

SuperRobotics Limited

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 8176)

**FIRST QUARTERLY REPORT
FOR THE THREE MONTHS ENDED
31 MARCH 2020**

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

*This report, for which the directors (the “**Directors**” and each, a “**Director**”) of SuperRobotics Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) collectively and individually accept responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, 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.*

This report, containing the full text of the 2020 First Quarterly Report of the Company, complies with the relevant requirements of the GEM Listing Rules in relation to information to accompany preliminary announcement of quarterly results. Printed version of the Company’s 2020 First Quarterly Report will be delivered to the shareholders of the Company and available for viewing on the GEM website at <http://www.hkgem.com> and the Company’s website at <http://www.superrobotics.com.hk> on 15 May 2020.

FIRST QUARTERLY RESULTS

The board of Directors (the “**Board**”) is pleased to announce the unaudited condensed consolidated first quarterly results of the Group for the three months ended 31 March 2020 together with the comparative unaudited figures for the corresponding period in 2019 as follows:

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

For the three months ended 31 March 2020

| | | (Unaudited) | |
|---|-------|----------------------------|------------------------|
| | | For the three months ended | |
| | | 31 March | |
| | | 2020 | 2019 |
| | Notes | HK\$'000 | HK\$'000 |
| Revenue | 3 | 13,207 | 15,670 |
| Cost of sales | | <u>(7,787)</u> | <u>(9,111)</u> |
| Gross profit | | 5,420 | 6,559 |
| Other income | 4 | 942 | 624 |
| Selling and distribution costs | | (3,501) | (3,420) |
| Administrative expenses | | <u>(23,582)</u> | <u>(27,290)</u> |
| Operating loss | 5 | (20,721) | (23,527) |
| Finance costs | | <u>(2,296)</u> | <u>—</u> |
| Loss before income tax | | (23,017) | (23,527) |
| Income tax expense | 7 | <u>—</u> | <u>(538)</u> |
| Loss for the period | | (23,017) | (24,065) |
| Other comprehensive income for the period | | | |
| Items that may be reclassified subsequently to profit or loss: | | | |
| Exchange differences arising on translation on foreign operations | | <u>(283)</u> | <u>216</u> |
| Other comprehensive income for the period | | <u>(283)</u> | <u>216</u> |
| Total comprehensive loss for the period | | <u>(23,300)</u> | <u>(23,849)</u> |

| | | (Unaudited) | |
|---|-------|----------------------------|-----------------|
| | | For the three months ended | |
| | | 31 March | |
| | | 2020 | 2019 |
| | Notes | HK\$'000 | HK\$'000 |
| Loss for the period attributable to: | | | |
| Owners of the Company | | (23,748) | (25,250) |
| Non-controlling interests | | <u>731</u> | <u>1,185</u> |
| | | <u>(23,017)</u> | <u>(24,065)</u> |
| Total comprehensive loss for the period attributable to: | | | |
| Owners of the Company | | (24,067) | (25,041) |
| Non-controlling interests | | <u>767</u> | <u>1,192</u> |
| | | <u>(23,300)</u> | <u>(23,849)</u> |
| Loss per share (HK cents) | | | |
| Basic and diluted | 8 | <u>(4.55)</u> | <u>(4.99)</u> |

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

SuperRobotics Limited (the “**Company**”) and its subsidiaries (together “**the Group**”) are principally engaged in the sale of beauty products, the provision of therapy services, and the provision of engineering products and related services.

The Company is a limited liability company incorporated in the Cayman Islands and with effect from 22 April 2014, the Company deregistered in the Cayman Islands and continued in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda.

The Company is listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the disclosure requirements of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (“**GEM Listing Rules**”) and the disclosure requirements of the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis. The accounting policies and basis of preparation adopted in the preparation of the unaudited condensed consolidated financial statements are consistent with those adopted in the audited consolidated financial statements for the year ended 31 December 2019, except for the adoption of new and amendments to HKFRSs that affect the Group and has adopted the first time for the current period’s unaudited condensed consolidated first quarterly results.

The HKICPA has issued a number of new and revised standards, amendments to standards and Int (collectively referred to as “**new and revised HKFRSs**”). The Group has adopted the new and revised HKFRSs which are relevant to the Group’s operations and are mandatory for the financial year beginning on 1 January 2020. The adoption of these new and revised HKFRSs does not have any significant financial effect on the Group’s unaudited results of operations and financial position except for the adoption of HKFRS 16 Leases. Under HKFRS 16 the Group may need to recognise and measure a liability at the present value of the future minimum lease payments and recognise a corresponding right-of-use asset for these leases. The interest expense on the lease liability and depreciation on the right-of-use asset will be recognised in profit or loss. The Group’s assets and liabilities will increase and the timing of expense recognition will also be impacted as a result.

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

3. REVENUE

| (Unaudited) | |
|--|---------------|
| For the three months ended | |
| 31 March | |
| 2020 | 2019 |
| HK\$'000 | HK\$'000 |
| Sales of beauty products | 700 |
| Provision of therapy services | 12,412 |
| Provision of engineering products and related services | 2,558 |
| | |
| 13,207 | 15,670 |

4. OTHER INCOME

| (Unaudited) | |
|---|------------|
| For the three months ended | |
| 31 March | |
| 2020 | 2019 |
| HK\$'000 | HK\$'000 |
| Management income | 30 |
| Interest income on bank deposits | 82 |
| Financial assets at fair value through profit or loss | — |
| Sundry income | 512 |
| | |
| 942 | 624 |

5. OPERATING LOSS

| (Unaudited) | |
|---|----------|
| For the three months ended | |
| 31 March | |
| 2020 | 2019 |
| HK\$'000 | HK\$'000 |
| Operating loss has been arrived at after charging: | |
| Depreciation of property, plant and equipment | 1,120 |
| Depreciation charge of right-of-use assets | — |
| | |
| Staff costs including directors' emoluments | |
| — Salaries and other allowances | 7,973 |
| — Pension costs — defined contribution plans | 694 |
| Operating lease rentals in respect of rental premises | — |
| | |
| 863 | — |

6. DIVIDEND

The Board does not recommend the payment of any dividend for the three months ended 31 March 2020 (2019: Nil).

7. INCOME TAX EXPENSE

For the three months ended 31 March

| 2020 | 2019 |
|------|------|
| HK\$ | HK\$ |

The amount comprises

Current tax:

— Hong Kong Profits Tax

| | |
|-----------------------------|-----------------------------|
| — | (538) |
| <u> </u> | <u> </u> |

- (i) Hong Kong Profits Tax has been provided at the rate of 16.5% (2019: 16.5%) on the estimated assessable profits for the three months ended 31 March 2020.
- (ii) No provision for overseas income tax was made as the Company's overseas subsidiaries did not have taxable income for the three months ended 31 March 2020 (2019: Nil).
- (iii) The Group had no significant unprovided deferred tax assets and liabilities at 31 March 2020 (2019: Nil).

8. LOSS PER SHARE

The calculation of the basic loss per share for the three months ended 31 March 2020 is based on the loss for the period of approximately HK\$23,748,000 (2019: loss of approximately HK\$25,250,000) and on the weighted average of 506,219,666 shares in issue during the three months ended 31 March 2020 (2018: 506,219,666 shares).

Diluted loss per share for the three months ended 31 March 2020 was the same as the basic loss per share as there was no diluting event.

9. UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGE IN EQUITY

| | Attributable to owners of the Company | | | | | | | | | |
|--|---------------------------------------|---------------------------|----------------|---------------------|---------------------|----------------------|--------------------|----------------|---------------------------|----------------|
| | Share capital — ordinary | Share capital — preferred | Share premium | Contributed surplus | Translation reserve | Share option reserve | Accumulated losses | Sub-total | Non-controlling interests | Total equity |
| | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 | HK\$ '000 |
| At 1 January 2020 (audited) | 50,622 | — | 488,163 | 27,141 | 3,179 | 25,422 | (574,116) | 20,411 | 6,607 | 27,018 |
| Loss for the period | — | — | — | — | — | — | (23,748) | (23,748) | 731 | (23,017) |
| Other comprehensive income for the period: | | | | | | | | | | |
| Exchange differences on translating foreign operations | — | — | — | — | (319) | — | — | (319) | 36 | (283) |
| Total comprehensive loss for the period | — | — | — | — | (319) | — | (23,748) | (24,067) | 767 | (23,300) |
| Equity — settled share-based compensation | — | — | — | — | — | 463 | — | 463 | — | 463 |
| At 31 March 2020 (unaudited) | <u>50,622</u> | <u>—</u> | <u>488,163</u> | <u>27,141</u> | <u>2,860</u> | <u>25,885</u> | <u>(597,864)</u> | <u>(3,193)</u> | <u>7,374</u> | <u>4,181</u> |
| At 1 January 2019 (audited) | 50,622 | — | 488,163 | 27,141 | (446) | 21,246 | (405,691) | 181,035 | 5,425 | 186,460 |
| Loss for the period | — | — | — | — | — | — | (25,250) | (25,250) | 1,185 | (24,065) |
| Other comprehensive expenses for the period: | | | | | | | | | | |
| Exchange differences on translating foreign operations | — | — | — | — | 209 | — | — | 209 | 7 | 216 |
| Total comprehensive loss for the period | — | — | — | — | 209 | — | (25,250) | (25,041) | 1,192 | (23,849) |
| Equity-settled share-based Compensation | — | — | — | — | — | 1,041 | — | 1,041 | — | 1,041 |
| Dividend paid to Non-controlling interest | — | — | — | — | — | — | — | — | — | — |
| At 31 March 2019 (unaudited) | <u>50,622</u> | <u>—</u> | <u>488,163</u> | <u>27,141</u> | <u>(273)</u> | <u>22,287</u> | <u>(430,941)</u> | <u>157,035</u> | <u>6,617</u> | <u>163,652</u> |

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

The Group is principally engaged in the sale of beauty products and provision of therapy services (collectively, the “**Beauty Business**”), as well as the provision of engineering products and related services (the “**Engineering Business**”). For the sale of beauty products, the Group offers a variety of beauty products under the brand name “Evidens de Beauté”, and a variety of medical skincare products, including the brand “Activa”. For the provision of therapy services, the Group operates a medical skincare centre at Soundwill Plaza in Causeway Bay.

For the engineering products, the Group offers WLAN and WIFI systems, and robotic products. For the provision of engineering related services, the Group provides equipment installation, support and maintenance services for WLAN and WIFI systems as well as robotics and automation systems.

Due to the outbreak of the COVID-19 Virus, the revenue derived from the sale of beauty products and the provision of therapy services rendered has reduced by approximately 51.0% and has decreased by approximately 25.9% to approximately HK\$0.3 million and approximately HK\$9.2 million, respectively for the three months ended 31 March 2020.

For the Engineering Business, during the three months ended 31 March 2020, the Group continued to develop and improve its robotic products. The Group has also driven the commercialization of its products at steady pace through domestic platforms, upon which large-scale of civil application can be expected. For the period under review, the revenue of the Engineering Business has increased by approximately 43.2% and contributed a total revenue of approximately HK\$3.7 million to the total turnover of the Group.

Financial Review

During the period under review, the Group recorded a turnover of approximately HK\$13.2 million (2019: approximately HK\$15.7 million), representing a decrease of approximately 15.7% as compared with the corresponding period in 2019, of which approximately HK\$0.3 million (2019: approximately HK\$0.7 million), approximately HK\$9.2 million (2019: approximately HK\$12.4 million) and approximately HK\$3.7 million (2019: approximately HK\$2.6 million) were generated from the sales of beauty products, provision of therapy services and the sale of robotics products respectively.

Other income of approximately HK\$0.9 million (2019: approximately HK\$0.6 million) was mainly contributed by sundry income of approximately HK\$0.8 million received during the period under review.

The selling and distribution costs was approximately HK\$3.5 million for the three months ended 31 March 2020 (2019: approximately HK\$3.4 million), representing an increase of approximately 2.4% over the corresponding period in 2019. The selling and distribution costs of approximately HK\$0.8 million and approximately HK\$2.7 million incurred by the Beauty Business and the Engineering Business respectively during the period under review.

The administrative expenses was approximately HK\$24.4 million for the three months ended 31 March 2020 (2019: approximately HK\$27.3 million), representing a decrease of approximately 10.5% over the last corresponding period. Such decrease was mainly attributed to decrease in research and development expenses and staff cost of approximately HK\$2.9 million.

The consolidated loss attributable to owners of the Company amounted to approximately HK\$23.7 million for the three months ended 31 March 2020 (2019: approximately HK\$25.2 million). The decrease in consolidated loss was mainly due to increase in revenue generated by Engineering Business.

OUTLOOK

With the COVID-19 outbreak continuously affecting the livelihood and economy of the whole world, the year 2020 may be a new starting point for China's robotics industry and a major hurdle in the future as well. Based on a comprehensive analysis of various factors such as population structure, application scenarios, industrial policies, and corporate investment confidence, the main development trends of the robotics industry in the near future include the possibly further concentration of market share and the sustainable growth in research and development. Robot companies in the 5G commercial era are expected to deeply integrated with Internet of Industry and the Internet of Things; the demand for collaborative robots is expected to expand rapidly and may become one of the key breakthroughs for local enterprises. With the development of technology, the actual application effect of robots has been upgraded from machine substitution to intelligent manufacturing, and from merely replacing humans to improving enterprise efficiency and the quality of products and services. In addition, national and local policy support has been strengthened, and intelligent upgrading has been strongly assisted, both of which have contributed to providing a relatively favorable environment for the development of the robotics industry. With the transformation and upgrading of China's manufacturing industry, the fields of 3C, semiconductors, new energy, logistics and warehousing will witness tremendous growth in the future, which will help promote the diversified development of industrial robot demand and continue to expand the total domestic market capacity. The service robots in particular, with the rapid advancement of domestic 5G network construction, its ultrawideband, massive connections and ultra-low latency provide a variety of connections and communications between people and people, people and machine and among machines so that it is expected to empower the service robot industry. Because of 5G network, cloud computing and storage are made possible through high-speed and stable data transmission, and robot data collection limits and intelligence are greatly promoted, making service robots become one of the best carriers for 5G technology application services. The Group estimates that 5G commercial is expected to

promote China to become the largest market for service robots, and which will be the basis of industrialization. And as high-end intelligent products, service robots and security robots of the Group that keep pace with the times will become a tipping point in the intelligent development of the industry in the future by integrating artificial intelligence, 5G technology and cloud computing technology.

At the same time, the State Council, the National Development and Reform Commission, the Ministry of Science and Technology, and the Ministry of Industry and Information Technology have successively introduced a number of industrial policies to support the development of China's intelligent equipment manufacturing industry. The jointly formulated 'Smart Manufacturing Development Plan' proposes to strengthen overall coordination, improve the innovation system, increase fiscal and taxation support, innovate financial support methods, exert the role of industry organizations, deepen international cooperation and exchanges and so on. IFR estimates that from 2019 to 2021, the global robot sales CAGR will be 1.85%, and the sales volume will reach 11.64% compared with 2019.

Besides, in the face of epidemic nationwide and even affecting the world, the Ministry of Industry and Information Technology issued the 'Fully Exert the Utility of Artificial Intelligent and Unitedly Resist the Novel Coronavirus Pneumonia Initiative' on February 4th 2020, and major companies of artificial intelligent responded actively to resist the epidemic. The widespread application and popularization of the robots have also accelerated and promoted the development of the robotics industry, as well as the contactless economy. During the epidemic prevention and control process, products such as consultation robots, temperature measurement robots, disinfection robots, patrolling and security robots, distribution robots and so on have been comprehensively tested in practice, prompting more medical institutions to introduce robots to provide both human and technical support for epidemic prevention and control. The current consensus is that the epidemic is a catalyst that will accelerate the application process of service robots in China. When the epidemic recedes, the broad application prospects of service robots in medical, communications, security and other fields will be well known to the public, and the significant importance of artificial intelligence and robots will become increasingly prominent. At present, domestic service robots share is less than 30%, and the market potential is huge. With the aging trend, rising labor costs and continuous improvement in product performance, the market potential of domestic service robots is expected to continue to be released, and manufacturers with scale and technological competitive advantages will take the lead. As a result, the Group's future development ideas and prospects have become clearer.

Despite the huge market potential, the Group's business will be facing tremendous risks in a short period of time once external demand weakens for the reason that the epidemic has impacts on the service industry and manufacturing industry in its duration of time and intensity of influence. The severe global situation of the current epidemic will undoubtedly bring a lot of uncertainty to the domestic and international economy recovery in the short term. The social systems, economic development levels, social culture and actual political conditions of different countries have adversely affected the prevention and control of the epidemic in many ways. Normal global production and trade activities have been severely affected, increasing downward pressure on the global economy and even causing a recession. The global commodity markets have been influenced and the stock market has been further frustrated. Outbreak reductions and delays in resumption of work caused by epidemic prevention and control increase risks at global supply chain, and consumption, investment and import and export will also be affected. The Group needs to be prepared to deal with the worsening situation.

In view of the persistent social conflict in Hong Kong and the severe economic downturn that has seriously affected the industry's living environment and the consumers, the Board expects that the Group's Beauty Business may not be optimistic.

CONTINGENT LIABILITY

The Group does not have significant contingent liability as at 31 March 2020.

EVENTS AFTER THE REPORTING PERIOD

COVID-19 Outbreak

Since early 2020, the epidemic of Coronavirus Disease 2019 (“**the COVID-19 outbreak**”) has spread worldwide, and it has caused disruptions to many business and economic activities.

Due to the COVID-19 outbreak and related precautionary and control measures taken place, the Group postponed the resumption of production in certain factories after the Chinese New Year, and the suppliers' delivery of certain raw materials for production was also delayed in the short term. In order to minimise the impact of the COVID-19 outbreak and changes in the market, the Group has actively coordinated relevant resources and adjusted production and operation arrangements to manage the effects of the disruptions. Up to the date of this report, the Group is not yet able to quantify the impact of COVID-19 to the Group's financial performance and position. Nonetheless, the Group will pay close attention to the development of the COVID-19 outbreak, perform further assessment of its impact and take relevant measures.

Debt Capitalisation

On 29 April 2020 (after trading hours of the Stock Exchange), 深圳市帝光實業有限公司 (Shenzhen Shi Diguang Industrial Company Limited[#]) ("**Shenzhen Diguang**"), an indirect non-wholly owned subsidiary of the Company, and 惠州市金達勝投資有限公司 (Huizhou Shi Jindasheng Investment Company Limited[#]) ("**Huizhou Jiadasheng**") entered into the debt capitalisation agreement in relation to (i) the increase in the registered capital of Shenzhen Diguang from RMB500,000 to RMB980,000 (the "**Capital Increase**"); and (ii) the capitalisation of part of the principal amount of the Debt in the sum of RMB4,900,000 into the equity interest in the registered capital in the amount of RMB480,000 in Shenzhen Diguang (representing approximately 48.98% of the equity interest in Shenzhen Diguang upon completion of the Capital Increase).

Shenzhen Diguang is a company established in the PRC and, through its subsidiaries, principally engaged in the development and manufacturing of robotics products. As at 31 March 2020, the debt owed by Shenzhen Diguang to Huizhou Jindasheng was in the amount of RMB56,790,000 (the "**Debt**") among which RMB53,600,000 was the principal amount and RMB3,190,000 was the interest accrued thereon.

Proposed change of Company name

The Board proposes to change the English name of the Company from "SuperRobotics Limited" to "SuperRobotics Holdings Limited" and adopt "超人智能控股有限公司" as the secondary name of the Company to replace its existing secondary name in Chinese "超人智能有限公司" (the "**Change of Company Name**").

A circular containing, among other matters, details of the proposed Change of Company Name was despatched to the shareholders of the Company on 29 April 2020.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATIONS

As at 31 March 2020, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the “SFO”) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Long and short positions in the ordinary shares and underlying shares of the Company

| Name of Director/chief executive | Nature of interests | | Interest in shares (Note 1) | Total interest in shares (Note 1) | Approximate percentage of shareholding (Notes 1 and 3) |
|----------------------------------|------------------------------------|-------|--------------------------------|--------------------------------------|---|
| | | Notes | | | |
| Mr. Su Zhituan | Interest of controlled corporation | 2 | 151,425,197(L) | 151,425,197(L) | 29.91%(L) |

Notes:

1. “L” represents long position in shares or underlying shares of the Company and “S” represents short position in shares or underlying shares of the Company.
2. Tai Dong New Energy Holding Limited (“**Tai Dong**”) is ultimately owned as to 100% by Mr. Su Zhituan and holds long positions in 151,425,197 shares of the Company. Accordingly, Mr. Su Zhituan is deemed to be interested in the long positions in 151,425,197 shares of the Company.
3. The percentage is calculated on the basis of 506,219,666 shares of the Company in issue as at 31 March 2020.

Save as disclosed above, as at 31 March 2020, so far as is known to any Directors or chief executive of the Company, none of the Directors and chief executives of the Company had any interests or short positions in any shares, underlying shares and debenture 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 Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

SUBSTANTIAL SHAREHOLDER'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 March 2020, so far as is known to the Directors and the chief executives of the Company, the interests and shorts positions of the persons or corporations (other than the Directors and the chief executive of the Company) in the shares and underlying shares as recorded in the register to be kept by the Company pursuant to Section 336 of the SFO were as follows:

Interests and short positions in the ordinary shares or underlying ordinary shares of the Company

| Name of shareholder | Nature of interests | | Interest | Interest | Total interest | Approximate |
|--|---------------------|-------|--------------------------|-------------------------------------|--------------------------|----------------------------|
| | | | in shares of the Company | in underlying shares of the Company | in shares of the Company | percentage of shareholding |
| | | Notes | (Note 1) | (Note 1) | (Note 1) | (Notes 1 and 7) |
| Tai Dong New Energy Holding Limited ("Tai Dong") | Beneficial owner | 2 | 151,425,197(L) | — | 151,425,197(L) | 29.91%(L) |
| Hong Kong Bridge Investments Limited ("Hong Kong Bridge Investments") | Beneficial owner | 3 | 41,666,666(L) | — | 41,666,666(L) | 8.23%(L) |
| HKBridge Absolute Return Fund L.P ("HKBridge Absolute") | Beneficial owner | 4 | 64,148,063(L) | — | 64,148,063(L) | 12.67%(L) |

| Name of shareholder | Nature of interests | Notes | Interest in shares of the Company (Note 1) | Interest in underlying shares of the Company (Note 1) | Total interest in shares of the Company (Note 1) | Approximate percentage of shareholding (Notes 1 and 7) |
|--|------------------------------------|---------|---|--|---|---|
| On Top Global Limited (“ On Top Global ”) | Beneficial owner | 5 | 24,397,946(L) | — | 24,397,946(L) | 4.82%(L) |
| HKBridge Financial Holdings Limited (“ HKBridge Financial ”) | Interest of controlled corporation | 3, 4, 5 | 130,212,675(L) | — | 130,212,675(L) | 25.72%(L) |
| Allied Year Limited | Security interest | 6 | 41,666,666(L) | — | 41,666,666(L) | 8.23%(L) |
| 中國華融資產管理股份有限公司 (China Huarong Asset Management Co., Ltd.) (“ China Huarong ”) | Interest of controlled corporation | 6 | 41,666,666(L) | — | 41,666,666(L) | 8.23%(L) |
| KE10MA Holdings Inc. (“ KE10MA Holdings ”) | Beneficial Owner | 7 | 29,286,971(L) | — | 29,286,971(L) | 5.78%(L) |
| Andrew Avi Goldenberg | Interest of controlled corporation | 7 | 29,286,971(L) | — | 29,286,971(L) | 5.78%(L) |
| Aviva C Goldenberg | Interest of controlled corporation | 7 | 29,286,971(L) | — | 29,286,971(L) | 5.78%(L) |
| Greater Harmony Limited | Beneficial owner | 8 | 30,000,000(L) | — | 30,000,000(L) | 5.93%(L) |
| Ko Chun Shun Johnson | Interest of controlled corporation | 8 | 30,000,000(L) | — | 30,000,000(L) | 5.93%(L) |

Notes:

1. “L” represents long position in shares or underlying shares of the Company and “S” represents short position in shares or underlying shares of the Company.
2. Tai Dong is interested in 151,425,197 shares of the Company. As Tai Dong is ultimately wholly-owned by Mr. Su Zhituan, Mr. Su Zhituan is deemed to be interested in such 151,425,197 shares of the Company.
3. Hong Kong Bridge Investments is interested in 41,666,666 shares of the Company. As Hong Kong Bridge Investments is a wholly-owned subsidiary of HKBridge Financial, HKBridge Financial is deemed to be interested in such 41,666,666 shares of the Company.
4. HKBridge Absolute, a Cayman Islands exempted limited partnership, the general partner of which is HKBridge (Cayman) GP2 Limited, a Cayman Islands limited liability company, is interested in 64,148,063 shares of the Company. As the entire issued share capital of the general partner of HKBridge Absolute is indirectly owned by HKBridge Financial, HKBridge Financial is deemed to be interested in such 64,148,063 shares of the Company.

5. On Top Global is interested in 24,397,946 shares of the Company. As On Top Global is a wholly-owned subsidiary of Hong Kong Bridge High-Tech Investment Fund L.P. (“**Hong Kong Bridge High-Tech**”), Hong Kong Bridge High-Tech is deemed to be interested in such 24,397,946 shares. Hong Kong Bridge High-Tech, a Cayman Islands exempted limited partnership, the general partner of which is Hong Kong Bridge High-Tech Investment G.P Limited, a Cayman Islands limited liability company. As the entire issued share capital of the general partner of Hong Kong Bridge High-Tech is indirectly owned by HKBridge Financial, HKBridge Financial is deemed to be interest in such 24,397,946 shares of the Company.
6. China Huarong Asset Management Co., Ltd. (“**China Huarong**”) indirectly owns 51% equity interest in Allied Year Limited, which has a security interest over 41,666,666 shares of the Company. China Huarong is therefore deemed to be interested in 41,666,666 shares of the Company.
7. KE10MA Holdings Inc. (“**KE10MA Holdings**”) is interested in 29,286,971 shares of the Company. As KE10MA Holdings is 50%-owned by Dr. Andrew Avi Goldenberg and 50%-owned by Mrs. Aviva C Goldenberg and Mrs. Aviva C Goldenberg is the spouse of Dr. Andrew Avi Goldenberg, each of Dr. Andrew Avi Goldenberg and Mrs. Aviva C Goldenberg is deemed to be interested in such 29,286,971 shares of the Company.
8. Greater Harmony Limited (“**Greater Harmony**”) is interested in 30,000,000 shares of the Company. As Greater Harmony is ultimately wholly-owned by Mr. Ko Chun Shun Johnson. Mr. Ko Chun Shun Johnson is deemed to be interested in such 30,000,000 shares of the Company.
9. The percentage is calculated on the basis of 506,219,666 Shares in issue as at 31 March 2020.

Save as disclosed above, as at 31 March 2020, so far as is known to the Directors and the chief executive of the Company, and based on the public records filed on the website of the Stock Exchange and records kept by the Company, no other persons or corporations (other than the Directors and the chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

SHARE OPTION SCHEME

Pursuant to an ordinary resolution passed by the shareholders of the Company on 7 November 2014, the Company adopted a new share option scheme to replace the share option scheme adopted on 30 January 2002. The principal terms of the share option scheme were disclosed in the Company's 2016 annual report. Details of movements in the Company's share options during the three months period ended 31 March 2020 are set out as follows:

| | Number of share options | | | | | Outstanding at 31 March 2020 |
|------------------------------------|--|---|-----------------------------------|-----------------------------------|--------------------------------|---------------------------------------|
| | Outstanding at 1 January 2020 | Granted during the period (Note) | Exercised during the period | Cancelled during the period | Lapsed during the period | |
| Senior management and employees | 2,614,325 | — | — | — | — | 2,614,325 |
| Total | <u>2,614,325</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>2,614,325</u> |

Note:

A total of 7,480,000 share options were granted on 3 January 2017, with an exercise price of HK\$8.9 and exercise period from 3 January 2018 to 2 January 2022, of which (i) 25% of the share options are exercisable from 3 January 2018 to 2 January 2022; (ii) 25% of the share options are exercisable from 3 January 2019 to 2 January 2022; (iii) 25% of the share options are exercisable from 3 January 2020 to 2 January 2022; and (iv) 25% of the share options are exercisable from 3 January 2021 to 2 January 2022.

COMPETING INTERESTS

As at 31 March 2020, none of the Directors, substantial shareholders of the Company nor any of their respective close associates (as defined in the GEM Listing Rules) has any interest in a business which causes or may cause any significant competition with the business of the Group.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the period under review, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

AUDIT COMMITTEE

The Board has established an audit committee (the “**Audit Committee**”) with written terms of reference in compliance with Rules 5.28 to 5.29 of the GEM Listing Rules. As at the date of this report, the Audit Committee comprises three independent non-executive Directors, namely, Mr. Chu Kin Wang, Peleus (chairman), Mr. Tam B Ray, Billy and Dr. Wang Dangxiao. The Audit Committee has reviewed the unaudited condensed consolidated first quarterly results of the Group for the three months ended 31 March 2020 and has provided advice and comments thereon.

By Order of the Board
SuperRobotics Limited
Su Zhituan

Executive Director and Chairman

Hong Kong, 15 May 2020

As at the date of this report, the Board comprises three executive directors, namely Mr. Su Zhituan (Chairman), Mr. Sun Ziqiang (Vice-chairman) and Mr. Fu Hengke, and one non-executive director Mr. Cheng Yu, and three independent non-executive directors, namely Mr. Chu Kin Wang, Peleus, Mr. Tam B Ray, Billy and Dr. Wang Dangxiao.

[#] *for identification purpose only*