

# 瑞港建設控股有限公司 Prosper Construction Holdings Limited

I.C.

(Incorporated in the Cayman Islands with limited liability) Stock code : 6816

Interim Report 2017

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The board (the "**Board**") of directors (the "**Directors**") of Prosper Construction Holdings Limited (the "**Company**") is pleased the present the unaudited consolidated results of the Company and its subsidiaries (collectively, the "**Group**") for the six months ended 30 June 2017 (the "**Period**"), together with the comparative figures for the corresponding period in 2016 (the "**Previous Period**"). These information should be read in conjunction with the annual report of the Company for the year ended 31 December 2016.

#### **Business Review**

During the Period, the Group derived the majority of its revenue from projects located in Macao; in particular, the electricity generation facility project awarded to the Group in December 2016 was the top revenue contributor for the Period. Revenue contribution from Indonesia declined as majority of projects in Indonesia was completed or near completion at end of year 2016. The Group was awarded a dredging works contract in Malaysia in May 2017 which, albeit did not contribute a significant revenue during the Period, represents a new source of revenue to the Group for the Period and year 2017.

A breakdown of the Group's revenue by geographic location and major projects for the Period is set out in the table below.

	Revenue recognised for the Period (HK\$ millions)	Contribution to total revenue	Current status
Масао			
EPC contract for an electricity generation facility	160.7	43.9%	Ongoing and expecting completion in fourth quarter of 2019.
Land reclamation	72.8	19.9%	Ongoing and expecting completion in fourth quarter of 2017.
	233.5	63.9%	

	Revenue recognised for the Period (HK\$ millions)	Contribution to total revenue	Current status
Indonesia			
Wharf construction and engineering for a cement grinding project	65.3	17.9%	Site works complete and in preparation of final account.
Others	13.5	3.6%	
	78.8	21.5%	
<b>Malaysia</b> Dredging works	6.0	1.6%	Ongoing and expecting completion in second quarter of 2018.
Hong Kong			
Lam Tin-TKO bypass	31.5	8.6%	Ongoing and expecting completion in fourth quarter of 2018.
Others	15.9	4.4%	· · · · · · · · · · · · · · · · · · ·
	47.4	13.0%	
Total	365.7	100.0%	

# **Outlook and Prospects**

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The status of the Group's key projects on hand is as below.

		Estimated	
		remaining	Expected time
	Location	contract sum	of completion
		(HK\$ millions)	
Project(s) already contracted/commenced			
as at 30 June 2017			
EPC contract for an electricity			
generation facility	Macao	321.6	Q4 2019
Land reclamation	Macao	22.3	Q4 2017
Dredging works	Malaysia	58.9	Q2 2018
Kai Tak development – underground			
structure and excavation	Hong Kong	49.0	Q3 2018
Lam Tin-TKO bypass	Hong Kong	7.6	Q4 2018
Project(s) commencing or newly awarded			
after 30 June 2017			
Vessels leasing	Pakistan	331.3	Q2 2019

Subsequent to the end of the Period, the Group entered into two contracts for the leasing of vessels to a main contractor for use in its project in Pakistan, which is expected to provide a new and steady stream of revenue to the Group for the remaining part of the year 2017. The electricity generation facility project will Macao will remain a key revenue contributor for the second half of the year 2017.

#### **Financial Review**

#### Revenue

The Group recorded revenue of HK\$365.7 million for the Period, representing a growth of approximately 9.3% from the Previous Period. A breakdown of the Group's revenue from major projects and by geographic location is set out in the section headed "Business Review" above and in note 5 of the condensed consolidated interim financial information. The growth in revenue is mainly attributable to the EPC contract for an electricity generation facility in Macao; revenue from Macao amounted to HK\$233.5 million (Previous Period: HK\$92.1 million), representing approximately 63.9% (Previous Period: 27.5%) of the Group's revenue for the Period. Revenue from Indonesia for the Period declined to HK\$78.8 million (Previous Period: HK\$209.1 million), which is approximately 21.5% (Previous Period: 62.5%) of the Group's revenue for the Period, such is due to the majority of projects in Indonesia was completed or near completion at end of year 2016.

#### Cost of sales and gross profit

The increase in cost of sales outweighed the revenue growth and the Group's gross profit decrease by approximately HK\$8.7 million or 15% to HK\$48.9 million for the Period, as compared to HK\$57.6 million for the Previous Period; the gross profit margin for the Period was approximately 13.4% (Previous Period: 17.2%). The decrease in gross profit and margin was attributable to the change in the mix of the Group's projects during the Period. While profit margin may vary between different projects, the Group's projects in Indonesia generally would yield higher profit margin than those in Hong Kong and Macao due to less intense competition and higher level of contingencies allowed by customer. As the Group's revenue from Indonesia reduced substantially during the Period, the Group's overall gross profit margin also declined; such fluctuation was not unusual in the industry in which the Group operates. Despite the drop in gross profit margin for the Period, the profitability of projects undertaken by Group remained satisfactory and the Group had not experienced any loss-making projects during the Period and there is presently no indication as to any projects will become loss-making.

#### Other administrative expenses

Other administrative expenses increased to by approximately HK\$2.6 million, which is mainly attributable to the increase in staff cost and office overhead to cope with business expansion, professional fees incurred for compliance related matters and increase in directors' remuneration following the listing of the Company's shares (the "Listing") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") in July 2016.

#### Income tax expense

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The Group's revenue generated from Indonesia is subject to Indonesia corporate income tax, which is charged as a percentage of income earned before deduction of expenditures; whereas revenue generated from Hong Kong and Macao is subject to Hong Kong profits tax and Macao complementary income tax, respectively, on assessable profits, that is, income net of deductible expenditures incurred. The decrease in income tax expense for the Period was due to (i) the decrease in profit before income tax for the Period; and (ii) majority of the Group's income for the Period was derived from Macao, the tax rate on which is generally substantially lower than income from Indonesia.

#### **Profit for the Period**

The Group's profit from core operation on a normalised basis is as below.

	Six months ended 30 June	
	2017	2016
	HK\$ millions	HK\$ millions
Profit before income tax	34.8	36.7
Add: non-recurring expenses for the Listing	-	10.0
Profit before income tax on normalised basis	34.8	46.7
Income tax expense	(4.4)	(9.2)
Profit for six months ended on normalised basis	30.4	37.5

The Group's profit for the Period on a normalised basis was \$30.4 million, representing a decrease HK\$7.1 million from the Previous Period; such was mainly due to the combined effect of (i) the HK\$8.7 million decrease in gross profit; (ii) the HK\$2.6 million increase in other administrative expenses; and (iii) the HK\$4.8 million decrease in income tax expense.

#### **Plant and equipment**

The Group acquired 5 units of vessels and 9 units of machinery and equipment for a total of HK\$19.7 million during the Period to facilitate its new project in Macao and other potential projects. As at 30 June 2017, the Group owned a total of 42 units of construction vessels and 85 units of machinery and equipment.

#### **Trade and retention receivables**

The Group's trade and retention receivables increased by approximately HK\$71.6 million to HK\$255.1 million as at 30 June 2017, which mainly comprised of receivables for works on projects already completed and pending settlement of final account. The increase in trade and retention receivables balances during the Period was attributable to the completion of the relatively sizeable cement grinding project in Indonesia. It is not unusual for project final account to take up to one year or more for settlement in the industry; there is presently no indication of possible default on any of the Group's receivable balances.

#### Amounts due to customers for contract work

The Group's amounts due to customer for contract work increased to HK\$107.7 million as at 30 June 2017, which was mainly attributable to electricity generation facility project in Macao; the project yielded a relative high revenue for preliminary items, for which the associated costs would incur at a later stage and was accounted for as amounts due to customers for contract work.

#### Liquidity, financial resources an capital structure

The Group maintained a healthy liquidity position with net current asset balance and net cash position of approximately HK\$309.8 million (31 December 2016: HK\$316.0 million) and HK\$95.4 million (31 December 2016: HK\$152.0 million) respectively as at 30 June 2017. The Group's gearing ratio (calculating by dividing total debts by total equity) as at 30 June 2017 was 24.3% (31 December 2016: 14.7%); the rise in gearing during the Period was due to the (i) distribution of a final dividend for 2016 financial year; (ii) acquisition of vessels, machinery and equipment during the Period; and (iii) drawdown of additional bank borrowings to facilitate business expansion in general. The maturity and interest rate profile of the Group's borrowings are set out in note 14 to the condensed consolidated interim financial information.

#### **Foreign exchange**

Operations of the Group are mainly conducted in Hong Kong dollars ("**HK\$**"), United States dollars ("**US\$**"), Macao Patacas ("**MOP**") (together, the "**Major Currencies**"), and Indonesian Rupiahs ("**IDR**"). The Group did not adopt any hedging policy and the Directors consider that the exposure to foreign exchange risks can be mitigated by using the Major Currencies (i) as principal currencies in the Group's contracts with customers and (ii) to settle payments with our suppliers and operating expenses where possible. In the event that settlement from the Group's customer are received in IDR or a currency other than the Major Currencies, such currency will be retained for payment of operating expenditures only as required and the remaining foreign currency will be converted to HK\$ or US\$ promptly.

#### **Employees and Remuneration Policies**

The Group had 87 staff as at 30 June 2017 (31 December 2016: 114) and the total staff costs of the Group (including Directors' emoluments, salaries to staff, direct wages and other staff benefits included provident fund contributions and other staff benefits) for the Period was approximately HK\$20.6 million (Previous Period: HK\$16.7 million). The Group determines the salary of its employees mainly based on each employee's qualifications, relevant experience, position and seniority. The Group monitors the performance of individual employee on a continuous basis and rewards outstanding performance by salary revision, bonus and promotion as suited. The Group maintains a good relationship with its employees and has not experienced any significant problems with its employees due to labour disputes nor has it experienced any difficulty in the recruitment and retention of experienced staff.

#### **Capital Expenditures and Commitments**

The Group generally finances its capital expenditures by cash flows generated from its operation and long-term bank borrowings. The net proceeds from the Listing provided an addition source of funds to meet the Group's capital expenditure plan, out of which a sum of HK\$147.2 million was allocated for use in acquisition of vessels and equipment.

During the Period, the Group invested approximately HK\$20.2 million in the acquisition of plant and equipment, which comprised approximately HK\$17.0 million in vessels, approximately HK\$2.7 million in machinery and equipment and approximately HK\$0.5 million in other assets. The Group's fleet of vessels for marine construction works grew by 5 units during the Period to a total of 42 units as at 30 June 2017, with order placed for a further 3 units of vessels which are yet to be delivered.

### **Use of Proceeds**

The utilisation of net proceeds raised by the Group from the Listing up to 30 June 2017 is as below.

		Utilised up to	Utilised	Unutilised
	Adjusted use	31 December	during	as of
	of proceeds	2016	the Period	30 June 2017
	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions
Acquisition of vessels and equipment	147.2	80.7	19.7	46.8
General working capital	16.3	16.3	_	-
	163.5	97.0	19.7	46.8

During the Period, approximately HK\$19.7 million of net proceeds have been utilised to acquire 5 units of vessels for a total of HK\$17.0 million and various machinery and equipment of HK\$2.7 million.

The unutilised net proceeds have been placed with licensed banks in Hong Kong and will be applied in the manner consistent with the proposed allocations.

# Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures

The Group had no material acquisitions or disposals of subsidiaries, associates and joint ventures during the Period.

#### **Significant Investments Held**

The Group had not held any significant investments during the Period.

#### **Charges on Assets**

As at 30 June 2017, plant and equipment with carrying value of (i) approximately HK\$14,451,000 (31 December 2016: HK\$15,179,000) were pledged to secure for the Group's bank borrowings and (ii) approximately HK\$22,983,000 (31 December 2016: HK\$23,840,000) were pledged as security for provision of performance bond and prepayment surety bond to the project owner in the Group's project in Macao.

#### **Contingent Liabilities**

As at 30 June 2017, the joint operations held by the Group have given guarantees on performance bonds in respect of construction contracts in the ordinary course of business, and the amounts shared by the Group were of HK\$24,834,000 (31 December 2016: HK\$67,889,000). As at 30 June 2017, the Group has not given any guarantees (31 December 2016: HK\$10,680,000) on performance bonds in relation to construction contracts of the Group in the ordinary course of business. Save for the guarantee given on these performance bonds, the Group has no material contingent liabilities.

#### **Events After End of the Period**

No event has occurred after 30 June 2017 and up to the date of this report which would have a material effect on the Group.

#### **Disclosure of Interests**

As at 30 June 2017, the interests and short positions of Directors in the shares, underlying shares and debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance ("**SFO**")) as recorded in the register required to be kept under section 352 of the SFO, or as notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"), are as follows:

#### **Directors' interests in the Company**

Director	Number of shares/Position	Percentage of shareholding	Capacity
Mr. Cui Qi	510,000,000 Long position	63.75%	Interest of a controlled corporation (Note)

Directors' interests in associated corporations of the Company

Director	Associated corporations	Percentage of shareholding/Position	Capacity
Mr. Cui Qi	Solid Jewel Investments Limited	87.00%	Beneficial owner
	("Solid Jewel")	Long position 100.00%	Interest of a controlled
Mr. Cui Qi	Sky Hero Global Limited (" <b>Sky Hero</b> ")	Long position	corporation (Note)
Mr. Yu Ming	Solid Jewel	13.00% Long position	Beneficial owner

Note: These Shares were held by Sky Hero, which was wholly owned by Solid Jewel, which was owned as to 87% by Mr. Cui Qi and 13% by Mr. Yu Ming respectively.

So far as the directors are aware, as at 30 June 2017, the interest and short positions of the persons, other than a director or chief executive of the Company, in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO are as follows:

#### Substantial shareholders' interests in the Company

Shareholder	Number of shares/Position	Percentage of shareholding	Capacity
Sky Hero	510,000,000	63.75%	Beneficial owner
OKy HEIO	Long position	00.7078	Denencial Owner
Solid Jewel (Note 1)	510,000,000	63.75%	Interest of a controlled
	Long position		corporation
Ms. Mu Zhen <i>(Note 2)</i>	510,000,000	63.75%	Interest of spouse
	Long position		
CITICC International	90,000,000	11.25%	Beneficial owner
Investment Limited	Long position		

Note:

1. Solid Jewel is deemed or taken to be interested in all the Shares which are beneficially owned by Sky Hero under the SFO. Sky Hero is wholly-owned by Solid Jewel.

2. Ms. Mu Zhen is the spouse of Mr. Cui Qi and she is deemed or taken to be interested in all the Shares which are beneficially owned by Mr. Cui Qi under the SFO.

#### **Share Option Scheme**

The Company adopted a share option scheme on 22 June 2016 to enable the Company to grant options to eligible participants as incentives and rewards for their contribution to the Group. No options have been granted, exercised of cancelled since then and up to 30 June 2017.

#### Purchase, Sale or Redemption of the Company's Listed Securities

Neither the Company, nor any of its subsidiaries, had purchased, sold or redeemed any of the Company's listed securities during the Period.

#### **Corporate governance practices**

The Company has adopted the code provisions of the Corporate Governance Code as set out in Appendix 14 of the Listing Rules ("**CG Code**") has complied with the code provisions throughout the Period, except in relation to CG Code provision A.2.1 where the roles of the Group's chairman and chief executive officer ("**CEO**") are both performed by Mr. Cui Qi. CG Code provision A.2.1 requires that the roles of chairman and CEO should be separate and should not be performed by the same individual. Please refer to the annual report of the Company for the year 2016 for nature of the non-compliance with CG Code provision A.2.1.

#### **Directors' securities transactions**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Listing Rules (the "**Model Code**") and all the Directors confirmed, upon specific enquiry made, that they complied with the Model Code during the Period and up to the date of this report.

#### Dividend

The Board takes into account the Group's overall results of operation, financial position and capital requirements, among other factors, in considering the declaration of dividends. The Board does not recommend the payment of a dividend for the Period.

#### **Audit Committee**

The audit committee, comprising Mr. Cheung Chi Man Dennis (chairman of the audit committee), Mr. Ge Zhenming, Ms. Leung Sau Fan Sylvia and Mr. Leung Yee Tak, each an independent non-executive Director, has reviewed the accounting standards and policies adopted by the Group and the unaudited condensed consolidated financial information of the Group for the Period.

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2017

		Unaudite Six months ende		
	Note	2017	2016	
		HK\$'000	HK\$'000	
Revenue	5	365,736	334,483	
Cost of sales	5	(316,838)	(276,916)	
Gross profit		48,898	57,567	
Other income and gain, net		63	(249)	
Professional fees incurred for initial public offering		(12,204)	(9,984)	
Other administrative expenses		(12,394)	(9,768)	
Operating profit		36,567	37,566	
Finance income		346	215	
Finance costs		(2,097)	(1,036)	
Finance costs, net		(1,751)	(821)	
Profit before income tax		24.916	06 745	
Income tax expense	6	34,816 (4,366)	36,745 (9,177)	
	0	(4,000)	(3,177)	
Profit for the period		30,450	27,568	
Other comprehensive income Item that may be reclassified subsequently to profit or loss Exchange differences arising from translation of foreign operations		2,241	_	
Other comprehensive income for the period		2,241	_	
Profit and total comprehensive income attributable to equity holders of the Company		32,691	27,568	
Basic and diluted earnings per share (HK cents)	8	3.81	4.66	

# INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2017

		Unaudited	Audited
		30 June	31 December
	Note	2017	2016
		HK\$'000	HK\$'000
ASSETS			
Non-current assets			
Plant and equipment	9	170,677	156,927
Investment in a joint venture	5		294
Deposits		7,635	17,276
		1,000	
		178,312	174,497
Current assets			
Trade and retention receivables	10	255,139	183,494
Deposits, prepayments and other receivables	10	36,191	3,712
Amounts due from customers for contract work	11	82,021	84,466
Amounts due from related companies		10	_
Income tax recoverable		1,652	1,652
Time deposits with maturity over 3 months		5,572	9,942
Pledged bank deposits		13,400	21,031
Cash and cash equivalents		210,241	220,157
		604,226	524,454
Total assets		782,538	698,951
EQUITY			
Capital and reserves			
Share capital	12	8,000	8,000
Reserves		464,814	456,123
Total equity		472,814	464,123

# INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

As at 30 June 2017

	Note	Unaudited 30 June 2017 HK\$'000	Audited 31 December 2016 HK\$'000
Non-current liabilities		5 070	10.050
Borrowings	14	5,878	16,952
Deferred income tax liabilities		9,402	9,402
		15,280	26,354
Current liabilities			
Trade and retention payables	13	56,379	43,481
Accruals and other payables	13	4,415	6,713
Receipt in advance	13	6,922	84,592
Amounts due to customers for contract work	11	107,674	10,054
Amount due to a joint venture	17(d)	_	500
Amounts due to the other partners of joint operations	(-)	2,298	9,555
Amount due to a related company	17(d)	945	1,647
Dividend payable	( )	2,707	, _
Borrowings	14	108,939	51,234
Income tax payable		4,165	698
		294,444	208,474
Total liabilities		309,724	234,828
Total equity and liabilities		782,538	698,951

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2017

	Share capital HK\$'000	Share premium HK\$'000	Other reserves HK\$'000	Exchange reserves HK\$'000	Retained earnings HK\$'000	<b>Total</b> HK\$'000
At 1 January 2016			23,104		148,730	171,834
Comprehensive income	_	-	20,104	_	140,730	171,004
Profit for the period	_	_	_	_	27,568	27,568
Contribution by and					27,000	27,000
distribution to owner						
Issuance of shares	-	36,000	_	-	-	36,000
At 30 June 2016 (unaudited)	_	36,000	23,104	_	176,298	235,402
At 1 January 2017	8,000	214,840	23,104	-	218,179	464,123
Comprehensive income						
Profit for the period	-	-	-	-	30,450	30,450
Other comprehensive income						
Exchange differences arising						
from translation of						
foreign operations	-	-	-	2,241	-	2,241
Contribution by and						
distribution to owner						
Dividends declared (Note 7)	-	-	-	-	(24,000)	(24,000)
At 30 June 2017 (unaudited)	8,000	214,840	23,104	2,241	224,629	472,814

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 June 2017

	Unaudite Six months ende	
	2017	2016
	HK\$'000	HK\$'000
Cash flows from operating activities		
Net cash used in operations	(25,281)	(19,855
Interest received	346	215
Interest paid	(2,097)	(1,036
Income tax paid	(899)	(6,458
Net cash used in operating activities	(27,931)	(27,134
Cash flows from investing activities		
Purchase of plant and equipment	(20,154)	(1,238
Proceeds from disposal of plant and equipment	3	_
Decrease in time deposits with maturity over 3 months	4,370	6,618
Decrease/(increase) in pledged bank deposits	7,631	(23,596
Net cash used in investing activities	(8,150)	(18,216
Cash flows from financing activities		
Proceeds from borrowings	69,709	66,431
Repayments of borrowings	(23,078)	(17,567
Proceeds from issuance of shares	_	36,000
Dividend paid	(21,293)	(61,477
Net cash generated from financing activities	25,338	23,387
Net decrease in cash and cash equivalents	(10,743)	(21,963
Cash and cash equivalents at beginning of the period	220,157	82,834
Effect of foreign exchange rate changes	827	
Cash and cash equivalents at end of the period	210,241	60,871

## 1. General information, reorganisation and basis of presentation

#### **General information**

The Company was incorporated in the Cayman Islands on 6 October 2015 as an exempted company with limited liability under the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of the Company's registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The Company is an investment holding company and its subsidiaries provide marine construction services, lease and trade of vessels.

The condensed consolidated interim financial information is presented in Hong Kong dollars ("HK\$") unless otherwise stated.

The condensed consolidated interim financial information of the Group for the six months ended 30 June 2017 has not been audited.

#### 2 Summary of significant accounting policies

Except as described below, the accounting policies applied are consistent with those described in the annual financial statements for the year ended 31 December 2016 ("2016 Financial Statements").

#### 2.1 Basis of preparation

This condensed consolidated interim financial information for the six months ended 30 June 2017 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34, "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The condensed consolidated interim financial information should be read in conjunction with the 2016 Financial Statements, which has been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

#### 2 Summary of significant accounting policies (Continued)

#### 2.1 Basis of preparation (Continued)

The preparation of this condensed consolidated interim financial information in conformity with HKFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the interim financial information, are disclosed in note 4 below.

#### (a) Adoption of new or revised HKFRSs effective on 1 January 2017

The following amendments to HKFRSs that are first effective for the current accounting period and relevant to the Group:

HKAS 7 (Amendment)	Statement of Cash Flows
HKAS 12 (Amendment)	Income taxes
HKFRSs (Amendment)	Annual improvements 2014 - 2016 cycle

The adoption of these new standards and amendments to existing standards does not have any significant impact to the results and financial position of the Group's condensed consolidated interim financial information.

#### (b) New or revised HKFRSs that have been issued but are not yet effective

The following are standards and amendments to existing standards that have been published and are relevant, but have not been early adopted by the Group.

HKFRS 9 (Amendment)	Financial Instruments <sup>(1)</sup>
HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its
(Amendment)	Associate and Joint Venture <sup>(3)</sup>
HKFRS 15	Revenue from Contracts with Customers <sup>(1)</sup>
HKFRS 15 (Amendment)	Revenue from Contracts with Customers
	(Clarifications to HKFRS 15) <sup>(1)</sup>
HKFRS 16	Leases <sup>(2)</sup>

- (1) Effective for the Group for annual period beginning on 1 January 2018.
- (2) Effective for the Group for annual period beginning on 1 January 2019.
- (3) Effective date to be determined.

Management is in the process of making an assessment on the impact of these new and revised standards, amendments or interpretations but is not yet in a position to determine whether they will have a significant impact on the Group's results of operations and financial position.

#### 3 Financial risk management

#### 3.1 Financial risk factors

The Group's activities expose it to a variety of financial risk: market risk (including foreign exchange risk and cash flow interest rate risk), credit risk and liquidity risk.

The interim condensed consolidated financial information do not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the 2016 Financial Statements.

There have been no changes in the risk management or any risk management policies since the year end.

#### 3.2 Fair value estimation

The carrying amount of the Group's financial assets and liabilities, including cash and cash equivalents, pledged bank deposits, time deposits, trade and retention receivables, deposits and other receivables, amounts due from related companies, and trade and retention payables, other payables, amount due to a joint venture, amount due to a joint operation, amount due to a related company and borrowings approximate their fair values, which either due to their short-term maturities, or that they are subject to floating rates.

#### 4 Critical accounting estimates and judgements

The preparation of the condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. In preparing this condensed consolidated interim financial information, the critical accounting estimates and judgements applied were consistent with those described in the 2016 Financial Statements.

#### 5 Revenue and segment information

(a) Revenue

	Unau	Unaudited Six months ended 30 June		
	Six months e			
	<b>2017</b> 20			
	HK\$'000	HK\$'000		
Rendering of services				
<ul> <li>Marine construction works</li> </ul>	359,782	327,709		
- Leasing of vessels	5,954	6,774		
	365,736	334,483		

#### (b) Segment information

The chief operating decision-maker has been identified as the executive directors of the Company. The executive directors regard the Group's business as three operating segments of Marine construction works, Leasing of vessels and Trading of vessels. They review financial information accordingly.

Segment revenue is measured in a manner consistent with that in the condensed consolidated statement of comprehensive income.

Segment assets mainly consist of current assets and non-current assets as disclosed in the condensed consolidated balance sheet except for unallocated cash and bank balances, income tax recoverable, and certain amounts due from related parties.

Segment liabilities mainly consist of current liabilities and non-current liabilities as disclosed in the condensed consolidated balance sheet except for income tax payable, deferred tax liabilities, borrowings, dividend payable and certain amounts due to related parties.

# 5 Revenue and segment information (Continued)

# (b) Segment information (Continued)

Profit or loss

	Marine construction works HK\$'000	Leasing of vessels HK\$'000	Trading of vessels HK\$'000	<b>Total</b> HK\$'000
For the six months ended 30 June 2017				
(unaudited) Segment results	43,346	447	-	43,793
Unallocated expenses				(4,780)
Depreciation Finance costs, net				(2,100) (2,097)
Profit before income tax Income tax expense				34,816 (4,366)
Profit for the period				30,450
Included in segment results are:				
Depreciation Finance income/(costs), net	(4,651) 335	(1,283) (26)	-	(5,934) 309
For the six months ended 30 June 2016				
(unaudited) Segment results	52,065	5,502	_	57,567
Unallocated expenses Depreciation Finance income, net				(19,627) (159) (1,036)
Profit before income tax Income tax expense				36,745 (9,177)
Profit for the period				27,568
Included in segment results are:				
Depreciation Finance income, net	(3,695) 215	_	_	(3,695) 215

# 5 Revenue and segment information (Continued)

# (b) Segment information (Continued)

Assets

	Marine construction works HK\$'000	Leasing of vessels HK\$'000	<b>Trading of</b> vessels HK\$'000	<b>Total</b> HK\$'000
<b>At 30 June 2017 (unaudited)</b> Segment assets Unallocated assets	514,158	606	-	514,764 267,774
Total assets				782,538
Additions to non-current assets	19,747	-	_	19,747
At 31 December 2016 (audited) Segment assets Unallocated assets	429,020	12,271	_	441,291 257,660
Total assets				698,951
Investment in a joint venture	294	_	_	294
Additions to non-current assets	67,673	_	_	67,673

The information provided to chief operating decision maker with respect to total assets are measured in a manner consistent with that of the condensed consolidated interim financial information. These assets are allocated based on the operations of the segment.

# 5 Revenue and segment information (Continued)

# (b) Segment information (Continued)

Liabilities

	Marine construction works HK\$'000	Leasing of vessels HK\$'000	Trading of vessels HK\$'000	<b>Total</b> HK\$'000
	ΠΛΦ 000	ΠΚΦ ΟΟΟ	ПКФ 000	ΠΛΦ ΟΟΟ
At 30 June 2017 (unaudited)				
Segment liabilities	174,218	_	_	174,218
Dividend payable	174,210			2,707
Borrowings				114,817
Income tax payable				4,165
Deferred tax liabilities				9,402
Unallocated liabilities				4,415
Total liabilities				309,724
Iotal habilities		1		309,724
At 31 December 2016 (audited)				
Segment liabilities	150,242	_	_	150,242
Borrowings	,			68,186
Income tax payable				698
Deferred tax liabilities				9,402
Unallocated liabilities				6,300
Total liabilities				004 000
Total liabilities				234,828

The Group's revenue from external customers attributable to the countries from which the Group derives revenue and information about its non-current assets excluding financial instruments and deferred income tax assets, located in the country of domicile are detailed below:

#### Revenue from external customers

		Unaudited Six months ended 30 June		
	2017 HK\$'000	2016 HK\$'000		
Hong Kong Indonesia Macao Malaysia	47,455 78,788 233,522 5,971	33,259 209,118 92,106 –		
	365,736	334,483		

#### 5 **Revenue and segment information (Continued)**

#### (b) Segment information (Continued)

#### Non-current assets

(i) Based on countries of domicile of companies holding the assets:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Hong Kong	152,631	152,815
Indonesia	13,725	973
Масао	4,321	3,433
	170,677	157,221

During the six months ended 30 June 2017 and 2016, the machinery, equipment and vessels of the Group were owned by Hong Kong River Engineering Company Limited, Creator Pacific Limited, PT. Indonesia River Engineering and Hong Kong River (Macao) Engineering Company Limited. The countries of domicile of the companies holding the assets are Hong Kong, Indonesia and Macao, respectively.

#### (ii) Based on physical location of the assets:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Hong Kong	118,794	147,386
Indonesia	13,725	973
Масао	10,028	8,862
Malaysia	28,130	_
	170,677	157,221

#### 6 Income tax expense

The amount of income tax charged to the condensed consolidated statement of comprehensive income represents:

	Unaudited Six months ended 30 June		
	2017 HK\$'000	2016 HK\$'000	
Hong Kong profits tax Current income tax	_	944	
Indonesia income tax Withholding income tax	2,302	6,458	
Interest income tax	1	1	
Macao complementary income tax Current income tax	1,929	1,774	
Malaysia corporate income tax Current income tax	134	_	
	4,366	9,177	

Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profit for the six months ended 30 June 2017 and 2016.

Macao complementary income tax has been provided at the rate of 12% on the estimated assessable profit for the six months ended 30 June 2017 and 2016.

Indonesia income tax is charged through a system of withholding taxes. Companies are required to withhold final income tax for construction works performance and interest income from bank deposits. The income tax has been provided at the rate of 3% of the construction income and 20% of the interest income from bank deposits for the six months ended 30 June 2017 and 2016.

Malaysia corporate income tax has been provided at the rate of 24% on the estimated taxable income.

### 7 Dividends

The Board does not recommend the payment of interim dividend for the six months ended 30 June 2017 and 2016.

The final dividend for the year ended 31 December 2016 has been approved by shareholders at the Company's annual general meeting and the payment for which has been despatched on 30 June 2017 (2016: nil).

#### 8 Earnings per share

#### (a) Basic

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the respective periods. The weighted average number of ordinary shares used for such purpose for the six months ended 30 June 2016 has been retrospectively adjusted for the effects of the issue of shares in connection with the reorganisation completed on 22 January 2016 and the capitalisation issue of ordinary shares which took place on 20 July 2016.

The weighted average number of ordinary shares used for the purposes of calculating the basic earnings per share for the six months ended 30 June 2017 of 800,000,000 shares includes the number of shares issued pursuant to the share offer of 200,000,000 shares which took place on 20 July 2016.

	Unaudited Six months ended 30 June	
	2017	2016
Profit attributable to equity holders of the Company (HK\$'000) Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	30,450	27,568
(thousands)	800,000	591,346
Basic earnings per share (HK cents)	3.81	4.66

#### (b) Diluted

Diluted earnings per share is of the same amount as the basic earnings per share as there were no potential dilutive ordinary shares outstanding at the period end.

# 9 Plant and equipment

	Furniture		Machinery			
	and	Office	and		Motor	
	fixtures	equipment	equipment	Vessels	vehicles	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Six months ended 30 June 2017						
(unaudited)						
Opening net book amount	-	237	34,962	120,799	929	156,927
Additions	-	71	2,783	16,964	336	20,154
Depreciation	-	(96)	(2,333)	(3,818)	(234)	(6,481)
Exchange differences	-	-	40	63	(26)	77
Closing net book amount	_	212	35,452	134,008	1,005	170,677
Six months ended 30 June 2016						
(unaudited)						
Opening net book amount	27	305	15,865	80,831	553	97,581
Additions	_	18	1,137	_	83	1,238
Depreciation	(14)	(78)	(1,160)	(2,471)	(131)	(3,854
Closing net book amount	13	245	15,842	78,360	505	94,965

# 10 Trade and retention receivables, and deposits, prepayments and other receivables

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Trade receivables	200,893	132,134
Retention receivables	54,246	51,360
Trade and retention receivables	255,139	183,494
Deposits and other receivables (note)	43,826	20,988
Less: non-current deposits	(7,635)	(17,276)
	36,191	3,712

Note: The balance mainly represents rental deposit, deposits for plant and equipment and other miscellaneous receivables.

The credit period granted to trade customers other than for retention receivables was within 30 days. The terms and conditions in relation to the release of retention vary from contract to contract, which may be subject to practical completion, the expiry of the defect liability period or a preagreed time period. The Group does not hold any collateral as security.

# 10 Trade and retention receivables, and deposits, prepayments and other receivables (Continued)

The ageing analysis of the trade receivables based on invoice date was as follows:

	Unaudited 30 June 2017 HK\$'000	Audited 31 December 2016 HK\$'000
Current	60,166	111,840
1 to 30 days	8,331	10,990
31 to 60 days	9,586	1,221
61 to 90 days	-	-
91 to 180 days	8,349	-
181 to 365 days	97,290	4,723
More than 1 year	17,171	3,360
	200,893	132,134

Retention receivables were classified as current assets. The ageing of the retention receivables based on invoice date was as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Within 1 year	10,365	15,741
Between 1 and 5 years	40,547	35,619
More than 5 years	3,334	_
	54,246	51,360

# 11 Contracting work-in-progress

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Contract costs incurred plus attributable profits		
less foreseeable losses to date	1,020,804	1,022,133
Progress billings to date	(1,046,457)	(947,701)
	(25,653)	74,412
Included in current assets/(liabilities) are the following:		
Due from customers for contract work	82,021	84,466
Due to customers for contract work	(107,674)	(10,054)
	(25,653)	74,412

# 12 Share capital

The Company's share capital as at 30 June 2017 and 31 December 2016 was as follows:

	Number of shares	HK\$
Ordinary shares of HK\$0.01 each		
Authorised	4,000,000,000	40,000,000
Issued and fully paid	800,000,000	8,000,000

# 13 Trade and retention payables, accruals and other payables

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Trade payables	50,995	38,564
Retention payables	5,384	4,917
Accruals and other payables (note i)	4,415	6,713
Receipt in advance (note ii)	6,922	84,592
	67,716	134,786

note i: The amounts mainly represent wages, legal and professional fees and transportation costs.

note ii: The Group received a receipt in advance from a customer in relation to a project which commences in 2017.

The credit period granted for trade payables and other payables was within 30 to 90 days.

The ageing analysis of the trade payables based on invoice date was as follows:

	Unaudited 30 June 2017 HK\$'000	Audited 31 December 2016 HK\$'000
Current	24,378	32,042
1 to 30 days	4,283	6,522
31 to 60 days	97	-
61 to 90 days	-	-
91 to 180 days	-	-
181 to 365 days	22,237	-
	50,995	38,564

# 13 Trade and retention payables, accruals and other payables (Continued)

In the interim condensed consolidated balance sheet, retention payables were classified as current liabilities. The ageing of the retention payables based on invoice date was as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Within 1 year	467	4,252
Between 1 year and 2 years	4,917	665
	5,384	4,917

# 14 Borrowings

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Non-current:		
Long-term bank loans	5,878	16,952
Current:		
Long-term bank loans due for repayment within one year	26,166	30,788
Long-term bank loans due for repayment within one year		
which contain a repayment on demand clause	9,662	-
Long-term bank loans due for repayment after one year		
which contain a repayment on demand clause	17,989	_
Short-term bank borrowings	55,122	20,466
	108,939	51,234
Total borrowings	114,817	68,186

#### 14 Borrowings (Continued)

(a) The maturity of borrowings is as follows:

In the interim condensed consolidated balance sheet, bank loans due for repayment after one year which contain repayment on demand clause were classified as current liabilities.

Based on the scheduled repayment terms set out in the loan agreements and ignoring the effect of any repayment on demand clause, the maturity of bank loans would be as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
Within 1 year	90,949	51,234
Between 1 and 2 years	14,897	13,606
Between 2 and 5 years	8,971	3,346
	114,817	68,186

- (b) The carrying amounts of the Group's borrowings were denominated in Hong Kong dollar.
- (c) The carrying amounts of the Group's borrowings approximated their fair value as the impact of discounting is not significant.
- (d) The Group's loan facilities are subject to annual review and secured or guaranteed by:
  - (i) unlimited guarantees provided by the Company as at 30 June 2017 and 31 December 2016;
  - vessels and machinery and equipment with carrying amounts of HK\$14,451,000 as at 30 June 2017 (31 December 2016: HK\$15,179,000);
  - (iii) deposits of not less than HK\$13,400,000 as at 30 June 2017 (31 December 2016: HK\$21,031,000); and
  - (iv) guarantees of HK\$133,495,000 (31 December 2016: HK\$85,437,000) from a subsidiary for a bank facility which covers a loan of HK\$24,272,000 (31 December 2016: HK\$14,563,000) and performance bond facility of HK\$97,087,000 (31 December 2016: HK\$63,107,000) as at 30 June 2017.

#### **15 Commitments**

#### (a) Operating lease commitments – as lessee

The future aggregate minimum lease rental expenses in respect of hiring equipment, office and storage premises, and quarters for workers and directors under non-cancellable operating leases are payable during the periods.

	Unaudited	Audited
	30 June	31 December
	2017	2016
	HK\$'000	HK\$'000
No later than 1 year	1,771	1,533
Later than 1 year and no later than 5 years	2,035	-
	3,806	1,533

#### (b) Operating lease commitments – as lessor

As at 30 June 2017, the Group did not have any operating lease commitments as a lessor (31 December 2016: Nil).

#### **16 Contingent liabilities**

As at 30 June 2017, the joint operations held by the Group have given guarantees on performance bonds in respect of construction contracts in the ordinary course of business, and the amounts shared by the Group were of HK\$24,834,000 (31 December 2016: HK\$67,889,000). The performance bonds as at 30 June 2017 are expected to be released in accordance with the terms of the respective construction contracts.

As at 30 June 2017, the Group has not given any guarantees (31 December 2016: HK\$10,680,000) on performance bonds in respect of construction contracts of the Group in the ordinary course of business.

#### 17 Related party transactions

Related parties are those parties that have the ability to control, jointly control or exert significant influence over the other party in holding power over the investee; exposure, or rights, to variable returns from its involvement with the investee; and the ability to use its power over the investee to affect the amount of the investor's returns. Parties are also considered to be related if they are subject to common control or joint control. Related parties may be individuals or other entities.

(a) The directors of the Company are of the view that the following companies were related parties that had transactions or balances with the Group during the six months ended 30 June 2017:

Name of the related party	Relationship with the Group
Concentric-Hong Kong River Joint Venture	A joint operation
("CHKRJV")	
中國土木工程 (澳門) 有限公司 —	A joint operation
香港瑞沃工程有限公司合作經營 ("MCRJV")	
香港瑞沃 (澳門)工程有限公司	A joint operation
一中基基礎工程有限公司合作經營	
Shenzhen Changsheng Marine Engineering	A related company with 92% equity interest
Limited ("Shenzhen Changsheng")	owned by Mr. Cui Qi

#### (b) Transactions

Save as disclosed elsewhere in the condensed consolidated interim financial information, during the six months ended 30 June 2017 and 2016, the following transactions were carried out with related parties at terms mutually agreed by both parties:

	Unaudited Six months ended 30 June	
	2017	2016
	HK\$'000	HK\$'000
Continuing transactions		
Paid to a related party:		
Rental expenses to Shenzhen Changsheng (Note)	945	7,846

Note: Rental expenses in relation to leasing of vessels are charged at terms pursuant to the agreement as entered into between the Group and the respective related party.

#### 17 Related party transactions (Continued)

#### (c) Transactions with key management personnel

Key management includes directors (executive and non-executive) and senior management. The compensation paid or payable to key management for employee services is shown below:

	Unaudited		
	Six months ended 30 June		
	2017	2016	
	HK\$'000	HK\$'000	
Salaries, bonus, other allowances and benefits in kind	3,082	2,122	
Pension costs – defined contribution plans	54	54	
	3,136	2,176	

#### (d) Balances

	Unaudited 30 June 2017	Audited 31 December 2016	Nature
	HK\$'000	HK\$'000	
Amount due to a related party – Shenzhen Changsheng	945	1,647	Trade
Amount due to a joint venture – HKR – ASL Joint Venture Limited	-	500	Non-trade

### 18 Ultimate holding company

Management consider that Solid Jewel Investments Limited as the ultimate holding company of the Group, which is a company incorporated in the British Virgin Islands and owned by Mr. Cui Qi as to 87% and Mr. Yu Ming as to 13%.