



Boltek Holdings Limited
寶燧控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock code 股份代號: 8601



2019 Interim
Report
中期報告

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

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

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

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This report, for which the directors (the “Directors”) of Boltek Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

香港聯合交易所有限公司(「聯交所」)GEM的特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於GEM上市公司普遍為中小型公司，在GEM買賣的證券可能會較於聯交所主板買賣之證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

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本報告的資料乃遵照聯交所的《GEM證券上市規則》(「GEM上市規則」)而刊載，旨在提供有關寶燧控股有限公司(「本公司」，連同其附屬公司「本集團」)的資料；本公司的董事(「董事」)願就本報告的資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何事項，足以令致本報告或其所載任何陳述產生誤導。

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Cheung Kwan Tar

Mr. Ng Pak Hung

Independent non-executive Directors

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackston

Mr. Chan Wan Fung

AUDIT COMMITTEE

Mr. Chan Wan Fung (*Chairman*)

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackston

NOMINATION COMMITTEE

Mr. Cheung Kwan Tar (*Chairman*)

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackston

REMUNERATION COMMITTEE

Mr. Chan Yu Sum Sam (*Chairman*)

Mr. Cheung Kwan Tar

Mr. Chan Kai Kow Mackston

COMPLIANCE OFFICER

Mr. Cheung Kwan Tar

COMPANY SECRETARY

Mr. Yu Chun Kit

AUTHORISED REPRESENTATIVE

Mr. Cheung Kwan Tar

Mr. Yu Chun Kit

COMPLIANCE ADVISER

Grande Capital Limited

Room 2701, 27/F, Tower 1, Admiralty Center
18 Harcourt Road, Admiralty, Hong Kong

AUDITOR

Grant Thornton Hong Kong Limited

Level 12, 28 Hennessy Road
Wanchai, Hong Kong

公司資料

董事會

執行董事

張群達先生

吳柏鴻先生

獨立非執行董事

陳如森先生

陳啟球先生

陳雲峯先生

審核委員會

陳雲峯先生 (*主席*)

陳如森先生

陳啟球先生

提名委員會

張群達先生 (*主席*)

陳如森先生

陳啟球先生

薪酬委員會

陳如森先生 (*主席*)

張群達先生

陳啟球先生

合規主任

張群達先生

公司秘書

余俊傑先生

授權代表

張群達先生

余俊傑先生

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致同(香港)會計師事務所有限公司

香港灣仔

軒尼詩道28號12樓

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REGISTERED OFFICE IN THE CAYMAN ISLANDS

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Grand Cayman KY1-1108
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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46-48 Hillwood Road
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PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Estera Trust (Cayman) Limited
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BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

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PRINCIPAL BANKER

Bank of China (Hong Kong) Limited
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Hong Kong

COMPANY'S WEBSITE

www.boltekholdings.com

STOCK CODE

8601

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香港總部及主要營業地點

香港
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香港股份過戶登記分處

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公司網站

www.boltekholdings.com

股份代號

8601

The board of Directors (the “Board”) of the Company is pleased to present the unaudited condensed consolidated results of the Company and its subsidiaries for the three months and six months ended 30 June 2019 (the “Review Period”), together with the unaudited comparative figures for the three months and six months ended 30 June 2018, as follows:

本公司董事會(「董事會」)欣然呈報本公司及其附屬公司截至二零一九年六月三十日止三個月及六個月(「回顧期間」)的未經審核簡明綜合業績，連同截至二零一八年六月三十日止三個月及六個月的未經審核比較數字如下：

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and six months ended 30 June 2019

簡明綜合損益及其他全面收益表

截至二零一九年六月三十日止三個月及六個月

		Notes 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 二零一九年 HK\$'000 千港元 (Unaudited) (未經審核)	2018 二零一八年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	3	25,652	22,063	52,253	42,872
Direct costs	直接成本		(14,085)	(12,616)	(28,716)	(24,491)
Gross profit	毛利		11,567	9,447	23,537	18,381
Other income and gain	其他收入及收益	3	265	1	530	59
Administrative expenses	行政開支		(5,467)	(8,892)	(11,453)	(16,227)
Profit before income tax	除所得稅前溢利	5	6,365	556	12,614	2,213
Income tax expenses	所得稅開支	6	(1,230)	(345)	(2,334)	(1,032)
Profit and total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內溢利及全面收益總額		5,135	211	10,280	1,181
Earning per share	每股盈利					
Basic and diluted (HK cents per share)	基本及攤薄(每股港仙)	7	0.64	0.04	1.29	0.197

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2019

簡明綜合財務狀況表

於二零一九年六月三十日

			As at 30 June 2019 於二零一九年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2018 於二零一八年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
ASSETS AND LIABILITIES	資產及負債			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		2,775	1,475
Right of use asset	使用權資產		4,805	-
			7,580	1,475
Current assets	流動資產			
Contract assets	合約資產		10,104	8,504
Trade and other receivables	貿易及其他應收款項	9	43,861	30,822
Current tax recoverable	可收回即期稅項		-	1,266
Cash and bank balances	現金及銀行結餘		74,413	75,285
			128,378	115,877
Current liabilities	流動負債			
Contract liabilities	合約負債		759	659
Provisions	撥備		2,221	2,206
Trade and other payables	貿易及其他應付款項	10	5,845	2,059
Amount due to a director	應付一名董事款項		-	1,500
Lease liability	租賃負債		2,016	-
Current tax liabilities	即期稅項負債		1,057	-
			11,898	6,424
Net current assets	流動資產淨值		116,480	109,453
Total assets less current liabilities	總資產減流動負債		124,060	110,928
Non-current liabilities	非流動負債			
Deferred tax liabilities	遞延稅項負債		167	153
Lease liability	租賃負債		2,938	-
			3,105	153
Net assets	資產淨值		120,955	110,775
EQUITY	權益			
Share capital	股本	11	8,000	8,000
Reserves	儲備	12	112,955	102,775
Total equity	權益總額		120,955	110,775

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2019

簡明綜合權益變動表

截至二零一九年六月三十日止六個月

		Share Capital 股本 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 January 2019 (Audited)	於二零一九年一月一日 結餘(經審核)	8,000	17,000	64,668	21,107	110,775
Adjustment from adoption of HKFRS 16	因採納香港財務報告準則 第16號而調整	-	-	-	(100)	(100)
Restated balance as at 1 January 2019	於二零一九年一月一日 經重列結餘	8,000	17,000	64,668	21,007	110,675
Profit and total comprehensive income for the period	期內溢利及全面收益 總額	-	-	-	10,280	10,280
Balance at 30 June 2019 (Unaudited)	於二零一九年 六月三十日 結餘(未經審核)	8,000	17,000	64,668	31,287	120,955

For the six months ended 30 June 2018

截至二零一八年六月三十日止六個月

		Share Capital 股本 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 January 2018 (Audited)	於二零一八年一月一日 結餘(經審核)	-	-	-	22,545	22,545
Issue of ordinary shares for loan capitalisation	就貸款資本化發行 普通股	5,000	-	-	-	5,000
Share issue pursuant to the pre-IPO investments and bonus share	根據首次公開發售前投資 及紅股發行股份	9	-	11,991	-	12,000
Effect of group reorganisation	集團重組之影響	(4,993)	4,993	-	-	-
Profit and total comprehensive income for the period	期內溢利及全面收益總額	-	-	-	1,181	1,181
Balance at 30 June 2018 (Unaudited)	於二零一八年 六月三十日 結餘(未經審核)	16	4,993	11,991	23,726	40,726

**CONDENSED CONSOLIDATED
STATEMENT OF CASH FLOWS
(UNAUDITED)**

**簡明綜合現金流量表(未經審
核)**

		Six months ended 30 June	
		截至六月三十日止六個月	
		2019	2018
		二零一九年	二零一八年
		HK\$'000	HK\$'000
		千港元	千港元
Net cash generated from/(used in) operating activities	經營活動所得/(所用)現金淨額	285	(3,495)
Net cash used in investing activities	投資活動所用現金淨額	(1,157)	(197)
Net cash generated from financing activities	融資活動所得現金淨額	-	8,927
(Decrease)/increase in cash and cash equivalents	現金及現金等價物(減少)/增加	(872)	5,235
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	75,285	8,355
Cash and cash equivalents at end of the period	期末現金及現金等價物	74,413	13,590

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2019

未經審核簡明綜合財務報表 附註

截至二零一九年六月三十日止六個月

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands under the Companies Law of the Cayman Islands on 18 April 2018. The address of registered office is located at Clifton House, 75 Fort Street, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. The principal place of business of the Company is located at 5/F, Winning Commercial Building, 46-48 Hillwood Road, Tsim Sha Tsui, Kowloon, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in provision of engineering consultancy services in Hong Kong.

The Company's immediate and ultimate holding company is Waywin Investment Holding Limited, a company incorporated in the British Virgin Islands (the "BVI"). The ultimate controlling shareholder of the Group is Mr. Cheung Kwan Tar ("Mr. Cheung" or "Controlling Shareholder").

The Company's shares are listed on the GEM of The Stock Exchange of Hong Kong Limited on 13 September 2018.

1. 公司資料

本公司於二零一八年四月十八日在開曼群島根據開曼群島公司法註冊成立為獲豁免有限公司。註冊辦事處地址為Clifton House, 75 Fort Street, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands。本公司主要營業地點位於香港九龍尖沙咀山林道46-48號運通商業大廈5樓。

本公司為一家投資控股公司。本集團主要從事於香港提供工程顧問服務。

本公司的直接及最終控股公司為煒榮投資控股有限公司。該公司為一家於英屬處女群島（「英屬處女群島」）註冊成立的公司。本集團的最終控股股東為張群達先生（「張先生」或「控股股東」）。

本公司的股份於二零一八年九月十三日於香港聯合交易所有限公司GEM上市。

2. BASIS OF PREPARATION AND REORGANISATION

The unaudited condensed consolidated financial statements for the six months ended 30 June 2019 have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure requirements of the GEM Listing Rules.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company and its subsidiaries, and all values are rounded to the nearest thousands (“HK\$’000”), except where otherwise indicated.

The unaudited condensed consolidated financial statements should be read in conjunction with the audited combined financial information for each of the years ended 31 December 2016 and 2017 and the three months ended 31 March 2018 as set out in the prospectus of the Company dated 29 August 2018 (“Prospectus”), the audited consolidated financial information for the year ended 31 December 2018 as set out in the annual report of the Company dated 15 March 2019 (“Annual Report”) and the unaudited consolidated financial information for the period ended 31 March 2019 as set out in the first quarter report of the Company dated 10 May 2019 (“First Quarter Report”).

Except as described below, the accounting policies used in the financial highlights for the six months ended 30 June 2019 are the same as those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2018.

2. 編製基準及重組

截至二零一九年六月三十日止六個月的未經審核簡明綜合財務報表乃根據香港會計師公會（「香港會計師公會」）頒佈的香港財務報告準則（「香港財務報告準則」）及GEM上市規則的適用披露規定編製。

該等未經審核簡明綜合財務報表乃以港元（「港元」）呈列，該貨幣亦為本公司及其附屬公司的功能貨幣，除非另有指明，所有金額均約整至最接近之千元（「千港元」）。

該等未經審核簡明綜合財務報表應與本公司日期為二零一八年八月二十九日的招股章程（「招股章程」）所載的截至二零一六年及二零一七年十二月三十一日止年度各年及截至二零一八年三月三十一日止三個月的經審核合併財務資料、本公司日期為二零一九年三月十五日的年報（「年報」）所載的截至二零一八年十二月三十一日止年度的經審核綜合財務資料及本公司日期為二零一九年五月十日的第一季度報告（「第一季度報告」）所載的截至二零一九年三月三十一日止期間的未經審核綜合財務資料一併閱覽。

除下文所述外，截至二零一九年六月三十日止六個月之財務概要所應用之會計政策與本集團編製截至二零一八年十二月三十一日止年度之年度綜合財務報表所採納者完全一致。

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

HKFRS 16 Leases

The Group has applied HKFRS 16 for the first time in the current year. HKFRS 16 “Leases” will replace HKAS 17 and three related Interpretations.

Under HKFRS 16, distinctions of operating leases and finance leases are removed for lease accounting, and is replaced by a model where a right-of-use asset and a corresponding liability have to be recognised for all leases by lessees, except for short-term leases and leases of low value assets.

The right-of-use asset is initially measured at cost and subsequently measured at cost (subject to certain exceptions) less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at that date. Subsequently, the lease liability is adjusted for interest and lease payments, as well as the impact of lease modifications, amongst others.

2. 編製基準及重組(續)

香港財務報告準則第16號租賃

於本年度，本集團首次採用香港財務報告準則第16號。香港財務報告準則第16號「租賃」將會取代香港會計準則第17號及三項相關詮釋。

根據香港財務報告準則第16號，租賃會計中營運租賃和融資租賃的區別被移除，取而代之的模式是承租人必須確認全部租賃的使用權資產和相應的負債，惟短期租賃和低值資產租賃則除外。

使用權資產初次按成本計量，隨後則按成本(惟若干例外情況除外)減累計折舊及減值虧損計量，並就租賃負債的任何重新計量作出調整。租賃負債按當日未付之租賃款項之現值作初次計量。隨後，租賃負債會就利息及租賃款項、租約修訂的影響及其他因素作出調整。

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

HKFRS 16 Leases (Continued)

As allowed by HKFRS 16, the Group has elected the practical expedient to grandfather the previous assessment of which existing arrangements are, or contain, leases, and has applied the new definition of a lease in HKFRS 16 only to contracts that are entered into on or after the date of initial application, 1 January 2019. The Group has opted the modified retrospective approach for the adoption of HKFRS 16 on 1 January 2019 and recognised the cumulative effect of initial application as an adjustment to the opening balance of equity at 1 January 2019. Comparative information will not be restated.

Based on the allowed practical expedients under HKFRS 16, the Group has elected not to apply the new accounting model to short-term leases and leases of low-value assets, not to perform a full review of existing leases and apply HKFRS 16 only to new contracts and to account for leases for which the lease term ends within 12 months from the date of initial application as short-term lease.

The following table summarises the impacts of applying HKFRS 16 on the Group's condensed consolidated statement of profit or loss and other comprehensive income. Line items that were not affected by the changes have not been included.

2. 編製基準及重組(續)

香港財務報告準則第16號租賃(續)

誠如香港財務報告準則第16號所容許，本集團已選用寬免先前評估之可行權宜方法，當中現有安排為(或包含)租賃，並對初步應用日期(即二零一九年一月一日)或之後訂立的合約應用香港財務報告準則第16號租賃的新界定。本集團已就於二零一九年一月一日採用香港財務報告準則第16號採用經修訂可追溯法，並將初步應用累計影響確認為二零一九年一月一日期初權益結餘的調整。比較資料將不予重列。

根據香港財務報告準則第16號容許的可行權宜方法，本集團已選擇不對短期租賃及低價值資產租賃應用新會計模式，亦無全面檢討現有租賃，而僅對新合約應用香港財務報告準則第16號，並將自初步應用日期起計12個月內租期結束的租賃入賬列作短期租賃。

下表概述採用香港財務報告準則第16號對本集團之簡明綜合損益及其他全面收益表的影響。不受變動影響的項目並不包括在內。

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

HKFRS 16 Leases (Continued)

Impacts on condensed consolidated statement of profit or loss and other comprehensive income for the six months ended 30 June 2019

2. 編製基準及重組(續)

香港財務報告準則第16號租賃(續)

對截至二零一九年六月三十日止六個月的簡明綜合損益及其他全面收益表的影響

		Six months ended 30 June 2019 (Unaudited)		
		截至二零一九年六月三十日止六個月 (未經審核)		
		As reported	Results without application of HKFRS 16 未應用香港財務報告準則第16號之業績	(Decrease)/ increase in profit for the period 期內溢利(減少)/增加
		經呈報	之業績	增加
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
Administrative expenses	行政開支	(11,453)	(11,404)	(49)
Income tax expenses	所得稅開支	(2,334)	(2,343)	9
Profit and total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內溢利及全面收益總額	10,280	10,320	(40)

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

2. 編製基準及重組(續)

HKFRS 16 Leases (Continued)

香港財務報告準則第16號租賃(續)

Condensed consolidated statement of financial statement (extract)	簡明綜合財務狀況表(摘錄)	31 December 2018	1 January 2019	
		As originally presented	HKFRS 16	Restated
		二零一八年十二月三十一日 經原本呈列	香港財務報告準則第16號	二零一九年一月一日 經重列
Non-current asset	非流動資產			
Right of use asset	使用權資產	–	5,766	5,766
Current liability	流動負債			
Lease liability	租賃負債	–	1,893	1,893
Non-current liability	非流動負債			
Lease liability	租賃負債	–	3,973	3,973
Equity	權益			
Reserves	儲備	102,775	(100)	102,675

The HKICPA has issued certain new and revised HKFRSs. For those which are effective for accounting periods beginning on or after 1 January 2019, the adoption has no material impact on how the results and financial positions of the Group for the current and prior periods have been prepared and presented. For those which are not yet effective and have not been early adopted in prior accounting periods, the Group is in the process of assessing their impact on the Group's results and financial position.

香港會計師公會已頒佈若干新訂及經修訂香港財務報告準則。就該等於二零一九年一月一日或之後開始的會計期間生效的準則而言，採納該等準則對本集團當期及過往期間業績及財務狀況的編製及呈列方式並無重大影響。就尚未生效且並無於過往會計期間提早採納的該等準則而言，本集團正評估其對本集團業績及財務狀況的影響。

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

Pursuant to the reorganisation of the Group in connection with the listing of the shares of the Company on GEM (the “Reorganisation”), the Company became the holding company of the companies now comprising the Group on 10 August 2018. Details of the Reorganisation are set out in the section headed “History, Reorganisation and Corporate Structure – Reorganisation” in the Prospectus.

The Group is under the common control of the Controlling Shareholder prior to and after the Reorganisation. The Group comprising the Company and its subsidiaries resulting from the Reorganisation is regarded as a continuing entity.

Accordingly, the audited combined financial statements of the Group have been prepared using the principles of merger accounting in accordance with Hong Kong Accounting Guideline 5 “Merger Accounting for Common Control Combinations” issued by HKICPA as if the group structure under the Reorganisation had been in existence throughout the three months ended 31 March 2018, or since their respective dates of incorporation, where it is a shorter period. The assets and liabilities of all the companies now comprising the Group are consolidated using the book values from the Controlling Shareholder’s perspective.

2. 編製基準及重組(續)

根據涉及本公司股份在GEM上市的本集團重組(「重組」)，本公司於二零一八年八月十日成為現時組成本集團的公司的控股公司。重組的詳情載列於招股章程「歷史、重組及公司架構－重組」一節。

本集團於重組前後受控股股東共同控制。重組而成的本集團(包括本公司及其附屬公司)被視為持續經營實體。

因此，本集團的經審核合併財務報表已根據香港會計師公會頒佈的香港會計指引第5號「共同控制合併的合併會計法」使用合併會計原則編製，猶如重組項下的集團架構於截至二零一八年三月三十一日止三個月整個期間或自各公司各自註冊成立日期以來(以較短期間為準)一直存在。本集團現時旗下所有公司的資產及負債乃使用控股股東認可的賬面值合併入賬。

3. REVENUE AND OTHER INCOME

3.1 Revenue

The Group's principal activities are disclosed in Note 1 of the unaudited condensed consolidated financial statements. Revenue is recognised over time and is disaggregated by nature of engineering design and consultancy services as follows:

	Three months ended 30 June		Six months ended 30 June		
	截至六月三十日止三個月	截至六月三十日止六個月	截至六月三十日止三個月	截至六月三十日止六個月	
	2019	2018	2019	2018	
	二零一九年	二零一八年	二零一九年	二零一八年	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
	千港元	千港元	千港元	千港元	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
	(未經審核)	(未經審核)	(未經審核)	(未經審核)	
Civil engineering	土木工程				
- Road & structural engineering	- 道路及結構工程	11,646	9,787	24,768	18,662
- Geotechnical engineering	- 岩土工程	2,386	2,115	5,382	4,244
- Others	- 其他	1,642	1,159	3,344	1,745
		15,674	13,061	33,494	24,651
Traffic engineering	交通工程	8,568	7,516	16,930	14,889
Other ancillary services	其他配套服務	1,410	1,486	1,829	3,332
		25,652	22,063	52,253	42,872

Under the contracts with customers, each engineering design and consultancy service contract relates to facts and circumstances that are specific to each customer. Contract terms provide the Group with an enforceable right to payment, for its performance completed to date, of its costs incurred plus a reasonable margin.

3. 收益及其他收入

3.1 收益

本集團主要業務於未經審核簡明綜合財務報表附註1披露。收益於一段時間內確認及按照工程設計及顧問服務的性質分類如下：

根據與客戶的合約，各工程設計及顧問服務合約與對每名客戶而言屬特殊的事實及情況有關。合約條款為當日已完成的表現就已產生的成本加上合理溢利率向本集團提供可執行的付款權利。

3. REVENUE AND OTHER INCOME (CONTINUED)

3.1 Revenue (continued)

Remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at 30 June 2019.

3. 收益及其他收入(續)

3.1 收益(續)

剩餘履約責任

下表包括預期將於日後確認且有關於二零一九年六月三十日尚未清償(或部分尚未清償)的履約責任之收益。

		At 30 June 2019 於二零一九年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)
Remaining performance obligations expected to be satisfied during the year ending	預期將於截至以下日期止年度清償的剩餘履約責任	
30 June 2020	二零二零年六月三十日	72,117
30 June 2021	二零二一年六月三十日	35,639
After 30 June 2021	二零二一年六月三十日後	23,857
		131,613

3. REVENUE AND OTHER INCOME (CONTINUED)

3.2 Other Income

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2019	2018	2019	2018
		二零一九年	二零一八年	二零一九年	二零一八年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Bank interest income	銀行利息收入	265	1	401	1
Government subsidies (note)	政府補貼(附註)	-	-	129	34
Sundry income	雜項收入	-	-	-	24
		265	1	530	59

Note: Subsidies have been received from the Hong Kong Vocational Training Council and the Construction Industry Council, institutions established by the HKSAR Government, for providing on-the-job training for graduate engineers and trainees, respectively. There were no unfulfilled conditions or contingencies relating to these subsidies.

附註：自香港職業訓練局及建造業議會獲得補貼。該等機構乃香港特別行政區政府為向見習工程師及實習生提供在職培訓而設立。概無有關該等補貼的未達成條件或或然事項。

3. 收益及其他收入(續)

3.2 其他收入

4. SEGMENT INFORMATION

Segment information

The chief operating decision maker has been identified as the executive directors of the Company. The directors regard the Group's business of provision of engineering design and consultancy services as a single operating segment and reviews the overall results of the Group as a whole to make decision about resources allocation. Accordingly, no segment analysis information is presented.

Geographical information

No separate analysis of segment information by geographical segment is presented as the Group's revenue and non-current assets are principally attributable to a single geographical region, which is Hong Kong.

4. 分部資料

分部資料

主要經營決策者被認為本公司執行董事。董事將本集團提供工程設計及顧問服務的業務視為單一經營分部，並審閱本集團整體之業績，以就資源分配作出決策。因此，並無呈列分部分析資料。

地理資料

由於本集團的收益及非流動資產主要屬於單一地理區域(香港)，故並無呈列按地理分部劃分的分部資料獨立分析。

5. PROFIT BEFORE INCOME TAX

5. 除所得稅前溢利

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2019	2018	2019	2018
		二零一九年	二零一八年	二零一九年	二零一八年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Profit before income tax is stated after charging:	除所得稅前溢利經扣除以下各項後得出：				
(a) Staff costs (including directors' emoluments) (Note (i))	(a) 員工成本(包括董事酬金)(附註(i))				
- Salaries, wages, bonus and other benefits	- 薪金、工資、花紅及其他福利	14,031	11,629	29,403	22,226
- Contributions to defined contribution retirement plans	- 向界定供款退休計劃供款	472	391	948	804
		14,503	12,020	30,351	23,030
(b) Other items	(b) 其他項目				
Depreciation (included in administrative expenses)	折舊(計入行政開支)				
- Owned assets	- 自有資產	112	64	258	189
- Right of use asset	- 使用權資產	481	-	961	-
Subconsultancy fees (included in cost of services)	分包費(計入服務成本)	1,973	2,601	3,588	5,266
Auditor's remuneration	核數師酬金	130	-	280	-
Operating lease charges in respect of leased premises	有關租賃物業的經營租賃開支	142	659	282	1,352
Listing expenses	上市開支	-	5,259	-	8,980

Note :

附註：

(i) Staff costs (including directors' emoluments)

(i) 員工成本(包括董事酬金)

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2019	2018	2019	2018
		二零一九年	二零一八年	二零一九年	二零一八年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Cost of services	服務成本	11,783	9,917	24,689	19,006
Administrative expenses	行政開支	2,720	2,103	5,662	4,024
		14,503	12,020	30,351	23,030

6. INCOME TAX EXPENSE

6. 所得稅開支

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2019	2018	2019	2018
		二零一九年	二零一八年	二零一九年	二零一八年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Current tax – Hong Kong Profits Tax	當期稅項 – 香港利得稅	1,224	344	2,322	1,024
Deferred income tax	遞延所得稅	6	1	12	8
		1,230	345	2,334	1,032

Hong Kong profits tax has been provided in accordance with the two-tiered profits tax regime for the six months ended 30 June 2019 and 2018.

截至二零一九年及二零一八年六月三十日止六個月，香港利得稅乃按兩級利得稅制度計提撥備。

7. EARNING PER SHARE

The calculation of basic earning per share attributable to equity holders of the Company is based on the following:

		Three months ended		Six months ended	
		30 June		30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2019	2018	2019	2018
		二零一九年	二零一八年	二零一九年	二零一八年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Earning	盈利				
Profit for the period attributable to equity holders of the Company	本公司權益持有人應佔期內溢利	5,135	211	10,280	1,181
Number of shares	股份數目				
Weighted average number of ordinary shares (in thousands)	普通股加權平均數(千股)	800,000	600,000	800,000	600,000

There were no dilutive potential ordinary shares during the three months and six months ended 30 June 2019 and 2018 and therefore, diluted earning per share equals to basic earning per share.

Diluted earnings per share

The Group has no potentially dilutive ordinary shares in issue during the three months and six months ended 30 June 2019 and 2018. Diluted earnings per share for the three months and six months ended 30 June 2019 and 2018 were the same as the basic earnings per share.

8. DIVIDEND

No dividends have been proposed or paid by the Company or any of its subsidiaries during the six months ended 30 June 2019 (six months ended 30 June 2018: nil).

7. 每股盈利

本公司權益持有人應佔每股基本盈利乃根據以下各項計算：

於截至二零一九年六月三十日止三個月及六個月概無潛在攤薄普通股，因此，每股攤薄盈利等於每股基本盈利。

每股攤薄盈利

截至二零一九年六月三十日止三個月及六個月，本集團並無已發行潛在攤薄普通股。截至二零一九年六月三十日止三個月及六個月，每股攤薄盈利與每股基本盈利相同。

8. 股息

截至二零一九年六月三十日止六個月，本公司或其任何附屬公司並無擬派或派付股息(截至二零一八年六月三十日止六個月：無)。

9. TRADE AND OTHER RECEIVABLES

9. 貿易及其他應收款項

		As at 30 June 2019 於二零一九年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2018 於二零一八年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	33,952	24,301
Other receivables and prepayments	其他應收款項及預付款項	9,791	6,333
Utility and other deposits	公用事業及其他按金	118	188
		43,861	30,822

The directors of the Group consider that the fair values of trade and other receivables are not materially different from their carrying amounts, because their balances have short maturity periods on their inception.

Trade receivables

The Group usually provide customers with a credit term of 0 to 60 days. For the settlement of trade receivables from provision of engineering consultancy services, the Group usually reaches an agreement on the term of each payment with the customer by taking into account of factors such as, among other things, the credit history of the customer, its liquidity position and the Group's working capital needs, which varies on a case-by-case basis that requires the judgment and experience of the management.

本集團董事認為，由於貿易及其他應收款項的結餘於產生初期的到期期限較短，故其公平值與其賬面值並無重大差異。

貿易應收款項

本集團通常向客戶提供0至60日的信貸期。就結算提供工程顧問服務的貿易應收款項而言，本集團通常就每筆付款的年期與客戶達成協議，計及（其中包括）客戶的信貸記錄、流動資金狀況及本集團營運資金需求（按個別情況而有所不同）等因素，並須依靠管理層的判斷及經驗。

9. TRADE AND OTHER RECEIVABLES (CONTINUED)

Trade receivables (Continued)

Based on the invoice dates, the ageing analysis of the trade receivables was as follows:

		As at 30 June 2019 於二零一九年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2018 於二零一八年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0 至 30 日	7,175	12,827
31 – 60 days	31 至 60 日	9,218	3,194
61 – 90 days	61 至 90 日	2,656	2,010
91 – 365 days	91 至 365 日	10,612	5,583
Over 365 days	超過 365 日	4,291	687
		33,952	24,301

The Group applies the simplified approach to provide for expected credit loss (“ECL”) prescribed by HKFRS 9 which permits the use of lifetime ECL provision for all trade receivables. The ECL rate for the trade receivables is minimal for all the above bands of the trade receivables.

Other receivables

No amounts in relation to other receivables were past due as at 30 June 2019 and 31 December 2018.

9. 貿易及其他應收款項(續)

貿易應收款項(續)

根據發票日期，貿易應收款項的賬齡分析如下：

	As at 30 June 2019 於二零一九年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2018 於二零一八年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	7,175	12,827
31 – 60 days	9,218	3,194
61 – 90 days	2,656	2,010
91 – 365 days	10,612	5,583
Over 365 days	4,291	687
	33,952	24,301

本集團採用簡化方法為香港財務報告準則第9號所規定的預期信貸虧損(「預期信貸虧損」)計提撥備，該準則允許對所有貿易應收款項使用存續期預期信貸虧損撥備。對於上述所有貿易應收款項範圍而言，貿易應收款項的預期信貸虧損率微不足道。

其他應收款項

並無有關其他應收款項的金額於二零一九年六月三十日及二零一八年十二月三十一日逾期。

10. TRADE AND OTHER PAYABLES

10. 貿易及其他應付款項

		As at 30 June 2019 於二零一九年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2018 於二零一八年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables (note (a))	貿易應付款項 (附註(a))	746	795
Accruals and other payables	應計費用及其他應付款項	5,099	1,264
		5,845	2,059

Notes:

- (a) The Group is usually granted by suppliers with a credit term of 0 to 30 days.

The ageing analysis of trade payables based on the invoice dates is as follows:

附註：

- (a) 供應商授予本集團的信貸期限一般為0至30日。

貿易應付款項按發票日期的賬齡分析如下：

		As at 30 June 2019 於二零一九年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2018 於二零一八年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	34	185
31 – 60 days	31至60日	50	12
61 – 90 days	61至90日	92	21
91 – 365 days	91至365日	55	138
Over 365 days	超過365日	515	439
		746	795

- (b) All amounts are short-term and hence, the carrying values of the Group's trade payables and accruals and other payables are considered to be a reasonable approximation of fair value.

- (b) 所有款項均為短期，因此，本集團貿易應付款項及應計費用以及其他應付款項的賬面值被視為公平值的合理近似值。

11. SHARE CAPITAL

11. 股本

		Number of shares 股份數目	HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.01 each upon incorporation on 18 April 2018 (Note (a))	於二零一八年四月十八日註冊成立時每股0.01港元的普通股(附註(a))	10,000,000	100
Increase of authorised share capital (Note (b)(ii))	增加法定股本(附註(b)(ii))	1,490,000,000	14,900
As at 31 December 2018 and 30 June 2019	於二零一八年十二月三十一日及二零一九年六月三十日	1,500,000,000	15,000
Issued but not paid up:	已發行惟未繳足：		
Ordinary shares of HK\$0.01 each upon incorporation on 18 April 2018 (Note a)	於二零一八年四月十八日註冊成立時每股0.01港元的普通股(附註(a))	1	-
Transfer to issued and fully paid upon Reorganisation (Note (b)(i))	於重組後轉撥至已發行及繳足(附註(b)(i))	(1)	-
As at 31 December 2018 and 30 June 2019	於二零一八年十二月三十一日及二零一九年六月三十日	-	-
Issued and fully paid:	已發行及繳足：		
Ordinary shares of HK\$0.01 each upon incorporation on 18 April 2018 (note (a))	於二零一八年四月十八日註冊成立時每股0.01港元的普通股(附註(a))	-	-
Transfer from issued and not paid upon the Reorganisation (Note (b)(i))	於重組後自己發行及未繳股款轉出(附註(b)(i))	1	-*
Issuance of ordinary shares (Note (b)(i))	發行普通股(附註(b)(i))	1,999	-*
Issuance of ordinary shares pursuant to the Capitalisation Issue (Note (b)(iii))	根據資本化發行發行普通股(附註(b)(iii))	599,998,000	6,000
Issuance of ordinary shares pursuant to the Share Offer (Note (c))	根據股份發售發行普通股(附註(c))	200,000,000	2,000
As at 31 December 2018 and 30 June 2019	於二零一八年十二月三十一日及二零一九年六月三十日	800,000,000	8,000

* The balances represented an amount less than HK\$1,000.

* 該等結餘指少於1,000港元的金額。

11. SHARE CAPITAL (CONTINUED)

Notes:

- (a) The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands on 18 April 2018 with an initial authorised share capital of HK\$100,000 divided into 10,000,000 ordinary shares of HK\$0.01 each and 1 nil-paid share was issued thereafter.
- (b) As part of the Reorganisation for the Listing:
- (i) On 10 August 2018, 1,999 new ordinary shares and the one issued ordinary share were credited as fully paid.
- (ii) On 20 August 2018, the authorised share capital was increased from HK\$100,000 divided into 10,000,000 ordinary shares of par value HK\$0.01 each to HK\$15,000,000 divided into 1,500,000,000 ordinary shares of par value HK\$0.01 each, by the creation of an additional 1,490,000,000 shares.
- (iii) On 20 August 2018, 599,998,000 new ordinary shares of nominal value of HK\$5,999,980 were issued and credited as fully paid, by way of capitalisation from the share premium account of the Company, pursuant to the Capitalisation Issue as detailed in the Prospectus.
- (c) On 12 September 2018, 200,000,000 new ordinary shares of par value of HK\$0.01 each share were issued at a price of HK\$0.4 per share and credited as fully paid pursuant to the Share Offer as detailed in the Prospectus. The gross proceeds amounted to HK\$80,000,000 and the listing costs directly attributable to the issue of shares amounted to approximately HK\$7,332,000. The remaining proceeds amounted to approximately HK\$70,668,000 were credited to the Company's share premium account.
- (d) On 27 February 2018, the same capital of Mannings was increased by HK\$4,999,900 with allotment of 4,999,900 ordinary shares by capitalising HK\$4,999,900 of amounts due to the then shareholder ("Loan Capitalisation").
- (e) In March 2018, as part of the Reorganisation, (i) Richness Universal was authorised to allot and issue, credited as fully paid, a total of 482 ordinary shares of US\$1 each to Pre-IPO Investors at consideration of HK\$12,000,000 ("Pre-IPO Investments"); and (ii) 518 new ordinary shares and 98 new ordinary shares of Richness Universal, credited as fully paid at par, were allotted to Mr. Cheung Kwan Tar and a Pre-IPO Investor respectively, by way of bonus issue ("Bonus Shares").

11. 股本(續)

附註：

- (a) 本公司於二零一八年四月十八日根據開曼群島公司法於開曼群島註冊成立為獲豁免有限公司，初步法定股本為100,000港元(分為10,000,000股每股面值0.01港元的普通股)，其後發行1股未繳股款股份。
- (b) 作為籌備上市所進行之重組之一環：
- (i) 於二零一八年八月十日，1,999股新普通股及1股已發行普通股已入賬列作繳足。
- (ii) 於二零一八年八月二十日，透過增設額外1,490,000,000股股份，法定股本由100,000港元(分為10,000,000股每股面值0.01港元之普通股)增至15,000,000港元(分為1,500,000,000股每股面值0.01港元之普通股)。
- (iii) 於二零一八年八月二十日，根據招股章程詳述之資本化發行，透過資本化本公司的股份溢價賬，599,998,000股面值為5,999,980港元之新普通股已發行並入賬列作繳足。
- (c) 於二零一八年九月十二日，根據招股章程詳述之股份發售，面值為每股0.01港元之200,000,000股新普通股已按每股0.4港元的價格發行並入賬列作繳足。所得款項總額為80,000,000港元及發行股份直接應佔上市成本約為7,332,000港元。所得款項餘額約70,668,000港元計入本公司的股份溢價賬。
- (d) 於二零一八年二月二十七日，透過資本化應付當時股東款項4,999,900港元而配發4,999,900股普通股之方式，萬利仕相同的股本增加4,999,900港元(「貸款資本化」)。
- (e) 於二零一八年三月，作為重組之一部分，(i) Richness Universal獲授權配發及發行合共482股每股面值1美元入賬列作繳足之普通股予首次公開發售前投資者，代價為12,000,000港元(「首次公開發售前投資」)；及(ii) Richness Universal之518股新普通股及98股新普通股已透過紅股(「紅股」)發行之方式分別配發予張群達先生及首次公開發售前投資者，該等股份已按面值入賬列作繳足。

12. RESERVES

The amounts of the Group's reserves and the movements during the periods are presented in the condensed consolidated statement of changes in equity of the condensed consolidated financial statements.

(a) Capital reserve

Capital reserve of the Group as at 30 June 2019 represents the difference between the nominal value of the share capital of subsidiaries acquired by the Group and the nominal value of the Company's shares issued for the acquisition under the Reorganisation.

(b) Share premium

The share premium includes (i) the difference between the par value of the shares of the Company and net proceeds received from the issuance of the shares of the Company as detailed in Note 11(c) less the Capitalisation Issue as detailed in Note 11(b)(iii).

Under the Companies Law of the Cayman Islands, the share premium account of the Company may be applied for payment of distributions or dividends to the shareholders provided that immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business.

12. 儲備

本集團於期內的儲備金額及變動乃於簡明綜合財務報表的簡明綜合權益變動表呈列。

(a) 資本儲備

本集團於二零一九年六月三十日的資本儲備指本集團所收購附屬公司的股本面值與根據重組進行收購所發行本公司股份的面值之間的差額。

(b) 股份溢價

股份溢價包括(i)本公司股份面值與自發行本公司股份收取的所得款項淨額之間的差額(詳見附註11(c))減資本化發行(詳見附註11(b)(iii))。

根據開曼群島公司法,本公司的股份溢價賬可用於向股東支付分派或股息,惟緊隨建議支付分派或股息日期後,本公司能夠於日常業務過程中償付到期債務。

MANAGEMENT DISCUSSION AND ANALYSIS

DEVELOPMENT OF BUSINESS AND PROSPECTS

The Group is an engineering consultant in Hong Kong with a focus on the field of infrastructure developments.

For the six months ended 30 June 2019, the Group recorded a net profit of approximately HK\$10.3 million as compared to a net profit of approximately HK\$1.2 million for the same period in 2018. The Directors are of the view that the increase was primarily due to the non-recurring expenses for the listing ("Listing Expenses") of approximately HK\$9.0 million (six months ended 30 June 2019: nil) incurred for the six months ended 30 June 2018. Setting aside the Listing Expenses, the Group's net profit for the six months ended 30 June 2018 would be approximately HK\$10.2 million (six months ended 30 June 2019: approximately HK\$10.3 million) while the increase was primarily driven by the increased number of projects awarded during the six months ended 30 June 2019. In view of the fact that there has been an increasing number of project quotation invitations received by the Group from potential and current customers, and the net proceeds from the share offer are expected to allow expansion of the Group's operational capacity, the Directors are cautiously optimistic about the Group's business outlook.

OUTLOOK

The shares of the Company were listed on GEM on 13 September 2018 (the "Listing Date") by way of share offer (the "Share Offer"). The Group always strives to improve our operation efficiency and profitability of our business. The Group will also proactively seek opportunities to expand our customer base and our market share and undertake more projects which will enhance value to our shareholders.

The net proceeds from the Share Offer will provide financial resources to the Group to meet and achieve our business objectives and strategies which will further strengthen the Group's market position in Hong Kong.

管理層討論及分析

業務發展及前景

本集團為專注基礎設施發展領域的香港工程顧問。

截至二零一九年六月三十日止六個月，本集團錄得純利約10.3百萬港元，而二零一八年同期錄得純利約1.2百萬港元。董事認為，增加主要由於截至二零一八年六月三十日止六個月錄得非經常性上市開支（「上市開支」）約9.0百萬港元（截至二零一九年六月三十日止六個月：無）。扣除上市開支後，本集團截至二零一八年六月三十日止六個月的純利約為10.2百萬港元（截至二零一九年六月三十日止六個月：約10.3百萬港元），而增加主要乃因截至二零一九年六月三十日止六個月獲授項目數目增加所致。鑒於本集團自潛在及現有客戶接獲的項目報價邀請數目日益增加，且預期股份發售所得款項淨額可提高本集團的營運能力，董事對本集團的業務前景謹慎樂觀。

前景

本公司股份於二零一八年九月十三日（「上市日期」）以股份發售（「股份發售」）形式在GEM上市。本集團一直致力於提高業務營運效率及盈利能力。本集團亦將積極尋求機會以擴大客戶群及市場份額，承接更多項目以提升股東價值。

股份發售的所得款項淨額將為本集團提供滿足及實現業務目標及策略的財務資源，從而進一步鞏固本集團於香港的市場地位。

FINANCIAL REVIEW

Revenue

Our revenue increased to approximately HK\$52.3 million for the six months ended 30 June 2019 by approximately HK\$9.4 million or 21.9%, from approximately HK\$42.9 million for the corresponding period ended 30 June 2018. This was principally due to increased amounts of contracts awarded during the six months ended 30 June 2019.

Direct Costs

Our direct costs increased to approximately HK\$28.7 million for the six months ended 30 June 2019 by approximately HK\$4.2 million or 17.3%, from approximately HK\$24.5 million for the corresponding period ended 30 June 2018. The increase in costs was mainly due to an increase in direct labour cost.

Gross Profit

Our gross profit increased to approximately HK\$23.5 million for the six months ended 30 June 2019 by approximately HK\$5.2 million or 28.1%, from approximately HK\$18.4 million for the corresponding period ended 30 June 2018. The increase was substantially due to an increase in the amount of contract awarded and a decrease in the amount of work outsourced to subconsultants.

Administrative Expenses

Our administrative expenses decreased to approximately HK\$11.5 million for the six months ended 30 June 2019, by approximately HK\$4.8 million or 29.4%, from approximately HK\$16.2 million for the corresponding period ended 30 June 2018. The decrease was mainly due to non-recurring Listing Expenses of approximately HK\$9.0 million (six months ended 30 June 2019: nil) incurred for the six months ended 30 June 2018.

Dividend

The Board does not recommend the payment of dividend for the six months ended 30 June 2019.

財務回顧

收益

收益由截至二零一八年六月三十日止相應期間的約42.9百萬港元增加約9.4百萬港元或21.9%至截至二零一九年六月三十日止六個月的約52.3百萬港元，這主要由於截至二零一九年六月三十日止六個月獲授合約的金額有所增加所致。

直接成本

直接成本由截至二零一八年六月三十日止相應期間的約24.5百萬港元增加約4.2百萬港元或17.3%至截至二零一九年六月三十日止六個月的約28.7百萬港元。成本增加主要由於直接勞工成本增加所致。

毛利

毛利由截至二零一八年六月三十日止相應期間的約18.4百萬港元增加約5.2百萬港元或28.1%至截至二零一九年六月三十日止六個月的約23.5百萬港元。出現增加主要由於獲授合約金額增加及外判予分包顧問的工程數量減少所致。

行政開支

行政開支由截至二零一八年六月三十日止相應期間的約16.2百萬港元減少約4.8百萬港元或29.4%至截至二零一九年六月三十日止六個月的約11.5百萬港元。出現減少主要由於截至二零一八年六月三十日止六個月產生非經常性上市開支約9.0百萬港元(截至二零一九年六月三十日止六個月：無)。

股息

董事會並不建議就截至二零一九年六月三十日止六個月派付股息。

USE OF PROCEEDS

Up to 30 June 2019, we utilised the net proceeds raised from the Listing in accordance with the designated uses set out in the Prospectus as follows:

所得款項用途

直至二零一九年六月三十日，我們根據招股章程所載指定用途而動用上市產生的所得款項淨額如下：

Description	Planned use of proceeds	Planned use of	Actual use of	% utilised
		proceeds from Listing Date to 30/6/2019	proceeds from Listing Date to 30/6/2019	
		上市日期至二零一九年六月三十日的所得款項計劃用途	上市日期至二零一九年六月三十日的所得款項的實際用途	
描述		所得款項計劃用途	所得款項的實際用途	已動用%
	HK\$M	HK\$M	HK\$M	
	百萬港元	百萬港元	百萬港元	
Setting up a new team specialising in the field of building development	32.1	4.2	3.7	88.1%
Strengthening our in-house team of professional staff to increase our service capacity	6.8	1.1	1.7	154.5%
Leasing additional office space to accommodate our expansion	3.2	0.7	0.1	14.3%
Upgrading our information technology system to enhance our engineering design capability	2.9	0.4	1.5	375.0%
Acquisition of additional motor vehicles to accommodate our transportation needs	2.6	1.7	-	Nil
Increasing our marketing effort	2.5	0.9	0.6	66.7%
General working capital	4.9	2.0	2.0	100%
Total	55.0	11.0	9.6	87.3%

COMPARISON OF BUSINESS OBJECTIVES WITH ACTUAL BUSINESS PROGRESS

業務目標與實際業務進度之比較

The following table sets forth the business objectives shown in the Prospectus as compared to the Group's actual business progress up to 30 June 2019:

下表載列招股章程所示業務目標與本集團直至二零一九年六月三十日的實際業務進度之比較：

Business objectives 業務目標	Implementation plan 實施計劃	Actual business progress 實際業務進度
Setting up a new team specialising in the field of building development 設立專注樓宇發展領域的新團隊	<ul style="list-style-type: none"> Recruit one Registered Structural Engineer (as defined in the Prospectus) to review structural plans of buildings, performing structural inspection and handling statutory submission to Government (as defined in the Prospectus) authority; 招聘一名註冊結構工程師(定義見招股章程)，以檢討樓宇的結構規劃、進行結構檢查及向政府(定義見招股章程)機構提交法定文件； Recruit three building engineers to prepare designs of building structures; 招聘三名樓宇工程師，以編製樓宇結構設計； Recruit an administrative staff to handle the administrative affairs in relation to the establishment and operation of the new team; 招聘一名行政人員，以處理有關成立及經營新團隊的行政事宜； Recruit two electrical and mechanical engineers to conduct electrical and mechanical engineering designs; and 招聘兩名機電工程師，以進行機電設計；及 Recruit two draftsmen to prepare technical drawings and schedule based on the design prepared by our engineering staff. 招聘兩名製圖師，以根據工程人員編製的設計編製技術圖紙及計劃。 	<ul style="list-style-type: none"> The Group has hired one Registered Geotechnical Engineer (as defined in the Prospectus) 本集團已招聘一名註冊岩土工程師(定義見招股章程) The Group has hired one senior project manager, four senior building engineers, one architect and four draftsmen specialising in building development 本集團已招聘專注樓宇發展的一名高級項目經理、四名高級樓宇工程師、一名建築師及四名製圖師 The Group has hired one administrative staff 本集團已招聘一名行政人員 The Group has hired two electrical and mechanical engineers 本集團已招聘兩名機電工程師 The Group has hired two draftsmen 本集團已招聘兩名製圖師

Business objectives**業務目標****Implementation plan****實施計劃****Actual business progress****實際業務進度**

Strengthening our in-house team of professional staff to increase our service capacity
 增強內部專業員工團隊以提升我們的服務能力

- Recruit a project engineer for assisting the project manager in the implementation of projects and managing daily communication with clients;
 招聘一名項目工程師協助項目經理執行項目及管理與客戶的日常溝通；
- Recruit a draftsman for preparing technical drawings and schedule;
 招聘一名製圖師負責編製技術圖紙及計劃；
- Recruit a marketing staff for the coordination of our marketing activities and promotion of our services; and
 招聘一名市場員工負責統籌市場推廣活動及提升我們的服務；及
- Recruit an administrative staff for handling administrative matters.
 招聘一名行政人員，以處理行政事宜。

- The Group has hired one project engineer, one engineer and four assistant engineers
- 本集團已招聘一名項目工程師、一名工程師及四名助理工程師
- The Group has hired one draftsman for preparing technical drawings and schedule
- 本集團已招聘一名製圖師以編製技術圖紙及計劃
- The Group has hired an administrative staff
- 本集團已招聘一名行政人員

Leasing additional office space to accommodate our expansion
 租賃額外辦公室以應對我們的擴張

- Identify and lease office premises with gross floor area of approximately 2,250 square feet for accommodating our expansion.
 物色及租賃建築面積約2,250平方呎的辦公室物業，以應對我們的擴張。

- The Group has leased office premises with gross floor area of approximately 380 square feet for accommodating our expansion; the lease was effective on 1 January 2019
- 本集團已租賃建築面積約380平方呎的辦公室物業，以應對我們的擴張；該租賃於二零一九年一月一日生效

Business objectives 業務目標	Implementation plan 實施計劃	Actual business progress 實際業務進度
Acquisition of additional motor vehicles to accommodate our transportation needs 購置額外汽車以應對運輸需求	<ul style="list-style-type: none"> Acquisition of two additional motor vehicles. 購置兩輛額外汽車。 	<ul style="list-style-type: none"> The Group is in the process of selecting the appropriate motor vehicles. 本集團正在甄選合適的汽車。
Upgrading our information technology system to enhance our engineering design capability 升級資訊科技系統以提高工程設計能力	<ul style="list-style-type: none"> Purchase new computers equipped with appropriate software and tools for our additional staff; and 為新增員工購買配備適當軟件及工具的新電腦；及 Upgrade computers and software for existing staff. 為現有員工升級電腦及軟件。 	<ul style="list-style-type: none"> The Group has acquired 29 sets of computers and 1 set of 3D printer for new and existing staff 本集團已為新進及現有員工購買29套電腦及1套3D打印機 The Group has upgraded the company sever. 本集團已升級公司服務器。
Increasing our marketing effort 加大市場營銷力度	<ul style="list-style-type: none"> Strengthen our marketing activities. 加強我們的市場營銷活動。 	<ul style="list-style-type: none"> The Group has engaged a public relations company 本公司已聘請一間公關公司

The net proceeds from the Listing, after deducting related expenses, were approximately HK\$55.0 million. After the Listing, a part of these proceeds has been applied in accordance with the future plans and use of proceeds as set out in the Prospectus, and the remainder of which will be deployed in accordance with previously stated plans as soon as the opportunity arises. The business objectives, future plans and planned use of proceeds as stated in the Prospectus were based on the best estimation and assumption of future market conditions made by the Group at the time of preparing the Prospectus while the proceeds were applied based on the actual development of the Group's business and the industry.

上市所得款項淨額(扣除相關開支後)約為55.0百萬港元。上市後，部分該等所得款項已根據招股章程所載未來計劃及所得款項用途予以應用，及餘下所得款項將於機會出現時盡快根據前述計劃應用。載述於招股章程的業務目標、未來計劃及所得款項計劃用途乃根據本集團於編製招股章程時對未來市況的最佳估計及假設而作出，而該等所得款項乃根據本集團業務及行業的實際發展而應用。

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors, the controlling shareholders of the Company or any of their respective close associates (as defined in the GEM Listing Rules) has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group, or has any other conflict of interests with the Group as required to be disclosed pursuant to Rule 11.04 of the GEM Listing Rules during the six months ended 30 June 2019.

INTERESTS OF THE COMPLIANCE ADVISER

In accordance with Rule 6A.19 of the GEM Listing Rules, the Company has appointed Grande Capital Limited (“Grande”) to be the compliance adviser. As notified by Grande, as at 30 June 2019, save for the compliance adviser agreement dated 16 August 2018 entered into between the Company and Grande, neither Grande, its directors, employees and close associates had any interest in relation to the Group which is required to be notified to the Group pursuant to Rule 6A.32 of the GEM Listing Rules.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2019.

競爭及權益衝突

截至二零一九年六月三十日止六個月，董事、本公司控股股東或彼等各自任何緊密聯系人士（定義見GEM上市規則）概無進行與本集團業務直接或間接構成競爭或可能構成競爭的任何業務，或與本集團產生根據GEM上市規則第11.04條須予披露之任何其他利益衝突。

合規顧問的權益

根據GEM上市規則第6A.19條，本公司已委任均富融資有限公司（「均富」）為合規顧問。據均富告知，於二零一九年六月三十日，除本公司與均富訂立的日期為二零一八年八月十六日的合規顧問協議外，均富、其董事、僱員及緊密聯系人士概無擁有任何與本集團有關且根據GEM上市規則第6A.32條須知會本集團的權益。

購買、出售或贖回本公司的上市證券

截至二零一九年六月三十日止六個月期間，本公司及其任何附屬公司概無購買、出售或贖回任何本公司的上市證券。

DISCLOSURE OF INTERESTS AND OTHER INFORMATION

Directors' and Chief Executive's Interests and Short Positions in the Shares, the Underlying Shares or Debentures of the Company and its Associated Corporations

As at 30 June 2019, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to the required standard of dealings as referred to in Rule 5.46 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Long positions in ordinary shares of the Company

Name of Director	Nature of interest	Number of the shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding 股權百分比
Cheung Kwan Tar 張群達	Interest in a controlled corporation (Note) 於受控法團的權益(附註)	426,000,000	53.25%

Note: These shares were held by Waywin Investment Holding Limited ("Waywin"), a controlled corporation of Mr. Cheung Kwan Tar.

權益披露及其他資料

董事及主要行政人員於本公司及其相聯法團的股份、相關股份或債權證的權益及淡倉

於二零一九年六月三十日，董事或本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及第8分部將須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例的有關條文被當作或被視為擁有的權益或淡倉），或記錄於本公司根據證券及期貨條例第352條須備存的登記冊的權益及淡倉，或根據GEM上市規則第5.46條所指的交易必守標準須知會本公司及聯交所的權益及淡倉如下：

本公司普通股的好倉

Name of Director	Nature of interest	Number of the shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding 股權百分比
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附註：該等股份由張群達先生的受控法團煒榮投資控股有限公司（「煒榮」）持有。

Long positions in ordinary shares of associated corporation – Waywin

於相聯法團－焯榮普通股的好倉

Name of Director	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding
董事姓名	權益性質		股權百分比
Cheung Kwan Tar 張群達	Beneficial owner 實益擁有人	1	100%

Saved as disclosed above, as at 30 June 2019, none of the Directors nor the chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO.

除上文所披露外，於二零一九年六月三十日，概無董事或本公司的主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份或債權證中擁有記錄於本公司根據證券及期貨條例第352條須備存的登記冊的任何權益或淡倉。

Substantial Shareholders' Interests and Other Persons' Interests and Short Positions in the Shares, and Underlying Shares of the Company

主要股東及其他人士於本公司股份及相關股份的權益及淡倉

As at 30 June 2019, the following parties (other than the Directors or the chief executive of the Company) had interests of 5% or more in the shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

於二零一九年六月三十日，以下人士（董事或本公司主要行政人員除外）於本公司股份中擁有記錄於本公司根據證券及期貨條例第336條須備存的登記冊的5%或以上的權益：

Long positions in ordinary shares of the Company

本公司普通股的好倉

Name of substantial shareholder	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding
主要股東姓名／名稱	權益性質		股權百分比
Cheung Kwan Tar 張群達	Interest in a controlled corporation (Note 1) 於受控法團的權益(附註1)	426,000,000	53.25%
Chiu Chui Ping 趙翠萍	Interest of spouse (Note 2) 配偶權益(附註2)	426,000,000	53.25%

Name of substantial shareholder	Nature of interest	Number of shares held/ interested所持／擁有權益的股份數目	Percentage of shareholding 股權百分比
主要股東姓名／名稱	權益性質		
Waywin Investment Holding Limited 煒榮投資控股有限公司	Beneficial owner 實益擁有人	426,000,000	53.25%
Cheng Chi Heng 鄭志恆	Beneficial owner 實益擁有人	58,800,000	7.35%
Polar Lights Limited	Beneficial owner 實益擁有人	57,600,000	7.20%
Wong Che Shing 王志誠	Interest in a controlled corporation (Note 3) 於受控法團的權益(附註3)	57,600,000	7.20%
Lam Mi Yung 林美容	Interest of spouse (Note 4) 配偶權益(附註4)	57,600,000	7.20%
Twinkle Galaxy Limited	Beneficial owner 實益擁有人	57,600,000	7.20%
Lam Kwan Yuen 林坤源	Interest in a controlled corporation (Note 5) 於受控法團的權益(附註5)	57,600,000	7.20%
Qiu Jianlian 丘健蓮	Interest of spouse (Note 6) 配偶權益(附註6)	57,600,000	7.20%

Notes:

- These shares were held by Waywin, a controlled corporation of Mr. Cheung Kwan Tar.
- Ms. Chiu Chui Ping was deemed to be interested in 426,000,000 shares of the Company through the interest of her spouse, Mr. Cheung Kwan Tar.
- These shares were held by Polar Lights Limited, a controlled corporation of Mr. Wong Che Shing.
- Ms. Lam Mi Yung was deemed to be interested in 57,600,000 shares of the Company through the interest of her spouse, Mr. Wong Che Shing.
- These shares were held by Twinkle Galaxy Limited, a controlled corporation of Mr. Lam Kwan Yuen.
- Ms. Qiu Jianlian was deemed to be interested in 57,600,000 shares of the Company through the interest of her spouse, Mr. Lam Kwan Yuen.

附註：

- 該等股份由張群達先生的受控法團煒榮持有。
- 趙翠萍女士被視為透過其配偶張群達先生的權益而擁有本公司426,000,000股股份的權益。
- 該等股份由王志誠先生的受控法團Polar Lights Limited持有。
- 林美容女士被視為透過其配偶王志誠先生的權益而擁有本公司57,600,000股股份的權益。
- 該等股份由林坤源先生的受控法團Twinkle Galaxy Limited持有。
- 丘健蓮女士被視為透過其配偶林坤源先生的權益而擁有本公司57,600,000股股份的權益。

Save as disclosed above, as at 30 June 2019, the Company is not aware of any other person (other than the Directors or chief executive of the Company) who had an interest or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO.

CORPORATE GOVERNANCE PRACTICE

The Company is committed to achieving a high standard of corporate governance practices in enhancing the confidence of shareholders, investors, employees, creditors and business partners and also the growth of its business. The Board has and will continue to review and improve the Company's corporate governance practices from time to time in order to increase its transparency and accountability to shareholders. The Company has adopted the code provisions as set out in the Corporate Governance Code (the "CG Code") contained in Appendix 15 of the GEM Listing Rules as its own corporate governance code since the Listing Date. The Company has, so far as applicable, principally complied with the CG Code throughout the period from the Listing Date to 30 June 2019.

DIRECTORS' SECURITIES TRANSACTIONS

The Company adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding Directors' securities transactions in the Company. No incidence of non-compliance was noted for the six months ended 30 June 2019 and up to the date of this report.

SHARE OPTION SCHEME

The Company has adopted a share option scheme (the "Share Option Scheme") on 20 August 2018. No share option has been granted under the Share Option Scheme since its adoption.

除上文所披露者外，於二零一九年六月三十日，本公司並不知悉任何其他人士（董事或本公司主要行政人員除外）於本公司股份或相關股份中擁有記錄於本公司根據證券及期貨條例第336條須備存的登記冊的權益或淡倉。

企業管治常規

本公司致力於達致高水平的企業管治常規，以增強股東、投資者、僱員、債權人及業務夥伴的信心並推動公司業務增長。董事會一直且將持續不時檢討及改善本公司的企業管治常規，從而提高其透明度及股東問責性。本公司自上市日期起已採納GEM上市規則附錄十五所載企業管治守則（「企業管治守則」）的守則條文，作為其本身的企業管治守則。於上市日期至二零一九年六月三十日止整個期間，本公司大致上一直遵守企業管治守則（倘適用）。

董事的證券交易

本公司已採納GEM上市規則第5.48至5.67條所載的交易必守標準，作為有關董事進行本公司證券交易的操守守則。截至二零一九年六月三十日止六個月及直至本報告日期內並無獲悉任何不合規情況。

購股權計劃

本公司於二零一八年八月二十日已採納一項購股權計劃（「購股權計劃」）。自採納日期起概無根據購股權計劃授出購股權。

AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules. The primary duties of the audit committee are to review and supervise the financial control, internal control and risk management systems of the Group, and provide advice and comments on the Group's financial reporting matters to the Board. As at the date of this report, the audit committee comprises of three independent non-executive Directors, namely Mr. Chan Wan Fung, Mr. Chan Yu Sum Sam and Mr. Chan Kai Kow Mackcion.

The unaudited interim results of the Company for the six months ended 30 June 2019 have not been audited by the Company's independent auditors, but have been reviewed by the audit committee members who have provided advice and comments thereon.

By order of the Board
Boltek Holdings Limited
Cheung Kwan Tar
Chairman and executive Director

Hong Kong, 9 August 2019

As at the date of this report, the executive Directors are Mr. Cheung Kwan Tar and Mr. Ng Pak Hung and the independent non-executive Directors are Mr. Chan Wan Fung, Mr. Chan Yu Sum Sam and Mr. Chan Kai Kow Mackcion.

審核委員會

本公司已成立審核委員會，其書面職權範圍符合GEM上市規則第5.28至5.33條。審核委員會的主要職責為檢討及監督本集團的財務監控、內部控制及風險管理制度，並就本集團的財務申報事宜向董事會提供建議及意見。於本報告日期，審核委員會由三名獨立非執行董事陳雲峯先生、陳如森先生及陳啟球先生組成。

本公司截至二零一九年六月三十日止六個月的未經審核中期業績並未經本公司獨立核數師審核，惟已由審核委員會成員審閱，且彼等已就此提供建議及意見。

承董事會命
寶燧控股有限公司
主席兼執行董事
張群達

香港，二零一九年八月九日

於本報告日期，執行董事為張群達先生及吳柏鴻先生以及獨立非執行董事為陳雲峯先生、陳如森先生及陳啟球先生。

Boltek Holdings Limited
寶燧控股有限公司