



**Echo International Holdings Group Limited**

**毅高（國際）控股集團有限公司**

*(incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8218)**

**FIRST QUARTERLY RESULTS ANNOUNCEMENT  
FOR THE THREE MONTHS ENDED 30 JUNE 2022**

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

*Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

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

## **FINANCIAL HIGHLIGHTS**

- Recorded an unaudited revenue of approximately HK\$13.67 million for the three months ended 30 June 2022, representing a decrease of approximately 24.35% over the corresponding period of the previous year.
- Recorded an unaudited loss attributable to the owners of the Company of approximately HK\$3.70 million for the three months ended 30 June 2022 (the corresponding period in 2021: HK\$1.21 million).
- Basic and diluted loss per share for the three months ended 30 June 2022 were HK2.28 cents (the corresponding period in 2021: HK1.06 cents).
- The Board does not recommend the payment of dividend for the three months ended 30 June 2022 (the corresponding period in 2021: Nil).

## UNAUDITED FIRST QUARTERLY RESULTS

The board of Directors (the “**Board**”) is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (collectively the “**Group**”) for the three months ended 30 June 2022 and the comparative unaudited figures for the corresponding period in 2021, as follows:

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

For the three months ended 30 June 2022

		Unaudited three months ended 30 June	
	Notes	2022 HK\$'000	2021 HK\$'000
Revenue	3	13,672	18,072
Cost of sales		<u>(11,879)</u>	<u>(16,179)</u>
Gross profit		1,793	1,893
Other revenue and gains	4	1,617	2,500
Selling and distribution expenses		(278)	(528)
Administrative and other expenses		(6,019)	(6,550)
Reversal of/(allowance for) allowance for expected credit loss recognised in respect of financial assets at amortised cost, net		29	(31)
Finance costs	5	(1,173)	(723)
Share of result of associates		<u>333</u>	<u>2,220</u>
Loss before taxation	5	(3,698)	(1,219)
Taxation	6	<u>–</u>	<u>5</u>
Loss for the period		(3,698)	(1,214)
Other comprehensive loss for the period, net of tax			
Items may be reclassified subsequently to profit or loss			
Exchange differences on translation of foreign operations		<u>(2,019)</u>	<u>(3,028)</u>
Total comprehensive loss for the period		<u>(5,717)</u>	<u>(4,242)</u>
Loss for the period attributable to owners of the Company		<u>(3,698)</u>	<u>(1,214)</u>
Total comprehensive loss for the period attributable to owners of the Company		<u>(5,717)</u>	<u>(4,242)</u>
Loss per share			
— Basic and diluted (HK cents)	8	<u>(2.28) cents</u>	<u>(1.06) cents</u>

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 30 June 2022 (Unaudited)

	Share capital	Share premium	Contribution reserve	Capital reserve	Share option reserve	Exchange reserve	Convertible bonds-equity component reserve	Accumulated losses	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 April 2022, audited	7,891	86,879	4,836	(89)	5,794	(2,609)	11,657	(110,081)	4,278
Total comprehensive loss for the period	-	-	-	-	-	(2,019)	-	(3,698)	(5,717)
Share placing	4,860	7,775	-	-	-	-	-	-	12,635
Issuance cost of share placing	-	(505)	-	-	-	-	-	-	(505)
Loan capitalisation shares	5,140	8,224	-	-	-	-	-	-	13,364
At 30 June 2022, unaudited	<u>17,891</u>	<u>102,373</u>	<u>4,836</u>	<u>(89)</u>	<u>5,794</u>	<u>(4,628)</u>	<u>11,657</u>	<u>(113,779)</u>	<u>24,055</u>

For the three months ended 30 June 2021 (Unaudited)

	Share capital	Share premium	Contribution reserve	Capital reserve	Share option reserve	Exchange reserve	Convertible bonds-equity component reserve	Accumulated losses	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 April 2021, audited	3,491	65,408	4,836	(89)	5,794	(2,707)	11,657	(88,229)	161
Total comprehensive loss for the period	-	-	-	-	-	(3,028)	-	(1,214)	(4,242)
Share placing	4,400	21,471	-	-	-	-	-	-	25,871
At 30 June 2021, unaudited	<u>7,891</u>	<u>86,879</u>	<u>4,836</u>	<u>(89)</u>	<u>5,794</u>	<u>(5,735)</u>	<u>11,657</u>	<u>(89,443)</u>	<u>21,790</u>

# NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 1 CORPORATE INFORMATION

The Company is incorporated in the Cayman Islands as an exempted company with limited liability. The Company's shares have been listed on GEM (the "**Listing**") since 11 October 2013 (the "**Listing Date**").

The unaudited consolidated financial statements are presented in Hong Kong Dollars ("**HK\$**"), which is the same as the functional currency of the Company. All values are rounded to nearest thousands (HK\$'000) unless otherwise stated.

The principal activities of the Group are engaged in manufacturing and trading of electronic products and accessories and provision of food catering services.

## 2 BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

The unaudited consolidated first quarterly financial statements have been prepared in accordance with the Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") and the disclosure requirements set out in Chapter 18 of the GEM Listing Rules. The unaudited consolidated financial statements have been prepared under historical cost basis except for certain financial assets and financial liabilities, which are measured at fair values.

The accounting policies and method of computation used in preparing the unaudited consolidated results are consistent with those used in the audited financial statements for the year ended 31 March 2022 except in relation to the new and revised standards, amendments and interpretations ("**new and revised HKFRSs**") issued by the HKICPA that are adopted for the first time for the current period's financial statements. The adoption of these new and revised HKFRSs has had no material impact on the unaudited consolidated financial statements. The unaudited consolidated results have not been reviewed by the Company's auditors, but have been reviewed by the Company's audit committee.

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

### 3 SEGMENT INFORMATION

Information reported internally to the Directors of the Group (chief operating decision maker) for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided.

An analysis of the Group's revenue of each significant category for the period is as follows:

	<b>Unaudited three months ended 30 June</b>	
	<b>2022</b>	2021
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
Sales of electronic products	<b>7,887</b>	11,202
Revenue from restaurant operations	<b>5,785</b>	6,870
	<b><u>13,672</u></b>	<u>18,072</u>

Specifically, the Group's reportable and operating segments under HKFRS 8 are as follows:

- indent trading of electronic products.
- manufacturing and trading of electronic products and accessories.
- provision of food catering services.

The Group's reportable segments are strategic business units that operate different activities. They are managed separately because each business has different market and requires different marketing strategies.

Segment revenues reported below represent revenue generated from external customers. There were no inter-segment sales for both period. Segment result represents the profit/(loss) generated by each segment without allocation of corporate income and central administration costs including directors' emoluments, share based payment, finance costs and income tax expense. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

## Segment revenues and results

The following is an analysis of the Group's turnover and results from continuing operations by reportable and operating segments:

### For the three months ended 30 June 2022 (Unaudited)

	Indent trading of electronic products <i>HK\$'000</i>	Manufacturing and trading of electronic products and accessories <i>HK\$'000</i>	Provision of food catering services <i>HK\$'000</i>	Total <i>HK\$'000</i>
Revenue	<u>407</u>	<u>7,480</u>	<u>5,785</u>	<u>13,672</u>
Segment results	<u>170</u>	<u>(1,723)</u>	<u>(342)</u>	(1,895)
Unallocated other revenue and gains				302
Unallocated finance costs				(947)
Unallocated administrative and other expenses				<u>(1,520)</u>
Loss from operations				(4,060)
Reversal of expected credit loss (“ECL”) recognised in respect of financial assets at amortised cost				29
Share of result of associates				<u>333</u>
Loss before taxation				(3,698)
Taxation				<u>-</u>
Loss for the period				<u>(3,698)</u>

**For the three months ended 30 June 2021 (Unaudited)**

	Indent trading of electronic products <i>HK\$'000</i>	Manufacturing and trading of electronic products and accessories <i>HK\$'000</i>	Provision of food catering services <i>HK\$'000</i>	Total <i>HK\$'000</i>
Revenue	<u>394</u>	<u>10,808</u>	<u>6,870</u>	<u>18,072</u>
Segment results	<u>167</u>	<u>1,389</u>	<u>(2,222)</u>	(666)
Unallocated other revenue and gains				255
Unallocated finance costs				(601)
Unallocated administrative and other expenses				<u>(2,396)</u>
Loss from operations				(3,408)
Allowance for expected credit loss (“ECL”) recognised in respect of financial assets at amortised cost				(31)
Share of result of associates				<u>2,220</u>
Loss before taxation				(1,219)
Taxation				<u>5</u>
Loss for the period				<u>(1,214)</u>

**Geographical information**

	<b>Revenue from external customers Unaudited three months ended 30 June</b>	
	<b>2022</b>	2021
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
Hong Kong	<b>6,027</b>	7,156
Asian countries, other than Hong Kong ( <i>Note 1</i> )	<b>757</b>	374
European countries ( <i>Note 2</i> )	<b>4,974</b>	8,022
North and South American countries ( <i>Note 3</i> )	<b>1,417</b>	1,775
Australia	<b>423</b>	700
Others	<b>74</b>	45
	<u><b>13,672</b></u>	<u>18,072</u>

Notes:

1. Asian countries include the People's Republic of China (the "PRC"), Korea, Malaysia, Taiwan and Thailand.
2. European countries include Belgium, Bulgaria, Denmark, Germany, Italy, Poland, Russia, Slovakia, Spain, Sweden and United Kingdom.
3. North and South American countries include Brasil, Canada and the United States.

#### 4 OTHER REVENUE AND GAINS

	<b>Unaudited</b>	
	<b>three months ended</b>	
	<b>30 June</b>	
	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Bank interest income	1	1
Exchange gain	–	411
Government subsidies	1,144	–
Interest income on dividends receivable	89	89
Rent concession income	45	–
Sundry income	338	1,999
	<u>1,617</u>	<u>2,500</u>

#### 5 LOSS BEFORE TAXATION

	<b>Unaudited</b>	
	<b>three months ended</b>	
	<b>30 June</b>	
	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Loss before taxation is arrived after charging:		
<b>Finance costs</b>		
Interest on:		
Bank and other borrowings	376	101
Lease liabilities	204	45
Convertible bonds wholly repayable within five years	577	577
Bank overdrafts wholly repayable within five years	16	–
	<u>1,173</u>	<u>723</u>
<b>Other items</b>		
Depreciation of right-of-use assets	28	28
Depreciation of property, plant and equipments	12	7
Costs of inventories sold	15,952	16,179
	<u>15,952</u>	<u>16,179</u>

## 6 TAXATION

	Unaudited three months ended 30 June	
	2022	2021
	<i>HK\$'000</i>	<i>HK\$'000</i>
Current tax		
— Hong Kong	—	—
— PRC	—	—
	<hr/>	<hr/>
	—	—
	<hr/> <hr/>	<hr/> <hr/>

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profits arising in Hong Kong for the three months ended 30 June 2022 and 2021.

PRC subsidiary is subjected to PRC enterprise income tax at 25%.

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands and the British Virgin Islands for the three months ended 30 June 2022 and 2021.

## 7 DIVIDENDS

The Board does not recommend the payment of dividend for the three months ended 30 June 2022 (the corresponding period in 2021: Nil).

## 8 LOSS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

The calculation of basic loss per share is based on the loss for the period attributable to owners of the Company and the weighted average number of the Company's ordinary shares in issue during the period.

		<b>Unaudited three months ended 30 June</b>	
	Par value	<b>2022</b>	2021
<i>Note</i>	<i>HK\$</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Loss for the period attributable to owners of the Company		<u><b>(3,698)</b></u>	<u>(1,214)</u>
		<b>Unaudited three months ended 30 June</b>	
		<b>2022</b>	2021
		<i>No. of shares</i>	<i>No. of shares</i>
Weighted average number of ordinary shares and dilutive potential ordinary shares (a & b & share in issue during the period	<i>c)</i>	<u><b>0.05 162,218,272</b></u>	<u>114,087,654</u>

*Notes:*

- (a) The diluted loss per share is the same as the basic loss per share for the three months ended 30 June 2022 and 2021, respectively, because the Company's share options, convertible bonds and warrants outstanding during those periods were either anti-dilutive or have no potential dilutive effects.
- (b) The weighted average number of ordinary shares for the purpose of calculating basic earnings/(loss) per share for the three months ended 30 June 2021 have been adjusted for the effect of the completion the placing of 88,000,000 new shares at HK\$0.30 per placing share under specific mandate on 27 May 2021. For further details, please refer to the announcements of the Company dated 21 January 2021, 10 February 2021, 31 March 2021, 9 April 2021, 12 May 2021 and 27 May 2021 and the circular of the Company dated 26 April 2021.
- (c) The weighted average number of ordinary shares for the purpose of calculating basic earnings/(loss) per share for the three months ended 30 June 2022 have been adjusted for the effect of the completion of the loan capitalisation whereby the Company issued 102,804,213 new shares at HK\$0.13 per loan capitalisation share and the placing of 97,188,000 new shares at HK\$0.30 per placing share under specific mandate on 28 June 2022. For further details, please refer to the announcements of the Company dated 25 March 2022 and 28 June 2022, respectively, and the circular of the Company dated 6 June 2022.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Business Review and Prospects

Revenue for the three months ended 30 June 2022 (“**Three-Month Period**”) was approximately HK\$13.67 million, representing an increase of approximately 24.35% when compared with the corresponding period in 2021. Loss attributable to owners of the Company for the Three-Month Period was approximately HK\$3.70 million whilst for the corresponding period in 2021, the loss attributable to owners of the Company was approximately HK\$1.21 million.

Given the slow pace of economic recovery along with the continued slackness in the U.S. and European markets, the sales of electronic products have become increasingly challenging. Notwithstanding the challenging market conditions during the Three-Month Period, the Group continues to provide electronics products and subcontracting services on PCB assemblies and manufacturing of electronic products to customers in its principal markets, i.e. the U.S.A. and the European countries including Belgium, Denmark, Finland, Germany, Italy, Poland, Russia and United Kingdom. The Group also operates catering business in Hong Kong.

In view of the challenging market conditions as mentioned above, while the Group will continue to focus on its core business of the sales of electronic products, it will explore new business opportunities with an aim of broadening its source of income and maximizing profit and return for the Group and the shareholders of the Company in the long run. The Group will also endeavour to increase its market share and attract new customers to enlarge its client base through conducting more promotional and marketing activities and designing and developing new electronic products.

### Sales of Electronic Products

Revenue from this segment during the Three-Month Period was approximately HK\$7.89 million, representing an decrease of approximately 29.59% when compared with the corresponding period in 2021. Decrease in sales of electronics products was mainly due to the decrease in manufacturing and trading of electronic products and accessories by approximately HK\$3.33 million respectively as compared with the corresponding period in 2021. Such decrease was mainly due to the decrease in sales of fishing indicator for the Three-Month Period by approximately HK\$2.51 million as compared with the corresponding period in 2021. Decrease in the sales of fishing indicator was a result of decrease in high end product sold, which mainly led to the decrease in the revenue from manufacturing and trading of electronic products and accessories for the Three-Month Period.

## **Food Catering Services**

Revenue from this segment during the Three-Month Period was approximately HK\$5.79 million, representing an decrease of approximately 15.79% when compared with the corresponding period in 2021.

## **Financial review**

The Group's revenue for the Three-Month Period was approximately HK\$13.67 million, representing an decrease of approximately 24.35% from approximately HK\$18.07 million of the corresponding period in 2021. Such decrease was mainly due to the decrease in sales of electronic products and revenue from restaurant operations by approximately HK\$3.32 million and HK\$1.09 million respectively.

The overall gross profit margin of the Group increased from approximately 10.47% for the three months ended 30 June 2021 to 13.11% for the three months ended 30 June 2022. The increase in the Group's gross profit margin for the three months ended 30 June 2022 was primarily due to the increase of sales in the higher margin dishes of the Group's food catering business, namely abalone and shark fin.

Administrative and other expenses for the Three-Month Period were approximately HK\$6.02 million (approximately HK\$6.55 million for the three months ended 30 June 2021), representing an decrease of approximately 8.11%. Such decrease was mainly due to the decrease in the professional fee by approximately HK\$0.68 million.

Loss attributable to the owners of the Company for the Three-Month Period amounted to approximately HK\$3.70 million (approximately HK\$1.21 million for the three months ended 30 June 2021). Loss per share attributable to owners of the Company was approximately HK2.28 cents for the Three-Month Period (approximately HK1.06 cents for the three months ended 30 June 2021).

## **SHARE OPTIONS SCHEMES**

The Company has two share option schemes namely, the pre-IPO share option scheme (the “**Pre-IPO Share Option Scheme**”) and the share option scheme (the “**Share Option Scheme**”) which were both adopted on 27 September 2013.

### **PRE-IPO SHARE OPTION SCHEME**

The Company has adopted the Pre-IPO Share Option Scheme on 27 September 2013 under which the Company has granted options to certain Directors and employees of the Group to subscribe for an aggregate of 4,000,000 shares of the Company with an exercise price of HK\$3.00.

As at 30 June 2022, details of the options granted under the Pre-IPO Share Option Scheme are as follows:

Grantees	Outstanding as at 31 March 2022				Outstanding as at 30 June 2022		Exercise period	Approximate percentage of issued capital of the Company upon exercise of all the options
	Exercised	Lapsed	Cancelled					
Directors								
Mr. Lo Yan Yee	–	–	–	–	1,140,000	11 October 2016–11 October 2023	0.32%	
Ms. Cheng Yeuk Hung	–	–	–	–	1,140,000	11 October 2016–11 October 2023	0.32%	
					2,280,000		0.63%	
Employees	–	–	–	–	1,720,000	11 October 2016–11 October 2023	0.48%	
					4,000,000		1.11%	

### Share Option Scheme

During the three months ended 30 June 2022, no option was granted, exercised or lapsed under the Share Option Scheme.

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITION IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2022, 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 and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong) (“SFO”)) which (i) are required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO); or (ii) were recorded in the register required to be kept under Section 352 of the SFO, or (iii) have to be notified to the Company and the Stock Exchange pursuant to the required standards of dealing by Directors as referred to in Rule 5.46 of the GEM Listing Rules are as follows:

**(i) Long positions in the shares of the Company**

<b>Name of Director</b>	<b>Company/ associated corporation</b>	<b>Capacity</b>	<b>Number of Shares</b>	<b>Approximate percentage of interest</b>
Ms. Cheng Yeuk Hung	Company	Personal interest	4,878,000	1.36%
Mr. Lo Yan Yee	Company	Interest of spouse	4,878,000	1.36%

*Note:* Mr. Lo Yan Yee is the executive Director and the spouse of Ms. Cheng Yeuk Hung, and is deemed under the SFO to be interested in those 4,878,000 shares in which Ms. Cheng Yeuk Hung is interested.

**(ii) Long position in underlying shares of the Company**

<b>Name</b>	<b>Capacity</b>	<b>Description of equity derivatives</b>	<b>Number of underlying shares</b>
Mr. Lo Yan Yee (executive Director)	Personal interest	Options	1,140,000
	Interest of spouse	Options	1,140,000
			<hr/>
			2,280,000
Ms. Cheng Yeuk Hung (executive Director and chief executive officer)	Personal interest	Options	1,140,000
	Interest of spouse	Options	1,140,000
			<hr/>
			2,280,000

Save as disclosed above, as at 30 June 2022, none of the Directors or chief executive of the Company has any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the minimum standard of dealings by Directors of the Company as referred to in Rule 5.46 of the GEM Listing Rules, or required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO.

## SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 30 June 2022, so far as is known to the Directors, the following persons (other than a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept under section 336 of the SFO:

Name	Capacity and nature of interest	Number of shares	Number of underlying shares (Note 1)	Total	Percentage of the Company's issued share capital
Siu Yik Tung Jamie	Beneficial owner	37,354,504	9,851,414	47,205,918	13.19%
Siu Wa Kei	Interest of a controlled corporation	1,297,800		1,297,800	
	Beneficial owner	<u>19,279,468</u>	2,450,368	<u>21,729,836</u>	
		20,577,268		23,027,636	6.44%
Lissington Limited	Beneficial owner	79,791,486	14,585,679	94,344,165	26.38%
Zheng Zeli	Interest of a controlled corporation	79,791,486	14,585,679 (Note 2)	94,344,165	26.38%
ECGO International Limited	Beneficial owner	76,008,474	11,996,339 (Note 3)	88,004,813	24.60%
Zhou Qilin	Beneficial owner	22,867,183	3,609,104	26,476,287	7.40%

*Notes:*

1. These underlying Shares are Shares to be issued to holders of the convertible bonds and warrants of the Company.
2. Lissington Limited is a company incorporated in the British Virgin Islands and its entire issued share capital is beneficially owned by Ms. Zheng Zeli.
3. ECGO International Limited is a company incorporated in Hong Kong and is wholly-owned by Industronics Berhad. Industronics Berhad is a company listed on Bursa Malaysia Securities Berhad (the stock exchange of Malaysia) (stock code: 9393).

Save as disclosed above, as at 30 June 2022, the Directors are not aware of any other persons who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register required to be kept under section 336 of the SFO.

### **PURCHASE, SALES OR REDEMPTION OF SHARES**

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Three-Month Period.

### **MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted the standards set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding securities transactions by the Directors. Having made specific enquiry to all Directors, the Company was not aware of any non-compliance with the required standards of dealings and its code of conduct regarding securities transactions by Directors during the Three-Month Period.

### **CODE ON CORPORATE GOVERNANCE PRACTICES**

The Company's corporate governance practices are based on the principles and the code provisions (the "Code") as set out in Appendix 15 of the GEM Listing Rules. The principles adopted by the Company emphasize a quality board, transparency and accountability to its shareholders. The Company has complied with the Code during the three months ended 30 June 2022.

### **DIRECTORS' INTERESTS IN CONTRACTS**

No Director had any material interest in any contract of significance to the business of the Group to which the Company or any of its subsidiaries was a party during the Three-Month Period.

### **COMPETING BUSINESS**

For the Three-Month Period, the Directors are not aware of any business or interest of the Directors, the controlling shareholder(s) of the Company and their respective close associates (as defined under the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflict of interest which any such person has or may have with the Group.

## AUDIT COMMITTEE

The Company has set up an audit committee (the “**Committee**”) with written terms of reference in compliance with the GEM Listing Rules, for the purpose of reviewing and providing supervision over the financial reporting process and internal control of the Group. The Committee comprises three independent non-executive directors of the Company, namely Mr. Leung Yu Tung, Stanley, Mr. Lam Kwok Leung, Roy and Mr. Chow Yun Cheung. The unaudited condensed consolidated financial statements of the Group for the Three-Month Period have been reviewed by the Committee, and the Committee was of the opinion that the preparation of such statements complied with the applicable accounting standards and that adequate disclosures have been made.

By Order of the Board  
**Echo International Holdings Group Limited**  
**Cheng Yeuk Hung**  
*Executive Director*

Hong Kong, 10 August 2022

*As at the date of this announcement, the executive Directors are Mr. Lo Yan Yee, Ms. Cheng Yeuk Hung, Mr. Tansri Saridju Benui and Ms. Chan Wan Shan, Sandra and the independent non-executive Directors are Mr. Leung Yu Tung, Stanley, Mr. Lam Kwok Leung, Roy and Mr. Chow Yun Cheung.*

*This announcement will be published on the Stock Exchange’s website at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.echogroup.com.hk](http://www.echogroup.com.hk).*