

Stream Ideas Group Limited

源想集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8401)

THIRD QUARTERLY RESULTS ANNOUNCEMENT FOR THE NINE MONTHS ENDED 31 DECEMBER 2022

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

GEM has been positioned as a market designed to accommodate small and mid-sized 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.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board 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 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.

*This announcement, for which the directors (the “**Directors**”) of Stream Ideas Group 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 referred 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 announcement 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 announcement misleading.*

THIRD QUARTERLY RESULTS

The board of directors of the Company (the “**Board**”) is pleased to present the unaudited condensed consolidated results of the Group for the nine months ended 31 December 2022 (the “**Relevant Period**”), together with the comparative figures for the nine months ended 31 December 2021 (the “**Previous Period**”), as follows:

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

For the nine months ended 31 December 2022

	<i>Note</i>	2022 <i>HK\$’000</i> (Unaudited)	2021 <i>HK\$’000</i> (Unaudited)
Revenue	3	10,975	13,741
Cost of services		<u>(6,808)</u>	<u>(8,585)</u>
Gross profit		4,167	5,156
Other (loss)/income, net	4	(1,086)	934
Selling and distribution costs		(5,061)	(5,323)
Administrative and other operating expenses		<u>(9,751)</u>	<u>(8,717)</u>
Loss from operations		(11,731)	(7,950)
Finance costs		<u>(13)</u>	<u>(4)</u>
Loss before taxation		(11,744)	(7,954)
Income tax	6	<u>(104)</u>	<u>(154)</u>
Loss for the period		(11,848)	(8,108)
Other comprehensive income/(expense), net of tax			
<i>Item that may be reclassified subsequently to profit or loss (nil of tax effect):</i>			
Foreign currency translation differences for foreign operations		<u>690</u>	<u>(230)</u>
Total comprehensive expense for the period		<u><u>(11,158)</u></u>	<u><u>(8,338)</u></u>
Losses per share	7		
— Basic (HK\$)		<u><u>(0.06)</u></u>	<u><u>(0.04)</u></u>
— Diluted (HK\$)		<u><u>(0.06)</u></u>	<u><u>(0.04)</u></u>

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 31 December 2022

	Attributable to equity shareholders of the Company					Total equity HK\$'000
	Share capital HK\$'000	Share premium HK\$'000	Capital reserve HK\$'000	Exchange reserve HK\$'000	Accumulated losses HK\$'000	
As at 1 April 2021	2,000	71,988	383	(501)	(27,027)	46,843
Loss for the period	-	-	-	-	(8,108)	(8,108)
Other comprehensive expense	-	-	-	(230)	-	(230)
Total comprehensive expense	-	-	-	(230)	(8,108)	(8,338)
Balance as at 31 December 2021 (Unaudited)	<u>2,000</u>	<u>71,988</u>	<u>383</u>	<u>(731)</u>	<u>(35,135)</u>	<u>38,505</u>
As at 1 April 2022	2,000	71,988	383	(715)	(40,155)	33,501
Loss for the period	-	-	-	-	(11,848)	(11,848)
Other comprehensive income	-	-	-	690	-	690
Total comprehensive income/(expense)	-	-	-	690	(11,848)	(11,158)
Balance as at 31 December 2022 (Unaudited)	<u>2,000</u>	<u>71,988</u>	<u>383</u>	<u>(25)</u>	<u>(52,003)</u>	<u>22,343</u>

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Stream Ideas Group Limited was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Act of the Cayman Islands. The registered office of the Company is located at PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands. The principal place of business of the Company is located at Unit 402A, 4/F, Benson Tower, 74 Hung To Road, Kwun Tong, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in the provision of online advertising services.

2. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The unaudited condensed consolidated financial statements for the nine months ended 31 December 2022 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 HKICPA, accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance (Cap 622, Laws of Hong Kong). The financial statements also comply with the applicable disclosure provisions of the GEM Listing Rules.

The unaudited condensed consolidated financial statements for the nine months ended 31 December 2022 have not been audited by the Company’s independent auditors but have been reviewed by the Company’s Audit Committee.

3. REVENUE AND SEGMENT INFORMATION

(a) Revenue

The principal activity of the Group is the provision of online advertising services. Revenue represents the service revenue from the provision of online advertising services.

The Group has one reportable segment which is the provision of online advertising services. The Group’s chief operating decision maker, which has been identified as the board of directors, reviews the consolidated results of the Group for the purposes of resource allocation and performance assessment. Therefore, no additional reportable segment information has been presented.

(b) Segment reporting

Geographic information

The following table sets out information about the geographical location of (i) the Group’s revenue from external customers and (ii) the Group’s property, plant and equipment and intangible assets (“**Specified non-current assets**”). The geographical location of customers is based on the location at which the service was provided. The geographical location of the Specified non-current assets is based on the physical location of the operation to which they are allocated.

	Nine months ended 31 December			
	Revenue from		Specified	
	external customers		non-current assets	
	2022	2021	2022	2021
<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	
(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
Hong Kong	7,712	10,058	487	1,211
Taiwan	2,448	2,422	138	45
Southeast Asia	815	1,261	26	29
	<u>10,975</u>	<u>13,741</u>	<u>651</u>	<u>1,285</u>

4. OTHER (LOSS)/INCOME, NET

	Nine months ended	
	2022	2021
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Interest income	4	3
Fair value (loss)/gain on financial assets at fair value through profit or loss	(1,378)	822
Government grant	288	96
Sundry income	—	13
	<u>(1,086)</u>	<u>934</u>

5. LOSS BEFORE TAXATION

	Nine months ended	
	2022	2021
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Finance cost — interest on lease liabilities	13	4
Staff costs (including directors' emoluments)	9,330	9,207
Auditor's remuneration	745	736
Depreciation charge		
— owned property, plant and equipment	62	73
— right-of-use assets	249	203
Amortisation of intangible assets	608	953
Net foreign exchange loss/(gain)	<u>889</u>	<u>(32)</u>

6. INCOME TAX

	Nine months ended 31 December	
	2022	2021
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Current tax — Hong Kong		
Provision for the period	–	–
Current tax — Overseas		
Provision for the period	104	154
Deferred tax		
Origination of temporary differences	–	–
	<u>104</u>	<u>154</u>

Notes:

- (i) Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in these jurisdictions.
- (ii) No provision for Hong Kong Profits Tax has been made in the financial statements as the Group sustained a loss for Hong Kong Profits Tax for the nine months ended 31 December 2022 and 2021.
- (iii) In accordance with the relevant Taiwan rules and regulations, the Taiwan Corporate Income Tax rate applicable to the Group's subsidiary in Taiwan is 20% for the nine months ended 31 December 2022 (2021: 20%).
- (iv) Taxation for overseas subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant countries.

7. LOSSES PER SHARE

The calculation of the basic losses per share for the nine months ended 31 December 2022 and 2021 are based on the following:

	Nine months ended	
	31 December	
	2022	2021
	(Unaudited)	(Unaudited)
Loss for the period attributable to equity shareholders of the Company (HK\$'000)	(11,848)	(8,108)
Weighted average number of ordinary shares in issue during the period ('000)	200,000	200,000
Basic and diluted losses per share (HK\$)	<u>(0.06)</u>	<u>(0.04)</u>

During the nine months ended 31 December 2022 and 2021, there was no dilutive potential ordinary shares in issue.

The amount of dilutive losses per share is the same as basic losses per share for the nine months ended 31 December 2022 and 2021.

8. DIVIDEND

The Board does not recommend the payment of any dividend for the nine months ended 31 December 2022 (2021: nil).

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

The Group principally engages in the provision of online advertising services, which consist of social viral service, engager service and mass blogging service. Its business primarily operates in Hong Kong, Taiwan, Malaysia, Indonesia and the Philippines. The Group's services are delivered via its self-developed platforms, which allow clients to match their advertising campaigns or contents with the Group's relevant members based on their demographic details and behaviours, such as consumption patterns of certain products and services and brand preferences.

The Group has recorded approximately 20.1% decrease in revenue to approximately HK\$10,975,000 (2021: approximately HK\$13,741,000) for the Relevant Period.

Gross profit (after reversal of JAG points i.e. the points which the Group distributes to reward its members to participate in the Group's advertising campaigns) decreased by approximately 19.2% to approximately HK\$4,167,000 (2021: approximately HK\$5,156,000). The Group recorded a loss for the Relevant Period of approximately HK\$11,848,000 (2021: loss of approximately HK\$8,108,000).

By geographical market

During the Relevant Period, approximately 70.3% of the Group's revenue (2021: approximately 73.2%) was generated from clients in Hong Kong, while approximately 22.3% (2021: approximately 17.6%) was generated from clients in Taiwan. Clients in Southeast Asian markets contributed approximately 7.4% of the revenue of the Group (2021: approximately 9.2%).

Hong Kong

During the Relevant Period, revenue from Hong Kong decreased to approximately HK\$7,712,000 from approximately HK\$10,058,000 for the Previous Period, representing approximately 23.3% decrease. The business environment is still challenging, with increasing competition from other online advertising service providers and unstable economic environment. The Group will continue to adjust its service mix to meet clients' needs.

Taiwan

During the Relevant Period, the operating environment in Taiwan continued to be challenging, mainly attributable to the changing behaviour of internet users and increasing competition from other online advertising service providers. The Group is also dealing with the change with a shift of focus on service type. However, with a mix of slow recovery of pandemic and various challenges encountered, the revenue from Taiwan for the Relevant Period slightly increased to approximately HK\$2,448,000 (2021: approximately HK\$2,422,000).

Southeast Asia

Regular business flow continues to be slower than expected following the post COVID-19 lockdown phase. During the Relevant Period, total revenue from the Southeast Asia operations was approximately HK\$815,000 (2021: approximately HK\$1,261,000). To rejuvenate sales and to better meet the needs of our customers, we have launched new advertising services to help customers to promote on the popular social networking platform TikTok. To streamline operations, the Group intends to withdraw operations from Singapore and focus resources on Malaysia, Indonesia and the Philippines.

PROSPECTS

As the COVID-19 lockdown measures continue to ease in those markets we operate in, we anticipate the advertising industry to gradually recover and return to growth phase in the near future. The Group remains confident in its ability to rejuvenate sales with our experienced sales team, differentiated advertising services, our strengthened member base and our extensive relationship with reputable clients in various industries. Leveraging on our good relations with media agencies, the Group also expects substantial opportunities such as referrals to media agencies' extensive client base, which will ensure stable and continuous requests for services. The Group's self-developed platforms have also served as an excellent tool for realising clients' performance targets while driving business growth. Looking ahead, the Group will focus on grooming our new operations to maturity and driving our core markets to new heights.

To accomplish these objectives, the Group also plans to recruit more talents to strengthen its workforce, especially for business development. This will enable the Group to better cater for the ever-changing needs of various industries, as well as those of the existing and potential clients. In addition, the Group will focus on enriching its member base from different segments such as age group, interest and lifestyle to enhance the diversity of the Group's membership base and thereby attract more clients.

With years of experience, well-established reputation, and first-mover advantage, the Group will continue to leverage on such strengths to reinforce its leading position in the industry. At the same time, by further enhancing these attributes, the Group remains committed to its vision of becoming the preferred online marketing partner for advertising agencies and brand owners.

DIVIDEND

The Board does not recommend the payment of dividend for the Relevant Period.

FINANCIAL REVIEW

Revenue

The Group's revenue decreased from approximately HK\$13,741,000 for the Previous Period to approximately HK\$10,975,000 for the Relevant Period, representing a decrease of approximately 20.1%, primarily attributable to the decrease in sales in Hong Kong.

Cost of Services

The Group's cost of services decreased by approximately 20.7% from approximately HK\$8,585,000 for the Previous Period to approximately HK\$6,808,000 for the Relevant Period. The decrease was in line with the decrease in sales.

Gross Profit

Gross profit of the Group decreased by approximately 19.2% from approximately HK\$5,156,000 for the Previous Period to approximately HK\$4,167,000 for the Relevant Period.

Other (loss)/income, net

Other (loss)/income, net primarily consists of fair value (loss)/gain on financial assets at fair value through profit or loss, government grant and others. Other loss, net of the Group was approximately HK\$1,086,000 for the Relevant Period compared to other income, net of approximately HK\$934,000 for the Previous Period. The increase in other loss was mainly attributable to fair value loss on the UBS wealth management product.

Selling and Distribution Costs

Selling and distribution costs of the Group slightly decreased by 4.9% from approximately HK\$5,323,000 for the Previous Period to approximately HK\$5,061,000 for the Relevant Period. Selling and distribution costs primarily consist of advertising and promotion expenses and staff costs. Selling and distribution costs were relatively stable during the Relevant Period.

Administrative and Other Operating Expenses

Administrative and other operating expenses of the Group increased by approximately 11.9% from approximately HK\$8,717,000 for the Previous Period to approximately HK\$9,751,000 for the Relevant Period. Administrative and other operating expenses mainly consist of staff costs, professional fees, office supplies and stationeries and others. The increase was mainly attributable to the increase in net foreign exchange loss.

Income Tax Expenses

Income tax for the Group decreased from approximately HK\$154,000 for the Previous Period to approximately HK\$104,000 for the Relevant Period. The decrease was in line with the decrease in taxable profits of our subsidiaries in the Relevant Period.

Loss for the Relevant Period

The Group's net loss was approximately HK\$11,848,000 for the Relevant Period as compared to net loss of approximately HK\$8,108,000 for the Previous Period. The increase in net loss was mainly attributable to the decrease in revenue, increase in other loss and administrative and other operating expenses for the Relevant Period.

Foreign Exchange Exposure

The functional currency and reporting currency for the Company and its subsidiaries is Hong Kong dollar, except that the functional currencies of certain subsidiaries are New Taiwan dollar, Malaysian Ringgit, Indonesian Rupiah, Philippine peso, Singapore dollar and Chinese Renminbi. During the Relevant Period, the Group was not exposed to any significant currency risk. The management will monitor its foreign exchange exposure from time to time and will consider implementing hedging measures if and when necessary.

Event after the Relevant Period

There is no significant event subsequent to 31 December 2022 which would materially affect the Group's operation and financial performance.

OTHER INFORMATION

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the Relevant Period and up to the date of this announcement, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

CORPORATE GOVERNANCE CODE

During the Relevant Period and up to the date of this announcement, the Company has complied with all the code provisions (“**Code Provisions**”) of the Corporate Governance Code effective on or before 31 December 2022 as set out in Appendix 15 of the GEM Listing Rules (the “**CG Code**”) except the following deviation. Under Code Provision C.2.1, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Meanwhile, Code Provisions C.2.2 to C.2.9 further stipulate the roles of chairman for good corporate governance practices. As the Company has not specifically appointed any one with the respective title of “chairman” and “chief executive officer”, the Company has deviated from the aforesaid Code Provisions C.2.1 to C.2.9. The roles of chairman and chief executive officer have been jointly performed by the three executive Directors, Ms. Jenny Cheung, Mr. Anakin Law and Mr. Garlos Lee collectively. Since the three executive Directors are the founders of the Company and have in-depth knowledge about the management as well as the business operations of the Company, the Board believes that vesting the roles of chairman and chief executive officer in the three executive Directors allows efficient business planning and decisions.

The Board is also of the opinion that the following matters can still be carried out properly under the current structure:

- (i) all Directors are properly briefed on issues arising at board meetings (Code Provision C.2.2);
- (ii) all Directors receive accurate and adequate information in a timely manner (Code Provision C.2.3);
- (iii) establishment of corporate governance practice and procedures (Code Provision C.2.5);
- (iv) effective communication with shareholders (Code Provision C.2.8); and
- (v) full and active contribution of all Directors to the affairs of the Board and constructive relations between executive and non-executive Directors (Code Provisions C.2.6 and C.2.9).

Further, the company secretary has been delegated to compile agenda for Board meetings, taking into account any matters proposed by the Directors (Code Provision C.2.4).

CODE OF CONDUCT REGARDING 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 “**Securities Dealing Code**”).

Specific enquiries have been made with all Directors, and all Directors confirmed in writing that they have complied with the required standards set out in the Securities Dealing Code during the Relevant Period and up to the date of this announcement.

SHARE OPTION SCHEME

The Company’s share option scheme (the “**Share Option Scheme**”) was approved by a resolution of the Company’s shareholders passed on 7 March 2018. The principal terms of the Share Option Scheme, a summary of which was set out in Appendix IV to the prospectus of the Company dated 16 March 2018 (the “**Prospectus**”), are in compliance with the provisions under Chapter 23 of the GEM Listing Rules.

During the Relevant Period and up to the date of this announcement, there was no options granted, exercised, lapsed or cancelled under the Share Option Scheme. As at 31 December 2022, there was no outstanding share option not yet exercised under the Share Option Scheme.

COMPETING BUSINESS AND CONFLICT OF INTERESTS

The Directors were not aware of any business or interests of the Directors nor the controlling shareholder of the Company nor any of their respective associates (as defined in the GEM Listing Rules) that compete or may compete with the business of the Company and any other conflicts of interest which any such person has or may have with the Group during the Relevant Period. None of the Directors, the controlling shareholders or substantial shareholders of the Company or any of its respective close associates has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group, as defined in the GEM Listing Rules, or has any other conflict of interests with the Group during the Relevant Period, and the Directors confirm that none of them is engaged in any business which directly or indirectly, competes or is likely to compete with the business of the Company and any of its subsidiaries or has interest in such business.

AUDIT COMMITTEE

The Company established an audit committee (the “**Audit Committee**”) on 7 March 2018 with its written terms of reference in compliance with Rule 5.28 of the GEM Listing Rules and paragraph C.3 and paragraph D.3 of the CG Code. The Audit Committee comprises three independent non-executive Directors, namely, Mr. Ho Ho Tung Armen, Mr. Fenn David and Mr. Kwan Chi Hong. Mr. Ho Ho Tung Armen is the chairman of the Audit Committee.

The primary duties of the Audit Committee are to assist the Board by providing an independent view of the effectiveness of the financial reporting process, internal control and risk management systems of the Group, overseeing the audit process and performing other duties and responsibilities as assigned by the Board.

The Audit Committee has reviewed the unaudited condensed consolidated financial statements of the Group for the Relevant Period and is of the opinion that such statements comply with the applicable accounting standards, the GEM Listing Rules and legal requirements, and that adequate disclosures have been made.

By Order of the Board
Stream Ideas Group Limited
Law Ka Kin
Executive Director

Hong Kong, 6 February 2023

As at the date of this announcement, the Board of Directors comprises five executive Directors, namely Ms. Cheung Lee, Mr. Law Ka Kin, Mr. Lee Wing Leung Garlos, Mr. Leung Wai Lun and Ms. Xu Xiuhong; and five independent non-executive Directors, namely Mr. Kwan Chi Hong, Mr. Fenn David, Mr. Ho Ho Tung Armen, Ms. Guo Hongyan and Mr. Xu Jianguo.

This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its publication and on the website of the Company at www.stream-ideas.com.