

SDM | 爵士芭蕾舞學院  
Jazz & Ballet Academie

# SDM Group Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 8363



First Quarterly Report 2015

## **CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)**

**GEM has been positioned as a market designed to accommodate 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. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.**

**Given the emerging nature of companies listed on GEM, 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 (the “**Directors**”) of SDM Group Holdings Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “**GEM Listing Rules**”) of the Stock Exchange 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.

## **FINANCIAL HIGHLIGHTS**

For the three months ended 31 March 2015, unaudited operating results of the Group were as follows:

- profit after taxation for the three months ended 31 March 2015 amounted to approximately HK\$1.68 million; and
- basic earnings per share for the three months ended 31 March 2015 based on ordinary shares of 200,000,000 in issue was approximately 0.84 HK cents.

## CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The board of Directors (the “**Board**”) of the Company (together with its subsidiaries, the “**Group**”) is pleased to present the unaudited condensed consolidated results of the Group for the three months ended 31 March 2015, together with the audited comparative figures for the corresponding period in 2014, as follows:

### CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 31 March 2015

	Notes	Three months ended	
		31 March	
		2015 (Unaudited) HK\$'000	2014 (Audited) HK\$'000
Revenue	4	13,415	12,468
Other income		1,684	1,018
Gain on disposal of a subsidiary		–	9
Changes in inventories of finished goods		(22)	4
Finished goods purchased		(106)	(146)
Advertising and promotion expenses		(489)	(674)
Depreciation and amortisation		(304)	(313)
Rental expenses		(4,031)	(2,953)
Staff costs		(4,746)	(3,552)
Listing expenses		–	(4,786)
Other operating expenses		(3,387)	(3,030)
Finance costs	5	(3)	(79)
Profit (loss) before taxation		2,011	(2,034)
Income tax expense	6	(330)	(476)
<b>Profit (loss) and total comprehensive income (expense) for the period</b>		<b>1,681</b>	<b>(2,510)</b>

		<b>Three months ended</b>	
		<b>31 March</b>	
	Notes	<b>2015</b>	2014
		<b>(Unaudited)</b>	(Audited)
		<b>HK\$'000</b>	HK\$'000
<b>Profit (loss) and total comprehensive income (expense) for the period attributable to:</b>			
Owners of the Company		<b>1,681</b>	(2,510)
Non-controlling interests		–	–
		<b>1,681</b>	(2,510)
		<b>HK cents</b>	HK cents
Earnings (loss) per share:			
Basic and diluted	8	<b>0.84</b>	(5.88)

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2015

	Attributable to owners of the Company					Non-controlling interests HK\$'000	Total HK\$'000
	Issued share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Accumulated profits HK\$'000	Total HK\$'000		
	At 1 January 2014 (audited)	30	–	–	22,572		
Loss and total comprehensive expense for the period	–	–	–	(2,510)	(2,510)	–	(2,510)
Disposal of subsidiary	–	–	–	–	–	8	8
Effect of Reorganisation	(30)	–	(35,790)	–	(35,820)	–	(35,820)
At 31 March 2014 (audited)	–	–	(35,790)	20,062	(15,728)	–	(15,728)
At 1 January 2015 (audited)	<b>20,000</b>	<b>19,407</b>	<b>(1,675)</b>	<b>755</b>	<b>38,487</b>	<b>–</b>	<b>38,487</b>
Profit and total comprehensive income for the period	–	–	–	<b>1,681</b>	<b>1,681</b>	–	<b>1,681</b>
At 31 March 2015 (unaudited)	<b>20,000</b>	<b>19,407</b>	<b>(1,675)</b>	<b>2,436</b>	<b>40,168</b>	<b>–</b>	<b>40,168</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 31 March 2015

## 1. GENERAL INFORMATION

The Company was incorporated and registered as an exempted company with limited liability in the Cayman Islands under the Cayman Companies Law on 12 February 2014 and its shares are listed on GEM of the Stock Exchange on 14 October 2014. The address of the Company's registered office is Clifton House, 75 Fort Street, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands and the address of its headquarters, head office and principal place of business in Hong Kong is Room 202B, 2/F., Liven House, 61-63 King Yip Street, Kwun Tong, Kowloon, Hong Kong.

The Company is an investment holding company and its principal subsidiaries are mainly engaged in the business of dance institution in Hong Kong.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("HK\$"), which is the same as the functional currency of the Company.

## 2. BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

### Statement of Compliance

The unaudited condensed consolidated financial statements for the three months ended 31 March 2015 have been prepared in accordance with the Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosure requirements of the GEM Listing Rules.

The basis of preparation and accounting policies applied in the preparation of the unaudited condensed consolidated financial statements for the three months ended 31 March 2015 are consistent with those applied in the Group's financial statements for the year ended 31 December 2014. The condensed consolidated financial statements are unaudited, but have been reviewed by the audit committee (the "Audit Committee") of the Company.

### Basis of Measurement

The unaudited condensed consolidated financial statements have been prepared under the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

### 3. APPLICATION OF NEW AND REVISED HKFRSs

The Group has adopted all of the new and revised HKFRSs which are relevant to its operations and effective for the accounting period beginning on or after 1 January 2015. The adoption of these new and revised HKFRSs does not have significant impact on the unaudited consolidated financial statements of the Group for the reporting periods.

The Group has not early adopted the new and revised HKFRSs that have been issued but are not yet effective. The directors of the Company anticipate that the application of the new and revised HKFRSs will have no material impact on the results and financial position of the Group.

### 4. REVENUE AND SEGMENT INFORMATION

Revenue represents the fair value of amounts received and receivable for goods sold and services provided by the Group to outside customers, less discount during both periods. The Group's operation is solely derived from jazz and ballet academy in Hong Kong during both periods. The Group has only one single operating segment and no further analysis of this single segment is presented.

The following is an analysis of the Group's revenue:

	Three months ended	
	31 March	
	2015 (Unaudited) HK\$'000	2014 (Audited) HK\$'000
Course fee income	13,104	12,309
Sales of dance uniforms, shoes and accessories	311	159
	<b>13,415</b>	12,468

#### Geographical Information

All revenue of the Group is derived from Hong Kong based on the location of goods delivered and services provided during both periods.

No individual customer was accounted for over 10% of the Group's total revenue for both periods.



## 5. FINANCE COSTS

	Three months ended 31 March	
	2015 (Unaudited) HK\$'000	2014 (Audited) HK\$'000
Interest on bank overdrafts and bank borrowings wholly repayable within five years	3	79

## 6. INCOME TAX EXPENSE

The Company is an exempted company incorporated in the Cayman Islands, as such it is not liable for taxation in the Cayman Islands on its non-Cayman Islands income.

Hong Kong profits tax is calculated at the rate of 16.5% (2014:16.5%) on the estimated assessable profits during the relevant periods.

## 7. DIVIDEND

The directors do not recommend the payment of dividend for the three months ended 31 March 2015 (for the three months ended 31 March 2014: Nil).

## 8. EARNINGS (LOSS) PER SHARE

The calculation of the basic earnings (loss) per share is based on the following:

	Three months ended 31 March	
	2015 (Unaudited) HK\$'000	2014 (Audited) HK\$'000
Earnings (loss) for the purpose of calculating basic earnings (loss) per share (profit loss) for the period attributable to owners of the Company	1,681	(2,510)
	'000	'000
Number of ordinary shares for the purpose of calculating basic earnings (loss) per share	200,000	42,688

No diluted earnings (loss) per share for the periods was presented as there were no potential ordinary shares in issue during both periods.

## MANAGEMENT DISCUSSION AND ANALYSIS

### BUSINESS REVIEW

#### SDM Jazz & Ballet Academie (SDM爵士芭蕾舞學院)

In line with the Group's expansion plan, the Group has launched a new dance centre in Happy Valley on 8 March 2015. As a result, the number of self-operated dance centres of the Group increased from 17 to 18, together with the three joint venture dance centres under the brand of "SDM Jazz & Ballet Academie" (SDM爵士芭蕾舞學院). The Group believes that the expansion will further enhance the Group's geographical coverage in Hong Kong as well as increasing shareholders' value.

During the three months ended 31 March 2015 (the "**Reporting Period**"), the Group's self-operated dance centres increased from 17 to 18 whilst the three joint venture dance centres remained the same following the opening of the new dance centre as mentioned above.

During the Reporting Period, the Group's revenue increased to HK\$13,415,000 (2014: HK\$12,468,000), representing an increase of approximately 7.6% as compared to the corresponding period of last year. The increase in revenue was mainly attributable to the increase in provision of elementary courses, CSTD jazz courses and other courses with an aggregate amount accounted for approximately HK\$865,000.

The Group recorded a profit of approximately HK\$1,681,000 for the Reporting Period as compared with a loss of approximately HK\$2,510,000 for the corresponding period of last year. The significant change in the Group's financial performance for the Reporting Period was mainly due to the non-recurring expenses incurred in relation to the listing of the Company's shares (the "**Shares**") on GEM on 14 October 2014 (the "**Listing**") in the corresponding period last year, while no such expenses was incurred during the Reporting Period. The profit for the corresponding period of last year, excluding the listing expenses, amounted to approximately HK\$2,276,000. The drop in profit on such basis was mainly due to increase in rental expenses and staff costs incurred during the Reporting Period.

## **FINANCIAL REVIEW**

### **Revenue**

During the Reporting Period, the Group's revenue, comprising mainly of course fee income and sales of dance uniforms, shoes and accessories, recorded a total of approximately HK\$13,415,000, representing an increase of approximately HK\$947,000 or 7.6% as compared to that of approximately HK\$12,468,000 for the corresponding period in 2014.

### **Other income**

Other income of the Group increased by approximately HK\$666,000 or 65.6% from approximately HK\$1,018,000 for the corresponding period of last year to approximately HK\$1,684,000 for the Reporting Period. The increase was mainly attributable to the increase in building management fee and rental income by approximately HK\$472,000, representing an increase of approximately 1.7 times from approximately HK\$277,000 for the corresponding period last year to approximately HK\$749,000 for the Reporting Period. Other income of the Group mainly comprises of the management fee income, examination handling fee income, performance and show income, and building management fee and rental income.

### **Rental expenses, staff costs and finance costs**

Rental expenses of the Group was approximately HK\$4,031,000 during the Reporting Period (2014: approximately HK\$2,953,000), representing a significant increase in rental expenses of approximately 36.5% as compared to the corresponding period of last year. The primary reason for the increase was the expansion in the number of the self-operated dance centre as disclosed in the paragraph headed "Business Review" above. The increase of the Group's rental expenses incurred during the Reporting Period was also attributable to the increment in rental expenses of the Group's leased dance centres and its head office.

Staff costs were approximately HK\$4,746,000 during the Reporting Period (2014: approximately HK\$3,552,000). The staff costs of the Group accounted for approximately 35.3% and 28.5% of the revenue for the Reporting Period and the corresponding period last year, respectively. The main reason for the increase was attributable to the increase in staff head count of the Group to cope with the expansion plan as set out in the prospectus of the Company dated 30 September 2014 headed "Business — Our Business Strategies" and "Future Plans and Use of Proceeds — Implementation Plans".

Finance costs of the Group decreased by approximately 96.3% from approximately HK\$79,000 for the three months ended 31 March 2014 to approximately HK\$3,000 for the Reporting Period. Such decrease was mainly due to the full repayment of the Group's certain outstanding bank borrowings in October 2014.

### **Listing expenses**

In the corresponding period in 2014, the Group recognized the non-recurring listing expenses as discussed above of approximately HK\$4,786,000. There were no such expenses incurred during the Reporting Period.

### **Profit (loss) and total comprehensive income (expense) for the period**

The profit and total comprehensive income for the Reporting Period attributable to the owners of the Company was approximately HK\$1,681,000 (2014: a loss of approximately HK\$2,510,000). For further details of the changes, please refer to the paragraph headed "Business Review" above.

### **SHARE CAPITAL**

As at 31 March 2015, the authorised share capital of the Company was HK\$800,000,000, divided into 8,000,000,000 shares of HK\$0.1 each and the issued share capital of the Company was HK\$20,000,000, divided into 200,000,000 shares of HK\$0.1 each.

### **SIGNIFICANT INVESTMENTS**

During the Reporting Period, the Group launched a new dance centre in Happy Valley on 8 March 2015. The total capital expenditure and other initial investments incurred incidental to the opening of such new dance centre were approximately HK\$1.0 million.

Save as disclosed above, the Group did not have other significant investments for the three months ended 31 March 2015.

### **CHARGES ON THE GROUP'S ASSETS**

As at 31 March 2015, the Group pledged its bank deposit of HK\$0.3 million (2014: Nil) as securities for bank guarantee to the landlord of one of its dance centres over the lease term. The pledged bank deposit is interest bearing with a fixed interest rate of 0.25% per annum. The respective lease agreement will expire in the year 2016.

## **CONTINGENT LIABILITIES**

As at 31 March 2015, the Group did not have any significant contingent liabilities or guarantees (2014: Nil).

## **PROSPECT AND OUTLOOK**

The Company was listed on the GEM of the Stock Exchange on 14 October 2014. The funds raised from the Listing have laid a solid foundation for the future development of the Group.

Looking forward, the Group will endeavor to strengthen its position in the dance institution industry in Hong Kong and further expand the industry network by opening and/or acquiring new centres in Hong Kong. The Group will continue to prudently seek investments that would maximize the shareholders' return in the long run.

The Board is still looking for other investment opportunities aiming at exploring the feasibility of further expansion in dance institution business including but not limited to, the dance institution industry in the PRC. As at the date of this report, no concrete plan or definitive agreement has been entered into.

## OTHER INFORMATION

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS IN SHARES

As at 31 March 2015, the interests or short positions of the Directors and chief executives of the Company in the Shares, underlying Shares or debentures of the Company and 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 are 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 are taken or deemed to have under such provisions of the SFO); (b) pursuant to Section 352 of the SFO, to be recorded in the register referred to therein; or (c) 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 were as follows:

Name of Directors and chief executive	Nature of interest/ holding capacity	Number of ordinary shares held	Percentage of issued share capital
Mr. Chiu Ka Lok ("Mr. Chiu")	Interest of a controlled corporation	150,000,000 (L) (Notes 1, 3)	75%
Dr. Chun Chun	Family interest	150,000,000 (L) (Notes 2, 3)	75%

Notes:

- (1) Wealthy Together Limited ("Wealthy Together"), a company incorporated in the BVI on 11 February 2014 and an investment holding company, is wholly and beneficially owned by Mr. Chiu, an executive Director and the chairman of the Company. Mr. Chiu is deemed to be interested in 150,000,000 Shares held by Wealthy Together by virtue of his 100% shareholding interest in Wealthy Together.
- (2) Dr. Chun Chun is the spouse of Mr. Chiu and is therefore deemed to be interested in all the shares held/owned by Mr. Chiu (by himself or through Wealthy Together) by virtue of the SFO. Dr. Chun Chun is a non-executive Director of the Company.
- (3) The letter "L" denotes the person's long position in the Shares.

Save as disclosed above, as at 31 March 2015, none of the Directors and chief executives of the Company had any other interests or short positions in any 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 which will have to be otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by directors of listed issuer referred to in Rule 5.46 of the GEM Listing Rules.

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

As at 31 March 2015, the following persons, other than Directors and the chief executives of the Company, held interests or short positions (directly or indirectly) in the Shares or underlying Shares that would fall to be disclosed under the provision of Divisions 2 and 3 of Part XV of the SFO, on which would be recorded in the register kept by the Company pursuant to Section 336 of the SFO were as follows:

<b>Name of Shareholder</b>	<b>Nature of interest/ holding capacity</b>	<b>Number of shares</b>	<b>Percentage of interests in the Company's issued share capital (Note)</b>
Wealthy Together	Beneficial owner	150,000,000 (L) (Notes 1, 2)	75%

Notes:

- (1) Wealthy Together is beneficially and wholly owned by Mr. Chiu, an executive Director and the chairman of the Company. By virtue of the SFO, Mr. Chiu is deemed to be interested in the shares held by Wealthy Together.
- (2) The letter "L" denotes the person's long position in the Shares.

Save as disclosed above, the Directors were not aware of any other persons, other than the Directors or the chief executive of the Company, who held an interest or short positions in the Shares and underlying Shares of the Company as at 31 March 2015 that would be required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be recorded in the register of the Company required to be kept pursuant to Section 336 of the SFO.

## **COMPETING INTERESTS**

The Directors are not aware of any business or interest of the Directors or the controlling shareholder of the Company or any of their respective associates (as defined in the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflicts of interest which any such person has or may have with the Group during the Reporting Period.

## **CORPORATE GOVERNANCE**

The Company endeavors to adopt prevailing best corporate governance practices. For the three months ended 31 March 2015, the Company had complied with all the code provisions set out in the Corporate Governance Code and Corporate Governance Report as contained in Appendix 15 of the GEM Listing Rules and there has been no deviation in relation thereto.

## **DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company had also made specific enquiry of all the Directors and the Company was not aware of any non-compliance with the required standard of dealings regarding securities transactions by the Directors for the three months ended 31 March 2015.

## **INTERESTS OF THE COMPLIANCE ADVISER**

As notified by the compliance adviser of the Company, Ample Capital Limited, as at 31 March 2015, save for the compliance adviser agreement dated 16 June 2014 (as supplemented by a supplemental agreement dated 18 November 2014) entered into between the Company and Ample Capital Limited, neither Ample Capital Limited, its directors, employees and close associates had any interest in relation to the Group which is required to be notified to the Group pursuant to Rule 6A.32 of the GEM Listing Rules.



## **EVENT AFTER THE REPORTING PERIOD**

On 8 April 2015, Fortune Apex Enterprises Limited, a wholly-owned subsidiary of the Company entered into a subscription agreement for the subscription (the “**Subscription**”) of the BRJ China Credit Fund (the “**Fund**”) issued by Adamas Asset Management (HK) Limited in an aggregate amount of RMB8 million (equivalent to approximately HK\$10 million). The Fund is expected to generate a non-guaranteed 4% dividend payable semi-annually with a minimum lock-up period of one year, commencing from the date of the Subscription.

The Board considers that the Subscription is in line with the Group’s objective to grow its investment return by adopting a proactive but prudent approach in its investments. Based on the Fund’s past performance record, the Board considers that the Fund is well-managed by investment professionals, the Board expects that the Subscription will provide the Group with an opportunity to manage its excess liquidity through efficient access to a wider variety of investment channels to which the Group may not have access at present while giving the Group flexibility to redeem the Fund after one year lock-up as and when the Board considers it to be beneficial to the Group.

For further details, please refer to the announcement of the Company dated 8 April 2015.

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

During the three months ended 31 March 2015, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities.

## **AUDIT COMMITTEE**

The Company established an audit committee with written terms of reference in compliance with the GEM Listing Rules. The audit committee comprises three independent non-executive Directors, namely Mr. Lau Sik Yuen, Ms. Chiu Wing Kwan Winnie and Dr. Yuen Man Chun Royce.

The primary duties of the Audit Committee are to review the Company's annual reports and accounts, interim results announcements and reports and quarterly results announcements and reports and internal control system, and to provide advice and comments thereon to the Board.

The unaudited first quarterly results for the three months ended 31 March 2015 have been reviewed by the members of the Audit Committee.

By Order of the Board  
**SDM Group Holdings Limited**  
**Mr. Chiu Ka Lok**  
*Chairman*

Hong Kong, 11 May 2015

## CORPORATE INFORMATION

### BOARD OF DIRECTORS

#### Executive Directors

Mr. Chiu Ka Lok (*Chairman*)  
Mr. Chun Chi Ngon, Richard  
(*Chief Executive Officer*)

#### Non-executive Directors

Dr. Chun Chun  
Ms. Yeung Siu Foon  
Ms. Yip Sze Pui, Fione

#### Independent Non-executive Directors

Mr. Lau Sik Yuen  
Ms. Chiu Wing Kwan, Winnie  
Dr. Yuen Man Chun, Royce

### COMPANY SECRETARY

Mr. Au Wai Keung

### COMPLIANCE OFFICER

Mr. Chiu Ka Lok

### COMPLIANCE ADVISER

Ample Capital Limited

### AUTHORISED REPRESENTATIVES

Mr. Chiu Ka Lok  
Mr. Chun Chi Ngon, Richard

### AUDIT COMMITTEE

Mr. Lau Sik Yuen  
(*Chairman of Audit Committee*)  
Ms. Chiu Wing Kwan, Winnie  
Dr. Yuen Man Chun, Royce

### REMUNERATION COMMITTEE

Ms. Chiu Wing Kwan, Winnie  
(*Chairlady of Remuneration Committee*)  
Dr. Yuen Man Chun, Royce  
Mr. Chiu Ka Lok

### NOMINATION COMMITTEE

Dr. Yuen Man Chun, Royce  
(*Chairman of Nomination Committee*)  
Ms. Chiu Wing Kwan, Winnie  
Mr. Chun Chi Ngon, Richard

### AUDITORS

Deloitte Touche Tohmatsu

### REGISTERED OFFICE

Clifton House  
75 Fort Street  
P.O. Box 1350  
Grand Cayman, KY1-1108  
Cayman Islands

### HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

Room 202B, 2/F  
Liven House  
61–63 King Yip Street  
Kwun Tong  
Hong Kong

## **PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE**

Appleby Trust (Cayman) Ltd.  
Clifton House  
75 Fort Street  
P.O. Box 1350  
Grand Cayman, KY1-1108  
Cayman Islands

## **HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE**

Union Registrars Limited  
A18/F., Asia Orient Tower, Town Place  
33 Lockhart Road, Wanchai  
Hong Kong

## **PRINCIPAL BANKERS**

Bank of China (Hong Kong) Limited  
Hang Seng Bank Limited  
The Hong Kong and Shanghai Banking  
Corporation Limited  
Bank Julius Baer & Co. Ltd.

## **WEBSITE ADDRESS**

[www.sdm.hk](http://www.sdm.hk)

## **STOCK CODE**

8363