

**Kin Shing  
Holdings Limited**  
建成控股有限公司

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**INTERIM  
REPORT**  
**2018/19**

*(Incorporated in the Cayman Islands  
with limited liability)*  
Stock code: 1630







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# CORPORATE INFORMATION

## DIRECTORS

### Executive Directors

Mr. Leung Chi Kit (Chairman)  
Ms. Tso Yuk Ching  
Mr. Chow Dik Cheung (Chief Executive Officer)  
Mr. Chan Sik Mau  
Mr. Xiong Wei (appointed on 5 July 2018 and resigned on 10 October 2018)

### Independent Non-Executive Directors

Mr. Chang Chun Pong  
Mr. Tsui Leung Cho  
Mr. Lam Kai Yeung

## AUDIT COMMITTEE

Mr. Lam Kai Yeung (Chairman)  
Mr. Chang Chun Pong  
Mr. Tsui Leung Cho

## REMUNERATION COMMITTEE

Mr. Chang Chun Pong (Chairman)  
Mr. Leung Chi Kit  
Ms. Tso Yuk Ching  
Mr. Tsui Leung Cho  
Mr. Lam Kai Yeung

## NOMINATION COMMITTEE

Mr. Leung Chi Kit (Chairman)  
Ms. Tso Yuk Ching  
Mr. Chang Chun Pong  
Mr. Tsui Leung Cho  
Mr. Lam Kai Yeung

## COMPANY SECRETARY

Mr. Chow Kit Ting (resigned on 20 August 2018)  
Ms. Tsui Wai Ting, Rosalie (appointed on 20 August 2018)

## AUTHORISED REPRESENTATIVES

Mr. Leung Chi Kit  
Mr. Chow Kit Ting (resigned on 20 August 2018)  
Mr. Chow Dik Cheung (appointed on 20 August 2018)

## REGISTERED OFFICE IN THE CAYMAN ISLANDS

P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman  
KY1-1108  
Cayman Islands

## HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Unit D, 9/F  
Billion Plaza 2  
10 Cheung Yue Street  
Cheung Sha Wan  
Kowloon  
Hong Kong

## CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Estera Trust (Cayman) Limited  
P.O. Box 1350  
Clifton House  
75 Fort Street  
Grand Cayman  
KY1-1108  
Cayman Islands

## HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
Level 22  
Hopewell Centre  
183 Queen's Road East  
Hong Kong

## LEGAL ADVISERS

TC & Co., Solicitors, Hong Kong

## COMPLIANCE ADVISOR

Dakin Capital Limited

## AUDITOR

HLB Hodgson Impey Cheng Limited

## PRINCIPAL BANKER

The Bank of East Asia, Limited  
DBS Bank (HK) Limited  
Bank of China (Hong Kong) Limited

## STOCK CODE

1630

## WEBSITE

<http://www.kinshingholdings.com.hk>

# CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the board (the “**Board**”) of directors (the “**Directors**”) of Kin Shing Holdings Limited (the “**Company**”) and its subsidiaries (collectively the “**Group**”), I am pleased to present the interim report of the Group for the six months ended 30 September 2018.

## REVIEW

The Group is principally engaged in the provision of formwork works with an insignificant portion from building construction works (including concrete works and finishes works). We categorise our formwork works into (i) traditional timber formwork by using timber and plywood; and (ii) metal formwork system by using aluminium and metal, in terms of the materials mainly used in the formwork works. Since the listing of the shares of the Company on 16 June 2017 (the “**Listing**”), there has been no significant change in the business operations of the Group.

The total revenue of our Group increased by approximately HK\$90.7 million or 27.7% from approximately HK\$326.9 million for the six months ended 30 September 2017 to approximately HK\$417.6 million for the six months ended 30 September 2018. Our Group's profit attributable to owners of the Company decreased by HK\$27.5 million or 98.9% to approximately HK\$0.3 million compared to approximately HK\$27.8 million for the corresponding period of 2017 due to (i) decrease in the gross profit margin of newly awarded contracts and (ii) increase in direct staff costs and subcontracting costs.

During the six months ended 30 September 2018, the Group had been awarded 6 new contracts with total contract sum of approximately HK\$226.1 million during the period under review.

## INTERIM DIVIDEND

The Board has resolved not to recommend the declaration of any interim dividend for the six months ended 30 September 2018 (2017: nil).

## OUTLOOK AND PROSPECT

Although the total revenue of the Group has increased, the performance of the Group has been adversely affected by the competition in the building formwork industry which has become more competitive and the market share of the Group has been affected since the infrastructure formwork market players responsible for the aforesaid infrastructure formwork works also competed with the building formwork market players for new tenders in the building formwork industry. As a result, the profit margin of new building formwork contracts awarded has been reduced.

In addition, due to the uncertainty of the private property market in Hong Kong, Hong Kong private property developers may adopt conservative development plans and pricing strategy in the near future. Consequently, there will be a trend of keen competition for new building formwork contracts in the market.



## CHAIRMAN'S STATEMENT

In view of the aforesaid, in addition to adjusting the profit margin in bidding new contracts, the Group will continue to try its best endeavour to explore new customers, implement stringent cost control measures on existing projects, strengthen the effectiveness of project management and improve the efficiency of work flow throughout the construction process in order to maintain the competitiveness for the best interests of the Group.

As disclosed in the 2018 Annual Report, to mitigate the market risk and to diversify the business scope in different kinds of construction projects and to cope with the increasing supply in public housing units in coming future, the Group has also engaged in formwork works for construction of public housing. During the six months ended 30 September 2018, the Group has been awarded a new formwork works contract for public housing.

The revenue generated from the private sector projects accounted for approximately HK\$338.7 million for the six months ended 30 September 2018 (2017: approximately HK\$236.7 million), which represents approximately 81.1% of the total revenue of the Group (2017: approximately 72.4%). The revenue generated from the public sector projects accounted for approximately HK\$78.9 million for the six months ended 30 September 2018 (2017: approximately HK\$90.2 million), which represents approximately 18.9% of the total revenue of the Group (2017: approximately 27.6%).

### APPRECIATION

On behalf of the Board, I would like to take this opportunity to express my sincere gratitude to our management and staff members for their continuous commitment and contribution, and to all our shareholders, customers, subcontractors, suppliers and business partners for their endless support, and to maintain the good relationship with the Group.

**Leung Chi Kit**

*Chairman*

Hong Kong, 30 November 2018



# MANAGEMENT DISCUSSION AND ANALYSIS

## FINANCIAL REVIEW

### Revenue

During the six months ended 30 September 2018, there were 40 projects contributing revenue of approximately HK\$417.6 million, whereas a revenue of HK\$326.9 million for the corresponding period in 2017 was contributed by 35 projects. The increase of revenue during the six months ended 30 September 2018 was mainly due to several construction projects which started in late February and March 2018 and contributed a large portion of the revenue.

The focus of the Group remained to be primarily in the Hong Kong market during the six months ended 30 September 2018.

### Gross profit and gross profit margin

During the six months ended 30 September 2018, the Group's gross profit decreased by approximately HK\$5.5 million or 10.8% from approximately HK\$51.0 million for the six months ended 30 September 2017 to approximately HK\$45.5 million for the six months ended 30 September 2018. The decrease in gross profit was mainly resulted from the decrease in the gross profit margin of newly awarded projects taken up by the Group and increase in direct staff costs and subcontracting costs during the period. Details are set out in the section headed "Revenue" above.

The Group's gross profit margin decreased from approximately 15.6% for the six months ended 30 September 2017 to approximately 10.9% for the six months ended 30 September 2018.

### Other income

Other income increased by approximately HK\$0.1 million from approximately HK\$0.34 million for the six months ended 30 September 2017 to approximately HK\$0.44 million for the six months ended 30 September 2018, representing an increase of approximately 27.9%. Such increase was mainly attributable to the increase in rental income generated from letting of equipment to a related company.

### Other losses or gains

Other losses increased by approximately HK\$26.7 million from other gain of approximately HK\$6,000 for the six months ended 30 September 2017 to other loss of approximately HK\$26.7 million for the six months ended 30 September 2018. Such increase was mainly attributable to the loss arising on the fair value and disposals of listed equity securities classified as financial assets at fair value through profit or loss during the six months ended 30 September 2018.

### Administrative expenses

Administrative expenses decreased from approximately HK\$17.8 million for the six months ended 30 September 2017 to approximately HK\$12.1 million for the six months ended 30 September 2018, representing a decrease of approximately 32.0%. Such decrease was mainly attributable to the decrease in the non-recurring expenses in relation to the Listing.



# MANAGEMENT DISCUSSION AND ANALYSIS

## FINANCIAL REVIEW *(Continued)*

### Finance costs

Finance costs increased from approximately HK\$0.42 million for the six months ended 30 September 2017 to approximately HK\$1.34 million for the six months ended 30 September 2018, representing an increase of approximately 220.5%. Such increase was mainly attributable to the increase in interest expense on existing bank loans and loan from a related company during the six months ended 30 September 2018.

### Income tax

Income tax expenses increased to approximately HK\$5.4 million for the six months ended 30 September 2018 compared to approximately HK\$5.3 million for the six months ended 30 September 2017, representing an increase of approximately 1.9%. Such increase was mainly due to the increase in assessable profits and non-deductible expenses of the Group during the six months ended 30 September 2018.

### Profit attributable to the equity shareholders of the Company

As a result of the foregoing, the profit attributable to the equity shareholders of the Company amounted to approximately HK\$27.8 million for the six months ended 30 September 2017 as compared to approximately HK\$0.3 million for the six months ended 30 September 2018, representing a decrease of approximately 98.9%.

## CORPORATE FINANCE AND RISK MANAGEMENT

### Liquidity and financial resources

As at 30 September 2018, the Group had unpledged bank balances and cash of approximately HK\$188.8 million as compared with HK\$92.4 million as at 31 March 2018, representing an increase of approximately 104.3%. The increase was mainly due to the proceeds received from a loan from a related company during the six months ended 30 September 2018.

The bank borrowing of the Group as at 30 September 2018 was approximately HK\$6.8 million (31 March 2018: approximately HK\$41.7 million). The gearing ratio is calculated based on the amount of total debts, which include bank borrowings, amount due to a joint venture, amount due to a related company and amount due to a director, divided by total equity. The gearing ratio of the Group as at 30 September 2018 was approximately 102.4% (31 March 2018: approximately 20.4%).

### Funding and treasury policy

The Group maintains a prudent funding and treasury policy. Surplus funds are maintained in the form of cash deposits with licensed banks. To manage liquidity risk, the Board of Directors closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

# MANAGEMENT DISCUSSION AND ANALYSIS

## CORPORATE FINANCE AND RISK MANAGEMENT *(Continued)*

### **Pledge of assets**

At 30 September 2018, the variable-rate bank borrowings are secured by (i) a corporate guarantee of HK\$20,000,000 by the Company to Leung Pui Form Mould & Engineering Co., Limited, a subsidiary of the Company and (ii) a charge on cash deposit and/or shares and securities up to HK\$6,800,000.

### **Capital commitments**

As at 30 September 2018, the Group had approximately HK\$2,005,000 capital commitments for the acquisition of property, plant and equipment.

### **Contingent liabilities**

As at 30 September 2018, the Group had no material contingent liabilities.

### **Foreign exchange risk**

The Group mainly operates in Hong Kong and majority of the operating transactions such as revenue, expenses, monetary assets and liabilities are denominated in Hong Kong dollars. As such, the Directors are of the view that the Group's risk in foreign exchange is insignificant and that we should have sufficient resources to meet foreign exchange requirements as and if they arise. Therefore, the Group has not engaged in any derivative contracts to hedge its exposure to foreign exchange risk during the six months ended 30 September 2018.

## **MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES**

During the reporting period, the Group did not have any material acquisitions or disposals of subsidiaries or associated companies.

## **SIGNIFICANT INVESTMENT HELD**

During the reporting period, the Group had no significant investment held.

## **FUTURE PLANS FOR MATERIAL INVESTMENT OR CAPITAL ASSETS**

Save as disclosed in the prospectus of the Company date 31 May 2017 (the "**Prospectus**"), the Group does not have other plans for material investments and capital assets.

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 30 September 2018, the Group employed 1,450 employees in Hong Kong (31 March 2018: 1,089 employees). Remuneration packages are reviewed based on their performance, experience and the prevailing industry practice. The Group may pay a discretionary bonus to its employees based on individual performance in recognition of their contribution and hard work. In addition to salary payments and discretionary bonuses, the Group also provides other employment benefits provident fund and educational subsidies to eligible staff. The total remuneration cost recognised to profit or loss for the six months ended 30 September 2018 was approximately HK\$214.8 million compared to approximately HK\$160.2 million for the six months ended 30 September 2017.



# MANAGEMENT DISCUSSION AND ANALYSIS

## USE OF PROCEEDS FROM THE COMPANY'S INITIAL PUBLIC OFFERING

The shares of the Company (the “**Shares**”) have been listed and traded on the Main Board of the Stock Exchange since 16 June 2017. The estimated net proceeds from the Listing amounted to approximately HK\$75.6 million as disclosed in the “Announcement of Offer Price and Allocation Results” (the “**Announcement**”) dated 15 June 2017.

On 30 November 2017, the Board resolved to adjust the use of proceeds to approximately HK\$75.0 million (after deducting underwriting fees and commissions and all related expenses) in the same manner and in the same proportion to the use of proceeds as shown the Announcement. The utilisation of net proceeds raised by the Group from the Listing up to 30 September 2018 is as below.

	Estimated net proceeds HK\$ million	Adjusted use of proceeds HK\$ million	Amount utilised up to 30 September 2018 HK\$ million	Unutilised balance up to 30 September 2018 HK\$ million
Acquire additional machineries and equipment	33.0	32.8	20.2	12.6
Purchase aluminium formwork systems	21.5	21.3	–	21.3
Invest in human resources	9.7	9.6	3.5	6.1
Additional rental expense for leasing of a warehouse	4.3	4.3	0.3	4.0
General working capital	7.1	7.0	7.0	–
<b>Total</b>	<b>75.6</b>	<b>75.0</b>	<b>31.0</b>	<b>44.0</b>

The unused amount of the net proceeds of approximately HK\$44.0 million has been deposited into licensed banks in Hong Kong.

# OTHER INFORMATION

## CORPORATE GOVERNANCE

### Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuer (the “**Model Code**”) set out in Appendix 10 of the Listing Rules. On specific enquiries made, all Directors of the Company have confirmed that they have complied with the required standard set out in the Model Code since the Listing and up to the six months ended 30 September 2018.

### Compliance with Corporate Governance Code

In the opinion of the Directors, the Company has complied with all relevant code provisions of the Corporate Governance Code (the “**CG Code**”) as set out in Appendix 14 to the Listing Rules during the period, except code provisions C.2.5, which are explained below.

According to code provision C.2.5 of the CG Code, the Company should have an internal audit function. The Company does not establish a standalone internal audit department, however, the Board has put in place adequate measures to perform the internal audit function in relation to different aspects including (i) the Board has established formal arrangements to apply financial reporting and internal control principles in accounting and financial matters to ensure compliance with the Listing Rules and all relevant laws and regulations and (ii) the Company has appointed an external internal control consultant to perform periodic review of our internal control system.

Details of the Company’s corporate governance policies and practices (including the above deviation from the code provisions) had been discussed in the Company’s 2018 annual report.

## AUDIT COMMITTEE

The Company established the Audit Committee on 23 May 2017 in compliance with the CG Code. As at the date of this report, the Audit Committee consists of three Independent Non-executive Directors, namely, Mr. Lam Kai Yeung, Mr. Chang Chun Pong and Mr. Tsui Leung Cho. Mr. Lam Kai Yeung is the chairman of the Audit Committee.

The Audit Committee has approved and reviewed with the management of the Company the accounting principles and policies adopted by the Group, and the financial information of the Group and the interim results announcement of the Company for the six months ended 30 September 2018.

## OTHER INFORMATION

### DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2018, interests and short positions in the Shares, underlying Shares and debentures of the Company and any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)) held by the Directors and chief executive of the Company which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which were taken or deemed to have under such provisions of the SFO) or have been entered in the register maintained by the Company pursuant to section 352 of the SFO, or otherwise have been notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) in Appendix 10 to the Listing Rules are as follows:

#### (i) Long position in the Shares

Name of Director	Capacity/Nature of interest	Number of Shares held	Approximate percentage of Company's issued share capital
Mr. Leung Chi Kit (“Mr. Leung”)	Interest in controlled corporation (Note 1)	1,125,000,000	75%
Ms. Tso Yuk Ching (“Ms. Tso”)	Family interest (Note 2)	1,125,000,000	75%

Notes:

- Five Continental Enterprise Limited (“Five Continental”) is legally interested in 1,125,000,000 Shares upon Listing. As 85% of the shareholding interest of Five Continental is owned by Mr. Leung, Mr. Leung is deemed to be interested in the Shares held by Five Continental under the SFO.
- Ms. Tso is the spouse of Mr. Leung. Accordingly, Ms. Tso is deemed to be interested in the Shares in which Mr. Leung has interest under the SFO.

#### (ii) Long position in Five Continental, an associated corporation of the Company

Name of Director	Capacity/Nature	Percentage of shareholding
Mr. Leung	Beneficial owner (Note)	85%
Ms. Tso	Family interest (Note)	85%

Note: Mr. Leung is the spouse of Ms. Tso. Accordingly, Ms. Tso is deemed to be interested in the Shares in which Mr. Leung has interest under the SFO.



## OTHER INFORMATION

### SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES

So far as is known to the Directors and taking no account any Shares which may be issued upon exercise of any options which may be granted under the Scheme, the following persons (not being a Director or chief executive of the Company) have interests or short positions in the Shares or underlying Shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or, who are, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other member of the Group:

Name	Capacity/Nature of interest	Number of Shares/underlying Shares held	Percentage of Company's issued share capital
Mr. Chow Siu Yu ("Mr. Chow") (Note 1)	Interest in controlled corporation; interests held jointly with other people	1,125,000,000	75%
Five Continental (Note 2)	Beneficial owner	1,125,000,000	75%

Notes:

1. On 5 August 2016, Mr. Leung, Ms. Tso and Mr. Chow entered into a Concert Parties Confirmatory Deed (as defined in the Prospectus dated 31 May 2017) to acknowledge and confirm, among other things, that they are parties acting in concert in respect of (i) Leung Pui Form Mould & Engineering Co., Limited ("**Leung Pui**") and Ho Yip Construction Company Limited ("**Ho Yip**") since the incorporation of Leung Pui and Ho Yip and (ii) each of the members of our Group upon the Listing Date and will continue so as of and after the date of the Concert Parties Confirmatory Deed. As such, pursuant to the parties acting in concert arrangement, each of Mr. Leung, Ms. Tso and Mr. Chow is deemed to be interested in 75% of the issued share capital of our Company.
2. Five Continental is owned as to 85% by Mr. Leung and 15% by Mr. Chow, who is the uncle of the Executive Director Mr. Chow Dik Cheung. As Ms. Tso is the spouse of Mr. Leung, Ms. Tso is deemed to be interested in the shares of Five Continental held by Mr. Leung. Accordingly, Ms. Tso is deemed to be interested in the Shares held by Five Continental under the SFO.



## OTHER INFORMATION

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's securities during the period from the Date of Listing.

### **SHARE OPTION SCHEME**

The Company has adopted a share option scheme (the "**Share Option Scheme**") on 23 May 2017. The principal terms of the Share Option Scheme are summarised in Appendix V to the Prospectus. The Share Option Scheme is an incentive scheme established to recognise and motivate the contributions that employees (full-time and part-time), Directors, suppliers, customers, advisers or service providers of the Group have made or may make to the Group. No share option has been granted, exercised, cancelled or lapsed under the Share Option Scheme since its adoption on 23 May 2017, and there is no outstanding share option as at 30 September 2018.

### **SUBSEQUENT EVENT AFTER THE REPORTING PERIOD**

As disclosed in the announcement of the Company dated 10 October 2018, Mr. Xiong Wei has tendered his resignation as an Executive Director of the Company with effect from 10 October 2018.

As disclosed in the announcement of the Company dated 16 November 2018, the Company through a wholly owned subsidiary via on-market trades on the Stock Exchange dealt in the shares of CNQC International Holdings Limited, a company listed on the Stock Exchange (stock code: 1240) involving acquisitions made on 24 July 2018 and disposals made on 31 July 2018 for respective aggregate cash consideration of approximately HK\$15.1 million and HK\$14.0 million (excluding transaction cost).

Save as disclosed as above, the Group had no material events after the reporting period.

# CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2018

	<i>Notes</i>	<b>Six months ended 30 September</b>	
		<b>2018 (Unaudited) HK\$'000</b>	2017 (Unaudited) HK\$'000
Revenue	3	417,585	326,910
Direct costs		(372,134)	(275,900)
Gross profit		45,451	51,010
Other income	5	440	344
Other gains and losses	6	(26,720)	6
Administrative expenses		(12,137)	(17,847)
Finance costs	7	(1,343)	(419)
Profit before tax		5,691	33,094
Income tax expense	8	(5,416)	(5,294)
Profit and total comprehensive income for the period	9	275	27,800
Profit and total comprehensive income for the period attributable to owners of the Company		275	27,800
Earnings per share – Basic (HK cents)	11	0.02	1.99



# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2018

	<i>Notes</i>	<b>As at 30 September 2018 (Unaudited) HK\$'000</b>	<b>As at 31 March 2018 (Audited) HK\$'000</b>
<b>Non-current assets</b>			
Property, plant and equipment	12	21,349	19,424
Investment in a joint venture		–	–
Deposits for acquisition of property, plant and equipment		3,400	297
Deferred tax assets		4,221	4,353
		<b>28,970</b>	<b>24,074</b>
<b>Current assets</b>			
Trade and other receivables	13	132,586	108,063
Contract assets	14	127,400	–
Amounts due from customers for contract work		–	89,861
Financial assets at fair value through profit or loss	15	12,495	–
Tax recoverable		12,589	9,735
Bank balances and cash		188,816	92,438
		<b>473,886</b>	<b>300,097</b>
<b>Total assets</b>		<b>502,856</b>	<b>324,171</b>
<b>Current liabilities</b>			
Trade and other payables	16	98,524	67,897
Contract liabilities		5,329	–
Amounts due to customers for contract work		–	6,658
Amount due to a joint venture	17	5	5
Amount due to a related company	18	145,613	–
Amount due to a director	19	46,834	–
Bank borrowings		6,753	41,712
Tax payable		3,068	1,333
		<b>306,126</b>	<b>117,605</b>
<b>Net current assets</b>		<b>167,760</b>	<b>182,492</b>
<b>Total assets less current liabilities</b>		<b>196,730</b>	<b>206,566</b>

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2018

	<i>Notes</i>	<b>As at 30 September 2018 (Unaudited) HK\$'000</b>	<b>As at 31 March 2018 (Audited) HK\$'000</b>
<b>Non-current liabilities</b>			
Deferred tax liabilities		2,215	1,972
<b>Net assets</b>		<b>194,515</b>	204,594
<b>Capital and reserves</b>			
Share capital	20	15,000	15,000
Reserves		179,515	189,594
<b>Total equity</b>		<b>194,515</b>	204,594

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2018

	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000 (Note)	Retained profits HK\$'000	Total HK\$'000
As at 1 April 2017 (audited)	–	–	140	86,480	86,620
Profit and total comprehensive income for the period	–	–	–	27,800	27,800
Issue of new shares	2,550	94,350	–	–	96,900
Expenses incurred in connection with issue of new shares	–	(6,206)	–	–	(6,206)
Capitalisation issue	12,450	(12,450)	–	–	–
As at 30 September 2017 (unaudited)	15,000	75,694	140	114,280	205,114
As at 31 March 2018 (audited)	<b>15,000</b>	<b>75,694</b>	<b>140</b>	<b>113,760</b>	<b>204,594</b>
Adjustments (Note 2)	–	–	–	(10,354)	(10,354)
As at 1 April 2018 (restated)	<b>15,000</b>	<b>75,694</b>	<b>140</b>	<b>103,406</b>	<b>194,240</b>
Profit and total comprehensive income for the period	–	–	–	275	275
As at 30 September 2018 (unaudited)	<b>15,000</b>	<b>75,694</b>	<b>140</b>	<b>103,681</b>	<b>194,515</b>

Note: Other reserve represents the difference between the nominal value of the aggregate share capital of the subsidiaries acquired upon the Reorganisation and the consideration paid for the acquisition.



# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2018

	<b>Six months ended 30 September</b>	
	<b>2018 (Unaudited) HK\$'000</b>	<b>2017 (Unaudited) HK\$'000</b>
Net cash used in operating activities	<b>(52,114)</b>	(11,960)
Net cash used in investing activities	<b>(14,406)</b>	(7,444)
Net cash generated from financing activities	<b>156,145</b>	92,819
Net increase in cash and cash equivalents	<b>89,625</b>	73,415
Cash and cash equivalents at the beginning of the period	<b>92,438</b>	38,940
Cash and cash equivalents at the end of the period	<b>182,063</b>	112,355
Represented by:		
Bank balances and cash	<b>188,816</b>	112,355
Less: Pledged bank deposits	<b>(6,753)</b>	–
	<b>182,063</b>	112,355

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 1. GENERAL INFORMATION AND BASIS OF PREPARATION

Kin Shing Holdings Limited (the “**Company**”) was incorporated as an exempted company with limited liability in the Cayman Islands on 6 April 2016. Its parent and ultimate holding company is Five Continental Enterprise Limited, a company incorporated in the British Virgin Islands and controlled by Mr. Leung Chi Kit, Mr. Chow Siu Yu and Ms. Tso Yuk Ching (the “**Controlling Shareholders**”).

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 *Interim Financial Reporting* issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

## 2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values.

Other than changes in accounting policies resulting from application of new and amendments to Hong Kong Financial Reporting Standards (“**HKFRSs**”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 September 2018 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 March 2018.

### Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatorily effective for the annual period beginning on 1 April 2018 for the preparation of the Group’s condensed consolidated financial statements.

HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers and the related Amendments
HK(IFRIC) – Int 22	Foreign Currency Transactions and Advance Consideration
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions
Amendments to HKFRS 4	Applying HKFRS 9 <i>Financial Instruments</i> with HKFRS 4 <i>Insurance Contracts</i>
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014–2016 Cycle
Amendments to HKAS 40	Transfers of Investment Property

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as described below.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers

The Group has applied HKFRS 15 for the first time in the current interim period. HKFRS 15 superseded HKAS 18 *Revenue*, HKAS 11 *Construction Contracts* and the related interpretations.

The Group recognises revenue from the following major sources:

- Formwork works; and
- Building construction works

The Group has applied HKFRS 15 retrospectively with the cumulative effect of initially applying this standard recognised at the date of initial application, 1 April 2018. Any difference at the date of initial application is recognised in the opening retained profits (or other components of equity, as appropriate) and comparative information has not been restated. Furthermore, in accordance with the transition provisions in HKFRS 15, the Group has elected to apply the standard retrospectively only to contracts that are not completed at 1 April 2018. Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 18 *Revenue* and HKAS 11 *Construction Contracts* and the related interpretations.

#### 2.1.1 Key changes in accounting policies resulting from application of HKFRS 15

HKFRS 15 introduces a 5-step approach when recognising revenue:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation

Under HKFRS 15, the Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when “control” of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation represents a good and service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.



# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 *Revenue from Contracts with Customers* *(Continued)*

#### 2.1.1 Key changes in accounting policies resulting from application of HKFRS 15

*(Continued)*

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates and enhances an asset that the customer controls as the Group performs; or
- the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct good or service.

A contract asset represents the Group's right to consideration in exchange for goods or services that the Group has transferred to a customer that is not yet unconditional. It is assessed for impairment in accordance with HKFRS 9. In contrast, a receivable represents the Group's unconditional right to consideration, i.e. only the passage of time is required before payment of that consideration is due.

A contract liability represents the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

#### ***Over time revenue recognition: measurement of progress towards complete satisfaction of a performance obligation***

##### *Output method*

The progress towards complete satisfaction of a performance obligation is measured based on output method, which is to recognise revenue on the basis of direct measurements of the value of the goods or services transferred to the customer to date relative to the remaining goods or services promised under the contract, that best depict the Group's performance in transferring control of goods or services.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers *(Continued)*

#### 2.1.1 Key changes in accounting policies resulting from application of HKFRS 15

*(Continued)*

##### **Existence of significant financing component**

In determining the transaction price, the Group adjusts the promised amount of consideration for the effects of the time value of money if the timing of payments agreed (either explicitly or implicitly) provides the customer or the Group with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. A significant financing component may exist regardless of whether the promise of financing is explicitly stated in the contract or implied by the payment terms agreed to by the parties to the contract.

For contracts where the period between payment and transfer of the associated goods or services is less than one year, the Group applies the practical expedient of not adjusting the transaction price for any significant financing component.

##### **Costs to fulfil a contract**

The Group incurs costs to fulfil a contract in its construction contracts. The Group first assesses whether these costs qualify for recognition as an asset in terms of other relevant standards, failing which it recognises an asset for these costs only if they meet all of the following criteria:

- (a) the costs relate directly to a contract or to an anticipated contract that the Group can specifically identify;
- (b) the costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and
- (c) the costs are expected to be recovered.

The asset so recognised is subsequently amortised to profit or loss on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the assets relate. The asset is subject to impairment review.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 *Revenue from Contracts with Customers* *(Continued)*

#### 2.1.2 Summary of effects arising from initial application of HKFRS 15

The revenue from construction contracts is recognised over time under output method. The progress towards complete satisfaction of a performance obligation of construction contracts is measured with reference to the certificates issued by the internal or external surveyors on the performance of work completed to date. Costs incurred at the initial stage that generate or enhance resources to be utilised subsequently in fulfilling the performance obligation will be recognised as contract costs to be amortised on a systematic basis with the transfer to the customer of the services to which the assets relate, while contract costs that related to satisfy performance obligations are expensed as incurred.

The following table summarises the impact of transition to HKFRS 15 on retained profits at 1 April 2018.

	<i>Notes</i>	<b>Impact of adopting HKFRS 15 at 1 April 2018 HK\$'000</b>
<hr/>		
<b>Retained profits</b>		
Adjustments of amounts due from customers for contract work	(b)	(12,400)
Tax effect	(b)	2,046
		<hr/>
Impact at 1 April 2018		<u>(10,354)</u>

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers *(Continued)*

#### 2.1.2 Summary of effects arising from initial application of HKFRS 15 *(Continued)*

The following adjustments were made to the amounts recognised in the condensed consolidated statement of financial position at 1 April 2018. Line items that were not affected by the changes have not been included.

		Carrying amounts previously reported at 31 March			Carrying amounts under HKFRS 15 at 1 April
	Notes	2018 HK\$'000	Reclassification HK\$'000	Remeasurement HK\$'000	2018* HK\$'000
<b>Current assets</b>					
Trade and other receivable	(a)	108,063	(38,055)	–	70,008
Contract assets	(a) & (b)	–	115,516	–	115,516
Amounts due from customers for contract work	(b)	89,861	(77,461)	(12,400)	–
Tax recoverable	(b)	9,735	–	2,046	11,781
<b>Current liabilities</b>					
Trade and other payables	(c)	67,897	(10,615)	–	57,282
Contract liabilities	(b) & (c)	–	17,273	–	17,273
Amounts due to customers for contract work	(b)	6,658	(6,658)	–	–
<b>Capital and reserve</b>					
Retained profits	(b)	113,760	–	(10,354)	103,406

\* The amounts in this column are before the adjustments from the application of HKFRS 9.





# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 *Revenue from Contracts with Customers* *(Continued)*

#### 2.1.2 Summary of effects arising from initial application of HKFRS 15 *(Continued)*

Notes:

- (a) At the date of initial application, retention receivables of approximately HK\$38,055,000 arising from the construction contracts are conditional on the satisfaction of the service quality by the customers over a certain period as stipulated in the contracts, and such balance was reclassified from trade and other receivables to contract assets.
- (b) In relation to construction contracts previously accounted under HKAS 11, the Group continues to apply output method in estimating the performance obligations satisfied up to date of initial application of HKFRS 15. Amounts due from customers for contract work of approximately HK\$77,461,000 and amounts due to customers for contract work of approximately HK\$6,658,000 were reclassified to contract assets and contract liabilities respectively. Under HKAS 11, construction costs were charged to profit or loss by reference to the stage of completion of the contract, which is measured based on surveys of work performed. Under HKFRS 15, costs that related to satisfy performance obligations are expensed as incurred. Construction costs of approximately HK\$12,400,000 that have been incurred but deferred to be recognised in profit or loss under HKAS 11 included in amounts due from customers for contract work were charged to retained profits. The related tax effect of approximately HK\$2,046,000 were recognised in tax recoverable and included in adjustment to retained profits.
- (c) At the date of initial application, advances from customers of approximately HK\$10,615,000 arising from the construction contracts previously included in trade and other payables was reclassified to contract liabilities.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers *(Continued)*

#### 2.1.2 Summary of effects arising from initial application of HKFRS 15 *(Continued)*

The following tables summarise the impacts of applying HKFRS 15 on the Group's condensed consolidated statement of financial position as at 30 September 2018 and its condensed consolidated statement of profit or loss and other comprehensive income for the current interim period for each of the line items affected. Line items that were not affected by the changes have not been included.

#### *Impact on the condensed consolidated statement of financial position*

	As reported HK\$'000	Adjustments HK\$'000	Amounts without application of HKFRS 15 HK\$'000
<b>Current assets</b>			
Trade and other receivable	132,586	56,812	189,398
Contract assets	127,400	(127,400)	–
Amounts due from customers for contract work	–	83,368	83,368
Tax recoverable	12,589	(2,109)	10,480
<b>Current liabilities</b>			
Trade and other payables	98,524	813	99,337
Contract liabilities	5,329	(5,329)	–
Amounts due to customers for contract work	–	4,516	4,516
<b>Capital and reserve</b>			
Retained profits	103,681	10,671	114,352

#### *Impact on the condensed consolidated statement of profit and loss and other comprehensive income*

	As reported HK\$'000	Adjustments HK\$'000	Amounts without application of HKFRS 15 HK\$'000
Revenue	417,585	–	417,585
Direct costs	(372,134)	380	(371,754)
Gross profit	45,451	380	45,831
<b>Profit before tax</b>	5,691	380	6,071
Income tax expense	(5,416)	(63)	(5,479)
<b>Profit and total comprehensive income for the period</b>	275	317	592

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.2 Impacts and changes in accounting policies of application on HKFRS 9 *Financial Instruments*

In the current period, the Group has applied HKFRS 9 *Financial Instruments* and the related consequential amendments to other HKFRSs. HKFRS 9 introduces new requirements for (1) the classification and measurement of financial assets and financial liabilities, (2) expected credit losses (“ECL”) for financial assets and (3) general hedge accounting.

The Group has applied HKFRS 9 in accordance with the transition provisions set out in HKFRS 9, i.e. applied the classification and measurement requirements (including impairment) retrospectively to instruments that have not been derecognised as at 1 April 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1 April 2018. The difference between carrying amounts as at 31 March 2018 and the carrying amounts as at 1 April 2018 are recognised in the opening retained profits and other components of equity, without restating comparative information.

Accordingly, certain comparative information may not be comparable as comparative information was prepared under HKAS 39 *Financial Instruments: Recognition and Measurement*.

#### 2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 *Classification and measurement of financial assets*

Trade receivables arising from contracts with customers are initially measured in accordance with HKFRS 15.

All recognised financial assets that are within the scope of HKFRS 9 are subsequently measured at amortised cost or fair value, including unquoted equity investments measured at cost less impairment under HKAS 39.

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (“FVTOCI”):

- the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.2 Impacts and changes in accounting policies of application on HKFRS 9 *Financial Instruments* *(Continued)*

#### 2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 *(Continued)*

##### **Classification and measurement of financial assets** *(Continued)*

All other financial assets are subsequently measured at fair value through profit or loss (“**FVTPL**”), except that at the date of initial application/initial recognition of a financial asset the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income (“**OCI**”) if that equity investment is neither held for trading nor contingent consideration recognised by an acquirer in a business combination to which HKFRS 3 *Business Combinations* applies.

In addition, the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

##### *Financial assets at FVTPL*

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI or designated as FVTOCI are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss. The net gain or loss recognised in profit or loss excludes any dividend or interest earned on the financial asset and is included in the “other gains and losses” line item.

The directors of the Company reviewed and assessed the Group’s financial assets as at 1 April 2018 based on the facts and circumstances that existed at that date. The initial application of HKFRS 9 has no material impact on the classification and measurement of the Group’s financial assets.

##### **Impairment under ECL model**

The Group recognises a loss allowance for ECL on financial assets which are subject to impairment under HKFRS 9 (including trade receivables, contract assets, deposits, other receivables and bank balances). The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL (“**12m ECL**”) represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessment are done based on the Group’s historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables and contract assets. The ECL on these assets are assessed individually for debtors with significant balances and/or collectively using a provision matrix with appropriate groupings.

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.





# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.2 Impacts and changes in accounting policies of application on HKFRS 9 *Financial Instruments* *(Continued)*

#### 2.2.1 Key changes in accounting policies resulting from application of HKFRS 9

*(Continued)*

##### **Impairment under ECL model** *(Continued)*

###### *Significant increase in credit risk*

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

### 2.2 Impacts and changes in accounting policies of application on HKFRS 9 *Financial Instruments* *(Continued)*

#### 2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 *(Continued)*

##### **Impairment under ECL model** *(Continued)*

##### **Significant increase in credit risk** *(Continued)*

Despite the foregoing, the Group assumes that the credit risk on a debt instrument has not increased significantly since initial recognition if the debt instrument is determined to have low credit risk at the reporting date. A debt instrument is determined to have low credit risk if (i) it has a low risk of default, (ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Group considers that default has occurred when the instrument is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

##### **Measurement and recognition of ECL**

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information.

Generally, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

Interest income is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit impaired, in which case interest income is calculated based on amortised cost of the financial asset.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exception of trade receivables and contract assets where the corresponding adjustment is recognised through a loss allowance account.

As at 1 April 2018, the directors of the Company reviewed and assessed the Group's existing financial assets and contract assets for impairment using reasonable and supportable information that is available without undue cost or effort in accordance with the requirements of HKFRS 9. The initial application of HKFRS 9 has not resulted in material additional credit loss allowance against the Group's retained profits.

Except as described above, the application of other new and amendments to HKFRSs in the current interim period has had no material effect on the amounts reported and/or disclosures set out in these condensed consolidated financial statements.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 3. REVENUE FROM SERVICES Disaggregation of revenue

Six months ended 30 September 2018 (unaudited)

Segments	Formwork works HK\$'000	Building construction works HK\$'000	Total HK\$'000
<b>Type of services</b>			
Formwork works	417,585	–	417,585
<b>Geographical markets</b>			
Hong Kong	417,585	–	417,585
<b>Timing of revenue recognition</b>			
Over time	417,585	–	417,585

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 4. SEGMENT INFORMATION

The Group's reportable and operating segments are as follows:

1. Formwork works – Provision of formwork works and other ancillary works
2. Building construction works – Provision of building construction works

### Segment revenue and results

The following is an analysis of the Group's revenue and results by reportable and operating segment.

Six months ended 30 September 2018 (unaudited)

	Formwork works HK\$'000	Building construction works HK\$'000	Total HK\$'000
<b>Revenue</b>			
External sales and segment revenue	417,585	–	417,585
Segment profit	40,092	–	40,092
Interest income			151
Unallocated expenses			(6,498)
Net loss arising on financial assets measured at fair value through profit or loss			(26,711)
Finance costs			(1,343)
Profit before tax			5,691



# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 4. SEGMENT INFORMATION *(Continued)* Segment revenue and results *(Continued)*

### Six months ended 30 September 2017 (unaudited)

	Formwork works HK\$'000	Building construction works HK\$'000	Total HK\$'000
<b>Revenue</b>			
External sales and segment revenue	326,910	–	326,910
Segment profit/(loss)	43,310	(40)	43,270
Interest income			100
Unallocated income			113
Unallocated expenses			(9,970)
Finance costs			(419)
Profit before tax			33,094

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment profit/loss represents the profit earned by/loss from each segment without allocation of interest income, certain other income, central administration costs, net loss arising on financial assets measured at fair value through profit or loss and finance costs. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and performance assessment.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 4. SEGMENT INFORMATION *(Continued)*

### Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segment.

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
<b>Segment assets</b>		
Formwork works	283,749	216,510
Building construction works	986	986
Total segment assets	284,735	217,496
Unallocated	218,121	106,675
Consolidated assets	502,856	324,171
<b>Segment liabilities</b>		
Formwork works	103,102	74,102
Building construction works	–	8
Total segment liabilities	103,102	74,110
Unallocated	205,239	45,467
Consolidated liabilities	308,341	119,577

For the purposes of monitoring segment performances and allocating resources between segments:

- all assets are allocated to operating segments other than bank balances and cash, tax recoverable, financial assets at fair value through profit or loss, deferred tax assets, investment in a joint venture and unallocated corporate assets.
- all liabilities are allocated to operating segments other than bank borrowings, amount due to a joint venture, amount due to a related company, amount due to a director, tax payable, deferred tax liabilities and unallocated corporate liabilities.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 5. OTHER INCOME

	Six months ended 30 September	
	2018 (Unaudited) HK\$'000	2017 (Unaudited) HK\$'000
Interest income from bank deposits	116	88
Interest income from loan receivables	35	12
Rental income	138	–
Sales of scrap materials	–	69
Sundry income	151	175
	<b>440</b>	<b>344</b>

## 6. OTHER GAINS AND LOSSES

	Six months ended 30 September	
	2018 (Unaudited) HK\$'000	2017 (Unaudited) HK\$'000
Net loss arising on financial assets measured at fair value through profit or loss	(26,711)	–
Net foreign exchange (loss)/gain	(9)	6
	<b>(26,720)</b>	<b>6</b>

## 7. FINANCE COSTS

	Six months ended 30 September	
	2018 (Unaudited) HK\$'000	2017 (Unaudited) HK\$'000
Interest expense on bank borrowings	730	419
Interest expense on amount due to a related company	613	–
	<b>1,343</b>	<b>419</b>

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 8. INCOME TAX EXPENSE

	Six months ended 30 September	
	2018 (Unaudited) HK\$'000	2017 (Unaudited) HK\$'000
Current tax:		
Hong Kong Profits Tax	5,041	8,997
Deferred tax:		
Current period	375	(3,703)
	<b>5,416</b>	<b>5,294</b>

Hong Kong Profits Tax is calculated at 16.5% (2017: 16.5%) on the estimated assessable profit for the period.

## 9. PROFIT FOR THE PERIOD

Profit for the period has been arrived at after charging:

	Six months ended 30 September	
	2018 (Unaudited) HK\$'000	2017 (Unaudited) HK\$'000
Depreciation of property, plant and equipment	2,776	1,635
Staff costs (including directors' emoluments)	221,835	160,230
Minimum lease payments under operating leases	4,020	2,180
Listing expenses	—	4,814

## 10. DIVIDENDS

No dividends were paid, declared or proposed during the interim period. The directors of the Company have determined that no dividend will be paid in respect of the interim period.



# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 11. EARNINGS PER SHARE

The calculation of the basic earnings per share attributable to the owners of the Company is based on the following data:

	<b>Six months ended 30 September</b>	
	<b>2018 (Unaudited) HK\$'000</b>	2017 (Unaudited) HK\$'000
<b>Earnings</b>		
Earnings for the purpose of basic earnings per share (Profit for the period attributable to owners of the Company)	<b>275</b>	27,800
<b>Number of shares</b>		
Weighted average number of ordinary shares for the purpose of basic earnings per share	<b>1,500,000,000</b>	1,394,098,361

The weighted average number of ordinary shares for the purpose of basic earnings per share for the period ended 30 September 2017 has been adjusted for the capitalisation issue on 16 June 2017.

No diluted earnings per share for the periods ended 30 September 2018 and 2017 were presented as there were no potential ordinary shares in issue for both periods.

## 12. MOVEMENTS IN PROPERTY, PLANT AND EQUIPMENT

During the current interim period, the Group paid approximately HK\$3,806,000 (2017: HK\$7,544,000) for acquisition of tools.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 13. TRADE AND OTHER RECEIVABLES

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
Trade receivables	131,412	69,541
Retention money receivables	–	38,055
Prepayments	5	154
Deposits and other receivables	1,169	313
	<b>132,586</b>	<b>108,063</b>

The Group does not have a standardised and universal credit period granted to its customers, and the credit period of individual customer is considered on a case-by-case basis and stipulated in the project contract, as appropriate. The following is an aging analysis of the Group's trade receivables at the end of the reporting period, presented based on the progress payment certificate date:

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
0 – 30 days	86,501	39,053
31 – 60 days	40,484	15,640
Over 60 days	4,427	14,848
	<b>131,412</b>	<b>69,541</b>

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 13. TRADE AND OTHER RECEIVABLES *(Continued)*

Retention money receivables in respect of the contract work are settled in accordance with the terms of the respective contracts. The retention money receivables held by customers for contract work that are expected to be recovered or settled in more than twelve months from the end of the reporting period are as follows:

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
Retention money receivables after 1 year	–	35,713

## 14. CONTRACT ASSETS

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
Unbilled revenue	70,588	–
Retention money receivables	56,812	–
	<b>127,400</b>	–

Notes:

- (a) Unbilled revenue included in contract assets represents the Group's right to receive consideration for work completed and not yet billed because the rights are conditional upon the satisfaction by the customers on the construction work completed by the Group and the work is pending for the certification by the customers. The contract assets are transferred to the trade receivables when the rights become unconditional, which is typically at the time the Group obtains the certification of the completed construction work from the customers.
- (b) Retention money receivables included in contract assets represents the Group's right to receive consideration for work performed because the rights are conditional on the satisfaction of the service quality by the customers over a certain period as stipulated in the contracts. The contract assets are transferred to the trade receivables when the rights become unconditional, which is typically at the expiry date of the period for the provision of assurance by the Group on the service quality of the construction work performed by the Group.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 15. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
Equity securities listed in Hong Kong	12,495	–

## 16. TRADE AND OTHER PAYABLES

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
Trade payables	33,477	15,652
Advances received from customers for contract work	–	10,615
Accruals and other payables		
– Accrued salaries	38,709	29,251
– Accrued sub-contracting fee	17,154	7,657
– Others	9,184	4,722
	<b>98,524</b>	<b>67,897</b>

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 16. TRADE AND OTHER PAYABLES *(Continued)*

The following is an aging analysis of the Group's trade payables at the end of the reporting period, presented based on the invoice date:

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
0 – 30 days	6,949	6,472
31 – 60 days	7,086	1,461
61 – 90 days	9,468	4,081
Over 90 days	9,974	3,638
	<b>33,477</b>	<b>15,652</b>

At the end of the reporting period, the amount due to a connected party included in the Group's trade payables is as follows:

	As at 30 September 2018 (Unaudited) HK\$'000	As at 31 March 2018 (Audited) HK\$'000
King Fu Plastic Products Limited ("King Fu")	6,260	3,047

King Fu is owned as to 50% by Mr. Tso Kwong Wa and 50% by Ms. Wong Siu Fong, who are the brother and sister-in-law of Ms. Tso Yuk Ching, a director of the Company, respectively.



# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 17. AMOUNT DUE TO A JOINT VENTURE

The amount due to a joint venture is non-trade nature, unsecured, interest-free and repayable on demand.

## 18. AMOUNT DUE TO A RELATED COMPANY

The amount represents a balance due to Century Bond Limited (“**Century Bond**”), a company controlled by Mr. Leung Chi Kit, a director of the Company.

The amount due to a related company is non-trade nature, unsecured, interest-bearing at 2% per annum and repayable on demand.

## 19. AMOUNT DUE TO A DIRECTOR

The amount due to a director is non-trade nature, unsecured, interest-free and repayable on demand.

## 20. SHARE CAPITAL

	Number of shares	Amount HK\$'000
<b>Ordinary shares of HK\$0.01 each</b>		
<b>Authorised:</b>		
At 1 April 2017	39,000,000	390
Increase in authorised share capital	3,081,000,000	30,810
	<b>3,120,000,000</b>	<b>31,200</b>
<b>At 30 September 2017, 1 April 2018 and 30 September 2018 (unaudited)</b>		
<b>Issued and fully paid:</b>		
At 1 April 2017	10,000	–
Issue of new shares	255,000,000	2,550
Capitalisation issue	1,244,990,000	12,450
	<b>1,500,000,000</b>	<b>15,000</b>
<b>At 30 September 2017, 1 April 2018 and 30 September 2018 (unaudited)</b>		

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 21. CONNECTED AND RELATED PARTY TRANSACTIONS

### (a) Transactions with connected or related parties

During the current interim period, the Group entered into the following significant transactions with connected or related parties:

Name of connected/ related party	Nature of transaction	Six months ended 30 September	
		2018 (Unaudited) HK\$'000	2017 (Unaudited) HK\$'000
King Fu	Purchases of tools and raw materials	7,725	6,062
Hoover Construction & Engineering Limited (note (i))	Contract revenue from formwork works and building construction works	–	707
Five Dragons Properties Limited (note (ii))	Rent	316	303
San Yip Decoration Company Limited (note (iii))	Interest income on loan receivable	35	12
	Rental income from letting of equipment	138	–
Century Bond	Interest expense	613	–

Notes:

- (i) Hoover Construction & Engineering Limited is a company in which Mr. Chow Siu Yu, one of the Controlling Shareholders, has significance influence.
- (ii) Five Dragons Properties Limited is a company in which Mr. Leung Chi Kit and Ms. Tso Yuk Ching, directors of the Company, have beneficial interests.
- (iii) San Yip Decoration Company Limited is a company controlled by Mr. Leung Chi Kit, a director of the Company.

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 21. CONNECTED AND RELATED PARTY TRANSACTIONS *(Continued)*

### (b) Outstanding balances with connected or related parties

Details of outstanding balances with the connected or related parties of the Group at the end of the reporting period are set out in notes 16, 17, 18 and 19.

### (c) Compensation to key management personnel

Compensation to key management personnel of the Group which represents directors of the Company, during the period are as follows:

	<b>Six months ended 30 September</b>	
	<b>2018 (Unaudited) HK\$'000</b>	<b>2017 (Unaudited) HK\$'000</b>
Short-term benefits	3,397	4,277
Post-employment benefits	36	36
	<b>3,433</b>	<b>4,313</b>

## 22. CAPITAL COMMITMENTS

	<b>As at 30 September 2018 (Unaudited) HK\$'000</b>	<b>As at 31 March 2018 (Audited) HK\$'000</b>
Capital expenditure in respect of the acquisition of property, plant and equipment contracted for but not provided in the condensed consolidated financial statements	<b>2,005</b>	<b>1,462</b>

# NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

## 23. FAIR VALUE MEASUREMENTS OF FINANCIAL INSTRUMENTS

### Fair value of the Group's financial assets that are measured at fair value on a recurring basis

Some of the Group's financial assets are measured at fair value at the end of each reporting period. The following table gives information about how the fair values of these financial assets are determined (in particular, the valuation technique(s) and inputs used), as well as the level of the fair value hierarchy into which the fair value measurements are categorised (levels 1 to 3) based on the degree to which the inputs to the fair value measurements is observable.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active market for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)
	30 September 2018 (Unaudited) HK\$'000	31 March 2018 (Audited) HK\$'000		
Equity securities listed in Hong Kong classified as financial assets at fair value through profit or loss in the condensed consolidated statement of financial position	12,495	–	Level 1	Quoted bid prices in an active market