

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 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 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 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 2019 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 2019 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 14 May 2019.

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 2019 together with the comparative unaudited figures for the corresponding period in 2018 as follows:

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

For the three months ended 31 March 2019

		(Unaudited)	
		For the three months	
		ended 31 March	
		2019	2018
	Notes	HK\$'000	HK\$'000
Revenue	3	15,670	16,159
Cost of sales		<u>(9,111)</u>	<u>(9,058)</u>
Gross profit		6,559	7,101
Other income	4	624	1,981
Selling and distribution costs		(3,420)	(2,237)
Administrative expenses		<u>(27,290)</u>	<u>(19,629)</u>
Operating loss	5	(23,527)	(19,629)
Finance costs		<u>—</u>	<u>—</u>
Loss before income tax		(23,527)	(19,629)
Income tax expense	7	<u>(538)</u>	<u>(485)</u>
Loss for the period		(24,065)	(20,114)
Other comprehensive income for the period			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation on foreign operations		<u>216</u>	<u>5,088</u>
Other comprehensive income for the period		<u>216</u>	<u>5,088</u>
Total comprehensive loss for the period		<u><u>(23,849)</u></u>	<u><u>(15,026)</u></u>

	(Unaudited)	
	For the three months	
	ended 31 March	
	2019	2018
<i>Notes</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Loss for the period attributable to:		
Owners of the Company	(25,250)	(21,237)
Non-controlling interests	<u>1,185</u>	<u>1,123</u>
	<u><u>(24,065)</u></u>	<u><u>(20,114)</u></u>
Total comprehensive loss for the period attributable to:		
Owners of the Company	(25,041)	(16,171)
Non-controlling interests	<u>1,192</u>	<u>1,145</u>
	<u><u>(23,849)</u></u>	<u><u>(15,025)</u></u>
Loss per share (<i>HK cents</i>)		
Basic and diluted	8 <u><u>(4.99)</u></u>	<u><u>(4.50)</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 sale of beauty products, the provision of therapy services, and the provision of engineering products and related 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**”).

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 the year ended 31 December 2018, except for the adoption of new and amendments to HKFRSs that affect the Group and has adopted the first time for the current period’s unaudited condensed consolidated first quarterly results.

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 2019. 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 except for the adoption of HKFRS 16 Leases. Under HKFRS 16 the Group may need to recognise and measure a liability at the present value of the future minimum lease payments and recognise a corresponding right-of-use asset for these leases. The interest expense on the lease liability and depreciation on the right-of-use asset will be recognised in profit or loss. The Group’s assets and liabilities will increase and the timing of expense recognition will also be impacted as a result.

The Group has not early adopted the new and revised HKFRSs that have been issued but are not yet effective.

3. REVENUE

	(Unaudited)	
	For the three months	
	ended 31 March	
	2019	2018
	HK\$'000	HK\$'000
Sales of beauty products	700	776
Provision of therapy services	12,412	11,712
Provision of engineering products and related services	2,558	3,671
	<u>15,670</u>	<u>16,159</u>

4. OTHER INCOME

	(Unaudited)	
	For the three months	
	ended 31 March	
	2019	2018
	HK\$'000	HK\$'000
Management income	30	30
Interest income on bank deposits	82	20
Financial assets at fair value through profit or loss	—	1,609
Sundry income	512	322
	<u>624</u>	<u>1,981</u>

5. OPERATING LOSS

	(Unaudited)	
	For the three months	
	ended 31 March	
	2019	2018
	HK\$'000	HK\$'000
Operating loss has been arrived at after charging:		
Depreciation of property, plant and equipment	1,120	834
Staff costs including directors' emoluments		
— Salaries and other allowances	7,973	7,402
— Pension costs — defined contribution plans	694	1,330
Operating lease rentals in respect of rental premises	—	1,078

6. DIVIDEND

The Board does not recommend the payment of any dividend for the three months ended 31 March 2019 (2018: Nil).

7. INCOME TAX EXPENSE

- (i) Hong Kong Profits Tax has been provided at the rate of 16.5% (2018: 16.5%) on the estimated assessable profits for the three months ended 31 March 2019.
- (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 2019 (2018: Nil).
- (iii) The Group had no significant unprovided deferred tax assets and liabilities at 31 March 2019 (2018: Nil).

8. LOSS PER SHARE

The calculation of the basic loss per share for the three months ended 31 March 2019 is based on the loss for the period of approximately HK\$25,250,000 (2018: loss of approximately HK\$21,237,000) and on the weighted average of 506,219,666 shares in issue during the three months ended 31 March 2019 (2018: 476,219,666 shares).

Diluted loss per share for the three months ended 31 March 2019 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 Share HK\$ '000	Share capital-preferred Share HK\$ '000	Share premium HK\$ '000	Contributed surplus HK\$ '000	Translation reserve HK\$ '000	Share based payment HK\$ '000	Accumulated losses HK\$ '000	Sub-total HK\$ '000	Non-controlling interests HK\$ '000	Total equity HK\$ '000
At 1 January 2019 (audited)	50,622	—	488,163	27,141	(446)	21,246	(405,691)	181,035	5,425	186,460
Loss for the period	—	—	—	—	—	—	(25,250)	(25,250)	1,185	(24,065)
Other comprehensive income for the period:										
Exchange differences on translating foreign operations	—	—	—	—	209	—	—	209	7	216
Total comprehensive loss for the period	—	—	—	—	209	—	(25,250)	(25,041)	1,192	(23,849)
Transactions with owners in their capacity as owners:										
Employee share option scheme										
Value of employee services	—	—	—	—	—	1,041	—	1,041	—	1,041
At 31 March 2019 (unaudited)	50,622	—	488,163	27,141	(237)	22,287	(430,941)	157,035	6,617	163,652
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 expenses 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	1,317
Dividend paid to Non-controlling interest	—	—	—	—	—	—	—	—	(1,470)	(1,470)
At 31 March 2018 (unaudited)	47,622	3,000	359,013	27,141	1,990	(197,180)	3,329	242,473	907	243,380

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

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

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 WLAN and WIFI systems as well as robotics and automation systems.

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 reduced by approximately 9.8% and has increased by approximately 6.0% to approximately HK\$0.7 million and approximately HK\$12.4 million, respectively for the three months ended 31 March 2019.

For the Engineering Business, during the three months ended 31 March 2019, the Group continued to develop and perfect its robotic products. The Group has also driven the commercialization of its products at steady pace through domestic platforms, upon which large-scale of civil application can be expected. In respect of police use, with its outstanding products and technology, the Group has been admitted as supply items of the “police equipment procurement centre agreement” of the Ministry of Public Security for 2018 to 2019, indicating the high recognition of its products, which further increased the influence of the Group’s products in the market. For the period under review the revenue of the Engineering Business has decreased by approximately 30.3% and contributed a total revenue of approximately HK\$2.6 million to the total turnover of the Group.

Financial Review

During the period under review, the Group recorded a turnover of approximately HK\$15.7 million (2018: approximately HK\$16.2 million), representing a decrease of approximately 3.1% as compared with the corresponding period in 2018, of which approximately HK\$0.7 million (2018: approximately HK\$0.8 million), approximately HK\$12.4 million (2018: approximately HK\$11.7 million) and approximately HK\$2.6 million (2018: approximately HK\$3.7 million) were generated from the sales of beauty products, provision of therapy services and the sale of robotics products respectively.

Other income of approximately HK\$0.6 million (2018: approximately HK\$2.0 million) was mainly contributed by sundry income of HK\$0.5 million received during the period under review.

The selling and distribution costs was approximately HK\$3.4 million for the three months period ended 31 March 2019 (2018: approximately HK\$2.2 million), representing an increase of approximately 54.5% over the corresponding period in 2018. Such increase was mainly attributed to the advertising and promotion expenses of approximately HK\$1.1 million and approximately HK\$2.3 million incurred by the Beauty Business and the Engineering Business respectively during the period under review.

The administrative expenses was approximately HK\$27.3 million for the three months period ended 31 March 2019 (2018: approximately HK\$19.6 million), representing an increase of approximately 39.3% over the last corresponding period. Such increase was mainly attributed to an increase in legal and professional expense of approximately HK\$1.3 million and research and development expense of approximately HK\$6.4 million.

OUTLOOK

The robust development of the robotic industry in China represents enormous potential for market expansion for the Group in the future. The construction of intelligent cities has been in full swing based upon artificial intelligent technology. The wide application of intelligent robotics covers from police use to various aspects such as services and security. The overall global penetration rate of civil security is around 10% at present, while the penetration rate of civil security in the U.S. reaches 50%. The market penetration rate of civil security in China is only 11%, reflecting the larger potentials of civil security robotics market, which is likely to be the next hot sector where rapid industrialization will take place. Data suggests that the global investments in robotics and related services by 2019 are expected to be almost doubled as compared to 2015. In view of the growth rate of domestic security industry which will remain at above 10%, the market will continue to expand. The value of domestic security industry in 2018 amounted to over 600 billion. The Group's security robotics has the potential to become the major replenishment for security systems and expand into civil market for the realization of large-scale expansion.

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.

The directors do not expect any significant growth in the Group's Beauty Business.

CONTINGENT LIABILITY

The Group does not have significant contingent liability as at 31 March 2019.

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 THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 31 March 2019, the interests and short positions of the Directors and 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 Securities and Futures Ordinance (the "SFO") which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they 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, 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)	Total interest in shares (Note 1)	Approximate percentage of shareholding (Notes 1 and 3)
Mr. Su Zhituan	Interest of controlled corporation	2	151,425,197(L)	151,425,197(L)	29.91%(L)
Andrew Avi Goldenberg	Interest of controlled corporation	3	29,286,971(L)	29,286,971(L)	5.78%(L)

Notes:

- "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.
- Tai Dong New Energy Holding Limited ("**Tai Dong**") is ultimately owned as to 100% by Mr. Su Zhituan and holds long positions in 151,425,197 shares of the Company. Accordingly, Mr. Su Zhituan is deemed to be interested in the long positions in 151,425,197 shares of the Company.
- KE10MA Holdings Inc. ("**KE10MA Holdings**") is interested in 29,286,971 shares of the Company. KE10MA Holdings is 50%-owned by Dr. Andrew Avi Goldenberg and 50%-owned by Mrs. Aviva C Goldenberg. As Dr. Andrew Avi Goldenberg holds 50% of the issued share capital of KE10MA Holdings and Mrs. Aviva C Goldenberg is the spouse of Dr. Andrew Avi Goldenberg, Dr Andrew Avi Goldberg is deemed to be interested in such 29,286,971 shares of the Company.

The percentage is calculated on the basis of 506,219,666 shares of the Company in issue as at 31 March 2019.

Save as disclosed above, as at 31 March 2019, 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 2019, 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 ordinary shares or underlying ordinary shares of the Company

Name of shareholder	Nature of interests	<i>Notes</i>	Interest in shares of the Company <i>(Note 1)</i>	Total interest in shares of the Company <i>(Note 1)</i>	Approximate percentage of shareholding <i>(Notes 1 and 9)</i>
Tai Dong New Energy Holding Limited (“ Tai Dong ”)	Beneficial owner	2	151,425,197(L)	151,425,197(L)	29.91%(L)
Hong Kong Bridge Investments Limited (“ Hong Kong Bridge Investment ”)	Interest of controlled corporation	3	41,666,666(L)	41,666,666(L)	8.23%(L)
HKBridge Absolute Return Fund L.P (“ HKBridge Absolute ”)	Beneficial owner	4	64,148,063(L)	64,148,063(L)	12.67%(L)
On Top Global Limited (“ On Top Global ”)	Beneficial owner	5	36,697,946(L)	36,697,946(L)	7.25%(L)
China HKBridge Holdings Limited (“ China HKBridge ”)	Interest of controlled corporation	3,4,5	142,512,675(L)	142,512,675(L)	28.15%(L)
Bloom Right Limited	Beneficial owner	6	10,870,000(L)	10,870,000(L)	2.15%(L)
Ample Key Investments Limited	Security interest	6	64,148,063(L)	64,148,063(L)	12.67%(L)
Allied Year Limited	Security interest	6	41,666,666(L)	41,666,666(L)	8.23%(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)	23.05%(L)

Name of shareholder	Nature of interests	Notes	Interest in shares of the Company (Note 1)	Total interest in shares of the Company (Note 1)	Approximate percentage of shareholding (Notes 1 and 9)
KE10MA Holdings Inc. ("KE10MA Holdings")	Beneficial Owner	7	29,286,971(L)	29,286,971(L)	5.78%(L)
Goldenberg Aviva C	Interest of controlled corporation	7	29,286,971(L)	29,286,971(L)	5.78%(L)
Greater Harmony Limited	Interest of controlled corporation	8	30,000,000(L)	30,000,000(L)	5.93%(L)
Ko Chun Shun Johnson	Beneficial Owner	8	30,000,000(L)	30,000,000(L)	5.93%(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. Tai Dong is interested in 151,425,197 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 151,425,197 shares.
3. Hong Kong Bridge Investments Limited ("**Hong Kong Bridge Investments**") is interested in 41,666,666 shares of the Company. As Hong Kong Bridge Investments is a wholly-owned subsidiary of China HKBridge Holdings Limited ("**China HKBridge**"), China HKBridge is deemed to be interested in such 41,666,666 shares of the Company.
4. HKBridge Absolute Return Fund, L.P. ("**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 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 Limited ("**On Top Global**") is interested in 36,697,946 shares of the Company. As On Top Global is a 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 interest in such 36,697,946 shares of the Company.
6. China Huarong Asset Management Co., Ltd. ("**China Huarong**") indirectly owned 50.99% equity interest in Bloom Right Limited ("**Bloom Right**") and Ample Key Investments Limited ("**Ample Key**"). Bloom Right is directly interested in 10,870,000 shares of the Company, while Ample Key has a security interest over 64,148,063 shares of the Company. China Huarong also indirectly owns 51% equity interest in Allied Year Limited, which has 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. KE10MA Holdings Inc. (“**KE10MA Holdings**”) is interested in 29,286,971 shares of the Company. As KE10MA Holdings is 50%-owned by Dr. Andrew Avi Goldenberg and 50%-owned by Mrs. Aviva C Goldenberg and Mrs. Aviva C Goldenberg is the spouse of Dr. Andrew Avi Goldenberg, Mrs. Aviva C Goldenberg is deemed to be interested in such 29,286,971 shares of the Company.
8. Greater Harmony Limited (“**Greater Harmony**”) is interested in 30,000,000 shares of the Company. As Greater Harmony is ultimately wholly-owned by Mr. Ko Chun Shun Johnson. Mr. Ko Chun Shun Johnson is deemed to be interested in such 30,000,000 shares of the Company.
9. The percentage is calculated on the basis of 506,219,666 Shares in issue as at 31 March 2019.

Save as disclosed above, as at 31 March 2019, 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) had 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 2016 annual report. Details of movements in the Company’s share options during the three months period ended 31 March 2019 are set out as follows:

	Number of share options				Outstanding at 31 March 2019
	Outstanding at 1 January 2019	Granted during the period (Note)	Exercised during the period	Lapsed during the period	
Senior management and employees	5,732,000	—	—	(1,208,000)	4,524,000
Total	<u>5,732,000</u>	<u>—</u>	<u>—</u>	<u>(1,208,000)</u>	<u>4,524,000</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.

COMPETING INTERESTS

As at 31 March 2019, 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 two independent non-executive Directors, namely, Mr. Chu Kin Wang, Peleus (chairman) and Mr. Tam B Ray, Billy. The Audit Committee has reviewed the unaudited condensed consolidated first quarterly results of the Group for the three months ended 31 March 2019 and has provided advice and comments thereon.

Following the retirement of Mr. Xie Zhichun, an independent non-executive Director, (i) the Company has only two independent non-executive Directors which deviated from the requirement under the Rule 5.05(1) of the Rules Governing the Listing of Securities on the GEM on the Stock Exchange (the “**GEM Listing Rules**”); (ii) the Company has only two members in the Audit Committee which deviated from the requirement under the Rule 5.28 of the GEM Listing Rules; and (iii) the number of independent non-executive Directors in the Remuneration Committee does not meet the majority requirement under Rule 5.34 of the GEM Listing Rules. The Board will make its best endeavours to identify an appropriate person to fill the vacancy of independent non-executive Director, member of the Audit Committee and the Remuneration Committee as required under Rules 5.05(1), 5.28 and 5.34 of the GEM Listing Rules as soon as practicable and in any event within three months in accordance with Rules 5.06, 5.33 and 5.36 of the GEM Listing Rules.

Further announcement(s) will be made by the Company as and when appropriate.

By Order of the Board
SuperRobotics Limited
Su Zhituan
Executive Director and Chairman

Hong Kong, 14 May 2019

As at the date of this report, the Board comprises two executive directors, namely Mr. Su Zhituan (Chairman) and Mr. Sun Ziqiang (Vice-chairman), one non-executive director Mr. Cheng Yu, and two independent non-executive directors, namely Mr. Chu Kin Wang, Peleus and Mr. Tam B Ray Billy.

This report will remain on the “Latest Company Announcements” page of the GEM website at <http://www.hkgem.com> for a minimum period of 7 days from the date of its publication and on the Company’s website at <http://www.superrobotics.com.hk>.