HONG KONG QUALITY ASSURANCE AGENCY 香港品質保證局 (incorporated in Hong Kong and limited by guarantee)

Governing Council Members' Report and Consolidated Financial Statements For the year ended 31 March 2023



REPORT OF THE GOVERNING COUNCIL MEMBERS

The members of the Governing Council present their report together with the audited consolidated financial statements of Hong Kong Quality Assurance Agency (the "Agency") for the year ended 31 March 2023.

PRINCIPAL ACTIVITIES

The Agency has been established as a non-profit organisation to provide independent product and management systems certification to companies carrying on business in the manufacturing, construction and service sectors in and outside Hong Kong, and to associated operations of such companies.

The Agency's certification programme operates as a voluntary scheme and fees are charged for services rendered.

FINANCIAL STATEMENTS

The financial performance of the Group for the year ended 31 March 2023 and the financial position of the Group as at that date are set out in the consolidated financial statements on pages 9 to 49.

RESERVES

Details of the movements in the reserves of the Group and the Agency during the year are set out in note 16 and note 20(a) to the consolidated financial statements.

REPORT OF THE GOVERNING COUNCIL MEMBERS

MEMBERS OF THE GOVERNING COUNCIL

The Governing Council members of the Agency during the year and up to the date of this report were as follows:

Founding Chairman:

The Late John Siew-Kiong Lo

Honorary Chairmen:

The Late Tat-Lun Ng Kwok-Woo Mok Wai-Kwok Lo

Chairman:

Chi-Shing Ho

Deputy Chairman:

Simon Ka-Wo Wong

Eddie Kin-Wing Lam (appointed on 22 November 2022)

Council Members:

Chi-Yung Jim

Jacob Chak-Pui Kam

Daniel Lai

Patrick Kwong-Wai Luk

Paul See-Fan Tse

Yee-Yan Wai

Calvin Chau

Allan Sau-Kit Chan

Lilian Suk-Kwan Law

Thomas Shiu-Tong Ng

Peter Yau-Yee Ng

Yiu-Hung Pang

Kit-Loong Wong

Siu-Hong Cheng

Chuk-Fai Kwan

Sunny Wai-Kwong Lee

Thomas Cheung-Chi Wong

Emil Chen-On Yu

Eddie Kin-Wing Lam

(resigned on 22 November 2022)

In accordance with the Agency's Articles of Association, all members shall retire at every alternate annual general meeting and be eligible for re-election.

REPORT OF THE GOVERNING COUNCIL MEMBERS

MEMBERS OF THE GOVERNING COUNCIL - Continued

The members of the Agency's subsidiaries included in the consolidated financial statements during the year and up to the date of this report were as follows:

<u>港品局合格評定(深圳)有限公司 (formally known as "HKQAA Certification (Shanghai) Ltd.")</u>

Chairman:

Pui-Cheong Chan

(appointed on 01 August 2023)

Michael Po-Hing Lam

(resigned on 01 August 2023)

Council Members:

Chi-Shing Ho

Simon Ka-Wo Wong

Eddie Kin-Wing Lam

(appointed on 01 August 2023)

Michael Po-Hing Lam

(appointed on 01 August 2023)

HKQAA Certification (Macau) Ltd.

Chairman:

Pui-Cheong Chan

(appointed on 01 August 2023)

Michael Po-Hing Lam

(resigned on 01 August 2023)

Council Members:

Chi-Shing Ho

Simon Ka-Wo Wong

Eddie Kin-Wing Lam

(appointed on 01 August 2023)

Michael Po-Hing Lam

(appointed on 01 August 2023)

MEMBERS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

No transactions, arrangements or contracts of significance in relation to which the Agency or its subsidiaries were a party and in which a Governing Council member of the Agency had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

At no time during the year was the Agency or its subsidiaries a party to any arrangements to enable the Governing Council members of the Agency to acquire benefits by means of the acquisition of an interest in the Agency or any other body corporate.

REPORT OF THE GOVERNING COUNCIL MEMBERS

AUDITOR

A resolution will be proposed at the forthcoming annual general meeting of the Agency to reappoint the auditor, BDO Limited.

For and on behalf of the Governing Council

Chi-Shing Ho Chairman

Hong Kong, 21 November 2023



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香港干諾道中111號 永安中心25樓

INDEPENDENT AUDITOR'S REPORT

TO THE GOVERNING COUNCIL MEMBERS OF HONG KONG QUALITY ASSURANCE AGENCY 香港品質保證局

(incorporated in Hong Kong and limited by guarantee)

Opinion

We have audited the consolidated financial statements of Hong Kong Quality Assurance Agency (the "Agency") and its subsidiaries (together the "Group") set out on pages 9 to 49, which comprise the consolidated statement of financial position as at 31 March 2023, and the consolidated statement of comprehensive income, the consolidated statement of changes in reserves and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 March 2023, and of its consolidated financial performance and its consolidated 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 (the "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 ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group 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.

Other Information

The Governing Council members are responsible for the other information. The other information comprises the information included in the report of the Governing Council members.

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



INDEPENDENT AUDITOR'S REPORT TO THE GOVERNING COUNCIL MEMBERS OF HONG KONG QUALITY ASSURANCE AGENCY 香港品質保證局

(incorporated in Hong Kong and limited by guarantee)

Other Information - Continued

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated 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.

Governing Council Members' Responsibilities for the Consolidated Financial Statements

The Governing Council members are responsible for the preparation of the consolidated 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 Governing Council members determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Governing Council members are responsible for assessing the Group'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 Governing Council members either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated financial statements.



INDEPENDENT AUDITOR'S REPORT TO THE GOVERNING COUNCIL MEMBERS OF HONG KONG QUALITY ASSURANCE AGENCY 香港品質保證局

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Auditor's Responsibilities for the Audit of the Consolidated Financial Statements - Continued

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

- identify and assess the risks of material misstatement of the consolidated 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 Group's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Governing Council members.
- conclude on the appropriateness of the Governing Council members' 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 Group'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 consolidated 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 Group to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.



INDEPENDENT AUDITOR'S REPORT TO THE GOVERNING COUNCIL MEMBERS OF HONG KONG QUALITY ASSURANCE AGENCY 香港品質保證局

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Auditor's Responsibilities for the Audit of the Consolidated Financial Statements - Continued

We communicate with the Governing Council members 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.

BODUIT

BDO Limited
Certified Public Accountants
Tony Yuk Tung Chan
Practising Certificate Number P04654

Hong Kong, 21 November 2023

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2023

	Notes	2023 HK\$	2022 HK\$
Revenue Service fee income Annual fee income Seminar income		104,338,080 6,696,246 4,050,145	91,107,571 6,949,489 4,177,675
Other revenue/(losses) Interest income Dividend income		2,004,760 464,757	1,110,796 348,342
Fair value losses on financial assets at fair value through profit or loss Exchange (losses)/gains, net Government grants Other income	6	(2,460,138) (1,155,287) 2,948,514 1,128,486	(2,091,023) 422,047 - 1,286,486
		2,931,092	1,076,648
Total income		118,015,563	103,311,383
Expenditure Salaries, wages and bonuses Staff gratuity Contributions to:	13	72,746,497 4,639,019	66,453,900
- ORSO scheme - Hong Kong employees - MPF scheme - Hong Kong employees - social security plan - PRC employees - social security contribution - Macau employees		450,161 1,725,657 1,943,028 699	465,940 1,707,153 1,988,493 1,063
Employee benefit expenses Amortisation of leasehold lands Auditor's remuneration Depreciation of property, plant and equipment		2,132,754 647,239 212,300 903,265	2,122,084 677,135 205,000 1,425,063
Depreciation of right-of-use assets Interest expense on lease liabilities Administrative expenses Operation expenses Other operation expenses		72,262 12,943 1,816,527 13,677,777 4,763,509	72,262 16,212 1,660,827 12,916,135 4,889,180
Provision of impairment loss on receivables Loss on disposal of property, plant and equipment		209,167 46,279	122,013
Total expenditure		105,999,083	94,722,460
Surplus before income tax Income tax	18	12,016,480	8,588,923 ————
Surplus for the year		12,016,480	8,588,923
Other comprehensive income Exchange (loss)/gain on translation of financial statements of foreign operations		(2,115,306)	1,162,804
Total comprehensive income for the year		9,901,174	9,751,727

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2023

	Notes	2023 HK\$	2022 HK\$
Non-current assets			
Leasehold lands	7	27,900,885	29,813,990
Property, plant and equipment	8	14,348,000	14,873,850
Right-of-use assets	9	216,786	289,048
Total non-current assets		42,465,671	_44,976,888
Current assets			
Receivables and prepayments	10	11,028,012	13,491,612
Contract assets	14(a)	7,478,474	4,687,329
Other financial assets	11	35,487,548	34,796,897
Cash and cash equivalents		88,237,700	68,888,308
Total current assets		142,231,734	121,864,146
Current liabilities			
Payables and accruals	12	9,365,508	7,585,048
Provisions for staff gratuity	13	1,273,786	
Contract liabilities	14(b)	18,661,061	17,056,686
Lease liabilities	15	72,090	68,657
Total current liabilities		29,372,445	24,710,391
Net current assets		112,859,289	97,153,755
Non-current liabilities			
Provisions for staff gratuity	13	3,365,233	
Lease liabilities	15	155,175	227,265
Total non-current liabilities		3,520,408	277,265
NET ASSETS		151,804,552	141,903,378
RESERVES			
Reserves	16	151,804,552	141,903,378

On behalf of the Governing Council

Chi-Sking Ho

Chairman

Simon Ka Wo Wong Deputy Chairman

Eddie Kin-Wing Lam Deputy Chairman

CONSOLIDATED STATEMENT OF CASH FLOW AS AT 31 MARCH 2023

	2023 HK\$	2022 HK\$
Cash flows from operating activities		1110
Surplus before income tax Adjustments for:	12,016,480	8,588,923
Interest income	(2,004,760)	(1,110,796)
Dividend income	(464,757)	(348, 342)
Amortisation of leasehold lands	647,239	677,135
Depreciation of property, plant and equipment	903,265	1,425,063
Depreciation of right-of-use assets	72,262	72,262
Interest expense on lease liabilities	12,943	16,212
Fair value losses on financial assets at fair value through	,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
profit or loss	2,460,138	2,091,023
Loss on disposal of property, plant and equipment	46,279	· •
Provision of impairment loss on receivables	209,167	122,013
Surplus before working capital changes	13,898,256	11,533,493
Decrease in receivables and prepayments	2,254,433	3,315,842
(Increase)/decrease in contract assets	(2,791,145)	365,076
Increase/(decrease) in payables and accruals	1,780,460	(3,340,614)
Increase in provisions for staff gratuity	4,639,019	-
Increase in contract liabilities	1,604,375	9,434,013
Net cash generated from operating activities	21,385,398	21,307,810
Cash flows from investing activities Purchases of property, plant and equipment Proceeds from sales of property, plant and equipment Outflows/(inflows) of financial assets at fair value through profit or loss	(872,362) 502 (11,369,359)	(553,367) - (1,196,760)
Interest received	2,004,760	1,110,796
Dividend received	464,757	348,342
Net cash used in investing activities	(9,771,702)	(290,989)
Cash flows from financing activities Repayment of interest element of lease liabilities Repayment of principal portion of the lease liabilities Proceeds from sales of other financial assets	(12,943) (68,657) 8,218,570	(16,212) (65,388) 2,077,334
Net cash generated from financing activities	8,136,970	1,995,734
Net increase in cash and cash equivalents Cash and cash equivalents at the beginning of the year Exchange differences on cash and cash equivalents	19,750,666 68,888,308 (401,274)	23,012,555 45,654,203 221,550
Cash and cash equivalents at the end of the year	88,237,700	68,888,308

CONSOLIDATED STATEMENT OF CHANGES IN RESERVES FOR THE YEAR ENDED 31 March 2023

	Exchange reserve HK\$	General fund HK\$	Total HK\$
At 1 April 2021 Total comprehensive income for the year	271,891	131,879,760	132,151,651
	1,162,804_	8,588,923	9,751,727
At 31 March 2022 Total comprehensive income for the year	1,434,695	140,468,683	141,903,378
	(2,115,306)	12,016,480	9,901,174
At 31 March 2023	(680,611)	152,485,163	_151,804,552

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

1. GENERAL

Hong Kong Quality Assurance Agency ("the Agency") is incorporated in Hong Kong under the Hong Kong Companies Ordinance and is limited by guarantee and not having share capital. The liability of each individual member is limited to HK\$100. At 31 March 2023, the Agency had 21 (2022: 21) members. The liability of chairman and deputy chairman is limited to HK\$100 each. The address of its registered office is 19/F, K. Wah Centre, 191 Java Road, North Point, Hong Kong.

The principal activities of the Agency and its subsidiaries (together the "Group") are providing independent product-management system certification to companies carrying on business in the manufacturing, construction and service sectors in and outside Hong Kong, and to associated operations of such companies.

The Group's certification programme operates as a voluntary scheme and fees are charged for services rendered. The principal activities of the subsidiaries are described in note 20(b).

2. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

(a) Adoption of new or amended HKFRSs

Amendments to HKFRS 3

Reference to Conceptual Framework

Amendments to HKAS 16

Property, Plant and Equipment: Proceeds
before Intended Use

Amendments to HKAS 37

Onerous Contracts - Cost of Fulfilling a
Contract

Annual improvements to HKFRSs
Amendments to HKFRS 1, HKFRS 9 and
HKFRS 16

The adoption of these new or amended standards had no impact on the Group's consolidated financial statements.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

2. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") -Continued

(b) New or amended HKFRSs issued but are not yet effective

Amendments to HKAS 1

The following new or amended HKFRSs, potentially relevant to the Group's consolidated financial statements, have been issued, but are not yet effective and have not been early adopted by the Group. The Group's current intention is to apply these changes on the date they become effective.

Classification of Liabilities as Current or Non-current² Amendments to HKAS 1 Non-current Liabilities with Covenants² Presentation of Financial Statements -Hong Kong Interpretation 5 (Revised) Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause² Amendments to HKAS 1 and HKFRS Disclosure of Accounting Policies¹ Practice Statement 2 Amendments to HKAS 8 Definition of Accounting Estimates¹ Amendments to HKAS 12 Deferred Tax Related to Assets and Liabilities arising from Single

The Governing Council members are in the process of making an assessment of the potential impact of these new or amended HKFRSs on their initial adoption.

Transaction¹

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

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

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

3. BASIS OF PREPARATION

(a) Statement of compliance

The consolidated financial statements have been prepared in accordance with all applicable HKFRSs, Hong Kong Accounting Standards ("HKASs") and Interpretations (hereinafter collectively referred to as the "HKFRS") and the provisions of the Hong Kong Companies Ordinance concerning the preparation of financial statements.

(b) Basis of measurement

The consolidated financial statements have been prepared under the historical cost basis except for financial assets at fair value through profit or loss, which are measured at fair value as explained in the accounting policies set out below.

(c) Functional and presentation currency

Other than the subsidiaries established in the People's Republic of China (the "PRC") for which the functional currency is Renminbi ("RMB") and the Government of the Macau Special Administrative Region for which the functional currency is Macau Pataca ("MOP"), the consolidated financial statements are presented in Hong Kong dollars ("HK\$"), which is the functional currency of the Agency.

4. SIGNIFICANT ACCOUNTING POLICIES

(a) Business combination and basis of consolidation

The consolidated financial statements comprise the financial statements of the Agency and its subsidiaries ("the Group"). Inter-company transactions and balances between group companies are eliminated in full in preparing the consolidated financial statements.

Acquisition of subsidiary is accounted for using the acquisition method. The cost of an acquisition is measured at the aggregate of the acquisition-date fair value of assets transferred, liabilities incurred and equity interests issued by the Group, as the acquirer. The identifiable assets acquired and liabilities assumed are principally measured at acquisition-date fair value. Acquisition-related costs incurred are expensed unless they are incurred in issuing equity instruments in which case the costs are deducted from equity.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(b) Subsidiaries

Subsidiaries are an investee over which the Agency is able to exercise control. The Agency controls an investee if all three of the following elements are present: power over the investee, exposure, or rights, to variable returns from the investee, and the ability to use its power to affect those variable returns. Control is reassessed whenever facts and circumstances indicate that there may be a change in any of these elements of control.

In the Agency's statement of financial position, investments in subsidiaries are stated at cost less impairment loss, if any. The results of the subsidiaries are accounted for by the Agency on the basis of dividend received and receivable.

Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of property, plant and equipment includes its purchase price and the costs directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised as an expense in profit or loss during the financial period in which they are incurred.

Property, plant and equipment are depreciated so as to write off their cost or net of expected residual value over their estimated useful lives on a straight-line basis. The useful lives, residual value and depreciation method are reviewed, and adjusted if appropriate, at the end of each reporting period. The useful lives are as follows:

Office premises

20 to 50 years

Leasehold improvements

Shorter of remaining life of the leases

or estimated useful lives

Office equipment and furniture

3 to 5 years

Computer hardware

3 years

An asset is written down immediately to its recoverable amount if its carrying amount is higher than the asset's estimated recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(c) Property, plant and equipment - Continued

The gain or loss on disposal of an item of property, plant and equipment is the difference between the net sale proceeds and its carrying amount, and is recognised in profit or loss on disposal.

(d) Leasehold lands

Payments for leasehold lands held for own use under operating leases represent upfront payments to acquire long-term interests in lessee-occupied properties. These payments are stated at cost and are amortised over the period of the lease on a straight-line basis as an expense.

(e) Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets (including property, plant and equipment) are recognised as deferred income in the statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable and are recognised as other revenue, rather than reducing the related expense.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(f) Leases

All leases are required to be capitalised in the statement of financial position as right-of-use assets and lease liabilities, but accounting policy choices exist for an entity to choose not to capitalise (i) leases which are short-term leases and/or (ii) leases for which the underlying asset is of low-value. The Group has elected not to recognise right-of-use assets and lease liabilities for low-value assets and leases for which at the commencement date have a lease term of less than 12 months. The lease payments associated with those leases have been expensed on straight-line basis over the lease term.

Right-of-use asset

The right-of-use asset is initially recognised at cost and would comprise: (i) the amount of the initial measurement of the lease liability (see below for the accounting policy to account for lease liability); (ii) any lease payments made at or before the commencement date, less any lease incentives received; (iii) any initial direct costs incurred by the lessee; and (iv) an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories. The Group measures the right-to-use assets at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liability.

The Group accounts for leasehold land and buildings which is held for own use under HKAS 16 and are carried at fair value. Other than the above right-of-use assets, the Group also has leased a number of properties under tenancy agreements which the Group exercises it judgement and determines that it is a separate class of asset apart from the leasehold land and buildings which is held for own use. As a result, the right-of-use asset arising from the properties under tenancy agreements are carried at depreciated cost.

Lease liability

The lease liability is recognised at the present value of the lease payments that are not paid at the date of commencement of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses the Group's incremental borrowing rate.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(f) Leases - Continued

Lease liability - Continued

The following payments for the right-to-use the underlying asset during the lease term that are not paid at the commencement date of the lease are considered to be lease payments: (i) fixed payments less any lease incentives receivable; (ii) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at commencement date; (iii) amounts expected to be payable by the lessee under residual value guarantees; (iv) exercise price of a purchase option, if the lessee is reasonably certain to exercise that option; and (v) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

Subsequent to the commencement date, the Group measures the lease liability by: (i) increasing the carrying amount to reflect interest on the lease liability; (ii) reducing the carrying amount to reflect the lease payments made; and (iii) remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect revised in-substance fixed lease payments.

When the Group revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted using a revised discount rate. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised, except the discount rate remains unchanged. In both cases, an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term. If the carrying amount of the right-of-use asset is adjusted to zero, any further reduction is recognised in profit or loss.

When the Group renegotiates the contractual terms of a lease with the lessor, if the renegotiation results in one or more additional assets being leased for an amount commensurate with the standalone price for the additional rights-of-use obtained, the modification is accounted for as a separate lease, in all other cases, where the renegotiated increases the scope of the lease (whether that is an extension to the lease term, or one or more additional assets being leased), the lease liability is remeasured using the discount rate applicable on the modification date, with the right-of-use asset being adjusted by the same amount.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(g) Financial instruments

(i) Financial assets

A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus, for an item not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are two measurement categories into which the Group classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets at amortised cost are subsequently measured using the effective interest method. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain on derecognition is recognised in profit or loss.

Fair value through profit or loss ("FVTPL"): Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVTPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(g) Financial instruments - Continued

(ii) Impairment loss on financial assets

The Group recognises loss allowances for expected credit loss ("ECL") on receivables, contract assets and financial assets measured at amortised cost. ECLs are measured on either of the following bases: (1) 12 months ECLs: these are ECLs that result from possible default events within the 12 months after the reporting date; and (2) lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. The shortfall is then discounted at an approximation to the assets' original effective interest rate.

The Group measured loss allowances for receivables and contract assets using HKFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs. The Group has established a provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other debt financial assets, the ECLs are based on the 12-months ECLs. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(g) Financial instruments - Continued

(ii) Impairment loss on financial assets - Continued

The Group considers a financial asset to be in default when the debtor is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to action such as realising security (if any is held); or the financial asset is more than 90 days past due.

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual 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.

The Group considers a financial assets to be credit-impaired when: significant financial difficulty of the debtor; a breach of contract, such as a default or being more than 90 days past due; the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise; or it is probable that the debtor will enter bankruptcy or other financial reorganisation.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

The Group writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Interest income on credit-impaired financial assets is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset. For non credit-impaired financial assets interest income is calculated based on the gross carrying amount.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(g) Financial instruments - Continued

(iii) Financial liabilities

The Group classifies its financial liabilities, depending on the purpose for which the liabilities were incurred. Financial liabilities at amortised cost including payables and accruals. They are initially measured at fair value, net of directly attributable transaction costs incurred and are subsequently measured at amortised cost, using the effective interest method. The related interest expense is recognised in profit or loss.

Gains or losses are recognised in profit or loss when the liabilities are derecognised as well as through the amortisation process.

(iv) Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or liability, or where appropriate, a shorter period.

(v) Derecognition

The Group derecognises a financial asset when the contractual rights to the future cash flows in relation to the financial asset expire or when the financial asset has been transferred and the transfer meets the criteria for derecognition in accordance with HKFRS 9.

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expires.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(h) Revenue recognition

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services, excluding those amounts collected on behalf of third parties. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

Depending on the terms of the contract and the laws that apply to the contract, control of the goods or service may be transferred over time or at a point in time. Control of the goods or service is transferred over time if the Group's performance:

- provides all of the benefits received and consumed simultaneously by the customer;
- creates or enhances an asset that the customer controls as the Group performs;
 or
- does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If control of the goods or services transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the goods or services.

When the contract contains a financing component which provides the customer a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amounts receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception.

Where the contract contains a financing component which provides a significant financing benefit to the Group, revenue recognised under that contract includes the interest expense accreted on the contract liability under the effective interest method.

For contracts where the period between the payment and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in HKFRS 15.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(h) Revenue recognition - Continued

(i) Service fee income and seminar income

They are recognised at a point in time when the services are provided. The Group has to made reclassification for revenue not yet invoiced from receivables to contract asset.

(ii) Annual fee income

It is recognised on a straight-line basis over the term of the subscription period. The Group has to made reclassification for fees relating to future period from deferred income to contract liabilities.

(iii) Other income

Dividend income from investments is recognised when the right receive the dividend is established.

Interest income is accrued on a time basis on the principal outstanding at the applicable interest rate.

(i) Contract assets and contract liabilities

A contract asset represents the Group's right to consideration in exchange for services that the Group has transferred to a customer that is not yet unconditional. In contrast, a receivable represents the Group's unconditional right to consideration, i.e. only the passage of time is required before payment of that consideration is due.

A contract liability represents the Group's obligation to transfer services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

Contract asset is recognised when the Group completes the performance obligation under services contracts but not yet invoiced to the customers. Any amount previously recognised as a contract asset is reclassified to receivables at the point at which it is invoiced to the customer. If the considerations (including advances received from customers) exceeds the revenue recognised to date under the output method then the Group recognises a contract liability for the difference.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(j) Income taxes

Income taxes for the year comprise current tax and deferred tax.

Current tax is based on the profit or loss from ordinary activities adjusted for items that are non-assessable or disallowable for income tax purposes and is calculated using tax rates that have been enacted or substantively enacted at the end of reporting period.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for tax purposes. Except for recognised assets and liabilities that affect neither accounting nor taxable profits, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is measured at the tax rates appropriate to the expected manner in which the carrying amount of the asset or liability is realised or settled and that have been enacted or substantively enacted at the end of reporting period.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Income taxes are recognised in profit or loss except when they relate to items recognised in other comprehensive income, in which case the taxes are also recognised in other comprehensive income.

(k) Foreign currency

Transactions entered into by group entities in currencies other than the currency of the primary economic environment in which they operate (the "functional currency") are recorded at the rates ruling when the transactions occur. Foreign currency monetary assets and liabilities are translated at the rates ruling at the end of reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(k) Foreign currency - Continued

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are recognised in profit or loss in the period in which they arise. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income, in which case, the exchange differences are also recognised in other comprehensive income.

On consolidation, income and expense items of foreign operations are translated into the presentation currency of the Group (i.e. Hong Kong dollars) at the average exchange rates for the year, unless exchange rates fluctuated significantly during the period, in which case, the rates approximating to those ruling when the transactions took place are used. All assets and liabilities of foreign operations are translated at the rate ruling at the end of reporting period. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity as foreign exchange reserve (attributed to minority interests as appropriate). Exchange differences recognised in profit or loss of group entities' separate financial statements on the translation of long-term monetary items forming part of the Group's net investment in the foreign operation concerned are reclassified to other comprehensive income and accumulated in equity as foreign exchange reserve.

(l) Employee benefits

(i) Retirement benefits

In Hong Kong, the Agency operates a defined contribution retirement scheme under the Occupational Retirement Schemes Ordinance ("ORSO scheme") and a mandatory provident fund scheme ("MPF scheme"), and the assets of both schemes are held in separate trustee-administered funds. These defined contribution retirement schemes are funded by payments from employees and by the Agency. The Agency has no further payment obligations once the contributions have been paid. The Agency's contributions to both schemes are expensed as employee benefit expenses when they are due and, for the ORSO scheme, are reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payment is available.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(I) Employee benefits - Continued

(i) Retirement benefits - Continued

In the People's Republic of China (the "PRC"), the subsidiary participates in an employee social security plan ("the Plan") as required by the regulations. The subsidiary is required to make welfare contributions to the Plan, which are based on a certain percentage of the employee's relevant income. The subsidiary's contributions to the Plan are recognised as an employee benefit expense when they are due.

In the Government of the Macau Special Administrative Region (Macau), the subsidiary participates in an social security contribution as required by the regulations. Contributions made to social security contribution are recognised as an expense in profit or loss when the services are rendered by the employees.

(ii) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the reporting date. Non-accumulating compensated absences such as sick leave and maternity leave are not recognised until the time of leave.

(iii) Bonus plans

The expected cost of bonus payments is recognised as a liability and an expenditure when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made. Liabilities for bonus plans are expected to be settled with 12 months and are measured at the amounts expected to be paid when they are settled.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(l) Employee benefits - Continued

(iv) Staff gratuity

The Agency operates retirement gratuity and retention gratuity schemes for the purpose of providing incentives to its key management to maintain staffing stability and business continuity for the Agency.

Staff entitlements to gratuities are recognised when they accrue to staff. A provision is made for the estimated gratuities as a result of services rendered up to the year end date.

(m) Impairment of other assets

At the end of each reporting period, the Group reviews the carrying amounts of property, plant and equipment and right-of-use assets to determine whether there is any indication that these assets have suffered an impairment loss or an impairment loss previously recognised no longer exists or may have decreased.

If the recoverable amount (i.e. the greater of the fair value less costs to sell and value in use) of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised as income immediately.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(n) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group has a legal or constructive obligation arising as a result of a past event, which will probably result in an outflow of economic benefits that can be reasonably estimated.

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, the existence of which will only be confirmed by the occurrence or nonoccurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(o) Borrowing costs

Borrowing costs are recognised as and included in finance costs in profit or loss in the period in which they are incurred.

(p) Cash and cash equivalents

Cash and cash equivalents comprise cash balances and short-term deposits and highly liquid investments with maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments. For the purpose of the statement of cash flows, bank overdrafts that are repayable on demand and that form an integral part of the Group's cash management are included in cash and cash equivalents.

(q) Related parties

- (a) A person or a close member of that person's family is related to the Group if that person:
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of key management personnel of the Group or the Agency's parent.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

4. SIGNIFICANT ACCOUNTING POLICIES - Continued

(q) Related parties - Continued

- (b) An entity is related to the Group if any of the following conditions apply:
 - (i) The entity and the Agency 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 the employees of the Group or an entity related to the Group.
 - (vi) The entity is controlled or jointly controlled by a person identified in (a).
 - (vii) A person identified in (a)(i) has significant influence over the entity or is a member of 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 Agency or to the Agency'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 and include:

- (i) that person's children and spouse or domestic partner;
- (ii) children of that person's spouse or domestic partner; and
- (iii) dependents of that person or that person's spouse or domestic partner.

5. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates or assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

5. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS - Continued

Impairment for investments in subsidiaries

In determining whether its investments in subsidiaries are impaired, the Agency evaluates the financial health and near term business outlook of its subsidiary, including factors such as industry and sector performance and changes in operational and financing cash flows. Where the expectation is different from the original estimate, such differences will impact the carrying values of investment in a subsidiary and impairment of investment in a subsidiary in the period in which such estimate have been changed.

Impairment for receivables

Receivables presented in the statement of financial position are net of impairment loss recognised, which is estimated by the Agency's management based on prior experience, creditability of the debtors and the current economic environment. Changes in this estimation may have a material impact on the results. Management reassesses the provision at each reporting date.

Fair value measurement

Asset included in the Group's financial statements require measurement, and disclosures of, fair value.

The fair value measurement of the Group's financial assets utilises market observable inputs and data as far as possible. Inputs issued in determining fair value measurements are categorised into different levels based on how observable the inputs used in the valuation technique utilized are (the "fair value hierarchy"):

- Level 1: Quoted prices in active markets for identical items (unadjusted);
- Level 2: Observable direct or indirect inputs other than Level 1 inputs;
- Level 3: Unobservable inputs (i.e. not derived from market data).

The classification of an item into the above levels is based on the lowest level of the inputs used that has a significant effect on the fair value measurement of the item. Transfers of items between levels are recognised in the period they occur. The Group measures financial assets designated at FVTPL at fair value. For more detailed information in relation to the fair value measurement, please refer to note 21(b).

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

6. GOVERNMENT GRANTS

The Group received government grants totalling HK\$2,764,140 (2022: Nil) from Employment Support Scheme ("ESS") under the Anti-epidemic Fund launched by the Hong Kong SAR Government supporting the payroll of the Group's employees. Under the ESS, the Group had to commit to spend these grants on payroll expenses, and not reduce employee head count below prescribed levels for a specified period of time. The Group did not have any unfulfilled obligations relating to the ESS.

7. LEASEHOLD LANDS

The Group's interests in leasehold lands represent prepaid operating lease payments and the movements in their net book values are analysed as follows:

	2023 HK\$	2022 HK\$
In Hong Kong, held on leases of over 50 years Outside Hong Kong, held on leases of between 10 to 50 years	12,693,108	12,846,036
	15,207,777_	16,967,954
	27,900,885	29,813,990
Opening net carrying amount	29,813,990	29,802,253
Exchange differences	(1,265,866)	688,872
Amortisation	(647,239)	(677,135)
Closing net carrying amount	_27,900,885_	29,813,990

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

8. PROPERTY, PLANT AND EQUIPMENT

	Office				
	Office	Leasehold	equipment	Computer	
	premises	improvements	and furniture	hardware	Total
	HK\$	HK\$	HK\$	HK\$	HK\$
Cost					
At 1 April 2021	22,804,751	10,685,707	3,854,683	10,536,117	47,881,258
Exchange differences	330,691	188,110	36,143	55,544	610,488
Reclassification	-	(2,291)	2,291		-
Additions at cost	-	-	4,749	548,618	553,367
Disposals	·	-	-	(518,449)	(518,449)
At 31 March 2022	23,135,442	10,871,526	3,897,866	10,621,830	48,526,664
Exchange differences	(618,881)	(352,043)	(67,642)	(111,760)	(1,150,326)
Additions at cost	-	57,600	137,218	677,544	872,362
Disposals	-	-	(21,996)	(472,221)	(494,217)
At 31 March 2023	22,516,561	10,577,083	3,945,446	10,715,393	47,754,483
Accumulated depreciation					
At 1 April 2021	10,220,135	8,472,476	3,563,694	10,131,789	32,388,094
Exchange differences	163,191	113,856	29,654	51,405	358,106
Depreciation	864,702	263,741	75,915	220,705	1,425,063
Eliminated on disposals		o 		(518,449)	(518,449)
At 31 March 2022	11,248,028	8,850,073	3,669,263	9,885,450	33,652,814
Exchange differences	(329,753)	(218,490)	(55,877)	(98,040)	(702,160)
Depreciation	197,225	239,917	47,065	419,058	903,265
Eliminated on disposals		-	(20,557)	(426,879)	(447,436)
At 31 March 2023	11,115,500	8,871,500	3,639,894	9,779,589	33,406,483
Net book value					
At 31 March 2023	_11,401,061	1,705,583	305,552	935,804	14,348,000
At 31 March 2022	11,887,414	2,021,453	228,603	736,380	14,873,850
The second second second	- 1,007,111		220,003	730,300	

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

9. RIGHT-OF-USE ASSETS

Less than 1 month past due

More than 12 months past due

1 to 3 months past due

3 to 12 months past due

10.

		Office
		equipment HK\$
At 1 April 2021 Depreciation		361,310
Depreciation		(72,262)
At 31 March 2022		289,048
Depreciation		(72,262)
At 31 March 2023		216,786
RECEIVABLES AND PREPAYMENTS		
	2023	2022
	HK\$	HK\$
Receivables	10,623,221	13,814,727
Less: Impairment loss on receivables	(2,460,114)	(2,272,669)
Net receivables	8,163,107	11,542,058
Other receivables	1,964,490	1,249,923
Deposits	224,480	239,046
Prepayments	675,935	460,585
	11,028,012	13,491,612
The ageing analysis of receivables that were not cons	sidered to be impaired	was as follows:
	2023	2022
	HK\$	HK\$

4,061,727

1,557,450

1,532,682

8,163,107

977,605

33,643

2,763,920

1,664,250

3,381,108

3,707,980

11,542,058

24,800

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

10. RECEIVABLES AND PREPAYMENTS - Continued

Receivables that were neither past due nor impaired related to a wide range of customers for whom there was no recent history of default. The Group recognised impairment loss based on past experience, and the Governing Council members believed that no impairment allowance was necessary in respect of these balances as there had been no significant change in credit quality and the balances were still considered fully recoverable. Further details on the Group's credit policy and credit risk arising from receivables are set out in note 22(b) to the financial statements.

The other classes within other receivables and deposits do not contained impaired assets.

The movement in the loss allowance account in respect of receivables during the year is as follows:

	2023 HK\$	2022 HK\$
Balance at beginning of year	2,272,669	2,325,427
Impairment loss recognised	209,167	122,013
Amount written off during the year	-	(186,094)
Exchange differences	(21,722)	11,323
Balance at end of year	2,460,114	2,272,669

11. OTHER FINANCIAL ASSETS

	2023	2022
	HK\$	HK\$
Financial assets designated at FVTPL		
Listed equity securities	14,792,830	10,638,482
Unlisted investment funds (note a)		4,144,988
Unlisted debt securities	12,153,273	11,794,857
Financial investment products (note b)	8,541,445	-
	35,487,548	_26,578,327_
Financial assets measured at amortised cost		
Held-to-maturity investments (note c)		8,218,570
	<u>35,487,548</u>	34,796,897

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

11. OTHER FINANCIAL ASSETS - Continued

- (a) The unlisted investment funds hold investments in listed and unlisted equity securities both in and outside Hong Kong.
- (b) During the current year, the Group entered into several contracts of financial investment products with banks. The financial investment products are managed by related banks in the PRC to invest principally in certain financial assets including bonds, trusts and cash funds, etc. Principals and returns of such products are not guaranteed.

The financial investment products have been accounted for financial assets at FVTPL on initial recognition of which the return of the unlisted financial investment products was determined by reference to the performance of the underlying debt instruments and treasury notes as at 31 March 2023, the expected return rate stated in the contracts ranges from 1.75% to 4% per annum.

(c) The held-to-maturity investments are denominated in RMB, with interest rates ranging from 3% and 5%, and matured during the year.

12. PAYABLES AND ACCRUALS

	2023 HK\$	2022 HK\$
Payables	3,018,194	1,809,849
Other payables	2,797,682	2,853,989
Accrued expenses	1,946,860	1,541,105
Provisions for unutilised annual leave	1,602,772_	1,380,105
	9,365,508	7,585,048

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

13. PROVISIONS FOR STAFF GRATUITY

	2023 HK\$	2022 HK\$
Balance at beginning of year Provisions made	4,639,019	-
Balance at end of year Less: Current portion	4,639,019 (1,273,786)	-
Non-current portion	3,365,233	-

During the year, the Agency undertook two initiatives to retain its key management: (i) retirement gratuity scheme and (ii) retention gratuity scheme.

Under the retirement gratuity scheme, provision for staff gratuity is made for gratuity payments which will be payable to eligible staff upon reaching their retirement age of 65. The amount payable is dependent on the staff's final salary and years of service.

Under the retention gratuity scheme, provision for staff gratuity is made for gratuity payments which will be payable to eligible staff who have completed at least 2 years of service. The amount payable is dependent on the staff's salary at the end of the financial period, to be settled in accordance to the scheme's payment schedule.

14. CONTRACT ASSETS AND CONTRACT LIABILITES

(a) Contract assets

	2023	2022
	HK\$	HK\$
Contract assets arising from:		
Service fee income and seminar income	7,478,474	4,687,329

Service fee income and seminar income

The Group's service contracts include payment schedules which require stage payments over the contract period. These payment schedules prevent the build-up of significant contract assets.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

14. CONTRACT ASSETS AND CONTRACT LIABILITES - Continued

(a) Contract assets - Continued

The expected timing of recovery or settlement for contract assets as at year ended is as follows:

	2023	2022
	HK\$	HK\$
Within one year	7,478,474	4,687,329

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. As at 31 March 2023, the Governing Council Members considered the loss allowance provision for contract assets to be immaterial.

(b) Contract liabilities

	2023 HK\$	2022 HK\$
Contract liabilities arising from:		
Service fee income, seminar income and		
annual fee income	18,661,061	17,056,686

Where discrepancies arise between the payments and the Group's assessment of the stage of completion, contract liabilities can arise. Movements in contract liabilities during the year are as follows:

	2023 HK\$	2022 HK\$
Balance as at 1 April	17,056,686	7,622,673
Decrease in contract liabilities as a result of recognising revenue during the year that was included in the contract liabilities at		
the beginning of the year Increase in contract liabilities as a result of	(10,852,078)	(5,686,349)
billings in advance of trading activities	12,520,446	15,105,913
Exchange differences	(63,993)	14,449
Balance as at 31 March	18,661,061	17,056,686

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

15. LEASE LIABILITIES

	Office equipment HK\$
At 1 April 2021	361,310
Interest expense	16,212
Lease payments	(81,600)
At 31 March 2022	295,922
Interest expense	12,943
Lease payments	(81,600)
At 31 March 2023	227,265

Future lease payments are due as follows:

	Minimum lease payments HK\$	interest HK\$	Present value HK\$
At 31 March 2023			
Not later than one year Later than one year and not later than	81,600	(9,510)	72,090
five years	163,200	(8,025)	155,175
	244,800	(17,535)	227,265
At 31 March 2022			
Not later than one year Later than one year and not later than	81,600	(12,943)	68,657
five years	244,800	(17,535)	227,265
	326,400	(30,478)	295,922

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

15. LEASE LIABILITIES - Continued

The present value of future lease payments are analysed as:

	2023 HK\$	2022 НК\$
Current liabilities	72,090	68,657
Non-current liabilities	155,175	227,265
*	227,265	295,922

16. RESERVES

	Exchange reserve HK\$	General fund HK\$	Total HK\$
Balance at 1 April 2021 Total comprehensive income for the	271,891	131,879,760	132,151,651
year	1,162,804	8,588,923_	9,751,727_
Balance at 31 March 2022 Total comprehensive income for the	1,434,695	140,468,683	141,903,378
year	(2,115,306)	_12,016,480_	9,901,174
Balance at 31 March 2023	(680,611)	152,485,163	151,804,552

17. BANKING FACILITIES

As at 31 March 2023, general banking facilities available to the Group amounted to HK\$15,000,000 (2022: HK\$15,000,000). The Group did not utilise the banking facilities as at 31 March 2023 (2022: Nil). The general banking facilities are secured by the Agency's leasehold lands (note 7) and office premises (note 8).

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

18. INCOME TAX

The Agency is exempt from the payment of Hong Kong profits tax by virtue of Section 88 of the Inland Revenue Ordinance. Accordingly, no provision for Hong Kong profits tax has been made in the financial statements (2022: Nil).

Overseas taxation represents enterprise income tax on the profits of the Agency's subsidiary in the PRC. No provision for PRC profits tax has been made as the subsidiary had no assessable profits for the years ended 2023 and 2022.

No provision for overseas taxation has been made in the financial statements for the results of the Agency's Macau subsidiary as the subsidiary did not generate assessable profits for the years ended 2023 and 2022.

The income tax for the year can be reconciled to the surplus before income tax in the consolidated statement of comprehensive income as follows:

	2023 HK\$	2022 HK\$
Surplus before income tax	12,016,480	8,588,923
Tax calculated at the statutory rate of 16.5%		
(2022:16.5%)	1,982,720	1,417,173
Effect of different tax rate of subsidiaries operating		
in another jurisdiction	(150,549)	(125,032)
Tax effect of non-deductible expenses	15,743,400	13,685,441
Tax effect of non-taxable income	(18,462,829)	(15,771,908)
Tax effect of temporary differences not recognised	510,386	41,449
Tax losses not recognised	376,872	752,877
Income tax	-	

There was no material unprovided deferred taxation (2022: Nil).

19. GOVERNING COUNCIL MEMBERS' EMOLUMENTS

None of the Governing Council members received or will receive any fees or other emoluments in respect of their services to the Group during the year (2022: Nil).

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

20. COMPANY-LEVEL STATEMENT OF FINANCIAL POSITION

	Note	2023 HK\$	2022 HK\$
Non-current assets Leasehold lands Property, plant and equipment Right-of-use assets Investments in subsidiaries	20(b)	12,693,108 8,692,069 216,786 24,603,787	12,846,036 8,863,956 289,048 26,414,787
Total non-current assets		46,205,750	_48,413,827_
Current assets Receivables and prepayments Contract assets Financial assets at fair value through por loss Amounts due from subsidiaries Cash and cash equivalents	profit	9,647,523 7,282,038 26,946,103 8,237,611 86,173,853	12,590,505 4,590,001 26,578,327 6,980,355 65,298,565
Total current assets		138,287,128	116,037,753
Current liabilities Payables and accruals Provisions for staff gratuity Contract liabilities Lease liabilities		9,120,270 1,273,786 18,073,419 72,090	7,234,044 - 16,189,123 68,657
Total current liabilities		28,539,565	_23,491,824
Net current assets		109,747,563	92,545,929
Non-current liability Provisions for staff gratuity Lease liabilities		3,365,233 155,175	227,265_
Total non-current liabilities		3,520,408_	227,265
NET ASSETS		152,432,905	140,732,491
RESERVES Reserves	20(a)	152,432,905	140,732,491

On behalf of the Governing Council

Chi-Shing Ho Chairman Simon Ka-Wo Wong Deputy Chairman

Eddie Kin-Wing Lam Deputy Chairman

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

20. COMPANY-LEVEL STATEMENT OF FINANCIAL POSITION - Continued

(a) Reserve movements of the Agency

	General fund HK\$
At 1 April 2021	131,055,394
Total comprehensive income for the year	9,677,097
At 31 March 2022	140,732,491
Total comprehensive income for the year	11,700,414
At 31 March 2023	152,432,905

(b) Particulars of the Agency's subsidiaries are as follows:

	2023 HK\$	2022 HK\$
Unlisted shares, at cost Less: Impairment loss	26,414,787 (1,811,000)	26,414,787
Less. Impairment toss	24,603,787	26,414,787

Name	Country of incorporation and place of operations	Principal activity	Registered and paid up capital	Ownership interest held directly
港品局合格評定(深 圳)有限公司 (formally known as "HKQAA Certification (Shanghai) Ltd.")	The PRC	Provision of management systems certification	US\$3,400,000	100%
HKQAA Certification (Macau) Ltd.	Macau Special Administrative Region	Provision of management systems certification	MOP25,000	100%

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

21. SUMMARY OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The following tables show the carrying amounts and fair values of financial assets and financial liabilities as defined in note 4(g):

	2023 HK\$	2022 HK\$
Financial assets		
Financial assets at fair value through profit or loss	35,487,548	26,578,327
Financial assets measured at amortised cost		
- Receivables	8,163,107	11,542,058
- Contract assets	7,478,474	4,687,329
- Other receivables	1,964,490	1,249,923
- Deposits	224,480	239,046
- Held-to-maturity investments	-	8,218,570
- Cash and cash equivalents	88,237,700_	68,888,308
	141,555,799	121,403,561
Financial liabilities		
Financial liabilities measured at amortised cost		
- Payables	3,018,194	1,809,849
- Other payables	2,797,682	2,853,989
- Accrued expenses	1,946,860	1,541,105
- Provisions for staff gratuity	4,639,019	-
- Lease liabilities	227,265	295,922
	12,629,020	6,500,865

(a) Financial instruments not measured at fair value

Financial instruments not measured at fair value include cash and cash equivalents, receivables and other receivables, deposits, payables, other payables and accrued expense.

Due to their short term nature, the carrying value of cash and cash equivalents, receivables and other receivables, deposits, payables, other payables and accrued expenses approximates fair value.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

21. SUMMARY OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

(b) Financial instruments measured at fair value

	2023			
	Level 1	Level 2	Level 3	Total
	HK\$	HK\$		HK\$
Assets				
Financial assets at fair value				
through profit or loss				
 Listed equity securities 	14,792,830	•	-	14,792,830
 Unlisted debts securities 	-	12,153,273	-	12,153,273
- Financial investment products			8,541,445	8,541,445
	14,792,830	12,153,273	8,541,445	35,487,548
		20:	22	
	Level 1	Level 2	Level 3	Total
	HK\$	HK\$	HK\$	HK\$
Assets				
Financial assets at fair value				
through profit or loss				
 Listed equity securities 	10,638,482	-	-	10,638,482
 Unlisted debts securities and 				
investment funds		15,939,845		_15,939,845_
	10,638,482	15,939,845		26,578,327

The Group's financial investment products, classified as Level 3 financial assets are issued by banks. Buyers of these products entrust the banks to make investment. The fair values are determined using discounted cash flow model, the main inputs are the expected yield rates which are an unobservable date.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

22. FINANCIAL RISK MANAGEMENT

The main risks arising from the Group's financial instruments in the normal course of the Group's business are currency risk, credit risk and liquidity risk. The Group is also exposed to equity price risk arising from its equity investments. These risks are limited by the Group's financial management policies and practices described below.

(a) Currency risk

The Group mainly operates mainly in Hong Kong, the PRC and Macau Special Administrative Region with most of the transactions settled and recognised assets and liabilities denominated in the functional currencies of the individual group entities. The Governing Council members are in the opinion that the Group does not have significant exposure to risk resulting from changes in foreign currency exchange rates.

(b) Credit risk

The Group's credit risk arises from cash at bank, receivables and other financial assets. Management has a credit policy in place and the exposures to these credit risks are monitored on an ongoing basis.

In respect of receivables, individual credit evaluations are performed on all customers requiring credit over a certain amount. These evaluations focus on the customer's past history of making payments when due and current ability to pay, and take into account information specific to the customers as well as pertaining to the economic environment in which the customers operate. Ongoing credit evaluation is performed on the financial condition of trade customers. Receivables are due within 30 days from date of billing. Normally, the Group does not obtain collateral from customers.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The Group has assigned a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. In this regards, the Governing Council members are of the opinion that the relevant credit risk is not significant.

The credit risk on the cash at bank and other financial assets is limited because the counterparties are reputable and creditworthy financial institutions and corporations.

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

22. FINANCIAL RISK MANAGEMENT - Continued

(b) Credit risk - Continued

The Group recognised loss allowances for receivables based on the accounting policies set out in note 4(g)(ii), the receivables have been grouped based on share credit risk characteristics and the days past due according to the ageing as disclosed in note 10. Expected loss rate of overall receivables are assessed to be lower than 1%.

(c) Liquidity risk

The Group's policy is to regularly monitor current and expected liquidity requirements to ensure that it maintains sufficient reserves of cash to meet its liquidity requirements in the short and longer term.

The maturity profile of the Group's financial liabilities as at the end of the reporting period, based on the contracted undiscounted payments, is as follows:

	Carrying amount HK\$	Total contractual undiscounted cash flow HK\$	Within 1 year HK\$	Within 2 to 5 years HK\$	More than 5 years HK\$
As at 31 March 2023					
Provision for staff gratuity	4,639,019	4,639,019	1,273,786	710,523	2,654,710
Lease liabilities	227,265	244,800	81,600	163,200	
	4,866,284	4,883,819	1,355,386	873,723	2,654,710
As at 31 March 2022					
Lease liabilities	295,922	326,400	81,600	244,800	

NOTES TO THE FINANCIAL STATEMENTS 31 MARCH 2023

22. FINANCIAL RISK MANAGEMENT - Continued

(d) Equity price risk

The Group is exposed to equity price changes arising from equity instruments classified as financial assets at fair value through profit or loss. These equity securities are listed on the Stock Exchange of Hong Kong.

The table below summarises the impact of increase/decrease in the Hang Seng Index on the Group's deficit/surplus for the year. The analysis is based on the assumption that the Hang Seng Index had increased/decreased by 30% (2022: 30%) with all other variables held constant and all the Group's investments in equity securities moved according to the historical correlation with the Hang Seng Index:

-	2023		5	2022	
Increase/ (decrease) in Heng Seng Index	Increase/ (decrease) on surplus for the year HK\$	Increase/ (decrease) on reserves HK\$	Increase/ (decrease) in Heng Seng Index	Increase/ (decrease) on surplus for the year HK\$	Increase/ (decrease) on reserves HK\$
30%	1,757,515	1,757,515	30%	1,949,668	1,949,668
(30%)	(1,757,515)	(1,757,515)	(30%)	(1,949,668)	(1,949,668)

23. CAPITAL RISK MANAGEMENT

The Group's objective of managing fund is to safeguard the Group's ability to continue as a going concern in order to have sufficient funding for future operations. The Group's overall strategy remains unchanged from prior years. The funds of the Group represent its reserves.

24. EVENTS AFTER THE REPORTING DATE

With effect from 18 October 2023, the name of Agency's subsidiary was changed from HKQAA Certification (Shanghai) Ltd. to 港品局合格評定(深圳)有限公司.

25. APPROVAL OF FINANCIAL STATEMENTS

The financial statements for the year ended 31 March 2023 were approved for issue by the Governing Council on 21 November 2023.