

香港交易及結算所有限公司及香港聯合交易所有限公司對本公告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本公告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。



**WINSON HOLDINGS HONG KONG LIMITED**

**永順控股香港有限公司**

(於開曼群島註冊成立之有限公司)

(股份代號：8421)

**截至2017年12月31日止九個月的第三季度業績公告**

香港聯合交易所有限公司(「聯交所」)創業板(「創業板」)的特色

創業板乃為較其他於聯交所上市的公司帶有較高投資風險的公司提供一個上市市場。有意投資者應了解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。創業板的較高風險及其他特色表示創業板較適合專業及其他經驗豐富的投資者。

由於創業板上市公司新興的性質使然，於創業板買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時無法保證於創業板買賣的證券會有高流通量的市場。

本公告之資料乃遵照創業板證券上市規則(「創業板上市規則」)而刊載，旨在提供有關永順控股香港有限公司(「本公司」)之資料；本公司之董事(「董事」)願就本公告之資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本公告所載資料在各重要方面均準確完備，沒有誤導或欺詐成分，且並無遺漏任何其他事項，足以令本公告所載任何陳述或本公告產生誤導。

董事會（「董事會」）宣佈本公司截至2017年12月31日止三個月及九個月的未經審核簡明綜合業績。本公告載列本公司2017年第三季度報告全文，乃符合創業板上市規則有關季度業績初步公告附載資料的相關規定。本公司2017年第三季度報告的印刷版本將會寄發予本公司股東，並可於2018年2月7日在創業板網站 [www.hkgem.com](http://www.hkgem.com) 及本公司網站 [www.winsongrouphk.com](http://www.winsongrouphk.com) 閱覽。

2017

THIRD QUARTERLY REPORT  
第三季度業績報告



**WINSON HOLDINGS HONG KONG LIMITED**  
**永順控股香港有限公司**

(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 : 8421

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

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

## 香港聯合交易所有限公司(「聯交所」)創業板(「創業板」)的特色

創業板乃為較其他於聯交所上市的公司帶有較高投資風險的公司提供一個上市市場。有意投資者應了解投資於該等公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。創業板的較高風險及其他特色表示創業板較適合專業及其他經驗豐富的投資者。

由於創業板上市公司新興的性質使然，於創業板買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時無法保證於創業板買賣的證券會有高流通量的市場。

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本報告之資料乃遵照創業板證券上市規則(「創業板上規規則」)而刊載，旨在提供有關永順控股香港有限公司(「本公司」)之資料；本公司之董事(「董事」)願就本報告之資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均準確完備，沒有誤導或欺詐成分，且並無遺漏任何其他事項，足以令本報告所載任何陳述或本報告產生誤導。

## UNAUDITED THIRD QUARTERLY RESULTS

## 未經審核第三季度業績

The board of Directors (the “Board”) of Winson Holdings Hong Kong Limited (the “Company”, together with its subsidiaries, the “Group”) is pleased to announce the unaudited condensed consolidated results of the Group for the three months and nine months ended 31 December 2017, together with the comparative unaudited figures for the corresponding period in 2016, as follows:

永順控股香港有限公司(「本公司」, 連同其附屬公司·「本集團」)董事會(「董事會」)欣然宣佈·本集團截至2017年12月31日止三個月及九個月之未經審核簡明綜合業績·連同2016年同期未經審核比較數字如下:

## CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 簡明綜合全面收益表

For the three months and nine months ended 31 December 2017

截至2017年12月31日止三個月及九個月

		Notes 附註	Three months ended 31 December 截至12月31日止三個月		Nine months ended 31 December 截至12月31日止九個月	
			2017 2017年 HK\$'000 千港元 (unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (unaudited) (未經審核)	2017 2017年 HK\$'000 千港元 (unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (unaudited) (未經審核)
Revenue	收益	3	128,890	117,602	377,095	347,494
Cost of services	服務成本		(109,701)	(100,705)	(320,469)	(296,526)
Gross profit	毛利		19,189	16,897	56,626	50,968
Other income and gains	其他收入及收益	3	100	113	542	436
General operating expenses	一般經營開支		(11,965)	(9,640)	(34,573)	(29,002)
Listing expenses	上市開支		—	—	—	(4,017)
Finance costs	融資成本	4	(201)	(579)	(864)	(1,840)
Profit before income tax	除所得稅前溢利	5	7,123	6,791	21,731	16,545
Income tax expense	所得稅開支	6	(1,452)	(1,203)	(4,381)	(3,904)
Profit for the period and total comprehensive income for the period attributable to owners of the Company	期內溢利及本公司擁有人應佔期內全面收益總額		5,671	5,588	17,350	12,641
Earnings per share	每股盈利	8				
— Basic	— 基本		HK0.95 cent 港仙	HK1.24 cents 港仙	HK2.89 cents 港仙	HK2.81 cents 港仙
— Diluted	— 攤薄		HK0.95 cent 港仙	HK1.24 cents 港仙	HK2.89 cents 港仙	HK2.81 cents 港仙

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY 簡明綜合權益變動表

For the nine months ended 31 December 2017

截至2017年12月31日止九個月

		Share capital	Share premium	Merger reserve	Share option reserve	Retained profits	Total
		股本	股份溢價	合併儲備	購股權儲備	保留溢利	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
At 1 April 2016 (audited)	於2016年4月1日 (經審核)	—	—	20,927	—	7,829	28,756
Profit for the period and total comprehensive income for the period	期內溢利及期內全面收益總額	—	—	—	—	12,641	12,641
At 31 December 2016 (unaudited)	於2016年12月31日 (未經審核)	—	—	20,927	—	20,470	41,397
At 1 April 2017 (audited)	於2017年4月1日 (經審核)	6,000	48,177	20,917	18	16,508	91,620
Recognition of share-based payment expense	確認以股份為基礎的付款開支	—	—	—	12	—	12
Profit for the period and total comprehensive income for the period	期內溢利及期內全面收益總額	—	—	—	—	17,350	17,350
At 31 December 2017 (unaudited)	於2017年12月31日 (未經審核)	6,000	48,177	20,917	30	33,858	108,982

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

## 簡明綜合財務報表附註

### 1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 31 May 2016 under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The Company's shares were listed on the GEM since 16 March 2017.

The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. Its principal place of business is Suite 2702, 27th Floor, Tower 2, Nina Tower, No. 8 Yeung Uk Road, Tsuen Wan, New Territories, Hong Kong.

The Company is an investment holding company. The principal activities of the Group are engaged in provisions of environmental hygiene and related services and airline catering support services in Hong Kong.

### 2. BASIC OF PREPARATION AND ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements for the nine months ended 31 December 2017 have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards and Interpretations (hereinafter collectively referred to as the "HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants and applicable disclosures required by the GEM Listing Rules.

The unaudited condensed consolidated financial statements for the nine months ended 31 December 2017 have been prepared on the historical cost basis and have presented in Hong Kong Dollars ("HK\$"), which is also the functional currency of the Company and all values are rounded to the nearest thousand ("HK\$'000") except otherwise indicated.

### 1. 一般資料

本公司於2016年5月31日根據開曼群島法例第22章公司法(1961年第3號法例(經綜合及修訂))在開曼群島註冊成立為獲豁免有限公司。本公司股份於2017年3月16日起在創業板上市。

本公司註冊辦事處之地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。其主要營業地點為香港新界荃灣楊屋道8號如心廣場2期27樓2702室。

本公司為投資控股公司。本集團的主要業務乃於香港從事提供環境衛生及相關服務以及航空餐飲支援服務。

### 2. 編製基準及會計政策

截至2017年12月31日止九個月之未經審核簡明綜合財務報表已根據香港會計師公會頒佈的所有適用香港財務報告準則、香港會計準則及詮釋(以下統稱「香港財務報告準則」)以及創業板上市規則的適用披露規定編製。

除另有註明者外，截至2017年12月31日止九個月之未經審核簡明綜合財務報表已根據歷史成本基準編製，並以港元(「港元」)(其亦為本公司之功能貨幣)呈列，而所有數值均調整至最接近千位(「千港元」)。

## 2. BASIC OF PREPARATION AND ACCOUNTING POLICIES (Continued)

The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated financial statements for the nine months ended 31 December 2017 are consistent with those adopted in the preparation of the annual financial statements for the year ended 31 March 2017. The condensed consolidated financial statements should be read in conjunction with the annual financial statements for the year ended 31 March 2017.

On 1 April 2017, the Group has adopted all the new and revised HKFRSs that are effective from that date and are relevant to its operations. The adoption of these new/revised HKFRSs does not result in changes to the Group's accounting policies and has no material effect on the amounts reported for the current or prior period.

The Group has not applied the new and revised HKFRSs which have been issued but are not yet effective.

## 2. 編製基準及會計政策 (續)

編製截至2017年12月31日止九個月之未經審核簡明綜合財務報表所採用之會計政策及計算方法與編製截至2017年3月31日止年度之年度財務報表所採用者一致。簡明綜合財務報表應與截至2017年3月31日止年度之年度財務報表一併閱讀。

於2017年4月1日，本集團已採納所有自當日起生效並與其業務相關之新訂及經修訂香港財務報告準則。採納該等新訂／經修訂香港財務報告準則並無對本集團之會計政策造成變動，亦無對本期間或過往期間之呈報金額造成重大影響。

本集團並無應用已頒佈但尚未生效之新訂及經修訂香港財務報告準則。



### 3. REVENUE, OTHER INCOME AND GAINS 3. 收益、其他收入及收益

Revenue represents the income from environmental hygiene and related services and airline catering support services rendered.

收益指提供環境衛生及相關服務以及航空餐飲支援服務所產生的收入。

(a) The Group's revenue recognised during the period are as follows:

(a) 本集團於期內確認的收益如下：

		Three months ended 31 December		Nine months ended 31 December	
		截至12月31日止三個月		截至12月31日止九個月	
		2017	2016	2017	2016
		2017年	2016年	2017年	2016年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Revenue:	收益：				
Environmental hygiene and related services	環境衛生及相關服務	118,665	108,883	346,677	321,541
Airline catering support services	航空餐飲支援服務	10,225	8,719	30,418	25,953
		128,890	117,602	377,095	347,494

(b) The Group's other income and gains are as follows:

(b) 本集團其他收入及收益如下：

		Three months ended 31 December		Nine months ended 31 December	
		截至12月31日止三個月		截至12月31日止九個月	
		2017	2016	2017	2016
		2017年	2016年	2017年	2016年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Other income and gains:	其他收入及收益：				
Gain/(loss) on disposal of property, plant and equipment	出售物業、廠房及設備所得收益／(虧損)	(4)	—	103	—
Sales of scrap materials	廢料銷售	103	113	398	436
Sundry income	雜項收入	1	—	41	—
		100	113	542	436

#### 4. FINANCE COSTS

#### 4. 融資成本

		Three months ended 31 December		Nine months ended 31 December	
		截至12月31日止三個月		截至12月31日止九個月	
		2017	2016	2017	2016
		2017年	2016年	2017年	2016年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Interest on bank borrowings	銀行借款利息	201	579	864	1,840

#### 5. PROFIT BEFORE INCOME TAX

#### 5. 除所得稅前溢利

The Group's profit before income tax is arrived at after charging:

本集團之除所得稅前溢利乃經扣除：

		Three months ended 31 December		Nine months ended 31 December	
		截至12月31日止三個月		截至12月31日止九個月	
		2017	2016	2017	2016
		2017年	2016年	2017年	2016年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Cost of inventories recognised as expenses	確認為開支的存貨成本	4,404	3,774	10,963	10,706
Depreciation	折舊	938	859	2,746	2,583
Employee costs (including directors' remuneration):	僱員成本(包括董事薪酬):				
Wages, salaries and allowances	工資、薪金及補貼	75,781	76,631	230,143	223,802
Retirement scheme contributions	退休計劃供款	3,472	3,341	10,391	9,904
Share-based compensation	以股份為基礎的補償	4	—	12	—
		79,257	79,972	240,546	233,706

## 6. INCOME TAX EXPENSE

Hong Kong Profits Tax has been provided at the rate of 16.5% on the estimated assessable profits for the three months and nine months ended 31 December 2017 and 2016.

## 6. 所得稅開支

截至2017年及2016年12月31日止三個月及九個月，香港利得稅已按估計應課稅溢利的16.5%稅率計提撥備。

		Three months ended 31 December		Nine months ended 31 December	
		截至12月31日止三個月 2017	2016	截至12月31日止九個月 2017	2016
		2017年	2016年	2017年	2016年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(unaudited)	(unaudited)	(unaudited)	(unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Current tax — Hong Kong Profits Tax	即期稅項 — 香港利得稅	1,489	1,219	4,455	3,951
Deferred taxation	遞延稅項	(37)	(16)	(74)	(47)
		1,452	1,203	4,381	3,904

## 7. DIVIDEND

The Board has resolved not to declare any interim dividend for the nine months ended 31 December 2017 (during the period from 31 May 2016, the date of incorporation, to 31 December 2016: Nil).

## 7. 股息

董事會議決不宣派截至2017年12月31日止九個月之任何中期股息(自2016年5月31日(註冊成立日期)起至2016年12月31日止期間：無)。

## 8. EARNINGS PER SHARE

The calculation of basic earnings per share for periods in 2017 is based on the profit attributable to owners of the Company and on the number of 600,000,000 ordinary shares in issue, being the number of shares of the Company as at 31 December 2017. Given that there was no movement in the number of ordinary shares in issue during the period, the weighted average number of shares used for the purpose of calculation of the basic earnings per share is 600,000,000 for both three months ended 31 December 2017 and nine months ended 31 December 2017.

## 8. 每股盈利

於2017年期間，每股基本盈利按本公司擁有人應佔溢利及已發行普通股數目600,000,000股(即本公司於2017年12月31日的股份數目)計算。鑒於已發行普通股的數目於本期間內並無變動，故於截至2017年12月31日止三個月及截至2017年12月31日止九個月用作計算每股基本盈利的加權平均股份數目均為600,000,000股。

## 8. EARNINGS PER SHARE (Continued)

For the periods in 2016, the calculation of basic earnings per share is based on the profit attributable to owners of the Company and on the basis of weighted average number of 450,000,000 ordinary shares in issue, being the number of ordinary shares deemed to have been issued throughout the three months ended 31 December 2016 and nine months ended 31 December 2016.

The calculation of diluted earnings per share for the three months ended 31 December 2017 and nine months ended 31 December 2017 does not assume the exercise of the Company's outstanding share options as the exercise price of those options is higher than the average market price for shares for the period from 1 April 2017 to 31 December 2017.

Diluted earnings per share are the same as the basic earnings per share for the three months ended 31 December 2016 and the nine months ended 31 December 2016 as the Group has no potential dilutive ordinary shares during the period from 1 April 2016 to 31 December 2016.

## 8. 每股盈利(續)

於2016年期間，每股基本盈利按本公司擁有人應佔溢利及已發行普通股加權平均數450,000,000股(即於截至2016年12月31日止三個月及截至2016年12月31日止九個月整段期間被視為已發行的普通股的數目)計算。

由於購股權的行使價高於股份於2017年4月1日至2017年12月31日期間之平均市價，故截至2017年12月31日止三個月及截至2017年12月31日止九個月的每股攤薄盈利的計算並無假設行使本公司尚未行使的購股權。

由於本集團於2016年4月1日至2016年12月31日期間並無潛在攤薄普通股，故截至2016年12月31日止三個月及截至2016年12月31日止九個月的每股攤薄盈利與每股基本盈利相同。

## MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS REVIEW

### 業務回顧

The Group's two principal businesses, consisting of environmental hygiene and related services and airline catering support services, performed stably for the nine months ended 31 December 2017 (the "Period under Review"). The operations contributed combined revenue of approximately HK\$128.9 million for the three months ended 31 December 2017 and approximately HK\$377.1 million for the Period under Review, grew by approximately 9.6% and approximately 8.5% from approximately HK\$117.6 million and approximately HK\$347.5 million respectively when compared to the corresponding period in last year. Gross profit amounted to approximately HK\$19.2 million for the three months ended 31 December 2017 and approximately HK\$56.6 million for the Period under Review, representing year-on-year increases of approximately 13.6% and approximately 11.1% from approximately HK\$16.9 million and approximately HK\$51.0 million respectively from the corresponding period of 2016. Furthermore, the Group had cash and cash equivalents of approximately HK\$57.0 million as at 31 December 2017.

截至2017年12月31日止九個月期間(「回顧期間」)，本集團兩個主要業務，包括環境衛生及相關服務以及航空餐飲支援服務表現穩定。於截至2017年12月31日止三個月及回顧期間，業務分別產生總收益約128.9百萬港元及約377.1百萬港元，較去年同期的約117.6百萬港元及約347.5百萬港元分別增長約9.6%及約8.5%。於截至2017年12月31日止三個月及回顧期間，毛利分別約為19.2百萬港元及約56.6百萬港元，較2016年同期的約16.9百萬港元及約51.0百萬港元分別同比增長約13.6%及約11.1%。此外，於2017年12月31日，本集團的現金及現金等價物約為57.0百萬港元。

Indicative of the Group's solid reputation in environmental hygiene and related services and growing prominence in airline catering support services, it has been able to renew contracts with many of its clients as well as secure new contracts. In respect of the former, the total value of renewed contracts held by the Group amounted to approximately HK\$548.5 million as at 31 December 2017, while the total value of new contracts awarded during the third quarter of 2017 was approximately HK\$4.4 million.

鑒於本集團於環境衛生及相關服務的良好聲譽及航空餐飲支援服務日漸增長，本集團成功與多名客戶續約並獲得新合約。就環境衛生及相關服務而言，於2017年12月31日，本集團所持有的續期合約總價值約為548.5百萬港元，而於2017年第三季度內獲得的新合約總價值約為4.4百萬港元。

## BUSINESS SEGMENT ANALYSIS

### Environmental Hygiene and Related Services

Environmental hygiene and related services have traditionally been a major source of revenue for the Group. This has continued for the third quarter of 2017 and the Period under Review, with the business generating revenue of approximately HK\$118.7 million and approximately HK\$346.7 million respectively, representing corresponding year-on-year increases of approximately 9.0% and approximately 7.8% from approximately HK\$108.9 million and approximately HK\$321.5 million respectively. Gross profit has likewise achieved a favourable upswing, amounting to approximately HK\$18.0 million for the third quarter of 2017 and approximately HK\$53.2 million for the Period under Review, grew by approximately 15.4% and approximately 13.0% from approximately HK\$15.6 million and approximately HK\$47.0 million respectively when compared to the corresponding period of 2016. As at 31 December 2017, the estimated total value of environmental hygiene services contracts held by the Group amounted to approximately HK\$925.4 million, of which approximately HK\$668.0 million was ongoing contracts, approximately HK\$572.8 million being contracts won during the Period under Review, and approximately HK\$403.0 million secured during the third quarter of 2017. The growth momentum was driven in part by the awarding of a new contract from a major railway operator which covers cleaning services for its tracks, tunnels and plant rooms found along all of its railway lines and some high level cleaning services in areas 3 meters and above.

### Airline Catering Support Services

Though the airline catering support services business provides a supplementary source of revenue for the Group, it has nonetheless become an inseparable part of the Group's make up. For the third quarter of 2017 and the Period under Review, the business generated revenue of approximately HK\$10.2 million and approximately HK\$30.4 million respectively, or corresponding year-on-year increases of approximately 17.3% and approximately 17.2% from approximately HK\$8.7 million and approximately HK\$25.9 million. In respect of gross profit, approximately HK\$1.2 million and approximately HK\$3.4 million were recorded for the third quarter of 2017 and the Period under Review respectively.

Both the environmental hygiene and related services and airline catering support services businesses experienced keen competition, which, compounded by an ongoing shortage of labour made operating conditions challenging during the Period under Review. Nonetheless, the Group's solid reputation backed by a loyal and skilled workforce capable of consistently delivering quality, dependable service enabled it to achieve a highly respectable performance that the management will seek to build on.

## 業務分部分析

### 環境衛生及相關服務

環境衛生及相關服務一直為本集團的主要收入來源。於2017年第三季度及回顧期間，業務分別產生收益約118.7百萬港元及約346.7百萬港元，較去年同期的約108.9百萬港元及約321.5百萬港元分別同比增長約9.0%及約7.8%。毛利表現利好上揚，於2017年第三季度及回顧期間分別約為18.0百萬港元及約53.2百萬港元，較2016年同期的約15.6百萬港元及約47.0百萬港元分別增長約15.4%及約13.0%。於2017年12月31日，本集團所持有的環境衛生服務合約的估計總價值約為925.4百萬港元，其中約668.0百萬港元為進行中合約，而另外的約572.8百萬港元及約403.0百萬港元分別為於回顧期間及2017年第三季度贏得的合約。增長動力部分來自與一家主要鐵路營運商簽訂的新合約，該合約涵蓋其所有鐵路沿線的軌道、隧道及機房的清潔服務，以及3米及以上的高空清潔服務。

### 航空餐飲支援服務

儘管航空餐飲支援服務業務是本集團的補充性收入來源，但漸漸亦成為本集團不可分割的組成部分。於2017年第三季度及回顧期間，該業務分別錄得收益約10.2百萬港元及約30.4百萬港元，分別較去年同期的約8.7百萬港元及約25.9百萬港元增長約17.3%及約17.2%。於2017年第三季度及回顧期間，分別錄得毛利約1.2百萬港元及約3.4百萬港元。

環境衛生及相關服務以及航空餐飲支援服務業務均面對行業的激烈競爭，再加上人手持續短缺，以致回顧期間內的經營狀況困難。儘管如此，本集團憑藉其優良的聲譽及可信賴並能持續提供優質可靠服務的團隊，繼續取得令人滿意的成績，管理層亦會繼續往開來，努力開拓集團遠景。

## PROSPECTS

With the ushering of the new year, the Group expects 2018 to be a period of modest growth as many major contracts for environmental hygiene and related services have either been renewed or awarded to industry players including the Group. As for airline catering support services, demand is expected to be on a growth trend due to well performed tourist industry.

Despite the abovementioned market prognoses, the management considers the coming year to be an ideal opportunity for the Group to strengthen its capabilities and fortify its position in the respective markets. Towards these objectives, it will continue to examine ways to optimise operations, including the introduction of automation where feasible for allowing it to lessen its labour dependence, particularly given the ongoing labour shortage which has driven associated costs upwards. That being said, the management also recognises that certain services are dependent on the expertise of its workforce, hence training will continue to not only maintain the professionalism of staff, but also to bolster their capabilities.

Mindful that opportunities are seized upon and not given, the management will closely examine all avenues where the Group's expertise in environmental hygiene and related services and airline catering support services can be introduced. It will also look to extend business relations with clients by leveraging the experience gained from past projects. By taking a proactive approach, the management trusts that the Group will be able to maintain its competitiveness and growth irrespective of market conditions.

## FINANCIAL REVIEW

### Revenue

For the nine months ended 31 December 2017, total revenue was approximately HK\$377.1 million, representing an increase of approximately 8.5% as compared with the nine months ended 31 December 2016 or approximately 9.6% as compared with the three months ended 31 December 2017. The reason of the increase was mainly due to the increase in net value of the contract sum and contract number procured during the Period under Review compared to same period in last year.

## 前景

隨著新年的到來，業界(包括本集團)陸續獲得重續或取得多份有關環境衛生及相關服務的重大合約，因此預期2018年將為本集團穩定增長的一年。航空餐飲支援服務方面，預期將在旅遊行業的良好表現推動下呈現增長趨勢。

除上文所述的市場預測外，管理層相信本集團仍會把握來年機遇，增強自身實力以及鞏固於各相關市場的地位。為實現上述目標，本集團將繼續探索優化運營的方案，包括於可行情況下引入自動化設備，以減少對人力的倚賴，緩和人手持續短缺導致的相關成本上漲問題。儘管如此，管理層深知，若干服務有賴於員工團隊的專業性，因此本集團亦將繼續致力保持員工的專業性，同時提高員工的工作能力。

愚者坐等機遇，能者把握機會。因此，本集團將密切關注能發揮自身於環境衛生及相關服務以及航空餐飲支援服務方面專長的機遇，亦將利用在過往項目中積累的經驗，尋求擴展與客戶的業務關係。管理層相信，通過採取積極策略，本集團將能夠應對市場環境、維持其競爭力並實現增長。

## 財務回顧

### 收益

截至2017年12月31日止九個月，總收益約為377.1百萬港元，較截至2016年12月31日止九個月增加約8.5%，或較截至2017年12月31日止三個月增加約9.6%。增加原因乃主要由於回顧期間獲得的合約金額淨值及合約數量較去年同期增加。

## Gross Profit and Gross Profit Margin

The gross profit increased by approximately 11.1% from approximately HK\$51.0 million for the nine months ended 31 December 2016 to approximately HK\$56.6 million for the nine months ended 31 December 2017 or 13.6% from approximately HK\$16.9 million for the three months ended 31 December 2016 to approximately HK\$19.2 million for the three months ended 31 December 2017. The gross profit margin slightly increased to approximately 15.0% and approximately 14.9% for the nine and three months ended 31 December 2017 respectively as compared with both the nine and three months ended 31 December 2016 (gross profit margin was approximately 14.7% and approximately 14.4% for the nine and three months ended 31 December 2016 respectively). The increase of gross profit and gross profit margin were mainly due to profit generated from new clients and consistent cost control over existing contracts despite of the fact that wages is on the upside and manpower resources is tight in the labour market.

## General operating expenses

The Group's general operating expenses increased by approximately 19.2% from approximately HK\$29.0 million for the nine months ended 31 December 2016 to approximately HK\$34.6 million for the nine months ended 31 December 2017. As compared with the three months ended 31 December 2016, the general operating expenses increased by approximately 24.1% from approximately HK\$9.6 million to approximately HK\$12.0 million for the three months ended 31 December 2017. The increase in general operating expenses was mainly due to increase in Directors' emoluments, administrative staff costs and professional services expenses.

## Finance Costs

Due to decrease in bank borrowings, the Group's finance costs decreased by approximately 53.0% to approximately HK\$0.9 million for the nine months ended 31 December 2017 as compared to approximately HK\$1.8 million for the nine months ended 31 December 2016. The finance costs was approximately HK\$0.2 million and HK\$0.6 million for the three months ended 31 December 2017 and 2016 respectively.

## 毛利及毛利率

毛利由截至2016年12月31日止九個月的約51.0百萬港元增加約11.1%至截至2017年12月31日止九個月的約56.6百萬港元，或由截至2016年12月31日止三個月的約16.9百萬港元增加13.6%至截至2017年12月31日止三個月的約19.2百萬港元。截至2017年12月31日止九個月及三個月的毛利率分別較截至2016年12月31日止九個月及三個月輕微上升至約15.0%及約14.9%（截至2016年12月31日止九個月及三個月之毛利率分別約為14.7%及約14.4%）。毛利及毛利率上升乃主要由於自新客戶所產生的溢利及在工資上漲及勞動力市場上人力資源緊張的情況下對現有合約持續控制成本。

## 一般經營開支

本集團的一般經營開支由截至2016年12月31日止九個月的約29.0百萬港元增加約19.2%至截至2017年12月31日止九個月的約34.6百萬港元。與截至2016年12月31日止三個月相比，一般經營開支由約9.6百萬港元增加約24.1%至截至2017年12月31日止三個月的約12.0百萬港元。一般經營開支增加乃主要由於董事酬金、行政員工成本及專業服務費用增加。

## 融資成本

由於銀行借款減少，本集團的融資成本減少約53.0%至截至2017年12月31日止九個月的約0.9百萬港元，而截至2016年12月31日止九個月則約為1.8百萬港元。截至2017年及2016年12月31日止三個月，融資成本分別約為0.2百萬港元及0.6百萬港元。



## Profit for the period

The profit increased by approximately HK\$4.7 million or approximately 37.3% from approximately HK\$12.6 million for the nine months ended 31 December 2016 to approximately HK\$17.4 million for the nine months ended 31 December 2017. As compared to the profit for the three months ended 31 December 2017 with the corresponding period last year, the profit increased by approximately HK\$0.1 million or approximately 1.5% to approximately HK\$5.7 million from approximately HK\$5.6 million for the three months ended 31 December 2016.

By excluding the listing expenses of approximately HK\$4.0 million, the profit for the nine months ended 31 December 2016 would be approximately HK\$16.7 million. In this regard, profit for the nine months ended 31 December 2017 slightly increased by approximately HK\$0.7 million or approximately 4.2% as compared with the corresponding period in 2016.

## Net profit margin

The net profit margin was approximately 4.6% for the nine months ended 31 December 2017, as compared to that of approximately 3.6% for the nine months ended 31 December 2016 after listing expenses or approximately 4.8% for the nine months ended 31 December 2016 if listing expenses was excluded. The net profit margin for the three months ended 31 December 2017 was approximately 4.4% as compared to the three months ended 31 December 2016 of approximately 4.8%.

## Dividend

The Directors resolved not to declare any interim dividend for the nine months ended 31 December 2017.

## 期內溢利

溢利由截至2016年12月31日止九個月的約12.6百萬港元增加約4.7百萬港元或約37.3%至截至2017年12月31日止九個月的約17.4百萬港元。經將截至2017年12月31日止三個月之溢利與去年同期作比較後，溢利由截至2016年12月31日止三個月的約5.6百萬港元增加約0.1百萬港元或約1.5%至約5.7百萬港元。

排除上市開支約4.0百萬港元後，截至2016年12月31日止九個月的溢利約為16.7百萬港元。就此而言，截至2017年12月31日止九個月的溢利較2016年同期輕微增加約0.7百萬港元或約4.2%。

## 純利率

截至2017年12月31日止九個月之純利率約為4.6%，而截至2016年12月31日止九個月則約為3.6%（扣除上市開支後），或截至2016年12月31日止九個月約為4.8%（倘不計及上市開支）。截至2017年12月31日止三個月之純利率約為4.4%，而截至2016年12月31日止三個月則約為4.8%。

## 股息

董事議決不就截至2017年12月31日止九個月宣派任何中期股息。

## OTHER INFORMATION

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 31 December 2017, the interests or short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")), which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by directors to be notified to the Company and the Stock Exchange, were as follows:

#### (I) Long position in the shares and underlying shares of the Company

## 其他資料

### 董事及主要行政人員於本公司或任何相聯法團之股份、相關股份及債券的權益及淡倉

於2017年12月31日，董事及本公司主要行政人員於本公司或其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉(包括彼等根據證券及期貨條例之該等條文被當作或視為擁有的權益或淡倉)，或根據證券及期貨條例第352條須登記於該條文所述登記冊內或根據創業板上市規則第5.46條至第5.67條有關董事進行證券交易須知會本公司及聯交所的權益或淡倉如下：

#### (I) 於本公司股份及相關股份的好倉

Name of Director 董事姓名	Capacity/nature of interest 身份／權益性質	Number of ordinary shares/underlying shares held/interested 所持／擁有權益的普通股／相關股份數目	Approximate percentage of interest in the Company 佔本公司權益的概約百分比
Ng Sing Mui 吳醒梅	Interest of a controlled corporation; Settlor of a discretionary trust (Note 1) 受控法團權益； 全權信託財產託管人(附註1)	450,000,000	75%
Sze Tan Nei 施丹妮	Beneficiary of a discretionary trust (Note 2) 全權信託受益人(附註2)	450,000,000	75%
Sze Wai Lun 施偉倫	Beneficiary of a discretionary trust (Note 3) 全權信託受益人(附註3)	450,000,000	75%
Ang Ming Wah 洪明華	Beneficial owner (Note 4) 實益擁有人(附註4)	64,000	0.01%

(II) Long position in the ordinary shares of associated corporations (II) 於相聯法團普通股的好倉

Name of Director 董事姓名	Name of associated corporation 相聯法團名稱	Capacity/ nature of interest 身份／權益性質	Number of shares held/interested 所持／擁有權益的 股份數目	Percentage of interest 權益 百分比
Ng Sing Mui 吳醒梅	Sze's Holdings Limited 施氏控股有限公司	Interest of a controlled corporation; Settlor of a discretionary trust 受控法團權益； 全權信託財產託管人	1	100%
	Rich Cheer Development Limited 豐悅發展有限公司	Beneficial owner 實益擁有人	1	100%
Sze Tan Nei 施丹妮	Sze's Holdings Limited 施氏控股有限公司	Beneficiary of a discretionary trust 全權信託受益人	1	100%
Sze Wai Lun 施偉倫	Sze's Holdings Limited 施氏控股有限公司	Beneficiary of a discretionary trust 全權信託受益人	1	100%

Notes:

- All the 450,000,000 shares of the Company are beneficially owned by Sze's Holdings Limited, which is in turn held by Rich Cheer Development Limited acting as the trustee of the Sze Family Trust. The Sze Family Trust is a discretionary trust set up by Madam Ng Sing Mui as settlor and Rich Cheer Development Limited as trustee on 8 January 2015. The beneficiaries of the Sze Family Trust include, inter alia, Mr. Sze Wai Lun and Ms. Sze Tan Nei. Madam Ng Sing Mui is the settlor of the Sze Family Trust and the sole director of Sze's Holdings Limited and therefore Madam Ng Sing Mui is deemed or taken to be interested in all the 450,000,000 shares of the Company beneficially owned by Sze's Holdings Limited for the purposes of the SFO. Madam Ng Sing Mui is also the sole director and shareholder of Rich Cheer Development Limited.
- Ms. Sze Tan Nei is the daughter of Madam Ng Sing Mui. Ms. Sze Tan Nei is one of the beneficiaries of the Sze Family Trust and therefore she is deemed or taken to be interested in all the 450,000,000 shares of the Company beneficially owned by Sze's Holdings Limited for the purposes of the SFO.
- Mr. Sze Wai Lun is the son of Madam Ng Sing Mui. Mr. Sze Wai Lun is one of the beneficiaries of the Sze Family Trust and therefore he is deemed and taken to be interested in all the 450,000,000 shares of the Company beneficially owned by Sze's Holdings Limited for the purposes of the SFO.
- Mr. Ang Ming Wah is interested in 64,000 shares of the Company which may be allotted and issued to him upon full exercise of all options granted to him under the pre-IPO share option scheme of the Company which was approved and adopted on 21 February 2017.

附註：

- 所有450,000,000股本公司股份均由施氏控股有限公司實益擁有，而施氏控股有限公司由豐悅發展有限公司（為施氏家族信託的受託人）擁有。施氏家族信託為吳醒梅女士（作為財產託管人）及豐悅發展有限公司（作為受託人）於2015年1月8日設立的全權信託。施氏家族信託的受益人包括（其中包括）施偉倫先生和施丹妮女士。吳醒梅女士為施氏家族信託的財產託管人及施氏控股有限公司的唯一董事，因此，根據證券及期貨條例，吳醒梅女士被視為或當作於施氏控股有限公司實益擁有的所有450,000,000股本公司股份中擁有權益。吳醒梅女士亦為豐悅發展有限公司的唯一董事和股東。
- 施丹妮女士為吳醒梅女士的女兒。施丹妮女士為施氏家族信託的受益人之一，因此，根據證券及期貨條例，其被視為或當作於施氏控股有限公司實益擁有的所有450,000,000股本公司股份中擁有權益。
- 施偉倫先生為吳醒梅女士的兒子。施偉倫先生為施氏家族信託的受益人之一，因此，根據證券及期貨條例，其被視為及當作於施氏控股有限公司實益擁有的所有450,000,000股本公司股份中擁有權益。
- 洪明華先生於根據本公司首次公開發售前購股權計劃（於2017年2月21日獲批准及採納）獲授的全部購股權獲悉數行使後可能獲配發及發行的64,000股本公司股份中擁有權益。

Save as disclosed above, none of the Directors and chief executive of the Company nor their associates had any interests and short positions in the shares, underlying shares and debentures of the Company and its associated corporations, as recorded in the register maintained by the Company pursuant to Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rule 5.46 of the GEM Listing Rules as at 31 December 2017.

除上文所披露者外，於2017年12月31日，概無董事及本公司主要行政人員或彼等的聯繫人於本公司及其相聯法團之股份、相關股份及債券中擁有登記於本公司根據證券及期貨條例第352條存置的登記冊內的任何權益及淡倉，或根據創業板上市規則第5.46條中有關董事進行證券交易規定準則而另行知會本公司及聯交所的任何權益及淡倉。

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

## 主要股東／其他人士於本公司股份及相關股份的權益及淡倉

As at 31 December 2017, the following persons (other than the Directors and the chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO:

於2017年12月31日，以下人士（非董事及本公司主要行政人員）於本公司股份或相關股份中擁有登記於根據證券及期貨條例第336條須存置的登記冊中的權益或淡倉：

### Long position in the shares of the Company

### 於本公司股份的好倉

Name of shareholder	Capacity/nature of interest	Number of ordinary shares held/ interested	Percentage of interests in the Company
股東名稱	身份／權益性質	所持／擁有權益的普通股數目	佔本公司權益的百分比
Sze's Holdings Limited 施氏控股有限公司	Beneficial owner 實益擁有人	450,000,000	75%
Rich Cheer Development Limited 豐悅發展有限公司	Interest of controlled corporation as the trustee of the Sze Family Trust (Note) 受控法團權益，作為施氏家族信託受託人(附註)	450,000,000	75%

Note: The entire issued share capital of Sze's Holdings Limited is held by Rich Cheer Development Limited as the trustee of the Sze Family Trust. The Sze Family Trust is a discretionary trust established by Madam Ng Sing Mui. The beneficiaries of the Sze Family Trust include, inter alia, Mr. Sze Wai Lun and Ms. Sze Tan Nei. By virtue of the provisions of Part XV of the SFO, Rich Cheer Development Limited is deemed or taken to be interested in all the shares of the Company beneficially owned by Sze's Holdings Limited.

附註：施氏控股有限公司的全部已發行股本由豐悅發展有限公司（為施氏家族信託的受託人）持有。施氏家族信託為吳醒梅女士建立的全權信託。施氏家族信託的受益人包括（其中包括）施偉倫先生和施丹妮女士。鑒於證券及期貨條例第XV部的條文，豐悅發展有限公司被視為或當作於施氏控股有限公司實益擁有的所有本公司股份中擁有權益。

Save as disclosed above, as at 31 December 2017, the Directors were not aware that there was any person (not being a Director or chief executive of the Company) who had, or was deemed to have, interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and was recorded in the register kept by the Company pursuant to Section 336 of the SFO.

## SHARE OPTION SCHEMES

### Pre-IPO Share Option Scheme

Pursuant to a written resolution of the sole shareholder of the Company passed on 21 February 2017, the principal terms of the pre-IPO share option scheme (the "Pre-IPO Share Option Scheme") were approved and adopted.

The purpose of the Pre-IPO Share Option Scheme is to aid the Company in retaining key and senior employee of the Group.

An aggregate of 192,000 share options at an exercise price of HK\$0.42 per share, being the offer price under the share offer, were granted on 23 February 2017 to an executive Director and certain employees of the Group. No further options will be granted under the Pre-IPO Share Option Scheme.

Details of the share options granted under the Pre-IPO Share Option Scheme are as follows:

Category of participants	Number of shares of the Company (Note 1) 本公司股份數目 (附註1)				Outstanding as at 31 December 2017 於2017年12月31日未行使	Exercise price per share	Exercise period (Note 2)
	As at 1 April 2017	Exercised during the period	Cancelled during the period	Lapsed during the period			
參與者類別	於2017年4月1日	於期內行使	於期內註銷	於期內失效		每股行使價	行使期(附註2)
<b>Director</b>							
<b>董事</b>							
Ang Ming Wah	64,000	—	—	—	64,000	HK\$0.42	16 March 2017 to 15 March 2027
洪明華						0.42港元	2017年3月16日至2027年3月15日
<b>Employees</b>							
<b>僱員</b>							
In aggregate	128,000	—	—	—	128,000	HK\$0.42	16 March 2017 to 15 March 2027
合計						0.42港元	2017年3月16日至2027年3月15日
<b>Total</b>							
合計	192,000	—	—	—	192,000		

除上文所披露者外，於2017年12月31日，董事並不知悉任何人士(非董事或本公司主要行政人員)於或被視為於本公司股份或相關股份中擁有須根據證券及期貨條例第XV部第2及3分部條文向本公司披露及登記於本公司根據證券及期貨條例第336條存置的登記冊中的權益或淡倉。

## 購股權計劃

### 首次公開發售前購股權計劃

根據本公司唯一股東於2017年2月21日通過的書面決議案，首次公開發售前購股權計劃(「首次公開發售前購股權計劃」)的主要條款已獲批准及採納。

首次公開發售前購股權計劃旨在幫助本公司挽留本集團的主要及高級僱員。

合共192,000份每股行使價0.42港元(即股份發售項下之發售價)之購股權已於2017年2月23日授予一名執行董事及本集團若干僱員。概不會根據首次公開發售前購股權計劃進一步授出購股權。

根據首次公開發售前購股權計劃授出之購股權詳情如下：

Notes:

1. Number of shares of the Company over which options granted under the Pre-IPO Share Option Scheme is exercisable.
2. All holders of options granted under the Pre-IPO Share Option Scheme may only exercise their options in the following manner:
  - (a) 50% of the options granted shall become exercisable on 16 March 2017; and
  - (b) the remaining 50% of the options granted shall become exercisable on 16 March 2018.

## Share Option Scheme

The Company also adopted a share option scheme (the "Share Option Scheme") which was approved by a resolution of the sole shareholder of the Company passed on 21 February 2017. No options has been granted under the Share Option Scheme since its adoption.

## COMPETING INTERESTS

The Directors are not aware of any business or interest of the Directors nor the controlling shareholders of the Company (as defined in the GEM Listing Rules) nor any of their respective close associates that compete or may compete with the business of the Group and any other conflicts of interest which any such person has or may have with the Group during the nine months ended 31 December 2017.

## INTERESTS OF THE COMPLIANCE ADVISER

As notified by Messis Capital Limited, the Company's compliance adviser (the "Compliance Adviser"), save for the compliance adviser's agreement entered into between the Company and the Compliance Adviser dated 14 March 2017, neither the Compliance Adviser nor any of its directors, employees or close associates, has or may have, any interest 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 the Company pursuant to Rule 6A.32 of the GEM Listing Rules as at 31 December 2017 and up to the date of this report.

附註：

1. 根據首次公開發售前購股權計劃授出而可予行使之購股權所涉及之本公司股份數目。
2. 所有根據首次公開發售前購股權計劃授出的購股權之持有人僅可按以下方式行使彼等之購股權：
  - (a) 50%的已授出購股權可於2017年3月16日開始行使；及
  - (b) 剩餘50%的已授出購股權可於2018年3月16日開始行使。

## 購股權計劃

本公司亦採納一項購股權計劃(「購股權計劃」)，其乃於2017年2月21日獲本公司當時唯一股東通過決議案批准。自採納購股權計劃起，概無根據購股權計劃授出購股權。

## 競爭權益

董事並不知悉，於截至2017年12月31日止九個月，董事或本公司控股股東(定義見創業板上市規則)或任何彼等各自之緊密聯繫人擁有任何與本集團業務構成或可能構成競爭的業務或權益，及任何該等人士已與或可能與本集團存在任何其他利益衝突。

## 合規顧問權益

誠如本公司合規顧問大有融資有限公司(「合規顧問」)所告知，除本公司與合規顧問訂立日期為2017年3月14日的合規顧問協議外，於2017年12月31日及直至本報告日期，合規顧問或其任何董事、僱員或緊密聯繫人並無擁有或可能擁有本公司或本集團任何成員公司任何股本權益(包括購股權或認購有關證券的權利)或與本公司有關根據創業板上市規則第6A.32條須知會本公司的任何其他權益。

## AUDIT COMMITTEE

The Company established the audit committee (the “Audit Committee”) on 21 February 2017 with written terms of reference in compliance with the GEM Listing Rules and the Corporate Governance Code contained in Appendix 15 to the GEM Listing Rules. The Audit Committee comprises four independent non-executive Directors, namely Mr. Chung Koon Yan, Mr. Yuen Ching Bor Stephen, Mr. Ma Kwok Keung and Mr. Chan Chun Sing with Mr. Chung Koon Yan being the chairman of the Audit Committee.

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 has reviewed the unaudited condensed consolidated results of the Company for the nine months ended 31 December 2017 and is of the opinion that such results complied with the applicable accounting standards and the requirements under the GEM Listing Rules, and that adequate disclosures have been made.

## CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as its code of conduct for securities transactions by Directors. The Directors are reminded of their obligations under the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules on a regular basis. The Company has made specific enquiry to all Directors, and all Directors have confirmed that they have complied with the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules during the nine months ended 31 December 2017.

## 審核委員會

本公司已於2017年2月21日成立審核委員會（「審核委員會」），並根據創業板上市規則及創業板上市規則附錄十五內之企業管治守則制訂其書面職權範圍。審核委員會由四名獨立非執行董事組成，即鍾瑄因先生、袁靖波先生、馬國強先生及陳振聲先生，鍾瑄因先生為審核委員會主席。

審核委員會的主要職責包括檢討及監察本集團的財務申報程序、風險管理及內部監控系統，以及審閱本集團的財務資料。

審核委員會已審閱本公司截至2017年12月31日止九個月的未經審核簡明綜合業績，並認為該等業績符合適用會計準則及創業板上市規則之規定且已作出充足披露。

## 董事進行證券交易的操守守則

本公司已採納創業板上市規則第5.48條至第5.67條所載的交易必守準則作為其董事進行證券交易的操守守則。本公司亦定期提醒董事有關彼等於創業板上市規則第5.48條至第5.67條所載的交易必守準則項下的責任。本公司已向全體董事作出特定查詢，及全體董事確認彼等於截至2017年12月31日止九個月內已遵守創業板上市規則第5.48條至第5.67條所載的交易必守準則。

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

During the nine months ended 31 December 2017, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

By Order of the Board  
**Winson Holdings Hong Kong Limited**  
**Ng Sing Mui**  
*Chairperson and Executive Director*

Hong Kong, 7 February 2018

*As at the date of this report, the executive Directors are Madam Ng Sing Mui, Ms. Sze Tan Nei, Mr. Ang Ming Wah and Mr. Sze Wai Lun; and the independent non-executive Directors are Mr. Yuen Ching Bor Stephen, Mr. Chung Koon Yan, Mr. Ma Kwok Keung, Mr. Wong Yat Sum and Mr. Chan Chun Sing.*

## 購買、出售或贖回本公司上市證券

於截至2017年12月31日止九個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

承董事會命  
**永順控股香港有限公司**  
主席兼執行董事  
**吳醒梅**

香港，2018年2月7日

於本報告日期，執行董事為吳醒梅女士、施丹妮女士、洪明華先生及施偉倫先生；及獨立非執行董事為袁靖波先生、鍾瑄因先生、馬國強先生、黃一心先生及陳振聲先生。





**WINSON HOLDINGS HONG KONG LIMITED**  
**永順控股香港有限公司**

[www.winsongrouphk.com](http://www.winsongrouphk.com)

## 股息

董事會議決不宣派截至2017年12月31日止九個月之任何股息(自2016年5月31日(註冊成立日期)起至2016年12月31日止期間：無)。

## 購買、出售或贖回本公司上市證券

於截至2017年12月31日止九個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

## 審核委員會

本公司已於2017年2月21日成立審核委員會(「審核委員會」)，並根據創業板上市規則及創業板上市規則附錄十五所載企業管治守則制訂其書面職權範圍。審核委員會由四名獨立非執行董事組成，即鍾瑄因先生、袁靖波先生、馬國強先生及陳振聲先生，鍾瑄因先生為審核委員會主席。

審核委員會已審閱本公司截至2017年12月31日止九個月的未經審核簡明綜合業績，並認為該等業績符合適用會計準則及創業板上市規則之規定且已作出充足披露。

承董事會命  
永順控股香港有限公司  
主席兼執行董事  
吳醒梅

香港，2018年2月7日

於本公告日期，執行董事為吳醒梅女士、施丹妮女士、洪明華先生及施偉倫先生；及獨立非執行董事為袁靖波先生、鍾瑄因先生、馬國強先生、黃一心先生及陳振聲先生。

本公告將由刊登日期起計最少一連七天載於創業板網站 [www.hkgem.com](http://www.hkgem.com) 之「最新公司公告」一頁內及本公司網站 [www.winsongrouphk.com](http://www.winsongrouphk.com)。