Luxey International (Holdings) Limited
薈萃國際（控股）有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8041)

Website: http://www.luxey.com.hk

THIRD QUARTERLY RESULTS ANNOUNCEMENT FOR THE NINE MONTHS ENDED 31 MARCH 2021

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. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

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.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the nine months ended 31 March 2021

		(Unaudited)			
		Three months ended 31 March		**Nine months ended 31 March**	
		2021	2020	**2021**	2020
	Note	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Revenue	*4*	**23,869**	21,313	**56,964**	62,427
Cost of sales and service rendered		**(23,605)**	(22,526)	**(52,489)**	(56,563)
Gross profit/(loss)		**264**	(1,213)	**4,475**	5,864
Other income		**184**	887	**827**	2,566
Reversal of allowance for receivables		**–**	–	**1,845**	–
Gain on disposal of property, plant and equipment		**40**	–	**3,089**	–
Selling expenses		**(69)**	(348)	**(122)**	(1,272)
Administrative expenses		**(4,000)**	(10,195)	**(15,528)**	(22,758)
Profit/(loss) from operations		**(3,581)**	(10,869)	**(5,414)**	(15,600)
Finance costs		**(233)**	(209)	**(2,036)**	(209)
Profit/(loss) before tax		**(3,814)**	(11,078)	**(7,450)**	(15,809)
Income tax expense	*5*	**–**	–	**–**	–
Profit/(loss) for the period	*6*	**(3,814)**	(11,078)	**(7,450)**	(15,809)
Attributable to:					
Owners of the Company		**(3,731)**	(5,430)	**(6,706)**	(10,001)
Non-controlling interests		**(83)**	(5,648)	**(744)**	(5,808)
		(3,814)	(11,078)	**(7,450)**	(15,809)
			(Restated)		(Restated)
Profit/(loss) per share	*7*				
Basic *(cent per share)*		**(0.47)**	(0.74)	**(0.86)**	(1.37)
Diluted *(cent per share)*		**(0.47)**	(0.74)	**(0.86)**	(1.37)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the nine months ended 31 March 2021

	(Unaudited)			
	Three months ended 31 March		**Nine months ended 31 March**	
	2021	2020	**2021**	2020
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
Loss for the period	**(3,814)**	(11,078)	**(7,450)**	(15,809)
Other comprehensive income:				
Item that may be reclassified to profit or loss:				
Exchange differences on translating foreign operations	**(106)**	(57)	**(17)**	326
Other comprehensive income for the period, net of tax	**(106)**	(57)	**(17)**	326
Total comprehensive income for the period	**(3,920)**	(11,135)	**(7,467)**	(15,483)
Attributable to:				
Owners of the Company	**(3,837)**	(5,487)	**(6,723)**	(9,675)
Non-controlling interests	**(83)**	(5,648)	**(744)**	(5,808)
	(3,920)	(11,135)	**(7,467)**	(15,483)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 31 March 2021

	(Unaudited)								
	Attributable to owners of the Company								
	Share capital *HK$'000*	**Share premium** *HK$'000*	**Translation reserve** *HK$'000*	**Plant and machinery revaluation reserve** *HK$'000*	**Capital redemption reserve** *HK$'000*	**Accumulated losses** *HK$'000*	**Total** *HK$'000*	**Non-controlling interests** *HK$'000*	**Total equity** *HK$'000*
At 1 July 2019	263,444	704,042	(846)	8,607	150	(882,653)	92,744	(6,173)	86,571
Total comprehensive income for the period	–	–	326	–	–	(10,001)	(9,675)	(5,808)	(15,483)
Conversion of convertible non-voting preference shares into ordinary shares *(note 9)*	(1,340)	1,340	–	–	–	–	–	–	–
Changes in equity for the period	(1,340)	1,340	326	–	–	(10,001)	(9,675)	(5,808)	(15,483)
At 31 March 2020	262,104	705,382	(520)	8,607	150	(892,654)	83,069	(11,981)	71,088
At 1 July 2020	261,844	705,642	412	–	150	(903,907)	64,141	(18,557)	45,584
Issue of shares	9,787	–	–	–	–	–	9,787	–	9,787
Conversion of convertible non-voting preference shares into ordinary shares	(180)	180	–	–	–	–	–	–	–
Total comprehensive income for the period	–	–	(17)	–	–	(6,706)	(6,723)	(744)	(7,467)
Changes in equity for the period	9,607	180	(17)	–	–	(6,706)	3,064	(744)	2,320
At 31 March 2021	271,451	750,822	395	–	150	(910,613)	67,205	(19,301)	47,904

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

For the nine months ended 31 March 2021

1. GENERAL INFORMATION

Luxey International (Holdings) Limited (the "Company") was incorporated in the Cayman Islands with limited liability. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The address of its principal place of business is Unit B, 5th Floor, Hang Cheong Factory Building, 1 Wing Ming Street, Cheung Sha Wan, Kowloon, Hong Kong. The Company's shares are listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

The Company and its subsidiaries (collectively the "Group") are engaged in:

(i) manufacturing and trading of high-end swimwear and garment products;

(ii) E-Commerce and provision of on-line shopping and media related services; and

(iii) money lending business.

2. BASIS OF PREPARATION

These unaudited condensed financial statements have been prepared in accordance with the applicable disclosures required by the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

These unaudited condensed financial statements should be read in conjunction with the 2020 annual financial statements. The accounting policies and methods of computation used in the preparation of these unaudited condensed financial statements are consistent with those used in the annual financial statements for the year ended 30 June 2020.

3. ADOPTION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants that are relevant to its operations and effective for its accounting period beginning on 1 July 2020. HKFRSs comprise Hong Kong Financial Reporting Standards; Hong Kong Accounting Standards and Interpretations. The adoption of these new and revised HKFRSs did not have any significant effect on the condensed financial statements.

4. REVENUE

The Group's revenue which represents sales of goods to customers, subcontracting fee income and interest income from money lending business are as follows:

	(Unaudited) Nine months ended 31 March	
	2021	2020
	HK$'000	*HK$'000*
Sales of goods	**49,304**	52,339
Subcontracting fee income	**4,167**	8,878
Interest income from money lending business	**3,493**	1,210
	56,964	62,427

5. INCOME TAX EXPENSE

No provision for Hong Kong Profits Tax is required for the nine months ended 31 March 2021 and 31 March 2020 since the Group has no assessable profit for the periods.

Tax charges on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

6. PROFIT/(LOSS) FOR THE PERIOD

The Group's loss for the period is stated after charging/(crediting) the following:

	(Unaudited) Nine months ended 31 March	
	2021	2020
	HK$'000	*HK$'000*
Interest income	**(10)**	(47)
Depreciation of property, plant and equipment	**394**	2,726
Depreciation of right-of-use assets	**1,199**	–
Directors' remuneration	**1,141**	1,021
Reversal of allowance for receivables	**(1,845)**	–
Gain on disposal of property, plant and equipment	**(3,089)**	–

7. PROFIT/LOSS PER SHARE

Basic profit/loss per share

For the nine months ended 31 March 2021

The calculation of basic loss per share attributable to owners of the Company is based on the loss for the period attributable to owners of the Company of approximately HK$6,706,000 (2020: HK$10,001,000) and the weighted average number of ordinary shares of 778,494,628 (2020: 731,622,750 (Restated)) in issue during the period.

For the three months ended 31 March 2021

The calculation of basic profit/loss per share attributable to owners of the Company is based on the loss for the period attributable to owners of the Company of approximately HK$3,731,000 (2020: HK$5,430,000) and the weighted average number of ordinary shares of 789,745,615 (2020: 734,240,368 (Restated)) in issue during the period.

Diluted profit/loss per share

For the nine months ended 31 March 2021

The exercise of the Group's outstanding convertible non-voting preference shares would be anti-dilutive for the nine months ended 31 March 2021. The exercise of the Group's outstanding convertible non-voting preference shares and the effect of all potential ordinary shares would be anti-dilutive for the nine months ended 31 March 2020. Diluted loss per share was the same as the basic loss per share for the nine months ended 31 March 2021 and 31 March 2020.

For the three months ended 31 March 2021

The exercise of the Group's outstanding convertible non-voting preference shares would be anti-dilutive for the three months ended 31 March 2021 and 31 March 2020. Diluted profit/loss per share was the same as the basic profit/loss per share for the three months ended 31 March 2021 and 31 March 2020.

8. DIVIDEND

The directors do not recommend the payment of dividend for the nine months ended 31 March 2021 (2020: Nil).

9. SHARE CAPITAL

(a) During the nine months ended 31 March 2020, 67,000,000 ordinary shares of HK$0.01 each were issued as a result of the conversion of 12,562,500 series B convertible non-voting preference shares.

(b) On 8 August 2020, every 10 shares of HK$0.01 each in the issued and unissued share capital of the Company were consolidated into one consolidated share of HK$0.10 each in the issued and unissued share capital of the Company.

(c) On 2 July 2020, the Board of Directors proposed a rights issue to the qualifying shareholders on the basis of one rights shares for every two consolidated shares held on 18 August 2020 (the "Record Date") at the subscription price of HK$0.10 per rights share.

97,868,384 Rights Shares have been accepted and applied for, the gross proceeds raised from the Rights Issue are approximately HK$9.8 million before expenses.

Dealings in the Rights Shares, in their fully-paid form, commenced on the Stock Exchange at 9:00 a.m. on Friday, 11 September 2020.

(d) On 20 November 2020, 1,000,000 ordinary shares of HK$0.10 each were issued as a result of the conversion of 1,751,875 series B convertible non-voting preference shares of HK$0.16.

10. SEASONALITY

The Group's sales of swimwear and garment products are subject to seasonal fluctuations, with peak demand in the first quarter of each calendar year. This is due to high demand of swimwear and related garment products for the summer.

The Group's other operations are not subject to material seasonal fluctuations.

11. RELATED PARTY TRANSACTIONS

In additional to those related party transactions and balances disclosed elsewhere in the condensed financial statements, the Group had the following transactions with its related parties during the period:

	(Unaudited) Nine months ended 31 March	
	2021	2020
	HK$'000	*HK$'000*
Rental expenses paid to a related company	**114**	38
Interest expenses paid to a shareholder	**1,142**	209

MANAGEMENT DISCUSSION AND ANALYSIS

Shares Consolidation

On 5 August 2020, the share consolidation resolution on the basis that every 10 issued and unissued Shares of HK$0.01 each will be consolidated into one consolidated share of HK$0.10 each proposed was duly passed by the Shareholders by way of poll at the extraordinary general meeting

Please refer to announcements and Circulars of the Company dated 2 July 2020, 3 July 2020, 16 July 2020 and 5 August 2020 for details.

Rights Issue

The Company conducted the Rights Issue on the basis of one Rights Share for every two Consolidated Shares held on the Record Date at the subscription price of HK$0.10 per Rights Share. 97,868,384 Rights Shares have been accepted and applied for, the gross proceeds raised from the Rights Issue are approximately HK$9.8 million before expenses.

Dealings in the Rights Shares, in their fully-paid form, commenced on the Stock Exchange at 9:00 a.m. on Friday, 11 September 2020.

Please refer to prospectus of the Company, dated 19 August 2020, and the announcement of the Company dated 2 July 2020, 3 July 2020 and 9 September 2020 for details.

Financial Performance

For the nine months ended 31 March 2021 (the "Current Period"), loss attributable to owners of the Company was approximately HK$6,706,000 (nine months ended 31 March 2020: HK$10,001,000), representing an decrease of 32.95% over the corresponding period in 2020.

Gross profit for the Current Period was approximately HK$4,475,000 (nine months ended 31 March 2020: HK$5,864,000).

For the Current Period, the Group's unaudited revenue amounted to approximately HK$56,964,000 (nine months ended 31 March 2020: HK$62,427,000) representing an decrease of approximately 8.75% over the corresponding period in 2020. Details of the decrease in revenue and decrease in gross profit are discussed below:

Manufacturing and trading of swimwear and garment products ("Swimwear and garment segment")

The revenue generated from Swimwear and garment segment for the Current Period was approximately HK$14,167,000 (nine months ended 31 March 2020: HK$40,263,000). Gross loss for the Current Period was approximately HK$307,000 (nine months ended 31 March 2020: gross profit HK$2,472,000). Gross loss ratio for the Current Period was approximately 2% (nine months ended 31 March 2020: gross profit ratio 6%). Gross loss for the Current Period was mainly due to decrease in orders for swimwear and garment segment.

Trading and provision of on-line shopping and media related services ("Trading and on-line shopping related segment")

The revenue generated for the Current Period was approximately HK$39,304,000 (nine months ended 31 March 2020: HK$20,954,000). Gross profit for the Current Period was approximately HK$1,289,000 (nine months ended 31 March 2020: HK$2,182,000). Gross profit ratio for the Current Period was 3% (nine months ended 31 March 2020: 10%). Decrease in gross profit margin for the Current Period was mainly due to decrease in higher profit margin order.

Money lending business ("Money lending segment")

The revenue generated from Money lending segment for the Current Period was approximately HK$3,493,000 (nine months ended 31 March 2020: HK$1,210,000). Gross profit for the Current Period was approximately HK$3,493,000 (nine months ended 31 March 2020: HK$1,210,000). Gross profit ratio for the Current Period was 100% (nine months ended 31 March 2020: 100%).

Interim dividend

The board of directors (the "Board") does not recommend the payment of an interim dividend for the nine months ended 31 March 2021 (nine months ended 31 March 2020: Nil).

Operations

During the Current Period, the Group maintained an effective cost measures in controlling the cost structure of its operations. Besides, the Group will be extremely prudent in the expansion of its operations in an organic manner. We also believe that it is of the Group's best interest to explore different sources of income while still maintains an effective and efficient overhead structure for our supporting departments in each of the business segments under operation.

Contingent liabilities

As at 31 March 2021, the Group did not have any material contingent liabilities (At 31 March 2020: Nil).

PROSPECT

The coronavirus pandemic has taken a heavy toll on the Group's swimwear and garment segment and reflected on the significant reduction of orders on hand. The prospects for this segment remain challenging as it is closely tied to the development of the coronavirus pandemic. In order to rationalise its production costs and to align with the demands from customers, the Group has shut down its production base in Cambodia and redirect all its customer orders to its production base in China. The Group will continue to adopt costs cutting measures in response to the current unfavourable market condition which is expected to be temporary. The Group is well position to capture the business opportunities from the expected market recovery. The Company is committed to maintaining this segment as the Group's principal business despite the uncertainties ahead. The Company will continue to deepen its relationships with existing customers and will seek new business opportunities with new customers including domestic customers in China.

For the E-commerce and on-line shopping related segment, due to the coronavirus pandemic, global trading activities and logistics were seriously disrupted which adversely affected the supply of second hand mobile phones. However the online demand for such products remained strong even in the midst of the pandemic. It is expected resumption of trading activities and cargo movement, this segment will catch up quickly. The Group intends to further operation in this segment and capture the business opportunities from the expected market recovery.

For the money lending business, the Group will continue to maintain and develop the business and to allocate sufficient resources to meet business demands.

The management of the Group continues to formulate its business strategies to optimise the use of its operating and financial resources. It will consider to diversify its operations where appropriate business opportunities arise.

SHARE OPTION

On 28 November 2017, the Company terminated the share option scheme adopted by the Company on 18 March 2008 and the rules of the new share option scheme (the "Scheme") be approved as the new share option scheme.

The Company operates the Scheme for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants include the full-time and part-time employees, executives, officers, directors, business consultants, suppliers, customers, legal and financial advisers of the Company and the Company's subsidiaries. The Scheme became effective on 28 November 2017 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The maximum number of unexercised share options currently permitted to be granted under the Scheme is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue at any time. The maximum number of shares issuable under share options to each eligible participant in the Scheme within any 12-month period, is limited to 1% of the shares of the Company in issue at any time. Any further grant of shares options in excess of this limit is subject to shareholders' approval in a general meeting.

At 31 March 2021, no option was outstanding under the Scheme (2020: Nil). Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of the grant) in excess of HK$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The exercise price of the share options is determinable by the directors, but may not be less than the highest of (i) the Stock Exchange closing price of the Company's shares on the date of the offer of the share options; (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares on the date of the offer.

The offer of a grant of share options may be accepted within 28 days from the date of the offer, upon payment of a nominal consideration of HK$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors, and commences after a certain vesting period and ends on a date which is not later than five years from the date of the offer of the share options or the expiry date of the Scheme, if earlier.

DISCLOSURE OF INTERESTS

Interests in Securities of Directors and Chief Executive

As at 31 March 2021, none of the directors and chief executives of the Company has any interests or short positions in the shares ("Shares"), underlying Shares or debentures of the Company and its associated corporations (within the meaning of part XV of the Securities and Futures Ordinance, the Laws of Hong Kong (the "SFO")) which are required (a) to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required to be notified to the Company and the Stock Exchange pursuant to the GEM Listing Rules relating to securities transaction by directors.

Interests in Securities of Substantial Shareholders

As far as was known to any director or chief executive of the Company, as at 31 March 2021, the persons or companies (not being a director or chief executive of the Company) who had interests or short positions in the Shares or underlying Shares which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO or who were directly or indirectly deemed to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group were as follows:

(i) Long positions in Shares

Name of Shareholder	**Number of Shares**	**Type of interests**	**Approximate percentage of issued share capital (%)** *(Note 1)*
Mr. Lau Chi Yuen, Joseph (“Mr. Lau”)	149,074,199 *(Note 2)*	Personal & Corporate	18.88%
JL Investments Capital Limited	141,674,199	Beneficial	17.94%
Big Good Management Limited (“Big Good”)	135,053,384	Beneficial	17.10%
Mr. Ma Hoi Cheuk (“Mr. Ma”)	135,053,384 *(Note 3)*	Corporate	17.10%
Wide Select Investments Limited (“Wide Select”)	126,642,000	Beneficial	16.04%
Mr. Lee Yim (“Mr. Lee”)	126,642,000 *(Note 4)*	Corporate	16.04%

Notes:

1. The percentage of issued share capital had been arrived at on the basis of a total of 789,745,615 Shares in issue as at 31 March 2021.

2. These shares are held as to 7,400,000 shares by Mr. Lau personally and as to 141,674,199 shares by JL Investments Capital Limited (“JL Investments”), which is wholly-owned by Mr. Lau. Mr. Lau is deemed to be interested in the shares held by JL Investments.

3. Big Good is wholly-owned by Mr. Ma who is deemed to be interested in underlying shares held by Big Good.

4. Wide Select is wholly-owned by Mr. Lee who is deemed to be interested in underlying shares held by Wide Select.

Save as disclosed above, as at 31 March 2021, the directors were not aware of any other person who had an interest or short positions in the shares or underlying shares which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or who was interested in 5% or more of the nominal value of any class of share capital, or options in respect of such capital, carrying rights to vote in all circumstances at general meetings of the Company.

(ii) Long positions in underlying shares of equity derivatives of the Company

Name of Shareholder	**Number of Shares**	**Type of interests**	**Approximate percentage of issued share capital (%)** *(Note 1)*
Big Good	249,225,166 *(Note 3 & 4)*	Beneficial	31.56%
Mr. Ma	249,225,166 *(Note 2)*	Corporate	31.56%

Notes:

1. see Note 1 on page 15.

2. see Note 3 on page 15.

3. Big Good was the holder of 1,063,333,333 convertible non-voting preference shares of HK$0.15 each which have no voting rights and are convertible into ordinary shares. Pursuant to the terms of the convertible non-voting preference shares, the conversion price of the outstanding convertible non-voting preference shares has been adjusted from HK$1.20 per share to HK$1.121 per share as a result of the Rights Issue. The said adjustment took effect on 19 August 2020, being the day next following the Record Date.

4. Big Good was also the holder of 187,348,125 series B convertible non-voting preference shares of HK$0.16 each which have no voting rights and are convertible into ordinary shares. Pursuant to the terms of the series B convertible non-voting preference shares, the conversion price of the outstanding series B convertible non-voting preference shares had been adjusted from HK$0.30 to HK$0.2803 per share as a result of the Rights Issue. The said adjustment took effect on 19 August 2020, being the day next following the Record Date.

As far as the directors are aware, saved as disclosed herein, as at 31 March 2021, no persons have short positions in shares or underlying shares of equity derivatives of the Company.

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

The Company had not redeemed any of its Shares during the Current Period. Neither the Company nor any of its subsidiaries had purchased or sold any Shares during the Current Period.

COMPETING INTERESTS

The directors are not aware of, as at 31 March 2021, any business or interest of each director, substantial shareholder and management shareholder (as defined in the GEM Listing Rules) and their respective associates 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.

AUDIT COMMITTEE

The Company established an audit committee with written terms of reference in compliance with Rules 5.28 to 5.29 of the GEM Listing Rules.

The primary duties of the audit committee are (i) to review the annual reports and accounts, half-year reports and quarterly reports and give advice and comments thereon to the directors; and (ii) to review and supervise the financial reporting process and internal controls. The audit committee comprises three independent non-executive directors of the Company.

The audit committee has reviewed the Group’s unaudited results for the nine months ended 31 March 2021.

CODE ON CORPORATE GOVERNANCE PRACTICES

The Board is committed to maintain high standards of corporate governance for the Company. During the Current Period, the Company is in compliance with the Corporate Governance Code (the “CG Code”) as set out in Appendix 15 to the GEM Listing Rules except provisions A.4.1 of the CG Code as detailed below:

Code Provision A.4.1

Under the code provision A.4.1 of the CG Code, non-executive directors should be appointed for a specific term, subject to re-election. The current independent non-executive directors are not appointed for specific terms, but are subject to retirement and re-election at Annual General Meeting of the Company in line with the Company’s Articles of Association. As such, the Company considers that sufficient measures have been taken to ensure the Company’s corporate governance practices are no less exacting than those in the CG Code.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all directors, all directors of the Company have complied with the required standard of dealings and the code of conduct regarding securities transactions by directors adopted by the Company throughout the nine months ended 31 March 2021.

The Company has adopted the same code of conduct for securities transactions by employees who are likely to be in possession of unpublished price-sensitive information of the Company.

No incident of non-compliance of the code of conduct by the relevant employees was noted by the Company.

By Order of the Board
Luxey International (Holdings) Limited
Lau Chun Fat, George
Chairman

Hong Kong, 12 May 2021

As at the date of this announcement, the Board comprises two (2) Executive Directors, namely, Mr. Lau Chun Fat, George and Ms. Chan Hiu Kwan, and three (3) Independent Non-executive Directors, namely Dr. Lee Chung Mong, John, Mr. Tam Wing Kin and Mr. Fung Chan Man, Alex.

This announcement will remain on the GEM website at http://www.hkgem.com on the "Latest Company Announcements" page for 7 days from the date of its posting and on the website of the Company.