



SFK Construction Holdings Limited
新福港建設集團有限公司

Incorporated in Bermuda with limited liability (Stock code : 1447)
於百慕達註冊成立的有限公司 (股份代號 : 1447)

二零一九年年報

Annual Report 2019



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CORPORATE INFORMATION

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. CHAN Ki Chun (*Chairman and Managing Director of the Group*)
Mr. CHAN Chor Tung
Mr. YUNG Kim Man
Mr. YEUNG Cho Yin, William

Independent Non-Executive Directors

Mr. LAM Leung Tsun
Mr. JIM Fun Kwong, Frederick
Mr. CHAN Kim Hung, Simon

AUDIT COMMITTEE

Mr. JIM Fun Kwong, Frederick (*Chairman*)
Mr. LAM Leung Tsun
Mr. CHAN Kim Hung, Simon

NOMINATION COMMITTEE

Mr. CHAN Ki Chun (*Chairman*)
Mr. LAM Leung Tsun
Mr. CHAN Kim Hung, Simon

REMUNERATION COMMITTEE

Mr. CHAN Kim Hung, Simon (*Chairman*)
Mr. JIM Fun Kwong, Frederick
Mr. YEUNG Cho Yin, William

COMPANY SECRETARY

Ms. TANG Yuen Wah, Rity

AUTHORISED REPRESENTATIVES

Mr. CHAN Ki Chun
Mr. YEUNG Cho Yin, William

REGISTERED OFFICE

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

HEADQUARTERS, HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

43/F, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

董事會

執行董事

陳麒淳先生 (本集團主席兼董事總經理)
陳楚東先生
容劍文先生
楊楚賢先生

獨立非執行董事

林良俊先生
詹勳光先生
陳劍雄先生

審核委員會

詹勳光先生 (主席)
林良俊先生
陳劍雄先生

提名委員會

陳麒淳先生 (主席)
林良俊先生
陳劍雄先生

薪酬委員會

陳劍雄先生 (主席)
詹勳光先生
楊楚賢先生

公司秘書

鄧婉華女士

授權代表

陳麒淳先生
楊楚賢先生

註冊辦事處

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

總部、總辦事處及香港主要營業地點

香港
灣仔
皇后大道東183號
合和中心43樓

HONG KONG SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

BERMUDA RESIDENT REPRESENTATIVE AND PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

AUDITOR

KPMG, *Certified Public Accountants*
Public Interest Entity Auditor registered in accordance with the Financial Reporting Council Ordinance

LEGAL ADVISERS

As to Hong Kong law:

ONC Lawyers

As to Bermuda law:

Conyers Dill & Pearman

As to Macau law:

Vong Hin Fai Lawyers & Private Notary

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited
Hang Seng Bank Limited
Bank of China (Hong Kong) Limited
BNP Paribas, Hong Kong Branch
Chong Hing Bank Limited
China Construction Bank (Asia) Corporation Limited
China CITIC Bank International Limited
DBS Bank (Hong Kong) Limited
Fubon Bank (Hong Kong) Limited
Dah Sing Bank, Limited
Standard Chartered Bank (Hong Kong) Limited
United Overseas Bank Limited
Bank of China, Macau Branch

STOCK CODE

1447

WEBSITE

www.sfkchl.com.hk

香港股份過戶登記處

卓佳證券登記有限公司
香港
皇后大道東183號
合和中心54樓

駐百慕達代表及主要股份過戶登記處

Conyers Corporate Services (Bermuda) Limited
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

核數師

畢馬威會計師事務所，執業會計師
於《財務匯報局條例》下的註冊公眾利益實體核數師

法律顧問

香港法律：

柯伍陳律師事務所

百慕達法律：

Conyers Dill & Pearman

澳門法律：

黃顯輝律師事務所暨私人公證員

主要往來銀行

香港上海滙豐銀行有限公司
恒生銀行有限公司
中國銀行(香港)有限公司
法國巴黎銀行香港分行
創興銀行有限公司
中國建設銀行(亞洲)股份有限公司
中信銀行(國際)有限公司
星展銀行(香港)有限公司
富邦銀行(香港)有限公司
大新銀行有限公司
渣打銀行(香港)有限公司
大華銀行
中國銀行澳門分行

股份代號

1447

網站

www.sfkchl.com.hk

CHAIRMAN'S STATEMENT

主席報告

Dear Shareholders,

On behalf of the board (the "Board") of directors (the "Directors") of SFK Construction Holdings Limited (the "Company"), I am honoured to present the annual report of the Company and its subsidiaries (collectively "SFK" or the "Group") for the year ended 31 December 2019 (the "Year" or "2019").

SFK is a long established general building contractor in Hong Kong and is one of its leading general building contractors. The Group is principally engaged in construction and maintenance projects in Hong Kong and construction projects in Macau under our brand name "SFK (新福港)". We are an approved and omnicompetent contractor of public works in Hong Kong, including the construction of public housings. We are included in the list of Approved Contractors maintained by the Works Branch with Group C status (unlimited value) in all five public works categories, namely building works, port works, roads and drainage works, site formation works and water works. Our proven track record and good reputation in the construction industry reinforces our competitive position in the construction industry. Besides, we also provide other services, which mainly comprise housing and property management services, electrical and mechanical engineering services and building information modeling ("BIM") services.

2019 is a year full of challenges. Trade disputes between China and the United States has posed uncertainties to the macro economy worldwide and deeply affected Hong Kong's trading and logistics sector, which is one of the Four Pillar Industries in Hong Kong. The social unrest since the second quarter of 2019 slowed down the local economy and has driven the gross domestic product growth in 2019 to negative. The destruction of the Legislative Council building has hindered the approval of government policies for months. The divergence between the Legislative Council and the government also rendered the implementation of policies difficult.

各位股東：

本人很榮幸代表新福港建設集團有限公司(「本公司」)董事(「董事」)會(「董事會」)提呈本公司及其附屬公司(統稱「新福港」或「本集團」)截至二零一九年十二月三十一日止年度(「年內」或「二零一九年」)的年報。

新福港是香港歷史悠久的一般建築承建商及為香港領先的一般建築承建商之一。本集團主要以我們的「SFK(新福港)」品牌名稱在香港從事建築及保養項目以及在澳門從事建築項目。我們是香港公共工程(包括建造公共房屋)的認可及全能承建商。我們被列入工務科存置的認可承建商名冊在所有五種公共工程類別(即建築工程、海港工程、道路及渠務工程、地盤平整工程及水務工程)中均是C組(無金額限制)中。我們的可靠往績記錄及於建築業的良好聲譽鞏固我們於建築業內具競爭力的地位。此外，我們亦提供其他服務，其中包括房屋及物業管理服務、機電工程服務及建築資訊模型(「BIM」)服務等其他服務。

二零一九年是充滿挑戰的一年。中美貿易爭端為全球宏觀經濟帶來不確定性，並對香港四大支柱產業之一的貿易及物流業造成重大影響。自二零一九年第二季度起發生的社會動盪減緩本地經濟活動，並導致二零一九年的本地生產總值增長為負值。立法會大樓遭到破壞，令政府政策的審批工作受阻數月之久，立法會與政府之間的分歧亦令政策難以推行。

CHAIRMAN'S STATEMENT

主席報告

For the Year, the total revenue of the Group decreased by 11.86% to HK\$5,462 million (2018: HK\$6,197 million) and the Group recorded a net loss attributable to equity shareholders of the Company of HK\$28.83 million (2018: a net profit of HK\$129.69 million). The major factors leading to such change from profit to loss include:

- (1) certain projects with relatively high profit margin were completed or nearly completed during the Year resulting in a reduction of contributions to revenue and profit by such projects for the Year;
- (2) decline in overall gross profit margin as a result of replacement of non-performing subcontractors leading to an increase in overall subcontracting costs;
- (3) unexpected prolonged period of inspection of work done and certification of payments causing a deterioration in project cash flow and an increase in financing costs; and
- (4) social unrest and mass street protests had a negative impact on the Group's management of the construction sites, leading to an increase in overall operating costs.

During the Year, the Group has been awarded 14 new contracts with total original contract sum of approximately HK\$1,255 million (2018: HK\$5,852 million). The outstanding value of the contracts on hand as at 31 December 2019 was approximately HK\$6.3 billion (2018: HK\$10 billion), which comprise 17 projects of general building works and 19 projects of civil engineering works. After the Year, the Group has been awarded a contract for general building works with original contract sum of approximately HK\$1.9 billion. As such, the outstanding value of contracts on hand is still maintained at a healthy level.

In the Chief Executive's 2019 Policy Address, the Chief Executive has reiterated her determination to develop land in the short, medium and long term by, inter alia, invoking the Lands Resumption Ordinance and other applicable ordinances to resume private land wholly for public housing and related infrastructure development, undergoing reclamation in the Central Waters for developing the Kau Yi Chau Artificial Islands and other options of near shore reclamation outside Victoria Harbour. The Chief Executive will also strive to reduce the average waiting time for public housing for families and elderly singletons to meet the three-year target of flat allocation. These targets will hopefully bring considerable opportunities for the building construction and civil engineering industry in Hong Kong. In the light of these policies, the Group is still optimistic about the prospects of the construction business in Hong Kong.

年內，本集團總收益減少11.86%至5,462百萬港元（二零一八年：6,197百萬港元），而本集團錄得本公司權益股東應佔虧損淨額28.83百萬港元（二零一八年：純利129.69百萬港元）。導致該等損益變動的主要因素包括：

- (1) 若干具有較高毛利的項目已於年內完成或接近完成，導致該等項目於年內的收益及溢利貢獻減少；
- (2) 更換表現不佳的分包商，使整體分包成本增加，導致整體毛利率下降；
- (3) 工程驗收及付款批核意外延期導致項目現金流量惡化及融資成本增加；及
- (4) 社會動盪及大規模街頭示威已對本集團建築工地的管理造成負面影響，導致整體營運成本增加。

年內，我們獲批14項新合約，原訂合約總額約為1,255百萬港元（二零一八年：5,852百萬港元）。於二零一九年十二月三十一日，我們手頭未完成合約價值約為63億港元（二零一八年100億港元），其中包括17項一般樓宇工程項目及19項土木工程項目。於年後，本集團獲授一項原訂合約金額約19億港元的一般樓宇工程合約。因此我們手頭未完成合約價值維持在健康水平。

在行政長官2019年施政報告內，行政長官重申於短期、中期及長期開發土地的決心，運用（其中包括）收回土地條例及其他適用條例收回私人土地，全數用於發展公共房屋及相關基礎建設，於中部水域進行填海工程以發展交椅洲人工島及於維多利亞港以外的其他近岸填海工程選項。行政長官亦將致力於縮減家庭及單身長者公共房屋的平均輪候時間，以實現三年分配單位的目標。該等目標有望為本集團於本港樓宇建築工程及土木工程行業帶來可觀的機遇。鑒於該等政策的推行，本集團仍對香港建築業務的前景持樂觀態度。

CHAIRMAN'S STATEMENT

主席報告

Stepping into 2020, the outbreak of the novel coronavirus disease (COVID-19) and the implementation of the quarantine policy in response to the epidemic delayed the resumption of work and production in mainland China after the Chinese New Year. As such the operation of the entire supply chain is affected and its impact on supply of construction materials is unavoidable. Even though the domestic epidemic situation in mainland China appears to be under control and production is gradually resuming, COVID-19 is still spreading around the globe. The impact of the epidemic on the supply of construction materials and the overall economy remains to be seen. Over the past seven decades, SFK and Hong Kong have together experienced, but have lived through, various storms and crises. With the leadership of our professional team and with our united employees working together, we believe we can overcome all difficulties and thrive.

In order to increase the Group's transparency and its accountability to various stakeholders about the Group's environmental, social and governance performance, we are pleased to present our ESG 2019 Report in this annual report which summarised our effort and performance in promoting and strengthening corporate social responsibility within the Group.

I would like to take this opportunity to express my heartfelt appreciation to my fellow board members, management team, staff members, suppliers, subcontractors, business partners and, most importantly, our shareholders and customers for their continuous support to the Group.

To reward and thank our shareholders for their support, the Board recommends the payment of a final dividend of HK4.0 cents per share.

Chan Ki Chun
Chairman

Hong Kong, 26 March 2020

踏入二零二零年，由於爆發新型冠狀病毒疫情 (COVID-19) 及為應對疫情而實施的隔離政策拖延了中國大陸春節後的復工及復產。因此對整個供應鏈的運作造成影響，對建築材料供應的影響亦不可避免。儘管中國大陸的疫情狀況似乎已得到控制，生產亦逐步恢復，而 COVID-19 仍正全球擴散，故疫情對建築材料供應及整體經濟的影響仍不可忽視。於過往七十年間，新福港與香港共同歷經並渡過多次風浪與危機。憑藉我們專業團隊的領導及員工團結一心，我們相信我們能克服萬難，茁壯成長。

為提高本集團在環境、社會及管治表現方面對各持份者的透明度及問責性，我們欣然於本年報中呈列二零一九年環境、社會及管治報告，當中概述我們在促進及加強本集團企業社會責任方面作出的努力及表現。

本人藉此機會衷心感謝各董事會成員、管理團隊、員工、供應商、分包商及業務夥伴，尤其最重要的是我們的股東及客戶對本集團的一貫支持。

為回饋及感謝各位股東的支持，董事會建議派付末期股息每股 4.0 港仙。

主席
陳麒淳

香港，二零二零年三月二十六日

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

The Group is principally engaged in construction and maintenance projects in Hong Kong and construction projects in Macau under our brand “SFK (新福港)”. In addition, the Group provides other services, which comprise mainly housing and property management services (such as the provision of cleaning services and security management services), electrical and mechanical engineering services and building information modelling (“BIM”) services to real estates in Hong Kong and the People’s Republic of China (the “PRC”).

The Group is one of the few construction companies in Hong Kong that are included in the List of Approved Contractors maintained by the Works Branch with Group C status (unlimited value) in all five public works categories. The Group is also one of the approved contractors to tender for the Housing Authority’s new works contracts and maintenance contracts of unlimited value. These are the highest grades in the respective categories, which enable us to be capable and flexible in acquiring or tendering for all kinds of Government and Housing Authority’s construction and maintenance contracts for general building and civil engineering works.

BUSINESS REVIEW

The Group’s revenue for the Year decreased by 11.86% to HK\$5,461.87 million (2018: HK\$6,197.16 million). The Group recorded a net loss attributable to equity shareholders of the Company of HK\$28.83 million in the Year (2018: a net profit of HK\$129.69 million). The results for the Year were adversely affected by a number of factors. Certain projects with relatively high profit margin were completed or nearly completed during the Year resulting in a reduction of contributions to revenue and profit by such projects for the Year. In addition, the Group had replaced certain non-performing subcontractors during the Year leading to an increase in overall subcontracting costs. The unexpected prolonged period of inspection of work done and certification of payments caused deterioration in the project cash flow and an increase in financing costs. The intense competition across the construction market in general led to an increase in the overall construction costs and affected the profitability. Furthermore, the social unrest and economic uncertainty in Hong Kong in the second half of the Year had negatively impacted the Group’s management of the construction sites, leading to an increase in overall operating costs during the Year.

本集團主要以我們的「SFK(新福港)」品牌在香港從事建築及保養項目以及在澳門從事建築項目。此外，本集團提供其他服務，主要包括向香港及中華人民共和國(「中國」)的房地產提供房屋及物業管理服務(例如提供清潔服務及保安管理服務)、機電工程服務及建築資訊模擬(「BIM」)服務。

本集團是被列入工務科存置的認可承建商名冊在所有五種公共工程類別中均是C組(無金額限制)中的少數幾家香港建築公司之一。本集團亦是可競投房屋委員會新工程合約及保養合約(無金額限制)的認可承建商之一。此乃各個類別中的最高等級，這使我們有能力並可靈活地在一般建築及土木工程方面獲得或競投所有種類的政府及房屋委員會的建築及保養合約。

業務回顧

年內本集團收益減少11.86%至5,461.87百萬港元(二零一八年：6,197.16百萬港元)。年內本集團錄得本公司權益股東應佔虧損淨額28.83百萬港元(二零一八年：純利129.69百萬港元)。年內業績受若干因素的不利影響。具有相對較高利潤率的若干項目已於年內完成或接近完成，導致該等項目於年內的收益及溢利貢獻減少。此外，本集團於年內已更換若干表現不佳的分包商，導致整體分包成本增加。工程驗收及付款批核意外延期導致項目現金流量惡化及融資成本增加。建築市場整體競爭激烈導致建築成本整體增加並影響盈利能力。此外，年內下半年香港社會動盪及經濟不明朗已對本集團建築工地的管理造成負面影響，導致年內整體營運成本增加。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Major projects awarded and undertaken in 2019

During the Year, we were awarded 14 projects as a main contractor in Hong Kong (out of which 1 and 13 are from the public sector and private sector, respectively), with total original contract sum of approximately HK\$1,255 million. The table below sets out the summary of our construction and maintenance projects for general building and civil engineering works that were awarded during the Year:

二零一九年獲批及承接的主要項目

年內，我們於香港以總承建商身份獲批14個項目（來自公營部門及私營機構的項目分別為1個和13個），原訂合約總額約為1,255百萬港元。下表載列我們年內獲批的一般樓宇及土木工程建築及保養項目概要：

		Number of projects 項目數目	Total original contract sum 原訂合約總額 (approximate HK\$'million) (概約百萬港元)
Original contract sum at or above HK\$500 million	5億港元或以上的原訂合約金額	1	627
Original contract sum below HK\$500 million but at or above HK\$200 million	5億港元以下但2億港元或以上的原訂合約金額	1	441
Original contract sum below HK\$200 million but at or above HK\$50 million	2億港元以下但5,000萬港元或以上的原訂合約金額	1	137
Original contract sum less than HK\$50 million	5,000萬港元以下的原訂合約金額	11	50
		14	1,255

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

As at 31 December 2019, we had a total of 17 projects for general building works and 19 projects for civil engineering works on hand. The total original contract sum of these projects was approximately HK\$17 billion. The outstanding value (defined as the difference between revenue recognised and the original contract sum) of our ongoing projects as at 31 December 2019 was approximately HK\$6.3 billion. The following table sets forth the particulars of some of the sizeable construction and maintenance projects for general building works and civil engineering works awarded and undertaken by us as a main contractor and remained ongoing as at 31 December 2019:

於二零一九年十二月三十一日，我們手頭有合共17個一般樓宇工程項目及19個土木工程項目。該等項目原訂合約總額約為170億港元。二零一九年十二月三十一日我們在建項目的未完成價值(定義為已確認收益與原訂合約金額之間的差額)約為63億港元。下表載列我們以總承建商身份獲批及承接且於二零一九年十二月三十一日仍在進行的部分一般樓宇工程及土木工程的大型建築及保養項目詳情：

Project type	Business segment	Scope of works	Original contract completion date	Original contract sum	Revenue recognised during the financial year 2019
項目類型	業務分部	工程範疇	原訂合約完工日期	原訂合約金額 (approximate HK\$'million) (概約百萬港元)	於二零一九年財政年度確認的收益 (approximate HK\$'million) (概約百萬港元)
Main contract for the Park for West Kowloon Cultural District Authority 西九文化區管理局的公園主合約	General building works 一般樓宇工程	Construction of the Art Park in West Kowloon Cultural District 於西九龍文化區興建藝術公園	December 2018*** 二零一八年十二月***	1,140.2	178.7
Proposed subsidised housing development of Hong Kong Housing Society 香港房屋協會的建議資助房屋發展項目	General building works 一般樓宇工程	To build a 31-storey residential block, a single storey commercial block, an open car park and slope improvement 興建1棟31層高住宅樓、1棟1層高商場、露天停車場及斜坡加固	June 2019*** 二零一九年六月***	464.0	233.8
Kai Tak Development for Civil Engineering and Development Department 土木工程拓展署的啟德發展計劃	Civil engineering works 土木工程	Infrastructure works for developments at the southern part of the former runway 前跑道南面基礎設施發展工程	September 2019*** 二零一九年九月***	1,947.0*1	226.4**
Construction of Public Rental Housing Development of the Housing Authority 房屋委員會公共租住房屋發展計劃建築工程	General building works 一般樓宇工程	Construction of Public Rental Housing Development 公共租住房屋發展計劃建築工程	December 2019*** 二零一九年十二月***	707.0	289.4
Construction of Subsidised Sale Flats Development of Housing Authority 房屋委員會資助出售房屋發展計劃建築工程	General building works 一般樓宇工程	Construction of Subsidised Sale Flats Development 資助出售房屋發展計劃建築工程	February 2020 二零二零年二月	513.0	230.8
Main Contract for Global Graduate Tower of HKUST 香港科技大學研究生宿舍主合約	General building works 一般樓宇工程	Construction of Global Graduate Tower in HKUST 於香港科技大學興建香港科技大學研究生宿舍	February 2020 二零二零年二月	316.4	187.4

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Project type	Business segment	Scope of works	Original contract completion date	Original contract sum	Revenue recognised during the financial year 2019
項目類型	業務分部	工程範疇	原訂合約完工日期	原訂合約金額 (approximate HK\$'million) (概約百萬港元)	於二零一九年財政年度確認的收益 (approximate HK\$'million) (概約百萬港元)
Works Contract for the M+ Waterfront Promenade of West Kowloon Cultural District Authority 西九文化區管理局的M+海濱長廊工程合約	General building works 一般樓宇工程	Construction of M+ Waterfront Promenade 興建M+海濱長廊項目	February 2020 二零二零年二月	69.7	18.3
Maintenance of hydraulic and pumping system and buildings managed by the Airport Authority 為機場管理局管理的液壓和泵送系統及樓宇提供保養	General building works — maintenance project 一般樓宇工程 — 保養項目	Maintenance, improvement and refurbishment for hydraulic and pumping system and various buildings managed by the Airport Authority 為機場管理局管理的液壓和泵送系統及多種樓宇提供保養、改善及翻新工程	March 2020 二零二零年三月	221.8	22.1
Maintenance of properties managed by the Housing Authority 為房屋委員會管理的物業提供保養	General building works — maintenance project 一般樓宇工程 — 保養項目	Maintenance, improvement and vacant flat refurbishment for properties managed by the Housing Authority in Tuen Mun and Yuen Long 為房屋委員會管理位於屯門及元朗的物業提供保養、改善及空置單位翻新工程	March 2020 二零二零年三月	246.7	90.6
Infrastructure Works for Architectural Services Department 為建築署進行基礎設施工程	General building works 一般樓宇工程	Construction of Station Square at Kai Tak (Phase 1) 興建啟德車站廣場(第一期工程)	November 2020 二零二零年十一月	283.6 ²	19.4 ^{**}
Maintenance of properties managed by the Architectural Services Department 為建築署管理的物業提供保養	General building works — maintenance project 一般樓宇工程 — 保養項目	Alterations, additions, maintenance and repair of buildings and lands and properties in (i) Hong Kong Island Eastern and Outlying Islands (South); and (ii) Hong Kong Island Western, Southern and Lantau Island for which Architectural Services Department (Property Services Branch) is responsible 為建築署(物業事務處)負責的(i)港島東區及離島(南);及(ii)港島西區、南區及大嶼山的樓宇、土地及物業進行改建、加建、保養及維修工程	March 2021 二零二一年三月	1,471.8	436.7
Site Formation and Infrastructure Works for Civil Engineering and Development Department 土木工程拓展署的工地平整和基礎設施工程	Civil engineering works 土木工程	Site formation and infrastructure works for development at Kam Tin South, Yuen Long — Advance works 元朗錦田南發展計劃工地平整和基礎設施工程 — 前期工程	July 2021 二零二一年七月	409.0	134.1

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Project type	Business segment	Scope of works	Original contract completion date	Original contract sum	Revenue recognised during the financial year 2019
項目類型	業務分部	工程範疇	原訂合約完工日期	原訂合約金額 (approximate HK\$'million) (概約百萬港元)	於二零一九年財政年度確認的收益 (approximate HK\$'million) (概約百萬港元)
Maintenance of properties managed by the Housing Authority 為房屋委員會管理的物業提供保養	General building works — maintenance project 一般樓宇工程 — 保養項目	Maintenance, improvement and vacant flat refurbishment for properties in (i) Wong Tai Sin, Tsing Yi and Tsuen Wan; and (ii) Hong Kong Island & Islands 為(i)黃大仙、青衣及荃灣區；及(ii)港島及離島區的物業提供保養、改善及空置單位翻新工程	September 2021 二零二一年九月	863.2	214.0
Piers maintenance for Civil Engineering and Development Department 土木工程拓展署的碼頭保養合約	Civil engineering works — maintenance project 土木工程 — 保養項目	To carry out maintenance works for piers 為渡輪碼頭進行保養工程	March 2022 二零二二年三月	150.1	58.7
Design and Construction managed by the Architectural Services Department 為建築署管理的工程提供設計及施工	General building works — maintenance project 一般樓宇工程 — 保養項目	Design and Construction of Minor Works to Government and Subvented Properties for Architectural Services Department — New Territories and Outlying Islands (North) 為建築署負責的政府設施及資助設施的小型工程進行設計及施工 — 新界及離島(北)	August 2022 二零二二年八月	531.1	74.2
Construction of Public Rental Housing Development and Subsidised Sale Flats Development of the Housing Authority 房屋委員會公共租住房屋發展計劃及資助出售房屋發展計劃建築工程	General building works 一般樓宇工程	Construction of Public Rental Housing Development and Subsidised Sale Flats Development 公共租住房屋發展計劃及資助出售房屋發展計劃建築工程	October 2022 二零二二年十月	3,740.0	770.1

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Project type	Business segment	Scope of works	Original contract completion date	Original contract sum	Revenue recognised during the financial year 2019
項目類型	業務分部	工程範疇	原訂合約完工日期	原訂合約金額 (approximate HK\$'million) (概約百萬港元)	於二零一九年財政年度確認的收益 (approximate HK\$'million) (概約百萬港元)
Management and maintenance of roads in Kowloon East for the Highways Department 為路政署管理及保養九龍東道路	Civil engineering works – maintenance project 土木工程 – 保養項目	Management and maintenance of public roads, including associated slopes, highway structures, tunnels, landscaping and minor improvement works, in Kowloon East but excluding Expressways and High Speed Roads 管理和維修九龍東的公共道路(快速公路及高速道路除外), 包括進行相關的斜坡、道路構築物、隧道、園境設施和小規模道路改善工程	March 2024 二零二四年三月	482.6	148.3
Electrical and Mechanical Works for Sewage Treatment Facilities of the Drainage Services Department 渠務署污水處理設施的機電工程	Civil engineering works 土木工程	Electrical and Mechanical works for sewage treatment facilities in Shek Wu Hui Effluent Polishing Plant (Main Works Stage 1) 污水處理設施的機電工程 – 石湖墟淨水設施(主體工程第一階段)	May 2024 二零二四年五月	557.6	–
Three Runway System Project for the Hong Kong International Airport 香港國際機場三跑道系統工程合約	General building works 一般樓宇工程	Building and Civil Works for New Integrated Airport Centres 新綜合機場控制中心樓宇及土木工程	September 2024 二零二四年九月	440.7	16.5

*1 In a form of joint operation in which the Company participates in 40% of the contract. *1 採用合營業務形式, 本公司持有40%合約權益。

*2 In a form of joint operation in which the Company participates in 51% of the contract. *2 採用合營業務形式, 本公司持有51%合約權益。

** The revenue recognised represented our shares of the contract. ** 已確認收益指我們應佔該合約的份額。

*** The original contract completion date has been postponed and the contract was still ongoing as at 31 December 2019. *** 截至二零一九年十二月三十一日, 原訂合約完工日期已推遲, 而合約仍在進行中。

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Major projects completed in 2019

Completed projects refer to projects for which we have received the completion certificates from the respective customers or terms of year of the contracts expired. Details of the major projects completed by the Group as a main contractor during the Year are as follows:

二零一九年完成的主要項目

完成項目指我們自相關客戶收到完工證明書或合約年期已屆滿的項目。年內，本集團以總承建商身份完成的主要項目詳情如下：

Project type	Business segment	Scope of works	Original contract period	Original contract sum	Revenue recognised during the financial year 2019
項目類型	業務分部	工程範疇	原訂合約期	原訂合約金額 (approximate HK\$'million) (概約百萬港元)	於二零一九年財政年度確認的收益 (approximate HK\$'million) (概約百萬港元)
Home ownership scheme development of the Housing Authority 房屋委員會居屋發展項目	General building works 一般樓宇工程	To build 3 blocks of around 30 storeys buildings, car park and car port, and ancillary structures 興建3幢約30層高樓宇、停車場及車庫及附屬構築物	April 2016 to September 2018* 二零一六年四月至二零一八年九月*	1,297.0	197.7
Home ownership scheme development of the Housing Authority 房屋委員會居屋發展項目	General building works 一般樓宇工程	To build 3 blocks of around 27 storeys building and ancillary structures 興建3幢約27層高樓宇及附屬構築物	February 2015 to October 2018* 二零一五年二月至二零一八年十月*	1,299.0	170.5
Enhancement works at Carpark of Airport Authority Hong Kong 機場管理局停車場改善工程	Civil engineering works 土木工程	Enhancement works at Car Park 1 一號停車場改善工程	September 2017 to November 2018* 二零一七年九月至二零一八年十一月*	123.7	89.9
Contract with the Hospital Authority 與醫院管理局的合約	General building works – maintenance project 一般樓宇工程 – 保養項目	To carry out minor works for New Territories East and New Territories West Clusters 為新界東及新界西醫院聯網實施小型工程	July 2016 to June 2019 二零一六年七月至二零一九年六月	734.2	251.3
Public rental housing development of the Housing Authority 房屋委員會公屋發展項目	General building works 一般樓宇工程	To build 5 domestic blocks with 4,846 flats and ancillary buildings 興建5座共4,846個單位的住宅大樓及配套建築物	August 2016 to October 2019 二零一六年八月至二零一九年十月	3,047.0	762.7

* The original contract completion date was postponed and the contract was completed during the year ended 31 December 2019.

* 原訂合約完工日期已推遲，而合約已於截至二零一九年十二月三十一日止年度完成。

A majority of our revenue is generated from our general building and civil engineering works. During the Year, the revenue attributable to our general building and civil engineering business amounted to HK\$4,288.19 million and HK\$988.80 million (2018: HK\$4,807.08 million and HK\$1,236.28 million), respectively, representing approximately 78.51% and 18.10% (2018: 77.57% and 19.95%), respectively, of the total revenue of the Group for the Year.

我們的大部分收益來自一般樓宇及土木工程。年內，一般樓宇及土木工程業務收益分別為4,288.19百萬港元及988.80百萬港元（二零一八年：4,807.08百萬港元及1,236.28百萬港元），分別佔年內本集團總收益約78.51%及18.10%（二零一八年：77.57%及19.95%）。

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During the Year, other than general building and civil engineering works, we also provided other services which comprised mainly housing and property management services (such as the provision of cleaning services and security management services), electrical and mechanical engineering services and BIM services to real estates in Hong Kong and the PRC. Revenue attributable to these other services amounted to approximately 3.39% of the total revenue of the Group for the Year (2018: 2.48%).

Award of Contract after the Reporting Period

The Group has been awarded and undertaken the following contract for general building works after the reporting period and the table below sets forth the particulars of the project:

Project type 項目類型	Business segment 業務分部	Scope of works 工程範疇	Contract period 合約期	Original contract sum 原訂合約金額 (approximate HK\$'million) (概約百萬港元)
Construction of Subsidised Sale Flats Development of the Housing Authority 房屋委員會資助出售房屋發展計劃建築工程	General building works 一般樓宇工程	Construction of Subsidised Sale Flats 資助出售房屋建築工程	February 2020 to October 2022 二零二零年二月至 二零二二年十月	1,911.0

Our commitment to safety, quality and environment

The Board is of the view that the continued success of our business primarily depends on our ability to meet our customers' requirements, particularly in respect of safety, quality and environmental aspects. The Group has established a set of quality assurance measures and has committed to high safety standard and environmental impact control. Through the systematic and effective control of the Group's operations and monitoring procedures and control over its subcontractors, compliance with safety, quality and environmental requirements can be further assured, and such that non-conformance, environmental incidents and liability can be eliminated or reduced.

The Group has been accredited and continuously re-accredited with ISO9001, ISO14001, ISO50001 and OHSAS18001 certifications. The Board believes that these certifications will enhance our public image, credibility and customers' confidence in the Group. In recent years, more and more tenders have included the requirements of ISO9001, ISO14001 and OHSAS18001 certifications and our certified status will bring us more business opportunities and uphold our competitiveness.

For more details on our performance in safety, quality and environmental aspects, please refer to the Environmental, Social and Governance Report (the "ESG Report") on pages 36 to 97 of this annual report.

年內，除一般樓宇及土木工程外，我們亦提供其他服務，主要包括向香港及中國的房地產提供房屋及物業管理服務（如清潔服務及保安管理服務）、機電工程服務及BIM服務。其他服務應佔收益佔年內本集團總收益約3.39%（二零一八年：2.48%）。

於報告期後獲批的合約

於報告期後，本集團已獲批及承接以下一般樓宇工程合約，下表載列該項目的詳情：

安全、品質及環境承諾

董事會認為，我們業務的持續成功主要倚重我們滿足客戶要求的能力，尤其在安全、品質及環境等方面。本集團已確立一套品質保證措施並致力維持高水平安全標準及環境影響監控。通過本集團全面高效的營運監控及分包商監察程序及控制，可進一步確保符合安全、質素及環境規定，進而可杜絕或減少違規、環境事故及相關責任。

本集團已取得並持續取得ISO9001、ISO14001、ISO50001及OHSAS18001認證。董事會相信該等認證將提升我們的公眾形象、信譽及客戶對本集團的信心。近年，越來越多競投要求競投者通過ISO9001、ISO14001及OHSAS18001認證，因此我們的認證地位將帶給我們更多商機並維持我們的競爭力。

有關我們於安全、品質及環境等方面表現的更多詳情，請參閱本年報第36至97頁的環境、社會及管治報告（「環境、社會及管治報告」）。

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Effective cost control and savings measures

Our management has been flexible and will continue to do so in deploying resources with reference to the stage of completion of various ongoing projects in order to capture business opportunities and to optimise the allocation of resources.

Given our wide diversity of works, we are able to implement a centralised resources sourcing and allocation system which allows us to reduce costs by making bulk purchases and maximise utilisation of resources, and a customised enterprise resources planning programme to monitor the cost in real time.

We maintain good and long-standing relationships with our subcontractors. By having long-standing relationships with our subcontractors, we can make comprehensive assessment of our subcontractors over years so as to ensure the quality of works in the long run. Our relationships with these subcontractors also obviate the need for keeping a large number of workers under permanent employment of the Group, thereby giving us the feasibility to deploy our resources more cost effectively without compromising our quality.

有效的成本控制及節約措施

我們的管理層一直並將按各個進行中項目的完成進度靈活調配資源，務求把握商機及優化資源分配。

鑑於我們的工程項目之多樣性，我們採用集中資源採購及分配系統，令我們可透過批量採購及物盡其用以降低成本，並根據量身定製的企業資源規劃方案實時監控成本。

我們與分包商維持良好的長期合作關係。經過長期業務往來，我們能夠全面評估分包商的多年表現，長遠而言利於確保工程質素。我們與該等分包商的關係亦使本集團毋需僱用大量全職工人，利於我們在無損質素的情況下更具成本效益地配置資源。

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FINANCIAL REVIEW

Revenue

Our revenue decreased by approximately HK\$735.29 million, or approximately 11.86%, from HK\$6,197.16 million for 2018 to HK\$5,461.87 million for 2019. The decrease in our revenue was mainly due to the decrease in our revenue from general building business of HK\$518.89 million and the decrease in our revenue from civil engineering business of HK\$247.48 million.

Revenue from general building business decreased by approximately HK\$518.89 million, or approximately 10.79%, from HK\$4,807.08 million for 2018 to HK\$4,288.19 million for 2019. The decrease in revenue between years was primarily due to the completion of certain general building contracts, including the construction of a public rental housing development and two home ownership scheme developments for the Housing Authority. This was partly offset by the increase in revenue between years in accordance with the work progress of other general building contracts, including the construction of a public rental housing development and a subsidised sale flats development for the Housing Authority, and the construction of a global graduate tower for the Hong Kong University of Science and Technology.

Revenue from civil engineering business decreased by approximately HK\$247.48 million, or approximately 20.02%, from HK\$1,236.28 million for 2018 to HK\$988.80 million for 2019. The decrease in revenue between years was primarily due to the completion of certain civil engineering contracts and decrease in revenue recognised in certain civil engineering projects, including reconstruction and upgrading of Kai Tak Nullah.

Revenue from other services (which mainly comprised housing and property management services, electrical and mechanical engineering services and BIM services) for 2019 amounted to HK\$184.88 million (2018: HK\$153.81 million), representing 3.39% (2018: 2.48%) of the total revenue of the Group.

Our business remained to be primarily focusing in the Hong Kong market during the Year.

財務回顧

收益

我們的收益由二零一八年的6,197.16百萬港元減少約735.29百萬港元或約11.86%至二零一九年的5,461.87百萬港元。收益減少主要是由於一般樓宇業務收益減少518.89百萬港元及土木工程業務收益減少247.48百萬港元所致。

一般樓宇業務收益由二零一八年的4,807.08百萬港元減少約518.89百萬港元或約10.79%至二零一九年的4,288.19百萬港元。有關年度之間的收益減少主要是由於完成若干一般樓宇合約，包括房屋委員會的一個公共租住房屋發展計劃及兩個居屋發展項目的建築工程，惟部分被有關年度之間根據其他一般樓宇合約（包括房屋委員會公共租住房屋發展計劃及資助出售房屋發展計劃建築工程，以及香港科技大學國際研究生宿舍項目建築工程）工程進度確認的收益增加所抵銷。

土木工程業務的收益由二零一八年的1,236.28百萬港元減少約247.48百萬港元或約20.02%至二零一九年的988.80百萬港元。有關年度之間的收益減少乃主要由於完成若干土木工程合約及若干土木工程項目（包括啟德明渠重建及改善工程）確認的收益減少。

其他服務（主要包括房屋及物業管理服務、機電工程服務及BIM服務）的收益於二零一九年為184.88百萬港元（二零一八年：153.81百萬港元），佔本集團總收益的3.39%（二零一八年：2.48%）。

年內，我們的業務仍主要專注於香港市場。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Gross profit and gross profit margin

Our overall gross profit decreased by approximately HK\$198.03 million, or approximately 72.49%, from HK\$273.18 million for 2018 to HK\$75.15 million for 2019. The decrease in our gross profit between years was partly due to the completion of certain sizable general building contracts during the Year resulting in a decrease in contributions to profit by such projects. In addition, the replacement of non-performing subcontractors during the Year led to an increase in overall subcontracting costs, and a gross loss of approximately HK\$50 million was recorded for two general building maintenance contracts during the Year.

Gross profit margin for 2019 amounted to 1.38%, which was lower when compared to that of 4.41% for 2018. The replacement of non-performing subcontractors resulted in losses in certain maintenance contracts and negatively impacted the gross profit margin of the Group for 2019. In addition, the intense competition across the construction market in general led to an increase in the overall construction costs and affected the profitability. The social unrest and mass street protests in Hong Kong in the second half of the Year also had a negative impact on our management of the construction sites, leading to an increase in overall operating costs and a reduction in gross profit margin.

Other revenue

Other revenue mainly consisted of interest income and sundry income. Our other revenue for 2019 amounted to HK\$2.61 million, which was lower compared to that of HK\$4.76 million for 2018. This was mainly due to the decrease in sundry income between years.

Other net loss

Our other net loss for 2019 amounted to HK\$0.53 million, which was about in line compared to that of HK\$0.46 million for 2018.

Administrative expenses

Administrative expenses mainly consisted of staff costs and rental charges. Our administrative expenses for 2019 amounted to HK\$84.07 million, compared to that of HK\$92.53 million for 2018. The decrease was mainly due to the decrease in staff costs between years.

Finance costs

Our finance costs for 2019 amounted to HK\$19.41 million, compared to that of HK\$12.23 million for 2018. The increase was primarily associated with the increase in bank interest expenses arising from the increase in average bank loan balances and average interest rates.

毛利及毛利率

我們的整體毛利由二零一八年的273.18百萬港元減少約198.03百萬港元或約72.49%至二零一九年的75.15百萬港元。有關年度之間的毛利減少部分是由於年內完成若干大型一般樓宇合約，導致該等項目的溢利貢獻減少所致。此外，年內更換表現不佳的分包商導致整體分包成本增加及兩個一般樓宇保養合約於年內錄得總虧損約50百萬港元。

二零一九年的毛利率為1.38%，低於二零一八年的4.41%。更換表現不佳的分包商導致若干保養合約產生虧損及對本集團二零一九年的毛利率產生不利影響。此外，整個建築市場的競爭加劇令整體建築成本增加，並影響盈利能力。年內下半年香港社會動盪及大規模街頭示威活動亦對我們管理建築工地產生負面影響，導致總體營運成本增加及毛利率下降。

其他收益

其他收益主要包括利息收入及雜項收入。二零一九年的其他收益為2.61百萬港元，與二零一八年的4.76百萬港元相比有所下降，主要由於有關年度之間的雜項收入減少。

其他淨虧損

我們二零一九年的其他淨虧損為0.53百萬港元，與二零一八年的0.46百萬港元相比基本持平。

行政開支

行政開支主要包括員工成本及租金支出。二零一九年的行政開支為84.07百萬港元，而二零一八年則為92.53百萬港元。是項減少乃主要由於有關年度之間的員工成本減少所致。

融資成本

二零一九年的融資成本為19.41百萬港元，而二零一八年則為12.23百萬港元。是項增加乃主要與平均銀行貸款結餘及平均利率增加令銀行利息開支增加有關。

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Share of results of a joint venture

Our share of results of a joint venture for 2019 was a net loss of HK\$6.75 million, compared to that of a net loss of HK\$15.80 million for 2018. The decrease in net loss between years was mainly attributable to the decrease in losses recorded for one of the Cotai Resort projects when compared to the previous year.

Income tax

Our income tax for 2019 was a credit of HK\$3.60 million, compared to an expense of HK\$27.59 million for 2018. The net credit balance in 2019 was mainly explained by the recognition of deferred tax from tax losses in certain subsidiaries' books that are expected to be utilised in future years.

(Loss)/profit attributable to the equity shareholders of the Company

Based on the above factors, there was a loss attributable to the equity shareholders of the Company amounting to HK\$28.83 million for 2019, compared to a profit attributable to the equity shareholders of the Company of HK\$129.69 million for 2018.

PRINCIPAL RISKS AND UNCERTAINTIES

The following are some principal risks and uncertainties facing the Group, which may materially adversely affect its business, financial condition or results of operations:

Highly regulated industry

The construction industry is a highly regulated industry and our business is subject to various government regulations. In accordance with the laws of Hong Kong and Macau, the Group is required to obtain or maintain certain registrations, licences and/or certifications to operate its business. All such registrations, licences and/or certificates are granted/renewed and maintained upon the satisfactory compliance by the Group with, among others, the applicable criteria set by the relevant government departments or organisations. Such criteria may include the maintenance of certain financial criteria including the working capital level, the adequacy of our management structure and the appropriate experience and qualification of the personnel of the Group. These registrations, licences and/or certificates may only be valid for a limited period of time and may be subject to periodic reviews and renewal by government authorities and relevant organisations. In addition, the standards of compliance required in relation thereto may from time to time be subject to changes without substantial advance notice.

The loss of or failure to obtain or renew or a suspension of any or all of the Group's registrations, licences and/or certifications could materially and adversely affect the business of the Group.

分佔合營企業業績

二零一九年分佔合營企業業績的淨虧損為6.75百萬港元，而二零一八年的淨虧損為15.80百萬港元。有關年度之間淨虧損減少乃主要由於其中一個路氹城度假村項目錄得的虧損較上年有所減少。

所得稅

二零一九年所得稅抵免3.60百萬港元，而二零一八年則為所得稅開支27.59百萬港元。二零一九年的淨貸方金額主要是由於確認若干附屬公司賬冊預期於未來年度使用的稅項虧損產生的遞延稅項。

本公司權益股東應佔(虧損)/溢利

基於上述因素，本公司權益股東於二零一九年的應佔虧損為28.83百萬港元，而二零一八年則為本公司權益股東應佔溢利129.69百萬港元。

主要風險及不確定因素

可能會對本集團的業務、財務狀況或經營業績造成嚴重不利影響的若干主要風險及不確定因素如下：

行業監管嚴格

建築業受嚴格監管，我們的業務須遵守多項政府法規。根據港澳兩地法例，本集團須取得或持有若干登記、牌照及/或證書方可經營業務。本集團妥善遵守(其中包括)有關政府部門或機構設定的適用標準而獲授/續期及持有所有登記、牌照及/或證書。相關標準可能包括本集團須維持若干財務標準，包括營運資金水平、適當的管理層架構及相關人員經驗及資質等。該等登記、牌照及/或證書可能僅於有限時間內有效且可能須經政府部門及相關機構定期審核以續期。此外，相關合規標準或會不時變更而不會作出足夠的事先通知。

本集團失去或無法取得或續期或遭吊銷任何或全部登記、牌照及/或證書，可能會對本集團業務造成嚴重不利影響。

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Reliance on the contracts granted by the Hong Kong Government

The Hong Kong Government has been and is expected to continue to be the Group's largest customer. If there is any decrease or delay in the spending of the Hong Kong Government in the construction industry or any revocation or suspension of the licences, the business, results of operations and financial positions of the Group may be adversely affected.

Competitive tendering progress and the making of estimates

The business of the Group operates on a non-recurring and project-by-project basis. We have no long-term commitments with our customers, but rely on successful tenders that determine the award of construction contracts. The number of contracts awarded to the Group, therefore, may vary from time to time. Upon completion of its contracts on hand, the Group's financial performance may adversely be affected if the Group is unable to secure new tenders or obtain new contract awards with comparable contract sums or at all.

Further, in the tendering process, the Group has to estimate construction time and costs in order to determine the tender price. However the actual implementation of a project may not accord with such estimation due to cost overruns and/or other related construction risks. If our estimates of the overall risks, revenue or costs prove inaccurate, the Group will experience lower profitability or even make losses on contracts, which could materially and adversely affect its business, financial condition, results of operations and prospects.

Uncertainty in construction progress

The Group relies on subcontractors to implement the construction contracts and there is no assurance that these subcontractors will be able to continue providing services to us at fees acceptable to us or our relationship with them could be maintained in the future. In the event that any of our principal subcontractors are unable to provide the required services to the Group or their cost for providing the required services increase substantially, the Group's business, results of operations, profitability and liquidity may be adversely affected.

Further, there may be delays or disruptions to our works due to unforeseen circumstances that are beyond our control. If the Group fails to complete works by the relevant deadlines as stipulated in the contracts, it may be required to compensate its customers and the Group's business, results of operations, profitability and liquidity may be adversely affected.

依賴香港政府授予的合約

香港政府一直是及預計仍是本集團的最大客戶。若香港政府削減或延遲建築業支出或撤銷或吊銷本集團的牌照，可能對本集團業務、經營業績及財務狀況造成不利影響。

競爭性競投及所作估計

本集團業務的營運屬非經常性質，按逐一項目營運。我們對客戶並無長期承擔，而是通過成功中標獲授建築合約，故本集團獲授的合約數目不時變化。倘本集團手頭合約完成後無法獲得新的競標項目或合約金額相當的新合約或兩者皆不可得，可能對本集團財務表現有所不利。

此外，本集團競投時須估計建築時間及成本以釐定競投價，然而項目實施情況因超支及／或其他建築相關風險而未必符合該等估計。倘我們對整體風險、收益或成本的估計失準，本集團的合約所得溢利或會減少，甚至可能虧損，會對業務、財務狀況、經營業績及前景產生嚴重不利影響。

建築過程的不確定因素

本集團依賴分包商執行建築合約，但無法保證分包商日後能夠持續按我們可接受的費用提供服務或與我們維持業務關係。倘任何主要分包商無法提供本集團所需服務或服務成本大幅上漲，可能對本集團的業務、經營業績、盈利能力及流動資金產生不利影響。

另外，我們的工程或會因我們無法控制的不可預見因素而延誤或中斷。倘本集團未能於合約訂明的截止時間前完工，則可能須賠償客戶，會對本集團業務、經營業績、盈利能力及流動資金產生不利影響。

MANAGEMENT DISCUSSION AND ANALYSIS

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Uncertain external factors

Most of our operations are currently located in Hong Kong. Although the construction industry in Hong Kong has been growing in view of the strong housing needs and government large infrastructure projects, the future growth and prospect will largely depend on the continued prosperity of the property market and the continued availability of major construction projects.

For more details of the above principal risks and uncertainties and other risks and uncertainties facing the Group, please refer to the section headed “Risk Factors” in the prospectus of the Company dated 30 November 2015 (the “Prospectus”).

外部不確定因素

我們大部分現有業務位於香港。雖然香港建築業因應住房需求殷切及政府實施大型基建項目而持續增長，但未來增長及前景仍主要依賴物業市場的持續繁榮及大型建築項目投建。

有關上述主要風險及不確定因素及本集團面臨的其他風險及不確定因素的更多詳情，請參閱本公司日期為二零一五年十一月三十日的招股章程（「招股章程」）「風險因素」一節。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

KEY PERFORMANCE INDICATORS (“KPIs”) WITH THE STRATEGY OF THE GROUP

The Group sets a number of KPIs to support the delivery of its strategies with its performance, including the followings, and others in respect of environment, social and governance matters which are discussed in the ESG Report.

本集團策略的主要表現指標(「主要表現指標」)

本集團設定若干主要表現指標支持實施策略，表現包括以下及其他有關環境、社會及管治事項之更多主要表現指標於環境、社會及管治報告內討論。

Strategy 策略	KPIs 主要表現指標	Performance 表現
Maximise value for the Shareholders 為股東創造最大價值	Gross profit margin = 1.38% (2018: 4.41%) 毛利率 = 1.38% (二零一八年：4.41%)	The Group strived to maintain stable operation performance during the Year despite intense competition across the construction market. 儘管整個建築市場的競爭激烈，本集團於年內仍努力維持穩定的經營表現。
Improve the Group's liquidity 改善本集團流動資金	Net cash from operating activities = HK\$148.19 million (2018: net cash from operating activities HK\$129.75 million) 經營活動所產生的現金淨額 = 148.19百萬港元 (二零一八年：經營活動所產生的現金淨額 129.75百萬港元) Cash and bank balances (excluding pledged deposits) = HK\$263.50 million (2018: HK\$216.90 million) 現金及銀行結餘(不包括已抵押存款) = 263.50百萬港元 (二零一八年：216.90百萬港元)	The Group adopts a policy to regularly monitor the liquidity requirements of the Group and the Group's compliance with lending covenants so as to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major financial institutions to meet the liquidity requirements of the Group in the short and longer term. 本集團採取定期監控本集團流動資金需求及借款契約合規情況的政策，確保維持充裕現金儲備及主要金融機構的充足承諾資金額度，以應付短期及長期流動資金需求。
Strive for the “zero harm” safety goal 致力達致「零傷害」安全目標	Accident rate = 10.44 per 1,000 workers (2018: 12.39 per 1,000 workers) 意外事故率 = 每千名工人10.44 (二零一八年：每千名工人12.39)	During the Year, the Group has put adequate resources and effort to uphold and improve its safety management system in order to reduce its risks related to safety issues. Our accident rate for 2019 was 10.44 per 1,000 workers which remains low and is significantly lower than the construction industry average, of which the industry average for 2018 was 31.70 per 1,000 workers according to the Labour Department of Hong Kong. 本集團於年內投入充足資源並致力提高及改善安全管理系統，以降低相關職業安全風險。二零一九年我們平均千人意外事故率為10.44，保持低下且遠低於建築行業平均水平。香港勞工處的資料顯示，二零一八年行業平均千人意外事故率為31.70。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

OUR RELATIONSHIP WITH CUSTOMERS, SUPPLIERS, SUBCONTRACTORS AND EMPLOYEES

Customers

The customers of the Group are divided into two categories: (a) public sector including Hong Kong Government and its related organisations and institutional bodies; and (b) the private sector. During the Year, all projects of the Group were secured by tendering. The Group maintains good relationships with its customers, and have regular contacts with customers, architects and other consultants in the construction industry to keep abreast of market development and potential business opportunities.

Suppliers

The major purchases required for our business are construction materials, which mainly consist of concrete and steel sourced mainly in Hong Kong. Generally, the Group selects suppliers from a pre-qualified list of suppliers based on their past performances and capacities to comply with specified project requirements. Only those suppliers on our approved list are invited to submit quotations or tenders. We have maintained good and long standing working relationship with our suppliers and some of our suppliers have been working with us for over 20 years. We do not foresee any difficulties in sourcing materials in the future.

Subcontractors

The Group generally acts as the main contractor and will engage or outsource to subcontractors to carry out certain part of the works. While the Group has not entered into any long-term agreement with its subcontractors, it engages them on project basis. Nevertheless, the Directors believe that the Group has maintained good relationships with its subcontractors. Some of the subcontractors have been working with the Group for over ten years and we had not experienced any significant disruption in the provision of works by our subcontractors. With the relatively large pool of approved subcontractors in the Group's pre-qualified list, we do not foresee any difficulties in finding substitute subcontractors, if necessary.

與客戶、供應商、分包商及僱員的關係

客戶

本集團客戶分為兩類：(a) 公營部門（包括香港政府及其相關組織和公共團體）；及 (b) 私營機構。年內，本集團所有項目均以競投取得。本集團與客戶關係良好，並定期聯絡客戶、建築師及其他建築業顧問，以了解市場動態並把握潛在商機。

供應商

我們業務過程中需要大量採購的建築材料主要包括大部分購自香港的混凝土及鋼材。本集團一般基於供應商過往表現及達致特定項目要求的能力從預備合資格供應商名冊挑選供應商。僅我們的認可名冊中的供應商獲邀報價或競投。我們與供應商維持良好的長期業務關係，部分供應商已與我們合作逾20年。我們預期日後採購材料並無任何困難。

分包商

本集團通常擔任總承建商，委聘分包商執行若干部分工程或外判予分包商。雖然本集團並無與分包商訂立長期協議，但會按項目基準委聘分包商。而且，董事相信，本集團與分包商一直維持良好關係。若干分包商已與本集團合作10年以上，而我們在分包商提供工程建築方面未曾遭遇任何嚴重中斷。本集團的預備合資格分包商名冊載有眾多認可分包商，我們認為於需要時物色替任分包商並不困難。

MANAGEMENT DISCUSSION AND ANALYSIS

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Employees and remuneration policy

The Group maintains a very stable and experienced management team and an amicable long-term relationship with its employees as it is our belief that our employees are important assets to the Group. As at 31 December 2019, the Group has 2,015 employees in Hong Kong, Macau and the PRC of which 1,835 were full-time employees and 180 were part-time employees. The Group's total remuneration for 2019 was approximately HK\$710 million. The Directors recognise the importance of attracting and retaining staff. In order to promote employee loyalty and retention, the Group provides technical and operational on-job trainings to its employees covering various aspects of its operations including contract law, and workplace and occupational safety. The Directors consider that the Group has maintained good relationship with its employees. The Group has not experienced any strikes, work stoppages or labour disputes which affected its operations during the Year. The Directors also consider that the relationship and co-operation between the management team and the employees have been good during the Year.

The Group entered into separate labour contracts with its employees in accordance with the applicable labour laws of Hong Kong, Macau and the PRC. The remuneration offered to employees generally includes salaries, medical benefits and bonus. Share options may also be granted to eligible employees. In general, the Group determines salaries of its employees based on each employee's qualification, position, seniority and experience.

More information concerning our customers, suppliers, subcontractors and employees are set out in the ESG Report.

僱員及薪酬政策

本集團維持穩健且經驗豐富的管理團隊，視僱員為本集團寶貴資產，與之維持長期和諧的關係。於二零一九年十二月三十一日，本集團在香港、澳門及中國有2,015名僱員，其中全職僱員1,835名，兼職僱員180名。本集團二零一九年的總薪酬約為710百萬港元。董事重視吸引及挽留員工。為提升僱員忠誠度及挽留僱員，本集團為僱員提供技術及運作方面的在職培訓，涵蓋我們各業務範疇，包括合同法、工作場所和職業安全。董事認為，本集團與僱員保持良好的工作關係。年內，本集團並無遭遇任何影響營運的罷工、停工或勞資糾紛。董事亦認為，年內管理團隊與僱員之間的關係及合作良好。

本集團根據香港、澳門及中國的相關勞工法例與僱員訂立單獨的勞工合約。提供予僱員的薪酬一般包括薪金、醫療福利及花紅。合資格僱員亦可能獲授購股權。一般而言，本集團視乎每位僱員的資格、職位、資歷及經驗釐定僱員薪金。

有關我們的客戶、供應商、分包商及僱員的更多資料載於環境、社會及管治報告。

MANAGEMENT DISCUSSION AND ANALYSIS

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ENVIRONMENTAL POLICIES AND PERFORMANCE

The Directors believe that it is essential for the Group to act as an environmentally responsible contractor to meet the customers' demands in environmental protection and the expectation of the community for a healthy living environment and in return it will ensure the healthy growth and development of the business. The Group is committed to sustainable construction and minimisation of any adverse impact on the environment resulting from its business activities. In the course of delivery of its services, the Group shall (i) focus on prevention of pollution, waste minimisation and resource conservation as critical considerations within our core management process; (ii) comply with applicable legal requirements and other requirements which relate to its environment aspects; and (iii) establish, implement and maintain the environmental management system and strive for continual improvement in environmental performance.

In order to comply with the applicable environmental protection legislation, we have established an environmental management system in accordance with ISO14001:2004 international standards and were awarded ISO14001 certification in 2006. The Group has assigned separate resources to implement its environment management system and maintain its ISO14001 certification with an aim to reduce its risks related to environmental issues. The Group promotes environment-friendly construction worksites, install environmental facilities and put in place environment control measures at our construction sites as appropriate. In 2015, we were awarded ISO50001 certification for the energy management systems of our head office and construction sites.

All along, the Group had a low number of environmental-related non-compliance incidents. There was no conviction in 2019 of violating the relevant environmental laws and regulations. In 2018, there was only one count of conviction on environmental-related non-compliance incident. We will continue to ensure implementation of our policy on environmental management as mentioned above to avoid violation of applicable laws or regulations in respect of environment.

Further disclosures on the environmental aspect are made in the ESG report.

環保政策及表現

董事相信，本集團必須成為對環境負責的承建商，達到客戶的環保要求及滿足社區對健康生活環境的期望，以確保業務穩健增長及發展。本集團致力於可持續發展的建築業務，儘量減少業務活動對環境的不利影響。本集團提供服務時應(i)將防止污染、減少廢物及保護資源作為管理流程的重點考慮事項；(ii)遵守有關法律規定及其他環境影響相關規定；及(iii)建立、執行及維持環境管理系統，致力持續改善環保表現。

為遵守有關環保法例，我們已根據ISO14001:2004國際標準建立環境管理系統，並於二零零六年獲頒發ISO14001認證資格。本集團分配獨立資源以執行環境管理系統及維持ISO14001認證資格，以降低環保風險。本集團推廣環保建築工地，安裝環保設施並適時在建築工地實行環境監控措施。於二零一五年，我們已就我們總部及建築工地的能源管理系統獲頒發ISO50001認證資格。

本集團的環境違規事件數目始終很低。二零一九年並無環境違規定罪。二零一八年僅發生一宗環境違規事件定罪。我們將繼續確保執行上述環保管理政策，避免違反有關環境的適用法律或法規。

有關環境方面的進一步披露於環境、社會及管治報告作出。

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COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

During the Year, the Group was fined for a total sum of HK\$47,000 in respect of 4 summonses for violation of certain regulations under the Factories and Industrial Undertaking Ordinance (Cap. 59 of the Laws of Hong Kong) (the “FIU Ordinance”) related to four accident events. The Directors consider that these four accidents were independent and isolated incidents.

During the Year, save as disclosed above or otherwise in this annual report, the Group has complied with all applicable laws and regulations in Hong Kong and Macau in all material aspects for the business operation of the Group. During the Year, the Group has also obtained all necessary licenses, permits or certificates necessary to conduct its business operation in Hong Kong, and has made the necessary registration and obtained the necessary licenses to carry out its business in Macau.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

Capital Structure

As at 31 December 2019, the capital structure of the Group consisted of equity of HK\$448.17 million (2018: HK\$493.78 million) and bank loans of HK\$408.46 million (2018: HK\$371.73 million) as more particularly described in the paragraph headed “Borrowings” below.

Cash position and fund available

During the Year, the Group maintained a healthy liquidity position, with working capital being financed by our operating cash flows and bank borrowings. As at 31 December 2019, our cash and cash equivalents were HK\$263.51 million (2018: HK\$216.90 million).

As at 31 December 2019, the current ratio of the Group was 1.19 (2018: 1.25).

Our principal uses of cash have been, and are expected to continue to be, operational costs.

遵守相關法律法規

年內，本集團就有關四項意外事故而涉及違反香港法例第59章工廠及工業經營條例（「工廠及工業經營條例」）的4宗控罪，被罰款合共47,000港元。董事認為，該四宗事故為獨立及互不相連的事件。

年內，除上文及本年報其他部分所披露外，本集團的業務經營已於所有重大方面遵守港澳的所有適用法律法規。年內，本集團亦已取得於香港經營業務所需的全部牌照、許可或證書及進行所需登記，並取得於澳門經營業務所需的牌照。

流動資金、財務資源及資本架構

資本架構

於二零一九年十二月三十一日，本集團的資本架構包括股本448.17百萬港元（二零一八年：493.78百萬港元）及下文「借款」一段所詳述的銀行貸款408.46百萬港元（二零一八年：371.73百萬港元）。

現金狀況及可用資金

年內，本集團流動資金狀況良好，以經營現金流及銀行借款撥付營運資金。於二零一九年十二月三十一日，現金及現金等價物為263.51百萬港元（二零一八年：216.90百萬港元）。

於二零一九年十二月三十一日，本集團的流動比率為1.19（二零一八年：1.25）。

我們的現金一直及預期將繼續主要用作營運成本。

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Borrowings

As at 31 December 2019, the Group had bank loans, which are repayable within one year, of approximately HK\$408.46 million (2018: HK\$371.73 million). As at 31 December 2019, the bank loans bear interest ranging from 3.75% to 5.45% (2018: 3.42% to 4.44%) per annum. The increase in bank loans between years was mainly used to finance the working capital of ongoing projects. The Group's net borrowings position (i.e. total borrowings minus total cash and cash equivalents) slightly improved between years from HK\$155 million as at 31 December 2018 to HK\$145 million as at 31 December 2019.

As at 31 December 2019, the Group had approximately HK\$2,205 million (2018: HK\$2,056 million) of unutilised banking facilities in Hong Kong and Macau (including loans, letter of credit and letter of guaranteed facilities). All of the Group's banking facilities are subject to the fulfilment of certain covenants as are commonly found in lending arrangements with financial institutions. The Group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and adequate lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term. The Group remains in compliance with its loan covenants during the Year.

GEARING RATIO

As at 31 December 2019, the Group's gearing ratio was 91.14% (2018: 75.28%), calculated based on the interest-bearing borrowings divided by the total equity as at the respective year end.

NET CURRENT ASSETS

As at 31 December 2019, the Group had net current assets of HK\$351.87 million (2018: HK\$419.00 million).

The Board regularly reviewed the maturity analysis of the Group's contractual liabilities and concluded that the Group had no liquidity issue that may cast significant doubt on the Group's ability to continue as a going concern.

借款

於二零一九年十二月三十一日，本集團須於一年內償還的銀行貸款約為408.46百萬港元(二零一八年：371.73百萬港元)。於二零一九年十二月三十一日，銀行貸款按年利率介乎3.75%至5.45%(二零一八年：3.42%至4.44%)計息。有關年度之間增加的銀行貸款乃主要用於為我們在建項目的營運資金撥款。本集團的借款淨額(即借款總額減現金及現金等價物總額)由二零一八年十二月三十一日的155百萬港元略為提高至二零一九年十二月三十一日的145百萬港元。

於二零一九年十二月三十一日，本集團於香港及澳門亦擁有約2,205百萬港元(二零一八年：2,056百萬港元)的未動用銀行融資(包括貸款、信用證及保函信貸)。本集團所有銀行融資均須待若干契諾達成後方可作實，該等契諾常見於與金融機構之間的借貸安排。本集團政策為定期監控流動資金需求及遵守借款契諾的情況，確保維持充裕現金儲備及獲主要金融機構授予充足的資金額度，以應付短期及長期流動資金需求。於年內本集團依然遵守其貸款契諾。

資產負債比率

於二零一九年十二月三十一日，本集團的資產負債比率為91.14%(二零一八年：75.28%)，按各年末計息借款除以權益總額計算。

流動資產淨值

於二零一九年十二月三十一日，本集團的流動資產淨值為351.87百萬港元(二零一八年：419.00百萬港元)。

董事會定期審閱本集團合約負債的到期分析，確定本集團並無流動資金問題會令持續經營能力受到嚴重質疑。

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CAPITAL EXPENDITURES

The Group's capital expenditures primarily comprise purchase of plant and equipment, such as motor vehicles and equipment, which were funded, and are expected to continue to be funded, by internal resources and cash flow generated from our operation. For the Year, the Group has incurred HK\$15.45 million (2018: HK\$28.62 million) on acquiring items of plant and equipment.

FOREIGN EXCHANGE EXPOSURE

The functional currency to which the Group's operations and assets and liabilities are denominated is the Hong Kong dollars. The Group has cash balances that is denominated in the United States dollars, Renminbi and British Pound. Given that the Hong Kong dollars are pegged with the United States dollars, there is no currency risk exposure to the United States dollars. The Board considers that the Group was not exposed to significant foreign exchange risk. The Board will review the Group's foreign exchange risk and exposure from time to time.

MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES, AND PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

There were no material acquisitions or disposals of subsidiaries, associates or joint ventures during the Year and no future plan for material investments or capital assets as at 31 December 2019.

SIGNIFICANT INVESTMENTS HELD

Except for investments in the subsidiaries, a joint venture and joint operations as mentioned in notes 12 and 13 to the consolidated financial statements, the Group did not hold any significant investments during the Year.

資本開支

本集團的資本開支主要為購置廠房及設備(例如汽車及設備)，預期仍會以內部資源及經營所得現金流提供資金。年內，本集團在購置廠房及設備方面產生15.45百萬港元(二零一八年：28.62百萬港元)開支。

外匯風險

本集團功能貨幣為港元，業務以及資產及負債均以港元計值。本集團有現金結餘以美元、人民幣及英鎊計值。由於港元與美元掛鈎，故並無美元相關貨幣風險。董事會認為，本集團並無重大外匯風險。董事會將不時檢討本集團的外匯風險。

附屬公司、聯營公司及合營企業重大收購或出售以及重大投資或股本資產計劃

年內，並無附屬公司、聯營公司或合營企業重大收購或出售，於二零一九年十二月三十一日，並無重大投資或股本資產的未來計劃。

所持重大投資

除綜合財務報表附註12及13所述於附屬公司、一間合營企業及合營業務之投資外，年內本集團並無持有任何重大投資。

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FINANCIAL GUARANTEES AND CONTINGENT LIABILITIES

Save as disclosed below, the Group had no other financial guarantees and contingent liabilities as at 31 December 2019:

- (a) As at 31 December 2019, approximately HK\$387,310,000 (2018: HK\$402,995,000) of performance bonds were given by financial institutions to the Group in favour of the Group's customers as security for the due performance and observance of the Group's obligation under the contracts entered into between the Group and their customers. The Group has provided guarantees of the above performance bonds. If the Group fails to provide satisfactory performance to its customers to whom performance bonds have been given, such customers may demand the financial institutions to pay to them the sum or sums stipulated in such demand. The Group will then become liable to compensate such financial institutions accordingly. The performance bonds will be released upon completion of the contract works.

At the end of the reporting period, the directors of the Company do not consider it probable that a claim will be made against the Group.

- (b) As at 31 December 2019, the Group has provided guarantees of HK\$166,447,000 (2018: HK\$214,991,000) representing a 50% proportionate guarantee in respect of certain banking facilities of HK\$332,893,000 (2018: HK\$429,981,000) granted to its joint venture in Macau. The 50% proportionate facilities were utilised to the extent of HK\$88,530,000 (2018: HK\$94,389,000), of which amounts of HK\$60,756,000 (2018: HK\$73,530,000) represent performance bonds given by financial institutions to the customers of the joint venture.
- (c) The Group has not recognised any deferred income in respect of these guarantees as their fair values cannot be reliably measured using observable market data and no transaction price was incurred.
- (d) The subsidiaries of the Group are defendants in a number of claims, lawsuits and potential claims relating to employee's compensation cases and personal injuries claims. The directors of the Company considered that the possibility of any economic outflow in settling the legal claims is remote as these claims are all well covered by insurance. Accordingly, no provision for the contingent liabilities in respect of these litigations is necessary, after due consideration of each case.

財務擔保及或然負債

除下文所披露者外，本集團於二零一九年十二月三十一日並無其他財務擔保及或然負債：

- (a) 於二零一九年十二月三十一日，金融機構以本集團客戶為受益人授出約387,310,000港元(二零一八年：402,995,000港元)的履約保證，以作為本集團妥善履行及遵守本集團與客戶所訂立合約項下責任的擔保。本集團已為以上履約保證提供擔保。倘本集團未能向獲授履約保證的客戶妥善履行責任，則有關客戶可要求金融機構向其支付有關要求訂明的款額。隨後本集團須相應向有關金融機構進行償付。履約保證將於合約工程完工後解除。

於報告期末，本公司董事認為不大可能會有針對本集團提起的申索。

- (b) 於二零一九年十二月三十一日，本集團提供166,447,000港元(二零一八年：214,991,000港元)的擔保，相當於授予澳門合營企業之若干銀行融資332,893,000港元(二零一八年：429,981,000港元)的50%比例擔保。50%比例融資已動用88,530,000港元(二零一八年：94,389,000港元)，其中60,756,000港元(二零一八年：73,530,000港元)指由金融機構授予合營企業客戶的履約保證。
- (c) 本集團並無就該等擔保確認任何遞延收入，原因是其公平值無法利用可觀察市場數據可靠計量且並無產生交易價格。
- (d) 本集團附屬公司為有關僱員補償案例及人身傷害索償的多項索償、訴訟及潛在索償的被告。本公司董事認為，索償由保險妥為保障，解決該等法律索償產生經濟流出的可能微乎其微，因此，經審慎考慮各項案例後認為，毋須就該等訴訟相關的或然負債作出撥備。

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PLEDGE OF ASSETS

At 31 December 2019, the Group had pledged deposits, amounting to HK\$25.13 million (2018: HK\$25.04 million) and assignment of project proceeds from certain construction contracts of the Group, the Group's joint operations and the Group's joint venture to banks as security of banking facilities (including bank loans and performance bonds). Pledged deposits remained relatively stable between years.

CAPITAL COMMITMENTS

As at 31 December 2019, our Group did not have any capital commitments (2018: HK\$5.50 million).

FUTURE PROSPECTS

Since early 2020, there is an outbreak of a coronavirus disease which has put tremendous pressure across the global economy. The Hong Kong Government has taken various measures to try to overcome the challenges arising from the outbreak, and is committed to leading the construction industry and increasing land supply for housing development. The Board is confident of the Group's future development and will continue to build on existing competitive strengths to achieve our long term business objectives.

抵押資產

於二零一九年十二月三十一日，本集團有已抵押存款25.13百萬港元(二零一八年：25.04百萬港元)及將本集團若干建築合約、本集團的合營業務及本集團合營企業的項目所得款項出讓予銀行作為銀行融資(包括銀行貸款及履約保證)的抵押。已抵押存款於有關年度之間保持相對穩定。

資本承擔

於二零一九年十二月三十一日，本集團並無任何資本承擔(二零一八年：5.50百萬港元)。

未來前景

自二零二零年初以來，冠狀病毒疫情給全球經濟帶來巨大壓力。香港政府已採取各種措施努力克服冠狀病毒疫情帶來的挑戰，並致力推動建築業及為住房發展增加土地供應。董事會對本集團未來發展充滿信心，並將繼續發揮現有競爭優勢實現長期業務目標。

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CONSTRUCTION AND MAINTENANCE PROJECTS IN PROGRESS

正在進行的建築及維修保養項目



◀ Proposed Subsidised Housing Development at Junction of Shek Pai Tau Road and Ming Kum Road, Tuen Mun TMTL545, New Territories

位於新界屯門地段545號石排頭路與鳴琴路交界處的建議資助房屋發展項目

Subsidised Sale Flats Development at Hang Kin Street, Ma On Shan Area 90B ▶

位於馬鞍山第90B區恆健街資助出售房屋發展計劃



◀ Construction of Public Rental Housing Development of Tung Tau Estate Phase 8

位於東頭邨第8期公共租住房屋發展項目建築工程

CONSTRUCTION AND MAINTENANCE PROJECTS IN PROGRESS
正在進行的建築及維修保養項目

Construction of Public Rental Housing Development Phases 1 & 2 and Subsidised Sale Flats Development at Diamond Hill Comprehensive Development Area

位於鑽石山綜合發展區第一、二期公共租住房屋發展項目及資助出售房屋發展計劃建築工程



Main Contract for Global Graduate Tower for The Hong Kong University of Science and Technology

香港科技大學國際研究生宿舍主合約

West Kowloon Cultural District Authority Works Contract for the M+ Waterfront Promenade

位於西九文化區管理局的 M+海濱長廊工程合約



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CONSTRUCTION AND MAINTENANCE PROJECTS IN PROGRESS

正在進行的建築及維修保養項目



◀ Civil Engineering and Development Department Maintenance Contract for Piers (2017-2022)

土木工程拓展署碼頭維修保養合約
(二零一七年至二零二四年)

▶ Highways Department Term Contract (Management and Maintenance of Roads in Kowloon East excluding Expressways and High Speed Roads 2018-2024)

路政署定期合約(九龍東道路(高速公路及快速道路除外)之管理及保養二零一八年至二零二四年)



◀ Site Formation and Infrastructure Works for Development at Kam Tin South, Yuen Long - Advance Works

元朗錦田南發展計劃工地平整和基礎設施工程 — 前期工程



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CONSTRUCTION AND MAINTENANCE PROJECTS IN PROGRESS

正在進行的建築及維修保養項目



◀ Kai Tak Development - Stage 2 Infrastructure Works for Developments at the Southern Part of the Former Runway
啟德發展計劃 — 前跑道南面第2期的基礎設施發展工程

▶ Hong Kong International Airport Term Contract M297-4 Maintenance, Improvement and Refurbishment Works for Buildings
香港國際機場定期合約M297-4樓宇保養、改善及維修工程



MANAGEMENT DISCUSSION AND ANALYSIS

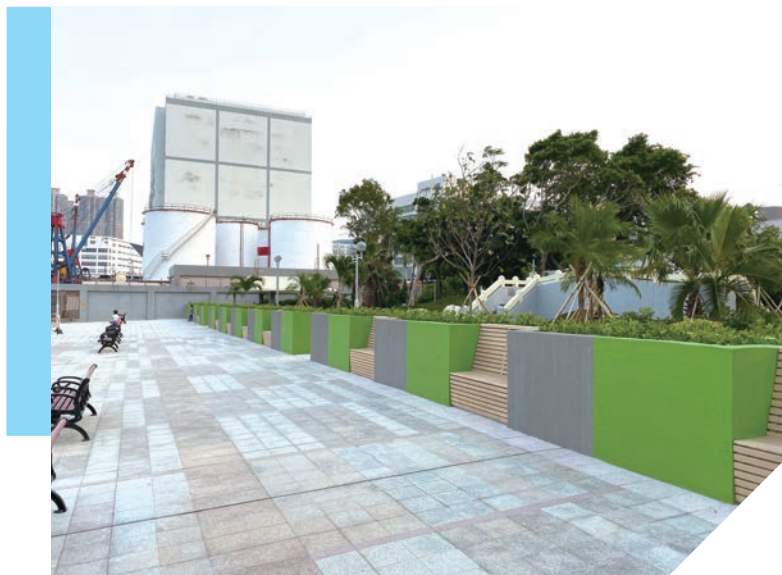
管理層討論及分析

CONSTRUCTION AND MAINTENANCE PROJECTS IN PROGRESS

正在進行的建築及維修保養項目

District Term Contract for the Maintenance, Improvement and Vacant Flat Refurbishment for Properties Managed by Property Service Administration Unit / Tuen Mun and Yuen long (1) 2017/2020

二零一七年至二零二零年度屯門及元朗(物業管理服務小組)——保養、改善及空置單位翻新工程的分區定期合約(一)



Term Contract for the Alterations, Additions, Maintenance and Repair of Buildings and Lands and Other Properties for which the Architectural Services Department (Property Services Branch) is Responsible (Designated Contract Area : Hong Kong Island Eastern and Outlying Islands (South))

為建築署(物業事務處)的建築物、土地及其他物業進行改建、加建、保養及維修工程的定期合約(合約指定區：港島東區及離島(南))

MAJOR PROJECTS COMPLETED IN 2019
二零一九年完成的主要項目



◀ Construction of Home Ownership Scheme
Development at Choi Hing Road
位於彩興路興建居屋發展項目

Construction of Home Ownership Scheme
Development at Sheung Lok Street,
Homantin
位於何文田常樂街
興建居屋發展項目 ▶



◀ Construction of Public Rental
Housing Development at Fo Tan
(in Sha Tin Areas 16 & 58D)
Phases 1 & 2
位於火炭(沙田第16及58D區)
第1及第2期興建公屋發展項目

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

環境、社會及管治報告

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BOARD STATEMENT

Dear valued stakeholders,

We are pleased to share how SFK Construction Holdings Limited and its subsidiaries (collectively “SFK” or the “Group”) are putting sustainability at the heart of our business to deliver excellent projects to our clients for the year ended 31 December 2019.

The past year was a challenging year. At the global level, geopolitical tension resulted in financial and economic uncertainties, and undermined international collaboration in confronting many global issues. At the local level, months of social unrest posed great challenge to many local corporations to further their investment into sustainable development. Amid these uncertainties and complexities, it is of paramount importance for the Group to include and bring benefits to different stakeholders so as to promote social harmony and achieve sustainable development. The Group understands our goal is to deliver quality and sustainable construction works to our clients. We care sincerely about the environment just as we uphold the quality of our works, and we value the well-being of the community around us just as we upkeep the safety of our staff and the public.

The Group continued to explore and adopt new technologies to enhance our productivity and quality. To exemplify, digital technologies such as Building Information Modelling (“BIM”) have been applied in many of our projects to streamline and enhance the construction process. The Group also utilized novel sustainable financial products such as sustainable deposit to support United Nations’ Sustainable Development Goals. In addition, through prudent monitoring and control and diligent management and training, we strive to minimise and mitigate environmental impacts and nuisance, and make no compromise on occupational health and safety. We are delighted to report that our sustained efforts in these respects have been recognised by various awards issued by authorities and associations in the past year.

Appreciating the society’s support to our business growth, the Group gives support to various non-profit making organisations through sponsorships and donations as well as volunteering so as to make our humble support to the under-privileged and the unfortunate class of people.

We make every effort in our capacity to ensure the utmost well-being of our staff, our community and our environment and hand-in-hand strive for a better future by employing efficient technologies, supporting sustainability initiatives and enhancing our climate resilience.

Board of Directors
Hong Kong, 26 March 2020

董事會聲明

各位尊敬的持份者：

我們欣然分享截至二零一九年十二月三十一日止年度，新福港建設集團有限公司及其附屬公司(統稱「新福港」或「本集團」)如何將可持續性地貫切我們業務之核心，為客戶完成優質項目。

過去一年是充滿挑戰的一年。在全球層面上，地緣政治緊張局勢對金融及經濟產生不確定性，亦破壞了應對諸多全球問題上的國際合作。在本地層面，數月的社會動盪使眾多本地企業在進一步投資於可持續發展時面臨巨大挑戰。在該等不確定性及複雜性之中，至關重要的是，本集團可攬括不同持份者並為其帶來裨益，從而促進社會和諧及實現可持續發展。本集團認為，我們的目標為向客戶交付優質及可持續建築的工程。我們堅守優質工程水準，真誠關護環境，同時我們維護員工及公眾安全，重視周邊社區的福祉。

本集團持續探索及採用新技術，提高我們的生產力及質量。例如，建築資訊模擬(「BIM」)等數碼技術已應用於我們多個項目，以簡化及提升建造流程。本集團亦利用可持續存款等新型金融產品以支持聯合國的可持續發展目標。此外，我們通過審慎的監督監控以及嚴謹的管理與培訓，盡可能地減少及減輕對環境的影響和損害，並在職業健康及安全方面絕不妥協。我們欣然報告，於過往年度，我們於上述各方面堅持不懈的努力已得到有關當局與協會的認可，並獲頒授多項獎項。

本集團感激社會對我們業務增長的支持，透過贊助、捐贈以及義工活動支持多個非牟利組織，對弱勢社群及身遭不幸者貢獻綿薄之力。

我們竭力確保把我們員工、社區及環境的福祉放在最高位，透過採用高效技術、來支持可持續發展方案及提高我們的氣候適應能力，攜手共創更加美好的明天。

董事會
香港，二零二零年三月二十六日

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- SFK staff and their family members participated in the Walk For Your Heart Charity Walk 2019 held by “Care for Your Heart”

新福港員工及家庭成員參與「關心您的心——同心漫步護心路2019」步行籌款活動

CHAPTER 1 ABOUT THIS REPORT

1.1 Introduction

The adoption of Environmental, Social, and Governance (“ESG”) criteria is an emerging trend for stakeholders to evaluate the performance of companies. This report is presented to respond to this expectation with high transparency of operation and to showcase our effort in various ESG aspects.

1.2 Report Compilation Basis

This report is prepared in accordance with the Environmental, Social and Governance Reporting Guide (the “ESG Reporting Guide”) under Appendix 27 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) (the “Listing Rules”). The information disclosed in this report was derived from the results of internal statistics and analysis of the Group’s internal management systems. The ESG issues which were the most pertinent to the Group’s operations and key stakeholders were identified.

The report is prepared according to four reporting principles:

- Materiality: report content is guided by the result of our stakeholder engagement;
- Quantitative: ESG performance is reported in quantitative figures;
- Consistency: reporting methodology and calculation basis are compatible across reporting periods; and
- Balance: unbiased information is transparently disclosed in this report.

第一章 關於本報告

1.1 緒言

採納環境、社會及管治（「環境、社會及管治」）標準是持份者評估各公司表現之新興趨勢。本報告以高度透明的營運來回應此項期望，並展示我們在多個環境、社會及管治方面所作的努力。

1.2 報告編製依據

本報告是按照香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄二十七環境、社會及管治報告指引（「環境、社會及管治報告指引」）編製。本報告所披露的資料來自本集團內部管理系統所自行統計與分析的結果，以確定與本集團之營運及主要持份者息息相關之環境、社會及管治問題。

本報告乃根據四項報告原則編製：

- 重要性：報告內容以我們與持份者溝通的結果為指引；
- 量化：環境、社會及管治表現以量化數據報告；
- 一致性：報告方法及計算基準於不同期間的報告相互兼容；及
- 平衡：本報告內透明披露不偏不倚信息。

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The Volunteer Team of SFK participated in the "Genie Valley" volunteer activity held by SAHK
 新福港義工隊參與耀能協會舉辦的「精靈山谷」義工活動



The Volunteer Team of SFK participated in "The Neighbourhood Advice-Action Council's Mid-Autumn Festival visiting volunteer activity"
 新福港義工隊參加「鄰舍輔導會 — 同心送暖迎中秋探訪活動」



SFK's exhibition booth in Drainage Services Department Open Day 2019
 新福港於渠務署開放日 2019 之展覽攤位

SFK held "Community Care" Hoarding Decoration Parent-Child Competition
 新福港舉辦「社區關懷在仁愛」圍版美化親子繪畫比賽



ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT 環境、社會及管治報告

SFK staff participated in the Construction Industry Council's "Construction Industry Happy Run 2019"

新福港同事參加建造業議會舉辦的「建造業開心跑 2019」



SFK staff participated in the Standard Chartered Hong Kong Marathon 2019

新福港同事參與渣打香港馬拉松 2019



SFK staff participated in the English Schools Foundation's "ESF Run 2019"

新福港同事參加英基學校協會舉辦的「英基香港跑 2019」



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- Basketball Team of SFK participated in the "CIC Basketball Competition 2019"

新福港籃球隊參加「建造業議會籃球邀請賽 2019」

- SFK staff took part in the Football Match Final

新福港同事進行足球比賽總決賽



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SFK organized the SFK Safety & Environmental Awards Scheme 2019

新福港舉辦新福港安全及環保獎勵計劃 2019

SFK provided ICAC seminars to our staff from time to time

新福港不時提供防止貪污講座給員工



SFK held seminars on tax information for our staff
新福港提供稅務資訊講座給員工

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- SFK supported and exhibited in 8th IWA-ASPIRE Conference and Exhibition 新福港支持並參展「第8屆國際水協亞太地區會議及展覽」

1.3 Scope of Reporting

This ESG report discloses the relevant initiatives of the Group and its progress for the reporting period from 1 January 2019 to 31 December 2019. The construction sites are selected based on the following selection criteria:

- Original contract sum is higher than HK\$100 million;
- The contract is expected to complete after 30 June 2019; and
- The contract commenced before 30 June 2019.

Based on their significant contributions to the Group, the head office and the construction sites of the following entities were selected to be included in this report:

- Sun Fook Kong (Civil) Limited
- Sun Fook Kong Construction Limited
- CEC-CCC Joint Venture (A joint venture between Continental Engineering Corporation and Chit Cheung Construction Company Limited.)
- SFK-CEC Joint Venture (A joint venture between Sun Fook Kong Construction Limited and Continental Engineering Corporation)

1.3 報告範疇

本環境、社會及管治報告披露本集團自二零一九年一月一日至二零一九年十二月三十一日止報告期間的相關舉措及其進度。建築工地乃基於以下選擇標準來甄選：

- 原訂合約金額高於一億港元；
- 合約預期完工日期為二零一九年六月三十日之後；及
- 合約施工日期為二零一九年六月三十日之前。

根據對本集團的主要營運項目，總辦事處及其以下建築地盤獲選載入本報告內：

- 新福港(土木)有限公司
- 新福港營造有限公司
- 大陸工程 — 捷章建築聯營(大陸工程公司與捷章建築有限公司之聯營公司)
- 新福港 — 大陸工程聯營(新福港營造有限公司與大陸工程公司之聯營公司)

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SFK won two awards in the “20th Construction Safety Forum and Award Presentation”

新福港於「第二十屆建造業安全分享會暨頒獎典禮」中榮獲 2 個獎項



SFK won seven awards in the “25th Considerate Contractors Site Award Scheme”

新福港於「第 25 屆公德地盤嘉許計劃」中榮獲 7 個獎項



SFK won four Safety Video Competition Awards in “Construction Safety Week 2019”

新福港於「建造業安全周 2019」中榮獲 4 個安全短片比賽獎項



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SFK won five awards in the "Quality Public Housing Construction and Maintenance Award 2019"

新福港於「優質公共房屋建造及保養維修大獎 2019」中榮獲 5 個獎項

SFK won "Caring Company Logo" for six consecutive years

新福港連續 6 年榮獲「商界展關懷標誌」



SFK recognized the employee who won "The Outstanding Apprentices Award Scheme"

新福港嘉許勝出「傑出學徒獎勵計劃」的員工



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Entities	Project	Client	Contract Commencement	Contract Completion Updated as at 31 Dec 2019 於二零一九年十二月三十一日之合約完工最新情況	Original Contract Sum
實體	項目	客戶	合約開始		原訂合約金額 (HK\$'million) (百萬港元)
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20150597 Construction of Public Rental Housing Development at Fo Tan (in Sha Tin Areas 16 & 58D) Phases 1 & 2 合約編號：20150597 火炭(沙田第16及58D區)第一及第二期公屋發展計劃建築工程	Hong Kong Housing Authority 香港房屋委員會	17 August 2016 二零一六年八月十七日	31 December 2019 二零一九年十二月三十一日	3,047
Sun Fook Kong Construction Limited 新福港營造有限公司	Proposed Subsidised Housing Development at Junction of Shek Pai Tau Road and Ming Kum Road, Tuen Mun TMTL545, New Territories 位於新界屯門地段545號石排頭路與鳴琴路交界處的建議資助房屋發展計劃	Hong Kong Housing Society 香港房屋協會	12 June 2017 二零一七年六月十二日	15 December 2019 二零一九年十二月十五日	464
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20160605 Construction of Public Rental Housing Development of Tung Tau Estate Phase 8 合約編號：20160605 東頭邨第8期公共租住房屋發展計劃建築工程	Hong Kong Housing Authority 香港房屋委員會	31 August 2017 二零一七年八月三十一日	7 January 2020 二零二零年一月七日	707
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20170100 Construction of Subsidised Sale Flats Development at Hang Kin Street, Ma On Shan Area 90B 合約編號：20170100 馬鞍山第90B區恆健街資助出售房屋單位發展計劃建築工程	Hong Kong Housing Authority 香港房屋委員會	20 November 2017 二零一七年十一月二十日	29 February 2020 二零二零年二月二十九日	513
Sun Fook Kong Construction Limited 新福港營造有限公司	Main Contract for Global Graduate Tower for The Hong Kong University of Science and Technology 香港科技大學研究生宿舍主合約	The Hong Kong University of Science and Technology 香港科技大學	29 December 2017 二零一七年十二月二十九日	27 February 2020 二零二零年二月二十七日	316
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20170225 Construction of Public Rental Housing Development Phases 1 & 2 and Subsidised Sale Flats Development at Diamond Hill Comprehensive Development Area 合約編號：20170225 位於鑽石山綜合發展區第一、二期公共租住房屋發展及資助出售房屋發展計劃建築工程	Hong Kong Housing Authority 香港房屋委員會	27 March 2018 二零一八年三月二十七日	1 January 2023 二零二三年一月一日	3,740

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Entities	Project	Client	Contract Commencement	Contract Completion Updated as at 31 Dec 2019 於二零一九年十二月三十一日之合約完工最新情況	Original Contract Sum 原訂合約金額 (HK\$'million) (百萬港元)
實體	項目	客戶	合約開始		
SFK – CEC Joint Venture 新福港 – 大陸工程聯營	Contract No. SS G506 Construction of Station Square at Kai Tak (Phase 1) – SFK 51% – CEC 49% 合約編號：SS G506 興建啟德車站廣場(第一期工程) – 新福港51% – 大陸工程49%	Architectural Services Department 建築署	18 February 2019 二零一九年二月十八日	8 November 2020 二零二零年十一月八日	284
Sun Fook Kong (Civil) Limited 新福港(土木)有限公司	Contract No. CV/2016/09 Civil Engineering & Development Department Maintenance Contract for Piers (2017–2022) 合約編號：CV/2016/09 土木工程拓展署渡輪碼頭維修合約(二零一七年 – 二零二二年)	Civil Engineering & Development Department 土木工程拓展署	17 March 2017 二零一七年三月十七日	16 March 2022 二零二二年三月十六日	150
Sun Fook Kong (Civil) Limited 新福港(土木)有限公司	Contract No. 05/HY/2017 Highways Department Term Contract (Management and Maintenance of Roads in Kowloon East excluding Expressways and High Speed Roads 2018–2024) 合約編號：05/HY/2017 路政署定期合約(九龍東道路(高速公路及快速公路除外)之管理及保養二零一八年 – 二零二四年)	Highways Department 路政署	1 April 2018 二零一八年四月一日	31 March 2024 二零二四年三月三十一日	483
Sun Fook Kong (Civil) Limited 新福港(土木)有限公司	Contract No. YL/2017/01 Site Formation and Infrastructure Works for Development at Kam Tin South, Yuen Long – Advance Works 合約編號：YL/2017/01 元朗錦田南發展計劃工地平整和基礎設施工程 – 前期工程	Civil Engineering & Development Department 土木工程拓展署	25 July 2018 二零一八年七月二十五日	23 July 2021 二零二一年七月二十三日	409
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. M297-4 Maintenance, Improvement and Refurbishment Works for Buildings 合約編號：M297-4 樓宇保養、改善及翻新工程	Airport Authority 機場管理局	2 March 2015 二零一五年三月二日	1 March 2020 二零二零年三月一日	151

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Entities	Project	Client	Contract Commencement	Contract Completion Updated as at 31 Dec 2019 於二零一九年十二月三十一日之合約完工最新情況	Original Contract Sum 原訂合約金額 (HK\$'million) (百萬港元)
實體	項目	客戶	合約開始		
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. TC D973 Term Contract for the Design and Construction of Minor Works to Government and Subvented Properties for which the Architectural Services Department is responsible Designated Contract Area: New Territories and Outlying Islands (North) 合約編號：TC D973 為建築署負責的政府設施及資助設施的小型工程進行設計及建造的定期合約(合約指定區：新界及離島(北))	Architectural Services Department 建築署	3 August 2015 二零一五年八月三日	2 February 2019 二零一九年二月二日	585
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. HA-TMC-027 Term Contract for Minor Works 2016 – New Territories and New Territories West Clusters 合約編號：HA-TMC-027 定期合約 – 二零一六年度新界及新界西醫院聯網小型工程	Hospital Authority 醫院管理局	1 July 2016 二零一六年七月一日	31 December 2019 二零一九年十二月三十一日	734
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20169107 District Term Contract for the Maintenance, Improvement and Vacant Flat Refurbishment for Properties Managed by Property Service Administration Unit/ Tuen Mun and Yuen Long (1) 2017/2020 合約編號：20169107 二零一七年至二零二零年度屯門及元朗(物業管理服務小組) – 保養、改善及空置單位翻新工程的分區定期合約(一)	Hong Kong Housing Authority 香港房屋委員會	1 April 2017 二零一七年四月一日	31 March 2020 二零二零年三月三十一日	246
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. TC E912 Term Contract for the Alterations, Additions, Maintenance and Repair of Buildings and Lands and Other Properties for which the Architectural Services Department (Property Services Branch) (Designated Contract Area – Hong Kong Island Western, Southern and Lantau Island) 合約編號：TC E912 為建築署(物業事務處)的建築物、土地及其他物業進行改建、加建、保養及維修工程的定期合約(合約指定區：港島西區、南區及大嶼山)	Architectural Services Department 建築署	1 April 2017 二零一七年四月一日	31 March 2021 二零二一年三月三十一日	711

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Entities	Project	Client	Contract Commencement	Contract Completion Updated as at 31 Dec 2019 於二零一九年十二月三十一日之合約完工最新情況	Original Contract Sum 原訂合約金額 (HK\$'million) (百萬港元)
實體	項目	客戶	合約開始		
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. TC E922 Term Contract for the Alterations, Additions, Maintenance and Repair of Buildings and Lands and Other Properties for which the Architectural Services Department (Property Services Branch) (Designated Contract Area – Hong Kong Island Eastern and Outlying Islands (South)) 合約編號：TC E922 為建築署(物業事務處)的建築物、土地及其他物業進行改建、加建、保養及維修工程的定期合約(合約指定區：港島東區及離島(南))	Architectural Services Department 建築署	1 April 2017 二零一七年四月一日	31 March 2021 二零二一年三月三十一日	760
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20179448 District Term Contract for the Maintenance, Improvement and Vacant Flat Refurbishment for Hong Kong Island & Islands (1) 2018/2021 合約編號：20179448 二零一八年至二零二一年度香港島一保養、改善及空置單位翻新工程的分區定期合約(一)	Hong Kong Housing Authority 香港房屋委員會	1 October 2018 二零一八年十月一日	30 September 2021 二零二一年九月三十日	467
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. 20179439 District Term Contract for the Maintenance, Improvement and Vacant Flat Refurbishment for Properties managed by Property Service Administration Unit/ Wong Tai Sin, Tsing Yi and Tsuen Wan (2) 2018/2021 合約編號：20179439 二零一八年至二零二一年度黃大仙、青衣及荃灣(物業管理服務小組)一保養、改善及空置單位翻新工程的分區定期合約(二)	Hong Kong Housing Authority 香港房屋委員會	1 October 2018 二零一八年十月一日	30 September 2021 二零二一年九月三十日	395
Sun Fook Kong Construction Limited 新福港營造有限公司	Contract No. TC G973 Term Contract for the Design and Construction of Minor Works to Government and Subvented Properties for which the Architectural Services Department is Responsible Contract Area: New Territories and Outlying Islands (North) 合約編號：TC G973 為建築署負責的政府設施及資助設施的小型工程進行設計及建造的定期合約合約區域：新界及離島(北)	Architectural Services Department 建築署	3 February 2019 二零一九年二月三日	2 August 2022 二零二二年八月二日	531

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Entities	Project	Client	Contract Commencement	Contract Completion Updated as at 31 Dec 2019 於二零一九年十二月三十一日之合約完工最新情況	Original Contract Sum
實體	項目	客戶	合約開始		原訂合約金額 (HK\$'million) (百萬港元)
CEC – CCC Joint Venture 大陸工程 – 捷章建築聯營	Contract No. KL/2014/01 Kai Tak Development – Stage 2 Infrastructure Works for Development at the Southern Part of the Former Runway – CEC 60% – CCC 40% 合約編號：KL/2014/01 啟德發展計劃 – 前跑道南面發展計劃的第2期基礎設施工程 – 大陸工程60% – 捷章建築40%	Civil Engineering & Development Department 土木工程拓展署	30 November 2015 二零一五年十一月三十日	28 September 2020 二零二零年九月二十八日	1,947

Note: The expected completion date is determined with reference to the actual work schedule together with our estimation based on experience as at 31 December 2019.

附註：於二零一九年十二月三十一日，有關預計完成日期乃參照實際工作時間表及我們的估算根據經驗而釐定。

As indicated in the table above, data and information from 20 projects were included in the preparation of this report. Data collection and analysis were conducted based on relevant guidelines or standards, to exemplify, ISO 14064 for greenhouse gas emissions. All numerical data is presented as absolute figures, and all financial data is reported in Hong Kong dollars unless otherwise specified. Employees of contractors and subcontractors to whom we have no direct responsibility are not generally included as part of our workforce unless otherwise specified.

從上表中顯示，20個項目的數據及資料被編製入本報告中。數據收集及分析乃根據相關指引或標準進行，例如與溫室氣體排放相關的ISO 14064。所有數值數據均以絕對數值呈列，除非另有指明，所有財務數據均以港元呈列。除非另有指明，若我們對承建商及分包商的僱員並無直接責任，彼等並不歸入我們的員工隊伍。

To assist readers to browse through this report and to demonstrate transparency and compliance, a detailed ESG content index following the framework of ESG Reporting Guide was included at the back of this report section.

為方便讀者瀏覽本報告及展示透明度及合規性，本報告最後一節載述環境、社會及管治報告指引框架後之詳細環境、社會及管治內容索引。

This ESG report section has been approved by the senior management of the Group. We would like to express our sincere appreciation to all those who contributed to our corporate sustainability performance and to the preparation of this report.

本集團的高級管理層已審批本環境、社會及管治報告。我們謹此向所有對我們的公司可持續性表現及本報告的編製作出貢獻的人士表達由衷感謝。

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CHAPTER 2 SOCIAL RESPONSIBILITY MANAGEMENT

In addition to delivering quality construction works to our clients, SFK remains steadfast in minimizing environmental impacts and contributing to the sustainable development of our society. SFK integrates such a mindset of corporate social responsibility into the decisions-making process at all levels of our business operation, and has established a comprehensive Corporate Social Responsibility Policy to explicate our commitments:

We are committed to:

- considering the impacts on stakeholders, society, economy during the environmental decision-making process;
- fully complying with the laws of the country/region where we operate or where we have signed agreements and respecting relevant international acts;
- dedicating ourselves to maintain the highest business operation standards with fair competition and requesting all staff and business partners to comply with the same;
- following internationally recognised standards, encouraging compatible environment, respecting and maintaining human rights and labour rights;
- taking safety and health as our first priority, and providing a safe and healthy environment to ensure the safety and health of all staff and affected parties (including the public) at all times of work;
- emphasising environmental protection, taking prevention, reduction and control of environmental pollution as a prerequisite of our daily operations;
- reviewing our Corporate Social Responsibility Policy regularly to make continuous improvements, particularly when there are changes to the applicable ordinances and other requirements; and
- informing all employees of our Corporate Social Responsibility Policy, regardless as to whether they are directly employed, contracted or representing us in other means, and allowing the public to access to this Policy.

第二章 社會責任管理

除向客戶交付優質建築工程外，新福港堅定不移地繼續盡量減少對環境影響及促進社會的可持續發展。新福港將企業社會責任的理念融入我們業務營運各層面的決策程序當中，並已制定全面的企業社會責任政策以闡明我們的承諾：

我們致力：

- 於環境決策程序期間考慮對持份者、社會及經濟的影響；
- 全面遵守我們經營或我們在簽署協議所在國家／地區的法律及尊重相關國際法令；
- 投身於維持公平競爭的最高業務營運標準並要求全體員工及業務夥伴遵守該等標準；
- 遵循國際認可的準則、鼓勵兼容環境、尊重並維護人權與勞動權益；
- 在任何時候將安全及健康視為我們的首要事項，提供安全健康的環境，確保全體員工及受影響人士（包括公眾）的安全及健康；
- 重視環保，將防範、減低及控制環境污染視為日常營運的前提；
- 定期檢討我們的企業社會責任政策，作出持續改善，尤其是適用條例及其他規定的變更；及
- 向全體僱員告知我們的企業社會責任政策，而不論彼等是否屬於直聘、合約聘用或以其他方式代表我們，並允許公眾查閱該政策。

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CHAPTER 3 STAKEHOLDER ENGAGEMENT AND MATERIALITY ANALYSIS

One of the most important elements of SFK's social responsibility management is stakeholder engagement. In order to understand what social and environmental issues are valued the most by our stakeholders, we have established many channels to facilitate our communication with them. This element is subsequently incorporated in our accountability and decision-making process. Opinions are exchanged in our regular meetings with clients and subcontractors regarding environmental management, occupational health and safety management, as well as quality management. In addition, feedbacks from our engagement with employees are taken into consideration in our direction of human resources policies and practices.

In order to identify stakeholders' key concerns with reference to the ESG Reporting Guide and emerging issues such as climate resilience, SFK conducted a stakeholder engagement survey in September and October 2019. Our clients, suppliers, contractors, service providers, as well as our senior management, management staff and general employees were invited to participate in the survey and to grade the reporting aspects stipulated in the ESG Reporting Guide according to the level of importance they consider these aspects are to SFK or to the stakeholder groups they are representing.

第三章 持份者的參與及重要性分析

新福港社會責任管理之最重要因素之一為持份者參與。為了解我們持份者最為重視之社會及環境問題，我們已建立多個渠道促進與彼等之間的溝通，其後加入我們的問責與決策流程中。我們在定期會議上與客戶及分包商交流有關環境管理、職業健康與安全管理以及質量管理的意見。此外，在人力資源政策及實踐中，我們已考慮與員工互動所得到的反饋。

為確定持份者對有關環境、社會及管治報告指引及氣候抗禦能力等新興問題之關注程度，新福港於二零一九年九月及十月進行了持份者參與調查。我們的客戶、供應商、承建商、服務供應商以及我們的高級管理層、管理員工以及一般僱員受邀參與調查，根據其認為對新福港或彼等所代表的持份者群體的重要程度對環境、社會及管治報告指引內所規定的報告層面進行評級。

SFK's Management 新福港的管理

		Unimportant 微不足道						Crucial 關鍵						
		0		1		2		3		4		5		
SFK's General Staff and External Stakeholders 新福港的一般員工及外部持份者	Crucial 關鍵	5												
		4											B2	
													B6, B7	
													B1, B3, B4	
													A3, A1, B5 A2, B8 A4	
	Unimportant 微不足道	3												
		2												
		1												
		0												

Legend:

Aspect

- A1 Emissions
- A2 Use of Resources
- A3 The Environment and Natural Resources
- A4 Climate Resilience
- B1 Employment
- B2 Health and Safety
- B3 Development and Training
- B4 Labour Standards
- B5 Supply Chain Management
- B6 Product Responsibility
- B7 Anti-corruption
- B8 Community Investment

說明：

層面

- A1 排放物
- A2 資源使用
- A3 環境及天然資源
- A4 氣候抗禦能力
- B1 僱傭
- B2 健康與安全
- B3 發展及培訓
- B4 勞工準則
- B5 供應鏈管理
- B6 產品責任
- B7 反貪腐
- B8 社區投資

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The importance of each reporting aspect was determined by compiling the degrees of importance given by all the participants. A materiality matrix was prepared to clearly illustrate the result by placing each aspect with regard to its importance grade (a) to the management of the Group and (b) to the other stakeholders consisting of general staff of the Group and external stakeholders including clients, suppliers and contractors. The aspects located in the top-right quarter of the material matrix were considered by both the management of the Group and the other stakeholders as material and were thus reported in this report.

The Health and Safety (B2 aspect) all along remains the most significant aspect concerned by both the management of the Group and the other stakeholders. Its importance was trailed by B6 Product Responsibility and B7 Anti-corruption. Whereas A2 Use of Resources, B8 Community Investment, and the emerging aspect A4 Climate Resilience were considered to be the relatively least crucial by the stakeholders. B3 Development and Training, and B4 Labour Standard, are considered to be more important as compared to the previous year.

To sum up, all ESG aspects were considered to be important by both the Group and the external stakeholders. The management approaches and performance were disclosed in this report, with emphasis in the areas that were considered by the stakeholders as more material.

For more information about these material aspects, please refer to “The Stock Exchange ESG Reporting Guide Content Index Table” in the Appendix to this report.

各報告層面的重要性乃通過編製所有參與者的重要程度予以判定。為清楚地說明此結果，我們按各個層面對(a)本集團管理層及(b)其他持份者(包括本集團的一般員工以及客戶、供應商及承建商等外部持份者)的重要性評級制定重要性矩陣。本集團管理層及其他持份者認為位於重要性矩陣右上角的各層面均屬重要層面，故而乃報告於本報告內。

就本集團管理層及其他持份者而言，健康及安全(B2層面)始終為最重要的層面。B2重要性之後為B6產品責任及B7反貪污，而持份者認為A2資源使用、B8社區投資及A4氣候抗禦能力新興層面為最不甚重要的。B3發展及培訓及B4勞工準則之重要性則被認為比去年更甚。

總括而言，本集團及外部持份者均認為，所有環境、社會及管治層面均重要。其管理方法及表現乃披露於本報告內，重點突出持份者認為更加重要的領域。

有關該等重要層面的更多資料，請參閱本報告附錄一「聯交所環境、社會及管治報告指引內容索引表」。

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CHAPTER 4 OVERVIEW OF ESG PERFORMANCE

第四章 環境、社會及管治表現概覽

The following management approaches or initiatives, in line with the direction of social responsibility set forth by the Group, were implemented in 2019.

以下管理方法或方案與本集團設定的社會責任方針一致，已於二零一九年實施。

Subject Areas 所涉範疇	Aspects 層面	Policy or Legal Compliance 政策或合規	Highlights 摘要
Environmental 環境	Emissions 排放物	✓	Project Environmental Policy related to the minimisation of various emissions and discharge, as well as proper waste management 項目環境政策包括盡量減少多種排放物以及適當的廢物管理
	Use of Resources 資源使用	✓	Implementation of ISO 14001 Environmental Management System and ISO 50001 Energy Management System 實施ISO 14001環境管理體系及ISO 50001能源管理體系
	The Environment and Natural Resources 環境及天然資源	✓	Active participation in BEAM Plus projects 積極參與綠建環評項目 Adoption of Sustainable Deposits to facilitate banking system's support to United Nations' Sustainable Development Goals (SDG) 採用可持續存款以促進銀行系統對聯合國可持續發展目標(SDG)的支持
Social — Employment and Labour Practices 社會 — 僱傭及勞工常規	Employment 僱傭	✓	Provision of a fair and sound work environment, as well as a family-friendly employment policy 提供公平健全的工作環境以及對家庭友善的僱傭政策
	Health and Safety 健康及安全	✓	Implementation of OHSAS 18001 Occupational Health and Safety Management System 實施OHSAS18001職業健康及安全管理體系 Safety and Health Policy Statement with a guaranteed safety budget of not less than 0.25% of the contract sum of each project 安全及健康政策聲明，並保證安全預算不低於每個項目合約金額的0.25%

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Subject Areas 所涉範疇	Aspects 層面	Policy or Legal	
		Compliance 政策或合規	Highlights 摘要
Social — Operating Practices 社會 — 營運慣例	Development and Training 發展及培訓	✓	Establishment of a comprehensive staff development programme 設立全面的員工發展計劃 Provision of training and examination allowance, as well as examination leave 提供培訓及考試津貼以及考試假
	Labour Standards 勞工準則	✓	Compliance with the Employment Ordinance (Cap. 57) of Hong Kong 遵守香港僱傭條例(第57章)
	Supply Chain Management 供應鏈管理	✓	Performance and compliance assessment of suppliers and subcontractors 供應商及分包商表現及合規評估 Requirements on suppliers to support environmental-benign initiatives 有關供應商支持良好環境計劃的規定
	Product Responsibility 產品責任	✓	Implementation of ISO 9001 Quality Management System 實施ISO 9001 質量管理體系 Establishment of procedures to respect intellectual property rights and privacy 設立尊重知識產權及隱私的程序 Adoption of Building Information Modelling (BIM) technology 採用建築資訊模擬(BIM)技術
Social — Community 社會 — 社區	Anti-corruption 反貪腐	✓	Establishment of Code of Business Conduct 制定商業操守守則 Operation of anonymous whistle-blowing channels 經營匿名舉報渠道 Provision of anti-corruption training 提供反貪腐培訓
	Community Investment 社區投資	✓	Participation in volunteer services and collaboration with not-for-profit organizations 參加義工服務及與非盈利組織合作

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CHAPTER 5 ENVIRONMENT

5.1 Emission Control Management

Since the topic of environmental protection has always come under the spotlight, striking a balance between economic development and environmental protection is a challenging and delicate task. As SFK operates primarily in construction business, there is no retreat from the frontier of environmental protection. As such, incorporating environmental considerations into our operation is of paramount importance. Standing tough to confront all the challenges in conserving the environment, the Group is committed to the following five guiding principles to mitigate impacts relating to air pollutant emissions, greenhouse gas emissions, noise, discharge into water and land, disposal of chemical waste, and inert and non-inert construction waste:

Foresighted Management and Resources Planning

- Ensure that environmental protection is given the highest practicable priority in all aspects of the works when discharging the contractual obligations.
- Provide sufficient resources for the implementation of pollution abatement, waste management and ecological mitigation.

Rigorous Regulatory Compliance

- Comply with the relevant environmental legislation and contractual environmental requirements.
- Obtain and renew the necessary environment-related licences, permits and registrations for our works and services.

Proactive Communication and Education

- Communicate environmental policies to all levels of persons involved in the works including our employees and subcontractors.
- Educate and train all persons involved in the works to meet the legal, contractual and other environmental requirements.

Diligent Enforcement

- Promote and implement environmental management including the control of greenhouse gas emission to mitigate environmental impacts.
- Prevent environmental pollution, reduce environmental nuisances and minimise waste especially construction and demolition wastes.

第五章 環境

5.1 排放控制管理

由於環境保護一直是人們關注的焦點，因此在經濟發展與環境保護之間取得平衡是一項充滿挑戰而又艱巨的任務。由於新福港主要經營建築業務，因此需要站在環保前沿，將環境考慮因素融入我們的業務營運當中至關重要。面對環境保護的一切挑戰，本集團毫不退縮，致力於遵循五項指導原則以儘量減少相關的影響，包括：空氣污染排放、溫室氣體排放、噪音、向水及土地的排污、化學廢物處置、惰性及非惰性建築廢物的影響：

前瞻性管理與資源規劃

- 在進行工程的所有方面及於履行合約義務時，確保優先保護環境。
- 為實施污染消減措施、廢物管理及生態緩解措施提供充足的資源。

嚴格的監管合規

- 遵守相關的環境法例及合約的環境要求。
- 為我們進行的工程及提供的服務取得及續領必要的與環境相關牌照、許可證及註冊。

積極主動的溝通及教育

- 將環境政策傳達予工程的各級參與人員，包括僱員及分包商。
- 教育及培訓所有參與工程的人員，以符合法律、合約及其他環境要求。

勤勉執行

- 促進及實施環境管理(包括管制溫室氣體排放)以緩解對環境的影響。
- 防止環境污染、減少環境滋擾及盡量減少廢物，特別是建築及清拆廢物。

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Continuous Monitoring and Improvement

- Review the environmental policy periodically for continuous improvement in response to changes in the management procedures, nature of the works and environmental legislation.

SFK stringently complies with the relevant environmental legislation to ensure the environmental impacts arising from our business are responsibly managed and mitigated. The relevant laws and regulations mainly include:

- Air Pollution Control Ordinance (Cap. 311)
- Waste Disposal Ordinance (Cap. 354)
- Water Pollution Control Ordinance (Cap. 358)
- Noise Control Ordinance (Cap. 400)
- Dumping at Sea Ordinance (Cap. 466)
- Environmental Impact Assessment Ordinance (Cap. 499)

In the reporting period, the Group was in compliance with the relevant legislation and rules governing air pollutant and greenhouse gases emissions, noise, discharge into water and land, hazardous and non-hazardous waste generation in all material aspects.

Annual Emission Data from Vehicles

Pollutants	污染物	2019 二零一九年 (g) (克)	2018 二零一八年 (g) (克)
Nitrogen Oxides (NOx)	氧化氮 (NOx)	825,383	372,779
Sulphur Oxides (SOx)	氧化硫 (SOx)	5,581	3,991
Particulate Matters	粒子	61,091	29,140

Note: The calculations were based on the *Reporting Guidance on Environmental KPIs* issued by the Stock Exchange.

The emissions significantly increased primarily due to the commencement of a new construction project in the reporting period. The fleet of the new site primarily consisted of trucks. The vehicular emission from that construction site alone accounted for around 40% of the total emission.

持續監控及改進

- 因應管理程序、工程性質及環境法例的變化，定期檢討環境政策，以便不斷改進。

新福港嚴格遵守相關環境法律以確保我們能夠負責任地管理及減輕業務對環境的影響。該等相關法律及法規主要包括：

- 空氣污染管制條例(第311章)
- 廢物處置條例(第354章)
- 水污染管制條例(第358章)
- 噪音管制條例(第400章)
- 海上傾倒物料條例(第466章)
- 環境影響評估條例(第499章)

於報告期內，本集團已於各重大方面遵守管治空氣污染物排放及溫室氣體排放、噪音、向水及土地的排污、有害及無害廢物的產生等相關法律及規則。

車輛的每年排放數據

附註：計算乃基於聯交所發佈的環境關鍵績效指標報告指引。

排放量大幅增加，主要是由於報告期內新建築工程項目動工。新工地的車隊主要由貨車組成。僅建築工地的機動車排放量即佔排放總量的40%左右。

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Total Greenhouse Gas Emission

		2019 二零一九年 (tCO ₂ -eq) (二氧化碳當量噸)	2018 二零一八年 (tCO ₂ -eq) (二氧化碳當量噸)
Scope 1 Direct Emission	範圍1直接排放	16,478	10,785
Scope 2 Energy Indirect Emission	範圍2能源間接排放	2,822	2,627
Total	總計	19,300	13,412

Note:

The calculations were based on the *Reporting Guidance on Environmental KPIs* issued by the Stock Exchange, *2006 IPCC Guidelines for National Greenhouse Gas Inventories*, *IPCC Fifth Assessment Report*, latest grid emission factors published by utilities companies.

tCO₂-eq denotes Unit Tonne for comparing the radiative forcing of a Greenhouse Gas to CO₂

The emissions increased primarily due to the peak operation period of a new construction site in the reporting period. The greenhouse gas emission from diesel combustion on that construction site alone amounted to around 80% of that of all fuel combustion, and to over 60% of the total greenhouse gas emission.

To minimize air pollutant emission at source, SFK has adopted various good practices in the industry, including operating non-road mobile machinery with approval labels or exemption labels to reduce air pollutant emission, utilizing ultra-low-sulphur diesel in our non-road mobile machinery and other powered mechanical equipment. In order to promote sustainability even further, SFK uses B5 biodiesel in applicable cases. In addition, as part of our compliance control, we also regularly conduct laboratory testing to ensure the fuel we use fulfils the contractual requirements.

Our site staff also implements various day-to-day operation practices such as covering exposed work areas with tarpaulin sheets to minimize fugitive dust emission, installing a water sprinkler system with timers and sensors on the construction sites to suppress fugitive dust emitted by moving vehicles and machinery. Moreover, as part of our compliance control, we also monitor the dust level (1-hour TSP) to ensure there is no exceedance of the limit levels due to our site activities. On the other hand, the greenhouse gas emission intensity in the reporting period was 4.83 tCO₂-eq per million HK\$ project turnover payment.

溫室氣體排放總量

附註：

計算乃基於聯交所所發佈的環境關鍵績效指標報告指引、二零零六年IPCC國家溫室氣體清單指南、IPCC第五次評估報告、公用事業公司所刊發的最新電網排放因子。

二氧化碳當量噸指溫室氣體相對於二氧化碳的輻射效應的單位噸數

排放量有所增加主要是由於報告期內一新建築工地處於運營高峰期。僅建築工地之柴油燃燒所產生之溫室氣體排放量即佔所有燃料燃燒所產生排放量之80%左右，達溫室氣體排放總量之60%以上。

為在源頭盡可能減少空氣污染物的排放，新福港已採取多項良好的業內措施，包括使用具有核准標籤或豁免標籤的非道路移動機械，以減少空氣污染物排放、在非道路移動機械及其他電動機械設備使用超低硫柴油。為進一步促進可持續性，新福港在所有適用情況下使用B5生物柴油。此外，作為合規控制的一部分，我們亦定期進行實驗室檢測，以確保我們使用的燃料符合合約規定。

我們的工地員工亦實施多項日常操作，如以防水帆布覆蓋有泥土暴露的工地，以盡量減少塵土飛揚；在建築工地上安裝有定時器及傳感器的灑水系統，以抑制移動車輛及機械所產生的揚塵。此外，作為合規控制的一部分，我們亦監測粉塵水平(1小時總懸浮粒子)以確保並無因我們的工地活動而超過限定水平。另一方面，報告期內的溫室氣體排放密度為4.83二氧化碳當量噸／每百萬港元項目周轉金額。

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Total Waste Produced

廢物總產生量

		2019 二零一九年 (tonnes) (噸)	2018 二零一八年 (tonnes) (噸)
Hazardous Waste	有害廢物	12.63	4.57
Non-hazardous Waste	無害廢物	361,953.62	353,497.06

The amount of non-hazardous waste increased because a housing site disposed of a large amount of excavated soil in the reporting period. The amount of hazardous waste increased because the piling machines generated a lot of spent lubrication oil (waste engine oil) on the housing site. Air emission control is only one of the many façades of environmental protection, and responsible waste management should never be overlooked. We have therefore adopted various good practices to responsibly manage the generation and disposal of waste. Directive to prioritize minimisation of construction and demolition waste is set out in our Project Environmental Policy. For example, our project teams adopt environmental-benign construction methods to methodically select construction materials, and adopt reusable and modular site offices and fences that can suit different construction sites, all with an aim to minimize the generation of waste.

SFK fully acknowledges that one way to minimize pollution is to see it as the resources that we may utilise. In the waste stream that is unavoidable, we segregate recyclable waste and general waste. Recyclables such as scrap metal and waste paper were collected both in the head office and on project sites, the remainder is then responsibly handled and disposed of lawfully. Chemical waste and other hazardous waste are stored in designated areas to minimize chances of spillage, and are collected by licensed chemical waste collectors for disposal and treatment in the licensed treatment facilities. In the reporting period, the intensity of the hazardous and the non-hazardous waste were 0.0032 and 90.54 tonnes per million HK\$ project turnover payment respectively.

5.2 Effective Use of Resources

Conservation means the wise use of the resources on earth for the lasting good of humans. SFK's resources conservation strategy covers consumption of energy, water and raw materials, and operation in accordance with our environmental management system and energy management system that are certified in compliance with the ISO 14001 and ISO 50001 standards respectively.

無害廢物數量增加的原因在於報告期內，一個房屋署合約工地處置了大量挖掘泥土。有害廢物數量增加的原因在於打樁機在房屋署合約工地產生大量廢潤滑油(廢機油)。空氣排放控制僅是環境保護多個方面其中之一，不得忽視廢物管理責任。因此，我們已採取多項良好措施以負責任地管理廢物的產生及處置。我們的工程項目環境政策規定注重儘量減少建築及清拆廢物的方針。例如，我們的項目團隊採用有利環境的建築法及有條理地挑選建材及採用可適用於不同建築工地的可重複使用模塊化工地辦公室及圍欄。上述舉措均旨在最大限度地減少廢物的產生。

新福港完全認識到最大限度減少污染物的方式是將其視為我們可利用的資源。在無法避免的廢物當中，我們從一般廢物中將可回收廢物分類出來。總辦事處及項目地盤收集廢金屬及廢紙等可回收廢物，並負責任地依法處理及處置其餘廢物。通過採取有效的控制措施，化學廢物及其他有關廢物存放於指定區域，以最大限度地減少溢出的機會，然後由持牌化學廢物收集商收集，於經授權處理設施內進行處置及處理。於報告期內，有害廢物及無害廢物的密度分別為每百萬港元項目周轉金額0.0032噸及90.54噸。

5.2 善用資源

保育意味著明智地利用地球資源來維持人類的持久利益。新福港的資源保護策略涵蓋能源、水及原材料的消耗，並分別獲得ISO 14001環境管理體系及ISO 50001能源管理體系等認證標準。

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The Group encourages project sites to adopt renewable energy equipment such as solar heat exchangers for water heaters and photovoltaic panel for barricade warning lights. Temporary lightings coupled with motion sensors installed on the sites of building projects help to reduce the consumption of electricity energy. Under the Group's policy, for the purpose of maximizing energy efficiency, all electrical appliances used on site should have Grade 1 energy efficiency labels. In the head office, SFK also encourages energy saving practices in accordance with the Group's energy guidelines and the practices recommended by the Energy Efficiency Office of the Electrical and Mechanical Services Department, so as to promote energy conservation. The total energy consumption and the energy consumption intensity in the reporting period were 67,129,250 kWh and 16,791 kWh per million HK\$ project turnover payment respectively.

In addition to energy conservation, SFK also focuses on reducing our water footprint as the availability of freshwater is vital to the existence of humans. The Group encourages recollection, reuse and recycling of greywater on construction sites to minimize freshwater consumption. For example, muddy water generated from bored piling works and washing of construction vehicles was treated through sedimentation and flocculation in the wastewater treatment system to allow reuse whenever it is feasible. Efficient sprinkler nozzles in the sprinkler system were utilized to minimize water consumption while suppressing fugitive dust emission. In the reporting period, the water consumption intensity was 114,640 Litres per million HK\$ project turnover payment.

Not only is SFK resources-conscious, we also make an effort to influence our stakeholders to engage in resources conservation practices. When commissioned to conduct plumbing works, we recommend our clients to install water-efficient facilities and appliances registered under the Water Efficiency Labelling Scheme (WELS). Such water-efficient practice is also in line with the requirements stipulated in Building Environmental Assessment Method (BEAM) Plus certification.

本集團鼓勵建築工程地盤採用可再生能源設備，如太陽能熱水器及路障警示燈光伏板。臨時照明安裝上動態感應器，有助於減少電能消耗。根據本集團的政策，為符合最大限度地節約能源，地盤使用的所有電器應具有1級能源效益標籤。在總部，新福港亦根據本集團的能源指引及機電工程署能源效益事務處的推薦，鼓勵實施節能措施，以促進節約能源。於報告期內，總能耗及能源消耗密度分別為每百萬港元項目周轉金額67,129,250千瓦時及16,791千瓦時。

除節能外，新福港亦著重減少我們的用水足跡，原因為淡水資源對人類的生存至關重要。本集團管理回收、重用及循環再用建築工地的污水，盡量降低淡水消耗。例如，打樁工程及清洗施工車輛產生的污水通過廢水處理系統的沉澱及絮凝處理，以便重複使用。於灑水系統使用節水灑水頭，盡量減少用水，同時抑制粉塵排放。於報告期間，用水密度為114,640升／每百萬港元項目周轉金額。

新福港不僅有資源意識，亦致力於鼓勵持份者節省資源。獲委託進行水管工程時，我們推薦客戶用水效益標籤計劃(WELS)下註冊的節水設施及裝置，此節水措施亦符合綠建環評認證規定。

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Energy Consumption in Different Categories

不同類別能源消耗

		2019 二零一九年 (‘000 kWh) (兆瓦時)	2018 二零一八年 (‘000 kWh) (兆瓦時)
Electricity	電力	5,444.84	5,013.16
Renewable Energy	可再生能源	1.97	0.19
Liquid Fuel (e.g. Petrol and Diesel)	液體燃料(例如汽油及柴油)	61,682.44	35,713.19
Total	總計	67,129.25	40,726.54

The liquid fuel consumption increased significantly primarily due to the peak operation period of one construction site in the reporting period. The consumption by that construction site alone amounted to around 80% of that of all sites.

液體燃燒消耗大幅增加，主要是由於報告期內一個建築工地處於營運高峰期。僅該建築工地的消耗量即佔所有工地消耗的80%左右。

Total Water Consumption

總用水量

		2019 二零一九年 (L) (升)	2018 二零一八年 (L) (升)
Water Consumption	用水量	458,303,600	422,901,000

5.3 The Environment and Natural Resources

It is a corporate's moral obligation to see beyond the economic aspect of construction projects. There may be adverse impacts on the natural environment if preventive mitigation measures are not implemented properly. SFK has engaged an external third-party to review and audit our environmental management system and energy management system to ensure that our management system complies with the requirements of international standards including ISO 14001 Environmental Management System and ISO 50001 Energy Management System. Our management system comprehensively addresses material concerns in our operations that impact the environment and natural resources.

5.3 環境及天然資源

公司的道德責任是不能僅關注建築項目的經濟方面。倘未能妥善實施預防性緩解措施，則可能會對自然環境產生不良影響。新福港委聘外部第三方審閱及審核我們的環境管理體系及能源管理體系，以確保我們管理體系並符合ISO 14001環境管理體系及ISO 50001能源管理體系等國際標準的規定。我們的管理系統全面審查並解決影響環境及天然資源在營運中的所有重要問題。

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Pollution abatement, waste management, resources conservation and ecological mitigation are the key considerations in our Project Environmental Policy. Each project site complies with the requirements stipulated in environment-related permits/licences and manuals, and follows the established waste management plan in which procedures are stipulated to guide project staff and sub-contractors to implement waste management measures. In addition, the Group's Energy Policy and Purchase Policy demonstrates the Group's commitment to energy conservation and the Group's support to the implementation of energy efficient technologies. The Group also actively contributes to the sustainable development of Hong Kong's building environment by applying local and international standards to our project sites, such as BEAM Plus.

5.4 Climate Resilience

With the rising awareness of the impact of climate change in the general public, assessing and building climate resilience has become an emerging topic among corporations. SFK operates primarily in Hong Kong. Among all the phenomena of climate change affecting Hong Kong, rising temperature and more frequent heavy rain and extreme weather events may affect our operation practices.

In view of these changes, SFK will continue to provide resting kiosks, mobile cooling fans and other facilities for workers to meet the challenge of operating in hot weather, and offer training to workers about prevention of heat stroke. To prepare for more frequent extreme weather events, we will continue to strengthen our emergency preparedness and various good practices to secure sufficient materials and build temporary structures to prevent losses and incidents.

減少污染、廢物管理、節省資源及生態保護是我們的工程項目環境政策的主要考慮因素。各建築工程地盤符合環境相關許可證／執照及手冊所載規定及遵循既定的廢物管理計劃，當中規定程序以指導項目人員及分包商實施廢物管理措施。此外，本集團的能源政策及採購政策表明本集團在節能方面的承諾及本集團對施行節能技術的支持。本集團亦在建築工程地盤應用綠建環評等本地及國際標準，積極促進香港建築環境的可持續發展。

5.4 氣候抗禦能力

隨著人們日益意識到氣候變化對公眾的影響，評估及建立氣候抗禦能力成為各企業的新興話題。新福港主要在香港經營業務，在所有影響香港的氣候變化現象當中，氣溫不斷升高、更為頻繁的暴雨以及極端天氣狀況可能會影響我們的營運。

鑒於上述變化，新福港將繼續為工人提供休息亭、移動冷卻風扇及其他設施以應對在炎熱天氣作業的挑戰，並向工人提供有關預防中暑的培訓。我們將繼續加強應急籌備及強化多項良好措施以確保材料充足及建立臨時架構物防止損失及意外，以備更為頻繁的極端天氣狀況之需。

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CHAPTER 6 PEOPLE

6.1 Employment and Respect for Labour Rights

SFK is committed to providing a fair and sound working atmosphere to our employees with an aim to enhance the cohesiveness of our staff and our long-term competitiveness in the market.

SFK attaches importance to ethical and fair employment practice and equal opportunities by stringently complying with the relevant legislations including:

- Employment Ordinance (Cap. 57)
- Employees' Compensation Ordinance (Cap. 282)
- Sex Discrimination Ordinance (Cap. 480)
- Personal Data (Privacy) Ordinance (Cap. 486)
- Disability Discrimination Ordinance (Cap. 487)

Building a harmonious workplace without any form of discrimination throughout all our operations is one of the Group's commitments. All employees and job applicants are treated equally throughout the recruitment and promotion process. The Group evaluates candidates in regard to their qualifications and work experiences, and will not consider irrelevant factors such as ethnicity, gender, disability, family status, religion and political stance. The Group totally respects the religious belief, political stance, race, disability, gender, marital status, age and sexual orientation of our employees as well as job applicants.

For a pleasant environment and work-life balance, the Group is devoted to providing our employees with competitive remuneration packages, reasonable working hours and rest periods. We also offer a range of allowances and bonuses, including year-end bonus, overtime allowances, first-aid or emergency attendance allowance to our employees.

第六章 人力

6.1 僱傭及尊重勞動權益

新福港致力於向員工提供公平合理的工作環境，旨在提高員工的凝聚力及我們在市場的長期競爭力。

新福港重視道德及公平僱傭措施以及平等機會，因此嚴格遵守所有相關法律，包括以下方面：

- 僱傭條例(第57章)
- 僱員補償條例(第282章)
- 性別歧視條例(第480章)
- 個人資料(私隱)條例(第486章)
- 殘疾歧視條例(第487章)

在我們所有營運活動中建立無任何形式歧視的和諧工作環境為本集團的承諾之一。於整個招聘及晉升過程中，所有僱員及應聘人員應得到公平對待。本集團對候選人進行資歷及工作經驗方面的評估，且將不會考慮種族、性別、殘障、家庭狀況、宗教及政治立場等不相關因素。本集團完全尊重我們員工以及應聘人員的宗教信仰、政策立場、種族、殘障、性別、婚姻狀況、年齡及性取向。

為營造愉快的環境及工作與生活的平衡，本集團致力於為員工提供有競爭力的薪酬待遇、合理的工作時間及休息時間。我們亦為僱員提供一系列津貼及花紅，包括年終花紅、加班津貼、急救人員或緊急出勤津貼。

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The Group also cares for the family members of our employees, and has implemented various family-friendly employment practices such as marriage leave, maternity leave, paternity leave and compassionate leave to support our employees to balance their work and family affairs. The Group has also implemented Breastfeeding Friendly Workplace Policy to accommodate the needs of breastfeeding employees and their new-born.

Forced labour, child labour and illegal workers are prohibited in the Group. The Group has established comprehensive procedures to regularly examine employment practices and eradicate undesirable practices if discovered. Prudent due diligence, including requiring job applicants to provide personal identity documents for verification of age, is undertaken by the Group throughout the recruitment process. The Group and the employees always duly sign employment contracts which explain and detail the rights and responsibilities of both parties. Under no circumstance will we tolerate labour exploitation, forced labour and child labour.

In the reporting period, the Group was in compliance with the relevant laws and regulations that have a significant impact on the Group relating to compensation, dismissal, recruitment, promotion, working hours, rest periods, equal opportunity, diversity, antidiscrimination, and other benefits and welfare, as well as prevention of child and forced labour in all material respects.

本集團亦關懷員工的家庭成員，並已實施多項家庭友善僱傭措施，如婚假、產假、侍產假及恩恤假，以幫助僱員平衡工作及家庭事務。本集團亦已履行母乳餵哺友善工作間政策，以滿足進行母乳餵哺的僱員及其新生兒女的需求。

本集團禁止強迫勞動、童工及非法勞工。本集團已建立全面程序，以定期檢查僱傭實際情況並糾正不當行為（如有發現）。本集團在整個招聘過程中進行審慎盡職調查，包括要求應聘人員提供個人身份證明文件以核實年齡。一直以來，本集團與僱員均正式簽署僱傭合約，闡釋及詳述雙方的權利及責任。我們於任何情況下絕不會容忍勞動剝削、強迫勞動及童工。

於報告期內，本集團於各重要層面遵守對本集團有重大影響的有關薪酬、解僱、招聘、晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利以及防止兒童或強制勞工的相關法律法規。

Total Work Force (Hong Kong) as at the end of the reporting period

於報告期末的僱員總數(香港)

		Construction 建築	Housing Services 屋宇服務	Total 總計
Gender	性別			
Male	男性	1,061	202	1,263
Female	女性	324	428	752
Employment Type	僱傭類型			
Full-time	全職	1,350	485	1,835
Part-time	兼職	35	145	180
Age Group	年齡組別			
18-30	18-30	444	6	450
31-45	31-45	459	31	490
46-60	46-60	460	245	705
≥ 61	≥ 61	22	348	370

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Employee (Hong Kong) Monthly Average Turnover Rate

僱員月均流動率(香港)

		Construction 建築		Housing Services 屋宇服務	
		2019 二零一九年	2018 二零一八年	2019 二零一九年	2018 二零一八年
Gender	性別				
Male	男性	2.7%	2.3%	3.2%	3.4%
Female	女性	2.3%	1.6%	3.1%	2.8%
Age Group	年齡組別				
18-30	18-30	1.0%	1.5%	4.7%	11.3%
31-45	31-45	3.7%	2.9%	5.2%	4.0%
46-60	46-60	3.0%	2.1%	3.4%	3.1%
≥ 60	≥ 60	4.1%	0.4%	2.6%	2.6%

6.2 Safety and Health

SFK operates in a fast-paced city, but to be faster does not signify riskier. The Group attaches great importance to occupational health and safety. As the Group engages primarily in construction business, occupational health and safety is prioritized in all our works. SFK emphasizes safety and health by rigorously complying with the relevant legislations including:

- Factories and Industrial Undertakings Ordinance (Cap. 59)
- Occupational Safety and Health Ordinance (Cap. 509)

6.2 安全及健康

新福港營運於一個節奏明快的城市，但成為更快並不一定意味著風險更高。本集團極為重視職業安全及健康。由於本集團主要從事建築行業，故在所有營運當中，職業安全及健康為第一位。新福港重視安全與健康，嚴格遵守所有相關法律，包括：

- 工廠及工業經營條例(第59章)
- 職業安全及健康條例(第509章)

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Exhibit: Safe Working at Height

According to the statistics from the Labour Department, fall of person from height is one of the major accident types which results in serious body injury or even fatality. SFK is committed to identify, rectify and safeguard any person working at a height in the workplace against all hazardous conditions so far as reasonably practicable as stipulated in the relevant safety laws. All our workers and our subcontractors have high awareness of the risk of working at height and have implemented adequate safety precautions.

To ensure the safety and health of workers engaged in lift shaft works, SFK ensures the works are well planned and the corresponding protection is provided. The project teams always conduct a risk assessment and prepare a method statement on any lift shaft work. A permit-to-work system is developed and implemented for any lift shaft work for close supervision on the adoption of safety measures, and relevant workers are provided with fall-arrest system and safety training.

When using scaffolds, SFK ensures the tubular scaffolds are always erected by trained scaffolders with sufficient experience under the supervision of a competent person, and secured with appropriate out-riggers. If workers are required to work on or move along a bamboo scaffold, fall protection devices are provided and their proper use by workers is always ensured. On top of protective gear, appropriate and adequate safe access to and egress from the scaffolds are always provided to the workers.

When working on suspended working platform, every worker on the suspended working platform wears a safety harness and attaches it to an independent lifeline with a fall arrestor. The suspended working platforms are also equipped with effective anti-tilt devices to prevent tilting.

Thanks to SFK's devotion to continuous enhancement of occupational safety of working at height, we were awarded with Bronze Award for Best Safety Enhancement Program for Working at Height in the 20th Construction Safety Forum and Award Presentation held by the Occupational Safety and Health Council.

展示：高處工作安全

根據勞工處之統計數據，工人從高處墮下是其中一種重大意外類別，其可導致嚴重身體損傷或甚至致命。按相關安全法例規定，在合理及切實可行情況下，新福港致力於發現、糾正及保障在高處工作的任何人士免於在工作場所內所面臨的所有危險。我們所有工人及分包商均對於高處工作的風險有高度認識，並已實施充分的安全防範措施。

為確保從事電梯豎井工作的工人之安全及健康，新福港確保對工作進行周密計劃，並提供相應的保護。項目團隊時常進行風險評估並就任何電梯豎井工作編製施工方案。本集團就任何電梯豎井工作制定及實施工作許可證制度以密切監督對安全措施之採納情況，並向相關工人提供防墜落系統及安全培訓。

在使用棚架時，新福港確保管式棚架由有充足經驗且曾受訓練的棚工在合資格人士的監督之下搭建，並以適當的外支腳固定。如工人須在竹棚架上作業或移動，則須提供防墜落裝置及時刻確保裝置被工人妥當使用。除保護裝置外，須向工人提供適當及充分安全的進出棚架。

在吊船工作時，吊船上的每名工人均配戴安全吊帶並將其繫於帶有防墜器之獨立救生索之上。吊船亦配備有效的防傾側裝置以防止傾側。

由於新福港致力於不斷提升在高處工作的職業安全，我們於職業安全健康局所舉行的第二十屆建造業安全分享會暨頒獎典禮中獲發最佳高空工作安全改善計劃銅獎。

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Our safety and health policy and management system has been actively partaken by all echelons of management and supervision staff to explore and implement various tactics to create a safe working environment. Our clients also value safety highly, and in response, SFK always upholds a high standard of safety and health to meet the expectations of our clients. Not only is our safety and health policy applicable to our employees, it also extends to our subcontractors.

The Group's Safety and Environmental Committee, and the Site Safety and Environmental Committee oversee and lead the management of occupational health and safety in the Group. These committees actively engage with our employees and our subcontractors to effectively implement the Group's safety directives and protocols. Safety officers and site supervision teams regularly hold safety meetings together with the subcontractor's and worker's representatives to share the latest information and best practices about occupational health and safety. The regular safety meetings also serve as a platform for the various interested parties to voice out safety issues.

In addition to comprehensive directives and dynamic engagement, regular dissemination and trainings are also the essential components of our safety management system. Quarterly safety bulletins with news and events information related to occupational health and safety were published internally to sustain the momentum of safety awareness. In the reporting period, the Group invested nearly 5,000 man-hours in providing safety training to staff of various levels. Courses that were frequently provided include safety training in confined spaces operation and safety supervisors courses, etc. In addition, SFK has set up a Safety Training Centre to deliver safety training courses. As a testimony to the quality and effectiveness of our safety training, the Safety Training Centre is recognized by the Labour Department of the Government as a course provider for "Mandatory Basic Safety Training Course (Construction Work)" for construction workers under the legislative requirement. In response to the training needs, the Group regularly commissions our Safety Training Centre as well as external training bodies to hold safety training courses for our workers and employees.

管理層及監督員工各階層已經積極共享我們的安全及健康政策和管理制度，以探索及實施多項策略打造安全的工作環境。我們的客戶亦非常重視安全，與新福港一直維持高標準的安全及健康以達到客戶的預期作回應。我們的安全及健康政策不僅適用於我們的僱員，亦延伸至我們的分包商。

本集團的安全及環境委員會以及地盤安全及環境委員會監督和帶領本集團的職業健康及安全管理。上述委員會積極接洽我們的僱員，而我們的分包商則積極實施本集團的安全指令及協議。安全主任及地盤督導團隊定期與分包商和工人的代表舉行安全會議，以分享有關職業健康及安全的最新資料和最佳實踐方案。定期安全會議亦成為多個利益相關方發表彼等對安全問題意見的平台。

除全面指令及動態參與之外，定期宣傳及培訓亦為我們安全管理的重要部分。我們刊發內部季度安全通訊連同有關職業健康及安全的新聞與活動信息以保持安全意識勢頭。於報告期內，本集團投入近5,000個工時，為各級員工提供安全培訓。比較頻密提供的課程包括密閉空間工作的安全培訓及安全督導員課程等。此外，新福港已成立安全培訓中心以提供安全培訓課程。安全培訓中心獲政府勞工處認為根據法律規定為建築工人提供「強制性基本安全培訓課程(建築工程)」的課程營辦機構，足以證實我們的安全培訓質素與成效。為響應培訓需求，本集團定期委託我們的安全培訓中心以及外部培訓機構為我們的工人及僱員開展安全培訓課程。

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Exhibit: Safe Use of Power-Operated Elevating Work Platforms

Power-operated elevating work platforms have been widely used in construction industry for work at height. Inappropriate operation of the machinery can result in serious injuries to workers and property damage and therefore SFK values highly the proper procedures to ensure safe use of the convenient machinery.

We appoint competent personnel to be responsible for the safety of the power-operated elevating work platforms. Our responsible personnel take the following steps to ensure the work related to the machinery is safe:

- carry out risk assessment on potential hazards associated with the operation of a power-operated elevating work platform, such as the working environment, the ground condition, and the specifications of the power-operated elevating work platform;
- plan the operation by identifying and describing the working locations, scale and duration of the operation, use of access road and possible route of travelling or moving, and lay down safe work methods and procedures for the required operation;
- provide information, instruction, training and supervision to the workers and operators if necessary to ensure the safety plan can be followed effectively; and
- evaluate the safety of the operation and whether adjustment or improvement is required periodically or when there has been a significant change.

Our competent staff is familiar with the pros and cons of various types of power-operated elevating work platforms and is able to select a suitable machine designed in accordance with sound and widely-accepted engineering practices for the nature and location of work. Our relevant personnel shall ensure all inspections, tests, repairs, maintenance and hours of service related to the machine are duly carried out and documented to ensure the machineries are operating in a satisfactory condition. We also maintain good workplace conditions by protecting pedestrians with physically segregated walkways, maintaining high awareness of gradient, conditions and load-bearing capacity of the ground, taking precautions against damage to underground utilities such as electricity cables, as well as getting latest weather information.

展示：安全使用動力操作升降工作台

動力操作升降工作台已廣泛應用於建築行業的高空工作，而操作不當將導致工人受重傷及財產受到重大損壞。因此，新福港高度重視適當的程序以確保有關機械的使用安全。

我們委任符合資格的人員負責動力操作升降工作台的安全。我們的負責人員採取以下措施確保有關該等機械的工作安全：

- 進行與動力操作升降工作台的操作有關的潛在危害的風險評估，如工作環境、地面狀況以及動力操作升降工作台的規格；
- 通過確定及描述工作位置、操作規模及其時段、使用通道及可能的行進或移動路線而規劃作業，並為所需作業制定安全工作方法及程序；
- 必要時向工人及操作人員提供信息、指示、培訓及監督以確保安全計劃能得到有效地遵循；及
- 定期審查或於出現重大改變時評估運作的安全性及是否需要作出調整或改善。

我們符合資格的員工熟知各類動力操作升降工作台的優缺點，可就工程的性質及地點選定適當機械，而機械是按認可工程實踐所設計的。我們的相關人員確保與機械相關的所有檢查、檢測、維修、維護及運作時段均得到正式的執行及備案，以確保機械在滿意的狀況下作業。我們亦通過實際隔離的人行通道以保護行人以維持良好的工作環境，保持對地面斜度、狀況及承重能力的高度警覺、對地下公用設施(如電力電纜)採取預防損壞措施，並了解最新天氣情況。

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In recognition of SFK's robust safety management, quality training and our employees' devotion and competence, our representative was awarded with Merit award for Outstanding Power Operated Elevating Platform Worker in Occupational Safety and Health in the 20th Construction Safety Forum and Award Presentation held by the Occupational Safety and Health Council.

We would not be satisfied with only achieving the fundamental requirements of enabling our workers to possess basic safety qualification. For more effective implementation and supervision of safety measures, we have taken further steps to require all foremen to hold a Construction Safety Supervisor Certificate.

We also established internal safety requirements and strive to maintain an annual accident rate of less than 0.25 reportable accidents per 100,000 man-hours.

Our continuous effort in improving occupational safety was widely recognized in the community. SFK was awarded with "Best Site Safety — Safety Innovation", and "Best Site Safety — Timely Report of Near Miss Incident (Building)" in the New Works Projects category of Quality Public Housing Construction and Maintenance Awards 2019 by the Hong Kong Housing Authority.

In the reporting period, the Group has achieved the accident rate of 0.32 reportable accident per 100,000 man-hours. Despite this number being lower than the accident frequency rate objective set out by the Development Bureau of the government, we would not become complacent about our performance in occupational health and safety.

In the reporting period, the Group was fined for a total sum of HK\$47,000 in respect of 4 summonses for violation of certain regulations under the Factories and Industrial Undertaking Ordinance (Cap. 59) related to four accident events. These four accidents were considered to be independent and isolated incidents.

Save as disclosed above or otherwise in this annual report, the Group has in all material respects complied with all applicable laws and regulations in Hong Kong in relation to providing a safe working environment and protecting employees from occupational hazards.

為表彰新福港穩健的安全管理、質量培訓及我們僱員的忠誠與能力，我們的比賽代表獲得職業安全健康局所舉行的第20屆建造業安全分享會暨頒獎典禮職安健模範動力操作升降台操作員 — 優異獎。

我們不會滿足於僅達到使工人擁有基本安全資格的基準。為了更有效地實施及監督安全措施，我們已採取進一步措施要求所有管工持有建造業安全督導員證書。

我們亦設立內部安全規定並努力將年度意外率保持在每100,000工時少於0.25宗須呈報意外。

我們在改善職業安全方面的不懈努力在社區中得到廣泛認可。新福港榮獲香港房屋委員會頒發的優質公共房屋建造及保養維修大獎2019中的新工程項目類別中「最佳工地安全 — 安全創意」及「最佳工地安全 — 匯報閃失事故(建築)」。

於報告期內，本集團的意外率為每100,000工時0.32宗須呈報意外。儘管該數字低於政府發展局規定的意外頻率目標，但我們仍不會對我們的職業健康及安全表現變得自滿。

於報告期內，本集團就有關四項意外事故而涉及違反第59章工廠及工業經營條例的4宗控罪，被罰款合共47,000港元。該四宗事故被認為屬獨立及互不相連的事件。

除上文或本年報另行披露者外，本集團於香港在各重要層面均遵守有關安全工作環境及保護僱員免受職業危害的所有適用法律和法規。

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Total Work-related Fatality and Work Injury

工傷相關的身故及工傷總次數

		2019 二零一九年	2018 二零一八年	2017 二零一七年
Work-related Fatality	工作相關的身故			
Total Number of Fatality	死亡總數	1	0	0
Rate (Number of Fatality per 1,000 Fulltime-equivalent Construction Workers)	比率(每1,000名全職建築工人死亡人數)	0.25%	0.00%	0.00%
Lost Man-Day due to Work Injury	因工傷所致誤工損失			
Total	總計	8,810	10,460	3,336

Note:

Number of full-time-equivalent construction workers is determined by dividing total man-hours by 10 workhours per day, and then further divided by 294 workdays per annum (workdays are approximated based on a 6-day workweek in 365 calendar days, less 12 days of statutory holidays and 7 days of paid vacation days).

附註：

全職建築工人數乃通過總工時除以每天10個工時，而後再除以每年294個工作日(工作日按365個曆日一周6天減12天法定假日及7天帶薪假日進行估算)釐定。

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6.3 Education, Training and Career Development

SFK sincerely believes that education is the premise of progress in every society and in every corporation. With a goal to lay down a solid foundation for the Group's long-term development in construction business, we spare no expense in staff education and training.

To develop and expand the professional expertise and technical competence of our staff, SFK offers wide-ranging staff development and training, including on-the-job trainings, seminars, workshops, site visits and formal training schemes approved by professional institutes. Committed to providing adequate opportunities to our staff to acquire job-related trainings and development, SFK supports continuous professional development by offering paid study leave, subsidies for tuition, as well as examination leave.

Full-time Employees Trained

		2019 二零一九年	2018 二零一八年
Gender	性別		
Male	男性	24.4%	27.0%
Female	女性	5.9%	3.0%
Employee Category	僱員類別		
Senior Management	高級管理層	23.4%	56.8%
Middle Management	中級管理層	32.8%	100.0%
Junior Level	初級	7.6%	4.7%

Average Training Hours Completed Per Full-time Employee

		2019 二零一九年	2018 二零一八年
Gender	性別		
Male	男性	3.3	4.4
Female	女性	1.0	0.4
Employee Category	僱員類別		
Senior Management	高級管理層	4.5	10.2
Middle Management	中級管理層	4.7	40.5
Junior Level	初級	1.0	0.6

6.3 教育、培訓及職業發展

新福港真誠認為教育是每個社會和每間公司發展的前提。心懷為本集團在建築業務上的長期發展打下堅實的基礎之目標，我們不惜成本進行員工教育及培訓。

為深化及拓寬員工的專業知識及技術技能，新福港提供廣泛的員工發展以及培訓，包括在職培訓、研討會、講習班、現場考察以及專業機構核准的正式培訓計劃。致力於向員工提供充足的機會以獲得與工作相關的培訓及發展，新福港以提供有薪進修假期、助學金及考試假期的形式支持持續職業發展。

全職受訓僱員

每名全職僱員完成受訓的平均時數

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CHAPTER 7 OPERATING PRACTICES

7.1 Quality and Compliance Management

Without craftsmanship, inspiration is a mere reed shaken in the wind. It is also our belief to materialize our works at its best. Following the ISO 9001 standard, SFK has established and implemented a recognized quality management system, which assure quality deliverables to our customers by ensuring that:

- The services and works we deliver to our customers meet the specifications and requirements of our customers and the applicable statutory and regulatory requirements;
- The sites under our management and operation follow the policies and procedures defined in the quality management system at all stages with the relevant records produced to substantiate compliance with the requirements;
- We continuously improve our products and services and the effectiveness of the quality management system to enhance customers' satisfaction; and
- The quality management is given the highest practicable priority in discharging our contractual obligations.

第七章 營運慣例

7.1 質量與合規管理

沒有技藝，靈感僅為風中飄盪的蘆葦。我們的理念亦是以最好的質素實現我們的工作。根據 ISO 9001 標準，新福港已制定及實施品質管理制度，通過確保以下各項的保證向客戶提供可予交付的質量：

- 我們交付予客戶的服務及工程將符合客戶的規格及要求以及適用的法例法規的要求；
- 我們所管理及營運的地盤於各階段將遵循品質管理體系所界定的政策及程序，並保持相關記錄以證明符合相關要求；
- 透過持續改進產品及服務以及質量管理體系的有效性，加強客戶滿意；及
- 於履行合約責任時，均優先考慮品質管理。

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Exhibit: Innovative Adoption of Building Information Modelling (BIM)

Building Information Modelling (BIM) is a digital representation of physical and functional characteristics of a facility. This novel technology empowers architecture, engineering and construction industry practitioners to comprehensively manage information related to construction projects, from planning to design, tendering to construction and operations to facility management. This year, at least nine of our projects adopted BIM technology.

To exemplify, BIM was deployed in our project for Kai Tak Development — Stage 2 Infrastructure Works for Development at the Southern Part of the Former Runway, in which 4D sequence simulation was conducted. The process optimized time-based activities such as site logistics and installation phasing by streamlining the scheduling, identifying potential conflicts and visualizing the sequence in the timeline to produce a sequencing model that ensures the smoothest possible construction sequence.

In addition, we have utilized BIM in several projects for the Hong Kong Housing Authority this year, including projects in Choi Hing Road, Fo Tan, Ma On Shan and Diamond Hill. BIM was used to identify clashes, in which components that make up a built asset are not spatially co-ordinated and conflict with each other, at an early stage in these projects to allow easier, cheaper and less time-consuming rectification. Moreover, we also employed as-built modelling to fetch information regarding actual facility conditions and conduct field verification.

Our deployment of BIM technology allows higher quality output within a shorter timeframe and provides more extensive information of complex structures to our clients. Thanks to our innovative adoption of BIM technology, SFK was awarded with Quality Public Housing Construction and Maintenance Awards 2019 — New Works Projects — Outstanding Contractor (innovative Use of BIM Technology) — Highly Commended, by the Hong Kong Housing Authority.

展示：創新採用建築信息模擬技術

建築信息模擬為設施物理及功能特徵的數碼化表達。這項新穎的技術令建築、工程及建造業從業人員能夠從規劃到設計、從招標到施工、從運營到設施管理，全面管理與建築項目有關的信息。今年，我們至少有九個項目運用建築信息模擬技術。

例如，我們在啟德發展計劃 — 前跑道南面第2期的基礎設施發展工程項目中應用建築信息模擬技術，當中進行了4D工序模擬。該過程通過簡化計劃、識別潛在的衝突，以視像及時間軸展示優化後的工序，例如現場物流及安裝階段，從而製定確保最順暢施工順序的工序模型。

此外，我們今年在香港房屋委員會的多個項目中均使用了建築信息模擬技術，包括在彩興路、火炭、馬鞍山及鑽石山的項目。在項目的早期階段，使用建築信息模擬技術來識別不協調之處，即構成建築物的各個組件在空間上不協調且彼此衝突，以便更輕鬆、更經濟、更省時地進行糾正。此外，我們亦採用竣工模型來獲取有關實際設施的資料並進行現場驗證。

我們運用的建築信息模擬技術可在更短的時間內提供更高質量的輸出，並可對複雜的結構為客戶提供更廣泛資料。得益於我們對建築信息模擬技術的創新採用，新福港榮獲由香港房屋委員會頒發的優質公共房屋建造及保養維修大獎2019 — 新工程項目 — 傑出承建商(建築信息模擬技術之創新使用) — 高度表揚。

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Exhibit: 3D Laser Scanning

3D laser scanning is a method of high-accuracy mapping that utilizes laser beams to capture the dimension and spatial relationships of physical objects by recording angles and distances through analysis of the reflections of laser light rays. It can scan objects up to several hundred meters and generate digitized data with high accuracy.

Funded by the Construction Innovation and Technology Fund, we have deployed 3D laser scanner in documenting the site conditions in two of our construction projects. This enables the project teams to visualize exactly the actual conditions of the sites and allows us to work smarter at locations where access is difficult. The technology measures the onsite condition accurately to within 1 centimetre and facilitates the checking of conformance of pipes as well as saving much manpower. Moreover, the record data can be further converted into a BIM model to further accelerate the overall project progress.

Within the framework of SFK's quality management system, our Project Quality Policy and systematic control process safeguard the quality and compliance of all project sites. Our control process inspects and tests the works to detect non-compliance, and non-compliance, if any, is then subject to rectification and re-inspection until the quality specification is met. Moreover, in order to further improve the quality of our deliverables, we treasure feedbacks from all our stakeholders and, if applicable, process them in conformity to our complaint handling system to timely and effectively resolve complaints.

展示：3D 激光掃描

3D 激光掃描是一種高精度繪圖方法，利用激光束通過分析激光的反射來記錄角度及距離，從而捕獲實物的尺寸及空間關係，可掃描長達數百米的物體，並以高準確度生成數碼化數據。

在建造業創新及科技基金的資助下，我們已部署 3D 激光掃描儀來記錄兩個建設項目的地盤情況，使項目團隊準確地可視化地盤的實際情況，讓我們在難以探索的位置更巧妙地進行工作。該技術可精確測量地盤狀況，精確到 1 厘米以內，並有助於檢查管道的一致性，以節省大量人力。此外，可將記錄數據進一步轉換為建築信息模擬模型，以進一步加快總體項目進度。

在新福港品質管理制度的框架內，我們的項目質量政策及系統性的控制流程確保所有項目的地盤的質量及合規性。我們的控制流程對工程進行檢查及檢測以發現不合規之處，然後對不合規之處（如有）加以糾正及重新檢測，直至質量規格達標。此外，為進一步提高我們的交付成果質量，我們珍視我們所有持份者的反饋，並在適用時根據投訴處理系統處理持份者的所有反饋，以及時有效地解決投訴。

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Exhibit: Quality Assurance of Precast Concrete Construction and Rebar

Precast concrete is a construction product produced by casting concrete in a reusable mould which is then cured in a controlled environment, transported to the construction site and lifted into place. The use of precast concrete construction is becoming increasingly common in the construction industry over the past decades. We extend our quality management system to our suppliers of precast concrete products. All materials are supplied by approved suppliers and are inspected at the time of delivery to the factory. Incoming materials are sampled in accordance with the requirement of the Quality Scheme for the Production and Supply of Concrete (QSPSC). When these sampled inspections indicate the possibility of non-compliance, our management will be informed to take corrective actions. Other concrete materials, such as cement, aggregate, admixture and water, are randomly sampled and sent to HOKLAS Laboratory for testing. Non-conforming materials are identified, quarantined and returned to the supplier if appropriate. The subsequent production process only utilizes materials that have been inspected and passed the testing to avoid non-conformity.

Each load of concrete is batched in accordance with the defined specifications. The concrete mix proportions are established and stored in batching system prior to production. Moisture content is continuously monitored and recorded. Concrete mixes are sampled and tested in accordance with the requirements defined in the QSPSC and the CS2:2010 or approved equivalent standard. Onsite testing for slump control is conducted. Remedial and corrective actions will be taken when variations from target values are detected.

Sampling and testing of reinforcement is carried out to ensure compliance with CS2:2012 Construction Standard or approved equivalent standards. Testing of rebars is carried out by the Hong Kong Laboratory Accreditation Scheme (HOKLAS) Laboratory. Sampling and parallel test on rebar delivered to the factory is also carried out. Only rebars that have passed the testing are used for cutting and bending and fabrication of steel cages for units. The release and delivery of rebars is proceeded only when planned arrangements have been satisfactorily completed and approved by a predefined authority.

展示：預製混凝土結構及鋼筋的質量保證

預製混凝土是一款建造產品，乃通過將混凝土澆鑄在可重複使用的模具中而製成，在可控的環境中固化，其後運送到建築工地並吊裝到位。於過往幾十年中，在建築業中使用預製混凝土構件愈見普遍。我們對預製混凝土產品供應商亦實施品質管理制度。所有材料均由核准供應商提供，並在出廠時進行檢查。根據《混凝土生產及供應的質量規範》的規定對來料進行抽樣檢查。倘抽樣檢查表明存在違規可能，則我們的管理層將獲通知採取糾正措施。水泥、配料、外加劑及水等其他混凝土材料均被隨機取樣並送至香港實驗室認可計劃實驗室進行檢測。如若識別出違規材料則進行隔離並退回予供應商（如適用）。後續生產工序僅使用已通過檢查的材料以避免不合格的情況。

根據界定的規格對混凝土進行配料。於生產前確定混凝土混合比並存儲於配料系統中。持續監測及記錄水分含量。根據《混凝土生產及供應的質量規範》及CS2：2010或公認等效標準中界定的要求對混凝土混合物進行抽樣檢查，然後進行坍落度控制的現場測試。當檢測到目標值變動時，將採取補救及糾正措施。

對鋼筋進行採樣及測試以確保符合CS2:2012施工標準或公認等效標準。鋼筋測試由香港實驗室認可計劃實驗室進行。對出廠鋼筋亦進行採樣及並行測試。僅有通過測試的鋼筋可用於切割及彎曲以及用於製備構件的鋼筋籠。僅當計劃中的安排已順利按時完成並經預定機構批准方可進行鋼筋放行及交付。

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Thanks to our continuous effort in enhancing our work quality and efficiency, SFK was awarded with Quality Public Housing Construction and Maintenance Awards 2019 — New Works Projects — Outstanding Contractor (Building) — Bronze Award by the Hong Kong Housing Authority.

To respect intellectual property rights, the Group has also formulated and established procedures to ensure all our installed operating systems and softwares are sourced from authorised suppliers or copyright holders to ensure the integrity of intellectual property rights.

Information and data about our clients are also under firm protection from our internal administration system. SFK is also dedicated to protecting the privacy of our employees, subcontractors and clients in accordance with our code of practice and the relevant regulations, including the Personal Data (Privacy) Ordinance (Cap. 486).

The Group will only collect personal data that is necessary to fulfil the relevant functions and activities. Where the person from whom personal data is or will be collected, he or she will be informed of the details and the purposes of the collection on or before the data is being collected. In the reporting period, the Group was in compliance with the applicable rules and regulations governing health and safety, advertising, labelling and privacy matters relating to works and services provided and methods of redress in all material respects.

Non-compliance and Complaints

由於我們不斷努力提高工作質素及效率，新福港榮獲香港房屋委員會頒授的「優質公共房屋建造及保養維修大獎2019—新工程項目—傑出承建商(建築)—銅獎」。

為尊重知識產權，本集團亦已制定及確立程序以確保我們所有已裝備的操作系統及軟件均源自經授權供應商或版權持有人以確保知識產權的完整性。

與我們客戶有關的資料及數據亦受到我們內部管理系統的嚴格保護。新福港亦致力於根據行為守則及有關法例(包括第486章個人資料(私隱)條例)保障僱員、分包商及客戶的私隱。

本集團僅收集履行相關職能及活動所需的個人資料。倘該名人士的個人資料被收集或將被收集，則於收集資料時或之前，彼將獲告知所收集資料的詳情及目的。於報告期內，本集團於各重要層面遵守有關健康和安、廣告、標籤及與提供的工作及服務相關的私隱事宜以及相關的補救方法的當地適用規則及法規。

違規事項及投訴

		2019 二零一九年	2018 二零一八年
Total completed works subject to recalls for safety and health reasons	因安全及健康原因被召回已竣工的工程總數	0	0
Number of complaints received at the corporate level relating to works and services	在總公司層面接獲與工程及服務相關的投訴次數	0	0

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7.2 Supply Chain Management

Our sustainability commitments cannot be achieved on our own, but hand-in-hand with a team of partners with a wide range of expertise. To effectively manage environmental and social risks along the supply chain, it is vital for us to continue proactive communication and engagement with our suppliers and subcontractors.

With mutual trust and consent, we implement comprehensive review and monitoring procedures to ensure our suppliers and subcontractors are suitable and competent for our works. SFK chooses subcontractors from the list of qualified subcontractors maintained by us, based on factors including requirements under the main contracts with our client, previous collaboration experience and our evaluation of their performance. Addition of new subcontractors has to go through our internal approval process in which the financial stability, quality of work, past performance and capability are evaluated in accordance with our required quality, schedule, costs, environmental and safety requirements.

Our subcontractors range from sole proprietorships with several employees to sizeable companies registered under the List of Approved Contractors for Public Works and/or the Specialist List of the Development Bureau, and at least 80 of which have over ten years of collaboration with us. With such a synergy, we can comprehensively assess our subcontractors and ensure the consistent quality of our works.

SFK's supplier selection control process resembles that of subcontractor selection. Every year, we assess the performance in terms of quality, safety, environment, financial stability and resource availability of all active suppliers and subcontractors.

In addition to compliance assessment and performance review, SFK also provides environmental and social compliance training to our suppliers and subcontractors to refresh and update their knowledge of the applicable legal and regulatory requirements as well as the specific project requirements.

7.2 供應鏈管理

我們對可持續發展的承諾無法單憑我們自身實現，而是需要擁有廣泛專業知識的夥伴團隊攜手並進。為有效管理與供應鏈相伴的環境及社會風險，主動與供應商及分包商保持溝通及往來對我們而言至關重要。

在相互信任及同意下，我們實施全面審核及監控程序，以確保我們的供應商及分包商適合及能勝任我們的工作。新福港基於多項因素甄選分包商，包括與客戶之合約內的規定、先前的合作經驗以及對我們所持有合資格分包商清單內彼等的表現進行評估。新分包商的加入須通過我們的內部審批程序，當中將根據我們所規定的質素、時間安排、成本、環境及安全規定評估財務穩定性、工作質素、過往表現及能力。

我們分包商的規模從擁有數名僱員的獨資企業到認可公共工程承建商名冊及／或「專門承造商名冊」項下發展局認可註冊的大型公司，其中至少80名分包商與我們已合作超過十年。憑藉此協同關係，我們可全面地評估分包商及確保我們工作品質始終如一。

新福港的供應商甄選管控流程類似於分包商甄選流程。我們每年均會評估所有活躍供應商及分包商在質量、安全性、環境、財務穩定性及資源可用性方面的表現。

除合規評估及表現審核外，新福港亦向供應商及分包商提供環境及社會責任培訓，以重溫及更新彼等對適用法規及監管規定以及特定項目要求的了解。

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The Group's Safety and Environmental Committee and the Site Safety and Environmental Committee also oversee and steer the management of safety and environmental risks of our subcontractors. These committees actively engage with our subcontractors to effectively implement the Group's directives to properly manage the risks. Whenever applicable, safety officers and environmental officers will be appointed in project sites to assess and monitor subcontractor's safety and environmental risks onsite and ensure these risks are properly managed and reduced to an acceptable level.

SFK actively procures environmental friendly products for our construction projects. Some of our construction sites, for example, Housing Contract Ma On Shan, Housing Contract Diamond Hill, and Highways Department Term Contract 05/HY/2017, used B5 biodiesel which complies with EN 14078:2003 in machinery. Precast units were also procured to reduce wastage. To exemplify, Fo Tan Project procured 21,240 cubic metres of precast concrete manufactured in Shenzhen, and the manufacturing site was only 40 kilometres away from Hong Kong. We also purchased durable steel mould and steel scaffold which are reusable in our construction works for over a long period of time to avoid consumption and disposal of conventional timber and bamboo material. Other environmental preferable products such as solar water heaters, solar lamps and T5 fluorescent tubes are also purchased from our pool of qualified suppliers. Our active procurement of environmental-friendly products allows our suppliers to gradually evolve into more environmental-benign partners.

Number of Suppliers as at the end of the reporting period

Region	地區	Number 數目
Hong Kong	香港	528
Mainland China	中國大陸	1

Number of sub-contractors as at the end of the reporting period

Region	地區	Number 數目
Hong Kong	香港	422

本集團的安全與環境委員會以及地盤安全與環境委員會亦會監督及帶領我們分包商的安全管理及環境風險。上述委員會與我們的分包商積極協作以有效實施本集團的指令，妥善管理風險。倘適用，安全主任及環保主任於項目地盤獲委任以進行實地評估及監督分包商的安全及環境風險並確保把該等風險由高水平適當管理至可接受水平。

新福港積極為我們的建築項目採購環保產品。部分建築工地，例如馬鞍山屋宇合約、鑽石山屋宇合約及路政署定期合約(05/HY/2017)，已使用符合機械類EN 14078:2003的B5生物柴油，同時亦採購預製構件以減少浪費。例如，火炭項目採購了在深圳生產的21,240立方米的預製混凝土，其生產基地距香港僅40公里。我們亦購買耐用鋼製模具及鋼製腳手架，可長時間重複用於我們的建築工程，以避免傳統木材及竹材的消耗及處置。我們亦向合資格供應商購買諸如太陽能熱水器、太陽能燈及T5熒光燈管等環保產品。我們積極採購環保產品，令我們的供應商逐漸發展成為支持良好環境的合作夥伴。

於報告期末的供應商數目

於報告期末的的分包商數目

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7.3 Moral Integrity and Anti-Corruption

Morality is the root of all successful business. SFK is steadfast in upholding the highest ethical standard of business conduct and attaches paramount importance to moral integrity and anticorruption by unwaveringly adhering to relevant laws and regulations such as Prevention of Bribery Ordinance (Cap. 201).

All our employees are governed by SFK's internal Code of Business Conduct related to anti-bribery and unethical and illegal behaviours. Bribery, extortion, fraud and money laundering are not tolerated in SFK. The Code is well communicated to our employees to ensure their understanding of and compliance with all the relevant requirements. To help employees to familiarize themselves with the relevant regulations and codes and perform their jobs fairly and morally, we also require them to go through an ICAC anticorruption video training prepared by the Hong Kong Independent Commission Against Corruption, ("ICAC") and to declare any conflict of interest at least annually. Moreover, speakers from ICAC are regularly invited to conduct anti-corruption training for SFK. In the reporting period, we invited the Former Deputy Commissioner and Head of Operations of ICAC, Mr. Tony Kwok, to give a workshop to our management on the comprehensive and effective approach to anti-corruption. 47 of our management members participated in the workshop to refresh themselves with the latest anti-corruption information. During the festive seasons, we issue notices to our subcontractors and suppliers to remind them of SFK's policy that offering any kinds of advantages or bribes to our employees is prohibited.

As stipulated in our Code of Conduct, SFK has established effective procedures and confidential whistle-blowing channels to guarantee thorough investigation of all allegations of corruption and ethical impropriety. All complaints received by the Managing Director via confidential fax or letter are promptly processed and investigated. Any staff in violation of our company policies or applicable laws and regulations will be reported to the ICAC and wherever appropriate, shall be subject to disciplinary action.

7.3 道德誠信與反貪腐

所有成功的業務均以道德為基石。新福港堅定不移地恪守業務行為的最高道德標準，並嚴格遵守相關的法律法規（如第201章《防止賄賂條例》），高度重視道德操守及反貪污。

新福港通過有關反賄賂、不道德及非法行為的內部商業操守守則，管治我們全體僱員。新福港不容忍任何賄賂、勒索、欺詐及洗黑錢等行為。該守則有效地傳達予我們的僱員，以確保彼等了解及遵守所有相關法規。為幫助僱員了解相關法規及守則以及公平有道德地執行工作，我們亦要求彼等接受觀看已製作的香港廉政公署（「廉政公署」）反貪污視頻培訓及每年至少申報一次任何利益衝突。此外，廉政公署的講者定期受邀為新福港進行反貪污培訓。於報告期內，我們邀請廉政公署的前副廉政專員暨執行處首長郭文緯先生為我們的管理層進行了一次關於全面有效反貪腐的研討會。47名管理層成員參與了是次研討會，以使彼等學習有關反貪腐的最新資訊。每逢節日來臨，我們會向分包商及供應商發出通知，提醒彼等新福港的政策，即不得向我們的僱員提供任何類別的好處或賄賂。

誠如我們的行為守則所規定，新福港已設立有效的程序及機密的舉報渠道，以確保對所有貪污及不當道德行為指稱進行徹底調查。所有投訴會透過保密傳真或函件寄發至董事總經理，並獲得立即處理及調查。任何違反公司政策或適用法律法規的員工均會呈報予廉政公署，並會執行適當的紀律處分。

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In the reporting period, the Group was in compliance with the applicable rules and regulations relating to bribery, extortion, fraud and money laundering in all material respects. No legal case concerned with corrupt practices was brought against SFK or any of our employees in the reporting period.

Total Number of Corrupt Practices

Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period

於匯報期內對發行人或其僱員提出並已審結的貪污訴訟案件的數目

於報告期內，本集團於各重要層面均遵守有關賄賂、勒索、欺詐及洗黑錢的適用規則及法規。於報告期內，新福港或我們的僱員均未受到涉及貪腐行為的法律指控。

貪腐行為總數

	2019 二零一九年	2018 二零一八年
	0	0

CHAPTER 8 COMMUNITY

8.1 Community Participation

SFK believes that true charity is the desire to be useful to others with no thought of recompense. To support our community, not only does SFK offer sponsorships and donations to various not-for-profit organisations, we also form partnership with social welfare organisations, charity groups and community organisations to mobilize our staff to participate in voluntary and charity activities.

Through various channels, the effectiveness of our community activities and feedbacks from the community groups are evaluated by the Group's administration department and volunteer team organising committee. Building on these feedbacks, the Group's sustainability objectives are regularly refined.

Community participation brings all-round benefits to SFK. Externally, the community participation fosters a tighter relationship with various community organisations. Internally, it also gathers together our staff members from different departments and different project sites, thereby enhancing our team spirit to devote to the well-being of the Group and the society as a whole.

第八章 社區

8.1 社區參與

新福港認為真正的慈善是幫助他人而不求回報。為支持我們的社區，新福港不僅向多個非牟利組織提供贊助及捐贈，亦與社會福利組織、慈善團體以及社區組織成為夥伴關係，並推動我們的員工參與義務工作及慈善活動。

本集團的行政部門及義工隊籌委會通過各種渠道，評估我們社區活動的效用及社區團體所作的反饋。基於上述的反饋，本集團定期檢討達致可持續的目標。

社區參與為新福港帶來了全方位裨益。對外，社區參與促進與多個社區組織之間更為親密的關係；對內，社區參與也令來自不同部門及不同項目地盤的員工團結起來，從而增強我們的團隊精神以促進本集團及社會的福祉。

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8.2 Focus Areas

8.2.1 Voluntary Services

The Group inspires participation in voluntary services as one of the many ways to contribute to community. SFK's volunteer team serves our communities through generous devotion to those in need, such as the elderly, children, as well as people with disability. In order to extend our reach to those in need, we join forces with various social organisations, welfare organisations and charity groups to arrange volunteer works activities.

Among all our voluntary services in the reporting period, we visited the singleton and shared-housing elderly living in Shek Kip Mei Estate in the Mid-Autumn Festival to share the festival heart-warming feeling with the elderly. Our volunteers offered them with mooncakes and daily necessities which brought great happiness to the elderly. With joy and harmony, the event promoted the well-being of our senior citizens, and served as a recurring reminder of our traditional virtues.

On top of serving the elderly, our care also extended to children. In April 2019, we collaborated with SAHK to co-organize a volunteer activity, "The Genie Valley". Our volunteers spent a wonderful afternoon playing the genie safari with more than 10 children with developmental disorders between four to nine years old in Tsuen Wan Shing Mun Valley Park. Through the activity, the children were having a lot of fun and the event was filled with happiness. Through the activity, volunteers can understand more about the children's needs and raise the corresponding awareness in our society.

SFK spares no expense in fostering the culture of volunteering. In the reporting period, the Group contributed over HK\$100,000 of sponsorship or in-kind sponsorship to voluntary services. At the same time, our volunteer team devoted over 600 man-hours to those in need. Not only does the voluntary works contribute to the communities, it also helps our employees to discover and explore their potential and capability.

8.2 關注範圍

8.2.1 義工服務

本集團鼓勵參與義工服務作為貢獻社區的方式之一。新福港的義工隊通過各種形式幫助有需要的人(如長者、兒童以及殘疾人士)，以慷慨奉獻服務我們的社區。為有需要幫助的人群伸出援手，我們與多個社會組織、福利機構及慈善團體合作，一起舉辦義工活動。

於報告期內所提供的義工服務之中，我們於中秋節親身探訪居於石硤尾屋邨的獨居及合住長者，與長者一同歡度佳節。我們的義工們送上月餅及其他日用品，長者們收到禮物時都表現得非常高興。此活動充滿歡樂與和諧氛圍，改善了我們長者的福祉，亦一再提醒我們不忘傳統美德。

除為長者服務之外，我們亦給予兒童關懷。於二零一九年四月，我們與香港耀能協會共同舉辦義工活動「精靈山谷」。我們的義工們與十多位四至九歲有發展障礙的兒童到荃灣城門谷公園進行社區遊蹤遊戲，捕捉生活中的小精靈，渡過了愉快的時光。透過該活動，義工們可了解更多關於兒童的需要，並提高社會的關注。

新福港不惜成本培育義工文化。於報告期內，本集團向義工服務貢獻超過100,000港元的贊助或實物贊助。同時，我們的義工團隊對該等需要幫助人士奉獻超過600小時的義工服務時數。義務工作不僅對社區有貢獻，亦幫助我們的僱員發展及開發潛力和能力。

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8.2.2 Health

Health is the foundation for each and every success. The Group strives to promote healthy lifestyles and shows our support to the sick.

In the reporting period, we participated in various sports events to enable our employees to develop their interests and maintain a healthy work-life balance. We participated in different sports and health events, including the Standard Chartered Hong Kong Marathon 2019. We also organized events such as Sun Fook Kong Leagues Play for Health and Charity to raise fund for SAHK in order to help those in need.

To extend our concern for the sick, the Group also participated in the “Care for Your Heart Charity Walk 2019” in March 2019. 71 SFK staff members and their friends and relatives joined the event. The event not only raises funding for Care For Your Heart, but also provides an opportunity for those who benefit from cardiac rehabilitation to take the lead and participate in the walk with an aim to promote the message of “Caring for your heart”.

In the reporting period, the Group contributed over HK\$80,000 of sponsorship for the promotion of healthy lifestyles. At the same time, our staff members and their friends and relatives devoted more than 500 man-hours in activities relevant to healthy lifestyles.

8.2.2 健康

健康是每一項成功的基礎。本集團致力推崇健康生活方式並對病人表達我們的關懷。

於報告期內，我們亦參加了多項體育賽事，讓我們的員工可發展其興趣及保持健康的工作與生活平衡。我們參與不同的體育與健康活動，包括渣打香港馬拉松2019。我們亦舉辦了諸如新福港足球及籃球友誼賽等活動，為香港耀能協會籌款，以幫助有需要的人。

為向病人表達我們的關懷，本集團亦於二零一九年三月參加「關心您的心 — 同行萬步護心路2019」。71名新福港員工及其親朋參加了該項活動。是次步行籌款活動除了為「關心您的心」籌募服務經費外，同時藉著由心臟病復康者身體力行參與步行，向市民大眾推廣運動護心的訊息。

於報告期內，本集團贊助超過80,000港元以推廣健康的生活方式。同時，我們的員工及其親朋在與健康生活方式相關的活動中奉獻超過500工時。

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8.2.3 Environmental Protection

Environmental protection is a key aspect of sustainable development. We extend our effort beyond our projects and use every opportunity to convey messages of climate resilience and waste reduction to the community, especially on the environmental issues arising from our daily life.

Climate resilience and water security are two of the evolving ESG-linked themes globally. In view of this emerging trend, we participated in the 8th IWA-ASPIRE Conference and Exhibition, with a conference theme of “Smart Solutions for Water Resilience”. As one of the Diamond Sponsors and exhibitors, we shared experience in responding to climate change, exploring green technology and developing wastewater treatment solution, etc.

In partnership with the Environmental Protection Department, we participated in the Community Involvement Project on Municipal Solid Waste Charging to prepare our staff for the potential Municipal Solid Waste Charging and raise their awareness in waste minimization. In addition, joining hands with green groups such as Greeners Action, the Group participated in the Red Packet Recycle and Reuse Campaign 2019 hosted by Greeners Action and the Mooncake Box Recycling Campaign 2019 organized by Hopewell Centre to promote recycling and reusing valuable resources. In the reporting year, we were also awarded with “Wastewi\$e” Certificate by Environmental Campaign Committee in recognition of our effort in reducing waste generation.

In the reporting period, the Group contributed nearly HK\$100,000 of sponsorship for the promotion of environmental protection, and our staff members and their friends and relatives devoted more than 700 man-hours in activities relevant to environmental protection.

8.2.3 環保

環保是可持續發展的重點。我們在項目之外亦盡心盡力，把握每一個機會向社區傳達氣候抗禦能力及減少廢物的信息，尤其是在日常生活中所引起的環境問題。

氣候抗禦能力與水安全是全球不斷演變的環境、社會及管治相關主題中的兩個主題。鑒於此新興趨勢，我們參加了第8屆國際水協亞太地區會議及展覽，是次會議主題為「以智慧擴建穩健的水資源，以科技創造韌性的水環境」。作為鑽石贊助商及參展商之一，我們分享了應對氣候變化、探索綠色技術及開發廢水處理解決方案等方面的經驗。

我們與環境保護署合作，參與都市固體廢物收費—社區參與項目，讓我們的員工在為潛在的都市固體廢物收費做準備的同時增強對減少廢物的意識。此外，本集團與綠領行動等綠色團體合作，參與綠領行動主辦的二零一九年度利是封回收重用大行動及合和中心組織的二零一九年度月餅盒回收大行動，以促進回收和再利用寶貴資源。於報告年度，我們亦獲環境運動委員會授予「減廢」證書，以表彰我們在減少廢物產生方面所作出的努力。

於報告期內，本集團贊助近100,000港元以促進環保，而我們的員工及其親朋於與環保有關的活動中投入超過700個工時。

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CHAPTER 9 AWARDS AND RECOGNITION HIGHLIGHTS

第九章 獎項及嘉許摘要

Name of Awards or Achievement 獎項或成就名稱	Issuing Organisation 頒發機構	Award Receiving Date 得獎日期	Award Receiving Organisation 得獎機構
Wastewise Certificate — Basic level 減廢證書「基礎級別」	Environmental Campaign Committee 環境運動委員會	Jan 2019 二零一九年一月	Sun Fook Kong (Civil) Limited 新福港(土木)有限公司
First Runner-Up — Technical Services Department Contractors Safety Campaign 2018/19 工程部承辦商安全運動2018/19 — 亞軍	Airport Authority Hong Kong 香港機場管理局	Mar 2019 二零一九年三月	Sun Fook Kong Construction Limited 新福港營造有限公司
Construction Industry Safety Award Scheme 2018/19 — Safety Teams Category — Merit 建造業安全獎勵計劃2018/19 — 安全隊伍 — 優異獎	Labour Department 勞工處	Mar 2019 二零一九年三月	Sun Fook Kong Construction Limited 新福港營造有限公司
Care for Your Heart — Charitable Walking 2019 — the Best Team Formation Award 關心您的心 — 同心萬步護心路 — 慈善步行籌款2019 — 隊制最陣容鼎盛獎	Care for Your Heart 關心您的心	Mar 2019 二零一九年三月	Sun Fook Kong Construction Group 新福港建設集團
5 years+ Caring Company Logo 5 years+ 商界展關懷標誌	The Hong Kong Council of Social Service 香港社會服務聯會	Apr 2019 二零一九年四月	Sun Fook Kong Holdings Limited 新福港控股有限公司
Happiness at Work Promotional Scheme 2019 — Happy Company 開心工作間2019 — 開心企業	Promoting Happiness Index Foundation 香港提升快樂指數基金	May 2019 二零一九年五月	SFK Construction Holdings Limited 新福港建設集團有限公司
Safety Video Competition 2019- Repair, Maintenance, Alterations and Additions Works — Gold Award 安全短片比賽2019 — 維修、保養、改建及加建工作 — 金獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
Safety Video Competition 2019- Working at Height — Silver Award 安全短片比賽2019 — 高空工作 — 銀獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司

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Name of Awards or Achievement 獎項或成就名稱	Issuing Organisation 頒發機構	Award Receiving Date 得獎日期	Award Receiving Organisation 得獎機構
Safety Video Competition 2019 — Lifting and Plant Operation — Bronze Award 安全短片比賽2019 — 起重及機械操作 — 銅獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
Safety Video Competition 2019 — Lifting and Plant Operation — Merit 安全短片比賽2019 — 起重及機械操作 — 優異獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The Construction Industry Safety Award Scheme 2018/2019 — Building Sites (Public Sector) Silver Award 建造業安全獎勵計劃2018/2019 — 樓宇建造地盤(公營合約)銀獎	Labour Department 勞工處	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The Construction Industry Safety Award Scheme 2018/2019 — certificates of good performance 建造業安全獎勵計劃2018/2019 — 良好表現證書	Labour Department 勞工處	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The 25th Considerate Contractors Site Award Scheme — Outstanding Environmental Management & Performance Award 第二十五屆公德地盤嘉許計劃 — 傑出環境管理獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The 25th Considerate Contractors Site Award Scheme — Considerate Contractors Site Award — Non-Public Works — New Works — Group A — Merit Award 第二十五屆公德地盤嘉許計劃 — 公德地盤獎 — 非工務工程 — 新建工程 — A組中公德地盤獎 — 優異獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The 25th Considerate Contractors Site Award Scheme — Model Frontline Supervisor Award 第二十五屆公德地盤嘉許計劃 — 模範前線工地監工獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The 25th Considerate Contractors Site Award Scheme — Model Worker Award 第二十五屆公德地盤嘉許計劃 — 模範工友獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司

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The 25th Considerate Contractors Site Award Scheme – Model Subcontractor Frontline Supervisor Award 第二十五屆公德地盤嘉許計劃 – 模範分包商前線工地監工獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The 25th Considerate Contractors Site Award Scheme – Certificate of Good Performance in the Safety Teams category 第二十五屆公德地盤嘉許計劃 – 安全隊伍 – 優異獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
The 25th Considerate Contractors Site Award Scheme – Considerate Contractors Site Award – Public Works – RMAA Works – Silver Award 第二十五屆公德地盤嘉許計劃 – 公德地盤獎 – 工務工程 – 維修、保養、改建及加建工程 – 銀獎	Development Bureau and Construction Industry Council 發展局及建造業議會	Jun 2019 二零一九年六月	Sun Fook Kong (Civil) Limited 新福港(土木)有限公司
Construction Safety Day 2019 – Best Safety Enhancement Program for Working at Height – Bronze Award 建造業安全日2019 – 最佳高處工作安全改善計劃 – 銅獎	Occupational Safety & Health Council 職業安全健康局	Jun 2019 二零一九年六月	Sun Fook Kong Construction Limited 新福港營造有限公司
20th Construction Safety Forum and Award Presentation – Best Safety Enhancement Program for Working at Height – Bronze Award 第二十屆建造業安全分享會暨頒獎典禮 – 最佳高處工作安全改善計劃 – 銅獎	Occupational Safety and Health Council 職業安全健康局	Jul 2019 二零一九年七月	Sun Fook Kong Construction Limited 新福港營造有限公司
20th Construction Safety Forum and Award Presentation – Outstanding Power Operated Elevating Platform Worker in Occupational Safety and Health – Merit Award 第二十屆建造業安全分享會暨頒獎典禮 – 職安健模範動力操作升降台操作員 – 優異獎	Occupational Safety and Health Council 職業安全健康局	Jul 2019 二零一九年七月	Sun Fook Kong Construction Limited 新福港營造有限公司
2018–19 Good MPF Employer 2018–19 積金好僱主	Mandatory Provident Fund Schemes Authority 積金局	Aug 2019 二零一九年八月	SFK Construction Holdings Ltd 新福港建設集團有限公司

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Name of Awards or Achievement 獎項或成就名稱	Issuing Organisation 頒發機構	Award Receiving Date 得獎日期	Award Receiving Organisation 得獎機構
“Construction Industry Caring Organisation” logo 「建造業關愛機構」標誌	CISVP 建造業運動及義工計劃	Sep 2019 二零一九年九月	SFK Construction Holdings Ltd 新福港建設集團有限公司
Wastewise Certificate — Basic level 減廢證書「基礎級別」	Environmental Campaign Committee 環境運動委員會	Sep 2019 二零一九年九月	Sun Fook Kong Construction Limited 新福港營造有限公司
Community Involvement Project on Municipal Solid Waste Charging — Certificate of Appreciation 《都市固體廢物收費 — 社區參與項目》— 感謝狀	Environmental Protection Department 環境保護署	Oct 2019 二零一九年十月	SFK Construction Holdings Ltd 新福港建設集團有限公司
Employers Luncheon and Appreciation Ceremony 2018 — Hiring the Most Graduates — Outstanding Award 2018年度僱主嘉許典禮 — 聘用最多畢業生之承建商 — 卓越獎	Hong Kong Institute of Construction 香港建造學院	Oct 2019 二零一九年十月	Sun Fook Kong Construction Limited 新福港營造有限公司
HKQAA 30th Anniversary Recognition Program for Outstanding Organisations — Pioneering Organisation in System Management 香港品質保證局三十周年機構嘉許儀式 — 傑出機構 — 系統管理	Hong Kong Quality Assurance Agency 香港品質保證局	Oct 2019 二零一九年十月	Sun Fook Kong Construction Limited 新福港營造有限公司
Quality Public Housing Construction and Maintenance Awards 2019 — New Works Projects — Outstanding Contractor (Building) — Bronze Award 優質公共房屋建造及保養維修大獎2019 — 新工程項目 — 傑出承建商(建築) — 銅獎	Hong Kong Housing Authority 香港房屋委員會	Nov 2019 二零一九年十一月	Sun Fook Kong Construction Limited 新福港營造有限公司

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Name of Awards or Achievement 獎項或成就名稱	Issuing Organisation 頒發機構	Award Receiving Date 得獎日期	Award Receiving Organisation 得獎機構
Quality Public Housing Construction and Maintenance Awards 2019 – New Works Projects – Outstanding Contractor (innovative Use of BIM Technology) – Highly Commended 優質公共房屋建造及保養維修大獎2019 – 新工程項目 – 傑出承建商(建築信息模擬技術之創新使用) – 高度表揚	Hong Kong Housing Authority 香港房屋委員會	Nov 2019 二零一九年十一月	Sun Fook Kong Construction Limited 新福港營造有限公司
Quality Public Housing Construction and Maintenance Awards 2019 – New Works Projects – Best Site Safety – Safety Innovation 優質公共房屋建造及保養維修大獎2019 – 新工程項目 – 最佳工地安全 – 安全創意	Hong Kong Housing Authority 香港房屋委員會	Nov 2019 二零一九年十一月	Sun Fook Kong Construction Limited 新福港營造有限公司
Quality Public Housing Construction and Maintenance Awards 2019 – New Works Projects – Best Site Safety – Timely Report of Near Miss Incident (Building) 優質公共房屋建造及保養維修大獎2019 – 新工程項目 – 最佳工地安全 – 匯報閃失事故(建築)	Hong Kong Housing Authority 香港房屋委員會	Nov 2019 二零一九年十一月	Sun Fook Kong Construction Limited 新福港營造有限公司
Quality Public Housing Construction and Maintenance Awards 2019 – New Works Projects – Outstanding Worker Award 優質公共房屋建造及保養維修大獎2019 – 新工程項目 – 傑出工友獎	Hong Kong Housing Authority 香港房屋委員會	Nov 2019 二零一九年十一月	Mr. Yip Chi Ping of Sun Fook Kong Construction Limited 新福港營造有限公司的葉志平先生

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CHAPTER 10 LOOKING AHEAD

Foresight and flexibility are critical adaptive strategies for times of uncertainty. We are attentive of the latest development of the industry and the expectations from our stakeholders by actively engaging with our different stakeholders. With mutual understanding, we strive to create value for our stakeholders via prudent approach.

ESG has been increasingly valued by stakeholders. SFK will continue to integrate ESG into our governance structure and disclose more ESG-related information to enhance transparency in response to the latest requirements and trend. SFK will continue to make effort to explore novel and efficient technologies and methods to further advance our work quality while realizing our vision of sustainability. Our innovative adoption of BIM in the project management was praised by the market. The adoption of such a new technology further offers more opportunities to reduce uncertainty, improve safety, and facilitate just-in-time delivery system and pre-fabrication to minimise waste generation.

Transformation to a sustainable society is not automatic. Commitment, devotion and exertion are the necessary traits to achieve this goal; and it is our obligation to make the world a better place for our future generation.

第十章 展望

在不明朗時期，前瞻性及靈活性是關鍵的適應策略。通過積極與不同持份者溝通，我們關注行業的最新發展及持份者的期望。在相互理解的基礎上，我們努力通過謹慎的方法為持份者創造價值。

持份者日益重視環境、社會及管治。新福港將繼續讓環境、社會及管治融入我們的管治架構，並披露更多與環境、社會及管治相關的資料，以提高透明度，回應最新的規定及趨勢。新福港將繼續努力探索新穎高效的技術及方法，在實現我們可持續發展願景的同時進一步提高我們的工程質量。我們在項目管理中創新採用建築信息模擬受到市場好評，採用該新技術進一步減少不確定性、提高安全性及推動建立及時交付系統及預製件，以最大限度地減少廢物的產生提供更多機會。

向可持續社會轉型並非平白取得。實現這一目標需要承諾、奉獻及努力，而我們有責任為我們的後代創造一個更美好的世界。

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APPENDIX THE STOCK EXCHANGE ESG REPORTING GUIDE CONTENT INDEX TABLE

附錄 聯交所環境、社會及管治報告指引內容索引表

HKSE ESG Reporting Guide 聯交所環境、社會及管治報告指引	Description 描述	Chapter 章節
A. Environmental A. 環境		
Aspect A1: Emissions 層面A1：排放物		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste. 有關空氣及溫室氣體排放、向水及土地的排污、有害及無害廢棄物的產生等的：	Chapter 5.1 Emissions Control Management 5.1章排放控制管理
KPI A1.1 關鍵績效指標A1.1	The types of emissions and respective emissions data. 排放物種類及相關排放數據。	Chapter 5.1 Emissions Control Management 5.1章排放控制管理
KPI A1.2 關鍵績效指標A1.2	Greenhouse gas emissions in total (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 溫室氣體總排放量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	Chapter 5.1 Emissions Control Management 5.1章排放控制管理
KPI A1.3 關鍵績效指標A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 所產生有害廢棄物總量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	Chapter 5.1 Emissions Control Management 5.1章排放控制管理
KPI A1.4 關鍵績效指標A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility). 所產生無害廢棄物總量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	Chapter 5.1 Emissions Control Management 5.1章排放控制管理

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KPI A1.5 關鍵績效指標 A1.5	Description of measures to mitigate emissions and results achieved. 描述減低排放量的措施及所得成果。	Chapter 5.1 Emissions Control Management 5.1 章排放控制管理
KPI A1.6 關鍵績效指標 A1.6	Description of how hazardous and non-hazardous wastes are handled, reduction initiatives and results achieved. 描述處理有害及無害廢棄物的方法、減低產生量的措施及所得成果。	Chapter 5.1 Emissions Control Management 5.1 章排放控制管理
Aspect A2: Use of Resources 層面 A2：資源使用		
General Disclosure 一般披露	Policies on the efficient use of resources, including energy, water and other raw materials. 有效使用資源(包括能源、水及其他原材料)的政策。	Chapter 5.2 Effective Use of Resources 5.2 章善用資源
KPI A2.1 關鍵績效指標 A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility). 按類型劃分的直接及／或間接能源(如電、氣或油)總耗量(以千個千瓦時計算)及密度(如以每產量單位、每項設施計算)。	5.2 Effective Use of Resources 5.2 章善用資源
KPI A2.2 關鍵績效指標 A2.2	Water consumption in total and intensity (e.g. per unit of production volume, per facility). 總耗水量及密度(如以每產量單位、每項設施計算)。	5.2 Effective Use of Resources 5.2 章善用資源
KPI A2.3 關鍵績效指標 A2.3	Description of energy use efficiency initiatives and results achieved. 描述能源使用效益計劃及所得成果。	5.2 Effective Use of Resources 5.2 章善用資源
KPI A2.4 關鍵績效指標 A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency initiatives and results achieved. 描述求取適用水源上可有任何問題，以及提升用水效益計劃及所得成果。	5.2 Effective Use of Resources 5.2 章善用資源

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KPI A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced.	Not applicable Note: As the operation of the Group generally does not involve addition of packaging material to the finished products, this indicator is considered immaterial and is not reported in the report.
關鍵績效指標 A2.5	製成品所用包裝材料的總量(以噸計算)及(如適用)每生產單位佔量。	不適用 附註：由於本集團的運作並不涉及為成品增加包裝材料，故此指標被視為不重要且未於報告中呈報。
Aspect A3: The Environment and Natural Resources 層面 A3：環境及天然資源		
General Disclosure 一般披露	Policies on minimising the issuer's significant impact on the environment and natural resources. 減低發行人對環境及天然資源造成重大影響的政策。	5.3 The Environment and Natural Resources 5.3 環境及天然資源
KPI A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them.	5.3 The Environment and Natural Resources
關鍵績效指標 A3.1	描述業務活動對環境及天然資源的重大影響及已採取管理有關影響的行動。	5.3 環境及天然資源
B. Social B. 社會		
Employment and Labour Practices 僱傭及勞工常規		
Aspect B1: Employment 層面 B1：僱傭		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare. 有關： (a) 政策；及 (b) 遵守對發行人有重大影響的有關薪酬及解僱、招聘及晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利的相關法律及規例的資料。	6.1 Respect for Labour Rights 6.1 尊重勞動權益

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KPI B1.1	Total workforce by gender, employment type, age group and geographical region.	6.1 Respect for Labour Rights Note: As the operation of the Group is predominantly in Hong Kong and so is the employment workforce, the segregation by geographical region is considered immaterial and is not reported in the report.
關鍵績效指標 B1.1	按性別、僱傭類型、年齡組別及地區劃分的僱員總數。	6.1 尊重勞動權益 附註：由於本集團的營運及僱傭的勞動力主要集中於香港，故而按地區劃分的分類被視為不重要且未於報告中呈報。
KPI B1.2	Employee turnover rate by gender, age group and geographical region.	6.1 Respect for Labour Rights Note: As the operation of the Group is predominantly in Hong Kong and so is the employment workforce, the segregation by geographical region is considered immaterial and is not reported in the report.
關鍵績效指標 B1.2	按性別、年齡組別及地區劃分的僱員流失比率。	6.1 尊重勞動權益 附註：由於本集團的營運及僱傭的勞動力主要集中於香港，故而按地區劃分的分類被視為不重要且未於報告中呈報。
Aspect B2: Health and Safety 層面 B2：健康與安全		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards 有關提供安全工作環境及保障僱員避免職業性危害的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	6.2 Safety and Health 6.2 安全及健康

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KPI B2.1 關鍵績效指標 B2.1	Number and rate of work-related fatalities. 因工作關係而死亡的人數及比率。	6.2 Safety and Health 6.2 安全及健康
KPI B2.2 關鍵績效指標 B2.2	Lost days due to work injury. 因工傷損失工作日數。	6.2 Safety and Health 6.2 安全及健康
KPI B2.3 關鍵績效指標 B2.3	Description of occupational health and safety measures adopted, how they are implemented and monitored. 描述所採納的職業健康及安全措施，以及相關執行及監察方法。	6.2 Safety and Health 6.2 安全及健康
Aspect B3: Developing and Training 層面 B3：發展及培訓		
General Disclosure 一般披露	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. 有關提升僱員履行工作職責的知識及技能的政策。描述培訓活動。	6.3 Education, Training and Career Development 6.3 教育、培訓及職業發展
KPI B3.1 關鍵績效指標 B3.1	The percentage of employees trained by gender and employee category (e.g. senior management, middle management). 按性別及僱員類別(如高級管理層、中級管理層等)劃分的受訓僱員百分比。	6.3 Education, Training and Career Development 6.3 教育、培訓及職業發展
KPI B3.2 關鍵績效指標 B3.2	The average training hours completed per employee by gender and employee category. 按性別及僱員類別劃分，每名僱員完成受訓的平均時數。	6.3 Education, Training and Career Development 6.3 教育、培訓及職業發展
Aspect B4: Labour Standards 層面 B4：勞工準則		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour. 有關防止童工或強制勞工的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	6.1 Respect for Labour Rights 6.1 尊重勞動權益

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KPI B4.1 關鍵績效指標 B4.1	Description of measures to review employment practices to avoid child and forced labour. 描述檢討招聘慣例的措施以避免童工及強制勞工。	6.1 Respect for Labour Rights 6.1 尊重勞動權益
KPI B4.2 關鍵績效指標 B4.2	Description of steps taken to eliminate such practices when discovered. 描述在發現違規情況時消除有關情況所採取的步驟。	No violation was reported 沒有違規的報告
Operating Practices 營運慣例		
Aspect B5: Supply Chain Management 層面 B5：供應鏈管理		
General Disclosure 一般披露	Policies on managing environmental and social risks of the supply chain. 管理供應鏈的環境及社會風險政策。	7.2 Supply Chain Management 7.2 供應鏈管理
KPI B5.1 關鍵績效指標 B5.1	Number of suppliers by geographical region. 按地區劃分的供應商數目。	7.2 Supply Chain Management 7.2 供應鏈管理
KPI B5.2 關鍵績效指標 B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, how they are implemented and monitored. 描述有關聘用供應商的慣例，向其執行有關慣例的供應商數目、以及有關慣例的執行及監察方法。	7.2 Supply Chain Management 7.2 供應鏈管理
Aspect B6: Product Responsibility 層面 B6：產品責任		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress. 有關所提供產品和服務的健康與安全、廣告、標籤及私隱事宜以及補救方法的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	7.1 Quality and Compliance Management 7.1 質量與合規管理

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KPI B6.1 關鍵績效指標 B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons. 已售或已運送產品總數中因安全與健康原因而須回收的百分比。	7.1 Quality and Compliance Management 7.1 質量與合規管理
KPI B6.2 關鍵績效指標 B6.2	Number of products and service related complaints received and how they are dealt with. 接獲關於產品及服務的投訴數目以及應對方法。	7.1 Quality and Compliance Management 7.1 質量與合規管理
KPI B6.3 關鍵績效指標 B6.3	Description of practices relating to observing and protecting intellectual property rights. 描述與維護及保障知識產權有關的慣例。	7.1 Quality and Compliance Management 7.1 質量與合規管理
KPI B6.4 關鍵績效指標 B6.4	Description of quality assurance process and recall procedures. 描述質量檢定過程及產品回收程序。	7.1 Quality and Compliance Management 7.1 質量與合規管理
KPI B6.5 關鍵績效指標 B6.5	Description of consumer data protection and privacy policies, how they are implemented and monitored. 描述消費者資料保障及私隱政策，以及相關執行及監察方法。	7.1 Quality and Compliance Management 7.1 質量與合規管理
Aspect B7: Anti-corruption 層面 B7：反貪污		
General Disclosure 一般披露	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering. 有關防止賄賂、勒索、欺詐及洗黑錢的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	7.3 Moral Integrity and Anti-corruption 7.3 道德誠信與反貪腐

ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

環境、社會及管治報告

HKSE ESG Reporting Guide 聯交所環境、社會及管治報告指引	Description 描述	Chapter 章節
KPI B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases.	7.3 Moral Integrity and Anti-corruption
關鍵績效指標 B7.1	於匯報期內對發行人或其僱員提出並已審結的貪污訴訟案件的數目及訴訟結果。	7.3 道德誠信與反貪腐
KPI B7.2	Description of preventive measures and whistle-blowing procedures, how they are implemented and monitored.	7.3 Moral Integrity and Anti-corruption
關鍵績效指標 B7.2	描述防範措施及舉報程序，以及相關執行及監察方法。	7.3 道德誠信與反貪腐
Community 社區		
Aspect B8: Community Investment 層面 B8：社區投資		
General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	8 Community Participation
一般披露	有關以社區參與來了解營運所在社區需要和確保其業務活動會考慮社區利益的政策。	8 社區參與
KPI B8.1	Focus areas of contribution (e.g. education, environmental concerns, labour needs, health, culture, sport).	8 Community Participation
關鍵績效指標 B8.1	專注貢獻範疇(如教育、環境事宜、勞工需求、健康、文化、體育)。	8 社區參與
KBI B8.2	Resources contributed (e.g. money or time) to the focus area.	8 Community Participation
關鍵績效指標 B8.2	在專注範疇所動用資源(如金錢或時間)。	8 社區參與

CORPORATE GOVERNANCE REPORT

企業管治報告

CORPORATE GOVERNANCE PRACTICES

The Board recognises that corporate governance practices are crucial to the smooth, effective and transparent operation of a company and its ability to attract investment, protect the rights of shareholders and stakeholders, and enhance shareholder value. The Company is committed to achieving and maintaining a high standard of corporate governance and leading the Group to attain better results and improve its corporate image with effective corporate governance procedures.

The Company has adopted the code provisions set out in the Corporate Governance Code (the “CG Code”) under Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”). The Board is of the opinion that the Company has complied with all the code provisions, except for the deviation from provision A.2.1 and C.2.5 of the CG Code during the Year.

According to provision A.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. The Company does not have a chief executive officer and such role has been assumed by the managing director of the Company. Mr. Chan Ki Chun is the chairman and the managing director of the Company. In the view that Mr. Chan has been assuming day-to-day responsibilities in operating and managing the Group since 1999, the Board believes that it is in the best interest of the Group to have Mr. Chan taking up both roles for effective management and business development. Therefore, the Board considers that the deviation from provision A.2.1 of the CG Code is appropriate in such circumstances.

According to code provision C.2.5 of the CG Code, the Company should have an internal audit function. The Company does not establish a standalone internal audit department, however, the Board has put in place adequate measures to perform the internal audit function in relation to different aspects of the Group. In 2019, the Company appointed an external internal control adviser to perform periodic review of our internal control system to evaluate the effectiveness and formulate plans and recommendations for improvement of our internal control measures and policies. It is intended to review the effectiveness of the Group’s material internal controls so as to provide assurance that key internal control measures are carried out appropriately and are functioning as intended.

Notwithstanding the above, the Board is of the view that this management structure is effective for the Group’s operations and sufficient checks and balances are in place. The Board will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with regulatory requirements and to meet the growing expectations of the shareholders of the Company (the “Shareholders”) and investors.

企業管治常規

董事會深明公司能平穩、有效及透明地運作，招商引資，維護股東與持有人的權利並提升股東價值，企業管治常規的作用至關重要。本公司致力達成並保持高標準的企業管治，透過有效的企業管治程序引領本集團再創佳績，提高企業形象。

本公司已採納聯交所證券上市規則(「上市規則」)附錄十四的企業管治守則(「企業管治守則」)所載守則條文。董事認為，於年內，除偏離企業管治守則第A.2.1條及C.2.5條外，本公司均已遵守所有守則條文。

根據企業管治守則第A.2.1條，主席與行政總裁的角色應有區分，不應由一人同時兼任。本公司並無設有行政總裁，該角色一直由本公司董事總經理兼任。陳麒淳先生為本公司主席兼董事總經理。鑑於陳先生自一九九九年以來一直承擔本集團日常經營管理的職責，董事會相信陳先生兼任兩職可實現有效管理及業務發展，符合本集團的最佳利益。因此，董事認為在該情況下偏離企業管治守則第A.2.1條屬適當。

根據企業管治守則條文第C.2.5條，本公司應擁有內部審核職能部門。本公司並無設立獨立內部審核部門，然而，董事會已實施適當措施，履行與本集團不同層面相關的內部審核職能。於二零一九年，本公司已委任外聘內部控制顧問定期檢討內部控制系統，評估內部控制系統的成效以及制定規劃及建議，務求改善內部控制措施及政策。我們擬檢討本集團重要內部控制的成效，以保證主要內部控制措施妥善執行及發揮擬定作用。

儘管如此，董事會認為此管理架構對本集團的業務營運屬有效，並能形成充分的權力制衡。董事會會持續檢討本身的企業管治常規，以提高企業管治標準，遵守監管規定及滿足本公司股東(「股東」)與投資者日益提高的期望。

CORPORATE GOVERNANCE FUNCTIONS

The Board is responsible for performing the corporate governance duties as set out in the provision D.3.1 of the CG Code, which include (a) to develop and review the Company's policies and practices on corporate governance; (b) to review and monitor the training and continuous professional development of the Directors and senior management of the Group; (c) to review and monitor the Company's policies and practices on compliance with legal and regulatory requirements; (d) to develop, review and monitor the code of conduct and compliance manual (if any) applicable to the employees of the Group and the Directors; and (e) to review the Company's compliance with the CG Code and relevant disclosures in the corporate governance report as set out in the annual report of the Company.

The Board is performing the abovementioned corporate governance functions throughout the Year.

THE BOARD

The Board is committed to providing effective and responsible leadership for the Company. The Directors, individually and collectively, must act in good faith in the best interests of the Company and the Shareholders. The Board has established three Board committees (the "Board Committees"), being the audit committee (the "Audit Committee"), the nomination committee (the "Nomination Committee") and the remuneration committee (the "Remuneration Committee"), to oversee different areas of the Company's affairs.

Board composition

The Board currently consists of seven Directors, comprising four executive Directors, and three independent non-executive Directors (the "INED(s)"). As at the date of this report, the Board comprises the following Directors:

Executive Directors

Mr. CHAN Ki Chun (*Chairman and Managing Director*)
Mr. CHAN Chor Tung
Mr. YUNG Kim Man
Mr. YEUNG Cho Yin, William

INEDs

Mr. LAM Leung Tsun
Mr. JIM Fun Kwong, Frederick
Mr. CHAN Kim Hung, Simon

企業管治職責

董事會負責履行企業管治守則第D.3.1條所載企業管治職責，包括(a)制定及檢討本公司企業管治的政策及常規；(b)檢討及監督本集團董事及高級管理人員的培訓與持續專業發展；(c)檢討及監督本公司的政策及常規是否符合法律及監管規定；(d)制定、檢討及監督適用於本集團僱員及董事的行為守則與合規指引手冊(如有)；及(e)檢討本公司有否遵守企業管治守則及於本公司年報所載企業管治報告的相關披露。

董事會於整個年內履行上述企業管治職責。

董事會

董事會致力有效盡責地領導本公司發展。董事須單獨並一致真誠為本公司與股東的最佳利益行事。董事會成立三個董事委員會(「董事委員會」)，由其監督本公司各方面事務，分別為審核委員會(「審核委員會」)、提名委員會(「提名委員會」)及薪酬委員會(「薪酬委員會」)。

董事會組成

董事會現由七名董事組成，包括四名執行董事及三名獨立非執行董事(「獨立非執行董事」)。於本報告日期，董事會由以下董事組成：

執行董事

陳麒淳先生(主席兼董事總經理)
陳楚東先生
容劍文先生
楊楚賢先生

獨立非執行董事

林良俊先生
詹勳光先生
陳劍雄先生

CORPORATE GOVERNANCE REPORT

企業管治報告

The composition of the Board reflects the necessary balance of skills and experience desirable for effective leadership of the Company and independence in decision making. The biographies of the Directors (and their relationships, if any) are set out in the “Biographical Details of Directors and Senior Management” section of this annual report, which demonstrates a diversity of skills, expertise, experience and qualifications. Save as disclosed therein, there are no financial, business, family or other material or relevant relationships among the members of the Board.

Each of the executive Directors has entered into service agreement with the Company for a further fixed term of three years with effect from 10 December 2018, unless terminated by the respective Director or the Company in accordance with the terms of the service agreement. Under the code provision A.4.1 of the CG Code, the INEDs should be appointed for a specific term. Each of the INEDs has entered into a letter of appointment with the Company which shall last for a period of three years with effect from 10 December 2018, subject to early termination by the INED or the Company in accordance with the terms of the letter of appointment.

Throughout the Year, the Board has at all times met the requirements of Rules 3.10(1) and (2) of the Listing Rules relating to the appointment of at least three INEDs with at least one INED possessing appropriate professional qualifications, or accounting or related financial management expertise.

The three INEDs represent more than one-third of the Board, the proportion of which is higher than what is required by Rule 3.10A of the Listing Rules whereby INEDs of a listed issuer must represent at least one-third of the board. The Board believes there is sufficient independence element in the Board to safeguard the interest of the Shareholders.

Independence of the INEDs

The role of the INEDs is to provide independent and objective opinions to the Board, giving adequate control and balances for the Group to protect the overall interests of the Shareholders and the Group. They serve actively on the Board and Board Committees to provide their independent and objective views. All the INEDs are free from any business or other relationships with the Company.

The Company has received written annual confirmation of independence from each INED in accordance with Rule 3.13 of the Listing Rules. The Company has assessed their independence and concluded that all the INEDs are independent within the meaning of the Listing Rules.

董事會組成反映有效領導本公司及獨立決策需要均衡的技能及經驗。董事履歷(及彼等的關係,如有)載於本年報「董事及高級管理層履歷」一節,闡明各種技能、專長、經驗及資格。除該節所披露者外,董事會成員之間概無財務、業務、家屬或其他重大或相關關係。

各執行董事已與本公司訂立服務協議,自二零一八年十二月十日起再續固定任期三年,除非有關董事或本公司根據服務協議條款予以終止。根據企業管治守則之守則條文第A.4.1條,獨立非執行董事之委任應有具體任期。各獨立非執行董事與本公司訂立委任函,自二零一八年十二月十日起有效期三年,但獨立非執行董事或本公司可根據委任函條款提前終止。

於整個年內,董事會一直遵守上市規則第3.10(1)條及(2)條,已委任至少三名獨立非執行董事,其中至少一名獨立非執行董事擁有適當的專業資格或會計或相關財務管理專長。

三名獨立非執行董事代表超過三分之一董事會席位,比例高於上市規則第3.10A條的規定,即上市發行人的獨立非執行董事須代表至少三分之一董事會席位。董事會相信,董事會充分獨立,可保障股東利益。

獨立非執行董事的獨立性

獨立非執行董事的職責是向董事會提供獨立客觀的意見,適當約束及制衡本集團,保護股東及本集團的整體利益。彼等積極配合董事會及董事委員會,提供獨立客觀的意見。全體獨立非執行董事不參與任何業務或概無與本公司存在其他關係。

本公司已接獲各獨立非執行董事根據上市規則第3.13條發出的年度獨立性確認函。本公司評估彼等的獨立性後,認為全體獨立非執行董事符合上市規則規定之獨立性。

Board Diversity Policy

Pursuant to the CG Code, the Board has adopted a board diversity policy. The Company recognises and embraces the benefits of diversity of the Board members. While all Board appointments will continue to be made on a merit basis, the Company will ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the needs of the Company's business. The nominations were made in accordance with the nomination policy of the Group and selection of candidates will be based on a range of objective criteria with due regard for the benefit of diversity of the Board including, but not limited to, gender, age, cultural and educational background, experience (professional or otherwise), skills and knowledge.

Functions of the Board and Management

The Board is primarily responsible for establishing the overall strategies of the Group, setting objectives and business development plans, assuming responsibility of corporate governance and monitoring the performance of senior management.

The management, under the leadership of the managing director of the Company, is responsible for implementing the strategies and plans established by the Board and reporting on the Group's operations to the Board on a regular basis to ensure effective performance of the Board's responsibilities.

All the Directors have separate and independent access to the Group's senior management to fulfill their duties. Independent professional advice can be sought to assist the relevant Directors to discharge their duties at the Group's expense upon their request. In accordance with code provision C.1.2 of the CG Code, all the Directors have been provided with monthly updates on the Group's performance and financial position to enable the Board as a whole and each Director to discharge their duties.

Continuing Professional Development

In compliance with code provision A.6.5 of the CG Code, training, briefing and updates on the latest development of the Listing Rules in connection with the environmental, social and governance reporting, internal control and risk management and other applicable regulatory requirements have been provided to each Director during the Year to ensure compliance and enhance their awareness of good corporate governance practices. All the Directors have participated in continuous professional development to develop and refresh their knowledge and skills in these respects, and have submitted their training records to the Company. Continuing briefings and professional development for the Directors will be arranged whenever necessary.

董事會成員多元化政策

根據企業管治守則，董事會已採納董事會成員多元化政策。本公司認可並相信董事會成員多元化的裨益。所有董事會成員會繼續按長處委任，同時本公司確保董事會成員兼備與本公司業務所需的相關技能、經驗與多元想法。有關提名乃根據本集團《提名政策》作出，選擇候選人時將基於一系列客觀標準，包括但不限於性別、年齡、文化及教育背景、經驗（專業或其他經驗）、技能及學識，並適當考慮董事會多元化利益而作出。

董事會及管理層的職能

董事會主要負責制定本集團整體策略，釐定目標及業務發展計劃，負責企業管治及監督高級管理層表現。

在本公司董事總經理的領導下，管理層負責執行董事會制定的策略及計劃，並就本集團的經營狀況定期向董事會報告，確保董事會職責得以有效履行。

全體董事可個別及獨立地諮詢本集團的高級管理層以便其履行職責。相關董事應能經發出要求獲得獨立專業意見助其履行職責，費用由本集團承擔。根據企業管治守則之守則條文第C.1.2條，全體董事均獲提供本集團每月最新業績及財務狀況資料，以便董事會及各董事履行職責。

持續專業發展

我們已遵守企業管治守則之守則條文第A.6.5條，於年內就上市規則所載有關環境、社會與政府報告、內部控制與風險管理及其他相關監管規定的最新發展對每名董事進行培訓、簡報及提供最新資訊，確保彼等遵守及更加重視良好的企業管治常規。全體董事均參加持續專業發展培訓，對上述領域的知識及技能溫故知新，並已向本公司提交培訓記錄。我們會於必要時為董事安排後續簡報及專業發展培訓。

CORPORATE GOVERNANCE REPORT

企業管治報告

The individual training record of each Director during the Year is summarised below: 年內，各董事接受的個人培訓記錄概述如下：

Name of Director	董事姓名	Attending training course(s)/ reading materials	參與培訓課程／閱讀資料
Executive Directors	執行董事		
Mr. CHAN Ki Chun	陳麒淳先生		√
Mr. CHAN Chor Tung	陳楚東先生		√
Mr. YUNG Kim Man	容劍文先生		√
Mr. YEUNG Cho Yin, William	楊楚賢先生		√
INEDs	獨立非執行董事		
Mr. LAM Leung Tsun	林良俊先生		√
Mr. JIM Fun Kwong, Frederick	詹勳光先生		√
Mr. CHAN Kim Hung, Simon	陳劍雄先生		√

Board attendance

Code provision A.1.1 of the CG Code prescribes that at least 4 regular Board meetings should be held in each year at approximately quarterly intervals with active participation of a majority of the Directors, either in person or through other electronic means of communication. Accordingly, the Board will schedule to have at least four regular meetings in a year. Other board meetings will be held if necessary.

During the Year, a total of 5 Board meetings and one annual general meeting (the “2019 AGM”) of the Company were held and the attendance records of the respective Directors at the Board meetings and the 2019 AGM are set out below:

董事會出席情況

企業管治守則之守則條文第A.1.1條規定，每年應大致按季度間隔至少召開四次定期董事會會議，大多數董事不論親身或透過其他電子通訊方式均應積極與會。因此，董事會將安排每年至少召開四次定期會議。如有必要，另行召開其他董事會會議。

年內，本公司總共舉行了五次董事會會議及一次股東週年大會（「二零一九年股東週年大會」），有關董事出席董事會會議及二零一九年股東週年大會的記錄載列如下：

Name of Director	董事姓名	Attendance/Number of meetings during the Year	
		Board Meetings	the 2019 AGM
		年內出席次數／召開會議次數	二零一九年 股東週年大會
Executive Directors	執行董事		
Mr. CHAN Ki Chun	陳麒淳先生	5/5	1/1
Mr. CHAN Chor Tung	陳楚東先生	5/5	1/1
Mr. YUNG Kim Man	容劍文先生	5/5	1/1
Mr. YEUNG Cho Yin, William	楊楚賢先生	5/5	1/1
INEDs	獨立非執行董事		
Mr. LAM Leung Tsun	林良俊先生	4/5	1/1
Mr. JIM Fun Kwong, Frederick	詹勳光先生	5/5	1/1
Mr. CHAN Kim Hung, Simon	陳劍雄先生	5/5	1/1

DIRECTORS' AND OFFICERS' LIABILITIES

The Company has arranged appropriate insurance coverage on the directors' and officers' liabilities in respect of any legal actions that may be taken against the Directors and senior management arising out of corporate activities. The insurance coverage is reviewed on an annual basis by the Company.

BOARD COMMITTEES

The Board has established three Board Committees to oversee specific aspects of the Group's affairs and assist the Board in the execution of its responsibilities. Each of these committees has specific written terms of reference which clearly outline the committee's authority and duties, and which require the committee to report its decisions or recommendations to the Board. All Board Committees are provided with sufficient resources to discharge their duties, including access to management or professional advice if considered necessary.

Audit Committee

The Company has established the Audit Committee on 19 November 2015 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and code provision C.3 of the CG Code. The Audit Committee consists of three INEDs, namely Mr. Jim Fun Kwong, Frederick, Mr. Lam Leung Tsun and Mr. Chan Kim Hung, Simon. Mr. Jim Fun Kwong, Frederick has been appointed as the chairman of the Audit Committee, and is the INED with the appropriate professional qualifications.

The primary duties of the Audit Committee are, among other things, to assist the Board by providing an independent view of the effectiveness of the financial reporting process, risk management and internal control systems of the Group, to monitor relationship with external auditor of the Group, to review the Group's financial information, to oversee the audit process and to perform other duties and responsibilities as assigned by the Board.

董事及管理層的責任

本公司就任何因公司活動可能引致對董事及高級管理層發起的法律訴訟購買適當的董事及管理層責任保險。本公司每年檢討保險責任範圍。

董事委員會

董事會成立三個董事委員會監督本集團的具體事務及協助董事會履行其責任。各委員會設有各自的書面職權範圍，清楚列明委員會的權力及職責，並要求委員會向董事會匯報其決策或提議。所有董事委員會均可獲提供充足資源以便履行職責，包括於必要時諮詢管理層或獲得專業意見。

審核委員會

本公司於二零一五年十一月十九日成立審核委員會，並根據上市規則第3.21條及企業管治守則之守則條文第C.3條訂立書面職權範圍。審核委員會由三名獨立非執行董事組成，分別為詹勳光先生、林良俊先生及陳劍雄先生。詹勳光先生獲委任為審核委員會主席，為具有適當專業資格的獨立非執行董事。

審核委員會的主要職責為(其中包括)藉以提供有關本集團財務申報程序、風險管理及內部控制體系是否有效的獨立意見協助董事會以及監督本集團與外部核數師的關係，檢討本集團的財務資料，監察審核程序以及履行董事會指派的其他職責及責任。

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The members of the Audit Committee should meet at least twice a year. During the Year, the Audit Committee has held 3 meetings, during which the Audit Committee has, inter alia, reviewed the continuing connected transaction of the Group; the external auditor's statutory audit scope for 2019 and their independence; the consolidated financial statements of the Group for the year ended 31 December 2018 and for the 6 months ended 30 June 2019, including the accounting principles and practices adopted by the Group, as well as the risk management and internal control systems of the Group. The attendance records of the respective members of the Audit Committee at its meetings are set out below:

審核委員會成員應每年至少開會兩次。年內，審核委員會已召開三次會議，主要檢討本集團的持續關連交易；外聘核數師的二零一九年法定審核範圍以及彼等獨立性；本集團於截至二零一八年十二月三十一日止年度及截至二零一九年六月三十日止六個月的綜合財務報表，包括本集團採納的會計準則與慣例，以及本集團風險管理與內部控制體系。有關審核委員會成員出席會議的記錄載列如下：

	Attendance/Number of meetings during the Year 年內出席次數／召開會議次數
Mr. JIM Fun Kwong, Frederick (<i>Chairman</i>) 詹勳光先生(主席)	3/3
Mr. LAM Leung Tsun 林良俊先生	2/3
Mr. CHAN Kim Hung, Simon 陳劍雄先生	3/3

Remuneration Committee

The Company has established the Remuneration Committee on 19 November 2015 with written terms of reference in compliance with Rule 3.25 of the Listing Rules and code provision B.1 of the CG Code. The Remuneration Committee comprises two INEDs, namely Mr. Chan Kim Hung, Simon and Mr. Jim Fun Kwong, Frederick and one executive director, namely Mr. Yeung Cho Yin, William. Mr. Chan Kim Hung, Simon has been appointed as the chairman of the Remuneration Committee.

薪酬委員會

本公司於二零一五年十一月十九日成立薪酬委員會，並根據上市規則第3.25條及企業管治守則第B.1條訂立書面職權範圍。薪酬委員會由兩名獨立非執行董事陳劍雄先生及詹勳光先生及一名執行董事楊楚賢先生組成。陳劍雄先生獲委任為薪酬委員會主席。

The primary duties of the Remuneration Committee are, among other things, to establish and review the policy and structure of the remuneration for the Directors and senior management and make recommendations on remuneration packages of Directors and senior management. Details of the remuneration paid to the Directors and the five highest paid employees are set out in notes 8 and 9, respectively, to the consolidated financial statements in this annual report.

薪酬委員會的主要職責為(其中包括)制定並檢討董事及高級管理層的薪酬政策及架構，並就董事及高級管理層的薪酬待遇提出建議。董事及五名最高薪人士的薪酬詳情分別載於本年報綜合財務報表附註8及9。

Details of the remuneration of the members of the senior management by band for the Year are set out below:

年內高級管理層成員的薪酬範圍詳情載列如下：

Remuneration band (HK\$'000)	薪酬範圍(千港元)	Number of individual 人數
0-1,000	0至1,000	2
1,000-2,000	1,000至2,000	7

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The members of the Remuneration Committee should meet at least once a year. During the Year, the Remuneration Committee held 1 meeting, for, inter alia, reviewing the remuneration packages for individual Directors and senior management and making recommendations to the Board. The attendance records of the respective members of the Remuneration Committee at its meetings are set out below:

薪酬委員會成員應每年至少開會一次。年內，薪酬委員會已召開一次會議，主要檢討個別董事與高級管理層的薪酬待遇，向董事會提出建議。有關成員出席薪酬委員會會議的記錄載列如下：

Attendance/Number of meetings during the Year 年內出席次數／召開會議次數

Mr. CHAN Kim Hung, Simon (<i>Chairman</i>) 陳劍雄先生(主席)	1/1
Mr. JIM Fun Kwong, Frederick 詹勳光先生	1/1
Mr. YEUNG Cho Yin, William 楊楚賢先生	1/1

Nomination Committee

The Company has established the Nomination Committee on 19 November 2015 with written terms of reference in compliance with code provision A.5 of the CG Code. The Nomination Committee consists of one executive director, namely Mr. Chan Ki Chun and two INEDs, namely Mr. Lam Leung Tsun and Mr. Chan Kim Hung, Simon. Mr. Chan Ki Chun has been appointed as the chairman of the Nomination Committee.

提名委員會

本公司於二零一五年十一月十九日成立提名委員會，並根據企業管治守則第A.5條訂立書面職權範圍。提名委員會由一名執行董事陳麒淳先生及兩名獨立非執行董事林良俊先生及陳劍雄先生組成。陳麒淳先生獲委任為提名委員會主席。

The primary duties of the Nomination Committee are, among other things, to review the structure, size and composition (including the skills, knowledge, experience and diversity of perspectives) of the Board at least annually and to make recommendations to the Board on the appointment or re-appointment of the Directors and succession planning for the Directors, and to assess the independence of the INEDs.

提名委員會的主要職責為(其中包括)至少每年檢討董事會的架構、規模與組成(包括技能、知識、經驗及多元化方面)及就委任或重新委任董事及董事繼任計劃向董事會提出建議，及評估獨立非執行董事的獨立性。

The members of the Nomination Committee can call for a meeting anytime when it is necessary. During the Year, the Nomination Committee held 1 meeting and has, inter alia, reviewed the structure, size and composition of the Board and assessed the independence of the INEDs. The attendance records of the respective members of the Nomination Committee at its meetings are set out below:

提名委員會成員可於必要時隨時召開會議。年內，提名委員會已召開一次會議，主要檢討董事會的架構、規模與組成及評估獨立非執行董事的獨立性。有關成員出席提名委員會會議的記錄載列如下：

Attendance/Number of meetings during the Year 年內出席次數／召開會議次數

Mr. CHAN Ki Chun (<i>Chairman</i>) 陳麒淳先生(主席)	1/1
Mr. LAM Leung Tsun 林良俊先生	1/1
Mr. CHAN Kim Hung, Simon 陳劍雄先生	1/1

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Nomination Criteria

In evaluating and selecting any candidate for the directorship, a number of criteria should be considered, including:

- skills, knowledge, experience and professional expertise which are relevant to the operations of the Group;
- diversity aspects under the board diversity policy of the Group;
- willingness and ability to devote adequate time to discharge duties as a member of the Board and/or Board committee(s) of the Company;
- character and integrity;
- for INEDs, whether the candidate would be considered independent with reference to the independence guidelines set out in the Listing Rules; and
- any potential contributions that the candidate can bring to the Board.

Nomination Procedures

The Company has put in place the following director nomination procedures:

Appointment of director

- (i) If the Nomination Committee determines that an additional or replacement director is required, the Committee may take such measures that it considers appropriate in connection with its identification and evaluation of a candidate, including internal promotion, referral from directors, shareholders, management, advisors of the Company and external executive search firms.
- (ii) The Nomination Committee may propose to the Board a candidate recommended or offered for nomination by a shareholder of the Company as a nominee for election to the Board and the appointment or re-appointment of directors and succession planning for directors is subject to the approval of the Board.

提名標準

於評估及挑選任何董事人選時應考慮以下若干標準包括：

- 與本集團經營有關的技能、知識、經驗及專業知識；
- 本集團董事會多元化政策下的多元化方面；
- 投入足夠時間履行董事會及／或本公司董事委員會成員的職務的意向及能力；
- 性格及誠信；
- 就獨立非執行董事而言，參照上市規則所載的獨立指引，候選人是否被視為獨立；及
- 候選人可為董事會帶來的任何潛在貢獻。

提名程序

本公司已實施以下董事提名程序：

委任董事

- (i) 倘提名委員會釐定所需新增或替代董事，委員會可就釐定及評估候選人採取其認為適當的措施，包括內部晉升以及來自董事、股東、管理層、公司顧問及外部獵頭公司的推薦。
- (ii) 提名委員會可向董事會建議由本公司股東推薦或提呈提名的候選人，作為董事會選任的被提名人，董事的委任或重選委任，以及董事的繼任計劃須經董事會批准。

- (iii) On making recommendation, the Nomination Committee may submit the candidate's personal profile and a proposal to the Board for consideration. In order to be a valid proposal, the proposal must clearly indicate the nominating intention and the candidate's consent to be nominated and the personal profile must incorporate and/or be accompanied by the full particulars of the candidate that are required to be disclosed under the Listing Rules, including the information and/or confirmation required under Rule 13.51(2) of the Listing Rules. If the candidate is proposed to be appointed as an INED, his or her independence shall be assessed in accordance with the factors set out in Rule 3.13 of the Listing Rules, subject to any amendments as may be made by the Stock Exchange from time to time.
- (iv) The Board shall observe the Board Diversity Policy and shall, subject to merit and suitability, continue in its endeavours to introduce more diversity into the Board, taking into account professional experience and qualifications, gender, age, cultural and educational background, and any other factors that the Board might consider relevant and applicable from time to time towards achieving board diversity.
- (iii) 提名委員會於作出推薦時，可將候選人的個人簡介及提案交予董事會以供考慮。為使提案有效，提案必須明確指出提名意向及候選人同意被提名，個人簡介必須包括及／或附有根據上市規則要求披露候選人的全部詳情，包括根據上市規則第13.51(2)條所規定的資料及／或確認。倘建議候選人獲委任為獨立非執行董事，則其獨立性須根據上市規則第3.13條所載因素進行評估，惟聯交所可能不時作出任何修訂。
- (iv) 董事會須遵守董事會多元化政策，並在可取及適用的情況下，繼續致力於使董事會更多元化（計及專業經驗及資歷、性別、年齡、文化及教育背景、以及董事會可能認為與實現董事會多元化有關且不時適用的任何其他因素）。

Re-election of director

- (i) When a retiring director, being eligible, offers himself for re-election, the Board shall consider and, if consider appropriate, recommend such retiring director to stand for re-election at a general meeting. A circular containing the requisite information on such retiring director will be sent to the shareholders of the Company prior to a general meeting in accordance with the Listing Rules.
- (ii) If an INED is subject to the re-election, the Nomination Committee and/or the Board will also assess and consider whether the INED will continue to satisfy the independence requirements as set out in the Listing Rules.
- (iii) Each proposed appointment or re-election of a Director shall be assessed and/or considered against the criteria and qualifications set out in the Nomination Policy by the Nomination Committee which shall recommend its views to the Board and/or the Shareholders for consideration and determination.

The Board will from time to time review the nomination policy and monitor its implementation, as appropriate, to ensure its continued effectiveness and compliance with regulatory requirements and good corporate governance practice.

重選董事

- (i) 退任董事合資格重選時，董事會須考慮及推薦（倘認為適用）該名退任董事於股東大會上膺選連任。一份載有該名退任董事所需資料的通函將根據上市規則於股東大會前寄發予本公司股東。
- (ii) 倘獨立非執行董事須接受重選，提名委員會及／或董事會亦將評估及考慮獨立非執行董事會是否繼續符合上市規則所載的獨立性規定。
- (iii) 每項建議委任或重選董事須由提名委員會根據提名政策所載的準則及資格進行評估及／或考慮，並將其意見提呈予董事會及／或股東以供考慮及釐定。

董事會將不時審閱提名政策及監察其實施情況（如適用），以確保其持續有效及遵守監管規定及良好的企業管治常規。

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MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) set out in Appendix 10 of the Listing Rules. Having made specific enquiries of all the Directors, each of the Directors confirmed that he has complied with the required standards set out in the Model Code during the Year.

Pursuant to Rule B.13 of the Model Code, the Directors have also requested any employee of the Company or director or employee of a subsidiary of the Company who, because of his office or employment in the Company or a subsidiary, is likely to possess inside information in relation to the securities of the Company, not to deal in securities of the Company when he would be prohibited from dealing by the Model Code as if he were a Director.

COMPANY SECRETARY

Ms. Tang Yuen Wah, Rity is the company secretary of the Company. Please refer to the section “Biographical details of Directors and Senior Management” of this annual report for her biographical information. All Directors have access to the company secretary to ensure that the Board procedures and all applicable laws, rules and regulations are followed.

During the Year, Ms. Tang has completed not less than 15 hours of relevant professional training as required under Rule 3.29 of the Listing Rules by attending the continuing professional development programmes as well as seminars covering regulatory updates and professional knowledge about company secretary duties organised by professional bodies.

FINANCIAL REPORTING

The Board acknowledges its responsibility to prepare the Group’s consolidated financial statements for each financial year which give a true and fair view of the Group’s state of affairs, results and cash flows and in accordance with the relevant accounting standards and principles and the disclosure requirements under applicable laws and regulations in Hong Kong. In preparing the consolidated financial statements of the Group for the Year, the Company has selected appropriate accounting policies and has applied them consistently based on prudent and reasonable judgements and estimates. The Board considers that the Group has adequate resources to continue in business for the foreseeable future and is not aware of any material uncertainties relating to any events or conditions which may affect the business of the Group or cast doubts over the Group’s ability to continue as a going concern. Accordingly, the Board has continued to adopt the ongoing concern basis in preparing the consolidated financial statements for the Year.

The responsibilities of KPMG, the external auditor of the Company, with respect to financial reporting are set out in the section headed “Independent Auditor’s Report” in this annual report.

證券交易標準守則

本公司已採納上市規則附錄十所載上市發行人董事進行證券交易的標準守則(「標準守則」)。向全體董事作出詳細查詢後，各董事確認彼等於年內已遵守標準守則所載標準規定。

根據標準守則第B.13條，董事亦要求因任職或受聘於本公司或附屬公司而可能知悉本公司證券內幕消息的任何本公司僱員或本公司附屬公司董事或僱員不可在標準守則禁止的情況下買賣本公司證券(猶如其為董事)。

公司秘書

鄧婉華女士為本公司公司秘書。有關其履歷資料，請參閱本年報「董事及高級管理層履歷」一節。全體董事均可諮詢公司秘書，確保董事會程序及所有相關法律、規例及法規得以遵守。

年內，鄧女士參加持續專業發展項目及由專業機構組織的有關公司秘書職責的最新管理規定與專業知識的研討會，現已完成上市規則第3.29條規定之不少於十五小時的相關專業培訓。

財務申報

董事會負責編製本集團各財政年度的綜合財務報表，根據相關會計準則及原則及相關香港法律法規項下之披露規定真實公平地反映本集團的事務狀況、業績及現金流量。為編製本集團年內的綜合財務報表，本公司選取並基於審慎合理判斷與估計貫徹應用適當的會計政策。董事會認為本集團擁有充足資源能於可見未來繼續營業，且據董事會所知，並無有關任何事件或情況之任何重大不確定因素可能影響本集團業務或對本集團持續經營的能力產生疑問。因此，董事會按持續經營基準編製年內的綜合財務報表。

有關本公司外部核數師畢馬威會計師事務所之財務申報責任載於本年報「獨立核數師報告」一節。

CORPORATE GOVERNANCE REPORT

企業管治報告

EXTERNAL AUDITOR AND AUDITOR'S REMUNERATION

KPMG, certified public accountants (the "Auditor") has been appointed as the external auditor of the Company. During the Year, the fees paid/payable to the Auditor in respect of its services provided to the Group is set out as follows:

外部核數師及核數師薪酬

執業會計師畢馬威會計師事務所(「核數師」)獲委任為本公司外部核數師。年內，就核數師為本集團提供的服務向其已付／應付費用載列如下：

		Fees paid/payable during the Year
		年內已付／應付費用
		(approximate HK\$'000)
		(概約千港元)
Audit of annual financial statements	審計年度財務報表	3,300
Review of continuing connected transactions	審閱持續關連交易	55
Review of internal control	審閱內部控制	162
		3,517

The amount of fees charged by the Auditor generally depends on the scope and volume of the Auditor's work.

核數師所收費用一般按核數師的工作範圍及工作量計算。

There was no disagreement between the Board and the Audit Committee on the selection and appointment of the external Auditor during the Year.

年內，董事會與審核委員會就甄選及委任外部核數師並無異議。

CORPORATE GOVERNANCE REPORT

企業管治報告

INTERNAL CONTROL AND RISK MANAGEMENT

The Board has overall responsibility for the Group's risk management and internal control systems and overseeing the management of the Group in its design, implementation and monitoring of the risk management and internal control systems.

The Board is responsible for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Group's strategic objectives, and ensuring that the Group establishes and maintains appropriate and effective risk management and internal control systems. The Board is also responsible for reviewing from time to time the effectiveness of the Group's risk management and internal control system, including the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's accounting, internal audit and financial reporting functions.

Clear roles and responsibilities are assigned to different levels of management within the Group. Management of the Group is responsible for designing, implementing and monitoring risk management and internal control systems, and is responsible for identifying, analysing and prioritising risk for further consideration by the Board, and ensuring that the risk monitoring and control system are working effectively and risk mitigation actions are implemented within business units.

The Board has reviewed the effectiveness of the internal control and risk management systems of the Group, covering all material controls, including financial, operational and compliance controls and risk management functions on an ongoing basis. Based on the result of the review in respect of the Year, the Directors considered that the internal control and risk management systems of the Group are effective and adequate.

The Group has established a set of risk management and internal control policies and measures covering various aspects of its operations including, but not limited to: (a) revenue and receipts; (b) capital expenditure management; (c) purchases, expenses and payments; (d) human resources and payroll; (e) treasury management; and (f) financial reporting. These policies and measures are to ensure that proper accounting records are kept so that reliable financial reporting can be provided, effectiveness and efficiency of operation can be achieved, compliance with applicable laws and regulations and safeguarding of assets can be maintained.

內部控制及風險管理

董事會整體負責本集團的風險管理及內部控制體系並監督本集團管理層對風險管理及內部控制體系的設計、執行及監察。

董事會負責評估及釐定本集團達成策略目標所願意接納的風險性質及程度，並確保本集團設立及維持合適有效的風險管理及內部控制體系。董事會亦負責不時檢討本集團風險管理及內部控制體系的效用，包括資源充足性、員工資歷及經驗、培訓項目及本集團的會計預算、內部審核及財務匯報職能。

本集團各級管理層權責分明。本集團管理層負責設計、執行及監察風險管理及內部控制體系，並負責識別、分析風險並對風險的優先順序排序，以供董事會進一步考慮，並確保業務單元內的風險監察及控制體系有效運作及執行風險舒緩行動。

董事會已持續檢討本集團內部控制及風險管理體系（涵蓋財務、營運及合規控制和風險管理職能等所有重大管控方面）是否有效。根據年內的檢討結果，董事認為本集團內部控制及風險管理體系有效且適當。

本集團已設定一套風險管理及內部控制政策及措施，涵蓋營運的方方面面，包括但不限於：(a) 收益及收款；(b) 資本開支管理；(c) 採購、開支及付款；(d) 人力資源及發薪；(e) 庫務管理；及(f) 財務報告。該等政策及措施旨在確保妥善保存會計賬目，以便能提供可靠財務報告，實時高效經營業務，遵守相關法律法規及保障資產。

CORPORATE GOVERNANCE REPORT

企業管治報告

The Board is also of the view that safety, as part of loss control management, is a vital part of the construction business worldwide, and if not managed properly, it can be extremely costly not only in human terms, but also in monetary terms. Therefore, safety is treated as the highest priority during the delivery of our services with emphasis on hazard management and risk assessment.

The Group has established safety manuals and project safety plans to ensure that all workers at our construction sites are well aware of all our stipulated safety requirements. In addition, qualified safety officers and safety supervisors, all of them registered under Factories and Industrial Undertakings (safety officers and safety supervisors) Regulations and approved by the Labour Department in Hong Kong, are engaged to monitor and implement our safety system in each construction project. The Company has been accredited and continuously re-accredited with ISO 14001 and OHSAS 18001 certifications in respect of our environmental management system and occupational safety and health management system. As a result, the Board is satisfied that these measures are adequate and effective to promote a safer and healthier environment for the workers at our construction sites.

For the handling and dissemination of inside information, an inside information handling policy is in place to enable the Group to handle inside information and, where required, communicate with the Group's stakeholders in a timely manner.

董事會亦認為安全作為損失控制管理工作的一部分乃全球建築業務的重要一環，若管理不當，可能會導致代價高昂，不單是人力方面，經濟方面亦然。因此，我們在提供服務時以安全至上，著重危機管理及風險評估。

本集團已制定安全手冊及項目安全計劃，確保我們建築地盤的所有工人知悉全部安全規定。此外，我們會派出合資格的安全主任及安全督導員，全部根據《工廠及工業經營(安全主任及安全督導員)規例》註冊並獲香港勞工處批准，從事監察及實施我們於各建築項目的安全系統。本公司的環境管理系統以及職業安全 and 健康管理系統已獲得並持續獲得ISO 14001及OHSAS 18001認證。因此，董事會相信該等措施能充分有效地促進我們建築地盤的工人擁有更加安全健康的工作環境。

有關處理及發佈內幕消息，本集團已制定內幕消息處理政策，使本集團能適時處理內幕消息及如有需要與本集團持份者溝通。

CORPORATE GOVERNANCE REPORT

企業管治報告

SHAREHOLDERS' RIGHTS AND COMMUNICATION WITH SHAREHOLDERS

The Company aims to, via its corporate governance structure, enable all the Shareholders an equal opportunity to exercise their rights in an informed manner and allow all the Shareholders to engage actively with the Company. Under the bye-laws of the Company (the "Bye-Laws"), the shareholder communication policy and other relevant internal procedures of the Company, the Shareholders enjoy, among others, the following rights:

Participation at general meetings

The general meetings of the Company provide an opportunity for communication between the Shareholders and the Board. An annual general meeting of the Company shall be held in each year at the place as may be determined by the Board. Each general meeting, other than an annual general meeting, shall be called a special general meeting (the "SGM").

Convening of SGM and Putting Forward Proposals at General Meetings

Pursuant to bye-law no. 58 of the Bye-Laws, the Board may, whenever it thinks fit, call SGMs. Any one or more of the Shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the secretary of the Company, to require a SGM to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within 2 months after the deposit of such requisition.

If within 21 days of such deposit the Board fails to proceed to convene such meeting, the requisitionists themselves may convene a meeting in accordance with the Bye-Laws.

Right to Put Enquiries to the Board

Shareholders have the right to put enquiries to the Board. All such enquiries shall be in writing and sent by post to the principal place of business of the Company in Hong Kong for the attention of the company secretary of the Company.

Shareholders may also make enquiries with the Board at the general meetings of the Company.

股東權利及與股東的通訊

本公司旨在透過企業管治架構讓全體股東有平等機會以知情方式行使彼等的權利，並讓全體股東積極參與本公司活動。根據本公司的細則（「細則」）、股東通訊政策及本公司其他相關內部程序，股東享有（其中包括）以下權利：

參與股東大會

本公司股東大會是股東與董事會溝通的平台。本公司股東週年大會應於每年召開並席設董事會釐定之地點。每次股東大會（股東週年大會除外）應被稱為股東特別大會（「股東特別大會」）。

召開股東特別大會及於股東大會提呈議案

根據細則第58條，董事會可於其認為合適之際召開股東特別大會。於提交申請當日持有附帶於本公司股東大會表決權的本公司實繳股本不少於十分之一的任何一名或多名股東有權以書面向董事會或公司秘書提出申請，由董事會召開股東特別大會，處理該申請所註明的任何事務；而該大會須於提交申請後兩個月內舉行。

倘提出申請21天內，董事會尚未安排召開有關大會，則根據細則，申請人可自行召開大會。

詢問董事會的權利

股東有權向董事會提出詢問。所有有關詢問應以書面發出，並郵寄至本公司於香港的主要營業地點，由本公司公司秘書接收。

股東亦可於本公司股東大會向董事會提出詢問。

Procedures for Nomination of Director

Any Shareholder who wishes to nominate a person to stand for election as a director at a general meeting of the Company shall validly serve the following documents on the company secretary of the Company at the Company's principal place of business in Hong Kong (43/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) or to the branch share registrar of the Company (Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong), provided that the minimum length of the period, during which such documents are given, shall be at least seven days and that (if such documents are submitted after the despatch of the notice of the general meeting appointed for such election) the period for lodgement of such documents shall commence on the day after the despatch of the notice of the general meeting appointed for election of director and end no later than seven days prior to the date of such general meeting:

- (i) notice in writing signed by the Shareholder of his/her intention to propose such person for election as a director (the "Nominated Candidate");
- (ii) letter of consent signed by the Nominated Candidate of his/her willingness to be elected as a director; and
- (iii) the biographical details of the Nominated Candidate as required under Rule 13.51(2) of the Listing Rules for publication by the Company.

CONSTITUTIONAL DOCUMENTS

There has been no change in the Company's constitutional documents during the Year. The Memorandum of Association of the Company and the Bye-Laws are available on the websites of the Stock Exchange and the Company.

提名董事的程序

任何股東如欲於本公司股東大會上提名任何人士出選董事，則以下文件須妥善交至在本公司香港主要營業地點(香港灣仔皇后大道東183號合和中心43樓)的本公司的公司秘書，或本公司股份過戶登記分處(香港皇后大道東183號合和中心54樓)，惟有關文件至少須在七天內送交，倘有關文件於有關選舉之股東大會通知派發後提交，則有關文件須自有關選舉董事之股東大會通知派發翌日起至股東大會舉行日期前七天內送交：

- (i) 股東簽署的有意提議有關人士(「提名候選人」)參選擔任董事之書面通知；
- (ii) 提名候選人簽署的有關其願意參選擔任董事的同意函；及
- (iii) 上市規則第13.51(2)條要求之提名候選人的履歷詳情，由本公司用以公示。

組織章程文件

本公司的組織章程文件於年內概無變動。本公司組織章程大綱及細則可於聯交所及本公司網站查閱。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

BOARD OF DIRECTORS

Executive Directors

Mr. Chan Ki Chun (formerly known as Chan Kin Chung), aged 63, was appointed as a director of the Company and chairman of the Board on 24 October 2007 and has been an executive director since then. Mr. Chan is also the managing director of the Group and a director of various of our subsidiaries. He is primarily responsible for overseeing and planning the business strategies and the overall management of the Group. Mr. Chan has over 40 years of experience in the construction industry and has participated in various foundation, substructures, building works, drainage and bridge works. Mr. Chan joined the Group in March 1989 and was appointed as a director of Sun Fook Kong (Civil) Limited (an indirect wholly-owned subsidiary of the Company) in January 1993 and Sun Fook Kong Construction Limited (an indirect wholly-owned subsidiary of the Company) in January 1995. He has participated in various significant projects of the Group including the Central Reclamation Phase II, the West Kowloon Corridor and the Hong Kong Disneyland Resort project. Prior to joining the Group, Mr. Chan joined OVE ARUP & Partners Hong Kong Limited, a company which provides consulting services in building design, civil engineering and industrial construction where he was primarily responsible for civil engineering related works, from June 1979 to February 1989.

Mr. Chan is also a director and (in the case of PRC-established companies) the legal representative of most of the subsidiaries of Sun Fook Kong Group Limited, a controlling shareholder of the Company.

Mr. Chan is a registered professional engineer in civil and geotechnical engineering by Hong Kong Engineers Registration Board and a member of the Institution of Civil Engineers in the United Kingdom and the Hong Kong Institution of Engineers. Mr. Chan holds a bachelor's degree in civil engineering from the University of Alberta in Canada. He is father of Mr. Chan Yau Ming, a member of the senior management of the Company.

董事會

執行董事

陳麒淳先生 (前稱陳建中)，63歲，於二零零七年十月二十四日獲委任為本公司董事兼董事會主席，至今一直擔任執行董事。陳先生亦為本集團董事總經理及我們多間附屬公司的董事。彼主要負責監督及規劃本集團業務策略及整體管理。陳先生擁有逾40年建築行業經驗，曾參與多個地基、底部構造、樓宇工程、渠務及橋樑工程。陳先生於一九八九年三月加入本集團，分別於一九九三年一月及一九九五年一月獲委任為本公司間接全資附屬公司新福港(土木)有限公司及新福港營造有限公司的董事。他曾參與本集團多個重要項目，包括中環填海工程第二期、西九龍走廊及香港迪士尼樂園項目。加入本集團前，陳先生自一九七九年六月至一九八九年二月於奧雅納工程顧問任職，主要負責土木工程相關工作，而該公司則提供樓宇設計、土木工程及工業建築方面的顧問服務。

陳先生亦為本公司控股股東新福港集團有限公司的大部分附屬公司的董事及(倘屬在中國成立的公司)法人代表。

陳先生是香港工程師註冊管理局認可的土木及岩土工程註冊專業工程師，亦為英國土木工程師學會及香港工程師學會會員，持有加拿大阿爾伯塔大學土木工程學士學位。彼為本公司高級管理層人員陳佑銘先生之父親。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

Mr. Chan Chor Tung, aged 63, was appointed as a director of the Company on 1 July 2014 and has been an executive director since then. He is an executive director of our construction and civil division since January 2017 and is primarily responsible for overseeing, planning, estimating, tendering and subcontracting of our projects. He is also a director of several of our subsidiaries and joint ventures. Mr. Chan has over 29 years of experience in the building and construction industry. Mr. Chan joined the Group in April 1990. Prior to joining the Group, Mr. Chan served as a civil engineering estimator of Shui On Civil Contractors Limited, a building contractor company, and was primarily responsible for negotiation, planning and programming for tendering from 1989 to 1990. Mr. Chan is a member of the Chartered Institution of Civil Engineering Surveyors in the United Kingdom, a member of the Royal Institution of Chartered Surveyors in the United Kingdom and a member of the Hong Kong Institute of Surveyors. Mr. Chan holds a bachelor's degree in civil engineering from the National Cheng Kung University in Taiwan.

Mr. Yung Kim Man, aged 58, was appointed as a director of the Company on 1 July 2014 and has been an executive director since then. He is an executive director of our construction and civil division since January 2017 where he is primarily responsible for the overall monitoring and management of projects in the construction and civil division of the Group and safety and environmental issues. In July 2018, Mr. Yung was appointed as director of Sun Fook Kong Construction Limited and Sun Fook Kong (Civil) Limited (both being indirect wholly-owned subsidiaries of the Company). He is also a managing director of Chit Cheung Construction Company Limited (an indirect wholly-owned subsidiary of the Company) since 1 June 2011 where he is responsible for its overall management and a director of various of our subsidiaries. Mr. Yung has over 35 years of experience in the construction management and civil engineering industry. Mr. Yung joined the Group in October 1990. Prior to joining the Group, Mr. Yung worked with Cheng Kwan Construction Co., Ltd from June 1984 to October 1990, where his last position was a site agent and he was primarily responsible for tendering, budgeting, subletting, subcontractors liaison, cost control and claim submissions.

Mr. Yung is a member of the American Society of Civil Engineers and the Hong Kong Institution of Engineers. Mr. Yung holds a diploma in civil engineering from the Hong Kong Baptist College (now known as the Hong Kong Baptist University), a bachelor's degree in building engineering (construction engineering and management) from the City University of Hong Kong and a master's degree of science in construction project management from the City University of Hong Kong.

陳楚東先生，63歲，於二零一四年七月一日獲委任為本公司董事，至今一直擔任執行董事。彼自二零一七年一月起為我們建設及土木部的執行董事，主要負責項目監督、策劃、評估、招標及分包。彼亦為我們多間附屬公司及合營企業的董事。陳先生擁有逾29年樓宇及建築行業經驗。陳先生於一九九零年四月加入本集團。加入本集團前，陳先生自一九八九年至一九九零年擔任瑞安土木工程有限公司（一間樓宇承建商公司）土木工程估價員，主要負責競投事宜的洽談、計劃及規劃。陳先生為英國特許土木工程測量師學會、英國皇家特許測量師學會及香港測量師學會會員，持有台灣國立成功大學土木工程學士學位。

容劍文先生，58歲，於二零一四年七月一日獲委任為本公司董事，至今一直擔任執行董事。彼自二零一七年一月起為我們建設及土木部的執行董事，主要負責本集團建設及土木部項目的整體監督與管理以及安全與環保事宜。於二零一八年七月，容先生獲委任為本公司間接全資附屬公司新福港營造有限公司及新福港（土木）有限公司的董事。彼亦自二零一一年六月一日起為本公司間接全資附屬公司捷章建築有限公司的董事總經理，負責整體管理，亦擔任我們多間附屬公司的董事。容先生擁有逾35年建造管理及土木工程行業經驗。容先生於一九九零年十月加入本集團。加入本集團前，容先生自一九八四年六月至一九九零年十月在振坤建築有限公司任職，最後任職地盤總管，主要負責競投、預算、分包、分包商聯絡、成本控制及索賠申訴。

容先生為美國土木工程師學會及香港工程師學會會員，持有香港浸會學院（現為香港浸會大學）的土木工程文憑、香港城市大學的建築工程（建造工程及管理）學士學位及香港城市大學的建造項目管理理學碩士學位。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

Mr. Yeung Cho Yin, William, aged 58, was appointed as a director of the Company on 1 January 2015 and has been an executive director since then. He is the chief financial officer of the Group since June 2007. He is also a director of SFK Housing Services (China) Limited (an indirect wholly-owned subsidiary of the Company), High Horse Holdings Limited (an indirect wholly-owned subsidiary of the Company) and Consent Consultants Limited (an indirect wholly-owned subsidiary of the Company). He joined us in November 1993 and since then he is primarily responsible for our overall financial and accounting management of the Group. Prior to joining the Group, Mr. Yeung served as an accountant of Kwan, Wong, Tan and Fong BDO (now known as Deloitte Touche Tohmatsu), Certified Public Accountants, from July 1987 to November 1993 where he specialised in their audit practice. Mr. Yeung holds a professional diploma in accountancy from The Hong Kong Polytechnic (now known as the Hong Kong Polytechnic University).

Independent Non-Executive Directors

Mr. Lam Leung Tsun, aged 63, was appointed as an independent non-executive director of the Company on 19 November 2015. Mr. Lam was previously appointed as our independent non-executive director in January 2008 in anticipation of the proposed listing of the Company and he subsequently resigned in July 2008 as the proposed listing did not proceed due to the volatile market conditions at that time. Mr. Lam has over 33 years of management experience. He is presently the sales director of Niche-Tech (Hong Kong) Limited, an advanced materials supplier for the semiconductor and microelectronics industries. Previously, Mr. Lam worked as the general manager of Atmel Asia Limited, a subsidiary of Atmel Corporation (Nasdaq: ATML), a company listed on the NASDAQ Stock Exchange, which is principally engaged in the design and manufacture of Semiconductor solutions, where he was responsible for overseeing the operations of the company.

Mr. Lam received a higher diploma in production and industrial engineering from the Hong Kong Polytechnic in Hong Kong (now known as Hong Kong Polytechnic University) in November 1978.

楊楚賢先生，58歲，於二零一五年一月一日獲委任為本公司董事，至今一直擔任執行董事。彼自二零零七年六月起為本集團財務總監，亦擔任本公司間接全資附屬公司新福港屋宇服務(中國)有限公司、本公司間接全資附屬公司駿高控股有限公司及本公司間接全資附屬公司康信顧問有限公司董事。彼於一九九三年十一月加入我們，自此主要負責本集團的整體財務及會計管理。加入本集團前，楊先生自一九八七年七月至一九九三年十一月在註冊會計師關黃陳方會計師行(現稱德勤•關黃陳方會計師行)擔任會計員，專門從事審核實務。楊先生持有香港理工學院(現稱香港理工大學)的會計專業文憑。

獨立非執行董事

林良俊先生，63歲，於二零一五年十一月十九日獲委任為本公司獨立非執行董事。林先生此前於二零零八年一月本公司預期進行建議上市時獲委任為獨立非執行董事，其後於二零零八年七月辭任，原因是當時的市況波動，使建議上市並未進行。林先生擁有逾33年的管理經驗。彼現時為駿碼科技(香港)有限公司的銷售總監。該公司為半導體及微電子行業的先進材料供應商。林先生曾於在納斯達克證券交易所上市公司Atmel Corporation(納斯達克交易代碼：ATML)附屬公司Atmel Asia Limited擔任總經理。該公司主要從事設計及製造半導體解決方案，於其任期內，彼負責監管公司營運。

林先生於一九七八年十一月在香港取得香港理工學院(現稱香港理工大學)的生產及工業工程高級文憑。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT 董事及高級管理層履歷

Mr. Jim Fun Kwong, Frederick, aged 72, was appointed as an independent non-executive director of the Company on 19 November 2015. Mr. Jim is an experienced agent of a local securities company from May 2007 until his retirement. Mr. Jim joined such company in September 1996 and he is primarily responsible for dealing in securities and future contracts. Mr. Jim has over 40 years of experience in the financial services industry. Prior to joining such company, he served as an investment consultant in Sun Hung Kai Securities Limited, a stock brokerage company from August 1977 to September 1996, where he was primarily responsible for retail sales of securities and related products in the marketing department. He served as a staff accountant of Arthur Andersen & Co., an international audit firm where he was primarily responsible for providing services in auditing from November 1973 to April 1975.

Mr. Jim is a fellow member of the Hong Kong Institute of Certified Public Accountants. He holds a higher diploma in accountancy from the Hong Kong Technical College (subsequently known as The Hong Kong Polytechnic, now known as the Hong Kong Polytechnic University).

Mr. Chan Kim Hung, Simon, aged 63, was appointed as an independent non-executive director of the Company on 19 November 2015. Mr. Chan has retired since April 2006. Mr. Chan has over 25 years of experience in treasury and capital markets and had served various trading and managerial roles in Hong Kong and Singapore. He joined the Royal Bank of Scotland plc., (“RBS”) Hong Kong branch as a dealer in June 1981, and since then he began his 25 years of progressive career advancement within RBS’s treasury and capital markets/financial markets business in both Hong Kong branch and Singapore branch. Mr. Chan last held the position of Head of Treasury and Capital Markets, Hong Kong, prior to the relocation to the Singapore branch in October 1998. Subsequent to transferring to the Singapore branch, Mr. Chan was the treasurer of Treasury and Capital Markets, Singapore in 1999, assuming full responsibility for the Singapore branch’s treasury and capital market operations. Mr. Chan last held the position of the Head of Front Office Infrastructure prior to his retirement from RBS and returning to Hong Kong in May 2006.

Mr. Chan holds a master’s degree in business administration majored in investment and finance offered in Singapore and validated by the University of Hull in the United Kingdom.

詹勳光先生，72歲，於二零一五年十一月十九日獲委任為本公司獨立非執行董事。詹先生自二零零七年五月起至退休前為一間本地證券公司的資深代理。詹先生於一九九六年九月加入該公司，主要負責買賣證券及期貨合約。詹先生擁有逾40年金融服務行業經驗。加入該公司前，自一九七七年八月至一九九六年九月，彼於新鴻基證券有限公司（證券經紀公司）擔任投資顧問，主要負責市場部的證券及相關產品的零售工作。彼自一九七三年十一月至一九七五年四月在安達信會計師事務所（國際核數公司）擔任會計人員，主要負責提供審核服務。

詹先生為香港會計師公會的資深會員，持有香港工業專門學院（其後稱為香港理工學院，現稱香港理工大學）會計學高級文憑。

陳劍雄先生，63歲，於二零一五年十一月十九日獲委任為本公司獨立非執行董事。陳先生自二零零六年四月起退休。陳先生擁有逾25年財資市場領域經驗，曾在香港及新加坡擔任多個交易及管理職務。彼於一九八一年六月加入蘇格蘭皇家銀行有限公司（「蘇格蘭皇家銀行」）香港分行任職交易員，自此開始其於蘇格蘭皇家銀行香港分行及新加坡分行財資市場／金融市場業務領域長達25年不斷晉升的職業生涯。於一九九八年十月調任至新加坡分行前，陳先生擔任香港分行財資市場主管。調派至新加坡分行後，陳先生於一九九九年出任新加坡分行財資市場司庫，全面負責新加坡分行的財資市場營運。陳先生於二零零六年五月從蘇格蘭皇家銀行退休返港前最後出任前台辦公基礎建設主管。

陳先生持有英國赫爾大學於新加坡頒授及驗證的工商管理碩士學位，主修投資及財務。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

SENIOR MANAGEMENT

Mr. Lam Wai Ki, Davie, aged 59, is a director of our quantity surveying division and is primarily responsible for the overall monitoring and management of quantity surveying, contractual disputes and litigation matters in our construction division. He is also a director of Build.it Limited, Fujitac Construction & Engineering Consultants Limited, Grand Win Design Consultants Limited and Linktech Engineering & Landscape Consultants Limited (all being indirect wholly-owned subsidiaries of the Company). Mr. Lam has over 40 years of experience in the building and construction industry. Mr. Lam joined the Group in January 1988.

Mr. Lam is a member of the Hong Kong Institute of Surveyors and the Royal Institution of Chartered Surveyors in the United Kingdom. Mr. Lam holds a bachelor's degree in quantity surveying from the University of Reading in the United Kingdom, which was taught in conjunction with the College of Estate Management in the United Kingdom.

Mr. Szeto Chi Wing, aged 53, is a director of our quantity surveying division and is primarily responsible for the overall monitoring and management of quantity surveying, contractual disputes and litigation matters in our civil division. He is also a director of Bestwise Envirotech Limited, BML Engineering Limited, Chit Cheung Construction Company Limited and Linktech Engineering & Landscape Consultants Limited (all being indirect wholly-owned subsidiaries of the Company). Mr. Szeto has over 35 years of experience in the civil engineering industry and he joined the Group in July 1989.

Mr. Szeto is a member of the Chartered Institute of Arbitrators (East Asia Branch) and a professional member of the Royal Institution of Chartered Surveyors in the United Kingdom. Mr. Szeto holds a bachelor's degree in quantity surveying from Edinburgh Napier University in the United Kingdom and a master's degree in arbitration and dispute resolution from the City University of Hong Kong.

高級管理層

林偉麒先生，59歲，我們工料測量部的董事，主要負責整體監控及管理建設部的工料測量、合約糾紛及訴訟事宜。彼亦為本公司間接全資附屬公司建築資訊顧問有限公司、富士達建築及工程顧問有限公司、創意設計顧問有限公司及德滙工程及園林顧問有限公司董事。林先生擁有逾40年樓宇及建築行業經驗，於一九八八年一月加入本集團。

林先生為香港測量師學會及英國皇家特許測量師學會會員，並獲得英國雷丁大學的工料測量學士學位（與英國房地產管理學院合作講授）。

司徒志榮先生，53歲，我們工料測量部的董事，主要負責整體監控及管理土木部的工料測量、合約糾紛及訴訟事宜。彼亦為百威環保科技有限公司、百文樂工程有限公司、捷章建築有限公司及德滙工程及園林顧問有限公司（該等公司均為本公司的間接全資附屬公司）的董事。司徒先生擁有逾35年土木工程行業經驗，於一九八九年七月加入本集團。

司徒先生為英國特許仲裁員協會（東亞分會）會員及英國皇家特許測量師學會專業會員，持有英國愛丁堡龍比亞大學的工料測量學士學位及香港城市大學的仲裁及爭議解決碩士學位。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT 董事及高級管理層履歷

Mr. Chan Yau Ming, aged 35, is a manager of our estimating division and is primarily responsible for the overall management of our estimating division. He is also a director of Build.it Limited (an indirect wholly-owned subsidiary of the Company). Mr. Chan has over 11 years of experience in the civil engineering and building construction industry. Mr. Chan joined our Group in August 2008 as an Engineer Graduate and was promoted to the current position in January 2019. Mr. Chan is a member of the Institution and a Chartered Civil Engineer in the United Kingdom and a member of Hong Kong Institute of Engineers. Mr. Chan graduated from The University of Alberta in Canada with a bachelor's degree of science in civil engineering in November 2006 and subsequently obtained a master's degree of science in civil infrastructural engineering and management from the Hong Kong University of Science and Technology in November 2012. Mr. Chan is the son of Mr. Chan Ki Chun, the Chairman and Managing Director of the Company.

Mr. Au Man Kiu, Derek, aged 60, is a director of our civil division and is primarily responsible for the overall management of projects in our civil division. In February 2019, Mr. Au was appointed as safety director of the Group. He is also a director of Bestwise Envirotech Limited and Chit Cheung Construction Company Limited (both being indirect wholly-owned subsidiaries of the Company). Mr. Au has over 36 years of experience in the civil engineering industry and he joined the Group in May 1990. Mr. Au is an associate member of The Hong Kong Institution of Engineers.

Mr. Ho Su Cheng, aged 52, is a director of our construction division. He is responsible for the overall monitoring and management of projects in our building maintenance, housing services and property management. Mr. Ho re-joined the Group in April 1998 and has over 27 years experience in the construction industry. He has previously worked for us as quality officer from August 1992 to September 1993 and as assistant quality manager from October 1993 to March 1995.

Mr. Ho is a member of The Chartered Institute of Building of the United Kingdom, Hong Kong Institute of Construction Managers and the Australian Institute of Building. He graduated from the Hong Kong Polytechnic (now known as the Hong Kong Polytechnic University) with a bachelor's degree of science in building technology and management in October 1992 and subsequently obtained a master's degree of arts in arbitration and dispute resolution from the City University of Hong Kong in November 2001 and a master's degree of science in real estate from the University of Hong Kong in November 2008.

陳佑銘先生，35歲，我們估價部的經理，主要負責估價部的整體管理。彼亦為本公司間接全資附屬公司建築資訊顧問有限公司的董事。陳先生擁有逾11年土木工程及樓宇建造行業經驗，於二零零八年八月加入本集團擔任見習工程師並於二零一九年一月晉升至現在職位。陳先生為英國特許土木工程師學會及香港工程師學會會員。陳先生於二零零六年十一月畢業於加拿大阿爾伯塔大學，獲得土木工程理學士學位及其後於二零一二年十一月取得香港科技大學土木基建工程及管理理學碩士學位。陳先生為本公司主席兼董事總經理陳麒淳先生之兒子。

區敏翹先生，60歲，土木工程部董事，主要負責土木工程部項目的整體管理。於二零一九年二月，區先生獲委任為本集團安全董事，彼亦為百威環保科技有限公司及捷章建築有限公司（兩間公司均為本公司的間接全資附屬公司）的董事。區先生擁有逾36年土木工程行業經驗，於一九九零年五月加入本集團。區先生為香港工程師學會副會員。

何樹清先生，52歲，是我們建設部的董事。主要負責樓宇維修、屋宇服務及物業管理項目的整體監控及管理。何先生於一九九八年四月再加盟本集團，在建築業擁有逾27年經驗。彼先前亦於一九九二年八月至一九九三年九月任職品質管理主任及一九九三年十月至一九九五年三月期間擔任本集團品質管理助理經理。

何先生為英國特許建造學會，香港營造師學會及澳洲建造學會的成員。彼於一九九二年十月畢業於香港理工學院（現稱香港理工大學），取得建築工藝及管理學理學士學位，其後於二零零一年十一月獲香港城市大學頒授仲裁及糾紛調解的文學碩士學位及於二零零八年十一月獲香港大學頒授理科碩士（房地產）學位。

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

董事及高級管理層履歷

Ms. Lee Yeuk Lui, Rosa, aged 47, is the senior financial manager of the Group and is primarily responsible for the financial management and accounting of the Group. Ms. Lee has over 25 years of experience in accounting. Ms. Lee joined the Group in August 2007.

Ms. Lee is a fellow of the Association of Chartered Certified Accountants in the United Kingdom, a fellow of the Hong Kong Institute of Certified Public Accountants and a fellow of the Institute of Chartered Accountants in England and Wales. She is also a certified internal auditor by the Institute of Internal Auditors. Ms. Lee holds a bachelor's degree in business administration (honours) from the Chinese University of Hong Kong.

Ms. Tang Yuen Wah, Rity, aged 61, is the deputy director of administration division and company secretary of the Group and is primarily responsible for the personnel, office administration, company secretarial and insurance matters of the Group. Ms. Tang has over 23 years of experience in business administration, human resources and company secretarial matters and she joined the Group in January 1995.

Ms. Tang is an associate member of The Institute of Chartered Secretaries and Administrators in the United Kingdom and an associate member of The Hong Kong Institute of Chartered Secretaries. Ms. Tang holds a bachelor's degree in business administration from the Royal Melbourne Institute of Technology University in Australia and a master's degree in professional accounting and information systems from the City University of Hong Kong.

COMPANY SECRETARY

Ms. Tang Yuen Wah, Rity is our company secretary for the purposes of Rule 8.17 of the Rules Governing the Listing of Securities on the Stock Exchange. For details of her background, please refer to the paragraph headed "Senior Management" under the section headed "Biographical details of Directors and Senior Management" in this annual report.

李若蕾女士，47歲，本集團高級財務經理，主要負責本集團的財務管理及會計。李女士擁有逾25年的會計經驗，於二零零七年八月加入本集團。

李女士為英國特許公認會計師公會、香港會計師公會以及英格蘭及威爾斯特許會計師公會資深會員，亦獲國際內部審計師協會接納為國際內部審計師，持有香港中文大學工商管理榮譽學士學位。

鄧婉華女士，61歲，本集團行政部副董事兼公司秘書，主要負責本集團的人事、辦公室行政、公司秘書及保險事宜。鄧女士擁有逾23年工商管理、人力資源及處理公司秘書事宜相關經驗，於一九九五年一月加入本集團。

鄧女士為英國特許秘書及行政人員公會會員、香港特許秘書公會會員，持有澳洲皇家墨爾本理工大學工商管理學士學位及香港城市大學專業會計及資訊系統碩士學位。

公司秘書

鄧婉華女士為聯交所證券上市規則第8.17條所指我們的公司秘書。相關背景資料請參閱本年報「董事及高級管理層履歷」一節「高級管理層」一段。

REPORT OF THE DIRECTORS

董事報告

The Directors hereby present this annual report together with the audited consolidated financial statements of the Group for the Year.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of the Group are general building, civil engineering and the provision of other services, which mainly comprise housing and property management services, electrical and mechanical engineering services and BIM services. The principal activities and other particulars of the subsidiaries of the Company are set out in note 12 to the consolidated financial statements.

PRINCIPAL PLACE OF BUSINESS

The Company is a limited liability company incorporated in Bermuda and its principal place of business in Hong Kong is situated at 43/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

SEGMENT INFORMATION

An analysis of the Group's performance for the Year by operating segment is set out in note 3 to the consolidated financial statements.

RESULTS

The results of the Group for the Year are set out in the consolidated statement of comprehensive income on page 149 of this annual report.

DIVIDEND AND DIVIDEND POLICY

The Company has adopted a dividend policy which aims to provide reasonably stable and sustainable returns to the Shareholders. When considering the declaration and payment of dividends, the Board shall take into account, inter alia, our results of operation, the working capital requirements, cash flow and financial position, liquidity position, debt to equity ratio, general economic environments and other factors the Board considers appropriate. The Company will generally propose dividends semi-annually or annually.

The payment of the dividend by the Company is also subject to any restrictions under the Bye-Laws, or the laws of Bermuda. Any final dividend for a financial year will be subject to shareholders' approval.

The Board will continually review the dividend policy and, if consider appropriate, may modify, amend and change the dividend policy at any time.

董事謹此提呈本年報連同本集團年內經審核綜合財務報表。

主要業務

本公司主要業務為投資控股。本集團的主要業務為一般樓宇、土木工程及提供其他服務，主要包括房屋及物業管理服務、機電工程服務及BIM服務。本公司附屬公司主要業務及其他詳情載於綜合財務報表附註12。

主要營業地點

本公司為於百慕達註冊成立的有限公司，香港主要營業地點設於香港灣仔皇后大道東183號合和中心43樓。

分部資料

本集團年內按營運分部劃分之表現分析載於綜合財務報表附註3。

業績

本集團年內業績載於本年報第149頁綜合全面收益表。

股息及股息政策

本公司採納一項股息政策，旨在能為股東提供合理穩定及可持續的回報。考慮宣派及派付股息時，董事會須考慮(其中包括)經營業績、營運資金要求、現金流量及財務狀況、流動資金狀況、債務權益比率、整體經濟環境及董事會認為適當的其他因素。本公司通常每半年或每年建議派付一次股息。

本公司派付股息亦受細則或百慕大法律的任何限制所規限。財政年度的任何末期股息須經股東批准。

董事會將持續檢討股息政策，若應為合適，隨時修訂、修改及改變股息政策。

REPORT OF THE DIRECTORS

董事報告

The Directors recommended the payment of a final dividend of HK4.0 cents per ordinary share of the Company (the "Share") for the Year (2018: final dividend of HK4.0 cents per Share), amounting to HK\$16 million (2018: final dividend of HK\$16 million). Such payment of dividends will be subject to the approval of the Shareholders at the forthcoming annual general meeting of the Company to be held on Thursday, 21 May 2020 (the "2020 AGM") and if approved, will be payable to the Shareholders whose names appear on the register of members of the Company at the close of business on Friday, 29 May 2020. It is expected that the proposed final dividend will be paid on or about Friday, 12 June 2020.

There is no arrangement under which a Shareholder has waived or agreed to waive any dividends.

CLOSURE OF REGISTER OF MEMBERS

In order to establish entitlements to attend and vote at the 2020 AGM, the register of members of the Company will be closed from Monday, 18 May 2020 to Thursday, 21 May 2020 (both dates inclusive), during which no transfer of the Shares will be registered. Shareholders of the Company are reminded to ensure that all completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on Friday, 15 May 2020.

In order to establish entitlements to the proposed final dividend, the register of members of the Company will be closed from Thursday, 28 May 2020 to Friday, 29 May 2020 (both dates inclusive), during which no transfer of the Shares of the Company will be registered. Shareholders of the Company are reminded to ensure that all completed share transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on Wednesday, 27 May 2020.

FIVE-YEAR FINANCIAL SUMMARY

A summary of the published results and of the assets and liabilities of the Group for the latest five years is set out on page 252 of this annual report. This summary does not form part of the audited consolidated financial statement.

CHARITABLE DONATIONS

Charitable and other donations made by the Group during the Year amounted to HK\$40,000 (2018: HK\$24,800).

董事建議本年度本公司每股普通股(「股份」)派發末期股息每股4.0港仙(二零一八年：末期股息每股4.0港仙)，總計16百萬港元(二零一八年：末期股息16百萬港元)。有關股息派付須經股東於本公司二零二零年五月二十一日(星期四)召開的應屆股東週年大會(「二零二零年股東週年大會」)批准，獲批後應付予二零二零年五月二十九日(星期五)營業時間結束時名列本公司股東名冊的股東。預期於二零二零年六月十二日(星期五)或前後派付建議末期股息。

並無訂立安排使股東放棄或同意放棄任何股息。

暫停辦理股份過戶登記

為釐定有權出席二零二零年股東週年大會並於會上投票的股東，本公司將於二零二零年五月十八日(星期一)至二零二零年五月二十一日(星期四)(首尾兩天包括在內)暫停辦理股份過戶登記，期間不會辦理股份過戶登記。本公司股東應確保於二零二零年五月十五日(星期五)下午四時三十分前將所有填妥股份過戶表格連同相關股票遞交本公司香港股份過戶登記分處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。

為釐定有權享有建議末期股息的股東，本公司將於二零二零年五月二十八日(星期四)至二零二零年五月二十九日(星期五)(首尾兩天包括在內)暫停辦理股份過戶登記，期間不會辦理本公司股份過戶登記。本公司股東應確保於二零二零年五月二十七日(星期三)下午四時三十分前將所有填妥股份過戶表格連同相關股票遞交本公司香港股份過戶登記分處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。

五年財務概要

本集團過往五年已公佈業績及資產與負債概要載於本年報第252頁。該概要不屬經審核綜合財務報表的一部分。

慈善捐贈

年內本集團作出慈善及其他捐贈40,000港元(二零一八年：24,800港元)。

PROPERTY, PLANT AND EQUIPMENT

Details of the movements during the Year in the property, plant and equipment of the Group are set out in note 11 to the consolidated financial statements.

RESERVES AND DISTRIBUTABLE RESERVES

Details of the movements in reserves of the Group during the Year are set out in the consolidated statement of changes in equity on page 152 of this annual report and the details of reserves attributable to equity shareholders of the Company are set out in note 20 to the consolidated financial statements.

At 31 December 2019, the aggregate amount of reserves available for distribution to equity shareholders of the Company, as calculated under the provisions of Part 6 of the Hong Kong Companies Ordinance, was HK\$17.77 million (2018: HK\$16.27 million).

SHARE CAPITAL

Details of share capital of the Company during the Year are set out in note 20 to the consolidated financial statements. There were no movements during the Year.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained the prescribed minimum public float under the Listing Rules during the Year and at any time up to the date of this annual report.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Bye-Laws, or the laws of Bermuda, which would oblige the Company to offer new Shares on a pro rata basis to existing Shareholders.

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 Year.

SHARE OPTION SCHEME

A share option scheme (the "Scheme") was conditionally adopted by the written resolutions of the Company's then sole shareholder passed on 19 November 2015. As of the date of this report, no option has been granted, agreed to be granted, exercised, cancelled or lapsed under the Scheme.

物業、廠房及設備

本集團年內的物業、廠房及設備變動詳情載於綜合財務報表附註11。

儲備及可供分派儲備

本集團年內儲備變動詳情載於本年報第152頁綜合權益變動表，本公司股東應佔儲備詳情載於綜合財務報表附註20。

於二零一九年十二月三十一日，根據香港公司條例第6部的規定計算，可分配予本公司權益股東的儲備總額為17.77百萬港元(二零一八年：16.27百萬港元)。

股本

本公司年內股本詳情載於綜合財務報表附註20。年內概無變動。

充足公眾持股量

根據可供本公司查閱之資料及就董事所知，本公司於年內及本年報日期前任何時間已維持上市規則規定的最低公眾持股量。

優先購買權

細則及百慕達法例並無任何優先購買權條文，規定本公司按比例向現有股東發售新股。

購買、出售或贖回本公司上市證券

於本年度，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

購股權計劃

根據本公司當時唯一股東於二零一五年十一月十九日通過的書面決議案，有條件採納購股權計劃(「計劃」)。截至本報告日期，概無購股權根據計劃授出、同意授出、行使、註銷或失效。

REPORT OF THE DIRECTORS

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Purpose of the Scheme

The purpose of the Scheme is to motivate the participants to optimise their performance efficiency for the benefit of the Group and to attract and retain or otherwise maintain an on-going business relationship with the eligible participants whose contributions are or will be beneficial to the long-term growth of the Group.

Participants of the Scheme

The Board may, at its discretion, offer to grant an option to the following persons:

- (i) any full-time or part-time employees, executives or officers of the Company or any of its subsidiaries;
- (ii) any directors (including the INEDs) of the Company or any of its subsidiaries and joint operations; and
- (iii) any advisers, consultants, agents, suppliers, customers, distributors and such other persons who in the sole opinion of the Board will contribute or have contributed to the Company or any of its subsidiaries and joint operations.

Shares available for issuance

The maximum number of the Shares in respect of which options may be granted under the Scheme and under any other share option schemes of the Company (excluding, for this purpose, shares which would have been issuable pursuant to options which have lapsed in accordance with the terms of the Scheme or any other share option scheme of the Company) must not in aggregate exceed 10% of the total number of Shares in issue as at Listing Date, being 40,000,000 Shares, excluding for this purpose Shares which would have been issuable pursuant to options which have lapsed in accordance the terms of the Scheme (or any other share option schemes of the Company). The Company may, subject to the issue of a circular, the shareholders' approval in a general meeting and/or such other requirements prescribed under the Listing Rules, refresh this limit at any time to 10% of the Shares in issue as at the date of the Shareholders' approval and/or grant options beyond the 10% limit to eligible participants specifically identified by the Board. The above is subject to the condition that the maximum number of the Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other share option schemes of the Company at any time shall not exceed 30% of the Shares in issue from time to time. No options shall be granted under any schemes of the Company (including the Scheme) if it will result in the 30% limit being exceeded.

As at the date of this report, the outstanding number of share options available for grant under the Scheme is 40,000,000 share options to subscribe for the Shares, representing approximately 10% of the issued share capital of the Company.

計劃目的

計劃旨在激勵參與者為本集團的利益而盡量提升其表現效率和吸引及挽留對或將對本集團的長遠發展有利的合資格參與者或與該等參與者保持持續的業務關係。

計劃參與者

董事會可酌情決定向下列人士授出購股權：

- (i) 本公司或其任何附屬公司的任何全職或兼職僱員、行政人員或高級職員；
- (ii) 本公司或其任何附屬公司及合營業務的任何董事(包括獨立非執行董事)；及
- (iii) 本公司或其任何附屬公司及合營業務的任何顧問、諮詢人員、代理、供應商、客戶、分銷商及董事會全權認為會或曾對本公司或其任何附屬公司及合營業務作出貢獻的其他人士。

可供發行的股份數目上限

根據計劃及本公司任何其他購股權計劃可能授出的購股權所涉及的股份數目上限(就此而言不包括根據計劃或本公司任何其他購股權計劃條款已失效的購股權可發行的股份)合共不得超過上市日期已發行股份總數的10%，即40,000,000股股份，就此而言不包括根據計劃(或本公司任何其他購股權計劃)條款已失效的購股權可發行的股份。倘本公司已刊發通函並經股東在股東大會上批准及/或遵守上市規則規定的其他要求，則可隨時重新釐定該上限至股東在股東大會批准當日已發行股份的10%及/或向董事會特別選定的合資格參與者授出超過10%上限的購股權，惟條件是根據計劃及本公司任何其他購股權計劃授出及有待行使的所有尚未行使購股權獲行使時可予發行的股份數目上限，於任何時間均不得超過不時已發行股份的30%。倘根據本公司任何計劃(包括計劃)授出的購股權導致超出30%的上限，則不得授出購股權。

截至本報告日期，根據計劃可授出的未行使購股權數目為40,000,000份可認購股份的購股權，相當於本公司已發行股本約10%。

Maximum entitlement of each eligible participant

The total number of Shares issued and which may fall to be issued upon exercise of the options granted under the Scheme and any other share option schemes of the Company (including both exercised and outstanding options) to each eligible participant in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue as at the date of grant. Any further grant of options in excess of this 1% limit shall be subject to the issue of a circular, the approval of the Shareholders in a general meeting and/or other requirements prescribed under the Listing Rules.

Time for exercising option and duration of the Scheme

An option may be exercised in accordance with the terms of the Scheme at any time after the date upon which the option is deemed to be granted and accepted and prior to the expiry of 10 years from that date. The period during which an option may be exercised will be determined by the Board in its absolute discretion, save that no option may be exercised more than 10 years after it has been granted. No option may be granted more than 10 years after the date of approval of the Scheme. Subject to earlier termination by the Company in a general meeting or by the Board, the Scheme shall be valid and effective for a period of 10 years from the date of its adoption.

Payment on acceptance of the option

An option shall be deemed to have been granted and accepted by the grantee and to have taken effect when the duplicate offer document constituting acceptances of the options duly signed by the grantee, together with a remittance or payment in favour of the Company of HK\$1.00 by way of consideration for the grant thereof, is received by the Company on or before the relevant acceptance date.

To the extent that the offer to grant an option is not accepted by any prescribed acceptance date, it shall be deemed to have been irrevocably declined.

Basis of determining exercise price of the option

The subscription price of a Share in respect of any particular option granted under the Scheme shall be such price as the Board in its absolute discretion shall determine, save that such price must be at least the higher of:

- (i) the official closing price of the shares as stated in the Stock Exchange's daily quotation sheets on the date of grant, which must be a day on which the Stock Exchange is open for the business of dealing in securities;

向各合資格參與者授出購股權的數目上限

在直至授出日期的任何十二個月期間已發行和根據計劃及本公司任何其他購股權計劃向每名合資格參與者授出的購股權(包括已行使及尚未行使的購股權)行使時可能發行的股份總數不得超過授出日期已發行股份的1%。倘進一步授出購股權的數目超過上述1%限額，則本公司須發出通函、經股東在股東大會上批准及/或符合上市規則的其他規定。

行使購股權的期限及計劃期限

購股權可根據計劃條款於購股權視為已授出並獲接納之日後及自該日起十年屆滿前期間隨時行使。購股權行使期將由董事會全權酌情釐定，惟不得超過購股權授出後十年。於批准計劃之日起十年後不得授出購股權。除非本公司經由股東大會或經由董事會提前終止，否則計劃自採納日期起十年內有效。

接納購股權要約的付款

當本公司於相關接納日期或之前收到由承授人正式簽署構成接納購股權的一式兩份要約文件連同匯付或支付予本公司的1.00港元款項作為授出購股權的代價後，購股權即被視作已授出及已獲承授人接納。

倘授出購股權的要約未於規定的接納日期獲接納，則視為已不可撤銷地拒絕。

釐定購股權行使價的基準

根據計劃授出任何特定購股權所涉及股份的認購價須由董事會全權酌情決定，惟該價格須不低於下列各項的最高者：

- (i) 股份於購股權授出日期(須為聯交所可進行證券交易業務的日子)載於聯交所每日報價表的正式收市價；

REPORT OF THE DIRECTORS

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- (ii) the average of the official closing prices of the shares as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant; and
- (iii) the nominal value of a share.

RETIREMENT SCHEMES

Details of the retirement schemes of the Group are set out in note 25 to the consolidated financial statements.

DIRECTORS

The Directors during the Year and up to the date of this report were:

Executive Directors

Mr. CHAN Ki Chun
(Chairman and Managing Director)
Mr. CHAN Chor Tung
Mr. YUNG Kim Man
Mr. YEUNG Cho Yin, William

Independent Non-executive Directors

Mr. LAM Leung Tsun
Mr. JIM Fun Kwong, Frederick
Mr. CHAN Kim Hung, Simon

BIOGRAPHIES OF DIRECTORS AND SENIOR MANAGEMENT

Biographical details of the Directors and senior management of the Company are set out on pages 114 to 120 of this annual report.

DIRECTORS' RETIREMENT AND RE-ELECTION

In accordance with bye-law no. 84 of the Bye-Laws, one-third of the Directors for the time being (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation at each annual general meeting of the Company, provided that every Director shall be subject to retirement by rotation at least once every three years. A retiring Director shall be eligible for re-election and shall continue to act as a Director throughout the meeting at which he retires. The Directors to retire by rotation every year shall include (so far as necessary to ascertain the number of Directors to retire by rotation) any Director who wishes to retire and not to offer himself for re-election. Any further Directors so to retire shall be those of the other Directors subject to retirement by rotation who have been longest in office since their last re-election or appointment and so that as between persons who became or were last re-elected Directors on the same day those to retire shall (unless they otherwise agree among themselves) be determined by lot.

- (ii) 緊接購股權授出日期前五個營業日股份於聯交所每日報價表所載正式收市價的平均值；及
- (iii) 股份面值。

退休計劃

本集團退休計劃的詳情載於綜合財務報表附註25。

董事

年內及直至本報告日期的董事如下：

執行董事

陳麒淳先生
(主席兼董事總經理)
陳楚東先生
容劍文先生
楊楚賢先生

獨立非執行董事

林良俊先生
詹勳光先生
陳劍雄先生

董事及高級管理層履歷

本公司董事及高級管理層的履歷詳情載於本年報第114至120頁。

董事退任及重選

根據細則第84條，在本公司每屆股東週年大會上，當時的三分之一董事（若人數並非三的倍數，則以最接近但不少於三分之一的人數為準）將輪流退任，惟每位董事均須至少每三年輪流退任。退任董事符合資格膺選連任，並於其退任之整個大會舉行期間仍以董事身份行事。釐定輪席告退董事人數時，每年輪流退任的董事須包括任何擬退任但不願膺選連任之董事。其他退任董事為自上次獲選連任或委任後任期最長的須輪席告退的董事，但若多位董事於同一日成為董事或獲選連任，則抽籤決定須予告退的董事名單（除非彼等之間另有協定）。

Mr. Chan Ki Chun, Mr. Chan Chor Tung and Mr. Chan Kim Hung, Simon will retire by rotation and, being eligible, offer themselves for re-election at the 2020 AGM pursuant to bye-law no. 84 of the Bye-Laws.

INDEPENDENCE OF INEDs

The Company has received annual confirmation of independence from each of the INEDs pursuant to Rule 3.13 of the Listing Rules. As at the date of this report, the Board considered them independent.

DIRECTORS' SERVICE CONTRACTS

Each of the executive Director has entered into a service agreement with the Company which shall be for fixed term of three years, unless terminated by either the Company or the respective Director in accordance with the terms of the service agreement.

Each of the INED has entered into a letter of appointment with the Company which shall last for a period of three years, subject to early termination by the INED or the Company in accordance with the terms of the letter of appointment.

Save as disclosed above, none of the Directors proposed for re-election at the 2020 AGM has or is proposed to have a service contract with any member of the Group which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

EMOLUMENT POLICY

In order to attract and retain high quality staff and to enable smooth operation within the Group, the Group offered competitive remuneration packages (with reference to market conditions and individual qualification, position, seniority and experience) and various in-house training courses. Share options may also be granted to eligible employees. The remuneration packages are subject to review on a regular basis.

The Remuneration Committee is responsible for making recommendations to the Board on the Company's policy and structure for all Directors and senior management remuneration, having regard to market competitiveness, individual performance and achievement. The Company has adopted the Scheme as an incentive to Directors and the relevant eligible participants.

根據細則第84條，陳麒淳先生、陳楚東先生及陳劍雄先生將於二零二零年股東週年大會上輪席告退並合資格膺選連任。

獨立非執行董事的獨立性

根據上市規則第3.13條，每名獨立非執行董事均已就彼等的獨立性向本公司發出年度確認。於本報告日期，董事會認為所有獨立非執行董事均為獨立。

董事服務合約

各執行董事已與本公司訂立服務協議，任期固定為期三年，除非本公司或有關董事根據服務協議條款予以終止。

各獨立非執行董事已與本公司訂立委任函，為期三年，獨立非執行董事或本公司可根據委任函條款提前終止。

除上文所披露者外，提議於二零二零年股東週年大會重選的董事概無與本集團任何成員公司訂立或擬訂立任何本集團於一年內不付賠償(法定賠償除外)而不可終止的服務合約。

薪酬政策

為吸引及挽留優質員工，確保本集團內部正常經營，本集團提供具競爭力的薪酬待遇(經參考市況和個人資歷、職位、職級及經驗而定)和多項內部培訓課程。合資格僱員亦可能獲授購股權。薪酬待遇會定期檢討。

薪酬委員會負責就本公司的政策、全體董事架構及高級管理層薪酬(參考市場競爭、個人表現及成就)向董事會提供建議。本公司已採納計劃作為對董事及相關合資格參與者的獎勵。

REPORT OF THE DIRECTORS

董事報告

REMUNERATION OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS

Details of the Directors' remuneration and the five highest paid individuals are set out in notes 8 and 9 to the consolidated financial statements respectively. No Director has waived or has agreed to waive any emolument during the Year.

DIRECTORS' MATERIAL INTERESTS IN CONTRACTS

Save as disclosed in this annual report, no transactions, arrangements and contracts of significance in relation to the Group's business to which the Company or any of its subsidiaries was a party and in which the Director or an entity connected the Director had a material interest, whether directly or indirectly, subsisted at any time during the Year.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

Interests in the Company

As at 31 December 2019, none of the Directors or chief executive of the Company has any interest or short positions in the shares, underlying shares or debentures of the Company which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong) (the "SFO") (including interests or short positions which they were taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Model Code to be notified to the Company and the Stock Exchange.

董事薪酬及五名最高薪人士

有關董事薪酬及五名最高薪人士之詳情分別載於綜合財務報表附註8及9。年內並無董事放棄或同意放棄任何薪酬。

董事於合約的重大權益

除本年報所披露者外，年內任何時間，概無任何有關本集團業務，本公司或其任何附屬公司為訂約方而董事或與董事相關的實體直接或間接擁有重大權益且仍然有效的重大交易、安排及合約。

董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於本公司的權益

截至二零一九年十二月三十一日，本公司董事或最高行政人員概無於本公司股份、相關股份或債權證中擁有根據香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例的有關條文被當作或視為擁有的權益或淡倉），或擁有根據證券及期貨條例第352條須登記於該條所述登記冊的權益或淡倉，或擁有根據標準守則須知會本公司及聯交所的權益或淡倉。

Interests in associated corporations of the Company

As at 31 December 2019, the interests or short positions of the Directors or chief executive of the Company in the shares, underlying shares or debentures of the Company's associated corporations (within the meaning of Part XV of the SFO (i) which were required to be 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 (ii) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code, were as follows:

Name of Director	Name of associated corporation	Capacity	Number of Shares (long position) 股份數目 (好倉)	Approximate percentage of shareholding 概約持股 百分比
董事姓名	相聯法團名稱	身份		
Mr. Chan Ki Chun 陳麒淳先生	Sun Fook Kong Group Limited (the "SFK Group") 新福港集團有限公司 (「新福港集團」)	Interest in controlled corporation (Note 1) 受控法團權益(附註1)	97,599	3.54%

Note 1: Mr. Chan Ki Chun beneficially owns the entire issued share capital of Growth Asset Holdings Limited, a company incorporated in the British Virgin Islands with limited liability ("Growth Asset"). By virtue of the SFO, Mr. Chan Ki Chun is deemed to be interested in the 97,599 shares of SFK Group held by Growth Asset.

於本公司相聯法團的權益

截至二零一九年十二月三十一日，本公司董事或最高行政人員於本公司相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債權證中(i)擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉(包括根據證券及期貨條例的有關條文被當作或視為擁有的權益或淡倉)，或(ii)擁有根據證券及期貨條例第352條須登記於該條所述登記冊的權益或淡倉，或(iii)擁有根據標準守則須知會本公司及聯交所的權益或淡倉如下：

附註1：陳麒淳先生實益擁有Growth Asset Holdings Limited(「Growth Asset」，在英屬維爾京群島註冊成立的有限公司)全部已發行股本。根據證券及期貨條例，陳麒淳先生被視為為Growth Asset所持新福港集團的97,599股股份中擁有權益。

Save as disclosed above, as at 31 December 2019, none of the Directors nor chief executive of the Company has registered any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) (i) which were required to be 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 were taken or deemed to have under such provisions of the SFO); or (ii) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

除上文所披露者外，截至二零一九年十二月三十一日，董事及本公司最高行政人員概無於本公司或其相聯法團(定義見證券及期貨條例第XV部)股份、相關股份或債權證中登記(i)根據證券及期貨條例第XV部第7及8分部條文須知會本公司及聯交所的任何權益或淡倉(包括根據證券及期貨條例的有關條文被當作或視為擁有的權益或淡倉)，或(ii)擁有根據證券及期貨條例第352條須登記於該條所述登記冊的任何權益或淡倉，或(iii)擁有根據標準守則須知會本公司及聯交所的任何權益或淡倉。

REPORT OF THE DIRECTORS

董事報告

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY

So far as the Directors are aware, as at 31 December 2019, the following persons (other than the Directors and chief executive of the Company) had or deemed or taken to have an interest and/or short position in the Shares, the underlying Shares or the debentures of the Company which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were required to be recorded in the register of interests required to be kept by the Company under section 336 of the SFO:

主要股東於本公司股份、相關股份及債權證的權益及淡倉

據董事所知，截至二零一九年十二月三十一日，以下人士（董事及本公司最高行政人員除外）於本公司股份、相關股份或債權證中擁有或視為或當作擁有根據證券及期貨條例第XV部第2及3分部條文須予披露的權益及／或淡倉，或須記錄於本公司根據證券及期貨條例第336條須置存之權益登記冊的權益及／或淡倉：

Name of shareholder	Nature of interest	Number of Shares (long position) 股份數目 (好倉)	Approximate percentage of shareholding 概約持股 百分比
SFK Group 新福港集團	Beneficial owner (Note 1) 實益擁有人(附註1)	300,000,000	75%
Good Target Limited ("Good Target")	Interest of controlled corporations (Notes 1 and 2) 受控法團權益(附註1及2)	300,000,000	75%
Ocean Asset Holdings Limited ("Ocean Asset")	Interest of controlled corporation (Notes 1 and 2) 受控法團權益(附註1及2)	300,000,000	75%
Mr. Lo Kai Shui ("Mr. Lo") 羅啟瑞先生(「羅先生」)	Interest of controlled corporations (Note 2) 受控法團權益(附註2)	300,000,000	75%
Mr. Hu Liang Ming Raymond 胡亮明先生	Beneficial owner 實益擁有人	12,000,000	3%
Mr. Hu Liang Ming Raymond 胡亮明先生	Beneficiary of a trust 信託受益人	10,000,000	2.5%

Note 1: SFK Group, a company incorporated in the British Virgin Islands with limited liability, is owned as to approximately 71.39% by Good Target, 18.94% by Ocean Asset, 3.54% by Growth Asset, 1.94% by Chief Champion Limited, 1.46% by Jemrick Holdings Limited, 1.06% by KSL Management Limited, 0.83% by LHS Management Limited, 0.46% by Worldrich Enterprises Limited, 0.22% by Easespeed Limited and 0.16% by Global Trinity Limited.

Note 2: Good Target, a company incorporated in the British Virgin Islands with limited liability, is beneficially and wholly owned by Mr. Lo. Ocean Asset, a company incorporated in the British Virgin Islands with limited liability is beneficially and wholly owned by Mr. Lo. By virtue of the SFO, Mr. Lo is deemed to be interested in the Shares held by SFK Group.

附註1：新福港集團為在英屬維爾京群島註冊成立的有限公司，由 Good Target、Ocean Asset、Growth Asset、Chief Champion Limited、Jemrick Holdings Limited、KSL Management Limited、LHS Management Limited、Worldrich Enterprises Limited、捷安有限公司及Global Trinity Limited 分別擁有約 71.39%、18.94%、3.54%、1.94%、1.46%、1.06%、0.83%、0.46%、0.22% 及 0.16%。

附註2：Good Target 為在英屬維爾京群島註冊成立的有限公司，由羅先生實益全資擁有。Ocean Asset 為在英屬維爾京群島註冊成立的有限公司，由羅先生實益全資擁有。根據證券及期貨條例，羅先生視為於新福港集團持有的股份中擁有權益。

Save as disclosed above, as at 31 December 2019, the Directors were not aware of any other persons who had or deemed or taken to have any interests or short positions in the Shares, underlying Shares or debentures of the Company which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were required to be recorded in the register of interests required to be kept by the Company under Section 336 of the SFO.

除上文所披露者外，截至二零一九年十二月三十一日，就董事所知並無任何其他人士於本公司股份、相關股份或債權證中擁有或視為或當作擁有根據證券及期貨條例第XV部第2及3分部條文須予披露的權益或淡倉，或須記錄於本公司根據證券及期貨條例第336條須置存之權益登記冊的權益或淡倉。

CONTROLLING SHAREHOLDERS' INTEREST

Save as disclosed herein, apart from transactions carried out in the normal course of business, there were no contracts of significance between the Company or any of its subsidiaries and a controlling shareholder or any of its subsidiaries or any contracts of any significance for the provision of services to the Company or any of its subsidiaries by a controlling shareholder or any of its subsidiaries.

DEED OF NON-COMPETITION

The deed of non-competition dated 19 November 2015 has been entered into by SFK Group, Good Target and Mr. Lo, the controlling shareholders of the Company within the meaning of the Listing Rules (collectively the "Controlling Shareholders") in favour of the Company regarding certain non-competition undertakings given by the Controlling Shareholders in favour of the Company. The details of the deed of non-competition have been disclosed in the section headed "Relationship with our Controlling Shareholders" in the Prospectus.

Each of the Controlling Shareholders has given an annual declaration to the Company confirming that he/it has complied with the non-compete undertakings provided to the Company under the said deed of non-competition. The INEDs have reviewed the status of compliance and enforcement of the non-compete undertaking and confirmed that all the undertakings thereunder have been complied for the Year.

MAJOR CUSTOMERS AND SUPPLIERS

During the Year, the Group's top five customers (where various departments of the Hong Kong Government were considered individually), all of which are based in Hong Kong, collectively accounted for approximately 78.5% (2018: 84.1%) of the Group's total revenue for the Year. The largest customer accounted for approximately 50.6% of the Group's total revenue for the Year (2018: 54.3%).

During the Year, purchases from the Group's top five suppliers, all of which are based in Hong Kong and are independent third parties, collectively accounted for approximately 15.7% (2018: 15.1%) of the Group's total purchase costs for the Year. The largest supplier accounted for approximately 3.7% of the Group's total purchase costs for the Year (2018: 3.5%).

To the best of the knowledge of the Directors, none of the Directors, their respective close associates or any shareholder of the Company (which to the knowledge of the Directors owns more than 5% of the issued share capital of the Company) had any interest in any of the Group's top five customers or suppliers.

控股股東權益

除本節所披露者外，除在一般業務過程中進行的交易外，本公司或其任何附屬公司概無與控股股東或其任何附屬公司訂立重要合約，亦無訂立內容有關控股股東或其任何附屬公司向本公司或其任何附屬公司提供服務的重要合約。

不競爭契約

新福港集團、Good Target及羅先生(本公司控股股東(統稱「控股股東」)，定義見上市規則)以本公司為受益人就控股股東向本公司作出若干不競爭承諾於二零一五年十一月十九日訂立不競爭契約，不競爭契約詳情披露於招股章程「與控股股東的關係」一節。

各控股股東向本公司作出年度聲明，確認其已遵守根據上述不競爭契約向本公司作出的不競爭承諾。獨立非執行董事已審閱不競爭承諾的合規及履行情況，確認年內所有承諾已得到遵守。

主要客戶及供應商

年內，本集團五大客戶(均位於香港，香港政府不同部門單獨分析)共同佔本集團年內總收益約78.5%(二零一八年：84.1%)。最大客戶佔本集團年內總收益約50.6%(二零一八年：54.3%)。

年內，自本集團五大供應商的採購(均位於香港並均為獨立第三方)共同佔本集團年內總採購成本約15.7%(二零一八年：15.1%)。最大供應商佔本集團年內總採購成本約3.7%(二零一八年：3.5%)。

就董事所知，董事、彼等各自緊密聯繫人或本公司任何股東(就董事所知擁有本公司5%以上已發行股本)概無於本集團五大客戶或供應商擁有任何權益。

REPORT OF THE DIRECTORS

董事報告

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Group were entered into or in existence during the Year.

MATERIAL RELATED PARTY TRANSACTIONS

The material related party transactions entered into by the Group during the Year as set out in:

- (a) note 24(b)(ii) to the consolidated financial statements in relation to rental expenses, license fees, air-conditioning and service charges (the amount of which being approximately HK\$2.3 million as disclosed in note 24(c) to the consolidated financial statements); and
- (b) note 24(b)(iii) to the consolidated financial statements in relation to property management services and property consultancy services income (the amount of which being approximately HK\$4.6 million as disclosed in note 24(c) to the consolidated financial statements)

are non-exempt continuing connected transactions which are subject to the reporting, annual review and announcement requirements but exempt from the independent shareholders' approval requirements pursuant to the Listing Rules. Further details of these continuing connected transactions are set out in the section below headed "Continuing Connected Transactions".

The Group has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver (the "Waiver") from strict compliance with the announcement requirement of the Listing Rules in respect of part of the continuing connected transaction mentioned in (a) above. Further details are set out in the section below headed "The Waiver".

Part of the material related party transactions set out in note 24(a) to the consolidated financial statements in respect of the remuneration of the Directors constitute connected transactions exempt from reporting, announcement and independent shareholders' approval requirements pursuant to the Listing Rules.

Save as disclosed above, the Directors consider that those material related party transactions disclosed in note 24 to the consolidated financial statements did not fall under the definition of "connected transactions" or "continuing connected transactions" (as the case may be) in Chapter 14A of the Listing Rules which are required to comply with any of the reporting, announcement or independent shareholders' approval requirements under the Listing Rules. The Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules.

管理合約

年內並無訂立或存續任何涉及本集團全部或任何重大部分業務管理的合約。

重大關聯方交易

本集團年內所訂立的重大關聯方交易載列如下：

- (a) 綜合財務報表附註24(b)(ii)所載有關租金開支、許可費、冷氣及服務費(綜合財務報表附註24(c)所披露金額約為2.3百萬港元);及
- (b) 綜合財務報表附註24(b)(iii)所載有關物業管理服務及物業顧問服務收入(綜合財務報表附註24(c)所披露金額約為4.6百萬港元)

均為非豁免持續關連交易，須遵守上市規則的申報、年度審閱及公告規定，惟豁免遵守獨立股東批准規定。該等持續關連交易進一步詳情分別載於下文「持續關連交易」一節。

本集團已就上文(a)段中部分持續關聯交易向聯交所申請，且聯交所已就此予以批准豁免嚴格遵守上市規則的公告規定(「豁免」)，進一步詳情載於下文「豁免」一節。

綜合財務報表附註24(a)所載有關董事薪酬的部分重大關聯方交易屬獲豁免遵守上市規則申報、公告及獨立股東批准規定的關連交易。

除上文所披露者外，董事認為綜合財務報表附註24所披露其餘重大關聯方交易不屬上市規則第14A章所定義須遵守上市規則申報、公告或獨立股東批准規定的「關連交易」或「持續關連交易」(視情況而定)。本公司已遵守上市規則第14A章的披露規定。

CONTINUING CONNECTED TRANSACTIONS

During the Year, the Group had the following continuing connected transactions:

(1) Moon Yik Agreements

On 20 December 2012, Sun Fook Kong Construction Management Limited (“SFK Management”), an indirect wholly-owned subsidiary of the Company, entered into a tenancy agreement (the “Tenancy Agreement”) with Moon Yik Company, Limited (“Moon Yik”) as landlord, pursuant to which Moon Yik agreed to lease to SFK Management properties situated at Suites 3201–2, 3206–10, 32nd Floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong (the “Office Premises”) as the head office of the Group. The Tenancy Agreement expired on 31 March 2016.

On 21 May 2015, SFK Management as licensee entered into a master license agreement (the “Master License Agreement”) with Moon Yik as licensor, to govern the use of five car parking spaces (numbers B2-03, B2-06, B2-11, B2-32 and B2-38) (the “Car Parking Spaces”) within the car park situated in Basement 2 of Great Eagle Centre, together with the right to use the entrance and drive-ways in Great Eagle Centre so far as the same are necessary to the enjoyment of the Car Parking Spaces. The Master License Agreement expired on 31 March 2016.

On 21 September 2015, SFK Management and Moon Yik entered into a renewed tenancy agreement (the “Renewed Tenancy Agreement”) to renew the Tenancy Agreement and the Master License Agreement, pursuant to which:

- (i) the lease of the Office Premises to SFK Management was renewed for a term of three years commencing from 1 April 2016 and ending on 31 March 2019 at a monthly rental (exclusive of government rates, air-conditioning charge and service charge in relation to the management of the Office Premises) of HK\$596,731.20, a monthly air-conditioning charge of HK\$34,923.20 (subject to adjustment) and a monthly service charge of HK\$53,713.40 (subject to adjustment); and
- (ii) the grant to SFK Management of a license to use the Car Parking Spaces was renewed for the term of the Renewed Tenancy Agreement at the prevailing monthly license fee (subject to adjustment as Moon Yik or the carpark manager of the Car Parking Spaces may prescribe from time to time).

持續關連交易

年內，本集團訂立以下持續關連交易：

(1) 滿億協議

於二零一二年十二月二十日，本公司間接全資附屬公司新福港工程策劃管理有限公司（「新福港管理」）與滿億有限公司（「滿億」）（作為業主）訂立租賃協議（「租賃協議」），據此，滿億同意向新福港管理出租位於香港灣仔港灣道23號鷹君中心32樓3201–2室、3206–10室的物業（「辦公室物業」），作為本集團的總辦事處。租賃協議已於二零一六年三月三十一日到期。

於二零一五年五月二十一日，新福港管理（作為獲許可方）與滿億（作為許可方）訂立總許可協議（「總許可協議」），以規管位於鷹君中心地庫2層停車場的五個停車位（編號B2-03、B2-06、B2-11、B2-32及B2-38）（「停車位」）的使用及使用鷹君中心入口及行車道的權利，惟限於在該項權利對使用停車位有必要時。總許可協議已於二零一六年三月三十一日到期。

於二零一五年九月二十一日，新福港管理與滿億訂立經續新租賃協議（「經續新租賃協議」）以續期租賃協議及總許可協議，據此：

- (i) 向新福港管理出租辦公室物業之租賃續期三年，自二零一六年四月一日起至二零一九年三月三十一日止，月租（不包括與管理辦公室物業有關的政府差餉、空調費及服務費）為596,731.20港元，每月空調費為34,923.20港元（可予調整）及每月服務費為53,713.40港元（可予調整）；及
- (ii) 向新福港管理所授出使用停車位的許可，按現時每月許可費（可由滿億或停車位之停車場管理人不時調整）續期經續新租賃協議的年期。

REPORT OF THE DIRECTORS

董事報告

As disclosed in the annual report of the Company for 2018, the Board estimated that the annual caps under the Renewed Tenancy Agreement would be HK\$9.70 million, HK\$9.99 million and HK\$2.516 million for each of the three years ended 31 December 2019 respectively. Such estimate is based on (a) the rental of the Office Premises, the license fees of the Car Parking Spaces, the air-conditioning charge and the service charge under the Renewed Tenancy Agreement; (b) possible adjustment in the license fees of the Car Parking Spaces, the air-conditioning charge (due to increase in the operating cost of air cooling services of the Building) and the service charge (due to increase in the management fee of the Building); and (c) other outgoings related to the services or facilities provided to SFK Management in relation to the Office Premises. The said annual cap for the year ended 31 December 2019 was determined based on the fees payable for the period from 1 January 2019 to 31 March 2019, since the term of the Renewed Tenancy Agreement expired on 31 March 2019.

During the Year, the expenses for the lease of the Office Premises and the use of the Car Parking Spaces paid under the Renewed Tenancy Agreement amounted to approximately HK\$2.20 million (2018: HK\$8.84 million), which was within the annual cap for the Year. The Renewed Tenancy Agreement expired on 31 March 2019.

Moon Yik is an indirect wholly-owned subsidiary of Great Eagle Holdings Limited (“Great Eagle”) and Mr. Lo, our Controlling Shareholder, was the then deputy managing director and executive director of Great Eagle at the time of entering into the continuing connected transaction and is a controlling shareholder of Great Eagle. As such, Moon Yik is a connected person of the Company for the purpose of the Listing Rules. Accordingly, the transactions contemplated under the Renewed Tenancy Agreement constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Since the applicable percentage ratios (other than the profits ratio) for the Renewed Tenancy Agreement on a standalone basis is expected to be more than 0.1% but less than 5% on an annual basis, the transactions contemplated under the Renewed Tenancy Agreement on a standalone basis constitute non-exempt continuing connected transactions under the Listing Rules and are subject to the reporting, annual review and announcement requirements but exempt from the independent shareholders’ approval requirement under Rule 14A.76(2) of the Listing Rules, subject however to the Waiver.

按本公司二零一八年報所披露，董事會估計截至二零一九年十二月三十一日止三個年度各年，經續新租賃協議的年度上限將分別為9.70百萬港元、9.99百萬港元及2.516百萬港元。該估計乃基於(a)根據經續新租賃協議項下的辦公室物業租金、停車位的許可費、空調費及服務費；(b)對停車位許可費、對空調費(因該大廈的冷氣服務的營運成本上升)及服務費(因該大廈的管理費增加)的可能調整；及(c)就辦公室物業向新福港管理提供服務或設施有關的其他開支。由於經續新租賃協議年期已於二零一九年三月三十一日屆滿，上述截至二零一九年十二月三十一日止年度的年度上限基於二零一九年一月一日至二零一九年三月三十一日止期間的應付費用釐定。

年內，根據經續新租賃協議支付的辦公室物業租賃費及停車位使用費約為2.20百萬港元(二零一八年：8.84百萬港元)，未超過年內的年度上限。經續新租賃協議已於二零一九年三月三十一日屆滿。

滿億為鷹君集團有限公司(「鷹君」)的間接全資附屬公司，而我們的控股股東羅先生於訂立持續關連交易時為鷹君的當時的副董事總經理及執行董事而仍是控股股東。故此，就上市規則而言，滿億為本公司的關連人士。因此根據上市規則第14A章，經續新租賃協議擬進行的交易屬本公司持續關連交易。

由於經續新租賃協議(按獨立基準)的各適用百分比率(盈利比率除外)按年度基準預期將超過0.1%但低於5%，根據上市規則，經續新租賃協議(按獨立基準)擬進行的交易屬非豁免持續關連交易，須遵守上市規則第14A.76(2)條有關申報、年度審核及公告的規定，但獲豁免遵守獨立股東批准的規定，以下文豁免為準。

(2) Agreements of Foshan SFK and Guangzhou SFK

佛山新福港物業管理有限公司 (Foshan SFK Building Management Limited*) (“Foshan SFK”) and 廣州新福港物業管理有限公司 (Guangzhou Sun Fook Kong Property Management Limited*) (“Guangzhou SFK”), both are indirect wholly-owned subsidiaries of the Company, entered into a number of service or rental agreements (the “Previous Service and Rental Agreements”) with various subsidiaries of SFK Group on 22 January 2018. All the Previous Service and Rental Agreements expired on 31 December 2018.

On 31 January 2019, Foshan SFK entered into renewed service and rental agreements to renew some of the Previous Service and Rental Agreements (each the “Renewed Agreement” and collectively the “Renewed Agreements”) with various subsidiaries of the SFK Group. On the same day, Guangzhou SFK entered into a new service agreement and a new rental agreement (each the “New Agreement” and collectively the “New Agreements”) with a subsidiary of the SFK Group. Details of the Renewed Agreements and New Agreements are as follows:

(2) 佛山新福港及廣州新福港協議

於二零一八年一月二十二日，本公司的兩間接全資附屬公司佛山新福港物業管理有限公司（「佛山新福港」）及廣州新福港物業管理有限公司「廣州新福港」，與新福港集團的各附屬公司於二零一八年一月二十二日訂立若干服務或租賃協議（「舊服務及租賃協議」）。所有舊服務及租賃協議已於二零一八年十二月三十一日到期。

於二零一九年一月三十一日，佛山新福港與新福港集團的各附屬公司訂立經續新服務及租賃協議，以重續若干舊服務及租賃協議（各為「經續新協議」及統稱為「該等經續新協議」）。同日，廣州新福港與新福港集團的一間附屬公司訂立一份新服務協議及一份新租賃協議（各為「新協議」及統稱為「該等新協議」）。續新協議及新協議的詳列如下：

Date of New Agreement/ Renewed Agreement	Parties	Scope of services	Term/ Renewed Term	Fees	Annual Cap for the year ended 31 December 2019 截至二零一九年 十二月三十一日 止年度的年度 上限 (approximate RMB'000) (概約 人民幣千元)
新協議/經續 新協議日期	訂約方	服務範圍	年期/續新年期	費用	
31 January 2019 二零一九年 一月三十一日	<ul style="list-style-type: none"> — 佛山市新運泰房地產開發有限公司 (Foshan Xin Yun Tai Real Estate Development Company Limited*) — Foshan SFK (through its Foshan head office) — 佛山市新運泰房地產開發有限公司 — 佛山新福港(透過其佛山總辦事處) 	Provision of property consultancy services in respect of 佛山新福港廣場項目 (Foshan Sun Fook Kong Guang Chang Development*) (“Foshan SFK Guang Chang”) and property services as requested 就佛山新福港廣場項目（「佛山新福港廣場」）提供物業顧問服務及所要求的物業服務	1 January 2019 to 31 December 2019 二零一九年一月一日至二零一九年十二月三十一日	Basic fee of RMB180,000 per month 基本費用每月人民幣 180,000 元 Additional service fees for the property services, if any 物業服務的額外服務費(如有)	2,600

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Date of New Agreement/ Renewed Agreement	Parties	Scope of services	Term/ Renewed Term	Fees	Annual Cap for the year ended 31 December 2019 截至二零一九年 十二月三十一日 止年度的年度 上限 (approximate RMB'000) (概約 人民幣千元)
新協議/經續 新協議日期	訂約方	服務範圍	年期/續新年期	費用	
31 January 2019 二零一九年 一月三十一日	<ul style="list-style-type: none"> - 都江堰根園房地產開發有限公司 (Dujanyan Gen Yuan Real Estate Development Limited*) - Foshan SFK (through its Foshan head office) - 都江堰根園房地產開發有限公司 - 佛山新福港(透過其佛山總辦事處) 	Provision of property consultancy services in respect of 成都青城·根園項目 (Chengdu Qing Cheng, Gen Yuan Development*) and property services as requested 就成都青城·根園項目提供物業顧問服務及所要求的物業服務	1 January 2019 to 31 December 2019 二零一九年一月一日至二零一九年十二月三十一日	Basic fee of RMB80,000 per month 基本費用每月人民幣80,000元 Additional service fees for the property services, if any 物業服務的額外服務費(如有)	1,150
31 January 2019 二零一九年 一月三十一日	<ul style="list-style-type: none"> - Foshan Xin Yun Tai Real Estate Development Company Limited - Foshan SFK (through its Foshan Head Office) - 佛山市新運泰房地產開發有限公司 - 佛山新福港(透過其佛山總辦事處) 	Provision of property consultancy services in respect of Foshan SFK Guang Chang and property services as requested 就佛山新福港廣場項目提供物業顧問服務及所要求的物業服務	1 January 2019 to 31 December 2019 二零一九年一月一日至二零一九年十二月三十一日	Basic fee of RMB60,000 per month 基本費用每月人民幣60,000元 Additional service fees for the property services, if any 物業服務的額外服務費(如有)	860
31 January 2019 二零一九年 一月三十一日	<ul style="list-style-type: none"> - 廣州市宏康福港房地產開發有限公司 (Guangzhou City Hong Kang Fook Kong Real Estate Development Company Limited*) ("Guangzhou Hong Kang Fook Kong") - Guangzhou SFK - 廣州市宏康福港房地產開發有限公司(「廣州宏康福港」) - 廣州新福港 	Provision of property consultancy services in respect of 廣州福港鼎峰花園項目 (Guangzhou Fook Kong The Paramount Development*) and property services as requested 就廣州福港鼎峰花園項目提供物業顧問服務及所要求的物業服務	1 January 2019 to 31 December 2019 二零一九年一月一日至二零一九年十二月三十一日	Basic fee of RMB20,000 per month 基本費用每月人民幣20,000元 Additional service fees for the property services, if any 物業服務的額外服務費(如有)	290

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Date of New Agreement/ Renewed Agreement	Parties	Scope of services	Term/ Renewed Term	Fees	Annual Cap for the year ended 31 December 2019 截至二零一九年 十二月三十一日 止年度的年度 上限 (approximate RMB'000) (概約 人民幣千元)
新協議/經續 新協議日期	訂約方	服務範圍	年期/續新年期	費用	
31 January 2019 二零一九年 一月三十一日	— Guangzhou Hong Kang Fook Kong — Guangzhou SFK — 廣州宏康福港 — 廣州新福港	Leasing of the property situated at 廣州高新技術產業開發區科學城 香雪大道西283號A15, 福港鼎峰花園商業綜合樓 (A15, No. 283, Xiangxue Road West, Guangzhou Science City, Gaoxin Jishu Chanye Development Zone, Fook Kong Paramount Commercial Complex*) 租賃位於廣州高新技術產業開發區科學 城香雪大道西283號A15, 福港鼎峰花園商業綜合樓的物業	1 January 2019 to 31 December 2019 二零一九年一月一日 至二零一九年 十二月三十一日	Monthly rental of RMB8,960.40 月租人民幣8,960.40元	108

The Board's estimated annual caps under the Renewed Agreements and the New Agreements, as disclosed in the announcement of the Company dated 31 January 2019, are set out above. For more details of the Renewed Agreements and the New Agreements and the basis of determination of these annual caps, please refer to such announcement.

During the Year, the total service fees received and rental paid under the Renewed Agreements and the New Agreements amounted to RMB4,080,000 (equivalent to approximately HK\$4,555,000) and RMB108,000 (equivalent to approximately HK\$120,000) respectively, which were within the annual caps for the Year.

董事會估計的該等經續新協議及該等新協議項下的年度上限(誠如本公司日期為二零一九年一月三十一日的公告所披露)載於上文。有關該等經續新協議及該等新協議及該等年度上限的釐定基準的更多詳情,請參閱有關公告。

年內,根據該等經續新協議及該等新協議收取的服務費用及支付的租金總額分別為人民幣4,080,000元(相當於約4,555,000港元)及人民幣108,000元(相當於約120,000港元),未超過年內的年度上限。

REPORT OF THE DIRECTORS

董事報告

SFK Group is a controlling shareholder of the Company. Thus, SFK Group and its subsidiaries are connected persons of the Company for the purpose of the Listing Rules. Accordingly, the transactions contemplated under the Renewed Agreements and the New Agreements constituted continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

In respect of the estimated annual cap for the Year for the transactions under the Renewed Agreements and the New Agreements, as one or more of the applicable percentage ratios calculated in accordance with the Listing Rules are more than 0.1% but all the applicable percentage ratios are less than 5%, such transactions are continuing connected transactions subject to the reporting, announcement and annual review requirements, but are exempt from the circular and shareholders' approval requirements under Chapter 14A of the Listing Rules.

All the Renewed Agreements and the New Agreements have expired on 31 December 2019.

THE WAIVER

The Group has applied to the Stock Exchange for, and the Stock Exchange has granted, a waiver from strict compliance with the announcement requirement of the Listing Rules in respect of the non-exempt continuing connected transactions as disclosed above in paragraph 1 (for the Tenancy Agreement and the Master License Agreement on an aggregated basis and for the Renewed Tenancy Agreement on a standalone basis) under the above section headed "Continuing Connected Transactions" subject to (a) these non-exempt continuing connected transactions will be carried out in compliance with the requirements of the Listing Rules and the Company shall comply with the relevant requirements for continuing connected transactions in accordance with Chapter 14A of the Listing Rules; and (b) the aggregate value of each of the relevant non-exempt continuing connected transactions for each of the financial years ended 31 December 2019 will not exceed the relevant annual caps.

新福港集團為本公司的控股股東。因此，就上市規則而言，新福港集團及其附屬公司為本公司關連人士。因此，根據上市規則第14A章，該等經續新協議及該等新協議項下擬進行的交易構成本公司的持續關連交易。

關於該等經續新協議及該等新協議項下之交易之年度估計年度上限，根據上市規則計算的一項或多項適用百分比率超過0.1%但所有適用的百分比率則低於5%，故有關交易屬持續關連交易，須遵守申報、公告及年度審閱規定，惟豁免遵守上市規則第14A章項下之通函及股東批准之規定。

所有該等經續新協議及該等新協議已於二零一九年十二月三十一日屆滿。

豁免

本集團已就上述「持續關連交易」一節第1段(租賃協議及總許可協議(按綜合基準)及經續新租賃協議(按獨立基準))所披露非豁免持續關連交易向聯交所申請，且聯交所已就此予以批准，豁免我們嚴格遵守上市規則有關公告，惟(a)該等非豁免持續關連交易將根據上市規則規定進行，及本公司須根據上市規則第14A章遵守有關持續關連交易的規定；及(b)各項相關非豁免持續關連交易於截至二零一九年十二月三十一日止財政年度各年的總價值將不會超過相關年度上限。

ANNUAL REVIEW OF CONTINUING CONNECTED TRANSACTIONS

Pursuant to Rule 14A.55 of the Listing Rules, the above non-exempt continuing connected transactions have been reviewed by the INEDs who have confirmed that the transactions have been entered into (a) in the ordinary and usual course of business of the Group; (b) on normal commercial terms or better; and (c) according to the agreements governing them on terms that are fair and reasonable and in the interests of the Shareholders as a whole.

The Company's auditor has been engaged by the Company to report on the above non-exempt continuing connected transactions. The auditor has issued a letter to the Board containing their findings and conclusions in respect of the above non-exempt continuing connected transactions in accordance with Rule 14A.56 of the Listing Rules. The auditor has confirmed that nothing has come to their attention that causes them to believe that the above non-exempt continuing connected transactions:

- (a) have not been approved by the Board;
- (b) were not, in all material respects, in accordance with the pricing policies of the Group for transactions involving the provision of goods or services by the Group;
- (c) were not entered into, in all material respects, in accordance with the relevant agreements governing the transactions; and
- (d) have exceeded the annual cap as set by the Company.

A copy of the auditor's letter has been provided to the Stock Exchange in accordance with Rule 14A.57 of the Listing Rules.

PERMITTED INDEMNITY PROVISIONS

At no time during the Year was there any permitted indemnity provisions (whether made by the Company or otherwise) being in force for the benefit of any Directors of the Company, or of its associated company.

RELIEF OF TAXATION

The Company is not aware of any relief from taxation available to the Shareholders by reason of their holding of the Shares.

BUSINESS REVIEW

The business review of the Group for the Year is included in the "Management Discussion and Analysis" in this annual report on pages 7 to 35. Such business review forms part of this Report of the Directors.

持續關連交易的年度審閱

根據上市規則第 14A.55 條，上述非豁免持續關連交易已由獨立非執行董事審閱，確認各交易 (a) 於本集團日常一般業務過程中；(b) 按正常或更佳商業條款；及 (c) 根據有關協議訂立，而協議條款公平合理且符合股東整體利益。

本公司核數師受聘對上述非豁免持續關連交易作出報告。根據上市規則第 14A.56 條，核數師已就上述非豁免持續關連交易向董事會發出意見函，載有其審閱結果和結論。核數師確認，彼等概無獲悉任何事項致使彼等認為上述非豁免持續關連交易：

- (a) 未經董事會批准；
- (b) 在各重大方面未遵守本集團有關提供產品或服務之交易的定價政策；
- (c) 在各重大方面未遵守規管該等交易之相關協議進行；及
- (d) 超出本公司設定之年度上限。

本公司已根據上市規則第 14A.57 條向聯交所提供核數師函件副本。

獲准彌償條文

本年度概無以本公司或其聯營公司的任何董事為受益人的任何獲准彌償條文 (不論是否由本公司或其他人士作出)。

稅務寬免

就本公司所知，股東並無因持有股份而獲得任何稅務寬免。

業務回顧

本集團年內業務回顧載於本年報第 7 至 35 頁的「管理層討論及分析」。該業務回顧屬於本董事報告的一部分。

REPORT OF THE DIRECTORS

董事報告

SIGNIFICANT LEGAL PROCEEDINGS

The Group was not engaged in any litigation or arbitration of material importance and so far as the Directors are aware, no litigation or claim of material importance is pending or threatened by or against the Group.

EVENTS AFTER THE REPORTING PERIOD

The Board is not aware of any significant event requiring disclosure that has taken place subsequent to 31 December 2019 and up to the date of this report.

CORPORATE GOVERNANCE

Details of the corporate governance of the Company are set out in the section headed “Corporate Governance Report” in this annual report on pages 98 to 113.

AUDITOR

The consolidated financial statements for the Year have been audited by KPMG, who will retire and, being eligible, offer themselves for reappointment at the 2020 AGM. A resolution for their re-appointment as the auditor of the Company will be proposed at the 2020 AGM.

On behalf of the Board

Chan Ki Chun

Chairman

Hong Kong, 26 March 2020

The English names are translations from their Chinese names. If there is any inconsistency, the Chinese names shall prevail.

重大法律訴訟

本集團概無涉及任何重大訴訟或仲裁，而就董事所知，本集團亦無任何尚未了結或似將發生的重大訴訟或索償要求。

報告期後事項

就董事會所知，二零一九年十二月三十一日至本報告日期並無任何須予披露的重大事項。

企業管治

本公司企業管治詳情載於本年報第98至113頁的「企業管治報告」一節。

核數師

畢馬威會計師事務所已審核年內綜合財務報表，其將於二零二零年股東週年大會退任並合資格膺選連任。有關續聘其為本公司核數師的決議案將於二零二零年股東週年大會提呈。

代表董事會

主席

陳麒淳

香港，二零二零年三月二十六日

英文名稱來自彼等中文名稱之翻譯。如有任何歧義，概以中文為準。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告



**Independent auditor's report to the shareholders of
SFK Construction Holdings Limited**
(Incorporated in Bermuda with limited liability)

OPINION

We have audited the consolidated financial statements of SFK Construction Holdings Limited ("the Company") and its subsidiaries ("the Group") set out on pages 148 to 251, which comprise the consolidated statement of financial position as at 31 December 2019, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* ("the Code") together with any ethical requirements that are relevant to our audit of the consolidated financial statements in Bermuda, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

獨立核數師報告
致新福港建設集團有限公司股東
(於百慕達註冊成立的有限公司)

意見

本核數師(以下簡稱「我們」)已審計列載於第148至251頁的新福港建設集團有限公司(以下簡稱「貴公司」)及其附屬公司(以下統稱「貴集團」)的綜合財務報表，綜合財務報表包括於二零一九年十二月三十一日的綜合財務狀況表與截至該日止年度的綜合收益表、綜合全面收益表、綜合權益變動表和綜合現金流量表，以及綜合財務報表附註，包括主要會計政策概要。

我們認為，該等綜合財務報表已根據香港會計師公會頒布的《香港財務報告準則》真實而中肯地反映了貴集團於二零一九年十二月三十一日的綜合財務狀況及截至該日止年度的綜合財務表現及綜合現金流量，並已遵照香港《公司條例》的披露要求妥為擬備。

意見的基礎

我們已根據香港會計師公會頒布的《香港審計準則》(「香港審計準則」)進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計綜合財務報表承擔的責任」部分中作進一步闡述。根據香港會計師公會頒布的《專業會計師道德守則》(以下簡稱「守則」)以及與我們對百慕達綜合財務報表的審計相關的道德要求，我們獨立於貴集團，並已履行這些道德要求以及守則中的其他專業道德責任。我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

關鍵審計事項

關鍵審計事項是根據我們的專業判斷，認為對本期綜合財務報表的審計最為重要的事項。這些事項是在我們審計整體綜合財務報表及出具意見時進行處理的。我們不會對這些事項提供單獨的意見。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

KEY AUDIT MATTERS (Continued)

關鍵審計事項(續)

Contract accounting estimates

合約會計估計

Refer to note 3 to the consolidated financial statements and the accounting policies in notes 1(l) and 1(t)(i) to the consolidated financial statements.

請參閱綜合財務報表附註3及綜合財務報表附註1(l)及1(t)(i)中的會計政策。

The Key Audit Matter

關鍵審核事項

The Group recorded revenue from the provision of general building and civil engineering totalling HK\$5,277 million for the year ended 31 December 2019.

截至二零一九年十二月三十一日止年度，貴集團錄得提供一般建築及土木工程產生的收益總計為5,277百萬港元。

Contract revenue is recognised over time using the output method, based on direct measurements of the value of services delivered or surveys of work performed and the estimated total revenue for the contracts entered into by the Group. Contract costs are recognised when work is performed, together with any provisions for expected contract losses.

合約收益基於直接計量已交付服務或已開展工程測量的價值以及貴集團所訂立合約的估計總收益採用產出法隨時間確認。合約成本於進行工作時確認，連同預期合約虧損的任何撥備。

The recognition of revenue and profit relies on management's estimate of the final outcome of each contract which involves the exercise of significant management judgement, particularly in forecasting the costs to complete a contract, in valuing contract variations, claims and liquidated damages, in estimating the amount of expected losses and in assessing the ability of the Group to deliver services according to the agreed timetable.

收益及溢利的確認倚賴於管理層對各項合約的最終結果的估計，當中涉及行使重大管理層判斷，尤其是在預測完成合約的成本、評估合約變量、申索及違約賠償金、估計預期虧損金額以及評估貴集團根據協定的時間表提供服務的能力方面。

How the matter was addressed in our audit

我們的審計如何處理該事項

Our audit procedures to assess contract accounting estimates included the following:

我們評估合約會計估計的審核程序包括以下各項：

- assessing the design, implementation and operating effectiveness of key internal controls over the contract revenue recognition processes;
- 評估對合約收益確認流程的關鍵內部控制的設計、實施及經營效力；
- discussing with the Group management and project directors the performance of the major contracts in progress during the year and challenging the key estimates and assumptions adopted in the forecast of contract revenue and contract costs, including estimated costs to completion, the recognition of variation orders, the adequacy of contingency provisions and their assessment of potential liquidated damages for contracts which are behind schedule, by obtaining and assessing information in connection with the assumptions adopted, including contract agreements and sub-contracts, confirmations from and correspondence with customers regarding contract variations and claims and by considering historical outcomes for similar contracts;
- 透過獲取及評估與所採納的假設有關係的資料(包括合約協議及分包合約、客戶對合約變動及申索的確認及與客戶的通信)以及透過考慮類似合約的歷史結果，與貴集團管理層及項目總監討論年內正在進行的合約的績效並對在預測合約收益及合約成本時所採納的關鍵估計及假設提出質疑，包括估計的完成成本、合約變量的確認、應計經費的充足性及其對落後於預定計劃的潛在違約賠償金的評估；

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

KEY AUDIT MATTERS (Continued)

關鍵審計事項(續)

Contract accounting estimates

合約會計估計

Refer to note 3 to the consolidated financial statements and the accounting policies in notes 1(l) and 1(t)(i) to the consolidated financial statements.

請參閱綜合財務報表附註3及綜合財務報表附註1(l)及1(t)(i)中的會計政策。

The Key Audit Matter

關鍵審核事項

We identified contract accounting estimates as a key audit matter because the estimations of the total revenue and total costs to complete contracts are inherently subjective and require significant management judgements and estimations and because errors in the forecast of contract revenue and contract costs could result in a material variance in the amount of profit or loss recognised from contracts to date and, therefore, in the current period.

我們將合約會計估計確定為關鍵審核事項，因為總收益及完成合約的總成本估計原本具有主觀性且需要重大的管理層判斷及估計及由於合約收益及合約成本預測的錯誤可能會導致迄今為止（及因此於當前期間內）透過合約確認的損益金額出現重大差異。

How the matter was addressed in our audit

我們的審計如何處理該事項

- obtaining a detailed breakdown of the total estimated costs to completion for major contracts in progress during the year and comparing, on a sample basis, actual costs incurred to-date and cost estimates to agreements, certifications or correspondence with subcontractors and suppliers and other documentation referred to by management in its assessment of the estimated costs to completion;
- 取得年內正在進行的主要合約的完成估計總成本的詳盡明細，並以抽樣方式比較至今產生的實際成本和估計費用，與分包商及供應商間的協議、認證或通訊以及管理層在評估完成估計成本時提述的其他文件；
- comparing the contract revenue recognised for the major contracts in progress during the year with reference to the certifications from the professionals appointed by the customers;
- 將就年內正在進行的重大合約確認的合約收益與來自客戶委聘的專業人士的認證參考進行對比；
- conducting site visits, on a sample basis, to observe the progress of individual contracts and discussing with site personnel the status of each project and evaluating whether the project progress was consistent with the agreed timetable and the Group's financial accounting records;
- 按抽樣基準進行實地視察以觀察個別合約的進度，並與現場人員討論各個項目的狀態及評估項目進度與協定的時間表及貴集團的財務會計記錄是否一致；

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

KEY AUDIT MATTERS (Continued)

關鍵審計事項(續)

Contract accounting estimates

合約會計估計

Refer to note 3 to the consolidated financial statements and the accounting policies in notes 1(l) and 1(t)(i) to the consolidated financial statements.

請參閱綜合財務報表附註3及綜合財務報表附註1(l)及1(t)(i)中的會計政策。

The Key Audit Matter

關鍵審核事項

How the matter was addressed in our audit

我們的審計如何處理該事項

- performing a retrospective review for contracts completed during the current year by comparing the final outcome of the contracts to previous estimates made for those contracts to assess the reliability of the management's forecasting process; and
- 通過將合約的最終結果與之前對該等合約作出的估計進行對比，對本年度完成的合約進行回顧性審核，以評估管理層預測流程的可靠性；及
- inspecting a sample of contract agreements with customers and subcontractors to identify key terms and conditions, including contracting parties, contract period, contract sum, scope of work, liquidated damages and evaluating whether these key terms and conditions had been appropriately reflected in the total estimated revenue and costs to complete under the forecasts of contract.
- 抽樣檢查與客戶及分包商的合約協議以確定關鍵條款及條件(包括訂約方、合約期、合約金額、工作範圍、違約賠償金)並評估該等關鍵條款及條件是否根據合約預測於估計收益總額及完成成本中得到恰當的反映。

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The directors are responsible for the other information. The other information comprises all the information included in the annual report, other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

綜合財務報表及其核數師報告以外的信息

董事需對其他信息負責。其他信息包括刊載於年報內的全部信息，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的意見並不涵蓋其他信息，我們亦不對該等其他信息發表任何形式的鑒證結論。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON *(Continued)*

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The directors are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, in accordance with Section 90 of the Bermuda Companies Act 1981, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

綜合財務報表及其核數師報告以外的信息 (續)

結合我們對綜合財務報表的審計，我們的責任是閱讀其他信息，在此過程中，考慮其他信息是否與綜合財務報表或我們在審計過程中所了解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。

基於我們已執行的工作，如果我們認為其他信息存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

董事就綜合財務報表須承擔的責任

董事須負責根據香港會計師公會頒布的《香港財務報告準則》及香港《公司條例》的披露要求擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備綜合財務報表時，董事負責評估貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將貴集團清盤或停止經營，或別無其他實際的替代方案。

審核委員會協助董事履行監督貴集團的財務報告過程的責任。

核數師就審計綜合財務報表承擔的責任

我們的目標，是對綜合財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們是按照百慕達一九八一年《公司法案》第90條的規定，僅向全體股東報告。除此以外，我們的報告不可用作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔法律責任。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

核數師就審計綜合財務報表承擔的責任(續)

合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或匯總起來可能影響綜合財務報表使用者依賴財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述的風險，設計及執行審計程序以應對這些風險，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 了解與審計相關的內部控制，以設計適當的審計程序，但目的並非對 貴集團內部控制的有效性發表意見。
- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。
- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對 貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致 貴集團不能持續經營。

INDEPENDENT AUDITOR'S REPORT

獨立核數師報告

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

(Continued)

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, related safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Yeung Yuk Fan.

核數師就審計綜合財務報表承擔的責任(續)

- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。
- 就 貴集團內實體或業務活動的財務信息獲取充足、適當的審計憑證，以便對綜合財務報表發表意見。我們負責 貴集團審計的方向、監督和執行。我們為審計意見承擔全部責任。

除其他事項外，我們與審核委員會溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

我們還向審核委員會提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及在適用的情況下，相關的防範措施。

從與審核委員會溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計項目合夥人是楊玉芬。

KPMG

Certified Public Accountants

8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

26 March 2020

畢馬威會計師事務所

執業會計師

香港中環
遮打道十號
太子大廈八樓

二零二零年三月二十六日

CONSOLIDATED INCOME STATEMENT

綜合收益表

For the year ended 31 December 2019
(Expressed in Hong Kong dollars)

截至二零一九年十二月三十一日止年度
(以港元呈列)

		Note 附註	2019 二零一九年 \$'000 千元	2018 二零一八年 (Note) (附註) \$'000 千元
Revenue	收益	3	5,461,871	6,197,164
Direct costs	直接成本		(5,386,722)	(5,923,988)
Gross profit	毛利		75,149	273,176
Other revenue	其他收益	4	2,609	4,763
Other net loss	其他淨虧損	5	(530)	(462)
Administrative expenses	行政開支		(84,068)	(92,534)
(Loss)/profit from operations	經營(虧損)/溢利		(6,840)	184,943
Finance costs	融資成本	6(a)	(19,409)	(12,234)
Share of results of a joint venture	分佔合營企業業績		(6,750)	(15,803)
(Loss)/profit before taxation	除稅前(虧損)/溢利	6	(32,999)	156,906
Income tax	所得稅	7(a)	3,597	(27,585)
(Loss)/profit for the year	年度(虧損)/溢利		(29,402)	129,321
Attributable to:	應佔:			
Equity shareholders of the Company	本公司權益股東		(28,827)	129,689
Non-controlling interests	非控股權益		(575)	(368)
(Loss)/profit for the year	年度(虧損)/溢利		(29,402)	129,321
(Loss)/earnings per share – Basic/Diluted	每股(虧損)/盈利 – 基本/攤薄	10	(7.2) cents 港仙	32.4 cents 港仙

Note: The Group has initially applied HKFRS 16 at 1 January 2019 using the modified retrospective approach. Under this approach, the comparative information is not restated. See note 1(d).

附註: 本集團已於二零一九年一月一日使用經修訂追溯法首次應用香港財務報告準則第16號。根據此方法, 比較資料不予重列。參見附註1(d)。

The notes on pages 155 to 251 form part of these consolidated financial statements. Details of dividends payable to equity shareholders of the Company attributable to the year are set out in note 20(b).

第155至251頁附註構成該等綜合財務報表一部分。有關年內應付本公司權益股東之股息詳情載於附註20(b)。

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

綜合全面收益表

For the year ended 31 December 2019
(Expressed in Hong Kong dollars)

截至二零一九年十二月三十一日止年度
(以港元呈列)

		2019 二零一九年	2018 二零一八年 (Note) (附註)
		\$'000 千元	\$'000 千元
(Loss)/profit for the year	年度(虧損)/溢利	(29,402)	129,321
Other comprehensive income for the year (after tax)	年度其他全面收益(除稅後)		
<i>Item that may be reclassified subsequently to profit or loss:</i>	<i>其後可重新分類至損益的項目：</i>		
Exchange differences on translation of financial statements of subsidiaries outside Hong Kong	換算香港境外附屬公司財務報表的匯兌差額	(209)	(336)
Total comprehensive income for the year	年度全面收益總額	(29,611)	128,985
Attributable to:	應佔：		
Equity shareholders of the Company	本公司權益股東	(29,035)	129,352
Non-controlling interests	非控股權益	(576)	(367)
Total comprehensive income for the year	年度全面收益總額	(29,611)	128,985

Note: The Group has initially applied HKFRS 16 at 1 January 2019 using the modified retrospective approach. Under this approach, the comparative information is not restated. See note 1(d).

附註：本集團已於二零一九年一月一日使用經修訂追溯法首次應用香港財務報告準則第16號。根據此方法，比較資料不予重列。參見附註1(d)。

The notes on pages 155 to 251 form part of these consolidated financial statements.

第155至251頁附註構成該等綜合財務報表一部分。

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

at 31 December 2019
(Expressed in Hong Kong dollars)

於二零一九年十二月三十一日
(以港元呈列)

			2019 二零一九年	2018 二零一八年 (Note) (附註)
		Note 附註	\$'000 千元	\$'000 千元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	110,296	43,538
Goodwill	商譽		1,209	1,209
Deferred tax assets	遞延稅項資產	7(c)(ii)	39,049	34,750
			150,554	79,497
Current assets	流動資產			
Contract assets	合約資產	14	1,422,493	1,262,372
Trade and other receivables	應收貿易賬款及其他應收款項	15	514,244	568,734
Amount due from a joint venture	應收合營企業款項	13(a)	3,010	2,323
Current tax recoverable	可收回即期稅項	7(c)(i)	2,685	4,528
Pledged deposits	已抵押存款		25,125	25,039
Cash and cash equivalents	現金及現金等價物	16(a)	263,505	216,897
			2,231,062	2,079,893
Current liabilities	流動負債			
Interest in a joint venture	於合營企業的權益	13(a)	19,464	12,714
Contract liabilities	合約負債	14	118,191	119,888
Trade and other payables	應付貿易賬款及其他應付款項	17	1,307,142	1,145,617
Bank loans	銀行貸款	18	408,464	371,732
Lease liabilities	租賃負債	19	17,908	-
Current tax payable	應付即期稅項	7(c)(i)	8,025	10,942
			1,879,194	1,660,893
Net current assets	流動資產淨值		351,868	419,000
Total assets less current liabilities	總資產減流動負債		502,422	498,497
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	19	49,711	-
Deferred tax liabilities	遞延稅項負債	7(c)(ii)	4,542	4,717
			54,253	4,717
NET ASSETS	資產淨值		448,169	493,780

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

綜合財務狀況表

at 31 December 2019
(Expressed in Hong Kong dollars)

於二零一九年十二月三十一日
(以港元呈列)

			2019 二零一九年	2018 二零一八年
		Note 附註	\$'000 千元	(Note) (附註) \$'000 千元
CAPITAL AND RESERVES	資本及儲備			
Share capital	股本	20(c)	40,000	40,000
Reserves	儲備		408,308	453,343
Total equity attributable to equity shareholders of the Company	本公司權益股東應佔權益總額		448,308	493,343
Non-controlling interests	非控股權益		(139)	437
TOTAL EQUITY	權益總額		448,169	493,780

Approved and authorised for issue by the board of directors on 26 March 2020.

經董事會於二零二零年三月二十六日批准及授權發行。

Chan Ki Chun

陳麒淳
Director
董事

Yeung Cho Yin, William

楊楚賢
Director
董事

Note: The Group has initially applied HKFRS 16 at 1 January 2019 using the modified retrospective approach. Under this approach, the comparative information is not restated. See note 1(d).

附註：本集團已於二零一九年一月一日使用經修訂追溯法首次應用香港財務報告準則第16號。根據此方法，比較資料不予重列。參見附註1(d)。

The notes on pages 155 to 251 form part of these consolidated financial statements.

第155至251頁附註構成該等綜合財務報表一部分。

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

綜合權益變動表

For the year ended 31 December 2019
(Expressed in Hong Kong dollars)

截至二零一九年十二月三十一日止年度
(以港元呈列)

		Attributable to equity shareholders of the Company 本公司權益股東應佔					Non-controlling interests		Total equity
Note	Share capital	Share premium	Capital reserve	Exchange reserve	Retained profits	Total	Non-controlling interests	Total equity	
附註	股本	股份溢價	資本儲備	匯兌儲備	保留溢利	總計	非控股權益	權益總額	
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
	千元	千元	千元	千元	千元	千元	千元	千元	
At 1 January 2018	於二零一八年一月一日	40,000	82,867	81	202	350,841	473,991	804	474,795
Changes in equity for 2018:	二零一八年權益變動:								
Profit for the year	年度溢利	-	-	-	-	129,689	129,689	(368)	129,321
Other comprehensive income	其他全面收益	-	-	-	(337)	-	(337)	1	(336)
Total comprehensive income	全面收益總額	-	-	-	(337)	129,689	129,352	(367)	128,985
Dividends approved in respect of the previous year	就前一年度批准的股息	20(b)(ii)	-	-	-	(74,000)	(74,000)	-	(74,000)
Dividends declared in respect of the current year	就本年度宣派的股息	20(b)(i)	-	-	-	(36,000)	(36,000)	-	(36,000)
At 31 December 2018	於二零一八年十二月三十一日	40,000	82,867	81	(135)	370,530	493,343	437	493,780

		Attributable to equity shareholders of the Company 本公司權益股東應佔					Non-controlling interests		Total equity
Note	Share capital	Share premium	Capital reserve	Exchange reserve	Retained profits	Total	Non-controlling interests	Total equity	
附註	股本	股份溢價	資本儲備	匯兌儲備	保留溢利	總計	非控股權益	權益總額	
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	
	千元	千元	千元	千元	千元	千元	千元	千元	
At 1 January 2019	於二零一九年一月一日	40,000	82,867	81	(135)	370,530	493,343	437	493,780
Changes in equity for 2019:	二零一九年權益變動:								
Loss for the year	年度虧損	-	-	-	-	(28,827)	(28,827)	(575)	(29,402)
Other comprehensive income	其他全面收益	-	-	-	(208)	-	(208)	(1)	(209)
Total comprehensive income	全面收益總額	-	-	-	(208)	(28,827)	(29,035)	(576)	(29,611)
Dividends approved in respect of the previous year	就前一年度批准的股息	20(b)(ii)	-	-	-	(16,000)	(16,000)	-	(16,000)
At 31 December 2019	於二零一九年十二月三十一日	40,000	82,867	81	(343)	325,703	448,308	(139)	448,169

The notes on pages 155 to 251 form part of these consolidated financial statements.

第 155 至 251 頁附註構成該等綜合財務報表一部分。

CONSOLIDATED CASH FLOW STATEMENT

綜合現金流量表

For the year ended 31 December 2019
(Expressed in Hong Kong dollars)

截至二零一九年十二月三十一日止年度
(以港元呈列)

			2019 二零一九年	2018 二零一八年 (Note) (附註)
		Note 附註	\$'000 千元	\$'000 千元
Operating activities	經營活動			
(Loss)/profit before taxation	除稅前(虧損)/溢利		(32,999)	156,906
Adjustments for:	就下列各項作出調整：			
— Interest income	— 利息收入	4	(1,002)	(248)
— Finance costs	— 融資成本	6(a)	19,409	12,234
— Depreciation	— 折舊	6(c)	34,069	14,161
— Net (gain)/loss on disposal of property, plant and equipment	— 出售物業、廠房及設備的(收益)/虧損淨額	5	(422)	498
— Share of results of a joint venture	— 分佔合營企業業績		6,750	15,803
— Net foreign exchange loss	— 外匯虧損淨額		2	32
— Net gain on interest rate swap	— 利率掉期收益淨額	5	(299)	—
Changes in working capital:	營運資金變動：			
— Increase in contract assets	— 合約資產增加		(160,121)	(440,180)
— Decrease in trade and other receivables	— 應收貿易賬款及其他應收款項減少	16(b)	59,456	97,896
— Increase in pledged deposits	— 已抵押存款增加		(86)	(33)
— (Decrease)/increase in contract liabilities	— 合約負債(減少)/增加		(1,697)	20,207
— Increase in trade and other payables	— 應付貿易賬款及其他應付款項增加	16(b)	227,080	279,448
Cash generated from operations	經營所得現金		150,140	156,724
Hong Kong Profits Tax paid, net	已付香港利得稅，淨額		(1,951)	(26,976)
Net cash generated from operating activities	經營活動所得現金淨額		148,189	129,748
Investing activities	投資活動			
Payment for the purchase of property, plant and equipment	購置物業、廠房及設備付款		(15,448)	(28,620)
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得款項		587	737
Repayment from a joint venture	來自合營企業的還款		27,545	17,381
Advances to a joint venture	向合營企業墊款		(28,232)	(21,608)
Payment for acquisition of a subsidiary net of cash acquired	收購一間附屬公司付款(扣除收購現金)		(2,458)	—
Interest received	已收利息		777	245
Net cash used in investing activities	投資活動所用現金淨額		(17,229)	(31,865)

CONSOLIDATED CASH FLOW STATEMENT

綜合現金流量表

For the year ended 31 December 2019
(Expressed in Hong Kong dollars)

截至二零一九年十二月三十一日止年度
(以港元呈列)

			2019 二零一九年	2018 二零一八年 (Note) (附註)
		Note 附註	\$'000 千元	\$'000 千元
Financing activities	融資活動			
Proceeds from bank loans	銀行貸款所得款項	16(b) & 16(c)	912,000	602,500
Repayment of bank loans	償還銀行貸款	16(c)	(943,662)	(611,812)
Capital element of lease rentals paid	已付租金的資本要素	16(c)	(17,079)	-
Interest element of lease rentals paid	已付租金的利息要素	16(c)	(1,745)	-
Interest paid	已付利息	16(c)	(17,664)	(12,234)
Dividends paid to equity shareholders of the Company	向本公司權益股東派付的股息	20(b)	(16,000)	(110,000)
Net cash used in financing activities	融資活動所用現金淨額		(84,150)	(131,546)
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物增加/(減少)淨額		46,810	(33,663)
Cash and cash equivalents at the beginning of the year	年初的現金及現金等價物	16(a)	216,897	250,775
Effect of foreign exchange rate changes	匯率變動的影響		(202)	(215)
Cash and cash equivalents at the end of the year	年末的現金及現金等價物	16(a)	263,505	216,897

Note: The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise right-of-use assets and lease liabilities relating to leases which were previously classified as operating leases under HKAS 17. Previously, cash payments under operating leases made by the Group as a lessee of \$39,098,000 were classified as operating activities in the consolidated cash flow statement. Under HKFRS 16, except for short-term lease payments, all other rentals paid on leases are now split into capital element and interest element (see note 16(c)) and classified as financing cash outflows. Under the modified retrospective approach, the comparative information is not restated. Further details on the impact of the transition to HKFRS 16 are set out in note 1(d).

附註：本集團已使用經修訂追溯法首次應用香港財務報告準則第16號，並調整於二零一九年一月一日的期初結餘以確認與先前根據香港會計準則第17號分類為經營租賃的租賃有關的使用權資產及租賃負債。本集團作為承租人先前根據經營租賃作出的現金付款39,098,000港元於綜合現金流量表中分類為經營活動。根據香港財務報告準則第16號，除短期租賃付款外，所有其他就租賃支付的租金現分為資本部分及利息部分（見附註16(c)），並分類為融資現金流出。根據經修訂追溯法，比較資料並無重列。有關過渡至香港財務報告準則第16號的影響的進一步詳情載於附註1(d)。

The notes on pages 155 to 251 form part of these consolidated financial statements.

第155至251頁附註構成該等綜合財務報表一部分。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES

(a) General information

SFK Construction Holdings Limited (the “Company”) and its subsidiaries (together referred to as the “Group”) are principally engaged in construction and maintenance projects in Hong Kong, construction projects in Macau, housing and property management services in Hong Kong and the People’s Republic of China (the “PRC”) and electrical and mechanical engineering services in Hong Kong. The Company was incorporated in Bermuda on 17 October 2007 as an exempted company with limited liability under the Companies Act 1981 of Bermuda (as amended). The Company’s shares were listed on The Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 10 December 2015.

(b) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”). Significant accounting policies adopted by the Group are disclosed below.

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. Note 1(d) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

1 主要會計政策

(a) 一般資料

新福港建設集團有限公司(「本公司」)及其附屬公司(統稱「本集團」)主要在香港從事建築及保養項目、在澳門從事建築項目以及在香港及中華人民共和國(「中國」)從事房屋及物業管理服務以及在香港從事機電工程服務。本公司於二零零七年十月十七日根據百慕達一九八一年公司法(經修訂)於百慕達註冊成立為獲豁免有限公司。本公司股份於二零一五年十二月十日於香港聯合交易所有限公司(「聯交所」)主板上市。

(b) 合規聲明

該等財務報表乃按照所有適用香港財務報告準則(「香港財務報告準則」)(此統稱包括香港會計師公會(「香港會計師公會」)頒布的所有適用香港財務報告準則、香港會計準則(「香港會計準則」)及詮釋)、香港公認會計準則及香港《公司條例》之披露規定而編製。該等財務報表亦符合聯交所證券上市規則(「上市規則」)的適用披露條文。本集團所採用的主要會計政策披露於下文。

香港會計師公會已頒布若干首次生效或本集團可於當前會計期間提早採納之新訂及經修訂香港財務報告準則。附註1(d)提供與首次應用該等發展產生的會計政策的任何變動有關的資料，惟限於該等財務報表中反映的當前及之前會計期間內有關資料與本集團相關。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(c) Basis of preparation of the financial statements

The consolidated financial statements for the year ended 31 December 2019 comprise the Company and its subsidiaries and the Group's interest in a joint venture.

The measurement basis used in the preparation of these financial statements is the historical cost basis except that derivative financial instruments (see note 1(h)) are stated at their fair value.

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of HKFRSs that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in note 2.

1 主要會計政策(續)

(c) 財務報表呈列基準

截至二零一九年十二月三十一日止年度的綜合財務報表包括本公司及其附屬公司以及本集團於合營企業的權益。

編製該等財務報表時所用計量基準為歷史成本基準，按公平值列賬的衍生金融工具(見附註1(h))除外。

根據香港財務報告準則編製財務報表時，管理層須作出影響政策運用和資產、負債、收入及開支所呈報金額的判斷、估計及假設。估計及相關假設乃基於過往經驗及在有關情況下認為屬合理的多項其他因素，其結果成為對在其他來源並非明顯可見的資產與負債賬面值作出判斷的基礎。實際結果或有別於該等估計。

估計及相關假設按持續基準審閱。倘若會計估計的修訂只影響修訂期間，則有關修訂於該期間確認，倘若修訂影響現時及未來期間，則於作出有關修訂的期間及未來期間確認。

管理層於應用香港財務報告準則時作出對財務報表及估計不確定因素之主要來源有重大影響之判斷，於附註2論述。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Changes in accounting policies

The HKICPA has issued a new HKFRS, HKFRS 16, *Leases*, and a number of amendments to HKFRSs that are first effective for the current accounting period of the Group.

Except for HKFRS 16, *Leases*, none of the developments have had a material effect on how the Group's results and financial position for the current or prior periods have been prepared or presented. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

HKFRS 16, *Leases*

HKFRS 16 replaces HKAS 17, *Leases*, and the related interpretations, HK(IFRIC) 4, *Determining whether an arrangement contains a lease*, HK(SIC) 15, *Operating leases – incentives*, and HK(SIC) 27, *Evaluating the substance of transactions involving the legal form of a lease*. It introduces a single accounting model for lessees, which requires a lessee to recognise a right-of-use asset and a lease liability for all leases, except for leases that have a lease term of 12 months or less ("short-term leases") and leases of low-value assets. The lessor accounting requirements are brought forward from HKAS 17 substantially unchanged.

HKFRS 16 also introduces additional qualitative and quantitative disclosure requirements which aim to enable users of the financial statements to assess the effect that leases have on the financial position, financial performance and cash flows of an entity.

The Group has initially applied HKFRS 16 as from 1 January 2019. The Group has elected to use the modified retrospective approach and has therefore recognised the cumulative effect of initial application as an adjustment to the opening balance of equity at 1 January 2019. Comparative information has not been restated and continues to be reported under HKAS 17.

1 主要會計政策 (續)

(d) 會計政策變動

香港會計師公會已頒布一項新訂香港財務報告準則、香港財務報告準則第16號「租賃」以及多項於本集團本會計期間首次生效的香港財務報告準則修訂本。

除香港財務報告準則第16號「租賃」外，概無發展會對本集團本期間或過往期間編製或呈列業績及財務狀況的方式造成重大影響。本集團並無應用於本會計期間尚未生效的任何新訂準則或詮釋。

香港財務報告準則第16號「租賃」

香港財務報告準則第16號取代香港會計準則第17號「租賃」以及相關詮釋、香港（國際財務報告詮釋委員會）詮釋第4號「確定安排是否包含租賃」、香港（準則詮釋委員會）詮釋第15號「經營租賃 – 優惠」以及香港（準則詮釋委員會）詮釋第27號「評估涉及租賃法律形式的交易的實質」。該準則為承租人引入單一會計模式，要求承租人確認所有租賃的使用權資產和租賃負債，惟租賃期限為12個月或以下的租賃（「短期租賃」）及低價值資產租賃除外。出租人會計要求乃轉承自香港會計準則第17號，大致上維持不變。

香港財務報告準則第16號亦引入額外的定性及定量披露規定，旨在使財務報表使用者得以評估租賃對實體財務狀況、財務表現及現金流量的影響。

本集團已自二零一九年一月一日起首次應用香港財務報告準則第16號。本集團已選擇採用經修訂追溯法，並將首次應用的累計影響確認為對於二零一九年一月一日的權益的期初結餘的調整。比較資料未予重列並繼續根據香港會計準則第17號呈報。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Changes in accounting policies (Continued)

HKFRS 16, Leases (Continued)

Further details of the nature and effect of the changes to previous accounting policies and the transition options applied are set out below:

a. New definition of a lease

The change in the definition of a lease mainly relates to the concept of control. HKFRS 16 defines a lease on the basis of whether a customer controls the use of an identified asset for a period of time, which may be determined by a defined amount of use. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use.

The Group applies the new definition of a lease in HKFRS 16 only to contracts that were entered into or changed on or after 1 January 2019. For contracts entered into before 1 January 2019, the Group has used the transitional practical expedient to grandfather the previous assessment of which existing arrangements are or contain leases. Accordingly, contracts that were previously assessed as leases under HKAS 17 continue to be accounted for as leases under HKFRS 16 and contracts previously assessed as non-lease service arrangements continue to be accounted for as executory contracts.

1 主要會計政策(續)

(d) 會計政策變動(續)

香港財務報告準則第16號「租賃」(續)

有關先前會計政策及所應用過渡性條文選擇的性質及變動影響進一步詳情載列如下：

a. 租賃的新定義

租賃定義的變動主要與控制權的概念有關。香港財務報告準則第16號根據客戶是否在某一時段內能控制已識別資產的使用(其可由指定使用量釐定)而對租賃作出定義。當客戶有權主導已識別資產的用途以及從該用途中獲得絕大部分經濟利益時，即表示控制權已轉移。

本集團應用香港財務報告準則第16號的租賃的新定義僅適用於二零一九年一月一日或之後訂立或變更的合約。就於二零一九年一月一日之前簽訂的合約而言，本集團已採用過渡性可行的權宜方法，不對現有安排為租賃或包含租賃的過往評估追溯應用該定義。因此，先前根據香港會計準則第17號評估為租賃的合約繼續根據香港財務報告準則第16號入賬列為租賃，而先前評估為非租賃服務安排的合約則繼續作為待履行合約入賬。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Changes in accounting policies (Continued)

HKFRS 16, Leases (Continued)

b. Lessee accounting and transitional impact

HKFRS 16 eliminates the requirement for a lessee to classify leases as either operating leases or finance leases, as was previously required by HKAS 17. Instead, the Group is required to capitalise all leases when it is the lessee, including leases previously classified as operating leases under HKAS 17, other than those short-term leases and leases of low-value assets which are exempt. As far as the Group is concerned, these newly capitalised leases are primarily in relation to properties as disclosed in note 22(b). For an explanation of how the Group applies lessee accounting, see note 1(j).

At the date of transition to HKFRS 16 (i.e. 1 January 2019), the Group determined the length of the remaining lease terms and measured the lease liabilities for the leases previously classified as operating leases at the present value of the remaining lease payments, discounted using the relevant incremental borrowing rates at 1 January 2019. The weighted average of the incremental borrowing rates used for determination of the present value of the remaining lease payments was 2.5%.

1 主要會計政策 (續)

(d) 會計政策變動 (續)

香港財務報告準則第16號「租賃」(續)

b. 承租人會計處理及過渡性影響

香港財務報告準則第16號剔除先前香港會計準則第17號要求承租人將租賃分類為經營租賃或融資租賃的規定。取而代之，倘本集團為承租人，則須將所有租賃資本化，包括先前根據香港會計準則第17號分類為經營租賃的租賃，惟短期租賃及低價值資產租賃獲豁免除外。就本集團而言，該等新資本化租賃主要與附註22(b)所披露的物業有關。有關本集團如何應用承租人會計處理的闡釋，請參閱附註1(j)。

於過渡至香港財務報告準則第16號之日期(即二零一九年一月一日)，本集團釐定餘下租期及按餘下租賃付款的現值計量先前分類為經營租賃的租賃負債，並使用二零一九年一月一日的相關增量借款利率貼現計算。用於釐定餘下租賃付款現值的增量借款利率之加權平均數為2.5%。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Changes in accounting policies (Continued)

HKFRS 16, Leases (Continued)

b. Lessee accounting and transitional impact (Continued)

To ease the transition to HKFRS 16, the Group applied the following recognition exemption and practical expedients at the date of initial application of HKFRS 16:

- (i) the Group elected not to apply the requirements of HKFRS 16 in respect of the recognition of lease liabilities and right-of-use assets to leases for which the remaining lease term ends within 12 months from the date of initial application of HKFRS 16, i.e. where the lease term ends on or before 31 December 2019;
- (ii) when measuring the lease liabilities at the date of initial application of HKFRS 16, the Group applied a single discount rate to a portfolio of leases with reasonably similar characteristics (such as leases with a similar remaining lease term for a similar class of underlying asset in a similar economic environment); and
- (iii) when measuring the right-of-use assets at the date of initial application of HKFRS 16, the Group relied on the previous assessment for onerous contract provisions as at 31 December 2018 as an alternative to performing an impairment review.

1 主要會計政策(續)

(d) 會計政策變動(續)

香港財務報告準則第16號「租賃」(續)

b. 承租人會計處理及過渡性影響(續)

為方便過渡至香港財務報告準則第16號，本集團於首次應用香港財務報告準則第16號當日已應用下列確認豁免及可行的權宜方法：

- (i) 本集團選擇不應用香港財務報告準則第16號的規定對於就剩餘租期於首次應用香港財務報告準則第16號日期起計12個月內結束(即租期於二零一九年十二月三十一日或之前結束)的租賃確認租賃負債及使用權資產；
- (ii) 當計量於香港財務報告準則第16號首次採用日的租賃負債時，本集團對具有合理相似特徵的租賃組合(例如於類似經濟環境中屬類似相關資產類別且剩餘租賃期相若的租賃)應用單一折現率；及
- (iii) 於初始採用香港財務報告準則第16號當日計量使用權資產時，本集團倚賴先前於二零一八年十二月三十一日對虧損性合同之撥備作出之評估，以取代進行減值審閱。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Changes in accounting policies (Continued)

HKFRS 16, Leases (Continued)

b. Lessee accounting and transitional impact (Continued)

The following table reconciles the operating lease commitments as disclosed in note 22(b) as at 31 December 2018 to the opening balance for lease liabilities recognised as at 1 January 2019:

		1 January 2019 二零一九年 一月一日 \$'000 千元
Operating lease commitments at 31 December 2018	於二零一八年十二月三十一日的經營租賃承擔	45,079
Less: commitments relating to leases exempt from capitalisation:	減：有關豁免資本化的租賃的承擔：	
— short-term leases and other leases with remaining lease term ending on or before 31 December 2019	— 短期租賃以及剩餘租賃期於二零一九年十二月三十一日或之前屆滿的其他租賃	(5,745)
Add: lease payments for the additional periods where the Group considers it reasonably certain that it will exercise the extension options	加：本集團認為合理確定將行使續租選擇權的額外期間租賃付款	40,427
		79,761
Less: total future interest expenses	減：未來利息開支總額	(5,542)
Present value of remaining lease payments, discounted using the incremental borrowing rate at 1 January 2019 and total lease liabilities recognised at 1 January 2019	剩餘租賃付款額使用於二零一九年一月一日的增量借款利率折現的現值及於二零一九年一月一日確認的租賃負債總額	74,219

The right-of-use assets in relation to leases previously classified as operating leases have been recognised at an amount equal to the amount recognised for the remaining lease liabilities.

與先前分類為經營租賃有關的使用權資產已按相等於餘下租賃負債已確認金額之金額確認。

1 主要會計政策 (續)

(d) 會計政策變動 (續)

香港財務報告準則第16號「租賃」(續)

b. 承租人會計處理及過渡性影響 (續)

下表為附註22(b)所披露於二零一八年十二月三十一日的經營租賃承擔與於二零一九年一月一日確認的租賃負債期初結餘的對賬：

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Changes in accounting policies (Continued)

HKFRS 16, Leases (Continued)

c. Impact on the financial result, segment results and cash flows of the Group

After the initial recognition of right-of-use assets and lease liabilities as at 1 January 2019, the Group as a lessee is required to recognise interest expense accrued on the outstanding balance of the lease liability, and the depreciation of the right-of-use asset, instead of the previous policy of recognising rental expenses incurred under operating leases on a straight-line basis over the lease term. This results in a positive impact on the reported profit from operations in the Group's consolidated income statement, as compared to the results if HKAS 17 had been applied during the year.

In the consolidated cash flow statement, the Group as a lessee is required to split rentals paid under capitalised leases into their capital element and interest element (see note 16(c)). These elements are classified as financing cash outflows, similar to how leases previously classified as finance leases under HKAS 17 were treated, rather than as operating cash outflows, as was the case for operating leases under HKAS 17. Although total cash flows are unaffected, the adoption of HKFRS 16 therefore results in a significant change in presentation of cash flows within the consolidated cash flow statement (see note 16(d)).

1 主要會計政策(續)

(d) 會計政策變動(續)

香港財務報告準則第16號「租賃」(續)

c. 對本集團的財務業績、分部業績及現金流量的影響

於二零一九年一月一日首次確認使用權資產及租賃負債後，本集團作為承租人須確認租賃負債之未償還餘額中產生之利息開支，以及使用權資產之折舊，而非過往以直線法確認租期內經營租賃產生之租賃開支之政策。與倘於年內應用香港會計準則第17號所得業績相比，此對本集團之綜合收益表中錄得之經營溢利產生正面影響。

於綜合現金流量表中，本集團作為承租人須將根據資本化租賃所支付之租賃分為本金部分及利息部分（見附註16(c)）。該等部分乃分類為融資現金流出，類似於先前根據香港會計準則第17號將租賃分類為融資租賃之方式，而非根據香港會計準則第17號分類為經營租賃之現金流出。儘管現金流量總額不受影響，但採納香港財務報告準則第16號導致綜合現金流量表內現金流量之呈現方式發生重大變動（見附註16(d)）。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Subsidiaries and non-controlling interests

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered.

An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances, transactions and cash flows and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

Non-controlling interests represent the equity in a subsidiary not attributable directly or indirectly to the Company, and in respect of which the Group has not agreed any additional terms with the holders of those interests which would result in the Group as a whole having a contractual obligation in respect of those interests that meets the definition of a financial liability. For each business combination, the Group can elect to measure any non-controlling interests either at fair value or at the non-controlling interests' proportionate share of the subsidiary's net identifiable assets.

1 主要會計政策(續)

(e) 附屬公司及非控股權益

附屬公司乃本集團所控制的公司。當本集團從參與實體獲得或有權獲得可變回報，及有能力對實體行使其權力而影響該等回報時，則本集團控制該實體。於評估本集團是否有權力時，僅會考慮實質權利(由本集團及其他人士持有)。

從控制權開始之日至控制權結束之日，於附屬公司投資綜合計入綜合財務報表。集團內公司間的結餘、交易及現金流量以及集團內公司間交易所產生的任何未變現溢利，在編製綜合財務報表時均全數抵銷。集團內公司間交易所產生的未變現虧損則僅在並無出現減值跡象的情況下以與抵銷未變現收益相同的方法予以抵銷。

非控股權益為並非由本公司直接或間接應佔附屬公司的權益，就此而言，本集團並未與該等權益持有人協定任何額外條款，以致本集團整體須就該等權益承擔金融負債所界定的合約責任。就每項業務合併而言，本集團可選擇以公平值或非控股權益按比例應佔附屬公司可予識別資產淨值的份額計量任何非控股權益。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Subsidiaries and non-controlling interests (Continued)

Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from equity attributable to the equity shareholders of the Company. Non-controlling interests in the results of the Group are presented on the face of the consolidated income statement and the consolidated statement of comprehensive income as an allocation of the total profit or loss and total comprehensive income for the year between non-controlling interests and the equity shareholders of the Company.

Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions, whereby adjustments are made to the amounts of controlling and non-controlling interests within consolidated equity to reflect the change in relative interests, but no adjustments are made to goodwill and no gain or loss is recognised.

When the Group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset or, when appropriate, the cost on initial recognition of an investment in a joint venture (see note 1(f)(i)) or an associate.

In the Company's statement of financial position, an investment in a subsidiary is stated at cost less impairment losses (see note 1(k)(iii)).

1 主要會計政策(續)

(e) 附屬公司及非控股權益(續)

非控股權益列入綜合財務狀況表的權益賬內，與本公司權益股東應佔權益分開列賬。至於非控股權益應佔本集團業績的權益，則於綜合收益表及綜合全面收益表內列報，並作為非控股權益與本公司權益股東應佔年內總溢利或虧損及全面收益總額的一個分配項目。

本集團於附屬公司的權益變更，如不構成失去控制權，這些變更會被視為權益交易，於綜合權益的控股權益及非控股權益數額將會被調整，以反映相關權益的轉變，但不會調整商譽及確認收益或虧損。

如本集團失去附屬公司控制權，將會被視為出售該附屬公司的全部權益，所得收益或虧損將會計入損益賬。於失去附屬公司控制權當日，在該前附屬公司仍然保留的任何權益將會以公平值確認，而該金額將被視為金融資產初始確認的公平值，或(如適用)初始確認合營企業(見附註1(f)(i))或聯營公司投資的成本。

於本公司的財務狀況表內，於附屬公司投資按成本減減值虧損列賬(見附註1(k)(iii))。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(f) Joint arrangements

(i) Joint venture

A joint venture is an arrangement whereby the Group and other parties contractually agree to share control of the arrangement, and have rights to the net assets of the arrangement.

An investment in a joint venture is accounted for in the consolidated financial statements under the equity method. Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the investee's identifiable net assets over the cost of the investment (if any). The cost of the investment includes purchase price, other costs directly attributable to the acquisition of the investment, and any direct investment into the joint venture that forms part of the Group's equity investment. Thereafter, the investment is adjusted for the post acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment (see note 1(k)(iii)). Any acquisition-date excess over cost, the Group's share of the post-acquisition, post-tax results of the investees and any impairment losses for the year are recognised in the consolidated income statement, whereas the Group's share of the post-acquisition post-tax items of the investees' other comprehensive income is recognised in the consolidated statement of comprehensive income.

1 主要會計政策(續)

(f) 合營安排

(i) 合營企業

合營企業為一項安排，據此本集團及其他訂約方同意共同控制該安排，及對該安排的資產淨值享有權利。

於合營企業的投資使用權益法於綜合財務報表入賬。根據權益法，該項投資初步按成本入賬，其後就本集團所佔被投資公司可予識別資產淨值於收購日期的公平值超過投資成本的金額(如有)作出調整。投資成本包括購買價、收購投資直接應佔的其他成本以及對構成本集團股權投資一部分的合營企業的任何直接投資。其後，該項投資就本集團應佔被投資公司資產淨值及與該項投資有關的任何減值虧損於收購後的變動作出調整(見附註1(k)(iii))。收購日期公平值超過成本的任何金額、本集團所佔被投資公司於收購後的除稅後業績及任何年內減值虧損於綜合收益表內確認，而本集團所佔被投資公司於收購後的其他全面除稅後收益項目則於綜合全面收益表內確認。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(f) Joint arrangements (Continued)

(i) Joint venture (Continued)

When the Group's share of losses exceeds its interest in the joint venture, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee. For this purpose, the Group's interest is the carrying amount of the investment under the equity method together with any other long-term interests that in substance form part of the Group's net investment in the joint venture (after applying the expected credit loss ("ECL") model to such other long-term interests where applicable (see note 1(k)(i)).

Unrealised profits and losses resulting from transactions between the Group and its joint venture are eliminated to the extent of the Group's interest in the investee, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

If an investment in a joint venture becomes an investment in an associate, the retained interest is not remeasured. Instead, the investment continues to be accounted for under the equity method.

In all other cases, when the Group ceases to have joint control over a joint venture, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former investee at the date when joint control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset.

1 主要會計政策(續)

(f) 合營安排(續)

(i) 合營企業(續)

應佔虧損超出其於合營企業的權益，則本集團的權益將減計至零，並且不再確認進一步虧損，惟本集團有法律或推定義務或已被投資公司支付款項則例外。就此而言，本集團的權益乃以權益法計算的投資賬面值，於適時將預期信貸虧損（「預期信貸虧損」）模式應用於相關其他長期權益後（見附註1(k)(i)），連同任何其他長期權益乃實質上構成本集團於合營企業淨投資的一部分。

本集團及其合營企業間的交易所產生的未變現溢利及虧損均在本集團的被投資公司權益中沖銷；惟倘未變現虧損提供已轉讓資產減值的證據，則須即時於損益賬確認。

倘於合營企業的投資轉為於聯營公司的投資，則保留權益不會重新計量，而該投資繼續按權益法列賬。

在所有其他情況下，倘本集團對合營企業不再具有共同控制權，將會被視為出售有關被投資公司的全部權益，所得收益或虧損將會計入損益賬。於不再具有共同控制權當日，在該前被投資公司仍然保留的任何權益將會以公平值確認，而該金額將被視為金融資產初始確認的公平值。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(f) Joint arrangements (Continued)

(ii) Joint operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

When a group entity undertakes its activities under joint operations, the Group as a joint operator recognises in relation to its interest in a joint operation:

- its assets, including its share of any assets held jointly;
- its liabilities, including its share of any liabilities incurred jointly;
- its revenues from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

The Group accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the HKFRSs applicable to the particular assets, liabilities, revenues and expenses.

1 主要會計政策 (續)

(f) 合營安排 (續)

(ii) 合營業務

合營業務為合營安排，據此，對安排擁有共同控制權的各方有權分佔有關合營安排的資產及承擔負債責任。共同控制為分佔一項安排控制權的合約協議，僅於要求分佔控制權各方一致同意相關活動時存在。

當集團實體承辦合營業務下的業務時，本集團作為合營營運者就其於合營業務中的權益確認：

- 其資產，包括其分佔共同持有的任何資產；
- 其負債，包括其分佔共同產生的任何負債；
- 其因合營業務而分佔出產銷售的收益；
- 其分佔來自合營業務出產銷售的收益；及
- 其開支，包括其分佔任何共同產生的開支。

本集團根據適用於特定資產、負債、收益及開支的香港財務報告準則就其有關合營業務權益的資產、負債、收益及開支入賬。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(f) Joint arrangements (Continued)

(ii) Joint operations (Continued)

When a group entity sells or contributes assets to a joint operation in which a group entity is a joint operator, the Group is considered to be selling or contributing assets to the other parties to the joint operation, and gains and losses resulting from the sale or contribution are recognised in the consolidated financial statements only to the extent of other parties' interests in the joint operation.

When a group entity purchases assets from a joint operation in which a group entity is a joint operator, the Group does not recognise its share of the gains and losses until it resells those assets to a third party.

(g) Goodwill

Goodwill represents the excess of

- (i) the aggregate of the fair value of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the Group's previously held equity interest in the acquiree; over
- (ii) the net fair value of the acquiree's identifiable assets and liabilities measured as at the acquisition date.

When (ii) is greater than (i), then this excess is recognised immediately in profit or loss as a gain on a bargain purchase.

1 主要會計政策(續)

(f) 合營安排(續)

(ii) 合營業務(續)

當集團實體向該集團實體於其中身為合營營運者的合營業務出售或注入資產時，本集團被視作向合營業務其他方出售或注入資產，而出售或注入所產生的收益及虧損於綜合財務報表確認，惟限於其他方於合營業務的權益。

當集團實體自該集團實體於其中身為合營營運者的合營業務購買資產時，本集團直至該等資產重新出售予第三方後方確認其應佔收益及虧損。

(g) 商譽

商譽指以下兩者之差額：

- (i) 所轉讓代價之公平值、於被收購方之任何非控股權益金額及本集團過往於被收購方所持有股權之公平值之總額；減
- (ii) 被收購方可識別資產及負債於收購日計量之公平淨值。

當(ii)高於(i)時，則其差額即時於損益中確認為議價購買之收益。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(g) Goodwill (Continued)

Goodwill is stated at cost less accumulated impairment losses. Goodwill arising on a business combination is allocated to each cash generating unit, or groups of cash generating units, that is expected to benefit from the synergies of the combination and is tested annually for impairment (see note 1(k)).

On disposal of a cash generating unit during the year, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

(h) Derivative financial instruments

Derivative financial instruments are recognised at fair value. At the end of each reporting period the fair value is remeasured. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss.

(i) Property, plant and equipment

The following items of property, plant and equipment are stated at cost less accumulated depreciation and impairment losses (see note 1(k)):

- right-of-use assets arising from leases over leasehold properties where the Group is not the registered owner of the property interest; and
- items of plant and equipment, including right-of-use assets arising from leases of underlying plant and equipment (see note 1(j)).

1 主要會計政策 (續)

(g) 商譽 (續)

商譽按成本減累計減值虧損列賬。企業合併產生的商譽會分配至預期可透過合併的協同效益獲利的每個現金產生單位或一組現金產生單位，並且每年接受減值測試(見附註1(k))。

於年內出售現金產生單位時，購買商譽任何應佔金額計入出售時損益的計算中。

(h) 衍生金融工具

衍生金融工具按公平值確認。公平值於各報告期末進行重新計量。公平值重新計量的收益或虧損直接計入損益。

(i) 物業、廠房及設備

以下物業、廠房及設備項目按成本減去累計折舊及減值虧損列賬(見附註1(k))：

- 本集團並非物業權益註冊擁有人的租賃物業租賃產生的使用權資產；及
- 廠房及設備的項目，包括因相關廠房及設備的租賃產生的使用權資產(見附註1(j))。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(i) Property, plant and equipment (Continued)

Gains or losses arising from the retirement or disposal of an item of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in profit or loss on the date of retirement or disposal.

Depreciation is calculated to write off the cost of items of property, plant and equipment, less their estimated residual value, if any, using the straight line method over their estimated useful lives as follows:

— Properties leased for own use	Over the unexpired term of lease
— Machinery and equipment	5 years or over the unexpired term of lease
— Motor vehicles	5 years
— Furniture and fixtures	5 years

Where parts of an item of property, plant and equipment have different useful lives, the cost of the item is allocated on a reasonable basis between the parts and each part is depreciated separately. Both the useful life of an asset and its residual value, if any, are reviewed annually.

1 主要會計政策(續)

(i) 物業、廠房及設備(續)

報廢或出售物業、廠房及設備項目產生的任何收益或虧損，以該項目的出售所得款項淨額與其賬面值的差額釐定，並於報廢或出售當日在損益賬中確認。

折舊乃採用直線法在估計可使用年期撇銷物業、廠房及設備項目的成本並扣除其估計剩餘價值(如有)計算，估計可使用年期如下：

— 租作自用的物業	按未屆滿租賃期
— 機器及設備	五年或按未屆滿租賃期
— 汽車	五年
— 傢俬及裝置	五年

倘物業、廠房及設備項目各部分的可使用年期不同，該項目的成本按合理基準於各部分之間分配，每部分個別折舊。資產的可使用年期及其剩餘價值(如有)每年審閱。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(j) Leased assets

At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use.

As a lessee

(A) Policy applicable from 1 January 2019

At the lease commencement date, the Group recognises a right-of-use asset and a lease liability, except for short-term leases that have a lease term of 12 months or less and leases of low-value assets. When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. The lease payments associated with those leases which are not capitalised are recognised as an expense on a systematic basis over the lease term.

Where the lease is capitalised, the lease liability is initially recognised at the present value of the lease payments payable over the lease term, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate. After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method. Variable lease payments that do not depend on an index or rate are not included in the measurement of the lease liability and hence are charged to profit or loss in the accounting period in which they are incurred.

1 主要會計政策(續)

(j) 租賃資產

本集團會於合約初始生效時評估該合約是否屬租賃或包含租賃。倘合約為換取代價而賦予於一段時間內控制可識別資產使用的權利，則該合約屬租賃或包含租賃。倘客戶有權主導可識別的資產的使用及從該使用中獲取絕大部份經濟收益，則表示控制權已轉讓。

作為承租人

(A) 自二零一九年一月一日起適用的政策

於租賃開始日期，本集團確認使用權資產及租賃負債，惟租賃期為12個月或更短的短期租賃和低價值資產的租賃除外。當本集團就低價值資產訂立租賃時，本集團按每項租賃情況決定是否將租賃資本化。與該等不作資本化租賃相關的租賃付款於租賃期內按系統基準確認為開支。

當將租賃資本化時，租賃負債初步按租賃期內應付租賃付款的現值確認，並使用租賃中隱含的利率或(倘該利率不可直接釐定)使用相關的遞增借款利率貼現。於初步確認後，租賃負債按攤銷成本計量，而利息開支則採用實際利率法計算。不取決於某一指數或比率的可變租賃付款不包括在租賃負債的計量中，因此於其產生的會計期間於損益中支銷。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(j) Leased assets (Continued)

As a lessee (Continued)

(A) Policy applicable from 1 January 2019 (Continued)

The right-of-use asset recognised when a lease is capitalised is initially measured at cost, which comprises the initial amount of the lease liability plus any lease payments made at or before the commencement date, and any initial direct costs incurred. Where applicable, the cost of the right-of-use assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, discounted to their present value, less any lease incentives received. The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses (see notes 1(i) and 1(k)(iii)).

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or there is a change arising from the reassessment of whether the Group will be reasonably certain to exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets in "property, plant and equipment" and presents lease liabilities separately in the statement of financial position.

1 主要會計政策(續)

(j) 租賃資產(續)

作為承租人(續)

(A) 自二零一九年一月一日起適用的政策(續)

於租賃資本化時確認的使用權資產初步按成本計量，包括租賃負債的初始金額加上於開始日期或之前支付的任何租賃付款，以及產生的任何初步直接成本。於適用情況下，使用權資產的成本亦包括拆除及移除相關資產或還原相關資產或該資產所在地而產生的估計成本，該成本須貼現至其現值並扣除任何收取的租賃優惠。使用權資產隨後按成本減去累計折舊及減值虧損列賬（見附註1(i)及1(k)(iii)。

當未來租賃付款因某一指數或比率變動而變更，或當本集團預期根據殘值擔保估計預期應付的金額有變，或因重新評估本集團是否合理地確定將行使購買、續租或終止選擇權而產生變動，則會重新計量租賃負債。按此方式重新計量租賃負債時，使用權資產的賬面值將作相應調整，或倘使用權資產的賬面值已減至零，則於損益內列賬。

本集團將使用權資產呈列於「物業、廠房及設備」，並將租賃負債另行呈列於財務狀況表。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(j) Leased assets (Continued)

As a lessee (Continued)

(B) Policy applicable prior to 1 January 2019

In the comparative period, leases which did not transfer substantially all the risks and rewards of ownership to the Group were classified as operating leases.

Where the Group had the use of assets held under operating leases, payments made under the leases were charged to profit or loss in equal instalments over the accounting periods covered by the lease term, except where an alternative basis was more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received were recognised in profit or loss as an integral part of the aggregate net lease payments made. Contingent rentals were charged to profit or loss in the accounting period in which they were incurred.

(k) Credit losses and impairment of assets

(i) Credit losses from financial instruments and contract assets

The Group recognises a loss allowance for ECLs on the following items:

- financial assets measured at amortised cost (including cash and cash equivalents and trade and other receivables); and
- contract assets as defined in HKFRS 15 (see note 1(l)).

Other financial assets measured at fair value, including derivative financial assets, are not subject to the ECL assessment.

1 主要會計政策 (續)

(j) 租賃資產 (續)

作為承租人 (續)

(B) 於二零一九年一月一日前適用之政策

於比較期間，並無將所有權絕大部分風險及回報轉移至本集團的租賃乃分類為經營租賃。

如本集團擁有根據經營租賃持有資產的使用權，根據租賃而支付的款項會於租賃期所涵蓋的會計期間內以等額計入損益賬，惟其他基準能更清楚地反映租賃資產所產生的收益模式時則除外。獲取的租賃優惠於損益賬內確認為租賃淨付款總額的組成部分。或然租金在其產生的會計期間內自損益賬扣除。

(k) 信貸虧損及資產減值

(i) 來自金融工具及合約資產的信貸虧損

本集團就以下項目的預期信貸虧損確認虧損撥備：

- 按攤銷成本計量的金融資產（包括現金及現金等價物以及應收貿易賬款及其他應收款項）；及
- 香港財務報告準則第15號所界定的合約資產（見附註1(l)）。

按公平值計量之其他金融資產（包括衍生金融資產），毋須進行預期信貸虧損評估。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(i) Credit losses from financial instruments and contract assets (Continued)

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all expected cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

The expected cash shortfalls are discounted using the following discount rates where the effect of discounting is material:

- fixed-rate financial assets, trade and other receivables and contract assets: effective interest rate determined at initial recognition or an approximation thereof; and
- variable-rate financial assets: current effective interest rate.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

In measuring ECLs, the Group takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(i) 來自金融工具及合約資產的信貸虧損(續)

預期信貸虧損的計量

預期信貸虧損為信貸虧損的概率加權估計。信貸虧損以所有預期現金差額的現值(即根據合約應付予本集團的現金流量與本集團預計收取的現金流量之間的差額)計量。

倘貼現影響重大，則預期現金差額將採用以下貼現率貼現：

- 固定利率金融資產、應收貿易賬款及其他應收款項以及合約資產：於初步確認時釐定的實際利率或其近似值；及
- 可變利率金融資產：當前實際利率。

估計預期信貸虧損時所考慮的最長期間為本集團面對信貸風險的最長合約期間。

於計量預期信貸虧損時，本集團會考慮在毋需付出過多成本或努力下即可獲得的合理可靠資料。此包括有關過往事件、現時狀況及未來經濟狀況預測的資料。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(i) Credit losses from financial instruments and contract assets (Continued)

Measurement of ECLs (Continued)

ECLs are measured on either of the following bases:

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; and
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of the items to which the ECL model applies.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs. ECLs on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors and an assessment of both the current and forecast general economic conditions at the reporting date.

For all other financial instruments, the Group recognises a loss allowance equal to 12-month ECLs unless there has been a significant increase in credit risk of the financial instrument since initial recognition, in which case the loss allowance is measured at an amount equal to lifetime ECLs.

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(i) 來自金融工具及合約資產的信貸虧損(續)

預期信貸虧損的計量(續)

預期信貸虧損採用以下之其中一項基準計量：

- 12個月預期信貸虧損：指報告日期後12個月內可能發生的違約事件而導致的預期虧損；及
- 全期預期信貸虧損：指預期信貸虧損模式適用項目的預計年期內所有可能違約事件而導致的預期虧損。

應收貿易賬款及合約資產的虧損撥備一直按等同於全期預期信貸虧損的金額計量。於報告日期，該等金融資產的預期信貸虧損乃根據本集團的過往信貸虧損經驗使用撥備矩陣進行評估，根據債務人的特定因素及對目前及預測一般經濟狀況的評估進行調整。

就所有其他金融工具而言，本集團確認相等於12個月預期信貸虧損的虧損撥備，除非金融工具信貸風險自初步確認後大幅增加，在此情況下，虧損撥備乃按相等於全期預期信貸虧損的金額計量。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(i) Credit losses from financial instruments and contract assets (Continued)

Significant increases in credit risk

In assessing whether the credit risk of a financial instrument has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial instrument assessed at the reporting date with that assessed at the date of initial recognition. In making this reassessment, the Group considers that a default event occurs when (i) the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held); or (ii) the financial asset is 90 days past due. The Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- failure to make payments of principal or interest on their contractually due dates;
- an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the debtor; and
- existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the debtor's ability to meet its obligation to the Group.

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(i) 來自金融工具及合約資產的信貸虧損(續)

信貸風險大幅上升

評估金融工具的信貸風險自初步確認以來有否大幅上升時，本集團會比較於報告日期評估及於初步確認日期評估的金融工具發生違約的風險。於重新評估時，本集團認為，倘(i)於本集團未有採取追索行動，如變現抵押品(倘持有任何抵押品)的情況下，借款人全數履行其對本集團之信貸責任的可能性不大；或(ii)金融資產已逾期90天，則構成違約事件。本集團會考慮合理可靠的定量及定性資料，包括過往經驗及毋需付出過多成本或努力即可獲得的前瞻性資料。

具體而言，評估信貸風險自初步確認以來有否大幅上升時會考慮以下資料：

- 未能按合約到期日期支付本金或利息；
- 金融工具外部或內部信貸評級的實際或預期顯著惡化(如適用)；
- 債務人經營業績的實際或預期顯著惡化；及
- 科技、市場、經濟或法律環境的目前或預期變動對債務人履行其對本集團責任的能力有重大不利影響。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(i) Credit losses from financial instruments and contract assets (Continued)

Significant increases in credit risk (Continued)

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The Group recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

1 主要會計政策 (續)

(k) 信貸虧損及資產減值 (續)

(i) 來自金融工具及合約資產的信貸虧損 (續)

信貸風險大幅上升 (續)

視乎金融工具的性質而定，信貸風險大幅上升的評估乃按個別基準或共同基準進行。倘評估為按共同基準進行，金融工具則按共同的信貸風險特徵（如逾期狀況及信貸風險評級）進行分組。

預期信貸虧損於各報告日期進行重新計量以反映金融工具自初步確認以來的信貸風險變動。預期信貸虧損金額的任何變動均於損益確認為減值收益或虧損。本集團就所有金融工具確認減值收益或虧損，並通過虧損撥備賬對彼等之賬面值作出相應調整。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(i) Credit losses from financial instruments and contract assets (Continued)

Basis of calculation of interest income

Interest income recognised in accordance with note 1(t)(iii) is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired, in which case interest income is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset.

At each reporting date, the Group assesses whether a financial asset is credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable events:

- significant financial difficulties of the debtor;
- a breach of contract, such as a default or past due event;
- it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation; or
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor.

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(i) 來自金融工具及合約資產的信貸虧損(續)

計算利息收入的基準

根據附註1(t)(iii)確認的利息收入乃按金融資產的總賬面值計算，除非該金融資產出現信貸減值，在此情況下，利息收入按金融資產的攤銷成本(即總賬面值減虧損撥備)計算。

於各報告日期，本集團評估金融資產是否出現信貸減值。當發生一項或多項對金融資產預計未來現金流量有不利影響的事件時，金融資產則出現信貸減值。

金融資產出現信貸減值的證據包括以下可觀察事件：

- 債務人有重大財務困難；
- 違反合約，如拖欠或逾期事件；
- 債務人可能破產或進行其他財務重組；或
- 科技、市場、經濟或法律環境有重大改變而對債務人有不利影響。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(i) Credit losses from financial instruments and contract assets (Continued)

Write-off policy

The gross carrying amount of a financial asset or contract asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off.

Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

(ii) Credit losses from financial guarantees issued

Financial guarantees are contracts that require the issuer (i.e. the guarantor) to make specified payments to reimburse the beneficiary of the guarantee (the “holder”) for a loss the holder incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Financial guarantees issued are initially recognised within “trade and other payables” at fair value, which is determined by reference to fees charged in an arm’s length transaction for similar services, when such information is obtainable, or to interest rate differentials, by comparing the actual rates charged by lenders when the guarantee is made available with the estimated rates that lenders would have charged, had the guarantees not been available, where reliable estimates of such information can be made. Where consideration is received or receivable for the issuance of the guarantee, the consideration is recognised in accordance with the Group’s policies applicable to that category of asset. Where no such consideration is received or receivable, an immediate expense is recognised in profit or loss.

1 主要會計政策 (續)

(k) 信貸虧損及資產減值 (續)

(i) 來自金融工具及合約資產的信貸虧損 (續)

撇銷政策

倘實際上並無收回的可能性，金融資產或合約資產的總賬面值會被撇銷（部分或全部）。此乃本集團認為債務人並無資產或收入來源可產生足夠現金流量以償還將予撇銷的款項之一般情況。

倘過往已撇銷的資產於其後收回，則於收回期間於損益確認為減值撥回。

(ii) 已發出財務擔保的信貸虧損

財務擔保乃要求發行人（即擔保人）就擔保受益人（「持有人」）因特定債務人未能根據債項工具的條款於到期時付款而蒙受的損失，而向持有人支付特定款項的合約。

已發出財務擔保最初按公平值於「應付貿易賬款及其他應付款項內」確認，乃參照就類似服務的公平交易中所收取的費用（如可獲取有關資料）釐定，或參照於提供擔保時貸款人實際收取的費用與貸款人在未有提供擔保時估計可收取的費用（如可就有關資料作出可靠估計）之間的利率差異作出估計。倘在發行該擔保時已收取或應收取代價，該代價則根據本集團適用於該類資產的政策而予以確認。倘有關代價不會收取或不應收取，則即時於損益內確認為開支。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(ii) Credit losses from financial guarantees issued (Continued)

Subsequent to initial recognition, the amount initially recognised as deferred income is amortised in profit or loss over the term of the guarantee as income from financial guarantees issued.

The Group monitors the risk that the specified debtor will default on the contract and recognises a provision when ECLs on the financial guarantees are determined to be higher than the amount carried in “trade and other payables” in respect of the guarantees (i.e. the amount initially recognised, less accumulated amortisation).

To determine ECLs, the Group considers changes in the risk of default of the specified debtor since the issuance of the guarantee. A 12-month ECL is measured unless the risk that the specified debtor will default has increased significantly since the guarantee is issued, in which case a lifetime ECL is measured. The same definition of default and the same assessment of significant increase in credit risk as described in note 1(k)(i) apply.

As the Group is required to make payments only in the event of a default by the specified debtor in accordance with the terms of the instrument that is guaranteed, an ECL is estimated based on the expected payments to reimburse the holder for a credit loss that it incurs less any amount that the Group expects to receive from the holder of the guarantee, the specified debtor or any other party. The amount is then discounted using the current risk-free rate adjusted for risks specific to the cash flows.

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(ii) 已發出財務擔保的信貸虧損(續)

初步確認後，初步確認為遞延收入的金額於擔保期內於損益中攤銷為已發出財務擔保的收入。

本集團監察特定債務人違約的風險，並當財務擔保的預期信貸虧損確定為高於擔保的「應付貿易賬款及其他應付款項」中的金額(即初步確認金額減累計攤銷)時確認撥備。

為釐定預期信貸虧損，本集團會考慮特定債務人自發出擔保以來的違約風險變動，並會計量12個月預期信貸虧損，惟在特定債務人自發出擔保以來的違約風險大幅增加的情況下除外，在此情況下，則會計量全期預期信貸虧損。附註1(k)(i)所述的相同違約定義及信貸風險大幅增加的相同評估標準適用於此。

由於本集團僅須於根據獲擔保工具的條款特定債務人違約時作出付款，故預期信貸虧損乃按預期就補償持有人產生的信貸虧損而作出的付款，減本集團預期從擔保持有人(特定債務人或任何其他人士)收取的任何款項估計。有關金額其後將使用現時的無風險利率貼現，並就現金流量的特定風險作出調整。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(iii) Impairment of other non-current assets

Internal and external sources of information are reviewed at the end of each reporting period to identify indications that the following assets may be impaired or, except in the case of goodwill, an impairment loss previously recognised no longer exists or may have decreased:

- property, plant and equipment, including right-of-use assets;
- goodwill; and
- investment in a subsidiary in the Company's statement of financial position.

If any such indication exists, the asset's recoverable amount is estimated. In addition, for goodwill, the recoverable amount is estimated annually whether or not there is any indication of impairment.

— Calculation of recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(iii) 其他非流動資產減值

本集團於各報告期末審閱內部及外部資料來源，以確定以下資產是否存在減值跡象(商譽除外)，或先前確認的減值虧損是否不再存在或可能已經減少：

- 物業、廠房及設備，包括使用權資產；
- 商譽；及
- 本公司財務狀況表內於附屬公司投資。

倘存在任何上述跡象，則資產的可收回金額將予估計。此外，就商譽而言，可收回金額乃按年估計，而不論是否有任何減值跡象。

— 計算可收回金額

資產的可收回金額為其公平值減出售成本和使用價值兩者之間的較高者。在評估使用價值時，會按反映當時市場對貨幣時間價值及資產特定風險評估的稅前貼現率，將估計未來現金流量貼現至其現值。倘資產並無產生基本上獨立於其他資產所產生的現金流入，則以獨立產生現金流入的最小資產組別(即現金產生單位)來釐定可收回金額。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(iii) Impairment of other non-current assets (Continued)

— Recognition of impairment losses

An impairment loss is recognised in profit or loss if the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs of disposal (if measurable) or value in use (if determinable).

— Reversals of impairment losses

In respect of assets other than goodwill, an impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed.

A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.

1 主要會計政策(續)

(k) 信貸虧損及資產減值(續)

(iii) 其他非流動資產減值(續)

— 確認減值虧損

倘資產或其所屬現金產生單位的賬面值超過其可收回金額時，則於損益賬中確認減值虧損。就現金產生單位確認的減值虧損會首先分配至減少該現金產生單位(或該組單位)所獲分配之商譽的賬面值，其後按比例減少該單位(或該組單位)內其他資產的賬面值，惟某資產的賬面值不會減至低於其個別公平值減去出售成本(如可計量)或使用價值(如能釐定)。

— 撥回減值虧損

就商譽以外的資產而言，倘用作釐定可收回金額的估計出現正面的變化，則會撥回減值虧損。有關商譽之減值虧損並未撥回。

所撥回的減值虧損僅限於在過往年度並未確認減值虧損時原應釐定的資產賬面值。所撥回的減值虧損在確認撥回的年內計入損益賬。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Credit losses and impairment of assets (Continued)

(iv) Interim financial reporting and impairment

Under the Listing Rules, the Group is required to prepare an interim financial report in compliance with HKAS 34, *Interim financial reporting*, in respect of the first six months of the financial year. At the end of the interim period, the Group applies the same impairment testing, recognition, and reversal criteria as it would at the end of the financial year (see notes 1(k)(i) and (ii)).

Impairment losses recognised in an interim period in respect of goodwill are not reversed in a subsequent period. This is the case even if no loss, or a smaller loss, would have been recognised had the impairment been assessed only at the end of the financial year to which the interim period relates.

(l) Contract assets and contract liabilities

A contract asset is recognised when the Group recognises revenue (see note 1(t)) before being unconditionally entitled to the consideration under the payment terms set out in the contract. Contract assets are assessed for ECLs in accordance with the policy set out in note 1(k)(i) and are reclassified to receivables when the right to the consideration has become unconditional (see note 1(m)).

A contract liability is recognised when the customer pays non-refundable consideration before the Group recognises the related revenue (see note 1(t)). A contract liability would also be recognised if the Group has an unconditional right to receive non-refundable consideration before the Group recognises the related revenue. In such cases, a corresponding receivable would also be recognised (see note 1(m)).

For a single contract with the customer, either a net contract asset or a net contract liability is presented. For multiple contracts, contract assets and contract liabilities of unrelated contracts are not presented on a net basis.

1 主要會計政策 (續)

(k) 信貸虧損及資產減值 (續)

(iv) 中期財務報告及減值

根據上市規則，本集團須遵照香港會計準則第34號「中期財務報告」就財年的前六個月編製中期財務報告。於中期結束時，本集團應用財年結束時可能應用的相同減值測試、確認及撥回準則(見附註1(k)(i)及(ii))。

於中期內就商譽確認的減值虧損並無於隨後期間內撥回。倘於中期有關的財年結束時僅對減值進行評估，即使並無確認虧損或較小的虧損亦屬該情況。

(l) 合約資產及合約負債

合約資產於在本集團有權無條件獲取合約所載付款條款下的代價前確認收益(見附註1(t))時確認。合約資產按附註1(k)(i)所載政策就預期信貸虧損而獲評估，並在代價權利成為無條件後獲重新分類至應收款項(見附註1(m))。

合約負債於客戶在本集團確認相關收益前支付不可退還代價時確認(見附註1(t))。倘本集團有無條件權利在本集團確認相關收益前收取不可退還代價，則合約負債亦會獲確認。在相關情況下，相應應收款項亦會獲確認(見附註1(m))。

就與客戶的單一合約而言，淨合約資產或淨合約負債得以呈列。就多份合約而言，不相關合約的合約資產及合約負債不按淨額基準呈列。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(m) Trade and other receivables

A receivable is recognised when the Group has an unconditional right to receive consideration. A right to receive consideration is unconditional if only the passage of time is required before payment of that consideration is due. If revenue has been recognised before the Group has an unconditional right to receive consideration, the amount is presented as a contract asset (see note 1(l)).

Receivables are stated at amortised cost using the effective interest method less allowance for credit losses (see note 1(k)(i)).

(n) Cash and cash equivalents

Cash and cash equivalents comprise cash at banks and in hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value, having been within three months of maturity at acquisition. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated cash flow statement. Cash and cash equivalents are assessed for ECLs in accordance with the policy set out in note 1(k)(i).

(o) Interest-bearing borrowings

Interest-bearing borrowings are measured initially at fair value less transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method. Interest expense is recognised in accordance with the Group's accounting policy for borrowing costs (see note 1(v)).

1 主要會計政策 (續)

(m) 應收貿易賬款及其他應收款項

應收款項於本集團具有無條件權利收取代價時確認。倘代價僅隨時間推移即會成為到期應付，則收取代價的權利為無條件。倘收益在本集團有無條件權利收取代價前已確認，則金額呈列為合約資產(見附註1(l))。

應收款項利用實際利率法按攤銷成本減信貸虧損撥備列賬(見附註1(k)(i))。

(n) 現金及現金等價物

現金及現金等價物包括銀行存款及手頭現金、存放於銀行和其他金融機構的活期存款，以及可以隨時兌換為已知現金金額且價值變動風險不大，並在購入後三個月內到期的短期和高流動性投資。就綜合現金流量表而言，須按要求償還及構成本集團現金管理一部分之銀行透支亦納入現金及現金等價物。現金及現金等價物乃根據附註1(k)(i)所載的政策評估預期信貸虧損。

(o) 計息借款

計息借款初步按公平值減交易成本計量。於初步確認後，計息借款使用實際利率法按攤銷成本列賬。利息開支根據本集團借貸成本的會計政策確認(見附註1(v))。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(p) Trade and other payables

Trade and other payables are initially recognised at fair value. Except for financial guarantee liabilities measured in accordance with note 1(k)(ii), trade and other payables are subsequently stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

(q) Employee benefits

(i) Short-term employee benefits and contributions to defined contribution retirement plans

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

(ii) Termination benefits

Termination benefits are recognised at the earlier of when the Group can no longer withdraw the offer of those benefits and when it recognises restructuring costs involving the payment of termination benefits.

1 主要會計政策(續)

(p) 應付貿易賬款及其他應付款項

應付貿易賬款及其他應付款項初步按公平值確認。除按附註1(k)(ii)所述方法計量的財務擔保負債外，應付貿易賬款及其他應付款項其後按攤銷成本入賬，惟倘若貼現影響並不重大，則按成本入賬。

(q) 僱員福利

(i) 短期僱員福利及向界定供款退休計劃作出的供款

薪金、年終花紅、有薪年假、向界定供款退休計劃作出的供款及非現金福利的成本，均在僱員提供相關服務的年內計提。若有關的付款延遲及其影響重大，則該數額以現值列賬。

(ii) 解僱福利

解僱福利於本集團再無能力撤回福利時或本集團確認重組成本(涉及支付解僱福利)時(以較早者為準)確認。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(r) Income tax

Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in profit or loss except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

Apart from certain limited exceptions, all deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised. Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing taxable temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

1 主要會計政策 (續)

(r) 所得稅

年內所得稅包括即期稅項和遞延稅項資產與負債的變動。即期稅項和遞延稅項資產與負債的變動均在損益賬內確認，但於其他全面收益確認或直接在權益中確認的相關項目，則有關稅項金額分別於其他全面收益確認或直接確認為權益。

即期稅項是按年內應課稅收入根據在報告期末已生效或實質上已生效的稅率計算的預期應付稅項，以及對過往年度應付稅項的任何調整。

遞延稅項資產與負債分別由可扣稅和應課稅暫時差額產生。暫時差異是指資產與負債於財務申報時的賬面值與該等資產與負債的計稅基礎的差額。遞延稅項資產亦可由未動用稅項虧損和未動用稅項抵免產生。

除若干有限的特殊情況外，所有遞延稅項負債及所有遞延稅項資產僅於可能產生未來應課稅溢利用於資產抵扣時予以確認。支持確認可由抵扣暫時差額所產生遞延稅項資產的未來應課稅溢利，包括因轉回現有應課稅暫時差額而產生的金額，惟差額須與相同稅務機關及相同應課稅實體有關，並預期在預計撥回可抵扣暫時差額的同一期間撥回，或在遞延稅項資產所產生的稅項虧損可承前或結轉的期間內撥回。在釐定現有應課稅暫時差額是否足以支持確認因未動用稅項虧損及抵免所產生的遞延稅項資產時，亦會採用相同準則，即如差額與相同稅務機關及相同應課稅實體有關，並預期在稅項虧損或抵免可被動用的同一期間內撥回情況下始會計及有關差額。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(r) Income tax (Continued)

The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from goodwill not deductible for tax purpose, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit (provided they are not part of a business combination), and temporary differences relating to investments in subsidiaries to the extent that, in the case of taxable differences, the Group controls the timing of the reversal and it is probable that the differences will not reverse in the foreseeable future, or in the case of deductible differences, unless it is probable that they will reverse in the future.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

The carrying amount of a deferred tax asset is reviewed at the end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

Additional income taxes that arises from the distribution of dividends are recognised when the liability to pay the related dividends is recognised.

1 主要會計政策(續)

(r) 所得稅(續)

確認遞延稅項資產和負債的有限例外情況包括商譽產生的不可扣稅暫時性差額、不影響會計或應課稅溢利(如屬業務合併的一部分則除外)的資產或負債的初次確認、以及有關附屬公司投資的暫時性差額，就應課稅差異而言，僅限於本集團可以控制撥回的時間，而且在可預見的將來不大可能撥回的差額，而就可扣稅的差額而言，則僅限於可在將來撥回的差異。

所確認的遞延稅項金額按照資產及負債賬面值的預期變現或償還方式並根據在報告期末已生效或實質上已生效的稅率計算。遞延稅項資產及負債均不予貼現。

遞延稅項資產的賬面值會於各報告期末予以檢討。倘不再可能獲得足夠的應課稅溢利用以動用相關稅務利益，則遞延稅項資產的賬面值會相應予以減少。如可能有足夠應課稅溢利，該減少金額將被撥回。

分派股息所產生的額外所得稅於支付相關股息之責任確認時確認。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(r) Income tax (Continued)

Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities, if the Company or the Group has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

- in the case of current tax assets and liabilities, the Company or the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or
- in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:
 - the same taxable entity; or
 - different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

1 主要會計政策 (續)

(r) 所得稅 (續)

即期稅項結餘及遞延稅項結餘以及有關變動均獨立呈列及不予抵銷。倘本公司或本集團具備合法可強制執行權力將即期稅項資產與即期稅項負債抵銷，且符合以下額外條件，則即期稅項資產與即期稅項負債可以相抵，且遞延稅項資產則與遞延稅項負債可以相抵：

- 就即期稅項資產及負債而言，本公司或本集團擬按淨值基準結算或同時變現資產及清償負債；或
- 就遞延稅項資產及負債而言，倘此等資產及負債與相同稅務機構就以下其中一項徵收的所得稅有關：
 - 相同應課稅實體；或
 - 如屬不同應課稅實體，此等實體計劃在清償或收回遞延稅項負債或資產大額的各未來期間以淨值基準變現即期稅項資產和清償即期稅項負債或同時變現資產及清償負債。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(s) Provisions, contingent liabilities and onerous contracts

(i) Provisions and contingent liabilities

Provisions are recognised when the Group has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(ii) Onerous contracts

An onerous contract exists when the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract. Provisions for onerous contracts are measured at the present value of the lower of the expected cost of terminating the contract and the net cost of continuing with the contract.

1 主要會計政策(續)

(s) 撥備、或然負債及虧損性合約

(i) 撥備及或然負債

當本集團因過往事件而須負上法律或推定責任，且可能須就履行該等責任而導致經濟利益流出，並能夠就此作出可靠估計，則會確認撥備。當涉及重大的貨幣時間價值時，則按預期用以履行責任的開支的現值呈列撥備。

倘不一定需要流出經濟利益或未能可靠估計款額，則該等責任將披露作或然負債，除非出現經濟利益流出的可能性極微。可能出現的責任（僅於一項或多項未來事件發生或不發生的情況下確定）亦披露為或然負債，除非出現經濟利益流出的可能性極微。

(ii) 虧損性合約

當本集團為了履行合約規定之義務所產生不可避免的成本超過預期因該合約可獲取之經濟效益，則該合約成為虧損性合約。虧損性合約的撥備按終止合約的預期成本與合約的預期持續成本淨額的現值較低者計算。

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1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(t) Revenue and other income

Income is classified by the Group as revenue when it arises from the construction contracts or the provision of services in the ordinary course of the Group's business.

Revenue is recognised when control over a product or service is transferred to the customer at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

Further details of the Group's revenue and other income recognition policies are as follows:

(i) Construction contracts

A contract with a customer is classified by the Group as a construction contract when the contract relates to work on assets under the control of the customer and therefore the Group's construction activities create or enhance an asset under the customer's control.

When the outcome of a construction contract can be reasonably measured, revenue from the contract is recognised over time using the output method, i.e. based on direct measurements of the value of services delivered or surveys of work performed and the estimated total revenue for the contracts entered into by the Group.

The likelihood of contract variations, claims and liquidated damages are taken into account in making these estimates, such that revenue is only recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

When the outcome of the contract cannot be reasonably measured, revenue is recognised only to the extent of contract costs incurred that are expected to be recovered.

If at any time the costs to complete the contract are estimated to exceed the remaining amount of the consideration under the contract, then a provision is recognised in accordance with the policy set out in note 1(s)(ii).

1 主要會計政策(續)

(t) 收益及其他收入

當收入來自建築合約及於本集團日常業務過程中所提供的服務，則本集團將該收入歸類為收益。

收益在產品或服務控制權按本集團預期有權獲取的承諾代價金額(不包括代表第三方收取的該等金額)轉讓予客戶時確認。收益不包括增值稅或其他銷售稅，並經扣減任何貿易折讓。

本集團收益及其他收入確認政策的進一步詳情如下：

(i) 建築合約

當合約與受客戶管控的資產工程相關，故本集團建築活動創造或提升受客戶管控的資產時，本集團將與客戶的合約歸類為建築合約。

當建築合約的結果可合理計量時，合約收益採用產出法隨時間確認(即基於直接計量已交付服務或已開展工程測量的價值以及本集團所訂立合約的估計總收益)。

合約變量、申索及違約賠償金的可能性於作出該等估計時獲考慮，並僅在已確認累計收益金額很可能不會大幅撥回時方會確認收益。

當合約的結果不能合理計量時，僅在所產生的合約成本預期將會收回時方會確認收益。

倘於任何時間估計完成合約成本超過合約代價剩餘金額，則根據附註1(s)(ii)所載政策確認撥備。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(t) Revenue and other income (Continued)

(ii) Provision of services

Revenue arising from the provision of services is recognised when the services are rendered.

(iii) Interest income

Interest income is recognised as it accrues using the effective interest method using the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of the financial asset. For financial assets measured at amortised cost that are not credit-impaired, the effective interest rate is applied to the gross carrying amount of the asset. For credit-impaired financial assets, the effective interest rate is applied to the amortised cost (i.e. gross carrying amount net of loss allowance) of the asset (see note 1(k)(i)).

(u) Translation of foreign currencies

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the reporting period. Exchange gains and losses are recognised in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. The transaction date is the date on which the Group initially recognises such non-monetary assets or liabilities.

The results of foreign operations are translated into Hong Kong dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Statement of financial position items are translated into Hong Kong dollars at the closing foreign exchange rates at the end of the reporting period. The resulting exchange differences are recognised in other comprehensive income and accumulated separately in equity in the exchange reserve.

On disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation is reclassified from equity to profit or loss when the profit or loss on disposal is recognised.

1 主要會計政策(續)

(t) 收益及其他收入(續)

(ii) 提供服務

來自提供服務的收益於提供服務時確認。

(iii) 利息收入

利息收入於產生時按實際利息法，及使用將金融資產預期使用年期內的估計未來現金收款準確貼現至金融資產賬面值總額的利率確認。就未出現信貸減值且按攤銷成本計量的金融資產而言，實際利率應用於資產的賬面值總額。就出現信貸減值的金融資產而言，實際利率應用於資產的攤銷成本(即賬面值總額扣除虧損撥備)(見附註1(k)(i))。

(u) 外幣換算

年內的外幣交易以交易日的匯率換算。以外幣計值的貨幣資產及負債均以報告期末的匯率換算。匯兌盈虧於損益賬內確認。

按歷史成本以外幣計值的非貨幣資產及負債，按交易日期的匯率換算。交易日期為本集團初步確認該等非貨幣資產或負債的日期。

海外業務的業績按與交易日的匯率相若的匯率換算為港元。財務狀況表項目則按報告期末的收市匯率換算為港元。所產生的匯兌差額於其他全面收益確認並於匯兌儲備內的權益單獨累計。

出售海外業務時，與該海外業務有關的匯兌差額累計金額於確認出售的損益時自權益重新分類至損益。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(v) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of that asset. Other borrowing costs are expensed in the period in which they are incurred.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or complete.

(w) Related parties

- (1) A person, or a close member of that person's family, is related to the Group if that person:
 - (i) has control or joint control over the Group;
 - (ii) has significant influence over the Group; or
 - (iii) is a member of the key management personnel of the Group or the Group's parent.

1 主要會計政策(續)

(v) 借貸成本

收購、建設或生產需要長時間才可以投入擬定用途或銷售的資產直接應佔的借貸成本資本化為該資產成本的一部分。其他借貸成本於產生期間支銷。

屬於合資格資產成本一部分的借貸成本在用於資產的開支產生、借貸成本產生及使資產投入擬定用途或銷售所必須的準備工作進行期間開始資本化。當合資格資產投入擬定用途或銷售所必須的絕大部分準備工作中止或完成時，借貸成本便會暫停或停止資本化。

(w) 關聯方

- (1) 倘屬以下人士，則該人士或該人士的近親與本集團有關連：
 - (i) 擁有本集團的控制權或共同控制權；
 - (ii) 對本集團有重大影響；或
 - (iii) 為本集團或本集團母公司的主要管理人員。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(w) Related parties (Continued)

- (2) An entity is related to the Group if any of the following conditions applies:
- (i) The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group.
 - (vi) The entity is controlled or jointly controlled by a person identified in (1).
 - (vii) A person identified in (1)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
 - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the Group's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

1 主要會計政策(續)

(w) 關聯方(續)

- (2) 倘符合下列任何條件，則一間實體與本集團有關聯：
- (i) 該實體與本集團屬同一集團的成員公司(即各母公司、附屬公司及同系附屬公司彼此間有關連)。
 - (ii) 一間實體為另一實體的聯營公司或合營企業(或一間實體為集團旗下成員公司的聯營公司或合營企業而另一實體為集團成員公司)。
 - (iii) 兩間實體均為同一第三方的合營企業。
 - (iv) 一間實體為第三方實體的合營企業，而另一實體為該第三方實體的聯營公司。
 - (v) 該實體是為本集團或為與本集團有關聯的實體的僱員而設的退休福利計劃。
 - (vi) 實體受(1)所識別人士控制或受共同控制。
 - (vii) 於(1)(i)所識別人士對實體有重大影響力或屬該實體(或該實體的母公司)主要管理人員。
 - (viii) 實體或其所屬集團之任何成員公司為本集團或本集團母公司提供主要管理人員服務。

一名人士的近親是指在與實體往來過程中，預期可影響該人士或受其影響的家庭成員。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

1 SIGNIFICANT ACCOUNTING POLICIES (Continued)

(x) Segment reporting

Operating segments, and the amounts of each segment item reported in these financial statements, are identified from the financial statements provided regularly to the Group's most senior executive management for the purposes of allocating resources to, and assessing the performance of, the Group's various lines of business.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

2 ACCOUNTING JUDGEMENTS AND ESTIMATES

In the process of applying the Group's accounting policies, management has made the following accounting judgements:

(a) Revenue recognition of construction contracts

As explained in policy note 1(t), revenue from construction contracts are recognised over time using the output method. Such revenue and profit recognition on uncompleted projects is dependent on estimating the total outcome of the contract, as well as the work done to date. Based on the Group's recent experience and the nature of the construction activities undertaken by the Group, the Group has made estimates of the point at which it considered the work was sufficiently advanced such that the outcome of the contract can be reasonably measured. Until this point is reached the related contract assets disclosed in note 14 do not include profit which the Group might eventually realise from the work done to date. In addition, actual outcomes in terms of total cost or revenue may be higher or lower than estimated at the end of the reporting period, which would affect the revenue and profit recognised in future years as an adjustment to the amounts recorded to date.

1 主要會計政策(續)

(x) 分部報告

營運分部及該等財務報表內呈報的各分部項目的金額，均見於定期向本集團最高行政管理人員匯報的財務報表，以對本集團不同業務作出資源分配及評估其表現。

個別重大的營運分部不會合計以供財務匯報之用，惟此等分部有類似的經濟特徵、產品與服務性質、生產工序性質、客戶類別或階層、分銷產品或提供服務的方法，以及監管環境性質。若個別並不重大的營運分部符合上述大部分條件，或會合計處理。

2 會計判斷及估計

於應用本集團的會計政策的過程中，管理層已作出以下會計判斷：

(a) 建築合約的收益確認

誠如政策附註1(t)所述，建築合約收益採用產出法隨時間確認。對未完成項目的收益及溢利確認取決於對建築合約總結果的估計及迄今已進行的工程。根據本集團的近期經驗及本集團進行的建築業務的性質，本集團已估計其認為工程已充分完工則合約的結果可合理計量的時間點。在達到該時間點前，附註14所披露的相關合約資產並不包括本集團可最終自迄今已進行的工程變現的溢利。此外，有關總成本或收益的實際結果可能高於或低於報告期末的估計，將會影響於未來年度作為迄今所入賬金額的調整而確認的收益及溢利。

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2 ACCOUNTING JUDGEMENTS AND ESTIMATES

(Continued)

(b) Depreciation

Property, plant and equipment is depreciated on a straight-line basis over their estimated useful lives. The Group reviews annually the estimated useful lives of the property, plant and equipment in order to determine the amount of depreciation expense to be recorded during any reporting period. The useful lives are based on the Group's historical experience with similar assets taking into account anticipated technological changes. The depreciation expense for future periods is adjusted if there are significant changes from previous estimates.

(c) Provision of ECLs for trade receivables and contract assets

The Group uses provision matrix to calculate ECLs for the trade receivables and contract assets. The provision matrix is based on the Group's historical default rates taking into consideration forward-looking information that is reasonable and supportable available without undue costs or effort. At each reporting date, the historical observed default rates are reassessed and changes in the forward-looking information are considered. In addition, trade receivables and contract assets with significant balances and credit impaired are assessed for ECLs individually.

The provision of ECLs is sensitive to changes in circumstances and forecast general economic conditions. The information about the ECLs and the Group's trade receivables and contract assets are disclosed in note 21(a). If the financial condition of the customers or the forecast economic conditions were to deteriorate, the actual loss allowance would be higher than estimated.

2 會計判斷及估計(續)

(b) 折舊

物業、廠房及設備按直線法於資產估計可使用年期內計算折舊。本集團每年檢討物業、廠房及設備的估計可使用年期，以釐定任何報告期間內計入的折舊開支金額。可使用年期乃根據本集團類似資產的過往經驗計算，並考慮預期技術轉變。倘與過往估計比較有重大變動，則會對未來期間的折舊開支予以調整。

(c) 應收貿易賬款及合約資產的預期信貸虧損撥備

本集團使用撥備矩陣計算應收貿易賬款及合約資產的預期信貸虧損。撥備矩陣基於本集團之歷史違約率，當中考慮無需付出過多成本或精力即可獲得之合理且可支持的前瞻性資料。於各報告日期，可觀察的歷史違約率會重新被評估，並考慮前瞻性資料之變動。此外，具有大額結餘及出現信貸減值的應收貿易賬款及合約資產會個別進行預期信貸虧損評估。

預期信貸虧損撥備容易受各種情況及預測一般經濟狀況變動影響。有關預期信貸虧損及本集團應收貿易賬款及合約資產的資料於附註21(a)披露。倘客戶的財務狀況或預測經濟狀況將惡化，則實際虧損撥備會高於估計額。

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2 ACCOUNTING JUDGEMENTS AND ESTIMATES

(Continued)

(d) Deferred tax assets

Management considers the key source of estimation uncertainty lies in the recognition of deferred tax assets from unused tax losses. As explained in note 1(r), all deferred tax assets to the extent that it is probable that future taxable profits will be available against which they can be utilised, are recognised. It is possible that adverse changes to the operating environment or the Group's organisation structure could cause a future write-down of the deferred tax assets recognised.

(e) Lease liabilities

As explained in policy note 1(j), the lease liability is initially recognised at the present value of the lease payments payable over the lease term. In determining the lease term at the commencement date for leases that include renewal options exercisable by the Group, the Group evaluates the likelihood of exercising the renewal options taking into account all relevant facts and circumstances that create an economic incentive for the Group to exercise the option, including favourable terms, leasehold improvements undertaken and the importance of that underlying asset to the Group's operation. The lease term is reassessed when there is a significant event or significant change in circumstance that is within the Group's control. Any increase or decrease in the lease term would affect the amount of lease liabilities and right-of-use assets recognised in future years.

2 會計判斷及估計 (續)

(d) 遞延稅項資產

管理層認為於估計不確定之關鍵來源在於確認因尚未使用的稅務虧損而引致的遞延稅項資產。如附註1(r)所說明，所有預計可得足夠應課稅盈利以作扣減之遞延稅項資產，均予以確認。經營環境或本集團組織架構之不利轉變可能導致已確認遞延稅項資產的日後撇減。

(e) 租賃負債

如政策附註1(j)所述，租賃負債初步按租賃期內應付租賃付款的現值確認。於生效日期釐定可由本集團行使續約選擇權的租賃的租賃期限時，本集團評估所有對本集團行使選擇權創造經濟誘因的所有相關事實及情況(包括優惠條款、所進行的裝修以及該相關資產對本集團運營的重要性)評估行使續約選擇權的可能性。倘於本集團控制範圍內發生重大事件或情況發生重大變化，則重新評估租賃期限。租賃期限的任何增加或減少將影響未來年度確認的租賃負債及使用權資產金額。

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綜合財務報表附註

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3 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are general building, civil engineering and the provision of other services. Further details regarding the Group's principal activities are disclosed in note 3(b).

(i) Disaggregation of revenue

Disaggregation of revenue from contracts with customers within the scope of HKFRS 15 by major service lines is as follows:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Disaggregated by major service lines	按主要服務項目劃分		
— General building	— 一般樓宇	4,288,187	4,807,075
— Civil engineering	— 土木工程	988,803	1,236,282
— Housing management services	— 房屋管理服務	80,888	71,653
— Others	— 其他	103,993	82,154
		5,461,871	6,197,164

3 收益及分部報告

(a) 收益

本集團的主要業務為一般樓宇、土木工程及提供其他服務。有關本集團主要業務的進一步詳情披露於附註3(b)。

(i) 收益分類

香港財務報告準則第15號範圍內按主要服務項目劃分的客戶合約分類收益如下：

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3 REVENUE AND SEGMENT REPORTING (Continued)

(a) Revenue (Continued)

(ii) Revenue expected to be recognised in the future arising from contracts with customers in existence at the reporting date

As at 31 December 2019, the aggregated amount of revenue expected to be recognised in the future related to performance obligations that are unsatisfied or partially unsatisfied at the reporting date is \$4,725,866,000 (2018: \$6,773,673,000). The Group applies the practical expedient in paragraph 121 of HKFRS 15 and does not disclose the amount of the transaction price allocated to the remaining performance obligations for contracts with an original expected duration of one year or less. In addition, contracts that include a promise to perform an undefined quantity of tasks at a fixed contractual rate per unit, with no contractual minimums that would make some or all of the consideration fixed, are not included as the possible transaction prices and the ultimate consideration for those contracts will depend on the occurrence or non-occurrence of future customer usage. The Group will recognise the expected revenue in future when or as the work is completed, which is expected to occur over the next 12 to 60 months (2018: next 12 to 72 months). This analysis is solely for compliance with HKFRS 15 disclosure requirement in respect of transaction price allocated to the remaining performance obligations.

3 收益及分部報告 (續)

(a) 收益 (續)

(ii) 預計將來確認源自報告日期存在的客戶合約的收益

於二零一九年十二月三十一日，預計於將來確認的與於報告日期未完成(或部分未完成)履約責任有關的總收益金額為4,725,866,000港元(二零一八年：6,773,673,000港元)。本集團應用香港財務報告準則第15號第121段所載可行權宜之計，並未披露分配至原定預計持續時間為一年或更短合約餘下履約責任的交易價格金額。另外，合約若載有承諾按單位固定合約價履行未界定任務，且並無合約最低限額釐定部分或全部代價情況下，將不計及可能交易價，而此等合約的最終代價將取決於未來客戶是否使用。本集團於將來完成工作時確認預計收益(預計於未來12至60個月(二零一八年：未來12至72個月)內發生)。此分析僅用於遵守香港財務報告準則第15號關於分配至剩餘履約責任的交易價格的披露規定。

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3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting

The Group manages its businesses by segments, which are organised by business lines. In a manner consistent with the way in which information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following three reportable segments.

- General building : this segment provides engineering services of substructure or superstructure of building structures and maintenance, repairs, alterations services and additions to building structures
- Civil engineering : this segment provides engineering services of infrastructure facilities and maintenance, repairs, alterations services to infrastructure facilities
- Others : this segment mainly provides housing management services, electrical and mechanical engineering services and consultancy services

(i) Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's most senior executive management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all tangible assets and current assets with the exception of deferred tax assets, current tax recoverable and other corporate assets. Segment liabilities include trade creditors, accruals, lease liabilities and other current and non-current liabilities attributable to the business activities of the individual segments.

3 收益及分部報告(續)

(b) 分部報告

本集團按以業務線劃分的管理其業務。本集團按與就資源分配及表現評估向本集團最高行政管理層內部呈報資料方式一致的方法，呈列以下三個可報告分部。

- 一般樓宇 : 該分部提供樓宇結構的底層結構或上蓋工程的工程服務及樓宇結構的保養、維修、改建服務及加建
- 土木工程 : 該分部提供基建設施的工程服務及基建設施的保養、維修、改建服務
- 其他 : 該分部主要提供房屋管理服務、機電工程服務及顧問服務

(i) 分部業績、資產及負債

為評估分部表現及在分部間分配資源，本集團的最高行政管理層按如下基準監察各可報告分部應佔的業績、資產及負債：

分部資產包括所有有形資產及流動資產，惟遞延稅項資產、可收回即期稅項及其他公司資產除外。分部負債包括個別分部的業務活動應佔貿易應付款項、應計費用、租賃負債及其他流動及非流動負債。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting (Continued)

(i) Segment results, assets and liabilities (Continued)

Segment result includes revenue and expenses that are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation of assets attributable to those segments.

In addition, management is provided with segment information concerning revenue, share of results of a joint venture, depreciation, additions to non-current segment assets used by the segments in their operations and share of net liabilities in a joint venture. Inter-segment sales are priced with reference to prices charged to external price for similar orders.

Information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for each of the year ended 31 December 2019 and 2018 is set out below.

3 收益及分部報告 (續)

(b) 分部報告 (續)

(i) 分部業績、資產及負債 (續)

分部業績包括參照該等分部所產生銷售額及該等分部所產生或該等分部應佔資產的折舊產生的開支分配至可報告分部的收益及開支。

此外，管理層獲提供有關收益、分佔合營企業業績、折舊、分部於其經營中所用的非流動分部資產添置及分佔於合營企業的負債淨額的分部資料。分部間銷售參考就類似訂單所收取外部價格定價。

截至二零一九年及二零一八年十二月三十一日止年度各年，向本集團最高行政管理層提供用於分配資源及評定分部表現的本集團可報告分部的資料載列如下。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

3 REVENUE AND SEGMENT REPORTING (Continued)

3 收益及分部報告 (續)

(b) Segment reporting (Continued)

(b) 分部報告 (續)

(i) Segment results, assets and liabilities (Continued)

(i) 分部業績、資產及負債 (續)

For the year ended 31 December 2019

截至二零一九年十二月三十一日止
年度

		General building 一般樓宇 \$'000 千元	Civil engineering 土木工程 \$'000 千元	Others 其他 \$'000 千元	Total 總計 \$'000 千元
Reportable segment revenue (recognised over time)	可報告分部收益 (隨時間確認)	4,288,187	988,803	184,881	5,461,871
Reportable segment profit/(loss)	可報告分部溢利/(虧損)	62,632	(71)	5,666	68,227
Other revenue and other net income	其他收益及其他淨收入				309
Depreciation	折舊				(13,680)
Finance costs	融資成本				(19,409)
Unallocated head office and corporate expenses	未分配總部及公司開支				(68,446)
Consolidated loss before taxation	除稅前綜合虧損				(32,999)
Share of results of a joint venture	分佔一間合營企業業績	(6,750)	-	-	(6,750)
Depreciation for the year	年內折舊	15,308	2,545	2,536	20,389
Reportable segment assets	可報告分部資產	1,402,714	524,133	52,815	1,979,662
Deferred tax assets	遞延稅項資產				39,049
Current tax recoverable	可收回即期稅項				2,685
Unallocated head office and corporate assets	未分配總部及公司資產				360,220
Consolidated total assets	綜合資產總值				2,381,616
Additions to non-current segment assets during the year	年內添置非流動分部資產	8,175	3,518	2,379	14,072
Reportable segment liabilities (including interest in a joint venture)	可報告分部負債(包括於 合營企業的權益)	1,014,307	347,129	19,439	1,380,875
Current tax payable	應付即期稅項				8,025
Deferred tax liabilities	遞延稅項負債				4,542
Unallocated head office and corporate liabilities	未分配總部及公司負債				540,005
Consolidated total liabilities	綜合負債總額				1,933,447
Share of net liabilities in a joint venture	分佔合營企業負債淨額	19,464	-	-	19,464

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting (Continued)

(i) Segment results, assets and liabilities (Continued)

For the year ended 31 December 2018

		General building 一般樓宇 (Note) (附註) \$'000 千元	Civil engineering 土木工程 (Note) (附註) \$'000 千元	Others 其他 (Note) (附註) \$'000 千元	Total 總計 (Note) (附註) \$'000 千元
Reportable segment revenue (recognised over time)	可報告分部收益 (隨時間確認)	4,807,075	1,236,282	153,807	6,197,164
Reportable segment profit	可報告分部溢利	221,568	21,745	17,209	260,522
Other revenue and other net income	其他收益及其他淨收入				480
Depreciation	折舊				(734)
Finance costs	融資成本				(12,234)
Unallocated head office and corporate expenses	未分配總部及公司開支				(91,128)
Consolidated profit before taxation	除稅前綜合溢利				156,906
Share of results of a joint venture	分佔合營企業業績	(15,803)	-	-	(15,803)
Depreciation for the year	年內折舊	9,967	2,719	741	13,427
Reportable segment assets	可報告分部資產	1,179,211	619,458	61,533	1,860,202
Deferred tax assets	遞延稅項資產				34,750
Current tax recoverable	可收回即期稅項				4,528
Unallocated head office and corporate assets	未分配總部及公司資產				259,910
Consolidated total assets	綜合資產總值				2,159,390
Additions to non-current segment assets during the year	年內添置非流動分部資產	21,404	5,505	843	27,752
Reportable segment liabilities (including interest in a joint venture)	可報告分部負債(包括於 合營企業的權益)	870,493	301,970	13,212	1,185,675
Current tax payable	應付即期稅項				10,942
Deferred tax liabilities	遞延稅項負債				4,717
Unallocated head office and corporate liabilities	未分配總部及公司負債				464,276
Consolidated total liabilities	綜合負債總額				1,665,610
Share of net liabilities in a joint venture	分佔合營企業負債淨額	12,714	-	-	12,714

Note: The Group has initially applied HKFRS 16 at 1 January 2019 using the modified retrospective approach. Under this approach, the comparative information is not restated. See note 1(d).

3 收益及分部報告 (續)

(b) 分部報告 (續)

(i) 分部業績、資產及負債 (續)

截至二零一八年十二月三十一日止
年度

附註：本集團已於二零一九年一月一日使用經修訂追溯法首次應用香港財務報告準則第16號。根據此方法，比較資料不予重列。見附註1(d)。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

3 REVENUE AND SEGMENT REPORTING (Continued)

(b) Segment reporting (Continued)

(ii) Geographic information

No geographic information has been presented as most of the Group's operating activities are carried out in Hong Kong.

(iii) Information about major customers

Revenue from customers contributing over 10% of the total revenue of the Group is as follows:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Customer A	客戶 A	2,764,363	3,364,507
Customer B	客戶 B	N/A 不適用	658,059
Customer C	客戶 C	610,370	N/A 不適用

Notes:

- (1) Revenue from customer A is generated from provision of general building, housing management services and consultancy services.
- (2) Revenue from customer B is generated from provision of civil engineering.
- (3) Revenue from customer C is generated from provision of general building.
- (4) Revenue from customer B for the year ended 31 December 2019 did not contribute over 10% of the total revenue of the Group.

3 收益及分部報告(續)

(b) 分部報告(續)

(ii) 地區資料

由於本集團大部分經營活動在香港開展，故並未呈列地區資料。

(iii) 有關主要客戶的資料

為本集團貢獻逾10%總收益的客戶的收益如下：

附註：

- (1) 來自客戶A的收益由提供一般樓宇服務、房屋管理服務及顧問服務產生。
- (2) 來自客戶B的收益由提供土木工程服務產生。
- (3) 來自客戶C的收益由提供一般樓宇服務產生。
- (4) 截至二零一九年十二月三十一日止年度來自客戶B的收益貢獻並未超過本集團總收益的10%。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

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4 OTHER REVENUE

4 其他收益

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Bank interest income	銀行利息收入	1,002	248
Others	其他	1,607	4,515
		2,609	4,763

5 OTHER NET LOSS

5 其他淨虧損

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Net foreign exchange gain/(loss)	匯兌收益／(虧損)淨額	306	(264)
Net realised and unrealised gains on interest rate swap	利率掉期已變現及未變現收益淨額	299	-
Net gain/(loss) on disposal of property, plant and equipment	出售物業、廠房及設備的 收益／(虧損)淨額	422	(498)
Others	其他	(1,557)	300
		(530)	(462)

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

6 (LOSS)/PROFIT BEFORE TAXATION

(Loss)/profit before taxation is arrived at after charging/(crediting):

6 除稅前(虧損)/溢利

除稅前(虧損)/溢利乃扣除/(計入)以下各項後達致：

		2019 二零一九年	2018 二零一八年 (Note) (附註)
		\$'000 千元	\$'000 千元
(a) Finance costs	(a) 融資成本		
Interest on bank advances (note 16(c))	銀行墊款的利息(附註16(c))	17,664	12,234
Interest on lease liabilities (note 16(c))	租賃負債利息(附註16(c))	1,745	-
		19,409	12,234
Note: The Group has initially applied HKFRS 16 at 1 January 2019 using the modified retrospective approach. Under this approach, the comparative information is not restated. See note 1(d).		附註：本集團已於二零一九年一月一日使用經修訂追溯法首次應用香港財務報告準則第16號。根據此方法，比較資料不予重列。見附註1(d)。	
(b) Staff costs	(b) 員工成本		
Salaries, wages and other benefits	薪金、工資及其他福利	682,906	722,193
Contributions to defined contribution retirement plans	界定供款退休計劃供款	26,722	26,800
Less: Amount included in direct costs	減：計入直接成本的金額	(669,654)	(691,118)
		39,974	57,875
(c) Other items	(c) 其他項目		
Depreciation charge (note 11)	折舊費用(附註11)		
— owned property, plant and equipment	— 自有物業、廠房及設備	15,571	14,161
— right-of-use assets*	— 使用權資產*	18,498	-
		34,069	14,161
Less: Amount included in direct costs	減：計入直接成本的金額	(20,119)	(12,849)
		13,950	1,312
Total minimum lease payments for leases previously classified as operating leases under HKAS 17*	先前根據香港會計準則第17號分類為經營租賃之租賃的最低租賃付款總額*	-	39,098
Less: Amount included in direct costs	減：計入直接成本的金額	-	(27,551)
		-	11,547
Expenses relating to short-term leases and other leases with remaining lease term ending on or before 31 December 2019	與短期租賃及餘下租賃期於二零一九年十二月三十一日或之前結束的其他租賃有關的開支	25,548	-
Auditors' remuneration	核數師酬金	3,300	3,403

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6 (LOSS)/PROFIT BEFORE TAXATION (Continued)

* The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise right-of-use assets relating to leases which were previously classified as operating leases under HKAS 17. After initial recognition of right-of-use assets at 1 January 2019, the Group as a lessee is required to recognise the depreciation of right-of-use assets, instead of the previous policy of recognising rental expenses incurred under operating leases on a straight-line basis over the lease term. Under this approach, the comparative information is not restated. See note 1(d).

7 INCOME TAX

(a) Taxation in the consolidated income statement represents:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Current tax — Hong Kong Profits Tax 即期稅項 — 香港利得稅			
Provision for the year	年內撥備	1,027	27,718
Over provision in respect of prior years	過往年度超額撥備	(150)	(206)
		877	27,512
Deferred tax 遞延稅項			
Origination and reversal of temporary differences	暫時差額的產生及撥回	(4,474)	73
		(3,597)	27,585

The provision for Hong Kong Profits Tax for 2019 is calculated at 16.5% (2018: 16.5%) of the estimated assessable profits for the year, except for one subsidiary of the Group which is a qualifying corporation under the two-tiered Profits Tax rates regime.

For this subsidiary, the first \$2 million of assessable profits are taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. The provision for Hong Kong Profits Tax for this subsidiary was calculated at the same basis in 2018.

6 除稅前(虧損)/溢利(續)

* 本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第17號分類為經營租賃之租賃相關的使用權資產。於二零一九年一月一日初步確認使用權資產後，本集團(作為承租人)須確認使用權資產折舊，而非按照先前的政策，於租賃期內使用直線基準確認經營租賃項下產生的租金開支。根據此方法，比較資料不予重列。見附註1(d)。

7 所得稅

(a) 綜合收益表內的稅項指：

二零一九年香港利得稅撥備按年內估計應課稅溢利的16.5% (二零一八年：16.5%)計算，惟本集團的一間附屬公司符合利得稅兩級制的合資格公司除外。

就該附屬公司而言，首2百萬港元的應課稅溢利按8.25%徵稅，餘下應課稅溢利則按16.5%徵稅。該附屬公司的香港利得稅撥備於二零一八年按相同基準計算。

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7 INCOME TAX (Continued)

(b) Reconciliation between tax (credit)/expense and accounting (loss)/profit at applicable tax rates:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
(Loss)/profit before taxation	除稅前(虧損)/溢利	(32,999)	156,906
Notional tax on (loss)/profit before taxation, calculated at the rates applicable to profits/losses in the jurisdictions concerned	除稅前(虧損)/溢利的名義稅項(按相關司法權區適用於溢利/虧損的稅率計算)	(5,450)	25,738
Tax effect of non-taxable income	毋須納稅收入的稅務影響	(322)	(1,140)
Tax effect of non-deductible expenses	不可扣減開支的稅務影響	2,145	3,342
Tax effect of utilisation of previous years' unrecognised tax losses	動用過往年度未確認稅項虧損的稅務影響	(11)	-
Tax effect of current year's tax losses not recognised	未確認的本年度稅項虧損的稅務影響	6	13
Over provision in respect of prior years	過往年度超額撥備	(150)	(206)
Others	其他	185	(162)
Tax (credit)/expense	稅項(抵免)/開支	(3,597)	27,585

7 所得稅(續)

(b) 按適用稅率計算的稅項(抵免)/開支與會計(虧損)/溢利的對賬如下：

(c) Income tax in the consolidated statement of financial position:

(i) Current taxation in the consolidated statement of financial position represents:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Provision for Hong Kong Profits Tax for the year	年內香港利得稅撥備	1,027	27,718
Provisional Profits Tax paid	已付暫繳利得稅	-	(19,644)
		1,027	8,074
Balance of Profits Tax payable/ (recoverable) relating to prior year, net	有關過往年度應付/(可收回)應付利得稅結餘淨額	4,313	(1,660)
		5,340	6,414
Representing:	指：		
Current tax recoverable	可收回即期稅項	(2,685)	(4,528)
Current tax payable	應付即期稅項	8,025	10,942
		5,340	6,414

(c) 綜合財務狀況表內的所得稅：

(i) 綜合財務狀況表內的即期稅項指：

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7 INCOME TAX (Continued)

(c) Income tax in the consolidated statement of financial position:
(Continued)

(ii) Deferred tax assets and liabilities:

The components of deferred tax (assets)/liabilities recognised in the consolidated statement of financial position and the movements during the year are as follows:

Deferred tax arising from:		Depreciation allowances in excess of the related depreciation	Tax losses	Others	Total
來自以下各項的遞延稅項：		超出相關折舊的折舊撥備	稅項虧損	其他	總計
		\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
At 1 January 2018	於二零一八年一月一日	3,353	(33,557)	98	(30,106)
Charged/(credited) to profit or loss	於損益內扣除/(計入)	1,364	(367)	(924)	73
At 31 December 2018 and 1 January 2019	於二零一八年十二月三十一日及二零一九年一月一日	4,717	(33,924)	(826)	(30,033)
(Credited)/charged to profit or loss	於損益內(計入)/扣除	(273)	(5,125)	924	(4,474)
At 31 December 2019	於二零一九年十二月三十一日	4,444	(39,049)	98	(34,507)

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Net deferred tax assets recognised in the consolidated statement of financial position	於綜合財務狀況表內確認的遞延稅項資產淨值	(39,049)	(34,750)
Net deferred tax liabilities recognised in the consolidated statement of financial position	於綜合財務狀況表內確認的遞延稅項負債淨額	4,542	4,717
		(34,507)	(30,033)

(d) In accordance with the accounting policy set out in note 1(r), the Group has not recognised deferred tax assets in respect of cumulative tax losses of \$2,612,000 (2018: \$2,641,000) as it is not probable that future taxable profits against which the losses can be utilised will be available in the relevant tax jurisdiction and entity. The tax losses arising from Hong Kong operations do not expire under current tax legislation.

7 所得稅(續)

(c) 綜合財務狀況表內的所得稅：(續)

(ii) 遞延稅項資產及負債：

已於綜合財務狀況表內確認的遞延稅項(資產)/負債的組成部分及於年內的變動如下：

(d) 根據於附註1(r)所載的會計政策，由於在有關稅務司法權區及就有關實體而言，不大可能有未來應課稅溢利以抵銷可供動用的稅項虧損，故本集團並無就累計稅項虧損2,612,000港元(二零一八年：2,641,000港元)確認遞延稅項資產。根據現行稅務規例，香港業務所產生的稅項虧損並無屆滿。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

8 DIRECTORS' EMOLUMENTS

Directors' emoluments disclosed pursuant to section 383(1) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation are as follows:

8 董事薪酬

根據香港《公司條例》第383(1)條及公司(披露董事利益資料)規例第2部規定所披露之董事薪酬如下：

		Year ended 31 December 2019 截至二零一九年十二月三十一日止年度				
		Directors' fees	Basic salaries, allowances and benefits in kind	Discretionary bonuses	Retirement scheme contributions	Total
		董事袍金	基本薪金、津貼及實物利益	酌情花紅	退休計劃供款	總計
		\$'000	\$'000	\$'000	\$'000	\$'000
		千元	千元	千元	千元	千元
Executive directors	執行董事					
Mr. Chan Ki Chun	陳麒淳先生	-	1,585	-	73	1,658
Mr. Chan Chor Tung	陳楚東先生	-	1,582	230	73	1,885
Mr. Yeung Cho Yin, William	楊楚賢先生	-	1,245	50	58	1,353
Mr. Yung Kim Man	容劍文先生	-	1,585	530	72	2,187
Independent non-executive directors	獨立非執行董事					
Mr. Chan Kim Hung, Simon	陳劍雄先生	120	-	-	-	120
Mr. Jim Fun Kwong, Frederick	詹勳光先生	120	-	-	-	120
Mr. Lam Leung Tsun	林良俊先生	120	-	-	-	120
Total	總計	360	5,997	810	276	7,443

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

8 DIRECTORS' EMOLUMENTS (Continued)

8 董事薪酬(續)

Year ended 31 December 2018
截至二零一八年十二月三十一日止年度

		Directors' fees	Basic salaries, allowances and benefits in kind	Discretionary bonuses	Retirement scheme contributions	Total
		董事袍金	基本薪金、津貼及實物利益	酌情花紅	退休計劃供款	總計
		\$'000	\$'000	\$'000	\$'000	\$'000
		千元	千元	千元	千元	千元
Executive directors	執行董事					
Mr. Chan Ki Chun	陳麒淳先生	–	1,585	–	73	1,658
Mr. Chan Chor Tung	陳楚東先生	–	1,523	260	71	1,854
Mr. Yeung Cho Yin, William	楊楚賢先生	–	1,200	60	56	1,316
Mr. Yung Kim Man	容劍文先生	–	1,493	530	68	2,091
Independent non-executive directors	獨立非執行董事					
Mr. Chan Kim Hung, Simon	陳劍雄先生	120	–	–	–	120
Mr. Jim Fun Kwong, Frederick	詹勳光先生	120	–	–	–	120
Mr. Lam Leung Tsun	林良俊先生	120	–	–	–	120
Total	總計	360	5,801	850	268	7,279

Notes:

- (i) No director received any emoluments from the Group as an inducement to join or upon joining the Group or as compensation for loss of office during the year (2018: \$Nil). No director waived or agreed to waive any emoluments during the year (2018: \$Nil).
- (ii) The Company did not grant any share options for the purchase of ordinary shares in the Company during the year (2018: \$Nil).

附註：

- (i) 年內，概無董事自本集團收取任何酬金作為吸引加入本集團或加入本集團時的獎勵或作為離職補償(二零一八年：無)。年內，概無董事放棄或同意放棄任何酬金(二零一八年：無)。
- (ii) 年內，本公司並無授出任何有關購買本公司普通股的購股權(二零一八年：無)。

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綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

9 INDIVIDUALS WITH HIGHEST EMOLUMENTS

Of the five individuals with highest emoluments, three directors (2018: three) whose emoluments are disclosed in note 8. The aggregate of the emoluments in respect of the other two (2018: two) individuals are as follows:

	2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Basic salaries, allowances and benefits in kind 基本薪金、津貼及實物利益	3,109	2,993
Discretionary bonuses 酌情花紅	610	649
Retirement scheme contributions 退休計劃供款	91	89
	3,810	3,731

The emoluments of the two (2018: two) individuals with the highest emoluments are within the following bands:

	2019 二零一九年 Number of Individuals 人數	2018 二零一八年 Number of Individuals 人數
Nil to \$1,000,000 零至1,000,000港元	-	-
\$1,000,001 to \$1,500,000 1,000,001港元至1,500,000港元	-	-
\$1,500,001 to \$2,000,000 1,500,001港元至2,000,000港元	1	1
\$2,000,001 to \$2,500,000 2,000,001港元至2,500,000港元	1	1

Note: No individual received any emoluments from the Group as an inducement to join or upon joining the Group or as compensation for loss of office during the year (2018: \$Nil).

9 最高薪人士

五名最高薪人士中，有三名為董事(二零一八年：三名)，彼等的薪酬已於附註8中披露。另外兩名(二零一八年：兩名)人士的薪酬總額如下：

另外兩名(二零一八年：兩名)最高薪人士的薪酬在以下範圍內：

附註：年內，概無任何個別人士收取本集團任何報酬，作為加入或加入本集團時的獎勵或作為離職補償(二零一八年：無)。

10 (LOSS)/EARNINGS PER SHARE

(a) Basic (loss)/earnings per share

The calculation of basic (loss)/earnings per share is based on the loss attributable to ordinary equity shareholders of the Company of \$28,827,000 (2018: profit of \$129,689,000) and 400,000,000 shares (2018: 400,000,000 shares) in issue during the year.

(b) Diluted (loss)/earnings per share

There were no potential dilutive shares in existence during the years ended 31 December 2019 and 2018.

10 每股(虧損)/盈利

(a) 每股基本(虧損)/盈利

每股基本(虧損)/盈利乃根據本公司普通權益股東應佔虧損28,827,000港元(二零一八年：溢利129,689,000港元)以及年內已發行股份400,000,000股(二零一八年：400,000,000股)計算。

(b) 每股攤薄(虧損)/盈利

於截至二零一九年及二零一八年十二月三十一日止年度，並無潛在攤薄股份。

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11 PROPERTY, PLANT AND EQUIPMENT

(a) Reconciliation of carrying amount

11 物業、廠房及設備

(a) 賬面值的對賬

		Properties leased for own use 租作 自用的物業 \$'000 千元	Machinery and equipment 機器及設備 \$'000 千元	Motor vehicles 汽車 \$'000 千元	Furniture and fixtures 傢俬及裝置 \$'000 千元	Total 總計 \$'000 千元
Cost:	成本：					
At 31 December 2018	於二零一八年 十二月三十一日	-	31,869	88,185	5,916	125,970
Impact on initial application of HKFRS 16 (note)	首次應用香港財務報告 準則第16號的影響(附註)	74,219	-	-	-	74,219
At 1 January 2019	於二零一九年一月一日	74,219	31,869	88,185	5,916	200,189
Additions	添置	7,920	5,601	3,808	8,598	25,927
Acquired through acquisition of a subsidiary	透過收購一間附屬公司 的收購	-	170	676	-	846
Disposals	出售	-	(15,058)	(4,202)	(3,103)	(22,363)
At 31 December 2019	於二零一九年 十二月三十一日	82,139	22,582	88,467	11,411	204,599
Accumulated depreciation:	累計折舊：					
At 1 January 2019	於二零一九年一月一日	-	26,267	51,122	5,043	82,432
Charge for the year	年內支出	17,450	3,324	11,401	1,894	34,069
Written back on disposals	出售時撥回	-	(15,058)	(4,037)	(3,103)	(22,198)
At 31 December 2019	於二零一九年 十二月三十一日	17,450	14,533	58,486	3,834	94,303
Net book value:	賬面淨值：					
At 31 December 2019	於二零一九年 十二月三十一日	64,689	8,049	29,981	7,577	110,296

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

11 PROPERTY, PLANT AND EQUIPMENT (Continued)

11 物業、廠房及設備 (續)

(a) Reconciliation of carrying amount (Continued)

(a) 賬面值的對賬 (續)

		Properties leased for own use 租作 自用的物業 \$'000 千元	Machinery and equipment 機器及設備 \$'000 千元	Motor vehicles 汽車 \$'000 千元	Furniture and fixtures 傢俬及裝置 \$'000 千元	Total 總計 \$'000 千元
Cost:	成本：					
At 1 January 2018	於二零一八年一月一日	-	29,569	76,005	5,222	110,796
Additions	添置	-	2,636	25,266	718	28,620
Disposals	出售	-	(336)	(13,086)	(24)	(13,446)
At 31 December 2018	於二零一八年 十二月三十一日	-	31,869	88,185	5,916	125,970
Accumulated depreciation:	累計折舊：					
At 1 January 2018	於二零一八年一月一日	-	24,687	51,194	4,601	80,482
Charge for the year	年內支出	-	1,916	11,779	466	14,161
Written back on disposals	出售時撥回	-	(336)	(11,851)	(24)	(12,211)
At 31 December 2018	於二零一八年 十二月三十一日	-	26,267	51,122	5,043	82,432
Net book value:	賬面淨值：					
At 31 December 2018	於二零一八年 十二月三十一日	-	5,602	37,063	873	43,538

Note: The Group has initially applied HKFRS 16 using the modified retrospective method and adjusted the opening balances at 1 January 2019 to recognise right-of-use assets relating to leases which were previously classified as operating leases under HKAS 17. See note 1(d).

附註：本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前據香港會計準則第17號分類為經營租賃之租賃相關的使用權資產。見附註1(d)。

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11 PROPERTY, PLANT AND EQUIPMENT (Continued)

(b) Right-of-use assets

The analysis of the net book value of right-of-use assets, carried at depreciated cost, by class of underlying asset is as follows:

		Note	31 December 2019 二零一九年 十二月三十一日 \$'000 千元	1 January 2019 二零一九年 一月一日 \$'000 千元
		附註		
Properties leased for own use	租作自用的物業	(i)	64,689	74,219
Machinery and equipment	機器及設備	(ii)	1,511	–
			66,200	74,219

The analysis of expense items in relation to leases recognised in profit or loss is as follows:

			2019 二零一九年 \$'000 千元	2018 二零一八年 (Note) (附註) \$'000 千元
Depreciation charge of right-of-use assets by class of underlying asset:	按有關資產分類的使用權資產的折舊費用：			
Properties leased for own use	租作自用的物業		17,450	–
Machinery and equipment	機器及設備		1,048	–
			18,498	–
Interest on lease liabilities (note 6(a))	租賃負債利息(附註6(a))		1,745	–
Expense relating to short-term leases and other leases with remaining lease term ending on or before 31 December 2019	與短期租賃及餘下租賃期於二零一九年十二月三十一日或之前結束的其他租賃有關的開支		25,548	–
Total minimum lease payments for leases previously classified as operating leases under HKAS 17	先前根據香港會計準則第17號分類為經營租賃之租賃的最低租賃付款總額		–	39,098

11 物業、廠房及設備(續)

(b) 使用權資產

按折舊成本列賬之相關資產分類的使用權資產賬面淨值的分析如下：

於損益確認之租賃相關的開支項目分析如下：

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

11 PROPERTY, PLANT AND EQUIPMENT (Continued)

(b) Right-of-use assets (Continued)

Note: The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise right-of-use assets relating to leases which were previously classified as operating leases under HKAS 17. After initial recognition of right-of-use assets at 1 January 2019, the Group as a lessee is required to recognise the depreciation of right-of-use assets, instead of the previous policy of recognising rental expenses incurred under operating leases on a straight-line basis over the lease term. Under this approach, the comparative information is not restated. See note 1(d).

During the year ended 31 December 2019, additions to right-of-use assets were \$10,479,000. This amount related to the capitalised lease payments payable under new tenancy agreements.

Details of total cash outflow for leases and the maturity analysis of lease liabilities are set out in notes 16(d) and 19, respectively.

(i) Properties leased for own use

The Group has obtained the right to use other properties as its head office and site offices through tenancy agreements. The leases typically run for an initial period of 1 to 3 years.

Some leases include an option to renew the lease for an additional period after the end of the contract term. Where practicable, the Group seeks to include such extension options exercisable by the Group to provide operational flexibility. The Group assesses at lease commencement date whether it is reasonably certain to exercise the extension options. If the Group is not reasonably certain to exercise the extension options, the future lease payments during the extension periods are not included in the measurement of lease liabilities.

(ii) Other leases

The Group leases machinery and equipment under leases expiring from 1 to 2 years. Some leases include an option to renew the lease when all terms are renegotiated.

11 物業、廠房及設備 (續)

(b) 使用權資產 (續)

附註：本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第17號分類為經營租賃之租賃相關的使用權資產。於二零一九年一月一日初步確認使用權資產後，本集團(作為承租人)須確認使用權資產折舊，而非按照先前的政策，於租賃期內使用直線基準確認經營租賃項下產生的租金開支。根據此方法，比較資料不予重列。見附註1(d)。

截至二零一九年十二月三十一日止年度，使用權資產增加10,479,000港元。該款項乃於新租約項下已作資本化的應付租賃款項有關。

有關租賃現金流出總額及租賃負債到期情況的分析之詳情乃分別載於附註16(d)及19。

(i) 租作自用的物業

本集團透過租賃協議獲得其他物業的使用權用作其總辦公室及工地辦公室。一般情況下，該等租賃初始期限為1至3年。

若干租賃包括在合同期限結束後將租賃續期的額外選項。在可行的情況下，本集團力求包括本集團可行使的擴展選項，以提供運營靈活性。本集團於租賃開始日期評估是否合理確定會行使續租選擇權。倘本集團不能合理確定行使續租選擇權，則續租期間的未來租賃付款不計入租賃負債的計量。

(ii) 其他租賃

本集團租賃租期為1至2年的機器及設備。部分租賃包含一項續租選擇權可於重新協商所有條款後續租。

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12 INVESTMENTS IN SUBSIDIARIES

The following list contains the particulars of subsidiaries as at 31 December 2019, all of which are private companies and the class of shares held is ordinary unless otherwise stated.

12 於附屬公司的投資

下表載列於二零一九年十二月三十一日附屬公司之詳情，除另有指明外，下列所有附屬公司均為私營公司且所持股份類別為普通股。

Name of company 公司名稱	Place of incorporation/ establishment and business 註冊成立/ 成立及營業地點	Particulars of issued and paid-up capital/ registered capital 已發行及繳足 股本/註冊資本詳情	Percentage of ownership interest 所有權權益百分比			Principal activities 主要業務
			Group's effective interest 本集團 實際權益	Held by the Company 本公司持有	Held by a subsidiary 附屬公司持有	
Bestwise Envirotech Limited 百威環保科技有限公司	Hong Kong 香港	200,578,047 shares 200,578,047 股	100% 100%	– –	100% 100%	Electrical and mechanical engineering 機電工程
Bestwise – SFK Joint Venture [#] 百威—新福港聯營 [#]	Hong Kong 香港	N/A 不適用	100% 100%	– –	100% 100%	Civil engineering 土木工程
BML Engineering Limited 百文樂工程有限公司	Hong Kong 香港	100 shares 100 股	100% 100%	– –	100% 100%	Supply and installation 供應及裝置
BML Engineering (Macao) Limited [*] 百文樂工程(澳門)一人有限公司 [*]	Macau 澳門	1 share of MOP25,000 1 股面值 25,000 澳門幣的股份	100% 100%	– –	100% 100%	Supply and installation 供應及裝置
Build.it Limited 建築資訊顧問有限公司	Hong Kong 香港	100 shares 100 股	80% 80%	– –	80% 80%	Consultancy services 諮詢服務
Chit Cheung Construction Company Limited 捷章建築有限公司	Hong Kong 香港	1,450,000 shares 1,450,000 股	100% 100%	– –	100% 100%	Construction and civil engineering 建築及土木工程
Consent Consultants Limited 康信顧問有限公司	Hong Kong 香港	1 share 1 股	100% 100%	– –	100% 100%	Project consultancy services 項目顧問服務
ELM Keen Limited 榆敏有限公司	British Virgin Islands 英屬維爾京群島	100 shares of US\$1 each 100 股每股 面值 1 美元的股份	100% 100%	– –	100% 100%	Supply and installation 供應及裝置
Everfirst Profits Limited Everfirst Profits Limited	British Virgin Islands 英屬維爾京群島	1 share of US\$1 1 股面值 1 美元的股份	100% 100%	– –	100% 100%	Investment holding 投資控股

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12 INVESTMENTS IN SUBSIDIARIES (Continued)

12 於附屬公司的投資(續)

Name of company 公司名稱	Place of incorporation/ establishment and business 註冊成立/ 成立及營業地點	Particulars of issued and paid-up capital/ registered capital 已發行及繳足 股本/註冊資本詳情	Percentage of ownership interest 所有權權益百分比			Principal activities 主要業務
			Group's effective interest 本集團 實際權益	Held by the Company 本公司持有	Held by a subsidiary 附屬公司持有	
Fujitac Construction & Engineering Consultants Limited 富士達建築及工程顧問有限公司	Hong Kong 香港	1 share 1股	100% 100%	– –	100% 100%	Construction-related consultancy services 建築相關的顧問服務
Grand Win Design Consultants Limited 創意設計顧問有限公司	Hong Kong 香港	1 share 1股	100% 100%	– –	100% 100%	Construction design and consultancy services 建築設計及顧問服務
High Horse Holdings Limited 駿高控股有限公司	British Virgin Islands 英屬維爾京群島	10,000 shares of US\$1 each 10,000股每股 面值1美元的股份	100% 100%	– –	100% 100%	Investment holding 投資控股
High Regard Holdings Limited 尊崇控股有限公司	British Virgin Islands 英屬維爾京群島	1 share of US\$1 1股面值1美元的股份	100% 100%	– –	100% 100%	Investment holding 投資控股
Intercede International Limited Intercede International Limited	British Virgin Islands 英屬維爾京群島	1 share of US\$1 1股面值1美元的股份	100% 100%	– –	100% 100%	Investment holding 投資控股
Linktech Engineering & Landscape Consultants Limited 德滙工程及園林顧問有限公司	Hong Kong 香港	1 share 1股	100% 100%	– –	100% 100%	Consultancy services 顧問服務
Media Engineering Company Limited 中美交通工程有限公司	Hong Kong 香港	8,500,000 shares 8,500,000股	100% 100%	– –	100% 100%	Road construction works 道路建築工程
Sun Fook Kong – Bestwise Joint Venture ^{#a} Sun Fook Kong – Bestwise Joint Venture ^{#a}	Hong Kong 香港	N/A 不適用	100% 100%	– –	100% 100%	Civil engineering 土木工程
Sun Fook Kong – Chit Cheung Joint Venture [#] Sun Fook Kong – Chit Cheung Joint Venture [#]	Hong Kong 香港	N/A 不適用	100% 100%	– –	100% 100%	Construction and civil engineering 建築及土木工程

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12 INVESTMENTS IN SUBSIDIARIES (Continued)

12 於附屬公司的投資(續)

Name of company 公司名稱	Place of incorporation/ establishment and business 註冊成立/ 成立及營業地點	Particulars of issued and paid-up capital/ registered capital 已發行及繳足 股本/註冊資本詳情	Percentage of ownership interest 所有權權益百分比			Principal activities 主要業務
			Group's effective interest 本集團 實際權益	Held by the Company 本公司持有	Held by a subsidiary 附屬公司持有	
Sun Fook Kong (Civil) Limited 新福港(土木)有限公司	Hong Kong 香港	12,300,000 shares 12,300,000 股	100%	-	100%	Civil engineering and maintenance 土木工程及保養
Sun Fook Kong Construction Limited 新福港營造有限公司	Hong Kong 香港	4,440,000 shares 4,440,000 股	100%	-	100%	Building construction and maintenance 樓宇建築及保養
Sun Fook Kong Construction Management Limited 新福港工程策劃管理有限公司	Hong Kong 香港	10,000 shares 10,000 股	100%	-	100%	Project management services 項目管理服務
Sun Fook Kong E & M Management Limited 新福港機電工程有限公司	Hong Kong 香港	4,700,000 shares 4,700,000 股	100%	-	100%	Hiring out of plant and machinery and undertaking electrical installation work 從事廠房及機器出租及 承接電氣安裝工程
Sun Fook Kong Engineering Limited 新福港工程有限公司	Hong Kong 香港	2,000,000 shares 2,000,000 股	100%	-	100%	Civil engineering 土木工程
Sun Fook Kong Holdings Limited 新福港控股有限公司	British Virgin Islands 英屬維爾京群島	10,400 shares of US\$1 each 10,400 股每股 面值 1 美元的股份	100%	100%	-	Investment holding and building construction 投資控股及樓宇建築
Sun Fook Kong Housing Services Limited 新福港屋宇服務有限公司	Hong Kong 香港	49,590,000 shares 49,590,000 股	100%	-	100%	Housing management services 房屋管理服務
SFK Housing Services (China) Limited 新福港屋宇服務(中國)有限公司	Hong Kong 香港	10,000 shares 10,000 股	100%	-	100%	Investment holding 投資控股

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12 INVESTMENTS IN SUBSIDIARIES (Continued)

12 於附屬公司的投資 (續)

Name of company 公司名稱	Place of incorporation/ establishment and business 註冊成立/ 成立及營業地點	Particulars of issued and paid-up capital/ registered capital 已發行及繳足 股本/註冊資本詳情	Percentage of ownership interest 所有權權益百分比			Principal activities 主要業務
			Group's effective interest 本集團 實際權益	Held by the Company 本公司持有	Held by a subsidiary 附屬公司持有	
Sun Fook Kong Joint Venture [#]	Hong Kong	N/A	100%	-	100%	Construction and civil engineering
新福港聯營公司 [#]	香港	不適用	100%	-	100%	建築及土木工程
Sun Fook Kong Themeworks (Hong Kong) Limited	Hong Kong	100 shares	100%	-	100%	Investment holding
新福港奇幻制作(香港)有限公司	香港	100股	100%	-	100%	投資控股
佛山新福港物業管理有限公司 ^{**}	The PRC	US\$800,000	100%	-	100%	Building management, property consultancy and consultancy services
佛山新福港物業管理有限公司 ^{**}	中國	800,000美元	100%	-	100%	建築管理、物業顧問及顧問服務
廣州標迪建築模型設計有限公司 ^{**}	The PRC	Renminbi ("RMB") 200,000,000	80%	-	80%	Consultancy services
廣州標迪建築模型設計有限公司 ^{**}	中國	人民幣(「人民幣」) 200,000,000元	80%	-	80%	諮詢服務

[#] These entities are unincorporated bodies.

^{*} These entities are wholly foreign-owned enterprises.

[^] These entities are not audited by KPMG.

[#] 該等實體乃無法人地位的機構。

^{*} 該等實體為外商獨資企業。

[^] 該等實體未經畢馬威會計師事務所審核。

The financial statements of the subsidiaries not audited by KPMG reflect total net assets and total revenue constituting approximately 2.2% and 0.3% respectively of the related consolidated totals.

該等未經畢馬威會計師事務所審核之附屬公司財務實表反映其資產淨值總額與總收益分別佔有關之綜合總額約2.2%及0.3%。

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13 INTEREST IN JOINT ARRANGEMENTS AND AMOUNT DUE FROM A JOINT VENTURE

(a) Interest in a joint venture and amount due from a joint venture

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Share of net liabilities (note (i))	分佔淨負債(附註(i))	(19,464)	(12,714)
Amount due from a joint venture (note (ii))	應收合營企業款項(附註(ii))	3,010	2,323

Notes:

(i) As at 31 December 2019 and 2018, the Group has recognised its share of net liabilities in a joint venture as the Group has provided guarantees in respect of bank loans of the joint venture.

(ii) The amount due from a joint venture is interest-free, unsecured and recoverable on demand.

附註：

(i) 於二零一九年及二零一八年十二月三十一日，本集團已確認其於合營企業應佔淨負債，原因為本集團已就合營企業的銀行貸款提供擔保。

(ii) 應收合營企業款項不計息，無抵押，須按要求收回。

Details of the Group's interest in the joint venture, which is accounted for using the equity method in the consolidated financial statements, are as follows:

本集團於合營企業的權益採用權益法在綜合財務報表列賬，詳情如下：

Name of joint venture	Form of business structure	Place of incorporation and business	Percentage of ownership interest			Principal activities
			Group's effective interest	Held by the Company	Held by a subsidiary	
合營企業名稱	業務架構形式	註冊成立及營業地點	本集團實際權益	本公司持有	附屬公司持有	主要業務
Sun Fook Kong — Kun Fai Engineering and Construction Co., Ltd. ("Sun Fook Fong — Kun Fai")	Incorporated	Macau	50%	—	50%	Building construction and public works
新福港—權暉建築工程有限公司 (「新福港—權暉」)	註冊成立	澳門	50%	—	50%	樓宇建築及公共工程

Sun Fook Fong — Kun Fai, the only joint venture in which the Group participates, is an unlisted corporate entity whose quoted market price is not available.

本集團參與的唯一合營企業新福港—權暉為並無市場報價的非上市企業實體。

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(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

13 INTEREST IN JOINT ARRANGEMENTS AND AMOUNT DUE FROM A JOINT VENTURE (Continued)

(a) Interest in a joint venture and amount due from a joint venture (Continued)

Summarised financial information of Sun Fook Kong — Kun Fai, adjusted for any differences in accounting policies, and a reconciliation to the carrying amount in the consolidated financial statements, are disclosed below:

13 於合營安排的權益及應收合營企業款項(續)

(a) 於合營企業的權益及應收合營企業款項(續)

新福港—權暉的財務資料概要(已調整任何會計政策之差異)與綜合財務報表賬面值的對賬披露如下：

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Gross amounts of the joint venture's	合營企業總額		
Current assets	流動資產	312,770	176,863
Non-current assets	非流動資產	201	319
Current liabilities	流動負債	(351,898)	(202,609)
Deficit	虧絀	(38,927)	(25,427)
Included in the above assets and liabilities:	計入上述資產及負債：		
Cash and cash equivalents	現金及現金等價物	13,062	7,440
Current financial liabilities (excluding trade and other payables and provisions)	流動金融負債(不包括應付貿易賬款及其他應付款項及撥備)	(55,547)	(41,718)
Revenue	收益	637,354	516,088
Loss and total comprehensive income for the year	年內虧損及全面收益總額	(13,500)	(31,605)
Reconciled to the Group's interest in the joint venture	與本集團於合營企業權益對賬		
Gross amounts of the joint venture's net liabilities	合營企業淨負債總額	(38,927)	(25,427)
Group's effective interest	本集團實際權益	50%	50%
Group's share of the joint venture's net liabilities arising from guarantees provided to the joint venture's obligation	本集團因合營企業承擔所提供之擔保而應佔合營企業之淨負債	(19,464)	(12,714)
Carrying amount of the Group's interest	本集團權益的賬面值	(19,464)	(12,714)

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13 INTEREST IN JOINT ARRANGEMENTS AND AMOUNT DUE FROM A JOINT VENTURE (Continued)

(b) Interest in joint operations

In addition to the joint venture as listed in note 13(a), the Group has also established joint arrangements with outside contractors to undertake civil engineering in the form of joint operations. In accordance with the agreements, the decisions about relevant activities in these entities require unanimous consent of the parties sharing control and, therefore management has accounted for the investments as joint operations.

Details of the Group's interest in the material joint operations, all of which are accounted for using the line-by-line basis to the extent of the Group's interest in the joint operations, are as follows:

Name of joint operation	Form of business structure	Place of incorporation and business 註冊成立及營業地點	Percentage of ownership interest 所有權權益百分比			Principal activities
			Group's effective interest 本集團實際權益	Held by the Company 本公司持有	Held by a subsidiary 附屬公司持有	
CEC – CCC Joint Venture 大陸工程 – 捷章建築聯營	Unincorporated 無法人地位	Hong Kong 香港	40%	–	40%	Civil engineering 土木工程
Fujita – Sun Fook Kong Joint Venture Fujita – Sun Fook Kong Joint Venture	Unincorporated 無法人地位	Hong Kong 香港	50%	–	50%	Civil engineering 土木工程
SFK – CEC Joint Venture SFK – CEC Joint Venture	Unincorporated 無法人地位	Hong Kong 香港	51%	–	51%	Civil engineering 土木工程

13 於合營安排的權益及應收合營企業款項(續)

(b) 於合營業務的權益

除附註13(a)所列合營企業外，本集團亦已與外界承包商組成共同安排，以共同經營的方式承接土木工程。根據協議，與該等實體相關活動有關的決策須經享有控制權的各方一致同意後方可作實，因而管理層將有關投資按合營業務入賬。

本集團於重大合營業務均按逐項基準將本集團於合營業務的權益列賬，重大合營業務的權益詳情如下：

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14 CONTRACT ASSETS AND CONTRACT LIABILITIES

14 合約資產及合約負債

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Contract assets	合約資產		
Arising from performance under construction contracts	因履行建築合約工程產生	1,422,493	1,262,372
Contract liabilities	合約負債		
Construction contracts — Billings in advance of performance	建築合約 — 履行前收款項	118,191	119,888

The Group's construction contracts normally include payment schedules which require stage payments over the construction period once milestones are reached. These payment schedules prevent the build-up of significant contract assets. The Group also typically agrees to a one to two years retention period for 1% to 10% of the contract value. This amount is included in contract assets until the end of the retention period as the Group's entitlement to this final payment is conditional on the Group's work satisfactorily passing inspection.

The contract assets primarily relate to the Group's right to consideration for work completed and not billed because the rights are conditioned on the Group's future performance. The contract assets are transferred to trade receivables when the rights become unconditional. The increase in contract assets in 2019 was the result of the increase in the provision of construction services at the end of the year. The amount of contract assets that is expected to be recovered after more than one year is \$58,830,000 (2018: \$136,681,000), all of which relates to retentions.

本集團建築合約通常包括建築期間要求分階段付款的付款日程(一旦進程達標)。此等付款日程防止積聚重大合約資產。本集團亦基本上同意就1%至10%的合約價值設有一至兩年保證期。因本集團獲得此最終款項的權利於本集團工程完滿通過檢測後方可作實，故此金額計入合約資產，直至保證期結束為止。

合約資產主要與本集團取得已完成工程但未發出發票的代價的權利有關，因有關權利取決於本集團的未來表現。合約資產於權利成為無條件時轉至應收貿易賬款。合約資產於二零一九年增加是由於年末所提供建築服務增加所致。預計將在超過一年後收回的合約資產金額為58,830,000港元(二零一八年：136,681,000港元)，所有該等金額與保證金有關。

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14 CONTRACT ASSETS AND CONTRACT LIABILITIES (Continued)

The contract liabilities primarily relate to the Group's obligation to transfer services to customers for which the Group has received advanced payments from the customers and will be recognised as income within one year. The amount of revenue recognised during the year that was included in the contract liabilities at the beginning of the year is \$125,584,000 (2018: \$186,396,000). The amount of retentions receivable included in contract liabilities on a net basis for a single contract with the customer that is expected to be recovered after more than one year is \$33,652,000 (2018: \$5,696,000).

The amount of revenue recognised during the year from performance obligations satisfied (or partially satisfied) in previous periods is \$72,270,000 (2018: \$121,765,000), mainly due to the changes in estimate of the transaction price of certain construction contracts.

15 TRADE AND OTHER RECEIVABLES

14 合約資產及合約負債(續)

合約負債主要與本集團向客戶轉移服務的責任有關，本集團已向客戶收取預付款及將於一年內確認為收入。年內確認於年初計入合約負債的收益金額為125,584,000港元(二零一八年：186,396,000港元)。就與客戶簽訂的單一合約按淨基準計入合約負債預計將在超過一年後收回的應收保證金金額為33,652,000港元(二零一八年：5,696,000港元)。

年內，就於過往期間已達成(或已部分達成)履約責任確認的收益為72,270,000港元(二零一八年：121,765,000港元)，主要是由於若干建築合約的交易價格的估計變動所致。

15 應收貿易賬款及其他應收款項

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Trade debtors	應收貿易賬款	457,079	503,055
Deposits, prepayments and other receivables	按金、預付款項及其他應收款項	35,062	24,922
Amounts due from a joint operation partner (note (i))	應收合營業務夥伴款項(附註(i))	21,820	40,757
Derivative financial instrument (note 21(e))	衍生金融工具(附註21(e))	283	-
		514,244	568,734

Notes:

- (i) The amounts due from a joint operation partner are interest-free, unsecured and recoverable on demand.
- (ii) Except for the amounts of \$9,321,000 (2018: \$11,539,000) which are expected to be recovered after one year, all of the remaining balances of trade and other receivables are expected to be recovered within one year.

附註：

- (i) 應收合營業務夥伴款項不計息、無抵押及可按要求收回。
- (ii) 除9,321,000港元(二零一八年：11,539,000港元)的款項預期將於一年後收回外，應收貿易賬款及其他應收款項所有餘下結餘預期將於一年內收回。

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15 TRADE AND OTHER RECEIVABLES (Continued)

Ageing analysis

As at the end of the reporting period, the ageing analysis of trade debtors (which are included in trade and other receivables), based on the invoice date (or date of revenue recognition, if earlier) is as follows:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Within 1 month	1個月內	388,289	475,789
Over 1 to 2 months	1至2個月	61,662	15,440
Over 2 to 3 months	2至3個月	295	4,807
Over 3 months but within 6 months	超過3個月但於6個月內	6,833	7,019
		457,079	503,055

Trade debtors are due within 14–45 days from the date of billing. Further details on the Group's credit policy and credit risk arising from trade debtors are set out in note 21(a).

16 CASH AND CASH EQUIVALENTS AND OTHER CASH FLOW INFORMATION

(a) Cash and cash equivalents comprise:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Deposits with banks within three months of maturity at acquisition	於購入後三個月內到期的銀行定期存款	101,418	-
Cash at bank and in hand	銀行及手頭現金	162,087	216,897
		263,505	216,897

(b) Major non-cash transactions

During the year ended 31 December 2019, there were proceeds from bank loans of \$65,604,000 (2018: \$64,811,000) directly transferred to trade creditors to settle the trade balances. These proceeds from bank loans had no cash flow impact to the Group.

During the year ended 31 December 2019, there were proceeds from bank loans of \$2,790,000 (2018: \$14,475,000) directly transferred to a joint operation partner to settle the trade balances of the joint operation. These proceeds from bank loans had no cash flow impact to the Group.

15 應收貿易賬款及其他應收款項(續)

賬齡分析

於報告期末，基於發票日期或收益確認日期(以較早者為準)的應收貿易賬款(計入應收貿易賬款及其他應收款項)的賬齡分析如下：

	2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Within 1 month	388,289	475,789
Over 1 to 2 months	61,662	15,440
Over 2 to 3 months	295	4,807
Over 3 months but within 6 months	6,833	7,019
	457,079	503,055

應收貿易賬款自賬單日期起14至45日內到期。有關本集團信貸政策及來自應收貿易賬款的信貸風險的其他詳情載於附註21(a)。

16 現金及現金等價物及其他現金流量資料

(a) 現金及現金等價物包括：

	2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Deposits with banks within three months of maturity at acquisition	101,418	-
Cash at bank and in hand	162,087	216,897
	263,505	216,897

(b) 主要非現金交易

截至二零一九年十二月三十一日止年度，直接轉撥銀行貸款所得款項65,604,000港元(二零一八年：64,811,000港元)至應付貿易賬款，以結算貿易結餘。該等銀行貸款所得款項對本集團並無現金流量影響。

截至二零一九年十二月三十一日止年度，直接轉撥銀行貸款所得款項2,790,000港元(二零一八年：14,475,000港元)至一間合營業務夥伴，以結算合營業務的貿易結餘。該等銀行貸款所得款項對本集團並無現金流量影響。

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16 CASH AND CASH EQUIVALENTS AND OTHER CASH FLOW INFORMATION (Continued)

(c) Reconciliation of liabilities arising from financing activities

The table below details changes in the Group's liabilities from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are liabilities for which cash flows were, or future cash flows will be, classified in the Group's consolidated cash flow statement as cash flows from financing activities.

		Bank loans	Lease liabilities	Total
		銀行貸款	租賃負債	總計
		\$'000	\$'000	\$'000
		千元	千元	千元
		(Note 18)	(Note 19)	
		(附註 18)	(附註 19)	
At 31 December 2018	於二零一八年十二月三十一日	371,732	-	371,732
Impact on initial application of HKFRS 16 (note)	首次應用香港財務報告準則第 16 號的影響 (附註)	-	74,219	74,219
At 1 January 2019	於二零一九年一月一日	371,732	74,219	445,951
Changes from financing cash flows:	融資現金流量變動：			
Proceeds from bank loans	銀行貸款所得款項	912,000	-	912,000
Repayment of bank loans	償還銀行貸款	(943,662)	-	(943,662)
Capital element of lease rentals paid	已付租金的資本要素	-	(17,079)	(17,079)
Interest element of lease rentals paid	已付租金的利息要素	-	(1,745)	(1,745)
Interest paid	已付利息	(17,664)	-	(17,664)
Total changes from financing cash flows	融資活動現金流量變動總額	(49,326)	(18,824)	(68,150)
Other changes	其他變動			
Increase in lease liabilities from entering into new leases during the year	年內訂立新租賃導致租賃負債增加	-	10,479	10,479
Bank loans directly transferred to trade creditors (note 16(b))	直接轉撥至應付貿易賬款的銀行貸款 (附註 16(b))	65,604	-	65,604
Bank loans directly transferred to a joint operation partner (note 16(b))	直接轉撥至合營業務夥伴的銀行貸款 (附註 16(b))	2,790	-	2,790
Finance costs (note 6(a))	融資成本 (附註 6(a))	17,664	1,745	19,409
Total other changes	其他變動總額	86,058	12,224	98,282
At 31 December 2019	於二零一九年十二月三十一日	408,464	67,619	476,083

Note: The Group has initially applied HKFRS 16 using the modified retrospective method and adjusted the opening balances at 1 January 2019 to recognise lease liabilities relating to leases which were previously classified as operating leases under HKAS 17. See note 1(d) and note to the consolidated cash flow statement.

16 現金及現金等價物及其他現金流量資料 (續)

(c) 融資活動所產生負債的對賬

下表載列融資活動所產生本集團負債的變動(包括現金及非現金變動)詳情。融資活動所產生負債為其現金流量已經或未來現金流量將於本集團的綜合現金流量表內分類作融資活動所產生現金流量的負債。

附註：本集團使用經修訂追溯法首次應用香港財務報告準則第 16 號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第 17 號分類為經營租賃之租賃相關的租賃負債。見附註 1(d) 及綜合現金流量表的附註。

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16 CASH AND CASH EQUIVALENTS AND OTHER CASH FLOW INFORMATION (Continued)

16 現金及現金等價物及其他現金流量資料(續)

(c) Reconciliation of liabilities arising from financing activities (Continued)

(c) 融資活動所產生負債的對賬(續)

		Bank loans 銀行貸款 \$'000 千元 (Note 18) (附註18)
At 1 January 2018	於二零一八年一月一日	301,758
Changes from financing cash flows:	融資現金流量的變動：	
Proceeds from bank loans	銀行貸款所得款項	602,500
Repayment of bank loans	償還銀行貸款	(611,812)
Interest paid	已付利息	(12,234)
Total changes from financing cash flows	融資現金流量的變動總額	(21,546)
Other changes	其他變動	
Bank loans directly transferred to trade creditors (note 16(b))	直接轉撥至應付貿易賬款的銀行貸款(附註16(b))	64,811
Bank loans directly transferred to a joint operation partner (note 16(b))	直接轉撥至合營業務夥伴的銀行貸款(附註16(b))	14,475
Finance costs (note 6(a))	融資成本(附註6(a))	12,234
Total other changes	其他變動總額	91,520
At 31 December 2018	於二零一八年十二月三十一日	371,732

(d) Total cash outflow for leases

(d) 租賃現金流出總額

Amounts included in the consolidated cash flow statement for leases comprise the following:

於綜合現金流量表列賬的有關租賃的款項包括以下各項：

		2019 二零一九年 \$'000 千元	2018 二零一八年 (Note) (附註) \$'000 千元
Within operating cash flows	經營現金流量款項	25,548	39,098
Within financing cash flows	融資現金流量款項	18,824	-
		44,372	39,098

Note: As explained in the note to the consolidated cash flow statement, the adoption of HKFRS 16 introduces a change in classification of cash flows of rentals paid on leases. The comparative amounts have not been restated.

附註：如綜合現金流量表附註所述，採納香港財務報告準則第16號將引致已付租賃租金的現金流量分類發生變動。比較金額不予重列。

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17 TRADE AND OTHER PAYABLES

17 應付貿易賬款及其他應付款項

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Trade creditors	應付貿易賬款	354,720	466,011
Accruals and other payables	應計費用及其他應付款項	565,393	362,868
Amounts due to joint operation partners (note (i))	應付合營業務夥伴的款項 (附註(i))	1,062	6,562
Provision for construction works (note (ii))	建築工程撥備(附註(ii))	24,288	-
Retentions payable	應付保證金	361,679	310,176
		1,307,142	1,145,617

Notes:

- (i) The amounts due to joint operation partners are interest-free, unsecured and repayable on demand.
- (ii) During the year ended 31 December 2019, the Group recognises provision for construction works when the unavoidable costs of meeting the performance obligations under the construction contracts exceed the economic benefits expected to be received from the contracts. The amount of the provision is measured at the present value of the lower of the expected cost of terminating the contract and the net cost of continuing with the contract. The amount of provision is reviewed on an ongoing basis.
- (iii) Except for the amounts of \$116,846,000 (2018: \$144,228,000), all of the remaining balances of trade and other payables are expected to be settled within one year.

附註：

- (i) 應付合營業務夥伴的款項不計息、無抵押及須按的要求償還。
- (ii) 截至二零一九年十二月三十一日止年度，當執行建築合約履約責任的不可避免成本超過自合約預期將取得的經濟利益時，本集團將確認建築工程之撥備。撥備金額按以終止合約的預期成本與繼續履行合約的淨成本兩者中的較低者的現值計量。本集團會持續檢討撥備金額。
- (iii) 除116,846,000港元(二零一八年：144,228,000港元)的款項外，應付貿易賬款及其他應付款項所有餘下結餘預期將於一年內結算。

As at the end of the reporting period, the ageing analysis of trade creditors, based on the invoice date, is as follows:

於報告期末，基於發票日期的應付貿易賬款的賬齡分析如下：

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Within 1 month	1個月內	262,868	291,755
Over 1 to 2 months	1至2個月	55,886	133,932
Over 2 to 3 months	2至3個月	16,462	31,624
Over 3 months	超過3個月	19,504	8,700
		354,720	466,011

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18 BANK LOANS

18 銀行貸款

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Bank loans, repayable within 1 year	銀行貸款，一年內償還		
— Secured	— 有抵押	—	98,000
— Unsecured	— 無抵押	408,464	273,732
		408,464	371,732

- (a) As at 31 December 2019, the bank loans bear interest ranging from 3.75% to 5.45% (2018: 3.42% to 4.44%) per annum.
- (a) 於二零一九年十二月三十一日，銀行貸款按年利率3.75%至5.45% (二零一八年：3.42%至4.44%)計息。
- (b) As at 31 December 2019 and 2018, the banking facilities (including bank loans and performance bonds) granted to the Group, the Group's joint operations and the Group's joint venture jointly were secured by:
- (b) 於二零一九年及二零一八年十二月三十一日，授予本集團、本集團合營業務及本集團合營企業的銀行融資 (包括銀行貸款及履約保證) 一同以下列各項作抵押：
- (i) Assignment of project proceeds from certain construction contracts of the Group, the Group's joint operations and the Group's joint venture;
- (i) 轉讓本集團若干建築合約、本集團合營業務及本集團合營企業的项目所得款項；
- (ii) Pledged deposits of the Group of \$25,125,000 (2018: \$25,039,000);
- (ii) 本集團已抵押存款25,125,000港元 (二零一八年：25,039,000港元)；
- (iii) Corporate guarantees provided by a subsidiary and the joint venture partner, personal properties and pledged deposits owned by the joint venture partner; and
- (iii) 一家附屬公司及合營企業夥伴提供的企業擔保、合營企業夥伴所擁有的私人財產及已抵押存款；及
- (iv) Corporate guarantees provided by the Company and cross corporate guarantees provided by the Company and certain subsidiaries.
- (iv) 本公司提供的企業擔保以及本公司及若干附屬公司提供的交叉企業擔保。
- (c) All of the Group's banking facilities are subject to the fulfilment of certain covenants as are commonly found in lending arrangements with financial institutions. If the Group were to breach the covenants the drawn down facilities would become payable on demand. The Group regularly monitors its compliance with these covenants. Further details of the Group's management of liquidity risk are set out in note 21(b). During the year ended 31 December 2019, none of the covenants relating to the drawn down facilities had been breached (2018: \$Nil).
- (c) 本集團所有銀行融資均須待若干契諾達成後方可作實，此契諾通常見於與金融機構達成的借貸安排。倘本集團違反契諾，所提取的融資將按要求償還。本集團定期監察其有否遵守該等契諾。有關本集團管理流動資金風險的進一步詳情載於附註21(b)。截至二零一九年十二月三十一日止年度，本集團概無違反與已提取的融資有關的契諾 (二零一八年：無)。

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19 LEASE LIABILITIES

The following table shows the remaining contractual maturities of the Group's lease liabilities at the end of the current reporting period and at the date of transition to HKFRS 16:

19 租賃負債

下表列示本集團租賃負債於本報告期末及過渡至香港財務報告準則第16號當日的餘下合約到期情況：

		31 December 2019 二零一九年十二月三十一日		1 January 2019 (Note) 二零一九年一月一日 (附註)	
		Present		Present	
		value of the minimum lease payments 最低租賃 付款現值 \$'000 千元	Total minimum lease payments 最低租賃 付款總額 \$'000 千元	value of the minimum lease payments 最低租賃 付款現值 \$'000 千元	Total minimum lease payments 最低租賃 付款總額 \$'000 千元
Within 1 year	一年內	17,908	19,361	15,335	17,327
After 1 year but within 2 years	超過1年但於2年內	14,730	15,794	13,084	14,387
After 2 years but within 5 years	超過2年但於5年內	34,981	36,240	35,435	37,540
After 5 years	超過5年	-	-	10,365	10,507
		49,711	52,034	58,884	62,434
		67,619	71,395	74,219	79,761
Less: total future interest expenses 減：未來利息開支總額			(3,776)		(5,542)
Present value of lease liabilities 租賃負債現值			67,619		74,219

Note: The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise lease liabilities relating to leases which were previously classified as operating leases under HKAS 17. Comparative information as at 31 December 2018 has not been restated. Further details on the impact of the transition to HKFRS 16 are set out in note 1(d).

附註：本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第17號分類為經營租賃之租賃相關的租賃負債。二零一八年十二月三十一日的比較資料不予重列。有關過渡至香港財務報告準則第16號的影響的進一步詳情乃載於附註1(d)。

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20 CAPITAL, RESERVES AND DIVIDENDS

(a) Movement in components of equity

The reconciliation between the opening and closing balances of each component of the Group's consolidated equity is set out in the consolidated statement of changes in equity.

Details of the changes in the Company's individual components of equity between the beginning and the end of the year are set out below:

The Company

	Note	Share capital	Share premium	Capital reserve	Retained profits	Total
	附註	\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元	\$'000 千元
At 1 January 2018	於二零一八年一月一日	40,000	82,867	81	114,409	237,357
Profit and total comprehensive income for the year	於二零一八年一月一日 年內溢利及全面收益總額	-	-	-	11,864	11,864
Dividends approved in respect of the previous year	上一年度批准的股息	-	-	-	(74,000)	(74,000)
Dividends declared in respect of the current year	本年度已宣派股息	-	-	-	(36,000)	(36,000)
At 31 December 2018	於二零一八年十二月三十一日	40,000	82,867	81	16,273	139,221
At 1 January 2019	於二零一九年一月一日	40,000	82,867	81	16,273	139,221
Profit and total comprehensive income for the year	於二零一九年一月一日 年內溢利及其他全面收益總額	-	-	-	17,501	17,501
Dividends approved in respect of the previous year	就前一年度批准的股息	-	-	-	(16,000)	(16,000)
At 31 December 2019	於二零一九年十二月三十一日	40,000	82,867	81	17,774	140,722

20 資本、儲備及股息

(a) 權益部分變動

本集團綜合權益各部分的期初及期末結餘的對賬載於綜合權益變動表。

本公司權益個別組成部分的年初及年末變動詳情載列如下：

本公司

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20 CAPITAL, RESERVES AND DIVIDENDS (Continued)

20 資本、儲備及股息(續)

(b) Dividends

(b) 股息

(i) Dividends payable to equity shareholders of the Company attributable to the year

(i) 年內應佔之應付本公司權益股東之股息

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Interim dividend declared and paid of \$Nil (2018: 9.0 cents) per ordinary share	已宣派及派付之中期股息每股普通股零(二零一八年：9.0港仙)	-	36,000
Final dividend proposed after the end of the reporting period of 4.0 cents (2018: 4.0 cents) per ordinary share	於報告期末後擬派付之末期股息每股普通股4.0港仙(二零一八年：4.0港仙)	16,000	16,000
		16,000	52,000

The final dividend proposed after the end of the reporting period has not been recognised as a liability at the end of the reporting period.

於報告期末後擬派付之末期股息並未於報告期末確認為負債。

(ii) Dividends payable to equity shareholders of the Company attributable to the previous financial year, approved and paid during the year

(ii) 年內批准及派付之前一財年應佔之應向本公司權益股東派付之股息

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Final dividend in respect of the previous financial year, approved and paid during the year, of 4.0 cents (2018: 18.5 cents) per share	於年內批准及派付之與前一財年有關之末期股息每股股份4.0港仙(二零一八年：18.5港仙)	16,000	74,000

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20 CAPITAL, RESERVES AND DIVIDENDS (Continued)

20 資本、儲備及股息 (續)

(c) Share capital

(c) 股本

		2019 二零一九年		2018 二零一八年	
		No. of shares 股份數目	Amount 金額 \$ 港元	No. of shares 股份數目	Amount 金額 \$ 港元
Authorised:	法定：				
Ordinary shares of \$0.1 each	每股面值0.1港元的普通股				
At 1 January and 31 December	於一月一日及十二月三十一日	10,000,000,000	1,000,000,000	10,000,000,000	1,000,000,000
Issued and fully paid:	已發行及繳足：				
Ordinary shares of \$0.1 each	每股面值0.1港元的普通股				
At 1 January and 31 December	於一月一日及十二月三十一日	400,000,000	40,000,000	400,000,000	40,000,000

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

普通股持有人有權收取不時宣派的股息，並有權於本公司會議上就每股股份投一票。所有普通股就本公司剩餘資產享有同等權利。

(d) Nature and purpose of reserves

(d) 儲備的性質及目的

(i) Share premium

The application of the share premium account is governed by section 40 of the Bermuda Companies Act 1981.

(i) 股份溢價

股份溢價賬之應用受百慕達一九八一年公司法第40條規管。

(ii) Capital reserve

The capital reserve of the Company arose from the Group's reorganisation completed in January 2008.

(ii) 資本儲備

本公司的資本儲備於二零零八年一月完成集團重組後產生。

(iii) Exchange reserve

The exchange reserve comprises all foreign exchange differences arising from the translation of financial statements of foreign operations.

(iii) 匯兌儲備

匯兌儲備包括換算境外業務財務報表產生的所有外匯差額。

The reserve is dealt with in accordance with the accounting policies set out in note 1(u).

儲備根據附註1(u)所載會計政策處理。

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20 CAPITAL, RESERVES AND DIVIDENDS (Continued)

(e) Capital management

The Group's primary objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing services commensurately with the level of risk and by securing access to finance at a reasonable cost.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholder returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

The Group monitors its capital structure on the basis of an adjusted net debt-to-capital ratio. For this purpose, adjusted net debt is defined as total debt (which includes interest-bearing loans and borrowings and lease liabilities) less cash and cash equivalents. Total capital comprises all components of equity attributable to equity shareholders of the Company.

The Group has initially applied HKFRS 16 using the modified retrospective approach. Under this approach, the Group recognises right-of-use assets and corresponding lease liabilities for leases previously accounted for as operating leases as from 1 January 2019. This caused an increase in the Group's total debt and hence the Group's adjusted net debt-to-capital ratio rose from 31.4% to 46.4% on 1 January 2019 when compared to its position as at 31 December 2018.

Considering the impact of the application of HKFRS 16, during 2019, the Group reassessed the range at which it maintains its adjusted net debt-to-capital ratio to be 40% to 55% (2018: 25% to 40%). In order to maintain or adjust the ratio, the Group may adjust the amount of dividends paid to shareholders, issue new shares, return capital to shareholders, raise new debt financing or sell assets to reduce debt.

20 資本、儲備及股息(續)

(e) 資本管理

本集團管理資本的首要目標乃保障本集團能夠持續經營的能力，透過與風險水平相對應的定價服務及以合理成本獲得融資，從而繼續為股東帶來回報及為其他持份者帶來利益。

本集團積極及定期對資本架構進行檢查及管理，以在提升股東回報(可能伴隨有借貸水平上升)與良好的資本狀況帶來的好處及保障之間取得平衡，並因應經濟環境的變化對資本架構作出調整。

本集團按照經調整淨債務對資本比率的基準監察資本架構。就此而言，經調整淨債務被界定為總債務(包括計息貸款及借款以及租賃負債)減現金及現金等價物。總資本由本公司權益股東應佔的所有權益部分組成。

本集團使用經修訂追溯法首次應用香港財務報告準則第16號。根據該方法，本集團自二零一九年一月一日起確認前列賬為經營租賃之租賃相關的使用權資產及租賃負債。此舉導致本集團的債務總額有所增加，因此，本集團的淨債務對資本比率自二零一八年十二月三十一日的31.4%上調至二零一九年一月一日的46.4%。

考慮到應用香港財務報告準則第16號的影響，於二零一九年，本集團重新評估其將經調整淨債務對資本比率維持在40%至55%(二零一八年：25%至40%)的範圍。為維持或調整該比率，本集團或會對派付予股東的股息金額作出調整、發行新股、返還資本予股東、籌措新的債務融資或出售資產以減債。

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20 CAPITAL, RESERVES AND DIVIDENDS (Continued)

20 資本、儲備及股息 (續)

(e) Capital management (Continued)

The Group's adjusted net debt-to-capital ratio at the end of the current and previous reporting periods and at the date of transition to HKFRS 16 was as follows:

(e) 資本管理 (續)

本集團於當前及先前報告期末以及過渡至香港財務報告準則第16號當日的經調整淨債務對資本比率如下：

			31 December 2019 二零一九年 十二月 三十一日	1 January 2019 二零一九年 一月一日 (Note) (附註)	31 December 2018 二零一八年 十二月 三十一日 (Note) (附註)
		Note 附註	\$'000 千元	\$'000 千元	\$'000 千元
Bank loans	銀行貸款	18	408,464	371,732	371,732
Lease liabilities	租賃負債	19	67,619	74,219	-
Total debt	總債務		476,083	445,951	371,732
Less: Cash and cash equivalents	減：現金及現金等價物	16(a)	(263,505)	(216,897)	(216,897)
Net debt	債務淨額		212,578	229,054	154,835
Total equity attributable to equity shareholders of the Company	本公司權益股東應佔總權益		448,308	493,343	493,343
Net debt-to-capital ratio	淨債務對資本比率		47.4%	46.4%	31.4%

Note: The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise lease liabilities relating to leases which were previously classified as operating leases under HKAS 17. Under this approach, the comparative information is not restated. See note 1(d).

附註：本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第17號分類為經營租賃之租賃相關的租賃負債。根據此方法，比較資料不予重列。見附註1(d)。

Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

本公司及其任何附屬公司均不受任何外部施加的資本規定所限。

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS

Exposure to credit, liquidity, interest rate and currency risks arises in the normal course of the Group's business. The Group's exposure to these risks and the financial risk management policies and practices used by the Group to manage these risks are described below.

(a) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in a financial loss to the Group. The Group's credit risk is primarily attributable to trade receivables and contract assets. The Group's exposure to credit risk arising from cash and cash equivalents is limited because the counterparties are banks and financial institutions with sound credit ratings for which the Group considers to have low credit risk and the Group has exposure limit to any single financial institution.

Except for the financial guarantees given by the Group as set out in note 23, the Group does not provide any other guarantees which would expose the Group to credit risk. The maximum exposure to credit risk in respect of these financial guarantees at the end of the reporting period is disclosed in note 23.

Trade receivables and contract assets

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer rather than the industry or region in which the customers operate and therefore significant concentrations of credit risk primarily arise when the Group has significant exposure to individual customers. At the end of the reporting period, 34% and 74% (2018: 33% and 77%) of the total trade receivables and contract assets was due from the Group's largest customer and the five largest customers respectively.

Individual credit evaluations are performed on all customers requiring credit over a certain amount. These evaluations focus on the customer's past history of making payments when due and current ability to pay, and take into account information specific to the customer as well as pertaining to the economic environment in which the customer operates. Trade receivables are due within 14 to 45 days from the date of billing. Normally, the Group does not obtain collateral from customers.

21 財務風險管理及金融工具公平值

本集團所面臨的信貸、流動資金、利率及貨幣風險乃在本集團正常業務過程中產生。本集團所面臨的該等風險以及本集團為管理該等風險所採納的財務風險管理政策及措施如下。

(a) 信貸風險

信貸風險指對手方將違反合約義務而導致本集團產生財務虧損的風險。本集團信貸風險主要歸因於應收貿易賬款及合約資產。本集團由現金及現金等價物產生的信貸風險有限，原因為對手方為本集團視為信貸風險較低的具有良好信貸評級的銀行及金融機構，且本集團對每一間金融機構設置額度。

除附註23所載本集團作出的財務擔保外，本集團並無提供會使本集團承受信貸風險的任何其他擔保。於報告期末，就該等財務擔保而承受的最大信貸風險於附註23披露。

應收貿易賬款及合約資產

本集團面臨的信貸風險主要受各客戶的個別特性而非客戶經營所在的行業或地區所影響，因此信貸風險高度集中的情況主要於本集團對個別客戶承擔重大風險時產生。於報告期末，應收貿易賬款及合約資產總額中分別有34%至74%（二零一八年：33%及77%）為應收本集團最大客戶及五大客戶款項。

個別信貸評估對所有要求若干金額信貸的客戶執行。該等評估集中於客戶過往於到期時的支付紀錄及現時的支付能力，並考慮客戶的特定資料以及與客戶經營所在經濟環境有關的資料。應收貿易賬款自發票日期起14至45日內到期。一般而言，本集團不會要求客戶提供抵押品。

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(a) Credit risk (Continued)

Trade receivables and contract assets (Continued)

The Group measures loss allowances for trade debtors and contract assets at an amount equal to lifetime ECLs, which is calculated using a provision matrix. Given the customers of the Group are mainly reputable companies and the Government of the Hong Kong Special Administrative Region and its related organisations and institutional bodies and the Group has not experienced any significant credit losses in the past, management considered that the allowance for ECLs is insignificant. As a result, no provision for impairment of trade debtors and contract assets is necessary during the year.

(b) Liquidity risk

Individual operating entities within the Group are responsible for their own cash management, including the short-term investment of cash surpluses and the raising of loans to cover the expected cash demands, subject to approval by the parent company's board when the borrowings exceed certain predetermined levels of authority. The Group's policy is to regularly monitor its liquidity requirements and its compliance with lending covenants, to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term.

The following tables show the remaining contractual maturities at the end of the reporting periods of the Group's non-derivative financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the end of the reporting period) and the earliest date the Group can be required to pay:

21 財務風險管理及金融工具公平值 (續)

(a) 信貸風險 (續)

應收貿易賬款及合約資產 (續)

本集團按相當於全期預期信貸虧損的金額(用撥備矩陣計算)來計量應收貿易賬款的虧損撥備。鑒於本集團的客戶主要為信譽良好的公司及香港特別行政區政府及其相關組織及機構，而本集團過往並無出現任何重大信貸虧損，管理層認為預期信貸虧損的撥備並不重大。因此，年內毋須就應收貿易賬款及合約資產的減值作出撥備。

(b) 流動資金風險

本集團旗下的個別營運實體負責自身現金管理，包括進行短期現金盈餘投資及籌措貸款以應付預期現金需求，惟倘借款超過預定的若干授權水平時，須取得母公司董事會的批准。本集團的政策是定期監控流動資金需求及借款契諾遵守情況，確保有充裕的現金儲備及獲主要金融機構授予充足的已承諾資金額度，以應付短期及長期流動資金需求。

下表列示於報告期末本集團非衍生金融負債的餘下合約到期情況，乃基於合約未貼現現金流量(包括按合約利率(如屬浮息，則按報告期末當時的利率)計算的利息付款)及本集團可被要求付款的最早日期分析：

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(b) Liquidity risk (Continued)

At 31 December 2019

21 財務風險管理及金融工具公平值(續)

(b) 流動資金風險(續)

於二零一九年十二月三十一日

		Contractual undiscounted cash outflow 合約未貼現現金流出				
		Within 1 year or on demand 1年內或 於要求時 \$'000 千元	More than 1 year but less than 2 years 1年以上 但2年內 \$'000 千元	More than 2 years but less than 5 years 2年以上 但5年內 \$'000 千元	Total 總計 \$'000 千元	Carrying amount 賬面值 \$'000 千元
Trade and other payables	應付貿易賬款及 其他應付款項	945,463	-	-	945,463	945,463
Retentions payable	應付保證金	244,833	42,590	74,256	361,679	361,679
Bank loans	銀行貸款	409,843	-	-	409,843	408,464
Lease liabilities (note (i))	租賃負債(附註(i))	19,361	15,794	36,240	71,395	67,619
		1,619,500	58,384	110,496	1,788,380	1,783,225
Financial guarantees issued (note (ii)):	已發出財務擔保 (附註(ii)):					
Maximum amount guaranteed (note 23)	最高擔保金額 (附註23)	88,530	-	-	88,530	19,464

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

21 財務風險管理及金融工具公平值(續)

(b) Liquidity risk (Continued)

(b) 流動資金風險(續)

At 31 December 2018

於二零一八年十二月三十一日

		Contractual undiscounted cash outflow 合約未貼現現金流出				
		Within 1 year or on demand 1年內或 於要求時 \$'000 千元	More than 1 year but less than 2 years 1年以上 但2年內 \$'000 千元	More than 2 years but less than 5 years 2年以上 但5年內 \$'000 千元	Total 總計 \$'000 千元	Carrying amount 賬面值 \$'000 千元
Trade and other payables	應付貿易賬款及 其他應付款項	835,441	-	-	835,441	835,441
Retentions payable	應付保證金	165,948	92,764	51,464	310,176	310,176
Bank loans	銀行貸款	372,927	-	-	372,927	371,732
		1,374,316	92,764	51,464	1,518,544	1,517,349
Financial guarantees issued (note (ii)):	已發出財務擔保 (附註(ii)):					
Maximum amount guaranteed (note 23)	最高擔保金額 (附註23)	94,389	-	-	94,389	12,714

Notes:

附註:

- (i) The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise lease liabilities relating to leases which were previously classified as operating leases under HKAS 17. Under this approach, the comparative information is not restated. See note 1(d).
- (ii) The Group is exposed to liquidity risk that arises from guarantees in respect of banking facilities of joint venture and joint operations. The guarantees are callable if the respective joint venture and joint operations are unable to meet their obligations.

- (i) 本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第17號分類為經營租賃之租賃相關的租賃負債。根據此方法，比較資料不予重列(見附註1(d))。
- (ii) 本集團面臨向合營企業及合營業務的銀行融資提供擔保所產生的流動資金風險。倘有關合營企業、合營業務未能償還債務，本集團可被要求代為償還。

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to cash flow interest rate risk in relation to variable-rate bank borrowings, pledged deposits and cash at banks. Interest rate risk on bank deposits is considered immaterial and therefore have been excluded from the sensitivity analysis below. If interest rate fluctuates significantly, appropriate measures would be taken to manage interest risk exposure.

The Group's cash flow interest rate risk is mainly concentrated on the fluctuation of Hong Kong Interbank Offered Rate arising from its variable-rate bank borrowings. The interest rates and terms of repayment of interest-bearing bank borrowings of the Group are disclosed in note 18 to the financial statements.

(i) Interest rate profile

The following table details the interest rate profile of the Group's borrowings at the end of the reporting period.

		2019 二零一九年		2018 二零一八年	
		Effective interest rate 實際利率 %	Amount 金額 \$'000 千元	Effective interest rate 實際利率 %	Amount 金額 \$'000 千元
Fixed rate borrowings:	固定利率借款：				
Lease liabilities (note)	租賃負債(附註)	2.5	67,619	-	-
Variable rate borrowings:	可變利率借款：				
Bank loans	銀行貸款	3.97	408,464	3.78	371,732
Total borrowings	借款總額		476,083		371,732

Note: The Group has initially applied HKFRS 16 using the modified retrospective approach and adjusted the opening balances at 1 January 2019 to recognise lease liabilities relating to leases which were previously classified as operating leases under HKAS 17. Under this approach, the comparative information is not restated. See note 1(d).

21 財務風險管理及金融工具公平值(續)

(c) 利率風險

利率風險為一項金融工具的公平值或未來現金流量將因市場利率改變而波動所帶來的風險。本集團在浮動利率銀行借款、已抵押存款及銀行現金方面面臨現金流量利率風險。我們認為銀行存款的利率風險並不重大，因此並無將其納入以下敏感度分析。倘利率大幅波動，我們將採取適當措施管理利率風險。

本集團的現金流量利率風險主要集中於浮動利率銀行借款所產生的香港銀行同業拆息波動。本集團計息銀行借款的利率及償還條款於財務報表附註18披露。

(i) 利率情況

下表詳載本集團於報告期末的借款的利率情況。

附註：本集團使用經修訂追溯法首次應用香港財務報告準則第16號並調整於二零一九年一月一日的年初結餘，以確認先前根據香港會計準則第17號分類為經營租賃之租賃相關的租賃負債。根據此方法，比較資料不予重列。見附註1(d)。

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(c) Interest rate risk (Continued)

(ii) Sensitivity analysis

At 31 December 2019, it is estimated that a general increase/decrease of 150 basis points (2018: 100 basis points) in interest rates, with all other variables held constant, would have decreased/increased the Group's result after taxation and retained profits by approximately \$5,116,000 (2018: \$3,104,000) in response to the general increase/decrease in interest rates.

The sensitivity analysis above indicates the exposure to cash flow interest rate risk arising from variable-rate bank borrowings held by the Group at the end of the reporting period, the impact on the Group's result after taxation and retained profits is estimated as an annualised impact on interest expense of such a change in interest rates. The analysis is performed on the same basis as 2018.

(d) Currency risk

The Group is exposed to currency risk primarily from trade and other receivables, trade and other payables and cash balances that are denominated in a foreign currency, i.e. a currency other than the functional currency of the operations to which the transactions relate. The currencies giving rise to this risk is primarily Renminbi, United States dollars and Great British Pound.

In respect of cash balances denominated in foreign currencies, the Group ensures that the net exposure is kept to an acceptable level, by buying or selling foreign currencies at spot rates where necessary.

21 財務風險管理及金融工具公平值(續)

(c) 利率風險(續)

(ii) 敏感度分析

於二零一九年十二月三十一日，在所有其他變量保持不變的情況下，估計利率整體上調／下調150個基點(二零一八年：100個基點)，本集團除稅後業績及保留溢利將隨利率的整體上調／下調分別減少／增加約5,116,000港元(二零一八年：3,104,000港元)。

上述敏感度分析顯示本集團於報告期末持有的浮動利率銀行借款所產生的現金流量利率風險。對本集團除稅後業績及保留溢利的影響，按利率的上述變動對利息開支的年化影響作出估計。該等分析按與二零一八年相同的基準進行。

(d) 貨幣風險

本集團面臨的貨幣風險主要來自以外幣(即除與交易相關的營運功能性貨幣以外的貨幣)計值的應收貿易賬款及其他應收款項、應付貿易賬款及其他應付款項以及現金結餘。產生此風險的貨幣主要為人民幣、美元及英鎊。

對於以外幣計值的現金結餘，本集團在必要時按即期匯率買賣外匯以確保風險淨額處於可接受水平。

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(d) Currency risk (Continued)

(i) Exposure to currency risk

The following table details the Group's exposure at the end of the reporting period to currency risk arising from recognised assets or liabilities denominated in a currency other than the functional currency of the entity to which they relate. For presentation purposes, the amounts of the exposure are shown in Hong Kong dollars, translated using the spot rate at the year end date.

21 財務風險管理及金融工具公平值 (續)

(d) 貨幣風險 (續)

(i) 貨幣風險

下表詳列本集團於報告期末所面臨以相關實體功能貨幣以外貨幣計值的已確認資產或負債所產生的貨幣風險。呈報時，所面臨風險的金額以按年結日即期匯率換算的港元列示。

		Exposure to foreign currencies (expressed in Hong Kong dollars) 外幣風險 (以港元列示)					
		2019 二零一九年			2018 二零一八年		
		United States dollars 美元 \$'000 千元	Renminbi 人民幣 \$'000 千元	Great British Pound 英鎊 \$'000 千元	United States dollars 美元 \$'000 千元	Renminbi 人民幣 \$'000 千元	Great British Pound 英鎊 \$'000 千元
Trade and other receivables	應收貿易賬款及其他應收款項	1,677	2,557	-	-	2,833	-
Trade and other payables	應付貿易賬款及其他應付款項	(7,228)	(2,202)	(714)	-	(2,535)	-
Cash and cash equivalents	現金及現金等價物	6,912	587	4,286	954	186	4,064
Gross exposure arising from recognised assets and liabilities	確認資產及負債產生之風險總額	1,361	942	3,572	954	484	4,064

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(d) Currency risk (Continued)

(ii) Sensitivity analysis

The following table indicates the instantaneous change in the Group's result after tax (and retained profits) and other components of consolidated equity that would arise if foreign exchange rates to which the Group has significant exposure at the end of the reporting period had changed at that dates, assuming all other risk variables remained constant. In this respect, it is assumed that the pegged rate between the Hong Kong dollars and the United States dollars would be materially unaffected by any changes in movement in value of United States dollars against other currencies. That is, for entities with Hong Kong dollars as their functional currencies, United States dollars denominated cash at banks and in hand is assumed to have no currency risk exposure.

21 財務風險管理及金融工具公平值(續)

(d) 貨幣風險(續)

(ii) 敏感度分析

下表顯示倘本集團於報告期末假設所有其他風險變數維持不變，而面臨重大風險的匯率於該日出現變動時，本集團除稅後業績(及保留溢利)及綜合權益其他部分的即時變動。就此而言，已假設美元價值相對其他貨幣的任何變動不會對港元與美元的聯繫匯率產生重大影響。意即，對於以港元作為功能貨幣的實體，以美元計值的銀行及手頭現金假定並不面臨貨幣風險。

		2019 二零一九年		2018 二零一八年	
		Increase/ (decrease) in foreign exchange rates 匯率 上升/ (下降) %	Effect on result after tax and retained profits 對除稅後 業績及保留 溢利的影響 \$'000 千元	Increase/ (decrease) in foreign exchange rates 匯率 上升/ (下降) %	Effect on result after tax and retained profits 對除稅後 業績及保留 溢利的影響 \$'000 千元
Renminbi	人民幣	10% (10)%	79 (79)	3% (3)%	12 (12)
Great British Pound	英鎊	10% (10)%	298 (298)	3% (3)%	102 (102)

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21 FINANCIAL RISK MANAGEMENT AND FAIR VALUES OF FINANCIAL INSTRUMENTS (Continued)

(d) Currency risk (Continued)

(ii) Sensitivity analysis (Continued)

Results of the analysis as presented in the above table represent an aggregation of the instantaneous effects on each of the Group entities' result after tax and equity measured in the respective functional currency, translated to Hong Kong dollars at the exchange rate ruling at the end of the reporting period for presentation purposes.

The sensitivity analysis assumes that the change in foreign exchange rates had been applied to re-measure those financial instruments held by the Group which expose the Group to foreign currency risk at the end of the reporting period, including inter-company payables and receivables within the Group which are denominated in a currency other than the functional currency of the lender or the borrower. The analysis excludes differences that would result from the translation of the financial statements of foreign operations into the Group's presentation currency. The analysis is performed on the same basis as 2018.

(e) Fair values

(i) Financial instrument measured at fair value

The Group's derivative financial instrument of interest rate swap is measured using discounted cash flow methodology. The discount rate used is derived from the relevant yield curve as at the end of the reporting period plus an adequate constant credit spread. This derivative financial instrument falls within Level 2 fair value hierarchy as defined in HKFRS 13.

During the year ended 31 December 2019, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The Group's policy is to recognise transfers between the levels of fair value hierarchy as at the end of the reporting period in which they occur.

(ii) Financial instruments carried at other than fair value

The carrying amounts of the Group's financial instruments carried at amortised cost were not materially different from their fair values as at 31 December 2019 and 2018.

21 財務風險管理及金融工具公平值(續)

(d) 貨幣風險(續)

(ii) 敏感度分析(續)

上表呈列的分析結果乃本集團各實體的除稅後業績及權益(按各自的功能貨幣計量)所受即時影響的合計，並按報告期末當時匯率換算為港元，以供呈列之用。

敏感度分析乃假設匯率的變動已用於重新計量本集團於報告期末所持使本集團面臨外匯風險的該等金融工具，包括本集團內公司間以貸款人或借款人的功能貨幣以外的貨幣計值的應付款項及應收款項。此分析不包括將海外業務的財務報表換算成本集團的呈列貨幣所產生的差額。該等分析按與二零一八年相同的基準進行。

(e) 公平值

(i) 按公平值計量的金融工具

本集團的利率掉期衍生金融工具乃使用貼現現金流量法計量。貼現率乃由於報告期末的相關收益率曲線加適當的固定信貸息差得出。該衍生金融工具歸屬於香港財務報告準則第13號所界定的公平值層級第2級。

截至二零一九年十二月三十一日，第1層級及第2層級之間概無發生轉移，或轉入或轉出第3層級。本集團的政策為於公平值層級之間發生轉移時在報告期末確認該轉移。

(ii) 按公平值以外的價值列賬的金融工具

於二零一九年及二零一八年十二月三十一日，本集團按攤銷成本列賬的金融工具的賬面值與其公平值並無重大差異。

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22 COMMITMENTS

- (a) Capital commitments outstanding at 31 December 2019 not provided for in the financial statements were as follows:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Contracted for	已訂約	-	5,500

- (b) At 31 December 2018, the total future minimum lease payments under non-cancellable operating leases were payable as follows:

		Properties 物業 \$'000 千元
Within 1 year	一年內	22,420
After 1 year but within 5 years	一年後但五年內	22,659
		45,079

The Group is the lessee in respect of a number of properties under leases which were previously classified as operating leases under HKAS 17. The Group has initially applied HKFRS 16 using the modified retrospective approach. Under this approach, the Group adjusted the opening balances at 1 January 2019 to recognise lease liabilities relating to these leases (see note 1(d)). From 1 January 2019 onwards, future lease payments are recognised as lease liabilities in the statement of financial position in accordance with the policies set out in note 1(j), and the details regarding the Group's future lease payments are disclosed in note 19.

22 承擔

- (a) 於二零一九年十二月三十一日，在財務報表未撥備的資本承擔如下：

- (b) 於二零一八年十二月三十一日，根據不可撤銷經營租約應付的未來最低租賃款項總額如下：

本集團為根據香港會計準則第17號先前分類為經營租賃之租賃項下的多項物業的承租人。本集團使用經修訂追溯法初步應用香港財務報告準則第16號。根據此方法，本集團於二零一九年一月一日的年初結餘已調整，以確認於該等租賃有關的租賃負債（見附註1(d)）。自二零一九年一月一日起，根據附註1(j)所載政策，未來租賃付款乃於財務狀況表內確認為租賃負債，有關本集團未來租賃付款的詳情於附註19披露。

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23 FINANCIAL GUARANTEES AND CONTINGENT LIABILITIES

- (a) As at 31 December 2019, approximately \$387,310,000 (2018: \$402,995,000) of performance bonds were given by financial institutions to the Group in favour of the Group's customers as security for the due performance and observance of the Group's obligation under the contracts entered into between the Group and their customers. The Group has provided guarantees of the above performance bonds. If the Group fails to provide satisfactory performance to its customers to whom performance bonds have been given, such customers may demand the financial institutions to pay to them the sum or sums stipulated in such demand. The Group will then become liable to compensate such financial institutions accordingly. The performance bonds will be released upon completion of the contract works. The performance bonds were granted under the banking facilities with details as set out in note 18(b).

At the end of the reporting period, the directors of the Company do not consider it probable that a claim will be made against the Group.

- (b) As at 31 December 2019, the Group has provided guarantees of \$166,447,000 (2018: \$214,991,000) representing a 50% proportionate guarantee in respect of certain banking facilities of \$332,893,000 (2018: \$429,981,000) granted to its joint venture in Macau. The 50% proportionate facilities were utilised to the extent of \$88,530,000 (2018: \$94,389,000), of which amounts of \$60,756,000 (2018: \$73,530,000) represent performance bonds given by financial institutions to the customers of the joint venture.
- (c) The Group has not recognised any deferred income in respect of these guarantees as their fair values cannot be reliably measured using observable market data and no transaction price was incurred.
- (d) The subsidiaries of the Group are defendants in a number of claims, lawsuits and potential claims relating to employee's compensation cases and personal injuries claims. The directors of the Company considered that the possibility of any economic outflow in settling the legal claims is remote as these claims are all well covered by insurance. Accordingly, no provision for the contingent liabilities in respect of these litigations is necessary, after due consideration of each case.

23 財務擔保及或然負債

- (a) 於二零一九年十二月三十一日，金融機構以本集團客戶為受益人授出約387,310,000港元(二零一八年：402,995,000港元)的履約保證，以作為本集團妥善履行及遵守本集團與客戶所訂立合約項下責任的擔保。本集團已為以上履約保證提供擔保。倘本集團未能向獲授履約保證的客戶妥善履行責任，則有關客戶可要求金融機構向其支付有關要求訂明的款額。然後本集團須相應向有關金融機構進行償付。履約保證將於合約工程完工後解除。履約保證根據銀行融資獲授出，詳情見附註18(b)。

於報告期末，本公司董事認為不大可能有針對本集團提起的申索。

- (b) 於二零一九年十二月三十一日，本集團提供166,447,000港元(二零一八年：214,991,000港元)的擔保，相當於授予澳門合營企業之若干銀行的融資332,893,000港元(二零一八年：429,981,000港元)銀行融資的50%比例擔保。50%比例融資已動用88,530,000港元(二零一八年：94,389,000港元)，其中60,756,000港元(二零一八年：73,530,000港元)指由金融機構授予合營企業客戶的履約保證。
- (c) 本集團並無就該等擔保確認任何遞延收入，原因是其公平值無法利用可觀察市場數據可靠計量且並無產生交易價格。
- (d) 本集團附屬公司為有關僱員補償案例及人身傷害索償的多項索償、訴訟及潛在索償的被告。本公司董事認為，索償由保險妥為保障，解決該等法律索償產生經濟流出的可能微乎其微，因此，經審慎考慮各項案例後認為，毋須就該等訴訟相關的或然負債作出撥備。

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24 MATERIAL RELATED PARTY TRANSACTIONS

(a) Key management personnel remuneration

Remuneration of key management personnel of the Group, including amounts paid to the directors as disclosed in note 8 and certain of the highest paid employees and senior management as disclosed in note 9.

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Short-term employee benefits	短期僱員福利	19,632	20,888
Post-employment benefits	離職後福利	661	725
		20,293	21,613

Total remuneration is included in “staff costs” (see note 6(b)).

(b) Transactions with related parties

In addition to the transactions and balances disclosed elsewhere in these financial statements, the Group had the following transactions with the related parties during the year which the directors consider to be material:

		2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Housing management and related service income	房屋管理及相關服務收入	-	163
Rental expenses, license fees, air-conditioning and service charges	租金開支、許可費、冷氣及服務費	2,318	8,967
Property management services and property consultancy services income	物業管理服務及物業顧問服務收入	4,555	5,930

The ultimate controlling party of the Group is a substantial shareholder of Great Eagle Holdings Limited.

24 重大關聯方交易

(a) 主要管理人員的薪酬

本集團主要管理人員的薪酬(包括已付予董事的款項)於附註8披露，而若干最高薪酬僱員及高級管理層於附註9披露。

薪酬總額計入「員工成本」(請參閱附註6(b))。

(b) 與關聯方的交易

除該等財務報表其他內容所披露的交易及結餘外，年內本集團與關聯方進行了董事認為屬重大的下列交易：

本集團的最終控制方為鷹君集團有限公司的主要股東。

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24 MATERIAL RELATED PARTY TRANSACTIONS

(Continued)

(b) Transactions with related parties (Continued)

Notes:

- (i) During the year ended 31 December 2018, the Group mainly earned housing management service income from subsidiaries of Great Eagle Holdings Limited.
- (ii) During the years ended 31 December 2019 and 2018, the Group paid rental expenses to a subsidiary of Great Eagle Holdings Limited and a subsidiary of Sun Fook Kong Group Limited.
- (iii) During the years ended 31 December 2019 and 2018, the Group provided property management services and property consultancy services to subsidiaries of Sun Fook Kong Group Limited.

(c) Applicability of the Listing Rules relating to connected transactions

The related party transactions in respect of notes 24(b)(ii), (iii) as disclosed below fall under the definition of connected transaction or continuing connected transaction as defined in Chapter 14A of the Listing Rules. The amount of each category of related party transactions in respect of notes 24(b)(ii), (iii) for the year ended 31 December 2019 is as follows:

		Rental expenses, license fees, air-conditioning and service charges 租金開支、許可費、冷氣及服務費 (note 24(b)(ii)) (附註 24 (b)(ii))	Property management services and property consultancy services income 物業管理服務及物業顧問服務收入 (note 24(b)(iii)) (附註 24 (b)(iii))
		\$'000 千元	\$'000 千元
Constitute connected transactions or continuing connected transactions as defined in Chapter 14A of the Listing Rules	屬上市規則第 14A 章所定義的關連交易或持續關連交易	2,318	4,555

The disclosures required by Chapter 14A of the Listing Rules are set out in "Continuing Connected Transactions" of the report of the directors on pages 133 to 138.

24 重大關聯方交易 (續)

(b) 與關聯方的交易 (續)

附註：

- (i) 於截至二零一八年十二月三十一日止年度，本集團從與鷹君集團有限公司的附屬公司主要賺取房屋管理服務收入。
- (ii) 於截至二零一九年及二零一八年十二月三十一日止年度，本集團向鷹君集團有限公司的一間附屬公司及新福港集團有限公司的一間附屬公司支付租金開支。
- (iii) 於截至二零一九年及二零一八年十二月三十一日止年度，本集團向新福港集團有限公司之附屬公司提供物業管理服務及物業顧問服務。

(c) 與關連交易相關之上市規則的適用性

下文附註 24(b)(ii) 及 (iii) 所披露之關聯方交易屬於上市規則第 14A 章所定義的關連交易或持續關連交易。截至二零一九年十二月三十一日止年度，附註 24(b)(ii) 及 (iii) 所述之各類關聯方交易金額如下：

上市規則第 14A 章所規定之披露載於第 133 至 138 頁董事報告「持續關連交易」。

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25 EMPLOYEE RETIREMENT BENEFITS

The Group contributes to an Occupational Retirements Scheme (the “ORSO Scheme”), a defined contribution retirement scheme, which is available to some of its employees in Hong Kong. Under the ORSO Scheme, the employees are required to contribute 5% of their monthly salaries, while the Group’s contributions are calculated at 5% of the monthly salaries of the employees as well. The employees are entitled to 100% of the employer’s contributions after 10 years of completed service, or at a reduced scale after completion of 3 to 9 years’ service. Contributions to the ORSO Scheme are reduced by contributions forfeited by those employees who leave the ORSO Scheme prior to vesting fully in the Group’s contributions.

A mandatory provident fund scheme (the “MPF Scheme”) has been established under the Hong Kong Mandatory Provident Fund Scheme Ordinance in December 2000. The then existing employees of the Group in Hong Kong could elect to join the MPF Scheme, while all new employees joining the Group in Hong Kong from then onwards are required to join the MPF Scheme. Both the Group and the employees are required to contribute 5% of each individual’s relevant income with a maximum amount of \$1,500 per month as a mandatory contribution. Employer’s mandatory contributions are 100% vested in the employees as soon as they are paid to the MPF Scheme. Senior employees may also elect to join Mutual Voluntary Plan in which both the Group and the employees, on top of the MPF Scheme mandatory contributions, make a voluntary contribution to the extent of contributions that would have been made under the ORSO Scheme.

Employees engaged by the Group outside Hong Kong are covered by the appropriate local defined contribution retirement schemes pursuant to the local labour rules and regulations.

25 僱員退休福利

本集團為其部分香港僱員設立的界定供款退休計劃，即職業退休計劃（「職業退休計劃」）供款。根據職業退休計劃，僱員須按月薪5%供款，本集團的供款額亦按僱員月薪5%計算。僱員服務年資滿10年即可享有僱主100%供款，而服務年資達3至9年則可享有相應遞減比例的僱主供款。於本集團的供款全數歸屬前退出職業退休計劃的該等僱員的沒收供款，可用作扣減於職業退休計劃的供款。

強制性公積金計劃（「強積金計劃」）已於二零零零年十二月根據香港強制性公積金計劃條例成立。本集團當時在香港的僱員可選擇加入強積金計劃，而本集團其後在香港新聘任的所有僱員均須加入強積金計劃。本集團及僱員均須按個人相關收入5%作出強制性供款，惟每月最高供款額為1,500港元，作為強制性供款。在向強積金計劃付款後，僱主強制性供款全數歸僱員所有。高級僱員亦可選擇參與自願供款計劃，除根據強積金計劃強制性規定作出供款外，本集團與僱員均可按原應向職業退休計劃作出的供款作出自願供款。

本集團於香港境外聘請的僱員根據地方勞動法律法規受適當地方界定供款退休計劃保障。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

26 COMPANY-LEVEL STATEMENT OF FINANCIAL POSITION

26 公司層面財務狀況表

		Note 附註	2019 二零一九年 \$'000 千元	2018 二零一八年 \$'000 千元
Non-current assets	非流動資產			
Interest in subsidiaries	於附屬公司的權益		20,081	20,081
Current assets	流動資產			
Amounts due from subsidiaries	應收附屬公司款項		60,941	119,152
Other receivables	其他應收款項		216	–
Cash and cash equivalents	現金及現金等價物		100,513	143
			161,670	119,295
Current liabilities	流動負債			
Amount due to a subsidiary	應付一間附屬公司款項		40,676	–
Other payables	其他應付款項		353	155
			41,029	155
Net current assets	流動資產淨值		120,641	119,140
NET ASSETS	資產淨值		140,722	139,221
CAPITAL AND RESERVES	資本及儲備	20		
Share capital	股本	20(c)	40,000	40,000
Reserves	儲備		100,722	99,221
TOTAL EQUITY	權益總額		140,722	139,221

27 NON-ADJUSTING EVENTS AFTER THE REPORTING PERIOD

After the end of the reporting period, the directors proposed a final dividend. Further details are disclosed in note 20(b)(i).

27 報告期後非調整事項

於報告期末後，董事建議宣派末期股息。進一步詳細資料披露於附註20(b)(i)。

28 COMPARATIVE FIGURES

The Group has initially applied HKFRS 16 at 1 January 2019 using the modified retrospective approach. Under this approach, the comparative information is not restated. Further details of the changes in accounting policies are disclosed in note 1(d).

28 比較數字

本集團於二零一九年一月一日使用經修訂追溯法首次應用香港財務報告準則第16號。根據此方法，比較資料不予重列。有關會計政策變動的進一步詳情於附註1(d)披露。

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

綜合財務報表附註

(Expressed in Hong Kong dollars unless otherwise indicated) (除另有指明外，以港元呈列)

29 IMMEDIATE AND ULTIMATE CONTROLLING PARTY

At 31 December 2019, the directors consider the immediate parent and ultimate controlling party of the Group to be Sun Fook Kong Group Limited, which is incorporated in British Virgin Islands, and Mr. Lo Kai Shui respectively. They do not provide financial statements available for public use.

29 直接及最終控制方

於二零一九年十二月三十一日，董事認為，本集團的直接母公司及最終控制方分別為於英屬維爾京群島註冊成立的新福港集團有限公司及羅啟瑞先生。兩者並未提供可供公眾人士查閱的財務報表。

30 POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31 DECEMBER 2019

Up to the date of issue of these financial statements, the HKICPA has issued a number of amendments and a new standard, HKFRS 17, *Insurance contracts*, which are not yet effective for the year ended 31 December 2019 and which have not been adopted in these financial statements. These developments include the following which may be relevant to the Group.

30 已頒布但尚未於截至二零一九年十二月三十一日止年度生效的修訂、新準則及詮釋可能構成的影響

截至該等財務報表刊發之日，香港會計師公會已頒布數項於截至二零一九年十二月三十一日止年度尚未生效的修訂及一項新訂準則，香港財務報告準則第17號，*保險合約*，而該等財務報表並無採納該等修訂及新準則。該等發展包括與本集團可能有關係的下列各項。

**Effective for
accounting periods
beginning on or after
於下列日期或以後
開始的會計期間生效**

Amendments to HKFRS 3, *Definition of a business*
香港財務報告準則第3號之修訂，*業務的定義*

1 January 2020
二零二零年一月一日

Amendments to HKAS 1 and HKAS 8, *Definition of material*
香港會計準則第1號及香港會計準則第8號之修訂，*重大性的定義*

1 January 2020
二零二零年一月一日

The Group is in the process of making an assessment of what the impact of these developments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the consolidated financial statements.

本集團現正評估預期該等發展於首次應用期間的影響。迄今為止，本集團認為採納該等修訂及新準則不大可能對綜合財務報表造成重大影響。

FIVE YEAR FINANCIAL SUMMARY

五年財務概要

The summary of the consolidated results and assets and liabilities of the Group for the last five financial years as extracted from the audited financial statements is set out below:

本集團摘錄自經審核財務報表的最近五個財政年度的綜合業績以及資產及負債的概要載列如下：

CONSOLIDATED RESULTS

綜合業績

		2015 二零一五年 HK\$'000 千港元	2016 二零一六年 HK\$'000 千港元	2017 二零一七年 HK\$'000 千港元	2018 二零一八年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
Revenue	收益	2,733,571	3,002,023	4,611,972	6,197,164	5,461,871
Gross profit	毛利	167,301	196,487	247,159	273,176	75,149
Profit/(loss) for the year	年度溢利/(虧損)	72,356	106,111	142,691	129,321	(29,402)
Attributable to:	應佔：					
Shareholders of the Company	本公司股東	71,962	105,967	141,874	129,689	(28,827)
Non-controlling interests	非控股權益	394	144	817	(368)	(575)

CONSOLIDATED ASSETS, LIABILITIES AND EQUITY

綜合資產、負債及權益

		2015 二零一五年 HK\$'000 千港元	2016 二零一六年 HK\$'000 千港元	2017 二零一七年 HK\$'000 千港元	2018 二零一八年 HK\$'000 千港元	2019 二零一九年 HK\$'000 千港元
ASSETS	資產					
Non-current assets	非流動資產	28,379	30,433	68,169	79,497	150,554
Current assets	流動資產	1,490,946	1,333,530	1,845,550	2,079,893	2,231,062
Total assets	資產總值	1,519,325	1,363,963	1,913,719	2,159,390	2,381,616
LIABILITIES	負債					
Current liabilities	流動負債	1,034,290	909,062	1,435,473	1,660,893	1,879,194
Non-current liabilities	非流動負債	3,244	3,165	3,451	4,717	54,253
Total liabilities	負債總額	1,037,534	912,227	1,438,924	1,665,610	1,933,447
EQUITY	權益					
Total equity attributable to shareholders of the Company	本公司股東應佔權益總額	481,948	451,749	473,991	493,343	448,308
Non-controlling interests	非控股權益	(157)	(13)	804	437	(139)
Total equity	權益總額	481,791	451,736	474,795	493,780	448,169



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