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## HOPEFLUENT GROUP HOLDINGS LIMITED

合富輝煌集團控股有限公司

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 733)**

### INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2021

The board of directors (the “Directors”) of Hopefluent Group Holdings Limited (the “Company”) is pleased to announce the unaudited consolidated interim results of the Company and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30 June 2021, together with comparative figures for the corresponding period in 2020 as follows:

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

*For the six months ended 30 June 2021*

		<b>Unaudited</b>	
		<b>Six months ended 30 June</b>	
		<b>2021</b>	<b>2020</b>
	<i>Notes</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue	3	3,931,313	2,608,328
Other income		23,481	12,125
Selling expenses		(3,413,986)	(2,019,883)
Administrative expenses		(457,773)	(359,021)
Share of results of associates and a joint venture		3,966	4,004
Finance costs	4	(29,890)	(31,138)
Profit before tax		57,111	214,415
Income tax expense	5	(15,173)	(53,860)
<b>Profit for the period</b>	6	<b>41,938</b>	<b>160,555</b>
<b>Other comprehensive income/(expense) for the period</b>			
<i>Items that may be reclassified to profit or loss:</i>			
Exchange differences arising on translation to presentation currency		21,665	(79,924)
<b>Total comprehensive income for the period</b>		<b>63,603</b>	<b>80,631</b>

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

*For the six months ended 30 June 2021*

		<b>Unaudited</b>	
		<b>Six months ended 30 June</b>	
		<b>2021</b>	<b>2020</b>
	<i>Notes</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
<b>Profit for the period attributable to:</b>			
— Owners of the Company		<b>32,799</b>	72,351
— Non-controlling interests		<b>9,139</b>	88,204
		<u><b>41,938</b></u>	<u>160,555</u>
<b>Total comprehensive income for the period attributable to:</b>			
— Owners of the Company		<b>45,690</b>	24,637
— Non-controlling interests		<b>17,913</b>	55,994
		<u><b>63,603</b></u>	<u>80,631</u>
Dividends	7	<u><b>3,371</b></u>	<u>16,854</u>
<b>Earnings per share</b>	8		
— Basic and diluted		<u><b>HK4.87 cents</b></u>	<u>HK10.73 cents</u>

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2021

	<i>Notes</i>	<b>30 June 2021 (unaudited) HK\$'000</b>	31 December 2020 (audited) HK\$'000
<b>NON-CURRENT ASSETS</b>			
Investment properties		125,445	133,405
Property, plant and equipment		260,974	259,585
Right-of-use assets		243,423	189,619
Goodwill		213,399	213,399
Interests in associates and a joint venture		27,676	26,606
Loan receivables		184,136	277,707
Deposits and other receivables		–	46,815
Deferred tax assets		19,202	21,871
		<b>1,074,255</b>	<b>1,169,007</b>
<b>CURRENT ASSETS</b>			
Accounts receivables	9	1,990,953	1,833,137
Loan receivables		657,584	453,099
Deposits, other receivables and prepayments		952,930	1,109,653
Amount due from a joint venture		16,675	16,576
Amount due from an associate		82	82
Financial assets at fair value through profit or loss ("FVTPL")		13,222	12,995
Bank balances and cash		2,973,056	2,877,029
		<b>6,604,502</b>	<b>6,302,571</b>
<b>CURRENT LIABILITIES</b>			
Payables and accruals	10	1,062,182	708,938
Contract liabilities		923,810	1,061,333
Lease liabilities		60,288	43,355
Tax liabilities		136,088	145,392
Bank and other borrowings		212,420	421,546
		<b>2,394,788</b>	<b>2,380,564</b>
<b>NET CURRENT ASSETS</b>		<b>4,209,714</b>	<b>3,922,007</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>5,283,969</b>	<b>5,091,014</b>
<b>CAPITAL AND RESERVES</b>			
Share capital		6,741	6,741
Share premium and reserves		3,518,165	3,472,475
Equity attributable to owners of the Company		<b>3,524,906</b>	3,479,216
Non-controlling interests		1,351,626	1,333,713
<b>TOTAL EQUITY</b>		<b>4,876,532</b>	<b>4,812,929</b>
<b>NON-CURRENT LIABILITIES</b>			
Lease liabilities		177,838	138,394
Deferred tax liabilities		56,424	56,358
Other borrowings		173,175	83,333
		<b>407,437</b>	<b>278,085</b>
		<b>5,283,969</b>	<b>5,091,014</b>

## **NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

*For the six months ended 30 June 2021*

### **1. BASIS OF PREPARATION**

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

### **2. SIGNIFICANT ACCOUNTING POLICIES**

The condensed consolidated financial statements have been prepared on the historical cost basis, except for investment properties and financial assets at FVTPL which are measured at fair value, as appropriate.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2021 are the same as those set out in the Group’s annual financial statements for the year ended 31 December 2020.

In the current reporting period, the Group has applied, for the first time, the following new and amendments to HKASs and Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA that are relevant for the preparation of the Group’s unaudited condensed consolidated financial statements:

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform-Phase 2
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None of these new or amended HKFRSs has a material impact on the Group’s results and financial position for the current or prior period.

### 3. REVENUE AND SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of services provided.

The Group has two (2020: two) reportable segments. The segments are managed separately as each business offers different products and services and requires different business strategies.

The following summary describes the operations in each of the Group's reportable segments:

- Property real estate agency is the provision of first hand real estate services to property developers and secondary real estate services; and
- Financial services is the provision of mortgage referral and loan financing services to individuals or companies.

Revenue represents agency commission in respect of real estate agency services, financial services income and interest income from loan receivables, net of business tax and other taxes. An analysis of the Group's revenue for the period is as follows:

	<b>Six months ended 30 June</b>	
	<b>2021</b>	<b>2020</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
<b>Disaggregation of revenue</b>		
<b>Revenue from contracts with customers within the scope of HKFRS 15</b>		
Agency commission	<u>3,821,157</u>	<u>2,520,806</u>
<b>Revenue from other sources</b>		
Finance income		
Interest income from loan receivables	79,396	64,104
Financial services income	<u>30,760</u>	<u>23,418</u>
	<u><u>3,931,313</u></u>	<u><u>2,608,328</u></u>
	<b>Six months ended 30 June</b>	
	<b>2021</b>	<b>2020</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
	<b>(unaudited)</b>	<b>(unaudited)</b>
<b>Timing of revenue recognition</b>		
At a point in time		
Agency commission	3,821,157	2,520,806
Financial services income	30,760	23,418
Over-time		
Interest income from loan receivables	<u>79,396</u>	<u>64,104</u>
	<u><u>3,931,313</u></u>	<u><u>2,608,328</u></u>

The following is an analysis of the Group's revenue and results by geographical markets.

	<b>Six months ended 30 June 2021 (unaudited)</b>		
	<b>Property real estate agency HK\$'000</b>	<b>Financial services HK\$'000</b>	<b>Total HK\$'000</b>
<b>The People's Republic of China ("PRC")</b>	<b>3,811,715</b>	<b>110,156</b>	<b>3,921,871</b>
<b>Australia</b>	<b>9,442</b>	<b>–</b>	<b>9,442</b>
	<b><u>3,821,157</u></b>	<b><u>110,156</u></b>	<b><u>3,931,313</u></b>
	<b>Six months ended 30 June 2020 (unaudited)</b>		
	<b>Property real estate agency HK\$'000</b>	<b>Financial services HK\$'000</b>	<b>Total HK\$'000</b>
The PRC	2,519,051	87,522	2,606,573
Australia	1,755	–	1,755
	<b><u>2,520,806</u></b>	<b><u>87,522</u></b>	<b><u>2,608,328</u></b>

The following is an analysis of the Group's revenue and results by operating and reportable segments.

	<b>Six months ended 30 June 2021 (unaudited)</b>		
	<b>Property real estate agency HK\$'000</b>	<b>Financial services HK\$'000</b>	<b>Total HK\$'000</b>
<b>Segment revenue</b>	<b>3,821,157</b>	<b>110,156</b>	<b>3,931,313</b>
<b>Segment profit</b>	<b>53,476</b>	<b>49,230</b>	<b>102,706</b>
<b>Other income</b>			<b>23,481</b>
<b>Central administrative costs</b>			<b>(43,152)</b>
<b>Share of results of associates and a joint venture</b>			<b>3,966</b>
<b>Finance costs</b>			<b>(29,890)</b>
<b>Profit before tax</b>			<b>57,111</b>
<b>Income tax expense</b>			<b>(15,173)</b>
<b>Profit for the period</b>			<b><u>41,938</u></b>

	Six months ended 30 June 2020 (unaudited)		
	Property real estate agency <i>HK\$'000</i>	Financial services <i>HK\$'000</i>	Total <i>HK\$'000</i>
Segment revenue	2,520,806	87,522	2,608,328
Segment profit	229,728	38,771	268,499
Other income			12,125
Central administrative costs			(39,075)
Share of results of associates and a joint venture			4,004
Finance costs			<u>(31,138)</u>
Profit before tax			214,415
Income tax expense			<u>(53,860)</u>
Profit for the period			<u><u>160,555</u></u>

Segment profit represents the profit earned by each segment without allocation of other income, central administrative costs including directors' emoluments, share of results of associates and a joint venture and finance costs. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and performance assessment.

#### 4. FINANCE COSTS

	Six months ended 30 June	
	2021 <i>HK\$'000</i> (unaudited)	2020 <i>HK\$'000</i> (unaudited)
Interests on:		
Bank and other borrowings	18,209	23,743
Lease liabilities	<u>11,681</u>	<u>7,395</u>
	<u><u>29,890</u></u>	<u><u>31,138</u></u>

## 5. INCOME TAX EXPENSE

The tax charges for both periods represent the PRC Enterprises Income Tax (“EIT”) for those periods.

EIT is provided on the estimated assessable profits of the Group’s subsidiaries in the PRC in accordance with the laws and regulations in the PRC at 25%.

Certain of the Group’s subsidiaries operating in the PRC are required to pay the PRC income tax on a deemed profit basis at a predetermined tax rate of 2.5% (six months ended 30 June 2020: 2.5%) on turnover during the current period. The predetermined tax rate is agreed and determined between each PRC subsidiary and respective tax bureau of local government and is subject to annual review and renewal.

Under Australian tax law, the tax rate used for the period is 30% (six months ended 30 June 2020: 30%) on taxable profits on Australian incorporated entities. No tax provision has been made in the consolidated financial statements as there is no assessable profits arising in Australia for six months ended 30 June 2021 and 2020.

The provision for Hong Kong Profits Tax is calculated at 16.5% (2020: 16.5%) of the estimated assessable profits, except for one subsidiary of the Group which is a qualifying corporation under the two-tiered Profits Tax rate regime.

For this subsidiary, the first HK\$2 million of assessable profits are taxed at 8.25% (2020: 8.25%) and the remaining assessable profits are taxed at 16.5% (2020: 16.5%).

No Hong Kong profits tax has been provided in both current and prior periods in the condensed consolidated financial statements as the Group has no estimated assessable profits arising in Hong Kong for both periods.

## 6. PROFIT FOR THE PERIOD

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Profit for the period has been arrived at after charging/(crediting):		
Depreciation charges		
Property, plant and equipment	28,492	32,263
Right-of-use assets	37,761	32,873
	<u>66,253</u>	<u>65,136</u>
Impairment on accounts receivables	6,063	10,967
Bank interest income	(7,542)	(5,947)
Rental income net of direct expenses of HK\$784,000 (2020: HK\$745,000)	(6,732)	(6,007)
	<u>(6,732)</u>	<u>(6,007)</u>



## 7. DIVIDENDS

An interim dividend of HK0.5 cents per share in respect of the six months ended 30 June 2021 (2020: HK2.5 cents per share) was declared by the board of directors of the Company on 30 August 2021. This interim dividend, amounting to HK\$3,371,000 (2020: HK\$16,854,000), has not been recognised as a liability in these condensed consolidated financial statements. The interim dividend will be payable to shareholders whose names appear on the register of members of the Company on 24 September 2021.

A final dividend of HK2.5 cents per share in respect of the year ended 31 December 2020 (2019: HK8 cents per share in respect of the year ended 31 December 2019) were proposed and approved by the shareholders in the annual general meeting held on 25 June 2021 and was distributed on 30 July 2021.

## 8. EARNINGS PER SHARE

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

### Earnings

	Six months ended 30 June	
	2021	2020
	HK\$'000	HK\$'000
Earnings for the purpose of calculating basic earnings per share (profit for the period attributable to owners of the Company)	<u>32,799</u>	<u>72,351</u>

### Number of shares

	Six months ended 30 June	
	2021	2020
	'000	'000
Number of ordinary shares in issue	<u>674,150</u>	<u>674,150</u>

There are no potential dilutive shares in issue during both periods ended 30 June 2021 and 2020.

## 9. ACCOUNTS RECEIVABLES

The Group allows an average credit period ranging from 30 to 180 days to its customers. The aging analysis of accounts receivables net of allowance for doubtful debts presented based on the invoice date at the end of the reporting period is as follows:

	30 June 2021 HK\$'000 (unaudited)	31 December 2020 HK\$'000 (audited)
Accounts receivables		
0–30 days	584,470	560,767
31–60 days	212,560	121,856
61–90 days	160,906	70,696
91–120 days	57,276	133,303
121–180 days	100,118	153,356
Over 180 days	875,623	793,159
	<u>1,990,953</u>	<u>1,833,137</u>

## 10. PAYABLES AND ACCRUALS

The payables and accruals mainly comprise accrued operating expenses, accrued salary and other sundry creditors.

## 11. RELATED PARTY TRANSACTIONS

Except as disclosed elsewhere in the condensed consolidated financial statements, the Group entered into the following transactions with related parties during the period.

	Six months ended 30 June	
	2021 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)
<b>Non-controlling interests</b>		
Revenue	4,144	3,319
Rental expense	—	3,093
<b>Related parties of non-controlling interests (note b)</b>		
Revenue	1,475,459	927,428
Rental expense	7,931	2,523
Building management fee	4,221	1,548

The following balances were outstanding as at the end of reporting periods:

	30 June	31 December
	2021 HK\$'000 (unaudited)	2020 HK\$'000 (audited)
<b>Non-controlling interests (note c)</b>		
— trade in nature	6,778	7,693
— non-trade in nature	695	3,540
<b>Related parties of non-controlling interests (notes b &amp; c)</b>		
— trade in nature	331,951	160,188
— non-trade in nature	252,608	445,095

Notes:

- (a) These transactions were carried out in accordance with terms and conditions mutually agreed by the parties involved.
- (b) A non-controlling interest has controlled, joint controlled or significant influence over those corporations.
- (c) The amounts due are unsecured, interest-free and repayable on demand. In the opinion of the directors of the Company, the amounts are expected to be recovered within twelve months from the end of the reporting period.

## **BUSINESS REVIEW**

### **MANAGEMENT DISCUSSION AND ANALYSIS**

#### **I. Market Review for the First Half of 2021**

In the first half of 2021, as the COVID-19 pandemic in China remained under control, the economy was on a steady recovery path and the demand for properties continued to be released. At the same time, in comparison with the low base last year, the national real estate development investment and the sales area of commercial housings increased by 15% and 27.7% respectively. However, global liquidity and global inflation expectations have also intensified the property investment boom in parts of the country, and property prices in key cities significantly increased. With the emphasis on its policy stance such as “houses are for living, not for speculation” and “stabilizing land prices, housing prices and expectations”, the Central Government imposed notably stricter regulations and all areas introduced austerity measures on property transactions. Moreover, the financial measures, which are representative of the Government’s approach such as the “three red lines” policy, has had a lasting and far-reaching effect on the development of the industry. The Group has also promptly adjusted its business strategies and strived to keep pace with market changes in order to ensure the business competitiveness of the Company.

#### **II. Business Review of the Group**

For the six months ended 30 June 2021, the Group generated a turnover of HK\$3,931.3 million, approximately 51% higher than the same period last year (2020: HK\$2,608.3 million). Profit attributable to shareholders decreased by approximately 55% from the corresponding period last year to HK\$32.8 million (2020: HK\$72.4 million). Basic earnings per share were HK4.87 cents (2020: HK10.73 cents). The Board has declared the payment of an interim dividend per share of HK0.5 cents for the six months ended 30 June 2021 (2020: HK2.5 cents).

During the period, the Group recorded a turnover from its property real estate agency services business of HK\$3,821.2 million, accounting for 97% of its total turnover. Turnover from the financial services business was approximately HK\$110.1 million, accounting for 3% of the Group’s total turnover. By region, business in Guangzhou accounted for around 35% of the Group’s total turnover, while around 65% came from the business generated outside of Guangzhou. The Group’s total new home sales for the first half of 2021 amounted to approximately HK\$300.5 billion while total gross floor area sold was about 17.03 million square metres.

*Technology deployment underpins stable development of property real estate agency services business*

In May and June 2021, COVID-19 outbreaks reappeared in many places in Guangdong Province, which had an impact on sales of regional markets and thus affected the Group's business performance. At the same time, in the face of increasingly intensified competition in the property real estate agency services industry, capitalizing on its nationwide business layout and applying real estate e-commerce sales platform, the business of the Group sustained a growth with an increase in the staff costs and distribution costs shown under the Group's sales and administrative expenses, resulting in a decrease in profit margin and profit attributable to shareholders as compared with the same period last year. Nevertheless, property prices remained stable and the rigid demand for housing in the market maintained healthy growth. The Group also kept pace with the events and put into place a long-term strategic layout before the pandemic. It appropriately deployed technology within the traditional property industry to ride the "PropTech" trend. One of the notable examples was the use of its home-buying platform "AI house tour" in the promotion of housing units to attract different types of customers through online live viewing of flats and virtual reality (VR) viewing technologies. Next, the Group will continue to focus on advancing its digital marketing business and, based on traditional marketing and channel sales, realizing online property marketing in the aspects of customer prospecting and acquisition, consultation and at sales site. In this way, it can further expand its business scale and efficiently facilitate the close of transactions, thereby enhancing its operating efficiency. For the six months ended 30 June 2021, turnover of the Group's property real estate agency services business amounted to HK\$3,821.2 million, approximately 52% higher than the same period last year (2020: HK\$2,520.8 million). Currently, the property real estate agency services business of Hopefluent covers more than 200 cities in China and the Group was the agent for more than 1,800 projects. Around 330 branches were engaged in running the secondary property real estate agency services business.

*Financial services business enters harvest period delivered by appropriate strategy*

The Group consistently focuses on providing targeted property financial services and products to property enterprises and high net worth individuals with strong investment and financing demand. In this regard, it has adopted prudent review procedures to screen qualified customers, providing them with superior asset management services. As a result, the performance of the Group's financial services business remained satisfactory despite the continued tough market environment. During the period under review, total transaction value of the Group's financial services business amounted to HK\$1.6 billion. Turnover was approximately HK\$110.1 million, a growth of approximately 26% when compared with the same period last year (2020: HK\$87.5 million). Under the influence of the "third-lines and fourth-tiers" financing management rules and the real estate loan centralized management system, the financing channels of interest-bearing liabilities of real estate companies have been restricted to a certain extent. Meanwhile, the Group has adopted a prudent operational strategy considering the actual market needs, thereby assuring steady development of its financial and asset management business. In the future, the Group will explore more aspects of financial services businesses, select more high-quality projects for cooperation and create more personalized products in order to build its core competitiveness and create better returns on investment.

### **III. Prospects for the Second Half of 2021**

With new outbreaks in the ongoing COVID-19 pandemic and the uncertainties brought by other domestic and foreign factors to the business environment, in particular, the impact from the promotion and advocacy of “houses are for living, not for speculation” and the restrictions on housing prices in the mainland property market, it is believed that the property industry will undergo strategic adjustments. Besides, the market demand and the implementation of the “three-child” policy will also influence the trends of the property market. Hence, the Group will actively keep pace with policy changes, adjust its strategy and business development layout in a timely manner, strive to more aggressively penetrate key cities in the country with strong business development potentials, and continue to promote the digitalization of property real estate agency services. Meanwhile, it will also optimize multiple aspects of the financial services business, further raise the proportion of financial and asset management businesses within the overall business of the Group, aiming to bring growth momentum to its business and continuously consolidate its position as a leading enterprise.

“Applying essential parts of extensive knowledge acquired to achieve goals. Accumulating strengths to prepare to seize the right emerging opportunities”. The Group will continue to adhere to a pragmatic and conscientious approach to pursue better results and strengthen its business, while maintaining safe and sound financial management and control procedures to enhance overall operating efficiency, so as to face the competition in the industry and address the challenges posed by the uncertain external environment. With its strong business foundation and good long-term relationships with major developers, the Group believes it can capture industry opportunities in a timely manner and steadily expand by leveraging its advantages in the Guangdong-Hong Kong-Macao Greater Bay Area in order to generate enduring and sustainable returns for shareholders.

### **AUDIT COMMITTEE**

The Company established an audit committee, comprising the three existing independent non-executive directors, which has reviewed the unaudited interim results for the six months ended 30 June 2021 including the accounting, internal control and financial reporting issues.

### **LIQUIDITY AND FINANCIAL RESOURCES**

As at 30 June 2021, the Group maintained a sound financial position where the cash and bank deposits and current ratio, as a ratio of current assets to current liabilities, were approximately HK\$2,973.1 million (31 December 2020: HK\$2,877.0 million) and 2.70 (31 December 2020: 2.65) respectively. Total borrowing amounted to approximately HK\$386 million which are bank loan and other borrowings (31 December 2020: approximately HK\$505 million which are secured bank loan and other borrowings). The Group’s gearing ratio, which was computed by dividing the total borrowings by total assets, was approximately 5.0% (31 December 2020: 6.8%). The Group’s borrowings are denominated in Renminbi. The Group had no material contingent liabilities as at 30 June 2021.

## **PLEDGE OF ASSETS**

As at 30 June 2021, the Group did not pledge its assets to secure bank and other borrowings (31 December 2020: the Group pledged its investment properties with an aggregate amount of approximately HK\$12 million to secure bank borrowings).

## **FOREIGN EXCHANGE EXPOSURE**

Most of the Group's business transactions are denominated in either Hong Kong dollars or Renminbi. As such, the Group had no significant exposure to foreign exchange fluctuations.

## **EMPLOYEES**

As at 30 June 2021, the Group had approximately 22,500 full time employees. Around 11 staff were based in Hong Kong and the rest were employed in China. Competitive remuneration packages are structured to commensurate with individual job duties, qualification, performance and years of experience.

## **INTERIM DIVIDEND**

On 30 August 2021, the board of Directors (the "Board") have resolved to declare an interim dividend of HK0.5 cents per share of the Company (the "Share(s)") for the six months ended 30 June 2021 (the "Interim Dividend") payable to shareholders of the Company whose names are on the register of members on 24 September 2021. It is expected that the Interim Dividend will be paid on 13 October 2021.

## **CLOSURE OF REGISTER OF MEMBERS**

The register of members of the Company will be closed from 23 September 2021 (Thursday) to 24 September 2021 (Friday), both days inclusive, during which period no transfer of Shares shall be effected. In order to be qualified for the Interim Dividend, all transfer of Shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, for registration no later than 4:30 p.m. on 21 September 2021 (Tuesday).

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

Since the Listing Date, the Company has not redeemed any of its shares, and neither the Company nor any of its subsidiaries has purchased or sold any of the Company's Shares.

## **CORPORATE GOVERNANCE**

During the six months ended 30 June 2021, the Company has complied with the code provisions set out in the Corporate Governance Code as stated in Appendix 14 of the Rules Governing the Listing of Securities (“Listing Rules”) on The Stock Exchange of Hong Kong Limited except the following deviations (Code Provisions A.2.1 and F.1.1):

### **Chairman and Chief Executive Officer**

Mr. Fu Wai Chung (“Mr. Fu”) is the chairman of the Company and co-founder of the Company. Mr. Fu has extensive experience in the industry which is beneficial and of great value to the overall development of the Company. The Company has no such title as the chief executive officer and therefore the daily operation and management of the Company is monitored by the executive directors as well as the senior management.

The Board is of the view that although there is no chief executive officer, the balance of power and authority is ensured by the operation of the Board, which comprises experienced individuals and meet from time to time to discuss issues affecting operation of the Company.

### **Company Secretary**

The Company has engaged Mr. Lo Hang Fong, a solicitor practising in Hong Kong, as its company secretary and Mr. Lo Yat Fung, an executive director of the Company, is the person whom the company secretary can contact. The Board is confident that having Mr. Lo Hang Fong as the company secretary is beneficial to the Group’s compliance of the applicable laws, rules and regulations.

## **MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS (“MODEL CODE”) OF THE LISTING RULES**

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules. The Company has made specific enquiry of all Directors regarding any non-compliance with the Model Code for the period ended 30 June 2021 and they all confirmed that they have fully complied with the required standards as set out in the Model Code.

By Order of the Board of Directors  
**FU Wai Chung**  
*Chairman*

Hong Kong, 30 August 2021

*As at the date of this announcement, the executive directors of the Company are Mr. FU Wai Chung, Ms. FU Man, Mr. LO Yat Fung and Mr. FU Ear Ly; the non-executive director of the Company is Ms. NG Wan; and the independent non-executive directors of the Company are Mr. LAM King Pui, Mr. NG Keung and Mrs. WONG LAW Kwai Wah, Karen.*