

**AMASSE CAPITAL**  
**寶 積 資 本**

**AMASSE CAPITAL HOLDINGS LIMITED**

(Incorporated in the Cayman Islands with limited liability)

Stock code: 8168

**THIRD QUARTERLY REPORT**

**For the nine months ended 30 June 2021**

## 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 of the Stock Exchange 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 (the “**Directors**”) of Amasse Capital Holdings Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company and its subsidiaries (together, the “**Group**”). 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.*

## CONTENTS

	Page
Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income	3
Condensed Consolidated Statement of Changes in Equity	4
Notes to the Condensed Consolidated Financial Statements	5
Management Discussion and Analysis	10
Corporate Governance and Other Information	16

The unaudited condensed consolidated results of the Company and its subsidiaries (collectively the “Group”) for the three months and nine months ended 30 June 2021 (the “Period”), together with the comparative unaudited figures for the corresponding period in 2020 are as follows:

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

For the nine months ended 30 June 2021

	Note	Three months ended 30 June		Nine months ended 30 June	
		2021	2020	2021	2020
		HK\$'000 (unaudited)	HK\$'000 (unaudited)	HK\$'000 (unaudited)	HK\$'000 (unaudited)
Revenue	3	2,596	2,335	4,566	12,545
Other income	4	242	448	594	719
Other net gain	4	2,717	2,681	1,856	2,525
Employee benefit expenses		(2,055)	(2,089)	(8,562)	(7,870)
Depreciation of plant and equipment		(45)	(72)	(135)	(216)
Depreciation of right-of-use assets		(314)	(314)	(940)	(940)
Other operating expenses		(667)	(729)	(2,157)	(2,573)
Finance costs		(34)	(32)	(105)	(92)
(Loss)/profit before taxation	5	2,440	2,228	(4,883)	4,098
Income tax	6	–	–	–	–
(Loss)/profit and total comprehensive (expense)/income for the period attributable to equity shareholders of the Company		2,440	2,228	(4,883)	4,098
(Loss)/earnings per share – Basic and diluted (HK cents)	8	0.24	0.22	(0.49)	0.41

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 30 June 2021

	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Retained earnings/ (Accumulated losses) HK\$'000	Total HK\$'000
At 1 October 2020 (audited)	10,000	27,299	4,000	4,025	45,324
Loss and total comprehensive expense for the period	-	-	-	(4,883)	(4,883)
Dividend (Note 7i)	-	-	-	(4,000)	(4,000)
At 30 June 2021 (unaudited)	10,000	27,299	4,000	(4,858)	36,441

For the nine months ended 30 June 2020

	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Retained earnings/ (Accumulated losses) HK\$'000	Total HK\$'000
At 1 October 2019 (audited)	10,000	31,299	4,000	(1,598)	43,701
Profit and total comprehensive income for the period	-	-	-	4,098	4,098
Dividend	-	(4,000)	-	-	(4,000)
At 30 June 2020 (unaudited)	10,000	27,299	4,000	2,500	43,799

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

*For the nine months ended 30 June 2021*

## 1. GENERAL

The Company is a public limited company incorporated in the Cayman Islands and its shares are listed on the GEM of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The registered office and the principal place of business of the Company are Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands and Room 1201, 12/F, Prosperous Building, 48-52 Des Voeux Road Central, Hong Kong respectively.

The Company is principally engaged in investment holding. The principal activities of its subsidiaries are provision of corporate finance advisory services and investment advisory services.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”) which is also the functional currency of the Group and all values are rounded to the nearest thousand except when otherwise indicated.

## 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“**HKFRSs**”) with collective term includes all applicable individual HKFRSs, Hong Kong Accounting Standards (“**HKASs**”) and interpretations issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), accounting principles generally accepted in Hong Kong, the disclosure requirements of the Hong Kong Companies Ordinance (Cap. 622) and the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”).

The unaudited condensed consolidated financial statements of the Group have been prepared under the historical cost convention, except for certain financial assets and liabilities which have been measured at fair values.

The principal accounting policies used in the unaudited condensed consolidated financial statements for the nine months ended 30 June 2021 are the same as those followed in the preparation of the Group’s annual report for the year ended 30 September 2020.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the nine months ended 30 June 2021

### 3. REVENUE

Revenue represents income received and receivables from the provision of corporate finance advisory services.

Disaggregation of revenue from contracts with customers by major service lines is as follows:

	Three months ended 30 June		Nine months ended 30 June	
	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)
<b>Corporate finance advisory fee income from acting as:</b>				
Financial adviser	2,033	2,050	3,873	11,450
Independent financial adviser	563	285	693	1,095
	<b>2,596</b>	<b>2,335</b>	<b>4,566</b>	<b>12,545</b>
Disaggregation by timing of revenue recognition				
Point in time	–	500	–	9,310
Over time	2,596	1,835	4,566	3,235
	<b>2,596</b>	<b>2,335</b>	<b>4,566</b>	<b>12,545</b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the nine months ended 30 June 2021

### 4. OTHER INCOME AND OTHER NET GAIN

	Three months ended 30 June		Nine months ended 30 June	
	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)
<b>Other income</b>				
Bank interest income	27	52	82	323
Dividend income	35	–	64	–
Government grants	–	–	261	–
Sundry income	180	396	187	396
	<b>242</b>	448	<b>594</b>	719
<b>Other net gain</b>				
Net realised gain on financial assets at fair value through profit or loss	1,235	280	155	280
Net unrealised gain on financial assets at fair value through profit or loss	1,392	2,403	1,388	2,410
Foreign exchange gain/(loss)	90	(2)	313	(165)
	<b>2,717</b>	2,681	<b>1,856</b>	2,525

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the nine months ended 30 June 2021

### 5. (LOSS)/PROFIT BEFORE TAXATION

(Loss)/profit before taxation is arrived at after charging:

	Three months ended 30 June		Nine months ended 30 June	
	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)
Auditor's remuneration	63	63	188	188
Donation	219	75	498	407
Employee benefit expenses (including Directors' remuneration)	2,055	2,089	8,562	7,870
– Salaries and welfare	2,015	2,025	6,018	5,757
– Performance related bonus	–	–	2,417	1,935
– Retirement benefit scheme contributions	40	64	127	178
Finance costs				
– Interest on lease liabilities	16	32	60	92
– Interest on loan from a securities broker	18	–	45	–

### 6. INCOME TAX

No provision for Hong Kong Profits Tax for the nine months ended 30 June 2021 (2020: Nil) has been made as the Group had no assessable profits.

### 7. DIVIDEND

No dividend is declared for the nine months ended 30 June 2021 (2020: HK\$0.4 cents per share).

- i) The Board declared a special dividend of HK\$0.4 cents per share for the year ended 30 September 2020 and was paid on 17 February 2021.

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

For the nine months ended 30 June 2021

### 8. (LOSS)/EARNINGS PER SHARE

The calculation of the basic and diluted (loss)/earnings per share attributable to owners of the Company is based on the following data:

	Three months ended 30 June		Nine months ended 30 June	
	2021 (unaudited)	2020 (unaudited)	2021 (unaudited)	2020 (unaudited)
(Loss)/profit for the period attributable to equity shareholders of the Company (HK\$'000)	2,440	2,228	(4,883)	4,098
Weighted average number of ordinary shares ('000)	1,000,000	1,000,000	1,000,000	1,000,000

### 9. COMPARATIVE FIGURES

Certain comparative figures have been re-classified to conform with the current third quarterly period's presentation.

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW AND PROSPECTS

The Group is a corporate finance advisory service provider and investment advisory service provider based in Hong Kong and licensed to conduct Type 1 (dealing in securities), Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”), subject to the conditions that its operating subsidiary, Amasse Capital Limited, shall not (i) hold client assets; (ii) for Type 1 regulated activity, engage in dealing activities other than those relating to corporate finance; and (iii) for Type 6 regulated activity, act as sponsor in respect of an application for listing on a recognized stock market of any securities. Amasse Asset Management Limited shall not (i) hold client assets; and (ii) only provide services to professional investors.

The Group is principally engaged in providing corporate finance advisory services in Hong Kong including (i) acting as financial adviser to Hong Kong public listed companies and investors seeking to control or invest in public listed companies in Hong Kong regarding corporate transactions which mainly involve the compliance with the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”), the GEM Listing Rules and/or the Codes on Takeovers and Mergers and Share Buy-backs (the “**Takeovers Code**”); (ii) acting as independent financial adviser to independent board committees and/or independent shareholders of public listed companies in Hong Kong; (iii) acting as underwriter and/or placing agent not holding client assets in dealing activities for its clients; and (iv) providing investment advisory services.

Looking forward, the business and operation environments of the Group will remain challenging due to the global outbreak of coronavirus disease and it is observed that there is rebound on confirmed cases worldwide from time to time, such as Taiwan, which imposes additional uncertainty on full recovery of the world economies and therefore the overall market is expected to be volatile. Additionally, the end of coronavirus pandemic in Hong Kong is remained uncertain as there are confirmed cases on coronavirus variant occasionally.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

The clients of the Group are mainly small to middle size enterprises which operate in the People's Republic of China. Given their company size, they are generally more risk adverse and cautious during the current uncertain economic climate and the cross border restrictions imposed by the Hong Kong Government has limited the Group's accessibility and therefore business opportunities with such clients are much diminished as a result. In view of the current situation, the Directors expect the challenging environment to continue until such time when the pandemic situation improves and the cross border restrictions are lifted.

In view of the above, the Directors expect that there are still uncertainties and adverse effects on the overall business of our Group.

Despite the challenging business environment for the Group as discussed above, the Directors are more optimistic now and believe the world economies will be resuming step by step as the vaccine is in place and applying across the world. The Group has also adjusted its business strategies as below:

### Corporate Finance Advisory Services

The Directors observe there are severe price competition in the Hong Kong corporate finance industry during the uncertain economic climate. As such the Group has adopted a competitive price strategy while maintaining its high service quality for the clients.

The Group has actively maintained frequent contacts with the clients under its customer base through telecommunication media. By leveraging on the senior managements' resources and network, the Group has been proactively approaching new clients. As a result of the continuous effort and adjustment of the Group's business strategies, the engagement of our corporate finance advisory services has shown some signs of increment in the recent months although the average fee per engagement is low.

### Asset Management Advisory Services

In addition to the corporate finance advisory services, the Group has been exploring and expanding new business, the asset management advisory services represent a material development of the Group. Amasse Asset Management Limited, a wholly-owned subsidiary of the Group, was granted the licenses of Type 4 (advising on securities) and Type 9 (asset management) regulated activities under the SFO in May 2020. For the year ended 30 September 2020, the Group was successfully engaged in one advisory transaction, which generated revenue of HK\$0.25 million represented a milestone on the asset management advisory services.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Another business strategy of the Group' asset management advisory services is to establish a fund. The current focus of the Group is to set up an equity investment fund. Reference is made to the announcement of the Company dated 6 April 2020 whereby it was disclosed that the Group changed the use of the net proceeds from the Group's listing of approximately HK\$10.0 million for the establishment of asset management services and build up the Group's track record in portfolio management. The Group has started to invest in securities markets since March 2020 (the "**First Investment Date**") with a total initial capital of approximately HK\$12.0 million. For the nine months ended 30 June 2021, the aggregate return was approximately HK\$9.0 million, representing a return of approximately 75.0%.

For the period from the First Investment Date to 30 June 2021, Hang Seng Index raised from 26,129.93 on 28 February 2020 to 28,827.95 on 30 June 2021, representing an increase of approximately 10.3% while the Group achieved a return of approximately 75.0% during such period. The Group has outperformed the Hong Kong market and successfully established a positive investment track record. As such, the Directors believe that such positive track record demonstrated the Group's solid experience and expertise in the asset management skill and will provide more confident and attraction to the potential clients for investment advisory services.

Last but not the least, the Directors consider that the recent lacklustre performance of the Group is just temporary in view that despite the negative impact from continuous occurrence of market uncertainty events during the recent few years, the Group was able to recorded approximately 51.4% increase in total revenue and net profit for the year ended 30 September 2020 as compared to the corresponding period in 2019. The Group has been formulating and adjusting business plans and strategies from time to time so as to improve its competitiveness during different economic situation.

Notwithstanding the fact that for the nine months ended 30 June 2021, the revenue of the Group was decreased by approximately 63.2% as compared to that for the corresponding period in 2020, as a result of continuous effort by the management of the Company, the Group recorded revenue in the amount of approximately HK\$2.60 million for the three months ended 30 June 2021, which represented (i) an increase of approximately 11.2% as compared to that for the three months ended 30 June 2020; and (ii) an significant improvement as compared to revenue of approximately HK\$0.92 million and HK\$1.05 million for the three months ended 31 March 2021 and 31 December 2020 respectively.

The Directors believe that the future performance of the Group will be subject to the pace of recovery from the current pandemic situation as well as the success implementation and adjustment of the Group's business plans and strategies.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

### FINANCIAL REVIEW

#### Revenue

Revenue for the nine months ended 30 June 2021 amounted to approximately HK\$4.6 million, representing a decrease of approximately HK\$7.9 million or approximately 63.2% as compared with that of approximately HK\$12.5 million for the corresponding period of last year. Such decrease was mainly driven by the decrease of the total corporate finance advisory transactions.

#### Other Income and Other Net Gain

The Group's other income mainly included (i) Hong Kong Government's subsidy, Employment Support Scheme of approximately HK\$0.3 million (2020: Nil); (ii) bank interest income of approximately HK\$0.08 million (2020: approximately HK\$0.3 million); (iii) dividend income of approximately HK\$0.06 million (2020: Nil); and (iv) sundry income of approximately HK\$0.19 million (2020: approximately HK\$0.4 million).

The Group's other net gain included (i) net realised and unrealised gain on financial assets at fair value through profit or loss of approximately HK\$1.5 million (2020: approximately HK\$2.7 million); and (ii) foreign exchange gain of approximately HK\$0.3 million (2020: foreign exchange loss of approximately HK\$0.2 million).

#### Employee Benefit Expenses

Employee benefit expenses primarily consist of salaries, bonus and allowances as well as contributions to the mandatory provident fund for the Directors and employees of the Group. Employee benefits expenses were approximately HK\$8.6 million (2020: approximately HK\$7.9 million), representing an increase of approximately HK\$0.7 million as compared with the nine months ended 30 June 2020, primarily due to the increase of approximately HK\$0.5 million of the performance related bonuses for 2020 paid during the nine months ended 30 June 2021.

#### Other Operating Expenses

Other operating expenses for the nine months ended 30 June 2021, were approximately HK\$2.2 million, which was decreased of HK\$0.4 million when compared to approximately HK\$2.6 million for the nine months ended 30 June 2020 due to decrease of legal and professional fee.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

### Loss for the Period

The Group incurred net loss of approximately HK\$4.9 million for the nine months ended 30 June 2021 (2020: net profit of approximately HK\$4.1 million). The net loss for the nine months ended 30 June 2021 was mainly due to (i) the decrease in revenue by approximately HK\$7.8 million; and (ii) the decrease in other income and other net gain by approximately HK\$0.9 million.

### Significant Investments, Material Acquisitions and Disposals of Subsidiaries and Capital Assets

As at 30 June 2021, the Group maintained a portfolio of equity investments with total carrying amount of approximately HK\$22.9 million (30 September 2020: approximately HK\$17.9 million). The portfolio of equity investments comprises mainly constituent stocks of key indexes in Hong Kong and US. The portfolio of equity investments as at 30 June 2021 are set out as follows.

	Unrealised fair value gain for the period ended 30 June 2021 HK\$'000	Fair value of the investment in listed securities as at 30 June 2021 HK\$'000	Percentage of fair value of the investment in listed securities/ total assets of the Group as at 30 June 2021	
Financial assets at fair value through profit or loss	21,473	1,388	22,861	54.4%

The Group held less than 0.1% of shareholding in each of the listed securities in the above equity investments portfolio.

## **MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)**

The Directors believes the stock market will remain volatile in the coming year as the global outbreak of coronavirus disease has yet to be ended and there is rebound on confirmed cases worldwide from time to time. The Group will continue to adopt the cautious approach in making investment decision in securities trading so as to obtain a balance between risk and return.

Save as disclosed above, the Group did not have any significant investments, material acquisitions and disposals of subsidiaries and capital assets during the nine months ended 30 June 2021 (2020: Nil).

## **DIVIDENDS**

The Board has not declared the payment of a dividend for the nine months ended 30 June 2021 (2020: HK\$0.4 cents per share).

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### Compliance with Corporate Governance Code

The board of Directors is of the view that the Company has met the code provisions set out in the Corporate Governance Code (the “**CG Code**”) contained in Appendix 15 to the GEM Listing Rules during the nine months ended 30 June 2021, except for the deviation as specified and explained below with considered reasons for such deviations.

Code provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive of a listed issuer should be separated and should not be performed by the same individual. Currently, no chairman has been elected for the Company. In accordance with Article 132 of the Memorandum and Article of Association of the Company, the Directors may elect a chairman of the board meetings and determine the period for which he/she is to hold office. If no such chairman is elected, the Directors present may choose one of their members to be chairman of the meeting. The board of Directors considers this arrangement allows contributions from all Directors with different expertise to manage the Group’s overall business development, implementation and management.

### Directors’ Securities Transactions

The Company has adopted Rules 5.48 to 5.67 of the GEM Listing Rules, as its own code of conduct regarding directors’ dealings in the securities of the Company. Having made specific enquiry, all Directors confirmed that they have complied with the required standard of dealing during the Period.

### Directors’ Interests in Contracts

None of the Directors nor their respective close associates had a material beneficial interest, either directly or indirectly, in any contract of significance to the business of the Group to which the Company or any of its subsidiaries was a party during the Period.

### Directors’ Interests in a Competing Business

None of the Directors nor their respective close associates was interested in any business apart from the Group’s business which competes or is likely to compete, either directly or indirectly, with the Group’s businesses during the Period.

## CORPORATE GOVERNANCE AND OTHER INFORMATION (CONTINUED)

### Directors' and Chief Executives' Interests and/or Short Positions in Shares, Underlying Shares and Debentures of the Company or any Associated Corporation

As at 30 June 2021, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of 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 he/she is taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

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

Name	Capacity	Note	Long position	
			Number of ordinary shares	Percentage of total number of shares
Ms. Tse	Interest in controlled corporation	1	750,000,000	75%
Mr. Lam	Interest of spouse	2	750,000,000	75%

Notes:

1. Ms. Tse Fung Sum Flora ("**Ms. Tse**") is interested in the entire issued share capital of Access Cheer Limited ("**Access Cheer**") and she is therefore deemed to be interested in the shares held by Access Cheer by virtue of the SFO.
2. Mr. Lam Ting Lok ("**Mr. Lam**") is the spouse of Ms. Tse and he is therefore deemed to be interested in the shares held by Ms. Tse by virtue of SFO.

## CORPORATE GOVERNANCE AND OTHER INFORMATION (CONTINUED)

Save as disclosed above, as at 30 June 2021, none of the Directors and chief executives of the Company had an interest or short position in the shares, underlying shares and debentures of the Company or any of its associated corporations that was notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she will be taken or deemed to have under the SFO), or was required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or which was required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

### Substantial shareholders' interests in shares and underlying shares of the Company

As at 30 June 2021, to the knowledge of the Directors, shareholders of the Company (other than the Directors or chief executives of the Company) who had interests or short positions in the shares, underlying shares or debentures of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO were as follow:

#### *Long position in ordinary shares of associated corporation*

Name	Capacity	Note	Long position	
			Number of ordinary shares	Percentage of total number of shares
Access Cheer	Beneficial owner	1	750,000,000	75%

Note:

1. The entire issued share capital of Access Cheer is legally and beneficially owned by Ms. Tse who is deemed to be interested in the shares held by Access Cheer by virtue of the SFO.

## CORPORATE GOVERNANCE AND OTHER INFORMATION (CONTINUED)

Save as disclosed above, as at 30 June 2021, none of the shareholders of the Company or other persons, other than Directors and chief executives of the Company whose interests are set out in the section headed “Directors’ and Chief Executives’ Interests and/or Short Positions in Shares, Underlying Shares and Debentures of the Company or any Associated Corporation” above, had any interest or a short position in the shares or underlying shares or debentures of the Company which would fall to be disclosed to the Company under the provision of Division 2 and 3 of part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

### Purchase, Sale or Redemption of the Company’s Listed Securities

During the Period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the listed shares of the Company.

### Share Option Scheme

A share option scheme (the “**Share Option Scheme**”) which became effective on 26 February 2018 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date. Under the Share Option Scheme, the Company may grant options to selected classes of participants which include the Group’s employee (including the Group’s director), adviser, consultant, service provider, agent, client, partner or joint venture partner who is in full-time or part-time employment with or otherwise engaged by any member of the Group.

No share options were granted, exercised, cancelled or lapsed under the Scheme since its adoption to the end of the Period.

### Change of Directors’ Information

On 27 May 2021, Mr. Lo Mun Lam Raymond has appointed as independent non-executive director of Oriental Explorer Holdings Limited (Stock Code: 0430) and Multifield International Holdings Limited (Stock Code: 0898), both companies are listed on the Main Board of the Stock Exchange.

### Audit Committee

The Company has established an audit committee (the “**Audit Committee**”) in compliance with Rule 5.28 to 5.33 of the GEM Listing Rules with specific written terms of reference in compliance with code provision C3.3 of the CG Code. The Audit Committee currently consists of all the three independent non-executive Directors, namely Mr. Li Wing Sum Steven, Mr. Cheung Pak To, *BBS* and Dr. Yu Yuen Ping. Mr. Li Wing Sum Steven is the chairman of the Audit Committee.

## CORPORATE GOVERNANCE AND OTHER INFORMATION (CONTINUED)

The primary duties of the Audit Committee are to review the annual reports and accounts, half-year reports and quarterly reports of the Group, make recommendations to the board of Directors on the appointment and dismissal of external auditors, provide advice in respect of financial reporting, review risk management and internal control framework of the Group, and monitor any continuing connected transactions.

The Audit Committee has reviewed the unaudited consolidated results of the Group for the nine months ended 30 June 2021.

By order of the Board  
**Amasse Capital Holdings Limited**  
Lam Ting Lok  
*Executive Director and CEO*

Hong Kong, 13 August 2021

*As at the date of this report, the executive Directors are Mr. Lam Ting Lok, Mr. Lo Mun Lam Raymond, Ms. Tse Fung Sum Flora, and Ms. Tsang Kwong Wan; and the independent non-executive Directors are Mr. Cheung Pak To, BBS, Mr. Li Wing Sum Steven and Dr. Yu Yuen Ping.*