



世大控股有限公司

GREAT WORLD COMPANY HOLDINGS LTD

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8003)

**FIRST QUARTERLY RESULTS ANNOUNCEMENT
FOR THE THREE MONTHS ENDED 30 JUNE 2019**

**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 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 and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This announcement, for which the directors (the “Directors”) of Great World Company Holdings Ltd (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the 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 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.

HIGHLIGHTS

- Revenue from operations was approximately HK\$85,379,000 for the three months ended 30 June 2019, compared with the revenue from operations of approximately HK\$40,236,000 for the corresponding period of last year.
- Loss attributable to owners of the Company was approximately HK\$1,861,000 for the three months ended 30 June 2019, versus the loss attributable to owners of the Company of approximately HK\$1,264,000 for the corresponding period of last year.
- The board of directors does not recommend the payment of quarterly dividend for the three months ended 30 June 2019 (three months ended 30 June 2018: Nil).

RESULTS

The board of directors of Great World Company Holdings Ltd (the “Company”) presents the financial information of the Company and its subsidiaries (the “Group”), comprising the condensed consolidated statement of profit or loss and condensed consolidated statement of profit or loss and other comprehensive income of the Group for the three months ended 30 June 2019, all of which are unaudited and in condensed format, (collectively referred to as the “Unaudited Condensed Financial Statements”) along with selected explanatory notes and comparative information as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

		(Unaudited)	
		Three months ended 30 June	
		2019	2018
	<i>Notes</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue	2	85,379	40,236
Cost of sales		<u>(84,228)</u>	<u>(39,995)</u>
Gross profit		1,151	241
Other revenue	2	82	39
Gain arising from changes in fair value less costs to sell of biological assets		1,204	1,308
Selling and distribution costs		(58)	(13)
Administrative and other operating expenses		(3,970)	(3,137)
Finance costs		<u>(630)</u>	<u>(575)</u>
Loss before tax	4	(2,221)	(2,137)
Income tax credit	5	101	104
Loss for the period		<u>(2,120)</u>	<u>(2,033)</u>
Loss for the period attributable to:			
Owners of the Company		(1,861)	(1,264)
Non-controlling interests		<u>(259)</u>	<u>(769)</u>
		<u>(2,120)</u>	<u>(2,033)</u>
Basic and diluted loss per share	6	<u>(HK0.08 cents)</u>	<u>(HK0.05 cents)</u>

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

	(Unaudited)	
	Three months ended	
	30 June	
	2019	2018
	HK\$'000	HK\$'000
Loss for the period	<u>(2,120)</u>	<u>(2,033)</u>
Other comprehensive loss:		
Items that may be reclassified subsequently to profit or loss		
– Exchange differences arising on translation of foreign operations during the period	<u>(2,234)</u>	<u>(12,695)</u>
Other comprehensive loss for the period, net of tax	<u>(2,234)</u>	<u>(12,695)</u>
Total comprehensive loss for the period	<u>(4,354)</u>	<u>(14,728)</u>
Total comprehensive loss attributable to:		
Owners of the Company	(3,644)	(11,511)
Non-controlling interests	<u>(710)</u>	<u>(3,217)</u>
	<u>(4,354)</u>	<u>(14,728)</u>

NOTES TO THE UNAUDITED CONDENSED FINANCIAL STATEMENTS

1. BASIS OF PREPARATION

The Unaudited Condensed Consolidated Financial Statements have been prepared in compliance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“HKAS 34”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and in accordance with the applicable disclosure provisions of Chapter 18 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited.

The accounting policies and methods of computation adopted in the preparation of the Unaudited Condensed Consolidated Financial Statements are consistent with those applied for the Group’s annual financial statements for the year ended 31 March 2019 except for the following changes.

HKFRS 16 Leases

The Group has been impacted by HKFRS 16 in relation to leases. Details of the changes in accounting policies are discussed as below for HKFRS 16.

The Group entered into leases as the lessee.

HKFRS 16 is not expected to impact significantly on the way that lessors account for their rights and obligations under a lease. However, once HKFRS 16 is adopted, lessees will no longer distinguish between finance leases and operating leases. Instead, at the commencement date of the lease, the lessee will recognise and measure a lease liability at the present value of the future lease payments and will recognise a corresponding “right-of-use” asset. After initial recognition of this asset and liability, the lessee will recognise interest expense accrued on the outstanding balance of the lease liability, and the depreciation of the right-of-use asset, instead of the current policy of recognising rental expenses incurred under operating leases on a systematic basis over the lease term. As a practical expedient, the lessee can elect not to apply this accounting model to short-term leases (i.e. where the lease term is 12 months or less) and to leases of low-value assets, in which case the rental expenses would continue to be recognised on a systematic basis over the lease term.

HKFRS 16 primarily affect the Group’s accounting as a lessee of leases for office premises and director’s quarter which are currently classified as operating leases. The application of the new accounting model would lead to an increase in both assets and liabilities and to impact on the timing of the expense recognition in the profit or loss over the period of the lease. At 1 April 2019, the Group’s future minimum lease payments under non-cancellable operating leases need to be recognised as lease liabilities, with corresponding right-of-use assets, under HKFRS 16 adopted.

HKFRS 16 is effective for annual periods beginning on or after 1 April 2019. The standard offers different transition options and practical expedients, including the practical expedient to grandfather the previous assessment of which existing arrangements are, or contain, leases. If this practical expedient is chosen, the Group will apply the new definition of a lease in HKFRS 16 only to contracts that are entered into on or after the date of initial application. If the practical expedient is not chosen, the Group will need to reassess all of its decisions about which existing contracts are, or contain, leases, using the new definition. Depending on whether the Group elects to adopt the standard retrospectively or follow a modified retrospective method of recognising a cumulative-effect adjustment to the opening balance of equity at the date of initial application, the Group may or may not need to restate comparative information for any changes in accounting resulting from the reassessment.

As a practical expedient, the Group elect not to apply this accounting model to short-term leases (i.e. where the lease term is 12 months or less) and to leases of low value assets, in which case the rental expenses would continue to be recognised on a systematic basis over the lease term.

The preparation of the Unaudited Condensed Consolidated Financial Statements in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

In the current period, the Group has adopted all the new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2019. HKFRSs comprise Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group’s accounting policies and results reported for the current or prior accounting periods.

The Group has not applied the new and revised HKFRSs, which have been issued and are not yet effective, but is in the process of assessing their impact on the Group’s results of operations and financial position.

The financial information are unaudited but have been reviewed by the Company’s audit committee.

2. REVENUE

	(Unaudited)	
	Three months ended 30 June	
	2019	2018
	<i>HK\$’000</i>	<i>HK\$’000</i>
Revenue		
Operating lease rental income	258	127
Sales of forestry products	917	–
Sales of information technology products	56,513	40,109
Provision of mobile advertising media services	27,691	–
	85,379	40,236
Other revenue		
Bank interest income	7	3
Gain on foreign exchange	64	36
Sundry income	11	–
	82	39
Total revenue	85,461	40,275

3. SEGMENT INFORMATION

The Group manages its businesses by divisions, which are organised by a mixture of both business lines (products and services) and geography. In a manner consistent with the way in which information is reported internally to the Group's most senior management for the purpose of resource allocation and performance assessment, the Group has presented the following four reportable segments.

The Group's operations and reportable segments under HKFRS 8 are as follows:

Property business	Property investment and development, operating and managing residential and commercial properties
Forestry business	Research and growing of forestry products, cultivation, promotion and application of agricultural technologies
General trading business	Sales of information technology products
Advertising business	Provision of mobile advertising media services

Management monitors the results of the Group's operating segments separately, for the purpose of making decisions about resource allocation and assessment of the Group's performance. Segment performance is evaluated based on reportable segment results, which is a measure of adjusted loss before tax. The adjusted loss before tax is measured consistently with the Group's loss before tax except that unallocated income, finance costs and expenses are excluded from such measurement.

All assets are allocated to reportable segments other than goodwill and unallocated corporate assets.

All liabilities are allocated to reportable segments other than convertible notes, deferred tax liabilities and unallocated corporate liabilities.

These segments are managed separately as they belong to different industries and require different operating systems and strategies. There were no sales or other transactions between those reportable segments. Information regarding the Group's reportable segments is presented below:

(a) Segment revenue, profit or loss and other selected financial information

	(Unaudited)				Total HK\$'000
	Three months ended 30 June 2019				
	Property business HK\$'000	Forestry business HK\$'000	General trading business HK\$'000	Advertising business (Note i) HK\$'000	
Revenue from external customers	259	917	56,512	27,691	85,379
Bank interest income	-	-	-	-	-
Depreciation of property, plant and equipment	(1)	(3)	-	-	(4)
Amortisation of land use rights	-	(134)	-	-	(134)
Gain arising from changes in fair value less costs to sell of biological assets	-	1,204	-	-	1,204
Total profit/(loss) of reportable segments	<u>87</u>	<u>(2,173)</u>	<u>(130)</u>	<u>207</u>	<u>(2,009)</u>

	(Unaudited)				
	Three months ended 30 June 2018				
			Landscaping and earth-rock engineering <i>(Note ii)</i>	General trading business	Total
	Property business <i>HK\$'000</i>	Forestry business <i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue from external customers	127	–	–	40,109	40,236
Interest income	–	2	–	–	2
Depreciation of property, plant and equipment	(1)	(16)	(185)	–	(202)
Total profit/(loss) of reportable segments	<u>(88)</u>	<u>(254)</u>	<u>(267)</u>	<u>104</u>	<u>(505)</u>

Notes:

- i. Started as from 1 February 2019 upon approval by the relevant PRC authorities in respect of the change of business registration in relation to the Group's investment in accordance with a capital increase agreement.
- ii. Disposed of on 1 November 2018.

(b) Reconciliations of reportable segment revenue and profit or loss

	(Unaudited)	
	Three months ended 30 June	
	2019	2018
	<i>HK\$'000</i>	<i>HK\$'000</i>
Revenue		
Total revenue for reportable segments	<u>85,379</u>	40,236
Consolidated revenue from operations	<u>85,379</u>	<u>40,236</u>
Profit or loss		
Total loss for reportable segments	(2,009)	(505)
Unallocated corporate income	82	39
Unallocated corporate expenses	<u>(294)</u>	<u>(1,671)</u>
Consolidated loss before tax	<u>(2,221)</u>	<u>(2,137)</u>

4. LOSS BEFORE TAX

(Unaudited)
Three months ended 30 June
2019 2018
HK\$'000 *HK\$'000*

Loss before tax has been arrived at after charging:

Staff costs (including directors' remuneration)	2,265	1,204
Cost of inventories sold	84,228	39,995
Amortisation of land use rights	133	–
Depreciation of property, plant and equipment	4,674	214
Operating lease charges in respect of land and buildings	38	493
Imputed interests on convertible notes	617	575
	<u> </u>	<u> </u>

5. INCOME TAX CREDIT

(Unaudited)
Three months ended 30 June
2019 2018
HK\$'000 *HK\$'000*

Current tax:

PRC Enterprise Income Tax

– overprovision in previous period

 6

 6

Deferred tax

 98

Income tax credit for the period

 104

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for the three months ended 30 June 2019 and 2018.

Under the Law of the People's Republic of China ("PRC") on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%.

No provision for current tax has been made for the three months ended 30 June 2019 and 2018 as the Group has no assessable profit from its operations.

6. BASIC AND DILUTED LOSS PER SHARE

The calculation of the basic loss per share is based on the following data:

	(Unaudited)	
	Three months ended 30 June	
	2019	2018
	<i>HK\$'000</i>	<i>HK\$'000</i>
(i) Loss for the period attributable to owners of the Company	<u>(1,861)</u>	<u>(1,264)</u>
	<i>'000</i>	<i>'000</i>
(ii) Weighted average number of ordinary shares	<u>2,368,936</u>	<u>2,368,936</u>

Diluted loss per share for loss attributable to the owners of the Company for the three months ended 30 June 2019 and 2018 were the same as basic loss per share because the calculation of diluted loss per share does not assume the exercise of the outstanding share options and the conversion of convertible notes of the Company as they had an anti-dilutive effect to the basic loss per share for both periods.

7. RESERVES AND NON-CONTROLLING INTERESTS

	Reserves attributable to owners of the Company							
	Share premium <i>HK\$'000</i>	Convertible notes equity reserve <i>HK\$'000</i>	Share options reserve <i>HK\$'000</i>	Translation reserve <i>HK\$'000</i>	Accumulated losses <i>HK\$'000</i>	Total <i>HK\$'000</i>	Non-controlling interests <i>HK\$'000</i>	Total <i>HK\$'000</i>
At 1 April 2018 (originally stated) (audited)	233,339	13,454	11,513	7,334	(178,623)	87,017	47,750	134,767
Impact on initial application of HKFRS 9	-	-	-	-	(205)	(205)	(46)	(251)
At 1 April 2018 (restated)	233,339	13,454	11,513	7,334	(178,828)	86,812	47,704	134,516
Total comprehensive loss for the period (unaudited)	-	-	-	(10,247)	(1,264)	(11,511)	(3,217)	(14,728)
At 30 June 2018 (unaudited)	<u>233,339</u>	<u>13,454</u>	<u>11,513</u>	<u>(2,913)</u>	<u>(180,092)</u>	<u>75,301</u>	<u>44,487</u>	<u>119,788</u>
	Reserves attributable to owners of the Company							
	Share premium <i>HK\$'000</i>	Convertible notes equity reserve <i>HK\$'000</i>	Share options reserve <i>HK\$'000</i>	Translation reserve <i>HK\$'000</i>	Accumulated losses <i>HK\$'000</i>	Total <i>HK\$'000</i>	Non-controlling interests <i>HK\$'000</i>	Total <i>HK\$'000</i>
At 1 April 2019 (audited)	233,339	13,454	11,513	(3,642)	(195,645)	59,019	52,942	111,961
Total comprehensive loss for the period (unaudited)	-	-	-	(1,783)	(1,861)	(3,644)	(710)	(4,354)
Non-controlling interests disposed on acquisition	-	-	-	-	1,137	1,137	(1,137)	-
At 30 June 2019 (unaudited)	<u>233,339</u>	<u>13,454</u>	<u>11,513</u>	<u>(5,425)</u>	<u>(196,369)</u>	<u>56,512</u>	<u>51,095</u>	<u>107,607</u>

The share premium account of the Company is distributable to the owners of the Company under the Companies Law (2013 Revision) of the Cayman Islands subject to the provisions of the Company's memorandum and articles of association and provided that the Company will be in a position to payoff its debts as they fall due in the ordinary course of business immediately following the date on which the dividend is proposed to be distributed.

The convertible notes equity reserve represents the value of the equity component of unexercised convertible notes issued by the Company with related deferred tax recognised.

The share options reserve represents the fair value of the unexercised share options recognised in accordance with the accounting policy adopted for share-based payments.

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations.

8. RELATED PARTY TRANSACTIONS

Remuneration for five key management personnel of the Group, including the Company's directors and certain senior management staff, is as follows:

	(Unaudited)	
	Three months ended 30 June	
	2019	2018
	HK\$'000	HK\$'000
Fees, salaries and other benefits	660	561

9. DIVIDEND

The board of directors of the Company (the "Board") does not recommend the payment of quarterly dividend for the three months ended 30 June 2019 (three months ended 30 June 2018: Nil).

10. SUBSCRIPTION OF SHARES FOR ACQUISITION OF SUBSIDIARIES

On 18 June 2019, Galloping Steed Limited, a wholly-owned subsidiary of the Company, entered into a subscription agreement to subscribe for 51% of the enlarged entire issued share capital of Junteng International Limited as an extension of the Group's advertising business to media related operation in the publication of a rail magazine in the PRC (the "Subscription"). On 13 August 2019, the Subscription was completed following the satisfaction of all the conditions precedent pursuant to the subscription agreement (the "Completion"). Details of the Subscription and the Completion were set out in the Company's announcements dated 18 June 2019 and 13 August 2019 respectively.

MANAGEMENT DISCUSSION AND ANALYSIS

Results of operations

For the three months ended 30 June 2019, the Group recorded a total revenue from operations of approximately HK\$85,379,000, representing an increase of approximately 2.12 times as compared with the revenue from operations of approximately HK\$40,236,000 for the corresponding period of last year.

Loss attributable to owners of the Company was approximately HK\$1,861,000 for the three months ended 30 June 2019, which was approximately 47.23% higher than the loss attributable to owners of the Company of approximately HK\$1,264,000 incurred for the corresponding period of last year mainly due to increase in administrative and other operating expenses.

Business Review

Property business

The Group owns a property which comprises a residential and commercial development site with a site area of approximately 3,111.96 square meters (“sq. m.”) located at Leshan City, Sichuan Province, the PRC. The property has a gross floor area of approximately 28,251.82 sq. m. (inclusive of a basement floor) and comprises 4 portions with different functions, namely residential, commercial, basement car park and facilities.

For the three months ended 30 June 2019, revenue of approximately HK\$259,000 was derived from short term leasing of the commercial portion of the property. The Group expects to commence the selling of part of the residential portion of the property and the leasing of certain residential portion of the property and/or basement car park area when the property market there appears to revive.

Forestry business

The Group owns a right to operate a contracted land of 5,000 mu in Makit County, Xinjiang, the PRC for a term expiring on 31 August 2081, for cultivation of forestry products and carries on business in cultivation and research of the fine and new varieties forestry products together with the research and promotion of product cultivation technology.

For the three months ended 30 June 2019, revenue of approximately HK\$917,000 was generated from the sales of the forestry products. The Group expects the revenue generated from sales of forestry products to end-customers in the second half of the financial year will increase upon harvest.

General trading business

With an extensive sourcing network and an experienced management team, the Group acts as a supply chain manager in providing its customers information technology products at competitive prices with a range of value-added and bespoke services to meet their individual needs which include, but not limited to, bundles optimisation, ordering and sourcing, customs clearance and logistics management.

For the three months ended 30 June 2019, revenue of approximately HK\$56,512,000 was generated from the sales of information technology products. The Group continues to introduce different lines of products and marketing channels to extend its trading business, and proactively exploring the development opportunities in upstream and downstream.

Advertising business

The Group acts as a one-stop solutions provider rendering mobile advertising and media services to customers by identifying and matching the suitable online media. Leveraging on its big data and information technology capabilities, 深圳智訊派信息科技有限公司, a subsidiary of the Company, is qualified as a first-class operator with several principal media.

Reference is made to the announcement of the Company dated 3 June 2019 in relation to Shenzhen Zhixun Group was granted a certificate by a subsidiary of Tencent for acting as its only recommended service agent for the advertisement for real estate industry in the Guangdong A District (including Chaozhou City, Dongguan City, Heyuan City, Huizhou City, Jieyang City, Meizhou City, Shantou City, Shanwei City and Shenzhen City.)

For the three months ended 30 June 2019, revenue of approximately HK\$27,691,000 was generated from the provision of mobile advertising media services.

On 18 June 2019, Galloping Steed Limited, a wholly-owned subsidiary of the Company, entered into a subscription agreement to subscribe for 51% of the enlarged entire issued share capital of Junteng International Limited to engage in media related business in the operation of the publication of a rail magazine in the PRC (the "Subscription"). On 13 August 2019, the Subscription was completed following the satisfaction of all the conditions precedent pursuant to the subscription agreement (the "Completion"). Details of the Subscription and the Completion were set out in the Company's announcements dated 18 June 2019 and 13 August 2019 respectively.

Liquidity, Financial Resources and Capital Structure

As at 30 June 2019, the Group's cash and bank deposits amounted to approximately HK\$27,669,000 which has decreased by approximately 14.62% when comparing with the cash and bank deposits of approximately HK\$32,405,000 as at 31 March 2019.

As at 30 June 2019, the Group had net current assets of approximately HK\$110,618,000 (31 March 2019: HK\$111,003,000).

Most of the trading transactions, assets and liabilities of the Group were denominated in Hong Kong dollars, United States dollars and Renminbi. The Group adopted a conservative treasury policy with almost all bank deposits being kept in Hong Kong dollars or in the local currencies of the operating subsidiaries to minimise exposure to foreign exchange risk. The Group did not experience any material difficulties or effects on its operations or liquidity as a result of fluctuation in foreign currency exchange rates during the period under review. The Group is closely monitoring the movement of the foreign currency exchange rates and will consider hedging significant foreign currency exposure should the need arise. As at 30 June 2019, the Group had no foreign exchange contracts, interest or currency swaps or other financial derivatives for hedging purposes.

The share capital of the Company as at 30 June 2019 is as follows:

	Number of shares ('000)	Amount (HK\$'000)
Authorised	<u>30,000,000</u>	<u>300,000</u>
Issued and fully paid	<u>2,368,936</u>	<u>23,689</u>

No ordinary shares were issued during the three months ended 30 June 2019.

SHARE OPTION SCHEME

The Company has adopted a new share option scheme at the annual general meeting of the Company held on 3 August 2012 (the “2012 Share Option Scheme”) which is valid and effective for a period of 10 years commencing on 3 August 2012, upon the termination of the share option scheme adopted at the annual general meeting of the Company held on 2 August 2002 (the “2002 Share Option Scheme”), under which selected persons, such as the directors, employees, customers or any individual business or entity providing goods or services, may take up options to subscribe for shares in the Company subject to the terms and conditions stipulated in the 2012 Share Option Scheme. The maximum number of shares which can be granted under the 2012 Share Option Scheme may not exceed 10% of the issued share capital of the Company at the time of granting of the option or at the date of approval by the shareholders in general meeting where the limit is refreshed.

On 7 January 2016, the Company granted share options under the 2012 Share Option Scheme to consultants and employees of the Company, which entitle them to subscribe for a total of 112,000,000 shares at HK\$0.264 per share.

No option was granted under the 2012 Share Option Scheme during the three months ended 30 June 2019.

Movements in the number of share options, granted under the 2012 Share Option Scheme, outstanding and their related weighted average exercise prices are as follows:

Participants	Date of grant	Exercisable period	Exercise price per share	No. of underlying shares comprised in option					Outstanding at 30 June 2019
				As at 1 April 2019	Granted during the period	Exercised during the period	Lapsed during the period	Cancelled during the period	
Employees and others (in aggregate)	4 February 2016	4 February 2016 – 6 January 2026	HK\$0.264	112,000,000	-	-	-	-	112,000,000

Other than as disclosed above, no other share option was granted, cancelled, exercised or lapsed pursuant to the 2012 Share Option Scheme and none of the Directors or chief executive of the Company or their respective spouses or children under 18 years of age were granted or exercised any right to subscribe for any equity or debt securities of the Company or any of its associated corporations within the meaning of the Securities and Future Ordinance (“SFO”).

CORPORATE GOVERNANCE PRACTICES

The Company has applied the principles in and complied with the requirements of the Corporate Governance Code (“CG Code”) as set out in Appendix 15 of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”) throughout the three months ended 30 June 2019.

BOARD OF DIRECTORS

The Board comprised three executive Directors, namely Mr. Zhang Yanqiang, Ms. Yang Wei and Mr. Gu Zhonghai (appointed on 9 August 2019), one non-executive Director, namely Ms. Ng Mui King, Joky (chairman of the Board), and three independent non-executive Directors, namely Mr. Chung Koon Yan, Ms. Zhao Yongmei and Dr. Yang Fuyu.

The Board is responsible for reviewing, evaluating and finalising the Company’s strategies and policies, annual budgets, business plans and performance, and has full access to adequate, reliable and timely information on the Group so as to enable them to make a timely decision. The Board also has the collective responsibility for leadership and control of, and for promoting the success of, the Group by directing and supervising the Group’s affairs.

BOARD COMMITTEES

The Board has established three committees in accordance with the CG Code, namely the Audit Committee, the Remuneration Committee and the Nomination Committee. These committees are provided with sufficient resources to discharge their duties and are able to seek independent professional advice when appropriate and upon request.

Audit Committee

The Audit Committee comprised three independent non-executive Directors, namely Mr. Chung Koon Yan (chairman of the Audit Committee), Ms. Zhao Yongmei and Dr. Yang Fuyu. The Audit Committee meets with the Group's senior management regularly to review the effectiveness of the internal control system and the quarterly, interim and annual reports of the Group.

Nomination Committee

The Nomination Committee comprised one executive Director, namely Mr. Zhang Yangqiang (chairman of the Nomination Committee), and two independent non-executive Directors, namely Ms. Zhao Yongmei and Dr. Yang Fuyu. The Nomination Committee reviews the composition of the Board and nominates suitably qualified candidates to the Board, if necessary.

Remuneration Committee

The Remuneration Committee comprised one non-executive Director, namely Ms. Ng Mui King, Joky, and two independent non-executive Directors, namely Ms. Zhao Yongmei (chairman of the Remuneration Committee) and Dr. Yang Fuyu. The Remuneration Committee reviews and determines the policy for the remuneration of directors and senior management of the Group.

INTERESTS OF DIRECTORS

As at 30 June 2019, the interests and short positions of the Directors or chief executive of the Company in the shares, the underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which were required to be 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 the Directors and chief executive of the Company were taken or deemed to have under such provisions of the SFO), required to be entered in the register maintained by the Company pursuant to section 352 of the SFO or which were 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 Position in Shares and Underlying Shares of the Company

Name of Directors	Number of ordinary shares of HK\$0.01 each and the underlying shares			Approximate percentage of the issued share capital of the Company
	Personal interest	Corporate interest	Total number of shares	
Ms. Ng Mui King, Joky	–	337,920,000 (Note)	337,920,000	14.26%

Note: These shares are held by Gold City Assets Holdings Ltd. of which Ms. Ng Mui King, Joky is the beneficial owner.

Save as disclosed above, as at 30 June 2019, none of the Directors and chief executive of the Company had interests and short positions in the shares, the underlying shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) which were required to be 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 the directors and chief executive of the Company were taken or deemed to have under such provisions of the SFO), required to be entered in the register maintained by the Company pursuant to section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

DIRECTORS' RIGHTS TO ACQUIRE SHARES

Save as disclosed above, at no time during the three months ended 30 June 2019 was any of the Company or its subsidiaries a party to any arrangements to enable the Directors or chief executives (including their spouses or children under 18 years of age) of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

As at 30 June 2019, save as disclosed below, so far is known to the Directors and chief executives of the Company, no person (other than a Director or a chief executive of the Company) had an interest or short position in the shares and 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 were recorded in the register required to be kept by the Company pursuant to section 336 of the SFO or, who is directly or indirectly, interested in 5% or more of the issued share capital of the Company.

Long Positions in Shares of the Company

Name of shareholder	Capacity	Nature of interest	Total number of ordinary shares of HK\$0.01 each	Approximate percentage of the issued share capital of the Company
Gold City Assets Holdings Ltd. (<i>Note 1</i>)	Beneficial owner	Corporate	337,920,000	14.26%
Mr. Huang Shih Tsai (<i>Note 2</i>)	Beneficial owner	Personal	155,000,000	6.54%

Notes:

1. Gold City Assets Holdings Ltd. is a company incorporated in the British Virgin Islands of which the issued share capital is beneficially owned by Ms. Ng Mui King, Joky, an non-executive director of the Company.
2. The shares held by Mr. Huang Shih Tsai (“Mr. Huang”) were allotted on 15 August 2011 as partial consideration for the acquisition of 100% equity interest in a company wholly-owned by Mr. Huang.

COMPETING INTEREST

The Directors are not aware of any business or interest of the Directors nor the controlling shareholders of the Company (as defined in the GEM Listing Rules) nor any of their respective close associates that competes or may compete, either directly or indirectly, with the business of the Group or, of any other conflicts of interest which any such person has or may have with the Group during the three months ended 30 June 2019.

PURCHASE, SALE OR REDEMPTION OF SHARES

The Company has not redeemed any of its shares during the three months ended 30 June 2019. Neither the Company nor any of its subsidiaries has purchased or sold any of the Company’s shares during the three months ended 30 June 2019.

CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding the directors' securities transaction in securities of the Company. Having made specific enquiry of all Directors, each of the Directors has confirmed that he/she has complied with the required standard of dealings as set out in the adopted code of conduct regarding the directors' securities transaction throughout the three months ended 30 June 2019.

By order of the Board
Great World Company Holdings Ltd
Ng Mui King, Joky
Chairman

Hong Kong, 14 August 2019

As at the date of this announcement, the Board comprises (i) three Executive Directors, namely Mr. Zhang Yanqiang, Ms. Yang Wei and Mr. Gu Zhonghai; (ii) one Non-Executive Director, Ms. Ng Mui King, Joky; and (iii) three Independent Non-Executive Directors, namely Mr. Chung Koon Yan, Ms. Zhao Yongmei and Dr. Yang Fuyu.