

香港交易及結算所有限公司及香港聯合交易所有限公司對本公告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本公告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

## **Sino Splendid Holdings Limited**

### **中國華泰瑞銀控股有限公司**

(於開曼群島註冊成立之有限公司)

(股份代號：8006)

### **截至二零二三年九月三十日止九個月之 第三季度業績公佈**

中國華泰瑞銀控股有限公司（「本公司」）董事（「董事」）會（「董事會」）欣然宣佈本公司及其附屬公司截至二零二三年九月三十日止九個月的未經審核綜合業績。本公告列載本公司二零二三年第三季度報告全文，並符合香港聯合交易所有限公司 GEM 證券上市規則（「GEM 上市規則」）中有關季度業績初步公告附載資料的要求。

承董事會命

中國華泰瑞銀控股有限公司

執行董事

王濤

香港，二零二三年十一月十四日

於本公告日期，董事會成員包括執行董事王濤先生，以及獨立非執行董事周綺婷女士、楊淑顏女士及李艷華女士。

本公告的資料乃遵照《GEM 證券上市規則》而刊載，旨在提供有關本公司的資料；董事願就本公告的資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本公告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何事項，足以令致本公告或其所載任何陳述產生誤導。

本公告將於刊發日期起計至少一連七天於 GEM 網站 [www.hkgem.com](http://www.hkgem.com) 之「最新上市公司公告」網頁刊登，並會於本公司網站 [www.sinosplendid.com](http://www.sinosplendid.com) 刊登。

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

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

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

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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可能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。

香港交易及結算所有限公司及香港聯合交易所有限公司對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

本報告包括之資料乃遵照香港聯合交易所有限公司《GEM證券上市規則》（「GEM上市規則」）之規定而提供有關中國華泰瑞銀控股有限公司（「本公司」）之資料。本公司之各董事願就本報告共同及個別承擔全部責任，並在作出一切合理查詢後確認，就彼等所知及所信，本報告所載之資料在各重大方面均屬準確完整且無誤導或欺詐成份，及本報告並無遺漏其他事實致使本報告所載任何陳述或本報告產生誤導。

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 (the “Quarterly Period”) and nine months (the “Nine-Month Period”) ended 30 September 2023, together with the comparative unaudited figures for the corresponding periods in 2022.

本公司董事(「董事」)會(「董事會」)欣然公佈本公司及其附屬公司(下文統稱「本集團」)截至二零二三年九月三十日止三個月(「季度期間」)及九個月(「九個月期間」)之未經審核綜合業績，連同二零二二年同期之未經審核比較數字。

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

For the three months and nine months ended 30 September 2023

## 未經審核綜合損益及其他全面收益表

截至二零二三年九月三十日止三個月及九個月

		Notes 附註	(Unaudited) (未經審核)		(Unaudited) (未經審核)	
			Three months ended 30 September 截至九月三十日止三個月	Nine months ended 30 September 截至九月三十日止九個月	2023 二零二三年	2022 二零二二年
			HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Revenue	營業額	3	13,298	16,098	32,443	53,825
Cost of sales	銷售成本		(10,100)	(10,639)	(22,061)	(31,864)
Gross profit	毛利		3,198	5,459	10,382	21,961
Other income, gains and losses	其他收入、收益及虧損		543	2,081	301	(4,556)
Selling and distribution expenses	銷售及分銷開支		(3,599)	(1,595)	(12,739)	(11,342)
Administrative expenses	行政開支		(4,271)	(4,083)	(15,259)	(24,391)
Finance costs	財務成本		-	(180)	-	(308)
(Loss)/profit before tax	除稅前(虧損)/溢利		(4,129)	1,682	(17,315)	(18,636)
Income tax credit/(expense)	所得稅抵免/(開支)	4	-	-	-	-
<b>(Loss)/profit for the period</b>	<b>期內(虧損)/溢利</b>		<b>(4,129)</b>	<b>1,682</b>	<b>(17,315)</b>	<b>(18,636)</b>

**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 (續)**

(continued)

For the three months and nine months ended 30 September 2023 截至二零二三年九月三十日止三個月及九個月

		Notes 附註	(Unaudited) (未經審核)		(Unaudited) (未經審核)	
			Three months ended 30 September 截至九月三十日止三個月	2022 二零二二年	Nine months ended 30 September 截至九月三十日止九個月	2022 二零二二年
			HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Other comprehensive (expenses)/income	其他全面(開支)/收入					
Items that may be reclassified subsequently to profit or loss:	其後可能重新分類至損益之項目：					
Exchange differences on translating foreign operations	換算海外業務產生之匯兌差額		(87)	(84)	1,980	(193)
Other comprehensive (expenses)/income for the period	期內其他全面(開支)/收入		(87)	(84)	1,980	(193)
Total comprehensive (expenses)/income for the period	期內全面(開支)/收入總額		(4,216)	1,598	(15,335)	(18,829)
(Loss)/profits attributable to:	下列人士應佔(虧損)/溢利：					
Owners of the Company	本公司持有人		(4,129)	1,682	(17,315)	(18,636)
Non-controlling interests	非控股權益		-	-	-	-
			(4,129)	1,682	(17,315)	(18,636)
Total comprehensive (expenses)/income attributable to:	下列人士應佔全面(開支)/收入總額：					
Owners of the Company	本公司持有人		(4,216)	1,598	(15,335)	(18,829)
Non-controlling interests	非控股權益		-	-	-	-
			(4,216)	1,598	(15,335)	(18,829)
(Loss)/profits per share	每股(虧損)/溢利	5		(Restated) (經重列)		(Restated) (經重列)
Basic and diluted	基本及攤薄					
(cents per share)	(每股港仙)		(2.80)	1.28	(11.74)	(14.19)

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 2022 except that the Group has adopted the newly issued and revised HKFRSs, which are effective for the annual period beginning on 1 January 2023, as disclosed in the annual consolidated financial statements for the year ended 31 December 2022.

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 Nine-Month Period.

附註：

## 1. 一般資料

本公司為一家於開曼群島註冊成立之上市有限公司，其股份於聯交所GEM上市。

## 2. 編製基準及會計政策

本集團之未經審核綜合財務報表乃根據歷史成本法編製，惟若干金融工具以公允值計量。編製未經審核綜合財務報表所採用的主要會計政策與編製本集團截至二零二二年十二月三十一日止年度的年度財務報表所採用者一致，惟本集團已採用之新發佈及經修訂之香港財務報告準則除外，該等準則於二零二三年一月一日開始之年度期間生效（誠如截至二零二二年十二月三十一日止年度之年度綜合財務報表所披露）。

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

本集團並無應用於九個月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 periods is as follows:

### 3. 營業額

本集團於各期間之營業額分析如下：

		(Unaudited) (未經審核)			
		For the three months ended 30 September		For the nine months ended 30 September	
		截至九月三十日止三個月		截至九月三十日止九個月	
		2023	2022	2023	2022
		二零二三年	二零二二年	二零二三年	二零二二年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Travel media	旅遊媒體	800	1,970	2,400	7,604
Financial magazine and other media	財經雜誌及其他媒體	12,220	13,850	29,220	42,200
Securities investment	證券投資	-	-	-	-
Money lending	放債	278	278	823	823
Virtual reality	虛擬現實	-	-	-	3,198
		13,298	16,098	32,443	53,825

### 4. INCOME TAX

### 4. 所得稅

		(Unaudited) (未經審核)			
		For the three months ended 30 September		For the nine months ended 30 September	
		截至九月三十日止三個月		截至九月三十日止九個月	
		2023	2022	2023	2022
		二零二三年	二零二二年	二零二三年	二零二二年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	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	-	-	-	-
		-	-	-	-

#### 4. INCOME TAX (continued)

Hong Kong Profits Tax has been provided at a rate of 16.5% (2022: 16.5%) on the estimated assessable profit for the third quarterly period ended 30 September 2023 and corresponding period in 2022. No provision has been made for Hong Kong Profits Tax as there are no assessable profits generated for the period ended 30 September 2023.

On 21 March 2018, the Inland Revenue (Amendment) (No. 7) Bill 2017, which introduces a two-tiered profits tax regime, was substantively enacted. Under the two-tiered profits tax regime, the first HK\$2 million of assessable profits of qualifying corporations will be taxed at 8.25% with effect from the year assessment 2018/2019. Profits above HK\$2 million will continue to be subject to the tax rate of 16.5%.

#### 4. 所得稅 (續)

香港利得稅乃根據截至二零二三年九月三十日止第三季度期間及二零二二年同期之估計應課稅溢利按16.5% (二零二二年: 16.5%) 之稅率計提撥備。由於截至二零二三年九月三十日止期間並無產生應課稅溢利，故並無就香港利得稅計提撥備。

於二零一八年三月二十一日，引入利得稅兩級制的《2017年稅務(修訂)(第7號)條例草案》實質上已獲頒佈。根據利得稅兩級制，自2018/2019課稅年度起，合資格企業的首2,000,000港元應課稅溢利將按8.25%的稅率徵稅。超過2,000,000港元的溢利將繼續按16.5%的稅率繳稅。

## 5. (A) BASIC LOSS PER SHARE

Basic loss per share is calculated by dividing the loss attributable to owners of the Company by the weighted average number of ordinary shares in issue during the nine months ended 30 September 2023 and 2022.

## 5. (A) 每股基本虧損

每股基本虧損乃按截至二零二三年及二零二二年九月三十日止九個月本公司持有人應佔虧損除以已發行普通股加權平均數計算。

		(Unaudited) (未經審核)	
		Nine months ended 30 September 截至九月三十日 止九個月	
		2023	2022
		二零二三年	二零二二年
		HK\$'000	HK\$'000
		千港元	千港元
<b>Loss per share</b>	<b>每股虧損</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>(17,315)</b>	(18,636)
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	-	-

There were 11,574,500 of outstanding share options as at 30 September 2023 (2022: 19,290,900).

於二零二三年九月三十日，尚未行使之購股權為11,574,500份（二零二二年：19,290,900份）。

The computation of diluted loss per share does not assume the exercise of Company's options because the exercise price of those options was higher than the average market price for shares for both 2023 and 2022.

由於該等購股權的行使價高於二零二三年及二零二二年股份的平均市價，故計算每股攤薄虧損時並無假設本公司購股權獲行使。



5. (A) BASIC LOSS PER SHARE (continued)

5. (A) 每股基本虧損 (續)

		(Unaudited) (未經審核)	
		Nine months ended 30 September	
		截至九月三十日止九個月	
		2023	2022
		二零二三年	二零二二年
		'000	'000
		千股	千股
		(Restated) (經重列)	
<b>Number of shares</b>	<b>股份數目</b>		
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	<b>147,541</b>	131,326
Effect of dilutive potential ordinary shares:	潛在攤薄普通股的影響:		
- Share option	- 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	<b>147,541</b>	131,326

<sup>(1)</sup> Every four (4) issued and unissued existing shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) consolidated share of HK\$0.04 each pursuant to the Share Consolidation which took effect on 24 June 2022.

<sup>(1)</sup> 根據於二零二二年六月二十四日生效之股份合併，將每四(4)股本公司股本中每股面值0.01港元之已發行及未發行股份合併為一(1)股每股面值0.04港元之合併股份。

## 5. (B) DILUTED LOSS PER SHARE

There were no dilutive potential ordinary share in issue for the nine months ended 30 September 2023 and 2022, and diluted earnings/(loss) per share is the same as basic earnings/(loss) per share.

## 5. (B) 每股攤薄虧損

截至二零二三年及二零二二年九月三十日止九個月，並無已發行潛在攤薄普通股，故每股攤薄盈利／（虧損）與每股基本盈利／（虧損）相同。

## 6. UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 6. 未經審核綜合權益變動表

	Share capital	Share premium	Capital reserve	Share option reserve	Capital redemption reserve	Reserve funds	Translation reserve	Retained profits	Attributable to non-controlling interests		Total	
									Subtotal	非控股權益		
	股本	股份溢價	資本儲備	購股權儲備	贖回儲備	儲備金	匯兌儲備	保留溢利	小計	權益應佔	總計	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'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	千港元	千港元	
At 1 January 2022	於二零二二年一月一日	4,784	79,246	755	1,612	11,690	19,025	43,748	(28,342)	132,518	2,029	134,547
Loss for the period	期內虧損	-	-	-	-	-	-	-	(18,636)	(18,636)	-	(18,636)
Other comprehensive expenses for the period	期內其他全面開支	-	-	-	-	-	-	(193)	-	(193)	-	(193)
Grant of share option	授出購股權	-	-	-	1,328	-	-	-	-	1,328	-	1,328
Exercise of share option	行使購股權	193	1,879	-	(590)	-	-	-	-	1,482	-	1,482
Lapsed of share option	購股權失效	-	-	-	(1)	-	-	-	1	-	-	-
Conversion of convertible bonds	轉換可換股債券	925	8,325	-	-	-	-	-	-	9,250	-	9,250
Total comprehensive income/(expenses) for the period	期內全面收入／（開支）總額	1,118	10,204	-	737	-	-	(193)	(18,635)	(6,769)	-	(6,769)
At 30 September 2022	於二零二二年九月三十日	5,902	89,450	755	2,349	11,690	19,025	43,555	(46,977)	125,749	2,029	127,778
At 1 January 2023	於二零二三年一月一日	5,902	89,449	755	2,350	11,690	19,025	42,969	(71,364)	100,776	2,029	102,805
Loss for the period	期內虧損	-	-	-	-	-	-	-	(17,315)	(17,315)	-	(17,315)
Other comprehensive expenses for the period	期內其他全面開支	-	-	-	-	-	-	1,980	-	1,980	-	1,980
Lapsed of share option	購股權失效	-	-	-	(1,022)	-	-	-	1,022	-	-	-
Total comprehensive income/(expenses) for the period	期內全面收入／（開支）總額	-	-	-	(1,022)	-	-	1,980	(16,293)	(15,335)	-	(15,335)
At 30 September 2023	於二零二三年九月三十日	5,902	89,449	755	1,328	11,690	19,025	44,949	(87,657)	85,441	2,029	87,470

## 6. UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (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 distributions or dividends to shareholders 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 the ordinary course of business.

*Note b:* Pursuant to the relevant laws and regulations for foreign investment enterprises (the "FIEs") established in the People's Republic of China excluding Hong Kong (the "PRC"), a certain portion of the FIE's profit is required to be transferred to reserve fund which is 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 profit after taxation. No such transfer were made during both periods as there were no such profit after taxation from the FIEs.

## 7. DIVIDEND

The Board do not recommend the payment of an interim dividend for the Nine-Month Period (the corresponding period in 2022: Nil).

## 6. 未經審核綜合權益變動表 (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股東,惟緊隨建議分派或派息當日後,本公司能於正常業務過程中支付其到期之債務。

*附註b:* 根據適用於在中華人民共和國(「中國」,不包括香港)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原則及財務規例計算外商投資企業之除稅後溢利計算,不得低於除稅後溢利之10%。由於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。

## 7. 股息

董事會並不建議就九個月期間派發中期股息(二零二二年期間:無)。

## MANAGEMENT DISCUSSION AND ANALYSIS

### FINANCIAL REVIEW

#### *Revenue and gross profit*

Revenue for the Nine-Month Period was HK\$32,443,000 representing a HK\$21,382,000, or approximately 39.7% decrease compared with the corresponding period in 2022 of HK\$53,825,000. The decrease was primarily attributable to the decrease in revenue from Financial Magazine Business.

Gross profit margin for the Nine-Month Period slightly decreased to approximately 32%, compared with approximately 41% in the same period last year.

#### *Other income, gains and losses*

Other gain (net) amounted to approximately HK\$301,000 for the Nine-Month Period, compared with other loss (net) of HK\$4,556,000 for the corresponding period in 2022.

#### *Selling and distribution expenses*

Selling and distribution expenses increased by approximately 12.3% to HK\$12,739,000 for the Nine-Month Period, compared with HK\$11,342,000 for the corresponding period in 2022.

## 管理層討論及分析

### 財務回顧

#### *營業額及毛利*

九個月期間之營業額為32,443,000港元，較二零二二年同期的53,825,000港元減少21,382,000港元或約39.7%。該減少乃主要由於財經雜誌業務營業額減少。

九個月期間之毛利率略減至約32%，而去年同期為約41%。

#### *其他收入、收益及虧損*

於九個月期間，其他收益（淨額）約為301,000港元，而二零二二年同期其他虧損（淨額）則為4,556,000港元。

#### *銷售及分銷開支*

於九個月期間，銷售及分銷開支增加約12.3%至12,739,000港元，而二零二二年同期則為11,342,000港元。

### **Administrative expenses**

Administrative expenses was HK\$15,259,000 for the Nine-Month Period, compared with HK\$24,391,000 for the corresponding period in 2022.

### **Income tax**

No provision has been made for Hong Kong Profits Tax as there are no assessable profits generated for the period ended 30 September 2023 (2022: Nil).

### **Loss for the period attributable to owners of the Company**

Loss for the period attributable to owners of the Company was approximately HK\$17,315,000 for the Nine-Month Period, compared with a loss of HK\$18,636,000 for the corresponding period in 2022.

### **Capital structure**

As at 30 September 2023, the Company has 147,540,930 shares of HK\$0.04 each in issue. The value of share capital was approximately HK\$5,902,000 as at 30 September 2023 (31 December 2022: approximately HK\$5,902,000).

### **行政開支**

於九個月期間，行政開支為15,259,000港元，而二零二二年同期則為24,391,000港元。

### **所得稅**

由於截至二零二三年九月三十日止期間並無產生應課稅溢利（二零二二年：無），故並無計提香港利得稅撥備。

### **本公司持有人應佔期內虧損**

於九個月期間，本公司持有人應佔期內虧損約為17,315,000港元，而二零二二年同期則為虧損18,636,000港元。

### **資本架構**

於二零二三年九月三十日，本公司已發行147,540,930股每股面值0.04港元的股份。於二零二三年九月三十日之股本價值為約5,902,000港元（二零二二年十二月三十一日：約5,902,000港元）。

## **BUSINESS REVIEW**

### ***Travel Media Business***

During the Nine-Month Period, the Travel Media Business recorded a revenue of HK\$2,400,000, decreased by approximately 68.4% or HK\$5,204,000 as compared with that of HK\$7,604,000 for the same period in 2022. This amount represented approximately 7.4% of the Group's total revenue for the Nine-Month Period.

The Travel Media Business recorded a segment loss of approximately HK\$900,000 during the Nine-Month Period.

### ***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 focused on expanding the business in advertising on digital platform and other media channels.

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 focused on expanding the business in advertising on digital platform and other media channels.

Revenue from this business was approximately HK\$29,220,000, which contributed 90.1% of the Group's total revenue for the period under review. Segmental gain of this business during the reporting period amounted to HK\$4,460,000.

## **業務回顧**

### ***旅遊媒體業務***

於九個月期間，旅遊媒體業務錄得營業額2,400,000港元，較二零二二年同期的7,604,000港元減少約68.4%或5,204,000港元。此金額佔本集團於九個月期間總營業額的約7.4%。

於九個月期間，旅遊媒體業務錄得分部虧損約900,000港元。

### ***財經雜誌及其他媒體業務***

於報告期間，本集團透過旅遊與財經雜誌、互聯網及其他媒體渠道提供內容及廣告服務。本集團專注於擴展數字平台及其他媒體渠道的廣告業務。

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。本集團專注於拓展數字平台及其他媒體渠道的廣告業務。

該業務之營業額約為29,220,000港元，佔本集團於回顧期間總營業額之90.1%。該業務於報告期間之分部收益為4,460,000港元。

### Securities Investment

As at 30 September 2023, total market value for the held-for-trading investments of the Group was approximately HK\$6,696,000 (2022: HK\$8,810,000).

### Money Lending Business

Revenue from this business was approximately HK\$823,000 (2022: HK\$823,000), which accounted for approximately 2.5% of the Group's total revenue for the Nine-Month Period.

### Virtual Reality Business

There was no revenue recorded from this business for the Nine-month Period.

## FUND RAISING ACTIVITIES

There was no fund raising activities during the Nine-Month Period.

## HELD-FOR-TRADING INVESTMENTS

Details of the held-for-trading investments, in terms of market value as at 30 September 2023, are as follows:

### 證券投資

於二零二三年九月三十日，本集團持作買賣投資之總市值約為6,696,000港元（二零二二年：8,810,000港元）。

### 放債業務

於九個月期間，該業務之營業額約為823,000港元（二零二二年：823,000港元），佔本集團總營業額之約2.5%。

### 虛擬現實業務

該業務於九個月期間並無產生營業額。

## 籌資活動

於九個月期間，本公司並無進行籌資活動。

## 持作買賣投資

於二零二三年九月三十日按市值計之持作買賣投資之詳情如下：

			For the nine months ended 30 September 2023 截至二零二三年九月三十日止九個月	
	Market value as at 30 September 2023 於二零二三年九月三十日之市值 HK\$'000 千港元	Proportion to the total assets of the Group 佔本集團總資產比例 % %	Fair value gain (loss) of the investment 投資公允價值收益（虧損） HK\$'000 千港元	Dividend received 已收股息 HK\$'000 千港元
Others 其他	6,696	5.94	(980)	-

### **Material acquisitions and disposals**

There were no material acquisitions, disposals or significant investments during the Nine-Month Period.

### **重大收購及出售事項**

於九個月期間，概無進行重大收購、出售或重大投資。

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

As at 30 September 2023, the interests and short positions of the Directors or the chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meanings of Part XV of the Securities and Futures Ordinance (the "SFO") as recorded in the register required to be kept by the Company pursuant to 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 as follows:

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

於二零二三年九月三十日，本公司董事或最高行政人員於本公司及其相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中擁有的記入本公司根據證券及期貨條例第352條須存置之登記冊的權益及淡倉或根據GEM上市規則第5.46至5.67條所載本公司董事進行交易的必守準則須知會本公司及聯交所的權益及淡倉如下：

### **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	Equity derivatives (share options) 股本衍生工具 (購股權)	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		
Mr Wang Tao 王濤先生	Beneficial owner 實益擁有人	Long Position 好倉	2,119,950	1.44



Notes: 1. The relevant percentage is calculated by reference to the Shares in issue on 30 September 2023 i.e. 147,540,930 shares.

附註：1. 相關百分比乃參考二零二三年九月三十日已發行股份（即147,540,930股股份）計算。

Save as disclosed above, as at 30 September 2023, 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 GEM 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，於二零二三年九月三十日，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GEM上市規則所載董事進行交易的必守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 30 September 2023, those persons (other than directors and chief executive of the Company) who had interests and short positions in shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO were as follows:

## 主要股東於本公司股份及相關股份之權益及淡倉

於二零二三年九月三十日，於本公司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的權益及淡倉的該等人士（本公司董事及最高行政人員除外）如下：

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 (Note 1) 牛成俊 (附註1)	22,336,184 (L)	-	15.14% (L)

L – Long Position

L – 好倉

Note:

附註：

(1) The relevant percentage is calculated by reference to the shares in issue on 30 September 2023, i.e. 147,540,930 shares.

(1) 相關百分比乃參考於二零二三年九月三十日已發行股份（即147,540,930股股份）計算。

Save as disclosed above, as at 30 September 2023, 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.

除上文所披露者外，於二零二三年九月三十日，本公司並無獲悉有任何人士（本公司董事及最高行政人員除外）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條須存置之登記冊的任何權益或淡倉。

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

During the Nine-Month Period, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

## **COMPETING INTERESTS**

During the Nine-Month Period, 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**

於九個月期間，本公司及其任何附屬公司並無購買、出售或贖回任何本公司上市證券。

## **競爭權益**

於九個月期間，董事會並不知悉各董事及彼等各自之緊密聯繫人（定義見GEM上市規則）擁有與或可能與本集團業務競爭的任何業務或權益及任何該等人士與或可能與本集團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」），其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參與者授出購股權，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參與者提供獎勵、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, which represents 10% of the issued shares of the Company and 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（包括僱員、本公司及其附屬公司董事、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）且董事會全權酌情基於其對本集團發展及增長的貢獻考慮參與二零一三年購股權計劃之資格。

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（相當於本公司已發行股份之10%）不得超過批准及採納二零一三年購股權計劃當日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 independent non-executive Directors 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.

於截至授出日期（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）而已發行及須予發行予各合資格參與者之股份總數，不得超過授出日期已發行股份之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，而有關合資格參與者及其聯繫人須於該大會上放棄投票。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5百萬港元，須事先取得股東批准。

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.

*Note:* Every four (4) issued and unissued existing shares of HK\$0.01 each in the share capital of the Company be consolidated into one (1) consolidated share of HK\$0.04 each pursuant to the Share Consolidation which took effect on 24 June 2022.

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。所有購股權須於授出日期起計十年內行使。行使價乃由董事會釐定，惟不得少於下列所述之較高者：(i) 在授出日期本公司股份之收市價；(ii) 緊接授出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。

*附註：* 根據於二零二二年六月二十四日生效之股份合併，本公司股本中每四(4)股每股面值0.01港元之已發行及未發行股份合併為一(1)股每股面值0.04港元之合併股份。

The table below shows the details on the movement of the outstanding share options granted to all grantees under the Scheme as at 30 September 2023. For further information please refer to the Company's announcement dated 11 April 2022 respectively.

下表列示截至二零二三年九月三十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變動詳情。有關進一步資料，請參閱本公司日期為二零二二年四月十一日之公告。

Name or category of grantee	Date of grant	Exercise price per share	Closing price Immediately before the date of grant	Vesting date	Exercisable period	Outstanding share options as at 1 January 2023 於二零二三年一月一日尚未行使之購股權	Number of options granted	Number of shares Underlying share options granted	Number of options exercised during the reporting period	Number of options lapsed during the reporting period	Outstanding share options as at 30 September 2023 於二零二三年九月三十日尚未行使之購股權
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	已授出購股權之相關股份數目	於報告期間獲行使之購股權數目	於報告期間已失效之購股權數目	於二零二三年九月三十日尚未行使之購股權數目	
<b>Director</b>											
<b>董事</b>											
Mr. Wang Tao	11 April 2022	0.3272	0.312	None	11 April 2022 to 10 April 2024	1,157,450	-	-	-	-	1,157,450
王濤先生	二零二二年四月十一日			無	二零二二年四月十一日至二零二四年四月十日						
<b>Other employees</b>											
<b>其他僱員</b>											
10 employees	9 April 2021	0.328	0.308	None	9 April 2021 to 8 April 2023	7,716,400	-	-	-	(7,716,400)	-
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						
9 employees	11 April 2022	0.3272	0.312	None	11 April 2022 to 10 April 2024	10,417,050	-	-	-	-	10,417,050
9名僱員	二零二二年四月十一日			無	二零二二年四月十一日至二零二四年四月十日						
Total						19,290,900	-	-	-	(7,716,400)	11,574,500
總計											

The Outstanding share options as at the 1 January 2023 and 30 September 2023 for Mr Wang Tao, the Executive Director of the Company was 1,157,450.

The Outstanding share options as at the 1 January 2023 and 30 September 2023 for the employees of the Company were 18,133,450 and 10,417,050 respectively.

There were 14,754,093 share options available for grant under the share mandate as at 30 September 2023.

The total number of securities available for issue under the Share Option Scheme was 11,574,500, representing approximately 7.84% of the entire issued share capital of the Company. The relevant percentage is calculated by reference to the weighted average number of shares for the Nine-Month Period ended 30 September 2023 of approximately 147,540,900.

於二零二三年一月一日及二零二三年九月三十日，本公司執行董事王濤先生持有的尚未行使購股權為1,157,450份。

於二零二三年一月一日及二零二三年九月三十日，本公司僱員持有的尚未行使購股權分別為18,133,450份及10,417,050份。

於二零二三年九月三十日，根據股份授權可授出的購股權為14,754,093份。

根據購股權計劃可供發行的證券總數為11,574,500股，相當於本公司全部已發行股本約7.84%。相關百分比乃參考截至二零二三年九月三十日止九個月期間的股份加權平均數約147,540,900股計算。



## AUDIT COMMITTEE

The audit committee has reviewed the accounting principles and practices adopted by the Group and the unaudited consolidated financial statements for the Nine-Month Period.

On behalf of the Board

**Sino Splendid Holdings Limited**  
**Wang Tao**

*Executive Director*

Hong Kong, 14 November 2023

As at the date of this report, the Directors of the Company are:

*Executive Director:*

Mr. Wang Tao

*Independent Non-Executive Directors:*

Ms. Yang Shuyan, Ms. Chow Yee Ting and  
Ms. Lee Yim Wah

## 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以及九個月期間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，二零二三年十一月十四日

於本報告日期，本公司之董事為：

*執行董事：*

王濤先生

*獨立非執行董事：*

楊淑顏女士、周綺婷女士及  
李艷華女士