



中國融保金融集團有限公司 China Assurance Finance Group Limited

(於開曼群島註冊成立之有限公司)

(Incorporated in the Cayman Islands with limited liability)

股份代號 Stock Code : 8090



2015

FIRST QUARTERLY REPORT 第一季業績報告

CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (THE “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.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this report, 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 report.

This report, for which the directors (the “Directors”) of China Assurance Finance 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 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

創業板之定位，乃為相比起其他在聯交所上市之公司帶有較高投資風險之公司提供一個上市之市場。有意投資之人士應瞭解投資於該等公司之潛在風險，並應經過審慎周詳之考慮後方作出投資決定。創業板之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新興之性質所然，在創業板買賣之證券可能會較於主板買賣之證券承受較大之市場波動風險，同時無法保證在創業板買賣之證券會有高流通量之市場。

香港交易及結算所有限公司及香港聯合交易所有限公司對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本報告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

本報告之資料乃遵照聯交所創業板證券上市規則（「創業板上市規則」）而刊載，旨在提供有關中國融保金融集團有限公司（「本公司」）之資料。本公司各董事（「董事」）願就本報告之資料共同及個別地承擔全部責任。各董事在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要方面均屬準確及完備，沒有誤導或欺詐成份，且並無遺漏任何事項，足以令致本報告或其內所載任何陳述產生誤導。

SUMMARY

For the three months ended 31 March 2015:

- revenue of the Group was approximately RMB4.89 million, representing an increase of approximately 13.1% as compared with the corresponding period in 2014, which was mainly attributable to, amongst others, (i) the increase in the number of new contracts; and (ii) the increase in the average contract price of financial guarantee services;
- loss attributable to owners of the Company was approximately RMB5.13 million, which was mainly due to, amongst others, (i) the one-off and non-cash share option expenses related to the granting of certain share options on 20 November 2013 as the relevant vesting condition has been fulfilled; (ii) increase in finance cost incurred from the short-term loans;
- the Board does not recommend the payment of any dividend for the three months ended 31 March 2015.

概要

截至二零一五年三月三十一日止三個月：

- 本集團收益約為人民幣4,890,000元，較二零一四年同期上升約13.1%，主要由於（其中包括）(i) 新合約數目增加；及(ii) 融資擔保服務之平均合約價格增加；
- 本公司擁有人應佔虧損約人民幣5,130,000元，主要由於（其中包括）(i) 有關之歸屬權已獲滿足，於二零一三年十一月二十日授出某些購股權所致之一次性非現金購股權開支；及(ii) 短期貸款所產生之融資成本上升；
- 董事會不建議就截至二零一五年三月三十一日止三個月派付任何股息。

FIRST QUARTERLY RESULTS

The board of Directors (the “**Board**”) hereby announces the unaudited consolidated results of the Company and its subsidiaries (collectively, the “**Group**”) for the three months ended 31 March 2015 together with the unaudited comparative figures for the corresponding period in 2014 presented in Renminbi (“**RMB**”) as follows:

第一季季度業績

董事會（「**董事會**」）謹此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未經審核比較數字，以人民幣（「**人民幣**」）為單位呈列如下：

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

未經審核簡明綜合全面收益表

For the three months ended 31 March 2015

截至二零一五年三月三十一日止三個月

		For the three months ended 31 March 截至三月三十一日止三個月	
		2015 二零一五年 (unaudited) (未經審核) RMB'000 人民幣千元	2014 二零一四年 (unaudited) (未經審核) RMB'000 人民幣千元
	Notes 附註		
Revenue	3	4,891	4,325
Other income	3	634	701
Administrative and operating expenses		(4,922)	(5,246)
Finance cost		(3,294)	(808)
Equity-settled share-based payment expenses	5	(1,469)	—
Loss before income tax		(4,160)	(1,028)
Income tax expense	6	(862)	(795)
Loss for the period		(5,022)	(1,823)
Other comprehensive income attributable to the owners of the Company may be classified to profit or loss in subsequent periods:			
Exchange (loss)/gain on translation of financial statement of foreign operations		(281)	30
Total comprehensive loss for the period		(5,303)	(1,793)

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (Continued)

未經審核簡明綜合全面收益表 (續)

For the three months ended 31 March 2015

截至二零一五年三月三十一日止三個月

		For the three months ended 31 March	
		截至三月三十一日止三個月	
		2015	2014
		二零一五年	二零一四年
		(unaudited)	(unaudited)
		(未經審核)	(未經審核)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
		Notes	
		附註	
Loss for the period	應佔本期間虧損：		
attributable to:			
Owners of the Company	本公司擁有人	(5,132)	(1,929)
Non-controlling interests	非控股權益	110	106
		(5,022)	(1,823)
Total comprehensive income	應佔全面收益總額：		
attributable to:			
Owners of the Company	本公司擁有人	(5,413)	(1,899)
Non-controlling interests	非控股權益	110	106
		(5,303)	(1,793)
Loss per share	每股虧損		
— Basic (RMB cents)	— 基本 (人民幣分)	(0.32)	(0.12)
Loss per share	每股虧損		
— Diluted (RMB cents)	— 攤薄 (人民幣分)	(0.32)	(0.12)

NOTES TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 10 March 2011. The registered office of the Company is the office of Codan Trust Company (Cayman) Limited, which is located at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Company's shares (the "Shares") have been listed on GEM of the Stock Exchange since 6 January 2012 (the "Listing Date").

The principal activity of the Company is investment holding. In the opinion of the Directors, the ultimate holding company of the Company is Capital Gain Investments Holdings Limited ("Capital Gain"), a limited liability company incorporated in the British Virgin Islands.

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

The unaudited consolidated results of the Group for the three months ended 31 March 2015 have been prepared in accordance with the accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the applicable disclosure requirements of the GEM Listing Rules.

The accounting policies used in the preparation of these results are consistent with those used in the preparation of the Group's annual financial statements for the year ended 31 December 2014.

The functional currency of the Company is Hong Kong Dollar ("HK\$"). The consolidated financial statements are presented in RMB, which is the functional currency of the primary economic environment in which the principal subsidiaries of the Group operate. All values are rounded to the nearest thousand ("RMB'000") unless otherwise stated.

財務報表附註

1. 公司資料

本公司乃二零一一年三月十日於開曼群島註冊成立之獲豁免有限責任公司。本公司之註冊辦事處為Codan Trust Company (Cayman) Limited之辦事處，地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。本公司之股份(「股份」)自二零一二年一月六日(「上市日期」)起於聯交所創業板上市。

本公司之主要業務為投資控股。董事認為，本公司之最終控股公司為興富投資控股有限公司(「興富」，一間於英屬處女群島註冊成立之有限公司)。

2. 編製基準及主要會計政策

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乃按香港公認會計原則編製，並符合由香港會計師公會頒布之香港財務報告準則及創業板上市規則之適用披露規定。

編製該等業績所用之會計政策與編製本集團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用者一致。

本公司之功能貨幣為港元(「港元」)。綜合財務報表以人民幣(本集團主要附屬公司經營所在主要經濟環境之功能貨幣)呈列。除另有指明外，所有價值取最接近之千元單位(「人民幣千元」)。

3. REVENUE AND OTHER INCOME

Revenue from the Group's principal activities, which is also the Group's turnover, represents the income from provision of guarantee and advisory services. Revenue and other income recognised for the three months ended 31 March 2015 is as follows:

		For the three months ended 31 March	
		截至三月三十一日止三個月	
		2015	2014
		二零一五年	二零一四年
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
		RMB'000	RMB'000
		人民幣千元	人民幣千元
Revenue	收益		
Income from financial guarantee	融資擔保收入	4,891	4,325
Other income	其他收入		
Bank interest income	銀行利息收入	634	671
Government grants	政府補助	—	30
		634	701

4. SEGMENT INFORMATION

Operating segments and the amounts of each segment item reported in the consolidated financial statement, are identified on the basis of the internal management reporting information that is provided to and regularly reviewed by the Group's executive directors in order to allocate resources and assess performance of the segment. No segment information is presented in respect of the Group's operating segment as the Group is principally engaged in one segment in the provision of financial guarantee service, performance guarantee service and advisory services in the People's Republic of China (the "PRC").

3. 收益及其他收入

由本集團主要業務所得之收益，亦即本集團之營業額，即指就提供擔保及顧問服務之收入。截至二零一五年三月三十一日止三個月已確認之收益及其他收入如下：

4. 分類資料

經營分類及綜合財務報表內各分類項目所申報之金額，乃根據內部管理呈報資料為基礎而確定。本集團執行董事獲提供及定期審閱該資料以作分配資源及評估分類之表現。由於本集團僅從事一項分類，即於中華人民共和國（「中國」）提供融資擔保服務、履約擔保服務及顧問服務，故本集團並無就經營分類呈列分類資料。

5. EQUITY-SETTLED SHARE-BASED PAYMENT EXPENSES

On 20 November 2013, the Company granted an aggregate of 47,000,000 share options at an exercise price of HK\$1.63 per share of the Company to the eligible persons. The market price of the Company's shares at the date of grant was HK\$1.62 per share. Half of the share options are exercisable from 1 November 2014 to 31 October 2015 and the other half of the share options are exercisable from 1 November 2015 to 31 October 2016. Each of the Grantees has paid HK\$1 to the Company on acceptance of the offer of share option. There is a vesting condition on the 47,000,000 share options granted which has been partially fulfilled in 2014. Equity-settled share-based payment of approximately RMB1,469,000 has been charged to profit or loss for the three months ended 31 March 2015 (2014: Nil) in accordance with the Group's accounting policy set out in note 5.13 of the Group's annual financial statements for the year ended 31 December 2014.

6. INCOME TAX

The Group is subject to income tax on an entity basis on profits arising in or derived from the jurisdictions in which members of the Group are domiciled and operate.

5. 以股份為基準付款（以股本結算）開支

於二零一三年十一月二十日，本公司向合資格人士授出行使價為每股本公司股份1.63港元之總計47,000,000份購股權。於授出日期，本公司股份之市價為每股1.62港元。半數購股權可於二零一四年十一月一日至二零一五年十月三十一日期間內行使，另一半購股權則可於二零一五年十一月一日至二零一六年十月三十一日期間內行使。各承授人在接納授予購股權之建議時向本公司支付1港元之代價。授出之47,000,000股購股權設有歸屬條件，其於二零一四年獲部分達成。以股份為基準付款（以股本結算）約人民幣1,469,000元已根據本公司截至二零一四年十二月三十一日止年度之年報附註5.13所載之本集團會計政策，計入截至二零一五年三月三十一日止三個月損益賬。

6. 所得稅

For the three months ended 31 March

截至三月三十一日止三個月

	2015 二零一五年 (Unaudited) (未經審核) RMB'000 人民幣千元	2014 二零一四年 (Unaudited) (未經審核) RMB'000 人民幣千元
Current tax — PRC Enterprise Income Tax ("EIT")	即期稅項 — 中國 企業所得稅（「企業所得稅」）	862 795

本集團須按實體基準就產生或源於本集團成員公司座落及經營所在管轄權區域之溢利繳納所得稅。

6. INCOME TAX (Continued)

No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the period (2014: nil).

EIT arising from the PRC for the period ended 31 March 2015 was calculated at 25% of the estimated assessable profits during the period (2014: 25%).

7. DIVIDENDS

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

8. LOSS PER SHARES

The calculation of basic loss per Share is based on the loss attributable to owners of the Company for the three months ended 31 March 2015 of approximately RMB5.13 million (2014: RMB1.93 million), and the weighted average number of 1,608,073,000 ordinary Shares (2014: 1,585,400,000) in issue during the period.

Diluted loss per Share is the same as basic loss per Share for the three months ended 31 March 2015 and three months ended 31 March 2014 as the impact of the potential dilutive ordinary shares outstanding has an anti-dilute effect on the basic loss per Share presented for the period.

6. 所得稅 (續)

本集團於期內並無產生源於香港之任何應課稅收入，故並無就香港利得稅撥備（二零一四年：無）。

於截至二零一五年三月三十一日止三個月，於中國產生之企業所得稅乃根據期內預計應課稅收入之25%計算（二零一四年：25%）。

7. 股息

董事會不建議派付截至二零一五年三月三十一日止三個月之任何股息（二零一四年：無）。

8. 每股虧損

截至二零一五年三月三十一日止三個月，每股基本虧損之計算乃基於本公司擁有人應佔虧損約人民幣5,130,000元（二零一四年：人民幣1,930,000元）及期內已發行之加權平均數1,608,073,000股（二零一四年：1,585,400,000股）普通股。

由於尚未發行之潛在攤薄普通股對期內之每股基本虧損造成反攤薄影響，故截至二零一五年三月三十一日止三個月及截至二零一四年三月三十一日止三個月，每股攤薄虧損與每股基本虧損一致。

9. RESERVES

9. 儲備

		Unaudited 未經審核							
		Equity attributable to the owners of the Company 本公司擁有人應佔權益							
		Share Capital	Share Premium	Exchange Reserve	Share option reserve	Retained Profits/ Accumulate (losses)	Non- Controlling interest	Total equity	
		股本	股份溢價	匯兌儲備	購股權儲備	保留溢利/ 累計(虧損)	總計	非控股權益	
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
At 1 January 2015 (audited)	於二零一五年一月一日 (經審核)	13,084	167,560	10,675	25,336	(15,503)	201,152	7,416	208,568
Equity-settled share-based payment	以股份為基礎付款 (以股本結算)	—	—	—	1,469	—	1,469	—	1,469
Lapse of share options	購股權失效	—	—	—	(6,395)	6,395	—	—	—
Exercise of share options	行使購股權	5	666	—	(54)	—	617	—	617
Transaction with owners	與擁有人交易	5	666	—	(4,980)	6,395	2,086	—	2,086
(Loss)/Profit for the period	本期間(虧損)/溢利	—	—	—	—	(5,132)	(5,132)	110	(5,022)
Other comprehensive income for the period	本期間其他全面收益	—	—	(281)	—	—	(281)	—	(281)
Total comprehensive income for the period	本期間全面收益總額	—	—	(281)	—	(5,132)	(5,413)	110	(5,303)
At 31 March 2015 (unaudited)	於二零一五年 三月三十一日 (未經審核)	13,089	168,226	10,394	20,356	(14,240)	197,825	7,526	205,351
At 1 January 2014 (audited)	於二零一四年一月一日 (經審核)	12,907	153,428	10,722	10,553	15,013	202,623	7,083	209,706
(Loss)/Profit for the period	本期間(虧損)/溢利	—	—	—	—	(1,929)	(1,929)	106	(1,823)
Other comprehensive income for the period	本期間其他全面收益	—	—	30	—	—	30	—	30
Total comprehensive income for the period	本期間全面收益總額	—	—	30	—	(1,929)	(1,899)	106	(1,793)
At 31 March 2014 (unaudited)	於二零一四年 三月三十一日 (未經審核)	12,907	153,428	10,752	10,553	13,084	200,724	7,189	207,913

MANAGEMENT DISCUSSION AND ANALYSIS

The Group is primarily engaged in the business of providing financial guarantee services, performance guarantee services and advisory services in the PRC.

Business Review

During the review period, the entire global economy has tardy recovery and has entered into the new normal of structural economic rebalance. In spite of the United States, most major regions pursue quantitative easing monetary policies. In the first quarter of 2015, China's Gross Domestic Product ("GDP") has recorded an increase of 7% over last year, which represents a slightly decrease of 0.3% comparing to that of the fourth quarter last year. Despite the fall of GDP, China's prospect is expected to be optimistic due to its overall stable economy. Regarding the short-term downward pressure of China, the People's Bank of China ("PBOC") is prone to adjust domestic monetary policy and adopt Required Reserve Rate ("RRR") and interest rate cuts in order to maintain steady growth in loans and social financing. In addition, China strongly supports the development of internet finance by gradually improving regulatory rules and proposing the "Internet + Finance" action plan. It aims to promote a healthy development of internet finance and guide internet enterprises to expand to the international market.

The Group will continue to seize market opportunities and synchronously develop its core business and internet finance business to further broaden the source of income. Below are the major business results of the Group in the first quarter of 2015:

管理層討論與分析

本集團主要於中國從事提供融資擔保服務、履約擔保服務及顧問服務之業務。

業務回顧

回顧期間內，全球經濟緩慢復甦，並進入結構性經濟再平衡的新常態。除美國外，大多數主要地區均推行量化寬鬆貨幣政策。在二零一五年第一季度，中國國內生產總值比去年同期錄得7%增長，比去年第四季度放緩0.3%。儘管國內生產總值下降，惟因整體經濟穩定，中國前景仍然樂觀。就中國之短期下行壓力，中國人民銀行（「人行」）傾向調整國內貨幣政策及削減存款準備金率及利率，以保持貸款及社會融資穩定增長。再者，中國大力支持發展互聯網金融，逐步改善監管規則，並提出「互聯網 + 金融」行動計劃，旨在推動網上融資健康發展，指導互聯網企業拓展至國際市場。

本集團將繼續抓住市場機遇，同時發展核心業務及互聯網金融業務，以進一步擴大收入來源。本集團於二零一五年第一季度的主要業務成就如下：



Financial guarantee remains the Group's principal business, along with the advancement to the direction of third-party payment, commercial financing business, and the combination of online business transactions with offline transactions. On 18 September 2014, the Group entered into the subscription and capital injection agreement to inject capital in the amount of RMB12 million into Beijing Jin Dian Pai Information Technology Limited ("**JDP**"). Upon completion of the capital injection, the Group will hold 60% equity interests of JDP. JDP has been found over a decade, its major business is to develop real-time trading technologies mainly focusing on property sales, land sales, corporate and government sales, bidding system development and services as well as other fields. At the same time, JDP has entered into a 15-year strategic cooperation agreement for jewelry and jade trading platform with 廣州商品交易所 (Guangzhou Commodity Exchange, "**GCE**") as its exclusive electronic exchange platform of individual commodities.

The jewelry and jade online trading platform jointly operated by JDP and GCE has been officially launched on 15 January 2015. Apart from the platform providing facilities for professional B2B jewelry and jade trading, GCE also entered into an RMB2 billion loan facility agreement with Shanghai Pudong Development Bank to allow eligible members of the online trading platform and traders who trade under the rules of qualified transactions to acquire loans. In addition, the trading platform will adopt membership-based transactions. It will also provide convenient financing and trading services through standardised value assessment system, professional warehouse logistics, mutual benefit membership system and innovative trading model.

融資擔保仍是本集團的主要業務，同時向第三方付款、商業融資業務以及網上業務交易與線下交易互相結合之方向進發。於二零一四年九月十八日，本集團訂立認購及注資協議，向北京金點拍信息技術有限公司（「**北京金點拍**」）注資人民幣12,000,000元。注資事項完成後，本集團將持有北京金點拍之60%股權。北京金點拍已成立十多年時間，其主要業務為開發實時交易技術，主要集中在房地產銷售、土地銷售、企業及政府的銷售及招投標系統的開發及服務等多個領域。同時，北京金點拍已與廣州商品交易所（「**廣交所**」）就珠寶玉石交易平台訂立15年戰略合作協議，將作為個別商品的獨家電子交易平台。

北京金點拍與廣交所合作營運的網上珠寶玉石交易平台已於二零一五年一月十五日正式推出。該交易平台除提供專業B2B珠寶翡翠玉石交易之外，廣交所亦與上海浦東發展銀行簽訂人民幣20億元授信合約，讓在該線上交易平台合資格會員及經合格交易規則進行交易者可獲得貸款。此外，該交易平台將採取會員制交易，亦將通過標準化估值系統、專業倉儲物流、互利會員系統及創新貿易模式，提供便利的融資及貿易服務。

On 18 March 2015, the Group, in regard of the capital injection to JDP, announced that both party agreed to further extend the long stop date to 31 May 2015. The capital injection is part of an important strategic planning of the Group to establish its big internet-finance platform in the PRC.

Financial Review

Revenue

For the three months ended 31 March 2015, revenue of the Group was approximately RMB4.89 million (2014: RMB4.33 million), representing an increase of approximately 13.1% as compared with the corresponding period in 2014. Approximately RMB3.65 million derived from provision of financial guarantee services and approximately RMB1.24 million derived from provision of related consultancy services.

For the three months ended 31 March 2014, revenue from financial guarantee amounted to approximately RMB4.33 million, of which approximately RMB2.49 million derived from provision of financial guarantee services and approximately RMB1.84 million derived from provision of related consultancy services.

The number of new contracts regarding financial guarantee entered into for the three months ended 31 March 2015 were 24 (2014: 21), representing an increase of approximately 14% over the corresponding period in 2014. Given the increase in the number of new contracts and the increase in the average contract price of financial guarantee services, revenue of the Group increased slightly during the period.

於二零一五年三月十八日，本集團就有關向北京金點拍注資之事項尚未完成發出公告，雙方同意將最後截止日期延至二零一五年五月三十一日。注資事項是本集團在中國建立其大互聯網金融平台的重要戰略部署之一。

財務回顧

收益

截至二零一五年三月三十一日止三個月，本集團之收益約為人民幣4,890,000元（二零一四年：人民幣4,330,000元），較二零一四年同期增加約13.1%，其中約人民幣3,650,000元來自提供融資擔保服務，另約人民幣1,240,000元則來自提供相關顧問服務。

截至二零一四年三月三十一日止三個月，來自融資擔保之收益約人民幣4,330,000元，其中約人民幣2,490,000元來自提供融資擔保服務，而其餘約人民幣1,840,000元則來自提供相關顧問服務。

截至二零一五年三月三十一日止三個月訂立之融資擔保新合約數目為24份（二零一四年：21份），與二零一四年同期比較增加約14%。鑑於新合約數目增加及融資擔保服務平均合約價格上升，期內本集團的收益輕微上升。

Other income

The Group's other income contained bank interest and government grants. The Group's other income for the three months ended 31 March 2015 was approximately RMB0.63 million (2014: approximately RMB0.70 million), representing a slight decrease of approximately 10% during the period.

Administrative and Operating Expenses

Administrative and operating expenses primarily consist of (i) salary and welfare expenses for management and administrative personnel; (ii) depreciation and amortisation; (iii) rental expenses; (iv) business tax; and (v) other administrative expenses including legal and professional fees. For the three months ended 31 March 2015, the Group's administrative and operating expenses amounted to approximately RMB4.92 million (2014: RMB5.25 million).

其他收入

本集團之其他收入包括銀行利息及政府補貼。於截至二零一五年三月三十一日止三個月，本集團之其他收入約為人民幣630,000元（二零一四年：約人民幣700,000元），期內微降約10%。

行政及營運開支

行政及營運開支主要包括(i)管理層及行政人員薪酬及福利開支；(ii)折舊及攤銷；(iii)租賃開支；(iv)營業稅；及(v)其他行政開支（包括法律及專業費用）。於截至二零一五年三月三十一日止三個月，本集團之行政及營運開支約為人民幣4,920,000元（二零一四年：人民幣5,250,000元）。

Finance Cost

The finance cost was mainly incurred from (i) a short-term loan of approximately HK\$30 million (equivalent to approximately RMB23.9 million) from an independent third party, which is guaranteed by two Directors of the Company in personal guarantee. The loan is unsecured, bears an interest rate of 15% per annum and repayable on 24 June 2015; (ii) a short-term loan of approximately HK\$20 million (equivalent to approximately RMB15.9 million) from an independent third party, which is guaranteed by a Director of the Company in personal guarantee. The loan is unsecured, bears an interest rate of 3%-4% per month; and (iii) a short-term loan of approximately HK\$8 million (equivalent to approximately RMB6.3 million), which is guaranteed by a Director of the Company in personal guarantee. The loan is unsecured, bears an interest rate of 2.5% per month and repayable on 24 May 2015. These loans contains clauses which give the lender the right at its sole discretion to demand immediate payment.

Loss attributable to owners of the Company

Loss attributable to owners of the Company for the three months ended 31 March 2015 was approximately RMB5.13 million, which was mainly due to the one-off share option expenses and increase in finance cost incurred from the short-term loans.

融資成本

融資成本主要源自(i)獨立第三方之短期貸款約30,000,000港元(相當於人民幣23,900,000元),有關款項由本公司兩位董事作個人擔保。該貸款無抵押,按每年15厘利率計息,並須於二零一五年六月二十四日償還; (ii)獨立第三方之短期貸款約20,000,000港元(相當於人民幣15,900,000元),有關款項由本公司一位董事作個人擔保。該貸款無抵押,並按每月3厘至4厘利率計息;及(iii)短期貸款約8,000,000港元(相當於人民幣6,300,000元),有關款項由本公司一位董事作個人擔保。該貸款無抵押,按每月2.5厘利率計息,並須於二零一五年五月二十四日償還。該等貸款包含給予貸款方全權酌情要求即時還款權利之條款。

本公司擁有人應佔虧損

截至二零一五年三月三十一日止三個月本公司擁有人應佔虧損約人民幣5,130,000元,主要由於一次性購股權開支及短期貸款所產生之融資成本上升所致。

Outlook

The Chinese economy has entered a transition period in 2015. The GDP recorded a 7% growth in the first quarter, hitting a 6-year low. In avoidance of a continuous economic downturn, the PBOC has cut interest rates and reserve requirement ratio during the period to ensure a steady economic growth. Meanwhile, the related authorities deployed lending guidelines supporting the small and micro-sized enterprises (“SMEs”). The Group believes the prospect of assurance finance industry will remain optimistic with the support of national policies.

Finance guarantee enterprises act as the main channel for SMEs to solve the problems of credit guarantee in recent years. Chinese authorities have issued regulatory guideline in order to guarantee the healthy development of financing guarantee industry. As a leading company of the industry, the Group is committed to optimising internal risk control so as to provide a better financing platform to SMEs.

The promotion of “Internet Plus” in the Chinese National People’s Congress and Chinese People’s Political Consultative Conference set a key development direction in which internet banking is included. The Group believes that the rapid development of internet finance helps breaking the time and geographical boundaries, leading more capital into the market. Also, the Group will seize the opportunity of financial industry transformation and will launch more online transaction platforms through the cooperation with JDP. The Group expects the capital injection plan will complete in May.

展望

中國經濟在二零一五年進入轉折期。首季國內生產總值錄得7%增長，是六年來的新低。為免經濟持續下滑，人行在期內減息及存款準備金率，確保經濟穩定增長。同時，有關當局已安排借款指引，支持小微企業（「中小企」）。本集團相信，融資擔保行業在國家政策支持下將仍然樂觀。

近年來，融資擔保企業成為中小企解決信貸擔保問題的主要渠道。中國當局頒佈規管指引，以保證融資擔保行業健康發展。作為行業領導公司，本集團正全力優化內部風險監控，以為中小企提供更佳融資平台。

中國全國人民代表大會及人民政治協商會議推動「互聯網+」，屬於重要發展方向，而網上銀行亦包括在內。本集團相信，互聯網金融高速發展，有助打破時間及地域上的界限，為市場借進更多資金。另外，本集團將抓住金融行業轉型之機會，藉著與北京金點拍之合作關係，推出更多網上交易平台。本集團預期注資計劃將於五月完成。

The jewelry and jade online trading platform jointly operated by JDP and GCE has been officially launched. The Group remains confident about the prospects for asset securitisation and intends to establish online third-party trading platforms for stamps and coins, aloes wood, fur etc. by cooperating with other organisation.

The Board believes that with the diversification of the Group's business and the market acuity, the Group is confident to maintain a steady development in order to generate satisfactory returns to the shareholders of the Company (the **"Shareholder(s)"**).

OTHER INFORMATION

INTERESTS AND SHORT POSITIONS OF THE DIRECTORS AND CHIEF EXECUTIVES OF THE COMPANY IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 31 March 2015, the interests and short positions of the Directors and chief executives of the Company (the **"Chief Executives"**) in the Shares, underlying Shares and debentures of the Company or any associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (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 required standard of dealings by directors of listed issuer as referred to in rule 5.46 of the GEM Listing Rules (the **"Required Standard of Dealings"**) were as follows:

與北京金點拍及廣交所合作營運的網上珠寶玉石交易平台已正式開通。本集團亦看好資產證券化市場之前景，並有意與其他機構合作，建立郵票錢幣、沉香木、皮草等網上第三方交易平台。

董事會相信，在本集團業務多元化及其市場觸覺下，本集團有信心保持穩定發展，從而為本公司股東（「股東」）帶來滿意回報。

其他資料

董事及本公司最高行政人員於本公司或任何相聯法團股份、相關股份及債權證中之權益及淡倉

於二零一五年三月三十一日，董事及本公司最高行政人員（「最高行政人員」）於本公司或任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債權證中，擁有須記錄於本公司根據證券及期貨條例第352條存置之登記冊中之權益及淡倉，或須根據創業板上市規則第5.46條所述上市發行人董事之交易必守標準（「交易必守標準」）知會本公司及聯交所之權益及淡倉如下：

(a) Long positions in the ordinary Shares of HK\$0.01 each

(a) 於每股面值0.01港元之普通股的好倉

Name of Director 董事姓名	Number of Shares 股份數目			Approximate percentage of the issued share capital 佔已發行股本之概約百分比 (Note 2) (附註2)
	Personal interest 個人權益	Corporate interest 法團權益	Total number of Shares 股份總數	
Mr. Chang Hoi Nam ("Mr. Chang") 張凱南先生(「張先生」)	—	924,716,000 (Note 1) (附註1)	924,716,000	57.48%
Mr. Pang Man Kin Nixon ("Mr. Pang") 彭文堅先生(「彭先生」)	117,500,000	924,716,000 (Note 1) (附註1)	1,042,216,000	64.79%

Notes:

附註：

1. These shares were registered in the name of Team King Limited ("Team King"), which was legally and beneficially owned as to 92.506% by Capital Gain and 7.494% by Best Access Holdings Group Limited ("Best Access"). Capital Gain was legally and beneficially owned as to 51% by Mr. Pang and 49% by Mr. Chang. Best Access was legally and beneficially owned by Dr. Ma Chung Wo Cameron ("Dr. Ma"). Under the SFO, each of Mr. Pang and Mr. Chang was deemed to be interested in the Shares held by Team King by virtue of Team King being controlled by Mr. Pang and Mr. Chang through Capital Gain. Dr. Ma was deemed to be interested in the Shares held by Team King by virtue of Team King being controlled by Dr. Ma through Best Access.
2. The percentage was calculated on the basis of 1,608,700,000 Shares in issue as at 31 March 2015.

1. 該等股份以添御有限公司(「添御」)名義登記，該公司分別由興富投資控股有限公司(「興富」)合法及實益擁有92.506%及由Best Access Holdings Group Limited(「Best Access」)合法及實益擁有7.494%。興富分別由彭先生合法及實益擁有51%及由張先生合法及實益擁有49%。Best Access由馬中和醫生(「馬醫生」)合法及實益擁有。根據證券及期貨條例，因添御由彭先生及張先生通過興富控制，故彭先生及張先生被視為於添御所持有股份中擁有權益。因添御由馬醫生通過Best Access控制，故馬醫生被視為於添御所持有股份中擁有權益。
2. 該百分比乃按於二零一五年三月三十一日之已發行股份數目1,608,700,000股為基準計算。

(b) Long positions in the shares of associated corporation

(b) 於相聯法團股份之好倉

Name of Director	Name of associated corporation	Capacity	Number of shares held in associated corporation	Approximate percentage of interest in associated corporation
董事姓名	相聯法團名稱	身份	所持相聯法團股份數目	佔相聯法團權益之概約百分比
Mr. Chang 張先生	Team King (Note) 添御(附註)	Through a controlled corporation 受控制法團權益	46,253	92.506%
Mr. Pang 彭先生	Team King (Note) 添御(附註)	Through a controlled corporation 受控制法團權益	46,253	92.506%

Note: Team King was legally and beneficially owned as to 92.506% by Capital Gain and as to 7.494% by Best Access. Capital Gain was legally and beneficially owned as to 51% by Mr. Pang and 49% by Mr. Chang.

附註：添御分別由興富合法及實益擁有92.506%及由Best Access合法及實益擁有7.494%。興富分別由彭先生合法及實益擁有51%及由張先生合法及實益擁有49%。

Save as disclosed above, as at 31 March 2015, none of the Directors or Chief Executives had any interests or short positions in the Shares, underlying Shares or debentures of the Company or any 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 Required Standard of Dealings.

除上文披露者外，於二零一五年三月三十一日，概無董事或最高行政人員於本公司或任何相聯法團（定義見證券及期貨條例第XV部）之股份、相關股份或債權證中擁有須根據證券及期貨條例第352條記錄於該條例所指之登記冊中之權益或淡倉；或須根據交易必守標準知會本公司及聯交所之任何權益或淡倉。

INTERESTS AND SHORT POSITIONS OF SUBSTANTIAL SHAREHOLDERS OF THE COMPANY IN THE SHARES AND UNDERLYING SHARES

本公司之主要股東於股份及相關股份之權益及淡倉

As at 31 March 2015, so far as is known to the Directors and Chief Executives and based on the public records filed on the website of the Stock Exchange and records kept by the Company, the interests and short positions of the persons or corporations (other than the Directors and Chief Executives) in the Shares or underlying Shares as recorded in the register required to be kept under section 336 of the SFO were as follows:

於二零一五年三月三十一日，據董事及最高行政人員所知，並根據聯交所網站存置之公開記錄及本公司存有之記錄，除董事及最高行政人員外，下列人士或法團於股份或相關股份擁有根據證券及期貨條例第336條規定須記錄於股東名冊之權益及淡倉：

Name of substantial Shareholder	Capacity	Total number of Shares	Approximate percentage of issued share capital 佔已發行股本之概約百分比 (Note 2) (附註2)
Team King 添御	Beneficial owner 實益擁有人	924,716,000 (L)	57.48%
Capital Gain 興富	Through a controlled corporation 受控制法團權益	924,716,000 (L) (Note 1) (附註1)	57.48%
Best Access	Through a controlled corporation 受控制法團權益	924,716,000 (L) (Note 1) (附註1)	57.48%
Dr. Ma 馬醫生	Through a controlled corporation 受控制法團權益	924,716,000 (L) (Note 1) (附註1)	57.48%

(L) denotes long position

(L) 表示好倉

Notes:

1. These shares were registered in the name of Team King, which was legally and beneficially owned as to 92.506% by Capital Gain and 7.494% by Best Access. Capital Gain was legally and beneficially owned as to 51% by Mr. Pang and 49% by Mr. Chang. Best Access was legally and beneficially owned by Dr. Ma. Under the SFO, each of Mr. Pang and Mr. Chang was deemed to be interested in the Shares held by Team King by virtue of Team King being controlled by Mr. Pang and Mr. Chang through Capital Gain. Dr. Ma was deemed to be interested in the Shares held by Team King by virtue of Team King being controlled by Dr. Ma through Best Access.
2. The percentage was calculated on the basis of 1,608,700,000 Shares in issue as at 31 March 2015.

Save as disclosed above, as at 31 March 2015, there was no person or corporation (other than the Directors and Chief Executives) who had any interest or short position in the Shares or underlying Shares as recorded in the register of interests required to be kept by the Company under section 336 of the SFO.

OTHER INTERESTS DISCLOSEABLE UNDER THE SFO

Save as disclosed above, as at 31 March 2015, there was no person or corporation (other than the Directors and Chief Executive) who had any interest or short position in the Shares or underlying Shares in the register of interests required to be kept by the Company under section 336 of the SFO.

附註：

1. 該等股份以添御名義登記，該公司分別由興富合法及實益擁有92.506%及由Best Access合法及實益擁有7.494%。興富分別由彭先生合法及實益擁有51%及由張先生合法實益擁有49%。Best Access由馬醫生合法實益擁有。根據證券及期貨條例，因添御由彭先生及張先生通過興富控制，故彭先生及張先生被視為於添御所持有股份中擁有權益。因添御由馬醫生通過Best Access控制，故馬醫生被視為於添御所持有股份中擁有權益。
2. 該百分比乃按於二零一五年三月三十一日之已發行股份數目1,608,700,000股為基準計算。

除上文披露者外，於二零一五年三月三十一日，按根據證券及期貨條例第336條本公司須存置的權益登記冊所載，概無人士或法團（除董事及最高行政人員外）於股份或相關股份中擁有權益或淡倉。

證券及期貨條例下其他須予披露權益

除上文披露者外，於二零一五年三月三十一日，按根據證券及期貨條例第336條本公司須存置的權益登記冊所載，概無人士（除董事及最高行政人員外）於股份及相關股份中擁有任何權益或淡倉。

SHARE OPTION SCHEME

The Company adopted the share option scheme (the “**Share Option Scheme**”) on 1 December 2011 whereby the Board was authorised, at its absolute discretion and subject to the terms of the Share Option Scheme, to grant options to the eligible persons to subscribe for the Shares as incentives or rewards for their contributions to the Group. The Share Option Scheme will be valid and effective for a period of ten years commencing from the Listing Date.

Movements in the Company’s share options during the three months ended 31 March 2015 were as follows:

購股權計劃

本公司於二零一一年十二月一日採納購股權計劃（「**購股權計劃**」），據此，董事會獲授權按其全權酌情，依照購股權計劃之條款授出可認購本公司股份之購股權予合資格參與者，作為彼等對本集團所作貢獻之獎勵或回報。該計劃由上市日期起十年期內一直有效及生效。

截至二零一五年三月三十一日止三個月本公司購股權之變動如下：

Name or category of participants	Date of grant	Number of share options 購股權數目					At 31 March 2015 於二零一五年三月三十一日	Exercise period 行使期	Exercise price 行使價 HK\$ 港元
		At 1 January 2015 於二零一五年一月一日	Granted 已授出	Exercised 已行使	Cancelled/ Lapsed 已註銷/ 已失效	At 31 March 2015			
Director 董事									
Mr. Chen Xiao Li 陳小利先生	23 March 2012 二零一二年三月二十三日	15,400,000	—	—	(15,400,000)	—	23 March 2012 to 22 March 2015 二零一二年三月二十三日至 二零一五年三月二十二日	0.63	

Name or category of participants	Date of grant	Number of share options 購股權數目					Exercise period	Exercise price HKS 港元
		At 1 January 2015 於二零一五年 一月一日	Granted 已授出	Exercised 已行使	Cancelled/ Lapsed 已註銷/ 已失效	At 31 March 2015 於二零一五年 三月三十一日		
Other participants 其他承授人	23 March 2012 二零一二年 三月二十三日	66,000,000	—	—	(66,000,000)	—	23 March 2012 to 22 March 2015 二零一二年三月二十三日 至 二零一五年三月二十二日	0.63
	21 May 2013 二零一三年 五月二十一日	2,000,000	—	—	—	2,000,000	1 May 2014 to 30 April 2015 二零一四年五月一日 至 二零一五年四月三十日	1.19
	21 May 2013 二零一三年 五月二十一日	2,000,000	—	—	—	2,000,000	1 May 2015 to 30 April 2016 二零一五年五月一日 至 二零一六年四月三十日	1.19
	20 November 2013 二零一三年 十一月二十日	5,000,000	—	—	—	5,000,000	1 November 2014 to 31 October 2015 二零一四年十一月一日 至 二零一五年十月三十一日	1.63
	20 November 2013 二零一三年 十一月二十日	5,000,000	—	—	—	5,000,000	1 November 2015 to 31 October 2016 二零一五年十一月一日 至 二零一六年十月三十一日	1.63

Name or category of participants	Date of grant	Number of share options 購股權數目				At 31 March 2015 於二零一五年三月三十一日	Exercise period 行使期	Exercise price 行使價 HK\$ 港元
		At 1 January 2015 於二零一五年一月一日	Granted 已授出	Exercised 已行使	Cancelled/ Lapsed 已註銷/ 已失效			
Continuous contract employees 連續性合約僱員	23 March 2012 二零一二年三月二十三日	1,800,000	—	(300,000)	(1,500,000)	—	23 March 2012 to 22 March 2015 二零一二年三月二十三日至二零一五年三月二十二日	0.63
	23 March 2012 二零一二年三月二十三日	200,000	—	(200,000)	—	—	7 July 2014 to 6 July 2015 二零一四年七月七日至二零一五年七月六日	0.63
	23 March 2012 二零一二年三月二十三日	200,000	—	(200,000)	—	—	1 August 2014 to 31 August 2015 二零一四年八月一日至二零一五年八月三十一日	0.63
	21 May 2013 二零一三年五月二十一日	2,000,000	—	—	—	2,000,000	1 May 2015 to 30 April 2016 二零一五年五月一日至二零一六年四月三十日	1.19
	20 November 2013 二零一三年十一月二十日	18,500,000	—	—	—	18,500,000	1 November 2014 to 31 October 2015 二零一四年十一月一日至二零一五年十月三十一日	1.63
	20 November 2013 二零一三年十一月二十日	18,500,000	—	—	—	18,500,000	1 November 2015 to 31 October 2016 二零一五年十一月一日至二零一六年十月三十一日	1.63
	10 July 2014 二零一四年七月十日	15,000,000	—	—	—	15,000,000	10 July 2014 to 9 July 2015 二零一四年七月十日至二零一五年七月九日	1.50
	10 July 2014 二零一四年七月十日	10,000,000	—	—	—	10,000,000	10 July 2014 to 9 July 2015 subject to conditions fulfilled 二零一四年七月十日至二零一五年七月九日 (須待條件達成)	1.50
Total 總計		161,600,000	—	(700,000)	(82,900,000)	78,000,000		

SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct for dealing in securities of the Company by the Directors. The Company had made specific enquiries of all the Directors and the Directors have confirmed they had complied with the Required Standard of Dealings throughout the three months ended 31 March 2015.

RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed under the paragraphs headed "INTERESTS AND SHORT POSITIONS OF THE DIRECTORS AND CHIEF EXECUTIVES OF THE COMPANY IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION" and "SHARE OPTION SCHEME" in this report, at no time during the three months ended 31 March 2015 was the Company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of Shares in, or debentures of, the Company or any other body corporate.

Save as disclosed above, at no time during the three months ended 31 March 2015 had the Directors and Chief Executives (including their spouses and children under 18 years of age) any interest in, or been granted, or exercised any rights to subscribe for the Shares (or warrants or debentures, if applicable) and its associated corporations (within the meaning of the SFO).

董事所進行之證券交易

本公司已採納創業板上市規則第5.48至5.67條之規則，作為董事買賣本公司證券之操守守則。本公司已向董事作出特定查詢，全體董事亦已確認於截至二零一五年三月三十一日止三個月內符合交易必守標準。

收購股份或債權證之權利

除本報告「董事及本公司最高行政人員於本公司或任何相聯法團股份、相關股份及債權證中之權益及淡倉」及「購股權計劃」兩段披露者外，截至二零一五年三月三十一日止三個月內，本公司或任何附屬公司概無訂立任何安排讓董事透過收購本公司或任何其他法團之股份或債權證獲取利益。

除上文所披露者，截至二零一五年三月三十一日止三個月內，董事及最高行政人員（包括彼等之配偶及十八歲以下子女）並無擁有股份及其聯屬法團（定義見證券及期貨條例）之股份（或認股權證或債權證（如適用））之任何權益，亦無獲授予有關股份（或認股權證或債權證（如適用））或行使任何權利以認購有關股份（或認股權證或債權證（如適用））。

COMPETING INTERESTS

As at 31 March 2015, none of the Directors, the substantial shareholders of the Company and their respective associates (as defined in the GEM Listing Rules) has any interest in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

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

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE AND CORPORATE GOVERNANCE REPORT

The Company is committed to achieving high standards of corporate governance to safeguard the interests of the Shareholders and enhance its corporate value. The Company's corporate governance practices are based on the principles and code provisions as set out in the Corporate Governance Code and Corporate Governance Report in Appendix 15 to the GEM Listing Rules (the "CG Code and Report").

Throughout the three months ended 31 March 2015, the Company had complied with all the code provisions in the CG Code and Report.

競爭權益

於二零一五年三月三十一日，概無董事、本公司之主要股東及彼等各自之聯繫人士（定義見創業板上市規則）於與（或可能與）本集團業務直接或間接競爭之業務中擁有任何權益。

購買、出售或贖回本公司之上市證券

於截至二零一五年三月三十一日止三個月內，本公司或其任何附屬公司概無購買、出售或贖回本公司之上市證券。

遵守企業管治守則及企業管治報告

本公司致力達致高水平之企業管治，以保障其股東之利益及增強其企業價值。本公司之企業管治常規乃基於創業板上市規則附錄15之企業管治守則及企業管治報告（「企業管治守則及報告」）所載之原則及守則條文。

截至二零一五年三月三十一日止三個月內，本公司已遵照企業管治守則及報告之所有守則條文。

AUDIT COMMITTEE

The Company established an audit committee (the “**Audit Committee**”) on 1 December 2011 with written terms of reference in compliance with the GEM Listing Rules. Currently, the Audit Committee comprises three independent non-executive Directors, namely Mr. Chan Kai Wing (chairman of the Audit Committee), Mr. Lam Raymond Shiu Cheung and Mr. Chow Shiu Ki. The primary duties of the Audit Committee are mainly (i) making recommendations to the Board on the appointment, re-appointment and removal of external auditor as well as approval on their remuneration and terms of engagement; (ii) reviewing the financial statements and providing material advice in respect of the financial reporting; and (iii) overseeing financial reporting system and internal control procedures of the Company.

The Audit Committee had reviewed the unaudited consolidated results for the three months ended 31 March 2015 and is of the opinion that such results complied with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures had been made.

By order of the Board
China Assurance Finance Group Limited
Pang Man Kin Nixon
Executive Director

** For identification purpose only*

Hong Kong, 12 May 2015

審核委員會

本公司於二零一一年十二月一日成立審核委員會（「**審核委員會**」），並根據創業板上市規則制訂書面職權範圍。目前，審核委員會由三名獨立非執行董事組成，即陳繼榮先生（審核委員會主席）、林兆昌先生及周肇基先生。審核委員會之主要職責為(i)向董事會就外部核數師之委任、續任及罷免乃至批准其薪酬及聘用條款提出建議；(ii)審閱財務報告及就財務申報作出之重要意見；及(iii)監管本公司財務申報制度及內部監控程序。

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綜合業績，認為該等業績已遵守適用之會計準則、創業板上市規則之規定及其他適用之法律要求，並已作出適當的披露。

承董事會命
中國融保金融集團有限公司
執行董事
彭文堅

香港，二零一五年五月十二日

As at the date of this report, the executive Directors are Mr. Chang Hoi Nam, Mr. Pang Man Kin Nixon and Mr. Chen Xiao Li; the non-executive Director is Mr. Chang Xi Min; and the independent non-executive Directors are Mr. Chan Kai Wing, Mr. Lam Raymond Shiu Cheung and Mr. Chow Shiu Ki.

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

於本報告日期，執行董事為張凱南先生、彭文堅先生及陳小利先生；非執行董事為張西銘先生；而獨立非執行董事為陳繼榮先生、林兆昌先生及周肇基先生。

自刊發日期起計，本報告將至少一連七日刊載於創業板網站www.hkgem.com之「最新公司公告」內及本公司網站www.cafgroup.hk內。



中國融保金融集團有限公司
China Assurance Finance Group Limited