

XINYI ELECTRIC STORAGE HOLDINGS LIMITED

信義儲電控股有限公司

(Incorporated in the Cayman Islands with limited liability)
Stock Code: 08328

2021

FIRST QUARTERLY REPORT



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

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*This report, for which the board (the “**Board**”) of the directors (the “**Directors**”) of Xinyi Electric Storage Holdings 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 and its subsidiaries (together, 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 aspects 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 is pleased to present the unaudited condensed consolidated results of the Group for the three months ended 31 March 2021 together with the comparative unaudited figures for the three months ended 31 March 2020 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 31 March 2021

	Notes	Three months ended 31 March	
		2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Revenue	2	43,253	29,563
Cost of revenue		(36,281)	(24,438)
Gross profit		6,972	5,125
Other income	3	11,470	523
Other losses, net	3	(3,721)	(30)
Impairment loss on a financial asset		(3,135)	—
Selling and marketing costs		(1,236)	(861)
Administrative expenses		(9,660)	(5,427)
Operating profit/(loss)		690	(670)
Finance income		198	943
Finance costs		—	—
Profit before income tax		888	273
Income tax expense	4	(620)	(24)
Profit for the period		268	249
Other comprehensive income:			
<i>Item that may be subsequently reclassified to profit or loss:</i>			
Exchange difference on translation of financial statements of operations		(2,927)	(8,627)
Total comprehensive income for the period		(2,659)	(8,378)
Profit for the period attributable to:			
– owners of the Company		201	249
– non-controlling interests		67	—
		268	249
Total comprehensive income for the period attributable to:			
– owners of the Company		(2,729)	(8,378)
– non-controlling interests		70	—
		(2,659)	(8,378)
Basic and diluted earnings per share attributable to owners of the Company for the period (HK cents)	6	0.03	0.04

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2021

	Attributable to owners of the Company										Total equity HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Capital reserves HK\$'000	Share-based payments reserve HK\$'000	Exchange reserve HK\$'000	Financial assets at fair value through other comprehensive income reserve HK\$'000	Statutory reserves HK\$'000	Retained profits HK\$'000	Total HK\$'000	Non-controlling interests HK\$'000	
Balance at 1 January 2021 (Audited)	6,482	234,150	13,587	505	14,305	10,710	10,652	151,917	442,308	171	442,479
Comprehensive income											
Profit for the period	–	–	–	–	–	–	–	201	201	67	268
Other comprehensive income	–	–	–	–	(2,930)	–	–	–	(2,930)	3	(2,927)
Total comprehensive income for the period	–	–	–	–	(2,930)	–	–	201	(2,729)	70	(2,659)
Transactions with owners											
Employees share option scheme:											
– proceed from issue of shares	1	151	–	(35)	–	–	–	–	117	–	117
– share-based payment expense	–	–	–	548	–	–	–	–	548	–	548
– adjustment relating to forfeiture of share options	–	–	–	(4)	–	–	–	4	–	–	–
	1	151	–	509	–	–	–	4	665	–	665
Balance at 31 March 2021 (Unaudited)	<u>6,483</u>	<u>234,301</u>	<u>13,587</u>	<u>1,014</u>	<u>11,375</u>	<u>10,710</u>	<u>10,652</u>	<u>152,122</u>	<u>440,244</u>	<u>241</u>	<u>440,485</u>
Balance at 1 January 2020 (Audited)	6,481	233,987	13,587	3,194	(10,789)	9,636	8,590	131,113	395,799	–	395,799
Comprehensive income											
Profit for the period	–	–	–	–	–	–	–	249	249	–	249
Other comprehensive income	–	–	–	–	(8,627)	–	–	–	(8,627)	–	(8,627)
Total comprehensive income for the period	–	–	–	–	(8,627)	–	–	249	(8,378)	–	(8,378)
Transactions with owners											
Share-based payment expense	–	–	–	25	–	–	–	–	25	–	25
Balance at 31 March 2020 (Unaudited)	<u>6,481</u>	<u>233,987</u>	<u>13,587</u>	<u>3,219</u>	<u>(19,416)</u>	<u>9,636</u>	<u>8,590</u>	<u>131,362</u>	<u>387,446</u>	<u>–</u>	<u>387,446</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

1. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The unaudited condensed consolidated financial information is presented in Hong Kong dollars (“HK\$”) which is the same as the functional currency of the Company.

New accounting policy adopted by the Group during the three months ended 31 March 2021

Except for the adoption of new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), which are effective for the Group’s financial year beginning on 1 January 2021, the accounting policies applied in preparing this unaudited condensed consolidated financial information for the three months ended 31 March 2021 are consistent with those of the annual financial statements for the year ended 31 December 2020, which have been prepared in accordance with HKFRSs. The unaudited condensed consolidated financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2020.

The Group has not applied the new and revised HKFRSs that have been issued by the HKICPA but are not yet effective. The Group has commenced an assessment of the impact of these new standards and amendments, but is not yet in a position to state whether they would have a significant impact on its results and financial position.

2. REVENUE

An analysis of the revenue from the Group’s principal activities, which is also the Group’s turnover are as follows:

	Three months ended 31 March	
	2021 HK\$’000 (Unaudited)	2020 HK\$’000 (Unaudited)
Electric storage business	18,967	14,118
Engineering, procurement and construction services for photovoltaic power stations (the “EPC Services”)	5,380	—
Automobile glass repair and replacement services	9,619	10,463
Others (Trading of forklift and wind farm related business)	9,287	4,982
	<u>43,253</u>	<u>29,563</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

3. OTHER INCOME AND OTHER LOSSES, NET

	Three months ended 31 March	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Other income		
Government grants	1,264	464
Others	10,206	59
	<u>11,470</u>	<u>523</u>
Other losses, net		
Net (losses)/gains on disposal of old facilities, scraps or plant and equipment	(4,026)	1
Exchange gains/(losses), net	305	(31)
	<u>(3,721)</u>	<u>(30)</u>

4. INCOME TAX EXPENSE

	Three months ended 31 March	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Current income tax		
– Hong Kong profits tax (Note (a))	—	—
– The People's Republic of China (the "PRC") corporate income tax ("CIT") (Note (b))	509	164
– Overseas income tax	143	—
	<u>652</u>	<u>164</u>
Deferred tax	(32)	(140)
	<u>620</u>	<u>24</u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

4. INCOME TAX EXPENSE (CONTINUED)

Notes:

- (a) Hong Kong profits tax has been provided at the two-tiered rate of 8.25% for the first HK\$2 million of the estimated assessable profits for one of the Group's Hong Kong subsidiaries for the period and 16.5% on the remaining estimated assessable profits for the period.
- (b) CIT is provided on the estimated taxable profits of its subsidiaries established in the PRC for the period, calculated in accordance with the relevant tax rules and regulations.

One of the PRC subsidiaries, being qualified as a New and High Technology Enterprise, is entitled to a preferential CIT rate of 15%.

5. DIVIDENDS

The Board does not recommend the payment of dividend for the three months ended 31 March 2021 (2020: Nil).

6. EARNINGS PER SHARE

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the three months ended 31 March 2021 and 2020.

	Three months ended 31 March	
	2021 (Unaudited)	2020 (Unaudited)
Profit attributable to owners of the Company (HK\$'000)	<u>201</u>	<u>249</u>
Weighted average number of ordinary shares in issue (thousands)	<u>648,246</u>	<u>648,136</u>
Basis earnings per share (HK cents)	<u>0.03</u>	<u>0.04</u>

(b) Diluted earnings per share

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

6. EARNINGS PER SHARE (CONTINUED)

(b) Diluted earnings per share (Continued)

For the three months ended 31 March 2021, the Company had dilutive potential ordinary shares from share options. The calculation for share options was determined by the number of shares that could have been acquired at fair value (determined as the average market price of the Company's shares) based on the monetary value of the subscription rights attached to the outstanding share options. The number of shares calculated as above was compared with the number of shares that would have been issued assuming the exercise of the share options. The number of shares that would have been issued assuming the exercise of the share options less the number of shares that could have been issued at fair value (determined as the average market price per share for the period) for the same total proceeds was the number of shares issued for no consideration. The resulting number of shares issued for no consideration was included in the weighted average number of ordinary shares as the denominator for calculating diluted earnings per share.

For the three months ended 31 March 2020, the outstanding share options were anti-dilutive.

	Three months ended 31 March	
	2021 (Unaudited)	2020 (Unaudited)
Profit attributable to owners of the Company used to determine the diluted earnings per share (HK\$'000)	<u>201</u>	<u>249</u>
Weighted average number of ordinary shares in issue (thousands)	648,246	648,136
Adjustment for share options (thousands)	5,539	—
	<u>653,785</u>	<u>648,136</u>
Diluted earnings per share (HK cents)	<u>0.03</u>	<u>0.04</u>

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW AND PROSPECTS

New Energy — Electric Storage Business

The Group has production facilities for lithium battery products which has commenced commercial production and sales of lithium battery products. Products of the Group are mainly sold and installed in integrated systems comprising lithium batteries, battery management systems and other components (such as energy management systems and power conditioning systems).

The Group is engaged in the development, processing and sales of energy storage facilities with lithium batteries, including large-scale power banks for manufacturing facilities to facilitate load shifting and power stabilization, uninterruptible power supplies and micro energy storage products. The Group is also engaged in the provision of contract processing services of battery packs and energy storage products to its customers.

On 31 March 2021, the Group moved out of the production facilities in Wuhu City, Anhui Province, China as mutually agreed with the PRC government to early terminate the lease agreements for factory and office premises.

The Group completed the construction of a production plant for lithium battery products and energy storage products in Zhangjiagang, Jiangsu Province, China which has commenced commercial production since April 2021.

New Energy — EPC Services

The Group is engaged in the EPC Services for photovoltaic power stations to customers for the installation of photovoltaic power stations in their premises in the PRC.

In the fourth quarter of 2020, the Group established a subsidiary in Canada, Polaron Energy Corp., for the provision of EPC Services in which it holds a 68% equity stake. This subsidiary is principally engaged in the provision of EPC Services for photovoltaic power systems, which represents the foundation for the Group to develop its business in overseas markets.

Automobile Glass Repair and Replacement Services Business

The Group currently has four service centres in Hong Kong and a motorcade service team for the provision of automobile glass repair and replacement services.

Others

Since the third quarter of 2017, the Group has been providing wind farm management services to Xinyi Wind Power (Jinzhai) Company Limited, a company in which the Group holds 18% equity interest.

In addition, some of the Group's customers of power batteries and battery pack systems have been engaged in the production of forklifts. The Group has agreed with some of these customers to purchase forklifts for forklift trading business, which contributed an additional source of revenue for the Group.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

FINANCIAL REVIEW

Revenue

For the three months ended 31 March 2021, the Group's revenue was HK\$43.3 million (2020: HK\$29.6 million), representing an increase by 46.3% mainly attributable to the change in revenue contributed by business segments analysed as follows:

Revenue — by segment

	Three months ended 31 March					
	2021		2020		Increase/(decrease)	
	HK\$'million	%	HK\$'million	%	HK\$'million	%
Electric storage business	19.0	43.9	14.1	47.7	4.9	34.8
EPC Services	5.4	12.5	—	—	5.4	N/A
Automobile glass repair and replacement services	9.6	22.2	10.5	35.4	(0.9)	(8.6)
Others (Trading of forklift and wind farm related business)	9.3	21.4	5.0	16.9	4.3	86.0
Total revenue	43.3	100.0	29.6	100.0	13.7	46.3

The increase in revenue was primarily because of the following reasons:

- the increase in revenue attributable to our new business, EPC Services for photovoltaic power stations, since the third quarter of 2020, which contributed revenue amounting to HK\$5.4 million;
- the increase in revenue attributable to the electric storage business by 34.8% as the product delivery to our customers was delayed during the three months ended 31 March 2020 as a result of the outbreak of COVID-19;
- the increase in revenue attributable to "Others" business segment by 86.0% mainly due to the increase in sales of forklifts and the increase in service fee for managing wind farm as a result of the service fee adjustment pursuant to the wind farm management agreement entered into as of 6 November 2020; and
- partially offset by the decrease in revenue attributable to the automobile glass repair and replacement services by 8.6%, which was mainly due to the continuous adverse impact on the demand for the services as a result of the outbreak of COVID-19.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Cost of revenue and gross profit

Cost of revenue comprised of HK\$18.0 million (2020: HK\$12.5 million) arising from the electric storage business, HK\$4.4 million (2020: Nil) arising from the EPC Services, HK\$7.9 million (2020: HK\$8.3 million) arising from the automobile glass repair and replacement services, and HK\$6.0 million (2020: HK\$3.6 million) arising from others (trading of forklift and wind farm related business).

Cost of revenue for the electric storage business of HK\$18.0 million (2020: HK\$12.5 million) mainly represented the material cost, labour cost and depreciation charge of plant and machinery. The gross profit of the electric storage business decreased from HK\$1.6 million for the three months ended 31 March 2020 to HK\$1.0 million for the three months ended 31 March 2021 mainly due to the change in product mix as a result of the increase in sales of lithium battery products during the period, which have relatively lower gross profit margin than other products, and the increase in material cost.

Cost of revenue for the EPC Services of HK\$4.4 million (2020: Nil) mainly represented the material cost, installation cost and subcontracting cost. The gross profit of the EPC Services amounted to HK\$1.0 million for the three months ended 31 March 2021 (2020: Nil).

Cost of revenue for the automobile glass repair and replacement services amounted to HK\$7.9 million (2020: HK\$8.3 million). The gross profit of the automobile glass repair and replacement services decreased from HK\$2.2 million for the three months ended 31 March 2020 to HK\$1.7 million for the three months ended 31 March 2021 mainly due to the rental and the other overhead expenses (including labour costs) were generally stable, while revenue decreased.

Cost of revenue of others mainly comprise of the purchase cost of forklifts and the staff costs for the wind farm related business.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Other income and other losses, net

Other income mainly represented the government grants from the PRC government and the compensation from the PRC government in relation to the early termination of lease agreements for our factory and office premises in Wuhu City, Anhui Province, China.

Upon the request by the PRC government to move out of the factory and office premises in Wuhu City, Anhui Province, China for the change of utilisation plan of the zone area, the Group entered into a termination agreement with the PRC government in March 2021 to early terminate the lease agreements for the factory and office premises. The Group was entitled to receive a compensation from the PRC government mutually agreed which was calculated with reference to the remaining rental payments under the lease agreements. On 31 March 2021, the Group moved out of the premises in accordance with the termination agreement.

Other losses, net mainly included the write off of certain plant and equipment of factory premises as a result of the move out as set out above.

Expenses

Selling and marketing costs increased by HK\$0.3 million from HK\$0.9 million for the three months ended 31 March 2020 to HK\$1.2 million for the three months ended 31 March 2021, which was mainly due to the increase in employee benefit expense.

Administrative expenses increased by HK\$4.3 million from HK\$5.4 million for the three months ended 31 March 2020 to HK\$9.7 million for the three months ended 31 March 2021, primarily due to (i) the expenses incurred for the termination of employment with certain employees in connection with the move out of factory; (ii) the increase in research and development cost for the development and improvement of products; and (iii) the increase in share-based payment expense as a result of the share options granted in August 2020 and December 2020.

Profit attributable to owners of the Company

Profit attributable to owners of the Company for the three months ended 31 March 2021 amounted to HK\$0.2 million (2020: HK\$0.2 million). The change in the profitability was mainly attributable to the operating performance of the Group as analysed above.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

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

As at 31 March 2021, the interests or short positions of the Directors and the chief executive of the Company in the shares of the Company (the "Shares"), underlying Shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which are required to be (a) notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have taken under such provisions of the SFO); or (b) entered in the register kept by the Company pursuant to section 352 of the SFO; or (c) notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, were as follows:

(i) Long positions in the Shares

Director/ Chief Executive	Capacity	Name of the controlled corporations	Number of issued Shares held	Approximate percentage of the issued share capital of the Company (%)
Tan Sri Datuk TUNG Ching Sai <i>P.S.M, D.M.S.M, J.P.</i>	Interest in a controlled corporation	Copark ⁽¹⁾ (as defined below)	37,039,885	5.71
		Full Guang ⁽³⁾ (as defined below)	4,436,100	0.68
	Personal interest/ Spouse interest ⁽¹⁾		99,573,100	15.36
	Interest in persons acting in concert ⁽²⁾		461,393,649	71.17
Mr. NG Ngan Ho	Interest in a controlled corporation	Linkall ⁽⁴⁾ (as defined below)	20,654,086	3.19
		Full Guang ⁽³⁾ (as defined below)	4,436,100	0.68
	Personal interest		1,110,000	0.17
	Interest in persons acting in concert ⁽²⁾		461,393,649	71.17
Ms. LI Pik Yung	Personal interest		41,088	0.01

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Notes:

- (1) Tan Sri Datuk TUNG Ching Sai, J.P. is the beneficial owner of all the issued share capital of Copark Investment Limited ("**Copark**"), a company incorporated in the British Virgin Islands (the "**BVI**") and wholly-owned by Tan Sri Datuk TUNG Ching Sai, J.P., which is the registered owner of 37,039,885 Shares. Tan Sri Datuk TUNG Ching Sai, J.P. also has personal interest in 436,200 Shares held in his own name, 99,028,900 Shares are held through his spouse, Puan Sri Datin SZE Tan Hung and 108,000 Shares are held jointly with his spouse.
- (2) Pursuant to the shareholders' agreement dated 25 June 2016 entered into amongst the controlling shareholders (as defined in the GEM Listing Rules) (the "**Shareholders' Agreement**"), the parties have agreed to grant a right of first offer to the other parties to the agreement if they want to sell their Shares allotted to them under the Xinyi Glass Distribution (as defined in the prospectus of the Company dated 28 June 2016).
- (3) The interests in Shares are held through Full Guang Holdings Limited ("**Full Guang**"), a company incorporated in the BVI with limited liability on 19 December 2005. Full Guang is owned by Dr. LEE Yin Yee, B.B.S. as to 33.98%, Mr. TUNG Ching Bor as to 16.20%, Tan Sri Datuk TUNG Ching Sai, J.P. as to 16.20%, Mr. LEE Sing Din as to 11.85%, Mr. LI Ching Wai as to 5.56%, Mr. NG Ngan Ho as to 3.70%, Mr. LI Man Yin as to 3.70%, Mr. SZE Nang Sze as to 5.09% and Mr. LI Ching Leung as to 3.70%.
- (4) Mr. NG Ngan Ho is the beneficial owner of all the issued share capital of Linkall Investment Limited ("**Linkall**"), a company incorporated in the BVI and wholly-owned by Mr. NG Ngan Ho, which is the registered owner of 20,654,086 Shares.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

(ii) Share options of the Company

Director/Chief Executive	Capacity	Number of share options outstanding	Approximate percentage of the issued share capital of the Company (%)
Ms. LI Pik Yung	Personal interest	132,000	0.02
Mr. ZHA Xue Song	Personal interest	1,000,000	0.15

(iii) Interest in the shares of associated corporations of the Company

Name of associated corporation	Name of Director	Class and number of shares held in the associated corporation	Approximate percentage of the associated corporation's issued share capital (%)
Copark	Tan Sri Datuk TUNG Ching Sai, J.P.	2 ordinary shares	100.00
Linkall	Mr. NG Ngan Ho	2 ordinary shares	100.00
Full Guang	Tan Sri Datuk TUNG Ching Sai, J.P.	350,000 ordinary shares	16.20
	Mr. NG Ngan Ho	80,000 ordinary shares	3.70

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Save as disclosed above, as at 31 March 2021, to the knowledge of the Company, none of the Directors and chief executive of the Company had or was deemed to have any interests or short positions in any Shares, underlying Shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) which are required to be (a) notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have taken under such provisions of the SFO); or (b) entered in the register kept by the Company pursuant to section 352 of the SFO; or (c) notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTION BY DIRECTORS

The Company has adopted a code of conduct regarding securities transactions by directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all Directors, the Company was not aware of any non-compliance with such required standard of dealings and its code of conduct regarding securities transactions by directors during the three months ended 31 March 2021.

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

So far as is known to the Directors, as at 31 March 2021, the following persons (not being a Director or chief executive of the Company) had, or were deemed to have interests or short positions in the Shares and underlying Shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Long positions in the Shares

Name of the Shareholder	Capacity	Number of issued ordinary Shares held	Approximate percentage of the issued share capital of the Company (%)
Dr. LEE Yin Yee, B.B.S.	Interest in controlled corporation ⁽³⁾	108,781,432	16.78
	Interest in controlled corporation ⁽⁴⁾	936,000	0.14
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Personal interest ⁽³⁾	34,141,500	5.27
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17
Mr. TUNG Ching Bor	Interest in a controlled corporation ⁽⁵⁾	40,014,968	6.17
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Personal interest ⁽⁵⁾	8,863,200	1.37
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17
Mr. LEE Sing Din	Interest in a controlled corporation ⁽⁶⁾	37,739,263	5.82
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Personal interest	3,115,500	0.48
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17
Mr. LI Ching Wai	Interest in a controlled corporation ⁽⁷⁾	17,487,129	2.70
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17
Mr. LI Man Yin	Interest in a controlled corporation ⁽⁸⁾	11,856,285	1.83
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Personal interest ⁽⁸⁾	1,551,000	0.24
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17
Mr. SZE Nang Sze	Interest in a controlled corporation ⁽⁹⁾	17,140,616	2.64
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Personal interest	1,002,000	0.15
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17
Mr. LI Ching Leung	Interest in a controlled corporation ⁽¹⁰⁾	11,678,085	1.80
	Interest in controlled corporation ⁽¹⁾	4,436,100	0.68
	Personal interest/Spouse interest ⁽¹⁰⁾	4,273,500	0.66
	Interest in persons acting in concert ⁽²⁾	461,393,649	71.17

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Notes:

- (1) The interests in the Shares are held through Full Guang, which is owned by Dr. LEE Yin Yee, B.B.S. as to 33.98%, Mr. TUNG Ching Bor as to 16.20%, Tan Sri Datuk TUNG Ching Sai, J.P. as to 16.20%, Mr. LEE Sing Din as to 11.85%, Mr. LI Ching Wai as to 5.56%, Mr. NG Ngan Ho as to 3.70%, Mr. LI Man Yin as to 3.70%, Mr. SZE Nang Sze as to 5.09% and Mr. LI Ching Leung as to 3.70%.
- (2) Pursuant to the Shareholders' Agreement, each of the parties has agreed to grant a right of first offer to the other parties if any of them intends to sell their Shares allotted to them under the Xinyi Glass Distribution (as defined in the prospectus of the Company dated 28 June 2016).
- (3) Dr. LEE Yin Yee, B.B.S.'s interests in 108,781,432 Shares are held through Realbest Investment Limited, a company incorporated in the BVI with limited liability and wholly-owned by Dr. LEE Yin Yee, B.B.S.. Dr. LEE Yin Yee, B.B.S.'s interests in 34,141,500 Shares are held through a joint account with his spouse, Madam TUNG Hai Chi.
- (4) Dr. LEE Yin Yee, B.B.S.'s interests in the 936,000 Shares are held through Xin Yuen Investment Limited, a company incorporated in the BVI with limited liability on 17 January 2019, which was wholly-owned by Xin Wong Investment Limited ("**Xin Wong**"). Xin Wong is 50% owned by Dr. LEE Yin Yee, B.B.S. and 50% owned by his spouse, Madam TUNG Hai Chi.
- (5) Mr. TUNG Ching Bor's interests in 40,014,968 Shares are held through High Park Technology Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. TUNG Ching Bor. Mr. TUNG Ching Bor's interests in 8,863,200 Shares are held through a joint account with his spouse, Madam KUNG Sau Wai.
- (6) Mr. LEE Sing Din's interest in Shares are held through Telerich Investment Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LEE Sing Din.
- (7) Mr. LI Ching Wai's interests in Shares are held through Goldbo International Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LI Ching Wai.
- (8) Mr. LI Man Yin's interests in 11,856,285 Shares are held through Perfect All Investments Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LI Man Yin. Mr. LI Man Yin's interests in 1,551,000 Shares are held through a joint account with his spouse, Madam LI Sau Suet.
- (9) Mr. SZE Nang Sze's interests in Shares are held through Goldpine Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. SZE Nang Sze.
- (10) Mr. LI Ching Leung's interests in 11,678,085 Shares are held through Herosmart Holdings Limited, a company incorporated in the BVI with limited liability and wholly-owned by Mr. LI Ching Leung. Mr. LI Ching Leung has personal interests in 4,213,500 Shares held in his own name and 60,000 Shares held through his spouse, Madam DY Maria Lumin.

Save as disclosed above, as at 31 March 2021, the Company had not been notified by any persons (other than Directors or chief executives of the Company) who 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.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

SHARE OPTION SCHEME

A share option scheme (the “**Scheme**”) was adopted by the shareholders of the Company at the annual general meeting held on 31 May 2017 and will be valid for a period of ten years from the date of adoption of the Scheme. No share option was granted under the Scheme during the three months ended 31 March 2021. As at 31 March 2021, a total of 11,634,000 options were still outstanding under the Scheme.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the three months ended 31 March 2021, neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities.

NO COMPETING BUSINESS

The Company and Xinyi Solar Holdings Limited (“**Xinyi Solar**”) (stock code: 00968), a company listed on the Main Board of the Stock Exchange, are both engaged in the provision of EPC Services for photovoltaic power stations.

Arrangements have been implemented that there will be no competing business between the Company and Xinyi Solar in terms of geographical locations. There is no overlapping customer between the Company and Xinyi Solar.

Save as disclosed above, as far as the Directors are aware of, during the three months ended 31 March 2021, none of the Directors or the controlling shareholders (as defined in the GEM Listing Rules) or their respective associates (as defined in the GEM Listing Rules) have any interests in a business which competed or may compete, either directly or indirectly, with the business of the Group or have any other conflicts of interests which any such person has or may have with the Group.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

The Board is committed to ensuring and upholding a high standard of corporate governance, transparency and business practices, which are fundamental to the success of the Group and protecting the overall interests of the Company and the Shareholders.

The Company’s corporate governance practices are based on the principles of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 15 to the GEM Listing Rules. During the three months ended 31 March 2021, the Company had complied with the applicable code provisions set forth in the CG Code.

DIVIDEND

The Board does not recommend the payment of dividend for the three months ended 31 March 2021.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

AUDIT COMMITTEE

The Company has established an audit committee of the Board (the “**Audit Committee**”) with written terms of reference in compliance with the GEM Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and risk management and internal control systems of the Group, nominate and monitor external auditors and provide advice and comments to the Board on matters related to corporate governance. The members of the Audit Committee include three independent non-executive Directors, namely Mr. WANG Guisheng, Mr. NG Wai Hung and Mr. CHAN Hak Kan, B.B.S., J.P.. Mr. WANG Guisheng is the chairman of the Audit Committee.

The unaudited condensed consolidated financial information of the Company for the three months ended 31 March 2021 and this report have been reviewed by the Audit Committee.

By order of the Board
Xinyi Electric Storage Holdings Limited
Tan Sri Datuk TUNG Ching Sai *P.S.M, D.M.S.M, J.P.*
Chairman

Hong Kong, 10 May 2021

As of the date of this report, the executive Directors are Mr. NG Ngan Ho and Ms. LI Pik Yung, the non-executive Directors are Tan Sri Datuk TUNG Ching Sai P.S.M, D.M.S.M, J.P. (Chairman) and Mr. LEE Shing Kan, and the independent non-executive Directors are Mr. WANG Guisheng, Mr. NG Wai Hung and Mr. CHAN Hak Kan, B.B.S., J.P..