

**WORLD-LINK LOGISTICS (ASIA) HOLDING LIMITED**

**環宇物流(亞洲)控股有限公司**

*(incorporated in the Cayman Islands with limited liability)*

Stock Code: 8012

**FIRST QUARTERLY REPORT 2016**



## Characteristics of The Growth Enterprise Market (The "GEM") of The Stock Exchange of Hong Kong Limited (The "Stock Exchange")

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

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

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this report, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.*

*This report, for which the directors (the "Directors") of World-Link Logistics (Asia) Holding 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 (collectively refer to as 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") is pleased to announce that the unaudited financial results of the Group for the three months ended 31 March 2016, together with the comparative figures for the three months ended 31 March 2015. The financial information is approved by the Board.

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

For the three months ended 31 March 2016

	Notes	Three months ended 31 March	
		2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Revenue	3	33,226	28,851
Other income		181	5
Employee benefits expenses		(9,976)	(8,114)
Depreciation of property, plant and equipment		(588)	(489)
Operating lease rentals in respect of rented premises		(9,355)	(8,559)
Sub-contracting expenses		(5,075)	(5,461)
Operating lease rental in respect of plant, machinery and equipment		(425)	(462)
Interest on bank borrowings		(92)	-
Other expenses		(3,082)	(2,917)
Profit before taxation		4,814	2,854
Income tax expense	4	(856)	(368)
Total profit and other comprehensive income for the three months ended		3,958	2,486
Earnings per share (HK cents)	5	0.01	0.01

# UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2016

	Attributable to owners of the Company				Total HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Merger reserve HK\$'000	Retained profits HK\$'000	
At 1 January 2015 (audited)	10	–	–	22,981	22,991
Profit and total comprehensive income for the period	–	–	–	2,486	2,486
At 31 March 2015 (unaudited)	10	–	–	25,467	25,477
At 1 January 2016 (audited)	<b>4,800</b>	<b>49,350</b>	<b>10</b>	<b>8,131</b>	<b>62,291</b>
Profit and other comprehensive income for the period	–	–	–	<b>3,958</b>	<b>3,958</b>
At 31 March 2016 (unaudited)	<b>4,800</b>	<b>49,350</b>	<b>10</b>	<b>12,089</b>	<b>66,249</b>

# NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 31 March 2016

## 1. Basis of Preparation

The companies now comprising the Group underwent a series of reorganisation. Prior to the group reorganisation, the companies comprising the Group were ultimately controlled by three individuals, namely Mr. Yeung Kwong Fat ("Mr. Yeung"), Mr. Lee Kam Hung ("Mr. Lee") and Mr. Luk Yau Chi Desmond ("Mr. Luk") (collectively referred to as the "Individual Shareholders"). The companies now comprising the Group were beneficially and wholly owned by the Individual Shareholders collectively. On 15 July 2015, Real Runner Limited acquired the shares of World-Link Roadway System Company Limited and World-Link Packing House Company Limited from the Individual Shareholders. After the said transfers, World-Link Roadway System Company Limited and World-Link Packing House Company Limited became wholly-owned subsidiaries of Real Runner Limited. Pursuant to the reorganisation, which was completed by interspersing the Company between the Individual Shareholders and Real Runner Limited, the Company became the holding company of the companies now comprising the Group on 16 December 2015 ("Group Reorganisation"). The Group comprising the Company and its subsidiaries resulting from the Reorganisation is regarded as a continuing entity. Accordingly, the consolidated financial statements has been prepared as if the Company had always been the holding company of the Group.

The consolidated statement of profit or loss and other comprehensive income and consolidated statement of changes in equity for the three months ended 31 March 2015 and 2016 have been prepared to present the results of the companies now comprising the Group, as if the group structure upon the completion of the Reorganisation had been in existence throughout the three months ended 31 March 2015.

## 2. Significant Accounting Policies

The unaudited consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants. In addition, the unaudited condensed consolidated financial statements include the applicable disclosures required by the GEM Listing Rules and by the Hong Kong Companies Ordinance.

The accounting policies and method of computation used in the preparation of these results are consistent with those used in the annual account for the year ended 31 December 2015. The Group has adopted new or revised standards, amendments to standards and interpretations of HKFRSs which are effective for accounting periods commencing on or after 1 January 2016. The adoption of such new or revised standards, amendments to standards and interpretations dose not have materials impact on the consolidated accounts and dose not result in substantial changes to the Group's accounting policies.

# Notes to the Unaudited Consolidated Financial Statements

For the three months ended 31 March 2016

## 3. Revenue

	Three months ended 31 March	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Transportation services income	7,655	7,359
Warehousing services income	15,168	13,010
Customisation services income	8,476	6,690
Value-added services income	1,927	1,792
	<b>33,226</b>	<b>28,851</b>

## 4. Income Tax Expense

	Three months ended 31 March	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
The charge (credit) comprises:		
Hong Kong Profits Tax – current period	869	469
Deferred taxation	(13)	(101)
	<b>856</b>	<b>368</b>

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

# Notes to the Unaudited Consolidated Financial Statements

For the three months ended 31 March 2016

## 5. Earnings Per Share

The calculation of the earnings per share attributable to the owners of the Company is based on the following data:

	Three months ended 31 March	
	2016 HK\$'000 (unaudited)	2015 HK\$'000 (unaudited)
Earnings:		
Profit for the period attributable to owners of the Company for the purposes of earnings per share	3,958	2,486
Number of shares:	2016	2015
Weighted average number of ordinary shares for the purpose of earnings per share	480,000,000	359,999,990

The number of ordinary shares for the purpose of basic earnings per share for both periods has taken into account the shares issued pursuant to the Group Reorganisation and the Capitalisation Issue.

Diluted earnings per share is not presented for the periods as there is no potential ordinary share outstanding at the end of reporting periods.

# MANAGEMENT DISCUSSION AND ANALYSIS

## Business Review

The Group's business is to meet the needs of our customers throughout their entire supply chain. We aim to deliver high quality and timely services to our customers by providing flexible and reliable logistics solutions.

The Group provides a comprehensive logistics solutions and customisation services to our customers, including but not limited to, tailor-made logistic solutions, freight management, warehousing and distribution services. Prior to the provision of logistics services, our operation team will discuss with our customers in relation to their delivery plan and logistics requirements. Our professional colleagues will design a unique supply chain operation model to add value to our customers' businesses.

Our business is built on a customer-oriented culture, and we focus on establishing long-term relationships with reputable customers by providing flexible, reliable and timely logistics services. With our proven track record in the logistics industry, we have established a broad customer base comprising of customers from various industries, including fast moving consumer goods ("FMCG"), food and beverage ("F&B"), retailing and other industries. Our business objective is to provide value-added services to our customers.

The Group provides a full supply chain services including vendor management, inbound support, warehousing, delivery, data management and all sort of customisation services. Our logistics services are able to shorten the delivery time and enhance service quality and in turn help our customers improving their profit margin.

Alongside with maintaining constant long-term business relationship with our largest customer, we have from time to time identified new customers. In addition, our Group is expanding our sales and marketing network. Our Directors believe that our strategies to grow are as follows:

- (i) Service quality is our key to success:

Being the exclusive logistics partner with a global FMCG customer in Hong Kong, the Group has already been identified as one of the high quality service providers in the industry. With the Group's best practice and professional colleagues, our Group creates value to customers and helps them to save cost.

# Management Discussion and Analysis

## (ii) Introduction of new customers:

Our Directors believe that our Group is able to expand our logistics services and warehousing services for new customers in different industries and markets. Our Directors are of the view that the industries and markets in which our services would be needed are fragmented and therefore, offer enormous opportunities to us to expand our business penetration.

## Future Plans

As disclosed in the Prospectus, the Group had drawn up strategies to achieve its business objectives which include, but not limited to, conducting feasibility studies on enhancement of the existing facilities for chilled and frozen products. These feasibility studies will be financed by a portion of the net proceeds from the placing of the Company's shares on 29 December 2015. The Group had also drawn up strategies to install air-conditioners in a designated area in our Group's existing warehouse so as to store wine, eggs, canned food and cosmetic products.

## Financial Review

### Revenue

The revenue of the Group increased by approximately 15.2% from approximately HK\$28.9 million for the three months ended 31 March 2015 to approximately HK\$33.2 million for the three months ended 31 March 2016. The Group managed to increase its revenue despite the economic downturn, decline in the number of visitors and slowdown in the local retail market.

Revenue generated from warehousing increased by approximately 16.6% from approximately HK\$13.0 million for the three months ended 31 March 2015 to HK\$15.2 million for the three months ended 31 March 2016.

Revenue generated from customisation increased by approximately 26.7% from approximately HK\$6.7 million for the three months ended 31 March 2015 to HK\$8.5 million for the three months ended 31 March 2016.

## Management Discussion and Analysis

Revenue generated from transportation slightly increased by approximately 4.0% from approximately HK\$7.4 million for the three months ended 31 March 2015 to HK\$7.7 million for the three months ended 31 March 2016.

Revenue generated from value added services increased by approximately 7.5% from approximately HK\$1.8 million for the three months ended 31 March 2015 to approximately HK\$1.9 million for the three months ended 31 March 2016.

In 2016, the Group aims at expanding businesses to other key customers. We will also start to expand our scope of services to cover cold chain logistics services.

### Employee benefits expenses

Employee benefits expenses primarily consisted of wages and salaries, medical benefits, and other allowances and benefits. Our employee benefits expenses amounted to approximately HK\$10.0 million (2015: HK\$8.1 million). Our Group had a total of 258 and 273 full-time employees as at 31 March 2015 and 31 March 2016 respectively.

### Other expenses

Other expenses mainly included other operating cost for warehousing and value-added services, electricity, repair and maintenance, consumables, entertainment and rates. For the three months ended 31 March 2015 and 2016, other expenses amounted to approximately HK\$2.9 million and HK\$3.1 million respectively.

### Taxation

The taxation represented the provision of Hong Kong profits tax calculated at 16.5% of the estimated assessable profits during the three months ended 31 March 2015 and 2016.

### Profit and total comprehensive income for the three months ended 31 March 2016

Our Group recorded a net profit after taxation of approximately HK\$3,958,000 for the three months ended 31 March 2016, representing an increment of approximately 59.2% compared to the three months ended 31 March 2015. The improvement of net profit after taxation was driven by the growth of revenue. In the opinion of our Directors, the increment in the revenue was partially offset by the increase in operating lease rental and employee benefits expenses.

## OTHER INFORMATION

### Interim Dividend

The Directors do not recommend an interim dividend for the three months ended 31 March 2016.

### Capital Commitment

As at 31 March 2016, the Group did not have material capital commitments (2015: Nil).

### Charge on the Group's Assets and Contingent Liabilities

As at 31 March 2016, the Group has total bank borrowings of HK\$15.3 million in which HK\$15.0 million were guaranteed by the Company. The Group has no material contingent liabilities as at 31 March 2016.

### Material Acquisitions and Disposal

Pursuant to the Reorganisation, the Company became the holding company of the Group formed after completion of the Reorganisation. Details of the Reorganisation are set out in the paragraph headed "Reorganisation" in the section headed "History, Reorganisation and Corporate Structure" of the Prospectus.

Save as aforesaid, during the three months ended 31 March 2016, the Group had no material acquisitions and disposals of subsidiaries.

### Purchase, Sale or Redemption

During the three months ended 31 March 2016, neither the Company nor any of its subsidiaries has purchased, redeemed or sold any of the Company's shares.

### Securities Transactions by Directors

The Company has adopted a code of conduct regarding securities transactions by the Directors on terms no less exacting than the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company, having made specific enquiry of all the Directors, is not aware of any non-compliance with the required standard of dealings and its code of conduct regarding securities transactions by the Directors during the three months ended 31 March 2016.

## Other Information

### Directors' and Chief Executives' Interests in Shares

As at 31 March 2016, the Directors and their associates had the following interests or short positions in shares and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("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 of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors of Listed Companies:

#### Interests in the Company

Name of director	Capacity	Number of shares held			Percentage of Company's issued share capital
		Personal interests	Other interests	Total interests	
Mr. Yeung Kwong Fat (Note 1,2)	Interest in a controlled corporation; interests held jointly with another person	-	349,200,000	349,200,000	72.75
Mr. Lee Kam Hung (Note 1,3)	Interest in a controlled corporation; interests held jointly with another person	-	349,200,000	349,200,000	72.75
Mr. Luk Yau Chi, Desmond (Note 1,4)	Interest in a controlled corporation; interests held jointly with another person	-	349,200,000	349,200,000	72.75

#### Notes:

- On 24 August 2015, Mr. Yeung, Mr. Lee, and Mr. Luk entered into a confirmatory deed to acknowledge and confirm, among other things, that they are parties acting in concert with each of the members of our Group. As such, pursuant to the parties acting in concert arrangement, each of the controlling shareholders of our Group, i.e. Best Matrix Global Limited (being wholly owned by Mr. Lee), Mr. Lee, Orange Blossom International Limited (being wholly owned by Mr. Yeung), Mr. Yeung, Leader Speed Limited (being wholly owned by Mr. Luk) and Mr. Luk, is deemed to be interested in 72.75% of the issued share capital of our Company.
- 349,200,000 Shares in which Mr. Yeung is interested consist of (i) 135,360,000 Shares held by Orange Blossom International Limited, a company wholly owned by Mr. Yeung, in which Mr. Yeung is deemed to be interested under the SFO; and (ii) 213,840,000 Shares in which Mr. Yeung is deemed to be interested as a result of being a party acting-in-concert with Mr. Lee and Mr. Luk.
- 349,200,000 Shares in which Mr. Lee is interested consist of (i) 144,000,000 Shares held by Best Matrix Global Limited, a company wholly owned by Mr. Lee, in which Mr. Lee is deemed to be interested under the SFO; and (ii) 205,200,000 Shares in which Mr. Lee is deemed to be interested as a result of being a party acting-in-concert with Mr. Yeung and Mr. Luk.
- 349,200,000 Shares in which Mr. Luk is interested consist of (i) 69,840,000 Shares held by Leader Speed Limited, a company wholly owned by Mr. Luk, in which Mr. Luk is deemed to be interested under the SFO; and (ii) 279,360,000 Shares in which Mr. Luk is deemed to be interested as a result of being a party acting-in-concert with Mr. Lee and Mr. Yeung.

## Other Information

### Interests in associated corporation(s) of the Company

Name of director	Name of associated corporation	Capacity/ Nature of interest	Number of shares	Percentage of shareholding
Mr. Yeung	Orange Blossom International Limited	Beneficial interests	1	100%
Mr. Lee	Best Matrix Global Limited	Beneficial interests	1	100%
Mr. Luk	Leader Speed Limited	Beneficial interests	1	100%

Save as disclosed above, as at 31 March 2016, none of the Directors and chief executive of the Company had any interests and short positions in the Shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) (i) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions which they are taken or deemed to have under such provisions of the SFO) or (ii) which were required to be recorded in the register required to be kept by the Company under Section 352 of the SFO or (iii) which were otherwise notified to the Company and the Stock Exchange pursuant to the required standards of dealing by Directors as referred to in Rule 5.46 of the GEM Listing Rules.

### Substantial Shareholders' Interests in Shares

As at 31 March 2016, the following persons (other than Directors or Chief Executives of the Company) had interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

Name of shareholder	Capacity	Number of Shares/ underlying Shares held	Percentage of Company's issued share capital
Best Matrix Global Limited (Note 1)	Beneficial owner; interests held jointly with another person	349,200,000	72.75%
Leader Speed Limited (Note 1)	Beneficial owner; interests held jointly with another person	349,200,000	72.75%
Orange Blossom International Limited (Note 1)	Beneficial owner; interests held jointly with another person	349,200,000	72.75%
Ms. Law Wai Yee (Note 2)	Interest of spouse	349,200,000	72.75%
Ms. Chan Pik Shan (Note 3)	Interest of spouse	349,200,000	72.75%
Ms. Wong Soo Fung (Note 4)	Interest of spouse	349,200,000	72.75%

## Other Information

Notes:

1. On 24 August 2015, Mr. Yeung, Mr. Lee, and Mr. Luk entered into a confirmatory deed to acknowledge and confirm, among other things, that they are parties acting in concert with each of the members of our Group. As such, pursuant to the parties acting in concert arrangement, each of the controlling shareholders of our Group, i.e. Best Matrix Global Limited (being wholly owned by Mr. Lee), Mr. Lee, Orange Blossom International Limited (being wholly owned by Mr. Yeung), Mr. Yeung, Leader Speed Limited (being wholly owned by Mr. Luk) and Mr. Luk, is deemed to be interested in 72.75% of the issued share capital of our Company.
2. Ms. Law Wai Yee is the spouse of Mr. Yeung and is deemed, or taken to be, interested in Shares in which Mr. Yeung has interest under the SFO.
3. Ms. Chan Pik Shan is the spouse of Mr. Lee and is deemed, or taken to be, interested in Shares in which Mr. Lee has interest under the SFO.
4. Ms. Wong Soo Fung is the spouse of Mr. Luk and is deemed, or taken to be, interested in Shares in which Mr. Luk has interest under the SFO.

All the interests disclosed above represent long positions in the shares and underlying shares of the Company.

Save as disclosed herein, the Company has not been notified of any other person (other than a Director or a chief executive of the Company) who had an interest or a short position in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO as at 31 March 2016.

### Arrangements to Purchase Shares or Debentures

At no time during the three months ended 31 March 2016 was the Company or any of its subsidiaries, a party to any arrangements to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

### Directors' Interests in Contracts of Significance

No contract of significance, to which the Company or any of its subsidiaries was a party and in which a Director of the Company had a material interest, whether directly or indirectly, subsisted at the end of 31 March 2016 or at any time during the three months ended 31 March 2016.

### Competing Interest

For the three months ended 31 March 2016, the Directors were not aware of any business or interest of the Directors, the controlling shareholders, the management shareholders and their respective associates (as defined under the GEM Listing Rules) that compete or may compete with the business of the Group and any other conflict of interest which any such person has or may have with the Group.

## Other Information

### Corporate Governance

Except for the deviation from CG Code provision A.2.1, the Company's corporate governance practices have complied with the CG Code. Details of the continuing evolution of our corporate governance practices for the three months ended 31 March 2016 are set out in the 2015 annual report. CG Code provision A.2.1 stipulates that the role of chairman and chief executive officer should be separated and should not be performed by the same individual. Mr. Yeung Kwong Fat is the Chairman and the Chief Executive Officer of our Company. In view of Mr. Yeung being one of the co-founders of our Group and has been operating and managing World-Link Roadway System Company Limited and World-Link Packing House Company Limited since 1994 and 2009 respectively, our Board believes that it is in the best interest of our Group to have Mr. Yeung taking up both roles for effective management and business development. Therefore our Directors consider that the deviation from the CG Code provision A.2.1 is appropriate in such circumstance.

The Board believes that the balance of power and authority is adequately ensured by the operations of the Board which comprises experienced and high-caliber individuals, with 3 of them being Independent Non-executive Directors.

### Audit Committee

The board has established an audit committee (the "Audit Committee") on 16 December 2015, which operates under terms of reference approved by the Board. It is the Board's responsibility to ensure that an effective internal control and risk management framework exists within the entity. This includes internal and risk management controls to deal with both the effectiveness and efficiency of significant business processes, the safeguarding of assets, the maintenance of proper accounting records, and the reliability of financial information as well as non-financial considerations such as the benchmarking of operational key performance indicators. The Board has delegated the responsibility for the initial establishment and the maintenance of a framework of internal controls and risk management and ethical standards for the Group's management to the Audit Committee. The Audit Committee currently comprises three Independent Non-executive Directors, namely Mr. Poon Ka Lee, Barry, Ms. Yam Ka Yue and Mr. How Sze Ming. Mr. Poon Ka Lee, Barry is the chairman of the Audit Committee. The Audit Committee has reviewed the unaudited consolidated financial statement of the Group for the three months ended 31 March 2016.

By Order of the Board  
**World-Link Logistics (Asia) Holding Limited**  
**Yeung Kwong Fat**  
*Chairman and Chief Executive Officer*

Hong Kong, 13 May 2016

*As at the date of this report, the Executive Directors are Mr. Yeung Kwong Fat, Mr. Lee Kam Hung and Mr. Luk Yau Chi, Desmond; and the Independent Non-executive Directors are Mr. Poon Ka Lee, Barry, Ms. Yam Ka Yue and Mr. How Sze Ming.*

**WORLD-LINK LOGISTICS (ASIA) HOLDING LIMITED**

**環宇物流(亞洲)控股有限公司**

(於開曼群島註冊成立之有限公司)

股份代號：8012

第一季度業績報告2016



## 香港聯合交易所有限公司(「聯交所」)創業板(「創業板」)的特色

創業板乃為較於聯交所上市之其他公司帶有更高投資風險之公司提供上市之市場。有意投資者應了解投資於該等公司之潛在風險，並應經過審慎周詳考慮後方作出投資決定。創業板的較高風險及其他特色表明創業板較適合專業及其他經驗豐富的投資者。

由於創業板上市公司之新興性質使然，在創業板買賣之證券可能會承受較於聯交所主板買賣之證券為高之市場波動風險，同時亦無法保證在創業板買賣的證券會有高流通量的市場。

香港交易及結算有限公司及香港聯合交易所有限公司對本報告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不會對本報告的全部或任何部分內容所產生或因依賴該等內容而引致的任何損失承擔任何責任。

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」)的規定而提供有關環宇物流(亞洲)控股有限公司(「本公司」)及其附屬公司(統稱「本集團」)的資料。本公司之董事(「董事」)願共同及個別就本報告負全責，並在作出一切合理查詢後確認，就彼等所深知及確信，本報告所載資料在各重大方面均屬準確完備，且並無誤導或欺詐成分；亦無遺漏其他事項，以致本報告所載任何陳述或本報告有所誤導。

董事會(「董事會」)欣然宣佈本集團截至二零一六年三月三十一日止三個月之未經審核財務業績，連同截至二零一五年三月三十一日止三個月之比較數字。財務資料已獲董事會批准刊發。

## 未經審核綜合損益及其他全面收益表

截至二零一六年三月三十一日止三個月

	附註	截至三月三十一日止三個月	
		二零一六年 千港元 (未經審核)	二零一五年 千港元 (未經審核)
收益	3	33,226	28,851
其他收入		181	5
僱員福利開支		(9,976)	(8,114)
物業、廠房及設備折舊		(588)	(489)
租賃物業的經營租約租金		(9,355)	(8,559)
分包開支		(5,075)	(5,461)
廠房、機械及設備的經營租約租金		(425)	(462)
銀行借款利息		(92)	-
其他開支		(3,082)	(2,917)
除稅前溢利		4,814	2,854
所得稅開支	4	(856)	(368)
止三個月的溢利及其他全面收益總額		3,958	2,486
每股盈利(港仙)	5	0.01	0.01

## 未經審核綜合權益變動表

截至二零一六年三月三十一日止三個月

	本公司擁有人應佔				總計 千港元
	股本 千港元	股份溢價 千港元	合併儲備 千港元	保留溢利 千港元	
於二零一五年一月一日(經審核)	10	-	-	22,981	22,991
期內溢利及全面收益總額	-	-	-	2,486	2,486
於二零一五年三月三十一日 (未經審核)	10	-	-	25,467	25,477
於二零一六年一月一日(經審核)	<b>4,800</b>	<b>49,350</b>	<b>10</b>	<b>8,131</b>	<b>62,291</b>
期內溢利及其他全面收益	-	-	-	3,958	3,958
於二零一六年三月三十一日 (未經審核)	<b>4,800</b>	<b>49,350</b>	<b>10</b>	<b>12,089</b>	<b>66,249</b>

# 未經審核綜合財務報表附註

截至二零一六年三月三十一日止三個月

## 1. 編製基準

現時組成本集團各公司曾進行連串重組步驟。於集團重組前，組成本集團各公司由三名個人，即楊廣發先生（「楊先生」）、李鑑雄先生（「李先生」）及陸有志先生（「陸先生」）（統稱「個人股東」）最終控制。現時組成本集團各公司由個人股東共同全資實益擁有。於二零一五年七月十五日，Real Runner Limited向個人股東收購World-Link Roadway System Company Limited及環宇貨業包裝有限公司的股份。經上述轉讓後，World-Link Roadway System Company Limited及環宇貨業包裝有限公司成為Real Runner Limited的全資附屬公司。根據重組（透過將本公司的架構散列於個人股東與Real Runner Limited之間而完成），本公司於二零一五年十二月十六日成為現時組成本集團各公司的控股公司（「集團重組」）。因重組而包含本公司及其附屬公司的本集團被視為持續經營實體。因此，綜合財務報表乃猶如本公司一直為本集團的控股公司而予以編製。

截至二零一五年及二零一六年三月三十一日止三個月的綜合損益及其他全面收益表及綜合權益變動表已獲編製，以呈列現時組成本集團各公司的業績，猶如重組完成時的集團架構於截至二零一五年三月三十一日止三個月內一直存在。

## 2. 主要會計政策

未經審核綜合財務報表乃根據香港會計師公會所頒佈的香港財務報告準則（「香港財務報告準則」）編製。此外，未經審核簡明綜合財務報表載列創業板上市規則及香港公司條例規定之適用披露。

編製此等業績所使用的會計政策及計算方法與編製截至二零一五年十二月三十一日止年度的年度賬目所使用者一致。本集團已採納於二零一六年一月一日或之後開始的會計期間生效的香港財務報告準則新訂或經修訂準則、準則修訂本及詮釋。採納該等新訂或經修訂準則、準則修訂本及詮釋不會對綜合賬目構成重大影響，亦不會對本集團的會計政策帶來重大變動。

## 未經審核綜合財務報表附註

截至二零一六年三月三十一日止三個月

### 3. 收益

	截至三月三十一日止三個月	
	二零一六年 千港元 (未經審核)	二零一五年 千港元 (未經審核)
運輸服務收入	7,655	7,359
倉貯服務收入	15,168	13,010
定製服務收入	8,476	6,690
增值服務收入	1,927	1,792
	<b>33,226</b>	28,851

### 4. 所得稅開支

	截至三月三十一日止三個月	
	二零一六年 千港元 (未經審核)	二零一五年 千港元 (未經審核)
支出(計入)包括：		
香港利得稅－當前期間	869	469
遞延稅項	(13)	(101)
	<b>856</b>	368

香港利得稅就兩個期間內之估計應課稅溢利按16.5%計算。

## 未經審核綜合財務報表附註

截至二零一六年三月三十一日止三個月

### 5. 每股盈利

本公司擁有人應佔每股盈利乃按以下數據計算：

	截至三月三十一日止三個月	
	二零一六年 千港元 (未經審核)	二零一五年 千港元 (未經審核)
盈利：		
用於計算每股盈利的本公司擁有人應佔期內溢利	3,958	2,486
股份數目：		
用於計算每股盈利的普通股加權平均數	480,000,000	359,999,990

就計算兩個期間的每股基本盈利之普通股數目已計及根據集團重組及資本化發行而發行之股份。

由於報告期末並無潛在發行在外普通股，故並無就本期間呈列每股攤薄盈利。

## 管理層討論及分析

### 業務回顧

本集團的業務旨在切合我們客戶於其整個供應鏈的需要。我們的目標為透過提供靈活可靠的物流解決方案，向客戶提供優質及適時的服務。

本集團向客戶提供全面物流解決方案及定製服務，包括但不限於度身定製的物流解決方案、貨運管理、倉貯及分銷服務。於提供物流服務前，我們的經營團隊將與客戶就其交貨計劃及物流要求進行討論。我們的專業同事將設計一套獨特的供應鏈經營模式，以增添我們客戶業務的價值。

我們的業務以客為尚，專注透過提供靈活、可靠且適時的物流服務，與信譽良好的客戶建立長期關係。憑藉我們於物流業卓越的往績記錄，我們已建立廣泛的客戶基礎，而且客戶來自各行各業，包括快速消費品（「快速消費品」）、食品與飲料（「食品與飲料」）、零售及其他行業。我們的業務目標為向我們的客戶提供增值服務。

本集團提供全面供應鏈服務，包括供應商管理、入口支持、倉貯、送貨、數據管理及各種定製服務。我們的物流服務可縮短送貨時間及提升服務質素，以協助客戶改善其溢利率。

除與我們最大的客戶維持長期不間斷的業務關係外，我們已不時物色新客戶。此外，本集團已繼續擴張我們的銷售及營銷網絡。董事相信，我們的增長策略如下：

(i) 服務質素為我們的成功要訣：

作為環球快速消費品客戶於香港的獨家物流夥伴，本集團已被視為該行業的優質服務供應商之一。憑據本集團的最佳價例及專業團隊，本集團向客戶創造價值，並協助彼等節省成本。

## 管理層討論及分析

### (ii) 引入新客戶：

董事認為，本集團有能力擴展我們的物流及倉貯服務，以延伸至不同行業及市場的新客戶。董事認為，需要我們服務的行業及市場分佈零散，因此，為我們擴大業務滲透範圍造就龐大商機。

### 未來計劃

誠如招股章程所披露，本集團已擬定策略，以達致其業務目標，包括但不限於就改良現有冷凍及冷藏產品設施進行可行性研究。該等可行性研究將以二零一五年十二月二十九日部分來自配售本公司股份之所得款項淨額撥支。本集團亦擬定策略，以於本集團現有倉庫的指定範圍內安裝空調，以貯存酒、雞蛋、罐裝食品及化妝品。

### 財務回顧

#### 收益

本集團截至二零一六年三月三十一日止三個月的收益約為33,200,000港元，較截至二零一五年三月三十一日止三個月的約28,900,000港元增加約15.2%。儘管本地經濟下行、旅客數目下跌及本地零售市場放緩，本集團成功增加其收益。

產生自倉貯的收益由截至二零一五年三月三十一日止三個月約13,000,000港元增加約16.6%至截至二零一六年三月三十一日止三個月的15,200,000港元。

產生自定製服務的收益由截至二零一五年三月三十一日止三個月約6,700,000港元增加約26.7%至截至二零一六年三月三十一日止三個月的8,500,000港元。

## 管理層討論及分析

產生自運輸的收益由截至二零一五年三月三十一日止三個月約7,400,000港元輕微增加約4.0%至截至二零一六年三月三十一日止三個月的7,700,000港元。

產生自增值服務的收益由截至二零一五年三月三十一日止三個月約1,800,000港元增加約7.5%至截至二零一六年三月三十一日止三個月約1,900,000港元。

於二零一六年，本集團旨在擴展業務至其他主要客戶。我們亦將開始擴展服務範圍至涵蓋冷鏈物流服務。

### 僱員福利開支

僱員福利開支主要包括工資及薪金、醫療福利以及其他津貼及福利。我們的僱員福利開支約為10,000,000港元(二零一五年：8,100,000港元)。於二零一五年三月三十一日及二零一六年三月三十一日，本集團分別合共有258名及273名全職僱員。

### 其他開支

其他開支主要涉及倉庫及增值服務的其他營運成本、用電、維修與保養、消費品、酬酢及各種收費。截至二零一五年及二零一六年三月三十一日止三個月，其他開支分別約為2,900,000港元及3,100,000港元。

### 稅項

稅項指於截至二零一五年及二零一六年三月三十一日止三個月就估計應課稅溢利按16.5%計算的香港利得稅撥備。

### 截至二零一六年三月三十一日止三個月的溢利及全面收益總額

截至二零一六年三月三十一日止三個月，本集團錄得除稅後純利約3,958,000港元，較截至二零一五年三月三十一日止三個月增加約59.2%。除稅後純利增加乃因收益增加所致。董事認為，收益增加由經營租約租金及僱員福利開支增加部分抵銷。

## 其他資料

### 中期股息

董事並不建議派付截至二零一六年三月三十一日止三個月之中期股息。

### 資本承擔

於二零一六年三月三十一日，本集團並無重大資本承擔(二零一五年：無)。

### 本集團資產抵押及或然負債

於二零一六年三月三十一日，本集團之銀行借款總額為15,300,000港元，當中15,000,000港元由本公司擔保。本集團於二零一六年三月三十一日並無重大或然負債。

### 重大收購及出售

根據重組，本公司成為重組完成後組成的本集團之控股公司。重組詳情載於招股章程「歷史、重組及集團架構」一節「重組」一段。

除上文所述者外，截至二零一六年三月三十一日止三個月，本集團並無任何重大收購及出售附屬公司。

### 買賣、銷售或贖回

截至二零一六年三月三十一日止三個月，本公司或其任何附屬公司概無購買、贖回或出售本公司任何股份。

### 董事進行證券交易

本公司已就董事進行證券交易採納不較創業板上市規則第5.48至5.67條所載規定交易準則寬鬆的操守守則。本公司對全體董事作出特定查詢後，並不知悉董事於截至二零一六年三月三十一日止三個月出現任何不遵守規定交易準則及有關證券交易的操守守則之情況。

## 其他資料

### 董事及主要行政人員於股份的權益

於二零一六年三月三十一日，董事及彼等的聯繫人士於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份及相關股份中，擁有下列記錄於根據證券及期貨條例第352條須予存置的登記冊的權益或淡倉，或根據上市公司董事進行證券交易的標準守則須知會本公司及香港聯合交易所有限公司的權益或淡倉：

### 於本公司的權益

董事姓名	身份	所持股份數目			所佔本公司已發行股本的百分比
		個人權益	其他權益	總權益	
楊廣發先生 (附註1、2)	受控制法團權益； 與另一人士共同持有的權益	-	349,200,000	349,200,000	72.75
李鑑雄先生 (附註1、3)	受控制法團權益； 與另一人士共同持有的權益	-	349,200,000	349,200,000	72.75
陸有志先生 (附註1、4)	受控制法團權益； 與另一人士共同持有的權益	-	349,200,000	349,200,000	72.75

附註：

- 於二零一五年八月二十四日，楊先生、李先生及陸先生訂立確認契據，承認並確認(其中包括)彼等為本集團各成員公司的一致行動人士。因此，根據一致行動人士安排，本集團各控股股東，即李先生全資擁有的Best Matrix Global Limited、李先生、楊先生全資擁有的Orange Blossom International Limited、楊先生、陸先生全資擁有的Leader Speed Limited及陸先生被視作於本公司已發行股本中擁有72.75%權益。
- 楊先生擁有權益的349,200,000股股份包括(i)楊先生全資擁有的公司Orange Blossom International Limited(楊先生根據證券及期貨條例被視為擁有權益)所持有的135,360,000股股份；及(ii)楊先生由於作為李先生及陸先生的一致行動人士而被視為擁有權益的213,840,000股股份。
- 李先生擁有權益的349,200,000股股份包括(i)李先生全資擁有的公司Best Matrix Global Limited(李先生根據證券及期貨條例被視為擁有權益)所持有的144,000,000股股份；及(ii)李先生由於作為楊先生及陸先生的一致行動人士而被視為擁有權益的205,200,000股股份。
- 陸先生擁有權益的349,200,000股股份包括(i)陸先生全資擁有的公司Leader Speed Limited(陸先生根據證券及期貨條例被視為擁有權益)所持有的69,840,000股股份；及(ii)陸先生由於作為李先生及陸先生的一致行動人士而被視為擁有權益的279,360,000股股份。

## 其他資料

### 於本公司相聯法團的權益

董事姓名	相聯法團名稱	身份／權益性質	股份數目	持股百分比
楊先生	Orange Blossom International Limited	實益權益	1	100%
李先生	Best Matrix Global Limited	實益權益	1	100%
陸先生	Leader Speed Limited	實益權益	1	100%

除上文所披露者外，於二零一六年三月三十一日，概無董事及本公司主要行政人員於本公司及其相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債券中，擁有(i)須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的任何權益及淡倉(包括根據證券及期貨條例有關條文彼等被當作或視為擁有的權益及／或淡倉)，或(ii)須記錄於本公司根據證券及期貨條例第352條須予存置的登記冊的任何權益及淡倉，或(iii)根據創業板上市規則第5.46條所述董事進行交易的所須標準知會本公司及聯交所的任何權益及淡倉。

### 主要股東於股份的權益

於二零一六年三月三十一日，下列人士(本公司董事或主要行政人員除外)於本公司股份及相關股份中擁有記錄於本公司根據證券及期貨條例第336條須予存置的登記冊的權益或淡倉：

股東名稱	身份	所持股份／ 相關股份數目	佔本公司 已發行股本 百分比
Best Matrix Global Limited (附註1)	實益擁有人；與另一人士 共同持有的權益	349,200,000	72.75%
Leader Speed Limited (附註1)	實益擁有人；與另一人士 共同持有的權益	349,200,000	72.75%
Orange Blossom International Limited (附註1)	實益擁有人；與另一人士 共同持有的權益	349,200,000	72.75%
羅慧儀女士(附註2)	配偶權益	349,200,000	72.75%
陳碧珊女士(附註3)	配偶權益	349,200,000	72.75%
黃素鳳女士(附註4)	配偶權益	349,200,000	72.75%

## 其他資料

附註：

1. 於二零一五年八月二十四日，楊先生、李先生及陸先生訂立確認契據，承認並確認(其中包括)彼等為本集團各成員公司的一致行動人士。因此，根據一致行動人士安排，本集團各控股股東，即李先生全資擁有的Best Matrix Global Limited、李先生、楊先生全資擁有的Orange Blossom International Limited、楊先生、陸先生全資擁有的Leader Speed Limited及陸先生被視作於本公司已發行股本中擁有72.75%權益。
2. 羅慧儀女士為楊先生的配偶，根據證券及期貨條例被視為或被當作於楊先生擁有權益的股份中擁有權益。
3. 陳碧珊女士為李先生的配偶，根據證券及期貨條例被視為或被當作於李先生擁有權益的股份中擁有權益。
4. 黃素鳳女士為陸先生的配偶，根據證券及期貨條例被視為或被當作於陸先生擁有權益的股份中擁有權益。

上文所披露的所有權益均為於本公司的股份及相關股份的好倉。

除本報告所披露者外，本公司並無獲知會有任何其他人士(本公司董事或主要行政人員除外)於二零一六年三月三十一日在本公司的股份及相關股份中，擁有記錄於本公司根據證券及期貨條例第336條須予存置的登記冊的權益或淡倉。

### 購買股份或債券的安排

於截至二零一六年三月三十一日止三個月內任何時間，本公司或其任何附屬公司並無訂立任何安排，致使本公司董事可藉購買本公司或任何其他法人團體的股份或債券而獲得利益。

### 董事於重大合約的權益

於二零一六年三月三十一日底或截至二零一六年三月三十一日止三個月內任何時間，概無存續本公司或其任何附屬公司為訂約方，且本公司董事在當中直接或間接擁有重大權益的重大合約。

### 競爭利益

截至二零一六年三月三十一日止三個月，董事並不知悉董事、控股股東、管理層股東及彼等各自之聯繫人士(定義見創業板上市規則)之任何業務或權益與本集團的業務構成或可能構成競爭，亦無知悉任何該等人士與本集團具有或可能具有任何其他利益衝突。

## 其他資料

### 企業管治

除偏離企業管治守則條文第A.2.1條外，本公司的企業管治常規已遵守企業管治守則。有關截至二零一六年三月三十一日止三個月持續更新企業管治實務的詳情已載於二零一五年年報。企業管治守則條文第A.2.1條規定，主席及行政總裁的職責應予區分，且不應由同一人兼任。楊廣發先生為本公司主席兼行政總裁。鑒於楊先生為本集團共同創辦人之一，並分別自一九九四年及二零零九年起一直經營與管理World-Link Roadway System Company Limited及環宇貨業包裝有限公司，故董事會認為由楊先生兼任該兩個職位可以實現有效管理及業務發展，符合本集團的最佳利益。因此，董事認為偏離企業管治守則條文第A.2.1條就此情況而言屬恰當。

董事會相信，董事會由經驗豐富及優秀人才組成，當中三名成員為獨立非執行董事，故董事會之運作足以確保權力及職權取得平衡。

### 審核委員會

董事會已於二零一五年十二月十六日成立審核委員會（「審核委員會」），根據董事會批准的職權範圍行事。董事會有責任確保公司設有有效的內部監控架構，包括針對重要業務流程的效能及效率、保護資產安全、保存妥善的會計記錄及財務資料的可靠性，以及非財務因素（例如主要營運表現指標基準的選取）的內部監控。董事會已授權審核委員會初步建立及維護內部監控架構及本集團管理層的操守準則。審核委員會目前由三名獨立非執行董事（即潘家利先生、任嘉裕女士及侯思明先生）組成。潘家利先生為審核委員會主席。審核委員會已審閱本集團截至二零一六年三月三十一日止三個月之未經審核綜合財務報表。

承董事會命  
環宇物流(亞洲)控股有限公司  
主席兼行政總裁  
楊廣發

香港，二零一六年五月十三日

於本報告日期，執行董事為楊廣發先生、李鑑雄先生及陸有志先生，而獨立非執行董事則為潘家利先生、任嘉裕女士及侯思明先生。