

# SuperRobotics Limited

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8176)

**FIRST QUARTERLY REPORT  
FOR THE THREE MONTHS ENDED  
31 MARCH 2018**

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

*This report, for which the directors (the “Directors” and each, a “Director”) of SuperRobotics Limited (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

*This report, containing the full text of the 2018 First Quarterly Report of the Company, complies with the relevant requirements of the GEM Listing Rules in relation to information to accompany preliminary announcement of quarterly results. Printed version of the Company’s 2018 First Quarterly Report will be delivered to the shareholders of the Company and available for viewing on the GEM website at <http://www.hkgem.com> and the Company’s website at <http://www.superrobotics.com.hk> on 10 May 2018.*

## FIRST QUARTERLY RESULTS

The board of Directors (the “**Board**”) is pleased to announce the unaudited condensed consolidated first quarterly results of the Group for the three months ended 31 March 2018 together with the comparative unaudited figures for the corresponding period in 2017 as follows:

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

For the three months ended 31 March 2018

		(Unaudited)	
		For the three months ended	
		31 March	
		2018	2017
	Notes	HK\$'000	HK\$'000
Revenue	3	16,159	11,714
Cost of sales		<u>(9,058)</u>	<u>(15,739)</u>
Gross profit/(loss)		7,101	(4,025)
Other income	4	1,981	1,813
Other losses, net		—	(913)
Selling and distribution costs		(2,237)	(1,186)
Administrative expenses		<u>(26,474)</u>	<u>(17,672)</u>
Operating loss	5	(19,629)	(21,983)
Finance costs		<u>—</u>	<u>—</u>
Loss before income tax		(19,629)	(21,983)
Income tax expense	7	<u>(485)</u>	<u>(311)</u>
Loss for the period		(20,114)	(22,294)
<b>Other comprehensive income for the period</b>			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation on foreign operations		<u>5,088</u>	<u>1,990</u>
Other comprehensive income for the period		<u>5,088</u>	<u>1,990</u>
<b>Total comprehensive loss for the period</b>		<u><u>(15,026)</u></u>	<u><u>(20,304)</u></u>

	<b>(Unaudited)</b>	
	<b>For the three months ended</b>	
	<b>31 March</b>	
	<b>2018</b>	2017
<i>Notes</i>	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
<b>Loss for the period attributable to:</b>		
<b>Owners of the Company</b>	<b>(21,237)</b>	(22,893)
<b>Non-controlling interests</b>	<b><u>1,123</u></b>	<u>599</u>
	<b><u><u>(20,114)</u></u></b>	<u><u>(22,294)</u></u>
<b>Total comprehensive loss for the period attributable to:</b>		
<b>Owners of the Company</b>	<b>(16,171)</b>	(20,903)
<b>Non-controlling interests</b>	<b><u>1,145</u></b>	<u>599</u>
	<b><u><u>(15,025)</u></u></b>	<u><u>(20,304)</u></u>
<b>Loss per share (<i>HK cents</i>)</b>		
Basic and diluted	8 <b><u><u>(4.5)</u></u></b>	<u><u>(5.1)</u></u>

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1. GENERAL INFORMATION

SuperRobotics Limited (the “**Company**”) and its subsidiaries (together “**the Group**”) are principally engaged in the provision of engineering products and related services and the sale of beauty products, the provision of therapy services.

The Company is a limited liability company incorporated in the Cayman Islands and with effect from 22 April 2014, the Company deregistered in the Cayman Islands and continued in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda.

The Company is listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

These condensed consolidated financial statements are presented in thousands of units of Hong Kong dollars (HK\$’000), unless otherwise stated.

## 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the disclosure requirements of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“**GEM Listing Rules**”) and the disclosure requirements of the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis. The accounting policies and basis of preparation adopted in the preparation of the unaudited condensed consolidated financial statements are consistent with those adopted in the audited consolidated financial statements for year ended 31 December 2017.

The HKICPA has issued a number of new and revised standards, amendments to standards and Int (collectively referred to as “new and revised HKFRSs”). The Group has adopted the new and revised HKFRSs which are relevant to the Group’s operations and are mandatory for the financial year beginning on 1 January 2018. The adoption of these new and revised HKFRSs does not have any significant financial effect on the Group’s unaudited results of operations and financial position.

The Group has not early adopted the new and revised HKFRSs that have been issued but are not yet effective for the three months ended 31 March 2018.

### 3. REVENUE

	<b>(Unaudited)</b>	
	<b>For the three months ended</b>	
	<b>31 March</b>	
	<b>2018</b>	<b>2017</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Sales of beauty products	776	287
Provision of therapy services	11,712	11,427
Provision of engineering products and related services	3,671	—
	<u>16,159</u>	<u>11,714</u>

### 4. OTHER INCOME

	<b>(Unaudited)</b>	
	<b>For the three months ended</b>	
	<b>31 March</b>	
	<b>2018</b>	<b>2017</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Management income	30	—
Interest income on bank deposits	20	78
Financial assets at fair value through profit or loss	1,609	—
Gain on disposal of property, plant and equipment	—	14
Sundry income	322	1,721
	<u>1,981</u>	<u>1,813</u>

### 5. OPERATING LOSS

	<b>(Unaudited)</b>	
	<b>For the three months ended</b>	
	<b>31 March</b>	
	<b>2018</b>	<b>2017</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Operating loss has been arrived at after charging:		
Depreciation of property, plant and equipment	834	792
Staff costs including directors' emoluments		
— Salaries and other allowances	7,402	5,562
— Pension costs — defined contribution plans	1,330	432
Operating lease rentals in respect of rental premises	1,078	1,883
	<u>1,078</u>	<u>1,883</u>

## **6. DIVIDEND**

The Board does not recommend the payment of any dividend for the three months ended 31 March 2018 (2017: Nil).

## **7. INCOME TAX EXPENSE**

- (i) Hong Kong Profits Tax has been provided at the rate of 16.5% (2017: 16.5%) on the estimated assessable profits for the three months ended 31 March 2018.
- (ii) No provision for overseas income tax was made as the Company's overseas subsidiaries did not have taxable income for the three months ended 31 March 2018 (2017: Nil).
- (iii) The Group had no significant unprovided deferred tax assets and liabilities at 31 March 2018 (2017: Nil).

## **8. LOSS PER SHARE**

The calculation of the basic loss per share for the three months ended 31 March 2018 is based on the loss for the period of approximately HK\$21,237,000 (2017: loss of approximately HK\$22,893,000) and on the weighted average of 476,219,666 shares in issue during the three months ended 31 March 2018 (2017: 455,219,666 shares).

For the three months ended 31 March 2018, the computation of diluted loss per share does not assume the conversion of the Company's outstanding preferred share since their exercise would result in a decrease in loss per share.

Diluted loss per share for the three months ended 31 March 2018 was the same as the basic loss per share as there was no diluting event.

## 9. RESERVES

	Attributable to owners of the Company									
	Share capital-ordinary Shares HK\$'000	Share capital-preferred Shares HK\$'000	Share premium HK\$'000	Contributed surplus HK\$'000	Translation reserve HK\$'000	Share based payment reserve HK\$'000	Accumulated losses HK\$'000	Sub-total HK\$'000	Non-controlling interests HK\$'000	Total equity HK\$'000
At 1 January 2018 (audited)	47,622	3,000	488,163	27,141	9,293	13,694	(273,346)	315,567	2,250	317,817
Loss for the period	—	—	—	—	—	—	(21,237)	(21,237)	1,123	(20,114)
Other comprehensive income for the period:										
Exchange differences on translating foreign operations	—	—	—	—	5,066	—	—	5,066	22	5,088
Total comprehensive loss for the period	—	—	—	—	5,066	—	(21,237)	(16,171)	1,145	(15,026)
Equity-settled share-based compensation	—	—	—	—	—	1,317	—	1,317	—	1,317
Dividend paid to non-controlling interest	—	—	—	—	—	—	—	—	(1,470)	(1,470)
<b>At 31 March 2018 (unaudited)</b>	<b>47,622</b>	<b>3,000</b>	<b>488,163</b>	<b>27,141</b>	<b>14,359</b>	<b>15,011</b>	<b>(294,583)</b>	<b>300,713</b>	<b>1,925</b>	<b>302,638</b>
At 1 January 2017 (audited)	45,522	3,000	359,103	27,141	(342)	—	(174,287)	260,047	308	260,355
Loss for the period	—	—	—	—	—	—	(22,893)	(22,893)	599	(22,294)
Other comprehensive expenses for the period:										
Exchange differences on translating foreign operations	—	—	—	—	1,990	—	—	1,990	—	1,990
Total comprehensive loss for the period	—	—	—	—	1,990	—	(22,893)	(20,903)	599	(20,304)
Equity-settled share-based compensation	—	—	—	—	—	3,329	—	3,329	—	3,329
<b>At 31 March 2017 (unaudited)</b>	<b>45,522</b>	<b>3,000</b>	<b>359,103</b>	<b>27,141</b>	<b>1,648</b>	<b>—</b>	<b>(197,180)</b>	<b>242,473</b>	<b>907</b>	<b>243,380</b>

## MANAGEMENT DISCUSSION AND ANALYSIS

### Business Review

The Group is principally engaged in the provision of engineering products and related service (the “**Engineering Business**”), as well as the sale of beauty products and provision of therapy services (collectively, the “**Beauty Business**”).

For the engineering products, the Group offers WLAN and WIFI systems, and robotic products. For the provision of engineering related services, the Group provides equipment installation, support and maintenance services for in-flight WLAN and WIFI systems as well as robotics and automation systems. During the financial year of 2017, the Group has completed the acquisition of Shenzhen Anzer Intelligent Engineering Co. Ltd (“**Anzer**”) and has been expanding its production capacity for its robotics products. Following the acquisition of Anzer, in addition to the development of their own technology and product advantages, the Group has taken an active role in strengthening specialized technology cooperation with other platforms whereas a strategic cooperation framework agreement was entered into with the Chinese Academy of Medical Science Biomedical Engineering Research Institute (中國醫學科學院生物醫學工程研究院) in late February 2017. On 19 April 2017, the Group also entered into a strategic joint development framework agreement (the “**Framework Agreement**”) with 蘇州景昱醫療器械有限公司 (Suzhou Jingyu Medical Device Co. Ltd). Pursuant to the Framework Agreement, the parties agreed to jointly research and develop surgery assisting robots for the implantation of deep brain stimulation system with nuclear magnetic resonance apparatus. On 28 July 2017, to step up its marketing effects to promote robotic products, the Group held a global robotics conference in Shenzhen to launch more than ten new products for police use, commercial use and civilian use. Those products have received wide positive feedback from the participants of the conference. The Group is in the midst of construction of production plant at Shenzhen, the PRC. On 8 December 2017, Anzer has entered into an agency cooperation agreement with 江蘇德僑裝備製造有限公司 (Jiangsu Deqiao Equipment Manufacturing Co., Ltd) to expand sales channels of our robotics products. As at 31 March 2018, the construction of production plant has been partially completed, which enables the Group to commence mass production of certain types of robotic products. Upon the completion of the entire plant, the Group will be able to commence mass production of its various robotics products. For the period under review, the revenue of the Engineering Business generated from the sale of robotic products was HK\$3.7 million. There was no revenue being generated from the Engineering Business from the corresponding period in 2017.

For the sale of beauty products, the Group offers a variety of beauty products under the brand name “Evidens de Beauté”, and a variety of medical skincare products, including the brand “Activa”. For the provision of therapy services, the Group operates a medical skincare centre located at Soundwill Plaza in Causeway Bay. Despite facing increased competition in the Hong Kong market, the performance of the Beauty Business as a whole has met the expectation of the Board. The revenue derived from the sale of beauty products and the provision of therapy services rendered has increased by 170.0% and 2.5% to HK\$0.8 million and HK\$11.7 million respectively for the period ended 31 March 2018.

## Financial Review

During the period under review, the Group recorded a turnover of approximately HK\$16.1 million (2017: approximately HK\$11.7 million), representing an increase of approximately 37.9% as compared with the corresponding period in 2017, of which approximately HK\$0.8 million (2017: approximately HK\$0.3 million), approximately HK\$11.7 million (2017: approximately HK\$11.4 million) and approximately HK\$3.6 million (2017: approximately HK\$Nil) were generated from the sales of beauty products, provision of therapy services and sales of robotics products respectively.

The gross margin for the financial period ended 31 March 2018 was approximately 43.9% (2016: negative gross margin of approximately 34.4%). The improvement in the gross margin is mainly due to increase in revenue from the Engineering Business, which did not generate any revenue for the corresponding period in 2017.

Other income of approximately HK\$2.0 million (2017: approximately HK\$1.8 million) was mainly due to change in fair value of financial assets through profit and loss amounted to approximately HK\$1.6 million.

The selling and distribution costs was approximately HK\$2.2 million for the three months ended 31 March 2018 (2017: approximately HK\$1.2 million), representing an increase of approximately 83.3% over the corresponding period in 2017. The selling and distribution costs of approximately HK\$0.7 million and approximately HK\$1.5 million incurred by the Beauty Business and the Engineering Business respectively during the period under review.

The administrative expenses was approximately HK\$26.5 million for the three months ended 31 March 2018 (2017: approximately HK\$17.7 million), representing an increase of 49.7% over the last corresponding period. The administrative expenses were mainly attributable to (i) amortization of employee share option expense of approximately HK\$1.9 million; (ii) staff costs, including director's emoluments, of approximately HK\$8.7 million; (iii) depreciation and amortization expense of approximately HK\$2.6 million; (iv) research and development expense of approximately HK\$7.2 million; (v) entertainment and traveling expense of approximately HK\$2.2 million; (vi) rental expense of approximately HK\$2.0 million; and (vii) other administrative expense of approximately HK\$1.9 million.

## OUTLOOK

China's robotics research and development started in the 1970s whereas the robotics market reached RMB14 billion in 2016 with a 56% year-on-year growth in annual sales. Lately, as announced by President Xi Jinping during his important speech at the 19th Communist Party of China National Congress, initiatives including aiming at technological fronts, ramping up disruptive technological innovations, and providing a reinforced underpinning for evolving into a nation with superb scientific and technological power, a digitalized China, and a smart society are to be taken. To facilitate the transition of technological results, the upcoming few years represent a pivotal moment for the tremendous development of robotics in the PRC, particularly the market of robotics which specialises in special services. The rapid popularization of the Internet, the emerging and flourishing artificial intelligence, and the speedy development of information technologies all present new

opportunities for the high-speed development of robotics in the PRC. The robotics market would grow by leaps and bounds in a straight-line trajectory, and the whole robotics market is expected to reach approximately RMB20 billion in 2017. Looking ahead, the Group believes there will be enormous potential for market development for the robotics market in the PRC. On the back of artificial intelligence techniques, the next five years would witness the development of a smart city in full swing. The application of intelligent robotics for public services and the modes of services would grow relentlessly. As forecasted by the Report on the Development of the Robotics Industry in China, the global market of robotics would reach USD6.9 billion in the next five years.

The Group will continue to focus on three robotic production lines: police use, commercial use and civilian use, in accordance with market conditions and the status of product development. The Group will also incorporate its experience in diversified robotic technology so as to commit itself to producing customised robots and providing total mechatronic solutions for customers across various industries. Meanwhile, in view of the unstable supplies from suppliers during the third quarter, the Group will improve its communication with our suppliers, expand procurement channels and actively examine replacement components in the future to reduce uncertainties in supply chain.

In October 2017, the fifth amendment to the “Operation Certification Rules for Civil Aviation Transportation Carriers with Large Airplanes” promulgated by the Civil Aviation Administration of China officially came into effect, which relaxed the rules on using portable electronic devices on flights and delegated the authority on access to WIFI services to each civil airline. The Board is of the view that such delegation implies that each civil airline is to bear corresponding safety responsibilities on their own. It is estimated that the speed of launching such service may vary among civil airlines and some small and medium-sized civil airlines may not offer WIFI services at present. Therefore, the Board is prudent and concerned about the prospect of in-flight WIFI services. The Directors did not expect any significant change in the Group’s Beauty Business.

## **CONTINGENT LIABILITY**

The Group does not have significant contingent liability as at 31 March 2018.

## **EVENTS AFTER THE REPORTING PERIOD**

There is no significant event occurred after the reporting period and up to date of this report.

## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 31 March 2018, the interests and short positions of the Directors or the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (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 and short positions which they were taken or deemed to have under such provisions of the SFO); or were required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein, or as otherwise were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules were as follows:

### Long and short positions in the ordinary shares and underlying shares of the Company

Name of director/ chief executive	Nature of interests	Notes	Interest in shares (Note 1)	Interest in underlying shares of the Company (Note 1)	Total interest in shares of the Company (Note 1)	Approximate percentage of shareholding (Notes 1 and 3)
Mr. Cai Zhaoyang	Interest of controlled corporation	Notes 2 and 3	179,925,549(L) 179,921,200(S)	— —	179,925,549(L) 179,921,200(S)	37.78%(L) 37.78%(S)

#### Notes:

1. "L" represents long position in shares or underlying shares of the Company and "S" represents short position in shares or underlying shares of the Company.
2. Mr. Cai Zhaoyang owns 65% equity interest in Xing Hang Limited ("**Xing Hang**"), which in turn directly holds long positions in 179,925,549 shares of the Company and short positions in 179,921,200 shares of the Company. Accordingly, Mr. Cai Zhaoyang is deemed to be interested in the long positions in 179,925,549 shares and short positions in 179,921,200 shares of the Company.
3. Pursuant to a term loan agreement (the "**Term Loan Agreement**") entered into between Xing Hang (as borrower) and Success Far Holdings Limited ("**Success Far**") (as lender) on 17 February 2015, a deed of charge and assignment in relation to the 179,921,200 shares of the Company had been executed by Xing Hang (as charger) in favour of Success Far (as chargee), pursuant to which 179,921,200 shares of the Company have been charged by Xing Hang to Success Far as security under the Term Loan Agreement. Accordingly, Xing Hang acquired short positions in respect of such 179,921,200 shares of the Company.
4. The percentage is calculated on the basis of 476,219,666 shares of the Company in issue as at 31 March 2018.

Save as disclosed above, as at 31 March 2018, so far as is known to any Directors or chief executive of the Company, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares and debenture of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have 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 they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

## **SUBSTANTIAL SHAREHOLDER'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY**

As at 31 March 2018, so far as is known to the Directors and the chief executives of the Company, the interests and shorts positions of the persons or corporations (other than the Directors and the chief executive of the Company) in the shares and underlying shares as recorded in the register to be kept by the Company pursuant to Section 336 of the SFO were as follows:

### **Interests and short positions in the shares or underlying shares of the Company**

<b>Name of shareholder</b>	<b>Nature of interests</b>	<b>Notes</b>	<b>Interest in shares of the Company (Note 1)</b>	<b>Interest in underlying shares of the Company (Note 1)</b>	<b>Total interest in shares of the Company (Note 1)</b>	<b>Approximate percentage of shareholding (Notes 1 and 8)</b>
Xing Hang	Beneficial owner	2	179,925,549(L) 179,921,200(S)	— —	179,925,549(L) 179,921,200(S)	37.78%(L) 37.78%(S)
Success Far	Security interest	2	179,921,200(L)	—	179,921,200(L)	37.78%(L)
Hong Kong Bridge Investment Limited ("Hong Kong Bridge Investments")	Beneficial owner	3	41,666,666(L)	—	41,666,666(L)	8.75%(L)
HKBridge Absolute Return Fund, L.P ("HKBridge Absolute")	Beneficial owner	4	64,148,063(L)	—	64,148,063(L)	13.47%(L)
On Top Global Limited ("On Top Global")	Beneficial owner	5	36,697,946(L)	—	36,697,946(L)	7.71%(L)

<b>Name of shareholder</b>	<b>Nature of interests</b>	<b>Notes</b>	<b>Interest in shares of the Company (Note 1)</b>	<b>Interest in underlying shares of the Company (Note 1)</b>	<b>Total interest in shares of the Company (Note 1)</b>	<b>Approximate percentage of shareholding (Notes 1 and 8)</b>
Hong Kong Bridge High-Tech Investment Fund L.P (“Hong Kong Bridge High-Tech”)	Interest of controlled corporation	5	36,697,946(L)	—	36,697,946(L)	7.71%(L)
China HKBridge Holdings Limited (“China HKBridge”)	Interest of controlled corporation	3,4,5	142,512,675(L)	—	142,512,675(L)	29.93%(L)
中國華融資產管理股份有限公司 (China Huarong Asset Management Co., Ltd.)(“China Huarong”)	Interest of controlled corporation	6	116,684,729(L)	—	116,684,729(L)	24.50%(L)
Tai Dong New Energy Holdings Limited (“Tai Dong”)	Beneficial owner	7	38,473,590(L)	30,000,000(L)	38,473,590(L)	14.38%(L)
Su Zhituan	Interest of controlled corporation	7	38,473,590(L)	30,000,000(L)	38,473,590(L)	14.38%(L)

*Notes:*

1. “L” represents long position in shares or underlying shares of the Company and “S” represents short position in shares or underlying shares of the Company.
2. Xing Hang is ultimately owned as to 65% by Mr. Cai Zhaoyang. Pursuant to the Term Loan Agreement, a deed of charge and assignment in relation to the 179,921,200 shares of the Company had been executed by Xing Hang (as chargor) in favour of Success Far (as chargee), pursuant to which 179,921,200 shares of the Company have been charged by Xing Hang to Success Far as security under the Term Loan Agreement. Accordingly, Xing Hang acquired short positions in respect of such 179,921,200 shares of the Company.
3. Hong Kong Bridge Investments is interested in 41,666,666 shares of the Company. As Hong Kong Bridge Investment is a wholly-owned subsidiary of Ching HKBridge, China HKBridge is deemed to be interested in such 41,666,666 shares of the Company.

4. HKBridge Absolute, a Cayman Islands exempted limited partnership, the general partner of which is HKBridge (Cayman) GP2 Limited, a Cayman Islands limited liability company, is interested in 64,148,063 shares of the Company. As the entire issued share capital of the general partner of the HKBridge Absolute is indirectly owned by China HKBridge, China HKBridge is deemed to be interested in such 64,148,063 shares of the Company.
5. On Top Global is interested in 36,697,946 shares of the Company. As On Top Global is an wholly-owned subsidiary of Hong Kong Bridge High-Tech, Hong Kong Bridge High-Tech is deemed to be interested in such 36,697,946 shares. Hong Kong Bridge High-Tech, a Cayman Islands exempted limited partnership, the general partner of which is Hong Kong Bridge High-Tech Investment G.P Limited, a Cayman Islands limited liability company. As the entire issued share capital of the general partner of the Hong Kong Bridge High-Tech is indirectly owned by China HKBridge, China HKBridge is deemed to be interested in such 36,697,946 shares of the Company.
6. China Huarong indirectly owned 50.99% equity interest in Bloom Right Limited (“Bloom Right”) and Ample Key Investments Limited (“Ample Key”). Bloom Right was directly interested in 10,870,000 shares of the Company, while Ample Key had a security interest over 64,148,063 shares of the Company. China Huarong also indirectly owned 51% equity interest in Allied Year Limited, which had a security interest over 41,666,666 shares of the Company. China Huarong is therefore deemed to be interested in 116,684,729 shares of the Company.
7. Tai Dong is interested in 38,473,590 shares and 30,000,000 preferred shares of the Company. As Tai Dong is ultimately wholly-owned by Mr. Su Zhituan, Mr. Su Zhituan is deemed to be interested in such 38,473,590 shares and 30,000,000 preferred shares of the Company.
8. The percentage is calculated on the basis of 476,219,666 Shares in issue as at 31 March 2018.

Save as disclosed above, as at 31 March 2018, so far as is known to the Directors and the chief executive of the Company, and based on the public records filed on the website of the Stock Exchange and records kept by the Company, no other persons or corporations (other than the Directors and the chief executive of the Company) has interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

## SHARE OPTION SCHEME

Pursuant to an ordinary resolution passed by the shareholders of the Company on 7 November 2014, the Company adopted a new share option scheme to replace the share option scheme adopted on 30 January 2002. The principal terms of the share option scheme were disclosed in the Company's 2017 annual report. Details of movements in the Company's share options during the three months period ended 31 March 2018 are set out as follows:

	Number of share options				Outstanding at 31 March 2018
	Outstanding at 1 January 2018	Granted during the period <i>(Note)</i>	Exercised during the period	Lapsed during the period	
Senior management and employees	7,383,000	—	—	(240,000)	7,143,000
Total	<u>7,383,000</u>	<u>—</u>	<u>—</u>	<u>(240,000)</u>	<u>7,143,000</u>

*Note:*

A total of 7,480,000 share options were granted on 3 January 2017, with an exercise price of HK\$8.9 and exercise period from 3 January 2018 to 2 January 2022, of which (i) 25% of the share options are exercisable from 3 January 2018 to 2 January 2022; (ii) 25% of the share options are exercisable from 3 January 2019 to 2 January 2022; (iii) 25% of the share options are exercisable from 3 January 2020 to 2 January 2022; and (iv) 25% of the share options are exercisable from 3 January 2021 to 2 January 2022. A total of 97,000 share options were lapsed during the year ended 31 December 2017. During the current financial period, a total of 240,000 share options have lapsed due to resignation of several senior management and employees of the Group.

## COMPETING INTERESTS

As at 31 March 2018, none of the Directors, substantial shareholders of the Company nor any of their respective close associates (as defined in the GEM Listing Rules) has any interest in a business which causes or may cause any significant competition with the business of the Group.

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

During the period under review, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

## AUDIT COMMITTEE

The Board has established an audit committee (the “**Audit Committee**”) with written terms of reference in compliance with Rules 5.28 to 5.29 of the GEM Listing Rules. As at the date of this report, the Audit Committee comprises three independent non-executive Directors, namely, Mr. Chu Kin Wang, Peleus (chairman), Mr. Tam B Ray, Billy and Mr. Tse Joseph. The Audit Committee has reviewed the unaudited condensed consolidated first quarterly results of the Group for the three months ended 31 March 2018 and has provided advice and comments thereon.

By Order of the Board  
**SuperRobotics Limited**  
**Cai Zhaoyang**  
*Executive Director and Chairman*

Hong Kong, 10 May 2018

*As at the date of this report, the Board comprises four executive directors, namely Mr. Cai Zhaoyang, Mr. Zhang Chong, Mr. Zhang Chongdi and Dr. Andrew Goldenberg; and three independent non-executive directors, namely Mr. Tam B Ray, Billy, Mr. Chu Kin Wang, Peleus and Mr. Tse Joseph.*