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## **WING CHI HOLDINGS LIMITED**

### **榮智控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6080)**

## **INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2022**

The board of directors (the “**Board**”) of Wing Chi Holdings Limited (the “**Company**”) is pleased to announce the unaudited condensed consolidated financial statements of the Company and its subsidiaries (collectively the “**Group**”) for the six months ended 30 September 2022 as follows:

### **FINANCIAL HIGHLIGHTS**

1. Revenue was approximately HK\$273.0 million for the six months ended 30 September 2022, representing an increase of approximately 30.4% as compared to that for the same period in 2021.
2. Gross profit was approximately HK\$19.9 million for the six months ended 30 September 2022, representing an increase of approximately 59.2% as compared to that for the same period in 2021.
3. Gross profit margin for the six months ended 30 September 2022 was approximately 7.3%, as compared to that of approximately 6.0% for the same period in 2021.
4. Profit attributable to owners of the Company was approximately HK\$8.9 million for the six months ended 30 September 2022 as compared to that of approximately HK\$1.3 million for the same period in 2021. The improvement in net profit attributable to owners of the Company was mainly attributable to the improvement of gross profit and the receipts of subsidy from the Employment Support Scheme during the six months ended 30 September 2022.
5. Earnings per share amounted to approximately HK\$1.0 cents for the six months ended 30 September 2022 as compared to that of approximately HK\$0.1 cents for the same period in 2021.
6. The Board does not recommend the payment of any interim dividend for the six months ended 30 September 2022.

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS**  
**FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2022**

|                         |              | <b>Six months ended</b> |             |
|-------------------------|--------------|-------------------------|-------------|
|                         |              | <b>30 September</b>     |             |
|                         | <i>Notes</i> | <b>2022</b>             | 2021        |
|                         |              | <b>HK\$'000</b>         | HK\$'000    |
|                         |              | <b>(Unaudited)</b>      | (Unaudited) |
| Revenue                 | 4            | <b>273,012</b>          | 209,386     |
| Cost of sales           |              | <b>(253,065)</b>        | (196,875)   |
| Gross profit            |              | <b>19,947</b>           | 12,511      |
| Other income and gains  | 5            | <b>6,268</b>            | 1,111       |
| Administrative expenses |              | <b>(16,456)</b>         | (11,716)    |
| Finance costs           | 6            | <b>(798)</b>            | (191)       |
| Profit before taxation  |              | <b>8,961</b>            | 1,715       |
| Income tax expense      | 7            | <b>(54)</b>             | (390)       |
| Profit for the period   | 8            | <b>8,907</b>            | 1,325       |
| Earnings per share:     |              |                         |             |
| Basic and diluted       | 10           | <b>1.0 cents</b>        | 0.1 cents   |

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
**AS AT 30 SEPTEMBER 2022**

|  | <i>Notes</i> | At<br>30 September<br>2022<br><i>HK\$'000</i><br>(Unaudited) | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|--|--------------|--|--|
| Non-current assets                                   |              |  |  |
| Plant and equipment                                  | 11           | 29,952   | 41,387   |
| Right-of-use assets                                  | 12           | 28,002   | 11,683   |
| Deposits paid for acquisition of plant and equipment |              | 839  | –  |
|  |              | <u>58,793</u>  | <u>53,070</u>  |
| Current assets                                       |              |  |  |
| Contract assets                                      |              | 127,441  | 111,819  |
| Trade and other receivables                          | 13           | 22,257   | 24,348   |
| Tax recoverable                                      |              | 142  | 379  |
| Bank balances  |              | 47,944   | 25,363   |
|  |              | <u>197,784</u>   | <u>161,909</u>   |
| Current liabilities                                  |              |  |  |
| Trade and other payables                             | 14           | 104,884  | 84,824   |
| Lease liabilities                                    | 12           | 9,117  | 4,197  |
|  |              | <u>114,001</u>   | <u>89,021</u>  |
| Net current assets                                   |              | <u>83,783</u>  | 72,888   |
| Total assets less current liabilities                |              | <u>142,576</u>   | 125,958  |
| Non-current liabilities                              |              |  |  |
| Deferred tax liabilities                             |              | 4,707  | 4,661  |
| Lease liabilities                                    | 12           | 11,659   | 3,994  |
|  |              | <u>16,366</u>  | 8,655  |
| Net assets   |              | <u>126,210</u>   | 117,303  |
| Capital and reserves                                 |              |  |  |
| Share capital  | 15           | 9,338  | 9,338  |
| Reserves   |              | 116,872  | 107,965  |
|  |              | <u>126,210</u>   | 117,303  |

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2022**

|                                   | Share<br>capital<br><i>HK\$'000</i> | Share<br>premium<br><i>HK\$'000</i> | Merger<br>Reserve<br><i>HK\$'000</i><br><i>(Note)</i> | Retained<br>profits<br>(accumulated<br>losses)<br><i>HK\$'000</i> | Total<br><i>HK\$'000</i> |
|-----------------------------------|-------------------------------------|-------------------------------------|---|---|--------------------------|
| At 1 April 2022 (Audited)         | 9,338                               | 115,593                             | 10  | (7,638)   | 117,303                  |
| Profit for the period (Unaudited) | -                                   | -                                   | -   | 8,907   | 8,907                    |
| At 30 September 2022 (Unaudited)  | <u>9,338</u>                        | <u>115,593</u>                      | <u>10</u>   | <u>1,269</u>  | <u>126,210</u>           |
| At 1 April 2021 (Audited)         | 9,338                               | 115,593                             | 10  | (12,006)  | 112,935                  |
| Profit for the period (Unaudited) | -                                   | -                                   | -   | 1,325   | 1,325                    |
| At 30 September 2021 (Unaudited)  | <u>9,338</u>                        | <u>115,593</u>                      | <u>10</u>   | <u>(10,681)</u>   | <u>114,260</u>           |

*Note:*

Merger reserve represented the difference between the nominal value of the shares issued by the Company and the amount of issued share capital of the subsidiaries acquired pursuant to the group reorganisation.

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
**FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2022**

|  | <b>Six months ended</b> |                 |
|--|-------------------------|-----------------|
|  | <b>30 September</b>     |                 |
|  | <b>2022</b>             | 2021            |
|  | <i>HK\$'000</i>         | <i>HK\$'000</i> |
|  | <b>(Unaudited)</b>      | (Unaudited)     |
| <b>Cash flows from operating activities</b>                                    |                         |                 |
| Cash from operation  | 26,026                  | 699             |
| Income taxes refunded  | 229                     | 404             |
|  | <hr/>                   | <hr/>           |
| Net cash from operating activities   | 26,255                  | 1,103           |
| <b>Cash flows from investing activities</b>                                    |                         |                 |
| Purchase of plant and equipment  | (7,747)                 | (8,363)         |
| Deposits paid for acquisition of plant and equipment                           | (839)                   | –               |
| Initial payment paid for acquisition of leased machineries                     | (370)                   | –               |
| Deposit received from disposal of investment property                          | –                       | 725             |
| Proceeds from disposal of plant and equipment                                  | 20                      | 2,670           |
| Government grants received   | 107                     | –               |
|  | <hr/>                   | <hr/>           |
| Net cash used in investing activities  | (8,829)                 | (4,968)         |
| <b>Cash flows from financing activities</b>                                    |                         |                 |
| Repayment of bank borrowing  | (3,000)                 | (3,075)         |
| Repayment of lease liabilities   | (6,597)                 | (1,035)         |
| Interest paid for lease liabilities  | (788)                   | (160)           |
| Interest paid for bank borrowing   | (10)                    | (31)            |
| Proceeds from new finance leases entered                                       | 12,550                  | –               |
| New bank borrowing raised  | 3,000                   | 3,000           |
|  | <hr/>                   | <hr/>           |
| Net cash from (used in) financing activities                                   | 5,155                   | (1,301)         |
| Net increase (decrease) in cash and cash equivalents                           | 22,581                  | (5,166)         |
| Cash and cash equivalents at 1 April   | 25,363                  | 38,756          |
|  | <hr/>                   | <hr/>           |
| <b>Cash and cash equivalents at 30 September, represented by bank balances</b> | <b>47,944</b>           | <b>33,590</b>   |
|  | <hr/> <hr/>             | <hr/> <hr/>     |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2022

## 1. GENERAL INFORMATION

The Company was incorporated and registered as an exempted company with limited liability in the Cayman Islands under the Companies Act, Chapter 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands on 13 March 2017. The Shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). Its ultimate holding company and immediate holding company is Colourfield Global Limited, a limited company incorporated in the British Virgin Islands (“**BVI**”). Its ultimate controlling party is Mr. Li Cheuk Kam (the “**Controlling Shareholder**”). The addresses of the registered office and principal place of business of the Company are 71 Fort Street, PO Box 500, George Town, Grand Cayman KY1-1106, Cayman Islands and Room 3010, 30/F., Cable TV Tower, 9 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong respectively.

The Company is an investment holding company, while the principal subsidiaries are principally engaged in the provision of foundation and site formation works and machineries leasing.

The condensed consolidated financial statements are presented in Hong Kong dollars (“**HK\$**”), which is the same as the functional currency of the Company and its subsidiaries (hereinafter collectively refer to as the “**Group**”).

## 2. BASIS OF PREPARATION

The condensed consolidated financial statements of the Group for the six months ended 30 September 2022 have been prepared in accordance with the applicable disclosure provisions of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”).

## 3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements of the Group have been prepared on the historical cost basis.

The accounting policies used in the condensed consolidated financial statements of the Group are consistent with those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 March 2022 except as described below.

In the current interim period, the Group has applied, for the first time, the following amendments to Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the HKICPA which are effective for the Group’s financial year beginning 1 April 2022:

|                       |   |
|-----------------------|---|
| Amendments to HKFRS 3 | Reference to the Conceptual Framework                       |
| Amendments to HKAS 16 | Property, Plant and Equipment: Proceeds before Intended Use |
| Amendments to HKAS 37 | Onerous Contracts – Cost of Fulfilling a Contract           |
| Amendments to HKFRSs  | Annual Improvements to HKFRSs 2018 – 2020 cycle             |

The application of the amendments to HKFRSs in the current interim period has had no material effect on the Group’s financial performance and positions for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

#### 4. REVENUE AND SEGMENT INFORMATION

Revenue represents the revenue arising from provision of foundation and site formation works and machineries leasing for the period. An analysis of the Group's revenue for the period is as follows:

|  | Six months ended 30 September |                |
|--|-------------------------------|----------------|
|  | 2022                          | 2021           |
|  | HK\$'000                      | HK\$'000       |
|  | (Unaudited)                   | (Unaudited)    |
| Revenue from contracts with customers within the scope of HKFRS 15 |                               |                |
| – Provision of foundation and site formation works                 | 266,954                       | 204,080        |
| Revenue from other sources   |                               |                |
| – Machineries leasing  | 6,058                         | 5,306          |
|  | <u>273,012</u>                | <u>209,386</u> |

Disaggregation of revenue from contracts with customers by timing of recognition:

|   | Six months ended 30 September |                |
|---|-------------------------------|----------------|
|   | 2022                          | 2021           |
|   | HK\$'000                      | HK\$'000       |
|   | (Unaudited)                   | (Unaudited)    |
| <b>Timing of revenue recognition</b>        |                               |                |
| Over time                                   | 266,954                       | 204,080        |
| Total revenue from contracts with customers | <u>266,954</u>                | <u>204,080</u> |

HKFRS 8 “Operating Segments” requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker (“CODM”) (the directors of the Company) in order to allocate resources to segments and to assess their performance.

The Group's operating activity is attributable to a single operating segment focusing on the provision of foundation and site formation works. This operating segment has been identified on the basis of internal management reports prepared in accordance with accounting policies which conform to HKFRSs, that is regularly reviewed by the CODM. The CODM monitors the revenue from provision of foundation and site formation works for the purpose of making decisions about resources allocation and performance assessment. The CODM reviews the financial performance of the Group as a whole for performance assessment. No analysis of segment assets or segment liabilities is presented as they are not regularly provided to the CODM.

#### Geographical information

The Group's revenue from external customers presented based on the location of the operations is derived solely in Hong Kong (country of domicile). Non-current assets of the Group presented based on the location of the assets are all located in Hong Kong. As a result, geographical information has not been presented.

## 5. OTHER INCOME AND GAINS

|   | Six months ended 30 September |              |
|---|-------------------------------|--------------|
|   | 2022                          | 2021         |
|   | HK\$'000                      | HK\$'000     |
|   | (Unaudited)                   | (Unaudited)  |
| Gain on disposal of plant and equipment | 20                            | 1,011        |
| Gain on sales of scrap                  | 141                           | –            |
| Rental income                           | –                             | 100          |
| Government grants ( <i>Note</i> )       | 6,107                         | –            |
|   | <u>6,268</u>                  | <u>1,111</u> |

*Note:*

During the six months ended 30 September 2022, approximately HK\$6,000,000 and HK\$107,000 (six months ended 30 September 2021: nil and nil) were cash subsidies from the Employment Support Scheme (“ESS”) under Anti-epidemic Fund as part of the relief measures on the COVID-19 pandemic and Ex-gratia Payment Scheme for Phasing Out Pre-Euro IV Diesel Commercial Vehicles upon disposal of certain motor vehicles granted by the Government of Hong Kong Special Administrative Region respectively.

## 6. FINANCE COSTS

|                     | Six months ended 30 September |             |
|---------------------|-------------------------------|-------------|
|                     | 2022                          | 2021        |
|                     | HK\$'000                      | HK\$'000    |
|                     | (Unaudited)                   | (Unaudited) |
| Interests on:       |                               |             |
| – bank borrowing    | 10                            | 31          |
| – lease liabilities | 788                           | 160         |
|                     | <u>798</u>                    | <u>191</u>  |



## 7. INCOME TAX EXPENSE

|                       | Six months ended 30 September |             |
|-----------------------|-------------------------------|-------------|
|                       | 2022                          | 2021        |
|                       | HK\$'000                      | HK\$'000    |
|                       | (Unaudited)                   | (Unaudited) |
| Current year taxation |                               |             |
| Hong Kong Profits Tax | 8                             | 17          |
| Deferred taxation     | 46                            | 373         |
|                       | <u>54</u>                     | <u>390</u>  |

Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of qualifying corporation will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. For the six months ended 30 September 2022 and 2021, Hong Kong profits tax of the qualified entity of the Group is calculated in accordance with the two-tiered profits tax rates regime. The profits of other Group entities in Hong Kong not qualifying for the two-tiered profits tax rates regime will continue to be taxed at the flat rate of 16.5%.

## 8. PROFIT FOR THE PERIOD

|   | Six months ended 30 September |             |
|---|-------------------------------|-------------|
|   | 2022                          | 2021        |
|   | HK\$'000                      | HK\$'000    |
|   | (Unaudited)                   | (Unaudited) |
| Profit for the period has been arrived at after charging: |                               |             |
| Impairment loss/(reversal of impairment loss)             |                               |             |
| recognised on trade receivables                           | 73                            | (85)        |
| Impairment loss recognised on contract assets             | 1,567                         | 328         |
| Loss on written off of plant and equipment                | 10                            | 8           |
| Depreciation of plant and equipment                       | 6,551                         | 6,229       |
| Depreciation of right-of-use assets                       | 3,304                         | 1,338       |
| Fair value loss on investment property                    | –                             | 450         |
|   | <u>–</u>                      | <u>450</u>  |

## 9. DIVIDENDS

No dividend was paid or proposed during the six months ended 30 September 2022, nor has any dividend been proposed since the end of the last reporting period (six months ended 30 September 2021: nil).

## 10. EARNINGS PER SHARE

The calculation of the basic and diluted earnings per share attributable to the owners of the Company is based on the following data:

|  | <b>Six months ended 30 September</b> |                       |
|--|--------------------------------------|-----------------------|
|  | <b>2022</b>                          | 2021                  |
|  | <b>HK\$'000</b>                      | HK\$'000              |
|  | <b>(Unaudited)</b>                   | (Unaudited)           |
| Profit:  |                                      |                       |
| – Profit for the period attributable to the owners of the Company                        | <u><u>8,907</u></u>                  | <u><u>1,325</u></u>   |
| Number of shares ('000)  |                                      |                       |
| – Weighted average number of ordinary shares for the purpose of basic earnings per share | <u><u>933,750</u></u>                | <u><u>933,750</u></u> |

### **Diluted earnings per share**

Diluted earnings per share is the same as basic earnings per share as there were no dilutive potential ordinary shares outstanding during the six months ended 30 September 2022 and 2021.

## 11. PLANT AND EQUIPMENT

During the six months ended 30 September 2022, the Group spent approximately HK\$7,747,000 (six months ended 30 September 2021: approximately HK\$8,363,000) on acquisition of plant and equipment.

During the six months ended 30 September 2022, the Group has disposed of certain plant and equipment with an aggregate carrying values of nil (six months ended 30 September 2021: approximately HK\$1,659,000) for cash proceeds of approximately HK\$20,000 (six months ended 30 September 2021: HK\$2,670,000), resulting a gain on disposal of approximately HK\$20,000 (six months ended 30 September 2021: HK\$1,011,000).

During the six months ended 30 September 2022, the Group transferred the leased machineries of approximately HK\$12,621,000 (six months ended 30 September 2021: nil) from plant and equipment to right-of-use assets at the commencement of lease term.

## 12. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

### (i) Right-of-use assets

As at 30 September 2022, the total carrying amounts of right-of-use assets were approximately HK\$28,002,000 (31 March 2022: HK\$11,683,000), of which HK\$5,341,000, HK\$889,000 and HK\$21,772,000 (31 March 2022: HK\$4,418,000, HK\$1,017,000 and HK\$6,248,000) were the premises, motor vehicles and machineries, respectively.

During the six months ended 30 September 2022, the Group entered into lease arrangements for office premises and machineries. On lease commencement, the Group recognised right-of-use assets of approximately HK\$1,632,000 and HK\$5,370,000 respectively (six months ended 30 September 2021: approximately HK\$1,285,000 for motor vehicle).

During the six months ended 30 September 2022, the Group transferred the leased machineries of approximately HK\$12,621,000 (six months ended 30 September 2021: nil) from plant and equipment to right-of-use assets at the commencement of lease term.

During the six months ended 30 September 2021, the Group transferred the leased motor vehicle of approximately HK\$871,000 (six months ended 30 September 2022: nil) from right-of-use assets to plant and equipment upon the end of lease terms.

### (ii) Lease liabilities

As at 30 September 2022, the carrying amount of lease liabilities was approximately HK\$20,776,000 (31 March 2022: HK\$8,191,000).

During the six months ended 30 September 2022, the Group entered into new lease arrangements for office premises and machineries and recognised lease liabilities of approximately HK\$1,632,000 and HK\$17,550,000 respectively (six months ended 30 September 2021: motor vehicle of approximately HK\$1,285,000).

### (iii) Amounts recognised in profit and loss

|                                       | Six months ended 30 September |             |
|---------------------------------------|-------------------------------|-------------|
|                                       | 2022                          | 2021        |
|                                       | HK\$'000                      | HK\$'000    |
|                                       | (Unaudited)                   | (Unaudited) |
| Depreciation on right-of-use assets   |                               |             |
| – Premises                            | 709                           | 223         |
| – Machineries                         | 2,467                         | 947         |
| – Motor vehicles                      | 128                           | 168         |
| Interest expense on lease liabilities | 788                           | 160         |

### (iv) Others

For the six months ended 30 September 2022, the total cash outflow for leases was approximately HK\$7,385,000 (six months ended 30 September 2021: HK\$1,195,000).

### 13. TRADE AND OTHER RECEIVABLES

|   | At<br>30 September<br>2022<br><i>HK\$'000</i><br>(Unaudited) | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|---|--|--|
| Receivables at amortised cost comprise: |  |  |
| Trade receivables                       | 19,561   | 22,525   |
| Loss allowance                          | <u>(639)</u>   | <u>(566)</u>   |
|   | <b>18,922</b>  | 21,959   |
| Other receivables                       | 2,237  | 1,241  |
| Prepayments and deposits                | <u>1,098</u>   | <u>1,148</u>   |
|   | <b><u>22,257</u></b>   | <b><u>24,348</u></b>                                   |

The Group does not hold any collateral over these balances.

The Group allows an average credit period of 15 to 75 days to its trade customers. The following is an aged analysis of trade receivables, presented based on the certified date which approximates the respective revenue recognition dates and invoice dates at the end of the reporting period:

|                 | At<br>30 September<br>2022<br><i>HK\$'000</i><br>(Unaudited) | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|-----------------|--|--|
| 0 to 30 days    | 15,188   | 20,131   |
| 31 to 60 days   | –  | 239  |
| 61 to 180 days  | 325  | 1,484  |
| 181 to 365 days | <u>3,409</u>   | <u>105</u>   |
|                 | <b><u>18,922</u></b>   | <b><u>21,959</u></b>                                   |

The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit losses (“ECL”). The ECL on trade receivables are estimated using a provision matrix by reference to historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate, at the reporting date.

As the Group’s historical credit loss experience does not indicate significantly different loss patterns for different customers, the loss allowance based on past due status is not further distinguished between the group’s different customer bases.

The movement in the allowance for impairment of trade receivables is set out below:

|  | <b>At</b><br><b>30 September</b><br><b>2022</b><br><i>HK\$'000</i><br><b>(Unaudited)</b> | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|--|--|--|
| At the beginning of the period/year        | <b>566</b>   | 610  |
| Increase (decrease) during the period/year | <u><b>73</b></u>   | <u>(44)</u>  |
| At the end of the period/year              | <u><b>639</b></u>  | <u>566</u>   |

For deposits and other receivables, the Group measures the loss allowance at an amount equal to 12-month ECL since the credit risk is considered to be low and there is no significant increase in credit risk during the year. The loss allowance is insignificant to the Company as at 30 September 2022 and 31 March 2022.

#### 14. TRADE AND OTHER PAYABLES

|                                     | <b>At</b><br><b>30 September</b><br><b>2022</b><br><i>HK\$'000</i><br><b>(Unaudited)</b> | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|-------------------------------------|--|--|
| Trade payables                      | <b>76,675</b>  | 60,835   |
| Retention payables                  | <b>6,671</b>   | 6,010  |
| Accrued expenses and other payables | <u><b>21,538</b></u>   | <u>17,979</u>  |
|                                     | <u><b>104,884</b></u>  | <u>84,824</u>  |

Trade payables represented payables to suppliers and subcontractors. The credit terms granted by subcontractors were stipulated in the relevant contracts and the payables were usually due for settlement within 30 to 90 days (31 March 2022: 30 to 90 days). The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

The following is the aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

|              | At<br>30 September<br>2022<br><i>HK\$'000</i><br>(Unaudited) | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|--------------|--|--|
| 0 to 90 days | 73,629   | 60,835   |
| Over 90 days | <u>3,046</u>   | <u>–</u>   |
|              | <u><u>76,675</u></u>   | <u><u>60,835</u></u>                                   |

#### 15. SHARE CAPITAL

|   | Number of Shares     | Share capital<br><i>HK\$'000</i> |
|---|----------------------|----------------------------------|
| <b>Ordinary shares of HK\$0.01 each</b> |                      |                                  |
| <b>Authorised</b>                       |                      |                                  |
| At 30 September 2022 and 31 March 2022  | <u>2,000,000,000</u> | <u>20,000</u>                    |
| <b>Issued and fully paid</b>            |                      |                                  |
| At 30 September 2022 and 31 March 2022  | <u>933,750,000</u>   | <u>9,338</u>                     |

*Note:*

There were no changes in the issued capital of the Company since 1 April 2022 to the period up to 30 September 2022.

#### 16. CAPITAL COMMITMENT

|   | At<br>30 September<br>2022<br><i>HK\$'000</i><br>(Unaudited) | At<br>31 March<br>2022<br><i>HK\$'000</i><br>(Audited) |
|---|--|--|
| Capital expenditure in respect of the acquisition of plant and equipment contracted for but not provided for in the consolidated financial statements | <u>3,001</u>   | <u>–</u>   |

## MANAGEMENT DISCUSSION AND ANALYSIS

The board (the “**Board**”) of directors (the “**Directors**”) of Wing Chi Holdings Limited (the “**Company**”) is pleased to present the unaudited condensed consolidated financial statements of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 September 2022 (the “**Reporting Period**”) together with the unaudited comparatives figures for the corresponding period ended 30 September 2021.

## BUSINESS AND OUTLOOK

The Company is an investment holding company. The principal activities of its subsidiaries include foundation and site formation works for both the public and the private sectors in Hong Kong. The foundation and site formation works provided by the Group can be broadly classified as (i) excavation and lateral support (“**ELS**”) works and (ii) pile caps construction and site formation works for both public and private sector projects. To a lesser extent, the Group also lease some of its machineries.

Apart from acting as a subcontractor in foundation and site formation works, the Group has actively sought to enlarge its scope of work in the construction industry. The Group not only focuses on acting as a subcontractor but also aims to act as a foundation main contractor in the future. The Group’s principal operating subsidiary, Lik Shing Engineering Company Limited, has registered with the Construction Industry Council as a registered subcontractor and has registered under the Buildings Department, the Government of Hong Kong Special Administrative Region, as a registered specialist contractor in the foundation works category since May 2008 and December 2019 respectively.

During the Reporting Period, the economy of Hong Kong had improved in overall terms, but the extent of improvement was weaker than expected. Looking forward, the domestic and economic activities will revive further provided that the local epidemic situation remains under control. The Government of Hong Kong Special Administrative Region continues to invest in infrastructure and housing development to boost the economy which increases the potential development opportunities in the construction industry. The Group will continue to improve its competitiveness in the market by continuing to provide quality works to the customers and closely monitor the cost of services and market trends.

During the Reporting Period, the Group’s performance has improved gradually. Under the volatile economic situation, the Group will continue to try its best to implement tight cost control measures on the existing projects, improve the efficiency of work-flow throughout the construction process, and strengthen the effectiveness of project management. In view of the epidemic, the Group will continue to actively devote its efforts to facilitate the prevention and control of further spreading of the pandemic in its premises and construction sites and to ensure the health and safety of its employees.

## **FINANCIAL REVIEW**

During the Reporting Period, the Group had been awarded 19 new contracts, with an aggregate original contract sum of approximately HK\$384.4 million and had completed 11 projects with an aggregate original contract sum of approximately HK\$175.0 million. As at 30 September 2022, the Group had 29 projects on hand which include projects in progress as well as projects that have been awarded to us but not yet commenced. As at 30 September 2022, the aggregate amount of transaction price allocated to the unsatisfied/partially unsatisfied performance obligations is approximately HK\$479.9 million (30 September 2021: approximately HK\$367.9 million). This amount represents the revenue from construction contracts that is expected to be recognised in the future.

### **Revenue**

The revenue from foundation and site formation works of the Group for the Reporting Period amounted to approximately HK\$266.9 million, representing an increase of approximately HK\$62.8 million, or 30.8% as compared to that of approximately HK\$204.1 million for the six months ended 30 September 2021. The increase was primarily due to the fact that more large size foundation and site formation works have been completed, hence more revenue were recognised during the Reporting Period.

The Group's revenue from machinery leasing for the Reporting Period amounted to approximately HK\$6.1 million, representing an increase of approximately HK\$0.8 million, or 15.1% as compared to that of approximately HK\$5.3 million for the six months ended 30 September 2021. This amount represents the revenue derived from the leasing of the Group's machinery to contractors and/or subcontractors under operating lease. There was no significant variance on machinery leasing during the Reporting Period.

### **Gross Profit and Gross Profit Margin**

The gross profit of the Group for the Reporting Period amounted to approximately HK\$19.9 million, representing an increase of approximately HK\$7.4 million, or 59.2% as compared to that of approximately HK\$12.5 million for the six months ended 30 September 2021. The gross profit margin of the Group during the Reporting Period was approximately 7.3%, as compared to that of approximately 6.0% for the six months ended 30 September 2021.

There was no significant variance in the gross profit margin. The improvement of the gross profit was mainly attributable to the increase of revenue from large size project works conducted during the Reporting Period. The Group will continue to implement tight cost control and improve the efficiency of work-flow throughout the construction process.

The Group prices its services based on various factors, among others, the scope of works and the complexity of the projects. In this regard, the Group's profitability depends on the nature of projects engaged by the Group. On the other hand, the Group prices its leasing machinery based on the procurement cost and the expected profit margin.



## **Other Income and Gains**

The other income of the Group for the Reporting Period amounted to approximately HK\$6.3 million, representing a significant increase of approximately HK\$5.2 million or 472.7% as compared to that of approximately HK\$1.1 million for the six months ended 30 September 2021.

The significant increase is primarily due to the fact that during the Reporting Period, the Company has received from the Government of Hong Kong Special Administrative Region (i) a subsidy of approximately HK\$6.0 million from the Employment Support Scheme (“ESS”) and (ii) a subsidy of approximately HK\$0.1 million under the “Ex-Gratia Payment Scheme for Phasing Out Pre-Euro IV Diesel Commercial Vehicles” upon disposal of vehicle. However, these subsidies are not available for the period ended during the six months ended 30 September 2021.

The amount of other income during the six months ended 30 September 2021 mainly represents the income generated from the disposal of plant and equipment of approximately HK\$1.0 million.

## **Administrative Expenses**

The administrative expenses of the Group for the Reporting Period amounted to approximately HK\$16.5 million, representing an increase of approximately HK\$4.8 million, or 41.0% as compared to that of approximately HK\$11.7 million for the six months ended 30 September 2021. The increase was primarily due to the increase of salary cost and provision of loss allowance during the Reporting Period. The administrative expenses mainly comprised of professional expenses, salaries costs, provision of loss allowance, repair and maintenance costs and depreciation expenses.

## **Finance Costs**

The finance costs of the Group for the Reporting Period amounted to approximately HK\$0.8 million, representing an increase of approximately HK\$0.6 million, or 300.0% as compared to that of approximately HK\$0.2 million for the six months ended 30 September 2021. The increase was primarily due to the increase in lease liabilities during the Reporting Period as compared to that for the corresponding period in 2021.

## **Income Tax Expense**

The income tax expense of the Group for the Reporting Period amounted to approximately HK\$0.05 million, representing a decrease of approximately HK\$0.35 million, or 87.5% as compared to that of approximately HK\$0.4 million for the six months ended 30 September 2021. The income tax expenses represent the net effect on the movement of deferred tax expenses and Hong Kong income tax expenses. The decrease was mainly due to the significant decrease in deferred tax expenses recognised during the Reporting Period.

## **Profit attributable to Owners of the Company**

The net profit attributable to owners of the Company amounted to approximately HK\$8.9 million for the Reporting Period, as compared to that of approximately HK\$1.3 million for the six months ended 30 September 2021. The improvement in net profit attributable to owners of the Company was mainly attributable to the improvement of gross profit and the receipts of a subsidy of approximately HK\$6.0 million from the ESS during the Reporting Period.

## **INTERIM DIVIDEND**

The Board has resolved not to recommend the declaration of any interim dividend for the six months ended 30 September 2022.

## **LIQUIDITY, FINANCIAL POSITION AND CAPITAL STRUCTURE**

The Group has funded its liquidity and capital requirements primarily through capital contributions from shareholders, bank borrowings and cash inflows from operating activities.

As at 30 September 2022, the Group had total assets of approximately HK\$256.6 million (31 March 2022: approximately HK\$215.0 million), of which current assets amounted to approximately HK\$197.8 million (31 March 2022: approximately HK\$161.9 million).

As at 30 September 2022, the Group had total liabilities of approximately HK\$130.4 million (31 March 2022: approximately HK\$97.7 million), of which current liabilities amounted to approximately HK\$114.0 million as at 30 September 2022 (31 March 2022: approximately HK\$89.0 million).

As at 30 September 2022, the Group had total equity attributable to owners of the Company amounted to approximately HK\$126.2 million (31 March 2022: approximately HK\$117.3 million).

As at 30 September 2022, the Group had total bank balances and cash of approximately HK\$47.9 million (31 March 2022: approximately HK\$25.4 million). The increase was mainly due to the cash inflow of an aggregate net cash of approximately HK\$22.5 million in operation, investing and financing activities.

As at 30 September 2022, the Group had total debt of approximately HK\$20.8 million which included lease liabilities (31 March 2022: approximately: HK\$8.2 million) denominated in Hong Kong dollars. The gearing ratio of the Group, calculated by the total debts (defined as the sum of the lease liabilities) divided by the total equity is approximately 16.5% (31 March 2022: approximately 7.0%).

## **PLEDGE OF ASSETS**

As at 30 September 2022, the Group's right-of-use assets with an aggregate net book value of approximately HK\$22.7 million (31 March 2022: approximately HK\$7.3 million) were pledged under finance leases.

## **EXPOSURE TO FOREIGN EXCHANGE RATE RISKS**

As the Group only operates in Hong Kong and almost all of the revenue and transactions arising from its operations are settled in Hong Kong dollar, the Board is of the view that the Group's foreign exchange rate risks are insignificant.

Thus, the Group has not entered into any derivative contracts to hedge against the foreign exchange rate risk during the Reporting Period.

## **CAPITAL EXPENDITURE**

During the Reporting Period, the Group invested approximately HK\$13.1 million (31 March 2022: approximately HK\$26.9 million) on acquisition of machineries and equipment, motor vehicles, computer equipment. Capital expenditure was principally funded by finance leases and internal resources.

## **CAPITAL COMMITMENTS AND CONTINGENT LIABILITIES**

As at 30 September 2022, the Group had capital commitments of approximately HK\$3.0 million on acquisition of plant and equipment contracted for but not yet accounted for in the financial statements.

Save as disclosed in this announcement, the Group had no material capital commitments or contingent liabilities.

## **MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES**

During the Reporting Period, the Group did not have any material acquisitions or disposals of subsidiaries or associated companies.

## **SIGNIFICANT INVESTMENT HELD**

During the Reporting Period, the Group had no significant investment held.

## **FUTURE PLANS FOR MATERIAL INVESTMENT OR CAPITAL ASSETS**

The Group does not have other plans for material investments and capital assets during the Reporting Period.

## **EMPLOYEES AND REMUNERATION POLICY**

As at 30 September 2022, the Group employed a total of 341 employees (including Executive Directors and Independent Non-executive Directors), as compared to a total of 219 employees as at 30 September 2021 (including Executive Directors, Non-executive Director and Independent Non-executive Directors). The significant increase in the number of employees was mainly due to the fact that we have conducted projects which are labour intensive and in large scale as at 30 September 2022.

Total staff costs which include Directors' emoluments for the Reporting Period was approximately HK\$82.7 million (six months ended 30 September 2021: approximately HK\$63.1 million). The increase in staff costs was mainly due to the fact that more employees were employed in construction works for large scale projects during the Reporting Period.

The salary and benefit level of the employees of the Group are competitive and individual performance is rewarded through the Group's salary and bonus system. The Group conducts an annual review on salary increment, discretionary bonuses and promotions based on the performance of each employee.

The emoluments of the Directors of the Company are decided by the Board with reference to the recommendation of the Remuneration Committee of the Company, having considered factors such as the Group's financial performance and the individual performance of the Directors, etc.

The Company has adopted a share option scheme as an incentive to Directors and eligible employees, details of the scheme are set out in the interim report.

During the Reporting Period, the Group has not experienced any significant problems with its employees due to labour disputes nor has it experienced any difficulty in the recruitment and retention of experienced staff.

## **USE OF NET PROCEEDS FROM THE LISTING**

The shares of the Company were successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 20 October 2017 (the "**Listing**"). The net proceeds of the share offer received by the Company in relation to the Listing and full exercise of the over-allotment option on 7 November 2017 were approximately HK\$103.9 million in aggregate, after deducting listing related expenses (the "**Net Proceeds**").

The Net Proceeds raised by the Group have been fully utilised as at 30 September 2021 in the manner consistent with that mentioned in the paragraph headed "Future plans and use of proceeds" in the prospectus dated 30 September 2017 published by the Company and the announcement of the Company dated on 9 August 2021.

## **COMPLIANCE WITH CORPORATE GOVERNANCE CODE**

The Company has adopted the Corporate Governance Code as set out in Appendix 14 to the Listing Rules (the “**CG Code**”) as its own corporate governance code. The Company has complied with the CG Code during the Reporting Period and up to the date of this announcement with the exception of code provision C.2.1 as explained below.

According to code provision C.2.1 of the CG Code, the roles of the chairman of the Company (the “**Chairman**”) and the chief executive officer of the Company (the “**Chief Executive Officer**”) should be separate and performed by different individuals. Mr. Li Cheuk Kam is both the Chairman and the Chief Executive Officer of the Company. In view of the in-depth knowledge and substantial experience of Mr. Li Cheuk Kam in the operations of the Group and his solid experience in foundation and site formation works, the Board believes that it is in the best interests of the Company for Mr. Li Cheuk Kam to assume both the roles of the Chairman and the Chief Executive Officer until such time as the Board considers that such roles should be assumed by different persons.

## **COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS**

The Company has adopted the “Model Code for Securities Transactions by Directors of Listed Issuers” as set out in Appendix 10 of the Listing Rules (the “**Model Code**”) as its own code of conduct regarding securities transactions by the Directors.

Directors are reminded of their obligations under the Model Code on a regular basis. Following specific enquiries by the Company, all the Directors have confirmed to the Company that they have fully complied with the required standard set out in the Model Code during the Reporting Period and up to the date of this announcement.

## **SIGNIFICANT CHANGES IN CONSTITUTIONAL DOCUMENTS**

To conform with the core shareholder protection standards set out in Appendix 3 (the “**Core Shareholder Protection Standards**”) to the Rules Governing the Listing of Securities on Listing Rules which took effect on 1 January 2022, the Company has adopted the second amended and restated memorandum and articles of association (the “**Second Amended and Restated Memorandum and Articles of Association**”) by the shareholders by way of a special resolution at the 2022 annual general meeting held on 19 August 2022. The full text of the Second Amended and Restated Memorandum and Articles of Association has been published on the websites of the Company and the Stock Exchange of Hong Kong Limited on 19 August 2022.

## **SHARE OPTION SCHEME**

The Company has adopted a share option scheme (the “**Share Option Scheme**”) on 21 September 2017. The principal terms of the Share Option Scheme are summarised in Appendix V to the Prospectus dated 30 September 2017 published by the Company. The main purpose of the Share Option Scheme is to attract and retain the best available personnel, to provide incentive to employees (full-time and part-time), Directors, consultants, advisers, distributors, contractors, suppliers, agents, customers, business partners or service providers of the Group and to promote the success of the business of the Group. No share option has been granted, exercised, cancelled or lapsed under the Share Option Scheme since its adoption on 21 September 2017, and there is no outstanding share option as at 30 September 2022.

## **PURCHASE, SALES OR REDEMPTION OF THE COMPANY’S SECURITIES**

During the Reporting Period, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities.

## **DISCLOSURE OF CHANGE OF INFORMATION OF DIRECTOR UNDER RULES 13.51B(1) OF THE LISTING RULES**

As disclosed in the announcement of the Company dated 19 August 2022, Mr. Poon Wai Kong, a Non-executive Director of the Company, has ceased to be a Non-executive Director of the Company with effect from the conclusion of the 2022 annual general meeting of the Company held on 19 August 2022.

Saved as disclosed in this announcement, there is no change in the information of each Directors that is required to be disclosed under Rules 13.51B(1) of the Listing Rules, since the publication of annual report for the year ended 31 March 2022.

## **SUBSEQUENT EVENT AFTER THE REPORTING PERIOD**

Save as disclosed as above, there is no material subsequent events undertaken by the Company or by the Group after the Reporting Period.

## **AUDIT COMMITTEE**

The Company has established an audit committee of the board (the “**Audit Committee**”) on 21 September 2017 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and paragraph D.3 of the CG Code. The primary duties of the Audit Committee are to review the financial information of the Group, to oversee the Group’s financial reporting system and its internal control and risk management procedures, to monitor the independence and objectivity of the external auditor and to provide advice and comments to the Board on matters related to corporate governance.

The Audit Committee consists of three members who are all Independent Non-Executive Directors, namely, Mr. Chan Chung Kik, Lewis, Mr. Wong Chik Kong and Mr. Lee Kwok Lun. Mr. Chan Chung Kik, Lewis is the Chairman of the Audit Committee.

The Audit Committee has reviewed the unaudited condensed consolidated financial statements for the Reporting Period. The Audit Committee is satisfied that the unaudited condensed consolidated financial statements for the Reporting Period have been prepared in accordance with applicable accounting standards and requirements as well as the Listing Rules and relevant adequate disclosures have been made.

By order of the Board  
**Wing Chi Holdings Limited**  
**Li Cheuk Kam**  
*Chairman*

Hong Kong, 25 November 2022

*As at the date of this announcement, the Executive Directors are Mr. Li Cheuk Kam and Mr. Li Wai Fong; and the Independent Non-executive Directors are Mr. Wong Chik Kong, Mr. Chan Chung Kik, Lewis and Mr. Lee Kwok Lun.*