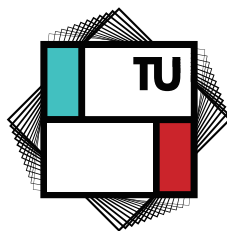


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TIMES UNIVERSAL GROUP HOLDINGS LIMITED

時代環球集團控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 2310)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2020

The board (the “**Board**”) of directors (the “**Directors**”) of Times Universal Group Holdings Limited (formerly known as Forebase International Holdings Limited) (the “**Company**”) is pleased to announce the consolidated annual results of the Company and its subsidiaries (collectively, the “**Group**”) for the year ended 31 December 2020 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2020

	Notes	2020 HK\$'000	2019 HK\$'000
Revenue	4	58,803	92,228
Direct costs		(41,533)	(55,347)
Gross profit		17,270	36,881
Other income and gain, net	6	8,304	1,860
Share of (loss)/profit of an associate		(4,349)	1,171
Share of losses of joint ventures		(15,335)	(94)
Impairment loss on interests in joint ventures		(29,523)	–
Impairment loss on intangible assets		(385)	–
Expected credit losses allowance on trade and other receivables		(22,613)	(16,509)
Administrative expenses		(28,359)	(48,154)
Finance costs	7	(4,979)	(5,971)
Loss before income tax	8	(79,969)	(30,816)
Income tax credit	9	1,189	372
Loss for the year		(78,780)	(30,444)

	<i>Notes</i>	2020 HK\$'000	2019 <i>HK\$'000</i>
Loss for the year		(78,780)	(30,444)
Other comprehensive income for the year			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
– Exchange differences on translation of financial statements of overseas operations		577	885
– Share of other comprehensive income of joint ventures	13	342	6
– Exchange reserve released upon disposal of subsidiaries		–	393
Other comprehensive income for the year		<u>919</u>	<u>1,284</u>
Total comprehensive expense attributable to the equity shareholders of the Company for the year		<u>(77,861)</u>	<u>(29,160)</u>
Loss per share attributable to equity shareholders of the Company		<i>HK cents</i>	<i>HK cents</i> (restated)
Basic and diluted	11	<u>(8.52)</u>	<u>(4.00)</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2020

	<i>Notes</i>	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Non-current assets			
Property, plant and equipment		85,533	86,724
Intangible assets	<i>12</i>	20,520	25,467
Right-of-use assets		2,894	2,853
Interest in an associate		16,865	21,070
Interests in joint ventures	<i>13</i>	–	44,516
Deferred tax assets		3,875	1,749
		<u>129,687</u>	<u>182,379</u>
Current assets			
Inventories		584	828
Trade and other receivables	<i>14</i>	12,818	28,301
Bank balances and cash		47,831	6,898
		<u>61,233</u>	<u>36,027</u>
Current liabilities			
Trade and other payables	<i>15</i>	23,228	25,202
Contract liabilities		4,284	4,407
Current taxation		14,671	13,246
Secured loans	<i>16</i>	33,667	34,275
Loans from controlling shareholders		–	11,187
Bonds	<i>17</i>	10,181	10,000
Lease liabilities		2,518	1,740
		<u>88,549</u>	<u>100,057</u>
Net current liabilities		<u>(27,316)</u>	<u>(64,030)</u>
Total assets less current liabilities		<u>102,371</u>	<u>118,349</u>
Non-current liabilities			
Deferred tax liabilities		5,355	5,849
Loans from controlling shareholders		20,558	–
Bonds	<i>17</i>	40,000	50,181
Lease liabilities		732	1,199
		<u>66,645</u>	<u>57,229</u>
Net assets		<u>35,726</u>	<u>61,120</u>

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Capital and reserves		
Share capital	441,350	388,883
Reserves	<u>(405,624)</u>	<u>(327,763)</u>
Total equity attributable to equity shareholders of the Company	<u><u>35,726</u></u>	<u><u>61,120</u></u>

Notes:

1. GENERAL

Times Universal Group Holdings Limited (formerly known as Forebase International Holdings Limited) (the “**Company**”) was incorporated in Hong Kong with limited liability. The addresses of the registered office and principal place of business of the Company is Room 3805, 38/F., Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong.

The controlling shareholders of the Group are Mr. Choi Yun Chor and Mr. Cheng Ting Kong (the “**Controlling Shareholders**”).

The Company is an investment holding company and the principal activities of the Company and its subsidiaries (collectively referred to as the “**Group**”) are hotel operation in Canada and properties management in the People’s Republic of China (the “**PRC**”).

Pursuant to a special resolution passed at the annual general meeting of the Company held on 29 June 2020, the name of Company was changed from “Forebase International Holdings Limited” to “Times Universal Group Holdings Limited”. The name change of Company became effective on 16 July 2020.

The functional currency of the Company is Hong Kong dollar (“**HK\$**”). For the purposes of presenting the consolidated financial statements, the Group adopted HK\$ as its presentation currency as its shares are listed in Hong Kong.

The financial information relating to the years ended 31 December 2020 and 2019 included in this announcement of 2020 annual results do not constitute the Company’s statutory annual consolidated financial statements for those years but is derived from those consolidated financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance is as follows:

The Company has delivered the consolidated financial statements for the year ended 31 December 2019 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance and will deliver the consolidated financial statements for the year ended 31 December 2020 in due course.

The Company’s auditor has reported on the consolidated financial statements of the Group for both years. The auditor’s report for the year ended 31 December 2020 was qualified; included an emphasis of matter in respect of the Group’s ability to continue as a going concern and contained statements under sections 407(2) and (3) of the Hong Kong Companies Ordinance, the auditor’s report did not contain a statement under section 406(2) of the Hong Kong Companies Ordinance. The auditor’s report for the year ended 31 December 2019 was qualified; included an emphasis of matter in respect of the Group’s ability to continue as a going concern and contained statements under sections 407(2) and (3) of the Hong Kong Companies Ordinance, the auditor’s report did not contain a statement under section 406(2) of the Hong Kong Companies Ordinance. For details, please refer to sub-section under “EXTRACT OF INDEPENDENT AUDITOR’S REPORT”.

The consolidated financial statements are presented in thousands of HK\$ (“**HK\$’000**”), unless otherwise stated.

2. BASIS OF PREPARATION

These annual consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“**HKASs**”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. The consolidated financial statements also comply with the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”).

The adoption of new and amended HKFRSs and the impacts on the Group’s consolidated financial statements, if any, are disclosed in note 3. The consolidated financial statements have been prepared on the historical cost basis.

Going concern basis

As at 31 December 2020, the Group’s current liabilities exceeded its current assets by HK\$27,316,000. Such event or condition indicates the existence of material uncertainty which may cast significant doubt on the Group’s ability to continue as a going concern, and thus, the Group may not be able to realise its assets and discharge its liabilities in the normal course of business.

In order to ensure the Group’s ability to operate as a going concern, certain plans and measures have been taken to mitigate the liquidity pressure and to improve its consolidated financial position which including, but not limited to, the following:

- (i) the Controlling Shareholders have given an undertaking to provide continuing financial support to the Group to enable it to meet its liabilities as and when they fall due and to enable the Group to continue in operational existence; and
- (ii) the Directors have carried out a detailed review of the working capital forecast of the Group for the twelve months ending 31 December 2021, which took into account the projected future working capital of the Group.

The directors believe the Group will have sufficient cash resources to satisfy its future working capital and other financing requirements as and when they fall due in the next twelve months from the end of the reporting period. Accordingly, the directors believe that the Group will continue as a going concern and therefore consider it is appropriate to adopt a going concern basis in preparing its consolidated financial statements.

Should the Group be unable to continue its business as a going concern, adjustments would have to be made in the consolidated financial statements to restate the values of the assets to their recoverable amounts and to provide for any further liabilities which might arise and to reclassify non-current assets as current assets.

It should be noted that accounting estimates and assumptions are used in preparation of the consolidated financial statements. Although these estimates are based on management’s best knowledge and judgement of current events and actions, actual results may ultimately differ from those estimates.

3. CHANGES IN ACCOUNTING POLICIES AND ADOPTION OF NEW AND AMENDED HKFRSs

Amended HKFRSs that are effective for annual periods beginning on or after 1 January 2020

In the current year, the Group has applied for the first time the following amended HKFRSs issued by the HKICPA, which are relevant to the Group's operations and effective for the Group's consolidated financial statements for the annual period beginning on 1 January 2020:

Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	Interest Rate Benchmark Reform
Amendments to HKAS 1 and HKAS 8	Definition of Material

The adoption of the amended HKFRSs had no material impact on how the results and financial position for the current and prior periods have been prepared and presented.

Issued but not yet effective HKFRSs

The following new standards, amendments and interpretations have been published but are not yet effective, and have not been early adopted by the Group:

HKFRS 17	Insurance Contract and related amendments ³
Amendments to HKFRS 3	Reference to the Conceptual Framework ⁵
Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform – Phase 2 ¹
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ⁴
Amendments to HKFRS 16	Covid-19-Related Rent Concessions ⁶
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current ³
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use ²
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract ²
Amendments to HKFRSs	Annual Improvements to HKFRS Standards 2018-2020 ²
Accounting Guideline 5 (Revised)	Merger Accounting for Common Control Combination ⁵

¹ Effective for annual periods beginning on or after 1 January 2021

² Effective for annual periods beginning on or after 1 January 2022

³ Effective for annual periods beginning on or after 1 January 2023

⁴ Effective date not yet determined

⁵ Effective for business combinations/common control combination for which the acquisition/combination date is on or after the beginning of the first annual period beginning on or after 1 January 2022

⁶ Effective for annual periods beginning on or after 1 June 2020

The Group is in the process of making an assessment of what the impact of these amendments, new standards and interpretations is expected to be in the period of initial application. The directors anticipate that the application of all new and amendments to HKFRSs and interpretations will have no material impact on the consolidated financial statements of the Group.

4. REVENUE

The Group's principal activities are disclosed in note 1.

Revenue from the Group's principal activities recognised during the year is as follows:

	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>
Hotel operation income	23,609	44,372
Properties management income	35,194	47,856
	58,803	92,228

Disaggregation of revenue

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical markets:

	Hotel operation		Properties management		Total	
	2020	2019	2020	2019	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Hotel accommodation	6,692	15,464	–	–	6,692	15,464
Food and beverage	12,820	21,645	–	–	12,820	21,645
Others	4,097	7,263	–	–	4,097	7,263
Properties management	–	–	35,194	47,856	35,194	47,856
	23,609	44,372	35,194	47,856	58,803	92,228
Timing of revenue recognition	2020	2019	2020	2019	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
At a point in time	12,820	21,645	–	–	12,820	21,645
Over time	10,789	22,727	35,194	47,856	45,983	70,583
	23,609	44,372	35,194	47,856	58,803	92,228
Geographical markets	2020	2019	2020	2019	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
PRC	–	–	35,194	47,856	35,194	47,856
Canada	23,609	44,372	–	–	23,609	44,372
	23,609	44,372	35,194	47,856	58,803	92,228

The Group has recognised the aggregated amount of transaction price allocated to the unsatisfied performance obligations as at the end of the reporting period under contract liabilities. The Group expects the transaction price allocated to the unsatisfied performance obligations will be recognised as revenue when the Group transfers goods or services to the customers.

5. SEGMENT INFORMATION

The Group's reportable and operating segments, based on information reported to the Chief Executive Officer, being the chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance focuses on goods or services provided are as follows:

(1) Hotel operation

Operation of a resort in Canada.

(2) Properties management

Properties management in the PRC.

Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's chief operating decision-maker monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the finance costs, depreciation of property, plant and equipment and right-of-use assets, interest income, amortisation of intangible assets, gain or loss on disposal of property, plant and equipment and loss allowance of trade and other receivables attributable to those segments.

All assets are allocated to reportable segments other than bank balances and cash, interest in an associate, interests in joint ventures, right-of-use assets, unallocated head office and corporate assets; and all liabilities are allocated to reportable segments other than loans from controlling shareholders, bonds, deferred tax liabilities, lease liabilities and unallocated head office and corporate liabilities.

- (a) The following is an analysis of the Group's revenue, results and other material items by reportable and operating segments:

2020

	Hotel operation <i>HK\$'000</i>	Properties management <i>HK\$'000</i>	Total <i>HK\$'000</i>
Revenue from external customers	<u>23,609</u>	<u>35,194</u>	<u>58,803</u>
Segment loss derived from the Group's external customers	<u>(3,098)</u>	<u>(16,724)</u>	<u>(19,822)</u>
Finance costs	(1,587)	(40)	(1,627)
Depreciation of property, plant and equipment	(2,592)	(229)	(2,821)
Depreciation of right-of-use assets	–	(430)	(430)
Interest income	–	10	10
Amortisation of intangible assets	–	(4,562)	(4,562)
(Loss)/gain on disposal of property, plant and equipment	(37)	91	54
Loss allowance of trade and other receivables	–	(22,613)	(22,613)
Segment assets	87,145	36,661	123,806
Additions to non-current segment assets	592	15	607
Segment liabilities	<u>37,425</u>	<u>24,360</u>	<u>61,785</u>

2019

	Hotel operation <i>HK\$'000</i>	Properties management <i>HK\$'000</i>	Total <i>HK\$'000</i>
Revenue from external customers	<u>44,372</u>	<u>47,856</u>	<u>92,228</u>
Segment profit/(loss) derived from the Group's external customers	<u>817</u>	<u>(2,161)</u>	<u>(1,344)</u>
Finance costs	(2,131)	–	(2,131)
Depreciation of property, plant and equipment	(3,015)	(135)	(3,150)
Interest income	–	15	15
Amortisation of intangible assets	–	(4,562)	(4,562)
Loss on disposal of property, plant and equipment	(34)	–	(34)
Loss allowance of trade and other receivables	–	(16,509)	(16,509)
Segment assets	87,363	54,280	141,643
Additions to non-current segment assets	607	1,135	1,742
Segment liabilities	<u>39,960</u>	<u>18,786</u>	<u>58,746</u>

(b) Reconciliation of reportable segment profit or loss, assets and liabilities:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Loss from operations		
Segment loss	(19,822)	(1,344)
Gain on amount due to a shareholder stated at fair value upon initial recognition	–	241
Gain on loans from controlling shareholders stated at fair value upon initial recognition	1,564	–
Depreciation		
– Right-of-use assets	(1,681)	(1,723)
Equity-settled share-based payment expenses	–	(6,290)
Other finance costs	(3,352)	(3,840)
Share of (loss)/profit of an associate	(4,349)	1,171
Share of losses of joint ventures	(15,335)	(94)
Loss on disposal of subsidiaries	–	(885)
Impairment loss on interests in joint ventures	(29,523)	–
Unallocated head office and corporate expenses	(7,471)	(18,052)
	<u>(79,969)</u>	<u>(30,816)</u>
Consolidated loss before income tax	<u>(79,969)</u>	<u>(30,816)</u>
	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Assets		
Reportable segment assets	123,806	141,643
Bank balances and cash	47,831	6,898
Interest in an associate	16,865	21,070
Interests in joint ventures	–	44,516
Right-of-use assets	1,172	2,853
Unallocated head office and corporate assets	1,246	1,426
	<u>190,920</u>	<u>218,406</u>
Consolidated total assets	<u>190,920</u>	<u>218,406</u>
	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Liabilities		
Reportable segment liabilities	61,785	58,746
Bonds	50,181	60,181
Deferred tax liabilities	5,355	5,849
Lease liabilities	1,257	2,939
Loans from controlling shareholders	20,558	11,187
Unallocated head office and corporate liabilities	16,058	18,384
	<u>155,194</u>	<u>157,286</u>
Consolidated total liabilities	<u>155,194</u>	<u>157,286</u>

Geographical information

The geographical location of customers is based on the location at which the services were provided or the goods delivered. The geographical location of the specified non-current assets is based on the physical location of the assets, in the case of property, plant and equipment, right-of-use assets; and the location of the operations to which they are allocated, in the case of intangible assets, interest in an associate and interests in joint ventures. Specified non-current assets do not include deferred tax assets for the purpose of geographical information disclosure.

The Group's operations are principally located in Hong Kong, Canada, Malaysia and the PRC (excluding Hong Kong).

The Group's revenue from external customers and information about its non-current assets by geographical locations are detailed below:

	Revenue from external customers		Specified non-current assets	
	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Canada	23,609	44,372	84,930	85,615
Hong Kong	–	–	1,172	2,853
Malaysia	–	–	16,865	21,070
The PRC (excluding Hong Kong)	35,194	47,856	22,845	71,092
	58,803	92,228	125,812	180,630

Information about major customers

There is no single external customer contributed over 10% of the total revenue of the Group for the years ended 31 December 2020 and 2019.

6. OTHER INCOME AND GAIN, NET

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Interest income from bank deposits	10	15
Gain/(loss) on disposal of property, plant and equipment	54	(34)
Gain on amount due to a shareholder stated at fair value upon initial recognition	–	241
Gain on loans from controlling shareholders stated at fair value upon initial recognition	1,564	–
Government grants (<i>note</i>)	5,792	454
Recognition of income attributable to unused gift certificates	–	781
Others	884	403
	<u>8,304</u>	<u>1,860</u>

Note: The amounts mainly relate to government grants provided as an incentive for maintaining good quality of properties management service and to provide financial support to retain employees. During the year ended 31 December 2020, the Group recognised government grants of HK\$432,000 and Canadian dollar (“CAD”) 736,000 (equivalent to HK\$4,259,000) which relate to Employment Support Scheme provided by the Hong Kong Government and Canada Emergency Wage Subsidy provided by the Canada Federal Government respectively. There are no conditions and contingencies attached to the receipt of the government rewards and they are non-recurring in nature.

7. FINANCE COSTS

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Interests on:		
– Secured loans	1,587	2,131
– Bonds	3,101	3,405
– Imputed interest on amount due to a shareholder	72	199
– Imputed interest on loans from controlling shareholders	32	–
– Lease liabilities	187	236
	<u>4,979</u>	<u>5,971</u>

8. LOSS BEFORE INCOME TAX

Loss before income tax has been arrived at after charging:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Auditor's remuneration	1,088	1,049
Staff costs (including directors' emolument)	30,259	48,155
– salaries, wages, allowances and other benefits in kind	29,226	39,541
– bonus	211	152
– retirement schemes contributions (<i>note</i>)	822	2,172
– equity-settled share-based payment expenses	–	6,290
Cost of inventories	4,662	7,915
Depreciation	4,932	4,873
– Property, plant and equipment	2,821	3,150
– Right-of-use assets	2,111	1,723
Amortisation of intangible assets (<i>note 12</i>)	4,562	4,562
Impairment loss on interests in joint ventures (<i>note 13</i>)	29,523	–
Impairment loss on intangible assets (<i>note 12</i>)	385	–
Loss on disposal of subsidiaries	–	885
Loss allowance of trade receivables (<i>note 14(a)</i>)	20,821	14,820
Loss allowance of other receivables	1,792	1,689
	<u>1,792</u>	<u>1,689</u>

Note:

During the year ended 31 December 2020, the decrease in retirement benefit scheme contributions was primarily due to the exemption of social insurance contributions as a result of regulatory supportive policies issued by the PRC local governments in response to the outbreak of COVID-19.

9. INCOME TAX CREDIT

Taxation in the consolidated statement of profit or loss and other comprehensive income represents:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
PRC Corporate Income Tax (“CIT”)		
Provision for the year	<u>1,326</u>	<u>1,859</u>
Deferred tax		
Current year	(2,515)	(2,459)
Effect on opening deferred tax balance arising from a change in tax rate during the year	<u>–</u>	<u>228</u>
	<u>(2,515)</u>	<u>(2,231)</u>
	<u>(1,189)</u>	<u>(372)</u>

Notes:

- (a) No Hong Kong Profits Tax has been provided in the consolidated financial statements as the Group had no assessable profit in Hong Kong for the years ended 31 December 2020 and 2019.
- (b) Provision for the PRC CIT is calculated at 25% of the estimated assessable profits for the years ended 31 December 2020 and 2019.
- (c) Pursuant to the relevant laws and regulation in the PRC, Nuofute Property Management Co., Ltd. (“**Nuofute Property Management**”) is qualified as small low-profit enterprises enjoyed a preferential tax rate of 20% for the years ended 31 December 2020 and 2019. In addition, in accordance with the “Notice on Preferential Income Tax Policies Applicable to Small Low-profit Enterprises”, Nuofute Property Management is also entitled to a tax concession for 75% and 50% of its taxable income for the annual taxable income of less than Renminbi (“**RMB**”) 1,000,000 and the portion that exceeds RMB1,000,000 but does not exceed RMB3,000,000 (inclusive) for the years ended 31 December 2020 and 2019, respectively.
- (d) Canadian Corporation Tax is calculated at Federal Tax rate of 15% and British Columbia Provincial Tax rate of 12% on the estimated assessable profits for the years ended 31 December 2020 and 2019. No provision for taxation has been made as there is no assessable profit for the years ended 31 December 2020 and 2019.
- (e) United States of America (“**USA**”) Corporation Tax is calculated at Federal Tax rate of 21% and California State Tax rate of 8.84% on the estimated assessable profits for the years ended 31 December 2020 and 2019. No provision for taxation has been made as there is no assessable profit for the years ended 31 December 2020 and 2019.
- (f) Pursuant to the rules and regulations of the British Virgin Islands (“**BVI**”), the Group is not subject to any income tax in the BVI for the years ended 31 December 2020 and 2019.

10. DIVIDEND

No dividend was paid or proposed during the years ended 31 December 2020 and 2019, nor has any dividend been proposed since the end of the reporting period.

11. LOSS PER SHARE

The calculation of the basic and diluted loss per share attributable to equity shareholders of the Company is based on the following:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Loss		
Loss for the purpose of basic loss per share		
Loss for the year attributable to equity shareholders of the Company	<u>(78,780)</u>	<u>(30,444)</u>
	<i>'000</i>	<i>'000</i> (restated)
Number of shares		
Weighted average number of ordinary shares as at 31 December	<u>924,373</u>	<u>760,734</u>

The weighted average number of ordinary shares adopted in the calculation of basic loss per share for the years ended 31 December 2020 and 2019 has been adjusted to reflect the bonus element of the rights issue during the year ended 31 December 2020.

The diluted loss per share is the same as basic loss per share as the Company did not have any outstanding dilutive potential ordinary shares during the years ended 31 December 2020 and 2019.

12. INTANGIBLE ASSETS

	Customers relationship <i>HK\$'000</i>
Cost	
As at 1 January 2019, 31 December 2019, 1 January 2020 and 31 December 2020	<u>45,616</u>
Amortisation	
As at 1 January 2019	15,587
Charges for the year	<u>4,562</u>
As at 31 December 2019 and 1 January 2020	20,149
Charges for the year	4,562
Impairment loss	<u>385</u>
As at 31 December 2020	<u>25,096</u>
Carrying values	
As at 31 December 2020	<u>20,520</u>
As at 31 December 2019	<u>25,467</u>

The amortisation charge for the year is included in “Administrative expenses” in the consolidated statement of profit or loss and other comprehensive income.

The customers relationship was acquired from third parties through business combinations. It was amortised on a straight-line basis over 10 years. The remaining useful life of the intangible assets was 5 years (2019: 6 years).

The discount rates reflect specific risks relation to the relevant cash-generating units. The retention rates within the remaining five-year period (2019: six-year period) have been based on the past experience and management’s expectation of market development.

The following table sets forth each key assumption on which management has based its cash flow projections to undertake impairment testing of intangible assets as at 31 December 2020:

	2020	2019
Discount rates	23.6%	18.2%
Retention rates	50.9%-66.7%	85.8%-92.7%

Impairment loss of HK\$385,000 (2019: HK\$Nil) was recognised during the year ended 31 December 2020.

13. INTERESTS IN JOINT VENTURES

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Share of net assets	–	14,993
Amount due from a joint venture	29,523	29,523
Impairment loss	(29,523)	–
	<u>–</u>	<u>44,516</u>
Represented by:		
Investment costs	15,758	15,758
Share of post-acquisition reserves	(14,876)	459
	<u>882</u>	<u>16,217</u>
Amount due from a joint venture	29,523	29,523
Exchange adjustments	(882)	(1,224)
Impairment loss (<i>note</i>)	(29,523)	–
	<u>–</u>	<u>44,516</u>
At 31 December	<u><u>–</u></u>	<u><u>44,516</u></u>

The following list contains the particulars of joint ventures, all of which are unlisted corporate entities whose quoted market prices are not available, which in the opinion of the directors principally affected the results or net assets of the Group as at 31 December 2020 and 2019.

Name	Place of incorporation/ establishment/ operations	Particulars of issued and fully paid share capital/ registered capital	Proportion ownership interest held by the Company		Principal activities
			Indirectly 2020	2019	
Triple Market Limited (“Triple Market”)	BVI	1 share, US\$1	49%	49%	Investment holding
Subsidiaries of Triple Market:					
Daily Host Limited 進策有限公司	Hong Kong	1 share, HK\$1	49%	49%	Investment holding
Chongqing Shandu Corporate Management Limited* 重慶善度企業管理有限公司	PRC	US\$300,000	49%	49%	Investment holding
Chongqing Shance Limited* 重慶善策實業有限公司	PRC	RMB10,000,000	49%	49%	Investment holding
Chongqing Xingling Limited* (“Chongqing Xingling”) 重慶星嶺實業有限公司	PRC	RMB49,658,200	49%	49%	Property holding for rental

Pursuant to the acquisition agreement, unanimous consent from both shareholders are required for certain key corporate matters of Triple Market and its subsidiaries (“Triple Market Group”). Therefore, Triple Market Group is under the joint control of the Group. The Group has the right to the net assets of Triple Market Group. Accordingly, the investment in Triple Market Group was accounted for as joint ventures of the Group by using the equity method.

The Group has not incurred any contingent liabilities or other commitments relating to its interests in the joint ventures (2019: Nil).

The amount due from a joint venture is unsecured, non-interest bearing and not expected to be repaid within one year.

Note:

In July 2019, all the investment properties of Chongqing Xingling were seized by the Intermediate People’s Court of Chongqing (重慶第一中級人民法院) (the “Court”) in relation to a loan dispute with a financial institution. As at 31 December 2020, as advised by the Company’s PRC legal advisor, the joint ventures do not possess control over the seized investment properties because the seized investment properties of the joint ventures are held under a compulsory auction as ordered by the Court during the year ended 31 December 2020. The management of the Company is of the opinion that the joint ventures are unlikely to repossess the investment properties and therefore impairment loss on the interests in joint ventures of HK\$29,523,000 was made during the year ended 31 December 2020.

* The English translation of the names of the companies established in the PRC is for reference only. The official names of the companies are in Chinese.

Set out below are the summarised financial information of Triple Market Group which is accounted for using the equity method:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Current assets	2	1
Non-current assets	–	86,133
Current liabilities	(58,395)	(54,977)
Non-current liabilities	(593)	(559)
	<hr/>	<hr/>
Net assets	(58,986)	30,598
Included in the above assets and liabilities:		
Cash and cash equivalents		
Current financial liabilities	2	1
(excluding trade and other payables and provisions)	(57,183)	(54,525)
Non-current financial liabilities		
(excluding trade and other payables and provisions)	(593)	(559)
	<hr/> <hr/>	<hr/> <hr/>
	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Revenue	–	251
Other income and gain, net	–	13
Total operating expenses	(89,021)	(455)
	<hr/>	<hr/>
Loss before income tax	(89,021)	(191)
Income tax expenses	–	–
	<hr/>	<hr/>
Loss for the year	(89,021)	(191)
Other comprehensive income for the year		
Exchange differences on translation of financial statements of the overseas joint ventures	698	11
	<hr/>	<hr/>
Total Comprehensive expense	(88,323)	(180)
	<hr/> <hr/>	<hr/> <hr/>

The Group has not recognised losses amounting to HK\$28,285,000 for the year ended 31 December 2020 (2019: HK\$Nil) for Triple Market Group. The accumulated losses not recognised were HK\$28,285,000 as at 31 December 2020 (2019: HK\$Nil).

14. TRADE AND OTHER RECEIVABLES

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Trade receivables, net of loss allowance (<i>note (a)</i>)		
– with third parties	5,915	18,923
– with related companies	–	421
	<u>5,915</u>	<u>19,344</u>
Other receivables, net of loss allowance	1,493	1,527
Amounts due from third parties, net of loss allowance	3,316	4,888
Deposits	1,116	1,249
Prepayments	978	1,293
	<u>12,818</u>	<u>28,301</u>

(a) Trade receivables

The Group allows an average credit period of 0 to 30 days to its trade customers. The following is an ageing analysis of trade receivables, net of loss allowance, based on the date of delivery of goods or date of rendering of services which approximated the respective dates on which revenue was recognised:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Within 90 days	2,719	3,685
91 to 180 days	613	1,638
181 to 365 days	476	3,582
1 to 2 years	1,533	4,344
2 to 3 years	51	4,502
Over 3 years	523	1,593
	<u>5,915</u>	<u>19,344</u>

The movements in loss allowance of trade receivables during the year are as follows:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
As at 1 January	21,092	6,611
Loss allowance of trade receivables recognised during the year	20,821	14,820
Exchange adjustments	2,433	(339)
As at 31 December	<u>44,346</u>	<u>21,092</u>

Trade receivables due from related companies as at 31 December 2019 were unsecured interest-free and repayable on demand.

15. TRADE AND OTHER PAYABLES

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Trade payables	417	1,148
Accruals	2,220	5,264
Other payables	17,750	16,021
Amount due to a shareholder	2,841	2,769
	<u>23,228</u>	<u>25,202</u>

The ageing analysis of trade payables, based on the invoice date, at the end of the reporting period, is set out as follows:

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Within 90 days	321	640
91 to 180 days	23	21
181 to 365 days	–	1
Over 365 days	73	486
	<u>417</u>	<u>1,148</u>

The average credit period on purchases of goods is 0 to 90 days.

16. SECURED LOANS

As at 31 December 2020, the mortgage loans of HK\$32,023,000 and HK\$1,644,000 are repayable on 15 September 2031 and 15 September 2029 respectively, bear an interest rate of 2% (2019: 2%) plus prime rate per annum and jointly and severally guaranteed by Mr. Choi Yun Chor and Ms. Yeung So Mui. As at 31 December 2020 and 2019, the banking facilities are secured by freehold land and buildings held for own use with carrying amount of approximately HK\$84,733,000 (2019: HK\$84,759,000), and are reviewed periodically.

The secured loans are subject to bank's overriding right to demand repayment even though the scheduled repayment dates are twelve months after the date of the reporting period. As at 31 December 2020 and 2019, none of the portion due for repayment after one year which are subject to bank's overriding right to demand repayment and that was classified as current liabilities were expected to be settled within one year.

17. BONDS

	2020 <i>HK\$'000</i>	2019 <i>HK\$'000</i>
Current portion:		
Bonds carried at fixed coupon rate of 8% per annum (<i>note (b)</i>)	–	10,000
Bonds carried at fixed coupon rate of 3% per annum (<i>note (d)</i>)	10,181	–
	10,181	10,000
Non-current portion:		
Bonds carried at fixed coupon rate of 6% per annum (<i>note (a)</i>)	20,000	20,000
Bonds carried at fixed coupon rate of 8% per annum (<i>note (b)</i>)	10,000	10,000
Bonds carried at fixed coupon rate of 3% per annum (<i>note (c)</i>)	10,000	10,000
Bonds carried at fixed coupon rate of 3% per annum (<i>note (d)</i>)	–	10,181
	40,000	50,181
	50,181	60,181

Notes:

- (a) The Company entered into two placing agreements with a placing agent issued two 6% coupon unlisted bonds on 6 August 2014 and 10 October 2014 with the aggregate principal amount of HK\$10,000,000 each within the placing period. The amounts are repayable within 96 months from the date of issue, which are 5 August 2022 and 9 October 2022 respectively.
- (b) The Company issued two 8% coupon unlisted bonds with the aggregate principal amount of HK\$10,000,000 each on 23 January 2015 and 1 June 2015 respectively. The amounts are repayable within 96 months and 60 months respectively from the date of issue, which are 22 January 2023 and 31 May 2020 (the “**2020 Bond**”) respectively. The 2020 Bond was repaid in 2020.
- (c) The Company issued a 3% coupon unlisted bond with the principal amount of HK\$10,000,000 on 1 December 2017 to Mr. Shen Ke, a former director of the Company. The amount is repayable within 84 months from the date of issue, which is 30 November 2024.
- (d) The Company issued a bond with the principal amount of HK\$10,181,000 as part of the consideration in respect of the acquisition of the joint ventures on 6 March 2018. The bond bears interest rate at 3% per annum and is unsecured. The amount is repayable within 36 months from the date of issue, which is 5 March 2021.

18. COMPARATIVE FIGURES

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

EXTRACT OF INDEPENDENT AUDITOR’S REPORT

The Company’s auditor has issued a qualified opinion on the Group’s consolidated financial statements for the year ended 31 December 2020, an extract of which is as follows:

Qualified Opinion

In our opinion, except for the effects of the matters described in the Basis for Qualified Opinion section of our report, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2020, 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 (“**HKICPA**”) and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Qualified Opinion

As explained in note 20 to the consolidated financial statements, Triple Market Limited and its subsidiaries (together, the “**Joint Ventures**”) are considered as joint ventures of the Group which mainly holds investment properties for rental business.

During the year ended 31 December 2019, all of the investment properties of the joint ventures were seized by the Intermediate People’s Court of Chongqing (重慶第一中級人民法院) (the “**Court**”) in relation to a loan dispute with a financial institution (the “**Court Case**”). The directors of the Company inquired the management of the joint ventures in relation to the Court Case, including the court orders, the reason for the seizure and the latest development of the case, but they were not able to obtain all relevant information as at 31 December 2019. Therefore, we were unable to assess the likely outcome of the Court Case and the financial impact associated with the Court Case, and to assess whether any adjustments relating to the understatement of liabilities of the Joint Ventures and whether impairment on the interests in Joint Ventures was required for the year ended 31 December 2019. As at 31 December 2019, the carrying amount of interests in Joint Ventures amounted to HK\$44,516,000.

As at 31 December 2020, as advised by the Company’s PRC legal advisor, the Joint Ventures do not possess control over the seized investment properties because the seized investment properties of the Joint Ventures are held under a compulsory auction as ordered by the Court during the year ended 31 December 2020. The management of the Company is of the opinion that the Joint Ventures are unlikely to repossess the investment properties and therefore impairment loss on the interests in Joint Ventures of HK\$29,523,000 was made during the year ended 31 December 2020.

In respect of the abovementioned events, we were unable to obtain sufficient appropriate audit evidence and there were no alternative audit procedures that we could perform to satisfy ourselves as to whether adjustments should be made on interests in Joint Ventures as at 31 December 2019 and accumulated losses as at 1 January 2020, which would affect the Group’s financial results and related cash flows, were necessary. Our audit opinion on the Group’s consolidated financial statements for the year ended 31 December 2020 was modified accordingly because of the possible effect of the audit scope limitation in the audit of the Group’s consolidated financial statements for the year ended 31 December 2019 and therefore the financial results and related cash flows for the year ended 31 December 2020 may not be comparable with the corresponding amounts.

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 qualified opinion.

Material Uncertainty Related to Going Concern

We draw attention to note 2.1 in the consolidated financial statements, which indicates that as at 31 December 2020 the Group’s current liabilities exceeded its current assets by HK\$27,316,000. Such event or condition indicates that a material uncertainty exists that may cast significant doubt on the Group’s ability to continue as a going concern. The validity of the going concern basis depends on the management’s arrangements to address the going concern issue as described in note 2.1 to the consolidated financial statements. The consolidated financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified in respect of this matter.

Report on other matters under sections 407(2) and 407(3) of the Hong Kong Companies Ordinance

In respect alone of the inability to obtain sufficient appropriate audit evidence as described in the Basis for Qualified Opinion section of our report above:

- we were unable to determine whether adequate accounting records had been kept; and
- we have not obtained all the information and explanations that, to the best of our knowledge and belief, are necessary and material for the purpose of our audit.

SCOPE OF WORK PERFORMED BY AUDITOR

The figures in respect of the preliminary announcement of the Group's results for the year ended 31 December 2020 have been agreed by the Group's auditor, Grant Thornton Hong Kong Limited (the "Auditor"), to the amounts set out in the Group's draft consolidated financial statements for the year.

The work performed by the Auditor in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by the Auditor on the preliminary announcement.

DIVIDEND

The Board does not recommend the payment of any final dividend in respect of the year ended 31 December 2020 (2019: HK\$Nil). The Group's long-term dividend policy is to distribute not less than 30% of its net profit as a dividend each financial year, and the Board will review this dividend policy from time to time to ensure optimal returns to shareholders.

ANNUAL GENERAL MEETING

The annual general meeting (the "AGM") will be held at Board Room, Level 1, South Pacific Hotel, 23 Morrison Hill Road, Wanchai, Hong Kong on Tuesday, 29 June 2021 at 2:30 p.m. The Notice of AGM will be published on the websites of the Company at www.timesuniversal.com.hk and the Stock Exchange at www.hkexnews.hk, and is intended to be despatched to shareholders on or before Friday, 30 April 2021.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 22 June 2021 to Tuesday, 29 June 2021, both days inclusive, during which period, no transfer of shares will be registered. To be eligible for attending and voting at the AGM, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:00 p.m. on Monday, 21 June 2021.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue and Segment Information

Revenue represents hotel operation income and property management income. Revenue decreased by 36.2% to approximately HK\$58,803,000 from approximately HK\$92,228,000 in 2019 was mainly due to the impact from the COVID-19 pandemic which forced the hotel operation closed for prolonged periods this year.

Direct Costs

Direct costs decreased by approximately HK\$13,814,000 or 25.0% to approximately HK\$41,533,000. The decrease was mainly due to the closure of the hotel operations.

Gross Profit

Gross profit decreased by approximately HK\$19,611,000 or 53.2% which was in line with the decrease in revenue and direct costs.

Other Income and Gain, net

Other income and gain, net increased by approximately HK\$6,444,000 from approximately HK\$1,860,000 in 2019 to approximately HK\$8,304,000 in 2020. The increase was mainly due to government grants of HK\$4,691,000 received as a result of COVID-19 pandemic.

Administrative Expenses

Administrative expenses decreased by approximately HK\$19,795,000 from approximately HK\$48,154,000 in 2019 to approximately HK\$28,359,000 in 2020 was mainly due to the decrease in equity-settled share-based payment expenses and staff costs in hotel operation in response to the outbreak of COVID-19.

Finance Costs

Finance costs decreased by approximately HK\$992,000 to HK\$4,979,000 from HK\$5,971,000 in 2019 was mainly attributable to the repayment of bond interest in July 2020.

Taxation

Income tax credit increased from approximately HK\$372,000 in 2019 to approximately HK\$1,189,000 in 2020 was mainly attributable to the recognition of deferred tax assets for the year ended 31 December 2020.

Loss for the Year

As a result of the foregoing combined effects of the above, the Group recorded a net loss of approximately HK\$78,780,000 for the year ended 31 December 2020.

Liquidity and Financial Resources

As at 31 December 2020, the Group's net current liabilities and current ratio were approximately HK\$27,316,000 and 0.69 respectively (net current liabilities and current ratio in 2019: HK\$64,030,000 and 0.36 respectively).

Charge on Assets

As at 31 December 2020, the Group's land and buildings held for own use of approximately HK\$84,733,000 (2019: HK\$84,759,000) were pledged to secure banking facilities granted to the Group.

Capital Structure

For the year ended 31 December 2020, the Group financed its liquidity requirements through a combination of cash flow as generated from operations, secured loans, bonds and loans from controlling shareholders.

Capital Commitment and Contingent Liabilities

As at 31 December 2020, the Group did not have any significant capital commitment and contingent liabilities.

BUSINESS REVIEW

Hotel Operation Business

Revenue from hotel operation accounted for approximately 40.1% of the total revenue. Hotel occupancy rate decreased to 39.1% in 2020 from 84.6% in 2019 owing to the COVID-19 pandemic which caused the hotel to close for prolonged periods. The revenue was therefore decreased by approximately HK\$20,763,000 from approximately HK\$44,372,000 in 2019 to approximately HK\$23,609,000 in 2020.

Property Management Business

Revenue from property management business amounted to approximately HK\$35,194,000, representing a decrease of 26.5% comparing to approximately HK\$47,856,000 in 2019. The decrease was mainly due to reduction in property management fee of HK\$12,662,000 of certain properties under management. The segmental revenue accounted for approximately 59.9% of the total revenue of the Group.

Net Gearing Ratio

The net gearing ratio was 1.58 as at 31 December 2020 (31 December 2019: 1.62). The net gearing ratio was measured by net debt (including secured loans, loans from controlling shareholders, and bonds, and deducting bank balances and cash) over total equity.

Staff and Remuneration Policy

As at 31 December 2020, the Group had approximately 254 employees, including 182 based in the PRC, 13 based in Hong Kong and 59 based in Canada. Staff costs for the year ended 31 December 2020 were approximately HK\$30,259,000, representing a decrease of approximately HK\$17,896,000 as compared to approximately HK\$48,155,000 of last year due to the decrease in equity-settled share-based payment expenses and staff costs in hotel operation as a result effect of COVID-19.

Employee remuneration is determined in accordance with prevailing industry practice and employees' performance and experience. Discretionary bonuses are awarded to employees with outstanding performance with reference to the performance of the Group. Employees are also entitled to other staff benefits including medical insurance and mandatory provident fund.

Foreign Exchange Fluctuation and Hedge

The Group is not subject to material foreign currency exposure since its operations in the PRC and Canada are mainly denominated in RMB and CAD respectively and the Group's revenue and operating costs in the PRC and Canada are denominated in the functional currency of the Group's entity generating the sales or incurring the costs. Accordingly, the directors consider that the currency risk is not significant. As such, no hedging instrument is considered necessary by the Board during the year. The directors will monitor the Group's exposure on an ongoing basis and will consider hedging the currency risk should the need arise.

During the years ended 31 December 2020 and 2019, the Group did not enter into any forward foreign currency contracts.

Prospects

The property management segment continues to be the key sources of income for the Group. Management believes that property management industry in China will continue to grow steadily and bring stable income to the Group. While exploring new property management projects, the Group will actively consider expanding this segment through acquisitions.

2020 was a difficult year for the hotel operation business and the global tourism industry has been devastated. Although management believes that demand for hotel will return once the economy recovers, management expects that travel restrictions, quarantine and safety concerns will continue to deter people from travelling for the foreseeable future and that a full recovery will take several years. After all, management is confident in hotel operation and will continue to explore suitable business opportunities, with an aim to deliver substantial returns for shareholders of the Company through a series of acquisitions and proposed cooperation.

OTHER INFORMATION

Corporate Governance

The Company is committed to achieving a high standard of practices of corporate governance so as to ensure the protection of shareholders' interests with better transparency. The Company has complied with the code provisions of the Corporate Governance Code set out in Appendix 14 to the Rules (the "**Listing Rules**") Governing the Listing of Securities on the Stock Exchange during the year ended 31 December 2020.

Model Code for Securities Transactions by Directors

The Company has adopted Appendix 10, Model Code for Securities Transactions by Directors of Listed Issuers of the Listing Rules (the "**Model Code**") as the code of practice for carrying out securities transactions by the directors of the Company. The Company, having made specific enquiries to all directors of the Company, confirmed that all directors have complied with the required standard of dealings as set out in the Model Code throughout the year ended 31 December 2020.

Purchase, Sale or Redemption of the Company's Listed Securities

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the year ended 31 December 2020.

Review of Accounts

The audit committee of the Board, which comprises all independent non-executive directors of the Company, has reviewed the financial results of the Group for the year ended 31 December 2020, including the accounting principles and practices adopted by the Group, and has reviewed and discussed with the management on the effectiveness of the Group's system regarding the internal controls and accounts.

Publication of the Final Results and Annual Report

This results announcement has been published on the Company's website at www.timesuniversal.com.hk and the website of the Stock Exchange at www.hkexnews.hk. The 2020 annual report is expected to be despatched to shareholders of the Company on or before Friday, 30 April 2021, which will be also made available on the websites of the Company and the Stock Exchange.

By order of the Board
Times Universal Group Holdings Limited
CHOI YUN CHOR
Co-Chairman and Executive Director

Hong Kong, 29 March 2021

As at the date hereof, the executive Directors are Ms. YEUNG So Mui, Mr. CHOI Yun Chor, Mr. NG Kwai Wah Sunny, Mr. CHEN Jian, Mr. TAI Kwok Keung Kenny and Mr. LIN Junwei; and the independent non-executive Directors are Ms. LAI Cheuk Yu Cherrie, Mr. TING Wong Kacee and Dr. LOKE Yu (alias Loke Hoi Lam).