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Alpha Era International Holdings Limited

合寶豐年控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8406)

THIRD QUARTERLY RESULTS ANNOUNCEMENT FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2020

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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 Stock 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.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

This announcement, for which the directors (the “**Directors**”) of Alpha Era International Holdings Limited (the “**Company**” and 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 Stock 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.

FINANCIAL RESULTS

The board of Directors (the “**Board**”) is pleased to present the unaudited condensed consolidated results of the Group for the three months and nine months ended 30 September 2020, together with the unaudited comparative figures for the corresponding periods in 2019, as follows:

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

For the three months and nine months ended 30 September 2020

		For the three months ended 30 September		For the nine months ended 30 September	
	Note	2020	2019	2020	2019
		RMB'000	RMB'000	RMB'000	RMB'000
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Revenue	3	74,118	55,806	198,373	153,016
Cost of sales		(50,105)	(41,844)	(140,628)	(118,572)
Gross profit		24,013	13,962	57,745	34,444
Other income and gains		188	696	604	1,055
Distribution and selling expenses		(9,800)	(4,089)	(18,154)	(9,325)
Administrative expenses		(5,698)	(2,966)	(12,696)	(11,049)
Finance costs		(582)	–	(1,884)	–
Profit before tax		8,121	7,603	25,615	15,125
Income tax expense	4	(1,414)	(1,426)	(4,346)	(3,176)
Profit for the period	5	6,707	6,177	21,269	11,949
Other comprehensive income/(expense), net of income tax					
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translating foreign operations		(900)	806	(99)	1,136
Other comprehensive income/(expense) for the period		(900)	806	(99)	1,136
Total comprehensive income for the period		5,807	6,983	21,170	13,085
		RMB cents	RMB cents	RMB cents	RMB cents
Earnings per share – Basic and diluted	6	0.84	0.77	2.66	1.49

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 30 September 2020

	Attributable to the owners of the Company						Total equity RMB'000
	Share capital RMB'000	Share premium RMB'000	Special reserve RMB'000	Statutory reserve RMB'000	Foreign currency translation reserve RMB'000	Retained profit RMB'000	
Balance at 1 January 2020 (Audited)	6,969	26,558	17,429	6,529	1,944	45,433	104,862
Profit for the period	–	–	–	–	–	21,269	21,269
Other comprehensive expense for the period	–	–	–	–	(99)	–	(99)
Total comprehensive income/(expense) for the period	–	–	–	–	(99)	21,269	21,170
Final dividend for the year ended 31 December 2019	–	–	–	–	–	(5,428)	(5,428)
Balance at 30 September 2020 (Unaudited)	<u>6,969</u>	<u>26,558</u>	<u>17,429</u>	<u>6,529</u>	<u>1,845</u>	<u>61,274</u>	<u>120,604</u>
Balance at 1 January 2019 (Audited)	6,969	26,558	17,429	4,866	1,008	33,452	90,282
Profit for the period	–	–	–	–	–	11,949	11,949
Other comprehensive income for the period	–	–	–	–	1,136	–	1,136
Total comprehensive income for the period	–	–	–	–	1,136	11,949	13,085
Final dividend for the year ended 31 December 2018	–	–	–	–	–	(5,238)	(5,238)
Balance at 30 September 2019 (Unaudited)	<u>6,969</u>	<u>26,558</u>	<u>17,429</u>	<u>4,866</u>	<u>2,144</u>	<u>40,163</u>	<u>98,129</u>

NOTES TO UNAUDITED CONDENSED FINANCIAL RESULTS

1. GENERAL INFORMATION

Alpha Era International Holdings Limited (the “**Company**”) was incorporated in the Cayman Islands under the Companies Law of the Cayman Islands as an exempted company with limited liability on 3 November 2015. The shares of the Company have been listed on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) with effect from 7 December 2017. Its parent and ultimate holding company is Nonton Limited (“**Nonton**”), a company incorporated in the British Virgin Islands (“**BVI**”) with limited liability and wholly-owned by Mr. Lee King Sun (“**Mr. Lee**”).

The addresses of the registered office and the principal place of business of the Company are Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands and Units 1902, 19th Floor, Tamson Plaza, 161 Wai Yip Street, Kwun Tong, Kowloon, Hong Kong respectively.

The Company is an investment holding company. The Company and its subsidiaries (collectively, the “**Group**”) is principally engaged in the manufacturing and sales of inflatable products and related accessories.

Items included in the financial statements of each of the Group’s subsidiaries are measured using the currency of the primary economic environment in which the respective entity operates (the “**functional currency**”). The functional currency of the Company is Hong Kong dollars (“**HK\$**”). The unaudited condensed consolidated financial statements are presented in Renminbi (“**RMB**”), rounded to the nearest thousand, which is different from the functional currency of the Company as the Group’s dominated operations are substantially based in the People’s Republic of China (the “**PRC**”).

2. BASIS OF PREPARATION

The Group’s unaudited condensed consolidated financial statements have been prepared in accordance with the accounting policies, which conform the Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”), the disclosure requirements of the Hong Kong Companies Ordinance and the applicable disclosure provisions of the GEM Listing Rules. The unaudited condensed consolidated financial statements have been prepared under the historical cost convention.

The Group has applied the following new and amendments to HKFRSs and interpretation issued by the HKICPA for the first time in the current period:

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

3. REVENUE AND SEGMENT INFORMATION

HKFRS 8, Operating Segments, requires identification and disclosure of operating segment information based on internal financial reports that are regularly reviewed by the executive directors of the Company, being the chief operating decision maker, for the purpose of resources allocation and performance assessment. On this basis, the Group has determined that it only has one operating segment which is the manufacturing and sales of inflatable products and related accessories. Since this is the only operating segment of the Group, no further analysis for segment information is presented.

Revenue

	For the three months ended 30 September		For the nine months ended 30 September	
	2020	2019	2020	2019
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Sales of inflatable products and related accessories	74,096	54,185	197,894	149,965
Sub-contracting income	22	1,621	479	3,051
	74,118	55,806	198,373	153,016

Geographical information

The following table sets out information about the geographical location of the Group's revenue from external customers. The geographical location of revenue is based on the locations of the customers.

	For the three months ended 30 September		For the nine months ended 30 September	
	2020	2019	2020	2019
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Revenue from external customers				
– China	5,604	6,504	23,727	13,464
– Europe	2,895	1,812	18,195	28,334
– Australia and Oceania	12,385	9,266	13,022	11,810
– North America	41,180	13,420	92,710	27,954
– Asia	12,054	24,067	50,704	68,943
– Central and South America	–	737	15	2,466
– Africa	–	–	–	45
	74,118	55,806	198,373	153,016

4. INCOME TAX EXPENSE

The amount of income tax expense in the unaudited condensed consolidated statement of profit or loss and other comprehensive income represents:

	For the three months ended 30 September		For the nine months ended 30 September	
	2020	2019	2020	2019
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Current tax for the Period				
Hong Kong Profits Tax	765	538	1,677	1,549
PRC Enterprise Income Tax	615	692	2,435	1,268
Deferred tax	34	196	234	359
Total income tax recognised in profit or loss	<u>1,414</u>	<u>1,426</u>	<u>4,346</u>	<u>3,176</u>

The Group is subjected to Hong Kong Profits Tax at a rate of 16.5%.

PRC subsidiaries are subject to PRC Enterprise Income Tax at 25% for both years, unless preferential rate is applicable. A wholly-owned subsidiary of the Company located in the Zhongshan Zone is registered as a New and High Technology Enterprise and is entitled to the preferential corporate income tax rate of 15% for a period of 3 years.

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

5. PROFIT FOR THE PERIOD

Profit for the Period has been arrived at after charging:

	For the three months ended 30 September		For the nine months ended 30 September	
	2020	2019	2020	2019
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Cost of inventories recognised as an expense	50,105	41,844	140,628	118,572
Depreciation of property, plant and equipment	345	446	1,230	1,299
Depreciation of right-of-use assets	981	–	2,870	–
Amortisation of intangible assets	26	27	79	79
Net foreign exchange (gains)/losses	1,814	(509)	1,862	(375)
Operating lease payments in respect of rented premises	–	1,341	–	4,118
Short term lease expenses	5	–	11	–
Employee benefits expense (including directors' emoluments)				
Salaries, wages and other benefits	14,441	9,489	34,399	27,474
Contribution to retirement benefits schemes	275	870	841	2,559
Total employee benefits expense	<u>14,716</u>	<u>10,359</u>	<u>35,240</u>	<u>30,033</u>

6. EARNINGS PER SHARE

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

	For the three months ended 30 September		For the nine months ended 30 September	
	2020	2019	2020	2019
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Earnings				
Profit for the period attributable to the owners of the Company for the purpose of basic earnings per share	<u>6,707</u>	<u>6,177</u>	<u>21,269</u>	<u>11,949</u>
Number of shares	<i>'000</i>	<i>'000</i>	<i>'000</i>	<i>'000</i>
Weighted average number of ordinary shares for the purpose of basic earnings per share	<u>800,000</u>	<u>800,000</u>	<u>800,000</u>	<u>800,000</u>

The diluted earnings per share is equal to the basic earnings per share as there is no dilutive potential ordinary share in issue during the three months ended 30 September 2020 and 2019.

7. DIVIDENDS

During the nine months ended 30 September 2020, a final dividend of HK0.75 cents per ordinary share in respect of the year ended 31 December 2019 totaling approximately HK\$6,000,000 (equivalent to approximately RMB5,428,000) was declared and paid to the shareholders of the Company.

During the nine months ended 30 September 2019, a final dividend of HK0.75 cents per ordinary share in respect of the year ended 31 December 2018 totaling approximately HK\$6,000,000 (equivalent to approximately RMB5,238,000) was declared and paid to the shareholders of the Company.

The Board does not recommend the payment of any interim dividend for the nine months ended 30 September 2020. (2019: Nil)

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW AND OUTLOOK

The Group is principally engaged in the manufacturing and sales of inflatable products and related accessories. Founded in 2003, the Group has over 10 years' experience in designing, manufacturing and marketing high quality inflatable playgrounds and other inflatable products. The Group manufactures its products in the production facilities in Dongcheng Industrial Zone located in Zhongshan City, Guangdong Province. The Group is committed to high standards of quality in all of its products and follow stringent quality control procedures throughout the production processes. Through years of effort in marketing and production, the inflatable products have been sold under various brands widely in various overseas markets.

Undertaking the significant growth in revenue and profit in the second quarter while benefiting from the continued substantial growth in revenue through e-commerce platforms in North America, the Group's revenue in the third quarter continued to maintain substantial growth. The Group's revenue for the third quarter of 2020 was approximately RMB74,118,000, representing an increase of RMB18,312,000 or 32.8% as compared to RMB55,806,000 for the corresponding period in 2019.

For the nine months ended 30 September 2020 (the “**Period**”), the Group recorded total a revenue of approximately RMB198,373,000, representing an increase of approximately RMB45,357,000 or 29.6% as compared to approximately RMB153,061,000 for the nine months ended 30 September 2019. The Group's sales through e-commerce platforms in North America during the Period were approximately RMB35,872,000, as compared to approximately RMB4,347,000 for the corresponding period in 2019, representing an increase of RMB31,525,000 or 7.3 times.

In March 2020, the Group entered into an agreement regarding the acquisition of a spunbond meltblown spunbond (“**SMS**”) non-woven fabric production line to produce medical and sanitary non-woven fabrics, as well as non-woven fabrics for a wide range of applications. The Group expects to start trial production in December of this year, and plans to commence official production of three-layer medical-level SMS mask fabrics in the first quarter of next year.

Looking forward to the fourth quarter of this year and the beginning of next year, the Group expects to record a steady growth for orders. In line with the increasing sophistication of production technologies of the new factory in Heyuan City, opened earlier this year, and in view that the newly developed products will gradually reach the maturity phase, the Group is optimistic about its revenue and profit.

FINANCIAL REVIEW

Revenue

The Group's revenue was approximately RMB198,373,000 for the Period, representing an increase of approximately RMB45,357,000 or 29.6% as compared to the revenue for the nine months ended 30 September 2019 (2019: RMB153,016,000). Revenue from the sales of inflatable playgrounds with air blowers for the Period was approximately RMB178,953,000 (2019: RMB136,252,000), representing an increase of by approximately RMB42,701,000 or 31.3% compared with the corresponding period in 2019, which accounted for approximately 90.2% of the Group's total revenue (2019: 89.0%); revenue from the sales of other inflatable products for the Period was approximately RMB1,897,000 (2019: RMB3,005,000), representing a decrease of approximately RMB1,108,000 or 36.9% compared with the corresponding period in 2019, which accounted for approximately 1.0% of the Group's total revenue (2019: 2.0%); revenue from the sales of electronic solar products for the Period was approximately RMB7,247,000 (2019: RMB6,617,000), representing an increase of approximately RMB630,000 or 9.5% compared with the corresponding period in 2019, which accounted for approximately 3.6% of the Group's total revenue (2019: 4.3%); revenue from the sales of inflatable products related accessories and subcontracting work for the Period was approximately RMB10,276,000 (2019: RMB7,142,000), representing an increase of by approximately RMB3,134,000 or 43.9% compared with the corresponding period in 2019, which accounted for approximately 5.2% of the Group's total revenue (2019: 4.7%).

An analysis of the Group's revenue for the Period by geographical location is set out in Note 3 to the unaudited condensed financial results.

Cost of sales

Cost of sales increased by approximately RMB22,056,000 or 18.6% to approximately RMB140,628,000 for the Period from approximately RMB118,572,000 for the corresponding period in 2019.

Gross profit and gross profit margin

The Group recorded a gross profit of approximately RMB57,745,000 for the Period, representing an increase of approximately RMB23,301,000 as compared with that of the corresponding period in 2019 (2019: RMB34,444,000). Gross profit margin was approximately 29.1% for the Period, representing a significant increase of approximately 6.6% as compared to that of the corresponding period in 2019 (2019: 22.5%). The increase in gross profit margin was mainly attributable to the substantial increase in retail sales of inflatable products in North America via the e-commerce sales platforms which are of relatively higher profit margin.

Other income and gains

Total other income and gains was approximately RMB604,000 for the Period, representing a decrease of approximately RMB451,000 as compared with that of the corresponding period in 2019 (2019: RMB1,055,000). The decrease was mainly due to (i) a decrease in net foreign exchange gain of approximately RMB375,000; (ii) a decrease in interest income of approximately RMB159,000; (iii) a decrease in miscellaneous income and gains of approximately RMB100,000; partially offset by (iv) an increase in grants and subsidies from the PRC government of approximately RMB183,000.

Distribution and selling expenses

Total distribution and selling expenses was approximately RMB18,154,000 for the Period (2019: RMB9,325,000), representing an increase of approximately RMB8,829,000 or 94.7% as compared to that of the corresponding period in 2019. The increase was mainly due to the Group increased spending in (i) freight and transportation expenses of approximately RMB5,291,000; (ii) advertising and promotion expenses by approximately RMB680,000; and (iii) commission and after-sales service expenses of approximately RMB2,626,000.

Administrative expenses

The administrative expenses was approximately RMB12,696,000 for the Period (2019: RMB11,049,000), representing an increase of RMB1,647,000 or 14.9% as compared to that of the corresponding period in 2019. The increase was mainly due to (i) the increase in net foreign exchange loss of approximately RMB1,862,000, partially offset by (ii) the decrease in hospitality and travelling expenses of approximately RMB376,000.

Finance costs

The Group recorded interest on lease liabilities of approximately RMB1,884,000 for the Period (2019: Nil).

Profit for the period

Profit for the Period was approximately RMB21,269,000, representing an increase of approximately RMB9,320,000 or 78.0% as compared with that of the corresponding period in 2019 (2019: RMB11,949,000).

Dividends

The Board does not recommend payment of any interim dividend for the Period. (2019: Nil)

OTHER INFORMATION

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

As at 30 September 2020, the interests and short positions of the Directors and chief executive of the Company (the “**Chief Executive**”) in the shares, underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (the “**SFO**”)) as recorded in the register required to be kept under section 352 of SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors of listed issuer as referred to in Rule 5.46 of the GEM Listing Rules (the “**Required Standard of Dealings**”) or Rule 23.07 of the GEM Listing Rules are as follows:

Long positions in ordinary shares of the Company

Name of Director/ Chief Executive	Capacity/Nature of interest	Number of underlying Shares	Percentage of shareholding (Note 2)
Mr. Lee Kin Kee (Note 1)	Interest in a controlled corporation	172,244,000	21.53%

Notes:

- (1) Mr. Lee Kin Kee (“**Mr. Kevin Lee**”) beneficially owns the entire share capital of Blink Wishes Limited. Therefore, Mr. Kevin Lee is deemed, or taken to be, interested in all the Shares held by Blink Wishes Limited for the purpose of the SFO.
- (2) The percentage is calculated on the basis of 800,000,000 shares in issue as at the date of this announcement.

Save as disclosed above, as at 30 September 2020, none of the Directors or the Chief Executive or their respective associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of Part XV of 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.

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

As at 30 September 2020, so far as is known to the Directors and the Chief Executive and based on the public records filed on the website of the Stock Exchange and records kept by the Company, the interest and short positions of the persons or corporations (other than the Directors and the Chief Executive) in the shares or underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO are as follows:

Long positions in ordinary shares of the Company:

Name	Capacity/Nature of interest	Number of underlying Shares	Percentage of shareholding (Note 4)
Nonton Limited	Beneficial owner	427,756,000	53.47%
Mr. Lee King Sun (Note 1)	Interest in a controlled corporation	427,756,000	53.47%
Ms. Chak Lai Hung Theresa (Note 2)	Interest of spouse	427,756,000	53.47%
Blink Wishes Limited	Beneficial owner	172,244,000	21.53%
Ms. Law Siu Ling (Note 3)	Interest of spouse	172,244,000	21.53%

Notes:

- (1) Mr. Lee King Sun (“**Mr. Lee**”) beneficially owns the entire share capital of Nonton Limited. Therefore, Mr. Lee is deemed, or taken to be, interested in all the Shares held by Nonton Limited for the purpose of the SFO.
- (2) Ms. Chak Lai Hung Theresa (“**Ms. Chak**”) is the spouse of Mr. Lee. Under the SFO, Ms. Chak is deemed to be interested in the same number of Shares in which Mr. Lee is interested.
- (3) Ms. Law Siu Ling (“**Ms. Law**”) is the spouse of Mr. Kevin Lee. Under the SFO, Ms. Law is deemed to be interested in the same number of Shares in which Mr. Kevin Lee is interested.
- (4) The percentage is calculated on the basis of 800,000,000 shares in issue as at the date of this announcement.

Save as disclosed above, as at 30 September 2020, the Directors are not aware of any person or corporation (other than the Directors and the Chief Executive) who had any interest or short position in the shares or underlying shares of the Company which would be required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of interests required to be kept by the Company under section 336 of the SFO.

SHARE OPTION SCHEME

The Company has conditionally adopted a share option scheme (the “**Share Option Scheme**”) on 15 November 2017 pursuant to the written resolution of the shareholders of the Company on 15 November 2017 for the purpose of providing additional incentives to eligible participants for their contribution to the Group and/or enabling the Group to attract and retain best available personnel that are valuable to the Group.

No share option has been granted under the Share Option Scheme since its adoption to the date of this announcement.

COMPETING AND CONFLICT OF INTERESTS

None of the Directors, the controlling shareholders or substantial shareholders of the Company and their respective close associates has engaged in any business which competes or may compete, directly or indirectly, with the businesses of the Group, as defined in the GEM Listing Rules, or has any other conflict of interests with the Group during the Period.

INTERESTS OF THE COMPLIANCE ADVISER

As at 30 September 2020, as notified by the Company’s compliance adviser, Frontpage Capital Limited (the “**Compliance Adviser**”), except for the compliance adviser agreement entered into between the Company and the Compliance Adviser, neither the Compliance Adviser nor its directors, employees or close associates has any interests in relation to the Company which is required to be notified to the Group pursuant to Rule 6A.32 of the GEM Listing Rules.

DIRECTORS’ SECURITIES TRANSACTIONS

The Company has adopted a code of conduct for dealing in securities of the Company by the Directors in accordance with Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiries of all Directors, all Directors confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by Directors adopted by the Company during the Period.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S SECURITIES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s securities during the Period.

CORPORATE GOVERNANCE CODE

The Company has applied the principles and code provisions of the Corporate Governance Code as set out in Appendix 15 of the GEM Listing Rules (the “**CG Code**”). To the best knowledge of the Board, the Company has complied with the applicable code provisions of the CG Code during the Period.

AUDIT COMMITTEE

The audit committee of the Company (the “**Audit Committee**”) was established on 20 June 2017 with written terms of reference in compliance with Rules 5.28 and 5.29 of the GEM Listing Rules and code provision C.3.3 and C.3.7 of the CG Code. The Audit Committee currently comprises all three independent non-executive Directors of the Company and is chaired by Mr. Ho Hin Chung. The other members are Mr. Mao Guohua and Mr. Liu Zexing. The primary duties of the Audit Committee are mainly to review and supervise the financial reporting process and the internal control procedures of the Group.

The unaudited condensed consolidated financial statements for the Period have not been audited by the Company’s independent auditors, but have been reviewed by the Audit Committee. The Audit Committee is of the opinion that the unaudited condensed consolidated financial statements for the Period comply with the applicable accounting standards, GEM Listing Rules and that adequate disclosures have been made.

By order of the Board
Alpha Era International Holdings Limited
Huang Xiaodong
Chairman

Hong Kong, 9 November 2020

As at the date of this announcement, the Board comprises Mr. Huang Xiaodong and Mr. Xiao Jiansheng as executive Directors; Mr. Lee Kin Kee as non-executive Director; and Mr. Mao Guohua, Mr. Liu Zexing and Mr. Ho Hin Chung as independent non-executive Directors.

This announcement will remain on the website of the Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the Company’s website at www.alpha-era.co.