



National Arts Entertainment and Culture Group Limited

國藝娛樂文化集團有限公司

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)  
(於開曼群島註冊成立並於百慕達存續之有限公司)

Stock code 股份代號 : 8228

FIRST QUARTERLY  
REPORT

2015

第一季度業績報告



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This report, for which the directors of the Company (the “Directors”) collectively and individually accept full responsibility, includes particulars given in compliance with 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」)創業板(「創業板」)之特色

創業板的定位，乃為相比起其他在聯交所上市的公司帶有較高投資風險的公司提供一個上市的市場。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。創業板的較高風險及其他特色表示創業板較適合專業及其他資深投資者。

由於創業板上市公司的新興性質使然，在創業板買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時無法保證在創業板買賣的證券會有高流通量的市場。

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本報告載有遵照創業板上市規則之規定而提供有關本公司之資料，本公司各董事(「董事」)願就此共同及個別承擔全部責任。各董事經作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重大方面均屬準確及完整，並無誤導或欺詐成份，且並無遺漏任何其他事實，足以致使本報告或其所載任何陳述產生誤導。



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The board of directors (the "Board") of National Arts Entertainment and Culture Group Limited (the "Company") announces the unaudited consolidated results of the Company and its subsidiaries (collectively referred to as the "Group") for the three months ended 31 March 2015, together with the comparative figures for the corresponding period in 2014 as follows:

國藝娛樂文化集團有限公司(「本公司」)董事會(「董事會」)公佈本公司及其附屬公司(統稱「本集團」)截至二零一五年三月三十一日止三個月之未經審核綜合業績，連同二零一四年同期之比較數字如下：

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

### 未經審核之綜合損益及其他全面收益表

		<i>Three months ended 31 March</i> 截至三月三十一日止三個月		
		2015 二零一五年 (Unaudited) (未經審核) HK\$'000 千港元	2014 二零一四年 (Unaudited) (未經審核) HK\$'000 千港元	
	Notes 附註			
<b>Revenue/Turnover</b>	<b>收入／營業額</b>	2	8,278	1,890
Other income	其他收入	2	61	8
Staff costs	員工成本		(9,755)	(4,166)
Depreciation of property, plant and equipment	物業、廠房及設備折舊		(703)	(575)
Amortisation of land lease prepayments	預付土地租賃攤銷		(561)	(561)
Other operating expenses	其他經營費用		(15,231)	(6,731)
Finance costs	融資成本	3	(16,233)	(20,381)
<b>Loss before income tax</b>	<b>除所得稅前虧損</b>		(34,144)	(30,516)
Income tax expense	所得稅開支	4	—	—
<b>Loss for the period</b>	<b>本期間虧損</b>		(34,144)	(30,516)
<b>Other comprehensive income/(expense)</b>	<b>其他全面收入／(開支)</b>			
Exchange differences on translation of financial statements of foreign operations	換算海外業務財務報表時產生的匯兌差額		1,402	(6,158)
<b>Other comprehensive income/(expense) for the period</b>	<b>本期間其他全面收入／(開支)</b>		1,402	(6,158)
<b>Total comprehensive expense for the period</b>	<b>本期間全面開支總額</b>		(32,742)	(36,674)

**Three months ended 31 March**  
**截至三月三十一日止三個月**

		Notes 附註	2015 二零一五年 (Unaudited) (未經審核) HK\$'000 千港元	2014 二零一四年 (Unaudited) (未經審核) HK\$'000 千港元
<b>Loss for the period attributable to:</b>	<b>應佔本期間虧損：</b>			
Owners of the Company	本公司擁有人		(34,144)	(30,516)
			<b>(34,144)</b>	<b>(30,516)</b>
<b>Total comprehensive expense for the period attributable to:</b>	<b>應佔本期間全面開支總額：</b>			
Owners of the Company	本公司擁有人		(32,742)	(36,674)
			<b>(32,742)</b>	<b>(36,674)</b>
				(Restated) (經重列)
<b>Loss per share</b>	<b>每股虧損</b>			
Basic and diluted	基本及攤薄	5	<b>(HK1.18 cents 港仙)</b>	(HK6.63 cents 港仙)

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

## 綜合財務報表附註

### 1. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Company was incorporated in the Cayman Islands on 16 November 2001 as an exempted company under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. On 14 October 2010, the Company deregistered in the Cayman Islands and duly continued in Bermuda as an exempted company under the laws of Bermuda effective on 14 October 2010. The registered office of the Company is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda.

The Company's principal place of business in Hong Kong is Units 3011B-12, 30/F, West Tower Shun Tak Centre, 168-200 Connaught Road Central, Hong Kong.

The Company's shares are listed on the GEM of the Exchange.

The unaudited financial statements of the Group have been prepared in accordance with the Hong Kong Financial Reporting Standards which collectively includes all applicable individual Hong Kong Financial Reporting Standard, Hong Kong Accounting Standard and Interpretation issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements set out in Chapter 18 of the Rules Governing the Listing of Securities on the GEM of the Exchange (the "GEM Listing Rules").

The unaudited consolidated results for the three months ended 31 March 2015 have not been audited by the Company's auditors, but have been reviewed by the audit committee of the Company.

The accounting policies and basis of preparation adopted for the preparation of the financial statements are consistent with those adopted by the Group in its annual financial statements for the year ended 31 December 2014.

The unaudited financial statements are presented in Hong Kong Dollars ("HK\$"), which is also the functional currency of the Company and all values are rounded to nearest thousand ("HK\$'000") unless otherwise stated.

### 1. 編製基準及會計政策

本公司於二零零一年十一月十六日根據開曼群島法例第22章公司法(一九六一年法例3, 經綜合及修訂)在開曼群島註冊成立為獲豁免公司。於二零一零年十月十四日, 本公司於開曼群島撤銷註冊, 並根據百慕達法例正式於百慕達以獲豁免公司形式存續, 於二零一零年十月十四日生效。本公司的註冊辦事處為Clarendon House, 2 Church Street, Hamilton HM11, Bermuda。

本公司的香港主要營業地點位於香港干諾道中168-200號信德中心西翼30樓3011B-12室。

本公司股份於聯交所創業板上市。

本集團之未經審核財務報表乃按照香港會計師公會頒佈之香港財務報告準則(包括所有適用個別香港財務報告準則、香港會計準則及詮釋)及聯交所創業板證券上市規則(「創業板上市規則」)第18章所載之披露規定編製。

截至二零一五年三月三十一日止三個月之未經審核綜合業績未經本公司核數師審核, 但已經由本公司之審核委員會審閱。

編製財務報表時所採用之會計政策及編製基準, 乃與本集團於截至二零一四年十二月三十一日止年度之年度財務報表所採用者貫徹一致。

未經審核財務報表以港元(「港元」), 亦為本公司的功能貨幣呈列, 除另有指明外, 所有價值均四捨五入至最接近的千位數(「千港元」)。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
綜合財務報表附註

2. REVENUE/TURNOVER, OTHER INCOME

Revenue, which is also the Group's turnover, derived from the Group's principal activities recognised during the period is as follows:

2. 收入／營業額、其他收入

期內確認來自本集團主要業務的收入(亦為本集團的營業額)如下:

		<i>Three months ended 31 March</i> 截至三月三十一日止三個月	
		2015 二零一五年 HK\$'000 千港元	2014 二零一四年 HK\$'000 千港元
<b>Revenue</b>	<b>收入</b>		
Artiste management fee income	藝人管理費收入	180	569
Hotel room income	酒店房間收入	3,241	—
Food and beverage income	餐飲收入	746	—
Entrance fee income	門券收入	2,120	558
Rental income	租金收入	763	388
Sales of goods	貨品銷售	330	375
Ancillary services	附設服務	898	—
		<b>8,278</b>	1,890
<b>Other income</b>	<b>其他收入</b>		
Others	其他	61	8
		<b>8,339</b>	1,898

### 3. FINANCE COSTS

### 3. 融資成本

		<i>Three months ended 31 March</i> 截至三月三十一日止三個月	
		2015 二零一五年 HK\$'000 千港元	2014 二零一四年 HK\$'000 千港元
Finance lease charges	財務租賃費用	494	478
Interests on convertible bonds	可換股債券利息	7,026	16,006
Interests on bonds	債券利息	3,367	2,791
Interests on other borrowings	其他借貸利息	5,346	1,764
		<b>16,233</b>	21,039
Less: capitalisation of borrowing costs	減：資本化借貸成本	—	(658)
		<b>16,233</b>	20,381

### 4. INCOME TAX EXPENSE

Hong Kong profits tax has not been provided for the three months ended 31 March 2015 (2014: Nil) as the Group did not generate any assessable profits in Hong Kong during these periods.

The People's Republic of China ("PRC") enterprises income tax at 25% has not been provided as the PRC subsidiaries incurred losses for taxation purposes for both years.

### 4. 所得稅開支

由於本集團於截至二零一五年三月三十一日止三個月並無在香港產生任何應課稅溢利，故並無就有關期間之香港利得稅作出撥備（二零一四年：無）。

由於中華人民共和國（「中國」）附屬公司於兩個年度均錄得稅務虧損，故並無就中國企業所得稅（稅率為25%）作出撥備。



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 綜合財務報表附註

### 5. LOSS PER SHARE ATTRIBUTABLE TO THE OWNERS OF THE COMPANY

The calculation of basic loss per share is based on the loss attributable to the owners of the Company of approximately HK\$34,144,000 (2014: approximately HK\$30,516,000) and the weighted average of approximately 2,888,389,000 (2014 (restated): approximately 460,593,000) ordinary shares in issue during the period. Diluted loss per share for loss attributable to the owners of the Company for the three months ended 31 March 2015 and 2014 was the same as basic loss per share because the impact of the exercise of the share options, warrants and convertible bonds is anti-dilutive.

### 6. DIVIDEND

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

### 5. 本公司擁有人應佔每股虧損

每股基本虧損乃根據本公司擁有人應佔虧損約34,144,000港元(二零一四年:約30,516,000港元)及期內已發行普通股的加權平均數約2,888,389,000股(二零一四年(經重列):約460,593,000股)計算。由於行使購股權、認股權證及可換股債券具有反攤薄影響,故截至二零一五年及二零一四年三月三十一日止三個月,本公司擁有人應佔虧損的每股攤薄虧損與每股基本虧損相同。

### 6. 股息

董事不建議派付截至二零一五年三月三十一日止三個月的股息(二零一四年:無)。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS  
綜合財務報表附註

7. UNAUDITED CONSOLIDATION  
STATEMENT OF CHANGES IN  
EQUITY

7. 未經審核綜合權益變動表

		Attributable to equity shareholders of the Company 本公司權益擁有人應佔											
		Share capital	Share premium	Special reserve	Contributed surplus	Properties revaluation reserve	Translation reserve	Share option reserve	Convertible bond equity reserve	Warrant reserve	Accumulated losses	Total	Total equity
		股本	股份溢價	特別儲備	實繳盈餘	物業重估儲備	換算儲備	購股權儲備	可換股債券權益儲備	認股權證儲備	累計虧損	總計	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
As at 1 January 2014	於二零一四年一月一日	41,262	419,132	1,000	78,791	254,556	8,219	26,229	114,466	6,399	(240,636)	709,418	709,418
Loss for the period	本期間虧損	-	-	-	-	-	-	-	-	-	(30,516)	(30,516)	(30,516)
Exchange differences on translation of financial statements of foreign operations	換算海外業務財務報表時產生的匯兌差額	-	-	-	-	-	(6,158)	-	-	-	-	(6,158)	(6,158)
As at 31 March 2014	於二零一四年三月三十一日	41,262	419,132	1,000	78,791	254,556	2,061	26,229	114,466	6,399	(271,152)	672,744	672,744
As at 1 January 2015	於二零一五年一月一日	288,839	620,011	1,000	78,791	338,871	(2,222)	26,229	51,040	6,399	(336,484)	1,072,474	1,072,474
Loss for the period	本期間虧損	-	-	-	-	-	-	-	-	-	(34,144)	(34,144)	(34,144)
Exchange differences on translation of financial statements of foreign operations	換算海外業務財務報表時產生的匯兌差額	-	-	-	-	-	1,402	-	-	-	-	1,402	1,402
As at 31 March 2015	於二零一五年三月三十一日	288,839	620,011	1,000	78,791	338,871	(820)	26,229	51,040	6,399	(370,628)	1,039,732	1,039,732

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### FINANCIAL REVIEW

During the period under review, the Group reported a turnover of approximately HK\$8.3 million, representing an increase of 337.99% as compared to the turnover in previous period. The turnover was mainly attributable to the hotel room and entrance fee income, while part of the revenue was generated from sales of good and rental income in the PRC.

Staff costs for the period under review increased to approximately HK\$9.8 million from approximately HK\$4.2 million in previous period. An increase of approximately HK\$5.6 million in staff costs was mainly due to more staff costs raised from PRC for operating a film shooting base and hotel business.

Finance costs for the period under review decreased approximately HK\$4.2 million due to the redemption of convertible bond in the 2nd half of 2014.

Other operating expenses for the period under review increased to approximately HK\$15.23 million from approximately HK\$6.7 million in previous period. An increase of approximately HK\$8.5 million was mainly due to an increase in direct cost such as food supplies, ingredients and other fast moving consumer goods which consumed by the hotel. In addition, to cope with the periodically events that held in the film studio, the costs of project management and stage design commensurately increased during the period.

For the three months ended 31 March 2015, the Group recorded a net loss of approximately HK\$34.1 million as compared to net loss of the comparable period of approximately HK\$30.5 million. The record of loss for the three months ended was mainly due to the increase of staff costs and other operating expenses.

### BUSINESS REVIEW

#### *Xiqiao National Arts Film Studio Project*

Located in Foshan city, Guangdong province, the Group's Xiqiao National Arts Film Studio project has a total developed land area of 444,000 square metres and is a unique studio which incorporates tourism and recreational facilities such as film shooting area, theme park, hotels and performing arts complex.

Xiqiao National Arts Film Studio started its soft commencement in December 2014. It is believed that the studio will become one of the hot tourist spots in Guangdong province which could attract tourists and provide them with immersive entertainment experience.

### 財務回顧

於回顧期間，本集團錄得營業額約8,300,000港元，較上一期間的營業額上升337.99%。營業額主要源自酒店房間及門券收入，而部分收入則來自位於中國的貨品銷售及租金收入。

回顧期間的員工成本由上一期間約4,200,000港元上升至約9,800,000港元。員工成本上升約5,600,000港元，主要由於在中國經營電影拍攝基地及酒店業務而產生更多員工成本所致。

回顧期間的融資成本減少約4,200,000港元，乃由於在二零一四年下半年贖回可換股債券所致。

回顧期間的其他經營費用由上一期間約6,700,000港元上升至約15,230,000港元。其他經營費用上升約8,500,000港元乃主要由於酒店所消耗之食品、材料及其他快銷消費品等之直接成本增加所致。此外，為配合於影視城舉行之定期活動，項目管理及舞台設計之成本於期內相應增加。

截至二零一五年三月三十一日止三個月，本集團錄得虧損淨額約為34,100,000港元，而比較期間的虧損淨額則約為30,500,000港元。截至三個月止期間錄得的虧損主要由於員工成本及其他經營費用增加所致。

### 業務回顧

#### *西樵山國藝影視城項目*

本集團位於廣東省佛山市的西樵山國藝影視城項目，已開發土地總面積達444,000平方米，是匯集電影拍攝場地、主題樂園、酒店、表演場館等觀光及遊玩設施於一身的獨特影視城。

於二零一四年十二月，西樵山國藝影視城開始試業。本集團相信，影視城將成為廣東省的旅遊熱點之一，可吸引更多遊客，並為旅客提供親臨電影場景的娛樂體驗。

### **Film Shooting Base**

The film shooting base is the core project of the Xiqiao National Arts Film Studio Project and equips with the most excellent and comprehensive ancillary facilities featuring the most realistic and delicate details in the South China. The film shooting base covers 374,000 square metres, including a lake of 120,000 square metres.

The shooting scenic spots have been completed and is partially opened to production crews for leasing, several films and TV series were produced here by virtue of the extensive choices of the shooting base. The film shooting base provides diversified and extensive scenes for crews of the Mainland China as well as overseas companies and is expected to attract a certain amount of film production companies all over the world due to its supreme geographical location and multi functional services provided. Furthermore, the Group is considering inviting famous retail organizations to set up their retail shops in the shooting base to provide necessary commodities to guests.

With the partial opening of the film studio and further development of shooting base, it is believed that it will become one of the important sources of income to the Group and bring substantial gain to the Group as enormous synergistic effect will be created and more tourists will be attracted. In the first quarter of 2015, major events such as Chinese New Year Celebrations being held in the film shooting base successfully attracted number of tourists and hence took the film studio into new heights. Going forward, the Group will keep adding special touch to any celebrations and aim to create memorable experiences to the tourists.

### **Hotels**

A 5-star hotel next to the studio and facilitated from deluxe suites to economic standard rooms to cater to tourists' needs has been partially constructed. The Hotel features a modern European design with luxurious fabrics and hues of yellow and gold, the suites are lavishly furnished with a collection of furniture in grand design. The Group acts ahead in providing thoughtful services to meet the needs of the guests such as SPA, Business Centre, Modern Swimming Pool, Shifter Kart which allow our guests to have a splashing good time.

350 suites, would be provided and it is one of the most luxurious and distinctive hotels in the region. In February 2015, the hotel obtained a high utilization rate during the Lunar New Year. Besides, the Group would seek opportunities to provide comprehensive services with additional facilities to cater tourists' needs.

### **電影拍攝基地**

電影拍攝基地是西樵山國藝影視城項目的核心項目，也是華南區內最真實細緻、配套設施最優秀完備的電影拍攝基地。拍攝基地佔地374,000平方米，包括120,000平方米的湖泊水景。

拍攝景區已經竣工，並局部開放予製作團隊租用，拍攝基地憑藉豐富的場景選擇吸引多部電影及電視劇在此拍攝。電影拍攝基地為中國內地製作團隊及海外公司提供多元豐富的場景，加上優越的地理位置及多元完善的服務，預期將吸引全球各地眾多影視製作公司。此外，本集團正考慮邀請知名零售公司進駐拍攝基地開設零售店，為賓客提供合適的商品。

隨著影視城局部開放及拍攝基地進一步發展，相信影視城將可產生巨大的協同效益，吸引更多遊客進場參觀，成為本集團的重要收入來源之一，為本集團帶來可觀收益。二零一五年第一季，於電影拍攝基地舉辦如農曆新年慶祝活動等主要活動成功吸引眾多遊客，令影視城更上一層樓。展望未來，本集團將繼續為各種慶祝活動添上色彩，務求為遊客締造難忘體驗。

### **酒店**

毗鄰影視城的五星級酒店已部分竣工，酒店擁有豪華套房至經濟實惠的標準房各種房型，可滿足不同遊客的需求。酒店採用現代歐式風格設計，豪華格調以黃色及金色為主調，套房裝飾華麗，配備設計精美的傢俱。本集團想賓客所想，致力提供周到服務以滿足賓客需求，如水療中心、商務中心、現代游泳池及變速賽車等，為賓客締造愉快的時光。

酒店將提供350間套房，為區內最豪華、最富特色的酒店。於二零一五年二月農曆新年期間，酒店錄得高使用率。此外，本集團將尋求機會配備更多設施以提供全面的服務，滿足賓客的各種需求。



## MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

### **Cinema**

National Arts Films Production Limited ("NA Films"), an indirectly wholly-owned subsidiary of the Group, collaborated with its joint venture for the development of cinema business in a large shopping mall in a transportation hub area of Zhuhai.

NA Films held 60% equity interest in the joint venture. The cinema boasts eight screens and a total of more than 730 seats, and had commenced its operation since May 2014 which support further comprehensive development of the Group's entertainment and culture business.

### **Artiste Management**

Subsequent to the completion and commencement of operation of the film studio, and with the huge market of domestic movies, the Group will recruit more artists with potential in the future to cope with the demands in the vast market. Apart from the films produced by the Group, our artists Marvel Chow, Rose Chan, Kitson Shum, Rachel Chau and Brian Yuen will also perform and participate in different events. Besides the Group will identify suitable institutions for them to serve as spokespersons and participate in advertising photography. The Group will continue to recruit artists with potential and expand the artiste management segment, hoping that it will become one of the income sources of the Group.

### **Wedding Photography**

The Group reached an agreement with a renowned domestic wedding photography chain group in the fourth quarter of 2013 to develop its new wedding photography business. Through which, the Group will cooperate with the wedding photography company through the leasing of the film studio with an area of approximately 20 mu (13,333.33 square metres) for a term of 12 years and the wedding photography company will invest RMB10 million for the construction of scenic spots in different styles such as the European, Korean and Japanese styles and guarantee there will be at least 28,800 couples taking wedding photos in the scenic spots per year. The annual income of this arrangement will be no less than RMB1,152,000 starting from 2016.

### **The completion of major and connected transaction**

A resolutions proposed in the Special General Meeting held on 10 April 2015 was duly passed by the shareholders by way of poll and reference is made to the circular issued by the Company on 23 March 2015. The Group entered into the Sale and Purchase Agreement to purchase the entire issued share capital of Lux Unicorn Limited and obtained the land use right with a total site area of approximately 368.33 mu. Management expected the development of those nearby area would bring along a new height of the Xiqiao National Arts Film Studio Project.

### **電影院**

本集團間接全資附屬公司國藝影視製作有限公司(「國藝影視」)與其合營公司在珠海市中心的大型商場合作發展電影院業務。

國藝影視持有合營公司60%之權益。該電影院將設有8個銀幕，合共提供逾730個座位，並已自二零一四年五月起投入營運，令本集團的娛樂文化業務得以更全面發展。

### **藝人管理**

隨著影視城落成及投入運營，並鑑於國內電影的龐大市場空間，本集團未來會招攬更多有潛質的藝人加入，以迎合這龐大的市場需求。除本集團製作之電影外，本集團旗下藝人周定宇、陳嘉桓、沈良杰、周嘉莉及阮頌揚亦將擔綱及參與多項活動。此外，本集團亦會為彼等物色合適之機構擔任代言人及參與廣告拍攝。本集團將繼續積極羅致具潛質的藝人，擴大藝人管理分部，使該分部成為本集團的收入來源之一。

### **婚紗攝影**

本集團於二零一三年第四季與國內一個著名的婚紗攝影連鎖集團達成協議，發展其全新的婚紗攝影業務。據此，本集團將與婚紗攝影公司合作，出租影城佔地約20畝(13,333.33平方米)的範圍，租期12年，而婚紗攝影公司將投資人民幣10,000,000元，興建歐式、韓式和日式等多個不同風格的景區，並確保每年有至少28,800對新人進入景區拍攝婚紗照。預料此項安排自二零一六年起每年產生的收入將不少於人民幣1,152,000元。

### **完成重大及關連交易**

於二零一五年四月十日舉行之股東特別大會上提呈之決議案獲股東以投票方式正式通過，茲提述本公司於二零一五年三月二十三日發出的通函。本集團已訂立買賣協議，以購買盛麟有限公司全部已發行股本及獲得總佔地面積約為368.33畝之土地使用權。管理層預期發展其周邊範圍將令西樵山國藝影視城項目再創高峰。

# ADDITIONAL INFORMATION

## 附加資料

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 March 2015, the interests and short positions of the Directors and Chief Executive of the Company and their respective associates 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 (the "SFO") which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Exchange, were as follows:

#### 1. Long Positions in the shares of the Company

Name of Directors	Capacity/ Nature of interest	Number of shares	Interest in controlled corporation	Total	Approximate percentage of the issued share capital of the Company
董事姓名	身份/ 權益性質	股份數目	於受控制公司 之權益	總計	佔本公司已發行股本 之概約百分比
(a) The Company (Ordinary shares of HK\$0.1 each)					
本公司(每股面值0.1港元之普通股)					
Mr. Sin Kwok Lam (Note 1)	Beneficial owner	683,473,000	—	683,473,000	23.66%
冼國林先生(附註1)	實益擁有人				
	Interest of spouse	23,352,000	—	23,352,000	0.81%
	配偶權益				
Ms. Law Po Yee (Note 2)	Beneficial owner	23,352,000	—	23,352,000	0.81%
羅寶兒女士(附註2)	實益擁有人				
	Interest of spouse	683,473,000	—	683,473,000	23.66%
	配偶權益				

### 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

於二零一五年三月三十一日，董事、本公司主要行政人員及彼等各自之聯繫人於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及第8分部之規定須知會本公司及香港聯合交易所有限公司(「聯交所」)之權益及淡倉(包括彼等根據證券及期貨條例有關條文被當作或視為擁有之權益及淡倉)，或根據證券及期貨條例第352條之規定須登記於該條所述登記冊內之權益及淡倉，或根據創業板上市規則第5.46條至5.67條之規定須知會本公司及聯交所之權益及淡倉如下：

#### 1. 於本公司股份之好倉

## ADDITIONAL INFORMATION 附加資料

Note 1: Mr. Sin Kwok Lam and Ms. Law Po Yee beneficially owned 706,825,000 Shares, representing approximately 24.47% of the issued share capital of the Company. By virtue of SFO, Ms. Law Po Yee, the spouse of Mr. Sin Kwok Lam, was deemed to be interested in all the Shares in which Mr. Sin Kwok Lam was interested.

附註1： 冼國林先生及羅寶兒女士實益擁有706,825,000股股份，佔本公司已發行股本約24.47%。根據證券及期貨條例，羅寶兒女士(冼國林先生之配偶)被視為於冼國林先生擁有權益之所有股份中擁有權益。

Note 2: Ms. Law Po Yee is the spouse of Mr. Sin Kwok Lam and is deemed to be interested in the Shares in which Mr. Sin Kwok Lam is deemed or taken to be interested for the purpose of the SFO.

附註2： 羅寶兒女士為冼國林先生之配偶，且被視為於冼國林先生根據證券及期貨條例被視為或當作擁有權益的股份中擁有權益。

### 2. Rights to acquire shares in the Company

### 2. 購買本公司股份的權利

#### i. Post-IPO Share Option Scheme

#### i. 首次公開招股後購股權計劃

Details of grantees	Date of grant	Exercise price per share*	Exercisable period	Number of share options*				Outstanding as at 31 March 2015
				As at 1 January 2015	Granted during the period	Exercised during the period	Lapsed during the period	
承授人詳情	授出日期	每股行使價* (HK\$) (港元)	行使期間	於二零一五年一月一日	期內授出	期內行使	期內失效	於二零一五年三月三十一日尚未行使
Mr. Sin Kwok Lam (Director) 冼國林先生(董事)	29 September 2010 二零一零年 九月二十九日	2.89	29 September 2010 to 2 September 2020 二零一零年九月二十九日 至二零二零年九月二日	7,964,160	—	—	—	7,964,160
Ms. Law Po Yee (Director) 羅寶兒女士(董事)	29 September 2010 二零一零年 九月二十九日	2.89	29 September 2010 to 2 September 2020 二零一零年九月二十九日 至二零二零年九月二日	3,982,080	—	—	—	3,982,080
Mr. Chow Kai Weng (Director) 周啟榮先生(董事)	29 September 2010 二零一零年 九月二十九日	2.89	29 September 2010 to 2 September 2020 二零一零年九月二十九日 至二零二零年九月二日	24,888	—	—	—	24,888
Mr. Li Sin Hung Maxim (Director) 李錫洪先生(董事)	20 May 2010 二零一零年 五月二十日	3.38	20 May 2010 to 19 May 2020 二零一零年五月二十日至 二零二零年五月十九日	25,065	—	—	—	25,065
Mr. Chui Chi Yun, Robert (Director) 崔志仁先生(董事)	13 May 2010 二零一零年 五月十三日	3.66	13 May 2010 to 12 May 2020 二零一零年五月十三日至 二零二零年五月十二日	33,292	—	—	—	33,292
Mr. Chan Tin Lup, Trevor (Director) 陳天立先生(董事)	20 May 2010 二零一零年 五月二十日	3.38	20 May 2010 to 19 May 2020 二零一零年五月二十日至 二零二零年五月十九日	33,420	—	—	—	33,420
Prof. Wong Lung Tak, Patrick (Director) 黃龍德教授(董事)	20 May 2010 二零一零年 五月二十日	3.38	20 May 2010 to 19 May 2020 二零一零年五月二十日至 二零二零年五月十九日	33,420	—	—	—	33,420

ADDITIONAL INFORMATION  
附加資料

ii. New Share Option Scheme

ii. 新購股權計劃

Details of grantees	Date of grant	Exercise price per share*	Exercisable period	Number of share options*				Outstanding as at 31 March 2015
				As at 1 January 2015	Granted during the period	Exercised during the period	Lapsed during the period	
承授人詳情	授出日期	每股行使價* (HK\$) (港元)	行使期間	於二零一五年一月一日	期內授出	期內行使	期內失效	於二零一五年三月三十一日 尚未行使
Mr. Sin Kwok Lam (Director) 冼國林先生(董事)	28 March 2011 二零一一年 三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一二年三月二十七日	3,360,403	—	—	—	3,360,403
	31 March 2012 二零一二年 三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	134,450	—	—	—	134,450
Ms. Law Po Yee (Director) 羅寶兒女士(董事)	28 March 2011 二零一一年 三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一二年三月二十七日	3,360,403	—	—	—	3,360,403
	31 March 2012 二零一二年 三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	134,450	—	—	—	134,450
Mr. Chow Kai Weng (Director) 周啟榮先生(董事)	28 March 2011 二零一一年 三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一二年三月二十七日	58,807	—	—	—	58,807
	31 March 2012 二零一二年 三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	67,225	—	—	—	67,225
Ms. Sin Ho Yee (Director) 冼灝怡女士(董事)	28 March 2011 二零一一年 三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一二年三月二十七日	1,344,161	—	—	—	1,344,161
	31 March 2012 二零一二年 三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	50,419	—	—	—	50,419



ADDITIONAL INFORMATION  
附加資料

Details of grantees	Date of grant	Exercise price per share*	Exercisable period	Number of share options*				
				As at 1 January 2015	Granted during the period	Exercised during the period	Lapsed during the period	Outstanding as at 31 March 2015
承授人詳情	授出日期	每股行使價* (HK\$) (港元)	行使期間	於二零一五年一月一日	期內授出	期內行使	期內失效	於二零一五年三月三十一日尚未行使
Mr. Li Sin Hung Maxim (Director) 李錦洪先生(董事)	28 March 2011 二零一一年三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一一年三月二十七日	8,401	—	—	—	8,401
	31 March 2012 二零一二年三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	16,806	—	—	—	16,806
Mr. Chui Chi Yun, Robert (Director) 崔志仁先生(董事)	28 March 2011 二零一一年三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一一年三月二十七日	33,604	—	—	—	33,604
	31 March 2012 二零一二年三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	67,225	—	—	—	67,225
Mr. Chan Tin Lup, Trevor (Director) 陳天立先生(董事)	28 March 2011 二零一一年三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一一年三月二十七日	33,604	—	—	—	33,604
	31 March 2012 二零一二年三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	67,225	—	—	—	67,225
Prof. Wong Lung Tak, Patrick (Director) 黃龍德教授(董事)	28 March 2011 二零一一年三月二十八日	7.62	28 March 2012 to 27 March 2021 二零一二年三月二十八日至 二零一一年三月二十七日	33,604	—	—	—	33,604
	31 March 2012 二零一二年三月三十一日	5.59	31 March 2012 to 30 March 2017 二零一二年三月三十一日至 二零一七年三月三十日	67,225	—	—	—	67,225

Save as disclosed above, none of the Directors, Chief Executive or their associates had, as at 31 March 2015, any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Exchange.

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

As at 31 March 2015, the persons or corporations, other than a director or Chief Executive of the Company, who had interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of Part XV of the SFO or had otherwise been notified to the Company were as follows:

### 1. Long Positions in the shares of the Company

Name of shareholder 股東姓名	Capacity 身份	No. of shares held 持有股份數目	Approximate percentage of the issued share capital of the Company 佔本公司已發行股本之概約百分比
Sin Kwok Lam 冼國林	Beneficial owner 實益擁有人	683,473,000	23.66%
Law Po Yee 羅寶兒	Beneficial owner 實益擁有人	23,352,000	0.81%
Tse Young Lai 謝欣禮	Beneficial owner 實益擁有人	563,547,600	19.51%

除上文披露者外，於二零一五年三月三十一日，各董事、主要行政人員及彼等之聯繫人概無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）之任何股份、相關股份或債券中擁有任何根據證券及期貨條例第XV部第7及第8分部之規定須知會本公司及聯交所之權益或淡倉（包括彼等根據證券及期貨條例有關條文被當作或視為擁有之權益或淡倉），或根據證券及期貨條例第352條之規定須登記於該條所述登記冊內之權益或淡倉，或根據創業板上市規則第5.46條至5.67條之規定須知會本公司及聯交所之權益或淡倉。

## 主要股東及其他人士於股份及相關股份之權益及淡倉

於二零一五年三月三十一日，根據按照證券及期貨條例第XV部第336條之規定須予存置之登記冊所記錄，或本公司已獲另行知會，下列人士或法團（除本公司董事或主要行政人員外）於本公司之股份及相關股份中擁有權益或淡倉：

### 1. 於本公司股份之好倉

## ADDITIONAL INFORMATION 附加資料

### SHARE OPTION SCHEMES

Pursuant to a written resolution of the sole shareholder of the Company dated 22 July 2002, the Company conditionally adopted and approved Post-IPO Share Option Scheme. The principal terms of which are set out in Appendix IV to the prospectus of the Company dated 9 October 2002.

Pursuant to a resolution passed by the extraordinary general meeting of the Company dated 29 September 2010, a new share option scheme (the "New Share Option Scheme") was adopted and the Post-IPO Share Option Scheme was terminated. The principal terms of New Share Option Scheme are set out in the circular of the Company dated 6 September 2010.

#### Post-IPO Share Option Scheme

As at 31 March 2015, the share options to subscribe for an aggregate of 12,096,325 shares of the Company granted pursuant to the Post-IPO Share Option Scheme were outstanding. The details of the Post-IPO Share Option Scheme as at 31 March 2015 are set out as follows:

### 購股權計劃

根據本公司唯一股東於二零零二年七月二十二日之書面決議案，本公司有條件地採納及批准首次公開招股後購股權計劃。有關該計劃的主要條款載於日期為二零零二年十月九日之本公司招股章程附錄四內。

根據本公司於二零一零年九月二十九日舉行之股東特別大會上通過之決議案，一項新的購股權計劃（「新購股權計劃」）獲採納，而首次公開招股後購股權計劃則被終止。新購股權計劃之主要條款載於日期為二零一零年九月六日之本公司通函內。

#### 首次公開招股後購股權計劃

於二零一五年三月三十一日，根據首次公開招股後購股權計劃授出而可認購本公司合共12,096,325股股份之購股權尚未獲行使。於二零一五年三月三十一日之首次公開招股後購股權計劃詳情如下：

Category of Participants	Exercise price per share*	Date of grant	Number of share options*				Outstanding as at 31 March 2015 於二零一五年三月三十一日尚未行使
			As at 1 January 2015 於二零一五年一月一日	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	
Directors 董事	3.66	13 May 2010 二零一零年五月十三日	33,292	—	—	—	33,292
Directors 董事	3.38	20 May 2010 二零一零年五月二十日	91,905	—	—	—	91,905
Directors 董事	2.89	29 September 2010 二零一零年九月二十九日	11,971,128	—	—	—	11,971,128
Total 總計			12,096,325	—	—	—	12,096,325

### New Share Option Scheme

As at 31 March 2015, the share options to subscribe for an aggregate of 8,838,012 shares of the Company granted pursuant to the New Share Option Scheme were outstanding. The details of the New Share Option Scheme as at 31 March 2015 are set out as follows:

### 新購股權計劃

於二零一五年三月三十一日，根據新購股權計劃授出而可認購本公司合共8,838,012股股份之購股權尚未獲行使。於二零一五年三月三十一日之新購股權計劃詳情如下：

Category of Participants	Exercise price per share*	Date of grant	Number of share options*				Outstanding as at 31 March 2015 於二零一五年三月三十一日尚未行使
			As at 1 January 2015 於二零一五年一月一日	Granted during the period 期內授出	Exercised during the period 期內行使	Lapsed during the period 期內失效	
參與人類別	每股行使價* (HK\$) (港元)	授出日期					
Directors 董事	7.62	28 March 2011 二零一一年三月二十八日	8,232,987	—	—	—	8,232,987
Directors 董事	5.59	31 March 2012 二零一二年三月三十一日	605,025	—	—	—	605,025
Total 總計			8,838,012	—	—	—	8,838,012



## ADDITIONAL INFORMATION 附加資料

### EMPLOYEE & REMUNERATION POLICY

The director of the board (the “Directors”) believe that the quality of its employees is the most important factor in sustaining the Group’s growth and improving its profitability. The Group’s remunerates its employees based on their performances, experience and prevailing industry practices. In addition to basic salaries and mandatory provident fund, staff benefits including medical coverage scheme and share options are offered.

The Group has not experienced any significant problems with its employees or disruption to its operation due to labour disputes nor has it experienced any difficulties in the recruitment and retirement of experienced staff. The Directors believe that the Group has a good working relationship with its employees.

### 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.

### COMPETING INTERESTS

None of the directors or management shareholders of the Company (as defined in the GEM Listing Rules) or their respective associates had any interest, whether directly or indirectly, in a business which competes or may compete with the business of the Group.

### 僱員及薪酬政策

董事會各董事(「董事」)相信，僱員質素對本集團持續發展及改善盈利能力至關重要。本集團的僱員薪酬乃按工作表現、資歷及當時行業慣例釐定。除基本薪金及強制性公積金外，本集團亦提供醫療保障計劃及購股權等員工福利。

本集團與其僱員之間並無發生任何重大問題，亦無因勞資糾紛而引致營運受到干擾，且在有經驗員工之招聘及退休方面亦無遭遇任何困難。董事相信，本集團與其僱員維持良好工作關係。

### 買賣或贖回本公司上市證券

截至二零一五年三月三十一日止三個月，本公司及其任何附屬公司概無買賣或贖回本公司任何上市證券。

### 競爭權益

本公司董事或管理層股東(定義見創業板上市規則)或彼等各自之聯繫人概無於與本集團業務構成競爭或可能構成競爭之業務中擁有任何直接或間接權益。

## AUDIT COMMITTEE

The Company has established an audit committee (the "Audit Committee") in 2002 with written terms of reference, which deal clearly with its authorities and duties. The primary duties of the Audit Committee are to review the Company's annual reports and financial statements, interim reports and quarterly reports and discuss with the management over issues relating to auditing, internal control and financial reporting. The Audit Committee now comprises four Independent Non-executive Directors, namely Mr. Chui Chi Yun, Robert (Chairman), Mr. Chan Tin Lup, Trevor, Prof. Wong Lung Tak, Patrick and Mr. Li Kit Chee.

The Group's unaudited results for the three months ended 31 March 2015 have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results has complied with applicable accounting standards and requirements and that adequate disclosures have been made.

## CORPORATE GOVERNANCE

The Company is committed to maintaining a high standard of corporate governance practices and procedures with an aim to maximizing the shareholders' interests as well as to enhancing the stakeholders' transparency and accountability. In this respect, the Company has complied with all of the code provisions set out in the Code on Corporate Governance contained in Appendix 15 of the GEM Listing Rules during the three months ended 31 March 2015.

The Company has prepared a corporate governance report in accordance with Rule 18.44(2) of the GEM Listing Rules attached to the 2014 annual report of the Company.

## 審核委員會

本公司已於二零零二年成立審核委員會(「審核委員會」)，並具有書面職權範圍，清楚列明其權責。審核委員會之主要職責為審閱本公司之年報及財務報表、中期報告及季度報告，並與管理層就有關審計、內部監控及財務報告等議題進行磋商。審核委員會現時成員包括四名獨立非執行董事，分別為崔志仁先生(主席)、陳天立先生、黃龍德教授及李傑之先生。

審核委員會已審閱本集團截至二零一五年三月三十一日止三個月之未經審核業績，認為有關業績已遵照適用之會計準則及規定編製，並已作出充分披露。

## 企業管治

本公司致力維持高水平企業管治常規及程序，旨在為股東帶來最大利益，同時提高對權益關涉者之透明度及問責性。就此，截至二零一五年三月三十一日止三個月，本公司已遵守創業板上市規則附錄15所載企業管治守則之所有守則條文。

本公司已按照創業板上市規則第18.44(2)條編製企業管治報告，並載於本公司之二零一四年年報內。

ADDITIONAL INFORMATION  
附加資料

MODEL CODE FOR  
DIRECTORS' SECURITIES  
TRANSACTIONS

The Company has adopted a code of conduct regarding securities transactions by 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. Having made specific enquiry of all Directors, all Directors confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by directors adopted by the Company throughout the three months ended 31 March 2015.

On behalf of the Board  
**National Arts Entertainment and Culture Group  
Limited**  
**Law Po Yee**  
*Vice Chairperson, Executive Director  
and Chief Executive Officer*

Hong Kong, 12 May 2015

董事進行證券交易的標準守則

本公司已採納一套有關董事進行證券交易之行為守則，其條款不遜於創業板上市規則第5.48條至5.67條所載之規定交易標準。本公司已向全體董事作出特定查詢，而全體董事均已確認，彼等於截至二零一五年三月三十一日止三個月一直遵守有關規定交易標準及本公司所採納有關董事進行證券交易之行為守則。

承董事會命  
**國藝娛樂文化集團有限公司**  
*副主席兼執行董事及行政總裁*  
**羅寶兒**

香港，二零一五年五月十二日

# CORPORATE INFORMATION

## 公司資料

### BOARD OF DIRECTORS

#### *Chairman and Non-executive Director*

Mr. Sin Kwok Lam

#### *Vice Chairperson, Executive Director and Chief Executive Officer*

Ms. Law Po Yee

#### *Executive Directors*

Mr. Chow Kai Weng

Ms. Sin Ho Yee

#### *Non-executive Director*

Mr. Li Sin Hung Maxim

#### *Independent Non-executive Directors*

Mr. Chan Tin Lup Trevor

Mr. Chui Chi Yun Robert

Prof. Wong Lung Tak Patrick

Mr. Li Kit Chee

### COMPANY SECRETARY

Mr. Chan Man Hung

### COMPLIANCE OFFICER

Ms. Law Po Yee

### HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Units 3011B-12, 30/F,  
West Tower Shun Tak Centre,  
168-200 Connaught Road Central, H.K.

### SHARE REGISTRAR AND TRANSFER OFFICES

#### *Principal share registrar and transfer office*

Codan Services Limited  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

#### *Hong Kong branch share registrar and transfer office*

Tricor Secretaries Limited  
26/F., Tesbury Centre  
28 Queen's Road East  
Wanchai Hong Kong

### 董事會

#### *主席兼非執行董事*

冼國林先生

#### *副主席兼執行董事及行政總裁*

羅寶兒女士

#### *執行董事*

周啟榮先生

冼灝怡女士

#### *非執行董事*

李錄洪先生

#### *獨立非執行董事*

陳天立先生

崔志仁先生

黃龍德教授

李傑之先生

### 公司秘書

陳文鴻先生

### 監察主任

羅寶兒女士

### 總辦事處及主要營業地點

香港干諾道中168-200號  
信德中心西翼  
30樓3011B-12室

### 股份過戶及登記處

#### *主要股份過戶及登記處*

Codan Services Limited  
Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

#### *香港股份過戶及登記分處*

卓佳秘書商務有限公司  
香港灣仔  
皇后大道東28號  
金鐘匯中心26樓



## CORPORATE INFORMATION 公司資料

### AUTHORISED REPRESENTATIVES

Ms. Law Po Yee  
Mr. Chow Kai Weng

### COMMITTEES

#### **Audit Committee**

Mr. Chui Chi Yun Robert (*Chairman*)  
Mr. Chan Tin Lup Trevor  
Prof. Wong Lung Tak Patrick  
Mr. Li Kit Chee

#### **Remuneration Committee**

Mr. Chui Chi Yun Robert (*Chairman*)  
Mr. Chan Tin Lup Trevor  
Prof. Wong Lung Tak Patrick  
Mr. Li Kit Chee

#### **Nomination Committee**

Mr. Sin Kwok Lam (*Chairman*)  
Mr. Chan Tin Lup Trevor  
Prof. Wong Lung Tak Patrick  
Mr. Li Kit Chee

### LEGAL ADVISORS

Conyers Dill & Pearman

### AUDITORS

HLB Hodgson Impey Cheng Limited  
*Certified Public Accountants*

### PRINCIPAL BANKERS

Hang Seng Bank

### REGISTERED OFFICE

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

### GROUP'S WEBSITE

<http://www.nationalarts.hk>

### STOCK CODE

8228

### 授權代表

羅寶兒女士  
周啟榮先生

### 轄下委員會

#### **審核委員會**

崔志仁先生 (*主席*)  
陳天立先生  
黃龍德教授  
李傑之先生

#### **薪酬委員會**

崔志仁先生 (*主席*)  
陳天立先生  
黃龍德教授  
李傑之先生

#### **提名委員會**

冼國林先生 (*主席*)  
陳天立先生  
黃龍德教授  
李傑之先生

### 法律顧問

Conyers Dill & Pearman

### 核數師

國衛會計師事務所有限公司  
*執業會計師*

### 主要往來銀行

恒生銀行

### 註冊辦事處

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

### 本集團網址

<http://www.nationalarts.hk>

### 股份代號

8228



National Arts Entertainment and Culture Group Limited

國藝娛樂文化集團有限公司

