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神州數字

China Binary New Fintech Group

神州數字新金融科技集團

(於開曼群島註冊成立的有限公司)

(股份代號：8255)

截至2021年3月31日止三個月的 第一季度業績公告

神州數字新金融科技集團董事會(分別為「本公司」及「董事會」)謹此公佈本公司及其附屬公司截至2021年3月31日止三個月的未經審核簡明綜合業績。本公告載列本公司2021年第一季度報告全文，並符合聯交所GEM證券上市規則(分別為「GEM」及「GEM上市規則」)內有關第一季度業績初步公告附載資料的相關規定。

承董事會命
神州數字新金融科技集團
執行董事、主席及行政總裁
孫江濤

中華人民共和國北京，2021年5月10日

於本公告日期，本公司董事(「董事」)為：

執行董事

孫江濤先生(主席兼行政總裁)

非執行董事

張蓉女士

獨立非執行董事

侯東先生、何慶華先生及楊浩然先生

本公告的資料乃遵照GEM上市規則而刊載，旨在提供有關本公司之資料；董事共同及個別對本公告承擔全部責任。董事在作出一切合理查詢後，確認就彼等所深知及確信，本公告所載資料在各重大方面均屬真確及完整，沒有誤導或欺騙成份，且並無遺漏任何其他事項，致使本公告所載任何陳述或本公告產生誤導。

本公告將自其刊載日期起計最少保留七天於GEM網站www.hkgem.com之「最新上市公司公告」頁內。本公告亦將刊載於本公司網站www.shenzhoufu.hk。

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.

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This report, for which the directors of China Binary New Fintech Group (the “Company” and the “Directors”, respectively) 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 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.

香港聯合交易所有限公司(「聯交所」)GEM之特色

GEM的定位，乃為中小型公司提供一個上市的市場。此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於GEM上市公司普遍為中小型公司，在GEM買賣的證券可能會較於主板買賣之證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

香港交易及結算所有限公司及聯交所對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並表明不會就本報告全部或任何部分內容而產生或倚賴該等內容而引致之任何損失承擔任何責任。

本報告的資料乃遵照聯交所GEM證券上市規則(「GEM上市規則」)而刊載，旨在提供有關神州數字新金融科技集團(「本公司」)的資料，本公司董事(「董事」)願就本報告的資料共同及個別地承擔全部責任。董事經作出一切合理查詢後確認就彼等所深知及確信，本報告所載資料在所有重大方面均屬準確完整及並無誤導或欺詐成分，且並無遺漏其他事項，致使本報告中任何聲明或本報告存在誤導成份。

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DIRECTORS

Executive Director

Mr. Sun Jiangtao
(Chairman and Chief Executive Officer)

Non-executive Director

Ms. Zhang Rong

Independent Non-executive Directors

Mr. Yang Haoran
Mr. Hou Dong
Mr. He Qinghua

COMPLIANCE OFFICER

Mr. Sun Jiangtao

COMPANY SECRETARY

Ms. Cheng Lucy
(a fellow of The Hong Kong Institute of
Chartered Secretaries)

AUTHORISED REPRESENTATIVES

Mr. Sun Jiangtao
Ms. Cheng Lucy

AUDIT COMMITTEE

Mr. He Qinghua (Chairman)
Mr. Hou Dong
Ms. Zhang Rong

董事

執行董事

孫江濤先生
(主席兼行政總裁)

非執行董事

張蓉女士

獨立非執行董事

楊浩然先生
侯東先生
何慶華先生

合規主任

孫江濤先生

公司秘書

曾若詩女士
(香港特許秘書公會資深會士)

授權代表

孫江濤先生
曾若詩女士

審核委員會

何慶華先生(主席)
侯東先生
張蓉女士

REMUNERATION COMMITTEE

Mr. Hou Dong (*Chairman*)
Mr. Yang Haoran
Mr. Sun Jiangtao

薪酬委員會

侯東先生(主席)
楊浩然先生
孫江濤先生

NOMINATION COMMITTEE

Mr. Yang Haoran (*Chairman*)
Mr. Hou Dong
Mr. Sun Jiangtao

提名委員會

楊浩然先生(主席)
侯東先生
孫江濤先生

INDEPENDENT AUDITOR

BDO Limited
25th Floor
Wing On Centre
111 Connaught Road Central
Hong Kong

獨立核數師

香港立信德豪會計師事務所有限公司
香港
干諾道中111號
永安中心
25樓

PRINCIPAL BANKERS

Industrial and Commercial Bank of China
China Minsheng Banking
China Zheshang Bank
Industrial Bank Co., Ltd.

主要往來銀行

中國工商銀行
中國民生銀行
浙商銀行
興業銀行

REGISTERED OFFICE

P.O. Box 31119
Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman
KY1-1205
Cayman Islands

註冊辦事處

P.O. Box 31119
Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman
KY1-1205
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN THE PEOPLE'S REPUBLIC OF CHINA (THE "PRC")

Room 1506, 15/F
Jinhui Building, Qiyang Road
Wangjing, Chaoyang District
Beijing
The PRC

總辦事處及中華人民共和國 (「中國」) 主要營業地點

中國
北京
朝陽區望京
啟陽路金輝大廈
15樓 1506室

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

31/F, 148 Electric Road
North Point
Hong Kong

香港主要營業地點

香港
北角
電氣道148號31樓

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Vistra (Cayman) Limited
P.O. Box 31119
Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman
KY1-1205
Cayman Islands

開曼群島股份過戶登記總處

Vistra (Cayman) Limited
P.O. Box 31119
Grand Pavilion
Hibiscus Way
802 West Bay Road
Grand Cayman
KY1-1205
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Boardroom Share Registrars (HK) Limited
Room 2103 B, 21/F., 148 Electric Road
North Point
Hong Kong

香港股份過戶登記分處

寶德隆證券登記有限公司
香港
北角
電氣道148號21樓2103B室

COMPLIANCE ADVISER

Lego Corporate Finance Limited
Room 1601, 16/F, China Building
29 Queen's Road Central
Hong Kong

LISTING INFORMATION

GEM of The Stock Exchange of Hong Kong Limited
Stock Code: 8255
Board Lot: 6000

COMPANY'S WEBSITE

www.shenzhoufu.hk

合規顧問

力高企業融資有限公司
香港
皇后大道中29號
華人行16樓1601室

上市資料

香港聯合交易所有限公司GEM
股份代號：8255
買賣單位：6000

公司網站

www.shenzhoufu.hk

The board of Directors (the “Board”) presents the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the three months ended 31 March 2021 (the “Period”) together with the comparative unaudited figures for the corresponding period in 2020 as follows:

董事會(「董事會」)呈報本公司連同其附屬公司(統稱「本集團」)截至2021年3月31日止3個月(「本期間」)的未經審核簡明綜合業績，連同2020年相應期內的未經審核比較數據如下：

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

未經審核簡明綜合全面收益表

For the three months ended 31 March 2021

截至2021年3月31日止3個月

		Three months ended 31 March 截至3月31日止3個月		
		Notes 附註	2021 RMB'000 人民幣千元	2020 RMB'000 人民幣千元
Revenue	收入	4	7,706	4,436
Cost of revenue	收入成本		(1,689)	(2,768)
Gross profit	毛利		6,017	1,668
Other income and gains	其他收入及收益	4	238	311
Fair value losses on intangible assets	無形資產的公平值虧損		—	(932)
Selling and distribution expenses	銷售及分銷開支		(3,156)	(2,888)
Administrative expenses	行政開支		(17,360)	(16,481)
Share of losses of associates	應佔聯營公司之虧損		(12)	—
Finance costs	融資成本	5	(26)	—
Loss before income tax credit	除所得稅抵免前虧損	6	(14,299)	(18,322)
Income tax credit	所得稅抵免	7	274	1,005
Loss for the period	期內虧損		(14,025)	(17,317)
Other comprehensive income	其他全面收益			
Items that will not be reclassified subsequently to profit or loss:	其後將不會重新分類至損益的項目：			
Changes in fair value of equity instruments at fair value through other comprehensive income, net of tax	按公平值計入其他全面收益的股本工具公平值變動，除稅淨額		—	4
Change in fair value of intangible assets	無形資產的公平值變動		48,221	—
Item that may be reclassified to profit or loss:	可重新分類至損益的項目：			
Exchange differences in translating foreign operations	換算海外業務的匯兌差額		(203)	323
Other comprehensive income for the period	期內其他全面收益		48,018	327
Total comprehensive income/(loss) for the period	期內全面收益/(虧損)總額		33,993	(16,990)

**UNAUDITED CONDENSED
CONSOLIDATED STATEMENT OF
COMPREHENSIVE INCOME (Continued)**
**未經審核簡明綜合全面收益
表(續)**
For the three months ended 31 March 2021
截至2021年3月31日止3個月

		Three months ended 31 March 截至3月31日止3個月	
		2021	2020
		RMB'000	RMB'000
		人民幣千元	人民幣千元
	Notes 附註		
Loss for the period attributable to:	以下各項應佔期內虧損：		
Owners of the Company	本公司擁有人	(12,160)	(17,003)
Non-controlling interests	非控股權益	(1,865)	(314)
		(14,025)	(17,317)
Total comprehensive income for the period attributable to:	以下各項應佔期內全面收益總額：		
Owners of the Company	本公司擁有人	35,858	(16,676)
Non-controlling interests	非控股權益	(1,865)	(314)
		33,993	(16,990)
Loss per share (RMB cents)	每股虧損(人民幣分)		
— Basic	— 基本	8	(2.53)
			(3.54)

UNAUDITED CONDENSED
CONSOLIDATED STATEMENT OF
CHANGES IN EQUITY

For the three months ended 31 March 2021

未經審核簡明綜合權益變動
表

截至2021年3月31日止3個月

		Attributable to the owners of the Company 本公司擁有人應佔										
		Issued capital	Share premium	Capital reserve	Statutory reserve	Revaluation reserve	Fair value through other comprehensive income reserve	Foreign exchange reserve	Retained earnings	Total	Non- controlling interests	Total equity
		已發行 股本	溢價	資本 儲備	法定 儲備	重估 儲備	按公平值計入其 他全面收益儲備	外匯儲備	保留 溢利	總計	非控股 權益	總權益
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元	人民幣 千元
At 1 January 2020	於2020年1月1日	2,941	47,899	1,371	17,292	2,760	47,469	(66)	97,187	216,853	13,125	229,978
Loss for the period	期內虧損	-	-	-	-	-	-	-	(17,003)	(17,003)	(314)	(17,317)
Change in fair value of financial assets at fair value through other comprehensive income	按公平值計入其他全面收益的金額 資產公平值變動	-	-	-	-	-	4	-	-	4	-	4
Translation difference on foreign operations	海外業務的換算差額	-	-	-	-	-	-	323	-	323	-	323
Total comprehensive income for the period	期內全面收益總額	-	-	-	-	-	4	323	(17,003)	(16,676)	(314)	(16,990)
At 31 March 2020	於2020年3月31日	2,941	47,899	1,371	17,292	2,760	47,473	257	80,184	200,177	12,811	212,988
At 31 December 2020 and 1 January 2021	於2020年12月31日及 2021年1月1日	2,941	47,899	1,371	17,292	34,420	(46,488)	(1,404)	30,038	86,069	35,548	121,617
Loss for the year	年內虧損	-	-	-	-	-	-	-	(12,160)	(12,160)	(1,865)	(14,025)
Change in fair value of intangible assets	無形資產公平值變動	-	-	-	-	48,221	-	-	-	48,221	-	48,221
Translation difference on foreign operations	海外業務的換算差額	-	-	-	-	-	-	(203)	-	(203)	-	(203)
Total comprehensive income for the year	年內全面收益總額	-	-	-	-	48,221	-	(203)	(12,160)	35,858	(1,865)	33,993
Capital injection from non-controlling interests of a subsidiary	一間附屬公司非控股權益注資	-	-	-	-	-	-	-	-	-	7,804	7,804
At 31 March 2021	於2021年3月31日	2,941	47,899	1,371	17,292	82,641	(46,488)	(1,607)	17,878	121,927	41,487	163,414

NOTES TO THE FIRST QUARTERLY RESULTS

1. General information

The Company was incorporated as an exempted company with limited liability in the Cayman Islands on 11 May 2011. The issued shares of the Company (the “Shares”) are listed on GEM. The Company’s registered office and principal place of business are located at P.O. Box 31119, Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman KY1-1205, Cayman Islands and Room 1506, 15/F, Jinhui Building, Qiyang Road, Wangjing, Chaoyang District, Beijing, the PRC, respectively.

The Company is an investment holding company. Its subsidiaries are principally engaged in providing (i) online transaction services; (ii) software technology services; and (iii) financial services.

第一季度業績附註

1. 一般資料

本公司於2011年5月11日在開曼群島註冊成立為獲豁免有限公司。本公司已發行股份（「股份」）於GEM上市。本公司的註冊辦事處及主要營業地點分別位於P.O. Box 31119, Grand Pavilion, Hibiscus Way, 802 West Bay Road, Grand Cayman KY1-1205, Cayman Islands及中國北京朝陽區望京啟陽路金輝大廈15樓1506室。

本公司為一間投資控股公司。其附屬公司主要業務為提供(i)網上交易服務；(ii)軟件技術服務；及(iii)金融服務。

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)**2. Basis of preparation and principal accounting policies**

The unaudited condensed consolidated financial statements of the Group for the Period (the “First Quarterly Financial Statements”) have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), Hong Kong Accounting Standards and its interpretations issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) and the disclosure requirements of the Hong Kong Companies Ordinance. In addition, the First Quarterly Financial Statements include applicable disclosures required by the GEM Listing Rules.

The First Quarterly Financial Statements were prepared on the historical cost basis and presented in Renminbi (“RMB”). The principal accounting policies adopted in the preparation of the First Quarterly Financial Statements were consistent with those used in the annual consolidated financial statements for the year ended 31 December 2020, except for the first-time adoption of new and amended HKFRSs, its amendments and interpretations which were issued by the HKICPA in the preparation of the financial statements during the Period. The adoption of these new and revised HKFRSs has had no significant effect on the First Quarterly Financial Statements.

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

第一季度業績附註(續)**2. 編製基準及主要會計政策**

本集團本期間未經審核簡明綜合財務報表(「第一季度財務報表」)乃根據香港會計師公會(「香港會計師公會」)頒佈之所有適用香港財務報告準則(「香港財務報告準則」)、香港會計準則及解釋公告及香港公司條例之披露規定編製。此外，第一季度財務報表載有GEM上市規則規定之適用披露。

第一季度財務報表按照歷史成本基準編製，並以人民幣(「人民幣」)呈列。編製第一季度財務報表所採用的主要會計政策與截至2020年12月31日止年度的年度綜合財務報表所採用者一致，惟為編製本期間的財務報表而首次採納由香港會計師公會頒佈的新訂及經修訂香港財務報告準則、修訂及解釋公告除外。採納該等新訂及經修訂香港財務報告準則對第一季度財務報表並無重大影響。

本集團並未提早採納已頒佈但尚未生效的任何新訂及經修訂香港財務報告準則。

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)

第一季度業績附註(續)

3. Segment reporting

The Group's service lines identified as reportable operating segments are as follows:

- (i) Online transaction services;
- (ii) Software technology services; and
- (iii) Financial services.

3. 分部報告

本集團確認為可呈報經營分部的服務項目如下：

- (i) 網上交易服務；
- (ii) 軟件技術服務；及
- (iii) 金融服務。

	Online transaction services	Software technology services	Financial services	Unallocated	Total
	網上交易服務	軟件技術服務	金融服務	未分配	總計
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元

For the three months ended	截至2021年3月31日					
31 March 2021	止3個月					
Segment revenue	分部收益	1,859	1,091	4,756	—	7,706
Segment gross profit	分部毛利	170	1,091	4,756	—	6,017
Segment (loss)/profit	分部(虧損)/溢利	(61)	1,081	(10,984)	(4,061)	(14,025)

For the three months ended	截至2020年3月31日					
31 March 2020	止3個月					
Segment revenue	分部收益	2,631	740	1,065	—	4,436
Segment gross profit	分部毛利	284	319	1,065	—	1,668
Segment (loss)/profit	分部(虧損)/溢利	(91)	164	(6,938)	(10,452)	(17,317)

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)

第一季度業績附註(續)

4. Revenue, other income and gains

4. 收入、其他收入及收益

		Three months ended 31 March 截至3月31日止3個月	
		2021 RMB'000 人民幣千元	2020 RMB'000 人民幣千元
Revenue:	收入：		
Provision of online transaction services	提供網上交易服務	1,859	2,631
Software technology services	軟件技術服務	1,091	740
Financial services	金融服務	4,756	1,065
		7,706	4,436
Other income and gains, net:	其他收入及收益，淨額：		
Interest income	利息收入	21	19
Exchange gain	匯兌收益	131	283
Others	其他	86	9
		238	311

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)

第一季度業績附註(續)

5. Finance Costs

5. 融資成本

		Three months ended 31 March 截至3月31日止3個月	
		2021 RMB'000 人民幣千元	2020 RMB'000 人民幣千元
Interest on lease liabilities	租賃負債利息	26	—

6. Loss before income tax credit

6. 除所得稅抵免前虧損

The Group's loss before income tax credit was arrived at after charging:

本集團除所得稅抵免前虧損經扣除下列各項後得出：

		Three months ended 31 March 截至3月31日止3個月	
		2021 RMB'000 人民幣千元	2020 RMB'000 人民幣千元
Depreciation of property, plant and equipment	物業、廠房及設備折舊	157	192
Amortisation of intangible assets	無形資產攤銷	221	240
Depreciation of right-of-use assets	使用權資產折舊	895	—
Minimum lease payments under operating leases for buildings	樓宇經營租賃的最低租金	59	1,058
Development costs (note (a))	開發成本(附註(a))	4,649	3,030
Employee benefit expenses (including directors' remuneration)	僱員福利開支(包括董事薪酬)		
Wages and salaries	工資及薪金	10,280	9,626
Pension scheme contributions	退休金計劃供款	1,588	685

Note:

附註：

(a) Development costs mainly comprise staff costs of approximately RMB4,649,000 for the Period (2020: RMB3,030,000), which were also included in the employee benefit expenses disclosed separately above. The Group did not capitalise any development costs for the Period (2020: nil).

(a) 開發成本主要包括員工成本，本期間約為人民幣4,649,000元(2020年：人民幣3,030,000元)，亦計入上文個別披露的僱員福利開支內。於本期間，本集團並無將任何開發成本撥充資本(2020年：無)。

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)

第一季度業績附註(續)

7. Income tax credit

7. 所得稅抵免

Group	本集團	Three months ended 31 March 截至3月31日止3個月	
		2021 RMB'000 人民幣千元	2020 RMB'000 人民幣千元
Current tax — PRC enterprise income tax — tax for the period	即期稅項 — 中國 企業所得稅 — 期內稅項	4	7
Deferred tax	遞延稅項	(278)	(1,012)
Income tax credit	所得稅抵免	(274)	(1,005)

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)

第一季度業績附註(續)

8. Loss per share

The calculation of the basic loss and diluted loss per share attributable to owners of the Company is based on:

8. 每股虧損

本公司擁有人應佔每股基本虧損及攤薄虧損按下列數據計算：

		Three months ended 31 March 截至3月31日止3個月	
		2021 RMB 人民幣元	2020 RMB 人民幣元
Loss	虧損		
Loss for the purpose of basic and diluted loss per share	用以計算每股基本及攤薄虧損之虧損	(12,160,000)	(17,003,000)
Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	用以計算每股基本及攤薄虧損之普通股加權平均數	480,000,000	480,000,000

The calculation of the basic loss per share has taken into account the Shares issued and outstanding during the Period and on the assumption that the group reorganisation and capitalisation issue as described in the “History and Development” section of the Company’s prospectus dated 27 November 2013 have been effected on 1 January 2013.

每股基本虧損的計算考慮了本期間已發行及發行在外股份，及假設本公司日期為2013年11月27日的招股章程「歷史及發展」一節所述的集團重組及資本化發行於2013年1月1日已經生效。

NOTES TO THE FIRST QUARTERLY RESULTS (Continued)

9. Dividend

The Board has resolved not to declare the payment of any interim dividend for the Period (2020: nil).

第一季度業績附註(續)

9. 股息

董事會已決議不就本期間宣派任何中期股息(2020年：零)。

BUSINESS REVIEW

The Group is principally engaged in the provision of (i) online transaction services; (ii) software technology services; and (iii) financial services. For a detailed review of each of our businesses, please see the section headed “Financial Review” below.

FINANCIAL REVIEW

Revenue

During the Period, the Group recorded an operating revenue of approximately RMB7,706,000, representing an increase of RMB3,270,000 or 73.72% as compared to that of approximately RMB4,436,000 for the same period of 2020.

1. Online transaction services

Due to the rapid growth of mobile payment industry in recent years, the Group’s revenue from online transaction services has been decreasing over the past few years. To respond with our current situation, our Group on one hand exercised control over expenses, and on the other hand explored other businesses by leveraging on our current resources.

During the Period, revenue from online transaction services amounted to approximately RMB1,859,000 (2020: RMB2,631,000). The revenue from online transaction services decreased as the Group currently focuses on promotion of its financial services business.

業務回顧

本集團主要從事提供(i)網上交易服務；(ii)軟件技術服務；及(iii)金融服務。有關各業務的詳細回顧，請參見下文「財務回顧」一節。

財務回顧

收入

於本期間內，本集團錄得營業收入約人民幣7,706,000元，較2020年同期的營業收入約人民幣4,436,000元增加了人民幣3,270,000元或73.72%。

1. 網上交易服務

由於這些年來移動支付行業的快速發展，使得本集團網上交易服務的收入逐年減少，為了應對目前的狀況，本集團一方面控制支出，另一方面利用現有資源開拓其他的業務。

於本期間內，網上交易服務的收入約為人民幣1,859,000元(2020年：人民幣2,631,000元)。本集團目前主要推廣金融服務業務，使網上交易服務收入減少。

2. Software technology services

During the Period, the Group's software technology services mainly included the services via its self-developed software system and other related technical services.

The revenue from software technology services for the Period was approximately RMB1,091,000 (2020: RMB740,000). The increase in revenue for the Period compared with the same period of last year was mainly attributable to the fact that the impact from novel coronavirus was diminishing and that the software technology services was under steady development.

3. Financial services

The Group possesses overseas banking, insurance, trust, securities and other licences for providing various financial services to small and medium enterprises ("SMEs") and high net worth individuals in Asia Pacific.

During the Period, the Group's revenue from financial services was mainly derived from banking business and revenue from the provision of financial services amounted to approximately RMB4,756,000 (2020: RMB1,065,000). The increase in revenue during the Period compared to last year was attributable to the fact the Group currently focuses on promotion of its financial services business and the exposure from novel coronavirus was less significant this year.

2. 軟件技術服務

於本期間內，本集團的軟件技術服務主要包括，公司自行開發的軟件系統以及相關的技術服務。

於本期間內，軟件技術服務的收入約為人民幣1,091,000元（2020年：人民幣740,000元）。本期間收入較去年有所增加主要是由於受新型冠狀病毒影響越來越小，軟件技術服務也在正常推進中。

3. 金融服務

本集團在海外擁有銀行、保險、信託、證券等牌照，與向亞太的中小型企業（「中小企」）及高淨值人士提供各類金融服務。

於本期間內，本集團的金融服務收入的主要來源於銀行業務，提供金融服務的收入約為人民幣4,756,000元（2020年：人民幣1,065,000元）。本期間收入較去年增加是由於目前本集團主要推廣金融服務業務並且今年受新型冠狀病毒影響較小。

Cost of revenue

During the Period, the cost of revenue of the Group was approximately RMB1,689,000, representing a decrease of RMB1,079,000 or 38.98% as compared to RMB2,768,000 for the same period of 2020. Such decrease in cost of revenue during the Period was primarily attributable to the reduced business volume in online transaction services.

Gross profit

During the Period, the Group realised a gross profit of approximately RMB6,017,000, representing an increase of approximately RMB4,349,000 or 260.73% as compared to that of approximately RMB1,668,000 for the same period of 2020. The increase in gross profit was primarily due to the continued improvement of the global pandemic, coupled with the rapid growth of the Group's financial services business.

Selling and distribution expenses

During the Period, the selling and distribution expenses of the Group were approximately RMB3,156,000, representing an increase of approximately RMB268,000 or 9.28% as compared to those of approximately RMB2,888,000 for the same period of 2020. The increase in sales and distribution expenses was mainly attributable to the corresponding increase in selling expenses arising from the rapid growth in financial services business.

Administrative expenses

During the Period, the administrative expenses of the Group were approximately RMB17,360,000, representing an increase of RMB879,000 or 5.33% as compared to those of RMB16,481,000 for the same period of 2020. Such increase in the administrative expenses was primarily attributable to the increase in wages and salaries.

收入成本

於本期間內，本集團的收入成本約為人民幣1,689,000元，較2020年同期的人民幣2,768,000元下降人民幣1,079,000元或38.98%。本期間收入成本的減少主要是由於網上交易服務的業務量減少所致。

毛利

於本期間內，本集團實現毛利約為人民幣6,017,000元，較2020年同期的毛利約為人民幣1,668,000元上升了約人民幣4,349,000元或260.73%。毛利的增加主要是由於國際疫情的持續好轉，再加上本集團金融服務業務的快速增長。

銷售及分銷開支

於本期間內，本集團的銷售及分銷開支約為人民幣3,156,000元，較2020年同期的約為人民幣2,888,000元上升了約人民幣268,000元或9.28%。銷售及分銷開支的增加主要是由金融服務業務的快速增長帶來的銷售費用隨之增加。

行政開支

於本期間內，本集團的行政開支約為人民幣17,360,000元，較2020年同期的人民幣16,481,000元上升了人民幣879,000元或5.33%。行政開支的增加主要是由於人工薪酬的增加所致。

Income tax credit

During the Period, the income tax credit of the Group was approximately RMB274,000, with the effective tax rate of 1.92%, as compared to the income tax credit of RMB1,005,000 and the effective tax rate of 5.5% for the same period of 2020.

Loss for the Period

During the Period, the Group had a loss of approximately RMB14,025,000, representing a decrease of RMB3,292,000 or 19.01% from approximately RMB17,317,000 for the same period of 2020. Such decrease in loss for the Period was primarily attributable to the Group's active development in the financial services business which resulted in an increase in revenue derived from financial services business.

MATERIAL ACQUISITION, DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Save for the transaction set out below, the Group did not have any material acquisitions or disposals of subsidiaries, associates and joint ventures during the Period.

所得稅抵免

於本期間內，本集團的所得稅抵免約為人民幣274,000元，實際稅率為1.92%，2020年同期的所得稅抵免人民幣1,005,000元，實際稅率5.5%。

本期間內虧損

於本期間內，本集團的虧損約為人民幣14,025,000元，較2020年同期的約為人民幣17,317,000元下降了人民幣3,292,000元或19.01%。本期間虧損減少主要是由於本集團積極推進金融服務業務，使金融服務業務收入增加所致。

附屬公司、聯營公司及合營 企業之重大收購及出售

除下文所載的交易外，於本期間內，本集團並無任何重大的附屬公司、聯營公司及合營企業收購或出售事項。

On 28 January 2021, the Company, CB International Group, a company incorporated in the Cayman Islands and a direct non-wholly-owned subsidiary of the Company and China Binary Foundation Limited (“CB Foundation”), a charitable institution entered into a subscription agreement, pursuant to which CB International Group will conditionally allot and issue, and CB Foundation conditionally agreed to subscribe for 27,149,321 new shares in CB International Group, representing approximately 5.8% of the enlarged equity interests in CB International Group, at a total consideration of US\$3,000,000 (equivalent to approximately HK\$23,300,000). Please refer to the Company’s announcement dated 28 January 2021 for further details.

SIGNIFICANT EVENT AFTER REPORTING PERIOD

The Group did not have any material subsequent event after the Period and up to the date of this report.

於2021年1月28日，本公司、CB International Group（一間於開曼群島註冊成立之公司，並為本公司的直接非全資附屬公司）及神州數字基金有限公司（「神州數字基金」，一間慈善機構）訂立一份認購協議，據此，CB International Group將有條件地配發及發行而神州數字基金有條件地同意認購CB International Group的27,149,321股新股份，佔CB International Group經擴大股權約5.8%，總代價為3,000,000美元（相等於約23,300,000港元）。進一步詳情請參閱本公司日期為2021年1月28日的公告。

重大報告期後事項

本集團於本期間後及直至本報告日期止並無任何重大的期後事項。

OUTLOOK

This year, while providing online transaction services and software technology services, the Company has achieved significant growth in its overseas financial services business. To date, our overseas business have given support to those going-abroad corporations and individuals with our comprehensive range of services including overseas account opening, fund transfer and remittance, e-commerce collection, currency exchange and other financial services. Taking the advantage of the customer base of our overseas banks together with our financial services qualifications around the world, we commenced overseas trust, insurance, asset management and other businesses with an aim to provide our customers with comprehensive global financial services.

2020 was a year of turbulence. The going-abroad SMEs were hard hit by the global COVID-19 pandemic. For 2021, as the pandemic is waning, global economic recovery has kicked off and demand for foreign trading, cross-border transaction and overseas operation is expected to amplify further. With our localised service spirit, professional service quality and digital product format, we are well-prepared to satisfy the growing demand for international financial services of SMEs and facilitate a swift business recovery of going-abroad companies. Meanwhile, we will further explore the demand for global asset allocation of middle-class clusters, enter into the workplace and living environment, enrich our product offerings and provide customers with diversified smart financial services.

展望

本公司於今年在提供其網上交易服務及軟件服務的同時，在海外金融服務業務方面有了顯著的增長，我們的海外業務為企業及個人出海提供了包括海外賬戶設立、轉賬匯款、電商收款、換匯服務等全面的金融服務支持。基於海外銀行的客戶基礎，我們也依托於全球各地的金融牌照開展了海外信託、保險、資產管理等業務，為客戶提供完善的全球金融服務。

2020年是充滿了動蕩的一年，由於全球疫情的影響，出海中小企受到了很大的沖擊。2021年，伴隨著COVID-19疫情的逐步消滅，全球經濟開始進入新的復蘇階段，外貿業務、跨境交易、海外運營等需求也會進一步放大。我們已經做好準備，以本地化的服務精神，專業的服務品質，數字化的產品形式來滿足不斷增長的中小企國際金融需求，助力出海企業業務的快速復蘇。同時我們也會繼續深入挖掘新中產階級全球化資產配置的需求，切入工作及生活場景，豐富產品範圍，為客戶提供智慧化多樣化的金融服務。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 March 2021, the interests and short positions of the Directors and 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, Chapter 571 of the laws of Hong Kong (the "SFO")), which were required: (a) 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 (b) pursuant to section 352 of the SFO, to be entered in the register as referred to therein; or (c) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

Long positions

a. Shares

董事及主要行政人員於股份、相關股份及債券之權益及淡倉

於2021年3月31日，董事及本公司主要行政人員於本公司或其任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債券中擁有：(a) 根據證券及期貨條例第XV部第7及第8分部規定須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例的該等條文彼等被當作或視為擁有的權益或淡倉）；或(b)根據證券及期貨條例第352條須記入該條所指的登記冊；或(c)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉如下：

好倉

a. 股份

Name of Director 董事姓名	Capacity/Nature of interest 身份／權益性質	Number of issued Shares held 所持已發行股份數目	Percentage of the issued Shares 佔已發行股份之百分比 ^(附註2)
Sun Jiangtao ("Mr. Sun") ^(Note 1) 孫江濤（「孫先生」） ^(附註1)	Interest of a controlled corporation/Corporate interest 受控制法團的權益／公司權益	261,040,000	54.38%

Notes:

- Details of the interests in the Company held by Data King Limited ("Data King") are set out in the section headed "Substantial Shareholders' and Other Persons' Interests and Short Positions in Shares and Underlying Shares" below.
- The percentage of shareholding was calculated based on the Company's total issued Share of 480,000,000 Shares as at 31 March 2021.

附註：

- Data King Limited (「Data King」) 於本公司持有權益之詳情載於下文「主要股東及其他人士於股份及相關股份之權益及淡倉」一節。
- 所佔之股權百分比乃基於本公司於2021年3月31日已發行股份總數為480,000,000股股份計算所得。

b. Long position in the shares of Data King – an associated corporation of the Company

b. 於Data King (本公司的聯營公司) 股份中的好倉

Name of Director 董事姓名	Capacity/Nature of Interest 身份／權益性質	Number of shares held 所持股份數目	Percentage of the issued shares 佔已發行股份之百分比
Mr. Sun 孫先生	Beneficial owner/ Personal Interest 實益擁有人／個人權益	1	100%

Save as disclosed above, as at 31 March 2021, neither the Directors nor the chief executive of the Company had any interests or short positions in the shares, 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: (a) 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 (b) pursuant to section 352 of the SFO, to be entered in the register as referred to therein; or (c) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

除上文披露者外，於2021年3月31日，概無董事及本公司主要行政人員於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債券中擁有：(a)根據證券及期貨條例第XV部第7及第8分部規定須知會本公司及聯交所的任何權益或淡倉(包括根據證券及期貨條例的該等條文彼等被當作或視為擁有的權益或淡倉)；或(b)根據證券及期貨條例第352條須記入該條所指的登記冊；或(c)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的任何權益或淡倉。

SUBSTANTIAL SHAREHOLDERS' AND
OTHER PERSONS' INTERESTS AND
SHORT POSITIONS IN SHARES AND
UNDERLYING SHARES主要股東及其他人士於股份
及相關股份之權益及淡倉

As at 31 March 2021, so far as it was known by or otherwise notified to the Directors or the chief executive of the Company, the particulars of the corporations or persons (other than a Director or the chief executive of the Company) which/who had 5% or more interests in the Shares and the underlying Shares as recorded in the register required to be kept under section 336 of the SFO were as follows:

於2021年3月31日，就本公司董事或主要行政人員所知或所獲悉，根據證券及期貨條例第336條須存置的登記冊於股份及相關股份中擁有5%或以上權益之公司或人士(本公司董事或主要行政人員除外)詳情如下：

Name of shareholders 股東姓名	Capacity/Nature of interest 身份／權益性質	Number of issued Shares held 所持已發行 股份數目	Approximate percentage of issued Shares 佔已發行股份 概約百分比 ^(附註6)
Data King ^(Note 1) Data King ^(附註1)	Beneficial owner/ Personal interest 實益擁有人／個人權益	261,040,000	54.38%
Fantastic Voyage Holdings Limited ("Fantastic Voyage") ^(Note 2) Fantastic Voyage Holdings Limited (「Fantastic Voyage」) ^(附註2)	Beneficial owner/ Personal interest 實益擁有人／個人權益	26,854,800	5.59%
Wei Zhonghua ("Mr. Wei") ^(Note 2) 魏中華(「魏先生」) ^(附註2)	Interest of controlled corporation/ Corporate interest 受控制法團的權益／ 公司權益	26,854,800	5.59%
IDG-ACCEL CHINA GROWTH FUND II L.P. ^(Note 3) IDG-ACCEL CHINA GROWTH FUND II L.P. ^(附註3)	Beneficial owner/ Personal interest 實益擁有人／個人權益	44,146,725	9.20%
IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P. ^(Note 3) IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P. ^(附註3)	Interest of controlled corporation/Corporate interest 受控制法團的權益／ 公司權益	44,146,725	9.20%

Name of shareholders 股東姓名	Capacity/Nature of interest 身份／權益性質	Number of issued Shares held 所持已發行 股份數目	Approximate percentage of issued Shares 佔已發行股份 概約百分比 ^(附註6)
IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. ^(Note 3)	Interest of controlled corporation/Corporate interest	47,757,200	9.95%
IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. ^(附註3)	受控制法團的權益／ 公司權益		
Ho Chising ^(Note 4)	Interest of controlled corporation/Corporate interest	47,757,200	9.95%
Ho Chising ^(附註4)	受控制法團的權益／ 公司權益		
Zhou Quan ^(Note 5)	Interest of controlled corporation/Corporate interest	47,757,200	9.95%
周全 ^(附註5)	受控制法團的權益／ 公司權益		

Notes:

附註：

- | | | | |
|----|--|----|---|
| 1. | Data King is wholly owned by Mr. Sun, the executive Director, the chairman of the Board (the "Chairman") and the chief executive officer of the Company (the "CEO"). By virtue of the SFO, Mr. Sun is deemed to be interested in all the Shares held by Data King. | 1. | Data King由執行董事、董事會主席(「主席」)及本公司行政總裁(「行政總裁」)孫先生全資擁有。根據證券及期貨條例，孫先生被視為於Data King所持有全部股份中擁有權益。 |
| 2. | Fantastic Voyage is wholly owned by Mr. Wei. By virtue of the SFO, Mr. Wei is deemed to be interested in all the Shares held by Fantastic Voyage. | 2. | Fantastic Voyage乃由魏先生全資擁有。根據證券及期貨條例，魏先生被視為於Fantastic Voyage所持有全部股份中擁有權益。 |

3. IDG-ACCEL CHINA GROWTH FUND II L.P. is an exempted limited partnership registered in the Cayman Islands which owned 44,146,725 Shares. Its general partner is IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P., while the general partner of IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P. is IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD., which is a limited company incorporated in the Cayman Islands. Moreover, IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. is the general partner of IDG CHINA INVESTORS II L.P. which owned 3,610,475 Shares. IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P. is deemed to be interested in all the Shares held by IDG-ACCEL CHINA GROWTH FUND II L.P. and IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. is deemed to be interested in all the Shares held by IDG-ACCEL CHINA GROWTH FUND II L.P. and IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P. by virtue of the SFO.
4. Ho Chising is a controlling shareholder holding 50% shares in IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. and he is deemed to be interested in all the Shares in which IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. is interested.
5. Zhou Quan is the other controlling shareholder holding 50% shares in IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. and he is deemed to be interested in all the Shares held by IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.
6. The percentage of shareholding was calculated based on the Company's total issued Shares of 480,000,000 Shares as at 31 March 2021.
3. IDG-ACCEL CHINA GROWTH FUND II L.P. 為一家於開曼群島註冊的獲豁免有限合夥公司，擁有44,146,725股股份。其普通合夥人為IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P.，而IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P.的普通合夥人為IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.，IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.為一家於開曼群島註冊成立的有限公司。此外，IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.為IDG CHINA INVESTORS II L.P.的普通合夥人，後者擁有3,610,475股股份。根據證券及期貨條例，IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P.被視為於IDG-ACCEL CHINA GROWTH FUND II L.P.所持有全部股份中擁有權益，而IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.被視為於IDG-ACCEL CHINA GROWTH FUND II L.P.及IDG-ACCEL CHINA GROWTH FUND II ASSOCIATES L.P.所持有全部股份中擁有權益。
4. Ho Chising 為持有IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. 50%股份的控股股東。彼被視為於IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.擁有權益的全部股份中擁有權益。
5. 周全為持有IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD. 50%股份的另一位控股股東。彼被視為於IDG-ACCEL CHINA GROWTH FUND GP II ASSOCIATES LTD.所持有全部股份中擁有權益。
6. 持股百分比乃根據本公司於2021年3月31日已發行股份總數480,000,000股股份計算得出。

Save as disclosed above, as at 31 March 2021, so far as it was known to the Directors or the chief executive of the Company, no other corporation or person (other than a Director or the chief executive of the Company) which/who had 5% or more interests in the Shares or underlying Shares as recorded in the register required to be kept under Section 336 of the SFO.

SHARE OPTION SCHEME

The Company operates a share option scheme (the “Share Option Scheme”) for the purpose of providing incentives and rewards to eligible participants who have contributed or may contribute to the success of the Group’s operations. The Share Option Scheme was adopted by the Company on 9 November 2013, the principal terms of which are set out below:

The Board may at its discretion grant rights to subscribe for Shares (the “Share Options”) pursuant to the terms of the Share Option Scheme to any of the following persons:

- (a) any director, employee or officer of any company in the Group who is employed by any company in the Group (whether full time or part time) (the “Employee”), consultant, professional, customer, supplier, agent, partner or adviser of or contractor to the Group or a company in which the Group holds an interest or a subsidiary of such company (the “Affiliate”); or

除上文所披露外，於2021年3月31日，就董事及本公司主要行政人員所知，概無其他公司或人士（董事或本公司主要行政人員除外）於已記錄於根據證券及期貨條例第336條須予備存登記冊內之股份或相關股份中擁有5%或以上的權益。

購股權計劃

本公司設有購股權計劃（「購股權計劃」），以獎勵及酬謝對或會對本集團取得今日成就有貢獻者之合資格參與者。本公司於2013年11月9日採納購股權計劃，其主要條款載列如下：

董事會可酌情決定根據購股權計劃的條款向下列任何人士授出可認購股份的權利（「購股權」）：

- (a) 由本集團任何公司聘用的本集團任何公司的任何董事、僱員或高級人員（不論全職或兼職）（「僱員」）、本集團或本集團持有權益的公司或有關公司的附屬公司（「聯屬公司」）的諮詢人、專業人員、客戶、供貨商、代理、合作夥伴、顧問或承包商；或

- (b) the trustee of any trust, the beneficiary of which or any discretionary trust, the discretionary objects of which include any director, employee, consultant, professional, customer, supplier, agent, partner or adviser of or contractor to the Group or an Affiliate; or
- (c) a company beneficially owned by any director, Employee, consultant, professional, customer, supplier, agent, partner, adviser of or contractor to the Group or an Affiliate.
- (b) 任何信托或任何全權信托的受托人，而該信托的受益人或該全權信托的全權信托對象包括本集團或聯屬公司的任何董事、僱員、諮詢人、專業人員、客戶、供應商、代理、合作夥伴或顧問或承包商；或
- (c) 由本集團或聯屬公司的任何董事、僱員、諮詢人、專業人員、客戶、供應商、代理、合作夥伴、顧問或承包商實益擁有的公司。

During the Period, no Share Options were granted, exercised or cancelled or lapsed under the Share Option Scheme and no Share Options were outstanding as at 31 March 2021.

於本期間內，概無任何購股權根據購股權計劃獲授出、行使或註銷或失效，亦無購股權於2021年3月31日尚未行使。

INTERESTS OF DIRECTORS, CONTROLLING SHAREHOLDERS AND THEIR RESPECTIVE CLOSE ASSOCIATES IN COMPETING BUSINESS

During the Period, save as disclosed in the section headed “Non-Competition Undertakings” of the annual report of the Company for the year ended 31 December 2020, none of the Directors, controlling shareholders and their respective close associates (as defined in the GEM Listing Rules) were considered to have interests in a business which competed or was likely to compete, either directly or indirectly, with the business of the Group and had any other conflicts of interest, as required to be disclosed under Rule 11.04 of the GEM Listing Rules.

董事、控股股東及彼等各自緊密聯繫人於競爭業務之權益

本期間，除於本公司截至2020年12月31日止年度的年報內「不競爭承諾」一節所披露外，概無董事、控股股東及彼等各自緊密聯繫人（定義見GEM上市規則）被視為於直接或間接與本集團業務有競爭或可能有競爭以及由任何利益衝突之業務擁有權益，並須根據GEM上市規則第11.04條披露。

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Board believes that good corporate governance plays a vital part in maintaining the success of the Company. The Board and the senior management are dedicated to establishing and maintaining a high level of corporate governance. Various measures have been adopted to enhance the management efficiency of the Company and thus to protect the interest of the Shareholders.

During the Period, the Company had applied the principles and complied with the code provisions as set out in the Corporate Governance Code contained in Appendix 15 to the GEM Listing Rules except for code provision A.2.1 of the CG Code that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive officer should be clearly established and set out in writing.

During the Period, Mr. Sun has been the Chairman and the CEO. The Board believes that vesting the roles of both Chairman and CEO in the same person provides the Company with strong and consistent leadership, and allows for effective and efficient planning and implementation of business decisions and strategies.

遵守企業管治守則

董事會相信，良好的企業管治乃維持本公司成功之重要元素，董事會及高級管理人員致力於建立和維持高水平的企業管治，並已採取各項措施，加強本公司的管理效率以保障股東的權益。

本期間內，本公司已採用並遵守GEM上市規則附錄十五所載企業管治守則的原則及守則條文，惟企業管治守則第A.2.1條除外，即主席和行政總裁的角色應該分開，且不應由同一人擔任。主席與行政總裁之間的職責分工應清楚界定並以書面列載。

於本期間，孫先生一直兼任主席及行政總裁。董事會認為，主席和行政總裁的角色由同一人擔任，可為本公司提供強而有力且貫徹一致的領導，並可有效及高效率地計劃及執行業務決策及策略。

COMPLIANCE WITH CODE OF CONDUCT FOR DEALINGS IN THE SECURITIES 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 (the “Required Standard of Dealings”) as its own code of conduct for dealings in the securities of the Company by the Directors.

Following a specific enquiry of all Directors made by the Company, each of them confirmed that he/she has complied with the Required Standard of Dealings regarding dealings in securities by the Directors during the Period.

INTERESTS OF THE COMPLIANCE ADVISER

As notified by the Company’s compliance adviser, Lego Corporate Finance Limited (“Lego Corporate Finance”), except for the compliance adviser agreement dated 19 January 2016 entered into between the Company and Lego Corporate Finance, neither Lego Corporate Finance nor its directors, employees and close associates (as defined in the GEM Listing Rules) had any interest in the Company or any member of the Group (including options or rights to subscribe for such securities) during the Period, which was required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules.

遵守董事進行證券交易之行為守則

本公司已採納GEM上市規則第5.48至5.67條所載的交易必守標準（「交易必守標準」），作為董事進行本公司證券交易的行為守則。

本公司向所有董事作出特定查詢後，彼等各自均確認於本期間已遵守就董事進行證券交易的交易必守標準。

合規顧問的權益

誠如本公司合規顧問力高企業融資有限公司（「力高企業融資」）知會，除本公司與力高企業融資所訂立日期為2016年1月19日之合規顧問協議外，力高企業融資或其董事、僱員及緊密聯繫人（定義見GEM上市規則）概無於本期間於本公司或本集團之任何成員擁有根據GEM上市規則第6A.32條須予知會本公司的任何權益（包括認購該等證券之購股權或權利）。

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

The Company did not redeem any of its securities listed on the Stock Exchange nor did the Company or any of its subsidiaries purchase or sell such securities during the Period.

AUDIT COMMITTEE

The audit committee of the Board (the “Audit Committee”) comprises three members, including two independent non-executive Directors (the “INEDs”), namely Mr. He Qinghua (“Mr. He”) and Mr. Hou Dong, and the non-executive Director Ms. Zhang Rong. Mr. He is the chairman of the Audit Committee. The unaudited condensed consolidated results of the Group for the Period and this report have been reviewed by the Audit Committee, which is of the opinion that the financial information has been prepared in compliance with the applicable accounting principles, the requirements of the GEM Listing Rules and any other applicable laws and has been adequately disclosed.

By order of the Board
China Binary New Fintech Group
Sun Jiangtao
*Chairman, Chief Executive Officer and
Executive Director*

Beijing, the People’s Republic of China, 10 May 2021

As at the date of this report, the executive Director is Mr. Sun Jiangtao (Chairman and CEO); the non-executive Director is Ms. Zhang Rong; and the INEDs are Mr. Hou Dong, Mr. He Qinghua and Mr. Yang Haoran.

購買、出售或贖回本公司之 上市證券

本期間內，本公司概無贖回其任何於聯交所上市證券，且本公司或其附屬公司概無購買或出售有關證券。

審核委員會

董事會審核委員會（「審核委員會」）由三名成員組成，包括兩名獨立非執行董事（「獨立非執行董事」）何慶華先生（「何先生」）及侯東先生，以及非執行董事張蓉女士。何先生為審核委員會主席。審核委員會已審閱本集團本期間的未經審核簡明綜合業績及本報告，並認為該等財務資料的編製符合適用會計準則、GEM上市規則下的規定及任何其他適用法律規定，且已作出充足披露。

承董事會命
神州數字新金融科技集團
主席、行政總裁及
執行董事
孫江濤

中華人民共和國北京，2021年5月10日

於本報告日期，執行董事為孫江濤先生（主席兼行政總裁）；非執行董事為張蓉女士；及獨立非執行董事為侯東先生、何慶華先生及楊浩然先生。