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**SAU SAN TONG HOLDINGS LIMITED**

**修身堂控股有限公司\***

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

**(Stock Code: 8200)**

## **RESULTS ANNOUNCEMENT**

### **FOR THE THREE MONTHS AND SIX MONTHS ENDED 30 SEPTEMBER 2021**

The board (the “**Board**”) of directors (the “**Directors**”) of Sau San Tong Holdings Limited (the “**Company**”) is pleased to announce the interim results of the Company and its subsidiaries for the three months and six months ended 30 September 2021. This announcement, containing the full text of the 2021 interim report of the Company, complies with the requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**GEM Listing Rules**”) in relation to information to accompany preliminary announcement of interim results.

By order of the Board  
**Sau San Tong Holdings Limited**  
**Mui Wai Sum**  
*Executive Director*

Hong Kong, 9 November 2021

*As at the date of this announcement, the Board comprises executive directors namely Mr. Mui Wai Sum and Mr. Chan Ka Kin; non-executive director namely Mr. Takashi Togo; independent non-executive directors namely Ms. Chiu Kam Hing, Kathy, Mr. Lau Wai Leung, Alfred and Mr. Au Siu Lun.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.*

*This announcement will remain on the “Latest Listed Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting and on the Company’s website at [www.sst-holding.com](http://www.sst-holding.com).*

\* For identification purpose only

## **CHARACTERISTICS OF THE GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “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 Main Board of the 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 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 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 Sau San Tong 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 Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this report is accurate and complete in all material respects and not misleading or deceptive; and (2) there are no other matters the omission of which would make any statement herein or in this report misleading.*

## RESULTS

The Board of Directors (the “Board”) of the Company announces the unaudited consolidated financial results of the Company and its subsidiaries (the “Group”) for the three months and six months ended 30 September 2021, together with the comparative figures of the corresponding period in 2020, as follows:

### CONSOLIDATED STATEMENT OF PROFIT OR LOSS (UNAUDITED)

	<i>Notes</i>	For the three months ended 30 September		For the six months ended 30 September	
		2021	2020	2021	2020
		<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue	2				
— Distribution sale of cosmetic and skin care products		<b>456,512</b>	457,217	<b>772,622</b>	727,862
— Provision of beauty and slimming services		<b>15,178</b>	15,166	<b>30,812</b>	26,934
— Provision of franchise services		<b>10</b>	93	<b>29</b>	142
— Sale of health, beauty and related products		<b>433</b>	469	<b>797</b>	716
— Results from investments in securities		<b>2,073</b>	2,236	<b>16,791</b>	3,952
— Interest income from money lending		<b>1,709</b>	2,977	<b>4,103</b>	7,039
		<b>475,915</b>	478,158	<b>825,154</b>	766,645
Cost of sales		<b>(438,450)</b>	(438,839)	<b>(743,166)</b>	(701,343)
Gross profit		<b>37,465</b>	39,319	<b>81,988</b>	65,302
Other revenue		<b>651</b>	2,181	<b>1,225</b>	5,323
Other gains or losses		<b>779</b>	4,919	<b>2,613</b>	5,284
Selling and distribution costs		<b>(14,607)</b>	(17,983)	<b>(26,652)</b>	(32,362)
General and administrative expenses		<b>(20,615)</b>	(30,392)	<b>(36,532)</b>	(45,585)



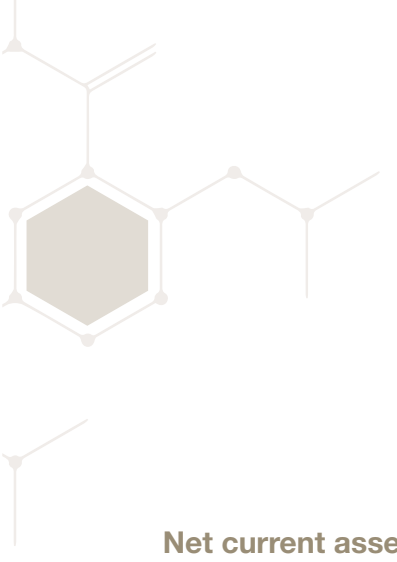
	<i>Notes</i>	For the three months ended 30 September		For the six months ended 30 September	
		2021 <b>HK\$'000</b>	2020 <i>HK\$'000</i>	2021 <b>HK\$'000</b>	2020 <i>HK\$'000</i>
Profit/(loss) from operations		<b>3,673</b>	(1,956)	<b>22,642</b>	(2,038)
Finance costs		<b>(149)</b>	(162)	<b>(274)</b>	(449)
Profit/(loss) before taxation	3	<b>3,524</b>	(2,118)	<b>22,368</b>	(2,487)
Income tax expense	4	<b>(2,224)</b>	(2,030)	<b>(3,873)</b>	(3,313)
Profit/(loss) for the period		<b>1,300</b>	(4,148)	<b>18,495</b>	(5,800)
Attributable to:					
Owners of the Company		<b>(1,552)</b>	(6,583)	<b>14,248</b>	(9,609)
Non-controlling interests		<b>2,852</b>	2,435	<b>4,247</b>	3,809
Profit/(loss) for the period		<b>1,300</b>	(4,148)	<b>18,495</b>	(5,800)
		<b>HK cents</b>	<i>HK cents (restated)</i>	<b>HK cents</b>	<i>HK cents (restated)</i>
(Loss)/earnings per share					
Basic	5	<b>(2.07)</b>	(8.77)	<b>18.98</b>	(12.80)
Diluted		<b>N/A</b>	N/A	<b>17.74</b>	N/A

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

	For the three months ended 30 September		For the six months ended 30 September	
	2021	2020	2021	2020
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Profit/(loss) for the period	<b>1,300</b>	(4,148)	<b>18,495</b>	(5,800)
<b>Other comprehensive (loss)/income for the period:</b>				
Items that may be reclassified subsequently to profit or loss:				
— Exchange differences on translation of financial statements of foreign operations, net of nil tax	<b>(8)</b>	(360)	<b>1,021</b>	(684)
<b>Total comprehensive income/(loss) for the period</b>	<b>1,292</b>	(4,508)	<b>19,516</b>	(6,484)
<b>Attributable to:</b>				
Owners of the Company	<b>(1,601)</b>	(8,535)	<b>14,349</b>	(12,037)
Non-controlling interests	<b>2,893</b>	4,027	<b>5,167</b>	5,553
	<b>1,292</b>	(4,508)	<b>19,516</b>	(6,484)

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		(Unaudited) 30 September 2021 HK\$'000	(Audited) 31 March 2021 HK\$'000
	Note		
<b>Non-current assets</b>			
Property, plant and equipment	6	107,650	109,167
Right-of-use assets		8,754	11,004
Goodwill	7	17,196	17,196
		<b>133,600</b>	137,367
<b>Current assets</b>			
Inventories		20,214	10,653
Financial assets at fair value through profit or loss	8	72,724	71,819
Trade receivables	9	130,595	131,327
Prepayments, deposits and other receivables		97,794	104,521
Loans and interest receivable		40,561	60,374
Amounts due from a related party		2	2
Current tax recoverable		177	573
Cash and cash equivalents		473,355	466,139
		<b>835,422</b>	845,408
<b>Current liabilities</b>			
Contract liabilities		12,134	11,601
Trade payables	10	1,615	1,436
Other payables and accrued charges		120,165	142,709
Lease liabilities		6,805	9,174
Current tax payable		3,317	3,272
		<b>144,036</b>	168,192



	(Unaudited) 30 September 2021 <i>HK\$'000</i>	(Audited) 31 March 2021 <i>HK\$'000</i>
<i>Note</i>		
<b>Net current assets</b>	<b>691,386</b>	677,216
<b>Total assets less current liabilities</b>	<b>824,986</b>	814,583
<b>Non-current liabilities</b>		
Lease liabilities	<b>2,387</b>	2,353
Deferred tax liabilities	<b>4,011</b>	3,946
	<b>6,398</b>	6,299
<b>NET ASSETS</b>	<b>818,588</b>	808,284
<b>CAPITAL AND RESERVES</b>		
Share capital	<b>750</b>	750
Reserves	<b>813,874</b>	799,526
Total equity attributable to owners of the Company	<b>814,624</b>	800,276
Non-controlling interests	<b>3,964</b>	8,008
<b>TOTAL EQUITY</b>	<b>818,588</b>	808,284

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the six months ended 30 September 2021

	Attributable to owners of the Company										
					Share-	The PRC	Accumulated				
	Share	Share	Merger	Exchange	payment	statutory	Other	losses/		Non-	
	capital	premium	reserve	reserve	reserve	surplus	reserve	retained	Total	controlling	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	equity
At 1 April 2021	750	787,794	(3,637)	3,563	2,224	24,725	28,055	(43,198)	800,276	8,008	808,284
Changes in equity for the period:											
Profit for the period	—	—	—	—	—	—	—	14,248	14,248	4,247	18,495
Other comprehensive income	—	—	—	100	—	—	—	—	100	921	1,021
Dividend paid to non-controlling interests	—	—	—	—	—	—	—	—	—	(9,212)	(9,212)
At 30 September 2021	750	787,794	(3,637)	3,663	2,224	24,725	28,055	(28,950)	814,624	3,964	818,588
At 1 April 2020	120,079	787,794	(3,637)	(2,136)	6,625	21,904	28,055	(139,911)	818,773	(4,619)	814,154
Changes in equity for the period:											
(Loss)/profit for the period	—	—	—	—	—	—	—	(9,609)	(9,609)	3,809	(5,800)
Other comprehensive (loss)/ income	—	—	—	(2,428)	—	—	—	—	(2,428)	1,744	(684)
At 30 September 2020	120,079	787,794	(3,637)	(4,564)	6,625	21,904	28,055	(149,520)	806,736	934	807,670



## CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

	For the six months ended 30 September	
	2021 HK\$'000	2020 HK\$'000
Net cash from operating activities	25,039	28,357
Net cash (used in)/from investing activities	(4,034)	22,426
Net cash used in financing activities	(15,670)	(7,344)
Increase in cash and cash equivalents	5,335	43,439
Cash and cash equivalents at 1 April	466,139	402,023
Effect of foreign exchange rate changes	1,881	(4,152)
Cash and cash equivalents at 30 September	473,355	441,310
Analysis of balances of cash and cash equivalents:		
Cash and bank balances	473,355	441,310



*Notes:*

**1. Basis of preparation and significant accounting policies**

The results have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards, which collective term include all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations issued by the Hong Kong Institute of Certified Public Accountants, accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance and also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange. They have been prepared under historical cost basis, except that the financial instruments classified as financial assets at fair value through profit or loss is stated at their fair values. The principal accounting policies used in the preparation of the results are consistent with those adopted in the preparation of the annual report of the Group for the year ended 31 March 2021.

**2. Revenue and segment information**

Revenue represents the invoiced value of goods supplied to customers, net of discounts, returns, value-added tax and other sales tax; service income from provision of beauty and slimming services, net of discounts; franchise income; net gains or losses on financial assets at fair value through profit or loss and interest income from provision of money lending service.

## 2. Revenue and segment information (Continued)

An analysis of the Group's revenue and operating results for the six months ended 30 September 2021 by business segments is as follows:

For the six months ended 30 September 2021							
	Distribution sale of cosmetic and skin care products HK\$'000	Provision of beauty and slimming services HK\$'000	Franchise operations HK\$'000	Sale of health, beauty and related products HK\$'000	Investment in securities HK\$'000	Money lending service HK\$'000	Total HK\$'000
<b>Disaggregated by timing of revenue recognition</b>							
Point in time	772,622	—	—	797	1,635	—	775,054
Over time	—	30,812	29	—	15,156	4,103	50,100
Reportable segment revenue	772,622	30,812	29	797	16,791	4,103	825,154
Reportable segment results	15,044	(3,612)	(27)	(8)	13,013	385	24,795
Unallocated corporate expenses							(2,153)
Profit from operations							22,642
Finance costs							(274)
Profit before taxation							22,368
Income tax expense							(3,873)
Profit for the period							18,495

## 2. Revenue and segment information (Continued)

	For the six months ended 30 September 2020						
	Distribution sale of cosmetic and skin care products HK\$'000	Provision of beauty and slimming services HK\$'000	Franchise operations HK\$'000	Sale of health, beauty and related products HK\$'000	Investment in securities HK\$'000	Money lending service HK\$'000	Total HK\$'000
Disaggregated by timing of revenue recognition							
Point in time	727,862	—	—	716	8,784	—	737,362
Over time	—	26,934	142	—	(4,832)	7,039	29,283
Reportable segment revenue	727,862	26,934	142	716	3,952	7,039	766,645
Reportable segment results	12,805	(10,452)	5	(47)	927	418	3,656
Unallocated corporate expenses							(5,694)
Loss from operations							(2,038)
Finance costs							(449)
Loss before taxation							(2,487)
Income tax expense							(3,313)
Loss for the period							(5,800)

### 3. Profit/(loss) before taxation

Profit/(loss) before taxation is arrived after:

	For the six months ended 30 September	
	2021	2020
	HK\$'000	HK\$'000
<b>Crediting</b>		
Government subsidies included in the other revenue ( <i>note</i> )	23	4,020
Bank Interest income	787	828
<b>Charging</b>		
Depreciation of property, plant and equipment	5,658	6,615
Impairment losses under expected credit loss model, net of reversal on loans and interest receivables	2,504	5,114
Impairment losses on goodwill	—	6,408

*Note:* The government subsidies include both the Anti-epidemic Fund for beauty parlours and/or massage establishments and party rooms and Employment Support Scheme from the Government of Hong Kong Special Administrative Region (the “HKSAR”) to provide relief to the Group affected by Coronavirus Disease-2019 (“COVID-19”).

The amount of subsidies entitled is based on the Group's number of workers working in the beauty parlours and massage establishments and the Group is required to undertake and warrant that the Group does not implement redundancies during the subsidy period and spends all the wages subsidies on paying wages to the employees.

#### 4. Income tax expense

On 21 March 2018, the Hong Kong Legislative Council passed the Inland Revenue (Amendment) (No.7) Bill 2017 (the “Bill”) which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%.

The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%. Accordingly, the Hong Kong profits tax is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million.

Under the Law of the People’s Republic of China (the “PRC”) on Enterprise Income Tax (the “EIT Law”) and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both periods.

Taxation in the consolidated statement of profit or loss (unaudited) represents:

	<b>For the six months ended 30 September</b>	
	<b>2021</b>	2020
	<b>HK\$'000</b>	HK\$'000
Hong Kong profits tax	<b>27</b>	—
PRC enterprise income tax	<b>3,846</b>	3,313
	<b>3,873</b>	3,313

## 5. (Loss)/earnings per share

	For the three months ended 30 September		For the six months ended 30 September	
	2021	2020	2021	2020
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		(restated)		(restated)
		(Note)		(Note)
<b>(Loss)/profit</b>				
(Loss)/profit attributable to owners of the Company, used in the basic (loss)/earnings per share and diluted (loss)/earnings per share calculation	<b>(1,552)</b>	(6,583)	<b>14,248</b>	(9,609)
<b>Shares</b>				
Weighted average number of ordinary shares in issue, used in the basic (loss)/earnings per share calculation	<b>75,049,354</b>	75,049,354	<b>75,049,354</b>	75,049,354
Dilution effect of share options	—	—	<b>5,253,458</b>	—
Weighted average number of ordinary shares in issue, used in the diluted earnings per share calculation	<b>75,049,354</b>	75,049,354	<b>80,302,812</b>	75,049,354

**Note:** Pursuant to an extraordinary general meeting held on 11 November 2020, the resolutions approving the capital reorganization involving the share consolidation, the capital reduction and the share sub-division (the “Capital Reorganisation”) was duly passed by way of poll. The Company completed the implementation of the Capital Reorganisation on 13 January 2021. As a result of the Capital Reorganisation being completed on 13 January 2021, the loss per share for the period ended 30 September 2020 have been restated accordingly.

The assumed exercise of the outstanding share options for the three months ended 30 September 2021, three months ended 30 September 2020 and six months ended 30 September 2020 has anti-dilutive effect and has therefore been excluded from the above calculation.

6. **Property, plant and equipment**

	(Unaudited) 30 September 2021 HK\$'000	(Unaudited) 30 September 2020 HK\$'000
Opening net book amount	109,167	120,428
Additions	4,533	1,020
Disposal	(457)	(366)
Depreciation	(5,658)	(6,613)
Exchange adjustments	65	204
Closing net book amount	107,650	114,673



## 7. Goodwill

### Cost:

	HK\$'000
At 1 April 2020	25,364
Exchange Adjustment	104
At 31 March 2021	25,468
Exchange Adjustment	—
At 30 September 2021	25,468

### Accumulated impairment:

	HK\$'000
At 1 April 2020	1,844
Impairment loss	6,428
At 31 March 2021	8,272
Impairment loss	—
At 30 September 2021	8,272

### Carrying amount:

	HK\$'000
At 30 September 2021	17,196
At 31 March 2021	17,196

The impairment loss amounting to approximately HK\$6,428,000 in the year ended 31 March 2021 arose from the Group's cash-generating units (CGUs) related to provision of beauty and slimming services in the PRC.

## 8. Financial assets at fair value through profit or loss

	(Unaudited) 30 September 2021 HK\$'000	(Audited) 31 March 2021 HK\$'000
Listed equity securities at fair value in Hong Kong ( <i>Note a</i> )	68,360	63,633
Unlisted equity fund outside Hong Kong	4,364	8,186
	<b>72,724</b>	<b>71,819</b>

### **Note a** Listed equity securities in Hong Kong

As at 30 September 2021, the Group had financial assets at fair value through profit or loss representing equity securities listed in Hong Kong of approximately HK\$68,360,000 (31 March 2021: approximately HK\$63,633,000). Details of significant investments are as follows:

Stock code	Name of investee company	Principal activities	No. of shares held	Percentage of total share capital owned by the Group as at 30 September 2021	Cost	Market value at 30 September 2021	Percentage to the Group's net assets as at 30 September 2021	Fair value gain/(loss) for the six months ended 30 September 2021	Gain/(loss) on disposal	Dividend received for the six months ended 30 September 2021
			'000	%	HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	
8101	EJE (Hong Kong) Holdings Limited	Design, manufacture and sale of mattress and soft bed products, property investment and securities investment	22,173	6.39%	17,738	5,334	0.55%	(2,195) (note)	—	—
1082	Hong Kong Education (Int'l) Investments Limited	Provision of private educational services, investment in securities, property investments and money lending business	19,920	3.34%	20,206 (note)	32,868	3.39%	4,183 (note)	—	—
8268	Smart City Development Holdings Limited	Acting as a contractor in the construction business to provide building construction works, electrical and mechanical engineering works and alterations, addition, renovation, refurbishment and fitting-out works	4,272	2.14%	2,419 (note)	3,076	0.32%	2,029 (note)	—	—
1780	B & D Strategic Holdings Limited	Provision of civil engineering works, alteration and addition works	3,500	0.56%	7,925 (note)	9,205	0.68%	(1,300) (note)	—	—
330	Esprit Holdings Limited	Provision in retail and wholesale distribution and licensing of quality fashion and non-apparel products	5,000	0.18%	3,896 (note)	3,450	0.36%	(446) (note)	—	—

## 8. Financial assets at fair value through profit or loss (Continued)

### (a) Listed equity securities in Hong Kong (Continued)

Stock code	Name of investee company	Principal activities	No. of shares held	Percentage of total share capital owned by the Group as at	Cost	Market value at 31 March 2021	Percentage to the Group's net assets as at 31 March 2021	Fair value gain/(loss) in fair value for the year ended 31 March 2021	Dividend received for the year ended 31 March 2021	
				31 March 2021						
			'000	%	HK\$'000	HK\$'000	%	HK\$'000	Gain/(loss) on disposal	31 March 2021
8101	EJE (Hong Kong) Holdings Limited	Design, manufacture and sale of mattress and soft bed products, property investment and securities investment	22,173	6.39%	17,738	7,982 (note)	0.81%	11,752 (note)	—	—
1082	Hong Kong Education (Int'l) Investments Limited	Provision of private educational services, investment in securities, property investments and money lending business	19,926	3.34%	20,236	28,286 (note)	2.88%	13,368 (note)	24	—
1587	Shineroad International Holdings Limited	Provision of food ingredients and food additives to food manufacturers.	10,000	1.47%	6,771	4,400 (note)	0.45%	(100) (note)	—	—
1725	Eternity Technology Holdings Limited	Provision of design enhancement and verification, offering of technical, offering of technical advice and engineering solutions, raw materials selection and procurement, quality control, logistics and delivery of electronic products	3,255	1.09%	4,901 (note)	4,492	0.43%	(560) (note)	327	—
8103	Hmvod Limited	Provision of services and solutions on cyber providing multi media related services and content and investment holding.	912	1.00%	861	2,453	0.25%	1,592	2,329	—

The fair values of listed equity securities are determined based on the quoted market closing price available on the Main Board and GEM of the Stock Exchange at the end of the reporting period.

**Note:** Investment costs in these investee companies represented the initial acquisition cost for the investee companies. The investments in these investee companies were made by the Group in prior years. For that part of investments in these investee companies which were made in prior years, it was subject to fair value gain/(loss) was recognised at the financial period and year end of the respective years. The fair value gain/(loss) of these investee companies for the periods ended 30 September 2021 and years ended 31 March 2021 excluded fair value gain/(loss) being recognised in prior years.

## 9. Trade receivables

At the end of the reporting period, the ageing analysis of trade receivables based on the invoice date and net of allowance for doubtful debts, is as follows:

	(Unaudited) 30 September 2021 HK\$'000	(Audited) 31 March 2021 HK\$'000
Less than 1 month	125,117	121,121
1 to 2 months	3,327	4,359
More than 2 months but less than 4 months	466	3,059
More than 4 months but less than 12 months	89	225
More than 12 months	1,596	1,563
	<b>130,595</b>	<b>131,327</b>

Trade receivables are usually due within 30 to 90 days from the date of billing.

## 10. Trade payables

As at the end of the reporting period, the ageing analysis of trade payables is as follows:

	(Unaudited) 30 September 2021 HK\$'000	(Audited) 31 March 2021 HK\$'000
Due within 1 month or on demand	1,615	1,436

## 11. Disposal of subsidiaries

On 28 August 2020, the Group disposed of the entire equity interest in Earth Limited ("Earth"), all the obligations, liabilities and debts owing or incurred by Earth to the Company and shareholder's loan to an independent third party for a total consideration of HK\$23,000,000. The gain on disposal of Earth was HK\$216,000.

On 25 September 2020, the Group disposed of the entire equity interest in Max Target Investment Limited ("Max Target"), all the obligations, liabilities and debts owing or incurred by Max Target to the Company and shareholder's loan to an independent third party for a total consideration of HK\$1,500,000. The gain on disposal of Max Target was HK\$502,000.



## INTERIM DIVIDEND

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2021 (2020: Nil).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Business Review

For the six months ended 30 September 2021 (the “Period Under Review”), the Group’s revenue amounted to approximately HK\$825,154,000, representing an increase of 8% from approximately HK\$766,645,000 in the corresponding period in last year. This is mainly attributable to the increase in the distribution sales of cosmetic and skin care products from Shanghai Dong Fang Ri Hua Sales Co. Ltd. (“Dong Fang”) to approximately HK\$772,622,000 during the Period Under Review (2020: approximately HK\$727,862,000) and the net gains of approximately HK\$16,791,000 from the investments in the Hong Kong stock market and unlisted equity fund outside Hong Kong compared to the net gain of approximately HK\$3,952,000 in the corresponding period in last year.

During the Period Under Review, the interest income generated from money lending business is approximately HK\$4,103,000, representing a decrease of 42% from approximately HK\$7,039,000 in the corresponding period in last year.

During the Period Under Review, the gross profit is approximately HK\$81,988,000 representing an increase of 26% from approximately HK\$65,302,000 in the correspond period in last year.

The increase of gross profit is in line with the performance of aforementioned segments. Together with dedicated efforts in controlling the operating costs and the absence of goodwill impairment, the Group recorded the profit attributable to owners of the Company amounted to approximately HK\$14,248,000, compared with the loss attributable to owners of the Company amounted to approximately HK\$9,609,000 in the corresponding period in last year.




## OUTLOOK

### Beauty, Slimming and Spa Centres

During the Period Under Review, the slower Hong Kong and PRC economic growth and the threat of US-China trade war have negative impact on consumer confidence. In addition, the outbreak of the COVID-19 and a series of mandatory quarantine measures affected the operating environment and consumer sentiments in a certain extent. During the Period Under Review, the pandemic was brought under control. And the Hong Kong SAR Government launched a Consumption Voucher Scheme in August to stimulate local spending. The overall local economy is improved. The revenue generated from the beauty, slimming and spa centres in both Hong Kong and the PRC increased by approximately 14% from approximately HK\$26,934,000 in the corresponding period in last year to approximately HK\$30,812,000 during the Period Under Review.

The Group has a long history in the operation of beauty, slimming and spa centres in Hong Kong and the PRC. With extensive experience in the industry and committed efforts for innovations, the Group has continuously introduced sophisticated services and products of the highest quality for its customers, winning the long-term favour of its customers for its beauty and slimming products and services while successfully establishing brand advantages and customer loyalty. To further fortify its leading position in the industry, the Group has introduced a number of new beauty, slimming and anti-ageing treatments and machineries from time to time.



As the first listed beauty and slimming company in Hong Kong, the Group has consistently uphold the principles of quality products, professional services and honest operation. Backed by the strengths of the brand, the Group has won numerous awards over the years and enjoys sound reputation in Hong Kong and the PRC. It was strongly trusted by its customers. With increasingly intensive market competition, some industry players have resorted to all possible means including dishonest sales methods to secure their market shares. Coupled with various beauty and slimming incidents during recent years and seriously weak and outdated government supervision, customer confidence has been impaired. This, however, has at the same time encouraged the customer demand for quality beauty and slimming services. Maintaining the strategy of winning with quality, the Group will continue to leverage on its professional and outstanding beauty and slimming technologies, bring its brand visibility to the full play, and operate with honest and honour, in order to win over the consumers' trust, secure a wider business coverage in the high-end market and thereby realise sustainable growth and return.

### **Distribution Sale of Cosmetic and Skin Care Products in the PRC**

Distribution sale of cosmetic and skin care products in the PRC is another core business of the Group and is carried out by the Group's subsidiary, Dong Fang. Dong Fang is one of the top three distributors of P&G in the greater China in terms of average sales in the PRC, and is the top distributor in the East China area. It is responsible for the overall distribution coverage in the Shanghai region and provides supply and sales services to its customers via various channels, including online platforms, electrical appliances merchants, department stores channel, local modernised retail malls, supermarkets, small-sized supermarkets, convenient stores, maternity stores and cosmetic stores headquartered or regionally headquartered in Shanghai. Products involved include OLAY skincare, Head & Shoulders, Vidal Sassoon, Pantene, Rejoice, Pampers, Crest, Safeguard, Whisper, Ariel, Oral-B and Gillette. Moreover, the Company is responsible for the SK-II business in East and West China areas, covering Shanghai city, Zhejiang Province, Jiangsu Province, Anhui Province, Henan Province, Shanxi Province, Sichuan Province and Chongqing city. In the Period Under Review, the revenue of the distribution sale of cosmetic and skin care products increased to approximately HK\$772,622,000 (2020: approximately HK\$727,862,000). The outbreak of COVID-19 and strict travel restrictions gave rise to new business opportunities to Dong Fang. Demand for skin care products arose due to frequent masks-wearing. And thanks to the reduced opportunity for overseas traveling, the local consumptions boosted the sales performance.



## Health, Beauty and Related Products

The Group spares no efforts in keeping itself abreast of time and marching at the forefront of the market. Through heavily investing in the development and introduction of products embedding advanced technologies and safe ingredients to enrich its portfolio of health and beauty products, the Group targets to bring to its customers a wider array of sophisticated product choices. This will in turn further enhance the attraction of the brand name Sau San Tong and ensure the Group's leading market position.

Going forward, the Group will continue to launch different safe and effective products that meet the different needs of its customers, helping them to achieve beauty in a healthy way. We believe that the segment of distribution of health and beauty products will continue to make a stable contribution to the Group's results in the time ahead.

## Franchise Co-Operation Business in the PRC

Building on its successful business in Hong Kong and a strong brand visibility, the Group started venturing into the enormous market in the PRC back in early 2004 and effectively laid a solid foundation in the beauty and slimming industry in China ahead of its counterparts, reaping a sizeable market share. Envy of the outstanding achievement of "Sau San Tong", competitors, imitators and even fakers began to spring up like mushroom on the PRC market where the entry barrier to the industry was relatively low. To tackle the situation, apart from establishing high-end flagship centres in China to help clearly identify ourselves, the Group specially combined the name of our founder, Dr. Cheung Yuk Shan, Shirley with its brand name to form the new brand of "張玉珊修身堂" to establish the uniqueness of the brand, using it to fully explore the PRC market while letting the market and consumer more easily distinguish the genuine "Sau San Tong" brand and its inherent quality and professional products and services, protecting the consumers' rights. The existing number of franchise co-operation shops also put "張玉珊修身堂" on the top position in the beauty and slimming industry in China.





## Securities Investments Business

As a move to expand its diversified business, the Group has commenced the new segment of securities investments business in 2015 to put the idle funds of the Company into long and short-term investments in listed securities in Hong Kong and other recognised securities markets in the overseas as well as wealth management products purchased from banks and other financial institutions, with a view to generate additional income outside its retail business, to widen its revenue base and minimise the risks of the Group on the overall, in order to enhance the capital use of the Company as well as the interests of the Company and its shareholders on the overall. During the Period under Review, the Group has recorded net gains on financial assets at fair value through profit and loss of approximately HK\$16,791,000, as compared with the net gains of approximately HK\$3,952,000 in the corresponding period in last year.

## Money Lending Business

In 2016, the Group has commenced new business of money lending in order to better utilise the idle funds to generate additional returns to the Company. The Group provided both secured and unsecured loans. During the Period Under Review, the Group recorded interest income of approximately HK\$4,103,000 from money leading business, representing a decrease of 42% from approximately HK\$7,039,000 in the corresponding period in last year. The decrease of interest income arose from the lower amount of aggregate loan principal lent to the borrowers. In light of uncertain market conditions, the Group remained prudent and cautiously monitored the development of the Group's money lending business.

## CAPITAL RESOURCES AND LIQUIDITY

Cash and bank balances as at 30 September 2021 were approximately HK\$473,355,000 compared to approximately HK\$466,139,000 as at 31 March 2021. The Group did not have any bank loans as at 30 September 2021 and 31 March 2021. The net assets of the Group of approximately HK\$818,588,000 (31 March 2021: approximately HK\$808,284,000). As at 30 September 2021, the Group's current liability was approximately HK\$144,036,000, compared to approximately HK\$168,192,000 as at 31 March 2021. It includes account payables and other payables approximately HK\$121,780,000 (31 March 2021: approximately HK\$144,145,000), mainly for the daily operations of the subsidiary — Dong Fang), contract liabilities approximately HK\$12,134,000 (31 March 2021: approximately HK\$11,601,000). The liquidity ratio of the Group represented by a ratio of current assets over current liabilities was 5.80:1 (31 March 2021: 5.03:1), reflecting the adequacy of financial resources.



## TREASURY POLICY

The Group adopts a prudent approach towards its treasury policies. The Group evaluates the financial condition of its customers regularly to mitigate the credit risk. The average outstanding days of the Group's accounts receivable was maintained at below 90 days. To manage the liquidity risk, the Group closely monitors its liquidity position to ensure the liquidity structure of the Group's assets, liabilities and commitments and to ensure the fulfillment of its funding requirements. The Group has no investments in derivatives or structured financial products.

## NET ASSETS

As at 30 September 2021, the Group's net assets amounted to approximately HK\$818,588,000 compared to approximately HK\$808,284,000 as at 31 March 2021. There are no charges on the Group's assets as at 30 September 2021.

## CONTINGENT LIABILITIES

As at 30 September 2021, there were no material contingent liabilities.

## EMPLOYEE INFORMATION

As at 30 September 2021, the Group had 233 employees (2020: 231 employees). During the Period Under Review, the Group's total staff costs amounted to approximately HK\$25,456,000 (2020: approximately HK\$27,361,000).

The Group's remuneration policies are formulated on the basis of the performance and experience of individual employee and are in line with practices of local market in which the Group operates. In addition to the salary, the Group also offers to its employees other fringe benefits including share option, mandatory provident fund and medical benefits.

## USE OF PROCEEDS

The Group completed the Rights Issue on 3 March 2017 resulting in net proceeds of approximately HK\$352,000,000. Details of the use of proceeds is as follows:

Use of net proceeds	The total allocation of the net proceeds <i>HK\$' million</i>	Actual amount utilised as at 31 March 2021 <i>HK\$' million</i>	Actual amount utilised during the period ended 30 September 2021 <i>HK\$' million</i>	Actual amount utilised as at 30 September 2021 <i>HK\$' million</i>	Unutilised balance as at 30 September 2021 <i>HK\$' million</i>	Expected timeline for unutilised proceeds as at 30 September 2021 <i>(Note)</i>
Acquisition of commercial, industrial and residential properties situated in the PRC and Hong Kong ("Properties Acquisition")	116	16	—	16	100	By 31 December 2022
Repayment of the outstanding amount due to Dr. Cheung Yuk Shan, Shirley under the Convertible Note	20	20	—	20	—	—
Development of the Group's money lending business	78	51.4	0.4	51.8	26.2	By 31 December 2022
Renovation of offices and shops in the PRC and Hong Kong	60	8.7	1.3	10	50	By 31 December 2022
Development of securities investment business	30	30	—	30	—	—
General working capital of the Group and/or investment opportunities	48	33.2	14.8	48	—	—
<b>Total</b>	<b>352</b>	<b>159.3</b>	<b>16.5</b>	<b>175.8</b>	<b>176.2</b>	

In light of uncertain market conditions currently, the Board considers that it will be essential for the Group to cautiously control the pace, scale and scope of the Properties Acquisition and the development of the Group's money lending business given the uncertainties casted by the COVID-19 pandemic and the global economic and financial markets.

*Note:* The expected timelines for utilising the remaining net proceeds is based on the best estimation of the present and future business market situations made by the Group. It may be subject to further change based on the future development of the market conditions.

## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES

As at 30 September 2021, the interests or short positions of the Directors and the chief executive of the Company or their respective associates in shares and underlying shares (the "Shares") of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which are required to be notified to the Company and the Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, including interests and/or short positions which they are deemed or taken to have under such provisions of the SFO, or which will be required, pursuant to section 352 of the SFO or as otherwise notified to the Company and the Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

### Long position in underlying shares of the Company

#### Share Option Scheme

The interests in the underlying shares of the Company arise from share options granted to the Director and the chief executive of the Company under the Company's share option scheme, details of which are as follows:

Name of director/ chief executive	Date of grant	Exercisable period	Subscription price per share	Aggregate long position in underlying shares of the Company	Approximate percentage interest in the Company's issued share capital
Mr. Mui Wai Sum	10 February 2021	10 February 2021 - 9 February 2026	HK\$0.87	750,494	1%
Mr. Chan Ka Kin	10 February 2021	10 February 2021 - 9 February 2026	HK\$0.87	750,494	1%
Mr. Takashi Togo	10 February 2021	10 February 2021 - 9 February 2026	HK\$0.87	750,494	1%
Ms. Kwan Fei Ying	10 February 2021	10 February 2021 - 9 February 2026	HK\$0.87	750,494	1%

Save as disclosed above, as at 30 September 2021, none of the Directors or chief executive of the Company or their respective associates has any personal, family, corporate or other interests or short positions in the shares of the Company or its associated corporations (within the meaning of Part XV of SFO) as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Exchange pursuant to the minimum standard of dealings by Directors and the chief executive of the Company as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules, are required to be notified to the Company and the Exchange.

## SHARE OPTION SCHEME

	Date of grant	Exercisable period	Subscription price per share HK\$	At 1 April 2021	Granted during the period	At 30 September 2021
Directors	10 February 2021	10 February 2021 - 9 February 2026	0.87	2,251,482	—	2,251,482
Chief Executive Officer	10 February 2021	10 February 2021 - 9 February 2026	0.87	750,494	—	750,494
Employees	10 February 2021	10 February 2021 - 9 February 2026	0.87	1,500,988	—	1,500,988
Other participant	10 February 2021	10 February 2021 - 9 February 2026	0.87	750,494	—	750,494
				5,253,458	—	5,253,458
Weighted average exercise price				HK\$0.87		HK\$0.87
Weighted average of remaining contractual life				4.87 years		4.37 years

## SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES

As at 30 September 2021, so far was known to any Directors or chief executive of the Company, the following interests of which would fall to be disclosed under Divisions 2 and 3 of Part XV of the SFO, or who were deemed to be directly or indirectly interested in 5% or more of the issued capital of the Company, or which were recorded in the register of interests required to be kept under Section 336 of the SFO or have notified to the Company were as follows:

### Long position in shares

Substantial shareholder	Capacity	Number of shareholding	
		Share	Percentage
Yau Chung Chung	Beneficial owner	10,111,000	13.47%

Save as disclosed above, as at 30 September 2021, no person, other than the Directors of the Company and the chief executive of the Group whose interests are set out in the section "Directors' and Chief Executive's Interests and Short Position in Shares" above, had registered an interest or short position in the share capital, underlying shares and debentures of the Company that was required to be recorded pursuant to Section 336 of the SFO.



## **DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES**

Save as disclosed under the heading “Directors and Chief Executive’s Interests and Short Positions in Shares” above, at no time during the Period under Review were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouse or children under 18 years of age, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

## **COMPETING INTERESTS**

None of the Directors or substantial shareholders of the Company or their respective associates (as defined in the GEM Listing Rules) has any interest in a business which compete or might compete with the business of the Group.

## **CORPORATE GOVERNANCE PRACTICES**

The Company has established a formal and transparent procedure to protect the interests of the shareholders of the Company. The Company applied the principles and complied with all the code provisions as set out in the Code on Corporate Governance Practices contained in Appendix 15 of the GEM Listing Rules throughout the Quarter, except that:

Code provision C.1.2 stipulates that the management shall provide all members of the board with monthly updates. Management considers that quarterly updates and periodic instant updates when developments arising out of the ordinary business instead of monthly updates are sufficient for the Board to discharge its duties. Besides, during the Period Under Review, the Executive Directors have provided, and will continue to provide, to all Independent Non-executive Directors updates on any material changes to the position and prospects of the Company, which are considered to be sufficient to provide general updates of the Company’s performance, position and prospects to the Board and allow them to give a balanced and understandable assessment of the same to serve the purpose required by the code provision C.1.2.

Code provision A2 stipulates the role of the chairman of the Board. The Company does not have the chairman of the Board and hence does not comply with code provision A2.

## **AUDIT COMMITTEE**

The Group has established an audit committee with written terms of reference in compliance with the GEM Listing Rules. The audit committee comprises three Independent Non-Executive Directors, namely Ms. Chiu Kam Hing, Kathy, Mr. Lau Wai Leung, Alfred and Mr. Au Siu Lun. The audit committee has reviewed the unaudited financial results of the Group for the three months and six months ended 30 September 2021.



## CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry of all Directors, the Company confirmed that all Directors have complied with the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules.

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

Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the six months ended 30 September 2021.

On behalf of the Board  
**Sau San Tong Holdings Limited**  
**Mui Wai Sum**  
*Executive Director*

Hong Kong, 9 November 2021

*As at the date of this report, the Board comprises executive directors namely Mr. Mui Wai Sum and Mr. Chan Ka Kin; non-executive director namely Mr. Takashi Togo; independent non-executive directors namely Ms. Chiu Kam Hing, Kathy, Mr. Lau Wai Leung, Alfred and Mr. Au Siu Lun.*