Tycoon Group Holdings Limited
滿貫集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3390)

ANNUAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022

FINANCIAL HIGHLIGHTS

- Revenue of the Group for the year ended 31 December 2022 ("**Financial Year**" or "**FY2022**") was HK$1,186.2 million, representing an increase of 33.4% compared to HK$888.9 million for the year ended 31 December 2021 ("**Last Financial Year**" or "**FY2021**").

- Gross profit of the Group for FY2022 was HK$261.5 million, representing an increase of 72.4% compared to HK$151.7 million for FY2021.

- Gross profit margin increased by 4.9 percentage points from 17.1% in FY2021 to 22.0% in FY2022.

- Net profit of the Group for FY2022 was HK$43.6 million, turned around from a loss of HK$17.4 million for FY2021.

- The Board has recommended to declare a final dividend of HK3 cents in cash per ordinary share for FY2022 (FY2021: Nil).

The board ("**Board**") of directors ("**Directors**") of Tycoon Group Holdings Limited ("**Company**") is pleased to announce the audited consolidated annual results of the Company and its subsidiaries (collectively, the "**Group**" or "**Tycoon Group**") for the year ended 31 December 2022 together with the comparative figures for the corresponding period in 2021:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2022

	Notes	**2022** *HK$'000*	2021 *HK$'000*
Revenue	*4*	**1,186,185**	888,872
Cost of sales	*5*	**(924,647)**	(737,171)
Gross profit		**261,538**	151,701
Other income	*4*	**3,246**	3,191
Other losses, net	*4*	**(5,609)**	(312)
Selling and distribution expenses	*5*	**(121,411)**	(97,165)
General and administrative expenses	*5*	**(72,884)**	(65,198)
Operating profit/(loss)		**64,880**	(7,783)
Finance costs		**(11,323)**	(6,261)
Share of results of investments accounted for using the equity method		**(3,190)**	(3,454)
Profit/(loss) before income tax		**50,367**	(17,498)
Income tax (expense)/credit	*6*	**(6,736)**	96
Profit/(loss) for the year		**43,631**	(17,402)
Other comprehensive (loss)/income			
Item that has been reclassified or may be subsequently reclassified to profit or loss:			
Exchange differences arising on translation of the financial statements of foreign subsidiaries		**(3,893)**	451
Total comprehensive income/(loss) for the year		**39,738**	(16,951)

	Notes	**2022**	2021
		HK$'000	*HK$'000*
Profit/(loss) attributable to:			
Equity holders of the Company		**43,750**	(18,816)
Non-controlling interests		**(119)**	1,414
		43,631	(17,402)
Total comprehensive income/(loss) attributable to:			
Equity holders of the Company		**39,857**	(18,365)
Non-controlling interests		**(119)**	1,414
		39,738	(16,951)
Earnings/(losses) per share attributable to the ordinary equity holders of the Company			
Basic *(HK cents per share)*	*7*	**HK6 cents**	HK(2) cents
Diluted *(HK cents per share)*		**HK6 cents**	HK(2) cents

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2022

	Notes	2022 HK$'000	2021 HK$'000
Non-current assets			
Property, plant and equipment		**60,954**	65,673
Right-of-use assets		**13,101**	9,389
Intangible assets		**38,664**	40,122
Investments accounted for using the equity method		**33,710**	36,900
Prepayments and deposits		**996**	1,145
Financial assets at fair value through profit or loss		**19,000**	23,633
Deferred income tax assets		**9,205**	11,897
Other non-current asset		**6,835**	–
Total non-current assets		**182,465**	188,759
Current assets			
Inventories		**341,818**	303,214
Prepayments, deposits and other receivables		**147,651**	108,333
Amounts due from related parties		**9,367**	4,561
Trade receivables	*9*	**256,213**	204,971
Cash and cash equivalents		**74,603**	71,625
Total current assets		**829,652**	692,704
Total assets		**1,012,117**	881,463
Non-current liabilities			
Lease liabilities		**3,010**	3,618
Deferred income tax liabilities		**1,170**	1,379
Total non-current liabilities		**4,180**	4,997

	Notes	2022 HK$'000	2021 HK$'000
Current liabilities			
Trade payables	*10*	**302,764**	306,637
Other payables and accruals		**68,101**	71,992
Bank borrowings		**278,368**	178,960
Loan from a shareholder		**50,000**	50,000
Amounts due to related parties		**8**	8
Lease liabilities		**10,220**	6,503
Current tax liabilities		**5,316**	1,104
Total current liabilities		**714,777**	615,204
Total liabilities		**718,957**	620,201
Equity			
Capital and reserves attributable to the Company's equity holders			
Share capital	*11*	**8,000**	8,000
Reserves		**285,640**	249,918
		293,640	257,918
Non-controlling interests		**(480)**	3,344
Total equity		**293,160**	261,262
Total equity and liabilities		**1,012,117**	881,463

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 GENERAL INFORMATION

Tycoon Group Holdings Limited (the "**Company**") is an exempted company incorporated in the Cayman Islands with limited liability on 14 June 2017. The registered office of the Company is situated at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company is located at Room 14, 8/F., Wah Wai Centre, 38-40 Au Pui Wan Street, Shatin, New Territories, Hong Kong.

The Company's shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") since 15 April 2020.

The Company is an investment holding company. The Company and its subsidiaries (collectively, the "**Group**") are principally engaged in the distribution and retail of health and well-being related products.

In the opinion of the directors of the Company, the immediate holding company and the ultimate holding company of the Company is Tycoon Empire Investment Limited, which is incorporated in the British Virgin Islands.

These consolidated financial statements are presented in thousands of units of Hong Kong dollars ("**HK$'000**"), unless otherwise stated.

These consolidated financial statements were approved for issue by the board of directors of the Company (the "**Board**") on 29 March 2023.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("**HKFRSs**") and disclosure requirements of the Hong Kong Companies Ordinance Cap. 622. The consolidated financial statements have been prepared under the historical cost convention, except for financial assets at fair value through profit or loss ("**FVPL**"), which are measured at fair values, and investment in an insurance contract classified in other non-current asset, which is stated at its cash surrender value.

The preparation of consolidated financial statements in conformity with HKFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies.

(a) New and amended standards adopted by the Group

The Group has applied the following standards and amendments for the first time for the annual reporting period commencing 1 January 2022:

Annual improvements	Annual improvements to HKFRSs 2018 – 2020
HKFRS 3, HKAS 16 and HKAS 37	Narrow-scope amendments
Revised Accounting Guideline 5	Merger Accounting for Common Control Combinations

The amendments listed above did not have any material impact on the amounts recognised in prior period and are not expected to significantly affect the current or future periods.

(b) New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for this reporting period. The Group has not early adopted these new accounting standards, amendments and interpretations in current reporting period and is in the process of assessing their impact on the Group's future reporting periods and on foreseeable future transactions.

3 OPERATING SEGMENT INFORMATION

The executive director has been identified as the chief operating decision-maker. The executive director reviews the Group's internal reports in order to assess performance and allocate resources. The executive director has determined the operating segments based on these reports. Operating segments are reported in manner consistent with the internal reporting to the Group's key management personnel as follows:

(a) the e-commerce segment, which includes the operation of online stores and wholesale to e-commerce customers;

(b) the distribution segment, which includes the operation of distributing products to chain retailers, non-chain retailers and traders; and

(c) others, which includes the operation of retail stores.

The executive director monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted profit/loss before tax.

The adjusted profit/loss before tax is measured consistently with the Group's profit/loss before tax except that share of results of investments accounted for using the equity method, gain on disposal of property, plant and equipment, fair value (loss)/gain on financial assets at fair value through profit or loss, change in value of investment in an insurance contract, foreign exchange differences, net, finance income, finance costs (other than interests on lease liabilities), corporate and other unallocated expenses are excluded from such measurement.

Segment assets exclude investments accounted for using the equity method, financial assets at fair value through profit or loss, investment in an insurance contract, deferred income tax assets, amounts due from related parties, cash and cash equivalents and corporate and other unallocated assets as these assets are managed on a group basis. Segment liabilities exclude deferred income tax liabilities, bank borrowings, loan from a shareholder, amounts due to related parties, current tax liabilities, and corporate and other unallocated liabilities as these liabilities are managed on a group basis.

Information provided to the executive director is measured in a manner consistent with that of the consolidated financial information.

(a) The following table presents revenue and results for the Group's reportable segments:

	E-commerce		**Distribution**		**Others**		**Total**	
	2022	2021	**2022**	2021	**2022**	2021	**2022**	2021
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Revenue from external customers	**738,673**	545,962	**447,512**	339,697	**–**	3,213	**1,186,185**	888,872
Inter-segment revenue	**–**	–	**34,788**	16,363	**–**	–	**34,788**	16,363
Reportable segment revenue	**738,673**	545,962	**482,300**	356,060	**–**	3,213	**1,220,973**	905,235
Reportable segment results	**40,743**	17,689	**42,152**	(7,757)	**–**	(1,764)	**82,895**	8,168
Share of results of investments accounted for using the equity method							**(3,190)**	(3,454)
Gain on disposal of property, plant and equipment							**–**	200
Fair value (loss)/gain on financial assets at fair value through profit or loss							**(4,165)**	203
Change in value of investment in an insurance contract							**(1,323)**	–
Foreign exchange differences, net							**(121)**	(715)
Finance income							**42**	6
Finance costs (other than interests on lease liabilities)							**(10,821)**	(5,667)
Corporate and other unallocated expenses							**(12,950)**	(16,239)
Profit/(loss) before income tax							**50,367**	(17,498)
Income tax (expense)/credit							**(6,736)**	96
Profit/(loss) for the year							**43,631**	(17,402)

(b) The following table presents the total assets and liabilities for the Group's reportable segments:

	E-commerce		Distribution		Others		Total	
	2022	2021	**2022**	2021	**2022**	2021	**2022**	2021
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Segment assets	**472,530**	385,429	**367,263**	318,829	**–**	307	**839,793**	704,565
Investments accounted for using the equity method							**33,710**	36,900
Financial assets at fair value through profit or loss							**19,000**	23,633
Investment in an insurance contract							**6,835**	–
Deferred income tax assets							**9,205**	11,897
Amounts due from related parties							**9,367**	4,561
Cash and cash equivalents							**74,603**	71,625
Corporate and other unallocated assets							**19,604**	28,282
Total							**1,012,117**	881,463

	E-commerce		Distribution		Others		Total	
	2022	2021	**2022**	2021	**2022**	2021	**2022**	2021
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*	***HK$'000***	*HK$'000*
Segment liabilities	**(208,081)**	(215,525)	**(164,920)**	(135,496)	**–**	(162)	**(373,001)**	(351,183)
Deferred income tax liabilities							**(1,170)**	(1,379)
Bank borrowings							**(278,368)**	(178,960)
Loan from a shareholder							**(50,000)**	(50,000)
Amounts due to related parties							**(8)**	(8)
Current tax liabilities							**(5,316)**	(1,104)
Corporate and other unallocated liabilities							**(11,094)**	(37,567)
Total							**(718,957)**	(620,201)

	E-commerce	Distribution	Others	Unallocated	Total
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
2022					
Other segment information					
Depreciation of property, plant and equipment, including leasehold land	**1,429**	**4,182**	**–**	**135**	**5,746**
Depreciation of right-of-use assets	**5,128**	**4,755**	**–**	**926**	**10,809**
Amortisation of intangible assets	**–**	**1,458**	**–**	**–**	**1,458**
Addition to non-current assets	**2,544**	**11,743**	**–**	**2,268**	**16,555**
2021					
Other segment information					
Depreciation of property, plant and equipment, including leasehold land	1,345	4,125	28	67	5,565
Depreciation of right-of-use assets	2,710	6,180	–	1,062	9,952
Amortisation of intangible assets	–	1,173	–	–	1,173
Addition to non-current assets	5,545	13,584	6	2,082	21,217

(c) Geographical information

(i) Revenue from external customers

	2022	2021
	HK$'000	*HK$'000*
Mainland China	**750,878**	558,847
Hong Kong	**321,552**	225,167
Macau	**94,592**	95,752
Singapore	**18,889**	8,925
Others	**274**	181
Total revenue from contracts with customers	**1,186,185**	888,872
Timing of revenue recognition at a point in time	**1,186,185**	888,872

The revenue above is based on the location of the customers.

(ii) Non-current assets (other than deferred income tax assets, financial instruments and investment in an insurance contract)

	2022	2021
	HK$'000	*HK$'000*
Hong Kong	**79,388**	84,334
Macau	**43,643**	45,751
Mainland China	**10,789**	12,001
Singapore	**10,677**	9,841
Australia	**475**	774
Others	**2,453**	528
Total	**147,425**	153,229

4 REVENUE, OTHER INCOME AND OTHER LOSSES, NET

Revenue, other income and other losses, net recognised during the year are as follows:

	2022	2021
	HK$'000	*HK$'000*
Revenue		
Sale of goods	**1,186,185**	888,872
Timing of revenue recognition		
At a point in time	**1,186,185**	888,872
Other income		
Government grants *(Note)*	**1,405**	643
Service income from a joint venture	**498**	1,439
Others	**1,343**	1,109
	3,246	3,191
Other losses, net		
Fair value (loss)/gain on financial assets at fair value through profit or loss	**(4,165)**	203
Change in value of investment in an insurance contract	**(1,323)**	–
Gain on disposal of property, plant and equipment	**–**	200
Foreign exchange differences, net	**(121)**	(715)
	(5,609)	(312)

Note:

The amounts recognised were primarily related to the government subsidies granted by the Government of the Hong Kong Special Administrative Region under Employment Support Scheme and the Government of the Macau Special Administrative Region for the year ended 31 December 2022 (2021: the Government of the Macau Special Administrative Region). There were no unfulfilled conditions and other contingencies attaching to these grants.

5 EXPENSES BY NATURE

Expenses included in cost of sales, selling and distribution expenses, general and administrative expenses are analysed as follows:

	2022	2021
	HK$'000	*HK$'000*
Cost of inventories sold (including written-down of inventories of HK$5,132,000 (2021: HK$10,461,000))	**924,647**	737,171
Depreciation of property, plant and equipment, including leasehold land	**5,746**	5,565
Depreciation of right-of-use assets	**10,809**	9,952
Amortisation of intangible assets	**1,458**	1,173
Remuneration to the Company's auditor		
– Group annual audit services	**2,200**	2,100
– Non-audit services	**33**	–
Employee benefit expenses	**53,674**	53,354
Expenses under short-term leases	**1,892**	4,073
Impairment of intangible assets	**–**	999
Advertising fee	**40,607**	29,280
Service expense to a joint venture	**22,347**	11,636

6 INCOME TAX EXPENSE/(CREDIT)

Hong Kong profits tax and the People's Republic of China ("**PRC**") enterprise income tax have been provided at the rate of 16.5% (2021: 16.5%) and 25% (2021: 25%) on the estimated assessable profits for the year ended 31 December 2022 respectively. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries/jurisdictions in which the Group operates.

	2022	2021
	HK$'000	*HK$'000*
Current income tax		
– Hong Kong	**4,267**	22
– PRC	**–**	1,099
– Others	**833**	965
Overprovision in prior years	**(847)**	–
Total current income tax	**4,253**	2,086
Deferred income tax	**2,483**	(2,182)
Total tax expense/(credit) for the year	**6,736**	(96)

7 EARNINGS/(LOSSES) PER SHARE

Basic

Basic earnings/(losses) per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

	Year ended 31 December	
	2022	2021
Profit/(loss) attributable to equity holders of the Company *(HK$'000)*	**43,750**	(18,816)
Weighted average number of ordinary shares in issue *(in thousands)*	**780,821**	780,000
Basic earnings/(losses) per share *(HK cents)*	**6**	(2)

Diluted

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all potentially dilutive ordinary shares. The Company has one (2021: one) category of potentially dilutive ordinary shares: share awards (2021: same). For the share awards, a calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average market price of the Company's shares for the year) based on the monetary value of the outstanding share awards. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share awards.

For the year ended 31 December 2022, the calculation of diluted earnings per share was based on the profit attributable to equity holders of the Company and the adjusted weighted average number of ordinary shares outstanding assuming the conversion of all potentially dilutive ordinary shares, which was calculated as follows:

	Year ended 31 December 2022
Profit attributable to equity holders of the Company *(HK$'000)*	**43,750**
Weighted average number of ordinary shares in issue *(in thousands)*	**780,821**
Adjustment for share awards *(in thousands)*	**4,013**
Weighted average number of ordinary shares in issues for diluted earnings per share *(in thousands)*	**784,834**
Diluted earnings per share *(HK cents)*	**6**

For the year ended 31 December 2021, the diluted losses per share was the same as the basic losses per share as the share awards would result in antidilutive impact to the basic losses per share.

8 DIVIDEND

	2022	2021
	HK$'000	*HK$'000*
Proposed dividend:		
Final dividend in respect of the year ended 31 December 2022		
– HK3 cents per ordinary share	**24,000**	–

9 TRADE RECEIVABLES

	2022	2021
	HK$'000	*HK$'000*
Trade receivables	**256,213**	204,971

The Group's trading terms with its customers are mainly on credit. The credit period ranges from 30 to 120 days. Each customer has a maximum credit limit and the credit limit is reviewed regularly. The Group seeks to maintain strict control over its outstanding receivables and to minimise credit risk. Overdue balances are reviewed regularly by senior management.

Included in the Group's trade receivables were amounts due from related parties of the Group of HK$17,900,000 (2021: HK$14,579,000) as at 31 December 2022.

An ageing analysis of the trade receivables based on the invoice date is as follows:

	2022	2021
	HK$'000	*HK$'000*
Trade receivables:		
Within 90 days	**202,101**	172,629
91 to 180 days	**29,587**	25,912
Over 180 days	**24,525**	6,430
	256,213	204,971

10 TRADE PAYABLES

An ageing analysis of the trade payables as at the end of each of the reporting periods, based on the invoice date, is as follows:

	2022	2021
	HK$'000	*HK$'000*
Within 30 days	**140,208**	60,543
31 to 60 days	**48,099**	88,264
61 to 120 days	**42,731**	112,385
Over 120 days	**71,726**	45,445
	302,764	306,637

Trade payables are non-interest-bearing and are normally settled on terms ranging from 30 to 120 days.

Included in the Group's trade payables were amounts due to related parties of the Group of HK$117,857,000 (2021: HK$190,895,000) as at 31 December 2022.

11 ISSUED CAPITAL

Shares

The Company is a limited liability company incorporated in the Cayman Islands on 14 June 2017. The authorised share capital of the Company upon its incorporation was HK$380,000 divided into 38,000,000 shares of HK$0.01 each. The authorised share capital of the Company was increased to HK$100,000,000 divided into 10,000,000,000 shares of HK$0.01 each on 23 March 2020.

	2022	2021
	HK$'000	*HK$'000*
Issued and fully paid:		
800,000,000 (2021: 800,000,000) ordinary shares of HK$0.01 each	**8,000**	8,000

The movements in share capital were as follows:

	Number of ordinary shares of HK$0.01 each	**Nominal value of ordinary shares**
		HK$'000
Authorised:		
At 1 January 2021, 31 December 2021, 1 January 2022 and 31 December 2022	10,000,000,000	100,000
Issued and fully paid:		
At 1 January 2021, 31 December 2021, 1 January 2022 and 31 December 2022	800,000,000	8,000

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group is a reputable omnichannel marketing and management service integrator of healthcare and well-being related products in Hong Kong. The Group specializes in providing one-stop services for Proprietary Chinese Medicine ("**PCM**") and health supplement products, including brand agent, marketing, management, distribution, and sales. Through years of efforts, the Group has established a strong online and offline sales network in Hong Kong, Macau, and the PRC. The Group has provided over 100 local and overseas brands, and over 1,500 products to consumers and developed several popular and quality self-owned brands. As one of the market leaders, the Group has diversified its businesses to maintain competitive advantages in the market. The Group strives to bring reputable and quality products to consumers through its online and offline dual-channel business model.

MARKET REVIEW

In the first half of 2022, Hong Kong was at the height of the fifth wave of the epidemic and the retail sector was operating in a difficult environment. The HKSAR Government implemented a public gathering cap and mandatory quarantine arrangements for people arriving in Hong Kong to prevent and control the epidemic. In the second half of the year, despite the epidemic situation was generally stabilised, financial conditions tightened as the US Federal Reserve raised the interest rate sharply, severely affecting domestic demand. Coupled with the worsened external environment and the continued disruption of cross-boundary land transport, Hong Kong's exports were hard hit, and the economy contracted at a greater rate year-on-year in the third quarter of 2022. Following a 1.3% year-on-year contraction in the previous quarter, real GDP fell by 4.5% in the third quarter, before the HKSAR Government issued consumption vouchers in August 2022 to support private consumption and stabilise the local retail market.

As the COVID-19 epidemic subsided, the National Health Commission of the PRC announced the "Ten New Measures" as a significant relaxation of epidemic prevention and control measures in Mainland China by the end of 2022, including stating for the first time that home quarantine is allowed for asymptomatic and mild cases. In particular, the reinstatement of quarantine-free travel to Mainland China for overseas, Hong Kong and Macau by the authorities is expected to bring a rebound to the retail market in particular, the offline sales.

With the lifting of most anti-epidemic and social distancing restrictions, the Group expects a significant recovery in visitor numbers and a full social and economic recovery in 2023, which will help boost local consumption and confidence. With many favourable factors, we expect our offline business to take off again, alongside our online business.

BUSINESS REVIEW

The Group mainly operates two major operating segments, namely e-commerce business and distribution business. The e-commerce business of the Group includes the operation of online stores and wholesale business to e-commerce clients, focusing on cross-border e-commerce sales to Mainland China. The distribution business of the Group mainly includes the distribution of consumer products to sizable chain retailers, non-chain retailers (mainly pharmacies) and traders in Hong Kong, Macau and Mainland China. In addition, the Group provides omnichannel brand marketing and management services for the brands it represents and is actively expanding into the Southeast Asian market.

In the Financial Year, the Group recorded revenue of approximately HK$1,186.2 million, a record high for a financial year since the inception of the Group and an increase of 33.4% over the revenue of HK$888.9 million for FY2021. The Group's net profit rebounded significantly to HK$43.6 million, compared to a consolidated loss of HK$17.4 million in Last Financial Year. The Group's successful turnaround was mainly due to an increase in the Group's overall revenue and gross profit, and the impact of a significant decrease in the write-down of inventories. Such increase was mainly attributable to (i) the optimisation of the product portfolio; and (ii) the increase in e-commerce sales as a result of continuous efforts to develop and expand e-commerce sales, as well as the benefit of the "Double 11" promotional campaign in Mainland China.

E-commerce business

The growth trend of the Group's e-commerce business continued during the Financial Year. During the Financial Year, the revenue from the e-commerce business of the Group increased by 35.3% to HK$738.7 million as compared to HK$546.0 million for the Last Financial Year. The revenue from the e-commerce business of the Group mainly derives from cross-border e-commerce sale to Mainland China. The increasing trend of e-commerce revenue between the first and the second half of the Financial Year is believed to result from increased public health awareness due to the epidemic, which has boosted demand for PCM, healthcare products and personal care products. In addition, most offline consumers who have a need for cross-border imported healthcare products have become online e-commerce platform users, driving online customer traffic.

In addition, the Group's "Double 11" e-commerce sales for the Financial Year were satisfactory at approximately HK$166.0 million, representing a significant year-on-year increase of approximately 118.4% compared to approximately HK$76.0 million for the same period in FY2021. The Group expects the trend of online shopping to continue in the future and will continue to work hard to develop its e-commerce business and explore the blue ocean market in Mainland China.

Distribution business

During the Financial Year, the full resumption of normal travel with Mainland China has not yet been restored in Hong Kong. The Group continues to actively source more overseas healthcare brands and optimise its product portfolio, consolidating the market advantages of its distribution business. Together with the gradual relaxation of the HKSAR Government's anti-epidemic measures and the issuance of consumption vouchers, which stimulated public spending, the distribution business in Hong Kong has performed well. During the Financial Year, the distribution business of the Group recorded sales of HK$447.5 million, an increase of 31.7% over the Last Financial Year of HK$340.0 million.

The Group's offline distribution channels in Mainland China are also gaining momentum, with the overseas healthcare brands it represents being sold through health and beauty chains in Mainland China, such as Mannings, Watsons, Olé, Sam's Club, PureH2B and Rainbow Shopping Mall etc.

Omnichannel brand marketing and management services for brands

During the Financial Year, the Group continued to develop the omnichannel brand marketing and management business, which includes brand agent, promotion and marketing, management and distribution, providing one-stop services for brands as well as upgrading the Group's business chain and diversifying the Group's product portfolio and businesses, helping increase the Group's market share and gross profit margin.

Under the Group's comprehensive strategy, after obtaining the sole distributorship in China for one of the global best-selling probiotic brands, Culturelle®, the Group has also successively obtained the exclusive distribution rights in Hong Kong for Japanese anti-hair loss and hair protection brand, Kaminowa; leading French baby washing care brand, Biolane; and also Korean anti-hair loss and hair protection brand, Dr Banggiwon. For Biolane, the Group has also obtained exclusive distribution rights in Singapore and Malaysia. In addition, the Group has also secured exclusive distribution rights in Hong Kong and Macau for Nu-Prep, one of the best-selling star products of the Malaysian herbal health product brand Biotropics Malaysia.

The probiotic brand Culturelle®, whose right of exclusive distribution in China has been granted to the Group, has sold well in Mainland China during the epidemic because of its ability to promote intestinal health, maintain the ecological balance of the intestine and strengthen the immune system. As for the newly distributed Korean anti-hair loss and hair protection brand, Dr Banggiwon, it has been selling well in South Korea without any advertisement due to its excellent anti-hair loss effect and good value for money, and has been well-received in Hong Kong since its launch. With increased consumer awareness of hair care and an ageing population, the Group is optimistic about the future sales prospects of anti-hair loss products.

Active own-brand development

In addition to its brand agency business, the Group is also actively developing its own brands. The Group has established and developed its own well-received brands of healthcare products, including "Boost & Guard (BG 博健科研)", "Wakan (和漢)", and "Kinmen (金門)".

International strategies

In order to build a diversified sales network and enrich its product portfolio, the Group continued to strengthen its overseas presence during the Financial Year. In addition to its presence in Australia, Japan, Malaysia, Singapore, Macau and Thailand, the Group also established sourcing centres in France, South Korea and Vietnam during the Financial Year, diversifying and internationalising the product portfolio.

In terms of business development in Southeast Asia, the Group was quick to respond as countries in Southeast Asia were among the first to recover from the epidemic outbreak. The Malaysian and Singaporean subsidiaries of the Company have acquired, during the Financial Year, the exclusive distribution rights of TJ-TYT Pharmaceuticals (M) Sdn. Bhd., which is principally engaged in, among other matters, manufacturing and wholesale of PCM, health supplement and healthcare products in Malaysia, to strengthen its sales network and increase its customer base, and will actively expand the sales business in Singapore and Malaysia.

During the Financial Year, the Group also entered into a strategic collaboration agreement with Biotropics Malaysia Berhad ("**Biotropics Malaysia**"), a company wholly owned by Khazanah Nasional Berhad, a Malaysian state-owned sovereign fund. Through this strategic partnership, the Group and Biotropics Malaysia will bring together the strengths of both companies, leveraging on the Group's extensive brand management and marketing experience to bring Biotropics Malaysia's premium natural health products to the Greater China region, building international awareness for the brand.

In addition, on 1 September 2022, a subsidiary of the Company entered into a cooperation agreement with a company under JD Logistics, Inc. ("**JD Logistics**", stock code: 2618.hk) and Fadong (Dongying) E-Commerce Co., Ltd. The cooperation agreement authorises Tycoon Group to operate operation centres and storage centres in France (collectively, the "**Bases**"). This is not only attract and source more European brands and products, but also enable the Tycoon Group to expand its distribution channels to the European market, thereby optimising the Group's product portfolio and broadening its revenue stream. The partnership leverages the Group's extensive experience in distributing health and lifestyle-related products and diversified distribution channels, together with JD Logistics' supply chain solutions and logistics services, to operate a comprehensive logistics and supply chain industry platform through the Bases. It is expected that the Group will be able to consolidate its valuable resources and establish a presence in France, which will be a stepping stone for the Group to explore opportunities in the European market.

FUTURE OUTLOOK

Three years after the outbreak of the COVID-19 epidemic, both Mainland China and Hong Kong have significantly loosened their anti-epidemic measures. The PRC Government officially resumed outbound travel for Chinese nationals in an orderly manner from 8 January 2023, which means a "complete lifting" of the restrictions. As the epidemic situation continues to improve in Mainland China, and preventive and control measures continue to be optimised and adjusted, the impact of the epidemic is expected to gradually subside, with a marked improvement in the cross-regional movement of people and a rapid recovery of economic activities.

The HKSAR Government followed the Mainland China's gradual relaxation of anti-epidemic measures towards the full resumption of normalcy. As people's travel between the two places gradually picks up after the resumption of normal travel, visitors and capital from Mainland China are expected to return quickly to boost the local economy. According to the Tourism Board, the preliminary visitor arrivals for 2022 were 604,000, a year-on-year increase of 561.5%, but still only accounted for about 1% of the 55.91 million visitors before the epidemic outbreak (i.e. 2019). In December 2022 alone, the number of visitors reached 160,000, a year-on-year surge of about 16 times and a monthly increase of 40%. The Government expects Hong Kong to return to full normalcy in the second quarter of 2023, with significant growth in visitor arrivals expected.

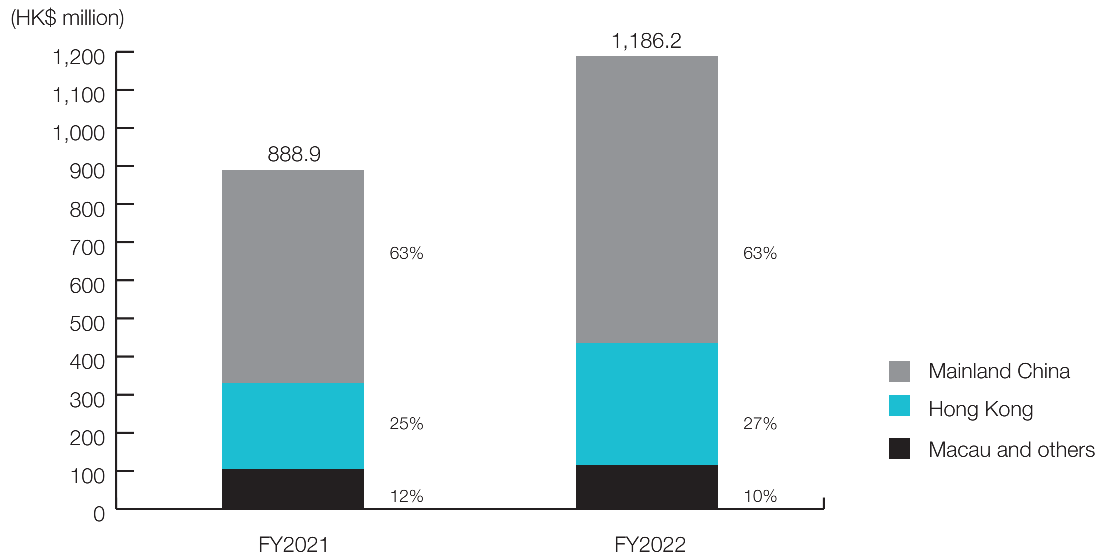
The resumption of normal travel between Hong Kong and the Mainland China will bring visitors to Hong Kong under the Individual Visit Scheme ("**IVS**"). The Group expects an increase in revenue related to its popular products for the IVS visitors and a gradual recovery of its offline distribution business to pre-epidemic levels.

During the epidemic, the Group deliberately changed its product portfolio to meet local demand and broadened its sales channels in Hong Kong. In addition to its existing sales outlets, it has also expanded into other major retail chains and online shopping platforms such as HKTVmall, Ztore and Don Don Donki, enabling the Hong Kong distribution segment to turn a profit. Therefore, it is hoped that after the resumption of normal travel, the product portfolio will cater for both IVS visitors and local demand in Hong Kong, and there will be a multiplier effect with the widened sales channels. Together with the cross-border e-commerce business with stable revenue and the vigorous expansion of omnichannel brand marketing and management services, it is believed that the multi-pronged approach will lead to further revenue growth in the future.

In the future, the Group will continue to drive business growth in Mainland China, Hong Kong and Macau through an online and offline dual-channel drive strategy, coupled with a diversified sales network. The Group will also be active in the Southeast Asian market, offering a range of health and lifestyle-related products to bring health and vitality to consumers and enhance their quality of life.

FINANCIAL REVIEW

Revenue



Geographical markets	Revenue **FY2022** ***HK$ million***	FY2021 *HK$ million*	Change
Mainland China	**750.9**	558.8	▲34.4%
Hong Kong	**321.6**	225.2	▲42.8%
Macau	**94.5**	95.8	▼1.2%
Others	**19.2**	9.1	▲111.0%
Total	**1,186.2**	888.9	▲33.4%

- The Group's total revenue for the Financial Year was up by 33.4% to HK$1,186.2 million (FY2021: HK$888.9 million).

- During FY2022, revenue from Mainland China increased by 34.4% to HK$750.9 million (FY2021: HK$558.8 million), as a result of continuous efforts in the development and expansion of e-commerce sales in Mainland China.

- In Hong Kong, revenue for FY2022 jumped by 42.8% to HK$321.6 million (FY2021: HK$225.2 million) as we optimised our product portfolio.

- In Macau, revenue for FY2022 decreased by 1.2% to HK$94.5 million (FY2021: HK$95.8 million).

- In other markets such as Singapore, revenue for FY2022 increased by 111.0% to HK$19.2 million (FY2021: HK$9.1 million) as a result of the acquisition of Fu Qing Chinese Medical Trading Pte. Limited in August 2021.

Profitability

The gross profit of the Group increased by 72.4% to HK$261.5 million for the Financial Year as compared to that of HK$151.7 million for FY2021, and the gross profit margin increased by 4.9 percentage points to 22.0%. Increase in gross profit and gross profit margin was primarily due to (i) the expansion of the Group's total revenue; (ii) the improvement in the gross profit margin of certain products; and (iii) the decrease in write-down of inventories from HK$10.5 million in FY2021 to HK$5.1 million in FY2022.

Selling and distribution expenses of the Group for the Financial Year increased by 25.0% to HK$121.4 million, as compared to HK$97.2 million for FY2021 because the increase in e-commerce sales entails an increase in website service fee and certain marketing fee.

General and administrative expenses of the Group for the Financial Year increased by 11.8% to HK$72.9 million, as compared to HK$65.2 million for FY2021 which was mainly due to the increase in staff costs and depreciation and amortisation.

Finance costs of the Group for the Financial Year increased by 80.8% to HK$11.3 million as compared to HK$6.3 million for FY2021 due to the increase in interest-bearing bank borrowings and the general increase in interest rate.

Other income and other losses, net

Other income and other losses, net, of the Group for the Financial Year was HK$2.4 million (FY2021: other income and gains of HK$2.9 million), which was mainly composed of the fair value loss or gain on the investment in JBM (Healthcare) Limited ("**JBM**", HKEX Stock Code: 2161.HK) as at 31 December 2022 due to its fluctuation in share price (2021: the absence of the subsidy from Hong Kong Government's Employment Support Scheme).

Profit/loss attributable to shareholders

The profit attributable to shareholders of the Company for the Financial Year was HK$43.8 million as compared to a loss of HK$18.8 million for FY2021. The turnaround in results for FY2022 is primarily due to (i) an increase in revenue and gross profit; and (ii) a decrease in write-down of inventories, which is partly offset with the increase in overall selling and distribution expenses, general and administrative expenses, and finance costs as discussed above.

MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES

On 1 April 2022, Key Zone Investment Inc., a wholly-owned subsidiary of the Company as purchaser ("**Purchaser**"), entered into a sale and purchase agreement ("**2022 Sale and Purchase Agreement**") with Mr. Kan Chi Kit as vendor ("**Vendor**") pursuant to which the Purchaser has purchased and the Vendor has sold, a quota ("**Acquisition**") representing the remaining 20% of the issued share capital of Jefferine Macau Limited (傑飛澳門有限公司) ("**Jefferine**"), a company then owned as to 80% by the Group, at the consideration of HK$9,360,000. Completion of the Acquisition took place immediately upon the signing of the 2022 Sale and Purchase Agreement, whereby Jefferine became a wholly owned subsidiary of the Company. For details, please refer to the announcement of the Company dated 1 April 2022.

Save as disclosed above, the Group did not have any material acquisitions and disposals of subsidiaries and associated companies during the Financial Year.

UPDATE ON THE PRE-IPO SHAREHOLDERS AGREEMENT

Reference is made to the prospectus of the Company dated 30 March 2020 ("**Prospectus**") and the announcement of the Company dated 18 June 2021.

As set out in the section headed "Pre-IPO Investments" in the Prospectus, the Company, the controlling shareholders of the Company ("**Controlling Shareholders**") and the pre-IPO investors entered into a shareholders' agreement on 19 February 2019 ("**Pre-IPO Shareholders Agreement**").

Under the Pre-IPO Shareholders Agreement, China Resources Pharmaceutical Retail Group Limited ("**CR Pharma Retail**"), being one of the pre-IPO investors, was granted certain special rights by the Controlling Shareholders, which have survived after listing of the shares ("**Shares**") of the Company on The Stock Exchange of Hong Kong Limited ("**Stock Exchange**") ("**Global Offering**"). Such rights include, without limitation, the right to receive compensation from the Controlling Shareholders in the event that the aggregated sum of the audited consolidated net profit of the Company for the two financial years ended 31 December 2020 (excluding certain expenses) is less than HK$274.0 million ("**Target Profit**").

Given that the Target Profit was not met, the Controlling Shareholders had approached CR Pharma Retail to liaise for amendment of certain terms of the Pre-IPO Shareholders Agreement. On 18 June 2021, the Company, the Controlling Shareholders, Pre-IPO Investor A and Pre-IPO Investor B entered into a modification deed to amend the Pre-IPO Shareholders Agreement ("**Amended Pre-IPO Shareholders Agreement**"). Pursuant to the Amended Pre-IPO Shareholders Agreement, certain special rights granted to Pre-IPO Investor A by the Controlling Shareholders were amended such as (i) the profit guarantee period is extended to 31 December 2023; and (ii) the Target Profit is still HK$274.0 million but covering five financial years ending 31 December 2023.

For details of the Amended Pre-IPO Shareholders Agreement, please refer to the announcement of the Company dated 18 June 2021.

PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER

200,000,000 ordinary shares are charged by Tycoon Empire Investment Limited ("**Tycoon Empire**"), the controlling shareholder of the Company, in favour of CR Pharma Retail, a wholly-owned subsidiary of China Resources Pharmaceutical Group Limited ("**CR Pharma**", HKEX Stock Code: 3320.HK) ("**Share Charge**") as security for the performance by Tycoon Empire and Mr. Wong Ka Chun Michael of their obligations under the Amended Pre-IPO Shareholders Agreement.

For details of the Share Charge, please refer to "Pre-IPO Investments" in the Prospectus and the announcement of the Company dated 18 June 2021.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 December 2022, the Group employed a total of 179 employees in Hong Kong, Mainland China, Macau, Singapore, Malaysia, Australia, Japan and Thailand (31 December 2021: 186). During the Financial Year, the total staff costs incurred were approximately HK$53.7 million (FY2021: HK$53.4 million). The Group's remuneration policy is based on position, duties and performance of the employees. Employees' remuneration varies according to their positions, which may include salary, overtime allowance, bonus and subsidies. The performance appraisal cycle varies according to the positions of employees. In order to provide incentives to and to recognise the contributions of employees of the Group, the Group has also adopted a Share Award Scheme and Share Option Scheme.

USE OF PROCEEDS FROM LISTING

The Shares were listed on the Stock Exchange by way of Global Offering on 15 April 2020 ("**Listing Date**"), and the net proceeds from the Global Offering (after deducting listing expenses) amounted to approximately HK$224.5 million ("**Net IPO Proceeds**").

The Group has fully utilised the Net IPO Proceeds in accordance with the purposes set out in "Future Plans and Use of Proceeds" in the Prospectus. The table below sets out the planned applications of the Net IPO Proceeds and actual usage up to 31 December 2022:

Use of proceeds	Adjusted on a pro rata basis based on the actual Net IPO Proceeds *(HK$ million)*	Percentage of the total Net IPO Proceeds	Actual use of the Net IPO Proceeds for the year ended 31 December 2022 *(HK$ million)*	Actual use of the Net IPO Proceeds from the Listing Date to 31 December 2022 *(HK$ million)*	Unutilised Net IPO Proceeds as at 31 December 2022 *(HK$ million)*
Further developing supply chain and retail management	66.6	30%	9.8	66.6	–
Further investing in brand management to increase mass awareness of the Group and its products	33.8	15%	0.8	33.8	–
Repaying loans	101.6	45%	–	101.6	–
General working capital	22.5	10%	–	22.5	–
Total	224.5	100%	10.6	224.5	–

ANNUAL GENERAL MEETING

An annual general meeting of the Company ("**AGM**") will be held on Thursday, 1 June 2023 and the notice of the AGM will be published and dispatched to the shareholders of the Company ("**Shareholders**") in accordance with the Company's articles of association and the Rules Governing the Listing of Securities on the Stock Exchange ("**Listing Rules**") in due course.

FINAL DIVIDEND

The Board has resolved to recommend the payment of a final dividend of HK3 cents in cash per ordinary Share for the FY2022 (FY2021: Nil). Subject to the approval by the Shareholders at the AGM to be held on Thursday, 1 June 2023, the said final dividend will be paid in cash on Wednesday, 12 July 2023 to the Shareholders whose names appear on the register of members of the Company as at the close of business on Thursday, 15 June 2023.

In order to qualify for the proposed final dividend, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not later than 4:30 p.m. on Tuesday, 13 June 2023 for registration.

CLOSURE OF REGISTER OF MEMBERS

To determine the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Monday, 29 May 2023 to Thursday, 1 June 2023 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the entitlement to attend and vote at the AGM, all transfer of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 pm on Thursday, 25 May 2023.

To determine the eligibility to the proposed final dividend for the year ended 31 December 2022 (subject to approval by the Shareholders at the AGM), the register of members of the Company will be closed from Wednesday, 14 June 2023 to Thursday, 15 June 2023 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the proposed final dividend, all transfer of Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong before 4:30 pm on Tuesday, 13 June 2023.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities for the Financial Year.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted its own code of conduct regarding securities transactions of the Company by the Directors ("**Securities Dealing Code**") on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers ("**Model Code**") as set out in Appendix 10 to the Listing Rules. Having made specific enquiries with the Directors, all the Directors confirmed that they had complied with the Securities Dealing Code during the Financial Year.

CORPORATE GOVERNANCE CODE

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of the Shareholders and to enhance corporate value and accountability. The Company has adopted the code provisions set out in the Corporate Governance Code ("**CG Code**") contained in Appendix 14 to the Listing Rules.

To the best of the knowledge of the Board, the Company has fully complied with the requirements under the CG Code during the Financial Year, except for the deviation from code provision C.2.1 of the CG Code.

Under the code provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive officer should be clearly established and set out in writing. The roles of the chairman and the chief executive officer of the Group are not separated and are performed by the same individual, Mr. Wong Ka Chun Michael, who has been responsible for overall strategic planning and management of the Group since the Group was founded and has extensive knowledge and experience in the healthcare and personal care products industry. The Directors meet regularly to consider major matters affecting the operations of the Group. As such, the Directors consider that this structure will not impair the balance of power and authority between the Directors and the management of the Group and believe that this structure will enable the Group to make and implement decisions promptly and efficiently.

REVIEW OF ANNUAL RESULTS BY THE AUDIT COMMITTEE

The audit committee of the Board ("**Audit Committee**") has reviewed together with the Company's management, the accounting principles and practices adopted by the Group, has discussed internal control and financial reporting matters and has reviewed the audited consolidated financial statements of the Group for the Financial Year.

EVENTS OCCURRED AFTER THE END OF REPORTING PERIOD

(a) Proposed acquisition of 12% equity interest of Hong Ning Hong Limited ("HNH")

On 17 February 2023, Million Effort Investment Limited ("**Million Effort**"), a wholly-owned subsidiary of the Company, entered into a memorandum of understanding (the "**MoU**") with Coming Wealth Inc., a wholly-owned subsidiary of Jacobson Pharma Corporation Limited (stock code: 2633. hk). Pursuant to the MoU, Million Effort intended to acquire 12% equity interests of HNH from Coming Wealth Inc. at a cash consideration of HK$9,120,000. Upon completion of this proposed acquisition, HNH will become a non wholly-owned subsidiary of the Company.

Except for the provisions in relation to payment and refund of earnest money, notice, costs, confidentiality, exclusivity, governing law and jurisdiction, the MOU is subject to contract and not legally binding on the parties.

Further announcement in respect of the proposed acquisition will be made by the Company as and when appropriate in compliance with the Listing Rules.

(b) Disposal of Five Ocean Inc. ("Five Ocean")

On 17 March 2023, Million Effort, as vendor, entered into a sale and purchase agreement with JBM (BVI) Limited ("**JBM BVI**"), a wholly-owned subsidiary of JBM, as purchaser, pursuant to which Million Effort would sell its entire 50% interests in Five Ocean, a joint venture of Million Effort, and its liabilities to JBM BVI and its subsidiary at a consideration of HK$17,000,000.

The consideration would be settled by 20,000,000 shares to be issued by JBM to Million Effort's nominee, at the issue price of HK$0.85 each at date of completion. The transaction was completed on 23 March 2023 and Five Ocean ceased to be a joint venture of the Company. As each of the applicable percentage ratios is less than 5%, the disposal of Five Ocean does not constitute any notifiable transaction under Chapter 14 of the Listing Rules.

SCOPE OF WORK OF PRICEWATERHOUSECOOPERS

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 2022 as set out in the preliminary announcement have been agreed by the Group's auditor, PricewaterhouseCoopers, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by PricewaterhouseCoopers in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by PricewaterhouseCoopers on the preliminary announcement.

PUBLICATION OF THE 2022 ANNUAL RESULTS ANNOUNCEMENT AND 2022 ANNUAL REPORT

This annual results announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.tycoongroup.com.hk). The annual report of the Company for the Financial Year containing all the information required under the Listing Rules will be published on the aforesaid websites of the Stock Exchange and the Company and will be despatched to the Shareholders in due course.

On behalf of the Board
Tycoon Group Holdings Limited
Wong Ka Chun Michael
Chairman, Executive Director and Chief Executive Officer

Hong Kong, 29 March 2023

As at the date of this announcement, the Board comprises one executive Director, namely Mr. Wong Ka Chun Michael; four non-executive Directors, namely Mr. Cao Weiyong, Ms. Chong Yah Lien, Ms. Li Ka Wa Helen and Mr. Lau Ka On David; and three independent non-executive Directors, namely Mr. Chung Siu Wah, Ms. Chan Ka Lai Vanessa and Mr. Mak Chung Hong (also known as Mak Tommy Chung Hong).