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新華聯合投資有限公司

CHINA UNITED VENTURE INVESTMENT LIMITED
(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 8159)

THIRD QUARTERLY RESULTS ANNOUNCEMENT FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2022; AND CHANGE OF COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

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GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

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

THIRD QUARTERLY RESULTS

The board of Directors (the “**Board**”) is pleased to present the unaudited condensed consolidated financial statements of the Group for the three months (the “**Third Quarter**”) and nine months (the “**Nine-month Period**”) ended 30 September 2022 (collectively the “**Periods**”) together with the comparative unaudited figures for the corresponding periods in 2021 (the “**Corresponding Previous Period**”) below.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME – UNAUDITED

For the three months and nine months ended 30 September 2022

	Notes	Three months ended 30 September		Nine months ended 30 September	
		2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Continuing operations					
Revenue	3	68,641	86,072	235,714	249,861
Cost of sales and services rendered		(61,774)	(83,266)	(208,101)	(210,934)
Gross profit		6,867	2,806	27,613	38,927
Other income		1,036	18	3,649	2,159
Other gains and losses		2,609	192	1,747	239
Share of profit/(loss) of joint ventures		24	(2,371)	(3,189)	(6,105)
Finance costs		(1,712)	(549)	(2,100)	(549)
Selling and distribution expenses		(2,162)	(1,774)	(6,809)	(5,552)
Administrative expenses		(16,962)	(8,530)	(48,879)	(28,519)
(Loss)/profit before taxation	5	(10,300)	(10,208)	(27,968)	600
Income tax expenses	6	(719)	(974)	(2,689)	(885)
Loss from continuing operations		(11,019)	(11,182)	(30,657)	(285)
Discontinued operation					
Loss from discontinued operation	7	–	(1,452)	–	(6,306)
Loss for the period		(11,019)	(12,634)	(30,657)	(6,591)

	Three months ended		Nine months ended	
	30 September		30 September	
	2022	2021	2022	2021
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Other comprehensive income/(expense) for the period:				
Item that may be reclassified subsequently to profit or loss:				
Exchange differences arising from translation of foreign operations	5,646	(337)	(573)	(3,342)
Share of other comprehensive (expense)/income of joint ventures	(4,263)	–	2,968	–
	<u>1,383</u>	<u>(337)</u>	<u>2,395</u>	<u>(3,342)</u>
Total comprehensive expense for the period	<u>(9,636)</u>	<u>(12,971)</u>	<u>(28,262)</u>	<u>(9,933)</u>
Loss for the period attributable to owners of the Company				
– From continuing operations	(10,936)	(11,170)	(30,768)	(131)
– From discontinued operation	–	(1,452)	–	(6,306)
	<u>(10,936)</u>	<u>(12,622)</u>	<u>(30,768)</u>	<u>(6,437)</u>
(Loss)/profit for the period attributable to non-controlling interests				
– From continuing operations	(83)	(12)	111	(154)
– From discontinued operation	–	–	–	–
	<u>(83)</u>	<u>(12)</u>	<u>111</u>	<u>(154)</u>
Total comprehensive (expense)/income attributable to:				
– Owners of the Company	(9,553)	(12,959)	(28,373)	(9,779)
– Non-controlling interests	(83)	(12)	111	(154)
	<u>(9,636)</u>	<u>(12,971)</u>	<u>(28,262)</u>	<u>(9,933)</u>
Loss per share from continuing and discontinued operation				
– Basic and diluted	<u>(HK1.55 cents)</u>	<u>(HK1.79 cents)</u>	<u>(HK4.37 cents)</u>	<u>(HK0.91 cents)</u>
Loss per share from continuing operations				
– Basic and diluted	<u>(HK1.55 cents)</u>	<u>(HK1.59 cents)</u>	<u>(HK4.37 cents)</u>	<u>(HK0.02 cents)</u>

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY – UNAUDITED

For the nine months ended 30 September 2022

	Share capital <i>HK\$'000</i>	Share premium <i>HK\$'000</i> <i>(Note i)</i>	Merger reserve <i>HK\$'000</i> <i>(Note ii)</i>	Translation reserve <i>HK\$'000</i>	Retained profits <i>HK\$'000</i>	Sub-total <i>HK\$'000</i>	Non- controlling interests <i>HK\$'000</i>	Total <i>HK\$'000</i>
At 1 January 2021 (Audited)	7,040	5,438	680	12,554	107,968	133,680	(491)	133,189
Loss for the period	-	-	-	-	(6,437)	(6,437)	(154)	(6,591)
Other comprehensive expense	-	-	-	(3,342)	-	(3,342)	-	(3,342)
Total comprehensive expense for the period	-	-	-	(3,342)	(6,437)	(9,779)	(154)	(9,933)
At 30 September 2021 (Unaudited)	<u>7,040</u>	<u>5,438</u>	<u>680</u>	<u>9,212</u>	<u>101,531</u>	<u>123,901</u>	<u>(645)</u>	<u>123,256</u>
At 1 January 2022 (Audited)	7,040	5,438	680	2,747	157,957	173,862	(754)	173,108
(Loss)/profit for the period	-	-	-	-	(30,768)	(30,768)	111	(30,657)
Other comprehensive income	-	-	-	2,395	-	2,395	-	2,395
Total comprehensive income/(expense) for the period	-	-	-	2,395	(30,768)	(28,373)	111	(28,262)
At 30 September 2022 (Unaudited)	<u>7,040</u>	<u>5,478</u>	<u>680</u>	<u>5,142</u>	<u>127,189</u>	<u>145,489</u>	<u>(643)</u>	<u>144,846</u>

Notes:

- i. On 3 June 2020, the Company entered into a placing agreement with a placing agent pursuant to which the placing agent placed 64,000,000 placing shares at the placing price of HK\$0.1 per placing share to certain independent places. The net proceeds from the subscription is net of related issued costs and expenses.
- ii. The merger reserve of the Group represents the difference between the nominal value of the share capital of the subsidiaries acquired and the nominal value of the share capital of the Company issued for the acquisition under the group reorganisation in 2001.

Notes:

1. GENERAL AND BASIS OF PRESENTATION

The Company was incorporated in the Cayman Islands and continued in Bermuda with limited liability. The shares of the Company (the “**Shares**”) were listed on GEM of the Exchange on 4 January 2002. The registered office of the Company is located at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda and the principal place of business of the Company in Hong Kong is at Room 1801–1802, 18/F., Bank of America Tower, No. 12 Harcourt Road, Central, Hong Kong.

The unaudited condensed consolidated financial statements for the Nine-month Period are presented in Hong Kong dollars (“**HK\$**”). The functional currency of the Company is United States dollars (“**USD**”). As the Company is listed in Hong Kong, the Directors consider that it is appropriate to present the unaudited condensed consolidated financial statements in HK\$.

The Company acts as an investment holding company.

The unaudited condensed consolidated financial statements for the Nine-month Period have been prepared in accordance with the applicable disclosure requirements of Chapter 18 of the GEM Listing Rules and with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), and accounting principles generally accepted in Hong Kong.

2. PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements for the Nine-month Period have been prepared under the historical cost convention except for investment properties, which are measured at fair value. The accounting policies adopted are consistent with those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2021 (“**the 2021 Financial Statements**”).

3. REVENUE

Sales of connectivity products

Revenue represents the amounts received and receivable, net of discounts and returns, from the sales of connectivity products mainly for computers, computer peripheral products, multi-media consumable electronics products, communication products, automobile electronics accessories, wire harness and medical equipment and subcontracting service rendered during the period under review.

Provision of comprehensive architectural services

Where the outcome of a contract of comprehensive architectural services can be estimated reliably, revenue and costs are recognised by reference to the stage of completion of the contract activity at the end of the reporting period, measured based on the proportion that contract costs incurred for work performed to date relative to the estimated total contract costs. Variations in contract work, claims, and incentive payments are included to the extent that the amount can be measured reliably and its receipt is considered probable.

Where the outcome of a contract cannot be estimated reliably, contract revenue is recognised to the extent of contract costs incurred that is probable will be recoverable. Contract costs are recognised as expenses in the period in which they are incurred.

When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

4. SEGMENT INFORMATION

The Group determines its operating segments based on the reports regularly reviewed by the executive Directors, who are the chief operating decision makers, for the purpose of allocating resources to segments and assessing their performance.

Segment information reported internally for the purposes of resources allocation and performance assessment is analysed based on the class of customers which is the same as information reported to the chief operating decision makers. The Group is currently engaged in the sales of connectivity products to three classes of customers, namely, original equipment manufacturer customers (“**OEM customers**”), retail distributors and provision of comprehensive architectural services (master-planning and general design).

During the nine months ended 30 September 2021, the Company has entered into an agreement to dispose of the entire interests in Dongguan Asia-Link Technology Limited (“**Dongguan Asia-Link**”) which were previously included in manufacturing and trading segment. The directors of the Company considered such business was classified as discontinued operation during the nine months ended 30 September 2021 and details are set out in Note 7. The segment information does not include the discontinued business.

The Group’s operating segments under HKFRS 8 are as follows:

Business segments

	Three months ended 30 September				Nine months ended 30 September			
	2022		2021		2022		2021	
	HK\$'000 (Unaudited)	%	HK\$'000 (Unaudited)	%	HK\$'000 (Unaudited)	%	HK\$'000 (Unaudited)	%
OEM customers	41,502	60.5%	56,464	65.6%	140,237	59.5%	154,192	61.7%
Retail distributors	24,413	35.6%	24,371	28.3%	89,397	37.9%	76,902	30.8%
Provision of comprehensive architectural services	2,726	3.9%	5,237	6.1%	6,080	2.6%	18,767	7.5%
Financial services business	-	-%	-	-%	-	-%	-	-%
	68,641	100.0%	86,072	100.0%	235,714	100.0%	249,861	100.0%

Geographical segments

Sales analysis by geographical customer market:

	Three months ended 30 September				Nine months ended 30 September			
	2022		2021		2022		2021	
	HK\$'000 (Unaudited)	%	HK\$'000 (Unaudited)	%	HK\$'000 (Unaudited)	%	HK\$'000 (Unaudited)	%
Korea	18,578	27.1%	29,242	34.0%	71,862	30.5%	79,168	31.7%
The United States	25,306	36.9%	26,488	30.8%	84,901	36.0%	65,208	26.1%
Japan	10,763	15.7%	14,628	17.0%	41,816	17.7%	52,767	21.1%
The People’s Republic of China (the “PRC”)	3,857	5.6%	7,562	8.8%	11,284	4.8%	30,209	12.1%
Taiwan	6,471	9.4%	6,526	7.6%	14,553	6.2%	15,351	6.1%
Others	3,666	5.3%	1,626	1.8%	11,298	4.8%	7,158	2.9%
	68,641	100.0%	86,072	100.0%	235,714	100.0%	249,861	100.0%

5. (LOSS)/PROFIT BEFORE TAXATION

(Loss)/profit before taxation has been arrived at after charging:

	Three months ended 30 September		Nine months ended 30 September	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Depreciation and amortisation	<u>534</u>	<u>116</u>	<u>3,133</u>	<u>1,684</u>

6. INCOME TAX EXPENSE

The taxation provided represents PRC enterprise income tax, which is calculated at the rates prevailing.

No provision for Hong Kong Profits Tax has been made in the condensed financial statements for the Nine-month period, as the Group has no assessable profit in Hong Kong for the Nine-month period.

No provision for deferred taxation has been made in the consolidated financial statements for the Nine-month period, as there were no material timing differences arising during the Nine-month period and at the end of the reporting period.

7. DISCONTINUED OPERATION

On 16 June 2021, the Group entered into a sale agreement to dispose of Dongguan Asia-Link Technology Ltd. (“**Dongguan Asia-Link**”), which carried out all of the Group’s electronic manufacturing activities. On 22 October 2021, the disposal of Dongguan Asia-Link was completed.

The loss for the Periods from the discontinued operation is analysed as follows:

	Three months ended 30 September		Nine months ended 30 September	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Revenue	–	–	–	–
Cost of sales and services rendered	<u>–</u>	<u>(1,466)</u>	<u>–</u>	<u>(19,278)</u>
Gross loss	–	(1,466)	–	(19,278)
Other gains and losses	–	(1,454)	–	(1,451)
Selling and distribution expenses	–	–	–	(6)
Administrative expenses	<u>–</u>	<u>1,447</u>	<u>–</u>	<u>(318)</u>
Loss before taxation	–	(1,473)	–	(21,053)
Income tax credit	<u>–</u>	<u>21</u>	<u>–</u>	<u>14,747</u>
Loss for the period (attributable to owners of the Company)	<u>–</u>	<u>(1,452)</u>	<u>–</u>	<u>(6,306)</u>

During the Corresponding Previous Period, the Group entered into a sale and purchase agreement with Shenzhen Hengguan Investment Development Co., Ltd. to dispose of the entire issued share capital of Dongguan Asia-Link Technology Ltd. (an indirect wholly-owned subsidiary of the Company) at a consideration of RMB101,000,000 (equivalent to approximately HK\$122,210,000). Negotiations with several interested parties have subsequently taken place. The assets and liabilities attributable to the production lines, which are expected to be sold within twelve months, have been classified as a disposal group held for sale and are presented separately in the condensed consolidated statement of financial position. The discontinued operation is included in the Group electronic activities for segment reporting purposes.

The proceeds of disposal are expected to exceed the net carrying amount of the relevant assets and liabilities and, accordingly, no impairment loss has been recognised on the classification of these operations as held for sale.

8. DIVIDEND

The Board has resolved not to declare any dividend for the Nine-month Period (the Corresponding Previous Period: nil).

9. LOSS PER SHARE

For continuing and discontinued operations

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

Loss

	Nine months ended	
	30 September	
	2022	2021
	HK\$'000	HK\$'000
Loss for the purpose of calculating basic loss per share (loss for the period attributable to owners of the Company)	(30,768)	(6,437)

Number of shares

	Nine months ended	
	30 September	
	2022	2021
	'000	'000
Weighted average number of ordinary shares in issue	704,000	704,000

There are no potential dilutive shares in issue during both Nine-month Period and the Corresponding Previous Period.

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

For continuing operations

	Nine months ended	
	30 September	
	2022	2021
	HK\$'000	HK\$'000
Loss for the purpose of calculating basic earnings per share (loss for the period attributable to owners of the Company)	(30,768)	(6,437)
Less: Loss for the period from discontinued operation	<u>–</u>	<u>(6,306)</u>
Loss for the purpose of per share from continuing operations	<u>(30,768)</u>	<u>(131)</u>

The denominators used are the same as those detailed above for basic loss per share.

For discontinued operation

Basic loss per share for the nine months ended 30 September 2021 for the discontinued operation was HK0.90 cents per share, based on the loss for the period from discontinued operation of HK\$6,306,000 and the denominators detailed above for the basic loss per share.

10. EVENT AFTER THE REPORTING PERIOD

Discloseable transaction in relation to subscription of shares in Sunshine Horizon

On 31 October 2022, the Company entered into a subscription agreement with Sunshine Horizon Development Limited (新朝陽發展有限公司) (“**Sunshine Horizon**”), pursuant to which the Company has agreed to subscribe for and the Sunshine Horizon has agreed to allot and issue five subscription shares at the subscription price of HK\$5 million per subscription share to the Company. The consideration for the subscription is HK\$25 million. Upon completion, the Company will hold a total of five ordinary shares of Sunshine Horizon, representing 50% of the enlarged share capital of Sunshine Horizon. The financial results of Sunshine Horizon will not be consolidated into the accounts of the Group.

Please refer to the announcement of the Company dated 31 October 2022 for details.

Discloseable transaction in relation to subscription of shares in GEM Capital

On 31 October 2022, the Company entered into a subscription agreement with GEM Capital Management Limited (“**GEM Capital**”), pursuant to which the Company has agreed to subscribe for and GEM Capital has agreed to allot and issue 30,000,000 subscription shares at the subscription price of HK\$1 per subscription share to the Company. The consideration for the subscription is HK\$30 million. Upon completion, the Company will hold a total of 30,000,000 ordinary shares of GEM Capital, representing approximately 60% of the enlarged share capital of GEM Capital. GEM Capital will become a non-wholly owned subsidiary of the Company and its financial results will be consolidated into the accounts of the Group.

Please refer to the announcement of the Company dated 31 October 2022 for details.

Save as disclosed herein, there were no significant events after 30 September 2022 and up to the date of this announcement.

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

During the nine months ended 30 September 2022, the Group is principally engaged in electronic business, architectural design business and financial services business. In the electronic business, the Group designs, manufactures and sells connectivity products mainly for computers, computer peripheral products, mobile phones peripheral products, multi-media consumable electronic products, communication products, automobile electronics accessories, wire harness and medical equipment (the “**Electronics Business**”). In the architectural design business, the Group is engaging in master-planning work, general design work and architectural schematic design work (the “**Architectural Design Business**”). In the financial services business, the Group aims at providing full range of financial services, including but not limited to fund issuance, asset management, distressed asset management and insurance brokerage, etc. in Hong Kong and the PRC and intends to develop cross-border venture investment and fund management business with a view to promoting electronics-related science park, intellectual properties rights and related advanced technology in the Guangdong-Hong Kong-Macao Greater Bay Area (the “**Financial Services Business**”).

The Electronics Business

During the nine months ended 30 September 2022 (the “**PY2022**”), this business segment contributed revenue of approximately HK\$229.6 million to the Group (for the nine months ended 30 September 2021 (“**PY2021**”): approximately HK\$231.1 million), representing a decrease of approximately 0.6% as compared with PY2021. Although this business segment continues to benefit from the recovery of the global economy, the increased distribution channels for our products and the effective strategies implemented by our Directors to increase our sales order and revenue continuously, uneven and uncertain adverse impact due to COVID-19 on the consumer demand for electronic products globally offset the increase.

The Architectural Design Business

This segment has been adversely impacted by the aftermath of COVID-19 pandemic and the gigantic debt default events in the PRC real estate industry for the last two years. In the year ended 31 December 2020, the outbreak of COVID-19 caused the suspension of our design projects in the PRC and hit sentiment in the housing market to a low point. On top of an observed slow recovery from COVID-19, since the second half last year 2021, this segment was further affected by the crises experienced by its downstream customers, the China real estate developers’ high debt level and liquidity issues. Revenue from this business segment decreased from approximately HK\$18.8 million in PY2021 to approximately HK\$6.1 million during the nine months ended 30 September 2022, representing a decrease of approximately 67.6% from last year. The Directors are monitoring the issues closely and remain cautiously optimistic to the results of the Architectural Design Business in the future.

The Financial Services Business

This segment generated no revenue during the nine months ended 30 September 2022 as it was still at a start-up stage and mainly involved in mergers and acquisitions. The segment recorded an operating loss of HK\$3,585,174 mainly comprised of staff costs, legal and professional costs, and interest expenses. These amounts were mainly incurred for the development and commencement of this new Financial Services Business.

Financial Review

The Group recorded a turnover of approximately HK\$235.7 million for the nine months ended 30 September 2022 (PY2021: approximately HK\$249.9 million), representing a decrease of approximately 5.7% as compared with PY2021.

Gross profit

The Group recorded a gross profit of approximately HK\$27.6 million for the nine months ended 30 September 2022, representing a decrease of approximately 29.0% as compared to approximately HK\$38.9 million in PY2021. Although our Directors improved gross profit margin via effectively monitoring the global supply chain disruption and strategic procurement in combat of the surge in raw material prices, uneven and uncertain adverse impact due to COVID-19 on the consumer demand for electronic products globally offset the increase.

Other income

The Group earned other income of approximately HK\$3.6 million during the nine months ended 30 September 2022 (PY2021: approximately HK\$2.2 million), representing an increase of approximately 63.6% mainly due to an increase in rental income.

Selling and distribution expenses

The selling and distribution expenses were approximately HK\$6.8 million during the nine months ended 30 September 2022 (PY2021: approximately HK\$5.6 million), increased by 21.4%, which was mainly attributable to (a) the expenses incurred for operating the online stores and additional marketing efforts used to boost sales; (b) increase in selling and distribution expenses for the Architectural Design Business as the Directors tried to capture the recovery trend with increased marketing efforts; and (c) early development of the Financial Services Business.

Administrative expenses

The administrative expenses were approximately HK\$48.9 million during the nine months ended 30 September 2022 (PY2021: approximately HK\$28.5 million), representing an increase of approximately HK\$20.4 million primarily due to (i) an increase in rental expenses for our production facility in Mainland China; (ii) increase in staff salary and benefits for the Architectural Design business; and (iii) staff costs and legal and professional costs incurred for the commencement of the Company's new Financial Services Business.

Finance costs

The finance costs were approximately HK\$2,100,000 during the nine months ended 30 September 2022 (PY2021: HK\$549,000). The increase was attributable to the new debts raised since second quarter for the year ended 31 December 2021.

Income tax expenses

The Group recorded an income tax expense of approximately HK\$2.7 million for the nine months ended 30 September 2022 (PY2021: income tax expense of approximately HK\$0.9 million).

Net Loss attributable to owners of the Company

The Group reported a net loss attributable to owners of the Company for the nine months ended 30 September 2022 of approximately HK\$30.8 million (PY2021: net loss of approximately HK\$6.4 million), increased by approximately 381.3%. This was mainly attributable to (a) decrease in our Electronics Business and Architectural Design Business revenue and profits; and (b) increase in overhead expenses following the transaction from last year.

Loss per share

The basic loss per share for the nine months ended 30 September 2022 was approximately HK4.37 cents (PY2021: loss per share of approximately HK0.91 cents).

Repayment to other borrowings

On 8 August 2022, the Company, as borrower, has repaid HK\$8,180,000 as settlement of the substantial part of the principal, together with the interest accrued thereon, to the lender of the unsecured other borrowings (the "**Repayment**"). The Company considers that there will be no material impact on its financial position as a result of the Repayment.

FUTURE OUTLOOK

In the Electronics Business, favorable external conditions of depreciation of the renminbi against US dollars, customer demands, and slowing of inflation of raw material prices disturb the flow of revenue, the Directors will continue to maintain the stability of the shareholders' value creation riding on the trend.

In order to create more shareholders' value in the Architectural Design Business, the Group is in the process of strengthening our new services, a living aesthetic consulting service which combined interior design-based services and sales of electronic interior accessories under our own brand name. We have produced our first prototype of our new Architectural Design Business using 3D printing technologies. Riding on the trend of "Internet plus cultural creativity", the Group targets to offer a thorough one-stop integrated design services by enhancing the Internet interactive platform with users.

The Group is involved in developing the Financial Services Business in the area of fund issuance, asset management, distressed asset management and insurance brokerage, etc. in Hong Kong and the PRC. The Group believes that the new Financial Services Business will provide an additional engine of growth for the Group in the future.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 September 2022, the interests and short position of the directors, the chief executive and their associates in the Shares and underlying Shares of the Company or its associate corporation (within the meaning of Part XV of the Securities and Futures Ordinance Chapter 571 ("SFO")), as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Exchange pursuant to the required standards of dealings by directors of listed issuer as referred to the Rules 5.46 to 5.67 of Chapter 5 of the GEM Listing Rules and Divisions 7 and 8 of Part XV of the SFO, were as follows:

Ordinary Shares of HK\$0.01 each of the Company

Name of director	Capacity	Number of Issued Ordinary Shares held	Percentage of Issued share capital of the Company
Wang Li Feng ("Mr. Wang")	Interested in controlled corporation (<i>Note</i>)	355,620,000(L)	50.51%
	Beneficiary owner	52,595,000(L)	7.47%

(L) denotes long position

Note: The 355,620,000 Shares are held by PT Design Group Holdings Limited which is indirectly wholly-owned by Mr. Wang.

Other than as disclosed above, none of the directors, the chief executive, nor their associates had any interests or short positions in any Shares or underlying Shares of the Company or any of its associated corporations at 30 September 2021.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY

As at 30 September 2022, the following persons, not being a Director or chief executive of the Company, had an interest or short position in the Shares and underlying Shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who is interested, directly or indirectly, in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group:

Ordinary Shares of HK\$0.01 each

Name of shareholder	Capacity	Number of Issued Ordinary Shares held	Percentage of Issued share capital of the Company
PT Design Group Holdings Limited	Beneficial owner	355,620,000(L)	50.51%
Mr. Pang Kuo-Shi (“Mr. Pang”) (Note)	Interest in a controlled corporation	74,403,000(L)	10.57%
Modern Wealth Assets Limited	Beneficial owner	74,403,000(L)	10.57%

(L) denotes long position

Note: Mr. Pang is deemed to be interested in the 74,403,000 Shares held by Modern Wealth Assets Limited, a company wholly-owned by Mr. Pang.

SHARE OPTION SCHEME

Pursuant to the Company’s share option scheme adopted on 13 December 2001 (the “Scheme”) for the purpose of providing incentives to Directors and eligible employees, the Company may grant options to executive Directors and fulltime employees of the Group to subscribe for Shares of the Company.

The total number of Shares in respect of which options may be granted under the Scheme is not permitted to exceed 30% of the Shares in issue at any point in time, without prior approval from the Company’s shareholders. The number of Shares in respect of which options may be granted to any individual in any one year is not permitted to exceed 1% of the Shares in issue at any point in time, without prior approval from the Company’s shareholders. Options granted to substantial shareholders or independent non-executive Directors or their associates in excess of 0.1% of the Company’s share capital or with a value in excess of HK\$5 million must be approved in advance by the Company’s shareholders.

A nominal consideration of HK\$1 is payable on acceptance of the grant of options. Options may be exercised at any time from the thirteenth month from the date of grant to the fifth anniversary of the date of grant. The exercise price is determined by the Directors, and will be at least the highest of (i) the closing price of the Shares on the date of grant, (ii) the average closing price of the Shares for the five business days immediately preceding the date of grant, and (iii) the nominal value of the Shares.

No share options were granted under the Scheme since its adoption.

ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURE

Save for the Scheme, at no time during the Nine-month Period was the Company or any of its subsidiaries, a party to any arrangements to enable the Directors to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

SUFFICIENCY OF PUBLIC FLOAT

The Company had maintained a sufficient public float throughout the Nine-month Period.

COMPLIANCE WITH GEM LISTING RULES 5.48 TO 5.67

The Company has adopted a code of conduct regarding directors' securities transactions on terms no less exacting than the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Directors, upon specific enquiry being made, confirm that during the Nine month Period, they have complied with the required standards of dealings and the Company's code of conduct regarding directors' securities transactions.

INTERESTS IN COMPETITORS

During the Nine-month Period, the following Director had interests in the following business which were considered to compete or likely to compete, either directly or indirectly, with the business of the Group (other than those business where the Directors were appointed as directors to represent the interests of the Company and/or the Group):

Name of Director	Name of entity which were considered to compete or likely to compete with the business of the Group	Description of competing business	Nature of interests
Mr. Wang	Australia PT Design Consultants Limited (“ PT Consultants ”)	Provision of architectural design service (other than technical and documentation work)	Directly holding 27.6% interest in PT Consultants and a director
	PT Architectural Design (Shenzhen) Company Limited (“ PT Shenzhen ”)	Provision of architectural design service (other than technical and documentation work)	Indirectly holding 27.6% interest in PT Shenzhen through PT Consultants and a director
	Shanghai PT Architecture Design & Consultant Co., Ltd (“ Shanghai PT ”)	Provision of architectural design service (other than technical and documentation work)	Indirectly holding 17.0% interest in Shanghai PT and a director

As (i) each of the above Directors is fully aware of their fiduciary duty to the Group, and will abstain from voting on any matter where there is or may be a conflict of interest; (ii) the architectural design service will be first undertaken by the Group as general design contractor, unless otherwise requested by independent developers; (iii) unless otherwise requested by independent developers, all master-planning work shall be first subcontracted to the Group; (iv) the Group has the first right of refusal on accepting the architectural schematic design work unless it is specifically requested by the independent developers that such work shall be performed by PT Consultants or PT Shenzhen; and (v) Mr. Wang has not involved in the day-to-day management and operation of Shanghai PT, the Group is capable of carrying its business independently of and at arm’s length from the businesses of these entities.

Save as disclosed above, during the Nine-month Period, none of the Directors or the controlling Shareholders or their respective close associates had an interest in a business, which competes or may compete with the business of the Group.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Company's bye-laws, or the laws of Bermuda, which would oblige the Company to offer new Shares on a pro-rata basis to the existing Shareholders.

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Shares during the Nine-month Period.

DIVIDENDS

The Board has resolved not to declare any dividend for the Nine-month Period.

CORPORATE GOVERNANCE

The Company complied throughout the Nine-month Period with the code provisions in the Code on Corporate Governance Practices contained in Appendix 15 to the GEM Listing Rules.

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all directors, all directors confirmed they complied with the required standard of dealings and the code of conduct regarding securities transactions by directors adopted by the Company during the Period.

The Company has received, from each of the independent non-executive Directors, a confirmation on his independence pursuant to Rule 5.09 of the GEM Listing Rules. The Company considers all of the independent non-executive Directors are independent.

AUDIT COMMITTEE

The audit committee of the Company (the "**Audit Committee**") comprises three members, namely, Dr. Yan Ka Shing, Mr. Xu Lin and Mr. Sui Fuxiang who are all independent non-executive Directors. Dr. Yan Ka Shing serves as the chairman of the Audit Committee. The primary duties of the Audit Committee are to review and supervise the financial reporting and internal control procedures of the Company. The third quarterly results for the Nine-month Period presented herein has not been audited but has been reviewed by the Audit Committee.

EVENT AFTER THE REPORTING PERIOD

Discloseable Transaction in Relation to Subscription of Shares in Sunshine Horizon

On 31 October 2022, the Company entered into a subscription agreement with Sunshine Horizon Development Limited (新朝陽發展有限公司) (“**Sunshine Horizon**”), pursuant to which the Company has agreed to subscribe for and the Sunshine Horizon has agreed to allot and issue five subscription shares at the subscription price of HK\$5 million per subscription share to the Company. The consideration for the subscription is HK\$25 million. Upon completion, the Company will hold a total of five ordinary shares of Sunshine Horizon, representing 50% of the enlarged share capital of Sunshine Horizon. The financial results of Sunshine Horizon will not be consolidated into the accounts of the Group.

Please refer to the announcement of the Company dated 31 October 2022 for details.

Discloseable Transaction in Relation to Subscription of Shares in GEM Capital

On 31 October 2022, the Company entered into a subscription agreement with GEM Capital Management Limited (“**GEM Capital**”), pursuant to which the Company has agreed to subscribe for and GEM Capital has agreed to allot and issue 30,000,000 subscription shares at the subscription price of HK\$1 per subscription share to the Company. The consideration for the subscription is HK\$30 million. Upon completion, the Company will hold a total of 30,000,000 ordinary shares of GEM Capital, representing approximately 60% of the enlarged share capital of GEM Capital. GEM Capital will become a non-wholly owned subsidiary of the Company and its financial results will be consolidated into the accounts of the Group.

Please refer to the announcement of the Company dated 31 October 2022 for details.

There were no significant events after 30 September 2022 and up to the date of this announcement.

CHANGE OF COMPANY SECRETARY, AUTHORISED REPRESENTATIVE AND PROCESS AGENT

The Board announces that Mr. Tam Sik Wai (“**Mr. Tam**”) has tendered his resignation as (i) the company secretary of the Company (the “**Company Secretary**”); (ii) an authorised representative of the Company (the “**Authorised Representative**”) as required under Rule 5.24 of the GEM Listing Rules; and (iii) a process agent of the Company for accepting on its behalf service of process or notices to be served on the Company in Hong Kong under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and Rule 24.05(2) of the GEM Listing Rules (the “**Process Agent**”) with effect from 14 November 2022.

The Board is pleased to announce that Mr. Tsang Shiao Tung Joseph (“**Mr. Tsang**”) has been appointed as the Company Secretary, an Authorised Representative and the Process Agent with effect from 14 November 2022.

Mr. Tsang holds a Bachelor of Commerce degree from the University of Toronto and a Master of Corporate Governance degree from The Open University of Hong Kong (currently known as Hong Kong Metropolitan University). Mr. Tsang is an associate member of The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom. He has extensive experience in the company secretarial field and the banking field.

The Board would like to express its appreciation to Mr. Tam for his contribution to the Company during his tenure of office and welcome Mr. Tsang for his new appointment.

On behalf of the Board
China United Venture Investment Limited
Wang Li Feng
Vice Chairman

Hong Kong, 14 November 2022

As at the date of this announcement, the executive Directors are Mr. Wang Li Feng, Mr. Yu Sanlong, Mr. Fan Xiaoling, Dr. Chen Xiaofeng, Mr. Ni Xian and Mr. Su Guang; the non-executive Director is Mr. Huang Bin; and the independent non-executive Directors are Dr. Yan Ka Shing, Mr. Wu Lebin, Mr. Xu Lin and Mr. Sui Fuxiang.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange website at <http://www.hkexnews.hk> for at least seven days from the date of publication and on the Company’s website at www.glorymark.com.tw/hk/investor.htm.

In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.