

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Century Energy International Holdings Limited

百能國際能源控股有限公司

(formerly known as China Oil Gangran Energy Group Holdings Limited

中油港燃能源集團控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8132)

THIRD QUARTERLY RESULTS ANNOUNCEMENT FOR THE NINE MONTHS ENDED 31 DECEMBER 2021

The board (the “**Board**”) of directors (the “**Directors**”) of Century Energy International Holdings Limited (the “**Company**”) is pleased to announce the unaudited consolidated third quarterly results of the Company and its subsidiaries for the nine months ended 31 December 2021. This announcement, containing the full text of the third quarterly report of the Company for the nine months ended 31 December 2021 (“**Third Quarterly Report**”), complies with the relevant requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) in relation to information to accompany preliminary announcement of the third quarterly results. The printed version of the Third Quarterly Report containing the information required by the GEM Listing Rules will be despatched to the shareholders of the Company in due course in the manner required by the GEM Listing Rules.

By Order of the Board
Century Energy International Holdings Limited
Leung Wing Cheong Eric
Chairman

Hong Kong, 9 February 2022

As at the date of this announcement, the executive Directors are Mr. Cheung Yip Sang, Mr. Sun Jiusheng, Mr. Ma Shenyuan, Mr. Li Dewen and Mr. Yeung Shing Wai; the non-executive Director is Mr. Leung Wing Cheong Eric; and the independent non-executive Directors are Mr. Lim Haw Kuang, Mr. Lui Ho Ming Paul and Mr. Chu Kin Ming.

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 website of the GEM of The Stock Exchange of Hong Kong Limited at www.hkgem.com on the “Latest Listed Company Information” page for at least 7 days from the date of its posting and on the website of the Company at www.chinaoilgangrans.com.



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.

*Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report (the “**Report**”), make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of the Report.*

*The Report, for which the directors (the “**Directors**”) of Century Energy International Holdings Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with Rules Governing the Listing of Securities on GEM of the Stock Exchange (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 the 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 the Report misleading.*



MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

The unaudited revenue of the Company and its subsidiaries (collectively the “**Group**”) for the nine months ended 31 December 2021 (the “**Financial Period**”) was approximately HK\$46.1 million, representing a decrease of approximately 51.4% from approximately HK\$94.9 million for the corresponding period last year. Such decrease was attributable to the fact that the new products launched since the fourth quarter of the year ended 31 March 2020, namely headsets for adults and kids and hospital room control hub, have passed their peak sales period. These new products benefited from the high demand from the COVID-19 outbreak when they were launched and in the following quarters.

The Group’s unaudited profit attributable to the owners of the Company was approximately HK\$120.8 million for the Financial Period compared to the loss attributable to the owners of the Company of approximately HK\$9.9 million for the corresponding period last year. The profit attributable to the owners of the Company was mainly due to the gain on debt restructuring of approximately HK\$140.9 million arising from the scheme of arrangement entered into between the Company and its creditors under the Group’s restructuring (the “**Creditors’ Scheme**”) which offset the operation loss for the Financial Period.

The Board of the Directors does not recommend to pay dividend for the Financial Period.

DECONSOLIDATION OF SUBSIDIARIES LOST CONTROL

On 1 January 2019, the date when the Group lost control of 江西中油港燃能源科技有限责任公司 (transliterated as “Jiangxi China Oil Gangran Energy Technology Company Limited”), 舟山中油港燃石油化工有限公司 (transliterated as “Zhoushan China Oil Gangran Petroleum and Chemical Company Limited”), 江西港燃貿易有限公司 (transliterated as “Jiangxi Gangran Trading Company Limited”) and 吉林中油港燃能源開發有限公司 (transliterated as “Jilin China Oil Gangran Energy Development Company Limited”) (collectively the “**Deconsolidated Subsidiaries**”), which were the subsidiaries of the Company engaged in the refined oil retail business and trading of methyl tert-butyl ether. Hence, the Group no longer consolidated the financial position and performance of the Deconsolidated Subsidiaries since 1 January 2019.

Pursuant to the Creditors’ Scheme, the Deconsolidated Subsidiaries were transferred to a special purpose vehicle scheme company controlled by the scheme administrators on 25 June 2021. Upon the transfer, the Company ceased to have any interest in the Deconsolidated Subsidiaries, and the Deconsolidated Subsidiaries ceased to be subsidiaries of the Company.



GAIN ON DEBT RESTRUCTURING

The Creditors' Scheme was approved by the requisite statutory majorities of the creditors at the meeting of Creditors' Scheme held on 9 April 2021. The Cayman court sanctioned the Cayman scheme by order dated 21 May 2021. A copy of the sealed sanction order was registered with the Cayman Islands Registrar of Companies on 21 May 2021. The Hong Kong Court sanctioned the Hong Kong scheme at the hearing on 26 May 2021. A copy of the sealed sanction order was delivered to the Registrar of Companies in Hong Kong for registration on 27 May 2021. Accordingly, the creditors' schemes have become effective.

On 25 June 2021, a cash payment of HK\$20,000,000, being part of the proceeds from the subscription, should be transferred to the Creditors' Schemes and held by a scheme company for distribution (after making a reserve for the settlement of the scheme cost) to the creditors subject to adjudication. In addition, the Company allotted and issued 253,346,545 creditors' shares for the benefit of the creditors. The creditors' shares were issued by the Company to the scheme administrators or a scheme company or such other nominee(s) for distribution to the creditors subject to adjudication. Hence, there was a gain on debt restructuring recorded during the Financial Period. Details are set out in Note 5 of this report.

BUSINESS REVIEW

During the Financial Period, the Group was principally engaged in the following businesses: (i) power and data cords business; (ii) trading of refined oil and chemicals business; and (iii) trading of commodities.

In terms of geographical market performance, the United States and PRC contributed to approximately 37.46% (2020: approximately 14.9%) and approximately 55.24% (2020: approximately 53.1%) of the Group's total unaudited revenue respectively, while the remaining approximately 7.3% (2020: approximately 32.0%) came from its other markets, including Taiwan and Hong Kong.



POWER AND DATA CORDS BUSINESS

The three key product groups for power and data cords business were (i) power and data cords for mobile handsets and personal care products; (ii) medical control devices; and (iii) power cords and inlet sockets for household electric appliances. Each product group has its own types of products. During the Financial Period, the Group manufactured over 40 types of power and data cords for mobile handsets and personal care products, and over 450 types of power cords and inlet sockets for household electric appliances. The Group will also continue to involve in the assembly and sale of medical control devices, which are primarily used by patients in hospital wards and the related accessories.

(i) Power and data cords for mobile handsets and personal care products

Power and data cords for mobile handsets and personal care products consist of 2-pin cables and connectors and are generally used for power charging to mobile handset and personal care products. The diameters of stranded copper wires are ranged from 0.26 mm to 2.4 mm and carry low voltage electricity of up to three amperes. In accordance with its customers' specifications, the Group manufactures over 40 different types of power and data cord for mobile handsets and personal care products.

During the Financial Period, the Group's unaudited revenue from power and data cords for mobile phones decreased by 51.9% to approximately HK\$23.9 million (2020: approximately HK\$49.7 million). The decrease was due to the fact that the new products launched since the fourth quarter of the year ended 31 March 2020, namely headsets for adults and kids, have passed their peak sales period. These new products benefited from the high demand from the COVID-19 outbreak when they were launched and in the following quarters.



(ii) Medical control devices

Medical control device is a bedside multi-function device for patients in wards. The medical control device products of the Group consist of pillow speaker, bed control, bed cable and call cord. Pillow speaker could be produced with different specifications from simple version of 1-button pillow speaker capable for emergency communication and lighting control functions to advanced version of 26-button pillow speaker capable for emergency communication, television, and lighting temperature control in a ward. The pillow speakers sold by the Group are in the form of dismantled parts and components including all necessary components for a pillow speaker such as power cable, PCB and plastic body etc. for further assembly by customers after delivery. Materials used for the manufacturer of medical control device are sourced by the Group based on the requirements of, and have been approved by, its customer, which is a medical equipment manufacturer in the United States. Although the Group will occasionally provide advice and input, the design of the medical control device originates from the customer who will closely monitor and have overall control and the ultimate decision on matters relating to the design, use of materials and ultimate assembly of medical control devices. All parts and components of the Group's medical control device products were exported to the customer for further assembly and processing into its final products for sales to hospitals and clinics. Testing will also be conducted by the customer to ensure the final products comply with the relevant US regulatory requirements.

During the Financial Period, the Group's unaudited revenue from medical control devices was approximately HK\$17.3 million (2020: approximately HK\$41.5 million), representing a decrease of approximately 58.3%, which was due to the fact that the new products launched since the fourth quarter of the year ended 31 March 2020, namely hospital room control hub, have passed their peak sales period. These new products benefited from the high demand from the COVID-19 outbreak when they were launched and in the following quarters.



(iii) Power cords and inlet sockets for household electric appliances

Power cords for household electric appliances are generally non-halogen free and carry normal voltage electricity up to 250 volt. Different countries have different safety, power voltage and environmental standards for household electric appliances and there are more than 10 types of sockets in widespread use around the world. Plugs with different number of prongs on power cords are used in different countries. For instance, the European Union standard plugs manufactured by the Group are mainly 250 volt plugs with cylindrical prongs while the US standard plugs manufactured by the Group are 125 volt plugs with strip-like prongs. Some of the Group's power cords and inlet sockets for household electric appliances with safety approvals and/or certificates such as CSA, VDE, PSE, ASTA, CCC bear the trademark "SUN FAIR". Some of the Group's products meet eleven types of international safety standards including UL, CSA, VDE, NEMKO, SEMKO, FIMKO, SEV, DEMKO, OVE, KEMA, CCC, and ENEC.

During the Financial Period, the Group's unaudited revenue from power cords and inlet sockets for household electric appliances was approximately HK\$4.9 million (2020: approximately HK\$3.7 million), representing an increase of approximately 32.4%.



TRADING OF COMMODITIES

The Group's trading of commodities mainly included the trading of mobile smart phones, glassed and other commodities.

No Group's unaudited revenue was generated from the trading of commodities (2020: Nil) for the Financial Period.

TRADING OF REFINED OIL AND CHEMICALS BUSINESS

Due to the deconsolidation of the financial position and performance for the Deconsolidated Subsidiaries since 1 January 2019, no revenue was recorded during the Financial Period and the corresponding period last year.

The Group continued to explore opportunities in the clean energy segment. A legally binding consultancy contract has signed with a gas company in March 2020. The contract period is from March 2020 to March 2021 where the Group will provide strategic consultancy services regarding the plan and development of the customer's energy business. The estimated revenue and gross profit from this contract amounted to approximately HK\$2.2 million and HK\$2.2 million respectively. The contract with the said gas company has started in May 2020 but due to the outbreak of the COVID-19 pandemic, the Company was unable to carry out further work such as meetings and site visits, completion of the contract is expected to be further delayed. The Group is currently negotiating with the customer to extend the contract period.



FUNDRAISING ACTIVITIES

SUBSCRIPTION OF NEW SHARES UNDER SPECIFIC MANDATE

The Company entered into a subscription agreement on 23 December 2020 and a supplemental agreement on 15 March 2021 with the subscribers pursuant to which the Company has conditionally agreed to allot and issue, and the subscribers have conditionally agreed to subscribe for, 1,900,099,090 subscription shares (as to 1,501,078,281 subscription shares by the first subscriber, 326,247,014 subscription shares by the second subscriber and 72,773,795 subscription shares by the third subscriber), at the subscription price of HK\$0.01941712 per subscription share ("**Subscription of New Shares**"). For details, please refer to the announcements of the Company dated 23 December 2020 and 15 March 2021 and the circular of the Company dated 19 March 2021.

All the conditions to the subscription agreement have been fulfilled, completion of the subscriptions took place on 25 June 2021. An aggregate of 1,900,099,090 subscription shares (as to 1,501,078,281 subscription shares by the first subscriber, 326,247,014 subscription shares by the second subscriber and 72,773,795 subscription shares by the third subscriber) have been successfully allotted and issued by the Company to the subscribers in accordance with the terms of the subscription agreement.

SUBSCRIPTION OF CONVERTIBLE BONDS UNDER SPECIFIC MANDATE

The Company entered into a convertible bonds subscription agreement on 23 December 2020 and a supplemental agreement on 15 March 2021 with the subscribers pursuant to which the Company has conditionally agreed to issue, and the subscribers have conditionally agreed to subscribe for, the convertible bonds in the aggregate principal amount of HK\$3,105,556.91 (as to HK\$2,453,389.96 to the first subscriber, HK\$533,224.12 to the second subscriber and HK\$118,942.83 to the third subscriber) ("**Subscription of Convertible Bonds**"). For details, please refer to the announcements of the Company dated 23 December 2020 and 15 March 2021 and the circular of the Company dated 19 March 2021.

All the conditions to the convertible bonds subscription agreement have been fulfilled, completion of the convertible bonds subscriptions took place on 25 June 2021. The convertible bonds in the aggregate principal amount of HK\$3,105,556.91 (as to HK\$2,453,389.96 to the first subscriber, HK\$533,224.12 to the second subscriber and HK\$118,942.83 to the third subscriber) have been successfully issued by the Company to the subscribers in accordance with the terms of the convertible bonds subscription agreement.



THE CREDITORS' SCHEMES

It is proposed that the Creditors' Schemes will be implemented as follows:

- (i) a cash payment of approximately HK\$20 million, being part of the proceeds from the subscriptions, will be transferred to the creditors' schemes and held by a scheme company for distribution (after making a reserve for the settlement of the scheme cost) to the creditors subject to adjudication;
- (ii) the Company will allot and issue 253,346,545 creditors' shares for the benefit of the creditors. The creditors' shares will be issued by the Company to the scheme administrators or a scheme company or such other nominee(s) for distribution to the creditors subject to adjudication; and
- (iii) the Company will transfer its claims, rights to claims, rights to any assets and the entire equity interests of the Deconsolidated Subsidiaries to another scheme company at a cash consideration of HK\$1. After such transfer, dividend distributed by such subsidiaries or recovery from those subsidiaries, if any, will be distributed for the benefit of the creditors subject to adjudication.

The cash payment of approximately HK\$20 million, the creditors' shares as well as any receivables from the realisation of the Deconsolidated Subsidiaries will be applied for the settlement of the scheme cost and as full and final settlement of the creditors' schemes to the creditors.

The Cayman court sanctioned the Cayman scheme by order dated 21 May 2021. A copy of the sealed sanction order was registered with the Cayman Islands Registrar of Companies on 21 May 2021. The Hong Kong Court sanctioned the Hong Kong scheme at the hearing on 26 May 2021. A copy of the sealed sanction order was delivered to the Registrar of Companies in Hong Kong for registration on 27 May 2021. Accordingly, the creditors' schemes have become effective.

DISMISSAL OF THE HONG KONG PETITION, WITHDRAWAL OF THE CAYMAN PETITION AND DISCHARGE OF THE PROVISIONAL LIQUIDATORS

The Hong Kong petition was dismissed by the Hong Kong Court at the hearing on 26 May 2021. Pursuant to a sealed order of the Cayman Court dated 25 May 2021 which filed on 27 May 2021 (Cayman time), the Cayman petition against the Company was withdrawn. In the same order, the provisional liquidators were also discharged and released as provisional liquidators of the Company.



FULFILMENT OF ALL RESUMPTION CONDITIONS AND RESUMPTION OF TRADING

As the resumption conditions imposed by the Stock Exchange has been fulfilled on 25 June 2021, the Company's shares were resumed for trading with effect from 1:30 p.m. on 28 June 2021. Details of which are set out in the announcement dated 25 June 2021.

OUTLOOK

During the Financial Period, although global economic recovery picked up at a faster pace, the economy has not fully recovered to the level before the COVID-19 outbreak. Unsynchronised global epidemic prevention and control, uneven economic recovery, intensified political and economic tension and unsure monetary policy have all increased uncertainty. The Group launched several new products for its power and data cords business in the fourth quarter of the year ended 31 March 2020 and recorded remarkable revenue for the several quarters thereafter. Although the high demand and peak sales period has passed, the Company still recorded some stable sales from these products. The Group will continue to look for business opportunities in order to increase the revenue and profit of existing products and will try to expand its business by introducing new products.

The Chinese government has committed to realise carbon peak in 2030 and carbon neutrality by 2060. As a major energy consuming country, the fundamental key to achieve "double-carbon" target in the People's Republic of China ("PRC") is to change the development pattern of energy industry with utilisation of technology and innovation, acceleration in transformation to and substitution with clean energy and increase in energy efficiency so as to minimise the impact to the atmosphere and environment.

As an emerging energy corporation, the Group's corporate mission is to "Benefit People's Livelihood with Clean Energy and Technology and Innovation". We focus on the development of clean energy industrial chain and sensitively utilise frontier technology in order to explore and advance industrialisation in energy technology and to connect and integrate with quality projects and resources in the PRC and overseas, through which the Group could create massive synergy between capital, technology, business and operational management in order to revitalise the Group's energy business. Therefore, the Company will strive to establish its core competitiveness in the fields of new energy materials, energy saving and environmental protection and digital technologies for energy safety, and develop into an technological energy corporation with prominent influence and reputation within the industry.



On 10 October 2021, the Company, Yantai Yindu Industry Co., Ltd.* (煙臺銀都實業有限公司) (“**Yantai Yindu**”) and Shandong Pan-Asia International Energy Distribution Center Co., Ltd.* (山東環亞國際能源集散中心有限公司) (“**Shandong Pan-Asia**”) entered into a non-legally binding strategic cooperation framework agreement (the “**Framework Agreement**”). Pursuant to the Framework Agreement, Yantai Yindu proposes to sell, and the Company or its designated subsidiary proposes to acquire 51% equity interests in Shandong Pan-Asia, which shall result in the investment in (1) the equity interest in Yantai Xigang liquefied natural gas (“**LNG**”) receiving terminal, as well as obtaining its access rights and operation and management rights; and (2) the equity interest in the LNG gas pipelines, as well as obtaining their access rights and operation and management rights, both of which are invested by Shandong Pan-Asia. After the completion of acquisition of 51% equity interests in Shandong Pan-Asia, the Company intends to develop and operate LNG import and trading business domestically and internationally where appropriate, and downstream sales and marketing in the PRC through Shandong Pan-Asia or its subsidiaries. For details, please refer to the announcement of the Company dated 10 October 2021.

On 6 November 2021, the Company entered into a non-legally binding cooperation framework agreement (the “**Cooperation Framework Agreement**”) with Shendianneng Technology Group Co., Ltd. (深電能科技集團有限公司) (“**Shendianneng Technology**”) in relation to possible business cooperation. Pursuant to the Cooperation Framework Agreement, Shendianneng Technology may refer projects related to electrochemical energy storage power plants to the Company for consideration of investment. If the investment in the projects related to electrochemical energy storage power plants are approved by the Company, the Group may invest in such projects and be entitled to the title and the revenue generated by such projects. The Company may also give priority consideration in engaging Shendianneng Technology for the design and construction of the electrochemical energy storage power plants on same terms offered by other parties. Upon the completion of construction of the electrochemical energy storage power plants, the Company may engage Shendianneng Technology in managing the operations of such plants. The Board is of the view that the entering into of the Cooperation Framework Agreement enables the Company to further develop and expand its business in electrochemical energy storage power plants by leveraging on the experience and expertise in electricity retailing of Shendianneng Technology and it complements the business strategy of the Group in establishing its core competitiveness in the fields of new energy materials, energy saving and environmental protection and digital technologies for energy safety, and develop into a technological energy corporation with prominent influence and reputation within the industry. For details, please refer to the announcement of the Company dated 8 November 2021.

* For identification purposes only



On 9 December 2021, Baineng Energy (Beijing) Co., Limited* (百能能源(北京)有限公司) (“**Baineng Beijing**”), a wholly owned subsidiary of the Company, entered into a non-legally binding strategic cooperation agreement (the “**Strategic Cooperation Agreement**”) with Beijing Kerui New Energy Technology Development Co., Limited* (北京科銳新能源科技發展有限公司) (“**Kerui New Energy**”) in relation to possible business cooperation. Pursuant to the Strategic Cooperation Agreement, Baineng Beijing and Kerui New Energy may utilise their respective resources, information and expertise to jointly engage in the pre-development preparation work of energy storage projects, including conducting research on energy storage markets, selection of potential customers, conducting research on energy consumption patterns of target customers, optimisation of energy storage technology and equipment solutions, computation of financial models and planning and designing comprehensive energy solutions. During the course of cooperation, Baineng Beijing and Kerui New Energy may explore their respective business opportunities and identify investment opportunities in potential energy projects. The parties may enter into separate agreements in relation to project execution of such business or investment opportunities following market practice.

The Group shall continue to seek further opportunities to further develop the energy business by way of investment in or acquisition of companies currently engaging in the energy business or submitting tenders or quotations for energy projects. The Directors believe that such strategy will enable to Group to capitalise on its experience and strengthen its position in its energy business to achieve a sustainable growth and maximize returns to the shareholders of the Company (the “**Shareholders**”).



THIRD QUARTERLY UNAUDITED RESULTS

The board of Directors (the “**Board**”) of the Company is pleased to announce the unaudited condensed consolidated results of the Group for the Financial Period together with the comparative figures for the nine months ended 31 December 2020 (“**the Corresponding Period**”) as follows:

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

For the three and nine months ended 31 December 2021

	Notes	(Unaudited) Three months ended 31 December		(Unaudited) Nine months ended 31 December	
		2021 HK\$'000	2020 HK\$'000	2021 HK\$'000	2020 HK\$'000
Revenue	3	15,651	34,161	46,057	94,928
Cost of sales		(10,420)	(27,804)	(31,075)	(76,877)
Gross profit		5,231	6,357	14,982	18,051
Other income and gain, net	4	381	983	4,297	3,336
Selling expenses		(861)	(477)	(2,247)	(1,822)
Administrative expenses		(11,051)	(3,311)	(34,000)	(14,531)
(Loss)/profit from operations		(6,300)	3,552	(16,968)	5,034
Gain on disposal of subsidiaries		–	–	891	288
Fair value gain on derivative component of convertible bonds		–	–	3,103	–
Gain on debt restructuring	5	–	–	140,906	–
Finance costs	6	(983)	(2,876)	(4,001)	(9,315)
(Loss)/profit before tax		(7,283)	676	123,931	(3,993)
Taxation	7	(617)	(783)	(1,579)	(1,468)
(Loss)/profit for the period		(7,900)	(107)	122,352	(5,461)
Other comprehensive income: <i>Items that may be reclassified to profit or loss:</i>					
Exchange differences on translating foreign operations		60	82	599	136
Total comprehensive (expense)/ income for the period		(7,840)	(25)	122,951	(5,325)



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

For the three and nine months ended 31 December 2021

	Notes	(Unaudited) Three months ended 31 December		(Unaudited) Nine months ended 31 December	
		2021 HK\$'000	2020 HK\$'000	2021 HK\$'000	2020 HK\$'000
(Loss)/profit for the period attributable to:					
Owners of the Company		(8,955)	(2,070)	120,834	(9,877)
Non-controlling interests		1,055	1,963	1,518	4,416
		(7,900)	(107)	122,352	(5,461)
Total comprehensive (expense)/income for the period attributable to:					
Owners of the Company		(8,943)	(2,027)	121,131	(9,840)
Non-controlling interests		1,103	2,002	1,820	4,515
		(7,840)	(25)	122,951	(5,325)
		HK cents	HK cents	HK cents	HK cents
(Loss)/profit per share					
Basic	8	(0.4)	(0.5)	7.5	(2.6)
Diluted	8	(0.4)	(0.5)	7.5	(2.6)



NOTES TO THE THIRD QUARTERLY UNAUDITED RESULTS

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The address of its principal place of business is Suite 2303, 23/F., Prudential Tower, The Gateway, Harbour City, Tsim Sha Tsui, Kowloon, Hong Kong. The Company's shares are listed on GEM of the Stock Exchange.

The Company is an investment holding company. The principal activities of the Group are (i) power and data cords business; (ii) trading of refined oil and chemicals business; and (iii) trading of commodities.

2. BASIS OF PREPARATION

The third quarterly unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in Hong Kong which include Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations (collectively, "HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosures required by the GEM Listing Rules. The principal accounting policies used in the third quarterly unaudited condensed consolidated financial statements are consistent with those adopted in the preparation of the Group's consolidated financial statements for the year ended 31 March 2021.

The HKICPA has issued a number of new and revised HKFRSs. For those which are relevant to the Group's operations and effective for its accounting period beginning on 1 April 2021, the adoption has had no material impact on the Group's accounting policies, the presentation, the reported results and the financial position of the Group for the current or prior accounting periods.

The Group has not applied the new and revised HKFRSs which have been issued but are not yet effective. The Group is currently in the process of making an assessment of the impact of these new and revised HKFRSs but is not yet in a position to state whether they would have a material impact on the Group's results and financial position.



3. REVENUE

	(Unaudited) Three months ended 31 December		(Unaudited) Nine months ended 31 December	
	2021	2020	2021	2020
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Sales of power and data cords and inlets sockets and trading of commodities	15,651	34,161	46,057	94,928

4. OTHER INCOME AND GAIN, NET

	(Unaudited) Three months ended 31 December		(Unaudited) Nine months ended 31 December	
	2021	2020	2021	2020
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Interest income	3	2	7	5
Net foreign exchange losses	(94)	(250)	(151)	(236)
Sundry income	486	1,231	2,046	2,583
Loss on disposal of fixed assets	(14)	–	(14)	–
Reversal of allowance for credit losses	–	–	2,409	984
	381	983	4,297	3,336



5. GAIN ON DEBT RESTRUCTURING

The gain on debt restructuring under the Creditors' Scheme of approximately HK\$140,906,000 (2020: Nil) was recognised during the Financial Period, being calculated as follows:

	HK\$'000 (Unaudited)
Assets transferred pursuant to the Creditors' Scheme:	
Financial assets at FVOCI, representing equity interests in	
Deconsolidated Subsidiaries	–
Creditors' shares	(4,919)
Cash	(20,000)
	<hr/>
	(24,919)
<hr/>	
Liabilities discharged pursuant to the Creditors' Scheme:	
Other payables and accrued expenses	48,340
Borrowings	31,401
Convertible bonds	13,000
Promissory notes	73,084
	<hr/>
	165,825
<hr/>	
Gain on debt restructuring	140,906
	<hr/>



6. FINANCE COSTS

	(Unaudited) Three months ended 31 December		(Unaudited) Nine months ended 31 December	
	2021 HK\$'000	2020 HK\$'000	2021 HK\$'000	2020 HK\$'000
Effective interest expenses on convertible notes	–	123	–	808
Effective interest expenses on promissory notes payable	–	1,495	688	5,092
Effective interest expenses on unsecured interest-bearing bonds	–	196	129	602
Interest expenses on secured bank loan	373	71	522	251
Interest expenses on other loans	469	771	2,465	2,018
Interest expenses on lease liabilities	141	220	197	544
	983	2,876	4,001	9,315

7. TAXATION

	(Unaudited) Three months ended 31 December		(Unaudited) Nine months ended 31 December	
	2021 HK\$'000	2020 HK\$'000	2021 HK\$'000	2020 HK\$'000
Hong Kong Profits Tax				
— provision for the period	293	818	716	2,284
PRC Enterprise Income Tax				
— provision/(over-provision) for the period	324	(35)	863	–
	617	783	1,579	2,284
Reversal of temporary differences	–	–	–	(816)
	617	783	1,579	1,468



7. TAXATION (Continued)

Under the two-tiered profits tax rates regime of Hong Kong, the first HK\$2 million of assessable 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%.

Pursuant to the Enterprise Income Tax rules and regulations of the PRC, the PRC subsidiaries of the Group are subject to Enterprise Income Tax at a rate of 25% for the Financial Period and the Corresponding Period.

8. (LOSS)/PROFIT PER SHARE

(A) BASIC (LOSS)/PROFIT PER SHARE

For the three months ended 31 December 2021, basic loss per share is calculated by dividing the unaudited loss attributable to owners of the Company of approximately HK\$8,955,000 (2020: approximately HK\$2,070,000) by the weighted average number of ordinary shares of 2,153,445,635 (2020: 380,019,818) in issue for the Financial Period.

For the nine months ended 31 December 2021, basic profit per share is calculated by dividing the unaudited profit attributable to owners of the Company of approximately HK\$120,834,000 (2020: loss of approximately HK\$9,877,000) by the weighted average number of ordinary shares of 1,605,295,837 (2020: 380,019,818) in issue for the Financial Period.

(B) DILUTED (LOSS)/PROFIT PER SHARE

Diluted (loss)/profit per share is the same as basic (loss)/profit per share as the outstanding convertible notes and share options have anti-dilutive effects on basic (loss)/profit per share for the Financial Period and the Corresponding Period.

9. DIVIDEND

The Board does not recommend the payment of an dividend for the nine months ended 31 December 2021 (2020: Nil).

10. RESERVES

	Attributable to owners of the Company											
	Share capital	Share premium	Statutory reserve	Convertible		Foreign currency translation reserve	Share based capital	Accumulated loss	Total	Non-controlling interests		Total equity
				notes equity reserve	Equity transaction reserve					controlling interests	Total equity	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
At 1 April 2020 (Audited)	1,520	703,768	1,998	2,215	3,030	(2,091)	52,553	(860,362)	(97,369)	3,278	(94,091)	
Total comprehensive income/ (expense) for the period	-	-	-	-	-	37	-	(9,877)	(9,840)	4,515	(5,325)	
Share option lapsed	-	-	-	-	-	-	(4,747)	4,747	-	-	-	
At 31 December 2020 (Unaudited)	1,520	703,768	1,998	2,215	3,030	(2,054)	47,806	(865,492)	(107,209)	7,793	(99,416)	
At 1 April 2021 (Audited)	1,520	703,768	1,998	2,215	3,030	(663)	47,806	(893,602)	(133,928)	9,269	(124,659)	
Total comprehensive income for the period	-	-	-	-	-	297	-	120,834	121,131	1,820	122,951	
Disposal of subsidiaries	-	-	-	-	-	54	-	-	54	118	172	
Share options lapsed	-	-	-	-	-	-	(5,782)	5,782	-	-	-	
Recognition of equity component of convertible bonds	-	-	-	3	-	-	-	-	3	-	3	
Issuance of shares upon share subscription	7,601	29,294	-	-	-	-	-	-	36,895	-	36,895	
Issuance of shares upon debt restructuring	1,013	3,906	-	-	-	-	-	-	4,919	-	4,919	
Debt restructuring	-	-	-	(2,215)	-	-	-	2,215	-	-	-	
At 31 December 2021 (Unaudited)	10,134	736,968	1,998	3	3,030	(312)	42,024	(764,771)	29,074	11,207	40,281	

11. CONTINGENT LIABILITIES

The Group had no significant contingent liabilities as at 31 December 2021 and 31 March 2021.



SHARE OPTION SCHEME

SHARE OPTION SCHEME 2011

The Company has a share option scheme (the “**Scheme 2011**”) which was adopted pursuant to a resolution of the sole Shareholder passed on 27 April 2011. The purpose of the Scheme 2011 was to attract, retain and motivate talented Participants (as defined below), to strive for future developments and expansion of the Group. The Scheme 2011 should be an incentive to encourage the Participants to perform their best in achieving the goals of the Group and allow the Participants to enjoy the results of the Group attained through their efforts and contributions.

The Scheme 2011 became effective on 27 April 2011 and, unless otherwise cancelled or amended, will remain in force for 10 years from the date of adoption of the Scheme 2011. The terms of the Scheme 2011 were in compliance with the provisions of Chapter 23 of the GEM Listing Rules. The Scheme 2011 expired on 26 April 2021.

Eligible participants (the “**Participants**”) of the Scheme 2011 included the following:

- a) any executive or non-executive Director including any independent non-executive Director or any employee (whether full-time or part-time) of any member of the Group;
- b) any adviser or consultant (in the areas of legal, technical, financial or corporate managerial) to the Group;
- c) any provider of goods and/or services to the Group;
- d) any other person who the Board considers, in its sole discretion, has contributed to the Group; and
- e) any trustee of a trust (whether family, discretionary or otherwise) whose beneficiaries or objects include any of those of (a), (b), (c) and (d) above.



SHARE OPTION SCHEME (Continued)

SHARE OPTION SCHEME 2011 (Continued)

Particulars of the share options to subscribe for Shares granted, exercised, cancelled or lapsed pursuant to the Share Option Scheme as at 31 December 2021 are set out below:

Grantee	Date of grant	Exercise price (Note 2)	Exercise period of share options	Outstanding as at 1 April 2021 (Note 1)	Granted during the period	Exercised during the period	Cancelled/ Lapsed during the period	Outstanding as at 31 December 2021	Weighted	Approximate
									Market value per share immediately before the date of grant of options (Note 2)	average closing price per share immediately before the date of exercise of options
Ex-executive Directors:										
Hui Sai Ha	16 April 2019	HK\$0.36	16 April 2019 – 15 April 2022	3,500,000	—	—	(3,500,000)	—	HK\$0.36	—
Rong Changjun	16 April 2019	HK\$0.36	16 April 2019 – 15 April 2022	3,000,000	—	—	—	3,000,000	HK\$0.36	0.12%
Yuan Beisheng	16 April 2019	HK\$0.36	16 April 2019 – 15 April 2022	3,500,000	—	—	—	3,500,000	HK\$0.36	0.14%
Zhang Wenrong	16 April 2019	HK\$0.36	16 April 2019 – 15 April 2022	3,000,000	—	—	—	3,000,000	HK\$0.36	0.12%
Other Categories:										
Consultants	10 October 2013	HK\$7.82	10 October 2013 – 9 October 2023	1,375,000	—	—	—	1,375,000	HK\$7.6	0.05%
	13 January 2014	HK\$6.28	13 January 2014 – 12 January 2024	2,750,000	—	—	—	2,750,000	HK\$6.16	0.11%
	14 July 2014	HK\$5.12	14 July 2014 – 13 July 2024	3,850,000	—	—	—	3,850,000	HK\$5.2	0.15%
	21 August 2014	HK\$4.52	21 August 2014 – 20 August 2024	1,375,000	—	—	—	1,375,000	HK\$4.8	0.05%
	16 February 2015	HK\$3.28	16 February 2015 – 15 February 2025	2,179,350	—	—	—	2,179,350	HK\$3.4	0.09%
	17 March 2015	HK\$3.68	17 March 2015 – 16 March 2025	3,121,200	—	—	—	3,121,200	HK\$3.52	0.12%
	11 April 2018	HK\$1.04	11 April 2018 – 10 April 2021	2,112,500	—	—	(2,112,500)	—	HK\$0.92	—
Employees	16 April 2019	HK\$0.36	16 April 2019 – 15 April 2022	11,000,000	—	—	—	11,000,000	HK\$0.36	0.43%
	11 April 2018	HK\$1.04	11 April 2018 – 10 April 2021	8,450,000	—	—	(8,450,000)	—	HK\$0.92	—
	16 April 2019	HK\$0.36	16 April 2019 – 15 April 2022	4,100,000	—	—	(300,000)	3,800,000	HK\$0.36	0.15%

Notes:

- Save for the share options granted on 16 April 2019, the number of underlying shares comprised in outstanding share options has been adjusted as a result of the share subdivision and/or the share consolidation becoming effective on 25 March 2014, 30 September 2016 and 29 November 2018.
- Save for the share options granted on 16 April 2019, the exercise price and the market value per share immediately before the date of grant of options of the outstanding share options is subject to adjustment of the share subdivision and/or the share consolidation becoming effective on 25 March 2014, 30 September 2016 and 29 November 2018.



SHARE OPTION SCHEME 2021

The Company has also adopted a share option scheme (the “**Scheme 2021**”) pursuant to a resolution of the Shareholders passed on 29 September 2021. The purpose of the Scheme 2021 is to attract and retain the best available personnel, to provide additional incentive to employees (full-time and part-time), directors, advisors and consultants of the Group and to promote the success of the business of the Group.

The Scheme 2021 became effective on 29 September 2021 and, unless otherwise cancelled or amended, will remain in force for 10 years from the date of the adoption of the Scheme 2021. The terms of the Scheme 2021 are in compliance with the provisions of Chapter 23 of the GEM Listing Rules.

The Participants include any director, employee, advisor and consultant of the Company or any subsidiary of the Company, who, in the absolute discretion of the Board, has contributed or may contribute to the Group so as to promote the success of the business of the Group.

DIRECTORS’ AND CHIEF EXECUTIVES’ INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATION

As at 31 December 2021, the interests and short positions of the Directors and chief executives of the Company in the shares (the “**Shares**”), underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (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 and short positions which they are taken or deemed to have under such provisions of the SFO) or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein or which were required to be notified to the Company and the Stock Exchange, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

LONG POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY UNDER EQUITY DERIVATIVES AND THE SHARES OF ASSOCIATED CORPORATION

Name of Director	Capacity	Nature of interest	Interests in the Shares		Interests in the underlying Shares under equity derivatives	
			Number of Shares held	Approximate percentage of shareholding	Number of underlying Shares (under equity derivatives of the Company)	Approximate percentage of the issued share capital of the Company (Note 3)
Mr. Leung Wing Cheung Eric (Note 1)	Interest of controlled corporation	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
	Interest held jointly with another parties	Corporate interest	380,250,809	15.01%	24,538,846	0.97%
Mr. Cheung Yip Sang (Note 2)	Interest of spouse	Spouse interest	1,881,329,090	74.26%	116,851,649	4.61%
Mr. Sun Jiusheng (Note 1)	Interest of controlled corporation	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
	Interest held jointly with another parties	Corporate interest	380,250,809	15.01%	24,538,846	0.97%

Note 1: In accordance with the SFO, BAINENG Holdings Limited (“**BAINENG**”) has total interest in 1,998,180,739 Shares, of which 92,312,803 Shares relate to the derivative interests of completion of subscription of convertible bonds of the Company on 25 June 2021 (the “**CB Subscription**”), 380,250,809 Shares are held by other parties acting in concert and 24,538,846 Shares relate to the derivative interests of other parties acting in concert in the CB Subscription. BAINENG, the associated corporation of the Company, is beneficially owned as to 33.40% by Mr. Sun Jiusheng, 29.68% by Ms. Zhou Jing, 26.31% by Mr. Zhang Chao and 10.61% by Mr. Leung Wing Cheung Eric. Mr. Leung Wing Cheung Eric and Mr. Sun Jiusheng directly hold 114,423 shares and 360,000 shares of BAINENG respectively. By virtue of the SFO, Mr. Leung Wing Cheung Eric and Mr. Sun Jiusheng are deemed to be interested in the Shares and the underlying shares of the Company (the “**Underlying Shares**”) which BAINENG has interest in.

Note 2: Mr. Cheung Yip Sang is the spouse of Ms. Zhou Jing. BAINENG, the associated corporation of the Company, is beneficially owned as to 29.68% by Ms. Zhou Jing who directly holds 320,000 shares of BAINENG. By virtue of the SFO, Mr. Cheung Yip Sang is deemed to be interested in the Shares and the Underlying Shares of the Company which BAINENG has interest in.

Note 3: The issued share capital of the Company for calculating the percentage in this column refers to the issued share capital of the Company as at 31 December 2021.

Save as disclosed above, as at 31 December 2021, none of the Directors or chief executives of the Company had any interests or short positions in any shares, underlying shares or 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 they are taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.



SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 December 2021, so far as is known to the Directors or chief executives of the Company, the persons or companies (other than the Directors or chief executives of the Company) had interests or short positions in the shares or underlying shares of the Company which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO and entered in the register maintained by the Company pursuant to Section 336 of the SFO were as follows:

LONG POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY UNDER EQUITY DERIVATIVES

Name of shareholder	Capacity	Nature of interest	Interests in the Shares		Interests in the underlying Shares under equity derivatives	
			Number of Shares held	Approximate percentage of shareholding	Number of underlying Shares (under equity derivatives of the Company)	Approximate percentage of the issued share capital of the Company (Note 5)
(a) BAINENG (Note 1)	Beneficial owner	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
		Corporate interest	380,250,809	15.01%	24,538,846	0.97%
Mr. Sun Jiusheng (Note 1)	Interest of controlled corporation	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
		Corporate interest	380,250,809	15.01%	24,538,846	0.97%
Ms. Zhou Jing (Note 1)	Interest of controlled corporation	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
		Corporate interest	380,250,809	15.01%	24,538,846	0.97%
Mr. Zhang Chao (Note 1)	Interest of controlled corporation	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
		Corporate interest	380,250,809	15.01%	24,538,846	0.97%
Mr. Leung Wing Cheong Eric (Note 1)	Interest of controlled corporation	Corporate interest	1,501,078,281	59.25%	92,312,803	3.64%
		Corporate interest	380,250,809	15.01%	24,538,846	0.97%
(b) Richmax Investment (H.K.) Limited ("Richmax Investment") (Note 2)	Beneficial owner	Corporate interest	326,247,014	12.88%	20,063,428	0.79%
		Corporate interest	1,555,082,076	61.38%	96,788,221	3.82%



Name of shareholder	Capacity	Nature of interest	Interests in the Shares		Interests in the underlying Shares under equity derivatives	
			Number of Shares held	Approximate percentage of shareholding	Number of underlying Shares (under equity derivatives of the Company)	Approximate percentage of the issued share capital of the Company (Note 5)
Mr. Chu David (Note 2)	Interest of controlled corporation and interest of spouse	Corporate interest and spouse interest	326,247,014	12.88%	20,063,428	0.79%
	Interest held jointly with another parties	Corporate interest	1,555,082,076	61.38%	96,788,221	3.82%
Ms. Tsang Siu Lan (Note 2)	Interest of controlled corporation and interest of spouse	Corporate interest and spouse interest	326,247,014	12.88%	20,063,428	0.79%
	Interest held jointly with another parties	Corporate interest	1,555,082,076	61.38%	96,788,221	3.82%
Mr. Cheung Yuen Chau (Note 2)	Interest of controlled corporation	Corporate interest	326,247,014	12.88%	20,063,428	0.79%
	Interest held jointly with another parties	Corporate interest	1,555,082,076	61.38%	96,788,221	3.82%
Ms. Ip Tsang Katherine Man Tung (Note 2)	Interest of controlled corporation	Corporate interest	326,247,014	12.88%	20,063,428	0.79%
	Interest held jointly with another parties	Corporate interest	1,555,082,076	61.38%	96,788,221	3.82%
(c) New Origins International Limited ("New Origins") (Note 3)	Beneficial owner	Corporate interest	54,003,795	2.13%	4,475,418	0.18%
	Interest held jointly with another parties	Corporate interest	1,827,325,295	72.13%	112,376,231	4.44%
Ms. To Sau Man (Note 3)	Interest of controlled corporation	Corporate interest	54,003,795	2.13%	4,475,418	0.18%
	Interest held jointly with another parties	Corporate interest	1,827,325,295	72.13%	112,376,231	4.44%
(d) Grand Strong Investment Limited ("Grand Strong") (Note 4)	Beneficial owner	Corporate interest	253,346,545	10.00%	N/A	N/A
Ms. So Kit Yee Anita (Note 4)	Interest of controlled corporation	Corporate interest	253,346,545	10.00%	N/A	N/A
Mr. Chan King Wai Leonard (Note 4)	Interest of controlled corporation	Corporate interest	253,346,545	10.00%	N/A	N/A



Note 1: In accordance with the SFO, BAINENG has total interest in 1,998,180,739 Shares, of which 92,312,803 Shares relate to the derivative interests of the CB Subscription, 380,250,809 Shares are held by other parties acting in concert and 24,538,846 Shares relate to the derivative interests of other parties acting in concert in the CB Subscription. BAINENG is beneficially owned as to 33.40% by Mr. Sun Jiusheng, 29.68% by Ms. Zhou Jing, 26.31% by Mr. Zhang Chao and 10.61% by Mr. Leung Wing Cheong Eric. By virtue of the SFO, Mr. Sun Jiusheng, Ms. Zhou Jing, Mr. Zhang Chao and Mr. Leung Wing Cheong Eric are deemed to be interested in the Shares and the Underlying Shares which BAINENG has interest in.

Note 2: In accordance with the SFO, Richmax Investment has total interest in 1,998,180,739 Shares, of which 20,063,428 Shares relate to the derivative interests of the CB Subscription, 1,555,082,076 Shares are held by other parties acting in concert and 96,788,221 Shares relate to the derivative interests of other parties acting in concert in the CB Subscription. Richmax Investment is beneficially owned as to 46.67% by Mr. Chu David, 40% by Mr. Cheung Yuen Chau, 6.67% by Ms. Tsang Siu Lan and 6.66% by Ms. Ip Tsang Katherine Man Tung. Ms. Tsang Siu Lan is the spouse of Mr. Chu David. By virtue of the SFO, Mr. Chu David, Mr. Cheung Yuen Chau, Ms. Tsang Siu Lan and Ms. Ip Tsang Katherine Man Tung are deemed to be interested in the Shares and the Underlying Shares which Richmax Investment has interest in.

Note 3: In accordance with the SFO, New Origins has total interest in 1,998,180,739 Shares, of which 4,475,418 Shares relate to the derivative interests of the CB Subscription, 1,827,325,295 Shares are held by other parties acting in concert and 112,376,231 Shares relate to the derivative interests of other parties acting in concert in the CB Subscription. New Origins is beneficially wholly-owned by Ms. To Sau Man. By virtue of the SFO, Ms. To Sau Man is deemed to be interested in the Shares and the Underlying Shares which New Origins has interest in.

Note 4: Grand Strong is beneficially owned as to 50% by Ms. So Kit Yee Anita and 50% by Mr. Chan King Wai Leonard. By virtue of the SFO, Ms. So Kit Yee Anita and Mr. Chan King Wai Leonard are deemed to be interested in the Shares which Grand Strong has interest in.

Note 5: The issued share capital of the Company for calculating the percentage in this column refers to the issued share capital of the Company as at 31 December 2021.

Save as disclosed above, as at 31 December 2021, the Company had not been notified by any persons who had interests or short positions in the shares or underlying shares 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 maintained by the Company pursuant to Section 336 of the SFO.



AUDIT COMMITTEE

The Company established the audit committee of the Company (the “**Audit Committee**”) on 27 April 2011 with written terms of reference in compliance with Rules 5.28 to 5.29 of the GEM Listing Rules.

The Audit Committee currently comprises three independent non-executive Directors, namely Mr. Chu Kin Ming (chairman), Mr. Lim Haw Kuang and Mr. Lui Ho Ming Paul. The Audit Committee has reviewed the unaudited consolidated results of the Group for the Financial Period and the accounting principles and practices adopted by the Group; and discussed financing reporting matters with the management of the Company with no disagreement by the Audit Committee.

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

Neither the Company nor any of its subsidiaries purchased, sold, or redeemed any of the listed securities of the Company during the Financial Period.

INTEREST IN COMPETING BUSINESS

During the Financial Period, none of the Directors, the controlling shareholders of the Company and their respective close associates (as defined under the GEM Listing Rules) had any interest in any business which competes or is likely to compete, directly or indirectly, with the business of the Company or any other conflict of interest with the Company.

By Order of the Board
Century Energy International Holdings Limited
Leung Wing Cheong Eric
Chairman

Hong Kong, 9 February 2022

As at the date of the Report, the executive Directors are Mr. Cheung Yip Sang, Mr. Sun Jiusheng, Mr. Ma Shenyuan, Mr. Li Dewen and Mr. Yeung Shing Wai; the non-executive Director is Mr. Leung Wing Cheong Eric; and the independent non-executive Directors are Mr. Lim Haw Kuang, Mr. Lui Ho Ming Paul and Mr. Chu Kin Ming.