



**LIFE CONCEPTS**

# Life Concepts Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8056

## FIRST QUARTERLY REPORT 2020



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*This report, for which the directors (the “**Directors**”) of Life Concepts Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) 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 and the Group. 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.*

The board of Directors (the “**Board**”) presents the unaudited condensed consolidated results of the Group for the three months ended 30 June 2020, together with the unaudited comparative figures for the corresponding period in 2019 as set out below.

## FINANCIAL HIGHLIGHTS

- The Group’s revenue for the three months ended 30 June 2020 was approximately HK\$40.9 million, representing a decrease of approximately 71.8% when compared with that of the corresponding period in 2019.
- Loss and total comprehensive loss attributable to owners of the Company for the three months ended 30 June 2020 was approximately HK\$7.1 million, representing a decrease in loss of approximately 47.9% when compared with that of the corresponding period in 2019.
- The Group disposed 100% equity interests in Most Glory Holdings Limited, Success Glory Limited and New Era Worldwide Limited in April 2020 and financial results of these companies will no longer be consolidated into the consolidated financial statements of the Group.
- The Board did not declare any dividend for the three months ended 30 June 2020 (for the three months ended 30 June 2019: Nil).

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

For the three months ended 30 June 2020

	Notes	For the three months ended 30 June	
		2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Revenue	3	40,880	144,864
Cost of inventories consumed		(9,603)	(35,022)
Employee benefit expenses		(18,447)	(51,000)
Depreciation and amortisation		(15,498)	(34,824)
Rental and related expenses		(560)	(4,139)
Utilities and consumables		(1,581)	(5,561)
Franchise and licensing fees		(555)	(3,011)
Other (losses)/gains, net		(136)	38
Other expenses		(2,344)	(22,982)
Finance costs		(442)	(1,151)
<b>Loss before income tax</b>		(8,286)	(12,788)
Income tax credit/(expense)	4	272	(1,054)
<b>Loss for the period</b>		(8,014)	(13,842)
<b>Other comprehensive loss</b>			
Item that may be reclassified to profit or loss:			
Exchange differences on translation of foreign operations		(18)	(41)
<b>Total comprehensive loss for the period</b>		(8,032)	(13,883)
<b>Loss attributable to:</b>			
Owners of the Company		(7,119)	(13,627)
Non-controlling interests		(895)	(215)
<b>Loss for the period</b>		(8,014)	(13,842)
<b>Total comprehensive loss attributable to:</b>			
Owners of the Company		(7,125)	(13,668)
Non-controlling interests		(907)	(215)
		(8,032)	(13,883)
<b>Loss per share attributable to owners of the Company</b>			
– Basic and diluted (HK\$)	6	(0.01)	(0.02)

## CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the three months ended 30 June 2020

	Attributable to owners of the Company						Non-controlling interests	Total
	Share capital	Share premium	Other reserve	Translation reserve	Accumulated losses	Subtotal		
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
(Unaudited)								
At 1 April 2019	63,037	28,785	27,313	(2)	(1,179)	117,954	—	117,954
Loss for the period	—	—	—	—	(13,627)	(13,627)	(215)	(13,842)
Exchange differences arising on translation of foreign operations	—	—	—	(41)	—	(41)	—	(41)
Loss and total comprehensive expense recognised for the period	—	—	—	(41)	(13,627)	(13,668)	(215)	(13,883)
At 30 June 2019	63,037	28,785	27,313	(43)	(14,806)	104,286	(215)	104,071
(Unaudited)								
At 1 April 2020	63,037	28,785	27,313	89	(132,037)	(12,813)	11,168	(1,645)
Loss for the period	—	—	—	—	(7,119)	(7,119)	(895)	(8,014)
Exchange differences arising on translation of foreign operations	—	—	—	(6)	—	(6)	(12)	(18)
Loss and total comprehensive expense recognised for the period	—	—	—	(6)	(7,119)	(7,125)	(907)	(8,032)
Capital injection from non-controlling interests	—	—	—	—	—	—	4,393	4,393
<b>At 30 June 2020</b>	<b>63,037</b>	<b>28,785</b>	<b>27,313</b>	<b>83</b>	<b>(139,156)</b>	<b>(19,938)</b>	<b>14,654</b>	<b>(5,284)</b>

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 30 June 2020

## 1. GENERAL INFORMATION, BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Company is incorporated in the Cayman Islands as an exempted company with limited liability and its shares are listed on GEM. Its immediate holding company is Strong Day Holdings Limited, a company incorporated in the British Virgin Islands with limited liability. Its registered office is located at Clifton House, 75 Fort Street, Grand Cayman, KY1-1108, Cayman Islands and its principal place of business is located at Suites 1701-3, 17/F, Chinachem Hollywood Centre 1, 3, 5, 7, 9, 11 and 13 Hollywood Road, Central, Hong Kong.

The Company is an investment holding company. The subsidiaries of the Company are principally engaged in (i) operation of restaurants in Hong Kong; (ii) interior design and fitting-out business; and (iii) provision of consulting services in relation to organic vegetables research and development, plantation and sales.

These unaudited condensed consolidated financial statements for the three months ended 30 June 2020 have been prepared in accordance with the accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the applicable disclosure provisions of Chapter 18 of the GEM Listing Rules.

The accounting policies and methods of computation used in the preparation of these unaudited condensed consolidated financial statements for the three months ended 30 June 2020 are consistent with those adopted in the preparation of audited consolidated financial statements included in the Company’s 2019/20 annual report, except for the adoption of the new and revised Hong Kong Financial Reporting Standards (the “**New and Revised HKFRSs**”) (which include all HKFRSs, Hong Kong Accounting Standards (“**HKASs**”) and Interpretations) issued by the HKICPA that are adopted for the first time for the current period’s financial statements.

The adoption of the New and Revised HKFRSs has had no significant effect on these unaudited condensed consolidated financial statements for the three months ended 30 June 2020 and there have been no significant changes to the accounting policies applied in these unaudited condensed consolidated financial statements for the three months ended 30 June 2020.

The Group has not applied new and revised standards, amendments or interpretations that have been issued but are not yet effective. The Group is currently assessing the impact of the adoption of such new and revised standards, amendments or interpretations to the Group but is yet to be in a position to state whether they would have any material financial impact on the Group’s results of operations and financial position.

These unaudited condensed consolidated financial statements for the three months ended 30 June 2020 have been prepared on the historical cost basis. These unaudited condensed consolidated financial statements for the three months ended 30 June 2020 are presented in Hong Kong dollars (“**HK\$**”), which is the functional currency of the Company and its major subsidiaries.

These condensed consolidated financial statements have not been audited by the Company’s independent auditor, but have been reviewed by the audit committee of the Board (the “**Audit Committee**”).



## 2. BASIS OF PREPARATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

In preparing the consolidated financial statements, the Directors have given careful consideration to the future liquidity of the Group. While recognising that the Group had net current liabilities of approximately HK\$81,386,000 as at 30 June 2020 and incurred a net loss of approximately HK\$8,014,000 for the period then ended, the Directors are of the opinion that, after due and careful enquiry taking into account the internally generated funds available to the Group, the Group has, in the absence of unforeseeable circumstances, sufficient financial resources to meet its financial obligations as they fall due for the foreseeable future.

Accordingly, the Directors believe that it is appropriate to prepare the consolidated financial statements on a going concern basis without including any adjustments that would be required should the Group fails to continue as a going concern.

## 3. REVENUE

### (i) Disaggregation of revenue from contracts with customers

	For the three months ended 30 June	
	2020 HK\$'000	2019 HK\$'000
<b>Revenue from contracts with customers</b>		
Restaurants operations		
– Italian style	7,264	30,412
– Western style	30,015	95,131
– Asian style	3,128	19,321
	40,407	144,864
Provision of interior design and fitting-out services	—	—
Provision of organic vegetables consulting services	473	—
	40,880	144,864
<b>Geographical markets</b>		
Hong Kong	40,407	144,864
Mainland China	473	—
	40,880	144,864
<b>Timing of revenue recognition</b>		
A point in time	40,407	144,864
Over time	473	—
	40,880	144,864

The transaction price allocated to the satisfied performance obligation for provision of organic vegetables consulting services is not disclosed because it is variable consideration and cannot be estimated as it is dependent on customers' future revenue.

For all contracts for provision of good and beverages and provision of interior design and fitting-out services for periods of one year or less, as permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

### 3. REVENUE (Continued)

#### (ii) Performance obligations for contracts with customers

##### Restaurants operations (revenue recognised at a point in time)

Revenue is recognised at a point in time upon the provision of food and beverages to customers. Payment of the transaction price is mostly due immediately at the point of providing food and beverage to customers. Customer deposits for corporate events are recognized as contract liability.

##### Provision of interior design and fitting-out business (revenue recognised over time)

The Group provides interior design and fitting-out services to customers. Such services are recognized as a performance obligation satisfied over time as the Group creates or enhances an asset that the customer controls as the asset is created or enhanced.

The progress towards complete satisfaction of a performance obligation is measured based on input method, which is to recognise revenue on the basis of the Group's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation, that best depict the Group's performance in transferring control of goods or services.

##### Provision of organic vegetables consulting services (revenue recognised over time)

The Group provides consulting services in relation to organic vegetables research and development, plantation and sales. Revenue is recognised for such consulting services on a monthly basis based on a pre-determined percentage of customer's monthly revenue amount as agreed in contracts.

### 4. INCOME TAX CREDIT/(EXPENSE)

	For the three months ended 30 June	
	2020 HK\$'000 (Unaudited)	2019 HK\$'000 (Unaudited)
Hong Kong Profits Tax	—	(1,054)
Deferred tax	272	—
	272	(1,054)

No provision for Hong Kong Profits Tax has been made for Hong Kong subsidiaries, as there was no estimated assessable profit during the three months ended 30 June 2020 (30 June 2019: HK\$1,054,000).

No provision for Enterprise Income Tax has been made for the People's Republic of China (the "PRC") subsidiaries, as there was no estimated assessable profit during the three months ended 30 June 2020 (30 June 2019: Nil).

Deferred tax expense of HK\$272,000 for the three months ended 30 June 2020 (30 June 2019: Nil) arose from the temporary differences in relation to amortisation of intangible assets in Mainland China (30 June 2019: Nil).



## 5. DIVIDENDS

The Board has resolved not to declare any dividend for the three months ended 30 June 2020 (30 June 2019: Nil).

## 6. LOSS PER SHARE

### (a) Basic

Basic loss per share is calculated by dividing the loss attributable to the owners of the Company by the weighted average number of ordinary shares in issue for the relevant periods.

	For the three months ended 30 June	
	2020 (Unaudited)	2019 (Unaudited)
Loss attributable to owners of the Company (HK\$'000)	(7,119)	(13,627)
Weighted average number of ordinary shares in issue (thousands)	810,250	810,250
Basic loss per share (HK\$)	(0.01)	(0.02)

### (b) Diluted

Diluted loss per share presented is the same as the basic loss per share as there was no potentially dilutive ordinary share outstanding as at 30 June 2020 and 2019.

For the three months ended 30 June 2020 and 2019, the diluted loss per share did not take into account the assumed exercise of the Company's outstanding share option since their exercise would result in a decrease in loss per share.

## MANAGEMENT DISCUSSION AND ANALYSIS

During the three months ended 30 June 2020 and up to the date of this report, the Group had been principally engaged in (i) operating a variety of cuisines, mainly Asian, Western and Italian, targeting different customer segments with mid to high spending power; (ii) provision of interior design proposals, engaging subcontractors to carry out fitting-out works and coordinating, managing and supervising the fitting-out works as well as provision of purchasing and delivering services in the PRC; and (iii) provision of consulting services in relation to organic vegetables research and development, plantation and sales in the PRC.

### Business Review

#### Food and Beverage Business

During the three months ended 30 June 2020, the Group maintained its focus in serving a variety of cuisines at varying prices under different brands to a diversified customer base in Hong Kong. The Group has kept its strength in striving to uphold its core value, "Value for Money", through providing the customers with a boutique dining experience of quality dishes, attentive service and a relaxing environment.

During the three months ended 30 June 2020, the operating results of our restaurants have been negatively impacted by the outbreak of novel coronavirus (the "COVID-19") since the latter half of January 2020. Certain short-term measures have been undertaken by the government including but not limited to implementation of travel restrictions, several restrictions in relation to catering business and prohibition on group gathering, which has significantly disrupted the local economy, especially local food and beverage business. In the long run, the COVID-19 outbreak may have a negative impact to the global economy which may have an adverse effect on our business. As a result, the Company recorded a decrease in revenue.

To cope with the impact of the COVID-19 outbreak, the Group initiated comprehensive risk study and contingency plan, and communicated with the investors of each project on the progress of the projects in a timely manner. The Group will continue to actively deal with the possible adverse impact of the COVID-19 outbreak on our business operations. We will also continue to adhere to our professionalism and stick to the bottom line of every investment to protect the funds of our investors and strive to minimise the impact of the COVID-19 outbreak.

#### Interior Design and Fitting-out Business and Provision of Organic Vegetables Consulting Services

Growth is a constant topic on top of the mind of the Group's management. The Group plans to expand in terms of geography, the types of businesses, and the depth of work where the Group has already been doing a lot today. Based on the Group's past experience in restaurant interior design and furnishing, the Group launched a business which provides interior design and fitting-out services carried out in the PRC. The Group will seek for opportunities to further expand this business segment in the PRC. During the three months ended 30 June 2020, no revenue was recognised in this segment as the contracts were suspended temporarily due to the impact of the COVID-19 outbreak. As at 30 June 2020, signed service contracts with a remaining contract sum after deducting revenue recognised amounted to approximately RMB11.1 million (equivalent to approximately HK\$12.1 million).

The Group also launched a business which provides organic vegetables consulting services carried out in the PRC. Currently, the size of such business of the Group is relatively small with a narrow base of customers.

Operating loss of approximately RMB3.2 million (equivalent to approximately HK\$3.5 million) was incurred in the start-up stage of these businesses during the three months ended 30 June 2020.

## Financial Review

### Revenue

During the three months ended 30 June 2020, the Group's revenue was generated from (i) the operation of restaurants in Hong Kong; and (ii) provision of organic vegetables consulting services. No revenue was generated from the provision of interior design and fitting out services in the PRC for the three months ended 30 June 2020 as the contracts were suspended temporarily due to the impact of the COVID-19 outbreak. As at 30 June 2020, we were operating 13 (2019: 27) restaurants, of which no restaurant (2019: Nil) was newly established, no restaurant (2019: Nil) had been relocated and 3 restaurants (2019: Nil) had been closed or disposed of.

The Group served mainly three categories of cuisines during the three months ended 30 June 2020. The table below sets forth a breakdown of the Group's revenue generated by (i) operation of restaurants by type of cuisine; (ii) provision of interior design and fitting-out services; and (iii) provision of organic vegetables consulting services, and as a percentage of total revenue during the three months ended 30 June 2020:

	For the three months ended 30 June			
	2020		2019	
	Revenue (HK\$'000) (Unaudited)	% of total revenue (%)	Revenue (HK\$'000) (Unaudited)	% of total revenue (%)
Western style	30,015	73.4	95,131	65.7
Italian style	7,264	17.8	30,412	21.0
Asian style	3,128	7.7	19,321	13.3
Operation of restaurants	40,407	98.9	144,864	100.0
Provision of interior design and fitting-out services	—	—	—	—
Provision of organic vegetables consulting services	473	1.1	—	—
Total	40,880	100.0	144,864	100.0

#### Western style restaurants

The revenue generated from operation of Western style restaurants decreased by approximately HK\$65.1 million, or approximately 68.4%, from approximately HK\$95.1 million for the three months ended 30 June 2019 to approximately HK\$30.0 million for the three months ended 30 June 2020. Such decrease was mainly due to (a) the COVID-19 outbreak in the first quarter of 2020 and the implementation of the Prevention and Control of Disease (Requirements and Directions) (Business and Premises) Regulation (Chapter 599F of the laws of Hong Kong); and (ii) the disposal and the closure of certain loss-making restaurants since the anti-extradition bill protests happened in June 2019. The disposed or closed Western restaurants collectively contributed approximately HK\$40.3 million to the segment revenue during the three months ended 30 June 2019.

#### Italian style restaurants

The revenue generated from operation of Italian style restaurants decreased by approximately HK\$23.1 million, or approximately 76.1%, from approximately HK\$30.4 million for the three months ended 30 June 2019 to approximately HK\$7.3 million for the three months ended 30 June 2020. The decrease was resulted from the reasons as mentioned above. The disposed or closed Italian restaurants collectively contributed approximately HK\$18.1 million to the segment revenue during the three months ended 30 June 2019.

#### Asian style restaurants

The revenue generated from operation of Asian style restaurants decreased by approximately HK\$16.2 million, or approximately 83.8%, from approximately HK\$19.3 million for the three months ended 30 June 2019 to approximately HK\$3.1 million for the three months ended 30 June 2020. The decrease was resulted from the reasons as mentioned above. The disposed or closed Asian restaurants collectively contributed approximately HK\$11.4 million to the segment revenue during the three months ended 30 June 2019.

#### Interior design and fitting-out services

During the three months ended 30 June 2020, no revenue was recognised in this segment as the contracts were suspended temporarily due to the impact of the COVID-19 outbreak (2019: Nil).

#### Provision of organic vegetables consulting services

The revenue generated from provision of consulting services in relation to organic vegetables research and development, plantation and sales was approximately HK\$0.5 million for the three months ended 30 June 2020 (2019: Nil).

### **Cost of inventories consumed**

Cost of inventories consumed mainly represents the costs of food ingredients and beverages for the operation of the Group's restaurants. The major food ingredients purchased by the Group includes, but is not limited to, vegetable, meat, seafood and frozen food. Cost of inventories consumed is one of the major components of the Group's operating expenses which amounted to approximately HK\$35.0 million and HK\$9.6 million for each of the three months ended 30 June 2019 and 2020, respectively, representing approximately 24.2% and 23.4% of the Group's total revenue for the corresponding periods. The decrease in cost of inventories consumed was in proportion to the decrease in revenue.

### Employee benefits expenses

Employee benefits expenses represented one of the major components of the Group's operating expenses, which primarily consisted of Directors' emoluments, salaries, retirement benefit scheme contributions and other benefits. The employee benefits expenses decreased by approximately HK\$32.6 million from approximately HK\$51.0 million to approximately HK\$18.4 million for the three months ended 30 June 2019 and 2020, respectively. The decrease was mainly due to the decrease in number of staff for Hong Kong office and restaurants as a result of closed down or disposal of the restaurants, as well as the reduction of headcounts in existing restaurants as a measure of cost control.

The employee benefits expenses incurred in interior design and fitting-out and organic vegetables consulting business increased to approximately HK\$0.8 million (2019: Nil) due to development of interior design and fitting-out and organic vegetables consulting business for the three months ended 30 June 2020.

### Rental and related expenses

Our depreciation expense in respect of right-of-use assets plus rental and related expenses regarding the food and beverage business amounted to approximately HK\$10.6 million for the three months ended 30 June 2020. Comparing to the right-of-use assets plus rental and related expenses of approximately HK\$27.3 million for the three months ended 30 June 2019, the decrease was mainly due to (i) reduction of tenancy agreements entered into upon closure and disposal of restaurants during the current and the last financial year; and (ii) rent concessions from the landlords on the leases of certain restaurants of the Group as a result of the COVID-19 outbreak.

Our depreciation expense in respect of right-of-use assets plus rental and related expenses regarding the interior design and fitting-out and organic vegetables consulting business amounting to approximately HK\$1.2 million for the three months ended 30 June 2020. Comparing to the right-of-use assets plus rental and related expenses of approximately HK\$0.6 million for the three months ended 30 June 2019, the increase was mainly due to development of interior design and fitting-out business.

### Other expenses

Other expenses mainly include advertising, cleaning and laundry expenses, credit card commission, packing and printing materials, music performance show and repair and maintenance. During the three months ended 30 June 2019 and 2020, the Group recognised other expenses of approximately HK\$23.0 million and HK\$2.3 million, respectively, representing approximately 15.9% and 5.7% of the Group's total revenue for the corresponding periods. The decrease in other expenses incurred in the reporting period was mainly due to (i) the disposal and the closed down of certain loss-making restaurants since the anti-extradition bill protests happened in June 2019; (ii) the decrease in variable operating costs of the restaurant upon the implementation of the Prevention and Control of Disease (Requirement and Directions) (Business and Premises) Regulation (Chapter 599F of the laws of Hong Kong); (iii) the receipt of government subsidies under the Employment Support Scheme and other governmental supporting schemes amounting to approximately HK\$4.7 million; and (iv) the cost control policy adopted to maintain the Group's competitiveness.

## Finance costs

Finance costs mainly represent finance costs recognised in relation to the lease liabilities regarding the rental contracts upon adoption of HKFRS 16 "Leases". The decrease in the current period was mainly due to reduction of tenancy agreements entered into upon closure and disposal of restaurants during the current and the last financial year.

## Loss attributable to owners of the Company

Loss attributable to owners of the Company for the three months ended 30 June 2020 was approximately HK\$7.1 million, while the loss attributable to owners of the Company for the three months ended 30 June 2019 was approximately HK\$13.6 million.

The decrease in loss attributable to owners of the Company was primarily attributable to the following factors:

- (i) The revenue of our restaurants have been negatively impacted by (i) the outbreak of COVID-19 since January 2020; and (ii) the unexpected political activities in Hong Kong arising from the anti-extradition bill protests since June 2019;
- (ii) The disposal and the closed down of certain loss-making restaurants during the last and the current financial year led to the decrease in the operating costs of our food and beverage business, comprising mainly cost of inventories consumed, staff costs, rental expenses and other operating expenses, which outweighed the decrease in revenue as mentioned above; and
- (iii) A one-off government subsidy under the Employment Support Scheme amounting to approximately HK\$ 4.7 million was received.

Regarding our restaurant operation, our management will continue to control costs in order to minimize the effect of the recent events which may result in an economic downturn.



## OUTLOOK

Despite the keen competition and challenging operating environment in food and beverage industry in Hong Kong, the Group has emerged as one of the well-known restaurant chains in Hong Kong. During the three months ended 30 June 2020, the Group continued to maintain its focus in serving a variety of cuisines at varying prices under different brands to a diversified customer base in Hong Kong. As at 30 June 2020, the Group is operating 13 restaurants, with 10 full-service restaurants and 3 bakery restaurants.

The Group also provides interior design and fitting-out services and organic vegetables consulting services in the PRC.

Our interior design and fitting-out services featured with fashionable and customized one-stop solution aims to provide affordable luxury and environmental-friendly service to the PRC clients. We are also in the process of developing a high-efficient IT system for the whole interior design and fitting-out process to ensure transparent and satisfying service delivery process. With all these features, we believe the interior design and fitting-out services we provide are very competitive, which differentiate from the other existing players on the market. A number of business service contracts had been signed as at 30 June 2020, and continuous revenue is expected to be generated in the near future. Living and dining in an elegant environment enabled by high-quality interior design and fitting-out services is an important part of life experience. With the rising demand of high-quality interior design and fitting-out services in the PRC, together with the competitive services we provide, the management of the Group is optimistic about the outlook of the new business launched in the PRC.

Consulting services in relation to organic vegetables research and development, plantation and sales rely on the extensive managerial experience of the operating team and advanced patents and technologies. As living standards are rising, the demands towards quality of food ingredients are increasing, which could be a critical component of the Group's diversified development structure and deployment.

At the same time, in the macro environment of a consistent supporting policy for micro, small and medium-sized enterprises in PRC, the Group is preparing to set up a one-stop and professional financial service platform with excellent performance for financial market practitioners. The Group will continue to invest and develop new business.

## DISCLOSURE OF ADDITIONAL INFORMATION

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

As at 30 June 2020, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")), which 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 are taken or deemed to have under such provisions of the SFO) or required to be entered in the register required maintained by the Company pursuant to Section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to the required standard of dealings by the Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

#### Long positions

##### (a) Shares in the Company:

Name of Director	Capacity/Nature of interest	No. of shares and underlying shares	Approximate percentage of shareholding
Mr. James Fu Bin Lu ("Mr. James Lu") <sup>Note</sup>	Interest of spouse/Family interest	607,600,000(L)	74.99%

Note: These shares of the Company are held by Strong Day Holdings Limited ("Strong Day"). Strong Day is 29.90% owned by Ms. Li Qing Ni, the spouse of Mr. James Lu. By virtue of the SFO, Mr. James Lu is deemed to be interested in the shares of the Company held by Strong Day. Mr. James Lu is also a director of Strong Day. As at the date of this report, Ms. Li Qing Ni has also been appointed as an executive director of the Company.

(L) Long position

##### (b) Shares in associated corporation of the Company:

Name of Director	Name of associated corporation	Capacity/Nature of interest	No. of shares and underlying shares	Approximate percentage of shareholding
Mr. James Lu	Strong Day	Interest of spouse/ Family interest	299	29.90%

Save as disclosed above, as at 30 June 2020, none of the Directors and chief executive of the Company has any interest or short position in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of 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 are taken or deemed to have under such provisions of the SFO) or as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO or which were notified to the Company and the Stock Exchange pursuant to the required standard of dealings by the Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules.

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

As at 30 June 2020, the interests and short positions of substantial shareholders and other persons (not being a Director or the chief executive of the Company) in the shares and underlying shares of the Company which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO were as follows:

### Long positions in shares:

Name	Capacity/Nature of interests	No. of shares	Approximate percentage of shareholding
Strong Day <sup>Note</sup>	Beneficial owner/Personal interest	607,600,000(L)	74.99%
Excel Precise International Limited ("Excel Precise") <sup>Note</sup>	Person having a security interest in shares/Others	607,600,000(L)	74.99%
True Promise Investment Limited ("True Promise") <sup>Note</sup>	Interest in controlled corporation/Corporate interest	607,600,000(L)	74.99%
Mr. Law Fei Shing ("Mr. Law") <sup>Note</sup>	Interest in controlled corporation/Corporate interest	607,600,000(L)	74.99%

Note: These shares of the Company are held by Strong Day. Excel Precise is the lender of record which has direct interest on the shares of the Company pledged by Strong Day. Excel Precise is owned as to 73.50% by True Promise and 25% by Mr. Law. True Promise is wholly owned by Mr. Law. By virtue of the SFO, True Promise and Mr. Law are deemed to be interested in the shares of the Company pledged to Excel Precise.

(L) Long position

Save as disclosed above, as at 30 June 2020, so far as it was known by or otherwise notified to the Directors or the chief executive of the Company, no other corporations which or persons who (other than a Director or the chief executive of the Company) had interest or short positions in the shares and the underlying shares of the Company, which/who would notified to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or as recorded in the register required to be kept by the Company under section 336 of the SFO.

## SHARE OPTION SCHEME

### (a) Pre-IPO Share Option Scheme

The Company's Pre-IPO Share Option Scheme was adopted on 14 July 2016 and the principal terms of which were set out in the prospectus of the Company dated 27 July 2016. Upon the completion of mandatory unconditional cash offer as disclosed in the announcement dated 12 December 2018, the remaining 40,750,000 share options under the Pre-IPO Share Option Scheme were cancelled.

During the three months ended 30 June 2020, no share options were granted, exercised or cancelled or lapsed under the Pre-IPO Share Option Scheme.

### (b) Post-IPO Share Option Scheme

The Post-IPO Share Option Scheme was approved by the shareholders of the Company on 14 July 2016 for attracting and retaining the best available personnel of our Group, and providing incentives or rewards to eligible persons of the Group for their contribution to the success of the Group's business.

During the three months ended 30 June 2020, no share options were granted, exercised or cancelled or lapsed under the Post-IPO Share Option Scheme.

## PURCHASE, SALE OR REDEMPTION OF SHARES OF THE COMPANY

The Company did not redeem any of the shares of the Company listed on GEM nor did the Company or any of its subsidiaries purchase or sell any such shares of the Company during the three months ended 30 June 2020.

## DIRECTORS' INTERESTS IN CONTRACTS

During the three months ended 30 June 2020, no Director had a significant beneficial interest, either directly or indirectly, in any contract of significance to the business of the Group to which the Company or its holding company or any of its subsidiaries or fellow subsidiaries was a party.

## DIRECTORS' INTEREST IN COMPETING INTERESTS

During the three months ended 30 June 2020, none of the Directors or substantial shareholders of the Company or any of their respective close associates (as defined in the GEM Listing Rules) has engaged in any business that competed or might compete with the business of the Group, or have any other conflict of interests with the Group.

## DIRECTORS' SECURITIES TRANSACTIONS

The Group has adopted the required standard of dealings in the securities (the "Required Standard of Dealings") as contained in Rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct for dealings in the securities of the Company by the Directors. Having made specific enquiries by the Company, all the Directors have confirmed that they had complied with the Required Standard of Dealings during the three months ended 30 June 2020.

## COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICES

To the best knowledge of the Directors, the Directors consider that up to the date of this report, the Company has complied with all the applicable code provisions of Corporate Governance Code as set out in Appendix 15 to the GEM Listing Rules (the “CG Code”), except for certain deviations as specified with considered reasons for such deviations as explained below.

- (a) Under Code Provision A.2.1 of the CG Code, the roles of the chairman and chief executive officer should be separated and should not be performed by the same individual.

During the three months ended 30 June 2020, the Company has not separated the roles of chairman and chief executive officer of the Company. Mr. James Lu is our chairman and the chief executive officer of the Company. The Board believes that vesting the roles of both the chairman and the chief executive officer in the same person provides the Company with strong and consistent leadership, and allows for effective and efficient planning and implementation of business decisions and strategies. The Board shall nevertheless review the structure from time to time to ensure appropriate move is being taken should suitable circumstances arise.

- (b) Code provision A.4.1 of the CG Code stipulates that non-executive directors should be appointed for a specific term, subject to re-election.

There was no service contract/letter of appointment entered into between the non-executive Director/independent non-executive Director and the Company, however their appointments are subject to retirement by rotation and re-election pursuant to the articles of association of the Company. As such, the Company considers that sufficient measures have been taken to ensure that the Company’s corporate governance practices are no less exacting than those provided in the Corporate Governance Code.

## AUDIT COMMITTEE

Pursuant to Rule 5.28 of the GEM Listing Rules, the Board has established an Audit Committee with written terms of reference aligned with the provision of the code provisions set out in the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control procedures of the Group. As at the date of this report, the Audit Committee comprises Mr. Shi Kangping (chairman of the Audit Committee), Mr. Lu Cheng and Mr. Kim Jin Tae, all of whom are independent non-executive Directors.

The unaudited consolidated results of the Group for the three months ended 30 June 2020 and this report of the Company have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results and report complied with the applicable accounting standards, the GEM Listing Rules and legal requirements and that adequate disclosures have been made.

## DIVIDEND

The Board has resolved not to declare any dividend for the three months ended 30 June 2020.

## MATERIAL ACQUISITION AND DISPOSAL

On 28 April 2020, the Group entered into a sale and purchase agreement, pursuant to which Ace Strength Limited, a company incorporated in Hong Kong with limited liability and being a third party independent of the Company and its connected persons, agreed to acquire 100% equity interests in Most Glory Holdings Limited, Success Glory Limited and New Era Worldwide Limited (collectively the “**Target Companies**”) from the Group, at an aggregate consideration of HK\$2,000,000. Each of the Target Companies is a company incorporated in Hong Kong with limited liability and is principally engaged in the operation of Italian and Western restaurants in Hong Kong. The loss on disposal is approximately HK\$0.3 million. Details of the disposal are set out in the announcements of the Company dated 23 April 2020 and 29 April 2020.

## EVENT AFTER REPORTING PERIOD

In early 2020, after the rapid COVID-19 outbreak, a series of precautionary and control measures have been and continued to be implemented in Hong Kong, including suspension of school, work from home practice, encouraged social distancing, restrictions and controls over the inbound and outbound travelling and heightening of hygiene and epidemic prevention requirements.

In March 2020, the Hong Kong Government announced a Prohibition on Group Gathering Regulation and imposed ban on social gathering of parties more than four people, including dining in restaurants and bars. Such precautionary and control measures and poor consumer sentiment caused by the epidemic are causing short-term disruption to the Group’s restaurant operations in Hong Kong.

Subsequent to 30 June 2020 and up to now, the Group noted a continuous downturn on its operating performance as compared to the same period in the three months ended 30 June 2020. Management noted that the pandemic caused material disruption to the Group’s operation and restaurants development, which adversely affects the Group’s business, financial condition and operating performance. The Group has been actively adopting cost control measures including re-prioritising work plans to improve liquidity position, closely monitoring the market situation and timely adjusting the business strategies in view of the development of the pandemic.

Up to the date on which this report were authorised for issue, the Group continues to monitor the impacts of the COVID-19 outbreak on the Group’s performance in 2020 and is currently unable to estimate the quantitative impacts to the Group.

By order of the Board  
**Life Concepts Holdings Limited**  
**James Fu Bin Lu**

*Chairman, Chief executive officer and executive Director*

Hong Kong, 11 August 2020

*As at the date of this report, the executive Directors are Mr. James Fu Bin Lu (Chairman and Chief Executive Officer), Ms. Li Qing Ni and Mr. Long Hai; and the independent non-executive Directors are Mr. Lu Cheng, Mr. Shi Kangping and Mr. Kim Jin Tae.*