WLS Holdings Limited
滙隆控股有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 8021)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 30 APRIL 2018

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED ("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.

This announcement, for which the directors ("Directors") of WLS Holdings Limited ("Company") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules ("GEM Listing Rules") Governing the Listing of Securities on GEM of the Stock Exchange for the purpose of giving information with regard to the Company. 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.

* *For identification purpose only*

ANNUAL RESULTS

The board of Directors ("Board") of the Company announces the consolidated results of the Company and its subsidiaries (together the "Group") for the year ended 30 April 2018, together with comparative audited figures for the preceding financial year, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 30 April 2018

	NOTES	2018 HK$'000	2017 HK$'000
Turnover	3	**152,175**	185,633
Cost of sales		**(98,813)**	(138,499)
Gross profit		**53,362**	47,134
Other income	5	**3,462**	12,456
Other gains and (losses)	6	**(108,401)**	923
Operating and administrative expenses		**(75,693)**	(70,811)
Fair value gain on investment properties		**12,000**	4,350
Gain on disposal of property, plant and equipment		**584**	853
Gain on disposal of a subsidiary		**–**	2,309
Loss on disposal and write-off of property, plant and equipment		**(1,190)**	(1,592)
Finance costs	7	**(6,593)**	(5,232)
Share of results of associates		**–**	176
Loss before taxation		**(122,469)**	(9,434)
Taxation	8	**(257)**	(5,211)
Loss for the year	9	**(122,726)**	(14,645)
(Loss)/profit for the year attributable to:			
Owners of the Company		**(109,788)**	(15,954)
Non-controlling interests		**(12,938)**	1,309
		(122,726)	(14,645)
Loss per share – basic and diluted	11	**(HK0.848 cent)**	(HK0.125 cent)

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 April 2018

	2018	2017
	HK$'000	*HK$'000*
Loss for the year	**(122,726)**	(14,645)
Other comprehensive (expense)/income:		
Items that may be reclassified subsequently to profit or loss:		
Exchange differences arising on translation of an foreign associate	**–**	13
Fair value (loss)/gain on available-for-sale investments	**(21,705)**	702
Other comprehensive (expense)/income for the year, net of tax	**(21,705)**	715
Total comprehensive expense for the year	**(144,431)**	(13,930)
Total comprehensive (expense)/income for the year attributable to:		
Owners of the Company	**(131,493)**	(15,239)
Non-controlling interests	**(12,938)**	1,309
	(144,431)	(13,930)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 April 2018

	NOTES	**2018** **HK$'000**	2017 *HK$'000*
Non-current assets			
Investment properties		**56,570**	44,570
Property, plant and equipment		**20,112**	30,142
Goodwill		**25,366**	–
Intangible asset		**41,900**	–
Interests in associates and a joint venture		**–**	–
Available-for-sale investments		**20,921**	90,633
Loan and interest receivables	*12*	**273,373**	72,190
Deposits and other receivables		**1,411**	705
Deferred tax assets		**208**	102
		439,861	238,342
Current assets			
Loan and interest receivables	*12*	**230,235**	354,663
Prepayments, deposits and other receivables		**8,672**	5,452
Trade receivables	*13*	**48,507**	64,140
Amounts due from customers for contract work		**11,869**	7,705
Inventories		**372**	299
Retention monies receivables	*14*	**3,471**	1,504
Financial assets at fair value through profit or loss		**63,772**	90,240
Tax recoverable		**13**	13
Bank balances and cash – trust account		**22,918**	136
Bank balances and cash – general accounts		**98,804**	190,217
		488,633	714,369

CONSOLIDATED STATEMENT OF FINANCIAL POSITION *(Continued)*
At 30 April 2018

	NOTES	**2018** ***HK$'000***	2017 *HK$'000*
Current liabilities			
Amounts due to customers for contract work		**12,406**	8,488
Trade and other payables	*15*	**64,033**	40,716
Retention monies payables		**1,183**	1,156
Tax payable		**1,808**	3,239
Obligations under finance leases – current portion	*16*	**751**	714
Bank borrowings	*17*	**29,006**	32,229
Other loan and other borrowings	*18*	**92,000**	20,000
Bank overdrafts	*17*	**15,258**	7,365
		216,445	113,907
Net current assets		**272,188**	600,462
Total assets less current liabilities		**712,049**	838,804
Non-current liabilities			
Obligations under finance leases – non-current portion		**1,431**	2,173
Deferred tax liabilities		**169**	374
Other loan and other borrowings	*18*	**–**	54,000
		1,600	56,547
Net assets		**710,449**	782,257
Capital and reserves			
Share capital		**143,670**	127,670
Reserves		**583,586**	658,456
Equity attributable to owners of the Company		**727,256**	786,126
Non-controlling interests		**(16,807)**	(3,869)
Total equity		**710,449**	782,257

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 30 April 2018

	Attributable to the owners of the Company										
	Share capital *HK$'000*	**Share premium** *HK$'000*	**Contributed surplus** *HK$'000* *(Note 1)*	**Merger reserve** *HK$'000* *(Note 2)*	**Share option reserve** *HK$'000* *(Note 3)*	**Exchange reserve** *HK$'000*	**Investment revaluation reserve** *HK$'000*	**Accumulated losses** *HK$'000*	**Total** *HK$'000*	**Non-controlling interests** *HK$'000*	**Total equity** *HK$'000*
At 1 May 2016	127,670	507,430	191,087	2,222	2,364	(13)	16,352	(45,747)	801,365	(5,178)	796,187
Loss for the year	–	–	–	–	–	–	–	(15,954)	(15,954)	1,309	(14,645)
Exchange differences arising on translation of an foreign associate	–	–	–	–	–	13	–	–	13	–	13
Fair value gain on available-for-sale investments	–	–	–	–	–	–	702	–	702	–	702
Other comprehensive income for the year	–	–	–	–	–	13	702	–	715	–	715
Total comprehensive expense for the year	–	–	–	–	–	13	702	(15,954)	(15,239)	1,309	(13,930)
Share options expired during the year	–	–	–	–	(2,364)	–	–	2,364	–	–	–
At 30 April 2017	127,670	507,430	191,087	2,222	–	–	17,054	(59,337)	786,126	(3,869)	782,257

	Attributable to the owners of the Company										
	Share capital *HK$'000*	**Share premium** *HK$'000*	**Contributed surplus** *HK$'000* *(Note 1)*	**Merger reserve** *HK$'000* *(Note 2)*	**Share option reserve** *HK$'000* *(Note 3)*	**Exchange reserve** *HK$'000*	**Investment revaluation reserve** *HK$'000*	**Accumulated losses** *HK$'000*	**Total** *HK$'000*	**Non-controlling interests** *HK$'000*	**Total equity** *HK$'000*
At 1 May 2017	**127,670**	**507,430**	**191,087**	**2,222**	**–**	**–**	**17,054**	**(59,337)**	**786,126**	**(3,869)**	**782,257**
Loss for the year	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(109,788)**	**(109,788)**	**(12,938)**	**(122,726)**
Fair value loss on available-for-sale investments	**–**	**–**	**–**	**–**	**–**	**–**	**(21,705)**	**–**	**(21,705)**	**–**	**(21,705)**
Other comprehensive expense for the year	**–**	**–**	**–**	**–**	**–**	**–**	**(21,705)**	**–**	**(21,705)**	**–**	**(21,705)**
Total comprehensive expense for the year	**–**	**–**	**–**	**–**	**–**	**–**	**(21,705)**	**(109,788)**	**(131,493)**	**(12,938)**	**(144,431)**
Reclassification adjustment upon impairment recognised in respect of available-for-sale investments	**–**	**–**	**–**	**–**	**–**	**–**	**17,928**	**–**	**17,928**	**–**	**17,928**
Reclassification adjustment upon loss on disposal recognised in respect of available-for-sale investments	**–**	**–**	**–**	**–**	**–**	**–**	**(20,525)**	**–**	**(20,525)**	**–**	**(20,525)**
Reclassification adjustment upon gain on redemption recognised in respect of available-for-sale investments	**–**	**–**	**–**	**–**	**–**	**–**	**(860)**	**–**	**(860)**	**–**	**(860)**
New issue of consideration shares *(Note 19)*	**16,000**	**52,800**	**–**	**–**	**–**	**–**	**–**	**–**	**68,800**	**–**	**68,800**
Recognition of equity-settled share-based payment	**–**	**–**	**–**	**–**	**7,280**	**–**	**–**	**–**	**7,280**	**–**	**7,280**
At 30 April 2018	**143,670**	**560,230**	**191,087**	**2,222**	**7,280**	**–**	**(8,108)**	**(169,125)**	**727,256**	**(16,807)**	**710,449**

Notes:

1. The contributed surplus of the Group represents the amount transferred from share premium amount upon the cancellation of the entire amount standing to the credit of the share premium account as at 28 August 2014 pursuant to a special resolution passed by the shareholders at an extraordinary general meeting held on that date.

2. The merger reserve of the Group represents the difference between the nominal amount of the share capital issued by the Company in exchange for the nominal value for the issued share capital of the subsidiaries acquired pursuant to the Group's reorganisation on 23 November 2001.

3. The share option reserve of the Group represents the fair value of share options granted at the relevant grant dates and outstanding as at end of the reporting period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

The Company is incorporated in the Cayman Islands as an exempted company and continued in Bermuda with limited liability and its shares are listed on the GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The registered office of the Company is located at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda. The head office and the principal place of business of the Company in Hong Kong is located at Rooms 1001-1006, 10th Floor, Tower A, Southmark, No. 11 Yip Hing Street, Wong Chuk Hang, Aberdeen, Hong Kong.

The principal activities of the Group are the provision of scaffolding and fitting out services, and other services for construction and building work, money lending business, securities brokerage and margin financing and securities investment business and assets management business.

The consolidated financial statements are presented in Hong Kong dollars ("HK$"), which is also the functional currency of the Company.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs")

Amendments to HKFRSs that are mandatorily effective for the current year

The Group has applied the following amendments to HKFRSs issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") for the first time in the current year.

Amendments to HKAS 7	Disclosure Initiative
Amendments to HKAS 12	Recognition of Deferred Tax Assets for Unrealised Losses
Amendments to HKFRS 12	As part of the Annual Improvements to HKFRSs 2014 – 2016 Cycle

Except as described below, the application of the amendments to HKFRSs in the current year has had no material impact on the Group's financial performance and positions for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

Amendments to HKAS 7 Disclosure Initiative

The Group has applied these amendments for the first time in the current year. The amendments require an entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both cash and non-cash changes. In addition, the amendments also require disclosures on changes in financial assets if cash flows from those financial assets were, or future cash flows will be, included in cash flows from financing activities.

Specifically, the amendments require the following to be disclosed: (i) changes from financing cash flows; (ii) changes arising from obtaining or losing control of subsidiaries or other businesses; (iii) the effect of changes in foreign exchange rates; (iv) changes in fair values; and (v) other changes.

A reconciliation between the opening and closing balances of these items is provided in Annual Report. Consistent with the transition provisions of the amendments, the Group has not disclosed comparative information for the prior year. Apart from the additional disclosure in note 2 to the consolidated financial statements in the annual report. The application of these amendments has had no impact on the Group's consolidated financial statements.

2. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRSs") (Continued)

New and revised HKFRSs issued but not yet effective

The Group has not early applied the following new and revised HKFRSs and have been issued but are not yet effective:

HKFRS 9	Financial Instruments[1]
HKFRS 15	Revenue from Contracts with Customers[1]
HKFRS 16	Leases[2]
HKFRS 17	Insurance Contracts[4]
HK (IFRIC) – Int 22	Foreign Currency Transactions and Advance Consideration[1]
HK (IFRIC) – Int 23	Uncertainty over Income Tax Treatments[2]
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions[1]
Amendments to HKFRS 4	Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts[1]
Amendments to HKFRS 9	Prepayment Features with Negative Compensation[2]
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[3]
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement[2]
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures[2]
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014–2016 Cycle[1]
Amendments to HKAS 40	Transfers of Investment Property[1]
Amendments to HKFRSs	Annual Improvements to HKFRSs 2015 – 2017 Cycle[2]

[1] Effective for annual periods beginning on or after 1 January 2018
[2] Effective for annual periods beginning on or after 1 January 2019
[3] Effective for annual periods beginning on or after a date to be determined
[4] Effective for annual periods beginning on or after 1 January 2021

3. TURNOVER

An analysis of the Group's revenue for the year is as follows:

	2018	2017
	HK$'000	*HK$'000*
Contract revenue in respect of construction and buildings work for the provision of		
– scaffolding services	**84,286**	87,974
– fitting out services	**22,779**	63,677
Gondolas, parapet railings and access equipment installation and maintenance services	**3,630**	2,150
Loan interest income	**40,483**	31,816
Securities brokerage and margin financing	**724**	16
Assets management	**273**	–
	152,175	185,633

4. SEGMENT INFORMATION

The Group determines its operating and reportable segments based on the reports reviewed by the chief operating decision-maker ("CODM") that are used for resources allocation and assessment of performance focusing specifically on the revenue analysis by principal categories of the Group's business and the profit of the Group as a whole. For the year ended 30 April 2018, the Group has eight operating and reportable segments – (i) scaffolding services for construction and buildings work, (ii) fitting out services for construction and buildings work, (iii) management contracting services for construction and buildings work, (iv) gondolas, parapet railings and access equipment installation and maintenance services, (v) money lending business, (vi) securities brokerage and margin financing, (vii) securities investment business and (viii) assets management business. These segments are managed separately as they belong to different industries and require different operating systems and strategies.

Segment revenues and results and segment assets and liabilities

The following is an analysis of the Group's revenue and results and assets and liabilities by operating and reportable segment.

	Scaffolding services for construction and buildings work *HK$'000*	Fitting out services for construction and buildings work *HK$'000*	Management contracting services for construction and buildings work *HK$'000*	Gondolas, parapet railings and access equipment installation and maintenance services *HK$'000*	Money lending business *HK$'000*	Securities brokerage and margin financing *HK$'000*	Securities investment business *HK$'000*	Assets management business *HK$'000*	Consolidated *HK$'000*
For the year ended 30 April 2018									
TURNOVER									
External revenue	**84,286**	**22,779**	**–**	**3,630**	**40,483**	**724**	**–**	**273**	**152,175**
Other gains and (losses)	**–**	**–**	**–**	**–**	**–**	**–**	**(108,401)**	**–**	**(108,401)**
Other income	**724**	**1,400**	**–**	**54**	**–**	**–**	**112**	**105**	**2,395**
Total	**85,010**	**24,179**	**–**	**3,684**	**40,483**	**724**	**(108,289)**	**378**	**46,169**
Segment result	**(8,631)**	**(24,963)**	**(833)**	**(3,717)**	**5,699**	**(4,877)**	**(83,867)**	**74**	**(121,115)**
Fair value gain on investment properties									**12,000**
Gain on disposal of property, plant and equipment									**584**
Loss on disposal and write-off of property, plant and equipment									**(1,190)**
Finance costs									**(6,593)**
Unallocated corporate income									**1,067**
Unallocated corporate expenses									**(7,222)**
Loss before taxation									**(122,469)**
At 30 April 2018									
ASSETS									
Segment assets	**54,321**	**10,377**	**540**	**2,462**	**512,034**	**65,708**	**125,391**	**69,094**	**839,927**
LIABILITIES									
Segment liabilities	**69,216**	**27,415**	**15**	**274**	**66,189**	**23,519**	**264**	**221**	**187,113**

4. SEGMENT INFORMATION *(Continued)*

Segment revenues and results and segment assets and liabilities *(Continued)*

	Scaffolding services for construction and buildings work HK$'000	Fitting out services for construction and buildings work HK$'000	Management contracting services for construction and buildings work HK$'000	Gondolas, parapet railings and access equipment installation and maintenance services HK$'000	Money lending business HK$'000	Securities brokerage and margin financing HK$'000	Securities investment business HK$'000	Consolidated HK$'000
For the year ended 30 April 2017								
TURNOVER								
External revenue	**87,974**	**63,677**	**–**	**2,150**	**31,816**	**16**	**–**	**185,633**
Other gains and (losses)	**–**	**–**	**–**	**–**	**–**	**–**	**923**	**923**
Other income	**600**	**–**	**–**	**97**	**–**	**–**	**10,761**	**11,458**
Total	**88,574**	**63,677**	**–**	**2,247**	**31,816**	**16**	**11,684**	**198,014**
Segment result	**(27,555)**	**(216)**	**(554)**	**(2,205)**	**13,562**	**(2,521)**	**11,445**	**(8,044)**
Fair value gain on investment properties								**4,350**
Gain on disposal of property, plant and equipment								**853**
Gain on disposal of a subsidiary								**2,309**
Loss on write-off of property, plant and equipment								**(1,592)**
Finance costs								**(5,232)**
Share of results of associates								**176**
Unallocated corporate income								**998**
Unallocated corporate expenses								**(3,252)**
Loss before taxation								**(9,434)**
At 30 April 2017								
ASSETS								
Segment assets	**54,923**	**37,830**	**539**	**3,537**	**459,261**	**48,276**	**180,873**	**785,239**
LIABILITIES								
Segment liabilities	**61,137**	**29,668**	**19**	**348**	**57,508**	**857**	**318**	**149,855**

Segment revenue reported above represents revenue generated from external customers. There were no inter-segment sales during the year.

The accounting policies of the operating segments are the same as the Group's accounting policies described in note 3 to the consolidated financial statements in the annual report. Segment results represent the profit earned by/loss from each segment without allocation of fair value gain on investment properties, gain on disposal of property, plant and equipment, loss on disposal and write-off of property, plant and equipment, gain on disposal of a subsidiary, finance costs, share of results of associates, unallocated corporate income and unallocated corporate expenses. This is the measure reported to the CODM for the purpose of resources allocations and performance assessment.

4. SEGMENT INFORMATION *(Continued)*

Other Segment Information

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to reportable and operating segments other than investment properties, deferred tax assets, certain property, plant and equipment, certain available-for-sale investments, certain prepayments and deposits and certain bank balances and cash; and

- all liabilities including tax payables are allocated to reportable and operating segments other than certain trade and other payables and other loan and certain other borrowings.

	Scaffolding services for construction and buildings work	Fitting out services for construction and buildings work	Management contracting services for construction and buildings work	Gondolas, parapet railings and access equipment installation and maintenance services	Money lending business	Securities brokerage and margin financing	Securities investment business	Assets management business	Unallocated	Consolidated
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*	*HK$'000*
For the year ended 30 April 2018										
Capital expenditure	(121)	(41)	–	(40)	–	(64)	–	–	–	(266)
Depreciation	(7,468)	(151)	–	(562)	–	(270)	–	–	(561)	(9,012)
Reversal of/(Allowance for) bad and doubtful debts on trade receivables and retention monies receivables	725	(21,048)	–	29	–	–	–	–	–	(20,294)
Fair value gain on investment properties	–	–	–	–	–	–	–	–	12,000	12,000
Gain on disposal of property, plant and equipment	584	–	–	–	–	–	–	–	–	584
Loss on disposal and write-off of property, plant and equipment	(1,190)	–	–	–	–	–	–	–	–	(1,190)
Write-off of trade receivables	(383)	–	–	(20)	–	–	–	–	–	(403)
Write-off long-aged trade payables	–	–	–	–	–	–	–	–	28	28
Bad debts recovered	–	–	–	25	–	–	–	–	–	25
Impairment of available-for-sale investments	–	–	–	–	–	–	(25,710)	–	–	(25,710)
Fair value loss on financial assets at fair value through profit or loss, net	–	–	–	–	–	–	(30,525)	–	–	(30,525)
Loss on disposal of available-for-sale investments	–	–	–	–	–	–	(19,656)	–	–	(19,656)
Loss on disposal of financial assets at fair value through profit or loss	–	–	–	–	–	–	(33,473)	–	–	(33,473)
Gain on redemption of available-for-sale investments	–	–	–	–	–	–	963	–	–	963

4. SEGMENT INFORMATION *(Continued)*

Other Segment Information *(Continued)*

	Scaffolding services for construction and buildings work *HK$'000*	Fitting out services for construction and buildings work *HK$'000*	Management contracting services for construction and buildings work *HK$'000*	Gondolas, parapet railings and access equipment installation and maintenance services *HK$'000*	Money lending business *HK$'000*	Securities brokerage and margin financing *HK$'000*	Securities investment business *HK$'000*	Unallocated *HK$'000*	Consolidated *HK$'000*
For the year ended 30 April 2017									
Capital expenditure	**(5,710)**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(5,710)**
Depreciation	**(8,468)**	**(142)**	**–**	**(735)**	**–**	**(63)**	**–**	**(572)**	**(9,980)**
Allowance for bad and doubtful debts on trade receivables and retention monies receivables	**(1,730)**	**(2,005)**	**–**	**97**	**–**	**–**	**–**	**–**	**(3,638)**
Fair value gain on investment properties	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**4,350**	**4,350**
Fair value gain in financial assets at fair value through profit or loss	**–**	**–**	**–**	**–**	**–**	**–**	**6,899**	**–**	**6,899**
Gain on disposal of property, plant and equipment	**633**	**–**	**–**	**220**	**–**	**–**	**–**	**–**	**853**
Loss on disposal and write-off of property, plant and equipment	**(1,521)**	**–**	**–**	**(71)**	**–**	**–**	**–**	**–**	**(1,592)**
Write-off of trade receivables	**(19,453)**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**(19,453)**
Impairment of available-for-sale investments	**–**	**–**	**–**	**–**	**–**	**–**	**(5,976)**	**–**	**(5,976)**

Geographical segments

The geographical location of customers is based on the location at which the services were provided or the goods were delivered. The geographical location of the specified non-current assets is based on the physical location of the asset.

	Revenue		**Specified non-current assets**	
	2018	2017	**2018**	2017
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
Hong Kong	**152,175**	185,633	**76,682**	74,712

Information on major customers

During the year, the Group had transactions with one (2017: one) customer who contributed to over 10% of the Group's total revenue for the year. A summary of revenue earned from this major customer is set out below:

	2018	2017
	HK$'000	*HK$'000*
Revenue earned from scaffolding services for construction and buildings work:		
Customer 1	**44,473**	60,635

5. OTHER INCOME

	Group	
	2018	2017
	HK$'000	*HK$'000*
Reversal of allowance for bad and doubtful debts	**2,154**	558
Rental income	**642**	641
Interest income	**335**	38
Sundry income	**212**	455
Dividend income	**112**	10,761
Foreign exchange gains, net	**7**	3
	3,462	12,456

6. OTHER GAINS AND (LOSSES)

	2018	2017
	HK$'000	*HK$'000*
Loss on disposal of financial assets at fair value through profit or loss	**(33,473)**	–
Fair value (loss)/gain on financial assets at fair value through profit or loss, net	**(30,525)**	6,899
Impairment of available-for-sale investments	**(25,710)**	(5,976)
Loss on disposal of available-for-sale investments	**(19,656)**	–
Gain on redemption of available-for-sale investments	**963**	–
	(108,401)	923

7. FINANCE COSTS

	2018	2017
	HK$'000	*HK$'000*
Interest on bank borrowings and bank overdrafts	**1,983**	2,012
Interest on other loan and other borrowings	**4,476**	3,096
Interest on obligations under finance leases	**134**	124
	6,593	5,232

8. TAXATION

	2018	2017
	HK$'000	*HK$'000*
Taxation comprises:		
Hong Kong Profits Tax		
Current year	**568**	3,207
Deferred tax		
Current year	**(311)**	2,004
	257	5,211

Provision for Hong Kong Profits Tax has been made at the rate of 16.5% on the estimated assessable profits arising in Hong Kong during the year (2017: 16.5%).

Loss before taxation is reconciled to taxation in profit or loss in the consolidated statement of profit or loss as follows:

	2018	2017
	HK$'000	*HK$'000*
Loss before taxation	**(122,469)**	(9,434)
Tax at tax rate applicable in the relevant jurisdictions	**(20,207)**	(1,557)
Tax effect of expenses not deductible for tax purpose	**14,608**	3,540
Tax effect of income not taxable for tax purpose	**(3,244)**	(3,966)
Tax effect of tax losses not recognised	**11,096**	7,459
Tax effect of recognition of tax losses previously not recognised	**(1,768)**	–
Tax effect of utilisation of tax losses previously not recognised	**(228)**	(265)
Taxation	**257**	5,211

9. LOSS FOR THE YEAR

	2018	2017
	HK$'000	*HK$'000*
Loss for the year has been arrived at after charging/(crediting):		
Allowance for bad and doubtful debts on trade receivables and retention monies receivables, net of reversal	**20,294**	3,638
Write-off of trade receivables	**403**	19,453
Write-off of long-aged trade payables	**(28)**	–
Bad debts recovered	**(25)**	–
Auditor's remuneration		
– audit service	**670**	710
– non-audit service	**120**	430
Cost of inventories recognised as an expense	**7,034**	6,060
Fair value loss/(gain) on financial assets at fair value through profit or loss		
– Held for trading	**23,925**	13,501
– Designated as fair value through profit or loss	**6,600**	(20,400)
	30,525	(6,899)
Depreciation	**9,012**	9,980
Less: Amount capitalised in construction contracts	**(6,808)**	(8,702)
	2,204	1,278
Gross rental income from investment properties	**516**	641
Less: direct operating expenses incurred for investment properties that generate rental during the year	**(234)**	(234)
	282	407
Gain on disposal of property, plant and equipment	**(584)**	(853)
Loss on disposal and write-off of property, plant and equipment	**1,190**	1,592
Minimum lease payments for operating leases in respect of land and buildings	**6,098**	4,490
Less: Amount capitalised in construction contracts	**(2,050)**	(1,958)
	4,048	2,532
Staff costs including directors' emoluments		
– Basis salaries, bonus, other benefits and retirement benefit scheme contributions	**43,795**	36,889
– Share-based payment expenses	**7,280**	–
Less: Amount capitalised in construction contracts	**(15,667)**	(15,325)
	35,408	21,564

10. DIVIDEND

No dividend was paid or proposed for ordinary shareholders of the Company for the year ended 30 April 2018, nor has any dividend been proposed since the end of the reporting period (2017: Nil).

11. LOSS PER SHARE

The calculation of the basic loss per share is based on the loss for the year attributable to the owners of the Company totaling approximately HK$109,788,000 (2017: HK$15,954,000) for the year ended 30 April 2018 and on the weighted average number of 12,946,827,099 (2017: 12,767,101,072) ordinary shares outstanding during the year ended 30 April 2018.

The weighted average numbers of ordinary shares for the purpose of calculating basic loss per share for the year ended 30 April 2018 have been adjusted to reflect the issue of consideration shares ("consideration shares") on 21 March 2018.

On 21 March 2018, the Company allotted and issued 1,600,000,000 shares as consideration for acquisition of Blue Pool Ventures Limited and its wholly-owned subsidiary. The closing market price per share of the Company was HK$0.043 on the date of issue of the consideration shares. The consideration shares represented approximately 11.14% of the then enlarged issued share capital of the Company.

The computation of diluted loss per share for the year ended 30 April 2018 does not assume the exercise of the Company's share option as the exercise would result in a decrease in loss per share for the year.

12. LOAN AND INTEREST RECEIVABLES

The exposure of the Group's fixed rate loan receivables to interest rate risks and their contractual maturity dates are as follows:

	2018	2017
	HK$'000	*HK$'000*
Amounts fall due within one year	**230,235**	354,663
Amounts fall due within one to second year	**131,714**	72,190
Amounts fall due within second to fifth year	**141,659**	–
	503,608	426,853

12. LOAN AND INTEREST RECEIVABLES *(Continued)*

At the reporting date, loan and interest receivables consisted of:

	2018	2017
	HK$'000	*HK$'000*
Amounts secured with guarantor	**36,942**	18,694
Amounts secured with securities *(Note)*	**305,442**	298,882
Amounts secured with guarantor and securities *(Note)*	**–**	15,351
Amounts unsecured	**161,224**	93,926
	503,608	426,853

Note: The securities are ordinary shares of companies listed on the Stock Exchange.

The table below summarises its credit quality (gross balances net of impairment allowances):

	2018	2017
	HK$'000	*HK$'000*
Credit quality:		
Past due but not individually impaired	**42,204**	–
Neither past due nor individually impaired	**461,404**	426,853

The Group seeks to maintain strict control over its outstanding loan and interest receivables so as to minimise credit risk. The granting of loans is subject to approval by the management, whilst overdue balances are reviewed regularly for recoverability. During the year ended 30 April 2018, loan and interest receivables were charging on fixed interest rate mutually agreed between the contracting parties, ranging from 6.5% to 40% (2017: 3% to 12%) per annum.

In determining the impairment of loans receivables from money lending business, the management considers the settlements subsequent to maturity of the relevant loans receivables and the estimated recoverable amount of the corresponding pledged assets of each borrower less cost to sell.

Loan and interest receivables that were pass due but not impaired relate to a number of independent borrowers that have good repayment history/or collateral maintained with the Group/or subsequently settled after the reporting date. Base on the past experience, the directors of the Company are of the view that no provision of impairment is necessary and the balance is still considered fully recoverable.

All loan and interest receivables that are neither past due nor impaired have no default payment history over the term of loan and the directors of the Company are of the opinion that the amounts are recoverable.

13. TRADE RECEIVABLES

	2018 *HK$'000*	2017 *HK$'000*
Trade receivables from		
– Scaffolding and fitting out services and other services for construction and buildings work *(Note a)*	**58,370**	67,377
– Securities brokerage and margin financing business *(Note b)*	**13,794**	359
	72,164	67,736
Less: Allowance for bad and doubtful debts	**(23,657)**	(3,596)
	48,507	64,140

Notes:

(a) The credit terms given to each individual customer of scaffolding and fitting out services and other services for construction and buildings work were in accordance with the payment terms stipulated in the relevant tenders or contracts. The aged analysis of trade receivables as at the end of the reporting period, based on the invoice date and net of impairment is as follows:

	2018 *HK$'000*	2017 *HK$'000*
Within 90 days	**20,855**	43,155
91 to 180 days	**2,169**	12,749
181 to 365 days	**4,643**	6,709
Above 1 year	**7,046**	1,168
	34,713	63,781

Before accepting any new customer, the Group assesses the potential customer's credit quality and defines credit limits by customer. Majority of the trade receivables that are neither past due nor impaired have no default payment history.

Included in the above trade receivables are trade debtors with aggregate carrying amount of approximately HK$13,858,000 (2017: approximately HK$20,626,000) which are past due at the reporting date for which the Group has not provided for impairment loss as there has not been a significant change in the credit quality and amounts are still considered recoverable based on historical experience.

13. TRADE RECEIVABLES *(Continued)*

(a) *(Continued)*

Ageing of trade receivables which are past due but not impaired

	2018	2017
	HK$'000	*HK$'000*
Over due less than 3 months	**2,169**	12,749
Over due 3 months to 9 months	**4,643**	6,709
Over due over 9 months	**7,046**	1,168
	13,858	20,626

Movements in allowance for bad and doubtful debts of trade receivables from scaffolding and fitting out services and other services for construction and buildings work are as follows:

	2018	2017
	HK$'000	*HK$'000*
At beginning of the year	**3,596**	352
Allowance for bad and doubtful debts	**22,448**	3,443
Amounts written off as uncollectible	**(360)**	–
Reversal of allowance for bad and doubtful debts	**(2,027)**	(199)
At end of the year	**23,657**	3,596

Included in the above allowances for impairment of trade receivables from scaffolding and fitting out services and other services for construction and buildings work of the Group are allowances for individually impaired trade receivables of approximately HK$23,657,000 (2017: approximately HK$3,596,000). The individually impaired receivables relate to customers that were in default and only a portion of the receivables is expected to be recovered.

For the year ended 30 April 2017, the Group had written off approximately HK$19,453,000 for trade receivables from scaffolding and fitting out services and other services for construction and buildings work which are aged over 365 days and considered not recoverable.

Trade receivables from scaffolding and fitting out services and other services for construction and buildings work of approximately HK$9,513,000 (2017: approximately HK$16,540,000) have been pledged to secure general banking facilities granted to the Group.

13. TRADE RECEIVABLES *(Continued)*

(b) The normal settlement terms of trade receivables from securities brokerage and margin financing business are two days after trade date.

Trade receivables from securities brokerage and margin financing business, net of individually impaired receivables, amounted to approximately HK$13,794,000 (2017: HK$227,000), of which trade receivables from margin clients amounting to HK$5,822,000 (2017: HK$288,000) as at 30 April 2018 are secured by clients' pledged securities with fair value of HK$68,357,000 (2017: HK$425,000). All of the pledged securities are listed equity securities in Hong Kong. The margin loans are repayable on demand subsequent to settlement date and carry at fixed interest rate of 10% (2017: 10%) per annum. In respect of margin loans lent to client for allotment of Initial Public Offering ("IPO"), such margin loans carry at fixed interest rate of 1.5% (2017: 1.5%) per annum. Securities are assigned with specific margin ratios for calculating their margin values. Additional funds or collateral are required if the outstanding amount exceeds the eligible margin value of securities deposited. The collateral held can be sold at the Group's discretion to settle any outstanding amount owed by margin clients.

The amount that are past due but not impaired at the end of both reporting periods are all aged within 30 days (from settlement date). No allowance for bad and doubtful debts have been recognised for trade receivables from securities brokerage and margin financing business.

The Group has concentration of credit risk as 27.5% (2017: 98.3%) of the total trade receivables from margin clients which are due from the Group's five largest margin clients. The whole amount is secured by clients' pledged securities with the fair value of approximately HK$12,419,000 as at 30 April 2018 (2017: HK$1,183,000) . The Group believes that the amount is considered recoverable given the collateral is sufficient to cover the entire balance on individual basis. No ageing analysis is disclosed, as in the opinion of the directors of the Company, the ageing analysis does not give additional value in view of the nature of business of securities brokerage and margin financing.

14. RETENTION MONIES RECEIVABLES

	2018	2017
	HK$'000	*HK$'000*
Retention monies receivables	**3,709**	2,467
Less: Allowance for bad and doubtful debts	**(238)**	(963)
	3,471	1,504

The following is an aged analysis of retention monies receivables, based on the date of placement of retention monies, at the end of each reporting period:

	2018	2017
	HK$'000	*HK$'000*
Within one year	**3,186**	1,495
Over one year	**285**	9
	3,471	1,504

14. RETENTION MONIES RECEIVABLES *(Continued)*

As at 30 April 2018 and 2017, there were no retention monies receivables balances of the Group that were past due at the end of the reporting period for which the Group had not provided for impairment loss. The Group does not hold any collateral over these balances. In determining the recoverability of retention monies receivables, the Group considers any change in credit quality of the retention monies receivables from the date credit is initially granted up to the end of the reporting period.

Movements in allowance for bad and doubtful debts of retention monies receivables during the year were as follows:

	2018	2017
	HK$'000	*HK$'000*
At beginning of the year	**963**	569
Allowance for bad and doubtful debts	**–**	753
Amounts written off as uncollectible	**(598)**	–
Reversal of allowance for bad and doubtful debts	**(127)**	(359)
At end of the year	**238**	963

The allowance for bad and doubtful debts of approximately HK$238,000 (2017: HK$963,000) represents the uncollectible balances at the end of the reporting period.

Retention monies receivables are unsecured, interest-free and recoverable at the end of the defects liability period of individual contracts, ranging from 1 to 2 years from the date of the completion of the respective project. Retention monies receivables of HK$38,000 as at 30 April 2017 were pledged to secure general banking facilities granted to the Group.

15. TRADE AND OTHER PAYABLES

	2018	2017
	HK$'000	*HK$'000*
Trade payables to		
Securities brokerage and margin financing business		
– Cash and margin clients *(Note i)*	**22,821**	136
– Clearing house *(Note i)*	**653**	490
Other trade creditors *(Note ii)*	**6,705**	6,277
Total trade payables	**30,179**	6,903
Other payables *(Note iii)*	**24,445**	29,116
Accruals	**9,409**	4,697
Total trade and other payables	**64,033**	40,716

15. TRADE AND OTHER PAYABLES *(Continued)*

Notes:

(i) The settlement terms of trade payables arising from the securities brokerage and margin financing business are two days after trade date or at specific terms agreed with clearing house. Trade payables to cash and margin clients are repayable on demand. No ageing analysis is disclosed as in the opinion of directors of the Company, the ageing analysis does not give additional value in view of the nature of securities brokerage and margin financing business. As at 30 April 2018, trade payables amounting to approximately HK$23,474,000 (2017: HK$626,000) were payable to cash and margin clients in respect of the trust and segregated bank balances received and held for cash and margin clients in the course of the conduct of regulated activities. However, the Group does not have a currently enforceable right to offset these payables with the deposits placed.

(ii) The following is an aged analysis of trade payables to other trade creditors based on the invoice date:

	2018	2017
	HK$'000	*HK$'000*
Within 90 days	**5,764**	4,808
91 to 180 days	**817**	917
181 to 365 days	**124**	552
	6,705	6,277

The average credit period ranged from 30 days to 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

(iii) It mainly represents the estimated amounts of expenses incurred and payables to subcontractors for fitting out services. The amounts were not yet billed by the subcontractors and the management of the Group has estimated the amounts to be billed by the process of the fitting out services and the agreed repayment schedule with the subcontractors.

16. OBLIGATIONS UNDER FINANCE LEASES

	Minimum lease payments		Present value of minimum lease payments	
	2018	2017	**2018**	2017
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
Amounts payable under finance leases:				
Within one year	**843**	838	**751**	714
Within one to second year	**838**	843	**783**	751
Within second to fifth year	**660**	1,498	**648**	1,422
	2,341	3,179		
Less: future finance charges	**(159)**	(292)		
Present value of lease obligations	**2,182**	2,887	**2,182**	2,887
Less: Amount due within one year shown under current liabilities			**(751)**	(714)
Amount due after one year			**1,431**	2,173

The Group leases motor vehicles under finance leases. The average lease term is four years (2017: four years). For the year ended 30 April 2018, the effective borrowing rate is 5.32% (2017: 5.32%) per annum. The interest rate is fixed at the contract date. All leases are on a fixed repayment basis and no arrangement has been entered into for contingent rental payments. The Group has options to purchase the motor vehicles for a nominal amount at the end of the lease term.

The Group's obligations under finance leases are secured by the lessor's charge over the leased assets.

17. BANK BORROWINGS AND BANK OVERDRAFTS

As at 30 April 2018 and 2017, bank borrowings and bank overdrafts were secured by the Group's properties, trade receivables and the Company's corporate guarantee and are repayable on demand or repayable within one year. The amounts due are based on scheduled repayment dates set out in the loan agreements.

All the Group's bank borrowings and bank overdrafts carried variable interest at 1-month Hong Kong Interbank Offered Rate (the "HIBOR") plus 1.5% per annum or from Hong Kong Dollar Prime Rate (the "Prime Rate") to the Prime Rate minus 1% as at 30 April 2018 and 2017. The effective interest rate for the Group's bank borrowings and bank overdrafts ranged from 2.18% to 5.25% per annum (2017: 4.25% to 5.25% per annum).

18. OTHER LOAN AND OTHER BORROWINGS

Other borrowings represented the coupon bonds issued by the Group.

On 12 September 2016, 4% coupon bond at a nominal value of HK$54,000,000 were issued by Gold Medal Hong Kong Limited, an indirect wholly-owned subsidiary of the Company. The bond will be matured in 2 years and secured by the Company's corporate guarantee. The whole principal amount is repayable at the date of its maturity. The bondholder may request early redemption of the bond after one year of the issuance date of the bond. The redemption right is not yet effective as at 30 April 2018.

During the reporting year, two-1 year 5% coupon unlisted straight bonds at a nominal value of HK$10,000,000 of each were issued by Gold Medal Hong Kong Limited secured by the Company's corporate guarantee and the Company on 7 February 2018 and 13 February 2018 respectively. Each of these two coupon unlisted straight bonds will be matured in 1 year and the whole principal amounts are repayable at the date of their respective maturity.

Other loan represents loan from a financial institution refinanced during the year with 9.5% (2017: 10.5%) interest rate per annum. The loan is repayable within one year and secured by the Company's corporate guarantee.

The directors consider the fair values of the coupon bonds and the other loan, determined based on the present value of the estimated future cash flows discounted using the prevailing market rate at the end of the reporting period, approximate to their carrying amounts.

All other loan and other borrowings of the Group are repayable within one year.

19. ACQUISITION OF A SUBSIDIARY

On 5 February 2018, Instant Victory Global Limited, a wholly-owned subsidiary of the Company, entered into an agreement (the "Acquisition Agreement") with Mr. Leung Wai Ho (the "Vendor"), an independent third party to the Group to purchase the entire issued share capital of Blue Pool Ventures Limited ("Blue Pool") by issuance and allotment of 1,600,000,000 shares of the Company. The transaction was completed on 21 March 2018 (the "Acquisition Date").

Blue Pool and its subsidiary ("Blue Pool Group") are principally engaged in assets management business.

Pursuant to the Acquisition Agreement, the Vendor warrants that the audited net profit after tax for the Blue Pool Group should not be less than HK$3,000,000 based on the completion account for the 12-month period commencing from the first day of the calendar month immediately after the Acquisition Date from 1 April 2018 to 31 March 2019 (the "Post Completion Account"), otherwise, the Vendor will pay to the Group the shortfall amount based on the terms in the Acquisition Agreement and the profit after tax based on the Post Completion Account.

19. ACQUISITION OF A SUBSIDIARY *(Continued)*

Assets and liabilities recognised at the Acquisition Date:

	HK$'000
Property, plant and equipment	1
Intangible asset – broker license	41,900
Deposits and other receivables	1,516
Bank balances and cash	238
Tax payable	(22)
Amounts due to director	(199)
Net assets acquired	43,434

Goodwill and intangible asset arising on acquisition:

	HK$'000
Fair value of consideration shares determined based on the market price on the Acquisition Date	68,800
Less: recognised amount of identifiable net assets acquired	(43,434)
Goodwill arising on acquisition	25,366
Net cash inflow arising on acquisition	
Bank balances and cash acquired	238

Goodwill arose on the acquisition of Blue Pool Group because of expected synergies, revenue growth and future market development in the finance service sector.

None of the goodwill and intangible asset arising on this acquisition is expected to be deductible for tax purposes.

Had the acquisition been completed on 1 May 2017, total group revenue for the year ended 30 April 2018 would have been approximately HK$155,190,000, and loss for the year ended 30 April 2018 would have been approximately HK$121,306,000. The pro forma information is for illustrative purpose only and is not necessarily an indication of revenue and results of operations of the Group that actually would have been achieved had the acquisition been completed on 1 May 2017, nor is it intended to be a projection of future results.

20. EVENTS AFTER THE REPORTING PERIOD

On 7 February 2018, Wui Loong Holdings Company Limited ("WL Holdings"), a wholly-owned subsidiary of the Company, entered into a Sale & Purchase Agreement ("S&P Agreement") with an individual third party (the "Buyer") to dispose all of the properties comprising the land and buildings and investment properties of the Group to the Buyer at a cash consideration of HK$110,000,000. Subsequently on 14 May 2018, WL Holdings and the Buyer, have entered into a cancellation agreement to cancel and terminate the S&P Agreement with immediate effect. The directors of the Company are in the opinion that the completion of such transaction was not highly probable and the transaction was terminated subsequent to the reporting period, therefore, there is no reclassification to non-current assets held for sale as at 30 April 2018.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the year ended 30 April 2018 ("Year"), the Group faced challenges in its overall group business operations and recorded a decrease in the Group's total revenue to approximately HK$152.2 million, representing a decrease of approximately 18.0% as compared with the year ended 30 April 2017 ("Last Year"). Net loss attributable to the owners of the Company for the Year was approximately HK$109.8 million, representing an increase of approximately 588.2% as compared with Last Year.

Scaffolding Services

Scaffolding services remained as the largest business segment of the Group during the Year. The Group has been and continues to be a pioneer of the scaffolding industry for over 65 years. Apart from scaffolding services, the Group also delivered world-class specialist construction and building solutions ranging from fitting out services to gondolas, access equipment installation and maintenance services.

In recent years, a number of large-scale infrastructure projects have been carried out by the Government of the Hong Kong Special Administrative Region ("HKSAR") to boost the construction industry and well-being of the society. For this purpose, a multi-pronged strategy has been adopted by the government to maintain a steady and sustainable land supply with the aim to meet the continuing housing needs. This in turn stimulated the positive growth of the construction industry during the Year.

On the other hand, in the past few years, the entire scaffolding industry encountered the major difficulty of shortage in supply of skilled workers and experienced personnel. Such shortage resulted in rising labour costs and diminishing profit margins throughout the industry, which further intensified competition within the scaffolding sector. However, it is worth mentioning that the Group's patented scaffolding system, which is known as "Pik-Lik", has played a crucial role in saving manpower and enhancing efficiency during the Year.

Leveraging the widespread recognition of the impeccable quality of services and the strong relationships nurtured with clientele, the Group receives positive feedback and prominent business support and takes pride in being one of the leading scaffolding service providers in Hong Kong. During the Year, the Group provided scaffolding services to 42 ongoing projects, 20 of which were completed on schedule and 16 new contracts were awarded. The segment recorded a slight drop in revenue by approximately HK$3.7 million for the Year, representing a decrease of approximately 4.2% as compared with Last Year.

Project Portfolio of Scaffolding Segment (As of 30 April 2018)

- Victoria Harbour
- Harbour North
- Property Development at West Rail Nam Cheong Station (T6-T8)
- Park Vista 1A
- PARK YOHO Genova
- PARK YOHO Sicilia
- PARK YOHO Venezia
- Eight Regency
- Novum West
- Residential Development at 97 Belcher's Street, Hong Kong
- Residential Development at S.T.L. 566, Area 56A, Kau To Shan, Shatin
- West Rail Long Ping Station (South) Property Development in Yuen Long
- Composite Development at KIL 11245, Pak Tai Street, Ma Tau Kok, To Kwa Wan
- Public Housing Development of Choi Fook Estate Phase 3 & Sports Centre in Kwun Tong
- Hotel Vic on the Harbour
- Hotel Development at S.T.T.L. No. 248 Siu Lek Yuen, Shatin
- Centre of Excellence in Paediatrics (Tower B)
- French International School of Hong Kong – Tseung Kwan O Campus
- Comprehensive Development at Wetland Park, TSW TL No.34
- Proposed New Data Centre at TKO TL 122
- Commercial Development at 33 Tseuk Luk Street, San Po Kong
- Industrial Development at 212-214, Texaco Road, Tsuen Wan
- Pak Tin Community Complex Redevelopment at Pak Tin Estate, Phase 9
- Cheung Sha Wan Slaughterhouse
- Refurbishment of External Walls of Shun Tak Centre
- Refurbishment of Chelsea Heights Shopping Mall, Phase 2
- Refurbishment of East Point City
- Refurbishment of Metroplaza Shopping Mall, Kwai Fong
- Refurbishment of Luen Tai Industrial Building at KCTL 131
- Refurbishment of 26 Nathan Road, Tsim Sha Tsui
- Refurbishment at Level 1-3 Tai Po Mega Mall, Tai Po
- Refurbishment of Valid Industrial Centre, 13-15 Wing Kei Road, Kwai Chung
- Lift Shafts of Public Rental Housing Development at Shek Kip Mei Estate Phases 3, 6 & 7
- Lift Shafts of Fanling Golf Club
- Lift Shafts of Residential Development at 229A-G Hai Tan Street, Sham Shui Po
- Lift Shafts of Proposed Composite Development at Y.L.T.L. 527, Yuen Long
- AIA European Carnival 2017/2018 metal scaffold
- Footbridge at Kwai Foo Road, Kwai Fong

Fitting out Services

For the fitting out services segment, the Group mainly provided fitting out services to commercial institutions and luxury residence end-users during the Year. The Group has also extended its scope of services to include ceiling work and to date, it has been receiving encouraging feedback from its clients. Due to the keen competition of fitting-out services, the Group's revenue from fitting out services for the Year has decreased to approximately HK$22.8 million, representing a decrease of approximately 64.2% when compared with the Last Year. The Group will continue to proactively acquire new contracts.

Gondolas, Parapet Railings and Access Equipment Installation and Maintenance Services

The Group has been actively cultivating its gondolas rental business over the past several years and has gained positive 'worth-of-mouth' in the market. This has enabled the Group to secure a stable number of new contracts and enjoy steady growth in revenue despite the competitive local market. For the Year, revenue from this segment reached approximately HK$3.6 million (Last Year: approximately HK$2.2 million).

Money Lending Business

During the Year, the soaring local stock market has stimulated financing activities, which has been beneficial to the Group's money lending business. The Group has been focusing on short-term and long-term loans with relatively attractive interest returns during the Year.

Leveraging on the management's extensive network, several short-term and long-term loan agreements have been secured during the Year. The Group recorded a turnover of approximately HK$40.5 million for the Year, representing a substantial growth of approximately 27.2% when compared with Last Year. The principal amounts of the loans ranged from HK$0.5 million to HK$40 million with interest rates ranging from 6.5% to 40% per annum during the Year.

Securities Investment Business

In order to capture possible returns from the financial market, the Group has formed the investment committee in year 2015/2016 and continued investing in Hong Kong-listed securities during the Year. Due diligence was conducted on every contemplated investment and each investment was taken into serious consideration to ensure quality risk control and maximise shareholders' benefits.

The Group recorded a net loss of approximately HK$108.4 million (Last Year: net gain of approximately HK$0.9 million) for its investment portfolio for the Year, which was mainly due to the volatility of the stock market in Hong Kong. The Group foresees that the global economy will continue to be unstable in year 2018/2019 as a result of the threat of trade war between China and the United States ("US"). The investment committee will continue to monitor the Group's investment portfolio closely in order to maximum shareholders' returns.

Securities Brokerage and Margin Financing

The Group commenced its securities brokerage and margin financing operations ever since OX Financial Securities Limited ("OX Financial"), its indirect wholly-owned subsidiary, was granted the licence to conduct type 1 (dealing in securities) regulated activity by the Securities and Futures Commission of Hong Kong ("SFC") Last Year. This business contributed approximately HK$0.7 million to the Group's revenue for the Year (Last Year: approximately HK$16,000). The Group will continue to place more efforts and resources on developing its business in the financial service sector.

On 26 April 2018, the Company entered into a non-legally binding memorandum of understanding with FinTech Chain Limited ("FTC") in relation to the proposed cooperation on the integration of blockchain technology in the financial business of the Group. The Group is still in the course of negotiation with FTC on the detailed arrangement of the proposed cooperation as at the date of this announcement. Further details of such proposed cooperation are set out in Company's announcement dated 26 April 2018.

Assets Management Business

Following the acquisition of the entire issued share capital of Blue Pool Ventures Limited ("Blue Pool"), the holding company of Mass Fidelity Asset Management Limited ("Mass Fidelity"), a licensed insurance broker and registered MPF Corporate Intermediary in Hong Kong, the Group has commenced the business of assets management in March 2018. Further details of such acquisition are set out in the paragraphs headed "Material Acquisition and Disposal of Subsidiaries and Associates" below. For the Year, the assets management business recorded a turnover of approximately HK$0.3 million.

Business Outlook

Based on the HKSAR's land supply forecast, a total of 460,000 residential units are expected to be added to the market by 2027, generating a great deal of future construction projects. As one of the market leaders with a solid reputation in the local scaffolding industry, the Group is confident about acquiring more contracts. However, continuing high labour costs and fierce competition are expected to last due to the ongoing problem of inadequate labour supply.

Given this scenario, the Group has been actively seeking profitable projects over the past several years in order to diversify its business portfolio and eventually mitigate risks from the competitive construction market.

After a few years of serious efforts to develop its financial service operations, Gold Medal Hong Kong Limited (“Gold Medal”), an indirect wholly-owned subsidiary of the Group and a licensed money lender in Hong Kong under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong), generated satisfactory returns and profit margins for the Year and Last Year. The Group mainly targets listed companies, medium to large-sized enterprises and individuals that who can provide corporate guarantees or securities in order to maintain a relatively low bad debt levels. The current loan portfolio has reached approximately HK$504 million and is expected to increase to between HK$510 million and HK$530 million in coming years.

The securities brokerage and margin financing business operated by OX Financial, an indirect wholly-owned subsidiary of the Company, has been running smoothly and generated more revenue to the Group during the Year. OX Financial is exploring other financial services including asset management for further expansion.

During the Year, the Group has also acquired the holding company of Mass Fidelity, a licensed insurance broker and registered MPF Corporate Intermediary in Hong Kong principally engaged in assets management. It is expected that this new business will generate positive profits in coming years.

Although there remain uncertainties affecting the global economy in 2018, including the US’s anticipated rate hikes and reduction of its balance sheet, the threat of trade war between the US and China as well as the repercussions of Brexit, the Group remains optimistic about the Asian stock markets backed by the China’s economic growth and improving exports to other Asian markets. Looking ahead, the Group will continue developing its money lending business, which is considered by the Group as a future profit driver. Meanwhile, the Group will strictly adhere to its cost control policy, and swiftly adjust business strategies for the scaffolding business in response to ever-changing market dynamics in order to generate better financial returns for its shareholders.

FINANCIAL REVIEW AND ANALYSIS

During the Year, the Group recorded a turnover of approximately HK$152.2 million (Last Year: approximately HK$185.6 million), representing a decrease of approximately 18.0% as compared with that of Last Year. The Company recorded a net loss attributable to its owners of approximately HK$109.8 million for the Year (Last Year: approximately HK$16.0 million).

The decrease in turnover was mainly due to the decrease in contract income generated from the fitting-out services business during the Year.

For the Year, gross profit of the Group increased by approximately 13.2% to approximately HK$53.4 million as compared with Last Year (Last Year: approximately HK$47.1 million) and gross profit margin increased to approximately 35.1% (Last Year: approximately 25.4%). Gross profit margin of the Group increased mainly because a larger share of the Group's revenue for the Year came from its money lending business, which had a relatively high profit margin.

For the Year, operating and administrative expenses increased by approximately 6.9% as compared to Last Year. The increase was mainly the net effect of (i) the decrease in legal and professional fees of approximately HK$5.4 million as less corporate exercise was conducted during the Year when compared with Last Year; (ii) the share based payments of approximately HK$7.3 million in respect of share options granted during the Year; and (iii) the increase in general operating costs of the Group's business by approximately HK$3.0 million for the Year. Management of the Group continued to adopt a policy of vigilant cost monitoring and operation streamlining in order to minimise cost and optimise efficiency during the Year.

LIQUIDITY, FINANCIAL RESOURCES AND GEARING RATIO

During the Year, the Group financed its operations by banking facilities, finance leases provided by banks and finance companies, loan from a financial institution and proceeds from issues of coupon bonds.

As at 30 April 2018, the Group's consolidated equity attributable to the owners of the Company, current assets, net current assets and total assets were approximately HK$727.3 million (30 April 2017: approximately HK$786.1 million), approximately HK$488.6 million (30 April 2017: approximately HK$714.4 million), approximately HK$272.2 million (30 April 2017: approximately HK$600.5 million) and approximately HK$928.5 million (30 April 2017: approximately HK$952.7 million) respectively.

As at 30 April 2018, the Group's consolidated bank overdrafts and bank borrowings were approximately HK$15.3 million (30 April 2017: approximately HK$7.4 million) and approximately HK$29.0 million (30 April 2017: approximately HK$32.2 million) respectively. As at 30 April 2018, the Group's other loan and other borrowings was HK$92 million (30 April 2017: HK$74 million). As at 30 April 2018, obligations under finance leases amounted to approximately HK$2.2 million (30 April 2017: approximately HK$2.9 million). As at 30 April 2018, other loan and other borrowings included (i) the 4% coupon bond of HK$54 million and 5% coupon unlisted straight bond of HK$10 million issued by Gold Medal, an indirect wholly-owned subsidiary of the Company on 12 September 2016 and 7 February 2018 respectively; (ii) the 5% coupon unlisted straight bond of HK$10 million issued by the Company on 13 February 2018; and (iii) other loan of HK$18 million refinanced from a financial institution during the year.

As at 30 April 2018, the Group's bank balances and cash in general accounts amounted to approximately HK$98.8 million (30 April 2017: approximately HK$190.2 million). As at 30 April 2018, the Group's gearing ratio (total debts divided by equity attributable to the owners of the Company then multiplied by 100%) was approximately 19.0% (30 April 2017: approximately 14.8%). For calculating the gearing ratios, total debts of the Group included bank borrowings and bank overdrafts, other loan and other borrowings and obligation under finance leases.

As at 30 April 2018, most of the Group's bank and cash balances, bank borrowings and bank overdrafts, other loan and other borrowings and obligations under finance leases were denominated in Hong Kong dollars. All the bank borrowings and bank overdrafts bore interest at market rates and were repayable on demand or within one year. Obligations under finance leases had an average lease term of four years and all such leases had interest rates fixed at the contract date and fixed repayment bases. The other loan bore an interest rate of 9.5% (30 April 2017: 10.5%) per annum for the Year and was repayable within one year. The coupon bond issued in 2017 bore interest at 4% per annum and will be matured on the second anniversary date of the issue date while the coupon bonds issued in 2018 bore interest at 5% per annum and will be matured on the first anniversary of the issue date.

SHARE CAPITAL

During the Year, the Group has allotted and issued 1,600,000,000 ordinary shares of HK$0.01 each in the capital of the Company (each a "Share") to Mr. Leung Wai Ho as consideration shares for the acquisition of certain subsidiaries, further details of which are disclosed in the paragraphs headed "Material Acquisition and Disposal of Subsidiaries and Associates" below. Save as aforesaid, there was no other change in the share capital of the Company during the Year.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the Year (Last Year: Nil).

PROPOSED PROPERTY DISPOSAL

On 24 January 2018, Wui Loong Holdings Company Limited ("Wui Loong"), a wholly-owned subsidiary of the Company, entered into a provisional sale and purchase agreement with Estate Lion Limited ("Estate Lion"), an independent third party, pursuant to which Estate Lion conditionally agreed to acquire, and Wui Loong conditionally agreed to sell, units 1, 2, 3, 5, 6, 21, 22, 23, 25, 26 and 27 on 10th Floor of Pacific Link Tower, Southmark, No.11 Yip Hing Street, Hong Kong at the aggregate consideration of HK$110,000,000 ("Proposed Property Disposal"). In accordance with the terms and conditions of the provisional sale and purchase agreement, on 7 February 2018, Wui Loong and Estate Lion entered into the formal sale and purchase agreement in respect of the Proposed Property Disposal on the same principal terms as set out under the provisional sale and purchase agreement.

The Proposed Property Disposal constituted a major transaction for the Company under Chapter 19 of the GEM Listing Rules and was subject to the Company's shareholders' approval. A special general meeting of the Company was held on 17 April 2018 and the ordinary resolution approving the Proposed Property Disposal was not passed by the Company's shareholders.

On 14 May 2018, Wui Loong and Estate Lion entered into the cancellation agreement to cancel and terminate the formal sale and purchase agreement in relation to the Proposed Property Disposal with immediate effect. Wui Loong had refunded the deposits in the total sum of HK$11,000,000 to Estate Lion.

Further details of the Proposed Property Disposal are set out in the Company's announcement dated 24 January 2018, 17 April 2018 and 14 May 2018 and the Company's circular dated 21 March 2018.

MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATES

In order to expand the Group's business portfolio in financial service sector, diversify its income source and possibly enhance its financial performance, on 5 February 2018, Instant Victory Global Limited ("Instant Victory"), a wholly-owned subsidiary of the Company, entered into a sale and purchase agreement ("Blue Pool SPA") with Mr. Leung Wai Ho ("Mr. Leung"), pursuant to which Instant Victory conditionally agreed to purchase, and Mr. Leung conditionally agreed to sell, the entire issued share capital of Blue Pool at the consideration of HK$45 million, which should be settled by way of allotment and issue by the Company to Mr. Leung of 1,600,000,000 Shares (each a "Consideration Share"), credited as fully paid at completion. The agreed issue price set out in the Blue Pool SPA is HK$0.028125 per Consideration Share.

Blue Pool holds 100% of issued share capital of Mass Fidelity, a limited company principally engaged in assets management which has been licensed with The Hong Kong Confederation of Insurance Brokers as an insurance broker (No. 0486) and registered as a MPF Corporate Intermediary at the Mandatory Provident Fund Scheme Authority (Registration No. IC001011). Mr. Leung and Instant Victory have agreed that where the audited net profit after tax of Mass Fidelity for the 12-month period commencing from the first day of the calendar month immediately after the completion date ("Actual PAT") is less than HK$3 million, the consideration shall be adjusted and Mr. Leung shall pay to Instant Victory the shortfall amount (which is HK$45,000,000 – Actual PAT x 15 and Actual PAT shall be deemed to be zero if it is a negative figure). Mr. Leung has undertaken and covenanted with Instant Victory that unless with its prior written approval, he shall not sell the Consideration Shares pending the determination of the Actual PAT and (if the consideration adjustment event occurs) until after the amount of the consideration has been adjusted and the shortfall amount has been settled in accordance with the provisions of the Blue Pool SPA.

Completion of such acquisition was conditional upon, among others, (i) the Stock Exchange having granted or having agreed to grant and not having withdrawn or revoked the listing of, and permission to deal in, the Consideration Shares; (ii) Instant Victory having carried out and completed the legal and financial due diligence review of Blue Pool and Mass Fidelity; and (iii) all requisite consents, licences and approvals (or, as the case may be, the relevant waiver) in connection with the entering into and the performance of the Blue Pool SPA and the transactions contemplated thereunder having been obtained by Mr. Leung, Instant Victory and/or Blue Pool or Mass Fidelity, and if subject to conditions, on such conditions acceptable to Instant Victory, and such consents, licenses and approval remaining in full force and effect and not being revoked. All such conditions have been fulfilled and completion took place on 21 March 2018. 1,600,000,000 Consideration Shares have been allotted and issued to Mr. Leung on the same date. The aggregate nominal value of the Consideration Shares is HK$16 million and the agreed issue price of each Consideration Share represented a discount of approximately 12.11% to the closing price of HK$0.032 per Share on the date of the Blue Pool SPA.

Further details of such acquisition are set out in the Company's announcements dated 5 February 2018 and 21 March 2018.

Save as disclosed above, the Group had no other material acquisitions or disposals of subsidiaries or associates during the Year.

SIGNIFICANT INVESTMENTS

As at 30 April 2018, the available-for-sale investments ("AFSs") of the Group amounted to approximately HK$20.9 million and financial assets at fair value through profit or loss ("FVTPL") of the Group amounted to approximately HK$63.8 million. Given that securities investment is one of the Group's ordinary principal businesses, the Directors considered that (i) investments with a carrying amount that account for more than 5% of the Group's audited net assets as at 30 April 2018; (ii) investments with a carrying amount that account for more than 5% of the Group's total securities investment as at 30 April 2018; or (iii) investments which recorded realised or unrealised gain/(loss) or impairments or increase/(decrease) in investment revaluation reserve of over HK$5 million during the Year as significant investments.

Description of investments	*Notes*	**Carrying amount as at 1 May 2017** *HK$'000*	**Acquisition during the Year** *HK$'000*	**Disposal during the Year** *HK$'000*	**Increase/ (decrease) in investment revaluation reserve** *HK$'000*	**Gain/(loss) on disposal of AFSs** *HK$'000*	**Impairments** *HK$'000*	**Fair value gain/(loss) and gain/(loss) on disposal recognised in profit or loss** *HK$'000*	**Carrying amount as at 30 April 2018** *HK$'000*	**Percentage to the Group's audited net assets as at 30 April 2018**	**Percentage to the Group's audited total assets as at 30 April 2018**	**Percentage to the Group's total securities investment as at 30 April 2018**
AFSs												
Capital VC Limited ("Capital VC") (stock code: 2324)	*(a)*	15,221	–	–	(4,483)	–	–	–	10,738	1.51%	1.16%	12.68%
China Kingstone Mining Holdings Limited ("CKMH") (stock code: 1380)	*(b)*	–	10,118	–	(3,625)	–	–	–	6,493	0.91%	0.70%	7.67%
KPM Holding Limited ("KPM") (stock code: 8027)	*(c)*	19,500	–	–	–	–	(17,810)	–	1,690	0.24%	0.18%	2.00%
QPL International Holdings Limited ("QPL") (stock code: 243)	*(d)*	34,456	19,423	(18,280)	(15,768)	(19,831)	–	–	–	–	–	–
Equity securities listed in Hong Kong	*(e)*	10,275	–	(6,124)	(426)	175	(3,900)	–	–	–	–	–
Unlisted investment funds, at cost		9,181	–	(5,284)[1]	(860)	963[2]	(4,000)	–	–	–	–	–
Unlisted investment, at cost		2,000	–	–	–	–	–	–	2,000	0.28%	0.22%	2.36%
		90,633	29,541	(29,688)	(25,162)	(18,693)	(25,710)	–	20,921	2.94%	2.26%	24.71%

Description of investments	Notes	Carrying amount as at 1 May 2017 HK$'000	Acquisition during the Year HK$'000	Disposal during the Year HK$'000	Increase/(decrease) in investment revaluation reserve HK$'000	Gain/(loss) on disposal of AFSs HK$'000	Impairments HK$'000	Fair value gain/(loss) and gain/(loss) on disposal recognised in profit or loss HK$'000	Carrying amount as at 30 April 2018 HK$'000	Percentage to the Group's audited net assets as at 30 April 2018	Percentage to the Group's audited total assets as at 30 April 2018	Percentage to the Group's total securities investment as at 30 April 2018
Financial assets at FVTPL												
Convertible bonds ("CB") of China e-Wallet Payment Group Limited (formerly known as RCG Holdings Limited) ("China e-Wallet") (stock code: 802)	*(f)*	35,400	–	–	–	–	–	(6,600)	28,800	4.05%	3.10%	34.01%
China Investments and Finance Group Limited ("CIFL") (stock code: 1226)	*(g)*	24,380	–	–	–	–	–	(18,400)	5,980	0.84%	0.64%	7.06%
China Jicheng Holdings Limited ("CJHL") (stock code: 1027)	*(h)*	–	14,254	(916)	–	–	–	(13,338)	–	–	–	–
GreaterChina Professional Services Limited ("GreaterChina") (stock code: 8193)	*(i)*	6,313	–	(638)	–	–	–	(5,675)	–	–	–	–
Hao Wen Holdings Limited ("Hao Wen") (stock code: 8019)	*(j)*	16,363	–	–	–	–	–	(8,050)	8,313	1.17%	0.90%	9.81%
Limina Group Limited ("Limina") (stock code: 8470)	*(k)*	–	4,296	(3,865)	–	–	–	4,157	4,588	0.65%	0.49%	5.41%
Major Holdings Limited ("MHL") (stock code: 1389)	*(l)*	–	9,865	(1,678)	–	–	–	(8,187)	–	–	–	–
Equity securities listed in Hong Kong	*(m)*	7,784	42,994	(26,782)	–	–	–	(7,905)	16,091	2.26%	1.73%	19.00%
		90,240	71,409	(33,879)	–	–	–	(63,998)	63,772	8.97%	6.86%	75.29%
		180,873	100,950	(63.567)	(25,162)	(18,693)	(25,710)	(63,998)	84,693	11.91%	9.12%	100.00%

Note (1): this represents redemption of a fund during the Year.

Note (2): this represents gain on redemption of a fund during the Year.

Notes:

(a) Capital VC and its subsidiaries (collectively referred to as the "Capital VC Group") were principally engaged in investing in listed and unlisted companies.

As at 30 April 2018, the Group held 93,380,000 shares of Capital VC, which represented approximately 3.39% of total issued share capital of Capital VC at the same date.

As disclosed in the interim report of Capital VC for the six months ended 31 March 2018, Capital VC expects that (i) the investment environment in the US and other advance economies will be relatively stable; (ii) the anticipated mild and slow interest rate normalisation will not cause significant influence on global investment market; and (iii) in the East, as the China economy is maturing and a more sustainable development is desired, slower future growth levels are to be expected. Accordingly, the directors of Capital VC will continue to adopt cautious measures to manage the Capital VC Group's investment portfolio.

(b) CKMH and its subsidiaries (collectively referred to as the "CKMH Group") were principally engaged in the production and sales of marble and marble related products in China.

As at 30 April 2018, the Group held 84,320,000 shares of CKMH, which represented approximately 2.98% of total issued share capital of CKMH at the same date.

As disclosed in the annual report of CKMH for the year ended 31 December 2017, (i) CKMH expects the demand for construction materials, such as marble stone, to rise gradually once the sales price and transaction volume in the China property market stabilise; however, the CKMH Group will still face a keen competition with the overseas marble stone import suppliers and the CKMH Group will carefully re-position the marketing of the marble products to grab the market share; (ii) while the Zhangjiaba mine of the CKMH Group was still under development and the plan of expansion in calcium carbonate business has not been materialised during the previous financial year, CKMH will focus on its current marble slags business and trading of the marble slabs; (iii) CKMH will continue to consolidate the production and operations and also extend the customer base in order to improve the performance of marble stone business; and (iv) the CKMH Group will continue to explore new business opportunities so arising in order to maximise its shareholders' value in the future.

(c) KPM and its subsidiaries (collectively referred to as the "KPM Group") were principally engaged in the design, fabrication, installation and maintenance of signage and related products.

As at 30 April 2018, the Group held 26,000,000 shares of KPM, which represented approximately 0.81% of total issued share capital of KPM at the same date.

As disclosed in the annual report of KPM for the year ended 31 December 2017, the release by Ministry of Trade and Industry Singapore on 2 January 2018 shows that the growth in the construction sector contracted by 8.3 percentage points to negative 8.1 percentage points in 2017 from 0.2 percentage points in 2016, primarily due to the weakness in private sector construction activities, and the KPM Group will continue to manage its expenditures, review the business strategy constantly and look for other business opportunities to cope with existing market environment in a cautious and prudent manner.

(d) QPL and its subsidiaries were principally engaged in the manufacture and sale of integrated circuit leadframes, heatsinks, stiffeners and related products, securities trading and investment holding.

During the Year, the Group disposed of all of 88,397,000 shares of QPL it held, which contributed to a loss on disposal of approximately HK$19.8 million to the Group accordingly. Such disposal constituted a discloseable transaction of the Company under the GEM Listing Rules, further details of which are set out in the announcement of the Company dated 3 July 2017.

(e) As at 30 April 2018, equity securities listed in Hong Kong under the category of AFSs represented the Group's investments in two companies whose shares are listed on the Main Board of the Stock Exchange. Each of such investments had a carrying amount that account for (i) less than 5% of the Group's audited net assets as at 30 April 2018 and (ii) less than 5% of the Group's total securities investment as at 30 April 2018, and each of such investment did not record a realised or unrealised gain/(loss) or impairments or increase/(decrease) in investment revaluation reserve of over HK$5 million during the Year.

(f) This investment represented the subscription of CB of China e-Wallet in the total amount of HK$15,000,000 with an interest rate of 2.5% per annum principal amounts and the conversion price being HK$0.25 per conversion share. The CB will mature 36 months from the issuing date (i.e. 14 October 2016). As at 30 April 2018, the fair value of the CB subscribed by the Group was HK$28.8 million based on the valuation report prepared by a professional valuer.

China e-Wallet and its subsidiaries (collectively referred to as the "China e-Wallet Group") were principally engaged in the provision of biometric and RFID products and solution services, internet and mobile application and related services.

As disclosed in the annual report of China e-Wallet for the year ended 31 December 2017, China e-Wallet Group has continued the efforts to consolidate and realign its businesses to enable the China e-Wallet Group to achieve improvements in its financial position. China e-Wallet Group will continue to work towards, attaining a stable platform for sustainability and basis for continuous growth.

(g) CIFL and its subsidiaries (collectively referred to as the "CIFL Group") were principally engaged in securities trading and investment holding.

As at 30 April 2018, the Group held 92,000,000 shares of CIFL, which represented approximately 4.08% of total issued share capital of CIFL at the same date.

As disclosed in the annual report of CIFL for the year ended 31 March 2018, CIFL expects that (i) the global market will continue to face greater challenges and be full of uncertainty, developed economies are beginning to have signs of recovery, but the developing economies also have trends of adjustment; and (ii) China is also facing a slowdown in economic growth, economic structure has undergone significant changes during the transition from medium to long term, crisis and opportunities coexist. Accordingly, the directors of CIFL will continue to take a prudent approach in managing the CIFL Group's investment portfolio and develop the investment strategies. Given the increasing influence of China against the global economy, the CIFL Group will still be based mainly on Chinese economy, the CIFL Group will continue to look for investment opportunities which offer outstanding returns under the acceptable risk in the portfolio of the CIFL Group.

(h) CJHL and its subsidiaries were principally engaged in the manufacture and sale of Polyolefin Elastomers umbrellas, nylon umbrellas and umbrella parts such as plastic cloth and shaft.

During the Year, the Group acquired 54,150,000 shares of CJHL and subsequently disposed of all of such shares due to the significant drop in its share price since acquisition. Such disposal resulted in a fair value loss of approximately HK$13.3 million during the Year.

(i) GreaterChina and its subsidiaries were principally engaged in asset advisory services and asset appraisal, corporate services and consultancy, media advertising and financial services.

During the Year, the Group disposed all of 10,700,000 shares of GreaterChina due to the significant drop in its share price. Such disposal resulted in a fair value loss of approximately HK$5.7 million during the Year.

(j) Hao Wen and its subsidiaries (collectively referred to as the “Hao Wen Group”) were principally engaged in money lending business, trading and manufacturing of biomass fuel product, and processing and trading of electronic parts.

As at 30 April 2018, the Group held 87,500,000 shares of Hao Wen, which represented approximately 4.08% of total issued share capital of Hao Wen at the same date.

As disclosed in the first quarterly report of Hao Wen for the three months ended 31 March 2018, the Hao Wen Group will (i) devote its existing resources to expand the processing and trading of electronic parts business while keeping steady in the money lending business; and (ii) explore other potential investment opportunities in order to broaden its income sources.

(k) Limina and its subsidiaries (collectively referred to as the “Limina Group”) were principally engaged in the provision of fire safety services in Hong Kong which cover the design, supply and installation of fire safety systems including evacuation and electrical fire alarm systems, water and gas suppression systems and portable fire equipment for newly built and existing buildings in Hong Kong.

As at 30 April 2018, the Group held 3,824,000 shares of Limina, which represented approximately 0.64% of total issued share capital of Limina at the same date.

As disclosed in the annual report of Limina for the year ended 31 March 2018, the directors of Limina consider that the future opportunities which the Limina Group faces will be affected by the condition of the property market in Hong Kong. The directors of Limina are of the view that the number of properties to be built or to be redeveloped in Hong Kong is the key driver of the demand for fire safety services in Hong Kong.

(l) MHL and its subsidiaries were principally engaged in the sales and distribution of premium wine and spirit products and wine accessory products in Hong Kong.

During the Year, the Group acquired 8,624,000 shares of MHL and subsequently disposed of all such shares due to the significant drop in its share price since acquisition.

(m) Equity securities listed in Hong Kong under the category of financial assets at FVTPL represented the Group’s investments in over twenty companies whose shares were listed on the Main Board or GEM of the Stock Exchange during the Year. Each of such investments (i) had a carrying amount that account for less than 5% of the Group’s audited net assets as at 30 April 2018 and less than 5% of the Group’s total securities investment as at 30 April 2018, and did not record over HK$5 million of realised or unrealised gain/(loss) during the Year.

DETAILS OF FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Except as disclosed in the paragraphs headed “Business Outlook” above, the Group does not have any future plans for material investments or capital assets as at the date of this announcement.

PLEDGE OF ASSETS

As 30 April 2018, the Group has pledged the following assets as securities for the general banking facilities granted to the Group:

	30.04.2018	30.04.2017
	HK$'000	*HK$'000*
Investment properties	**56,570**	44,570
Leasehold land and buildings	**6,994**	7,409
Trade receivables	**9,513**	16,540
Retention monies receivables	**–**	38

In addition, the Group's obligations under finance leases are secured by the lessor's charge over the leased assets.

TREASURY POLICY

The Group consistently employs a prudent treasury policy during its development and generally finances its operations and business development with internally generated resources and equity and/or debt financing activities. The Group also adopts flexible and prudent fiscal policies to effectively manage the Group's assets and liabilities and strengthen the Group's financial position.

FOREIGN EXCHANGE AND INTEREST RATE EXPOSURE

Most of the assets and liabilities of the Group are denominated in Hong Kong dollars. The Group did not use any financial instrument for hedging purpose during the Year, and did not have any outstanding hedging instrument as at 30 April 2018. When appropriate, for example at times when interest rate or exchange rate are uncertain or volatile, the Group will consider the use of hedging instruments including interest rate swap and foreign currency forward contract to manage the Group's exposures to interest rate and foreign exchange rate fluctuations.

CONTINGENT LIABILITIES

At 30 April 2018, the Group did not have any material contingent liabilities (30 April 2017: Nil).

EMPLOYEES AND REMUNERATION POLICIES

As at 30 April 2018, the total number of full-time employees of the Group was 112 (30 April 2017: 118). Total staff costs (including Directors' emoluments) amounted to approximately HK$43.8 million for the Year (Last Year: approximately HK$36.9 million). Employees were remunerated according to their performance and working experience during the Year. In addition to basic salaries and contribution to the mandatory provident fund scheme, staff benefits include performance bonus, medical scheme, share options and training.

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

During the Year, there was no purchase, sale or redemption by the Company, or any of its subsidiaries, of the Company's listed securities.

CORPORATE GOVERNANCE PRACTICES

The corporate governance principles of the Company emphasise a quality Board, sound internal controls, transparency and accountability to all shareholders. By applying rigorous corporate governance practices, the Company believes that its accountability and transparency will be improved thereby instilling confidence to the shareholders of the Company and the public. Throughout the Year, the Company has complied with the code provisions in the Corporate Governance Code ("CG Code") set out in Appendix 15 to the GEM Listing Rules except for the following deviations:

Provision A.2.7 of the CG Code requires the chairman of the Board to hold meetings at least annually with the non-executive Directors (including independent non-executive Directors) without the executive Directors present. As Dr. So Yu Shing, the chairman of the Board, is also an executive Director, compliance with this provision is infeasible.

Rules 5.05(1) and 5.05A of the GEM Listing Rules require every board of directors to include at least three independent non-executive directors, representing at least one-third of the board. Rule 5.28 of the GEM Listing Rules requires every audit committee of a board to, among other matters, comprise a minimum of three members, with at least one of whom being an independent non-executive director with appropriate professional qualifications of accounting or related financial management expertise. During the Year, (i) following the resignation of Mr. Ong Chi King as an independent non-executive Director and a member of each of the audit committee ("Audit Committee"), the nomination committee ("Nomination Committee") and the remuneration committee ("Remuneration Committee") of the Board on 29 March 2017, the Company had only two independent non-executive Directors and two Audit Committee members, which fell below the minimum numbers required under the GEM Listing Rules. With the Board's endeavour to identify a suitable candidate, on 27 June 2017, Ms. Lam Wai Yu was appointed as an independent non-executive Director and a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee, thereby complying with Rules 5.05(1), 5.05A and 5.28 of the GEM Listing Rules; and (ii) following the resignation of Mr. Chan Ngai Sang, Kenny, as an independent non-executive Director, a chairman of the Audit Committee, and a member of each of the Nomination Committee and the Remuneration Committee of the Board on 1 December 2017, the Company had only two independent non-executive Directors and two Audit Committee members, which fell below the minimum numbers required under the GEM Listing Rules. With the Board's endeavour to identify a suitable candidate, on 26 February 2018. Mr. Lo Ka Ki was appointed as an independent non-executive Director, the chairman of the Audit Committee, and a member of each of the Nomination Committee and the Remuneration Committee, thereby complying with Rules 5.05(1), 5.05A and 5.28 of the GEM Listing Rules. Each of Mr. Ong Chi King and Mr. Chan Ngai Sang, Kenny confirmed that he had no disagreement with the Board and there were no other matters relating to his resignation that need to be brought to the attention of the Stock Exchange or the shareholders of the Company.

The Board has continued to monitor and review the Company's progress in respect of corporate governance practices to ensure compliance with the CG Code. Meetings were held throughout the Year and where appropriate, circulars and other guidance notes were issued to Directors and senior management of the Company to ensure awareness to issues regarding corporate governance practices.

AUDIT COMMITTEE

The Company established the Audit Committee with written terms of reference that clearly establish the Audit Committee's authority and duties. The Audit Committee comprised three independent non-executive Directors as at the date of this announcement, namely Mr. Law Man Sang, Mr. Lo Ka Ki and Ms. Lam Wai Yu.

The primary duties of the Audit Committee are to review the Company's annual reports and accounts, interim reports and quarterly reports and to provide advice and comments thereon to the Board. The Audit Committee is also responsible for reviewing and supervising the financial reporting process and risk management and internal control systems of the Group.

Four Audit Committee meetings were held during the Year.

The Audit Committee has reviewed the consolidated financial statements of the Group for the Year.

ANNUAL RESULTS ANNOUNCEMENT

CHENG & CHENG LIMITED has reported on the consolidated financial statements of the Company for the year ended 30 April 2017 and D & PARTNERS CPA LIMITED has reported on the consolidated financial statements of the Company for the year ended 30 April 2018.

The figures set out in this preliminary announcement of the Group's results for the year ended 30 April 2018 have been agreed by the Group's auditors, D & PARTNERS CPA LIMITED, to the amounts set out in the Group's consolidated financial statements for the year ended 30 April 2018. The work performed by D & PARTNERS CPA LIMITED in this respect did not constitute an 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 D & PARTNERS CPA LIMITED on this preliminary announcement.

EVENTS AFTER THE REPORTING PERIOD

As disclosed in the paragraphs headed "Proposed Property Disposal" above, on 14 May 2018, Wui Loong and Estate Lion had entered into the cancellation agreement to cancel and terminate the formal sale and purchase agreement dated 7 February 2018 entered into between them in relation to the Proposed Property Disposal. Further details of such termination of agreement are set out in the announcement of the Company dated 14 May 2018.

On behalf of the Board
WLS Holdings Limited
So Yu Shing
Chairman

Hong Kong, 26 July 2018

As at the date of this announcement, the Board comprises Dr. So Yu Shing (Chairman and Executive Director), Mr. Kong Kam Wang (Executive Director and Chief Executive Officer), Ms. Lai Yuen Mei, Rebecca (Executive Director), Mr. So Wang Chun, Edmond (Executive Director), Mr. Yuen Chun Fai (Executive Director), Mr. Law Man Sang (Independent Non-executive Director), Ms. Lam Wai Yu (Independent Non-executive Director) and Mr. Lo Ka Ki (Independent Non-executive Director).

This announcement will remain on the "Latest Company Announcements" page of the GEM website and on the website of the Company at http://www.wls.com.hk for at least of 7 days from the date of its posting.