

CROSSTEC Group Holdings Limited 易緯集團控股有限公司

(Incorporated in the Cayman Islands with limited liability 於開曼群島註冊成立之有限公司)
Stock Code 股份代號：3893

2023 interim report 中期報告



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Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Hu Xiongjie (*Chairman*)

Mr. Lam Wing Hung (*Chief Executive Officer*)

Non-executive Director

Mr. Tsang Ho Yin (*Re-designated on 20 January 2023*)

Independent Non-executive Directors

Mr. So Chi Hang

Mr. Heng Ching Kuen Franklin

Ms. Lee Kwai Sheung (*Appointed on 20 January 2023*)

Ms. Wang Qin (*Appointed on 20 January 2023*)

AUDIT COMMITTEE

Mr. So Chi Hang (*Chairman*)

Mr. Heng Ching Kuen Franklin

Ms. Lee Kwai Sheung

Ms. Wang Qin

REMUNERATION COMMITTEE

Mr. So Chi Hang (*Chairman*)

Mr. Hu Xiongjie

Mr. Tsang Ho Yin

Ms. Lee Kwai Sheung

Ms. Wang Qin

NOMINATION COMMITTEE

Mr. Hu Xiongjie (*Chairman*)

Mr. So Chi Hang

Mr. Tsang Ho Yin

Ms. Lee Kwai Sheung

Ms. Wang Qin

RISK MANAGEMENT COMMITTEE

Mr. Heng Ching Kuen Franklin (*Chairman*)

Mr. So Chi Hang

Mr. Tsang Ho Yin

Ms. Lee Kwai Sheung

Ms. Wang Qin

JOINT COMPANY SECRETARIES

Mr. Lam Wing Hung

Mr. Au Pak Lun Patrick

董事會

執行董事

胡雄傑先生(*主席*)

林永鴻先生(*行政總裁*)

非執行董事

曾浩賢先生(*於二零二三年一月二十日獲調任*)

獨立非執行董事

蘇智恒先生

幸正權先生

李桂嫦女士(*於二零二三年一月二十日獲委任*)

王琴女士(*於二零二三年一月二十日獲委任*)

審核委員會

蘇智恒先生(*主席*)

幸正權先生

李桂嫦女士

王琴女士

薪酬委員會

蘇智恒先生(*主席*)

胡雄傑先生

曾浩賢先生

李桂嫦女士

王琴女士

提名委員會

胡雄傑先生(*主席*)

蘇智恒先生

曾浩賢先生

李桂嫦女士

王琴女士

風險管理委員會

幸正權先生(*主席*)

蘇智恒先生

曾浩賢先生

李桂嫦女士

王琴女士

聯席公司秘書

林永鴻先生

區柏嵩先生

AUTHORISED REPRESENTATIVES

(for the purpose of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”))

Mr. Lam Wing Hung
Mr. Au Pak Lun Patrick

PRINCIPAL BANKERS

HSBC

1 Queen’s Road Central
Hong Kong

Bank of China (Hong Kong) Limited

1 Garden Road
Central
Hong Kong

Hang Seng Bank

83 Des Voeux Road Central
Central
Hong Kong

REGISTERED OFFICE

Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

HEADQUARTER AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

20th Floor
625 King’s Road
North Point
Hong Kong

LEGAL ADVISORS

As to Hong Kong Law:

Wilson Sonsini Goodrich & Rosati
Suite 1509, 15/F, Jardine House
1 Connaught Place
Central
Hong Kong

As to Cayman Islands Law:

Conyers Dill & Pearman
29/F, One Exchange Square
8 Connaught Place
Central, Hong Kong

授權代表

(就香港聯合交易所有限公司
(「聯交所」)證券上市規則
(「上市規則」)而言)

林永鴻先生
區柏嵩先生

主要往來銀行

滙豐銀行

香港
皇后大道中1號

中國銀行(香港)有限公司

香港
中環
花園道1號

恒生銀行

香港
中環
德輔道中83號

註冊辦事處

Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

總部及香港主要營業地點

香港
北角
英皇道625號
20樓

法律顧問

香港法律：

威爾遜•桑西尼•古奇•羅沙迪律師事務所
香港
中環
康樂廣場1號
怡和大廈15樓1509室

開曼群島法律：

Conyers Dill & Pearman
香港中環
康樂廣場8號
交易廣場第一座29樓

Corporate Information

公司資料

INDEPENDENT AUDITOR

BDO Limited
Certified Public Accountants and Registered Public
Interest Entity Auditor
25th Floor
Wing On Centre
111 Connaught Road Central
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong

COMPANY WEBSITE

www.crosstec.com.hk

PLACE OF LISTING

The Stock Exchange of Hong Kong Limited

STOCK CODE

3893

獨立核數師

香港立信德豪會計師事務所有限公司
執業會計師及公眾利益實體核數師
香港
干諾道中111號
永安中心
25樓

開曼群島股份過戶登記總處

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

香港股份過戶登記分處

卓佳證券登記有限公司
香港
夏慤道16號
遠東金融中心17樓

公司網址

www.crosstec.com.hk

上市地點

香港聯合交易所有限公司

股份代號

3893

Management Discussion and Analysis

管理層討論及分析

BUSINESS REVIEW

CROSSTEC Group Holdings Limited (the “Company”) and its subsidiaries (collectively, the “Group”) are principally engaged in the provision of bespoke and total interior design solutions to retail stores of global luxury jewelry and fashion brands as well as non-retail projects of show flats, residential units, club houses and luxury hotels, which covers a wide range of services including millwork and furniture provision, facade development and fabrication, interior solutions and design, maintenance and project consultancy. The Group has been conducting its business since 1999 and has been expanding its business to the People’s Republic of China (the “PRC” or “China”), the United States (the “U.S.”), Europe, Middle East and other Asian countries over the years.

For the six months ended 31 December 2022 (the “Period”), the Group’s revenue, gross profit and losses for the Period were approximately HK\$38.2 million (for the six months ended 31 December 2021: approximately HK\$23.8 million), approximately HK\$5.7 million (for the six months ended 31 December 2021: approximately HK\$6.4 million) and approximately HK\$10.9 million (for the six months ended 31 December 2021: approximately HK\$8.2 million), respectively.

Upon the global trend of striving to enable the citizens to resume the normal daily lives and to balance the social and economic needs during the Period, cross-border activities between different regions have been significantly increasing and thus stimulates the global economy. Accordingly, the Group’s revenue has been significantly improved due to the gradual recovery from the COVID-19 pandemic (for the six months ended 31 December 2022: approximately HK\$38.2 million; for the six months ended 31 December 2021: approximately HK\$23.8 million). In particular, the Group’s business in the PRC recorded a 153% increase (for the six months ended 31 December 2022: approximately HK\$22.2 million; for the six months ended 31 December 2021: approximately HK\$8.8 million).

However, the gross profit margin decreased from approximately 26.8% for the six months ended 31 December 2021 to approximately 15.0% for the Period. The decrease in gross profit was mainly due to 1.) the increase in project cost of certain large interior solutions projects as a result of the unexpected delay of the relevant projects due to the lock down of the related cities under the COVID-19 pandemic, and 2.) the gradual change of revenue mix that a higher proportion of interior solutions projects over the total revenue was noted as compared to the six months ended 31 December 2021 (for the six months ended 31 December 2022: approximately 75%; for the six months ended 31 December 2021: approximately 70%) since certain large interior solutions projects with luxury watch and jewellery brand were awarded during the Period by which the interior solutions business is comparatively more competitive in the market. However, the Group’s long-term strategy is still focusing on increasing our market share and improving the profitability of the Company’s projects by continuous strengthening of the projects cost control, just as the Company has been striving for in the prior years.

業務回顧

易緯集團控股有限公司(「本公司」)及其附屬公司(統稱「本集團」)主要從事為全球高端珠寶及時尚品牌零售店舖以及示範單位、住宅單位、會所及豪華酒店等非零售項目提供定制及整體室內設計解決方案，其中涵蓋的服務範圍廣泛，包括金屬、玻璃及木製品及傢俱供應、幕牆開發及製造、室內解決方案以及設計、保養及項目諮詢。本集團自一九九九年開展業務，多年來一直將其業務擴展至中華人民共和國(「中國」)、美國(「美國」)、歐洲、中東及其他亞洲國家。

截至二零二二年十二月三十一日止六個月(「本期間」)，本集團的收入、毛利及虧損分別約為38.2百萬港元(截至二零二一年十二月三十一日止六個月：約23.8百萬港元)、約5.7百萬港元(截至二零二一年十二月三十一日止六個月：約6.4百萬港元)及約10.9百萬港元(截至二零二一年十二月三十一日止六個月：約8.2百萬港元)。

於本期間，在努力使市民恢復正常日常生活以及平衡社會及經濟需求的全球趨勢下，不同地區之間的跨境業務大幅增加，並因此刺激全球經濟。因此，由於從2019新型冠狀病毒病疫情中逐步恢復，本集團的收入顯著增加(截至二零二二年十二月三十一日止六個月：約38.2百萬港元；截至二零二一年十二月三十一日止六個月：約23.8百萬港元)。其中，本集團在中國的業務錄得153%的增長(截至二零二二年十二月三十一日止六個月：約22.2百萬港元；截至二零二一年十二月三十一日止六個月：約8.8百萬港元)。

然而，毛利率由截至二零二一年十二月三十一日止六個月約26.8%下降至本期間約15.0%。毛利減少主要由於：1.)若干大型室內解決方案項目的項目成本增加，此乃由於2019新型冠狀病毒病疫情，相關城市封城導致有關項目意外延遲；及2.)收入結構逐漸改變，與截至二零二一年十二月三十一日止六個月相比，室內解決方案項目佔總收入的比例較高(截至二零二二年十二月三十一日止六個月：約75%；截至二零二一年十二月三十一日止六個月：約70%)，原因是本期間獲授若干與高端手錶及珠寶品牌合作的大型室內解決方案項目(室內解決方案業務在市場上相對更具競爭力)。然而，本集團秉持本公司在過往年度所訂立的長遠策略，繼續專注於增加市場份額，並透過不斷加強項目成本控制以提高本公司項目的盈利能力。

Management Discussion and Analysis

管理層討論及分析

Accordingly, the increase in consolidated net loss of the Group (for the six months ended 31 December 2022: approximately HK\$10.9 million; for the six months ended 31 December 2021: approximately HK\$8.2 million) was mainly due to 1.) decrease in gross profit (for the six months ended 31 December 2022: approximately HK\$5.7 million; for the six months ended 31 December 2021: approximately HK\$6.4 million); 2) increase in finance cost (for the six months ended 31 December 2022: approximately HK\$1.3 million; for the six months ended 31 December 2021: approximately HK\$0.4 million) and 3.) increase in employee benefit expenses (for the six months ended 31 December 2022: approximately HK\$10.3 million; for the six months ended 31 December 2021: approximately HK\$9.5 million).

In response to the above and to recover from the COVID-19 pandemic over the past few years, the Group will continue to actively participate in project tenders and put huge effort in broadening the income sources from different industries and sectors.

During the Period, the Company had been exploring the business opportunities in relation to the interior solutions as well as design and project consultancy projects in the sectors of academic institutions and governmental administrative authorities. The market of the said sectors are very large in terms of the scale and quantity and the Company will seize the opportunity to be competitive in this high potential market.

Also, the Company will keep focusing on developing our competitiveness in the event market in relation to the interior solution project consultancy business. Upon the gradual recovery from the COVID-19 pandemic, it is believed that numerous international events or exhibitions in different sectors such as art, sports and music will resume or restart, especially in Hong Kong. The demand of our interior solution project consultancy business is therefore expected to increase significantly in the coming years. Stemming from the event management experience gained in the prior years, the Company is confident that it is a competent contender in such market.

In addition to improving the performance from the revenue side, the Company will keep having a stricter operating cost control in order to upkeep the Group's competitiveness in the market. The management will continue to monitor the development of the COVID-19 pandemic and its impact on the operations and results of the Group, if any. The Company will also keep its shareholders (the "Shareholders") updated and informed by way of announcement(s) as and when appropriate.

BUSINESS STRATEGIES AND OUTLOOK

During the Period, significant increase in revenue of HK\$14.4 million (for the six months ended 31 December 2022: approximately HK\$38.2 million; for the six months ended 31 December 2021: approximately HK\$23.8 million) had been recorded as a result of the significant increase of cross-border activities between different regions upon the global trend of striving to enable the citizens to resume the normal daily lives and to balance the social and economic needs which stimulates the global economic recovery.

因此，本集團的綜合虧損淨額增加(截至二零二二年十二月三十一日止六個月：約10.9百萬港元；截至二零二一年十二月三十一日止六個月：約8.2百萬港元)主要由於：1) 毛利減少(截至二零二二年十二月三十一日止六個月：約5.7百萬港元；截至二零二一年十二月三十一日止六個月：約6.4百萬港元)；2) 融資成本增加(截至二零二二年十二月三十一日止六個月：約1.3百萬港元；截至二零二一年十二月三十一日止六個月：約0.4百萬港元)；及3) 僱員福利開支增加(截至二零二二年十二月三十一日止六個月：約10.3百萬港元；截至二零二一年十二月三十一日止六個月：約9.5百萬港元)。

為應對上述形勢並從過去幾年的2019新型冠狀病毒病疫情中恢復過來，本集團將繼續積極參與項目競投，並在擴大不同行業的收入來源方面付出巨大努力。

於本期間，本公司一直探索有關室內解決方案以及學術機構及政府行政機構的設計及項目諮詢項目的商機。上述行業的市場在規模及數目上均為龐大，本公司將把握機會在此高潛力市場保持競爭力。

此外，本公司將繼續專注於發展項目市場上有關室內解決方案項目諮詢業務的競爭力。隨著從2019新型冠狀病毒病疫情中逐步恢復，本公司相信大量不同領域的國際項目或展覽(如藝術、體育及音樂)將恢復或重啟，尤其是在香港。因此，我們的室內解決方案項目諮詢業務的需求預計在未來幾年將大幅增加。基於過往年度所累積的活動管理經驗，本公司有信心成為有關市場的有力競爭者。

除提高收入方面的表現外，本公司將繼續採取更嚴格的經營成本控制措施，以保持本集團的市場競爭力。管理層將繼續留意2019冠狀病毒病疫情的發展以及疫情對本集團營運和業績的影響(如有)。本公司亦會適時發表公告，以將最新消息告知本公司股東(「股東」)。

業務策略及展望

於本期間，收入大幅增加14.4百萬港元(截至二零二二年十二月三十一日止六個月：約38.2百萬港元；截至二零二一年十二月三十一日止六個月：約23.8百萬港元)，此乃由於在努力使市民恢復正常日常生活以及平衡社會及經濟需求的全球趨勢下，不同地區之間的跨境業務大幅增加，並因此刺激全球經濟。

Management Discussion and Analysis

管理層討論及分析

To seize the opportunity to recover quickly, the Group will put much more effort and resources to upkeep its competitiveness through actively soliciting business all over the world, especially in the PRC and overseas markets upon the significant increase in cross-border activities recently. As mentioned above, the management will continue to monitor the development of the COVID-19 pandemic and its impact on the operations and results of the Group, if any. The Company will also keep the Shareholders updated and informed by way of announcement(s) as and when appropriate.

Regarding the core business, several awarded large projects in relation to the provision of millworks and interior solutions services to the flagship stores of luxury brands all over the world are still in progress. Based on the high qualities of products and services provided by the Group, long-term business relationship has been built up with these great customers and the management is confident that more similar large projects are coming in the near future upon the recovery from the COVID-19 pandemic.

Also, with the good reputation and rich experience in cooperating with the property developers in recent years, certain large projects in relation to the provision of millworks and interior solutions services to international landmark in Hong Kong have been awarded from the sizeable and recognized local property developers in Hong Kong. It is the Company's great honour to take part in such international projects, which also proved our global presence and high quality of services.

In addition to the well-established sectors as mentioned above, the Company has been exploring the business opportunities in relation to the interior solutions as well as design and project consultancy projects in the sectors of academic institutions and governmental administrative authorities. The market of the said sectors are very large in terms of the scale and quantity and the Company will seize the opportunity to be competitive in this high potential market.

Also, the Company will keep focusing on developing our competitiveness in the event market in relation to the interior solution project consultancy business. Upon the gradual recovery from the COVID-19 pandemic, it is believed that numerous international events or exhibitions in different sectors such as art, sports and music will resume or restart, especially in Hong Kong. The demand of our interior solution project consultancy business is therefore expected to increase significantly in the coming years. Stemming from the event management experience gained in the prior years, the Company is confident that it is a competent contender in such market.

Last but not least, the Group has been making efforts to solicit potential acquisition targets which may have synergy with the existing business of the Group for its ongoing strategic growth and such idea will be continued in the coming future.

為把握經濟快速復甦的機遇，本集團將投入更多人力物力，通過在世界各地積極物色業務（尤其是近期跨境業務顯著增加的中國及海外市場），以保持競爭力。如上所述，管理層將繼續留意2019冠狀病毒病疫情的發展以及疫情對本集團營運和業績的影響（如有）。本公司亦會適時發表公告，以將最新消息告知股東。

核心業務方面，本集團繼續進行若干為全球豪華品牌旗艦店提供金屬、玻璃及木製品以及室內解決方案服務之獲授大型項目。憑藉本集團提供的上乘產品及服務，本集團與這些顯赫客戶已建立長遠業務關係，管理層確信，在不久將來，隨著2019冠狀病毒病疫情消退而市道回升，將有望獲得更多類似的大型項目。

此外，憑藉近年來與住宅物業發展商合作方面建立的良好聲譽和豐富經驗，本公司已獲香港具規模及知名的本地物業發展商授出有關為香港國際地標提供金屬、玻璃及木製品以及室內解決方案服務之若干大型項目。本公司非常榮幸參與有關國際項目，此亦展示我們的全球影響力及高品質服務。

除上述良好聲譽的行業外，本公司一直探索有關室內解決方案以及學術機構及政府行政機構的設計及項目諮詢項目的商機。上述行業的市場在規模及數目上均為龐大，本公司將把握機會在此高潛力市場保持競爭力。

此外，本公司將繼續專注於發展項目市場上有關室內解決方案項目諮詢業務的競爭力。隨著從2019新型冠狀病毒病疫情中逐步恢復，本公司相信大量不同領域的國際項目或展覽（如藝術、體育及音樂）將恢復或重啟，尤其是在香港。因此，我們的室內解決方案項目諮詢業務的需求預計在未來幾年將大幅增加。基於過往年度所累積的活動管理經驗，本公司有信心成為有關市場的有力競爭者。

最後，本集團一直致力物色可與本集團現有業務產生協同效益之潛在收購目標以實現持續的策略增長，此理念將於未來年度秉持。

Management Discussion and Analysis

管理層討論及分析

FINANCIAL REVIEW

Revenue

The Group generated revenue principally from providing four major categories of sales and services, including: (i) sales of millwork, furniture and facade fabrication, (ii) interior solutions services, (iii) design and project consultancy services and (iv) maintenance services. Revenue of the Group increased by approximately 60.5% from approximately HK\$23.8 million for the six months ended 31 December 2021 to approximately HK\$38.2 million for the Period. The increase in revenue was mainly due to the gradual economic recovery from the COVID-19 pandemic upon the increase in cross-broader activities.

Direct cost

Direct costs of the Group primarily consisted of costs of materials and subcontracting charges. Direct costs increased by approximately 86.2% from approximately HK\$17.4 million for the six months ended 31 December 2021 to approximately HK\$32.4 million for the Period, representing approximately 73.2% and 84.8% to the revenue of the Group for the corresponding periods, respectively. The increase in direct costs was in line with the increase in revenue during the Period.

Gross profit and gross profit margin

The Group's gross profit decreased by approximately 10.9% from approximately HK\$6.4 million for the six months ended 31 December 2021 to approximately HK\$5.7 million for the Period.

The decrease in gross profit despite the increase in revenue during the Period was mainly due to the decrease in gross profit margin (for the six months ended 31 December 2022: approximately 15.0%; for the six months ended 31 December 2021: approximately 26.8%) as a result of 1.) the increase in project cost of certain large interior solutions projects as a result of the unexpected delay of the projects due to the lock down of the related cities under the COVID-19 pandemic, and 2.) the gradual change of revenue mix that a higher proportion of interior solutions projects over the total revenue was noted as compared to the six months ended 31 December 2021 (for the six months ended 31 December 2022: approximately 75%; for the six months ended 31 December 2021: approximately 70%) since certain large interior solutions projects with luxury watch and jewellery brand were awarded during the Period by which the interior solutions business is comparatively more competitive in the market.

Administrative expenses

Administrative expenses of approximately HK\$16.1 million for the Period (for the six months ended 31 December 2021: approximately HK\$14.8 million) mainly consisted of employee benefits, rental and utilities, marketing and advertisement, entertainment, legal and professional fees, depreciation, transportation and travelling expenses. The increase in administrative expenses was mainly due to the increase in employee benefit expenses (for the six months ended 31 December 2022: approximately HK\$10.3 million; for the six months ended 31 December 2021: approximately HK\$9.5 million) as a result of the increase in one-off staff restructuring costs in relation to the payment of termination benefits upon the staff restructuring during the Period.

財務回顧

收入

本集團的收入主要來自提供四種主要類別的銷售及服務，包括：(i)銷售金屬、玻璃及木製品及傢俱以及幕牆製造；(ii)室內解決方案服務；(iii)設計及項目諮詢服務；及(iv)保養服務。本集團的收入由截至二零二一年十二月三十一日止六個月約23.8百萬港元增加約60.5%至本期間約38.2百萬港元。收入增加主要由於經濟從2019冠狀病毒病疫情中逐步復甦，以及跨境業務增加。

直接成本

本集團的直接成本主要包括材料成本及分包支出。直接成本由截至二零二一年十二月三十一日止六個月約17.4百萬港元增加約86.2%至本期間約32.4百萬港元，分別佔本集團相應期間收入約73.2%及84.8%。直接成本增加與本期間內收入增加之情況相符。

毛利及毛利率

本集團的毛利由截至二零二一年十二月三十一日止六個月約6.4百萬港元減少約10.9%至本期間約5.7百萬港元。

本期間毛利減少但收入增加，主要由於毛利率下降（截至二零二二年十二月三十一日止六個月：約15.0%；截至二零二一年十二月三十一日止六個月：約26.8%），原因為：1.)若干大型室內解決方案項目的項目成本增加，此乃由於2019新型冠狀病毒病疫情，相關城市封城導致項目意外延遲；及2.)收入結構逐漸改變，與截至二零二一年十二月三十一日止六個月相比，室內解決方案項目佔總收入的比例較高（截至二零二二年十二月三十一日止六個月：約75%；截至二零二一年十二月三十一日止六個月：約70%），原因是本期間獲授若干與高端手錶及珠寶品牌合作的大型室內解決方案項目（室內解決方案業務在市場上相對更具競爭力）。

行政開支

本期間之行政開支約為16.1百萬港元（截至二零二一年十二月三十一日止六個月：約14.8百萬港元），主要包括僱員福利、租金及水電費、市場推廣及廣告、招待、法律及專業費用、折舊、交通和差旅費。行政開支增加主要由於僱員福利開支增加（截至二零二二年十二月三十一日止六個月：約10.3百萬港元；截至二零二一年十二月三十一日止六個月：約9.5百萬港元），原因是於本期間內，有關員工重組時支付離職福利的一次性員工重組成本增加所致。

Management Discussion and Analysis

管理層討論及分析

LIQUIDITY AND FINANCIAL RESOURCES

The Group derived cash inflow mainly from operating activities primarily through provision of services including millwork and furniture provision, facade development and fabrication, interior solutions services and design, maintenance and project consultancy services. Cash outflow from operating activities primarily comprises direct costs, administrative expenses and other operating expenses. Our net cash used in operating activities reflects our profit or loss before income tax, as adjusted for non-cash items, such as depreciation of property, plant and equipment and the effects of changes in working capital items.

As at 31 December 2022, the cash and bank balances amounted to approximately HK\$27.5 million (as at 30 June 2022: approximately HK\$23.6 million) which were mainly denominated in HK\$, US dollar (“USD”), Renminbi (“RMB”) and Euro (“EUR”).

As at 31 December 2022, the Group had a bank facility of HK\$15.0 million (as at 30 June 2021: HK\$15.0 million) with Hang Seng Bank that has not been utilized and is available for drawdown (as at 30 June 2022: HK\$8.0 million).

In view of the Group’s current level of cash and bank balances, funds generated internally from operations and the unutilised banking facility available, the Board believes the Group is in a relatively healthy financial position and has sufficient resources to support its operations and meet its foreseeable capital expenditures.

CAPITAL STRUCTURE, LIQUIDITY AND FINANCIAL RESOURCES

As at 31 December 2022, the authorised share capital of the Company was HK\$100,000,000 divided into 250,000,000 shares of the Company with par value of HK\$0.4 each and the issued share capital was HK\$28,800,000 divided into 72,000,000 shares.

Share Consolidation and Change in Board Lot Size

At the extraordinary general meeting of the Company held on 19 August 2022, an ordinary resolution in relation to the share consolidation (the “Share Consolidation”) of every 10 issued and unissued ordinary shares at par value of HK\$0.4 each in the share capital of the Company into 1 consolidated share at par value of HK\$0.4 each in the share capital of the Company was duly passed by the then Shareholders by way of poll. The Share Consolidation took effect on 23 August 2022. Upon the Share Consolidation took effect, the board lot size of the shares of the Company for trading on the Stock Exchange had also been changed from 20,000 shares to 4,000 shares. Relevant disclosure was made in the Company’s announcements dated 8 July 2022 and 19 August 2022 and the Company’s circular dated 29 July 2022.

資本流動性及財務資源

本集團主要通過提供金屬、玻璃及木製品及傢俱供應、幕牆開發及製造、室內解決方案服務以及設計、保養及項目諮詢服務等服務，從經營活動中獲得現金流入。經營活動產生之現金流出主要包括直接成本、行政開支及其他營運開支。我們經營活動動用之現金淨額反映我們扣除所得稅前之損益，並已就非現金項目（如物業、廠房及設備折舊以及營運資金項目變動之影響）作出調整。

於二零二二年十二月三十一日，現金及銀行結餘約為27.5百萬港元（於二零二二年六月三十日：約23.6百萬港元），該等款項主要以港元、美元（「美元」）、人民幣（「人民幣」）及歐元（「歐元」）計值。

於二零二二年十二月三十一日，本集團在恒生銀行擁有15.0百萬港元（於二零二一年六月三十日：15.0百萬港元）之可供提取的未動用銀行融資（於二零二二年六月三十日：8.0百萬港元）。

鑑於本集團目前的現金及銀行結餘水平、內部營運產生的資金及可供提取的未動用銀行融資，董事會相信，本集團財務狀況相對穩健且擁有充足資源以應付日常營運及其可預見之資本開支。

資本架構、資本流動性及財務資源

於二零二二年十二月三十一日，本公司之法定股本為100,000,000港元，分為250,000,000股每股面值0.4港元之本公司股份，而已發行股本為28,800,000港元，分為72,000,000股股份。

股份合併及更改每手買賣單位

於二零二二年八月十九日舉行之本公司股東特別大會上，有關本公司股本中每10股每股面值0.04港元之已發行及未發行普通股合併為本公司股本中1股每股面值0.4港元之合併股份的股份合併（「股份合併」）之普通決議案已獲當時之股東以投票表決方式正式通過。股份合併已於二零二二年八月二十三日生效。於股份合併生效後，於聯交所買賣本公司股份之每手買賣單位亦已由20,000股更改為4,000股。有關披露已於本公司日期為二零二二年七月八日及二零二二年八月十九日之公告以及本公司日期為二零二二年七月二十九日之通函中作出。

Management Discussion and Analysis

管理層討論及分析

Placing of new shares under general mandate

To strengthen the Group's financial position and widen the Company's shareholder base, on 14 December 2022, the Company entered into a placing agreement (the "Placing Agreement") with Glory Sun Securities Limited (the "Placing Agent") as placing agent, pursuant to which the Placing Agent conditionally agreed to procure on a best effort basis not less than six placees, who are professional, institutional and/or other investors who and whose ultimate beneficial owners (if any) are third parties independent of the Company and connected persons of the Company, to subscribe for up to 14,400,000 new ordinary shares of the Company at par value of HK\$0.4 each (the "Placing Share(s)") at the placing price of HK\$0.4 per Placing Share (the "Placing"), representing a premium of approximately 2.56% to the closing price of HK\$0.39 per Share as quoted on the Stock Exchange on the date of the Placing Agreement.

Subsequent to the end of the Period, the Placing was completed on 12 January 2023. All Placing Shares had been successfully placed by the Placing Agent and the Company issued and allotted 14,400,000 Placing Shares to not less than six placees at the placing price of HK\$0.4 per Placing Share on 12 January 2023. The net proceeds (after deduction of placing fees and other expenses of the Placing) from the Placing amounted to approximately HK\$5.7 million, representing a net placing price of approximately HK\$0.396 per Placing Share.

The net proceeds from the Placing of approximately HK\$5.7 million brought forward is to be utilised as general working capital of the Group including rental of office premises, legal and professional fees, and salary of the employees.

For more details of the Placing, please refer to the announcements of the Company dated 14 December 2022 and 12 January 2023.

Borrowings and gearing ratio

As at 31 December 2022, the Group had not utilised the bank facility (as at 30 June 2022: bank borrowings of HK\$8.0 million) and had shareholder's loan of approximately HK\$71.4 million (as at 30 June 2022: approximately positive HK\$20.7 million).

The gearing ratio (calculated as bank and other borrowings divided by total equity) was approximately negative 3.69 as at 31 December 2022 (as at 30 June 2022: approximately negative 2.31). The Group's gearing ratio was negative as the Group's equity was in deficit position as at 31 December 2022.

Charge on assets

As at 31 December 2022, no assets of the Group were pledged to secure its loan and facility. As at 30 June 2022, the banking facility were secured by pledged bank deposits of approximately HK\$2.0 million and investment property with the carrying amount of approximately HK\$8.1 million.

根據一般授權配售新股份

為鞏固本集團之財務狀況、擴大本公司之股東基礎，於二零二二年十二月十四日，本公司與作為配售代理的寶新證券有限公司（「配售代理」）訂立配售協議（「配售協議」），據此，配售代理有條件同意以盡全力基準促使不少於六名承配人（該等承配人為專業、機構及／或其他投資者，而彼等及彼等之最終實益擁有人（如有）為獨立於本公司及本公司關連人士的第三方）按配售價每股配售股份0.4港元（較於配售協議日期在聯交所所報之收市價每股股份0.39港元溢價約2.56%）（「配售事項」）認購最多14,400,000股每股面值0.4港元的本公司新普通股（「配售股份」）。

於本期間結束後，配售事項於二零二三年一月十二日完成。所有配售股份已由配售代理成功配售，而本公司於二零二三年一月十二日按配售價每股配售股份0.4港元向不少於六名承配人發行及配發14,400,000股配售股份。配售事項所得款項淨額（經扣除配售佣金及配售事項的其他開支）約為5.7百萬港元，相當於淨配售價每股配售股份約0.396港元。

配售事項所得款項淨額約為5.7百萬港元，將用於本集團的一般營運資金（包括辦公室物業租金、法律及專業費用以及僱員薪酬）。

有關配售事項的更多詳情，請參閱本公司日期為二零二二年十二月十四日及二零二三年一月十二日之公告。

借貸及資本負債比率

於二零二二年十二月三十一日，本集團並無動用銀行融資（於二零二二年六月三十日：8.0百萬港元的銀行借貸）及約71.4百萬港元的股東貸款（於二零二二年六月三十日：約正20.7百萬港元）。

於二零二二年十二月三十一日，資本負債比率（按銀行及其他借貸除以總權益計算）約為負3.69倍（於二零二二年六月三十日：約負2.31倍）。本集團於二零二二年十二月三十一日之權益處於虧蝕水平，本集團的資本負債比率因此為負數。

資產抵押

於二零二二年十二月三十一日，本集團並無抵押任何資產以擔保其貸款及融資。於二零二二年六月三十日，本集團已抵押約2.0百萬港元的已抵押銀行存款及賬面值約8.1百萬港元的投資物業以獲得銀行融資。

Management Discussion and Analysis

管理層討論及分析

Contingent liabilities

As at 31 December 2022, the Group had no significant contingent liabilities (as at 30 June 2022: Nil).

INTERIM DIVIDEND

The board (the “Board”) of directors (the “Directors”) of the Company resolved not to declare any interim dividend for the six months ended 31 December 2022 (for the six months ended 31 December 2021: Nil).

SIGNIFICANT INVESTMENT HELD AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group did not have any significant investment held as at 31 December 2022 nor any plans for material investments and capital assets.

MATERIAL ACQUISITIONS AND DISPOSALS

During the Period, there was no material acquisition or disposal of subsidiaries, associated companies or joint ventures by the Group.

HUMAN RESOURCES AND EMPLOYEES' REMUNERATION

As at 31 December 2022, the Group had 36 employees (30 June 2022: 36 employees). Total employee benefits (including Directors' and chief executive's remuneration) were approximately HK\$10.3 million for the Period (for the six months ended 31 December 2021: approximately HK\$9.5 million). Such increase was mainly due to the increase in one-off staff restructuring costs in relation to the payment of termination benefits upon the staff restructuring during the Period.

The Group remunerates its employees based on their qualifications, performance, experience and prevailing industry practice. Competitive remuneration package is offered to retain elite employees, including salaries, medical insurance, discretionary bonuses as well as mandatory provident fund schemes for employees in Hong Kong. Apart from basic remuneration, share options may be granted under the Share Option Scheme to eligible employees on the basis of their individual performance to attract and retain talents to contribute the Group. In order to achieve a standard and quality production of works and to develop individual's potential, the Group's employees are encouraged to attend monthly sharing sessions, lectures and training courses which related to the nature of their duties. In addition to internal trainings, the Group also encourages employees to enroll in courses organised by external organisations and institutes.

CAPITAL COMMITMENTS

As at 31 December 2022, the Group had no material capital commitment (as at 30 June 2022: Nil).

或然負債

於二零二二年十二月三十一日，本集團並無重大或然負債（於二零二二年六月三十日：無）。

中期股息

本公司董事（「董事」）會（「董事會」）議決就截至二零二二年十二月三十一日止六個月不宣派任何中期股息（截至二零二一年十二月三十一日止六個月：無）。

持有之重大投資及重大投資或資本資產之未來計劃

於二零二二年十二月三十一日，本集團並無持有任何重大投資，亦無任何重大投資及資本資產之計劃。

重大收購及出售

於本期間，本集團並無任何重大收購或出售附屬公司、聯營公司或合營企業的事項。

人力資源及僱員薪酬

於二零二二年十二月三十一日，本集團擁有36名僱員（二零二二年六月三十日：36名僱員）。本期間之僱員總福利（包括董事及主要行政人員酬金）約為10.3百萬港元（截至二零二一年十二月三十一日止六個月：約9.5百萬港元）。有關增加主要由於本期間員工重組時支付離職福利的一次性員工重組成本增加所致。

本集團按照其僱員的資格、表現、經驗以及現行行業慣例支付彼等之薪酬，並提供具競爭力的薪酬待遇，以留住優秀員工，該等待遇包括薪金、醫療保險、酌情花紅以及強積金計劃（就香港僱員而言）。除了基本薪酬外，亦可能根據個人表現，向合資格僱員授出購股權計劃下的購股權以吸引及挽留人才為本集團作貢獻。為了達到工程的標準和生產質量，發展個人潛能，本集團鼓勵僱員參加與本身職責性質有關的每月分享會、講座及培訓課程。除內部培訓外，本集團亦鼓勵僱員報讀外部組織和機構舉辦的課程。

資本承擔

於二零二二年十二月三十一日，本集團並無資本承擔（於二零二二年六月三十日：無）。

Management Discussion and Analysis

管理層討論及分析

FOREIGN EXCHANGE RISK

The Group adheres to prudent financial management principle to control and minimise financial and operational risks. The Group is exposed to foreign currency risk primarily through sales and purchases that are denominated in USD, RMB, EUR and Great Britain Pound. The management is aware of the possible exchange rate exposure due to the continuing fluctuation of RMB and EUR and will closely monitor its impact on the performance of the Group to see if any hedging policy is necessary. Presently, there is no hedging policy with respect to the foreign exchange exposure.

EVENT AFTER REPORTING PERIOD

On 14 December 2022, the Company entered into the Placing Agreement with the Placing Agent to proceed with the Placing. The Placing was completed on 12 January 2023 and the Company issued and allotted a total of 14,400,000 Placing Shares to not less than six placees at the placing price of HK\$0.4 per Placing Share on 12 January 2023.

For more details of the Placing, please refer to the announcements of the Company dated 14 December 2022 and 12 January 2023.

On 27 March 2023, the Company published a voluntary announcement in respect of the assignment of the shareholder's loans (as disclosed in note 12 to the condensed consolidated financial statements in this report) by CGH (BVI) Limited to Suthep Investment Holding Limited, a company incorporated in the British Virgin Islands. Further details were set out in the Company's announcement dated 27 March 2023.

外匯風險

本集團恪守穩健的財務管理原則以監控及盡量減低財務及營運風險。本集團面對之外匯風險主要來自以美元、人民幣、歐元及英鎊結算之銷售及採購。管理層知悉人民幣及歐元持續波動可能引致之外匯風險，並將密切監察其對本集團表現之影響，並將於適當時採取任何對沖政策。現時，並無針對外匯風險之對沖政策。

報告期後事項

於二零二二年十二月十四日，本公司與配售代理訂立配售協議以進行配售事項。配售事項已於二零二三年一月十二日完成，本公司於二零二三年一月十二日按配售價每股配售股份0.4港元向不少於六名承配人發行及配發合共14,400,000股配售股份。

有關配售事項的更多詳情，請參閱本公司日期為二零二二年十二月十四日及二零二三年一月十二日之公告。

於二零二三年三月二十七日，本公司就CGH (BVI) Limited向Suthep Investment Holding Limited（一家於英屬處女群島註冊成立之公司）轉讓股東貸款（誠如本報告簡明綜合財務報表附註12所披露）發佈自願公告。進一步詳情載於本公司日期為二零二三年三月二十七日之公告。

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS

As at 31 December 2022, none of the Directors, chief executive of the Company or their associates had any interests or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO")), 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 and short positions which each of them has taken or deemed to have taken under the SFO), or as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of the Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

As at 31 December 2022, to the best knowledge of the Directors and the senior management of the Company, the table below listed out the persons (other than the Directors or chief executive of the Company), who had interests in the shares and underlying shares of the Company which would fall to be disclosed to the Company pursuant to provision of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

董事及主要行政人員在本公司或其相聯法團的股份、相關股份及債券所擁有的權益及淡倉

於二零二二年十二月三十一日，概無本公司董事、主要行政人員或彼等的聯繫人在本公司或其相聯法團(定義見證券及期貨條例(香港法例第571章)(「證券及期貨條例」)第XV部)的股份、相關股份及債券中擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所之權益及淡倉(包括根據證券及期貨條例被當作或視為擁有之權益及淡倉)，或記錄於本公司根據證券及期貨條例第352條規定存置的登記冊的權益及淡倉，或根據上市規則附錄十所載的上市發行人董事進行證券交易的標準守則(「標準守則」)知會本公司及聯交所的權益及淡倉。

主要股東及其他人士於本公司股份及相關股份的權益及淡倉

於二零二二年十二月三十一日，就本公司董事及高級管理層所深知，下表載列於本公司股份及相關股份中擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司披露或記錄於本公司根據證券及期貨條例第336條規定存置的權益登記冊的權益的人士(不包括本公司董事或主要行政人員)如下：

Other Information

其他資料

Long Position

好倉

Name of Shareholder 股東名稱	Capacity/Nature of interest 身份／權益性質	Number of shares held/interest in the Company 於本公司持有／擁有權益的股份數目	Approximate percentage of shareholding (Note 1) 概約持股百分比 (附註1)
CGH (BVI) Limited	Beneficial owner 實益擁有人	10,040,000 shares (Note 2) 10,040,000股股份 (附註2)	13.94%
Lee Wai Sang 李偉生	Interest of controlled corporation 受控制法團權益	10,040,000 shares (Note 2) 10,040,000股股份 (附註2)	13.94%
Leung Mo Shan Jackie 梁慕珊	Interest of controlled corporation 受控制法團權益	10,040,000 shares (Note 2) 10,040,000股股份 (附註2)	13.94%

Notes:

- Based on 72,000,000 ordinary shares of the Company in issue as at 31 December 2022.
- Such shares were registered in the name of CGH (BVI) Limited, which is owned as to 50% by each of Mr. Lee Wai Sang and Ms. Leung Mo Shan Jackie.

附註：

- 基於截至二零二二年十二月三十一日本公司已發行的72,000,000股普通股。
- 該等股份乃以CGH (BVI) Limited的名義登記，CGH (BVI) Limited由李偉生先生及梁慕珊女士各自擁有50%的權益。

Save as disclosed above, as at 31 December 2022, the Directors and the senior management of the Company were not aware of any other person who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provision of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

除上文所披露者外，於二零二二年十二月三十一日，本公司董事及高級管理層並不知悉任何其他人士於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司披露或記錄於本公司根據證券及期貨條例第336條存置之登記冊內之權益或淡倉。

SHARE OPTION SCHEME

The Company adopted a share option scheme on 22 August 2016 (the "Share Option Scheme") which is valid and effective during the period commencing from 12 September 2016 and ending on 11 September 2026, being the date falling ten years from the date on which the Share Option Scheme became unconditional.

購股權計劃

本公司於二零一六年八月二十二日採納一項購股權計劃（「購股權計劃」），該計劃於二零一六年九月十二日起生效，為期十年，至二零二六年九月十一日（為購股權計劃成為無條件之日起計第十年當日）止。

The purpose of the Share Option Scheme is to recruit and retain high caliber employees, to attract human resources that are valuable to the Group, to provide additional incentive or rewards to eligible participants who contribute to the development and growth of the Group.

No share options had been granted under the Share Option Scheme since its adoption. The total number of shares available for issue upon exercise of the share options to be granted under the Share Option Scheme was 6,000,000 shares, representing approximately 8.3% of the shares in issue as at the date of this interim report.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code as its code of conduct regarding dealings in the securities of the Company by the Directors and the Group's senior management who, because of his/her office or employment, is likely to possess inside information in relation to the Group or the Company's securities.

Having made specific enquiry, all the Directors confirmed that they have complied with the required standards set out in the Model Code during the six months ended 31 December 2022. In addition, the Board is not aware of any non-compliance of the Model Code by the senior management of the Group during the six months ended 31 December 2022.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 31 December 2022.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Group is committed to maintaining high standards of corporate governance to safeguard the interests of the shareholders and to enhance corporate value and accountability. The Company has adopted the code provisions as set out in the Corporate Governance Code (the "CG Code") as contained in Part 2 of Appendix 14 to the Listing Rules as its own code of corporate governance.

Save as the deviation from code provision C.2.1 of the CG Code as described below, the Board considers that, the Company has fully complied, to the extent applicable and permissible, with the code provisions as set out in the CG Code during the six months ended 31 December 2022.

購股權計劃旨在招募及挽留高素質僱員，吸引對本集團有重要作用的人力資源，向為本集團的發展和成長作出貢獻的合資格參與人士提供額外獎勵或獎金。

自購股權計劃獲採納以來並無根據購股權計劃授出購股權。購股權計劃下授出的購股權獲行使後可予發行的股份總數為6,000,000股，即於本中期報告日期已發行股份約8.3%。

遵守標準守則

本公司已採納標準守則作為其董事及本集團高級管理層（因為他的職位或僱傭關係，乃有可能持有有關本集團或本公司證券的內幕消息）有關買賣本公司證券的行為守則。

經作出特定查詢後，全體董事確認於截至二零二二年十二月三十一日止六個月內均已遵守標準守則所載之規定標準。此外，董事會並無發現於截至二零二二年十二月三十一日止六個月內本集團高級管理層有任何違反標準守則的行為。

購買、出售或贖回本公司之上市證券

截至二零二二年十二月三十一日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司的任何上市證券。

遵守企業管治守則

本集團致力維持高水平的企業管治，以保障股東權益以及提升企業價值及問責性。本公司已採納上市規則附錄十四第二部分所載企業管治守則（「企業管治守則」）的守則條文作為本身的企業管治守則。

除下文所述企業管治守則第C.2.1條守則條文之偏離者外，董事會認為，本公司於截至二零二二年十二月三十一日止六個月內已全面遵守（以適用及許可者為限）企業管治守則所載的守則條文。

Other Information

其他資料

Code provision C.2.1 of the CG Code requires the roles of the chairman and chief executive should be separate and should not be performed by the same individual. Mr. Lee Wai Sang, the then executive Director, assumed the roles of both the chairman of the Board (the “Chairman”) and the chief executive officer of the Company (the “Chief Executive Officer”). In view of Mr. Lee Wai Sang’s extensive experience in the industry, personal profile and critical role in the Group during his tenure in the Group, the Board considers that vesting the roles of both Chairman and the Chief Executive Officer in Mr. Lee Wai Sang would be beneficial to the business prospects of the Group. Following the resignation of (i) Mr. Lee Wai Sang as the Chairman, the Chief Executive Officer and an executive Director, (ii) the appointment of Mr. Hu Xiongjie as the Chairman, and (iii) the appointment of Mr. Lam Wing Hung as acting Chief Executive Officer, all with effect from 13 December 2022, the Company has been fully in compliance with the code provision C.2.1 since 13 December 2022.

DISCLOSURE PURSUANT TO RULE 13.51B(1) OF THE LISTING RULES

Pursuant to Rule 13.51B(1) of the Listing Rules, changes and updates in the information of the Directors are set out below:

- Mr. Hu Xiongjie has served as an executive Director and the Chairman from 11 October 2022 and 13 December 2022, respectively. His remuneration for acting as an executive Director has been adjusted from HK\$4,000 per annum to HK\$252,000 per annum; in addition, he is also entitled to an emolument of HK\$948,000 per annum for his role as Chairman, both with effect from 1 January 2023.
- Mr. Lam Wing Hung has served as an executive Director and the acting Chief Executive Officer from 16 September 2022 and 13 December 2022, respectively. His remuneration for acting as an executive Director has been adjusted from HK\$4,000 per annum to HK\$120,000 per annum with effect from 1 January 2023; and his remuneration as an employee of the Company has been adjusted from HK\$900,000 per annum to HK\$1,440,000 per annum upon his re-designation from the acting Chief Executive Officer to the Chief Executive Officer with effect from 13 March 2023.
- Mr. Tsang Ho Yin has been re-designated from an independent non-executive Director to a non-executive Director since 20 January 2023. He is entitled to a remuneration of HK\$360,000 per annum in his capacity as a non-executive Director with effect from 20 January 2023.

企業管治守則第C.2.1條守則條文規定，主席與行政總裁的角色應有區分，且不應由同一人士兼任。李偉生先生（當時的執行董事）擔當董事會主席（「主席」）兼本公司行政總裁（「行政總裁」）的職位。根據李偉生先生豐富的行業經驗、個人履歷以及彼於本集團任職期間的重要角色，董事會認為由李偉生先生兼任主席及行政總裁兩個職位有利於本集團的業務前景。在(i)李偉生先生辭去主席、行政總裁及執行董事職務，(ii)胡雄傑先生獲委任為主席，及(iii)林永鴻先生獲委任為代理行政總裁，全部自二零二二年十二月十三日起生效，本公司自二零二二年十二月十三日起已完全遵守企業管治守則第C.2.1條守則條文。

根據上市規則第13.51B(1)條的披露

根據上市規則第13.51B(1)條，董事資料的變動及更新載列如下：

- 胡雄傑先生分別自二零二二年十月十一日及二零二二年十二月十三日起擔任執行董事及主席。彼擔任執行董事的薪酬已由每年4,000港元調整為每年252,000港元；此外，彼亦可因擔任主席而獲得每年948,000港元的酬金，兩者均自二零二三年一月一日起生效。
- 林永鴻先生分別自二零二二年九月十六日及二零二二年十二月十三日起擔任執行董事及代理行政總裁。彼擔任執行董事的薪酬已由每年4,000港元調整為每年120,000港元，自二零二三年一月一日起生效；而彼作為本公司僱員的薪酬自二零二三年三月十三日起由代理行政總裁獲調任為行政總裁後，由每年900,000港元調整為每年1,440,000港元。
- 曾浩賢先生自二零二三年一月二十日起由獨立非執行董事獲調任為非執行董事。彼因擔任非執行董事而獲得每年360,000港元的薪酬，自二零二三年一月二十日起生效。

AUDIT COMMITTEE

The Company has established the audit committee (the “Audit Committee”) with written terms of reference in compliance with the CG Code. The principal duties of the Audit Committee include the review and supervision of the Group’s financial reporting process, risk management and internal control systems, and review of the Group’s financial information. The Audit Committee currently comprises four independent non-executive Directors, namely Mr. So Chi Hang (as committee chairman), Mr. Heng Ching Kuen Franklin, Ms. Lee Kwai Sheung and Ms. Wang Qin. The Audit Committee has reviewed the Group’s unaudited condensed consolidated interim results for the six months ended 31 December 2022 and is of the opinion that such results complied with the applicable accounting standards and the requirements under the Listing Rules, and that adequate disclosures have been made.

On behalf of the Board

Hu Xiongjie
Chairman

Hong Kong, 27 February 2023

審核委員會

本公司已成立審核委員會（「審核委員會」），其書面職權範圍符合企業管治守則。審核委員會的主要職責包括審閱及監察本集團之財務報告程序、風險管理和內部監控系統，以及審閱本集團之財務資料。審核委員會目前包括四名獨立非執行董事，即蘇智恒先生（委員會主席）、幸正權先生、李桂嫦女士及王琴女士。審核委員會已審閱本集團截至二零二二年十二月三十一日止六個月的未經審核簡明綜合中期業績，並認為該等業績符合適用的會計準則及上市規則的規定，且已作出充分披露。

代表董事會

主席
胡雄傑

香港，二零二三年二月二十七日

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收入表

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收入表

			For the six months ended 31 December 2022 截至二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Revenue	收入	4	38,154	23,757
Direct costs	直接成本		(32,431)	(17,392)
Gross profit	毛利		5,723	6,365
Other income and gain, net	其他收入及收益淨額	4	740	716
Administrative expenses	行政開支		(16,086)	(14,814)
Finance costs	融資成本	5	(1,316)	(431)
Loss before income tax	除所得稅前虧損	6	(10,939)	(8,164)
Income tax credit	所得稅抵免	7	–	8
Loss for the period attributable to owners of the Company	本公司擁有人應佔期內虧損		(10,939)	(8,156)
Items that may be reclassified subsequently to profit or loss	其後可重新分類至損益的項目			
Exchange differences on translating foreign operations	對外業務換算產生的匯兌差額		–	–
Other comprehensive income for the period and attributable to owners of the Company, net of tax	期內及本公司擁有人應佔其他全面收入（扣除稅項）		–	–
Total comprehensive income for the period and attributable to owners of the Company	期內及本公司擁有人應佔全面收入總額		(10,939)	(8,156)
Losses per share	每股虧損			(Re-presented) (經重列)
Basic and diluted (HK cent)	基本及攤薄（港仙）	9	(15.19)	(11.33)

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

			As at 31 December 2022 於二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於二零二二年 六月三十日 (audited) (經審核)
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		57	–
Investment property	投資物業		8,050	8,050
Deposits	按金		33	33
			8,140	8,083
Current assets	流動資產			
Trade and other receivables	應收貿易及其他款項	10	31,788	16,560
Income tax recoverable	可收回所得稅		200	200
Pledged and restricted bank deposits	已抵押及受限制銀行存款		–	2,000
Cash and cash equivalents	現金及現金等價物		27,526	21,629
			59,514	40,389
Total assets	總資產		67,654	48,472
Current liabilities	流動負債			
Trade and other payables	應付貿易及其他款項	11	10,021	12,437
Contract liabilities	合約負債		2,633	13,307
Lease liabilities	租賃負債		2,592	6,038
Bank borrowings	銀行借貸		–	8,000
Shareholder's loans	股東貸款	12	20,723	–
			35,969	39,782
Net current assets	流動資產淨額		23,545	607
Total assets less current liabilities	總資產減流動負債		31,685	8,690
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債		342	391
Shareholder's loans	股東貸款	12	50,689	20,723
			51,031	21,114
Total liabilities	負債總額		87,000	60,896
NET LIABILITIES	負債淨額		(19,346)	(12,424)
Capital and reserves	資本及儲備			
Share capital	股本	13	28,800	28,800
Reserves	儲備		(48,146)	(41,224)
CAPITAL DEFICIENCY	資本虧絀		(19,346)	(12,424)

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

Condensed Consolidated Statement of Changes in Equity

For the six months ended 31 December 2022

簡明綜合權益變動表

截至二零二二年十二月三十一日止六個月

		Attributable to owners of the Company 本公司擁有人應佔						
		Share capital 股本	Share premium 股份溢價	Merger reserve 合併儲備	Exchange reserve 匯兌儲備	Capital reserve 資本儲備	Accumulated losses 累計虧損	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
As at 1 July 2021 (audited)	於二零二一年七月一日(經審核)	28,800	62,663	5,329	148	-	(89,669)	7,271
Loss for the period	期內虧損	-	-	-	-	-	(8,156)	(8,156)
As at 31 December 2021 (unaudited)	於二零二一年十二月三十一日(未經審核)	28,800	62,663	5,329	148	-	(97,825)	(885)
		Attributable to owners of the Company 本公司擁有人應佔						
		Share capital 股本	Share premium 股份溢價	Merger reserve 合併儲備	Exchange reserve 匯兌儲備	Capital reserve 資本儲備	Accumulated losses 累計虧損	Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
As at 1 July 2022 (audited)	於二零二二年七月一日(經審核)	28,800	62,663	5,329	761	1,580	(111,557)	(12,424)
Loss for the period	期內虧損	-	-	-	-	-	(10,939)	(10,939)
Deemed contribution from a shareholder	視作股東出資	-	-	-	-	4,017	-	4,017
As at 31 December 2022 (unaudited)	於二零二二年十二月三十一日(未經審核)	28,800	62,663	5,329	761	5,597	(122,496)	(19,346)

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

Condensed Consolidated Statement of Cash Flows

For the six months ended 31 December 2022

簡明綜合現金流量表

截至二零二二年十二月三十一日止六個月

		Six months ended 31 December 2022 截至二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2021 截至二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
	Notes 附註	HK\$'000 千港元	HK\$'000 千港元
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動所得現金流量		
Loss before income tax	除所得稅前虧損	(10,939)	(8,156)
Adjustments for:	調整：		
Interest income	利息收入	(33)	(3)
Interest on bank borrowings	銀行借貸的利息	136	131
Interest on loan from a substantial Shareholder	主要股東貸款的利息	1,088	60
Interest on lease liabilities	租賃負債的利息	92	240
Depreciation of property, plant and equipment	物業、廠房及設備折舊	8	1,918
Operating loss before working capital changes	營運資金變動前經營虧損	(9,648)	(5,810)
(Increase)/decrease in trade and other receivables	應收貿易及其他款項(增加)/減少	(15,228)	2,503
Decrease in trade and other payables	應付貿易及其他款項減少	(1,532)	(6,372)
(Decrease)/increase in contract liabilities	合約負債(減少)/增加	(10,332)	1,105
Cash used in operations	經營所用現金	(36,740)	(8,574)
Income tax paid	已付所得稅	-	(3)
Net cash used in operating activities	經營活動所用現金淨額	(36,740)	(8,577)
CASH FLOWS FROM INVESTING ACTIVITIES	投資活動所得現金流量		
Interest received	已收利息	33	3
Purchases of property, plant and equipment	購買物業、廠房及設備	(65)	(10)
Decrease in pledged and restricted bank deposits	已抵押及受限制銀行存款減少	2,000	4,795
Net cash (used in)/generated from investing activities	投資活動(所用)/所得現金淨額	1,968	4,788
CASH FLOWS FROM A FINANCING ACTIVITIES	融資活動所得現金流量		
Proceeds from bank borrowings	銀行借貸所得款項	-	7,000
Repayment of bank borrowings	償還銀行借貸	(8,000)	(5,000)
Proceeds from shareholder's loans	股東貸款所得款項	57,000	16,000
Repayment of shareholder's loans	償還股東貸款	(3,000)	(6,000)
Repayment of principal portion of lease liabilities	償還租賃負債之本金部份	(92)	(240)
Repayment of interest portion of lease liabilities	償還租賃負債之利息部份	(3,837)	(2,936)
Interest paid	已付利息	(1,224)	(76)
Net cash generated from financing activities	融資活動所得現金淨額	(40,669)	8,748
NET INCREASE IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加淨額	5,897	4,959
Effect of exchange rate on cash and cash equivalents	匯率對現金及現金等價物之影響	-	(248)
Cash and cash equivalents at beginning of period	期初現金及現金等價物	21,629	11,980
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末現金及現金等價物	27,526	16,691

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

1. GENERAL INFORMATION

CROSSTEC Group Holdings Limited (the “Company”) was incorporated in the Cayman Islands on 18 March 2016 as an exempted company with limited liability and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”). The registered office of the Company is located at Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. The headquarter and principal place of business in Hong Kong is located at 20th Floor, 625 King’s Road, North Point, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (collectively as the “Group”) is principally engaged in the trading of millwork, furniture and facade fabrication and provision of interior design, project consultancy, maintenance and interior solutions services.

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

(a) Statement of compliance

The unaudited condensed consolidated interim financial information has been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Listing Rules and with Hong Kong Accounting Standard (“HKAS”) 34 “Interim financial reporting” issued by the Hong Kong Institute of Certified Public Accountants.

(b) Basis of measurement and going concern assumption

(i) Basis of measurement

The unaudited condensed consolidated interim financial statements have been prepared under the historical cost basis except for investment property which is measured at fair value.

(ii) Going concern assumption

For the six months ended 31 December 2022 (the “Period”), the Group has incurred a loss of approximately HK\$10,939,000 and at the end of the Period, the Group had capital deficiency of approximately HK\$19,346,000. However, the Group had cash and cash equivalents of approximately HK\$27,526,000.

1. 一般資料

易緯集團控股有限公司(「本公司」)為於二零一六年三月十八日在開曼群島註冊成立的獲豁免有限公司，其股份於香港聯合交易所有限公司(「聯交所」)主板上市。本公司的註冊辦事處位於Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands。總部及香港主要營業地點位於香港北角英皇道625號20樓。

本公司為投資控股公司。本公司及其附屬公司(統稱「本集團」)主要從事銷售金屬、玻璃及木製品、傢俱及幕牆製造以及提供室內設計、項目諮詢、保養及室內解決方案服務。

2. 編制基準及主要會計政策

(a) 合規聲明

未經審核簡明綜合中期財務資料乃根據上市規則附錄十六的適用披露規定及香港會計師公會頒佈的香港會計準則(「香港會計準則」)第34號「中期財務報告」編制。

(b) 計量基準及持續經營假設

(i) 計量基準

未經審核簡明綜合中期財務報表已按歷史成本基準編制，惟投資物業按公平值計量。

(ii) 持續經營假設

截至二零二二年十二月三十一日止六個月(「本期間」)，本集團已錄得約10,939,000港元之虧損，而於本期間末，本集團的資本虧絀約為19,346,000港元。然而，本集團的現金及現金等價物約為27,526,000港元。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES (continued)

- (b) Basis of measurement and going concern assumption (continued)
- (ii) *Going concern assumption (continued)*
The directors of the Company have given careful consideration to the future liquidity and performance of the Group and the Group's available sources of financing in assessing whether the Group will have sufficient financial resources to continue as a going concern. The Group will continue its efforts to enhance its operation to improve its cash flow from operations to strengthen its working capital.
- (c) **Functional and presentation currency**
The unaudited condensed consolidated interim financial statements are presented in Hong Kong Dollar ("HK\$"), which is the same as the functional currency of the Company.
- (d) **Financial information and disclosure**
The unaudited condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 30 June 2022.
- (e) **Principal accounting policies**
The accounting policies and basis of preparation adopted in the preparation of the condensed consolidated interim financial information are consistent with those of the Group as set out in the Group's annual financial statements for the year ended 30 June 2022, except for the following revised HKFRS that have been adopted by the Group for the first time for the Period's unaudited interim financial information.

Amendments to HKFRS 3	<i>Reference to the Conceptual Framework</i>
Amendments to HKFRS 16	<i>Property, Plant and Equipment: Proceeds before Intended Use</i>
Amendments to HKFRS 37	<i>Onerous Contracts – Cost of Fulfilling a Contract</i>
<i>Annual Improvements to HKFRSs 2018-2020</i>	Amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16 and HKAS 41

The adoption of the above revised HKFRSs has had no significant financial effect on these condensed consolidated interim financial statements.

2. 編制基準及主要會計政策 (續)

- (b) 計量基準及持續經營假設 (續)
- (ii) *持續經營假設 (續)*
本公司董事在評估本集團是否有足夠財務資源繼續經營時，已經仔細考慮本集團未來之流動資金及表現以及本集團之可用資金來源。本集團將繼續致力提升營運以改善營運所得現金流，從而增強營運資金狀況。
- (c) **功能及呈列貨幣**
未經審核簡明綜合中期財務報表以本公司的功能貨幣港元(「港元」)呈列。
- (d) **財務資料及披露**
未經審核簡明綜合中期財務報表並不包括年度財務報表所需的全部資料及披露，並應與本集團截至二零二二年六月三十日止年度的年度財務報表一併閱讀。
- (e) **主要會計政策**
編制簡明綜合中期財務資料所採納之會計政策及編制基準與本集團截至二零二二年六月三十日止年度之年度財務報表所載之本集團會計政策及編制基準一致，惟本集團對本期間之未經審核中期財務資料首次採納下列經修訂香港財務報告準則。

香港財務報告準則 第3號 (修訂本)	<i>引用概念框架</i>
香港財務報告準則 第16號 (修訂本)	<i>物業、廠房及設備：用作擬定用途前之所得款項</i>
香港財務報告準則 第37號 (修訂本)	<i>虧損合約—履行合約之成本</i>
二零一八年至二零二零年香港財務報告準則之年度改進	香港財務報告準則第1號、香港財務報告準則第9號、香港財務報告準則第16號隨附之闡釋範例及香港會計準則第41號 (修訂本)

採納上述經修訂之香港財務報告準則對本簡明綜合中期財務報表並無重大財務影響。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

3. SEGMENT INFORMATION

Operating segments

The Group was principally engaged in the trading of millwork, furniture and facade fabrication and provision of interior design, project consultancy, maintenance and interior solutions services. Information reported to the Group's chief operating decision maker, for the purpose of resources allocation and performance assessment, focuses on the operating results of the Group as a whole, as the Group's resources are integrated and no discrete operating segment financial information is available. Accordingly, no operating segment information is presented.

Geographical information

The following table sets out the information about the geographical location of the Group's revenue from external customers and non-current assets other than financial instruments ("Specified non-current assets").

The Group comprises the following main geographical segments:

- (a) Revenue from external customers by locations of customers

3. 分部資料

經營分部

本集團主要從事銷售金屬、玻璃及木製品、傢俱及幕牆製造以及提供室內設計、項目諮詢、保養及室內解決方案服務。為分配資源及評估表現向本集團主要經營決策者報告的有關資料，專注於本集團整體之經營業績，而且本集團的資源統一且並無獨立經營分部財務資料。因此，並無呈列經營分部資料。

地區資料

下表載列有關本集團來自外部客戶收入以及除金融工具外的非流動資產（「指定非流動資產」）之地理位置之資料。

本集團包括如下主要地區分部：

- (a) 按客戶所在地區劃分之來自外部客戶的收入

		For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Hong Kong (place of domicile)	香港(註冊地點)	11,606	11,908
PRC (excluding Hong Kong)	中國(香港除外)	22,197	8,770
United Kingdom	英國	4,011	3,012
Others	其他	340	67
		26,548	11,849
		38,154	23,757

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

3. SEGMENT INFORMATION (continued)

Geographical information (continued)

(b) Specified non-current assets

	As at 31 December 2022 於 二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於 二零二二年 六月三十日 (audited) (經審核)
	HK\$'000 千港元	HK\$'000 千港元
Hong Kong (place of domicile) 香港(註冊地點)	8,107	8,050

3. 分部資料(續)

地區資料(續)

(b) 指定非流動資產

4. REVENUE AND OTHER INCOME

Revenue includes the net invoiced value of goods sold, design, project consultancy and maintenance service rendered and contract revenue earned from the interior solutions projects by the Group. The amounts of each significant category of revenue recognised during the Period are as follows:

4. 收入及其他收入

收入包括本集團銷售貨品、提供設計、項目諮詢及保養服務之發票淨額以及室內解決方案項目所得的合約收入。於本期間已確認各重要類別的收入金額載列如下：

	For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
	HK\$'000 千港元	HK\$'000 千港元
Time of revenue recognition 確認收入之時間		
Revenue – at a point in time 收入 – 於某時間點		
Sales of products 銷售產品		
– Millwork and furniture 一 金屬、玻璃及木製品及傢俱	7,116	3,815
Revenue – over time 收入 – 於一段時間		
Income from interior solutions projects 室內解決方案項目收入	28,586	16,685
Maintenance service income 保養服務收入	548	148
Design and project consultancy service income 設計及項目諮詢服務收入	1,904	3,109
	38,154	23,757

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

4. REVENUE AND OTHER INCOME (continued)

An analysis of the Group's other income and other gain, net recognised during the Period is as follows:

4. 收入及其他收入(續)

本集團於本期間已確認的其他收入及收益淨額的分析如下：

		For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Other income and other gain, net	其他收入及其他收益淨額		
Bank interest income	銀行利息收入	33	3
Rental income	租賃收入	102	99
Management income	管理收入	214	220
Government subsidies (Note)	政府補助(附註)	248	—
Exchange gain, net	匯兌收益淨額	65	265
Sundry income	雜項收入	78	129
		740	716

Note: The HKSAR Government has launched the "Employment Support Scheme" to provide time-limited financial support to eligible employers to retain their employees due to the adverse situation of COVID-19 in Hong Kong.

附註：香港特別行政區政府推出「保就業」計劃，向合資格僱主提供有時限的財政支援，以助僱主在香港面對2019冠狀病毒病的嚴峻形勢中繼續聘用僱員。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

5. FINANCE COSTS

5. 融資成本

		For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Interest on bank borrowings	銀行借貸利息	136	131
Interest on lease liabilities	租賃負債的利息	92	240
Interest on shareholder's loans	股東貸款的利息	1,088	60
		1,316	431

6. LOSS BEFORE INCOME TAX

6. 除所得稅前虧損

The Group's loss before income tax is arrived at after charging/
(crediting):

本集團的除所得稅前虧損乃於扣除／(計入)下列各項後達致：

		For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Depreciation:	以下項目之折舊：		
– Owned property, plant and equipment	– 自有物業、廠房及設備	8	378
– Right-of-use assets	– 使用權資產	–	1,540
		8	1,918
Exchange gain, net	匯兌收益淨額	(65)	(265)
Employee benefit expenses (including directors' and chief executive's remuneration)	僱員福利開支(包括董事及主要行政人員酬金)	10,327	9,541

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

7. INCOME TAX CREDIT

The amount of income tax credit in the condensed consolidated statement of profit or loss and other comprehensive income represents:

		For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Current tax – overseas profits tax	即期稅項 – 境外利得稅		
– tax for the period	– 本期間稅項	–	–
– over-provision in respect of prior periods	– 過往期間超額撥備	–	8
Income tax credit	所得稅抵免	–	8

The Company was incorporated in the Cayman Islands and is exempted from income tax. It is not subject to tax in other jurisdictions.

No provision for Hong Kong profits tax has been made as the Company did not generate any assessable profits arising in Hong Kong during the Period and the six months ended 31 December 2021.

Taxes on assessable profits of overseas subsidiaries are calculated at the rates applicable in the respective jurisdictions.

8. DIVIDENDS

No dividend has been declared by the Company for the Period (for the six months ended 31 December 2021: Nil).

7. 所得稅抵免

簡明綜合損益及其他全面收入表中所得稅抵免金額指：

		For the six months ended 31 December 2022 截至 二零二二年 十二月三十一日 止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至 二零二一年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Current tax – overseas profits tax	即期稅項 – 境外利得稅		
– tax for the period	– 本期間稅項	–	–
– over-provision in respect of prior periods	– 過往期間超額撥備	–	8
Income tax credit	所得稅抵免	–	8

本公司於開曼群島註冊成立並獲豁免所得稅。其毋須繳納其他司法權區的稅項。

由於本公司於本期間及截至二零二一年十二月三十一日止六個月並無任何源自香港的應課稅溢利，因此並無作出香港利得稅撥備。

境外附屬公司的應課稅溢利的稅項按相關司法權區的適用稅率計算。

8. 股息

於本期間，本公司並無宣派任何股息（截至二零二一年十二月三十一日止六個月：無）。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

9. LOSSES PER SHARE

The calculation of the basic losses per share is based on the losses for the Period attributable to the ordinary equity holders of the Company, and the weighted average number of ordinary shares of 72,000,000 (for the six months ended 31 December 2021: (re-presented) 72,000,000).

The Group had no potentially dilutive ordinary shares in issue during the Period.

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

9. 每股虧損

每股基本虧損乃根據本公司普通股權持有人應佔本期間虧損及普通股之加權平均數72,000,000股(截至二零二一年十二月三十一日止六個月:(經重列)72,000,000股)計算。

本集團於本期間並無具潛在攤薄效應之已發行普通股。

本公司普通股權持有人應佔之每股基本虧損乃根據以下數據計算:

		For the six months ended 31 December 2022 截至二零二二年十二月三十一日止六個月 (unaudited) (未經審核)	For the six months ended 31 December 2021 截至二零二一年十二月三十一日止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Losses	虧損		
Losses for the purpose of basic losses per share	用於計算每股基本虧損之虧損	(10,939)	(8,156)
		Number of shares 股份數目	Number of shares 股份數目
		As at 31 December 2022 於二零二二年十二月三十一日	As at 31 December 2021 於二零二一年十二月三十一日
		'000 千股	'000 千股 (re-presented) (經重列)
Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic losses per share (Note)	用於計算每股基本虧損之普通股加權平均數(附註)	72,000	72,000

Note:

The weighted average number of ordinary shares in issue and basic and diluted loss per share were adjusted after taking into account the effect of the share consolidation completed on 23 August 2022 under which every ten ordinary shares of par value HK\$0.04 each in the share capital of the Company being consolidated into one share of par value HK\$0.40 each in the share capital of the Company (Note 13). Comparative figures have been retrospectively adjusted on the assumption that the above-mentioned share consolidation and the share consolidation completed on 24 November 2020 as set out in Note 13 had been effective since the beginning of the prior period.

附註:

已發行普通股之加權平均數及每股基本及攤薄虧損在計及二零二二年八月二十三日起生效之股份合併(據此本公司股本中每十股每股面值0.04港元之普通股合併為本公司股本中一股每股面值0.40港元之股份)之影響後作出調整(附註13)。比較數字已按上述股份合併以及附註13所載於二零二零年十一月二十四日完成之股份合併自上一期間開始時已經生效之假設而作出追溯調整。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. TRADE AND OTHER RECEIVABLES

10. 應收貿易及其他款項

			As at 31 December 2022 於 二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於 二零二二年 六月三十日 (audited) (經審核)
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Trade receivables	應收貿易款項	<i>i</i>	11,272	3,583
Retention receivables	應收保質金	<i>ii</i>	1,595	2,555
Deposits and other receivables	按金及應收其他款項	<i>iii</i>	3,183	2,722
Prepayments	預付款項	<i>iii</i>	15,771	7,733
Total	總計		31,821	16,593
Less: Non-current portion Deposits	減：非流動部份 按金	<i>iii</i>	(33)	(33)
Total current portion	流動部份總計		31,788	16,560

Notes:

(i)

附註：

(i)

			As at 31 December 2022 於 二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於 二零二二年 六月三十日 (audited) (經審核)
			HK\$'000 千港元	HK\$'000 千港元
Trade receivables	應收貿易款項		11,272	3,583
Less: provision for impairment on trade receivables	減：應收貿易款項減值撥備		–	–
			11,272	3,583

Trade receivables are non-interest bearing. The Group does not hold any collateral or other credit enhancements over these balances. The credit period granted to trade customers is within 30 days in general and up to 60 days upon the issue of the invoice, which is considered on a case-by-case basis. Application for progress payments of projects is made on a regular basis.

應收貿易款項乃不計息。本集團並未就該等結餘持有任何抵押品或採取其他加強信貸措施。本集團向貿易客戶授予之信貸期一般為30日內並按個別情況授予最多為發出發票後60日之信貸期。申請項目進度付款定期作出。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. TRADE AND OTHER RECEIVABLES (continued)

Notes: (continued)

(i) (continued)

The following is an analysis of trade receivables (net of impairment losses) by age, presented based on the invoice dates:

		As at 31 December 2022 於 二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於 二零二二年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Less than 1 month	不超過一個月	7,660	3,510
1 to 3 months	一至三個月	3,292	73
3 to 6 months	三至六個月	165	–
More than 6 months but less than one year	六個月以上但不超過一年	155	–
		11,272	3,583

(ii) Retention monies withheld by customers of contract works are released after the completion of maintenance period of the relevant contracts or in accordance with the terms specified in the relevant contracts. These retention monies are contract assets which 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 (i.e. completion of maintenance period). The contract assets are transferred to trade receivables when the rights become unconditional.

(iii) Included in the balances there was input value added tax ("VAT") receivable of approximately HK\$1,137,000 as at 31 December 2022 (as at 30 June 2022: HK\$482,000). Input VAT arose when the Group purchases materials from suppliers in the PRC and the input VAT can be deducted from output VAT on revenue generated in the PRC.

Expect for input VAT receivables which had no expiry date, the remaining balances of deposits, other receivables and prepayments as at 31 December 2022 and 30 June 2022 were neither past due nor impaired. Financial assets included in these balances are non-interest bearing and relate to receivables for which there was no recent history of default. Based on past experience, management is of the opinion that no provision for loss allowance is necessary in respect of these receivables as there has not been a significant change in credit quality and the credit risk is minimal.

10. 應收貿易及其他款項(續)

附註：(續)

(i) (續)

應收貿易款項(扣除減值虧損)之賬齡分析(按發票日期呈列)如下：

(ii) 客戶就合約工程扣留之保質金於相關合約保養期結束後或根據相關合約特定條款解除。此等保質金為主要與本集團就已完成但尚未開票的工程收取代價的權利有關之合約資產，因為該等權利以本集團未來之履約(即完成保養期)為條件。當權利成為無條件時，合約資產將轉移至應收貿易款項。

(iii) 結餘中包括二零二二年十二月三十一日的應收增值稅(「增值稅」)進項稅額約1,137,000港元(於二零二二年六月三十日：482,000港元)。增值稅進項稅額是在本集團向在中國的供應商購買材料時產生而增值稅進項稅額可以從中國產生的收入的增值稅銷項稅額中扣除。

除了並無到期日的應收增值稅進項稅額外，於二零二二年十二月三十一日及二零二二年六月三十日，按金、其他應收款項及預付款項的結餘乃既未逾期亦未減值。該等結餘包括的金融資產乃不計息且與近期並無拖欠記錄之應收款項有關。根據過往經驗，由於信貸質素並無顯著變動而信貸風險甚微，管理層認為毋須就此等應收款項作出減值虧損撥備。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

11. TRADE AND OTHER PAYABLES

11. 應付貿易及其他款項

		As at 31 December 2022 於 二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於 二零二二年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Trade payables (note (a))	應付貿易款項(附註(a))	1,495	3,831
Other payables and accruals (note (b))	其他應付及應計款項(附註(b))	8,274	8,472
Accrued interest	應計利息	252	134
Total	總計	10,021	12,437

Notes:

(a) An ageing analysis of trade payables, based on the invoice dates, is as follows:

附註:

(a) 應付貿易款項之賬齡分析(按發票日期)如下:

		As at 31 December 2022 於 二零二二年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2022 於 二零二二年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Less than 1 month	不超過一個月	81	906
1 to 3 months	一至三個月	439	423
3 to 6 months	三至六個月	12	185
More than 6 months but less than 1 year	六個月以上但不超過一年	180	869
More than 1 year	一年以上	783	1,448
		1,495	3,831

The Group's trade payables are non-interest bearing and generally have payment terms of 0 to 90 days.

(b) As at 31 December 2022, other payables are non-interest bearing and have average payment terms of 31 to 90 days (as at 30 June 2022: 31 to 90 days).

本集團的應付貿易款項乃不計息，且償還期限通常為0至90日。

(b) 於二零二二年十二月三十一日，其他應付款項乃不計息且平均償還期為31至90日(於二零二二年六月三十日：31至90日)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

12. SHAREHOLDER'S LOANS

On 27 August 2021, the Company entered into a shareholder's loan agreement with its shareholder, CGH (BVI) Limited ("CGH"), a company owned as to 50% each by Mr. Lee Wai Sang and Ms. Leung Mo Shan Jackie (both being the then executive directors of the Company), and obtained an unsecured and unguaranteed loan facility with interest-bearing of 5% per annum amounted to HK\$15,000,000 ("Loan Facility I") from CGH. Subsequently on 22 December 2021, the Company entered into another shareholder's loan agreement with CGH and obtained another unsecured and unguaranteed loan facility with interest-bearing of 2% per annum amounted to HK\$26,000,000 ("Loan Facility II") from CGH, by which Loan Facility I was superseded. During the Period, Loan Facility II has been fully drawn down by the Company.

On 7 September 2022, the Company entered into a shareholder's loan agreement with CGH and obtained an unsecured and unguaranteed loan facility with interest-bearing of 2% per annum amounted to HK\$13,000,000 ("Loan Facility III") from CGH. During the Period, amount of HK\$3,000,000 had been drawn down under Loan Facility III by the Company and had been fully repaid. Subsequently on 28 October 2022, the Company entered into another shareholder's loan agreement with CGH and obtained another unsecured and unguaranteed loan facility with interest-bearing of 2% per annum amounted to HK\$20,000,000 ("Loan Facility IV") from CGH, by which Loan Facility III was superseded. During the Period, Loan Facility IV had been fully drawn down by the Company.

On 21 November 2022, the Company entered into a shareholder's loan agreement with CGH and obtained an unsecured and unguaranteed loan facility with interest-bearing of 2% per annum amounted to HK\$30,000,000 ("Loan Facility V") from CGH. During the Period, Loan Facility V had been fully drawn down by the Company.

All loan facilities as mentioned herein and any outstanding interest shall be repaid by the Company to CGH by (i) the date on which CGH ceases to be a shareholder of the Company, and (ii) two years after the execution of the respective loan agreements, whichever is earlier.

The amortised cost of the above shareholder's loans was determined with the effective interest rate of 6%. In the opinion of the directors of the Company, the Company obtained the loans from its shareholder on better commercial terms.

As a result, the Group has recognised the better terms of the loan of approximately HK\$4,017,000 as deemed contribution for the Period and included as capital reserve in equity.

12. 股東貸款

於二零二一年八月二十七日，本公司與股東CGH (BVI) Limited (「CGH」) (一間由本公司當時之執行董事李偉生先生及梁慕珊女士各自持有50%的公司) 訂立股東貸款協議，並從CGH獲得一筆無抵押及無擔保之貸款融資，年利率為5%，金額為15,000,000港元 (「貸款融資I」)。隨後於二零二一年十二月二十二日，本公司與CGH訂立另一項股東貸款協議，並從CGH獲得另一筆無抵押及無擔保之貸款融資，年利率為2%，金額為26,000,000港元 (「貸款融資II」)，而貸款融資I被取代。於本期間，本公司已悉數提取貸款融資II。

於二零二二年九月七日，本公司與CGH訂立股東貸款協議，並從CGH獲得一筆無抵押及無擔保之貸款融資，年利率為2%，金額為13,000,000港元 (「貸款融資III」)。於本期間，本公司已根據貸款融資III提取3,000,000港元並已悉數償還該款項。隨後於二零二二年十月二十八日，本公司與CGH訂立另一項股東貸款協議，並從CGH獲得另一筆無抵押及無擔保之貸款融資，年利率為2%，金額為20,000,000港元 (「貸款融資IV」)，而貸款融資III被取代。於本期間，本公司已悉數提取貸款融資IV。

於二零二二年十一月二十一日，本公司與CGH訂立股東貸款協議，並從CGH獲得一筆無抵押及無擔保之貸款融資，年利率為2%，金額為30,000,000港元 (「貸款融資V」)。於本期間，本公司已悉數提取貸款融資V。

本公司應於(i)CGH不再為本公司股東之日，及(ii)簽訂有關貸款協議後兩年內(以較早者為準)向CGH償還本文所述之所有貸款融資及任何未償還利息。

上述股東貸款之攤銷成本是以實際利率6%釐定。本公司董事認為，本公司以更佳條款從股東獲得貸款。

因此，本集團於本期間已將按更佳條款提供之貸款約4,017,000港元確認為視作出資，並列入權益中之資本儲備。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

13. SHARE CAPITAL

Ordinary shares of HK\$0.4 (as at 30 June 2022: HK\$0.04) each

13. 股本

每股面值0.4港元(於二零二二年六月三十日: 0.04港元)之普通股

		Ordinary share per unit	Number of shares	
		每股普通股之面值	股份數目	
		HK\$ 港元	('000) 千股	HK\$'000 千港元
Authorised:	法定:			
At 1 July 2021, 30 June 2022 and 1 July 2022	於二零二一年七月一日、二零二二年六月三十日及二零二二年七月一日	0.04	2,500,000	100,000
Share consolidation (Note)	股份合併(附註)	–	(2,250,000)	–
At 31 December 2022	於二零二二年十二月三十一日	0.4	250,000	100,000
Issued and fully paid:	已發行及繳足:			
At 1 July 2021, 30 June 2022 and 1 July 2022	於二零二一年七月一日、二零二二年六月三十日及二零二二年七月一日	0.04	720,000	28,800
Share consolidation (Note)	股份合併(附註)	–	(648,000)	–
At 31 December 2022	於二零二二年十二月三十一日	0.4	72,000	28,800

Note: On 23 August 2022, the Company implemented the share consolidation on the basis that every ten ordinary shares of par value HK\$0.04 each in the share capital of the Company being consolidated into one share of par value HK\$0.40 each in the share capital of the Company. The share consolidation was duly passed by the shareholders of the Company by way of poll on 19 August 2022. Further details were set out in the Company's circular dated 29 July 2022 and the Company's announcements dated 8 July 2022 and 19 August 2022 respectively.

附註: 於二零二二年八月二十三日, 本公司實施股份合併, 基準為本公司股本中當時每十股每股面值0.04港元之普通股合併為本公司股本中一股每股面值0.40港元之股份。股份合併已於二零二二年八月十九日獲本公司股東以投票表決方式正式通過。進一步詳情分別載於本公司日期為二零二二年七月二十九日之通函以及本公司日期為二零二二年七月八日及二零二二年八月十九日之公告。

On 14 December 2022, the Company entered into a placing agreement (the "Placing Agreement") with a placing agent (the "Placing Agent") pursuant to which the Placing Agent has conditionally agreed, as the placing agent of the Company, to procure on a best effort basis to not less than six placees to subscribe for up to 14,400,000 ordinary shares with par value of HK\$0.4 each at a price of HK\$0.4 each (the "Placing"). The Placing was completed on 12 January 2023 subsequent to the Period (Note 16). Further details were set out in the Company's announcements dated 14 December 2022 and 12 January 2023.

於二零二二年十二月十四日, 本公司與配售代理(「配售代理」)訂立配售協議(「配售協議」), 據此, 配售代理有條件地同意出任本公司之配售代理, 以盡全力基準按每股0.4港元之價格安排不少於六名承配人認購最多14,400,000股每股面值0.4港元之普通股(「配售事項」)。配售事項已於本期間後二零二三年一月十二日完成(附註16)。進一步詳情載於日期為二零二二年十二月十四日及二零二三年一月十二日之本公司公告。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

14. RELATED PARTY TRANSACTIONS

- (a) In addition to the transactions and balances disclosed elsewhere in the condensed consolidated financial statements during the Period, the Group entered into the following significant transactions with its related parties:

14. 關聯方交易

- (a) 除於簡明綜合財務報表其他章節所披露的交易及結餘外，於本期間，本集團與其關聯方達成以下重大交易：

		For the Six months ended 31 December 2022 截至二零二二年十二月三十一日止六個月 (unaudited) (未經審核)		For the Six months ended 31 December 2021 截至二零二一年十二月三十一日止六個月 (unaudited) (未經審核)	
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元	
Design and project consultancy service income from related companies	來自關聯公司之設計及項目諮詢服務收入	(i)	550	30	
Management fee income from a related company	來自一間關聯公司之管理費收入	(ii)	204	192	
Service income from a related company	來自一間關聯公司之服務收入	(iii)	-	1	
Interest expense to the shareholder	向股東支付之利息開支		1,088	60	

Notes:

- (i) The amount represents income from design and project consultancy service from Nuovo Grafica (HK) Publications Limited ("Nuovo") (for the six months ended 31 December 2022: HK\$550,000; for the six months ended 31 December 2021: Nil) and HFL Limited (for the six months ended 31 December 2022: Nil; for the six months ended 31 December 2021: HK\$30,000). Ms. Leung Mo Shan Jackie is a director of Nuovo and Mr. Leung Pak Yin has full beneficial interest in Nuovo since 20 July 2020. Mr. Lee Wai Sang, Ms. Leung Mo Shan Jackie and Mr. Leung Pak Yin resigned as executive directors of the Company with effect from 13 December 2022.
- (ii) The amount represents income from management service for Nuovo (for the six months ended 31 December 2022: HK\$204,000; for the six months ended 31 December 2021: HK\$192,000). Ms. Leung Mo Shan Jackie is a director of Nuovo and Mr. Leung Pak Yin has full beneficial interest in Nuovo since 20 July 2020. Ms. Leung Mo Shan Jackie and Mr. Leung Pak Yin resigned as executive directors of the Company with effect from 13 December 2022.
- (iii) In the prior period, the amount represented service income from Absolute Music Limited ("Absolute Music"). Mr. Leung Mo Shan Jackie has 90% (As at 31 December 2021: 90%) beneficial interest in Absolute Music. Ms. Leung Mo Shan Jackie resigned as an executive director of the Company with effect from 13 December 2022.

附註：

- (i) 有關金額代表來自精進社(香港)出版有限公司(「精進社」)(截至二零二二年十二月三十一日止六個月：550,000港元；截至二零二一年十二月三十一日止六個月：無)及海福樓有限公司(截至二零二二年十二月三十一日止六個月：無；截至二零二一年十二月三十一日止六個月：30,000港元)之設計及項目諮詢服務收入。梁慕珊女士為精進社之董事，而梁伯然先生自二零二零年七月二十日擁有精進社全部實益權益。李偉生先生、梁慕珊女士及梁伯然先生辭去本公司執行董事職務，自二零二二年十二月十三日起生效。
- (ii) 有關金額代表來自精進社之管理服務收入(截至二零二二年十二月三十一日止六個月：204,000港元；截至二零二一年十二月三十一日止六個月：192,000港元)。梁慕珊女士為精進社之董事，而梁伯然先生自二零二零年七月二十日起擁有精進社全部實益權益。梁慕珊女士及梁伯然先生辭去本公司執行董事職務，自二零二二年十二月十三日起生效。
- (iii) 於上一期間，有關金額代表來自啟斯音樂有限公司(「啟斯音樂」)之服務收入。梁慕珊女士擁有啟斯音樂90%(於二零二一年十二月三十一日：90%)實益權益。梁慕珊女士辭去本公司執行董事職務，自二零二二年十二月十三日起生效。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

15. FAIR VALUE OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of financial assets and financial liabilities approximate to their carrying amounts largely due to the short-term maturities of these instruments.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

16. EVENT AFTER REPORTING PERIOD

On 14 December 2022, the Company entered into the Placing Agreement with the Placing Agent to proceed with the Placing. The Placing was completed on 12 January 2023 subsequent to the Period. Further details were set out in the Company's announcements dated 14 December 2022 and 12 January 2023.

On 27 March 2023, the Company published a voluntary announcement in respect of the assignment of the shareholder's loans (as disclosed in note 12 to the condensed consolidated financial statements in this report) by CGH to Suthep Investment Holding Limited, a company incorporated in the British Virgin Islands. Further details were set out in the Company's announcement dated 27 March 2023.

17. APPROVAL OF INTERIM RESULTS

The Group's unaudited condensed consolidated interim results and financial statements for the Period have been approved and authorized for issue by the Board on 27 February 2023.

15. 金融工具之公平值

管理層已評估，金融資產及金融負債之公平值與其各自之賬面值相若，主要由於該等工具於短期內到期。

金融資產及負債之公平值按自願雙方（非強迫或清盤銷售）之間的當前交易中進行交換的工具的金額入賬。

16. 報告期後事項

於二零二二年十二月十四日，本公司與配售代理訂立配售協議以進行配售事項。配售事項已於本期間後二零二三年一月十二日完成。進一步詳情載於日期為二零二二年十二月十四日及二零二三年一月十二日之本公司公告。

於二零二三年三月二十七日，本公司就CGH向Suthep Investment Holding Limited（一家於英屬處女群島註冊成立之公司）轉讓股東貸款（誠如本報告簡明綜合財務報表附註12所披露）發佈自願公告。進一步詳情載於本公司日期為二零二三年三月二十七日之公告。

17. 核准中期業績

本集團本期間之未經審核簡明綜合中期業績及財務報表已於二零二三年二月二十七日獲董事會批准及授權刊發。



📍 project location

