



國聯通信控股有限公司

GLOBAL LINK COMMUNICATIONS HOLDINGS LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8060)

THIRD QUARTERLY RESULTS ANNOUNCEMENT 2021

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*This announcement, for which the directors (the “**Directors**”) of Global Link Communications Holdings Limited (the “**Company**”) 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.*

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting. This announcement will also be posted on the website of the Company at www.glink.hk.

HIGHLIGHTS

Turnover for the nine months ended 31 December 2021 was approximately HK\$130,024,000 representing approximately 107% increase from that of the corresponding period in 2020.

Loss attributable to equity shareholders of the Company for the nine months ended 31 December 2021 was approximately HK\$4,157,000, as compared with the loss of approximately HK\$3,427,000 for the corresponding period of last year.

UNAUDITED THIRD QUARTERLY RESULTS FOR THE NINE MONTHS ENDED 31 DECEMBER 2021

The board of directors (the “**Board**”) of Global Link Communications Holdings Limited (the “**Company**”) announces the unaudited condensed consolidated financial statements of the Company and its subsidiaries (the “**Group**”) for the three months and the nine months ended 31 December 2021 together with the unaudited comparative figures for the corresponding periods in 2020 as follows:

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

| | Notes | For the three months ended | | For the nine months ended | |
|---|-------|----------------------------|-----------------|---------------------------|-----------------|
| | | 31 December | | 31 December | |
| | | 2021 | 2020 | 2021 | 2020 |
| | | (Unaudited) | (Unaudited) | (Unaudited) | (Unaudited) |
| | | <i>HK\$'000</i> | <i>HK\$'000</i> | <i>HK\$'000</i> | <i>HK\$'000</i> |
| Revenue | 2 | 57,031 | 20,607 | 130,024 | 62,956 |
| Cost of sales | | <u>(51,207)</u> | <u>(20,419)</u> | <u>(123,614)</u> | <u>(53,738)</u> |
| Gross profit | | 5,824 | 188 | 6,410 | 9,218 |
| Other revenue | | 1,344 | 2,685 | 3,569 | 4,955 |
| Selling expenses | | (1,493) | (2,490) | (4,746) | (7,865) |
| Administrative expenses | | (2,768) | (2,565) | (8,387) | (9,574) |
| Other operating expenses | | <u>(240)</u> | <u>(211)</u> | <u>(471)</u> | <u>(630)</u> |
| Profit/(loss) from operation | | 2,667 | (2,393) | (3,625) | (3,896) |
| Finance costs | | <u>(211)</u> | <u>29</u> | <u>(520)</u> | <u>(622)</u> |
| Profit/(loss) before taxation | | 2,456 | (2,364) | (4,145) | (4,518) |
| Income tax | 3 | <u>-</u> | <u>-</u> | <u>(12)</u> | <u>-</u> |
| Profit/(loss) for the period | | <u>2,456</u> | <u>(2,364)</u> | <u>(4,157)</u> | <u>(4,518)</u> |
| Other comprehensive income/(loss): | | | | | |
| Exchange differences on translating foreign operations | | <u>448</u> | <u>950</u> | <u>887</u> | <u>1,753</u> |
| Total comprehensive income/(loss) for the period | | <u>2,904</u> | <u>(1,414)</u> | <u>(3,270)</u> | <u>(2,765)</u> |
| Profit/(loss) attributable to: | | | | | |
| Equity shareholders of the Company | | 2,456 | (2,364) | (4,157) | (3,427) |
| Non-controlling interests | | <u>-</u> | <u>-</u> | <u>-</u> | <u>(1,091)</u> |
| | | <u>2,456</u> | <u>(2,364)</u> | <u>(4,157)</u> | <u>(4,518)</u> |
| Total comprehensive income/(loss) attributable to: | | | | | |
| Equity shareholders of the Company | | 2,904 | (1,414) | (3,270) | (1,674) |
| Non-controlling interests | | <u>-</u> | <u>-</u> | <u>-</u> | <u>(1,091)</u> |
| | | <u>2,904</u> | <u>(1,414)</u> | <u>(3,270)</u> | <u>(2,765)</u> |
| Earnings/(loss) per share (in HK cents): | 5 | | | | |
| - Basic and diluted | | <u>0.75</u> | <u>(0.72)</u> | <u>(1.27)</u> | <u>(1.05)</u> |

NOTES TO THE INCOME STATEMENT

1. BASIS OF PREPARATION

The Group's unaudited quarterly results have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), accounting principles generally accepted in Hong Kong and the applicable disclosures required by the GEM Listing Rules and by the Hong Kong Companies Ordinance.

These financial statements have been prepared under the historical cost convention.

2. REVENUE

Revenue, which is also the Group's turnover, presents net of value-added tax, trade discounts and returns.

3. INCOME TAX

The statutory income tax rate of the Company and its subsidiaries operated in Hong Kong was 16.5% for the nine months ended 31 December 2021 and 2020, except for one subsidiary of the Group which is a qualifying corporation under the two-tiered Profits Tax rates regime. For this subsidiary the first HK\$2 million of assessable profits are taxed at 8.25%, and the remaining assessable profits are taxed at 16.5%.

The provision for Hong Kong Profits Tax for the nine months ended 31 December 2021 was approximately HK\$12,000 (2020: Nil).

A PRC subsidiary of the Company, Guangzhou Global Link Communications Inc. (“**Guangzhou GL**”), was qualified as “High and new technology enterprise” and subject to concessionary rate of PRC enterprise income tax (the “**PRC EIT**”) at 15%, which was granted for further three years starting from December 2020. The remaining PRC subsidiaries were qualified as “Small Low-profit Enterprise” and subject to a concessionary PRC EIT rate.

The Company and its subsidiaries incorporated in countries other than the PRC and Hong Kong are not subject to any income tax pursuant to the rules and regulations of their respective countries of incorporation.

There was no significant unprovided deferred taxation for the nine months ended 31 December 2021.

4. DIVIDEND

The Board does not recommend a dividend for the nine months ended 31 December 2021 (2020: Nil).

5. EARNINGS/(LOSS) PER SHARE

(a) Basic earnings/(loss) per share

The calculation of basic earnings/(loss) per share is based on the unaudited consolidated earnings attributable to equity shareholders of the Company for the three months ended 31 December 2021 of approximately HK\$2,456,000 (2020: consolidated loss attributable to equity shareholders of the Company approximately HK\$2,364,000) and the weighted average number of approximately 326,380,800 ordinary shares (2020: approximately 326,380,800 ordinary shares) in issue during the period calculated.

The calculation of basic loss per share is based on the unaudited consolidated loss attributable to equity shareholders of the Company for the nine months ended 31 December 2021 of approximately HK\$4,157,000 (2020: approximately HK\$3,427,000) and the weighted average number of approximately 326,380,800 ordinary shares (2020: approximately 326,380,800 ordinary shares) in issue during the period calculated.

(b) Diluted earnings/(loss) per share

As there were no diluted potential ordinary shares during the three months and the nine months ended 31 December 2021 and for the three months and nine months ended 31 December 2020, the diluted earnings/(loss) per share was same as basic earnings/(loss) per share.

6. CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

| | Share capital (unaudited) HK\$'000 | Share premium (unaudited) HK\$'000 | Merger reserve (unaudited) HK\$'000 <i>(note a)</i> | Exchange reserve (unaudited) HK\$'000 | Accumulated Losses (unaudited) HK\$'000 | Statutory reserves (unaudited) HK\$'000 <i>(note b)</i> | Total (unaudited) HK\$'000 |
|---|---|---|---|--|--|---|----------------------------------|
| As at 1 April 2020 | 32,638 | 188,107 | 2,135 | 7,303 | (134,459) | 14,868 | 110,592 |
| Loss attributable to equity shareholders of the Company for the period | - | - | - | - | (3,427) | - | (3,427) |
| Other comprehensive loss | | | | | | | |
| Exchange differences on translating foreign operations | - | - | - | 1,753 | - | - | 1,753 |
| Release upon disposal of a subsidiary | - | - | - | 28 | - | - | 28 |
| As at 31 December 2020 | <u>32,638</u> | <u>188,107</u> | <u>2,135</u> | <u>9,084</u> | <u>(137,886)</u> | <u>14,868</u> | <u>108,946</u> |
| As at 1 April 2021 | 32,638 | 188,107 | 2,135 | 9,175 | (131,909) | 14,583 | 114,729 |
| Loss attributable to equity shareholders of the Company for the period | - | - | - | - | (4,157) | - | (4,157) |
| Other comprehensive loss | | | | | | | |
| Exchange differences on translating foreign operations | - | - | - | 887 | - | - | 887 |
| As at 31 December 2021 | <u>32,638</u> | <u>188,107</u> | <u>2,135</u> | <u>10,062</u> | <u>(136,066)</u> | <u>14,583</u> | <u>111,459</u> |

Note:

- (a) The merger reserve represents the difference between the nominal value of the share capital issued by the Company in exchange for the nominal value of the share capital and share premium of its subsidiaries arising from group reorganisation in 2002.
- (b) Statutory reserves comprise statutory surplus reserve and statutory welfare reserve fund of subsidiaries in the People's Republic of China (the "PRC").

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review and Prospects

During the period under review, the global economy continued to be plagued by uncertainties due to the impact of novel coronavirus pneumonia epidemic (“**COVID-19**”), in particular the highly contagious new variant of virus under the COVID-19 started to spread in recent months which constrained normal economic activities. Guangzhou Global Link Communications Inc. (“**Guangzhou Global Link**”), a subsidiary of the Group, mainly performed the signed delivery contracts to implement the delivery of products to vehicle manufacturing enterprises under CRRC. During the period, it delivered spare parts and components for the renovation projects of Guangzhou Metro Lines 5 and 6, Foshan Metro Line 3, Harbin Metro Line 3, Shenzhen Metro Line 3 system overhaul and existing service projects for certain cities respectively. Relevant resources were also invested to implement the operating and opening of Guangzhou Metro Line 18/22, Wuhan Metro Line 16 and Chongqing Metro Line 9.

Due to the rampant COVID-19, it posed a number of difficulties for the implementation of overseas projects, which was mainly due to the restricted entry and exit of engineering and technical service personnel, as well as a lot of the time consumed, resulting in a significant increase in traveling costs. As a result of travel disruptions in the relevant domestic regions, our market expansion and technical exchanges were reduced as compared to the same period and our marketing activities were constrained.

As affected by the general domestic and international economic environment, investment in urban rail transportation would be gradually slowed down. Many of the projects planned for the 13th Five-Year Plan have been postponed in certain major cities. The postponement or delay in the implementation of these projects will also result in a reduction in the Company’s production and sales revenue in future years. Currently, the investment plans for the 14th Five-Year Plan in various regions mainly highlighted stability as the focus. The overall investment has decreased to a certain extent as compared to the previous years. At the same time, it is paying more attention to the product standardisation and high quality development in the industry, focusing on artificial intelligence for IT operations and whole-life cycle management. The development trend of the rail transportation industry will have higher entry barriers for industry chain enterprises, for which enterprises will face the challenge in technological innovation and service. As a result, the overall operating costs of enterprises will be under pressure.

During the period under review, due to the fluctuant situation of the COVID-19 and with a view to avoid and minimise local people’s risk of infection, the governments in various regions have taken different precautionary measures to make people spend more time at home. As the change of people’s daily habits, the Group’s customer relationship management (“**CRM**”) business, including the food ordering business, achieved a substantial increase as compared to the previous quarter.

In cost control, as the CRM business is labour-intensive, in order to effectively allocate the human resources and reduce staff costs, the Group has began to invest its resources to make external procurement or develop the CRM artificial intelligence platform independently, and through the artificial intelligence platform, the CRM system is able to conduct the in-depth analysis, summary and sorting of customer resources, so as to form different solutions for different customers and reduce the waiting time for the customers to respond. It is expected that in the future, we will be able to achieve efficiency improvement and lower operating costs, to enable the Group’s CRM business to become more competitive and further develop the business to a higher level.

Financial Review

For the nine months ended 31 December 2021, the Group recorded turnover of approximately HK\$130,024,000, representing an increase of approximately 107% as compared with approximately HK\$62,956,000 in the Last Corresponding Period. For the nine months ended 31 December 2021, the Group recorded loss attributable to equity shareholders of the Company of approximately HK\$4,157,000, representing an increase of approximately 21% as compared with the loss of approximately HK\$3,427,000 in the Last Corresponding Period.

During the period under review, according to the signed delivery contracts, Guangzhou Global Link performed delivery of products to the vehicle manufacturing enterprises under CRRC. During the period, it delivered spare parts and components for the renovation projects of Guangzhou Metro Lines 5 and 6, Foshan Metro Line 3, Harbin Metro Line 3, Shenzhen Metro Line 3 system overhaul and existing service projects for certain cities, respectively. Turnover for the rail transit business was approximately HK\$54,923,000 for the nine months ended 31 December 2021, representing a decrease of approximately 8% as compared with approximately HK\$59,567,000 for the Last Corresponding Period. In terms of the CRM business, the Group proactively expanded its market, achieving rapid development in the CRM business, and expanded other sources of revenue based on the CRM business as well. Revenue from the CRM business was approximately HK\$75,101,000 for the period, representing an increase of 21 times as compared with approximately HK\$3,385,000 for the Last Corresponding Period.

Selling expenses for the period amounted to approximately HK\$4,746,000, representing a decrease of 40% as compared with the Last Corresponding Period. This was due to that, apart from the impact of the COVID-19, the Group did not need to account for the selling expenses of a subsidiary after its disposal during the period.

Administrative expenses amounted to approximately HK\$8,387,000, representing a decrease of 12% as compared with approximately HK\$9,574,000 for the Last Corresponding Period. This was due to that, apart from that the Group did not need to account for the administrative expenses of a subsidiary, the Group had also significantly reduced its administrative expenses.

Other operating expenses amounted to approximately HK\$471,000, representing a decrease of 25% as compared with approximately HK\$630,000 for Last Corresponding Period. This was mainly because there was no need to amortize intangible assets during the period and the provision for maintenance of train passenger information system products was also reduced due to the decrease in sales.

Other income amounted to approximately HK\$3,569,000, representing a decrease of 28% as compared with approximately HK\$4,955,000 for the Last Corresponding Period. This was mainly due to the decrease in the reversal of provision for accounts receivable, interest income and other income during the period as compared to the Last Corresponding Period.

USE OF PROCEEDS FROM THE SUBSCRIPTION COMPLETED ON 21 APRIL 2016

Honor Crest Holdings Limited, a direct wholly owned subsidiary of Goldstream Investment Limited (formerly known as International Elite Ltd.), a company listed on the Main Board of the Stock Exchange (stock code: 1328) completed the subscription of 1,000,000,000 shares of the Company on 21 April 2016. For details please refer to the announcements of the Company dated 29 February 2016 and 21 April 2016 and the circular published by the Company dated 30 March 2016 (the “**2016 Circular**”).

The gross proceeds from the subscription were HK\$80.0 million. The net proceeds of the subscription, after deduction of expenses and professional fees, amounted to approximately HK\$79.0 million (the “**2016 Subscription Proceeds**”), amongst which approximately HK\$27.7 million had been utilised as at 31 December 2021. The breakdown of the Company’s actual use of the Subscription Proceeds as at 31 December 2021 is as follows:

| | Proposed use of the 2016 Subscription Proceeds as disclosed in the 2016 Circular HK\$ million | Actual use of the 2016 Subscription Proceeds as at 31 December 2021 HK\$ million |
|---|--|---|
| The Company’s existing train information system solutions for urban rail transit business, mainly for the execution of the newly signed order contracts of a number of new lines projects in several cities in the PRC | 30.0 | 30.0 |
| The development of the “Smart City” project by using the Company’s existing CA-SIM technology, mainly for staff hiring, development of relevant management system platform and gradual roll out of the mobile apps and value-added services to target users | 41.1 | 27.7 |
| Working capital | 7.9 | 7.9 |
| Total | <u>79.0</u> | <u>65.6</u> |

Based on the current market condition, the Board is planning to utilise approximately HK\$3.0 million, on the development of the “Smart City” project and relevant research and development in the financial year ending 31 March 2022.

The remaining balance of the unutilised 2016 Subscription Proceeds has been kept in the banks as deposits.

As at 31 December 2021, there is no plan to change the original intended use of the proceeds as disclosed in the 2016 Circular.

USE OF PROCEEDS FROM THE SUBSCRIPTION COMPLETED ON 13 NOVEMBER 2019

Mr. Li Kin Shing, the chairman of the Board and the controlling shareholder of the Company, completed the subscription of 1,175,000,000 new shares of the Company on 13 November 2019, details of which are included in the announcements of the Company dated 28 August 2019, 24 October 2019 and 13 November 2019 and the circular of the Company dated 9 October 2019 (the “**2019 Circular**”). The net proceeds from the said subscription were approximately HK\$40 million (the “**2019 Subscription Proceeds**”). The breakdown of the Company’s actual use of the 2019 Subscription Proceeds as at 31 December 2021 is as follows:

| | Proposed use of the 2019 Subscription Proceeds as disclosed in the 2019 Circular HK\$ million | Actual use of the 2019 Subscription Proceeds as at 31 December 2021 HK\$ million |
|--|--|---|
| General working purposes and in particular the procurement of the POS equipment with the Company’s patented 2.4G technology software installed (“ POS Equipment ”) to meet the potential orders from the Group’s business partner | <u>40</u> | <u>4.6</u> |

Since the termination of the purchase agreement entered into by the Group with the business partner in December 2020, the Group has been actively looking for other potential purchasers of the POS Equipment. However, due to the continuing impact of COVID-19 on the urban public transportation industries in the PRC, no procurement agreement for the Group’s POS Equipment has been entered into as at 31 December 2021.

In view of the current industry trend and based on the best estimation of future market conditions made by the Group, it is expected that the Group will fully utilise the unutilised 2019 Subscription Proceeds in the sum of approximately HK\$35.4 million by 31 December 2022. It will be subject to change based on the current and future development of market conditions. The Group will apply its financial resources, including but not limited to, funds from the 2019 Subscription Proceeds based on market conditions and opportunities.

The remaining balance of the unutilised 2019 Subscription Proceeds has been kept in the banks as deposits.

As at 31 December 2021, there is no plan to change the original intended use of the proceeds as disclosed in the 2019 Circular.

DIRECTORS' AND CHIEF EXECUTIVES' INTEREST IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 December 2021, to the best knowledge of the Directors, the interests of the Directors and the chief executives of the Company in shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”)) which would have to be notified to the Company and the Stock Exchange pursuant to the provisions of Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions of which they were taken or deemed to have under such provisions of the SFO) and/or required to be entered in the register maintained by the Company pursuant to Section 352 of the SFO or which would have to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules relating to securities transactions by the Directors were as follows:

| Name of Director | Company/name of associated corporation | Capacity | Number and class of securities | Approximate percentage of shareholdings |
|-----------------------------|--|--|--|---|
| Ma Yuanguang | Company | Beneficial owner | 1,055,600 ordinary Shares Long position | 0.32% |
| Li Kin Shing ⁽¹⁾ | Company | Beneficial owner | 164,877,714 ordinary Shares Long position | 50.52% |
| | | Interest of corporation controlled by the director | 25,465,320 ordinary Shares Long position | 7.80% |
| | | Interest of the spouse | 38,749,356 ordinary Shares Long position | 11.87% |
| Wong Kin Wa | Company | Beneficial owner | 186,150 ordinary Shares Long position | 0.06% |

Note:

- (1) Mr. Li Kin Shing (“**Mr. Li**”) is personally interested in 164,877,714 Shares. Ms. Kwok King Wa (“**Ms. Kwok**”) is personally interested in 38,749,356 Shares. Mr. Li is the spouse of Ms. Kwok. Accordingly, Mr. Li is deemed to be interested in his spouse’s shareholding under the SFO. Furthermore, Ever Prosper International Limited, which is held as to 50% and 46.5% by Mr. Li and Ms. Kwok respectively, is interested in 25,465,320 Shares. Therefore, Mr. Li is also deemed to be interested in the Shares held by Ever Prosper International Limited under the SFO.

Save as disclosed above, as at 31 December 2021, to the best knowledge of the Directors, none of the Directors nor the chief executives of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to the provisions of Divisions 7 and 8 of Part XV of the SFO (including interest and/or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 31 December 2021, to the best knowledge of the Directors, the following person (not being a Director or a chief executive of the Company) had an interest and/or a short position in the shares and/or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO and/or required to be entered in the register maintained by the Company pursuant to Section 336 of the SFO and/or were directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any members of the Group:

Interests in ordinary shares of the Company – long position

| Name | Capacity | Class and number of securities | Approximate percentage of shareholding |
|---|---|---------------------------------------|---|
| Kwok King Wa ⁽¹⁾ | Beneficial owner | 38,749,356 | 11.87% |
| | Interest of the spouse | 164,877,714 | 50.52% |
| | Interest of corporation controlled by her | 25,465,320 | 7.80% |
| Ever Prosper International Limited ⁽²⁾ | Beneficial owner | 25,465,320 | 7.80% |

Notes:

- (1) Ms. Kwok King Wa (“**Ms. Kwok**”) is personally interested in 38,749,356 Shares. Mr. Li Kin Shing (“**Mr. Li**”) is personally interested in 164,877,714 Shares. Mr. Li is the spouse of Ms. Kwok. Accordingly, Ms. Kwok is deemed to be interested in her spouse’s shareholding under the SFO. Furthermore, Ever Prosper International Limited, which is held as to 50% and 46.5% by Mr. Li and Ms. Kwok respectively, is interested in 25,465,320 Shares. Therefore, Ms. Kwok is also deemed to be interested in the Shares held by Ever Prosper International Limited under the SFO.
- (2) The 25,465,320 Shares are held by Ever Prosper International Limited, which is held as to 50% and 46.5% by Mr. Li and Ms. Kwok respectively. Mr. Li is the spouse of Ms. Kwok.

Save as disclosed above, as at 31 December 2021, so far as known to the Directors, there was no person (not being a Director or a chief executive of the Company) who had an interest and/or a short position in the shares and/or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO and/or required to be entered in the register maintained by the Company pursuant to Section 336 of the SFO and/or was directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meeting of any other members of the Group, or any options in respect of such capital.

DIRECTORS' AND CHIEF EXECUTIVE'S RIGHTS TO ACQUIRE SHARES OR DEBT SECURITIES

Save as disclosed in this announcement, as at 31 December 2021, neither the Company nor any of its subsidiaries was a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debt securities, including debentures, of the Company or any other body corporate, and none of the Directors and chief executive of the Company or their spouses or children under the age of 18 had any right to subscribe for the securities of the Company, or had exercised any such rights.

COMPLIANCE WITH RULES 5.48 TO 5.67 OF THE GEM LISTING RULES

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

COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICES

The Company applied the principles and complied with all the code provisions as set out in the Code on Corporate Governance Practices contained in Appendix 15 of the GEM Listing Rules throughout the period under review.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

None of the members of the Group had purchased, sold or redeemed any of the shares of the Company during the nine months ended 31 December 2021.

COMPETING INTERESTS

None of the Directors nor the substantial shareholder nor the initial management shareholders (as defined in the GEM Listing Rules) of the Company nor their respective associates (as defined in the GEM Listing Rules) had any interest in a business which competed or might compete with the business of the Group.

AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference in compliance with the GEM Listing Rules. The audit committee comprises of three members, namely Mr. Leung Kwok Keung, Mr. Cheung Sai Ming and Mr. Liu Chun Bao, all being independent non-executive Directors. The Group's unaudited results for the nine months ended 31 December 2021 have been reviewed by the audit committee, which was of the opinion that such results complied with the applicable accounting standards, the relevant legal and regulatory requirements, and that adequate disclosures have been made.

The audit committee further reviewed the Company's internal control and risk management system and is of the view that the internal control and risk management in place are effective and adequate for the Group as a whole.

By order of the Board
Li Kin Shing
Chairman

Hong Kong, 10 February 2022

As at the date of this announcement, the executive Directors are Mr. Li Kin Shing, Mr. Ma Yuanguang, and Mr. Wong Kin Wa; and the independent non-executive Directors are Mr. Leung Kwok Keung, Mr. Cheung Sai Ming and Mr. Liu Chun Bao.