure templates as specified by the HKMA under "Regulatory Disclosures" section on the Company's website (<http://www.orix.com.hk>).

## Unaudited supplementary financial information (continued)

### (m) Countercyclical capital buffer ratio

The countercyclical capital buffer ("CCyB") ratio as at 31 March 2024 was compiled in accordance with the CCyB ratio framework issued by the HKMA.

	2024	2023
CCyB ratio	<u>0.9890%</u>	<u>0.9876%</u>

As required by section 24B of BDR, the Company's risk-weighted amounts in relation to each jurisdiction in which the Company has private sector credit exposures and the applicable CCyB ratio for each jurisdiction that is relevant to the calculation of the Company's CCyB ratio are as follows:

<i>Jurisdiction</i>	<i>2024 Total risk-weighted amount US\$</i>	<i>CCyB ratio</i>	<i>2023 Total risk-weighted amount US\$</i>	<i>CCyB ratio</i>
Hong Kong SAR	418,620,784	1%	416,923,029	1%
China	1,665,959	0%	1,479,120	0%
Curacao	-	0%	-	0%
Japan	1,418,756	0%	1,442,031	0%
Macau SAR	-	0%	-	0%
Samoa	14,531	0%	34,841	0%
Singapore	1,052,517	0%	1,826,966	0%
West Indies UK	480,021	0%	450,467	0%
<b>Total across countries</b>	<u>423,252,568</u>		<u>422,156,454</u>	

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