

Super Strong Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 8262

2015/16

THIRD QUARTERLY REPORT



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

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

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

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

FINANCIAL HIGHLIGHT

- The Group's revenue amounted to approximately HK\$417.4 million for the nine months ended 31 March 2016, representing an increase of approximately HK\$7.9 million or 1.9% as compared to the nine months ended 31 March 2015.
- Profit and total comprehensive income for the period attributable to the owners of the Company is approximately HK\$2.5 million for the nine months ended 31 March 2016, representing a decrease of approximately HK\$10.2 million or 80.3% as compared to the nine months ended 31 March 2015, which was mainly due to the listing expenses of approximately HK\$11.0 million incurred during the nine months ended 31 March 2016.
- The Board does not recommend the payment of an interim dividend for the nine months ended 31 March 2016.

THIRD QUARTERLY RESULTS

The board of Directors (the “Board”) of the Company is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the nine months ended 31 March 2016 (the “Relevant Period”), together with the unaudited comparative figures for the corresponding period in 2015 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (UNAUDITED)

For the nine months ended 31 March 2016

	Notes	Nine months ended 31 March	
		2016 HK\$'000 (Unaudited)	2015 HK\$'000 (Unaudited)
Revenue	3	417,353	409,520
Direct costs		(387,887)	(383,389)
Gross profit		29,466	26,131
Other income	4	1,200	2,984
Other expenses		(10,968)	–
Administrative expenses		(14,495)	(13,507)
Finance costs		(87)	(102)
Profit before taxation		5,116	15,506
Income tax expense	5	(2,658)	(2,808)
Profit and total comprehensive income for the period attributable to the owners of the Company		2,458	12,698
Earnings per share			
— Basic (HK cents)	7	0.39	2.65

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the nine months ended 31 March 2016

	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Accumulated profits HK\$'000	Total HK\$'000
At 1 July 2015 (audited)	5,000	-	(2,591)	88,464	90,873
Transfer as part of the Reorganisation	(5,000)	-	5,000	-	-
Contribution from Best Brain	-	-	10,000	-	10,000
Capitalisation issue	6,400	(6,400)	-	-	-
Issue of shares upon placing	1,600	51,200	-	-	52,800
Expenses incurred in connection with the issue of shares upon placing	-	(3,906)	-	-	(3,906)
Deemed distribution arising from issue of financial guarantee of a related company	-	-	(2,591)	-	(2,591)
Reversal of provision on financial guarantee to a related company upon early termination	-	-	1,754	-	1,754
Profit and total comprehensive income for the period	-	-	-	2,458	2,458
Dividend recognised as distribution (note 6)	-	-	-	(7,000)	(7,000)
At 31 March 2016 (unaudited)	8,000	40,894	11,572	83,922	144,388
At 1 July 2014 (audited)	5,000	-	(2,591)	72,995	75,404
Profit and total comprehensive income for the period	-	-	-	12,698	12,698
Dividend to equity holders	-	-	-	(1,000)	(1,000)
At 31 March 2015 (unaudited)	5,000	-	(2,591)	84,693	87,102

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the nine months ended 31 March 2016

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 22 September 2015. The registered office of the Company is located at PO Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands. The headquarter and principal place of business of the Company in Hong Kong is located at Unit D, 3/F., Freder Centre, 3 Mok Chong Street, Tokwawan, Kowloon, Hong Kong.

The Company's issued ordinary shares of HK\$0.01 each have been listed and traded on GEM of the Stock Exchange since 30 March 2016 (the "Listing Date").

Pursuant to the reorganisation of the Group (the "Reorganisation") in connection with the listing of the shares of the Company (the "Shares") on GEM (the "Listing"), the Company became the holding company of the companies comprising the Group on 14 December 2015. Details of the Reorganisation are set out in the prospectus of the Company dated 17 March 2016 (the "Prospectus") under the section headed "History, Development and Reorganisation".

The principal activity of the Company is investment holding. The Group's principal activities are the provision of property construction services in Hong Kong.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the Relevant Period have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards ("HKFRSs") issued by Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosure requirements of the GEM Listing Rules.

The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated financial statements of the Group are consistent with those applied in the Group's financial statements for the year ended 30 June 2015.

2. BASIS OF PREPARATION (CONTINUED)

The Group has adopted all of the new and revised standards, amendments and interpretations which are relevant to its operation and effective for the accounting periods beginning on or after 1 June 2015. The adoption of these new and revised standards, amendments and interpretation does not have significant impact on accounting policies of the Group, and amounts reported for the current period and prior periods.

The Group has not early adopted the new and revised HKFRSs that have been issued but not effective. There have been no significant changes to the accounting policies applied in these financial statements for the Relevant Period presented as a result of these developments.

The unaudited condensed consolidated financial statements of the Group for the Relevant Period have been prepared under the historical cost convention.

The unaudited condensed consolidated financial statements for the Relevant Period have not been audited by the Company's independent auditor, but have been reviewed by the Company's audit committee.

The preparation of the unaudited condensed consolidated financial statements of the Group for the Relevant Period is in conformity with the HKFRSs requirements in the use of certain critical accounting estimates. The HKFRSs also require the management to exercise their judgements in the process of applying the Group's accounting policies.

The unaudited condensed consolidated financial statements of the Group for the Relevant Period are presented in Hong Kong dollars ("HK\$"), which is the same functional currency of the Company.

3. REVENUE AND SEGMENTAL INFORMATION

Revenue represents the fair value of amounts received and receivable for services rendered by the Group to outside customers, less discount. Information reported to the Company's executive Directors, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of services provided.

Specifically, the Group's operating segments are as follows:

- (i) General building works — provision of construction works for residential buildings, commercial buildings, industrial buildings and general superstructure erection, and include erection of architectural superstructures, renovation, fitting out, alteration and addition works and other related works
- (ii) Specialised building works — provision of construction works for demolition, site formation and foundation works

	Nine months ended	
	31 March	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
General building works	359,688	361,866
Specialised building works	57,665	47,654
	417,353	409,520

4. OTHER INCOME

	Nine months ended 31 March	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Financial guarantee income	897	2,419
Rental Income	53	263
Interest Income	245	302
Other	5	–
	1,200	2,984

5. INCOME TAX EXPENSE

	Nine months ended 31 March	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Hong Kong Profits Tax	2,658	2,808

Hong Kong Profits Tax has been provided at the rate of 16.5% based on the estimated assessable profits of the Group for the periods as stated above.

6. DIVIDEND

During the Relevant Period, the Company and a wholly owned subsidiary of the Company after the Reorganisation, have declared and paid total dividends of HK\$7,000,000 to its then shareholders (Nine months ended 31 March 2015: HK\$1,000,000).

The Board does not recommend the payment of an interim dividend for the Relevant Period.

7. EARNINGS PER SHARE

The calculation of basic earnings per Share is based on the following data:

	Nine months ended 31 March	
	2016	2015
	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)
Earnings:		
Earnings for the purpose of calculating basic earnings per Share (profit and total comprehensive income for the period attributable to the owners of the Company)	2,458	12,698

	Nine months ended 31 March	
	2016	2015
	'000	'000
	(Unaudited)	(Unaudited)
Number of Shares:		
Weighted average number of ordinary Shares for the purpose of calculating basic earnings per Share	624,873	480,000

The number of ordinary Shares for the purpose of calculating basic earnings per Share has been determined on the assumption that the Reorganisation and the Capitalisation Issue as defined in the Prospectus had been effective on 1 July 2014.

No diluted earnings per Share was presented as there were no potential ordinary Shares in issue during the periods under review.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

REVENUE

The Group's revenue increased from approximately HK\$409.5 million for the nine months ended 31 March 2015 to approximately HK\$417.4 million for the Relevant Period, representing a growth of approximately 1.9%. Such increase was mainly due to the increase in the revenue generated from specialised building works during the Relevant Period.

DIRECT COSTS

The Group's direct costs increased from approximately HK\$383.4 million for the nine months ended 31 March 2015 to approximately HK\$387.9 million for the Relevant Period, representing an increase of approximately 1.2%. Such increase was in line with the increase in revenue during the Relevant Period.

GROSS PROFIT

Gross profit of the Group increased by approximately 13.0% from approximately HK\$26.1 million for the nine months ended 31 March 2015 to approximately HK\$29.5 million for the Relevant Period. The increase was mainly driven by the increase in gross profit generated from general building works for the Relevant Period.

OTHER INCOME

The Group's other income amounted to approximately HK\$3.0 million and HK\$1.2 million for the nine months ended 31 March 2015 and 2016 respectively, the decrease was mainly due to the decrease in financial guarantee income from approximately HK\$2.4 million for the nine months ended 31 March 2015 to approximately HK\$0.9 million for the Relevant Period.

LISTING EXPENSES

During the Relevant Period, the Group recognised non-recurring listing expenses of approximately HK\$11.0 million as expenses in connection with the Listing.

ADMINISTRATIVE EXPENSES

Administrative expenses of the Group increased by approximately 7.4% from approximately HK\$13.5 million for the nine months ended 31 March 2015 to approximately HK\$14.5 million for the Relevant Period. Administrative expenses primarily consist of rental expenses and staff costs. The increase was attributable to the increase in staff salary and the rental expenses during the Relevant Period.

INCOME TAX EXPENSE

Income tax expense for the Group decreased by approximately 3.6% from approximately HK\$2.8 million for the nine months ended 31 March 2015 to approximately HK\$2.7 million for the Relevant Period. The decrease was mainly due to the decrease in profit before tax, excluding the effect of non-deductible expenses, for examples, the listing expenses and non-chargeable other income items.

PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE PERIOD ATTRIBUTABLE TO THE OWNERS OF THE COMPANY

Profit and total comprehensive income for the period attributable to the owners of the Company decreased by approximately 80.3% from approximately HK\$12.7 million for the nine months ended 31 March 2015 to approximately HK\$2.5 million for the Relevant Period. Such decrease was primarily attributable to the listing expenses incurred by the Group for the Listing during the Relevant Period.

BUSINESS REVIEW AND OUTLOOK

The Group is principally engaged in general building works and specialised building works in Hong Kong. We generate revenue by provision of general building works and specialised building works which are contracted by our customers on project basis.

The general building works undertaken by us refer to the construction works performed by us at construction sites for residential buildings, commercial buildings, industrial buildings and general superstructure erection, and include (i) erection of architectural superstructures; and (ii) renovation, fitting out, alteration and addition works. We also undertake specialised building works, which comprise demolition, site formation and foundation works.

Looking forward, the Directors consider that the future opportunities which the Group faces will be affected by the condition of the property market in Hong Kong. The Directors are of the view that the number of properties to be built in Hong Kong is the key driver for the growth of the Hong Kong construction industry.

With the Group's experienced management team and reputation in the market, the Directors consider that the Group is well-positioned to compete against its competitors under such future challenges that are commonly faced by all competitors, and the Group will continue to pursue the following key business strategies: (i) further enhancing our participation in undertaking construction works from both the private sector and the public sector; (ii) further strengthening our manpower through recruiting additional qualified and experienced staff; (iii) establishing an integrated management system for quality, environment, occupational health and safety management; and (iv) further adhering our one-stop-shop strategy and prudent financial management.

DISCLOSURE OF INTERESTS

A. DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN THE SHARES, THE UNDERLYING SHARES OR DEBENTURES

As at 31 March 2016, the interests and short positions of the Directors and chief executives of the Company in the Shares, the underlying Shares or debentures of the Company or any of 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 or short positions which any such director or chief executive was taken or deemed to have under such provision of the SFO) or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to standard of dealings by Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

Long positions in the Shares

Name of Director	Nature of interest	Number of the Shares held/ interested in	Percentage of shareholding
Mr. Kwok Tung Keung ("Mr. Kwok")	Interest in controlled corporation (<i>Note 1</i>)	400,000,000	50%
Mr. Lee Kin Kee ("Mr. Lee")	Interest in controlled corporation (<i>Note 2</i>)	160,000,000	20%

Notes:

1. Mr. Kwok beneficially owns 100% of the issued share capital of Best Brain Investments Limited ("Best Brain"). By virtue of the SFO, Mr. Kwok is deemed to be interested in the same number of the Shares held by Best Brain.
2. Mr. Lee beneficially owns 100% of the issued share capital of Neo Paramount Limited ("Neo Paramount"). By virtue of the SFO, Mr. Lee is deemed to be interested in the same number of the Shares held by Neo Paramount.

Save as disclosed above, as at 31 March 2016, none of the Directors nor chief executive of the Company has registered an interest or short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) (i) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under such provisions of the SFO); or (ii) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

B. SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES OR UNDERLYING SHARES

So far as the Directors are aware, as at 31 March 2016, the following persons (other than the Directors or chief executive of the Company) or companies were interested in 5% or more of the issued share capital of the Company which were recorded in the register of interests required to be kept by the Company under Section 336 of the SFO, or to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO and the GEM Listing Rules:

Name of shareholder	Nature of interest	Number of the Shares held/ interested in	Long/short position	Percentage of total issued share capital of the Company
Best Brain	Beneficial owner	400,000,000	Long	50%
Neo Paramount	Beneficial owner	160,000,000	Long	20%

Save as disclosed above, as at 31 March 2016, the Directors were not aware of any other persons or companies who had any interest or short position in the Shares or underlying Shares of the Company that was required to be recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO, or which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO.

COMPETING INTERESTS

During the Relevant Period, so far as the Directors are aware, none of the Directors or the controlling shareholders of the Company, neither themselves nor their respective close associates (as defined in the GEM Listing Rules) had any business or interest that competes or may compete with the business of the Group, or any other conflict of interests which any such person has or may have with the Group.

INTEREST OF COMPLIANCE ADVISOR

As at 31 March 2016, as notified by the Company's compliance advisor, Titan Financial Services Limited (the "Compliance Advisor"), except for the compliance advisor agreement entered into between the Company and the Compliance Advisor dated on 16 December 2015, neither the Compliance Advisor nor any of its directors, employees or close associates had any interests in the share capital of the Company or any member of the Group (including options or rights to subscribe for such securities) or otherwise in relation to the Company which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules.

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

Since the Listing Date and up to 31 March 2016, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

CORPORATE GOVERNANCE CODE

Since the Listing Date and up to 31 March 2016, the Company has complied with the applicable code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix 15 of the GEM Listing Rules.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Group has adopted a code of provisions of conduct regarding securities transactions by the Directors (the “Code of Conduct”) on terms no less exacting than the required standards of dealings concerning securities transactions by the Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiries with the Directors, all Directors have confirmed that they have complied with the required standards set out in the Code of Conduct since the Listing Date and up to 31 March 2016.

DIVIDEND

The Board does not recommend the payment of an interim dividend for the Relevant Period.

SHARE OPTION SCHEME

The Company conditionally adopted a share option scheme on 9 March 2016 (the “Scheme”). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

No share option has been granted since the adoption of the Scheme and there was no share option outstanding as at 31 March 2016.

AUDIT COMMITTEE

The Company has established an audit committee (the “Audit Committee”) on 9 March 2016 with its written terms of reference in compliance with paragraphs C3.3 and C3.7 of the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of the Group, nominate and monitor external auditors and to provide advices and comments to the Board on matters related to corporate governance. The Audit Committee consists of three members, namely Mr. Li Kar Fai Peter, Mr. So Chi Wai and Ms. Wong Shuk Fong, all being independent non-executive Directors of the Company. Mr. Li Kar Fai Peter currently serves as the chairman of the Audit Committee.

The Audit Committee has reviewed the unaudited condensed consolidated financial statements of the Group for the Relevant Period.

By Order of the Board
Super Strong Holdings Limited
Kwok Tung Keung
Chairman and executive Director

Hong Kong, 6 May 2016

As at the date of this report, the executive Directors are Mr. Kwok Tung Keung and Mr. Chan Siu Kay Francis, non-executive Director is Mr. Lee Kin Kee and the independent non-executive Directors are Mr. Li Kar Fai Peter, Mr. So Chi Wai and Ms. Wong Shuk Fong.