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ARES ASIA LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 645)

ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2018

INTERIM RESULTS

The board (the “Board”) of directors (the “Directors”) of Ares Asia Limited (the “Company”) is pleased to present the unaudited consolidated interim results of the Company and its subsidiaries (the “Group”) for the six months ended 30 September 2018 together with the comparative figures for the corresponding period in 2017 as follows:

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the six months ended 30 September 2018

(Expressed in United States dollars)

		Unaudited	
		Six months ended	
		30 September	
	<i>Note</i>	2018	2017
		\$'000	\$'000
Revenue	3	124,289	70,730
Cost of sales		<u>(123,361)</u>	<u>(70,706)</u>
Gross profit		928	24
Other income	4	29	7
Selling expenses		(57)	(67)
Administrative expenses		<u>(815)</u>	<u>(856)</u>
Profit/(loss) from operations		85	(892)
Finance costs		<u>(462)</u>	<u>(361)</u>
Loss before taxation	5	(377)	(1,253)
Income tax	6	<u>—</u>	<u>—</u>
Loss and total comprehensive income for the period		<u><u>(377)</u></u>	<u><u>(1,253)</u></u>
Loss per share	8		
Basic and diluted		<u><u>(0.11) cent</u></u>	<u><u>(0.37) cent</u></u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at 30 September 2018

(Expressed in United States dollars)

		Unaudited At 30 September 2018 \$'000	Audited At 31 March 2018 \$'000
Non-current assets			
Property, plant and equipment		5	10
Current assets			
Trade and other receivables	9	49,443	59,030
Cash and cash equivalents		1,665	8,443
		51,108	67,473
Current liabilities			
Trade and other payables	10	4,318	9,195
Discounted bills with recourse	11	38,392	49,508
		42,710	58,703
Net current assets		8,398	8,770
Net assets		8,403	8,780
Capital and reserves			
Share capital		441	441
Reserves		7,962	8,339
Total equity		8,403	8,780

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the six months ended 30 September 2018

(Expressed in United States dollars)

For the six months ended 30 September 2018

	Unaudited				
	Share Capital \$'000	Share premium account \$'000	Contributed surplus \$'000	Accumulated losses \$'000	Total \$'000
Balance at 1 April 2018	441	172	15,088	(6,921)	8,780
Loss and total comprehensive income for the period	—	—	—	(377)	(377)
Balance at 30 September 2018	<u>441</u>	<u>172</u>	<u>15,088</u>	<u>(7,298)</u>	<u>8,403</u>
Balance at 1 April 2017	441	172	15,088	(4,443)	11,258
Loss and total comprehensive income for the period	—	—	—	(1,253)	(1,253)
Balance at 30 September 2017	<u>441</u>	<u>172</u>	<u>15,088</u>	<u>(5,696)</u>	<u>10,005</u>

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

for the six months ended 30 September 2018

(Expressed in United States dollars)

	Unaudited	
	Six months ended	
	30 September	
	2018	2017
	\$'000	\$'000
Operating activities		
Decrease in trade and other receivables	9,587	30,425
Decrease in trade and other payables	(4,877)	(33)
Other cash flows generated from/(used in) operating activities	89	(884)
	<u>4,799</u>	<u>29,508</u>
Net cash generated from operating activities	<u>4,799</u>	<u>29,508</u>
Investing activities		
Other cash flows arising from investing activities	1	3
	<u>1</u>	<u>3</u>
Net cash generated from investing activities	<u>1</u>	<u>3</u>
Financing activities		
Decrease in discounted bills with recourse	(11,116)	(36,428)
Other cash flows arising from financing activities	(462)	(361)
	<u>(11,578)</u>	<u>(36,789)</u>
Net cash used in financing activities	<u>(11,578)</u>	<u>(36,789)</u>
Net decrease in cash and cash equivalents	(6,778)	(7,278)
Cash and cash equivalents at 1 April	<u>8,443</u>	<u>12,229</u>
Cash and cash equivalents at 30 September	<u>1,665</u>	<u>4,951</u>

NOTES TO THE UNAUDITED INTERIM FINANCIAL INFORMATION

(Expressed in United States dollars)

1 Basis of preparation

The unaudited condensed consolidated interim financial statements for the six months ended 30 September 2018 (the “Interim Financial Statements”) has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), including compliance with Hong Kong Accounting Standard (“HKAS”) 34 — “Interim financial reporting”, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). It was authorised for issue on 30 November 2018.

The Interim Financial Statements have been prepared in accordance with the same accounting policies adopted in the 2017/18 annual financial statements, except for the accounting policy changes that are expected to be reflected in the 2018/19 annual financial statements. Details of any changes in accounting policies are set out in note 2.

The financial information relating to the financial year ended 31 March 2018 that is included in the Interim Financial Statements as comparative information does not constitute the Company’s statutory annual consolidated financial statements for that financial year but is derived from those financial statements. The auditors have expressed an unqualified opinion on those financial statements in their report dated 29 June 2018.

2 Changes in accounting policies

The HKICPA has issued several amendments to Hong Kong Financial Reporting Standards that are first effective for the current accounting period of the Group. None of these developments has had a material effect on how the Group’s results and financial position for the current or prior periods have been prepared or presented.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

3 Revenue and segment reporting

(a) Revenue

The Group is principally engaged in the coal trading business. Revenue represents the sales value of goods sold less returns, discounts and value added taxes and other sales taxes.

(b) Segment reporting

The Group operates in a single business segment of coal trading business during the current and prior periods.

Geographical information

The following table sets out information about the geographical location of (i) the Group's revenue from external customers and (ii) the Group's property, plant and equipment. The geographical location of customers is based on the location at which the goods delivered. The geographical location of the property, plant and equipment is based on the physical location of the asset.

	Revenue from external customers		Property, plant and equipment	
	Six months ended		At	At
	30 September		30 September	31 March
	2018	2017	2018	2018
	\$'000	\$'000	\$'000	\$'000
Mainland China	124,289	70,730	—	—
Hong Kong	—	—	5	10
	<u>124,289</u>	<u>70,730</u>	<u>5</u>	<u>10</u>

4 Other income

	Six months ended	
	30 September	
	2018	2017
	\$'000	\$'000
Bank interest income	1	3
Net foreign exchange gain	28	4
Total	<u>29</u>	<u>7</u>

5 Loss before taxation

Loss before taxation is arrived at after charging:

	Six months ended	
	30 September	
	2018	2017
	\$'000	\$'000
Depreciation	5	11
Staff costs	337	450
Cost of inventories	111,622	67,707
Finance costs	<u>462</u>	<u>361</u>

6 Income tax

No provision for Hong Kong Profits Tax has been made for the six months ended 30 September 2018 and 2017 as the Group's operations in Hong Kong sustained a loss for Hong Kong Profits Tax purpose.

7 Dividend

The Directors of the Company do not recommend the payment of any interim dividend for the six months ended 30 September 2018 (six months ended 30 September 2017: Nil).

8 Loss per share

(a) Basic loss per share

The calculation of basic loss per share is based on the loss attributable to ordinary equity shareholders of the Company of \$377,000 (six months ended 30 September 2017: \$1,253,000) and the weighted average of 342,116,934 ordinary shares (six months ended 30 September 2017: 342,116,934 ordinary shares) in issue during the period.

(b) Diluted loss per share

The calculation of diluted loss per share for the six months ended 30 September 2018 and 2017 is the same as that of basic loss per share as there were no dilutive potential ordinary shares during the period.

9 Trade and other receivables

As of the end of the reporting period, the ageing analysis of trade debtors and bills receivable (which are included in trade and other receivables), based on the invoice date (or date of revenue recognition, if earlier), is as follows:

	At 30 September 2018 \$'000	At 31 March 2018 \$'000
Within 1 month	16,444	8,966
More than 1 month but within 3 months	25,014	49,508
More than 3 months but within 6 months	7,554	—
Trade debtors and bills receivable	49,012	58,474
Prepayments and other receivables	11,495	11,620
Less: Impairment on prepayments and other receivables	(11,064)	(11,064)
	<u>49,443</u>	<u>59,030</u>

The credit terms offered to customers of coal trading business are negotiated on a case-by-case basis. Irrevocable letters of credit, up to a tenor of 90 days after the receipt of required documents by nominated banks, are usually required not later than 14 days prior to the expected date of vessel's arrival at loading port as stipulated in the sales agreements.

Based on past experience, management believes that no impairment allowance is necessary in respect of trade debtors and bills receivable as there has not been a significant change in credit quality and the balances are still considered fully recoverable. No impairment loss was recognised by the Group at 30 September 2018 and 31 March 2018.

During the year ended 31 March 2014, the Group (through its subsidiary, Ares Repco Limited) entered into coal sale and purchase agreements (“the Original Agreements”) with a marketing agent (“the Original Supplier”) of two top coal miners in Indonesia. Under the Original Agreements, the Group made prepayments in the aggregate amount of \$13,000,000 to the Original Supplier to secure long-term supply of thermal coal from the relevant coal miners. The prepayments were recoverable by deducting a pre-agreed amount from the unit cost of coal purchased by the Group.

On 22 July 2015, the Group, the Original Supplier and another agent of the two top coal miners in Indonesia (“the New Supplier”) entered into a deed of transfer and amendment (“the Deed”), pursuant to which the Original Supplier transferred certain of its rights, titles and interest in and to the Original Agreements to the New Supplier, and amended certain terms of the Original Agreements, details of which were disclosed in the announcement of the Company dated 22 July 2015. Under the Original Agreements as amended by the Deed, the New Supplier agreed to deliver up to approximately 11.6 million metric tonnes of thermal coal to the Group by the end of 2017, at prices to be agreed between the parties in purchase contracts. The Original Supplier was also entitled to half of the profit margin (“the Original Seller’s Entitlement”) earned by the Group on the sale of the thermal coal in consideration of its facilitating the entering into the Deed among the parties and referral of potential end customers to the Group. As at the date of the Deed, the unutilised balance of prepayments made to the Original Supplier was approximately \$11.6 million and the Original Seller’s Entitlements would be deducted from such balance of prepayments. Save for the amendments made to the Original Agreements, the other terms of the Original Agreements remained in full force and effect.

As at 31 March 2016, the unutilised prepayments amounted to \$11,565,000. The directors reassessed the recoverability of the unutilised prepayments based on all relevant information available to the Group. Due to the continuing downturn of coal market, the low demand of coal and minimal utilisation of the prepayments, and the Group’s efforts in negotiation with the Original Supplier and New Supplier to secure the delivery of thermal coal under the terms of the Original Agreements as amended by the Deed, as well as demands for repayment which were in vain, the directors considered that there was significant uncertainty as to the ability of the Group to recover the balance of the prepayments through either utilisation from future purchases or repayment of the prepayments. Accordingly, a full impairment loss was recognised in the consolidated statement of comprehensive income during the year ended 31 March 2016.

In December 2016, the Group restructured the rights and obligations under the Original Agreements as amended by the Deed, through a series of contracts signed and exchanged with the relevant parties (“the New Agreement”), details of which were disclosed in the announcement of the Company dated 12 December 2016. Under the New Agreement, the remainder of the unutilised prepayments are to be utilised on an agreed basis against each purchase, either through an application of the prepayment towards purchases or by cash payment to the Group from the Original Supplier, in each case with an annual minimum repayment of \$2,000,000. During the year ended 31 March 2017, unutilised prepayments and other receivables in total of \$640,000 were recovered from the Original Supplier. Accordingly, the impairment loss recognised in prior year was reversed and credited in the consolidated statement of comprehensive income for the year ended 31 March 2017 to the extent of the actual amount recovered.

No further prepayments and other receivables have been utilised or recovered from the Original Supplier during the six months ended 30 September 2018. The Original Supplier is in breach of its minimum repayment obligations of \$2 million under the New Agreement. As at 30 September 2018, approximately \$11.1 million of the prepayments remains outstanding which has been fully impaired. The directors will continue to closely monitor the recoverability of the prepayments from the Original Supplier and are considering all of their options, including potential legal action.

10 Trade and other payables

As of the end of the reporting period, the ageing analysis of trade creditors (which are included in trade and other payables), based on the invoice date, is as follows:

	At 30 September 2018 \$'000	At 31 March 2018 \$'000
Within 1 month	<u>3,997</u>	<u>8,458</u>
Trade creditors	3,997	8,458
Other payables and accrued expenses	<u>321</u>	<u>737</u>
	<u>4,318</u>	<u>9,195</u>

11 Discounted bills with recourse

Bills discounted with banks at an effective interest rate ranging from 2.55% to 3.21% (31 March 2018: 2.41% to 3.03%) per annum as at 30 September 2018 have maturity profiles of no more than 90 days.

12 Operating lease commitment

	At 30 September 2018 \$'000	At 31 March 2018 \$'000
Within 1 year	210	109
After 1 year but within 5 years	<u>376</u>	<u>—</u>
	<u>586</u>	<u>109</u>

The Group is the lessee in respect of its office premise held under operating lease from a fellow subsidiary. The lease runs for an initial period of three years with options to renew the lease when all terms are renegotiated. The lease does not include contingent rentals.

13 Contingent liabilities

At 30 September 2018, the Group is involved in a legal claim relating to the disposal of certain former subsidiaries the operation of which were discontinued.

The Group ceased the operation of its footwear business in January 2013. Further, as disclosed in the Company's announcement dated 26 February 2014, the Company entered into a sale and purchase agreement ("the agreement") with Landway Investments Limited ("Landway"), a company wholly owned by a director of Brave Win Industries Limited ("Brave Win") to dispose of (i) 1 share of Brave Win, representing 0.00000333% of the total issued share capital of Brave Win; (ii) the 1,000 shares of China Compass Investments Limited ("China Compass"), representing the entire issued share capital of China Compass; and (iii) the unsecured and interest free shareholder's loan in the principal amount of approximately \$1,579,000 owed by China Compass to the Company, at a consideration of \$3,200,000 ("the Disposal"). The Disposal was completed on 10 April 2014. The directors reviewed the representations and warranties provided by the Company to Landway as set out in the agreement and based on the review and professional advice obtained, it was considered that there was no breach of any of the representations and warranties.

On 23 March 2016, Landway filed a claim against the Company, which alleged that a former director of the Company made certain misrepresentations in the Disposal and filed a claim of \$700,000 plus interest against the Company in the High Court of Hong Kong. The Company filed its defence on 24 May 2016 which denied the allegations made by Landway. On 7 September 2016, the Company issued a summons applying to strike out Landway's claim. The strike out application was unsuccessful as Landway amended its statement of claim on 13 March 2017 in response to the strike out application. The Company filed an amended defence on 28 April 2017 accordingly. Landway and the Company filed and exchanged factual witness statements on 20 March 2018. Landway further amended its statement of claim on 8 November 2018.

The parties are still in the course of completing discovery and no trial dates have yet been fixed. Based on the available evidence and the advice received from the Company's legal advisor as to the merits of Landway's claim, the directors of the Company are of the opinion that no provision in respect of the said claim is required to be made.

14 Material related party transactions

(a) Compensation of key management personnel

The remuneration of directors and other members of key management during the period was as follows:

	Six months ended	
	30 September	
	2018	2017
	\$'000	\$'000
Salaries and other short-term employee benefits	46	155
Retirement scheme contributions	<u>1</u>	<u>1</u>
	<u>47</u>	<u>156</u>

(b) Transaction with a fellow subsidiary

	Six months ended	
	30 September	
	2018	2017
	\$'000	\$'000
Rental expenses, building management fee and utility charges	<u>173</u>	<u>210</u>

Details of continuing connected transaction is set out in the announcement of the Company dated 19 September 2018.

MANAGEMENT DISCUSSION AND ANALYSIS

REVIEW OF OPERATIONS

The Group continued to operate its coal trading business during the six-month period ended 30 September 2018. The customers of the Group are primarily State-owned and privately owned Chinese companies (or their offshore subsidiaries) whose businesses include trading or sales of commodities, including coal, and import and export operations. As a result of the Group supplying trading customers, the ultimate consumer of the supplies is commonly unknown to the Group.

The Company's policy is not to carry coal inventory. Accordingly, the Group utilises its knowledge of the specifications and quality of the commodity, its contacts both on the demand and supply sides of the market and its assessment of price/price trends to seek to meet its customers needs by sourcing the supplies at the required quantity, specification and delivery period at the best available price from the Group's suppliers, which include coal mine owners, operators or their agents and offering the same to the Group's customers at an appropriate mark up in price and other settlement terms.

During the six-month period ended 30 September 2018, the performance of the coal trading business has improved with revenue of US\$124.29 million, representing a year-on-year increase of 75.72% or US\$53.56 million. The Group sold thermal coal originated from Indonesia, New Zealand and Australia to Mainland China, with a total volume of approximately 1.63 million metric tonnes ("MT") as compared to approximately 1.10 million MT in the corresponding period of last year.

Selling and administrative expenses primarily consisted of employee benefits costs as well as rental and corporate expenses which amounted to approximately US\$0.87 million for the current period, which decreased by US\$0.05 million as compared to US\$0.92 million in the corresponding reporting period of last year. Finance costs incurred during the period arose from the bills discounted which amounted to approximately US\$0.46 million for the current period, which increased by US\$0.10 million as compared to US\$0.36 million in the corresponding reporting period of last year. The decrease in selling and administrative expenses were mainly due to the decrease in staff costs. The increase in finance costs were mainly due to the increase in sales volume.

The Group recorded a decrease in net losses attributable to the shareholders for the six-month period ended 30 September 2018 by about 69.91% as compared to that for the corresponding period in 2017 mainly due to (i) the increase in sales volume of the Group for the six-month period ended 30 September 2018 by approximately 48.18% as compared to the six-month period ended 30 September 2017 as well as an improvement in the overall gross profit margin; and (ii) the decrease in selling and administrative expenses.

PROSPECT

Despite slumping coal prices and the Renminbi's continuous run of monthly declines over the past six months, the Group was still able to achieve a good result in coal trading volume of 1.63 million MT during the first half of financial year 2018/19.

Looking ahead, the market will remain challenging due to enhanced intensity of air pollution control in China, unstable global economy as well as trade wars. However, the Group has noted that cost advantages of imported coal and an increased demand for coal from coastal power plants in China for the upcoming financial year, may lead to a recovery on the coal import market. The Group will also closely monitor developments on global economy.

The Group will continue to work closely with top coal mines in Indonesia to secure supply of quality thermal coal at a competitive price, which will include considering possible opportunities in building strategic alliances with them. Further, the Group will continue to explore new customers by allocating marketable types of coal according to differentiated requirements of customers.

In furtherance of the Group's continued review of its future business strategies, the Group will explore business or investment opportunities that can benefit the long term stability and growth of the Group's operations.

LIQUIDITY AND FINANCIAL RESOURCES

We continue our conservative positioning in managing the Group's working capital.

As at 30 September 2018, cash on hand and at banks for the Group amounted to approximately US\$1.67 million as compared to US\$8.44 million as at 31 March 2018. The decrease in cash was primarily the result of the payment for daily operations and trade activities during the six months ended 30 September 2018.

As at 30 September 2018, the Group had discounted bills with recourse amounting to US\$38.39 million as compared to US\$49.51 million as at 31 March 2018. The discounting of bills receivable was a short term trade facility and the underlying bills receivable had maturity periods of 90 days after the receipt of required documents by nominated banks, or less and were covered by corresponding letters of credit.

As at 30 September 2018, the gearing ratio, being net debt (total borrowings less cash on hand and at banks) to net assets attributable to owners of the Group was 437.07% (31 March 2018: approximately 467.71%).

The Group implements tight control on its credit and collection policies. As stipulated in the sale and purchase agreements for the coal trading business, irrevocable letters of credit up to a tenor of 90 days by reputable banks are usually required not later than 14 days prior to the expected date of vessels' arrival at loading port. So far, the Group has not experienced any bad debts from its coal trading business.

The Group generally relied on its internally generated cash flows and the existing trade facilities to finance its day to day operations. There is no present plan for material capital expenditures and we believe that the Group has adequate liquidity to meet its current and future working capital requirements.

RISK OF CURRENCY FLUCTUATIONS

The Group's assets and liabilities as well as the income and expenses derived from the continuing operation are mainly denominated in Hong Kong Dollars and United States Dollars (i.e. functional currency of the Company and its subsidiaries).

There is no significant exposure to the fluctuation of foreign exchange rates, but the Group is closely monitoring the financial market and would consider appropriate measures if required. Currently, the Group has no hedging arrangement for foreign currencies and has not entered into any financial derivatives arrangement.

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

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

EMPLOYEES AND EMOLUMENT POLICY

As at 30 September 2018, the Group had a total of 8 (31 March 2018: 9) full time employees in Hong Kong. The Group's emolument policy is to pay wages and salaries that are competitive in the industry in a way that will be motivational, fair and equitable, and that are dependent on individual's and the Group's performance. Apart from salaries, the Group also provides other fringe benefits to employees, which include share option scheme, provident fund schemes and bonus on performance basis.

EVENT AFTER THE REPORTING PERIOD

Appointment of Executive Director

Mr. Lai Yi-Chun ("Mr. Lai"), also known as "Robert Lai", has been appointed as an executive Director with effect from 1 November 2018. Reference is made to the announcement of the Company dated 1 November 2018 in relation to the appointment of executive Director.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Company has complied with the code provisions (the "Code Provision(s)") as set out in the Corporate Governance Code and Corporate Governance Report (the "CG Code") contained in Appendix 14 to the Listing Rules during the six months ended 30 September 2018, except for the deviations from Code Provision A.2.1 which stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Ms. RUAYRUNGRUANG Woraphanit ("Ms. RUAYRUNGRUANG") is the chairlady of the Board and chief executive officer of the Company. The Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company. The balance of power and authority is ensured by the operations of the Board, which comprises experienced and high caliber individuals and meets regularly to discuss issues affecting the operations of the

Company. The Board believes that this structure is conducive to strong and consistent leadership, enabling the Group to make and implement decisions promptly and efficiently. The Board has full confidence in Ms. RUAYRUNGRUANG and believes that her holding of the positions of the chairlady of the Board and chief executive officer of the Company is beneficial to the business development of the Group. The Board will nevertheless regularly review the effectiveness of this structure to ensure that such structure is appropriate in view of the Group's prevailing circumstances.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules as its code of conduct regarding Directors' securities transactions. All the members of the Board have confirmed that, following specific enquiries made by the Company, they have complied with the required standard as set out in the Model Code throughout the six months ended 30 September 2018.

AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") under the Board comprises all the three independent non-executive Directors, namely Mr. NGAN Hing Hon (Committee Chairman), Mr. YEUNG Kin Bond, Sydney and Mr. CHANG Jesse.

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including the review of the unaudited consolidated interim financial statements of the Group for the six months ended 30 September 2018.

PUBLICATION OF INTERIM RESULTS ANNOUNCEMENT AND INTERIM REPORT

This results announcement is published at the websites of the Company at www.aresiasia.com and www.irasia.com/listco/hk/aresasia and the Stock Exchange at www.hkexnews.hk. The interim report of the Company for the six months ended 30 September 2018 containing all the information required by the Listing Rules will be despatched to the shareholders of the Company and available on the above websites in due course.

By Order of the Board
ARES ASIA LIMITED
RUAYRUNGRUANG Woraphanit
Chairlady

Hong Kong, 30 November 2018

As at the date of this announcement, the executive directors of the Company are Ms. RUAYRUNGRUANG Woraphanit (Chairlady) and Mr. LAI Yi-Chun, and the independent non-executive directors of the Company are Mr. CHANG Jesse, Mr. NGAN Hing Hon and Mr. YEUNG Kin Bond, Sydney.