

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.

AUX

AUX INTERNATIONAL HOLDINGS LIMITED

奧克斯國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2080)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 31 MARCH 2017

The board (the “**Board**”) of directors (the “**Directors**”) of AUX International Holdings Limited (the “**Company**”) announces the consolidated results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the year ended 31 March 2017 together with the comparative figures for the year ended 31 March 2016 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2017

(Expressed in Hong Kong dollars)

	<i>Note</i>	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Revenue	3	102,802	128,964
Other revenue		156	46
Other net loss		(90)	(346)
Cost of inventories sold	4(b)	(23,749)	(29,662)
Staff costs	4(a)	(25,106)	(27,943)
Depreciation		(10,335)	(12,581)
Property rentals and related expenses		(36,652)	(50,290)
Provision for onerous contracts	4(b)	–	(6,479)
Impairment losses on property, plant and equipment		(5,130)	–
Advertising and marketing expenses		(10,106)	(6,784)
Other operating expenses		(18,906)	(21,954)
Loss before taxation	4	(27,116)	(27,029)
Income tax (expense)/credit	5	(1,687)	1,047
Loss and total comprehensive income for the year		<u>(28,803)</u>	<u>(25,982)</u>
Loss per share	6		
Basic and diluted		<u>(9.1) cents</u>	<u>(8.3) cents</u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2017

(Expressed in Hong Kong dollars)

	Note	2017 HK\$'000	2016 HK\$'000
Non-current assets			
Property, plant and equipment	7	26,303	42,466
Intangible asset		–	–
Deferred tax assets		706	2,393
		<u>27,009</u>	<u>44,859</u>
Current assets			
Inventories		4,348	3,340
Trade and other receivables	8	17,123	27,267
Amount due from a related party		2,160	2,160
Tax recoverable		–	1,867
Pledged bank deposits		1,000	4,547
Cash at bank and in hand		93,589	89,604
		<u>118,220</u>	<u>128,785</u>
Current liabilities			
Trade and other payables	9	32,497	32,109
Net current assets		<u>85,723</u>	<u>96,676</u>
NET ASSETS		<u>112,732</u>	<u>141,535</u>
CAPITAL AND RESERVES			
Share capital	10	3,150	3,150
Reserves		109,582	138,385
TOTAL EQUITY		<u>112,732</u>	<u>141,535</u>

NOTES

1 GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 14 January 2013 as an exempted company with limited liability under the Companies Law (2013 Revision) (as consolidated and revised) of the Cayman Islands. The Group is principally engaged in operation of clubbing business.

2 STATEMENT OF COMPLIANCE

The consolidated annual results set out in this announcement do not constitute the Group's consolidated financial statements for the year ended 31 March 2017 but are extracted from those financial statements.

The Group's consolidated financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. The Group's consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. There have been no significant changes to the accounting policies applied in the Group's consolidated financial statements for the years presented as a result of these developments. The Group has not applied any new or revised standard or interpretation that is not yet effective for the current accounting period.

3 REVENUE

The principal activity of the Group is the operation of clubbing business.

Revenue represents the amount received or receivable from the sale of beverages and tobacco products, revenue from club operations (including entrance fees, cloakroom fees and event rental income) and sponsorship income.

The Group's customer base is diversified and no individual customer had transactions which exceeded 10% of the Group's revenue during the years ended 31 March 2017 and 2016.

4 LOSS BEFORE TAXATION

Loss before taxation is arrived at after charging:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
(a) Staff costs		
Contributions to defined contribution retirement plan	702	1,036
Salaries, wages and other benefits	<u>24,404</u>	<u>26,907</u>
	<u>25,106</u>	<u>27,943</u>
(b) Other items		
Depreciation	10,335	12,581
Impairment losses on other receivables	–	517
Impairment losses on property, plant and equipment	5,130	–
Auditors' remuneration		
– audit services	1,440	1,418
– non-audit services	1,833	52
Operating lease charges: minimum lease payments		
– property rentals	33,728	44,516
Cost of inventories sold	23,749	29,662
Provision for onerous contracts *	<u>–</u>	<u>6,479</u>

* In light of the unsatisfactory performance, Beijing Club and DIZZI were closed down on 15 September 2015 and 30 October 2015 respectively. A provision of \$6,479,000 was made for the onerous lease contracts of these two clubs and was fully utilised during the year ended 31 March 2016.

5 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Income tax expense/(credit) in the consolidated statement of profit or loss and other comprehensive income represents:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Current tax		
Over-provision in respect of prior years	–	(20)
Deferred tax		
Origination and reversal of temporary differences	<u>1,687</u>	<u>(1,027)</u>
	<u>1,687</u>	<u>(1,047)</u>

No provision for Hong Kong Profits Tax has been made in the consolidated financial statements for the years ended 31 March 2017 and 2016, as the subsidiaries of the Group either sustained a loss for taxation purpose or their unused tax losses were sufficient to cover their estimated assessable profits.

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands (“BVI”), the Group is not subject to any income tax in these jurisdictions.

6 LOSS PER SHARE

(a) Basic loss per share

The calculation of basic loss per share is based on the loss attributable to ordinary equity shareholders of the Company of \$28,803,000 (2016: \$25,982,000) and the weighted average number of 314,984,000 (2016: 314,905,000) ordinary shares in issue during the year, calculated as follows:

Weighted average number of ordinary shares

	2017 <i>'000</i>	2016 <i>'000</i>
Issued ordinary shares at the beginning of the year	314,984	314,002
Effect of share options exercised	<u>–</u>	<u>903</u>
Weighted average number of ordinary shares at the end of the year	<u>314,984</u>	<u>314,905</u>

(b) **Diluted loss per share**

The diluted loss per share is the same as basic loss per share as there were no dilutive potential ordinary shares in existence during the years ended 31 March 2017 and 2016.

7 PROPERTY, PLANT AND EQUIPMENT

	Furniture, fixtures and equipment <i>HK\$'000</i>	Leasehold improvements <i>HK\$'000</i>	Total <i>HK\$'000</i>
Cost:			
At 1 April 2016	24,900	43,648	68,548
Additions	104	856	960
Disposals	(540)	(1,865)	(2,405)
Adjustments	—	(1,560)	(1,560)
	<u>24,464</u>	<u>41,079</u>	<u>65,543</u>
At 31 March 2017	<u>24,464</u>	<u>41,079</u>	<u>65,543</u>
Accumulated depreciation and impairment losses:			
At 1 April 2016	13,998	12,084	26,082
Charge for the year	3,667	6,668	10,335
Impairment losses	735	4,395	5,130
Written back on disposals	(442)	(1,865)	(2,307)
	<u>17,958</u>	<u>21,282</u>	<u>39,240</u>
At 31 March 2017	<u>17,958</u>	<u>21,282</u>	<u>39,240</u>
Net book value:			
At 31 March 2017	<u>6,506</u>	<u>19,797</u>	<u>26,303</u>
Cost:			
At 1 April 2015	27,889	48,912	76,801
Additions	91	—	91
Disposals	(3,080)	(5,264)	(8,344)
	<u>24,900</u>	<u>43,648</u>	<u>68,548</u>
At 31 March 2016	<u>24,900</u>	<u>43,648</u>	<u>68,548</u>
Accumulated depreciation:			
At 1 April 2015	11,602	9,897	21,499
Charge for the year	5,130	7,451	12,581
Written back on disposals	(2,734)	(5,264)	(7,998)
	<u>13,998</u>	<u>12,084</u>	<u>26,082</u>
At 31 March 2016	<u>13,998</u>	<u>12,084</u>	<u>26,082</u>
Net book value:			
At 31 March 2016	<u>10,902</u>	<u>31,564</u>	<u>42,466</u>

8 TRADE AND OTHER RECEIVABLES

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Trade receivables	609	286
Deposits, prepayments and other receivables	<u>16,514</u>	<u>26,981</u>
	<u>17,123</u>	<u>27,267</u>

At 31 March 2017 and 2016, none of the Group's trade receivables was individually or collectively considered to be impaired. The Group does not hold any collateral over these balances.

The amount of the Group's deposits, prepayments and other receivables expected to be recovered or recognised as expense after more than one year is \$12,341,000 (2016: \$12,107,000), which mainly represents rental deposits for clubs of the Group. All of the other trade and other receivables are expected to be recovered or recognised as expense within one year.

Ageing analysis

As of the end of the reporting period, the ageing analysis of trade receivables (which are included in trade and other receivables), based on the invoice date, is as follows:

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Within 1 month	<u>609</u>	<u>286</u>

The Group's trade receivables mainly represent the credit card sales receivable from financial institutions, which are neither past due nor impaired.

9 TRADE AND OTHER PAYABLES

	2017 <i>HK\$'000</i>	2016 <i>HK\$'000</i>
Trade creditors	3,960	2,407
Other payables and accrued charges	22,928	23,064
Receipts in advance	<u>5,609</u>	<u>6,638</u>
	<u>32,497</u>	<u>32,109</u>

All of the trade and other payables are expected to be settled or recognised as income within one year or are repayable on demand.

Receipts in advance represent the prepayments from customers in respect of the membership schemes operated by the Group.

As of the end of the reporting period, the ageing analysis of trade creditors (which are included in trade and other payables), based on the invoice date, is as follows:

	2017	2016
	HK\$'000	HK\$'000
Within 3 months	1,887	2,407
Over 3 months but within 6 months	2,073	–
	<u>3,960</u>	<u>2,407</u>

10 CAPITAL AND RESERVES

Share capital

	2017		2016	
	No. of shares	Amount	No. of shares	Amount
	'000	HK\$'000	'000	HK\$'000
Authorised:				
Ordinary shares of \$0.01 each	<u>10,000,000</u>	<u>100,000</u>	<u>10,000,000</u>	<u>100,000</u>
Ordinary shares, issued and fully paid:				
At the beginning of the year	314,984	3,150	314,002	3,140
Shares issued under share option scheme (<i>note</i>)	<u>–</u>	<u>–</u>	<u>982</u>	<u>10</u>
At the end of the year	<u>314,984</u>	<u>3,150</u>	<u>314,984</u>	<u>3,150</u>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

Note: Shares issued under share option scheme

During the year ended 31 March 2016, options were exercised to subscribe for 982,000 ordinary shares in the Company at a consideration of \$973,000 of which \$10,000 was credited to share capital and the balance of \$963,000 was credited to the share premium account. \$317,000 has been transferred from the share-based compensation reserve to the share premium account.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the year ended 31 March 2017, the Group has been principally engaged in the operation of clubbing business in Hong Kong. The Group currently owns and operates two clubs, namely Magnum Club and Zentral (the “Clubs”) in Lan Kwai Fong area. The Clubs have been the nightlife entertainment hotspot, where glamorous décor and state-of-the-art facilities are in place, including LED screen walls, crystal chandelier and high-quality audio system, etc. All these create a sensual pleasure to our valuable customers for an excellent clubbing experience. In addition, the clubs are ready in targeting corporate clients to co-organise events aside from the clubbing hours, and to offer all-round “one-stop service”.

The business environment for the clubbing business has become increasingly harsh and challenging in recent years due to weakening customer sentiments and rising costs in rental and staff. The Group will continue its cost control and customer experience enrichment measures to increase customer traffic to maintain pioneer position in clubbing business industry in Hong Kong.

FINANCIAL REVIEW

Revenue

The Group recorded revenue of approximately HK\$102.8 million for the year ended 31 March 2017, representing a decrease of approximately 20.3% as compared with approximately HK\$129.0 million for the year ended 31 March 2016. The decrease in revenue was mainly due to continuously weakening sentiment in consumer market caused by slowdown in economic growth and intense competition in clubbing business.

Staff Costs

The staff costs comprise salaries, wages, discretionary bonuses, membership commissions, tips from customers allocated to staff and other benefits including retirement benefit costs and other allowances and benefits payable to the permanent staff and part time staff. The staff costs decreased by approximately 10.0% or HK\$2.8 million to approximately HK\$25.1 million for the year ended 31 March 2017 from approximately HK\$27.9 million for the year ended 31 March 2016. Such decrease was mainly due to the decrease in manpower of part time staff.

Property Rentals and Related Expenses

The property rentals and related expenses consist of lease payments under operating leases for the Clubs and the Group's headquarters. The property rentals and related expenses decreased by approximately 27% or HK\$13.6 million to approximately HK\$36.7 million for the year ended 31 March 2017 from approximately HK\$50.3 million for the year ended 31 March 2016. Such decrease was mainly due to the closure of Beijing Club.

Advertising and Marketing Expenses

The advertising and marketing expenses primarily consist of advertising and promotional expense, such as the cost of inviting international disc jockeys to the Clubs. The advertising and marketing expenses increased by approximately 48.5% or HK\$3.3 million to approximately HK\$10.1 million for the year ended 31 March 2017 from approximately HK\$6.8 million for the year ended 31 March 2016. Such increase was mainly due to increase of online promotion and promotional activities of the Clubs.

Results for the Year

The Group's loss for the year ended 31 March 2017 was approximately HK\$28.8 million, as compared with the Group's loss of approximately HK\$26.0 million for the year ended 31 March 2016. The net loss was mainly due to a decrease in revenue, as a result of continuously weakening sentiment in consumer market caused by slowdown in economic growth and intense competition in clubbing business.

LIQUIDITY, FINANCIAL RESOURCES AND GEARING

As at 31 March 2017, the Group's total current assets and current liabilities were approximately HK\$118.2 million (31 March 2016: approximately HK\$128.8 million) and approximately HK\$32.5 million (31 March 2016: approximately HK\$32.1 million) respectively, while the current ratio was about 3.6 times (31 March 2016: 4.0 times).

As at 31 March 2017, the Group maintained cash at bank and in hand of approximately HK\$93.6 million (31 March 2016: approximately HK\$89.6 million). The increase in cash at bank and in hand was primarily due to the release of pledged bank deposits of approximately HK\$3.5 million. In the foreseeable future, the Group expects to fund its capital expenditures, working capital and other capital requirements from the net proceeds from the initial public offering (the "IPO"), cash generated from its operations and other financing means which the Company may from time to time consider appropriate.

As at 31 March, 2017, the Group had no borrowings (31 March 2016: Nil). The gearing ratio, which is calculated by dividing total borrowings by total equity, as at 31 March 2017 was zero (31 March 2016: zero).

CAPITAL STRUCTURE

As at 31 March 2017, the total equity of the Group was approximately HK\$112.7 million (31 March 2016: approximately HK\$141.5 million) which was attributable to equity shareholders of the Company. The Group had no borrowings, debt securities or other capital instruments as at 31 March 2017. The Group manages its capital to safeguard the Group's ability to continue as a going concern while maximising the return to shareholders through maintaining the equity and debt in a balanced position.

MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

On 7 November 2016, Starry Chance Limited, a wholly-owned subsidiary of the Company, entered in to an equity transfer agreement (the “**Transfer Agreement**”) with 寧波奧克斯置業有限公司 (Ningbo AUX Real Estate Co., Ltd*), an entity controlled by Mr. Zheng Jian Jiang, the controlling shareholder of the Company. Under the Transfer Agreement, Starry Chance Limited agreed to acquire the entire equity interest of 寧波奧克斯物業服務有限公司 (Ningbo AUX Property Management Services Co., Ltd.*) (“**Ningbo AUX Property**”) at a consideration of RMB153,000,000. The transaction was completed in May 2017 and Ningbo AUX Property has become a wholly-owned subsidiary of the Company.

The Group did not have any disposals of subsidiaries and associated companies during the year ended 31 March 2017.

CHARGE ON ASSETS

As at 31 March 2017, the Group's pledged bank deposits was approximately HK\$1.0 million (31 March 2016: approximately HK\$4.5 million).

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

As stated in the circular of the Company dated 28 February 2017, the Group expected to diversify income stream and enhance earning profile through acquisition of Ningbo AUX Property. The Group intends to conduct more in-depth reviews on the suitable development strategies for the Group, including the feasibility of diversifying the income stream of the Group by exploring different business and investment opportunities in different business areas such as trading, property management, big healthcare, internet information technology and other emerging industries, which may or may not include any assets and/or business acquisitions or disposals by the Group, and will consider all options. Any such plans will be subject to review and approval by the Board and compliance with the applicable requirements under the Listing Rules where appropriate.

FOREIGN EXCHANGE EXPOSURE

The Directors believe that the Group's exposure to foreign currency risk is minimal as the monetary assets, liabilities and transactions are principally denominated in Hong Kong dollars.

CONTINGENT LIABILITIES

As at 31 March 2017, the Group did not have any material contingent liabilities.

EMPLOYEE AND REMUNERATION POLICY

As at 31 March 2017, the Group employed approximately 113 employees (31 March 2016: 153 employees). The Group offers competitive remuneration packages to its staff, including share option scheme, mandatory provident fund scheme and discretionary bonus.

PROSPECTS

The current economic situation and consumer market sentiment have presented great challenges to the clubbing business. However, we believe that the recognition and awareness of our clubbing business brand in the industry will bring benefit to current and future development of the Group. The rental level in Hong Kong is expected to reduce in 2017. In view of this, we will pay close attention to the downward trend and adjust our strategy, relocate the resources, and improve the efficiency of working capital. The Group will continuously improve the clubbing business under the precondition of cost control.

At the meantime, the Group continues to focus on market changes and seek suitable opportunities to develop business in different industry sectors and broaden the income sources. By virtue of this, stable income and growth will benefit from long-term development of the Group, and the returns to shareholders will be increased accordingly. We will not preclude the possibility to pursue suitable investment opportunities in e-commerce, big healthcare, internet information technology and other emerging industries.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the year ended 31 March 2017 (31 March 2016: Nil).

USE OF PROCEEDS FROM THE IPO

It was disclosed in the section headed “Future Plans, Reasons for Listing and Use of Proceeds” in the prospectus of the Company dated 13 January 2014 (the “**Prospectus**”) that the net proceeds from the IPO amounting to approximately HK\$80.4 million (assuming the Over-allotment Option would not be exercised) were intended to be applied as follows:

- approximately HK\$40.2 million, representing approximately 50% of the net proceeds, would be used for opening costs of Zentral;
- approximately HK\$16.1 million, representing approximately 20% of the net proceeds, would be used for marketing purposes;
- approximately HK\$16.1 million, representing approximately 20% of the net proceeds, would be used for the research of expansion plan in regions other than Hong Kong; and
- approximately HK\$8.0 million, representing 10% of the net proceeds, would be used for additional working capital and other general corporate purposes.

The net proceeds received from the IPO (after exercise of the Over-allotment Option (as defined in the Prospectus), excluding listing related expenses, amounted to approximately HK\$105.6 million. On the basis as disclosed in the Prospectus, the actual amount of net proceeds from the IPO shall be applied as follows:

- approximately HK\$52.8 million, representing approximately 50% of the net proceeds, would be used for opening costs of Zentral;
- approximately HK\$21.1 million, representing approximately 20% of the net proceeds, would be used for marketing purposes;
- approximately HK\$21.1 million, representing approximately 20% of the net proceeds, would be used for the research of expansion plan in regions other than Hong Kong; and
- approximately HK\$10.6 million, representing 10% of the net proceeds, would be used for additional working capital and other general corporate purposes.

As of 31 March 2017, the Group had used approximately HK\$19.5 million and approximately HK\$10.4 million respectively for the decoration and other opening costs for Zentral and for additional working capital and other general corporate purposes. The remaining net proceeds from the IPO of approximately HK\$75.7 million remained unutilised and have been deposited at licensed financial institutions in Hong Kong.

CHANGE IN USE OF PROCEEDS AND REASONS FOR THE CHANGE

After careful consideration and detailed evaluation of the Group's operations, the Directors of the Company had resolved to change the use of the unutilised net proceeds from the IPO as follows:

- approximately HK\$57 million will be used for the settlement of consideration payable for acquisition of Ningbo AUX Property;
- approximately HK\$10.7 million will be used for the research of business expansion including but not limited to clubbing business and property management business; and
- approximately HK\$8.0 million will be used for capital expenditures, working capital, other capital requirements and other general corporate purposes.

In considering the change in use of proceeds, the Directors have taken into account the following factors:

- (i) as a result of the effective cost control measures adopted by the Company, the actual amount of proceeds required and utilized for development of Zentral was smaller than estimated;
- (ii) banks in Hong Kong have been persistently offering low interest rates for deposits;
- (iii) the Company has been actively exploring investment opportunities that are beneficial to the Company's long term development, with a view to broadening its income source and bringing stable and additional cash inflow to the Company, and the Directors consider that the acquisition of Ningbo AUX Property will diversify the Company's income streams and enhance the Company's earning profile;
- (iv) the Group has applied its internal resources (other than net proceeds from the IPO) to fund its marketing activities since the listing of the Company and it is expected that the Group will continue to have sufficient internal resources (other than next proceeds from the IPO) to meet the relevant funding requirements;
- (v) the Group has applied its internal resources (other than net proceeds from the IPO) to fund its research on business expansion since the listing of the Company and it is expected that the Group will be able to meet part of the expenses to be incurred in further research on business expansion with its internal resources (other than net proceeds from the IPO);
- (vi) the Company has reviewed the financial statements for previous years and noted that approximately HK\$8.0 million will be needed for capital expenditures, working capital, other capital requirements and other general corporate purposes per annum;

As such, the Company made the above change in use of proceeds to better utilise the remaining net proceeds from IPO. The Board considers that the change will allow the Company to deploy its financial resources more effectively and is in the best interest of the Company and its shareholders as a whole.

CORPORATE GOVERNANCE

The Company has adopted the Corporate Governance Code (the “**CG Code**”) contained in Appendix 14 to the Listing Rules as its corporate governance code of practices. The Board is of opinion that the Company has complied with the CG Code throughout the year ended 31 March 2017.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set forth in Appendix 10 to the Listing Rules as the code for securities transactions by the Directors. The Company has made specific enquiry with all Directors and all Directors have confirmed that they complied with the Model Code throughout the year ended 31 March 2017.

PURCHASE, SALE OR REDEMPTION OF THE LISTED SECURITIES OF THE COMPANY

During the year ended 31 March 2017, neither the Company nor any of its subsidiaries have purchased, sold or redeemed any of the Company’s listed securities.

REVIEW OF ANNUAL RESULTS BY THE AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) on 3 January 2014. The Audit Committee consists of three independent non-executive Directors, namely, Mr. Bau Siu Fung (chairman of the Audit Committee), Mr. Poon Chiu Kwok and Ms. Lou Aidong.

The Audit Committee has reviewed the Group’s consolidated financial statements and annual results for the year ended 31 March 2017. The Audit Committee is of the view that these financial statements have been prepared in accordance with the applicable accounting standards, the Listing Rules and the statutory provisions, and sufficient disclosures have already been made.

SCOPE OF WORK OF KPMG

The financial figures in respect of Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 March 2017 as set out in the preliminary announcement have been compared by the Group's auditor, KPMG, Certified Public Accountants, to the amounts set out in the Group's draft consolidated financial statements for the year and the amounts were found to be in agreement. The work performed by KPMG in this respect did not constitute an audit, review or other assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently no assurance has been expressed by the auditor.

PUBLICATION OF RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The results announcement is published on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk and the website of the Company at www.auxint.com. The annual report for the year ended 31 March 2017 will be dispatched to the shareholders and published on the above websites in due course.

* *For identification purpose only*

By order of the Board
AUX International Holdings Limited
Zheng Jiang
Chairman

Hong Kong, 22 June 2017

As at the date of this announcement, the executive Directors are Mr. Zheng Jiang, Mr. Chan Hon Ki, Ms. Chen Huajuan and Ms. Shen Guoying and the independent non-executive Directors are Mr. Poon Chiu Kwok, Mr. Bau Siu Fung and Ms. Lou Aidong.