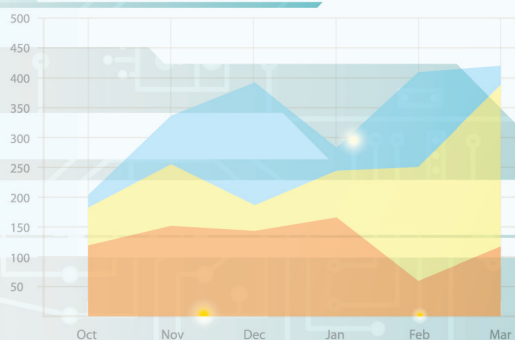


# North Asia Strategic Holdings Limited 北亞策略控股有限公司\*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code 股份代號 : 8080)



\* For identification purpose only 僅供識別

2017/18  
First Quarterly Report  
第一季度業績報告



## CHARACTERISTICS OF THE GROWTH ENTERPRISE MARKET (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

**GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.**

**Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.**

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*This report, for which the directors (the “Directors” or the “Board”) of North Asia Strategic Holdings Limited collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on The Growth Enterprise Market of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to North Asia Strategic Holdings Limited. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

## 香港聯合交易所有限公司(「聯交所」)創業板(「創業板」)之特色

創業板的定位，乃為相比起其他在聯交所上市之公司帶有較高投資風險的公司提供一個上市的市場。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。創業板的較高風險及其他特色表示創業板較適合專業及其他老練投資者。

由於創業板上市公司新興的性質所然，在創業板買賣之證券可能會較於聯交所主板買賣之證券承受較大的市場波動風險，同時無法保證在創業板買賣之證券會有高流通量的市場。

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

本報告的資料乃遵照聯交所《創業板證券上市規則》(「創業板上市規則」)而刊載，旨在提供有關北亞策略控股有限公司的資料；北亞策略控股有限公司的董事(「董事」或「董事會」)願就本報告的資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何事項，足以令致本報告或其所載任何陳述產生誤導。



## RESULTS

The Board of directors (the “Board”) of North Asia Strategic Holdings Limited (the “Company”) presents the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the three months ended 30th June 2017, together with the comparative unaudited figures of the corresponding period in 2016.

## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

## 業績

北亞策略控股有限公司(「本公司」)董事會(「董事會」)提呈本公司及其附屬公司(合稱「本集團」)截至二零一七年六月三十日止三個月之未經審核簡明綜合業績，連同二零一六年同期之未經審核比較數字。

## 未經審核簡明綜合損益表

		For the three months ended 30th June 截至六月三十日止三個月	
		2017 二零一七年	2016 二零一六年
		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (Restated) (經重列)
	Note 附註		
<b>Continuing operations</b>	<b>持續經營業務</b>		
Revenue	3	400,625	312,130
Cost of sales		(328,528)	(269,427)
Gross profit		72,097	42,703
Other income and gains, net		509	3,564
Selling and distribution expenses		(32,400)	(21,763)
General and administrative expenses		(19,625)	(19,142)
Operating profit		20,581	5,362
Finance income	4	2,060	1,056
Finance costs	4	(362)	(2,418)
Profit before income tax from continuing operations		22,279	4,000
Income tax expense	5	(4,253)	(672)
Profit for the period from continuing operations		18,026	3,328
<b>Discontinued operation</b>	<b>終止經營業務</b>		
Loss for the period from a discontinued operation	6	—	(925)
PROFIT FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE PARENT		18,026	2,403

**UNAUDITED CONDENSED CONSOLIDATED  
STATEMENT OF PROFIT OR LOSS** (Continued)

未經審核簡明綜合損益表(續)

		For the three months ended 30th June 截至六月三十日止三個月	
		2017 二零一七年	2016 二零一六年
		<b>HK\$'000</b> 千港元 <b>(Unaudited)</b> (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列)
	Note 附註		
Earnings per share attributable to ordinary shareholders of the Company	本公司普通股股東應佔每股盈利	7	
Basic	基本		
— For profit for the period (HK cents)	— 期內溢利(港仙)	<b>0.94</b>	0.13
— For profit for the period from continuing operations (HK cents)	— 持續經營業務之期內溢利(港仙)	<b>0.94</b>	0.17
Diluted	攤薄		
— For profit for the period (HK cents)	— 期內溢利(港仙)	<b>0.85</b>	0.13
— For profit for the period from continuing operations (HK cents)	— 持續經營業務之期內溢利(港仙)	<b>0.85</b>	0.17



## UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 未經審核簡明綜合全面收益表

		For the three months ended 30th June 截至六月三十日止三個月	
		2017 二零一七年	2016 二零一六年
		HK\$'000 千港元 (Unaudited) (未經審核)	HK\$'000 千港元 (Unaudited) (未經審核)
Profit for the period	期內溢利	18,026	2,403
OTHER COMPREHENSIVE INCOME	其他全面收益		
Other comprehensive income to be reclassified to profit or loss in subsequent periods:	於其後期間重新分類至損益之其他全面收益：		
Currency translation differences of foreign operations	海外業務之貨幣換算差額	(895)	(323)
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX OF NIL	期內其他全面收益，除零稅項後淨額	(895)	(323)
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD ATTRIBUTABLE TO THE OWNERS OF THE PARENT	母公司擁有人應佔期內全面收益總額	17,131	2,080



Notes:

## 1. General information

The Group is principally engaged in the following businesses:

- **hi-tech distribution and services:** trading of surface mount technology ("SMT") assembly equipment, machinery and spare parts and provision of related installation, training, repair and maintenance services for SMT assembly equipment;
- **finance leasing:** provision of finance to its customers via a wide array of assets under finance lease arrangements; and
- investment holding.

The Company is a limited liability company incorporated in Bermuda as an exempted company under the Bermuda Companies Act 1981 (the "Companies Act"). The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda and that of its principal place of business is 18th Floor, Shanghai Commercial Bank Tower, 12 Queen's Road Central, Hong Kong.

The Company's ordinary shares are listed on The Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

This report is presented in Hong Kong dollars ("HK\$") and all values are rounded to the nearest thousand except when otherwise indicated.

This report has been approved and authorised for issue by the Company's board of directors on 8th August 2017.

## 2. Basis of preparation

This report has been prepared to comply with the disclosure requirements of the Rules Governing the Listing of Securities on The Growth Enterprise Market of The Stock Exchange (the "GEM Listing Rules").

This report does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31st March 2017.

The accounting policies adopted in the preparation of this unaudited condensed consolidated financial information are consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31st March 2017, except for the adoption of the following revised standards and interpretations for the first time for the current period's financial information:

Amendments to HKAS 7	<i>Disclosure Initiative</i>
Amendments to HKAS 12	<i>Recognition of Deferred Tax Assets for Unrealised Losses</i>
<i>Annual Improvements 2014-2016 Cycle</i>	Amendments to a number of HKFRSs

The adoption of the above revised HKFRSs has had no significant financial effect on these unaudited condensed consolidated financial information.

附註：

## 1. 一般資料

本集團主要從事以下業務：

- **高科技產品分銷及服務：**表面貼裝技術（「SMT」）組裝設備、機器及零部件貿易，以及提供SMT組裝設備之相關安裝、培訓、維修及保養服務；
- **融資租賃：**透過融資租賃安排下之各種資產向其客戶提供融資；及
- 投資控股。

本公司為根據百慕達一九八一年公司法（「公司法」）於百慕達註冊成立之獲豁免有限公司。其註冊辦事處之地址為Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda，而其主要營業地點之地址為香港皇后大道中12號上海商業銀行大廈18樓。

本公司之普通股於香港聯合交易所有限公司（「聯交所」）創業板上市。

除另有指明外，本報告以港元（「港元」）呈列，所有價值均調整至最接近千位數。

本報告已於二零一七年八月八日經本公司董事會批准授權刊發。

## 2. 編製基準

本報告乃遵照聯交所《創業板證券上市規則》（「創業板上市規則」）之披露規定編製而成。

本報告並不包括年度財務報表之所有資料及披露要求，故應與本集團截至二零一七年三月三十一日止年度之年度財務報表一併閱覽。

除以下經修訂之準則及詮釋於本期間之財務資料獲首次採納外，編製本未經審核簡明綜合財務資料所採納之會計政策與編製本集團截至二零一七年三月三十一日止年度之年度財務報表所依循者相符：

香港會計準則第7號修訂本	<i>披露計劃</i>
香港會計準則第12號修訂本	<i>就未變現虧損確認遞延稅項資產</i>
二零一四年至二零一六年週期之年度改進	多項香港財務報告準則之修訂本

採納上述經修訂之香港財務報告準則對該等未經審核簡明綜合財務資料並無重大財務影響。



### 3. Revenue

Revenue represents sale of goods, commission and other service income and finance leasing income. The amounts of each category of revenue recognised during the period from continuing operations are as follows:

Sale of goods	出售貨品
Commission and other service income	佣金及其他服務收入
Finance leasing income	融資租賃收入

### 3. 收入

收入代表出售貨品、佣金及其他服務收入及融資租賃收入。各收入類別於持續經營期間確認之金額如下：

#### For the three months ended 30th June

截至六月三十日止三個月

		2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 二零一六年 HK\$'000 千港元 (Unaudited) (Restated) (經重列)
		<b>374,460</b>	307,487
		<b>21,169</b>	3,556
		<b>4,996</b>	1,087
		<b>400,625</b>	312,130

### 4. Finance income and costs

An analysis of finance income and costs from continuing operations is as follows:

<b>Finance income:</b>	<b>財務收入：</b>
Interest income from bank deposits	銀行存款之利息收入
Interest income from held-to-maturity investments	持至到期投資之利息收入
Net foreign exchange gains on financing activities	融資活動之匯兌收益淨額

<b>Finance costs:</b>	<b>財務費用：</b>
Interest on bank loans	銀行貸款利息
Amortisation of the liability component of a convertible bond	可換股債券負債部份之攤銷
Net foreign exchange losses on financing activities	融資活動外匯虧損淨額

### 4. 財務收入及費用

持續經營業務之財務收入及費用分析如下：

#### For the three months ended 30th June

截至六月三十日止三個月

		2017 二零一七年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 二零一六年 HK\$'000 千港元 (Unaudited) (未經審核)
		<b>726</b>	277
		<b>542</b>	779
		<b>792</b>	—
		<b>2,060</b>	1,056
		<b>35</b>	11
		<b>327</b>	321
		<b>—</b>	2,086
		<b>362</b>	2,418



## 5. Income tax expense

The Company is exempted from taxation in Bermuda until 2035. Hong Kong profits tax has been calculated at the rate of 16.5% (2016: 16.5%) on the estimated assessable profit for the period.

Subsidiaries established in Mainland China are subject to the Mainland China corporate income tax at the standard rate of 25% (2016: 25%).

The amounts of income tax expense recorded in the unaudited condensed consolidated statement of profit or loss from continuing operations represent:

	當期稅項
Current taxation	香港利得稅
Hong Kong profits tax	— 本期間
— current period	
Mainland China corporate income tax	中國內地企業所得稅
— current period	— 本期間

## 5. 所得稅支出

本公司獲豁免繳納百慕達稅項直至二零三五年。香港利得稅就期內估計應課稅溢利按稅率16.5% (二零一六年：16.5%)計算。

於中國內地成立之附屬公司須按25% (二零一六年：25%)之標準稅率繳納中國內地企業所得稅。

記錄於未經審核簡明綜合損益表中之持續經營業務之所得稅支出金額指：

### For the three months ended 30th June

截至六月三十日止三個月

2017 二零一七年	2016 二零一六年
HK\$'000 千港元	HK\$'000 千港元
(Unaudited) (未經審核)	(Unaudited) (未經審核)
4,218	512
35	160
4,253	672

## 6. Discontinued operation

On 4th November 2016, the Company entered into a sale and purchase agreement to dispose of its entire interests in Dragon Mining Overseas Limited and its subsidiaries (the "Dragon Group") and assign a loan from the Company to Mr. Leung Kar Fai, a director of a subsidiary of Dragon Mining Overseas Limited, who was not a connected person of the Company as defined under the GEM Listing Rules. The consideration was HK\$1. The Dragon Group was engaging in provision of advisory services in mining exploration, exploitation and valuation services for mergers and acquisitions projects. The disposal of the Dragon Group was because the Group had streamlined its businesses and focus on the operation of hi-tech distribution and services division and financing leasing division.

Upon the disposal of the Dragon Group on 4th November 2016, the results from the Dragon Group were no longer included in the Group's results.

## 6. 終止經營業務

於二零一六年十一月四日，本公司訂立買賣協議，以出售其於Dragon Mining Overseas Limited及其附屬公司(「Dragon集團」)之全部權益，並由本公司轉讓一筆貸款予Dragon Mining Overseas Limited的一間附屬公司董事梁嘉輝先生，彼並非本公司關連人士(定義見創業板上市規則)。代價為1港元。Dragon集團從事提供礦業勘探、開採及併購項目估值服務之顧問服務。出售Dragon集團是因為本集團精簡業務並專注於高科技產品分銷及服務分部及融資租賃分部之營運。

於二零一六年十一月四日出售Dragon集團後，Dragon集團之業績已不再計入本集團之業績。





## 6. Discontinued operation (Continued)

The unaudited consolidated results of the Dragon Group for the three months ended 30th June 2016 are set out as below:

		For the three months ended 30th June 2016 截至二零一六年 六月三十日止 三個月 HK\$'000 千港元
Revenue	收入	137
Cost of sales	銷售成本	(47)
Gross profit from a discontinued operation	終止經營業務之毛利	90
General and administrative expenses	一般及行政費用	(1,015)
Loss before income tax from a discontinued operation	終止經營業務之除所得稅前虧損	(925)
Income tax expense	所得稅支出	—
Loss for the period from a discontinued operation	期內一項終止經營業務之虧損	(925)

## 7. Earnings per share

Basic earnings/(loss) per share is calculated by dividing the Group's profit attributable to shareholders of the Company by the weighted average number of ordinary shares in issue during the period.

Diluted earnings per share amount for the three months ended 30th June 2017 is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The convertible bond (the "Convertible Bond") is assumed to have been converted into ordinary shares, and the profit for the three months ended 30th June 2017 is adjusted to exclude the interest expense on the Convertible Bond less tax effect, if any.

No adjustment has been made to the basic earnings/(loss) per share amount presented for the three months ended 30th June 2016 in respect of a dilution as the impact of the Convertible Bond outstanding had an anti-dilutive effect on the basic earnings/(loss) per share amounts presented.

## 6. 終止經營業務(續)

Dragon集團截至二零一六年六月三十日止三個月之未經審核綜合業績載列如下：

		For the three months ended 30th June 2016 截至二零一六年 六月三十日止 三個月 HK\$'000 千港元
Revenue	收入	137
Cost of sales	銷售成本	(47)
Gross profit from a discontinued operation	終止經營業務之毛利	90
General and administrative expenses	一般及行政費用	(1,015)
Loss before income tax from a discontinued operation	終止經營業務之除所得稅前虧損	(925)
Income tax expense	所得稅支出	—
Loss for the period from a discontinued operation	期內一項終止經營業務之虧損	(925)

## 7. 每股盈利

每股基本盈利/(虧損)乃將本公司股東應佔本集團之溢利除以期內已發行普通股之加權平均數計算。

截至二零一七年六月三十日止三個月之每股攤薄盈利乃就假設所有潛在攤薄普通股已獲兌換而對已發行普通股之加權平均數作出調整而計算。可換股債券(「可換股債券」)假設已兌換為普通股，而截至二零一七年六月三十日止三個月之溢利已作調整，以不包括扣除稅務影響後之可換股債券利息開支(如有)。

由於未獲轉換可換股債券對所呈列之每股基本盈利/(虧損)金額有反攤薄影響，因此並無對就截至二零一六年六月三十日止三個月呈列之每股基本盈利/(虧損)金額作出攤薄調整。



## 7. Earnings per share (Continued)

The calculation of basic and diluted earnings per share amount are based on:

## 7. 每股盈利(續)

每股基本及攤薄盈利乃按以下各項計算：

		2017 二零一七年		
		Continuing operations 持續經營業務 (Unaudited) (未經審核)	Discontinued operation 終止經營業務 (Unaudited) (未經審核)	Total 總計 (Unaudited) (未經審核)
Profit attributable to shareholders of the Company, used in the basic earnings per share calculation (HK\$'000)	於計算每股基本盈利時使用之本公司股東應佔溢利(千港元)	18,026	—	18,026
Interest on convertible bond (HK\$'000)	可換股債券之利息(千港元)	327	—	327
Profit attributable to shareholders of the Company, used in the diluted earnings per share calculation (HK\$'000)	於計算每股攤薄盈利時使用之本公司股東應佔溢利(千港元)	18,353	—	18,353
Weighted average number of ordinary shares in issue, used in the basic earnings per share calculation	於計算每股基本盈利時使用之已發行普通股加權平均數	1,914,997,244	—	1,914,997,244
Effect of dilution — weighted average number of ordinary shares: Convertible Bond	攤薄效應 — 普通股加權平均數：可換股債券	240,000,000	—	240,000,000
Weighted average number of ordinary shares in issue, used in the diluted earnings per share calculation	於計算每股攤薄盈利時使用之已發行普通股加權平均數	2,154,997,244	—	2,154,997,244
		2016 二零一六年		
		Continuing operations 持續經營業務 (Unaudited) (未經審核) (Restated) (經重列)	Discontinued operation 終止經營業務 (Unaudited) (未經審核) (Restated) (經重列)	Total 總計 (Unaudited) (未經審核)
Profit/(loss) attributable to shareholders of the Company (HK\$'000)	本公司股東應佔溢利/虧損(千港元)	3,328	(925)	2,403
Weighted average number of ordinary shares in issue	已發行普通股之加權平均數	1,914,997,244	1,914,997,244	1,914,997,244



## 8. Dividends

On 8th June 2017, the Board declared a special dividend of HK\$0.06 per ordinary share, approximately HK\$114,900,000 in aggregate. This special dividend has been paid on 10th July 2017.

Apart from the above, the Directors do not recommend the payment of an interim dividend for the three months ended 30th June 2017.

## 9. Equity

Movements in unaudited consolidated equity are as follows:

		(Unaudited) (未經審核)			
		Share capital 股本	Other reserves 其他儲備	Accumulated losses 累計虧損	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Balances at 1st April 2017	於二零一七年四月一日之結餘	19,150	1,154,170	(330,112)	843,208
Profit for the period	期內溢利	—	—	18,026	18,026
Currency translation differences of foreign operations	海外業務之貨幣換算差額	—	(895)	—	(895)
Total comprehensive income for the period	期內全面收益總額	—	(895)	18,026	17,131
Special dividend (note 8)	特別股息(附註8)	—	(114,900)	—	(114,900)
Balances at 30th June 2017	於二零一七年六月三十日之結餘	19,150	1,038,375	(312,086)	745,439

		(Unaudited) (未經審核)			
		Share capital 股本	Other reserves 其他儲備	Accumulated losses 累計虧損	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Balances at 1st April 2016	於二零一六年四月一日之結餘	19,150	1,155,915	(360,733)	814,332
Profit for the period	期內溢利	—	—	2,403	2,403
Currency translation differences of foreign operations	海外業務之貨幣換算差額	—	(323)	—	(323)
Total comprehensive income for the period	期內全面收益總額	—	(323)	2,403	2,080
Balances at 30th June 2016	於二零一六年六月三十日之結餘	19,150	1,155,592	(358,330)	816,412

## 8. 股息

於二零一七年六月八日，董事會宣派特別股息每股普通股0.06港元，合共約114,900,000港元。此特別股息已於二零一七年七月十日派付。

除上文之外，董事不建議派付截至二零一七年六月三十日止三個月之中期股息。

## 9. 權益

未經審核綜合權益變動如下：



#### 10. Subsequent event

On 10th July 2017, the conversion price of the Convertible Bond was adjusted from HK\$0.25 to HK\$0.074 upon the payment of special dividend by the Company on the same date.

On 13th July, 2017, pursuant to an exercise of conversion rights by the Convertible Bondholder in respect of the Convertible Bond in principal amount of HK\$60,000,000, the Company had issued and allotted 810,810,810 conversion shares, representing 42.34% of existing number of issued shares before the relevant share issue.

#### 11. Comparative amounts

The comparative unaudited condensed consolidated statement of profit or loss has been re-presented as if the discontinued operation has been discontinued at the beginning of the comparative period (note 6).

#### 10. 期後事項

於二零一七年七月十日，可換股債券之兌換價在本公司於同日派付特別股息後，由0.25港元調整至0.074港元。

於二零一七年七月十三日，根據一位可換股債券持有人就本金額60,000,000港元之可換股債券而行使之換股權，本公司已發行及配發810,810,810股換股股份，佔有關股份發行前現有已發行股份數目之42.34%。

#### 11. 比較數字

未經審核簡明綜合損益表之比較數字已獲重新呈列，猶如於終止經營業務於比較期初已終止經營（附註6）。



## BUSINESS REVIEW

### Financial and Business Performance

For the three months ended 30th June 2017 (the "quarter"), the Group recorded an unaudited consolidated revenue from continuing operations of approximately HK\$400,625,000, representing an increase of 28.4% from approximately HK\$312,130,000 (restated) in the corresponding period last year. The increase in revenue was mainly because of continued strong demand for SMT equipment from our existing customers of the hi-tech distribution and service division, mainly driven by manufacture of smartphone, network and communication and automotive electronics and wearable devices, etc. In addition, the finance lease division had continued to grow significantly that its revenue was increased by 359.6% to HK\$4,996,000 from HK\$1,087,000 in the corresponding period last year.

During the quarter, the Group recorded an unaudited consolidated net profit of approximately HK\$18,026,000, representing an increase of 650.1% from approximately HK\$2,403,000 in the corresponding period last year. The increase in net profit was mainly due to 105.2% year on year increase in net profit from our hi-tech distribution and service division. During the quarter, this division had improved its gross profit margin associated with an increase from the commission sales, and repeated orders from the existing customers, which continued to upgrade their manufacturing capacity. In addition, the finance leasing division recorded a net profit of approximately HK\$3,067,000 contrary to a net loss of approximately HK\$818,000 in the corresponding period last year.

During the quarter, the Group's operating expenditures amounted to approximately HK\$52,025,000, representing an increase of 27.2% from approximately HK\$40,905,000 (restated) in the corresponding period last year. The increase in the operating expenditures was mainly due to increase in selling and distribution expenses which were increased in line with revenue.

The unaudited basic earnings per share in the quarter was approximately HK0.94 cents, representing an increase of 623.1% from approximately HK0.13 cents in the corresponding period last year. As at 30th June 2017, the unaudited consolidated net asset value of the Company per ordinary share was approximately HK\$0.39, which was decreased by HK\$0.05 from approximately HK\$0.44 as at 31st March 2017, mainly due to a special dividend of HK\$0.06 per ordinary share which was declared on 8th June 2017.

## 業務回顧

### 財務及業務表現

截至二零一七年六月三十日止三個月(「本季度」)，本集團錄得持續經營業務之未經審核綜合收入約400,625,000港元，較去年同期約312,130,000港元(經重列)增加28.4%。收入增加乃主要由於高科技產品分銷及服務分部之現有客戶對SMT設備之持續強勁需求所致，有關需求主要由智能電話、網絡及通訊、汽車電子產品及穿戴裝置之製造等帶動。此外，融資租賃分部持續大幅增長，其收入由去年同期1,087,000港元增加359.6%至4,996,000港元。

於本季度，本集團錄得未經審核綜合溢利淨額約18,026,000港元，較去年同期約2,403,000港元增加650.1%。溢利淨額增加乃主要由於高科技產品分銷及服務分部之溢利淨額按年增加105.2%所致。於本季度，該分部已改善其毛利率，此與委託代銷及現有客戶之重複訂單(持續提升其製造能力)之增加有關。此外，融資租賃分部錄得溢利淨額約3,067,000港元，而去年同期則錄得虧損淨額約818,000港元。

於本季度，本集團之經營支出約為52,025,000港元，較去年同期約40,905,000港元(經重列)增加27.2%。經營支出增加主要由於銷售及分銷費用增加所致，與收入增加相符。

本季度之未經審核每股基本盈利約為0.94港仙，較去年同期約0.13港仙增加623.1%。於二零一七年六月三十日，本公司之每股普通股之未經審核綜合資產淨值約為0.39港元，較二零一七年三月三十一日由約0.44港元下跌0.05港元，主要由於在二零一七年六月八日宣派特別股息每股普通股0.06港元所致。



Below is summary of the financial and business highlights of our business divisions. The profit/loss figures, disclosed below, do not include any intra-group sales and charges, as they are eliminated upon consolidation.

### Hi-Tech Distribution and Services Division

The Group conducts its hi-tech distribution and services business through its wholly-owned subsidiary, American Tec Company Limited ("American Tec"). American Tec is a leader in Asia in the business of distribution, sales and service of SMT equipment, semiconductor manufacturing equipment, automation solutions and software on manufacturing control, with a history of more than 30 years serving its customers in the hi-technology sector. American Tec's team of more than 230 engineers and customer care staff are located in more than 25 cities in China, South-East Asia, Vietnam and India. Customers include most of the major telecom and electronic equipment manufacturers in the world. American Tec is especially well positioned with the growing base of Chinese manufacturers. Its suppliers include leading equipment and solutions manufacturers from Asia, the United States and Europe.

During the quarter, the unaudited revenue of the division was approximately HK\$395,629,000, representing an increase of about 27.2% from approximately HK\$311,043,000 in the corresponding period last year. The reason of increase was mainly due to continued strong demand for SMT equipment from our existing customers both in the telecommunication and industrial market segments. During the quarter, the division's direct machine sales was approximately HK\$356,778,000, representing an increase of 24.3% from approximately HK\$286,970,000 in the corresponding period last year. The increase was mainly due to multiple big orders received from our long-term customers and continued investment in the mobile phone manufacturing segment. The division recorded approximately HK\$21,169,000 in commission and other service income, representing an increase of 496.1% from approximately HK\$3,551,000 in the corresponding period last year. Significant increase in commission and other service income was mainly due to new production lines purchased by one of our local key customers, and the equipment was for the production of smartphone camera. However, spare parts sales were approximately HK\$14,204,000 and software sales were approximately HK\$3,478,000, slightly decreased from approximately HK\$15,745,000 and approximately HK\$4,772,000 respectively in corresponding period last year.

以下為各業務分部之財務及業務摘要。由於集團內公司間之銷售及費用已於綜合賬目時對銷，故以下披露之溢利／虧損數字並不包括任何該等銷售及費用。

### 高科技產品分銷及服務分部

本集團透過其全資附屬公司美亞電子科技有限公司(「美亞科技」)經營高科技產品分銷及服務業務。美亞科技為亞洲SMT設備、半導體製造設備、自動化解決方案及製造過程控制軟件之分銷、銷售及服務業務之領導者，為高科技行業之客戶提供服務逾30年。美亞科技之團隊由逾230名工程師及客戶服務員工組成，分佈於中國、東南亞、越南及印度逾25個城市。客戶包括全球大部分主要電訊及電子設備製造商。隨著中國製造商不斷增加，美亞科技具備之條件尤為有利。其供應商包括來自亞洲、美國及歐洲之領先設備及解決方案製造商。

於本季度，此分部之未經審核收入約395,629,000港元，較去年同期約311,043,000港元增加約27.2%。該增加主要由於電訊分部及工業市場分部之現有客戶對SMT設備之持續強勁需求所致。於本季度，此分部之直接機器銷售約356,778,000港元，較去年同期約286,970,000港元增加24.3%。有關增加主要由於長期客戶之多次大額訂單及於智能電話製造分部之持續投資所致。此分部錄得佣金及其他服務收入約21,169,000港元，較去年同期約3,551,000港元增加496.1%，佣金及其他服務收入之重大增加主要由於其中一位主要當地客戶購買之新生產線所致，有關設備乃用作生產智能電話鏡頭。然而，零部件銷售約14,204,000港元，及軟件銷售約3,478,000港元，較去年同期分別約15,745,000港元及約4,772,000港元輕微減少。



The management has taken various measures to maintain operating cost efficiency, margin management which has help to achieve continuing success in profitability, and our continued success with new customer development had also contributed significantly to the results achieved. During the quarter, the division recorded a net profit of approximately HK\$19,656,000, increased by 105.1% from approximately HK\$9,583,000 in the corresponding period last year.

### Finance Leasing Division

The Group conducts its finance leasing business through its wholly-owned subsidiary, North Asia Financial Leasing (Shanghai) Co., Ltd. ("NAFL") in China (Shanghai) Pilot Free Trade Zone. The division commenced its finance leasing business from the mid of July 2015. NAFL mainly provides finance lease to customers of the Group's hi-tech distribution and services division and projects involving the computer numerical control ("CNC") machinery and semi-conductor.

During the quarter, the division generated a revenue from finance lease interest income of approximately HK\$4,996,000, representing an increase of 359.6% from approximately HK\$1,087,000 in the corresponding period last year and recorded a net profit of approximately HK\$3,067,000 as compared to a net loss of HK\$818,000 in last year. As at 30th June 2017, the aggregate principal amount of finance lease loans was HK\$225,209,000 representing an increase by 138.9% from HK\$94,260,000 as at 30th June 2016.

## OUTLOOK

### Overall Summary

The management is confident in the prospects in both of the hi-tech distribution and services division and the finance leasing division with the launch of "Industry 4.0" initiative, coupled with the advocacy of the Chinese government in the "Smart Manufacturing 2025" project. Our focus will be to continue to manage cash, costs and risks and, to build our strength during this turbulent time by working with our management teams to improve capability and efficiency.

管理層已採取不同措施維持經營成本效益，加上邊際利潤管理有助持續成功實現盈利，以及我們在發展新客戶方面持續取得成功，均對現時業績有重大貢獻。於本季度，此分部錄得溢利淨額約19,656,000港元，較去年同期約9,583,000港元增加105.1%。

### 融資租賃分部

本集團透過其全資附屬公司北亞融資租賃(上海)有限公司(「北亞融資租賃」)於中國(上海)自由貿易試驗區經營融資租賃業務。此分部自二零一五年七月中展開融資租賃業務。北亞融資租賃主要向本集團高科技產品分銷及服務分部及有關購買電腦數控(「CNC」)機械設備及半導體之項目之客戶提供融資租賃。

於本季度，此分部產生來自融資租賃利息收入之收入約4,996,000港元，較去年同期約1,087,000港元增加359.6%，及錄得溢利淨額約3,067,000港元，而去年則錄得虧損淨額818,000港元。於二零一七年六月三十日，融資租賃借貸之本金總額為225,209,000港元，較二零一六年六月三十日之94,260,000港元增加138.9%。

## 展望

### 整體摘要

隨着「工業4.0」戰略推出，加上中國政府提倡推出「智能製造2025」項目，管理層對高科技產品分銷及服務分部及融資租賃分部之前景充滿信心。我們將繼續集中管理現金、成本及風險，並與管理團隊通力合作，在此動盪時機建立優勢以提升實力及效率。



## Hi-Tech Distribution and Services Division

China's electronics exports rebounded to an annual growth rate of 12.5 percent in the first five months of 2017, compared with a 3.6 percent fall a year earlier (as reported by the Ministry of Industry and Information Technology of the People's Republic of China). China produced 564 million smartphones in the first five months of 2017, representing a 7.5 percent growth year on year. Huawei, Oppo and Vivo have become top five global smartphone vendors behind Samsung and Apple. They have also expanded overseas, which boosted manufacturing and exports. Other products such as personal computer and TV also maintained "steady" growth in the period. The integrated circuit sector soared 25.1 percent from a year earlier.

The manufacture of consumer electronics such as smartphones and TVs maintained steady growth while production of integrated circuits surged more than 25 percent (Ministry of Industry and Information Technology of the People's Republic of China). On this background, the demand for SMT equipment had also reached a record high for the first five months of 2017 (as published by the China's customs report) with total of 4,760 units imported into China, representing an increase of 40 percent from 3,382 units in the same period last year. With the traditional manufacturing peak season continuing till September to October and the expected announcement of more new products (mobile phone and mobile devices) launching in the second half of the year, we do anticipate the need for more manufacturing capacity in the coming quarter.

As production for new iPhone is expected to begin in third-quarter of 2017 and many Android smartphone vendors will also launch new models in second-half of 2017, demand for handset components will increase significantly, which may result in shortages. Smartphone vendors in China have been building up their inventories of handset parts recently in preparation of the launch of new models, while inventory levels at channels are also low at present due to continued adjustments than the past two quarters. According to data from the International Data Corporation (IDC), global smart wearable devices shipments will be increased by 20.4% from 104.3 million units in 2016 to 125.5 million units in 2017. As the wearables market transforms, total shipment volumes are expected to maintain their forward momentum.

## 高科技產品分銷及服務分部

中國電子產品出口於二零一七年首五個月回升至年增長率12.5百分比，較去年下跌3.6百分比（誠如中華人民共和國工業和信息化部所報告）。中國於二零一七年首五個月生產564,000,000部智能電話，按年增長率為7.5%。繼三星及蘋果後，華為、Oppo及Vivo已成為全球前五名智能電話銷售商。該等品牌亦開拓海外市場以加強製造及出口。其他產品（如個人手提電腦及電視）亦於期內維持「穩定」增長。集成電路業較去年飆升25.1百分比。

消費者電子產品製造（如智能電話及電視）維持穩定增長，而集成電路製造飆升超過25百分比（資料來源：中華人民共和國工業和信息化部）。於此背景下，SMT設備之需求亦於二零一七年首五個月達歷史新高（誠如中國海關報告所載），中國之進口數量總計為4,760單位，較去年同期3,382單位增加40百分比。隨著傳統製造業高峰期持續至九月至十月，預期下半年將發佈更多新產品（手機和移動設備），本集團預計於未來一季將需要更多產能。

因應預期新iPhone於二零一七年第三個季度內開始生產，且眾多安卓智能電話銷售商亦將於二零一七年下半年推出新型號，電話部件之需求將大幅增加，因此可能導致出現短缺情況。近期中國智能電話銷售商增加電話部件存貨，為推出新機型做好準備，而各渠道之現時庫存水平較前兩個季度低，此乃由於對此作出持續調整所致。根據國際數據公司（IDC）之數據，全球智能穿戴裝置付運量將由二零一六年104,300,000單位增加20.4%至二零一七年125,500,000單位。由於穿戴裝置市場改革，總付運量預期將維持其前進之勢。





With above background in mind and the increasing awareness by the industry to move from traditional manufacturing to smart/intelligent production, we will continue to invest and expedite our automation offerings as well as integrated solutions. We will also strive to work closer with our partners to come up with more competitive and innovative solutions. We will continue to invest in our service and support infrastructure and systems so as to attain total customer satisfaction and customer retention. At the same time, we will also closely monitor our working capital, gross profit margin, operating cost and industry developments with a view to maintain our cash flow and profitability, as well as the long term sustainability and growth of our business.

#### **Finance Leasing Division**

China's finance leasing business grew at a faster pace in the first quarter of the year 2017. According to "China's financial leasing industry development report in the first quarter of 2017" (China Leasing Blue Book — released by China Leasing Union and Tianjin Binhai Financial Leasing Research Institute), the number of finance lease companies in China wholly owned by foreign enterprise was increased from 6,872 companies to 7,346 companies and the principal loan amount was increased by 3.7% to RMB1,730 billion as at 31st March 2017. The finance leasing industry had played an important role in optimization, transformation and upgrading of China's electronic manufacturing industry.

We expect that our finance leasing division can capture the opportunities offered by the emerging demand in upgrading of manufacturing industry and launching of "Industry 4.0" initiative in China. Leveraging on the Group's financing platform in Hong Kong and extensive industry experience especially the high-tech manufacturing industries, the Group's finance leasing division will continue to provide finance leasing options to customers of our hi-tech distribution and services division to suit their financial needs and seek opportunities to provide finance leasing and related services to other customers in the manufacturing industry in China with a view to generate a new source of revenue.

基於上述背景及行業從傳統製造轉向智能／智慧生產之意識增強，我們將繼續投資及加快開發自動化產品及集成解決方案。我們亦將致力與合作夥伴緊密合作，以提供更具競爭力及創新之解決方案。我們將繼續投資於服務及支援基礎建設及系統，務求令客戶整體滿意及挽留客戶。同時，我們亦將密切監察營運資金、毛利率、營運成本及行業發展，以保持現金流量及盈利能力，使業務能長期持續發展及增長。

#### **融資租賃分部**

中國融資租賃業務於二零一七年第一季度加速發展。根據「2017 第一季度中國融資租賃業發展報告」(由中國租賃聯盟、天津濱海融資租賃研究院組織編寫的中國租賃藍皮書)，由外國企業全資擁有之中國融資租賃公司數目由 6,872 間公司增加至 7,346 間公司，且貸款本金額於二零一七年三月三十一日增加 3.7% 至人民幣 1,730,000,000,000 元。融資租賃業於中國電子產品製造業之改善、改革及升級發揮重要作用。

我們預期融資租賃分部可把握製造業升級之新興需求及中國推出「工業 4.0」戰略提供之機會。憑藉本集團於香港之融資平台及業內豐富經驗(尤其於高科技產品製造業之經驗)，本集團之融資租賃分部將繼續為高科技產品分銷及服務分部之客戶提供融資租賃選擇，以配合其財務需要，並尋求機會於中國提供融資租賃及相關服務予製造業其他客戶，以開創新收入來源。



## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30th June 2017, none of the Directors and chief executive of the Company or their respective associates had any interests or short positions in the securities of the Company or its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by Directors.

## OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30th June 2017, so far as is known to the Directors and chief executive of the Company, the following persons (other than the Directors and chief executive of the Company) had interests or short positions in the shares and/or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO:

### Long positions in the shares and/or underlying shares of the Company

Name of Shareholders/ Convertible Bondholder	Capacity	Number of ordinary shares held	Number of underlying share held	Approximate percentage of holding of shares and underlying shares held (Note b) 持股及 所持相關股份 之概約百分比 (附註b)
股東／可換股債券持有人姓名	身份	所持普通 股數目	所持相關 股份數目	
Lu Ying	Beneficial owner	1,016,876,428	240,000,000 (Note a)	65.63%
陸穎	實益擁有人		(附註a)	
C.L Davids Fond og Samling	Beneficial owner 實益擁有人	106,178,010	—	5.54%

## 董事及最高行政人員於股份及相關股份之權益及淡倉

於二零一七年六月三十日，概無任何董事及本公司最高行政人員或彼等各自之聯繫人士於本公司或其相聯法團(定義見證券及期貨條例第XV部)之證券中擁有任何已列入根據證券及期貨條例第352條須予存置之登記冊內，或根據創業板上市規則第5.46條至第5.67條有關董事進行證券交易之規定已知會本公司及聯交所之權益或淡倉。

## 其他人士於股份及相關股份之權益及淡倉

於二零一七年六月三十日，就董事及本公司最高行政人員所知，下列人士(董事及本公司最高行政人員除外)於本公司股份及／或相關股份中擁有已列入本公司根據證券及期貨條例第336條須予存置之登記冊內之權益或淡倉：

於本公司股份及／或相關股份之好倉



Notes:

- a. These underlying shares arise from the convertible bond (the "Convertible Bond") in the aggregate amount of HK\$60 million which upon full conversion will result in an issuance of 240,000,000 conversion shares at the initial conversion price of HK\$0.25 (subject to adjustment).

The conversion price of the Convertible Bond was subsequently adjusted from HK\$0.25 to HK\$0.074 upon the payment of special dividend by the Company on 10th July 2017, which constituted a capital distribution as defined in the instrument constituting the Convertible Bond, and the Convertible Bondholder had converted full amount of the Convertible Bond into 810,810,810 shares on 13th July 2017.

- b. The above approximate percentages of shareholdings are based on 1,914,997,244 ordinary shares in issue as at 30th June 2017, not on the total number of issued shares upon full conversion of the Convertible Bond.

Save as disclosed above, the Directors and the chief executive of the Company were not aware of any person (other than the Directors or chief executive of the Company) who has any interests or short positions in the securities of the Company that were required to be entered in the register of the Company pursuant to Section 336 of the SFO as at 30th June 2017.

## SHARE OPTION SCHEME

On 4th September 2014, the shareholders of the Company approved the adoption of a share option scheme (the "2014 Scheme"). Under the terms of the 2014 Scheme, the Board may at its discretion offer share options to any employee, agent, consultant or representative of the Company or any subsidiary, including any executive or non-executive director of the Company or any subsidiary or any other person whom the Board considers in its sole discretion, have contributed or will contribute to the Group (the "Participants"). The principal purpose of the 2014 Scheme is to reward the Participants who have contributed or will contribute to the Group and to encourage the Participants to work towards enhancing the value of the Company and its shares for the benefit of the Company and its shareholders as a whole. The 2014 Scheme shall be valid and effective for a period of ten years commencing on the adoption date. As at 30th June 2017, no share options have been granted by the Company pursuant to the 2014 Scheme.

附註：

- a. 此等相關股份乃因總金額為60,000,000港元之可換股債券(「可換股債券」)而產生，可換股債券按初步兌換價0.25港元(可予調整)全面兌換後，將發行240,000,000股兌換股份。

本公司於二零一七年七月十日派付特別股息(構成可換股債券文據所定義之資本分派)後，可換股債券之兌換價隨後由0.25港元調整至0.074港元，而可換股債券持有人已於二零一七年七月十三日將可換股債券悉數兌換為810,810,810股股份。

- b. 上述持股之概約百分比乃根據於二零一七年六月三十日已發行之1,914,997,244股普通股而計算，而非全面兌換可換股債券後之已發行股份總數計算。

除上文所披露者外，於二零一七年六月三十日，就董事及本公司最高行政人員所知，概無任何人士(董事或本公司最高行政人員除外)於本公司證券中擁有須列入根據證券及期貨條例第336條予以存置之本公司登記冊內之權益或淡倉。

## 購股權計劃

於二零一四年九月四日，本公司股東批准採納購股權計劃(「二零一四年計劃」)。根據二零一四年計劃之條款，董事會可酌情向本公司或任何附屬公司之任何僱員、代理、顧問或代表，包括董事會按其絕對酌情判斷對本集團作出貢獻或將作出貢獻之本公司或任何附屬公司之任何執行或非執行董事或任何其他人士(「參與者」)授出購股權。二零一四年計劃主要旨在獎勵對本集團作出貢獻或將作出貢獻之參與者，並鼓勵參與者以本公司及其股東之整體利益為目標，努力提升本公司及其股份之價值。二零一四年計劃由採納日期起計，有效期為十年。於二零一七年六月三十日，本公司概無根據二零一四年計劃授出任何購股權。



## COMPETING INTERESTS

As at 30th June 2017, none of the Directors or substantial shareholders of the Company or any of their respective associates has engaged in any business that competes or may compete with the business of the Group or has any other conflict of interests with the Group.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities for the three months ended 30th June 2017.

## CORPORATE GOVERNANCE CODE

The Company endeavours to maintain high standards of corporate governance in the interests of shareholders, and follows the principles set out in the Corporate Governance Code (the "Code") contained in Appendix 15 of the GEM Listing Rules. Except for the deviations described below, no Director is aware of any information which would reasonably indicate that the Company is not, or was not at any time during the three months ended 30th June 2017, acting in compliance with the Code.

Code provision A.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. However, the Board's decisions are implemented under the leadership of the Chairlady with the involvement and support of the chief executive officer(s) and general manager(s) of the Company's operating companies. The Board believes that the balance of authority and division of responsibility are adequately ensured by the operations of the Board and management which comprise experienced and high calibre individuals.

## 競爭性權益

於二零一七年六月三十日，董事或本公司主要股東或任何彼等各自之聯繫人士概無從事與任何本集團業務構成或可能構成競爭之業務或對本集團構成任何其他利益衝突。

## 購入、售出或贖回本公司之上市證券

本公司或其任何附屬公司概無於截至二零一七年六月三十日止三個月內購入、售出或贖回本公司任何上市證券。

## 企業管治守則

本公司致力保持高水平之企業管治，以符合股東之利益，並遵守創業板上市規則附錄15所載企業管治守則(「守則」)所載原則。除下文所述偏離情況外，概無董事知悉任何資料足以合理地顯示本公司於截至二零一七年六月三十日止三個月內任何時間內沒有遵守守則。

根據守則條文第A.2.1條，主席與行政總裁的角色應有區分，並不應由一人同時兼任。然而，董事會之決策在主席之領導下，以及本公司營運公司之行政總裁及總經理之參與及支持下獲執行。董事會相信，董事會之運作及由具備經驗豐富及高素質人材組成之管理層足以確保權力及責任分立之平衡。



## AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference that set out the authorities and duties of the committee adopted by the Board. The committee comprises three independent non-executive Directors and is chaired by Mr. Joseph Liang Hsien Tse who has appropriate professional qualifications and experience in financial matters. The terms of reference of the audit committee are aligned with the provisions set out in the Code. The committee's principal duties are to ensure the adequacy and effectiveness of the accounting and financial controls of the Group, oversee the performance of internal control systems, risk management and financial reporting process, monitor the integrity of the financial statements and compliance with statutory and listing requirements and to oversee independence and qualifications of the external auditors.

The unaudited condensed consolidated financial information for the three months ended 30th June 2017 of the Company now reported on have been reviewed by the audit committee.

By Order of the Board

**North Asia Strategic Holdings Limited**

**Zhang Yifan**

*Chairlady and Executive Director*

Hong Kong, 8th August 2017

*As at the date of this report, the Board comprises Ms. Zhang Yifan (Chairlady and Executive Director) and Mr. Pierre Tsui Kwong Ming (Executive Director); Mr. Joseph Liang Hsien Tse, Mr. Joseph Chan Nap Kee and Mr. Kenneth Kon Hiu King (being Independent Non-executive Directors).*

## 審核委員會

本公司已成立審核委員會，並已書面訂明職權範圍，載有董事會採納之委員會權限及職責。委員會由三名獨立非執行董事組成，委員會主席為梁顯治先生，彼具備適當之專業資格及財務事宜經驗。審核委員會之職權範圍與守則所載條文相符一致。委員會之主要職責為確保本集團之會計及財務監控足夠及有效、監察內部監控制度、風險管理及財務申報程序之表現、監控財務報表之完整性及符合法定及上市規定之情況以及監察外聘核數師之獨立性及資格。

本公司現正提呈之截至二零一七年六月三十日止三個月之未經審核簡明綜合財務資料已經由審核委員會審閱。

承董事會命

**北亞策略控股有限公司**

**主席兼執行董事**

**張一帆**

香港，二零一七年八月八日

於本報告日期，董事會成員包括張一帆女士(主席兼執行董事)及徐廣明先生(執行董事)；梁顯治先生、陳立基先生及干曉勁先生(獨立非執行董事)。

# North Asia Strategic Holdings Limited

## 北亞策略控股有限公司\*

### **Principal Place of Business**

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Fax : (852) 2169 0209

### **主要營業地點**

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