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PEGASUS INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 676)

ANNOUNCEMENT OF AUDITED ANNUAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2020

AUDITED ANNUAL RESULTS

The board of directors (the “Board”) of Pegasus International Holdings Limited (the “Company”) announces the audited consolidated results of the Company and its subsidiaries (the “Group”) for the year ended 31 December 2020 with corporate figures for the corresponding period in 2019.

**CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME**

FOR THE YEAR ENDED 31 DECEMBER 2020

	<i>NOTES</i>	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
Revenue	3	3,352	4,595
Cost of sales		(2,903)	(11,189)
Gross profit (loss)		449	(6,594)
Othe income		340	590
Other gains and losses		447	(8,408)
Fair value change of investment properties		3,746	–
Selling and distribution costs		(332)	(567)
General and administrative expenses		(3,252)	(4,114)
Other expense		(1,037)	(2,568)
Share of result of an associate		–	(240)
Interest expense on lease liabilities		(41)	(44)
Profit (loss) before tax	4	320	(21,945)
Tax expense	5	(945)	(25)
Loss for the year attributable to owners of the Company		(625)	(21,970)
Other comprehensive income (expense)			
<i>Item that may be reclassified subsequently to profit or loss:</i>			
Exchange differences on translating foreign operations		2,863	(911)
<i>Items that will not be reclassified subsequently to profit or loss:</i>			
Revaluation increase (decrease) on buildings		1,113	(6,511)
Revaluation surplus of right-of-use assets transferred to investment properties		14,922	–
Deferred tax recognised on revaluation of buildings		(278)	1,628
Deferred tax recognised on revaluation surplus of investment properties reclassified from right-of-use assets transferred to investment properties		(3,731)	–
		12,026	(4,883)
Other comprehensive income (expense) for the year, net of tax		14,889	(5,794)
Total comprehensive income (expense) for the year attributable to owners of the Company		14,264	(27,764)
Loss per share	7		
Basic		US cents (0.08)	US cents (3.01)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AT 31 DECEMBER 2020

	NOTES	2020 US\$'000	2019 US\$'000
Non-current assets			
Property, plant and equipment		23,981	28,916
Investment properties		27,307	–
Right-of-use assets		3,561	4,173
Accrued rentals	8	469	–
Interest in an associate		–	–
		<u>55,318</u>	<u>33,089</u>
Current assets			
Inventories		1,435	438
Trade and other receivables	8	999	1,150
Financial assets at fair value through profit or loss		378	565
Bank balances and cash		9,754	12,519
		<u>12,566</u>	<u>14,672</u>
Current liabilities			
Trade and other payables	9	2,738	2,296
Lease liabilities		114	92
Provision for housing provident fund	10	3,109	3,016
Tax payable		937	896
		<u>6,898</u>	<u>6,300</u>
Net current assets		<u>5,668</u>	<u>8,372</u>
		<u>60,986</u>	<u>41,461</u>
Capital and reserves			
Share capital		9,428	9,428
Reserves		43,487	29,223
Total equity		<u>52,915</u>	<u>38,651</u>
Non-current liabilities			
Deferred tax liabilities		7,307	1,979
Lease liabilities		764	831
		<u>8,071</u>	<u>2,810</u>
		<u>60,986</u>	<u>41,461</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2020

1. BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) and by the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments that are measured at revalued amounts or fair values at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods.

2. APPLICATION OF NEW AND AMENDMENTS TO HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

Amendments to HKFRSs that are mandatorily effective for the current year

In the current year, the Group has applied the Amendments to References to the Conceptual Framework in HKFRS Standards and the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants for the first time, which are mandatorily effective for the annual period beginning on or after 1 January 2020 for the preparation of the consolidated financial statements:

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

2.1 Impacts on application of Amendments to HKAS 1 and HKAS 8 Definition of Material

The Group has applied the Amendments to HKAS 1 and HKAS 8 for the first time in the current year. The amendments provide a new definition of material that states “information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.” The amendments also clarify that materiality depends on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements taken as a whole.

The application of the Amendments to References to the Conceptual Framework in HKFRS Standards and the amendments to HKFRSs in the current year has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

New and amendments to HKFRSs in issue but not yet effective

The Group has not early applied the following new and amendments to HKFRSs that have been issued but are not yet effective:

HKFRS 17	Insurance Contracts and the related Amendments ¹
Amendment to HKFRS 16	Covid-19-Related Rent Concessions ⁴
Amendments to HKFRS 3	Reference to the Conceptual Framework ²
Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform – Phase 2 ⁵
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ³
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020) ¹
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use ²
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract ²
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018 – 2020 ²

¹ Effective for annual periods beginning on or after 1 January 2023

² Effective for annual periods beginning on or after 1 January 2022

³ Effective for annual periods beginning on or after a date to be determined

⁴ Effective for annual periods beginning on or after 1 June 2020

⁵ Effective for annual periods beginning on or after 1 January 2021

Except for the new and amendments to HKFRSs mentioned below, the directors of the Company anticipate that the application of all new and amendments to HKFRSs will have no material impact on the consolidated financial statements in the foreseeable future.

Amendments to HKAS 1 Classification of Liabilities as Current or Non-current and related amendments to Hong Kong Interpretation 5 (2020)

The amendments provide clarification and additional guidance on the assessment of right to defer settlement for at least twelve months from reporting date for classification of liabilities as current or non-current, which:

- specify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period. Specifically, the amendments clarify that:
 - (i) the classification should not be affected by management intentions or expectations to settle the liability within 12 months; and
 - (ii) if the right is conditional on the compliance with covenants, the right exists if the conditions are met at the end of the reporting period, even if the lender does not test compliance until a later date.
- clarify that if a liability has terms that could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instruments, these terms do not affect its classification as current or non-current only if the entity recognises the option separately as an equity instrument applying HKAS 32 *Financial Instruments: Presentation*.

In addition, Hong Kong Interpretation 5 was revised as a consequence of the Amendments to HKAS 1 to align the corresponding wordings with no change in conclusion.

Based on the Group's outstanding liabilities as at 31 December 2020, the application of the amendments will not result in reclassification of the Group's liabilities.

3. REVENUE AND SEGMENT INFORMATION

Revenue generated from the manufacture and sales of footwear products recognised at a point in time during the year. Revenue is recognised when control of the goods has transferred, being when the goods have been shipped to the designated location (delivery). The average credit period is 60 days upon delivery.

The contracts for manufacture and sales of footwear products are for periods of one year or less. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease.

In prior years, the Group's chief executive officer, being the chief operating decision maker (the "CODM") of the Group, for the purpose of resources allocation and performance assessment, regularly reviewed the revenue and operating results analysis by geographical market based on destination of the goods shipped or delivered, irrespective of the origin of the goods. The Group's operating and reportable segments were determined based on location of geographical markets, including North America, Asia, Europe and Other regions segment.

During the year, the Group reorganised its internal reporting structure upon commencement of the business engaging in leasing of properties in the People's Republic of China (the "PRC") which resulted in changes to the composition of its operating and reportable segments.

In the current year, information reported to the CODM are reorganised based on types of goods or services delivered or provided. There are two operating and reportable segments, namely manufacture and sales of footwear products and lease of properties. Prior year segment have been represented to conform with the current year's presentation.

However, the CODM does not regularly review the assets and liabilities by operating segments and hence no analysis of segment assets and segment liabilities are presented.

Segment revenue and results

For the year ended 31 December 2020

	Manufacture and sales of footwear products <i>US\$'000</i>	Lease of properties <i>US\$'000</i>	Total <i>US\$'000</i>
REVENUE	<u>2,070</u>	<u>1,282</u>	<u>3,352</u>
RESULTS			
Segment results	<u>(556)</u>	<u>985</u>	429
Unallocated other income			340
Unallocated other gains and losses			447
Unallocated other expense			(1,037)
Fair value change of investment properties			3,746
Unallocated corporate expenses			<u>(3,605)</u>
Profit before tax			<u>320</u>

For the year ended 31 December 2019

	Manufacture and sales of footwear products <i>US\$'000</i>	Lease of properties <i>US\$'000</i>	Total <i>US\$'000</i>
REVENUE	<u>4,595</u>	<u>–</u>	<u>4,595</u>
RESULTS			
Segment results	<u>(6,681)</u>	<u>–</u>	(6,681)
Unallocated other income			590
Unallocated other gains and losses			(8,408)
Unallocated other expense			(2,568)
Unallocated corporate expenses			(4,638)
Share of result of an associate			<u>(240)</u>
Loss before tax			<u>(21,945)</u>

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment results represent the (loss incurred) profit earned by each segment without allocation of other income (including interest income, dividends from financial assets at FVTPL, government subsidies and certain other income), other gains and losses (including loss from change in fair value of financial assets at FVTPL, impairment loss recognised in respect of property, plant and equipment and right-of use assets), other expense (representing redundancy cost), unallocated expense (including central administration costs and certain unallocated expenses), and share of result of an associate. This is the measure reported to the chief operating decision maker for the purpose of resources allocation and performance assessment.

Revenue from footwear products and lease of properties

The Group's revenue for the year ended 31 December 2020 was generated from manufacture and sales of footwear products, and rental income from lease of properties (2019: manufacture and sales of footwear products).

Geographical information

The Group's revenue from contracts with customer generated from manufacture and sales of footwear products based on the destination of the goods shipped or delivered, is detailed below:

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
United States of America	829	3,413
Japan	9	36
Others	<u>1,232</u>	<u>1,146</u>
	<u><u>2,070</u></u>	<u><u>4,595</u></u>

The Group's rental income generated from lease of properties in the PRC amounted to US\$1,282,000 (2019: nil).

The Group's operations are located in the PRC and Hong Kong. The information about its non-current assets by geographical location and place of operations are detailed below:

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
PRC	<u><u>55,318</u></u>	<u><u>33,089</u></u>

Information about major customers

Revenue from customers which contributed over 10% of the Group's total revenue for the corresponding years are as follows:

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
Customer A*	2,070	2,499
Customer B* (<i>note</i>)	–	2,048
Customer C	530	–
Customer D	<u>423</u>	<u>–</u>

* The revenue of the above customers are generated from its various locations in North America, Asia and Europe.

note: The customer did not conduct any business with the Group for the year ended 31 December 2020.

4. PROFIT (LOSS) BEFORE TAX

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
Profit (loss) before tax has been arrived at after charging:		
Directors' emoluments	136	155
Other staff costs	2,816	7,928
Retirement benefits scheme contributions	<u>110</u>	<u>588</u>
Total staff costs	3,062	8,671
Capitalised in inventories	<u>(1,277)</u>	<u>(3,198)</u>
	<u>1,785</u>	<u>5,473</u>
Auditor's remuneration	198	191
Cost of inventories recognised as an expense	2,691	11,154
Depreciation of right-of-use assets	157	281
Depreciation of property, plant and equipment	981	1,905
Provision for housing provident fund (included in cost of sales)	48	35
and after charging (crediting) to other gains and losses:		
(Gain) loss on disposal of property, plant and equipment	(426)	2,308
Loss from change in fair value of financial assets at FVTPL	187	37
Impairment loss recognised in respect of property, plant and equipment	–	4,982
Impairment loss recognised in respect of right-of-use assets	–	913
(Reversal of) impairment loss recognised in respect of an associate	(266)	266
Net foreign exchange loss (gain)	58	(98)
and after crediting to other income:		
Government subsidies	(39)	(152)
Interest income	(88)	(245)
Dividends from financial assets at FVTPL	–	(37)
and after charging to other expense:		
Redundancy costs	<u>1,037</u>	<u>2,568</u>

5. TAX EXPENSE

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
Hong Kong Profits Tax		
Current year	10	27
Overprovision in prior years	(2)	(2)
	<hr/>	<hr/>
	8	25
Deferred taxation	937	–
	<hr/>	<hr/>
	945	25
	<hr/> <hr/>	<hr/> <hr/>

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the “Bill”) which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazette on the following day. 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 directors of the Company considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the consolidated financial statements and Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both years.

Under the Law of the PRC on Enterprise Income Tax (the “EIT Law”) and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%. No provision has been made as the PRC subsidiaries incurred tax losses for both years.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions. No provision has been made as the group entities incorporated in these jurisdictions have no assessable profits for both years.

6. DIVIDENDS

No dividend was paid or proposed for shareholders of the Company during the year ended 31 December 2020, nor has any dividend been proposed since the end of the reporting period (2019: nil).

7. LOSS PER SHARE

The calculation of the basic loss per share is based on the loss for the year attributable to owners of the Company of US\$625,000 (2019: US\$21,970,000) and on the number of ordinary shares of 730,650,000 (2019: 730,650,000) in issue during the year.

There are no potential ordinary shares outstanding for each of the two years ended 31 December 2020 and 2019.

8. TRADE AND OTHER RECEIVABLES

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
Trade receivables	591	959
Prepayment and other deposit	178	85
Refundable rental deposit	28	43
Accrued rentals	469	–
Other receivables	202	63
	<hr/>	<hr/>
Total trade and other receivables	1,468	1,150
Less: accrued rentals shown under non-current assets	(469)	–
	<hr/>	<hr/>
	999	1,150
	<hr/> <hr/>	<hr/> <hr/>

As at 1 January 2019, trade receivables from contracts with customers amounted to US\$826,000.

The following is an aged analysis of trade receivables presented based on the invoice date at the end of the reporting period, which approximated the respective revenue recognition dates:

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
0 – 30 days	396	573
31 – 60 days	193	211
Over 60 days	2	175
	<hr/>	<hr/>
Total trade receivables	591	959
	<hr/> <hr/>	<hr/> <hr/>

As at 31 December 2020, included in the Group's trade receivables balances are debtors with aggregate carrying amount of US\$2,000 (2019: US\$175,000) which are past due as at the reporting date. None of the past due balances has been past due for 90 days or more for both years.

The Group's rental income are based on effective accrued rentals after taking into account of rent free period and progressive rentals which are recorded as unbilled rental receivables. Rental receivables are invoiced to tenants on a monthly basis after the rent free period and are due for settlement upon the issuance of invoices.

Accrued rentals of the Group amount to US\$469,000 (2019: nil) represented the unbilled rental receivables. Accrued rentals will be collected in more than 1 year and the whole amount are classified under non-current assets.

9. TRADE AND OTHER PAYABLES

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
Trade payables	198	170
Accrued payroll	281	390
Accrued expenses	689	817
Rental deposit received	671	–
Others	899	919
	<u>2,738</u>	<u>2,296</u>

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

	2020 <i>US\$'000</i>	2019 <i>US\$'000</i>
0 – 30 days	71	42
31 – 60 days	4	7
Over 60 days	123	121
	<u>198</u>	<u>170</u>

The average credit period on purchase of goods is 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

10. PROVISION FOR HOUSING PROVIDENT FUND

There were claims made against a subsidiary of the Group in respect of housing provident fund which were initiated by the employees of the subsidiary, and the Group has lodged appeals against these claims. Up to the date of this announcement, part of the claims are still under process while certain appeals are still under review by the court. While the ultimate outcome of these claims and legal proceedings cannot presently be reliably estimated, after considering the current facts and circumstances, provision for housing provident fund of US\$48,000 (2019: US\$35,000) has been made in profit or loss during the year ended 31 December 2020. The directors of the Company believe that adequate provisions has been made in the Group's consolidated financial statements as at 31 December 2020 and 2019.

FINAL DIVIDEND

The Directors does not recommend the payment of a final dividend for the year ended 31 December 2020 (2019: Nil).

RESULTS REVIEW

Audited Annual Results

I am pleased to present our audited annual results for the year ended 31 December 2020. The Group recorded a net loss after taxation of US\$625,000 (2019: US\$21,970,000), and decrease of revenue from US\$4,595,000 in 2019 to US\$3,352,000 in this year. Gross margin changed from -143.5% in 2019 to 13.4% in this year.

Geographical Market

North America remains the largest export market of the Group, accounting for 47.9% of the Group's sales of footwear products, contribution from the European and Asian market and other regions represented 26.1%, 7.2% and 18.8% respectively.

BUSINESS REVIEW AND PROSPECTS

The business conditions throughout 2020 have been the greatest challenge over the last ten years, as the COVID-19 ravaged the world during the year, causing a far-reaching impact and even posing a threat against the entire global community. To control the spread of the COVID-19 pandemic, governments around the world introduced precautionary measures, including the strict control on crowds and unnecessary economic activities and the prohibition of store operations. Despite the relaxation of the restrictions following the improvement of the pandemic, the sentiment of outdoor spending among citizens was subdued due to their fear in viral infection and pessimism about the potential economic recession. As a footwear exporter, the Group was inevitably and materially affected in a hard-hit consumer goods market. Despite our ongoing commitments to the expansion of our customer base during the year, unfortunately no noticeable results were achieved due to the travel- restrictions and potential customers' concerns over future economic uncertainty under the pandemic.

In response to the changing economic environment in recent years, however, the Group has taken advantage of its existing resources to develop new sources of income. During the year, the Group entered into contracts with various third parties in relation to the lease of several idle plants in the PRC, ensuring that it will be able to generate certain stable cash flow in the coming years.

The management will closely monitor the impact of the changing external environment on the Group so as to make strategic adjustments accordingly, which are prepared to address a possible economic downturn and continue identifying potential business development opportunities.

APPRECIATION

I would like to express my heart-felt appreciation to all members of the Board, the executives, and all employees of the Group for their dedication and contribution and thank all business partners and shareholders on behalf of the Group for their trust and long-standing support.

FINANCIAL REVIEW

During the year ended 31 December 2020, in addition to the original business of manufacture and sales of footwear product, the Group commenced the business engaging in lease of properties in the PRC. For the year ended 31 December 2020, the Group recorded a revenue of US\$3,352,000 (2019: US\$4,595,000) representing 27.1% decrease comparing to 2019.

Profit before taxation of the Group for the year ended 31 December 2020 was US\$320,000 (2019: loss before taxation US\$21,945,000), an increase of US\$22,265,000 as compared to the corresponding period in 2019. After accounting for income taxes expense of US\$945,000 (2019: US\$25,000), resulted a loss after taxation of US\$625,000 (2019: US\$21,970,000). Basic loss per share for the year ended 31 December 2020 was 0.08 US cents (2019: 3.01 US cents). Gross margin changed to 13.4% in this year. In addition, the Group continued to exercise tight cost control and implemented policies to improve efficiency.

The Group will continue to observe this conservative approach, to stay in low gearing ratio, in formulating resources allocation.

LIQUIDITY AND FINANCIAL RESOURCES

The Group generally finances its business needs with internal cash flows. Since the global finance crisis couple of years ago, the Group put great effort to maintain a healthy and strong financial position, and the main focus was cash flow management. Trade receivables were reviewed regularly to ensure that were neither past due nor impaired, and trade payables were scheduled to match our cash flow pattern. Spending, capital expenditure, other than necessary, were greatly controlled. As at 31 December 2020, the Group had cash and cash equivalent of US\$9,754,000 (2019: US\$12,519,000). As at 31 December 2020, the Group did not have any bank borrowing, the management considered that current ratio is a better indicator to reflect the Group's financial position. The current ratio of 1.8 (2019: 2.3) times was derived by the total current assets of US\$12,566,000 divided by the total current liabilities of US\$6,898,000 as at 31 December 2020.

CAPITAL EXPENDITURE

For the year ended 31 December 2020, the Group did not incur any capital expenditure used in acquisition and replacement of plant and machinery.

EMPLOYEES AND REMUNERATION POLICIES

The Group adopts a competitive remuneration package for its employees. Promotion and salary increments are assessed based on performance related basis. There are incentives in the form of discretionary performance bonus and offer equal opportunities to all staff.

SCOPE OF WORK OF MESSRS. DELOITTE TOUCHE TOHMATSU

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 December 2020 as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs. Deloitte Touche Tohmatsu, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SHARES

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares during the year ended 31 December 2020 and the year ended 31 December 2019.

COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE

During the financial year ended 31 December 2020, the Company complied with all requirements set out in the Code on Corporate Governance Practices contained in Appendix 14 of the Listing Rules.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules for securities transactions by directors of the Company. Having made specify enquiry of all directors, the directors had complied with the required standard set out in the Model Code throughout the year ended 31 December 2020.

AUDIT COMMITTEE

The audit committee of the Company has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including reviewing the audited consolidated financial statements for the year ended 31 December 2020.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The annual results announcement is published on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk and the website of the Company at www.pegasusinternationalholdings.com.

The 2020 annual report of the Company will be despatched to the shareholders of the Company and published on the above websites in due course.

By Order of the Board
Pegasus International Holdings Limited
Wu Chen San, Thomas
Chairman

Hong Kong, 30 March 2021

As at the date of this announcement, the executive directors are Mr. Wu Chen San, Thomas, Mr. Wu Jenn Chang, Michael, Mr. Wu Jenn Tzong, Jackson and Mr. Ho Chin Fa, Steven. The independent non-executive directors are Mr. Huang Hung Ching, Mr. Lai Jenn Yang, Jeffrey and Mr. Liu Chung Kang, Helios.