

**(A) BASIS OF PREPARATION OF UNAUDITED PRO FORMA FINANCIAL INFORMATION OF THE ENLARGED GROUP**

The unaudited pro forma financial information of the Enlarged Group (the “**Unaudited Pro Forma Information**”) has been prepared by the Directors in accordance with rule 14.29 of the Listing Rules, for illustrative purpose only, to provide information about how the Acquisition might have affected the financial performance, financial position and cash flows of the Group as if the proposed Acquisition had been completed on (i) 1 January 2017 in respect of the unaudited pro forma consolidated statement of comprehensive income and the unaudited pro forma consolidated statement of cash flows of the Enlarged Group; and (ii) 30 June 2018 in respect of the unaudited pro forma consolidated statement of financial position of the Enlarged Group.

The unaudited pro forma consolidated statement of financial position of the Enlarged Group is prepared, in accordance with the accounting policies of the Group under Hong Kong Financial Reporting Standards, based on the unaudited consolidated statement of financial position of the Group as at 30 June 2018 extracted from the published unaudited interim report of the Group for the six months ended 30 June 2018 which have been published on the website of the Stock Exchange and the website of the Company, and the audited combined statement of financial position of the Target Group as at 30 September 2018 as extracted from the accountants’ report as set out in Appendix II to this Circular as if the Acquisition had been completed on 30 June 2018.

The unaudited pro forma consolidated statement of comprehensive income and the unaudited pro forma consolidated statement of cash flows of the Enlarged Group is prepared, in accordance with the accounting policies of the Group under Hong Kong Financial Reporting Standards, based on the audited consolidated statement of comprehensive income and the audited consolidated statement of cash flows of the Group as at 31 December 2017 extracted from the published annual report of the Group for the year ended 31 December 2017 which have been published on the website of the Stock Exchange and the website of the Company, and the audited combined statement of comprehensive income and the audited combined statement of cash flows of the Target Group for the year ended 31 December 2017 as extracted from the accountants’ report as set out in Appendix II to this Circular as if the Acquisition had been completed on 1 January 2017.

As, Mr. Hong, the chairman, the executive director and the substantial shareholder of the Company, controls the Group, and the Target Group via Ms. Shi Hongjiao, the vendor of the Target Company and the spouse of Mr. Hong, through a trust arrangement, and Mr. Hong will continue to control the Enlarged Group upon completion of the Acquisition, the Acquisition is considered as a combination of businesses under common control and accounted for under the principles of merger accounting.

The Unaudited Pro Forma Information is based on the aforesaid historical data after giving effect to the pro forma adjustments described in the accompanying notes. A narrative description of the pro forma adjustments of the completion of the Acquisition that are (i) directly attributable to the transactions concerned and not relating to future events or decisions; and (ii) factually supportable, is summarised in the accompanying notes.

The accompanying Unaudited Pro Forma Information has been prepared for illustrative purpose only and is based on certain assumptions, estimates, uncertainties and other currently available information. Accordingly, and because of its hypothetical nature, the Unaudited Pro Forma Information may not give a true picture of (i) the consolidated statement of financial position as at 30 June 2018 had the Acquisition been completed as of 30 June 2018, and (ii) the consolidated statement of comprehensive income and consolidated statement of cash flows for the year ended 31 December 2017 had the Acquisition been completed as at 1 January 2017; or at any future dates.

**(B) UNAUDITED PRO FORMA FINANCIAL INFORMATION OF THE ENLARGED GROUP**

**UNAUDITED PRO FORMA CONSOLIDATED STATEMENT OF FINANCIAL POSITION OF THE ENLARGED GROUP**

	Pro forma adjustments								The Enlarged Group as at 30 June 2018 RMB'000
	The Group as at 30 June 2018 RMB'000 Note 1	The Target Group as at 30 September 2018 RMB'000 Note 2	Transaction costs related to the Acquisition RMB'000 Note 3	Elimination of accounts within the Enlarged Group RMB'000 Note 4	Reclassification of accounts RMB'000 Note 5	Adjustments on properties under development and deferred tax liabilities RMB'000 Note 6	Decemed distribution RMB'000 Note 7	Consideration for the Acquisition RMB'000 Note 8	
<b>ASSETS AND LIABILITIES</b>									
<b>Non-current assets</b>									
Property, plant and equipment	19,347	-							19,347
Investment properties	536,800	-							536,800
Interests in associates	27,162	-							27,162
Finance lease, loan and account receivables	310,524	-							310,524
Prepayments, deposits and other receivables	83,630	-							83,630
Goodwill	33,400	-							33,400
Financial assets at fair value through profit or loss	72,758	-							72,758
Financial assets at fair value through other comprehensive income	116,000	-							116,000
	<u>1,199,621</u>	<u>-</u>							<u>1,199,621</u>
<b>Current assets</b>									
Financial assets at fair value through profit or loss	46,999	-							46,999
Properties under development	633,101	1,386,698		(5,414)		17,642			2,034,027
Finance lease, loan and account receivables	926,342	-							926,342
Prepayments, deposits and other receivables	375,085	2,530							377,615
Tax prepaid	-	1,760							1,760
Restricted bank deposits	11,218	-							11,218
Cash and bank balances	155,811	428	(1,728)						154,511
	<u>2,150,556</u>	<u>1,391,416</u>							<u>3,552,472</u>

	Pro forma adjustments								
	The Group as at 30 June 2018 RMB'000 Note 1	The Target Group as at 30 September 2018 RMB'000 Note 2	Transaction costs related to the Acquisition RMB'000 Note 3	Elimination of accounts within the Enlarged Group RMB'000 Note 4	Reclassification of accounts RMB'000 Note 5	Adjustments on properties under development and deferred tax liabilities RMB'000 Note 6	Deemed distribution RMB'000 Note 7	Consideration for the Acquisition RMB'000 Note 8	The Enlarged Group as at 30 June 2018 RMB'000
<b>Current liabilities</b>									
Trade payables	228,104	55,912							284,016
Accruals, other payables, deposits received and deferred income	127,635	4,929							132,564
Contract liabilities	869,666	195,305							1,064,971
Amounts due to related parties	-	334,872			44		100,001		434,917
Amount due to a director	-	44			(44)				-
Provision for taxation	16,741	-							16,741
Bank and other borrowings	57,375	92,861							150,236
	<u>1,299,521</u>	<u>683,923</u>							<u>2,083,445</u>
<b>Net current assets</b>	<u>851,035</u>	<u>707,493</u>							<u>1,469,027</u>
<b>Total assets less current liabilities</b>									
	<u>2,050,656</u>	<u>707,493</u>							<u>2,668,648</u>
<b>Non-current liabilities</b>									
Deposits received and deferred income	82,158	-							82,158
Bank and other borrowings	33,263	587,091							620,354
Corporate bonds	232,388	-							232,388
Guaranteed notes	121,524	-							121,524
Deferred tax liabilities	106,129	988				11,427			118,544
	<u>575,462</u>	<u>588,079</u>							<u>1,174,968</u>
<b>Net assets</b>	<u>1,475,194</u>	<u>119,414</u>							<u>1,493,680</u>
<b>EQUITY</b>									
Share capital	9,716	-*					2,273		11,989
Reserves	1,365,193	119,414	(1,728)	(5,414)		6,215	(100,001)	(2,273)	1,381,406
	1,374,909	119,414							1,393,395
Non-controlling interests	100,285	-							100,285
<b>Total equity</b>	<u>1,475,194</u>	<u>119,414</u>							<u>1,493,680</u>

\* The balance stated is less than RMB1,000.

**UNAUDITED PRO FORMA CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
OF THE ENLARGED GROUP**

	The Group year ended 31 December 2017 <i>RMB'000</i> <i>Note 1</i>	The Target Group year ended 31 December 2017 <i>RMB'000</i> <i>Note 2</i>	Pro forma adjustments Transaction costs related to the Acquisition <i>RMB'000</i> <i>Note 3</i>	The Enlarged Group year ended 31 December 2017 <i>RMB'000</i>
Income from financial related services	181,215	-		181,215
Income from assets management business	118,053	-		118,053
Other income	37,390	42		37,432
Gain on redemption of convertible bonds	8,770	-		8,770
Employee benefit expenses	(19,528)	-		(19,528)
Depreciation and amortisation expenses	(1,730)	-		(1,730)
Operating lease expenses	(2,450)	-		(2,450)
Equity-settled share-based payments	(8,335)	-		(8,335)
Selling expenses	-	(79)		(79)
Administrative and other expenses	(43,471)	(1,471)	(1,728)	(46,670)
Share of results of an associate	492	-		492
Change in fair value of derivative financial instruments	1,960	-		1,960
Finance costs	<u>(56,337)</u>	<u>-</u>		<u>(56,337)</u>
<b>Profit/(loss) before income tax</b>	216,029	(1,508)		212,793
Income tax expense	<u>(45,187)</u>	<u>-</u>		<u>(45,187)</u>
<b>Profit/(loss) for the year</b>	170,842	(1,508)		167,606
<b>Other comprehensive income</b>				
<b>Items that may be reclassified to profit or loss in subsequent periods</b>				
- Exchange differences on translating foreign operation	9,359	1		9,360
- Fair value gain on available-for-sale financial assets	<u>3,300</u>	<u>-</u>		<u>3,300</u>
	12,659	1		12,660
<b>Total comprehensive income for the year</b>	<u><u>183,501</u></u>	<u><u>(1,507)</u></u>		<u><u>180,266</u></u>

**UNAUDITED PRO FORMA CONSOLIDATED STATEMENT OF CASH FLOWS OF THE ENLARGED GROUP**

	The Group year ended 31 December 2017 <i>RMB'000</i> <i>Note 1</i>	The Target Group year ended 31 December 2017 <i>RMB'000</i> <i>Note 2</i>	Pro forma adjustments Transaction costs related to the Acquisition <i>RMB'000</i> <i>Note 3</i>	The Enlarged Group year ended 31 December 2017 <i>RMB'000</i>
<b>Cash flows from operating activities</b>				
Profit/(loss) before income tax	216,029	(1,508)	(1,728)	212,793
Adjustments for:				
Bank interest income	(995)	(12)		(1,007)
Interest expenses	56,337	-		56,337
Depreciation of property, plant and equipment	1,323	10		1,333
Amortisation of prepaid land lease	407	-		407
Share of results of an associate	(492)	-		(492)
Change in fair value of derivative financial instruments	(1,960)	-		(1,960)
Equity-settled share-based payment	8,335	-		8,335
Loss on disposal of property, plant and equipment	176	-		176
Gain on redemption of convertible bonds	(8,770)	-		(8,770)
Impairment loss on finance lease, loan and receivables	21,619	-		21,619
Reversal of impairment loss recognised on finance lease, loan and account receivables	(30,073)	-		(30,073)
Adjustment to the carrying amount of liability component of convertible bonds arising from modification of terms and conditions	(2,273)	-		(2,273)
<b>Operating profit/(loss) before working capital changes</b>	<u>259,663</u>	<u>(1,510)</u>		<u>256,425</u>
Increase in finance lease, loan and account receivables, net of deferred income	(113,431)	-		(113,431)
Increase in properties under development	-	(64,047)		(64,047)
(Increase)/decrease in prepayments, deposits and other receivables	(23,321)	1,700		(21,621)
Decrease in restricted bank deposits	95,102	36,693		131,795
Increase in trade payables	-	2,614		2,614
Decrease in accruals, other payables, deposits received and contract liabilities	(42,465)	(27,947)		(70,412)
Decrease in available-for-sale financial assets	5,280	-		5,280
Cash generated from/(used in) operations	180,828	(52,497)		126,603
Interest received	995	-		995
Income tax paid	(39,869)	(1,760)		(41,629)
<b>Net cash from/(used in) operating activities</b>	<u>141,954</u>	<u>(54,257)</u>		<u>85,969</u>

	The Group year ended 31 December 2017 RMB'000 Note 1	The Target Group year ended 31 December 2017 RMB'000 Note 2	Pro forma adjustments Transaction costs related to the Acquisition RMB'000 Note 3	The Enlarged Group year ended 31 December 2017 RMB'000
<b>Cash flows from investing activities</b>				
Bank interest received	–	12		12
Purchase of property, plant and equipment	(4,685)	–		(4,685)
Proceeds from disposals of property, plant and equipment	751	–		751
Investment in unlisted available-for-sale equity securities	(76,920)	–		(76,920)
Repayment from related companies	–	85,461		85,461
Acquisition of additional interests in subsidiaries	(8,000)	–		(8,000)
<b>Net cash (used in)/generated from investing activities</b>	<u>(88,854)</u>	<u>85,473</u>		<u>(3,381)</u>
<b>Cash flows from financing activities</b>				
Proceeds from issue of corporate bonds	181,891	–		181,891
Redemption of convertible bonds	(205,621)	–		(205,621)
Proceeds from bank and other borrowings	196,219	20,000		216,219
Repayment of bank and other borrowings	(164,746)	(15,000)		(179,746)
Repayment of corporate bonds	(5,080)	–		(5,080)
Advance from related companies	–	4,238		4,238
Advance from a director	–	9		9
Interest paid	(43,105)	(41,062)		(84,167)
<b>Net cash used in financing activities</b>	<u>(40,442)</u>	<u>(31,815)</u>		<u>(72,257)</u>
<b>Net increase/(decrease) in cash and cash equivalents</b>	12,658	(599)		10,331
Cash and cash equivalents at beginning of the year	20,977	899		21,876
Effect of foreign exchange rates, net	(1,160)	–		(1,160)
Cash and cash equivalents at end of the year	<u>32,475</u>	<u>300</u>	(1,728)	<u>31,047</u>
Analysis of balances of cash and cash equivalents				
<b>Cash and bank balances</b>	<u>32,475</u>	<u>300</u>	(1,728)	<u>31,047</u>

#### Notes to unaudited pro forma financial information

- (1) The amounts were extracted from the unaudited consolidated statement of financial position of the Group as at 30 June 2018 as set out in the Company's published unaudited interim report for the six months ended 30 June 2018 and the audited consolidated statement of comprehensive income and the audited consolidated statement of cash flows of the Group for the year ended 31 December 2017 included in the published annual report of the Group for the year ended 31 December 2017.
- (2) The amounts were extracted from the combined statement of financial position of the Target Group as at 30 September 2018 and the combined statement of comprehensive income and the combined statement of cash flows of the Target Group for the year ended 31 December 2017 included in the accountants' report of the Target Group as set out in the Appendix II to this Circular.
- (3) It represents the estimated legal and professional fees and other direct expenses in relation to the Acquisition of approximately HK\$1,964,000 (approximately equivalent to RMB1,728,000, based on the exchange rate of HK\$1.00 to RMB0.88). This adjustment will have no continuing effect on the Enlarged Group in the subsequent years.
- (4) It represents the elimination of the transactions between the Group and the Target Group.  
  
Guarantee fees and consultancy fees charged to the Target Group by the Group of RMB5,414,000 which were capitalised in the properties under development of the Target Group were eliminated.
- (5) It represents the reclassification of amount due to the Vendor (presented as a director of the Target Group but a related party of the Enlarged Group).
- (6) It represents the adjustment on the properties under development to reflect its existing book values from the controlling party's perspective. The properties under development was acquired by the Target Group through a business combination on 23 April 2015 and the fair value of these properties under development were RMB149,000,000 at that date, with a fair value uplift of RMB45,710,000, by reference to the valuation report issued by Jones Lang LaSalle. The properties under development was then disposed of by the Target Group to a related party, which is also under common control of Mr. Hong, through a disposal of subsidiary (i.e. Jingning Differ) on 7 December 2015. The value of the properties under development was recorded as RMB131,358,000 for the disposal. Jingning Differ was the subsidiary of the Group as at 30 June 2018. To conform the combined entity's accounting policies and applied those policies to all periods presented, adjustment on the carrying amounts of properties under development of approximately RMB17,642,000 was made.  
  
Relevant deferred tax liabilities of approximately RMB11,427,000, being the fair value uplift of the properties under development of RMB45,710,000 at the date of acquisition of the Target Group on 25 April 2015 at the income tax rates prevailing at that date, was adjusted.
- (7) It represents the adjustment for the payable borne by the Target Group in relation to its reorganisation. Pursuant to the Former Transfer Agreement entered into among the Target Group, as purchaser, and Dragon Holdings and the Independent Third Party who hold on trust for Dragon Holdings, together as vendors, on 18 October 2018, the Target Group agreed to pay the consideration of RMB100,001,300 regarding the equity transfer for the Target Group's reorganisation. The payable to the vendors is due on 18 October 2019 and is treated as deemed distribution. Pro forma adjustment of RMB100,001,300 was made to illustrate the payable borne by the Enlarged Group upon the completion of the Acquisition.

- (8) Pursuant to the Agreement, the Consideration of RMB499,972,000 shall be settled by issue and allotment of 1,033,000,000 Consideration Shares to the Vendor or her nominee.

The par value of the Consideration Shares is HK\$0.0025 and the share capital of the Company will increase by approximately HK\$2,583,000 (equivalent to approximately RMB2,273,000, based on the exchange rate of HK\$1.00 to RMB0.88).

For the purpose of this Unaudited Pro Forma Financial Information, the fair value of the Consideration Shares is calculated based on the closing price of HK\$0.63 per share of the Company as quoted on the Stock Exchange on 29 June 2018, which is HK\$0.08 higher than the share issue price pursuant to the Agreement (i.e. HK\$0.55), resulting the fair value of consideration to be adjusted by approximately HK\$82,640,000 (equivalent to approximately RMB72,723,000, based on the exchange rate of HK\$1.00 to RMB0.88). Consideration Shares at HK\$0.63 per share with a total amount of approximately HK\$650,790,000 will be recorded in the Group's consolidated financial statements (approximately equivalent to RMB572,695,000, based on the exchange rate of HK\$1.00 to RMB0.88). The difference between the fair value of the Consideration Shares and the carrying amount of net assets of the Target Group will be recorded as merger reserve.

- (9) As the Group and the Target Group are controlled by Mr. Hong together before and after the Acquisition, the Group will account for the Acquisition as a business combination under common control using the principles of merger accounting in accordance with the Accounting Guideline 5 Merger Accounting for Common Control Combinations issued by the Hong Kong Institute of Certified Public Accountants. Under the principles of merger accounting, the consolidated financial statements incorporate the financial statement items of the acquired entities or businesses in which the common control combination occurs from the date when the acquired entities or businesses first come under the control of the controlling party. The net assets of the acquired entities or businesses are consolidated using the existing book values from the controlling party's perspective. No adjustments are made to reflect fair values, or recognise any new assets or liabilities as a result of the common control combination. No amount is recognised in respect of goodwill or excess of acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost at the time of common control combination, to the extent of the contribution of the controlling party's interest. All differences between the cost of acquisition (fair value of consideration paid) and the amounts at which the assets and liabilities are recorded will be recognised directly in equity as part of the merger reserve. Acquisition costs are expensed as incurred.
- (10) In the opinion of the directors of the Company, the fair value of contingent liabilities of the Target Group would be insignificant for the recognition on this Unaudited Pro Forma Financial Information.
- (11) Other than the above adjustments, no other adjustment had been made to the Unaudited Pro Forma Financial Information to reflect any trading results or other transactions of the Enlarged Group and the Target Group entered into subsequent to 31 December 2017.



(C) REPORT ON UNAUDITED PRO FORMA FINANCIAL INFORMATION OF THE ENLARGED GROUP



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INDEPENDENT REPORTING ACCOUNTANTS' ASSURANCE REPORT ON THE COMPILATION OF UNAUDITED PRO FORMA FINANCIAL INFORMATION

To the directors of Differ Group Holding Company Limited

We have completed our assurance engagement to report on the compilation of unaudited pro forma financial information of Differ Group Holding Company Limited (the "Company") and its subsidiaries (collectively the "Group") by the directors of the Company for illustrative purposes only. The unaudited pro forma financial information consists of the unaudited pro forma consolidated statement of financial position as at 30 June 2018, the unaudited pro forma consolidated statement of comprehensive income and the unaudited pro forma consolidated statement of cash flows for the year ended 31 December 2017 and related notes as set out on pages IV-1 to IV-8 of Appendix IV of the Company's circular dated 31 December 2018 (the "Circular"), in connection with the proposed acquisition of the entire equity interest of Prime Thrive Investments Limited (the "Proposed Acquisition"). The applicable criteria on the basis of which the directors of the Company have compiled the unaudited pro forma financial information are described on page IV-1 of Appendix IV of the Circular.

The unaudited pro forma financial information has been compiled by the directors of the Company to illustrate the impact of the Proposed Acquisition on the Group's financial position as at 30 June 2018 as if the Proposed Acquisition had taken place at 30 June 2018; and the Group's financial performance and cash flows for the year ended 31 December 2017 as if the Proposed Acquisition had taken place at 1 January 2017, respectively. As part of this process, information about the Group's financial position has been extracted by the directors of the Company from the Company's interim report for the six months ended 30 June 2018, on which no audit or review report has been published, while information about the Group's financial performance and cash flows has been extracted by the directors from the Group's financial statements for the year ended 31 December 2017, on which an audit report has been published.

**Directors' Responsibility for the Unaudited Pro Forma Financial Information**

The directors of the Company are responsible for compiling the unaudited pro forma financial information in accordance with paragraph 4.29 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and with reference to Accounting Guideline 7 "Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars" ("AG 7") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA").

## **Our Independence and Quality Control**

We have complied with the independence and other ethical requirements of the “Code of Ethics for Professional Accountants” issued by the HKICPA, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Our firm applies Hong Kong Standard on Quality Control 1 “Quality Control for Firms that Perform Audits and Reviews of Financial Statements, and Other Assurance and Related Services Engagements” issued by the HKICPA and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

## **Reporting Accountants’ Responsibilities**

Our responsibility is to express an opinion, as required by paragraph 4.29(7) of the Listing Rules, on the unaudited pro forma financial information and to report our opinion to you. We do not accept any responsibility for any reports previously given by us on any financial information used in the compilation of the unaudited pro forma financial information beyond that owed to those to whom those reports were addressed by us at the dates of their issue.

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3420 “Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus” issued by the HKICPA. This standard requires that the reporting accountants plan and perform procedures to obtain reasonable assurance about whether the directors of the Company have compiled the unaudited pro forma financial information in accordance with paragraph 4.29 of the Listing Rules and with reference to AG 7 issued by the HKICPA.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the unaudited pro forma financial information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the unaudited pro forma financial information.

The purpose of unaudited pro forma financial information included in an investment circular is solely to illustrate the impact of a significant event or transaction on unadjusted financial information of the entity as if the event had occurred or the transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the Proposed Acquisition at 30 June 2018 or 1 January 2017 would have been as presented.

A reasonable assurance engagement to report on whether the unaudited pro forma financial information has been properly compiled on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the unaudited pro forma financial information provide a reasonable basis for presenting the significant effects directly attributable to the event or transaction, and to obtain sufficient appropriate evidence about whether:

- the related unaudited pro forma adjustments give appropriate effect to those criteria; and
- the unaudited pro forma financial information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the reporting accountants' judgement, having regard to the reporting accountants' understanding of the nature of the entity, the event or transaction in respect of which the unaudited pro forma financial information has been compiled, and other relevant engagement circumstances.

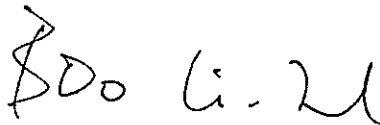
The engagement also involves evaluating the overall presentation of the unaudited pro forma financial information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Opinion**

In our opinion:

- (a) the unaudited pro forma financial information has been properly compiled by the directors of the Company on the basis stated;
- (b) such basis is consistent with the accounting policies of the Group; and
- (c) the adjustments are appropriate for the purposes of the unaudited pro forma financial information as disclosed pursuant to paragraph 4.29(1) of the Listing Rules.



**BDO Limited**  
*Certified Public Accountants*  
Hong Kong

31 December 2018