

# 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

### 2022

### FIRST QUARTERLY REPORT

### 第一季業績報告



## CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

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*This report, for which the directors of Sino Splendid 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 of Hong Kong Limited (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 report 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 report misleading.*

### 香港聯合交易所有限公司（「聯交所」）GEM 之特色

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。

由於GEM上市之公司一般為中小型公司，在GEM買賣之證券可能會較於主板買賣之證券承受更大之市場波動風險，同時無法保證在GEM買賣之證券會有高流通量之市場。

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The board (the “Board”) of directors (the “Directors”) of the Company is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (hereinafter collectively referred to as the “Group”) for the three months ended 31 March 2022 (the “Quarterly Period”) with comparative figures for the corresponding period in 2021, are as follows:

本公司董事（「董事」）會（「董事會」）謹此公佈本公司及其附屬公司（下文統稱「本集團」）截至二零二二年三月三十一日止三個月（「季度期間」）之未經審核綜合業績，連同二零二一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		
		2022	2021	
		二零二二年	二零二一年	
		HK\$'000	HK\$'000	
		千港元	千港元	
	Notes 附註			
Revenue	營業額	3	18,132	14,051
Cost of sales	銷售成本		(10,754)	(7,139)
Gross profit	毛利		7,378	6,912
Other income, gains and losses	其他收入、收益及虧損		(8,642)	7,445
Selling and distribution expenses	銷售及分銷開支		(8,234)	(7,638)
Administrative expenses	行政開支		(11,310)	(13,585)
Finance costs	融資成本		(69)	(7)
Loss before tax	除稅前虧損		(20,877)	(6,873)
Income tax (expense)/credit	所得稅（開支）／抵免	4	-	-
Loss for the period	期內虧損		(20,877)	(6,873)

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

2022                      2021  
 二零二二年              二零二一年  
**HK\$'000**                **HK\$'000**  
 千港元                      千港元

	Notes 附註		
<b>Other comprehensive expenses Items that may be reclassified subsequently to profit or loss:</b>	其他全面開支 其後可能重新分類至 損益之項目：		
Exchange differences on translating foreign operation	換算海外業務之匯兌 差額	(10)	(2,036)
Other comprehensive expenses for the period	期內其他全面開支	(10)	(2,036)
<b>Total comprehensive expenses for the period</b>	期內全面開支總額	<b>(20,887)</b>	<b>(8,909)</b>
<b>Loss attributable to:</b>	下列人士應佔虧損：		
Owners of the Company	本公司持有人	(20,877)	(6,873)
Non-controlling interests	非控股權益	-	-
		<b>(20,877)</b>	<b>(6,873)</b>
<b>Total comprehensive expenses attributable to:</b>	下列人士應佔 全面開支總額：		
Owners of the Company	本公司持有人	(20,887)	(8,909)
Non-controlling interests	非控股權益	-	-
		<b>(20,887)</b>	<b>(8,909)</b>
<b>Loss per share</b>	每股虧損		
Basic (HK cents)	基本 (港仙)	6	(4.40)
			(2.02)
Diluted (HK cents)	攤薄 (港仙)		(4.40)
			(2.02)

## NOTES

### 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 2021 except that the Group has adopted the newly issued and revised HKFRSs, which are effective for the annual period beginning on 1 January 2022, as disclosed in the annual consolidated financial statements for the year ended 31 December 2021.

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.

## 附註

### 1. 一般資料

本公司為一家於開曼群島註冊成立之公眾有限公司，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二零二一年十二月三十一日止年度的年度財務報表所採用者一致，惟本集團已採用新發佈及經修訂之香港財務報告準則，該等準則於二零二二年一月一日開始之年度期間生效（誠如截至二零二一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導致本集團之財務表現及財務狀況出現重大變動。

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:

### 3. 營業額

本集團於季度期間之營業額分析如下：

		<b>(Unaudited)</b>	
		<b>Three months ended</b>	
		<b>31 March</b>	
		<b>(未經審核)</b>	
		<b>截至三月三十一日止</b>	
		<b>三個月</b>	
		<b>2022</b>	2021
		<b>二零二二年</b>	二零二一年
		<b>HK\$'000</b>	HK\$'000
		<b>千港元</b>	千港元
Travel Media	旅遊媒體	<b>3,683</b>	1,399
Financial Magazine and Other Media	財經雜誌及其他媒體	<b>14,050</b>	8,560
Securities Investment	證券投資	<b>–</b>	3,611
Money Lending	放債	<b>271</b>	271
Virtual Reality	虛擬現實	<b>128</b>	210
		<b>18,132</b>	14,051

#### 4. INCOME TAX (EXPENSE)/CREDIT

#### 4. 所得稅(開支)／抵免

(Unaudited)

Three months ended

31 March

(未經審核)

截至三月三十一日止

三個月

		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
Current tax – Hong Kong	即期稅項 – 香港	-	-
Current tax – Overseas	即期稅項 – 海外	-	-
Deferred tax	遞延稅項	-	-
		-	-

Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

The calculation of current tax of the Group's subsidiaries in Singapore is based on a prevailing corporate tax rate of 17% (2021: 17%).

根據利得稅兩級制，合資格集團實體的首2,000,000港元溢利將按8.25%稅率徵稅，超過2,000,000港元部分的溢利將按16.5%徵稅。不符合利得稅兩級制資格的集團實體的溢利將繼續按16.5%的統一稅率徵稅。

本集團於新加坡之附屬公司的即期稅項乃根據現行公司稅率17%（二零二一年：17%）計算。

## 5. DIVIDEND

The Directors do not recommend the payment of an interim dividend for the Quarterly Period (2021: Nil).

## 6. LOSS PER SHARE

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

## 5. 股息

董事並不建議就季度期間派付中期股息(二零二一年:無)。

## 6. 每股虧損

本公司持有人應佔每股基本虧損乃根據下列數據計算:

		<b>(Unaudited)</b>	
		<b>Three months ended</b>	
		<b>31 March</b>	
		(未經審核)	
		截至三月三十一日止	
		三個月	
		2022	2021
		二零二二年	二零二一年
		<i>HK\$'000</i>	<i>HK\$'000</i>
		千港元	千港元
<b>Loss</b>	<b>虧損</b>		
Loss for the purpose of computation of basic loss per share	就計算每股基本虧損之虧損	<b>(20,877)</b>	(6,873)
Effect of dilutive potential ordinary shares:	潛在攤薄普通股的影響:		
Adjustment for share option	就購股權作出調整	-	-
Loss for the purpose of diluted loss per share	就計算每股攤薄虧損之虧損	<b>(20,877)</b>	(6,873)



6. LOSS PER SHARE (continued)

6. 每股虧損 (續)

(Unaudited)

Three months ended

31 March

(未經審核)

截至三月三十一日止

三個月

	2022	2021
	二零二二年	二零二一年
	'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 loss per share	就計算每股基本虧損之已發行普通股加權平均數	474,524	441,688
Effect of dilutive potential ordinary shares:	潛在攤薄普通股的影響:		
– Share Options	– 購股權	–	–
Weighted average number of ordinary shares in issue for the purpose of diluted loss per share	就計算每股攤薄虧損之已發行普通股加權平均數	474,524	441,688

There were 50,156,600 of outstanding share options as at 31 March 2022 (2021: Nil).

於二零二二年三月三十一日，尚未行使之購股權為50,156,600份（二零二一年：無）。

## 7. MOVEMENT OF RESERVES

## 7. 儲備變動

		Share option reserve	Capital redemption reserve	Capital redemption reserve	Reserve funds	Translation reserve	Retained profits	Subtotal	Non- controlling interests	Total	
		股份溢價	購股權儲備	資本贖備	儲備	匯兌儲備	保留溢利	小計	非控股權益	總額	
		HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	
		(note a)	(note a)	(note a)	(note b)	(note b)	(note b)	(note b)	(note b)	(note b)	
		(附註a)	(附註a)	(附註a)	(附註b)	(附註b)	(附註b)	(附註b)	(附註b)	(附註b)	
<b>At 31 December 2020 and 1 January 2021 (audited)</b>	<b>於二零二零年十二月三十一日及 二零二一年一月一日 (經審核)</b>	77,611	822	755	11,690	19,025	46,260	(6,212)	149,951	2,029	151,980
Loss for the period	期內虧損	-	-	-	-	-	-	(6,873)	(6,873)	-	(6,873)
Other comprehensive expenses for the period	期內其他全面開支	-	-	-	-	(2,036)	-	(2,036)	-	(2,036)	
Total comprehensive expenses for the period	期內全面開支總額	-	-	-	-	(2,036)	(6,873)	(8,909)	-	(8,909)	
<b>At 31 March 2021 (unaudited)</b>	<b>於二零二一年三月三十一日 (未經審核)</b>	77,611	822	755	11,690	19,025	44,224	(13,085)	141,042	2,029	143,071
<b>At 31 December 2021 and 1 January 2022 (audited)</b>	<b>於二零二一年十二月三十一日及 二零二二年一月一日 (經審核)</b>	79,246	1,612	755	11,690	19,025	43,748	(28,342)	127,734	2,029	129,763
Loss for the period	期內虧損	-	-	-	-	-	-	(20,877)	(20,877)	-	(20,877)
Other comprehensive expenses for the period	期內其他全面開支	-	-	-	-	(10)	-	(10)	-	(10)	
Total comprehensive expenses for the period	期內全面開支總額	-	-	-	-	(10)	(20,877)	(20,887)	-	(20,887)	
<b>At 31 March 2022 (unaudited)</b>	<b>於二零二二年三月三十一日 (未經審核)</b>	79,246	1,612	755	11,690	19,025	43,738	(49,219)	106,847	2,029	108,876

## 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 profit is required to be transferred to reserve funds which are not distributable. Transfers to this reserve are made out of the FIE's profit after taxation calculated in accordance with accounting principles and financial regulations applicable to PRC enterprises and shall not be 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日期後,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計算之外商投資企業除稅後溢利中撥付,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\$4.1 million or 29%, from HK\$14.0 million for the three months ended 31 March 2021 to HK\$18.1 million for the Quarterly Period.

Gross profit of the Group was HK\$7.4 million for the Quarterly Period, representing an increase of HK\$0.5 million or 7.2% as compared with HK\$6.9 million for the same period in 2021.

Other income, gains and losses turned around from a gain of approximately HK\$7.4 million for the three months ended 31 March 2021 to a loss of approximately HK\$8.6 million for the Quarterly Period. The turnaround was mainly due to an increase in loss on held for trading investments in Quarterly Period and no dividend income from financial assets at fair value through profit or loss and no Government grants in Hong Kong or Singapore in respect of COVID-19 related subsidies.

## 管理層討論及分析

### 業績

本集團之總營業額由截至二零二一年三月三十一日止三個月的14,000,000港元增加4,100,000港元或29%至於季度期間的18,100,000港元。

本集團於季度期間之毛利為7,400,000港元，較二零二一年同期的6,900,000港元增加500,000港元或7.2%。

其他收入、收益及虧損由截至二零二一年三月三十一日止三個月的收益約7,400,000港元轉為於季度期間的虧損約8,600,000港元。該轉變主要由於於季度期間持作買賣投資的虧損增加及並無來自按公允值計入損益的金融資產的股息收入，亦無於香港或新加坡獲得有關2019冠狀病毒疫情相關補貼的政府補助。

The selling and distribution costs increased by HK\$0.6 million to HK\$8.2 million for the Quarterly Period (three months ended 31 March 2021: HK\$7.6 million), representing an increased of 7.9%. The administrative expenses decreased by HK\$2.3 million to HK\$11.3 million for the Quarterly Period (three months ended 31 March 2021: HK\$13.6 million), representing a decreased of 16.9% over the corresponding period in 2021.

As a result, the loss attributable to owners of the Company was HK\$20.8 million for the Quarterly Period, compared with a loss attributable to owners of the Company of HK\$6.9 million for the same period in 2021.

### **Capital structure**

As at 31 March 2022, the Company has 478,413,723 shares of HK\$0.01 each in issue. The value of share capital was approximately HK\$4,784,000 as at 31 March 2022 (31 December 2021: approximately HK\$4,784,000).

銷售及分銷成本增加600,000港元至於季度期間的8,200,000港元（截至二零二一年三月三十一日止三個月：7,600,000港元），增加7.9%。行政開支減少2,300,000港元至於季度期間的11,300,000港元（截至二零二一年三月三十一日止三個月：13,600,000港元），較二零二一年同期減少16.9%。

因此，於季度期間，本公司持有人應佔虧損為20,800,000港元，而二零二一年同期的本公司持有人應佔虧損為6,900,000港元。

### **資本架構**

於二零二二年三月三十一日，本公司已發行478,413,723股每股面值0.01港元的股份。於二零二二年三月三十一日之股本價值為約4,784,000港元（二零二一年十二月三十一日：約4,784,000港元）。

## USE OF PROCEEDS

### The 2017 Placing

Reference is made to the announcements of the Company dated 22 November 2017, 24 November 2017 and 13 December 2017 (collectively the “**2017 Placing Announcements**”). As disclosed in the 2017 Placing Announcements, the net proceeds of the 2017 Placing (after deduction of fees, commissions and expenses) amounted to approximately HK\$12.51 million (the “**2017 Net Proceeds**”). The Board would like to provide further information pursuant to Rule 18.32A and Rule 18.32(8) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) in relation to the use of the 2017 Net Proceeds as follows:

## 所得款項用途

### 二零一七年配售事項

茲提述本公司日期為二零一七年十一月二十二日、二零一七年十一月二十四日及二零一七年十二月十三日之公告（統稱「二零一七年配售公告」）。誠如二零一七年配售公告所披露，二零一七年配售事項之所得款項淨額（經扣除費用、佣金及開支後）約為12,510,000港元（「二零一七年所得款項淨額」）。董事會謹此根據香港聯合交易所有限公司GEM證券上市規則（「GEM上市規則」）第18.32A條及第18.32(8)條提供有關二零一七年所得款項淨額用途的進一步資料如下：

	Planned use of 2017 Net Proceeds	Actual utilised amount up to 31 December 2020	Unutilised balance as at 31 December 2020	Expected timeline for unutilised 2017 Net Proceeds
	二零一七年所得款項淨額之計劃用途	截至二零二零年十二月三十一日實際已動用金額	於二零二零年十二月三十一日之未動用結餘	二零一七年所得款項淨額未動用金額之預期時間表
	HK\$ million (approximately)	HK\$ million (approximately)	HK\$ million (approximately)	
	百萬港元 (概約)	百萬港元 (概約)	百萬港元 (概約)	
<b>For general working capital:</b>	<b>用作一般營運資金：</b>			
Salaries expenses, including directors' emoluments and other staff costs	薪金開支（包括董事酬金及其他員工成本）	40.0	5.0	-
Rental expenses for Hong Kong premises	香港物業租金開支	12.0	1.5	-
Legal and professional fee and other administrative expenses	法律及專業費用以及其他行政開支	40.0	5.0	-
Other possible investment	其他潛在投資	8.0	1.01	-
			1.01	End of 2022 二零二二年末
		100.0	11.5	
		12.51	1.01	

The 2017 Net Proceeds were used and are proposed to be used according to the intentions as disclosed in the 2017 Placing Announcements. The expected timeline for using the unutilised amount of the 2017 Net Proceeds is based on the best estimation of the business market situations made by the Board. It might be subject to changes based on the market conditions. Further announcement(s) in respect of change in timeline, if any, will be made by the Company in accordance with the requirements of the GEM Listing Rules as and when appropriate to update its Shareholders and potential investors.

### ***The 2020 Placing***

Reference is made to the announcements of the Company dated 12 June 2020 and 10 July 2020 (collectively the “**2020 Placing Announcements**”). As disclosed in the 2020 Placing Announcements, the net proceeds of the 2020 Placing amounted to approximately HK\$5.1 million (the “**2020 Net Proceeds**”). The Board would like to provide further information pursuant to Rule 18.32A and Rule 18.32(8) of the GEM Listing Rules in relation to the use of the 2020 Net Proceeds as follows:

二零一七年所得款項淨額乃根據二零一七年配售公告所披露之意向動用，餘額亦擬繼續按此予以動用。二零一七年所得款項淨額未動用金額之預期動用時間表乃基於董事會對業務市場情況作出之最佳估計，可能會根據市況而作出變動。本公司將根據GEM上市規則之規定適時就時間表變動（如有）作出進一步公告，以向股東及潛在投資者提供最新資料。

### ***二零二零年配售事項***

茲提述本公司日期為二零二零年六月十二日及二零二零年七月十日之公告（統稱「**二零二零年配售公告**」）。誠如二零二零年配售公告所披露，二零二零年配售事項所得款項淨額約為5,100,000港元（「**二零二零年所得款項淨額**」）。董事會謹此根據GEM上市規則第18.32A條及第18.32(8)條提供有關二零二零年所得款項淨額用途的進一步資料如下：

		Planned use of 2020 Net Proceeds	Actual utilized amount up to 31 December 2020
		二零二零年 所得款項淨額之 計劃用途	截至二零二零年 十二月三十一日 實際已動用金額
		HK\$ million (approximately)	HK\$ million (approximately)
		%	
		百萬港元 (概約)	百萬港元 (概約)
For development and operation of the virtual reality business of the Group	用於本集團虛擬現實 業務的發展及運營	100	5.1

Note: As at the date of this quarterly report, the 2020 Net Proceeds have been fully utilized.

附註：於本季度報告日期，二零二零年所得款項淨額已悉數動用。

The 2020 Net Proceeds were used according to the intentions as disclosed in the 2020 Placing Announcements.

二零二零年所得款項淨額乃根據二零二零年配售公告所披露之意向動用。

## Business review

### Market Overview

After the unprecedented and disastrous decline in tourism arrivals to near zero at certain times in the last two pandemic years, international media business is once again in decreasing trend since the outbreak of war between Ukraine and Russia and tightening economic environment as at the date of this quarterly report.

## 業務回顧

### 市場概覽

於過去兩個年度，由於2019冠狀病毒病疫情肆虐，到訪旅客人數出現前所未見的災難性下跌，部分時段跌至近零人次。而由於俄烏戰爭爆發及經濟環境收緊，截至本季度報告日期，國際媒體業務再次呈現下降趨勢。



As a result, the event organizing services of the Group for the year in Singapore was still significantly impacted for the first quarterly period as it is very much dependent on clients from the travel sector. Although the revenue of the travel media business has shown an increasing to compare with the same period of 2021, but the management is not too optimistic about the travel sector can speedy recover in the short term.

### **Travel Media Business**

For the Quarterly Period, the Travel Media Business recorded revenue of HK\$3.7 million, increased by 164% or HK\$2.3 million as compared with that of HK\$1.4 million for the same period in 2021. This amount represented 20.3% of the Group's total revenue for the Quarterly Period.

The Travel Media Business recorded a gross profit of HK\$2 million. Segmental loss during the Quarterly Period amounted to HK\$1.2 million.

### **Financial Magazine and Other Media Business**

During the reporting period, the Group engaged in provision of contents and advertising services through travel and financial magazine, internet and other media channels. The Group timely grasped the opportunity in advertising on digital platform and other media channels.

Revenue from this business was HK\$14 million, which contributed 77.5% of the Group's total revenue for the year under review. Segmental loss of this business during the reporting period amounted to HK\$8.6 million.

由於高度依賴旅遊業的客戶，本集團年內在新加坡的活動舉辦服務於第一季度期間受到嚴重衝擊。儘管旅遊媒體業務的收益較二零二一年同期有所增長，但管理層對旅遊業於短期內迅速復甦並不表示過度樂觀。

### **旅遊媒體業務**

於季度期間，旅遊媒體業務錄得營業額3,700,000港元，較二零二一年同期之1,400,000港元增加164%或2,300,000港元。該金額佔本集團於季度期間總營業額之20.3%。

旅遊媒體業務錄得毛利2,000,000港元。於季度期間，分部虧損為1,200,000港元。

### **財經雜誌及其他媒體業務**

於報告期間，本集團透過旅遊及財經雜誌、互聯網及其他媒體渠道提供內容及廣告服務。本集團已及時把握數字平台及其他媒體渠道的廣告商機。

該業務之營業額為14,000,000港元，佔本集團於回顧年度總營業額之77.5%。該業務於報告期間之分部虧損為8,600,000港元。

## Securities Investment

As at 31 March 2022, total market value for the held-for-trading investments of the Group was approximately HK\$24.4 million (2021: HK\$24.6 million). Segmental profit for the Quarterly Period was Nil (2021: HK\$3.6 million).

## Money Lending Business

The Group conducts its money lending business. The Group's clientele primarily consists of niche customers including corporations and individuals. Most of the clients were acquired through business referrals and introductions from the Company's directors, senior management, business partners or clients. Besides in compliance with all rules and regulations imposed under the MLO, the Group has also formulated internal money lending policy to guide the money lending operations. The loan terms would be arrived at after considering a combination of factors including prevalent market interest rates, the financial strength of the borrower, the collaterals offered and past credit history of the borrower with the Group and adjusted, if necessary, by arms-length negotiations with the borrower.

Revenue from this business was HK\$0.27 million for the Quarterly Period (2021: HK\$0.27 million), which contributed 1.5% of the Group's total revenue for the Quarterly Period.

## 證券投資

於二零二二年三月三十一日，本集團持作買賣投資之總市值約為24,400,000港元（二零二一年：24,600,000港元）。於季度期間之分部溢利為0（二零二一年：3,600,000港元）。

## 放債業務

本集團開展放債業務。本集團的客戶群主要由少量企業及個人客戶組成。大部分客戶透過本公司董事、高級管理層、業務夥伴或客戶的業務轉介及引薦獲得。除遵守放債人條例項下的所有規則及規例外，本集團亦已制定內部放債政策用於指導放債業務。貸款條款乃經考慮多項因素後釐定，包括現行市場利率、借款人的財務實力、所提供的抵押品、借款人過往在本集團的信貸記錄，並在必要時通過與借款人的公平磋商進行調整。

於季度期間，該業務之營業額為270,000港元（二零二一年：270,000港元），佔本集團於季度期間總營業額之1.5%。

## Virtual Reality Business

The Group entered into virtual reality business in January 2020. The Group currently applied virtual reality technology in games and may apply the technology in other areas later. Revenue from this business was HK\$0.13 million for the Quarterly Period (2021: HK\$0.21 million), which accounted for 0.7% of the Group's total revenue for the Quarterly Period.

## 虛擬現實業務

本集團於二零二零年一月開展虛擬現實業務。本集團目前將虛擬現實技術應用於遊戲中及於日後可能將該技術用於其他領域。該業務於季度期間之營業額為130,000港元（二零二一年：210,000港元），佔本集團於季度期間總營業額的0.7%。

## HELD-FOR-TRADING INVESTMENTS

Details of the top three held-for-trading investments, in terms of market value as at 31 March 2022, are as follows:

## 持作買賣投資

於二零二二年三月三十一日，市值最高的三項持作買賣投資之詳情如下：

		For the three months ended 31 March 2022 截至二零二二年三月三十一日止 三個月				
Company name	公司名稱	Stock Code 股份代號	Market value as at 31 March 2022 於 二零二二年 三月三十一日 之市值 HK\$'000 千港元	Proportion to the total assets of the Group 佔本集團資產 總值之比重	Loss on fair value changes of the investments 該等投資 公允價值變動 之虧損 HK\$'000 千港元	Dividend received 已收股息 HK\$'000 千港元
GoerTek Inc.	歌爾股份有限公司	002241.SZ	6,388	4.58%	(1,402)	-
Guangzhou Automobile Group Co. Ltd.	廣州汽車集團股份 有限公司	601238.SH	3,877	2.78%	(2,264)	-
Cosco Shipping Holdings Co. Ltd.	中遠海運控股股份 有限公司	601919.SH	5,126	3.68%	(1,363)	-
Others	其他		9,086	6.52%	(3,583)	-
			24,477	17.56%	(8,612)	-

## EVENTS AFTER THE REPORTING PERIOD

Reference is made to the announcement of the Company dated 11 April 2022, the Company has granted a total of 46,298,000 share options (the “Options”) to certain director and employees of the Company (the “Grantees”) to subscribe for a total of 46,298,000 ordinary shares of HK\$0.01 each of the Company (the “Shares”), subject to acceptance of the Grantees, under the share option scheme adopted by the Company on 31 December 2013.

## 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 2022, 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.

## 報告期後事項

茲提述本公司日期為二零二二年四月十一日之公告，根據本公司於二零一三年十二月三十一日採納之購股權計劃，本公司已向本公司若干董事及僱員（「承授人」）授出合共46,298,000份購股權（「購股權」），以認購本公司合共46,298,000股每股面值0.01港元之普通股，惟須待承授人接納。

## 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

於二零二二年三月三十一日，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須記入根據證券及期貨條例第352條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。

**Long position/short position in shares of  
the Company**

於本公司股份之好倉／淡倉

Name	Capacity	Long position/ short position	Number of ordinary shares	Percentage of issued share capital (Note 1) 佔已發行股本 百分比 (附註1)
姓名	身份	好倉／淡倉	普通股數目	百分比 (附註1)
Mr Wang Tao 王濤先生	Beneficial owner 實益擁有人	Long Position 好倉	3,858,200	0.81%
Mr. Yang Xingan 楊興安先生	Beneficial owner 實益擁有人	Long Position 好倉	3,858,200	0.81%

Notes: 1. The relevant percentage is calculated by reference to the Shares in issue on 31 March 2022 i.e. 478,413,723 shares.

附註：1. 相關百分比乃參考二零二二年三月三十一日已發行股份（即478,413,723股股份）計算。

Save as disclosed above, as at 31 March 2022, none of the Directors of the Company had any other interests or short positions in any shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests 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 the Listing Rules relating to the required standard of dealings by the directors to be notified to the Company and the Stock Exchange.

除上文所披露者外，於二零二二年三月三十一日，概無本公司董事於本公司或其相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份或債權證中擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的任何其他權益或淡倉（包括根據證券及期貨條例之有關條文彼等被當作或被視為擁有之權益或淡倉），或根據證券及期貨條例第352條須記入其中所述登記冊內的任何其他權益或淡倉，或根據上市規則所載董事進行交易的規定準則須知會本公司及聯交所的任何其他權益或淡倉。

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

As at 31 March 2022, 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:

### *Long position in ordinary shares of the Company*

Name	Number of shares	Number of underlying shares	Percentage of issued share capital
姓名	股份數目	相關股份數目	佔已發行股本百分比
Niu Cheng Jun 牛成俊	89,344,737	-	18.68%

Save as disclosed above, as at 31 March 2022, 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.

## 主要股東於本公司股份及相關股份之權益及淡倉

於二零二二年三月三十一日，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人士（本公司董事及最高行政人員除外）詳情如下：

### 於本公司普通股之好倉

除上文所披露者外，於二零二二年三月三十一日，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。

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

During the three months ended 31 March 2022, 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 2022, 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.

## **SHARE OPTION SCHEME**

The Company adopted a share option scheme (the "2013 Share Option Scheme") on 31 December 2013, which was approved by the shareholders at the extraordinary general meeting of the Company held on the same date. The 2013 Share Option Scheme will expire on 31 December 2023. The purpose of the 2013 Share Option Scheme is to enable the Group to grant share options to eligible participants as incentives or rewards for their contribution to the growth of the Group and to provide the Group with a more flexible means to reward, remunerate, compensate and/or provide benefits to the eligible participants.

## **購買、出售或贖回本公司之上市證券**

於截至二零二二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**

截至二零二二年三月三十一日止三個月，董事會並不知悉各董事及彼等各自的緊密聯繫人（定義見GEM上市規則）擁有與本集團的業務構成或可能構成競爭的任何業務及權益，亦不知悉任何該等人士與本集團存在或可能存在任何其他利益衝突。

## **購股權計劃**

本公司於二零一三年十二月三十一日採納一項購股權計劃（「二零一三年購股權計劃」），於同日舉行之本公司股東特別大會獲股東批准。二零一三年購股權計劃將於二零二三年十二月三十一日屆滿。二零一三年購股權計劃旨在使本集團可向合資格人士授出購股權，作為彼等對本集團發展作出貢獻的鼓勵或回報，並可更靈活地向合資格人士提供獎勵、酬金、補償及／或福利。

According to the 2013 Share Option Scheme, the Board may grant share options to eligible participants including employees, directors of the Company and its subsidiaries, consultant, adviser, agent, contractor, customer and supplier of any member of the Group and the Board has sole discretion to consider eligibility for the 2013 Share Option Scheme on the basis of their contribution to the development and growth of the Group.

The maximum number of shares which may be issued upon the exercise of all share options to be granted under the 2013 Share Option Scheme and any other share option scheme(s) of the Company, is 38,582,092 shares which represents 10% of the issued shares of the Company as at the date of this report, must not exceed 10% of the issued share capital of the Company on the date of approval and adoption of the 2013 Share Option Scheme provided that the Company may at any time seek approval from shareholders to refresh the limit to 10% of the shares in issue as at the date of approval by the shareholders in general meeting where such limit is refreshed. Share options previously granted under any share option schemes of the Company (including those outstanding, cancelled, lapsed in accordance with such schemes or exercised) will not be counted for the purpose of calculating the limit as refreshed.

根據二零一三年購股權計劃，董事會可授出購股權予合資格參與者（包括本公司及其附屬公司僱員、董事、本集團任何成員公司的諮詢員、顧問、代理人、承包商、客戶及供應商）且董事會全權酌情認為因其對本集團發展及增長有貢獻而合資格參與二零一三年購股權計劃之合資格人士。

因行使根據二零一三年購股權計劃及本公司任何其他購股權計劃將予授出之所有購股權而可發行之股份數目上限為38,582,092股，即本報告日期本公司已發行股份之10%，而不得超過批准及採納二零一三年購股權計劃日期之本公司已發行股本之10%，惟本公司可隨時尋求股東批准，更新上限至股東於股東大會上批准更新該上限之日已發行股份之10%。就計算經更新上限而言，先前根據本公司任何購股權計劃授出之購股權（包括根據該等計劃未行使、已註銷、已失效或已行使之購股權）將不會計算在內。



The total number of shares issued and may fall to be issued upon exercise of the share options granted under the 2013 Share Option Scheme and any other share option scheme(s) of the Company (including exercised, cancelled and outstanding options) to each eligible participant in any 12-month period up to and including the date of grant shall not exceed 1% of the shares in issue as at the date of grant unless such grant has been duly approved by an ordinary resolution of the shareholders in general meeting at which the relevant eligible participant and his associates were abstained from voting. Share options granted to substantial shareholders or INEDs or any of their respective associates in any 12-month period in excess of 0.1% of the Company's issued share capital on the date of grant and with a value in excess of HK\$5 million must be approved in advance by the shareholders.

Options granted must be taken up within 7 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 Board. There is no general requirement on the minimum period for which option must be held before it can be exercised. All options must be exercised within 10 years from the date of grant. The exercise price is determined by the Board and will not be less than the higher of (i) the closing price of the Company's shares on the date of grant, (ii) the average closing price of the Company's shares for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Company's shares.

於截至授予日期（包括該日）前任何12個月期間內，因行使根據二零一三年購股權計劃及本公司任何其他購股權計劃獲授之購股權（包括已行使、已註銷及未行使之購股權）而已發行及可能須發行予各合資格人士之股份總數，不得超過授予日期已發行股份之1%，除非該授出已獲股東於股東大會上以普通決議案正式批准，而有關合資格人士及其聯繫人士須放棄投票。倘於任何12個月期間向主要股東或獨立非執行董事或任何彼等各自之聯繫人士授出之購股權超過於授出日期本公司已發行股本之0.1%及其價值超過5,000,000港元，須事先取得股東批准。

已授出購股權須於提呈日期後7日內承購，承授人須支付名義代價合共1港元。已授出購股權之行使期由董事會釐定。購股權獲行使前概無規定有關持有購股權之最短期限之一般規定。所有購股權須於授予日期起計十年內行使。行使價乃由董事會釐定，惟將不得少於下列所述之較高者：(i) 在授予日期本公司股份之收市價；(ii) 緊接授予日期前五個營業日本公司股份之平均收市價；及(iii) 本公司之股份面值。

The table below shows the details of the outstanding share options granted to all grantees under the Scheme as at 31 March 2022. There were no share options granted being cancelled or lapsed during the reporting period. 50,156,600 options were granted between 31 March 2021 and the date of this report, for further information please refer to the Company's announcement dated 15 May 2020 and 9 April 2021 respectively. For further details on the movement of the options during the Three-Month Period, please see below.

下表列示於二零二二年三月三十一日根據該計劃向所有承授人已授出而尚未行使之購股權的詳情。於報告期間，概無已授出購股權註銷或失效。於二零二一年三月三十一日至本報告日期，已授出50,156,600份購股權。有關進一步資料，請參閱本公司日期為二零二零年五月十五日及二零二一年四月九日之公告。於該三個月期間，有關購股權變動之進一步詳情如下。

Name or category of grantee	Date of grant	Exercise price per share	Closing price immediately before the date of grant	Vesting date	Exercisable period	Number of options granted	Number of shares underlying share options granted	Number of options exercised during the reporting period	Outstanding share options as at 31 March 2021
承授人之姓名或類別	授出日期	每股行使價 (HK\$) (港元)	緊接授出日期前 之收市價 (HK\$) (港元)	歸屬日期	可行使期間	已授出 購股權數目	已授出 相關股份數目	於報告期間 獲行使之 購股權數目	於二零二一年 三月三十一日 尚未行使之 購股權
<b>Directors</b>									
<b>董事</b>									
Mr. Wang Tao	15 May 2020	0.0866	0.077	None	15 May 2020 to 14 May 2022	3,858,200	-	-	3,858,200
王濤先生	二零二零年五月十五日			無	二零二零年五月十五日至二零二二年五月十四日				
Mr. Yang Xingan	15 May 2020	0.0800	0.077	None	15 May 2020 to 14 May 2022	3,858,000	-	(3,858,200)	-
楊興安先生	二零二零年五月十五日			無	二零二零年五月十五日至二零二二年五月十四日				
Mr. Chow Chi Wa*	15 May 2020	0.0866	0.077	None	15 May 2020 to 14 May 2022	3,858,000	-	(3,858,200)	-
周志華先生*	二零二零年五月十五日			無	二零二零年五月十五日至二零二二年五月十四日				
<b>Other employees</b>									
<b>其他僱員</b>									
4 employees	15 May 2020	0.0866	0.077	None	15 May 2020 to 14 May 2022	15,432,800	-	-	15,432,800
4名僱員	二零二零年五月十五日			無	二零二零年五月十五日至二零二二年五月十四日				
10 employees	9 April 2021	0.082	0.082	None	9 April 2021 to 8 April 2023	38,582,000	-	(7,716,400)	30,805,600
10名僱員	二零二一年四月九日			無	二零二一年四月九日至二零二三年四月八日				
Total						65,589,400	-	(15,432,800)	50,156,600
總計									

\* Mr. Chow Chi Wa resigned as a director on 19 November 2021.

\* 周志華先生於二零二一年十一月十九日辭任董事職務。

## SHARE-BASED PAYMENT TRANSACTIONS

The Group issues equity-settled share-based payments to certain employees (including directors). Equity-settled share based payments are measured at the fair value (excluding the effect of non market-based vesting conditions) of the equity instruments at the date of grant. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straighted-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest and adjusted for the effect of non market-based vesting conditions.

During the Three-Month Period, share options were granted by the Company to its directors and employees, details of which are as follows:

## 股份支付交易

本集團向若干僱員（包括董事）作出股本結算以股份為基礎之付款。股本結算以股份為基礎之付款於授出日期按股本工具的公允值（非市場歸屬條件的影響除外）計量。於股本結算以股份為基礎之付款授出日期釐定的公允值，乃根據本集團對最終將歸屬之股份之估計於歸屬期間以直線法支銷，並就非市場歸屬條件的影響作出調整。

於該三個月期間，本公司向董事及僱員授出購股權，詳情如下：

	Number of share options	Date of grant	Exercise period	Exercise price per share	Fair value per option at grant date
	授出的購股權數目	授出日期	行使期	每股行使價	每份購股權於授出日期的公允值
				HK\$ 港元	HK\$ 港元
Directors	3,858,200	15/05/2020	15/05/2020 to 14/05/2022	0.087	0.03009
董事		二零二零年五月十五日	二零二零年五月十五日至二零二二年五月十四日		
Employees	15,432,800	15/05/2020	15/05/2020 to 14/05/2022	0.087	0.03071
僱員		二零二零年五月十五日	二零二零年五月十五日至二零二二年五月十四日		

In accordance with the terms of the 2013 Share Option Scheme, the options granted vested at the date of grant.

The fair value of the share options was estimated to be HK\$1,277,064, which was determined using the binomial option pricing model. Where relevant, the expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, exercise restrictions (including the probability of meeting market conditions attached to the option), and behavioural considerations. Expected volatility is based on the historical share price volatility over the past one year. The variances and assumptions used in computing the fair value of the share options are based on the directors' best estimate. The value of an option varies with different variables of certain subjective assumptions.

### ***Inputs into the model***

Grant date share price	授出日期股價	HK\$0.082港元
Exercise price	行使價	HK\$0.082港元
Expected volatility	預期波幅	101.79%
Option life	購股權年限	2 years 年
Dividend yield	股息收益率	—
Risk-free interest rate	無風險利率	0.138%

根據二零一三年購股權計劃之條款，授出的購股權於授出日期歸屬。

購股權之公允值估計為1,277,064港元，乃採用二項式期權定價模式予以釐定。倘有關，該模式所用之預期年限已根據管理層對非可轉讓性，行使限制（包括符合購股權所附市場條件之可能性）及行為因素之影響作出最佳估計後予以調整。預期波幅乃根據往年股價波幅釐定。計量購股權公允值所用可變因素及假設乃根據董事之最佳估計。購股權之價值隨若干主觀假設之各類變動因素而變動。

### ***模式輸入值***

Share options  
granted on  
9 April 2021  
於二零二一年  
四月九日  
授出的購股權

## **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 2022.

On behalf of the Board

**Sino Splendid Holdings Limited**

**Wang Tao**

*Executive Director*

Hong Kong, 13 May 2022

## **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二零二二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**

**王濤**

香港，二零二二年五月十三日



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