



Boltek Holdings Limited
寶燧控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock code 股份代號: 8601



2021 Third
Quarterly Report
第三季度報告

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

GEM has been positioned as a market designed to accommodate small and mid-sized 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.

Given that the companies listed on GEM are generally small and mid-sized companies, 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 Boltek Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) 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. 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」) GEM 的特色

GEM 的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於 GEM 上市公司普遍為中小型公司，在 GEM 買賣的證券可能會較於聯交所主板買賣之證券承受較大的市場波動風險，同時無法保證在 GEM 買賣的證券會有高流通量的市場。

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本報告的資料乃遵照《聯交所的 GEM 證券上市規則》(「GEM 上市規則」) 而刊載，旨在提供有關寶燧控股有限公司(「本公司」，連同其附屬公司「本集團」) 的資料；本公司的董事(「董事」) 願就本報告的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屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何其他事項，足以令致本報告或其所載任何陳述產生誤導。

CONTENTS 目錄

3	公司資料	Corporate Information
5	簡明綜合損益及其他全面收益表	Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income
6	簡明綜合權益變動表	Condensed Consolidated Statement of Changes in Equity
7	未經審核綜合財務報表附註	Notes to the Unaudited Consolidated Financial Statements
12	管理層討論及分析	Management Discussion and Analysis
15	權益披露及其他資料	Disclosure of Interests and Other Information

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Cheung Kwan Tar

Mr. Ng Pak Hung

Independent non-executive Directors

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackston

Mr. Chan Wan Fung

(resigned on 31 August 2021)

Ms. Chik Wai Chun

(appointed on 9 September 2021)

AUDIT COMMITTEE

Mr. Chan Wan Fung (*Chairman*)

(resigned on 31 August 2021)

Ms. Chik Wai Chun (*Chairlady*)

(appointed on 9 September 2021)

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackston

NOMINATION COMMITTEE

Mr. Cheung Kwan Tar (*Chairman*)

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackston

REMUNERATION COMMITTEE

Mr. Chan Yu Sum Sam (*Chairman*)

Mr. Cheung Kwan Tar

Mr. Chan Kai Kow Mackston

COMPLIANCE OFFICER

Mr. Cheung Kwan Tar

COMPANY SECRETARY

Mr. Yu Chun Kit

AUTHORISED REPRESENTATIVE

Mr. Cheung Kwan Tar

Mr. Yu Chun Kit

AUDITOR

Grant Thornton Hong Kong Limited

Level 12, 28 Hennessy Road

Wanchai, Hong Kong

公司資料

董事會

執行董事

張群達先生

吳柏鴻先生

獨立非執行董事

陳如森先生

陳啟球先生

陳雲峯先生

(於二零二一年八月三十一日辭任)

戚偉珍女士

(於二零二一年九月九日獲委任)

審核委員會

陳雲峯先生 (*主席*)

(於二零二一年八月三十一日辭任)

戚偉珍女士 (*主席*)

(於二零二一年九月九日獲委任)

陳如森先生

陳啟球先生

提名委員會

張群達先生 (*主席*)

陳如森先生

陳啟球先生

薪酬委員會

陳如森先生 (*主席*)

張群達先生

陳啟球先生

合規主任

張群達先生

公司秘書

余俊傑先生

授權代表

張群達先生

余俊傑先生

核數師

致同(香港)會計師事務所有限公司

香港灣仔

軒尼詩道28號12樓

LEGAL ADVISER

As to Cayman Islands law

Appleby

Suites 4201-03 & 12, 42/F

One Island East, Taikoo Place

18 Westlands Road

Quarry Bay, Hong Kong

REGISTERED OFFICE IN THE CAYMAN ISLANDS

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman KY1-1108

Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

5/F, Winning Commercial Building

46-48 Hillwood Road

Tsim Sha Tsui, Kowloon

Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman KY1-1108

Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Boardroom Share Registrars (HK) Limited

2103B, 21/F, 148 Electric Road

North Point, Hong Kong

PRINCIPAL BANKER

Bank of China (Hong Kong) Limited

Bank of China Tower

1 Garden Road

Hong Kong

COMPANY'S WEBSITE

www.boltekholdings.com

STOCK CODE

8601

法律顧問

有關開曼群島法律

毅柏律師事務所

香港鰂魚涌

華蘭路 18 號

太古坊港島東中心

42 樓 4201-03 & 12 室

開曼群島註冊辦事處

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman KY1-1108

Cayman Islands

香港總部及主要營業地點

香港

九龍尖沙咀

山林道 46-48 號

運通商業大廈 5 樓

開曼群島股份過戶登記總處

Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman KY1-1108

Cayman Islands

香港股份過戶登記分處

寶德隆證券登記有限公司

香港北角

電氣道 148 號 21 樓 2103B 室

主要往來銀行

中國銀行(香港)有限公司

香港

花園道 1 號

中銀大廈

公司網站

www.boltekholdings.com

股份代號

8601

The board of Directors (the “Board”) of the Company is pleased to present the unaudited condensed consolidated results of the Company and its subsidiaries for the three months and the nine months ended 30 September 2021, together with the unaudited comparative figures for the three months and the nine months ended 30 September 2020, as follows:

本公司董事會（「董事會」）欣然呈報本公司及其附屬公司截至二零二一年九月三十日止三個月及九個月的未經審核簡明綜合業績，連同截至二零二零年九月三十日止三個月及九個月的未經審核比較數字如下：

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and nine months ended 30 September 2021

簡明綜合損益及其他全面收益表

截至二零二一年九月三十日止三個月及九個月

		Notes 附註	Three months ended 30 September 截至九月三十日止三個月		Nine months ended 30 September 截至九月三十日止九個月	
			2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	3	28,700	25,055	90,280	75,940
Direct costs	直接成本		(18,748)	(15,925)	(57,494)	(46,153)
Gross profit	毛利		9,952	9,130	32,786	29,787
Other income and gain	其他收入及收益		290	3,130	597	5,113
Administrative expenses	行政開支		(5,329)	(5,908)	(17,351)	(18,866)
Profit before income tax	除所得稅前溢利		4,913	6,352	16,032	16,034
Income tax expenses	所得稅開支	5	(671)	(499)	(2,573)	(2,042)
Profit and total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內溢利及全面收益總額		4,242	5,853	13,459	13,992
Earning per share	每股盈利					
Basic and diluted (HK cents per share)	基本及攤薄（每股港仙）	6	0.53	0.73	1.68	1.75

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 30 September 2021

簡明綜合權益變動表

截至二零二一年九月三十日止九個月

		Share Capital 股本 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 January 2021 (Audited)	於二零二一年一月一日 結餘(經審核)	8,000	17,000	64,668	61,495	151,163
Profit and total comprehensive income for the period	期內溢利及全面收入 總額	-	-	-	13,459	13,459
Balance at 30 September 2021 (Unaudited)	於二零二一年九月三十日 結餘(未經審核)	8,000	17,000	64,668	74,954	164,622

For the nine months ended 30 September 2020

截至二零二零年九月三十日止九個月

		Share Capital 股本 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 January 2020 (Audited)	於二零二零年一月一日 結餘(經審核)	8,000	17,000	64,668	37,508	127,176
Profit and total comprehensive income for the period	期內溢利及全面收入 總額	-	-	-	13,992	13,992
Balance at 30 September 2020 (Unaudited)	於二零二零年九月三十日 結餘(未經審核)	8,000	17,000	64,668	51,500	141,168

NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

For the nine months ended 30 September 2021

未經審核綜合財務報表附註

截至二零二一年九月三十日止九個月

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands under the Companies Law of the Cayman Islands on 18 April 2018. The address of registered office is located at Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. The principal place of business of the Company is located at 5/F, Winning Commercial Building, 46–48 Hillwood Road, Tsim Sha Tsui, Kowloon, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in provision of engineering consultancy services in Hong Kong.

The Company's immediate and ultimate holding company is Waywin Investment Holding Limited, a company incorporated in the British Virgin Islands (the "BVI"). The ultimate controlling shareholder of the Group is Mr. Cheung Kwan Tar ("Mr. Cheung" or "Controlling Shareholder").

1. 公司資料

本公司於二零一八年四月十八日在開曼群島根據開曼群島公司法註冊成立為獲豁免有限公司。註冊辦事處地址為Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands。本公司主要營業地點位於香港九龍尖沙咀山林道46–48號連通商業大廈5樓。

本公司為一家投資控股公司。本集團主要從事於香港提供工程顧問服務。

本公司的直接及最終控股公司為煒榮投資控股有限公司。該公司為一家於英屬處女群島（「英屬處女群島」）註冊成立的公司。本集團的最終控股股東為張群達先生（「張先生」或「控股股東」）。

2. BASIS OF PREPARATION AND REORGANISATION

The unaudited condensed consolidated financial statements for the nine months ended 30 September 2021 have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure requirements of the GEM Listing Rules.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company and its subsidiaries, and all values are rounded to the nearest thousands (“HK\$’000”), except where otherwise indicated.

The unaudited condensed consolidated financial statements should be read in conjunction with the audited combined financial information for the year ended 31 December 2020 as set out in the annual report of the Company dated 22 March 2021 (“Annual Report”), the unaudited consolidated financial information for the period ended 30 June 2021 as set out in the interim report of the Company dated 6 August 2021 “Interim Report” and the unaudited consolidated financial information for the period ended 30 September 2020 as set out in the third quarterly report of the Company dated 9 November 2020 (“2020 Third Quarterly Report”).

Except as described below, the accounting policies used in the financial highlights for the nine months ended 30 September 2021 are the same as those followed in the preparation of the Annual Report.

2. 編製基準及重組

截至二零二一年九月三十日止九個月的未經審核簡明綜合財務報表乃根據香港會計師公會（「香港會計師公會」）頒佈的香港財務報告準則（「香港財務報告準則」）及GEM上市規則的適用披露規定編製。

未經審核簡明綜合財務報表乃以港元（「港元」）呈列，該貨幣亦為本公司及其附屬公司的功能貨幣，除非另有指明，所有金額均約整至最接近之千元（「千港元」）。

未經審核簡明綜合財務報表應與本公司日期為二零二一年三月二十二日的年報（「年報」）所載的截至二零二零年十二月三十一日止年度的經審核合併財務資料、本公司日期為二零二一年八月六日的中期報告「中期報告」所載的截至二零二一年六月三十日止期間的未經審核綜合財務資料及本公司日期為二零二零年十一月九日的第三季度報告（「二零二零年第三季度報告」）所載的截至二零二零年九月三十日止期間的未經審核綜合財務資料一併閱覽。

除下文所述外，截至二零二一年九月三十日止九個月之財務概要所應用之會計政策與本集團編製年報所採納者完全一致。

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

Pursuant to the reorganisation of the Group in connection with the listing of the shares of the Company on GEM (the “Reorganisation”), the Company became the holding company of the companies now comprising the Group on 10 August 2018. Details of the Reorganisation are set out in the section headed “History, Reorganisation and Corporate Structure – Reorganisation” in the prospectus of the Company dated 29 August 2018.

The Group is under the common control of the Controlling Shareholder prior to and after the Reorganisation. The Group comprising the Company and its subsidiaries resulting from the Reorganisation is regarded as a continuing entity.

Accordingly, the unaudited condensed financial statements of the Group have been prepared using the principles of merger accounting in accordance with Hong Kong Accounting Guideline 5 “Merger Accounting for Common Control Combinations” issued by HKICPA as if the group structure under the Reorganisation had been in existence throughout the period presented, or since their respective dates of incorporation, where it is a shorter period. The assets and liabilities of all the companies now comprising the Group are consolidated using the book values from the Controlling Shareholder’s perspective.

3. REVENUE

Revenue, which is also the Group’s turnover, represent the engineering consultancy services receipts in the ordinary course of business.

2. 編製基準及重組(續)

根據本集團就本公司股份於GEM上市進行的重組(「重組」)，本公司於二零一八年八月十日成為本集團現時旗下公司之控股公司。重組詳情載於本公司日期為二零一八年八月二十九日的招股章程「歷史、重組及公司架構－重組」一節內。

本集團於重組前後受控股股東共同控制。重組而成的本集團(包括本公司及其附屬公司)被視為持續經營實體。

因此，本集團的未經審核簡明財務報表已根據香港會計師公會頒佈的香港會計指引第5號「共同控制合併的合併會計法」使用合併會計原則編製，猶如重組項下的集團架構於整個呈列期間或自各公司各自註冊成立日期以來(以較短期間為準)一直存在。本集團現時旗下所有公司的資產及負債乃使用控股股東認可的賬面值合併入賬。

3. 收益

收益(亦為本集團之營業額)指日常業務過程中工程顧問服務之收入。

4. SEGMENT INFORMATION

The chief operating decision-maker has been identified as the executive directors of the Company. The directors regard the Group's business of provision of engineering consultancy services as a single operating segment and reviews the overall results of the Group as a whole to make decision about resources allocation. Accordingly, no segment analysis information is presented.

5. INCOME TAX EXPENSE

The provision for Hong Kong Profits Tax for the nine months ended 30 September 2021 is calculated at 16.5% (2020: 16.5%) of the estimated assessable profits for the period, except for Mannings, a subsidiary of the Group, which is a qualifying corporation under the two-tiered profits tax rates regime. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of qualifying entities are taxed at 8.25%, and the profits above HK\$2 million are taxed at 16.5%. The provision for Hong Kong Profits Tax for this subsidiary was calculated at the same basis in 2020.

6. EARNING PER SHARE

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

4. 分部資料

主要經營決策者被認為本公司執行董事。董事將本集團提供工程顧問服務的業務視為單一經營分部，並審閱本集團整體之業績，以就資源分配作出決策。因此，並無呈列部分分析資料。

5. 所得稅開支

截至二零二一年九月三十日止九個月，香港利得稅撥備按期內估計應課稅溢利16.5%（二零二零年：16.5%）計算，惟本集團附屬公司萬利仕為利得稅兩級制項下的合資格公司除外。根據利得稅兩級制，合資格實體按8.25%之稅率就首2百萬港元溢利繳納稅項，並按16.5%之稅率繳納2百萬港元以上溢利之稅項。該附屬公司的香港利得稅撥備乃按二零二零年相同基準計算。

6. 每股盈利

本公司權益持有人應佔每股基本盈利乃根據以下各項計得：

		Three months ended 30 September 截至九月三十日止三個月		Nine months ended 30 September 截至九月三十日止九個月	
		2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元	2021 二零二一年 HK\$'000 千港元	2020 二零二零年 HK\$'000 千港元
Earning	盈利				
Profit for the period attributable to equity holders of the Company	本公司權益持有人應佔期內溢利	4,242	5,853	13,459	13,992
Number of shares	股份數目				
Weighted average number of ordinary shares (in thousands)	普通股加權平均數(千股)	800,000	800,000	800,000	800,000

6. EARNING PER SHARE (CONTINUED)

There were no dilutive potential ordinary shares during the nine months ended 30 September 2021 and 2020 and therefore, diluted earning per share equals to basic earning per share.

Diluted earnings per share

The Group has no potentially dilutive ordinary shares in issue during the three months and nine months ended 30 September 2021 and 2020. Diluted earnings per share for the three months and nine months ended 30 September 2021 and 2020 were the same as the basic earnings per share.

7. DIVIDEND

No dividends have been proposed or paid by the Company or any of its subsidiaries during the nine months ended 30 September 2021 (nine months ended 30 September 2020: nil).

6. 每股盈利(續)

於截至二零二一年及二零二零年九月三十日止九個月概無潛在攤薄普通股，因此，每股攤薄盈利等於每股基本盈利。

每股攤薄盈利

截至二零二一年及二零二零年九月三十日止三個月及九個月，本集團並無已發行潛在攤薄普通股。截至二零二一年及二零二零年九月三十日止三個月及九個月，每股攤薄盈利與每股基本盈利相同。

7. 股息

截至二零二一年九月三十日止九個月，本公司或其任何附屬公司並無擬派或派付股息(截至二零二零年九月三十日止九個月：無)。

MANAGEMENT DISCUSSION AND ANALYSIS

DEVELOPMENT OF BUSINESS AND PROSPECTS

The Group is an engineering consultant in Hong Kong with a focus on the field of infrastructure developments.

For the nine months ended 30 September 2021, the Group recorded a net profit of approximately HK\$13.5 million as compared to a net profit of approximately HK\$14.0 million for the same period in 2020. The Directors are of the view that the decrease was due to the government subsidies in respect of novel coronavirus ("COVID-19") in relation to the Employment Support Scheme provided by the Hong Kong government received in 2019, amounted approximately HK\$3.0 million. Setting aside the COVID-19 related government subsidies, the Group's adjusted net profit for the nine months ended 30 September 2020 would have been approximately HK\$11.0 million. The increase of the adjusted net profit for the Period was mainly due to the increase in the number of technical staff, which enhanced the productivity of the Group and the market is recovering from the outbreak of COVID-19. In the view of fact that there has been an increasing number of project quotation invitations received by the Group from potential and current customers, and the net proceeds from the share offer are expected to allow expansion of the Group's operational capacity, the Directors are cautiously optimistic about the Group's business outlook.

OUTLOOK

The Group always strives to improve our operation efficiency and profitability of our business. The Group will also proactively seek opportunities to expand our customer base and our market share and undertake more projects which will enhance value to our shareholders.

管理層討論及分析

業務發展及前景

本集團為專注基礎設施發展領域的香港工程顧問。

截至二零二一年九月三十日止九個月，本集團錄得純利約13.5百萬港元，而二零二零年同期錄得純利約14.0百萬港元。董事認為，減少乃由於二零一九年所收取與香港政府提供的保就業計劃有關的新型冠狀病毒（「COVID-19」）的政府補助約3.0百萬港元。撇除COVID-19相關政府補助，本集團於截至二零二零年九月三十日止九個月的經調整純利將約為11.0百萬港元。期內經調整純利增加乃主要由於技術人員人數增加，從而提升本集團的生產力，市場正從COVID-19疫情中復甦。鑒於本集團自潛在及現有客戶接獲的項目報價邀請數目日益增加，且預期股份發售所得款項淨額可提高本集團的營運能力，董事對本集團的業務前景謹慎樂觀。

前景

本集團一直致力於提高業務營運效率及盈利能力。本集團亦將積極尋求機會以擴大客戶群及市場份額，承接更多項目以提升股東價值。

FINANCIAL REVIEW

Revenue

Our revenue increased to approximately HK\$90.3 million for the nine months ended 30 September 2021 by approximately HK\$14.3 million or 18.9%, from approximately HK\$75.9 million for the corresponding period ended 30 September 2020. This was principally due to (i) increased amounts of contracts awarded during the nine months ended 30 September 2021; (ii) the increase in the number of technical staff, which enhanced the productivity of the Group; and (iii) the market is recovering from the outbreak of COVID-19.

Costs of Revenue

Our costs of revenue increased to approximately HK\$57.5 million for the nine months ended 30 September 2021 by approximately HK\$11.3 million or 24.6%, from approximately HK\$46.2 million for the corresponding period ended 30 September 2020. The increase in costs was mainly due to an increase in direct labour cost.

Gross Profit

Our gross profit increased to approximately HK\$32.8 million for the nine months ended 30 September 2021 by approximately HK\$3.0 million or 10.1%, from approximately HK\$29.8 million for the corresponding period ended 30 September 2020. The increase was substantially due to the increase in the number of technical staff, which enhanced the productivity of the Group and the market is recovering from the outbreak of COVID-19.

財務回顧

收益

收益由截至二零二零年九月三十日止九個月的約75.9百萬港元增加約14.3百萬港元或18.9%至截至二零二一年九月三十日止相應期間的約90.3百萬港元，這主要由於(i)截至二零二一年九月三十日止九個月獲授合約的金額有所增加；(ii)技術人員人數增加，從而提升本集團的生產力；及(iii)市場正從COVID-19疫情中復甦。

收益成本

收益成本由截至二零二零年九月三十日止九個月的約46.2百萬港元增加約11.3百萬港元或24.6%至截至二零二一年九月三十日止相應期間的約57.5百萬港元。成本增加主要由於直接勞工成本增加所致。

毛利

毛利由截至二零二零年九月三十日止九個月的約29.8百萬港元增加約3.0百萬港元或10.1%至截至二零二一年九月三十日止相應期間的約32.8百萬港元。增加主要是由於技術人員人數增加，從而提升本集團的生產力，市場正從COVID-19疫情中復甦。

Administrative Expenses

Our administrative expenses decreased to approximately HK\$17.4 million for the nine months ended 30 September 2021, by approximately HK\$1.5 million or 8.0%, from approximately HK\$18.9 million for the corresponding period ended 30 September 2020. The decrease was mainly due to the decrease in number of senior administrative staff.

Dividend

The Board does not recommend the payment of dividend for the nine months ended 30 September 2021 (nine months ended 30 September 2020: nil).

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors, the controlling shareholders or substantial shareholders of the Company or any of its respective close associates (as defined in the GEM Listing Rules) has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group, or has any other conflict of interests with the Group as required to be disclosed pursuant to Rule 11.04 of the GEM Listing Rules during the nine months ended 30 September 2021.

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 nine months ended 30 September 2021.

行政開支

行政開支由截至二零二零年九月三十日止九個月的約18.9百萬港元減少約1.5百萬港元或8.0%至截至二零二一年九月三十日止相應期間的約17.4百萬港元。減少主要是由於高級行政人員人數減少所致。

股息

董事會並不建議就截至二零二一年九月三十日止九個月派付股息(截至二零二零年九月三十日止九個月：無)。

競爭及權益衝突

截至二零二一年九月三十日止九個月，董事、本公司控股股東或主要股東或彼等各自任何緊密聯系人士(定義見GEM上市規則)概無進行與本集團業務直接或間接構成競爭或可能構成競爭的任何業務，或與本集團產生根據GEM上市規則第11.04條須予披露之任何其他利益衝突。

購買、出售或贖回本公司的上市證券

截至二零二一年九月三十日止九個月期間，本公司及其任何附屬公司概無購買、出售或贖回任何本公司的上市證券。

DISCLOSURE OF INTERESTS AND OTHER INFORMATION

Directors' and Chief Executive's Interests and Short Positions in the Shares, the Underlying Shares or Debentures of the Company and its Associated Corporations

As at 30 September 2021, the interests and 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 notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to the required standard of dealings as referred to in Rule 5.46 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Long positions in ordinary shares of the Company

Name of Director	Nature of interest	Number of shares held/ interested	Percentage of shareholding
董事姓名	權益性質	所持／擁有權益 的股份數目	股權百分比
Cheung Kwan Tar	Interest in a controlled corporation	426,000,000	53.25%
張群達	(Note) 於受控法團的權益(附註)		

Note: These shares were held by Waywin Investment Holding Limited ("Waywin"), a controlled corporation of Mr. Cheung Kwan Tar.

權益披露及其他資料

董事及主要行政人員於本公司及其相聯法團的股份、相關股份或債權證的權益及淡倉

於二零二一年九月三十日，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）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及第8分部將須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例的有關條文彼等被當作或被視為擁有的權益或淡倉），或記錄於本公司根據證券及期貨條例第352條須備存的登記冊的權益及淡倉，或根據GEM上市規則第5.46條所指的交易必守標準須知會本公司及聯交所的權益及淡倉如下：

本公司普通股的好倉

Name of Director	Nature of interest	Number of shares held/ interested	Percentage of shareholding
董事姓名	權益性質	所持／擁有權益 的股份數目	股權百分比

附註：該等股份由張群達先生的受控法團燐榮投資控股有限公司（「燐榮」）持有。

Long positions in ordinary shares of associated corporation – Waywin

於相聯法團－焯榮普通股的好倉

Name of Director	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding
董事姓名	權益性質		股權百分比
Cheung Kwan Tar 張群達	Beneficial owner 實益擁有人	1	100%

Saved as disclosed above, as at 30 September 2021, none of the Directors nor the chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO.

除上文所披露外，於二零二一年九月三十日，概無董事或本公司的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第XV部）的任何股份、相關股份或債權證中擁有記錄於本公司根據證券及期貨條例第352條須備存的登記冊的任何權益或淡倉。

Substantial Shareholders' Interests and Other Persons' Interests and Short Positions in the Shares, and Underlying Shares of the Company

主要股東的權益及其他人士於本公司股份及相關股份的權益及淡倉

As at 30 September 2021, the following parties (other than the Directors or the chief executive of the Company) had interests of 5% or more in the shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

於二零二一年九月三十日，以下人士（董事或本公司主要行政人員除外）於本公司股份中擁有記錄於本公司根據證券及期貨條例第336條須備存的登記冊的5%或以上的權益：

Long positions in ordinary shares of the Company

本公司普通股的好倉

Name of substantial shareholder	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding
主要股東姓名／名稱	權益性質		股權百分比
Cheung Kwan Tar 張群達	Interest in a controlled corporation (Note 1) 於受控法團的權益(附註1)	426,000,000	53.25%
Chiu Chui Ping 趙翠萍	Interest of spouse (Note 2) 配偶權益(附註2)	426,000,000	53.25%

Name of substantial shareholder	Nature of interest	Number of shares held/ interested	Percentage of shareholding
主要股東姓名／名稱	權益性質	所持／擁有權益的股份數目	股權百分比
Waywin Investment Holding Limited 煒榮投資控股有限公司	Beneficial owner 實益擁有人	426,000,000	53.25%
Cheng Chi Heng 鄭志恆	Beneficial owner 實益擁有人	58,800,000	7.35%
Polar Lights Limited	Beneficial owner 實益擁有人	57,600,000	7.20%
Wong Che Shing 王志誠	Interest in a controlled corporation (Note 3) 於受控法團的權益(附註3)	57,600,000	7.20%
Lam Mi Yung 林美容	Interest of spouse (Note 4) 配偶權益(附註4)	57,600,000	7.20%
Twinkle Galaxy Limited	Beneficial owner 實益擁有人	57,600,000	7.20%
Lam Kwan Yuen 林坤源	Interest in a controlled corporation (Note 5) 於受控法團的權益(附註5)	57,600,000	7.20%
Qiu Jianlian 丘健蓮	Interest of spouse (Note 6) 配偶權益(附註6)	57,600,000	7.20%

Notes:

1. These shares were held by Waywin, a controlled corporation of Mr. Cheung Kwan Tar.
2. Ms. Chiu Chui Ping was deemed to be interested in 426,000,000 shares of the Company through the interest of her spouse, Mr. Cheung Kwan Tar.
3. These shares were held by Polar Lights Limited, a controlled corporation of Mr. Wong Che Shing.
4. Ms. Lam Mi Yung was deemed to be interested in 57,600,000 shares of the Company through the interest of her spouse, Mr. Wong Che Shing.
5. These shares were held by Twinkle Galaxy Limited, a controlled corporation of Mr. Lam Kwan Yuen.
6. Ms. Qiu Jianlian was deemed to be interested in 57,600,000 shares of the Company through the interest of her spouse, Mr. Lam Kwan Yuen.

Save as disclosed above, as at 30 September 2021, the Company is not aware of any other person (other than the Directors or chief executive of the Company) who had an interest or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO.

附註：

1. 該等股份由張群達先生的受控法團煒榮持有。
2. 趙翠萍女士被視為透過其配偶張群達先生的權益而擁有本公司426,000,000股股份的權益。
3. 該等股份由王志誠先生的受控法團Polar Lights Limited持有。
4. 林美容女士被視為透過其配偶王志誠先生的權益而擁有本公司57,600,000股股份的權益。
5. 該等股份由林坤源先生的受控法團Twinkle Galaxy Limited持有。
6. 丘健蓮女士被視為透過其配偶林坤源先生的權益而擁有本公司57,600,000股股份的權益。

除上文所披露者外，於二零二一年九月三十日，本公司並不知悉任何其他人士（董事或本公司主要行政人員除外）於本公司股份或相關股份中擁有記錄於本公司根據證券及期貨條例第336條須備存的登記冊的權益或淡倉。

CORPORATE GOVERNANCE PRACTICE

The Company is committed to achieving a high standard of corporate governance practices in enhancing the confidence of shareholders, investors, employees, creditors and business partners and also the growth of its business. The Board has and will continue to review and improve the Company's corporate governance practices from time to time in order to increase its transparency and accountability to shareholders. The Company has adopted the code provisions as set out in the Corporate Governance Code (the "CG Code") contained in Appendix 15 of the GEM Listing Rules as its own corporate governance code since 13 September 2018.

The code provision A.2.1 of the CG Code stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established.

Mr. Cheung Kwan Tar currently assumes the role of both chairman of the Board and chief executive officer of the Company. The Board considers that both roles being held by Mr. Cheung will provide a strong and consistent leadership to the Company which will facilitate effective planning and efficient management of the Company. Furthermore, having considered Mr. Cheung's extensive experience in the engineering industry, the relationships Mr. Cheung has built with customers and the historical development of the Group, the Board considers that it is beneficial for the Group to have Mr. Cheung continue to act as both chairman and chief executive officer of the Company. In order to maintain good corporate governance and fully comply with the code provision A.2.1 of the CG Code, the Board will regularly review the need to appoint different individuals to perform the roles of chairman and chief executive officer separately. The Company has, except as disclosed above and so far as applicable, principally complied with the CG Code throughout the nine months ended 30 September 2021.

DIRECTORS' SECURITIES TRANSACTIONS

The Company adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding Directors' securities transactions in the Company. No incidence of non-compliance was noted for the nine months ended 30 September 2021 and up to the date of this report.

企業管治常規

本公司致力於達致高水平的企業管治常規，以增強股東、投資者、僱員、債權人及業務夥伴的信心並推動公司業務增長。董事會一直且將持續不時檢討及改善本公司的企業管治常規，從而提高其透明度及股東問責性。本公司自二零一八年九月十三日起已採納GEM上市規則附錄十五所載企業管治守則（「企業管治守則」）的守則條文，作為其本身的企業管治守則。

企業管治守則的守則條文A.2.1條規定，主席與行政總裁職位應有區分，不應由同一人擔任。主席與行政總裁之職責分工應清晰界定。

張群達先生現時擔任本公司董事會主席兼行政總裁。董事會認為，張先生同時兼任兩個職位，將為本公司提供強勁而貫徹的領導，令本公司的規劃及管理更為有效。此外，鑒於張先生在工程行業的豐富經驗、張先生已與客戶建立的關係以及本集團的過往發展，董事會認為，張先生繼續擔任本公司主席兼行政總裁符合本集團的利益。為維持良好企業管治及全面遵守企業管治守則的守則條文A.2.1條，董事會將定期檢討是否需委任不同人士分別擔任主席及行政總裁職務。截至二零二一年九月三十日止九個月，除上文所披露者外及在適用的情況下，本公司大致上一直遵守企業管治守則。

董事的證券交易

本公司已採納GEM上市規則第5.48至5.67條所載的交易必守標準，作為有關董事進行本公司證券交易的操守守則。截至二零二一年九月三十日止九個月及直至本報告日期內並無獲悉任何不合規情況。

SHARE OPTION SCHEME

The Company has adopted a share option scheme (the "Share Option Scheme") on 20 August 2018. No share option has been granted under the Share Option Scheme since its adoption.

AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules (the "Audit Committee"). The primary duties of the Audit Committee include, among others, (a) making recommendations to the Board on the appointment, reappointment and removal of the external auditor and approving the remuneration and terms of engagement of the external auditor; (b) reviewing our financial statements, our periodic reports and accounts and significant financial reporting judgements contained therein; and (c) reviewing our financial controls, internal control and risk management systems. As at the date of this report, the Audit Committee comprises of three independent non-executive Directors, namely Mr. Chan Yu Sum Sam, Mr. Chan Kai Kow Macksion and Ms. Chik Wai Chun.

The unaudited third quarterly results of the Company for the nine months ended 30 September 2021 have not been audited by the Company's independent auditors, but have been reviewed by the Audit Committee members who have provided advice and comments thereon.

By order of the Board
Boltek Holdings Limited
Cheung Kwan Tar
Chairman and executive Director

Hong Kong, 8 November 2021

As at the date of this report, the executive Directors are Mr. Cheung Kwan Tar and Mr. Ng Pak Hung and the independent non-executive Directors are Mr. Chan Yu Sum Sam, Mr. Chan Kai Kow Macksion and Ms. Chik Wai Chun.

購股權計劃

本公司於二零一八年八月二十日已採納一項購股權計劃(「購股權計劃」)。自採納日期起概無根據購股權計劃授出購股權。

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GEM上市規則第5.28至5.33條。審核委員會的主要職責為(其中包括)(a)就委任、續聘及罷免外部核數師向董事會作出推薦建議，並批准委聘外部核數師的薪酬及條款；(b)審閱財務報表、定期報告及賬目以及其中所載的重要財務報告判斷；及(c)審閱財務監控、內部監控及風險管理系統。於本報告日期，審核委員會由三名獨立非執行董事陳如森先生、陳啟球先生及戚偉珍女士組成。

本公司截至二零二一年九月三十日止九個月的未經審核第三季度業績並未經本公司獨立核數師審核，惟已由審核委員會成員審閱，且彼等已就此提供建議及意見。

承董事會命
寶燧控股有限公司
主席兼執行董事
張群達

香港，二零二一年十一月八日

於本報告日期，執行董事為張群達先生及吳柏鴻先生以及獨立非執行董事為陳如森先生、陳啟球先生及戚偉珍女士。

Boltek Holdings Limited
寶燧控股有限公司