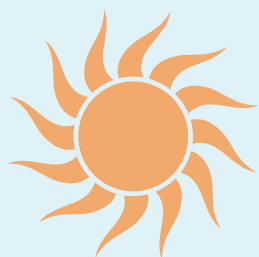


Sino Splendid Holdings Limited 中國華泰瑞銀控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

GEM Stock 股份代號：8006



First Quarterly Report

An orange airplane flying along a green swoosh line that underlines the word 'Report'.

第一季業績報告 2019



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GEM 之定位，乃為相比起其他在聯交所上市之公司帶有較高投資風險之中小型公司提供上市之市場。有意投資之人士應了解投資於該等公司之潛在風險，並應經過審慎周詳之考慮後方作出投資決定。

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The board (the “Board”) of directors (the “Directors”) of Sino Splendid Holdings Limited (the “Company”) announces the unaudited consolidated results of the Company and its subsidiaries (collectively the “Group”) for the three months ended 31 March 2019 (the “Quarterly Period”) with comparative figures for the corresponding period in 2018, are as follows:

中國華泰瑞銀控股有限公司（「本公司」）董事（「董事」）會（「董事會」）公佈本公司及其附屬公司（統稱「本集團」）截至二零一九年三月三十一日止三個月（「季度期間」）之未經審核綜合業績，連同二零一八年同期之比較數字如下：

UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

未經審核綜合損益及其他全面收益表

		(Unaudited)		
		Three months ended		
		31 March		
		(未經審核)		
		截至三月三十一日		
		止三個月		
		2019	2018	
		二零一九年	二零一八年	
		HK\$'000	HK\$'000	
		千港元	千港元	
	Notes 附註			
Revenue	營業額	3	24,923	15,451
Cost of sales	銷售成本		(15,362)	(8,524)
Gross profit	毛利		9,561	6,927
Other income, gains and losses	其他收入、收益及虧損		7,324	(3,587)
Selling and distribution expenses	銷售及分銷開支		(4,188)	(2,460)
Administrative expenses	行政開支		(11,539)	(9,782)
Profit/(Loss) before tax	除稅前溢利／（虧損）		1,158	(8,902)
Income tax credit	所得稅抵免	4	179	441
Profit/(Loss) for the period	期內溢利／（虧損）		1,337	(8,461)

(Unaudited)
Three months ended
31 March
 (未經審核)
 截至三月三十一日
 止三個月

2019 2018
 二零一九年 二零一八年
HK\$'000 **HK\$'000**
 千港元 千港元

	Notes 附註		
Other comprehensive income items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating foreign operation	其他全面收入其後可能重新分類至損益之項目： 換算海外業務之匯兌差額	9	1,250
Other comprehensive income for the period	期內其他全面收入	9	1,250
Total comprehensive income/(expenses) for the period	期內全面收入/ (開支)總額	1,346	(7,211)
Profit/(Loss) attributable to:	應佔溢利/(虧損)：		
Owners of the Company	本公司持有人	1,337	(8,461)
Non-controlling interests	非控股權益	-	-
		1,337	(8,461)
Total comprehensive income/(expenses) attributable to:	應佔全面收入/ (開支)總額：		
Owners of the Company	本公司持有人	1,346	(7,211)
Non-controlling interests	非控股權益	-	-
		1,346	(7,211)
Earnings/(Loss) per share	每股盈利/(虧損)	6	
Basic (HK cents)	基本(港仙)	0.35	(2.19)
Diluted (HK cents)	攤薄(港仙)	N/A 不適用	N/A 不適用

1. GENERAL

The Company is a public limited company incorporated in the Cayman Islands and its shares are listed on GEM of the Stock Exchange.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited consolidated financial statements of the Group have been prepared under historical cost convention, except for certain financial instruments, which are measured at fair value. The principal accounting policies used in the preparation of the unaudited consolidated financial statements are consistent with those adopted in the preparation of the annual financial statements of the Group for the year ended 31 December 2018 except that the Group has adopted the newly issued and revised HKFRSs, which are effective for the annual period beginning on 1 January 2019, as disclosed in the annual consolidated financial statements for the year ended 31 December 2018.

The adoption of these new and revised HKFRSs did not result in significant changes to the Group's financial performance and financial position.

The Group has not applied any new and revised HKFRSs that are not effective for the Quarterly Period.

1. 一般資料

本公司為一家於開曼群島註冊成立之上市有限公司，其股份於聯交所GEM上市。

2. 編製基準及會計政策

本集團之未經審核綜合財務報表乃根據歷史成本法編製，惟若干金融工具以公允值計量。編製未經審核綜合財務報表所採用的主要會計政策與編製本集團截至二零一八年十二月三十一日止年度的年度財務報表時所採用者一致，惟本集團已採用新發佈及經修訂之香港財務報告準則，該等準則於二零一九年一月一日開始之年度期間生效（誠如截至二零一八年十二月三十一日止年度之年度綜合財務報表所披露）。

採用該等新訂及經修訂香港財務報告準則並無令本集團之財務表現及財務狀況產生重大變動。

本集團並無應用於季度期間尚未生效之任何新訂及經修訂香港財務報告準則。

3. REVENUE

An analysis of the Group's revenue for the Quarterly Period is as follows:

		(Unaudited)	
		Three months ended	
		31 March	
		(未經審核)	
		截至三月三十一日	
		止三個月	
		2019	2018
		二零一九年	二零一八年
		HK\$'000	HK\$'000
		千港元	千港元
Travel Media	旅遊媒體	17,729	9,967
Financial Magazine	財經雜誌	5,288	5,110
Securities Investment	證券投資	–	–
Money Lending	放債	1,906	374
		24,923	15,451

4. INCOME TAX CREDIT

3. 營業額

本集團於季度期間之營業額分析如下：

		(Unaudited)	
		Three months ended	
		31 March	
		(未經審核)	
		截至三月三十一日	
		止三個月	
		2019	2018
		二零一九年	二零一八年
		HK\$'000	HK\$'000
		千港元	千港元
Current tax – Hong Kong	即期稅項 – 香港	–	(231)
Current tax – Overseas	即期稅項 – 海外	(89)	–
Deferred tax	遞延稅項	268	672
		179	441

4. INCOME TAX CREDIT (continued)

Hong Kong profits tax has been provided at the rate of 16.5% (2018: 16.5%) on the estimated assessable profits for the Quarterly Period.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

5. DIVIDEND

The Directors do not recommend the payment of an interim dividend for the Quarterly Period (2018: Nil).

6. EARNINGS/(LOSS) PER SHARE

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

4. 所得稅抵免(續)

香港利得稅已根據季度期間之估計應課稅溢利按16.5% (二零一八年: 16.5%) 稅率作出撥備。

源自其他司法權區之稅項乃根據相關司法權區之通用稅率計算。

5. 股息

董事並不建議就季度期間派付中期股息(二零一八年: 無)。

6. 每股盈利/(虧損)

本公司持有人應佔每股基本盈利/(虧損)乃根據下列數據計算:

(Unaudited)
Three months ended
31 March
(未經審核)
截至三月三十一日
止三個月

2019	2018
二零一九年	二零一八年
HK\$'000	HK\$'000
千港元	千港元

Earnings/(Loss)	盈利/(虧損)		
Earnings/(Loss) for the purpose of computation of basic earnings/(loss) per share	就計算每股基本盈利/(虧損)之盈利/(虧損)	1,337	(8,461)

6. EARNINGS/(LOSS) PER SHARE (continued)

6. 每股盈利／（虧損）（續）
(Unaudited)

Three months ended

31 March

（未經審核）

截至三月三十一日

止三個月

2019	2018
二零一九年	二零一八年
'000	'000
千股	千股

Number of shares	股份數目		
Weighted average number of ordinary shares in issue for the purpose of basic earnings/(loss) per share (Note)	就計算每股基本盈利／（虧損）之已發行普通股加權平均數（附註）	385,821	385,821

Note:

No diluted earnings/(loss) per share has been presented because there was no potential dilutive ordinary share in issue for the three months ended 31 March 2019 and 2018.

附註：

由於截至二零一九年及二零一八年三月三十一日止三個月並無已發行之潛在攤薄普通股，故並無呈列每股攤薄盈利／（虧損）。

7. MOVEMENT OF RESERVES

7. 儲備變動

		Share premium	Capital reserve	Goodwill reserve	Capital redemption reserve 股本贖回 儲備	Reserve funds	Translation reserve	Retained profits	Subtotal	Non- controlling interests	Total
		股份溢價 HK\$'000 千港元 (note a) (附註a)	資本儲備 HK\$'000 千港元 (note a) (附註a)	商譽儲備 HK\$'000 千港元	儲備 HK\$'000 千港元	儲備金 HK\$'000 千港元 (note b) (附註b)	匯兌儲備 HK\$'000 千港元	保留溢利 HK\$'000 千港元	小計 HK\$'000 千港元	非控股權益 HK\$'000 千港元	總額 HK\$'000 千港元
At 31 December 2017 and 1 January 2018 (audited)	於二零一七年十二月 三十一日及二零一八年 一月一日 (經審核)	72,982	755	(31,193)	11,690	19,025	48,004	84,838	206,101	2,029	208,130
Loss for the period	期內虧損	-	-	-	-	-	-	(8,461)	(8,461)	-	(8,461)
Other comprehensive income for the period	期內其他全面收入	-	-	-	-	-	1,250	-	1,250	-	1,250
Total comprehensive income/ (expenses) for the period	期內全面收入 / (開支) 總額	-	-	-	-	-	1,250	(8,461)	(7,211)	-	(7,211)
At 31 March 2018 (unaudited)	於二零一八年三月三十一日 (未經審核)	72,982	755	(31,193)	11,690	19,025	49,254	76,377	198,890	2,029	200,919
At 31 December 2018 and 1 January 2019 (audited)	於二零一八年十二月 三十一日及二零一九年 一月一日 (經審核)	72,982	755	(31,193)	11,690	19,025	47,418	51,243	171,920	2,029	173,949
Profit for the period	期內溢利	-	-	-	-	-	-	1,337	1,337	-	1,337
Other comprehensive income for the period	期內其他全面收入	-	-	-	-	-	9	-	9	-	9
Total comprehensive income for the period	期內全面收入總額	-	-	-	-	-	9	1,337	1,346	-	1,346
At 31 March 2019 (unaudited)	於二零一九年三月三十一日 (未經審核)	72,982	755	(31,193)	11,690	19,025	47,427	52,580	173,266	2,029	175,295

7. MOVEMENT OF RESERVES (continued)

Note a: Under the Companies Law of the Cayman Islands (2010 Revision as amended from time to time), the share premium and capital reserve of the Company may be applied for payment of distribution or dividend to shareholders of the Company provided that immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in ordinary course of business.

Note b: Pursuant to the relevant laws and regulations for foreign investment enterprises (the "FIEs") established in the PRC, a certain portion of the FIE's profits is required to be transferred to reserve funds which are not distributable. Transfers to this reserve are made out of the FIE's profits after taxation calculated in accordance with accounting principles and financial regulations applicable to PRC enterprises (the "PRC GAAP") and shall not less than 10% of the profit after taxation. No such transfer was made in either period as there was no such profit after taxation from the FIEs.

7. 儲備變動 (續)

附註a: 根據開曼群島公司法(二零一零年修訂本,經不時修訂),本公司股份溢價及資本儲備可供撥作分派或派發股息予本公司股東,惟緊隨建議分派或派息當日,本公司能於正常業務過程中支付到期之債務。

附註b: 根據適用於在中國成立之外商投資企業(「外商投資企業」)之相關法律及規例,外商投資企業之若干溢利須轉撥至不可分派之儲備金內。轉撥至儲備金之金額乃根據適用於中國企業之會計準則及財務規例(「中國企業會計準則」)計算外商投資企業之除稅後溢利計算,不得低於除稅後溢利之10%。由於兩個期間並無來自外商投資企業之除稅後溢利,因此於兩個期間內並無進行有關轉撥。



MANAGEMENT DISCUSSION AND ANALYSIS

Results

The Group's total revenue increased by HK\$9.4 million or 60.6%, from HK\$15.5 million for the three months ended 31 March 2018 to HK\$24.9 million for the three months ended 31 March 2019. Such increase was mainly attributable to the increase of revenue generated from the Travel Media Business.

Gross profit of the Group was HK\$9.6 million, representing an increase of HK\$2.7 million or 39.1% as compared with HK\$6.9 million for the same period in 2018.

Other income, gains and losses increased from a loss of HK\$3.6 million for the three months ended 31 March 2018 to a gain of HK\$7.3 million for the three months ended 31 March 2019. The significant increase was mainly attributable to investment income from available-for-sale investments received during the Quarterly Period.

The selling and distribution costs increased by HK\$1.7 million to HK\$4.2 million for the three months ended 31 March 2019 (three months ended 31 March 2018: HK\$2.5 million), representing an increase of 68.0%. The administrative expenses increased by HK\$1.7 million to HK\$11.5 million (three months ended 31 March 2018: HK\$9.8 million), representing an increase of 17.3% over the corresponding period in 2018.

管理層討論及分析


業績

本集團截至二零一九年三月三十一日止三個月之總營業額由截至二零一八年三月三十一日止三個月的15,500,000港元增加9,400,000港元或60.6%至24,900,000港元。該增加乃主要由於旅遊媒體業務產生的營業額增加所致。

本集團之毛利為9,600,000港元，較二零一八年同期的6,900,000港元增加2,700,000港元或39.1%。

其他收入、收益及虧損由截至二零一八年三月三十一日止三個月的虧損3,600,000港元改善至截至二零一九年三月三十一日止三個月的收益7,300,000港元。該重大增加乃主要由於季度期間收到的可供出售投資所得投資收入所致。

於截至二零一九年三月三十一日止三個月，銷售及分銷成本增加1,700,000港元至4,200,000港元（截至二零一八年三月三十一日止三個月：2,500,000港元），增加68.0%。行政開支增加1,700,000港元至11,500,000港元（截至二零一八年三月三十一日止三個月：9,800,000港元），較二零一八年同期增加17.3%。



As a result, the profit attributable to owners of the Company was HK\$1.3 million, which shows an increase of HK\$9.8 million as compared with a loss attributable to owners of the Company of HK\$8.5 million for the same period in 2018.

Business review


Travel Media Business

For the three months ended 31 March 2019, the Travel Media Business recorded revenue of HK\$17.7 million, increased by 77.0% or HK\$7.7 million as compared with that of HK\$10.0 million for the same period in 2018. This amount represented 71.1% of the Group's total revenue for the period under review.

The Travel Media Business recorded a gross profit of HK\$6.4 million and gross profit margin of 36.2%. Segment profit of this business during the three months ended 31 March 2019 amounted to HK\$0.4 million.

Overview

International tourist arrivals grew 6% in 2018, totaling 1.4 billion, 2 years ahead of forecast by the UN World Tourism Organisation. Asia and the Pacific recorded a year-on-year increase of 6% at 343 million international tourist arrivals in 2018. The global travel & tourism sector also grew 3.9% to contribute a record \$8.8 trillion and 319 million jobs to the world economy in 2018, according to the World Travel & Tourism Council.



因此，本公司持有人應佔溢利為1,300,000港元，較二零一八年同期的本公司持有人應佔虧損8,500,000港元上漲9,800,000港元。

業務回顧


旅遊媒體業務

截至二零一九年三月三十一日止三個月，旅遊媒體業務錄得營業額17,700,000港元，較二零一八年同期之10,000,000港元增加77.0%或7,700,000港元。該金額佔本集團於回顧期間總營業額之71.1%。

旅遊媒體業務錄得毛利6,400,000港元及毛利率36.2%。於截至二零一九年三月三十一日止三個月，該業務之分部溢利為400,000港元。

概覽

二零一八年，國際旅遊遊客數量增長6%，達到14億人次，聯合國世界旅遊組織的預測提前兩年達致目標。二零一八年，亞太地區國際旅遊遊客達到343百萬人次，同比增長6%。據世界旅遊及旅行理事會（World Travel & Tourism Council）的數據顯示，二零一八年，全球旅遊業亦增長3.9%，對世界經濟的貢獻達到創紀錄的8.8萬億美元，並創造了319百萬個就業崗位。



Despite the positive growth in global tourism, TTG Asia Media's business in the travel media sector continues to face many challenges in terms of revenue growth as a result of the proliferation of media options and media channels available. While TTG has established digital solutions for advertisers, TTG's traditional print media is under a lot of pressure, changing TTG's source of revenue significantly.

Performance & Operations

TTG has done reasonably well for the quarter. Compared to the same period a year ago, sales revenues and bottom line results were up significantly. These increases were made possible by the ATF event management project which we did not have the previous year. However, top and bottom line still fell slightly below expectations for the quarter. The main causes for the shortfall are:

- (1) Lower than expected take up of booths by exhibitors for ATF Event due to exhibitors' poor experience with previous ATFs managed by other event organisers.
- (2) Higher than budgeted cost for ATF which TTG has to absorb to make the trade show a success.
- (3) Slower ROP sales revenue from publishing and from special projects compared to the same period a year ago.

儘管全球旅遊業呈現積極增長趨勢，但由於可供選擇的媒體形式及媒體渠道激增，TTG Asia Media於旅遊媒體領域的業務在營業額增長方面仍面臨諸多挑戰。TTG為廣告商建立數字化解決方案的同時，亦給TTG的傳統印刷媒體帶來巨大壓力，使TTG的收益來源發生巨大變化。

表現及營運

本季度，TTG的表現相當不錯。與去年同期相比，銷售營業額及淨利潤大幅提高。該等增加可能由ATF展會管理項目所致，我們去年並無該項目。然而，本季度的總收入及淨利潤仍略低於預期。形成差距的主要原因如下：

- (1) 參展商在以往由其他活動主辦方組織的ATF中體驗不佳，導致參展商於ATF展會所訂展位較預期為低。
- (2) ATF的成本高於預算，TTG必須承擔該成本以使貿易展會取得圓滿成功。
- (3) 來自出版及特別項目的內頁銷售營業額較去年同期有所下降。



Travel Trade Publishing completed 3 successful special projects in Q1 2019:

- (1) 4 issues of the ATF 2019 show dailies in Ha Long Bay, Vietnam (Jan 2019)
- (2) 3 issues of ITB Berlin 2019 show dailies (Mar 2019)
- (3) 3 issues of IT&CM China 2019 show dailies (Mar 2019)

Events Division completed three successful events in Q1 2019:

- (1) ATF 2019 Jan 2019
- (2) IT&CM China in Shanghai, China March 2019
- (3) CTW China, Shanghai, China March 2019

旅遊貿易出版業務於二零一九年第一季完成三個成功的特別項目：

- (1) 4期越南下龍灣ATF 2019活動畫報（二零一九年一月）
- (2) 3期ITB Berlin 2019活動畫報（二零一九年三月）
- (3) 3期IT&CM China 2019活動畫報（二零一九年三月）

展會分部於二零一九年第一季完成三項成功的活動：

- (1) 二零一九年一月的ATF 2019
- (2) 二零一九年三月的中國上海IT&CM China
- (3) 二零一九年三月的中國上海CTW China



Appointments

During the quarter, TTG was appointed official business and/or media partner with a number of key travel trade events at global, regional, and domestic levels. These include Arabian Travel Mart 2019 (ATM), Travel Trade Maldives 2019 (TTM), Hotel Investment Conference Asia Pacific 2019 (HICAP) and HICAP Update 2019, ITB China 2019, Mumbrella Asia Travel Marketing Summit 2019, and IMEX Frankfurt 2019.

委任

於本季度，TTG 獲委任為一系列重要的全球、地區及國內旅遊展會活動的官方業務及／或媒體合作夥伴。其中包括二零一九阿拉伯國際旅遊展 (Arabian Travel Mart 2019) (ATM)、二零一九馬爾代夫旅遊展 (Travel Trade Maldives 2019) (TTM)、二零一九亞太酒店投資會議 (Hotel Investment Conference Asia Pacific 2019) (HICAP) 以及 HICAP Update 2019、二零一九上海國際旅遊展 (ITB China 2019)、二零一九 Mumbrella 亞洲旅遊營銷峰會 (Mumbrella Asia Travel Marketing Summit 2019) 及 IMEX Frankfurt 2019。

The Group has also secured the following media partnerships – International Luxury Travel Mart Asia Pacific 2019 and 2020 (ILTM AP) as the exclusive Travel Media Partner and co-branded Supplement Publisher; and Further East 2019 (FE) as the exclusive media partner with exclusive distribution of the TTG Asia Luxury title at the event.

本集團亦已建立以下媒體合作夥伴關係 – 二零一九年及二零二零年亞太國際奢華旅遊展 (ILTM AP) (作為獨家旅遊媒體合作夥伴及聯合品牌補充發行人)；及 Further East 2019 (FE) (於展會上作為 TTG Asia 奢侈品牌獨家分銷活動的獨家媒體合作夥伴)。





Corporate Development

TTG Asia is preparing for its 45th anniversary in 2019. The Group has commissioned a 45th Anniversary bumper issue of TTG Asia with special advertising projects such as purchase-with-purchase deals and advertorial write-ups. Extended circulation of this bumper issue will run from May till the end of 2019, which is expected to attract more advertisers. The bumper issue launch date is held simultaneously with the Travel Awards voting period and is expected to benefit from the peak advertising season.

Financial Magazine Business

Revenue from this business was HK\$5.3 million, which accounted for 21.3% of the Group's total revenue for the period under review. Segmental loss of this business during the period under review was HK\$3.5 million, primarily as a result of amortisation charges of intangible asset of HK\$1.6 million which was non-cash in nature.

Securities Investment

As at 31 March 2019, total market value for the held-for-trading investments of the Group was approximately HK\$8.1 million and recorded a fair value gain of approximately HK\$1.1 million.



公司發展

TTG Asia 正在籌備二零一九年的成立45週年慶典活動。本集團已獲得為TTG Asia 發行45週年大特刊的業務，包括推出特別廣告項目，例如購物優惠及社論式廣告寫作。此項大特刊的延長發行時間為二零一九年五月至年底，預計將吸引更多廣告客戶。大特刊的推出日期與旅遊大獎投票期同步舉行，預計將從高峰廣告季中受益。

財經雜誌業務

該業務之營業額為5,300,000港元，佔本集團於回顧期間總營業額之21.3%。於回顧期間，該業務之分部虧損為3,500,000港元，此乃主要由於屬非現金性質之無形資產之攤銷費用1,600,000港元所致。

證券投資

於二零一九年三月三十一日，本集團持作買賣投資之總市值約為8,100,000港元並錄得公允值收益約1,100,000港元。



Money Lending Business

Revenue from this business was HK\$1.9 million, which accounted for 7.6% of the Group's total revenue for the Quarterly Period.

放債業務

該業務營業額為1,900,000港元，佔本集團於季度期間總營業額的7.6%。

SIGNIFICANT INVESTMENTS


Details of the top two held-for-trading investments, in terms of market value as at 31 March 2019, are as follows:

重大投資

就於二零一九年三月三十一日的市值而言，前兩項持作買賣投資詳情如下：


For the three months ended
31 March 2019
截至二零一九年三月三十一日
止三個月

Company name (Stock code)	公司名稱 (股份代號)	Market value as at 31 March 2019 於二零一九年 三月三十一日 之市值 HK\$'000 千港元	Proportion to the total assets of the Group 佔本集團 總資產之比例 %	Fair value gain/(loss) of the investment 投資之 公允價值收益/ (虧損) HK\$'000 千港元	Dividend received 已收股息 HK\$'000 千港元
China Properties Investment Holdings Limited (736)	中國置業投資控股有限公司(736)	3,078	1.33%	815	-
Hao Wen Holdings Limited (8019)	皓文控股有限公司(8019)	2,672	1.16%	151	-
Others	其他	2,337	1.02%	102	-
		8,087	3.51%	1,068	-



DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ASSOCIATED CORPORATIONS

As at 31 March 2019, none of the Directors nor chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors of the Company as set out in rules 5.46 to 5.67 of the GEM Listing Rules.



董事及最高行政人員於本公司及其相聯法團之股份、相關股份及債權證之權益及淡倉

於二零一九年三月三十一日，概無本公司董事或最高行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份或債權證中擁有任何根據證券及期貨條例第352條須記入所存置登記冊之權益或淡倉，或根據GEM上市規則第5.46條至第5.67條所載本公司董事進行交易的規定準則須另行知會本公司及聯交所之權益或淡倉。



INTERESTS AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 March 2019, those persons (other than Directors and chief executive of the Company) who had interests and short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO were as follows:

主要股東於本公司股份及相關股份之權益及淡倉

於二零一九年三月三十一日，根據證券及期貨條例第336條規定本公司須予存置的登記冊所記錄於本公司股份或相關股份中擁有權益及淡倉的該等人士（本公司董事及最高行政人員除外）詳情如下：


Long position in ordinary shares of the Company

於本公司普通股之好倉

Name	Number of shares	Number of underlying shares	Percentage of issued share capital 佔已發行股本百分比
姓名／名稱	股份數目	相關股份數目	百分比
Chen Ying Zhen (Note 1) 陳穎臻 (附註1)	90,695,125	–	23.51%
QIYI HOLDINGS LIMITED (Note 1) 啓益控股有限公司 (附註1)	90,695,125	–	23.51%

Note 1: Mr. Chen Ying Zhen is a substantial shareholder who held 80% interest in and a director of QIYI HOLDINGS LIMITED.

附註1：陳穎臻先生為啓益控股有限公司之主要股東（擁有80%權益）兼董事。




Save as disclosed above, as at 31 March 2019, no person (other than Directors and chief executive of the Company) had notified to the Company any interests or short positions in shares or underlying shares of the Company which was recorded in the register required to be kept by the Company under section 336 of the SFO.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the three months ended 31 March 2019, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

COMPETING INTERESTS

During the three months ended 31 March 2019, the Board is not aware of any business or interest of each Director and the respective close associates (as defined under the GEM Listing Rules) of each that competes or may compete with the business of the Group and any other conflicts of interest which any such person has or may have with the Group.



除上文所披露者外，於二零一九年三月三十一日，本公司並無獲任何人士（董事或本公司最高行政人員除外）知會於本公司之股份或相關股份中擁有記錄於本公司根據證券及期貨條例第336條須予存置之登記冊之任何權益或淡倉。

購買、出售或贖回本公司之上市證券

於截至二零一九年三月三十一日止三個月，本公司及其任何附屬公司並無購買、出售或贖回本公司之任何上市證券。

競爭權益

於截至二零一九年三月三十一日止三個月，董事會並不知悉與或可能與本集團業務競爭的任何業務或各董事及彼等各自之緊密聯繫人士（定義見GEM上市規則）的權益及該等人士與或可能與本集團的任何其他利益衝突。



INTERESTS OF COMPLIANCE ADVISER

Pursuant to the directions of the GEM Listing Committee of the Stock Exchange, the Company has appointed Grand Moore Capital Limited as the independent compliance adviser (the “Compliance Adviser”) on an on-going basis for consultation on compliance with the GEM Listing Rules for a period of two years with effect from 30 November 2018. As at 31 March 2019, as notified by the Compliance Adviser, save for the compliance adviser’s agreement entered into between the Company and the Compliance Adviser, neither the Compliance Adviser nor any of its directors, employees or close associates (as defined under the GEM Listing Rules) had any interests in the Group which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules.

AUDIT COMMITTEE

The audit committee has reviewed the accounting principles and practices adopted by the Group and the unaudited consolidated financial statements for the three months ended 31 March 2019.

On behalf of the Board

Sino Splendid Holdings Limited

Chow Chi Wa

Executive Director

Hong Kong, 8 May 2019

合規顧問之權益

根據聯交所GEM上市委員會的指示，本公司已持續委任中毅資本有限公司為獨立合規顧問（「合規顧問」），以就遵守GEM上市規則事宜進行諮詢，為期兩年，自二零一八年十一月三十日起生效。於二零一九年三月三十一日，據合規顧問告知，除本公司與合規顧問訂立的合規顧問協議外，合規顧問或其任何董事、僱員或緊密聯繫人士（定義見GEM上市規則）概無於本集團中擁有根據GEM上市規則第6A.32條須知會本公司的任何權益。

審核委員會

審核委員會已審閱本集團所採納之會計原則及慣例及截至二零一九年三月三十一日止三個月之未經審核綜合財務報表。

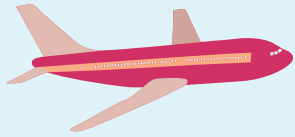
代表董事會

中國華泰瑞銀控股有限公司

執行董事

周志華

香港，二零一九年五月八日



Sino Splendid Holdings Limited
中國華泰瑞銀控股有限公司

