

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

REPORTS AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2023

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

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FOR THE YEAR ENDED 31ST DECEMBER, 2023

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HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

REPORT OF THE DIRECTORS

The Directors submit herewith their Report together with the audited Financial Statements for the year ended 31st December, 2023.

PRINCIPAL ACTIVITIES

HongKong Wrestling Sport Limited ("the Company") is a company incorporated and domiciled in Hong Kong and has its registered office and principal place of business at Unit 12, 21/F, Wayson Commercial Building, No. 28 Connaught Road West, Sheung Wan, Hong Kong. The principal activities of the Company were the promotion and lecture of wrestling sport and arrangement of competition for it during the year.

RESULTS AND STATE OF AFFAIRS

The results of the Company for the year ended 31st December, 2023 and the state of its affairs as at that date are set out on page 6 and 7 of the Financial Statements, respectively.

The Directors do not recommend the payment of a dividend in respect of the year ended 31st December, 2023 (2022: nil).

SHARE CAPITAL

Details of share capital of the Company are set out on Note 6 to the Financial Statements.

DIRECTORS

The Directors of the Company during the year and up to date of this Report were:

LEUNG Hoi Ting, Eman
NIAZI Masoud

In accordance with Clause 22(4) and 23 of the Company's Articles of Association, the Directors shall retire from office and, being eligible, offer themselves for re-election.

The Company did not enter into any contract with the Directors or any person engaged in the full-time employment of the Company, whereby any individual, firm or body corporate undertakes the management and administration of the whole, or any substantial part of any business of the Company.

ARRANGEMENTS TO PURCHASE SHARES ON DEBENTURES

At no time during the year was the Company a party to any arrangements to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, on debentures of the Company or any other body corporate.

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

REPORT OF THE DIRECTORS

DIRECTORS' INTERESTS IN CONTRACTS OF SIGNIFICANCE

No contract of significance to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

AUDITOR

A resolution will be submitted to the annual general meeting to re-appoint Francis S. L. Yan & Co., Certified Public Accountants, as Auditor of the Company.

On behalf of the Board



LEUNG Hoi Ting, Eman
Director

Date: **09 FEB 2024**

FRANCIS S. L. YAN & CO.

CERTIFIED PUBLIC ACCOUNTANTS

ROOM 101, 1/F, TAK FUNG BUILDING, 79-81 CONNAUGHT ROAD WEST, HONG KONG.

MAIL ADDRESS: G.P.O. BOX 10781, HONG KONG.

TEL: 2543 4393, 2543 8328, 2542 3368 FAX: 2543 5899 E-mail: tkhfsly@netvigator.com

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

(Incorporated In Hong Kong with Limited by Liability)

Opinion

We have audited the financial statements of HongKong Wrestling Sport Limited ("the Company") set out on pages 6 to 10, which comprise the statement of financial position as at 31st December, 2023, the statement of income for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-Sized Entity Financial Reporting Standards ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAAs") and with reference to P.N.900 (Revised), Audit of Financial Standards Prepared in accordance with the SME-FRS issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to note 2.1 to the financial statements which explains that the ability of the Company to continue as a going concern is dependent on (a) the directors not to seek repayment of advances made to the Company and (b) the directors to provide the Company with financial support for its operation. These conditions indicate that a material uncertainty exists that may cast significant doubt about the ability of the Company to continue as a going concern. Our opinion is not modified in respect of this matter.

Responsibilities of Directors and those Charged with Governance for the Financial Statements

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

(Incorporated In Hong Kong with Limited by Liability)

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

As part of an audit in accordance with HKSA's, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

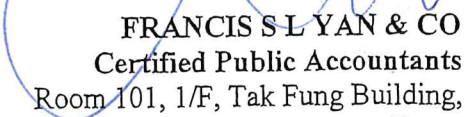
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

(Incorporated In Hong Kong with Limited by Liability)

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

We communicate with those charged with governance 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.



FRANCIS S. L. YAN & CO
Certified Public Accountants
Room 101, 1/F, Tak Fung Building,
79-81 Connaught Road West, Hong Kong.

Date: 09 FEB 2024

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

STATEMENT OF INCOME

FOR THE YEAR ENDED 31ST DECEMBER, 2023

(Currency : Hong Kong Dollar)

| | <u>Note</u> | <u>2023</u> | <u>2022</u> |
|---------------------------------|-------------|---------------------------|---------------------------|
| Revenue | 3 | 99,223.46 | 131,370.05 |
| Expenses | | <u>(108,427.35)</u> | <u>(144,382.50)</u> |
| Loss before tax | | (9,203.89) | (13,012.45) |
| Income tax expense | 4 | <u>-</u> | <u>-</u> |
| Net loss for the year | | (9,203.89) | (13,012.45) |
| Retained losses brought forward | | <u>(13,012.45)</u> | <u>-</u> |
| Retained losses carried forward | | <u><u>(22,216.34)</u></u> | <u><u>(13,012.45)</u></u> |

The notes on pages 8 to 10 form part of these financial statements.

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

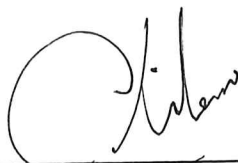
STATEMENT OF FINANCIAL POSITION AT 31ST DECEMBER, 2023

(Currency : Hong Kong Dollar)

| | <u>Note</u> | <u>2023</u> | <u>2022</u> |
|----------------------------------|-------------|---------------------------|--------------------------|
| ASSETS | | | |
| Current assets | | | |
| Bank balance | 2.2 | <u>22,586.01</u> | <u>10,166.05</u> |
| Current liabilities | | | |
| Accruals | | (5,000.00) | (5,000.00) |
| Amount due to directors | | <u>(29,802.35)</u> | <u>(8,178.50)</u> |
| | | <u>(34,802.35)</u> | <u>(13,178.50)</u> |
| Net current (liabilities) | | <u><u>(12,216.34)</u></u> | <u><u>(3,012.45)</u></u> |
| CAPITAL AND (DEFICIT) | | | |
| Share capital | 6 | 10,000.00 | 10,000.00 |
| Retained losses | | <u>(22,216.34)</u> | <u>(13,012.45)</u> |
| | | <u><u>(12,216.34)</u></u> | <u><u>(3,012.45)</u></u> |

The financial statements on pages 6 to 10 were approved and authorized for issue by the Board of Directors on 09 FEB 2024 and are signed on its behalf by:

09 FEB 2024



NIAZI Masoud
Director



LEUNG Hoi Ting, Eman
Director

The notes on pages 8 to 10 form part of these financial statements.

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2023

(Currency : Hong Kong Dollar)

1. GENERAL INFORMATION

HongKong Wrestling Sport Limited ("the Company") is a company incorporated in Hong Kong with limited liabilities. The address of its registered office and principal place of business is Unit 12, 21/F, Wayson Commercial Building, No. 28 Connaught Road West, Sheung Wan, Hong Kong. The Company's principal activities were the promotion and lecture of wrestling sport and arrangement of competition of it during the year.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Company qualifies for the reporting exemption as a small private company under section 359(1)(a) of the Hong Kong Companies Ordinance (Cap. 622) and is therefore entitled to prepare and present its financial statements in accordance with the Small and Medium-sized Entity Financial Reporting Standard (SME-FRS) issued by the Hong Kong Institute of Certified Public Accountants.

These financial statements comply with the SME-FRS and have been prepared under the accrual basis of accounting and on the basis that the Company is a going concern.

The measurement base adopted is the historical cost convention.

The following are the specific accounting policies that are necessary for a proper understanding of the financial statements:

2.1 **Going concern basis**

The financial statements have been prepared on a going concern basis notwithstanding that at 31st December, 2023 the Company was in a net liabilities position. The going concern basis has been adopted on the basis of directors not to demand repayment of debts due from the Company and to provide finance to the Company when it is required.

Should the Company be unable to continue in business as a going concern, adjustment would have to be made, to reduce the value of assets to their recoverable amounts and to provide for any further liabilities which might arise.

2.2 **Cash and cash equivalents**

Cash and cash equivalents includes cash on hand, demand deposits and other short-term highly liquid investments with original maturities of three months or less. Bank overdraft is shown within borrowings in current liabilities on the statement of financial position.

2.3 **Creditors and accruals**

Creditors and accruals are recognised initially at the transaction price and are subsequently measured at amortised cost using the effective interest method.

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2023

(Currency : Hong Kong Dollar)

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Cont'd)

2.4 Taxation

Income tax expense represents current tax expenses. The income tax payable represents the amount expected to be paid to the taxation authority, using the tax rates (and tax law) that have been enacted or substantively enacted by the end of reporting year.

Deferred tax is not provided.

2.5 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and is shown net of discounts, rebates, returns, sales-related taxes.

Income from operation is recognized when the operation is completed.

Bank interest income is recognised when it is credited by bank in accounts.

2.6 Preliminary expenses

Preliminary expenses are charged to the income statement as and when they are incurred.

2.7 Foreign exchange

The reporting currency of the Company is Hong Kong Dollars, which is also the functional currency of the primary economic environment in which the Company operates.

Foreign currency transactions are converted at the exchange rate applicable at the transaction date. Foreign currency monetary items are translated into Hong Kong Dollars using exchange rates applicable at the end of the reporting year. Gains and losses on foreign exchange are recognised in the income statement.

HONGKONG WRESTLING SPORT ASSOCIATION LIMITED

ACCOUNTING POLICIES AND EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31ST DECEMBER, 2023

(Currency : Hong Kong Dollar)

3. REVENUE

Revenue, which is also the Company's income, represents the aggregate of income from competition, sponsorship, lecture fees and interest income.

| | <u>2023</u> | <u>2022</u> |
|--|------------------|-------------------|
| Income from competition, sponsorship and lecture fees | 99,204.50 | 131,370.00 |
| Bank interest income | 18.96 | 0.05 |
| | <u>99,223.46</u> | <u>131,370.05</u> |

4. LOSS BEFORE TAX

Loss is arriving at after charging and (crediting):

| | <u>2023</u> | <u>2022</u> |
|-------------------------|-----------------------------|-----------------------------|
| Charging: | | |
| Directors' remuneration | - | - |
| Preliminary expenses | - | 4,348.00 |
| Bank interest income | (18.96) | (0.05) |
| | <u> </u> | <u> </u> |

5. INCOME TAX EXPENSE

No profits tax has been provided as there are no estimated assessable profits for the year ended 31st December, 2023.

Deferred tax has not been provided under SME-FRS.

6. SHARE CAPITAL

| | <u>2023</u> | <u>2022</u> |
|------------------------|-----------------------------|-----------------------------|
| Issued share capital: | | |
| 10,000 ordinary shares | 10,000.00 | 10,000.00 |
| | <u> </u> | <u> </u> |

7. CHANGE IN EQUITY

| | <u>2023</u> | <u>2022</u> |
|----------------------|--------------------|-------------------|
| Balance at beginning | (3,012.45) | - |
| Share capital issued | - | 10,000.00 |
| (Loss) for the year | (9,203.89) | (13,012.45) |
| Balance at the end | <u>(12,216.34)</u> | <u>(3,012.45)</u> |