



SiS Mobile Holdings Limited

新龍移動集團有限公司*

(Incorporated in the Cayman Islands with limited liability)
Stock Code: 1362

INTERIM REPORT

2024

*For identification purpose only

Contents

- 2 Corporate Information
- 3 Message from the Chairman
- 5 Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
- 6 Condensed Consolidated Statement of Financial Position
- 7 Condensed Consolidated Statement of Changes in Equity
- 8 Condensed Consolidated Statement of Cash Flows
- 9 Notes to the Condensed Consolidated Financial Statements
- 17 Interim Dividend
- 17 Management Discussion and Analysis
- 20 Other Information

Corporate Information

DIRECTORS

Executive Directors:

Lim Kiah Meng (*Chairman*)

Fong Po Kiu

Wong Yi Ting

Non-executive Directors:

Lim Kia Hong (*Deceased on 12 August 2024*)

Lim Hwee Hai

Independent Non-executive Directors:

Chu Chung Yi

Doe Julianne Pearl

Cheng Tak Chung

AUDIT COMMITTEE

Chu Chung Yi (*Chairlady*)

Doe Julianne Pearl

Cheng Tak Chung

REMUNERATION COMMITTEE

Chu Chung Yi (*Chairlady*)

Lim Kiah Meng

Doe Julianne Pearl

Cheng Tak Chung

NOMINATION COMMITTEE

Lim Kiah Meng (*Chairman*)

Chu Chung Yi

Doe Julianne Pearl

Cheng Tak Chung

COMPANY SECRETARY

Wong Yi Ting

AUDITORS

Deloitte Touche Tohmatsu

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited

Hang Seng Bank Limited

The Hongkong and Shanghai Banking Corporation Limited

United Overseas Bank Limited

REGISTERED OFFICE

Windward 3

Regatta Office Park

PO Box 1350

Grand Cayman KY1-1108

Cayman Islands

PRINCIPAL PLACE OF BUSINESS

3118 No.1 Hung To Road, Kwun Tong

Kowloon, Hong Kong

Telephone: (852) 2138 3938

Fax: (852) 2138 3928

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Ocorian Trust (Cayman) Ltd.

Windward 3

Regatta Office Park

PO Box 1350

Grand Cayman KY1-1108

Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited

17/F Far East Finance Centre,

16 Harcourt Road

Hong Kong

STOCK CODE

1362

INVESTOR RELATIONS

www.sismobile.com.hk

enquiry@sismobile.com.hk

Message from the Chairman

Dear Shareholders,

I am writing to share our interim performance for the six months period ended 30 June 2024. While our recent outcome might not be cause for exuberance, they serve as significant indicators of our dedication and resolute commitment to steady progress.

RESULTS

In the past six months, our company faced significant challenges, leading to a 30% drop in revenue to HK\$470,383,000. This decline was primarily due to a sluggish trading environment on volume products and ongoing low consumer spending in the local market.

While our cost of sales decreased accordingly, we successfully improved our gross profit margin by strategically focusing on higher-margin products.

Net profit decreased by 12%, from HK\$4,726,000 to HK\$4,140,000, as operating costs remained under pressure, mainly rising labor costs for additional workforce and higher marketing expenses.

BUSINESS REVIEW

The expected tourism-driven economic recovery in Hong Kong has been much slower than anticipated, while elevated interest rates, persistent high inflation, and an escalated cost of living have presented an intricate business landscape.

We believe that demand for mobile phones persists, despite a contracting market. To address this, we have introduced new high-quality brands that offer competitive features. We are also adjusting our product mix and exploring different business models. Our expansion now includes traditional mobile phones, smart devices and accessories, such as wearables and smart home products that complement mobile technology.

Message from the Chairman

PROSPECT

Amid ongoing volatility, our group navigates these hurdles by diversifying our product portfolio and expanding our range. This approach helps us better navigate market conditions and capture new and emerging opportunities. We remain committed to delivering value and quality to our customers while strengthening our market position.

With robust fundamentals and a solid balance sheet, we are well-positioned for meaningful progress. Our focus is not just on overcoming current obstacles, but also refining our strategies for greater resilience. Through collaboration in adaptation and management, we are confident in our ability to overcome challenges and deliver enhanced value to our shareholders.

APPRECIATION

I would like to express my heartfelt gratitude for your unwavering support during these challenging times. I am deeply appreciative of our dedicated staff, valued customers, trusted vendors, and strategic partners. Your exceptional commitment has been instrumental in our ability to navigate adversity and emerge stronger.

I would also like to extend my sincere thanks to our shareholders for your steadfast confidence in us. Your support inspires us to strive for excellence and continuous improvement.

Lastly, I want to convey our condolences to the family of Mr. Lim Kia Hong, our former-Chairman. His invaluable contributions to the Group will always be remembered, and we are profoundly grateful for his dedication.

LIM Kiah Meng

Chairman

Hong Kong, 28 August 2024

The directors (the “Directors”) of SiS Mobile Holdings Limited (the “Company”) are pleased to announce the condensed consolidated results of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2024 together with comparative figures for the corresponding period in 2023. The interim report has been reviewed by the Company’s audit committee.

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

FOR THE SIX MONTHS ENDED 30 JUNE 2024

		Six months ended	
		30 June	30 June
		2024	2023
	<i>Notes</i>	HK\$'000	<i>HK\$'000</i>
		(unaudited)	(unaudited)
Revenue	4	470,383	675,542
Cost of sales		(444,574)	(652,662)
Gross profit		25,809	22,880
Other income		1,835	255
Other gains and losses		(345)	(410)
Selling and distribution expenses		(9,456)	(6,755)
Administrative expenses		(12,215)	(9,675)
Finance cost		(179)	(13)
Profit before tax	5	5,449	6,282
Income tax expense	6	(1,309)	(1,556)
Profit for the period		4,140	4,726
Other comprehensive income			
<i>Items that will not be reclassified to profit or loss</i>			
Fair value gain on equity instruments at fair value through other comprehensive income		1,066	195
Total comprehensive income for the period attributable to the owners of the Company		5,206	4,921
Earnings per share	7	HK cents	<i>HK cents</i>
— Basic		1.47	1.69
— Diluted		1.47	1.69

Condensed Consolidated Statement of Financial Position

AT 30 JUNE 2024

	Notes	30 June 2024 HK\$'000 (unaudited)	31 December 2023 HK\$'000 (audited)
Non-current assets			
Property, plant and equipment	9	535	857
Right-of-use assets		5,175	6,324
Equity instruments at fair value through other comprehensive income	10	13,136	12,070
Rental deposit		418	418
		<u>19,264</u>	<u>19,669</u>
Current assets			
Inventories		54,645	43,398
Trade and other receivables, deposits and prepayments	11	61,744	56,383
Tax recoverable		805	2,114
Bank balances and cash		88,285	110,498
		<u>205,479</u>	<u>212,393</u>
Current liabilities			
Trade payables, other payables and accruals	12	50,867	62,246
Contract liabilities		55	126
Dividend payable	8	4,200	—
Lease liabilities		2,249	2,183
		<u>57,371</u>	<u>64,555</u>
Net current assets		<u>148,108</u>	<u>147,838</u>
Total assets less current liabilities		<u>167,372</u>	<u>167,507</u>
Non-current liabilities			
Lease liabilities		3,050	4,191
Net assets		<u>164,322</u>	<u>163,316</u>
Capital and reserves			
Share capital	13	28,000	28,000
Reserves		136,322	135,316
Equity attributable to owners of the Company and total equity		<u>164,322</u>	<u>163,316</u>

Condensed Consolidated Statement of Changes in Equity

FOR THE SIX MONTHS ENDED 30 JUNE 2024

	Attributable to the owners of the Company						
	Share capital	Share premium	Special reserve	Share options reserve	Investments reserve	Retained profits	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
			(Note)				
At 1 January 2023 (audited)	28,000	2,522	3,497	7,135	(4,849)	122,258	158,563
Profit for the period	—	—	—	—	—	4,726	4,726
Fair value gain on equity instruments at fair value through other comprehensive income	—	—	—	—	195	—	195
Total comprehensive income	—	—	—	—	195	4,726	4,921
Transfer upon lapse of share options	—	—	—	(7,135)	—	7,135	—
Dividend recognized as distribution (Note 8)	—	—	—	—	—	(5,600)	(5,600)
At 30 June 2023 (unaudited)	28,000	2,522	3,497	—	(4,654)	128,519	157,884
At 1 January 2024 (audited)	28,000	2,522	3,497	—	(3,506)	132,803	163,316
Profit for the period	—	—	—	—	—	4,140	4,140
Fair value gain on equity instruments at fair value through other comprehensive income	—	—	—	—	1,066	—	1,066
Total comprehensive income	—	—	—	—	1,066	4,140	5,206
Dividend recognized as distribution (Note 8)	—	—	—	—	—	(4,200)	(4,200)
At 30 June 2024 (unaudited)	28,000	2,522	3,497	—	(2,440)	132,743	164,322

Note: The special reserve represents i) the contribution from SiS International Holdings Limited (“SiS International”) in relation to the acquisition of Synergy Technologies (Asia) Limited in prior year and ii) the difference between the nominal value of the shares of the Company issued pursuant to the group reorganisation and the aggregate share capital of the companies comprising the Group as at the date of the group reorganisation.

Condensed Consolidated Statement of Cash Flows

FOR THE SIX MONTHS ENDED 30 JUNE 2024

	Six months ended	
	30 June	30 June
	2024	2023
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Net cash (used in) from operating activities	(22,483)	15,923
Net cash from (used) in investing activities	1,524	(82)
Net cash used in financing activities	(1,254)	(1,254)
Net (decrease) increase in cash and cash equivalents	(22,213)	14,587
Cash and cash equivalents at 1 January	110,498	86,122
Cash and cash equivalents at 30 June, represented by bank balances and cash	88,285	100,709

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

1. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “*Interim Financial Reporting*” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“HKSE”).

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair value, as appropriate.

Other than additional accounting policies resulting from application of amendments to Hong Kong Financial Reporting Standards (“HKFRS”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2024 are the same as those presented in the Group’s annual consolidated financial statements for the year ended 31 December 2023.

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual period beginning on or after 1 January 2024 for the preparation of the Group’s condensed consolidated financial statements:

- | | |
|------------------------------------|---|
| • Amendments to HKFRS 16 | Lease Liability in a Sale and Leaseback |
| • Amendments to HKAS 1 | Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) |
| • Amendments to HKAS 1 | Non-current Liabilities with Covenants |
| • Amendments to HKAS 7 and HKFRS 7 | Supplier Finance Arrangements |

The application of the amendments to HKFRSs in the current period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

3. SEGMENT REPORTING

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to segments and to assess their performance.

The Group is principally engaged in the sales and distribution of mobile phones and related products in Hong Kong. The executive directors of the Company, being the chief operating decision maker (“CODM”) for the purposes of resource allocation and performance assessment focuses mainly on revenue analysis by brand. As no other discrete financial information other than the consolidated revenue and consolidated profit of the Group are provided to CODM, no segment information is presented other than entity-wide disclosures.

4. REVENUE

Revenue represents the net amount received and receivable for goods sold arising from the distribution and retail sales of mobile phones and related products.

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

5. PROFIT BEFORE TAX

	Six months ended	
	30 June 2024 HK\$'000 (unaudited)	30 June 2023 HK\$'000 (unaudited)
Profit before tax has been arrived at after charging and (crediting):		
Cost of inventories recognised as an expense (including write-back of inventories HK\$78,000 (2023 interim: write down of HK\$107,000))	444,574	652,662
Reversal of impairment losses under expected credit loss model	(46)	—
Impairment losses under expected credit loss model	—	53
Depreciation of property, plant and equipment	397	388
Depreciation of right-of-use assets	1,149	1,218
Dividend income	(325)	(217)
Exchange loss, net	391	357
Interest income from bank deposits	(1,274)	(37)
Interest expense on lease liabilities	179	13

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

6. INCOME TAX EXPENSE

	Six months ended	
	30 June	30 June
	2024	2023
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Hong Kong Profits Tax		
Current period	1,309	1,556

The Hong Kong profits tax is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above the HK\$2 million for the qualified entity.

7. EARNINGS PER SHARE

The calculation of basic and diluted earnings per share is based on the Group's profit attributable to owners of the Company of HK\$4,140,000 (six months ended 30 June 2023: HK\$4,726,000) and the number of ordinary shares calculated below.

	Six months ended	
	30 June	30 June
	2024	2023
	'000 shares	'000 shares
	(unaudited)	(unaudited)
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	280,000	280,000

The computation of diluted earnings per share did not assume the exercise of the Company's share options as the exercise prices of those options were higher than the average market prices of the Company for the interim period ended 30 June 2023 and all those options were lapsed on 30 June 2023.

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

8. DIVIDENDS

Dividend recognized as distribution during the six months ended 30 June 2024 represented final dividend payable in respect of the year ended 31 December 2023 of 1.5 HK cents per share, total HK\$4,200,000 (for the six months ended 30 June 2023: 2.0 HK cents per share in respect of the year ended 31 December 2022 total HK\$5,600,000).

The Directors do not recommended the payment of interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

9. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

During the period, the Group spent approximately HK\$75,000 (six months ended 30 June 2023: HK\$82,000) on the addition of property, plant and equipment.

10. EQUITY INSTRUMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	30 June 2024 HK\$'000 (unaudited)	31 December 2023 HK\$'000 (audited)
Listed investments at fair value:		
Equity securities listed overseas	5,091	4,270
Equity securities listed in Hong Kong	8,045	7,800
Total	13,136	12,070

The fair values are determined based on the quoted market bid prices available on the relevant exchange.

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

11. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

Included in trade and other receivables, deposits and prepayments are trade receivables of HK\$34,469,000 (31 December 2023: HK\$26,128,000). The following is an aged analysis of trade receivables presented based on the invoice date at end of each reporting period.

	30 June 2024 HK\$'000 (unaudited)	31 December 2023 HK\$'000 (audited)
Within 30 days	27,711	16,892
31 to 60 days	6,227	7,040
61 to 90 days	118	1,875
Over 90 days	413	321
Total trade receivables	34,469	26,128

The Group maintains a defined credit policy. Before accepting any new customers, the Group assesses the potential customer's credit quality and defines credit limits by customers. Limits granted to customers are reviewed periodically. For sales of goods, the Group allows an average credit period of 30 days to its trade customers. No interest is charged on overdue debts.

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

12. TRADE PAYABLES, OTHER PAYABLES AND ACCRUALS

Included in trade payables, other payables and accruals are trade payables of HK\$38,312,000 (31 December 2023: HK\$46,639,000). The average credit period on purchase of goods is 30 days. The following is an aged analysis of the trade payables presented based on the invoice date at end of each reporting period.

	30 June 2024 HK\$'000 (unaudited)	31 December 2023 HK\$'000 (audited)
Within 30 days	31,722	40,448
31 to 90 days	437	41
91 to 120 days	—	148
Over 120 days	6,153	6,002
Total trade payable	38,312	46,639

13. SHARE CAPITAL

	Number of ordinary shares of HK\$0.10 each	Nominal value HK\$'000
Authorised	500,000,000	50,000
Issued and fully paid		
At 1 January 2023, 30 June 2023, 31 December 2023 and 30 June 2024	280,000,000	28,000

Notes to the Condensed Consolidated Financial Statements

FOR THE SIX MONTHS ENDED 30 JUNE 2024

14. SHARE-BASED PAYMENTS

Pursuant to the SiS Mobile Share Option Scheme adopted by the Company on 16 December 2014, the Company may grant options to qualified persons, including employees and directors of the Company, its subsidiaries and associates, and third parties with a view to maintain business relationship with such persons to subscribe for shares of the Company.

Share options were granted by the Company on 25 June 2015. All options were lapsed at 30 June 2023. For the period from 1 January 2024 to 30 June 2024, no options were granted, exercised or forfeited. No outstanding share options as at 30 June 2024 and 31 December 2023.

15. RELATED PARTY TRANSACTIONS

During the six month ended 30 June 2024, the Group paid rent of HK\$1,415,000 (six months ended 30 June 2023: HK\$1,415,000) in respect of office and warehouse space from a subsidiary of the immediate holding company of the Group. The relevant interest on lease liabilities amounted to HK\$179,000 for the six month ended 30 June 2024 (six months ended 30 June 2023: HK\$13,000). The Group recorded a right-of-use asset of HK\$5,175,000 (31 December 2023: HK\$6,324,000) and a lease liability of \$5,299,000 as at 30 June 2024 (31 December 2023: HK\$6,374,000).

The remuneration paid or payable to the Directors who are considered to be the key management personnel for the six months ended 30 June 2024 was HK\$3,121,000 (six months ended 30 June 2023: HK\$3,050,000).

Interim Dividend

The Directors do not recommend the payment of an interim dividend for the six months ended 30 June 2024 (six months ended 30 June 2023: Nil).

Management Discussion and Analysis

LIQUIDITY AND FINANCIAL RESOURCES

As at 30 June 2024, the Group had total assets of HK\$224,743,000 which were financed by total equity of HK\$164,322,000 and total liabilities of HK\$60,421,000. The Group had current ratio of approximately 3.6 compared to that of approximately 3.3 at 31 December 2023.

As at 30 June 2024, the Group had HK\$88,285,000 (31 December 2023: HK\$110,498,000) bank balances and cash. The Group's working capital requirements were mainly financed by internal resources and bank borrowing.

The Group maintained a healthy liquidity position. As at 30 June 2024, the Group had a net cash surplus of HK\$88,285,000 (31 December 2023: HK\$110,498,000). There was no bank borrowing as at 30 June 2024 (31 December 2023: Nil).

CHARGES ON GROUP ASSETS

There was no pledged asset as at 30 June 2024 (31 December 2023: Nil).

NUMBER AND REMUNERATION OF EMPLOYEES, REMUNERATION POLICIES AND BONUS

The number of staff of the Group as at 30 June 2024 was 51 (30 June 2023: 50) and the salaries and other benefits paid and payable to employees, excluding Directors' emoluments, amounted to HK\$10,886,000 (30 June 2023: HK\$7,537,000). In addition to the contributory provident fund and medical insurance, discretionary bonus is awarded to employees according to performance appraisals. The Group's salary and discretionary bonus system is reviewed annually. There are no significant changes in staff remuneration policies from last year.

Management Discussion and Analysis

SIGNIFICANT INVESTMENTS

The listed securities held by the Group are held for long term investment purpose and had a 9% increase during the six months ended 30 June 2024. The fair value gain HK\$1,066,000 was accounted for in other comprehensive income. During the interim period 2024, there was no addition or disposal to the portfolio and the Group received dividend income of HK\$325,000 (interim 2023: HK\$217,000).

Stock code	Stock name	As at 30 June 2024		% to total assets	Fair value gain/(loss) credited/ (charged) to inv. reserve during 2024
		No. of shares	Fair Value (HK\$'000)		(HK\$'000)
NTNX.US	Nutanix Inc.	11,480	\$5,091	2.2%	\$820
1299.HK	AIA Group Limited	25,000	\$1,325	0.6%	(\$376)
939.HK	China Construction Bank, Inc.	300,000	\$1,731	0.8%	\$336
11.HK	Hang Seng Bank Limited	15,000	\$1,506	0.7%	\$140
5.HK	HSBC Holdings plc	38,178	\$2,607	1.1%	\$202
6823.HK	HKT Limited	100,000	\$876	0.4%	(\$56)
			<u>\$13,136</u>	<u>5.8%</u>	<u>\$1,066</u>

Management Discussion and Analysis

CURRENCY RISK MANAGEMENT

Certain purchase of goods, other receivables and bank balances of the Group are denominated in United States Dollar (US\$), the currency other than the functional currencies of the relevant group entities. As Hong Kong Dollars are pegged to US\$, the management of the Group does not expect that there would be any material currency risk exposure between these two currencies. The Group currently does not have currency hedging policy. However, the management monitors the currency fluctuation exposure and will consider hedging significant currency risk exposure should the need arise.

The Group did not have any derivatives financial instrument outstanding as at 30 June 2024 (31 December 2023: Nil).

CONTINGENT LIABILITIES

At 30 June 2024, the Group did not have any material contingent liabilities or guarantees (31 December 2023: Nil).

Other Information

DIRECTORS' INTERESTS IN SHARES

At 30 June 2024, the interests of the Directors and their associates, in the shares of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the Securities and Futures Ordinance ("SFO"), or as otherwise notified to the Company and the HKSE pursuant to the Model Code for Securities Transactions by Directors of Listed Companies, were as follows:

(i) Long positions in ordinary shares of HK\$0.10 each of the Company

Name of Director	Personal Interests	Family Interests	Joint Interests	Corporate interests	Total number of issued ordinary shares held	Percentage of the issued share capital of the Company
						(Note 1)
Lim Kia Hong (deceased)	1,846,754	128,000	—	203,607,467	205,582,221	73.42%
Lim Kiah Meng	1,729,024	80,000	170,880	203,607,467	205,587,371	73.42%
Lim Hwee Hai	1,065,984	1,145,330	—	—	2,211,314	0.79%

Notes:

- (1) Shares are jointly held by Mr. Lim Kiah Meng and his spouse.
- (2) 146,442,667 shares are registered in the name of SiS International Holdings Limited ("SiS International"). It is owned as to approximately 50.5% by Gold Sceptre Limited.
- (3) Gold Sceptre Limited holds 44,915,200 shares and Kelderman Limited, Valley Tiger Limited and Swan River Limited each holds 4,083,200 shares in the issued share capital of the Company. Mr. Lim Kiah Meng and his spouse and Mr. Lim Kia Hong and his spouse together own 41.3% and 40.3%, respectively of the issued share capital of Summertown Limited which owns the entire issued share capital of each of the above-mentioned companies.

Other Information

DIRECTORS' INTERESTS IN SHARES *(cont'd)*

(ii) Share options

Directors of the Company and their associates had interest in share options under the Company's share option scheme, detail of which are set out in "Share Options" below.

(iii) Long positions in the shares and underlying shares of associated corporation of the Company

Ordinary share of HK\$0.10 each of SiS International, which is listed on the Main Board of the HKSE (Stock Code: 00529).

Name of Director	Personal Interests	Family Interests	Joint Interests <i>(Note 1)</i>	Corporate interests <i>(Note 2)</i>	Total number of issued ordinary shares held	Percentage of the issued share capital of SiS International
Lim Kia Hong (deceased)	6,933,108	400,000	—	178,640,000	185,973,108	66.90%
Lim Kiah Meng	5,403,200	250,000	534,000	178,640,000	184,827,200	66.49%
Lim Hwee Hai	4,545,200	4,751,158	—	—	9,296,358	3.34%
Chu Chung Yi	1,662,000	—	—	—	1,662,000	0.60%

Notes:

- (1) 534,000 shares are jointly held by Mr. Lim Kiah Meng and his spouse.
- (2) Gold Sceptre Limited holds 140,360,000 shares and Kelderman Limited, Valley Tiger Limited and Swan River Limited each holds 12,760,000 shares in the issued share capital of SiS International. Mr. Lim Kiah Meng and his spouse and Mr. Lim Kia Hong and his spouse together own 41.3% and 40.3%, respectively of the issued share capital of Summertown Limited which owns the entire issued share capital of each of the above-mentioned companies.

Other Information

DIRECTORS' INTERESTS IN SHARES (cont'd)

(iv) Share options of SiS International, an associated corporation of the Company

Date of grant	Vesting period	Exercisable period	Exercise price HK\$	No. of share options of SiS International
				Outstanding at 31 December 2023 (audited) and 30 June 2024 (unaudited)
Directors and their associates:				
Lim Kia Hong (deceased on 12 August 2024)				
26.06.2015	27.06.2015–31.12.2015	01.01.2016–26.06.2025	4.47	50,000
26.06.2015	27.06.2015–31.12.2016	01.01.2017–26.06.2025	4.47	50,000
26.06.2015	27.06.2015–31.12.2017	01.01.2018–26.06.2025	4.47	50,000
Lim Hwee Hai (Note)				
26.06.2015	27.06.2015–31.12.2015	01.01.2016–26.06.2025	4.47	100,000
26.06.2015	27.06.2015–31.12.2016	01.01.2017–26.06.2025	4.47	100,000
26.06.2015	27.06.2015–31.12.2017	01.01.2018–26.06.2025	4.47	100,000
Lim Kiah Meng				
26.06.2015	27.06.2015–31.12.2015	01.01.2016–26.06.2025	4.47	50,000
26.06.2015	27.06.2015–31.12.2016	01.01.2017–26.06.2025	4.47	50,000
26.06.2015	27.06.2015–31.12.2017	01.01.2018–26.06.2025	4.47	50,000
Wong Yi Ting				
26.06.2015	27.06.2015–31.12.2015	01.01.2016–26.06.2025	4.47	20,000
26.06.2015	27.06.2015–31.12.2016	01.01.2017–26.06.2025	4.47	20,000
26.06.2015	27.06.2015–31.12.2017	01.01.2018–26.06.2025	4.47	20,000
				660,000

Note: Mr. Lim Hwee Hai's interest in the share options of the Company includes the deemed interest in his spouse under the SFO.

Other Information

SHARE OPTIONS

For details of the Company's share option scheme, please refer to page 37 in the 2023 annual report.

All share option lapsed since 30 June 2023 and no new share option was granted.

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2024, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that other than the interests disclosed above in respect of certain directors and the chief executive, the following shareholders had notified the Company of relevant interests and long positions in the issued share capital of the Company.

Long positions in ordinary shares of HK\$0.10 each of the Company

Name of Shareholder	Corporate interests <i>(Note)</i>	Approximate % of issued share capital of the Company
Summertown Ltd	203,607,467	72.72%
Gold Sceptre Limited	191,357,867	68.34%
SiS International Holdings Limited	146,442,667	52.30%

Note: 146,442,667 shares are registered in the name of SiS International. SiS International is owned as to approximately 50.5% by Gold Sceptre Limited. Gold Sceptre Limited holds 44,915,200 shares and Kelderman Limited, Valley Tiger Limited and Swan River Limited each holds 4,083,200 shares in the issued share capital of the Company. Mr. Lim Kiah Meng and his spouse and Mr. Lim Kia Hong and his spouse together own 41.3% and 40.3%, respectively of the issued share capital of Summertown Limited which owns the entire issued share capital of each of the above-mentioned companies.

Other than disclosed above, the Company has not been notified of any other relevant interests or short positions in the issued share capital of the Company as at 30 June 2024.

Other Information

CORPORATE GOVERNANCE

The Company has adopted the Corporate Governance Code (the “Code”) as set out in Appendix C1 of the Rules Governing the Listing of Securities on the HKSE (the “Listing Rules”). Throughout the period ended 30 June 2024, the Company has complied with the code provision under the Code.

MODEL CODE

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix C3 of the Listing Rules as the code of conduct for Directors in their dealings in securities of the Company. Having made specific enquiry of all directors, all directors confirmed they have complied with the Model Code.

AUDIT COMMITTEE

The Audit Committee comprises all independent non-executive Directors. The Audit Committee has reviewed the Company’s condensed consolidated financial statements for the six months ended 30 June 2024, including the accounting principles and practices adopted by the Company.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the period ended 30 June 2024.

On behalf of the Board of

SiS Mobile Holdings Limited

LIM Kiah Meng

Director

Hong Kong, 28 August 2024