

CROSSTEC Group Holdings Limited

易緯集團控股有限公司

(Incorporated in the Cayman Islands with limited liability 於開曼群島註冊成立之有限公司)

Stock Code 股份代號：3893


2019

interim report
中期報告



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Corporate Information

公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Lee Wai Sang (*Chairman & Chief Executive Officer*)
Mr. Lau King Lok
Mr. Leung Pak Yin
Mr. Lai Hon Lam Carman (*resigned with effect from 12 October 2018*)

Independent Non-executive Directors

Mr. So Chi Hang
Mr. Heng Ching Kuen Franklin
Mr. Shing Wai Yip (*appointed with effect from 25 January 2019*)
Mr. Lau Lap Yan John (*resigned with effect from 12 October 2018*)
Mr. Tang Yu Ming (*appointed with effect from 12 October 2018 and passed away on 14 November 2018*)

AUDIT COMMITTEE

Mr. So Chi Hang (*Chairman*)
Mr. Heng Ching Kuen Franklin
Mr. Shing Wai Yip (*appointed with effect from 25 January 2019*)

REMUNERATION COMMITTEE

Mr. So Chi Hang (*Chairman*)
Mr. Lee Wai Sang
Mr. Heng Ching Kuen Franklin

NOMINATION COMMITTEE

Mr. Lee Wai Sang (*Chairman*)
Mr. So Chi Hang
Mr. Heng Ching Kuen Franklin

RISK MANAGEMENT COMMITTEE

Mr. Heng Ching Kuen Franklin (*Chairman*)
Mr. So Chi Hang
Mr. Lau King Lok

COMPANY SECRETARY

Mr. Lau King Lok

AUTHORISED REPRESENTATIVES

(for the purpose of the Rules Governing the Listing Securities
(the "Listing Rules") on The Stock Exchange of Hong Kong Limited
(the "Stock Exchange"))
Mr. Lee Wai Sang
Mr. Lau King Lok

董事會

執行董事

李偉生先生 (*主席兼行政總裁*)
劉敬樂先生
梁伯然先生
賴漢林先生 (*自二零一八年十月十二日起辭任*)

獨立非執行董事

蘇智恒先生
幸正權先生
成偉業先生 (*於二零一九年一月二十五日獲委任*)
劉立人先生 (*自二零一八年十月十二日起辭任*)
鄧裕銘先生 (*於二零一八年十月十二日獲委任及於二零一八年十一月十四日離世*)

審核委員會

蘇智恒先生 (*主席*)
幸正權先生
成偉業先生 (*於二零一九年一月二十五日獲委任*)

薪酬委員會

蘇智恒先生 (*主席*)
李偉生先生
幸正權先生

提名委員會

李偉生先生 (*主席*)
蘇智恒先生
幸正權先生

風險管理委員會

幸正權先生 (*主席*)
蘇智恒先生
劉敬樂先生

公司秘書

劉敬樂先生

授權代表

(就香港聯合交易所有限公司
(「聯交所」) 證券上市規則
(「上市規則」) 而言)
李偉生先生
劉敬樂先生

Corporate Information

公司資料

PRINCIPAL BANKERS

HSBC

1 Queen's Road Central
Hong Kong

Bank of China (Hong Kong) Limited

1 Garden Road
Central
Hong Kong

Hang Seng Bank

83 Des Voeux Road Central
Central
Hong Kong

REGISTERED OFFICE

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

HEADQUARTER AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

20th Floor
625 King's Road
North Point
Hong Kong

LEGAL ADVISORS

As to Hong Kong Law:

Wilson Sonsini Goodrich & Rosati
Suite 1509, 15/F, Jardine House
1 Connaught Place
Central
Hong Kong

As to Cayman Islands Law:

Appleby
2206-19, Jardine House
1 Connaught Place, Central
Hong Kong

主要往來銀行

滙豐銀行

香港
皇后大道中1號

中國銀行(香港)有限公司

香港
中環
花園道1號

恒生銀行

香港
中環
德輔道中83號

註冊辦事處

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

總部及香港主要營業地點

香港
北角
英皇道625號
20樓

法律顧問

香港法律：

威爾遜•桑西尼•古奇•羅沙迪律師事務所
香港
中環
康樂廣場1號
怡和大廈15樓1509室

開曼群島法律：

Appleby
香港
中環
康樂廣場1號
怡和大廈2206-19室

Corporate Information

公司資料

INDEPENDENT AUDITOR

BDO Limited
25th Floor
Wing On Centre
111 Connaught Road Central
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

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

HONG KONG SHARE REGISTRAR

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

COMPANY WEBSITE

www.crosstec.com.hk

PLACE OF LISTING

The Stock Exchange of Hong Kong Limited

STOCK CODE

3893

獨立核數師

香港立信德豪會計師事務所有限公司
香港
干諾道中111號
永安中心
25樓

開曼群島股份過戶登記總處

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

香港股份過戶登記處

卓佳證券登記有限公司
香港
皇后大道東183號
合和中心
22樓

公司網址

www.crosstec.com.hk

上市地點

香港聯合交易所有限公司

股份代號

3893

Management Discussion and Analysis

管理層討論及分析

BUSINESS REVIEW

CROSSTEC Group Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) is principally engaged in the provision of bespoke and total interior design solutions to the retail stores of global luxury jewelry and fashion brands, which covers a wide range of services including millwork and furniture provision, façade development and fabrication, interior solutions and design and project consultancy. The Group has been conducting its business since 1999 and has been expanding its business to the People’s Republic of China (“PRC” or “China”), United States, Europe, Middle East and other Asian countries.

For the six months ended 31 December 2018 (the “Period”), the Group’s revenue, gross profit and loss for the Period were approximately HK\$70.6 million (for the six months ended 31 December 2017: approximately HK\$48.2 million), approximately HK\$19.9 million (for the six months ended 31 December 2017: approximately HK\$13.1 million) and approximately HK\$0.9 million (for the six months ended 31 December 2017: approximately HK\$8.3 million), respectively. Accordingly, the unaudited consolidated loss attributable to owners of the Company for the Period decreased by approximately HK\$7.4 million as compared to the six months ended 31 December 2017.

The improvement in the financial performance of the Group during the Period was primarily due to the increase in the Group’s revenue (for the Period: approximately HK\$70.6 million; for the six months ended 31 December 2017: approximately HK\$48.2 million) and gross profit (for the Period: approximately HK\$19.9 million; for the six months ended 31 December 2017: approximately HK\$13.1 million) as a result of the implementation of previously delayed business strategies in relation to renovation and new shops roll out of certain major customers of the Group during the Period.

The gross profit margin slightly increased from approximately 27.2% for the six months ended 31 December 2017 to approximately 28.2% for the Period.

業務回顧

易緯集團控股有限公司(「本公司」，連同其附屬公司，「本集團」)主要從事為全球高端珠寶及時尚品牌零售店鋪提供定制及整體室內設計解決方案，其中涵蓋的服務範圍廣泛，包括金屬、玻璃及木製品及傢俱供應、幕牆開發及製造、室內解決方案以及設計及項目諮詢。本集團自一九九九年開業，並一直將其業務擴展至中華人民共和國(「中國」)、美國、歐洲、中東及其他亞洲國家。

於截至二零一八年十二月三十一日止六個月(「本期間」)，本集團的收入、毛利及本期間虧損分別約為70.6百萬港元(截至二零一七年十二月三十一日止六個月：約48.2百萬港元)、約19.9百萬港元(截至二零一七年十二月三十一日止六個月：約13.1百萬港元)及約0.9百萬港元(截至二零一七年十二月三十一日止六個月：約8.3百萬港元)。因此，本期間之本公司擁有人應佔未經審核綜合虧損較截至二零一七年十二月三十一日止六個月減少約7.4百萬港元。

本集團的財務表現於本期間有所改善，主要是因為本集團若干主要客戶於本期間推行先前延遲的有關翻新及開設新店業務策略，令到本集團的收入(本期間：約70.6百萬港元；截至二零一七年十二月三十一日止六個月：約48.2百萬港元)及毛利(本期間：約19.9百萬港元；截至二零一七年十二月三十一日止六個月：約13.1百萬港元)增加。

毛利率由截至二零一七年十二月三十一日止六個月的約27.2%略增至本期間的約28.2%。

Management Discussion and Analysis

管理層討論及分析

BUSINESS STRATEGIES AND OUTLOOK

Leveraging the years of experience in the high-end markets under the belt of our management team, our long-standing working relations with international brands and the effort made to explore potential business opportunities all over the world, the Group is confident in the prospects and is dedicated to strengthen its revenue base and maximize the returns to the shareholders of the Company (the “Shareholders”) as well as the value of the Group as always.

Attributed to the resume of the expansion of certain luxury brands of our major customers after gaining a firm foothold in the industry, significant increase in sales of the Group’s millwork, furniture and façade fabrication (for the Period: approximately HK\$59.3 million; for the six months ended 31 December 2017: approximately HK\$32.1 million) was noted. Going forward, the Group has been committed to actively searching for potential business opportunities in Europe from the provision of millwork and furniture to international recognized luxury fashion, hotel and beauty brands and the negotiation progress is satisfactory.

To maximize the interests of the Group and the Shareholders, the Group will keep abreast of the latest market development and make pre-emptive moves to seize any potential business opportunities in order to broaden its income sources and support the Group’s sustainable development when opportunities arise. Taking into account the Group’s rich experience in the market of residential fit-out business, the Group has been dedicated to expanding the interior solutions services to mid to high end residential market and the Group is confident that such a move will create strong values to the stakeholder of the Group.

業務策略及展望

憑藉管理團隊在高端市場的多年經驗、與國際品牌的悠久合作關係，以及致力開拓全球各地的潛在商機，本集團對前景充滿信心，定當一如既往，致力加強其收入基礎以及充分提升本公司股東（「股東」）回報及本集團的價值。

由於主要客戶的若干高端消費品品牌於行業站穩腳步後陸續恢復擴張，本集團的金屬、玻璃及木製品及傢俱以及幕牆製造之銷售顯著增加（本期間：約59.3百萬港元；截至二零一七年十二月三十一日止六個月：約32.1百萬港元）。展望將來，本集團一直致力在歐洲積極尋求向譽滿國際的高端時裝、酒店及美容品牌提供金屬、玻璃及木製品及傢俱的潛在商機，磋商進展令人滿意。

為充份提升本集團及股東的利益，本集團將緊貼最新市場發展，並將早著先機行動，抓緊任何潛在商機，以擴闊其收入來源，並在機會出現時支持本集團的可持續發展。考慮到本集團於住宅裝潢業務市場的豐富經驗，本集團致力將室內解決方案服務擴展至涵蓋中高端住宅市場，而本集團確信此舉將為本集團的持份人創造強大價值。

Management Discussion and Analysis

管理層討論及分析

FINANCIAL REVIEW

Revenue

The Group generated revenue principally from providing three major categories of sales and services, including: (i) sales of millwork, furniture and façade fabrication, (ii) interior solutions services and (iii) design and project consultancy services. Revenue of the Group increased by approximately 46.5% from approximately HK\$48.2 million for the six months ended 31 December 2017 to approximately HK\$70.6 million for the Period. The increase in revenue was mainly due to the increase in sales of millwork, furniture and façade fabrication as a result of the implementation of previously delayed business strategies in relation to renovation and new shops roll out of certain major customers of the Group during the Period.

Direct cost

Direct cost of the Group primarily consisted of costs of material and subcontracting charges. Direct cost increased by approximately 44.5% from approximately HK\$35.1 million for the six months ended 31 December 2017 to approximately HK\$50.7 million for the Period, representing approximately 72.8% and 71.8% to the revenue of the Group for the corresponding periods, respectively. The increase in direct cost was in line with the increase in revenue during the Period.

Gross profit and gross profit margin

The Group's gross profit increased by approximately 51.9% from approximately HK\$13.1 million for the six months ended 31 December 2017 to approximately HK\$19.9 million for the Period. The gross profit margin increased to approximately 28.2% for the Period (for the six months ended 31 December 2017: approximately 27.2%) as a result of the continuous improvement of the working process.

Administrative expenses

Administrative expenses of approximately HK\$21.1 million for the Period (for the six months ended 31 December 2017: approximately HK\$21.3 million) mainly consisted of employee benefits, rental and utilities, marketing and advertisement, entertainment, legal and professional fees, depreciation, transportation and travelling expenses. No material fluctuation was noted during the Period.

財務回顧

收入

本集團的收入主要來自提供三種主要類別的銷售及服務，包括：(i)銷售金屬、玻璃及木製品及傢俱以及幕牆製造；(ii)室內解決方案服務；及(iii)設計及項目諮詢服務。本集團的收入由截至二零一七年十二月三十一日止六個月約48.2百萬港元增加約46.5%至本期間約70.6百萬港元。收入增加主要是因為本集團若干主要客戶於本期間推行先前延遲的有關翻新及開設新店業務策略，帶動金屬、玻璃及木製品及傢俱以及幕牆製造之銷售增加所致。

直接成本

本集團的直接成本主要包括材料成本及分包支出。直接成本由截至二零一七年十二月三十一日止六個月約35.1百萬港元增加約44.5%至本期間約50.7百萬港元，分別約佔本集團相應期間收入72.8%及71.8%。直接成本增加與本期間內收入上升之情況相符。

毛利及毛利率

本集團的毛利由截至二零一七年十二月三十一日止六個月約13.1百萬港元增加約51.9%至本期間約19.9百萬港元。毛利率上升至本期間的約28.2%（截至二零一七年十二月三十一日止六個月：約27.2%），乃由於工作流程持續改進所致。

行政開支

本期間之行政開支約為21.1百萬港元（截至二零一七年十二月三十一日止六個月：約21.3百萬港元），主要包括僱員福利、租金及水電費、市場推廣及廣告、招待、法律及專業費用、折舊、交通和差旅費。於本期間並無重大波動。

Management Discussion and Analysis

管理層討論及分析

LIQUIDITY AND FINANCIAL RESOURCES

The Group derived cash inflow from operating activities primarily through provision of services including millwork and furniture provision, façade development and fabrication, interior solutions services and design and project consultancy services. Cash outflow from operating activities primarily comprises direct cost, administrative expenses, employee benefit expenses and other operating expenses. Our net cash used in operating activities reflects our profit or loss before income tax, as adjusted for non-cash items, such as depreciation of property, plant and equipment and the effects of changes in working capital items.

As at 31 December 2018, the cash and bank balances amounted to approximately HK\$52.5 million (as at 30 June 2018: approximately HK\$44.8 million) which were mainly denominated in Hong Kong dollars (“HK\$”), United States dollars (“USD”), Renminbi (“RMB”) and Euros (“EUR”). The Group did not have any bank borrowings for the Period.

During the Period, there was no change in the Company’s capital structure. Considering the current financial position of the Group and provided there is no unforeseeable circumstance, the management does not anticipate the need to change the capital structure. As at 31 December 2018, the Group has a bank facilities of HK\$20.0 million (30 June 2018: HK\$20.0 million) with Hang Seng Bank that has not been utilized and is available for drawdown. The Board believes the Group is in a healthy financial position and has sufficient resources to support its operations and meet its foreseeable capital expenditures.

CAPITAL STRUCTURE

The Company’s capital structure has not been changed during the Period. As at 31 December 2018, the Company’s issued share capital amounted to HK\$24,000,000 and the number of issued ordinary shares was 2,400,000,000 with nominal value of HK\$0.01 (the “Shares”).

Borrowings and gearing ratio

No bank borrowing was recorded as of 31 December 2018 and 30 June 2018. As at 31 December 2018 and 30 June 2018, the gearing ratio of the Group as determined by interest-bearing borrowings divided by total capital was nil.

Charge on assets

As at 31 December 2018, no assets of the Group were pledged to secure its loans and banking facilities (30 June 2018: Nil).

Contingent liabilities

As at 31 December 2018, the Group had no significant contingent liabilities (30 June 2018: Nil).

資本流動性及財務資源

本集團主要通過提供金屬、玻璃及木製品及傢俱供應、幕牆開發及製造、室內解決方案服務以及設計及項目諮詢服務等服務，從經營活動中獲得現金流入。經營活動產生之現金流出主要包括直接成本、行政開支、僱員福利開支及其他營運開支。我們經營活動動用之現金淨額反映我們扣除所得稅前之損益，須就非現金項目（如物業、廠房及設備折舊以及營運資金項目變動之影響）作出調整。

於二零一八年十二月三十一日，現金及銀行結餘約為52.5百萬港元（於二零一八年六月三十日：約44.8百萬港元），該等款項主要以港元（「港元」）、美元（「美元」）、人民幣（「人民幣」）及歐元（「歐元」）計值。本集團於本期間並無任何銀行借貸。

於本期間，本公司之資本架構並無變動。考慮到本集團目前的財務狀況以及假設並無不可預見之情況，管理層預期毋須改變資本架構。於二零一八年十二月三十一日，本集團在恒生銀行擁有20.0百萬港元（二零一八年六月三十日：20.0百萬港元）的銀行融資尚未動用，且可供提取。董事會相信，本集團財務狀況穩健且擁有充足資源以應付日常營運及其可預見之資本開支。

資本架構

本公司之資本架構於本期間並無變動。於二零一八年十二月三十一日，本公司之已發行股本為24,000,000港元而已發行每股面值0.01港元之普通股（「股份」）數目為2,400,000,000股。

借貸及資本負債比率

截至二零一八年十二月三十一日及二零一八年六月三十日並無錄得銀行借貸。於二零一八年十二月三十一日及二零一八年六月三十日，本集團的資本負債比率（按計息借貸除以總資本計算）為零。

資產抵押

於二零一八年十二月三十一日，本集團並無資產用作獲得貸款及銀行融資的抵押（二零一八年六月三十日：無）。

或然負債

於二零一八年十二月三十一日，本集團並無重大或然負債（二零一八年六月三十日：無）。

Management Discussion and Analysis

管理層討論及分析

INTERIM DIVIDEND

The Board resolved not to declare any interim dividend for the Period.

SIGNIFICANT INVESTMENT HELD AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

The Group did not have any significant investment held as at 31 December 2018. Save as disclosed in this interim report and the prospectus of the Company dated 30 August 2016 (the “Prospectus”), the Group did not have any plans for material investments and capital assets.

MATERIAL ACQUISITIONS AND DISPOSALS

The Group did not have any material acquisition and disposal during the Period.

SHARE OPTION SCHEME

The Company adopted the share option scheme on 22 August 2016 (the “Share Option Scheme”). The Company has not granted any share options up to 31 December 2018. The Company does not have any present intention to issue any of the authorized but unissued share capital of the Company and, without prior approval of the Shareholders in general meeting, no issue of Shares will be made which would effectively alter the control of the Company.

HUMAN RESOURCES AND EMPLOYEES' REMUNERATION

As at 31 December 2018, the Group had 47 employees (30 June 2018: 49 employees). Total employee benefits (including Directors' and chief executive's remuneration) were approximately HK\$12.7 million for the Period (for the six months ended 31 December 2017: approximately HK\$11.9 million). The Group remunerates its employees based on their qualifications, performance, experience and prevailing industry practice. Competitive remuneration package is offered to retain elite employees, including salaries, medical insurance, discretionary bonuses as well as mandatory provident fund schemes for employees in Hong Kong. Apart from basic remuneration, share options may be granted under the Share Option Scheme to eligible employees on the basis of their individual performance to attract and retain talents to contribute the Group.

中期股息

董事會決議就本期間不宣派任何中期股息。

持有之重大投資及重大投資或資本資產之未來計劃

於二零一八年十二月三十一日，本集團並無持有任何重大投資。除了於本中期報告及本公司日期為二零一六年八月三十日之招股章程（「招股章程」）所披露者外，本集團並無任何重大投資及資本資產之計劃。

重大收購及出售

於本期間，本集團並無任何重大收購及出售。

購股權計劃

本公司於二零一六年八月二十二日採納購股權計劃（「購股權計劃」）。直至二零一八年十二月三十一日，本公司並無授出任何購股權。本公司目前無意發行本公司任何法定但尚未發行的股本，且在未於股東大會上獲得股東事先批准下，將不會發行任何可能實際改變本公司控制權的股份。

人力資源及僱員薪酬

於二零一八年十二月三十一日，本集團擁有47名僱員（二零一八年六月三十日：49名僱員）。本期間之僱員總福利（包括董事及主要行政人員酬金）約為12.7百萬港元（截至二零一七年十二月三十一日止六個月：約11.9百萬港元）。本集團按照其僱員的資格、表現、經驗以及現行行業慣例支付彼等之薪酬，並提供具競爭力的薪酬待遇，以留住優秀員工，該等待遇包括薪金、醫療保險、酌情花紅以及強積金計劃（就香港僱員而言）。除了基本薪酬外，亦可能根據個人表現，向合資格僱員授出購股權計劃下的購股權以吸引及挽留人才為本集團作貢獻。

Management Discussion and Analysis

管理層討論及分析

CAPITAL COMMITMENTS

Other than operating lease commitments, the Group has no capital commitment as at 31 December 2018 (30 June 2018: Nil).

FOREIGN EXCHANGE RISK

The Group adheres to prudent financial management principle to control and minimise financial and operational risks. The Group is exposed to foreign currency risk primarily through sales and purchases that are denominated in USD, RMB and EUR. The management is aware of the possible exchange rate exposure due to the continuing fluctuation of RMB and EUR and will closely monitor its impact on the performance of the Group to see if any hedging policy is necessary. Presently, there is no hedging policy with respect to the foreign exchange exposure.

SUBSEQUENT EVENT

On 26 February 2019, the Board decided to change the use of part of the unutilized net proceeds from the share offer of the Company (the “Share Offer”) originally allocated for pursuing suitable acquisition and partnership opportunities in the amount of approximately HK\$6.1 million to expanding the interior solutions services to mid to high end residential market and approximately HK\$3.4 million to be used for general working capital and other general corporate purposes. Please refer to section headed “Use of Net Proceeds from the Share Offer and Change in Use of Proceeds” below for more details.

資本承擔

於二零一八年十二月三十一日，除經營租賃承擔外，本集團並無資本承擔（於二零一八年六月三十日：無）。

外匯風險

本集團恪守穩健的財務管理原則以監控及盡量減低財務及營運風險。本集團面對之外匯風險主要來自以美元、人民幣及歐元結算之銷售及採購。管理層知悉人民幣及歐元持續波動可能引致之外匯風險，並將密切監察其對本集團表現之影響，並於適當時採取任何對沖政策。現時，並無針對外匯風險之對沖政策。

期後事項

於二零一九年二月二十六日，董事會決定更改本公司股份發售（「股份發售」）部份未動用所得款項淨額（原分配作尋求合適的收購及合作機會）的用途，當中約6.1百萬港元將用於將室內解決方案服務擴展至涵蓋中高端住宅市場，而約3.4百萬港元將用作一般營運資金及其他一般企業用途。進一步詳情請參閱下文「股份發售所得款項淨額用途及更改所得款項用途」一節。

Other Information

其他資料

USE OF NET PROCEEDS FROM THE SHARE OFFER AND CHANGE IN USE OF PROCEEDS

The Shares were listed on the Main Board of the Stock Exchange on 12 September 2016 with net proceeds received by the Company from the Share Offer amounted to approximately HK\$64.6 million (after deducting underwriting commissions and all related expenses) (the "Net Proceeds").

As disclosed in the announcement of the Company dated 18 May 2018, having considered the limitations on the development of the research and development ("R&D") center in Hong Kong that may hinder the enhancement of the Group's innovation and R&D capabilities and with a view to better deploy the resources of the Group, the Board resolved to re-allocate the Net Proceeds of approximately HK\$10.6 million, which was originally planned to be used for financing the establishment of R&D center in Hong Kong, for financing the establishment of overseas R&D centers.

During the Period, the Net Proceeds have been used for the purpose consistent with the section headed "Future Plans and Use of Proceeds" as set out in the Prospectus and the announcement of the Company dated 18 May 2018.

The planned applications of the Net Proceeds, and details of the original allocation of the Net Proceeds, the revised allocation of the Net Proceeds, and the utilization of the Net Proceeds as at 31 December 2018 are set out below:

股份發售所得款項淨額用途及更改所得款項用途

股份於二零一六年九月十二日在聯交所主板上市，而本公司自股份發售收到的所得款項淨額約為64.6百萬港元（經扣除包銷佣金及所有相關開支）（「所得款項淨額」）。

誠如本公司日期為二零一八年五月十八日之公告所披露，經考慮在香港設立研發中心面對的限制或會窒礙本集團創新及研發能力之提升，以及為了更好地調配本集團之資源，董事會議決將原先擬用作為在香港設立研發中心提供資金的約10.6百萬港元所得款項淨額，重新分配作為在海外設立研發中心提供資金。

於本期間，所得款項淨額已經按照招股章程中「未來計劃及所得款項用途」一節及本公司日期為二零一八年五月十八日之公告所載之用途使用。

所得款項淨額的擬定用途，以及所得款項淨額的原先分配、所得款項淨額的經修訂分配，以及截至二零一八年十二月三十一日所得款項淨額的動用情況之詳情載列如下：

Intended application of the Net Proceeds	Planned allocation	Revised allocation	Actual utilization	Unutilized Net Proceeds	
			up to 31 December 2018	as at 31 December 2018	
			直至二零一八年十二月三十一日	截至二零一八年十二月三十一日	
所得款項淨額的擬定用途	計劃分配	經修訂分配	實際動用情況	尚未動用之所得款項淨額	
	HK\$'million 百萬港元	HK\$'million 百萬港元	HK\$'million 百萬港元	HK\$'million 百萬港元	
Pursuing suitable acquisition and partnership opportunities	尋求合適的收購及合作機會	19.3	19.3	–	19.3
Incorporation of overseas subsidiaries	註冊成立海外附屬公司	14.9	14.9	6.5	8.4
Establishment of R&D center in Hong Kong	在香港設立研發中心	11.0	0.4	0.4	–
Establishment of overseas R&D centers	設立海外研發中心	–	10.6	–	10.6
Recruiting high caliber talents	招聘優秀人才	7.1	7.1	7.1	–
Utilized as additional working capital and other general corporate purposes	用作額外營運資金及其他一般企業用途	6.5	6.5	6.5	–
Brand promotion	品牌推廣	5.8	5.8	5.8	–
Total	總額	64.6	64.6	26.3	38.3

Other Information

其他資料

The unutilized Net Proceeds have been placed as interest deposits with licensed bank in Hong Kong.

Change in Use of Proceeds

The Company originally planned to use approximately 30% of the Net Proceeds, which amounted to approximately HK\$19.3 million, for pursuing growth through selective acquisition and partnership. As at the date of this report, no acquisition or partnership can be materialized and therefore the Company has not utilized any of the Net Proceeds for this purpose. Taking account of the reasons set out in the paragraph headed “Reason for the Change in Use of Proceeds” below, on 26 February 2019, the Board has resolved to reallocate part of the unutilized Net Proceeds originally planned for such purpose amounting to approximately HK\$6.1 million, representing approximately 9.4% of the Net Proceeds, to expanding the interior solutions services to mid to high end residential market and approximately HK\$3.4 million representing approximately 5.2% of the Net Proceeds, to be used for general working capital and other general corporate purposes.

Reason for the Change in Use of Proceeds

As disclosed in the Prospectus, the Group plans to expand its business through both organic growth and strategic acquisitions and partnership. The Group has made efforts to solicit potential acquisition targets (which have solid financial performance, sound business model and are in the field of business that has synergy with the existing business of the Group) since the listing on the Stock Exchange for its ongoing strategic growth. The Company has attempted to identify potential acquisition targets through discussions with external advisers and other business acquaintances within the industry. As at the date of this report, the Group has not yet entered into any binding commitment or agreement in respect of any acquisition or partnership opportunity (mainly due to the potential acquisition or partnership targets failing to meet the Group’s assessment criteria, or due to failure to agree and/or conclude on commercial terms), and therefore the Net Proceeds allocated to such purpose amounted to approximately HK\$19.3 million remained unutilized as at the date of this report. While the Group remains committed to continue to pursuing growth through selective acquisition and partnership, the Board has recognized that (i) identification of potential acquisition target(s) or partnership(s) and negotiation for any potential acquisition or partnership takes time; and (ii) cash flow requirement of the expansion of interior solution services to mid to high end residential market has become more imminent. The Board therefore considers it is appropriate to reallocate part of the unutilized Net Proceeds for such purpose accordingly. In case there is any funding needs for potential acquisition and partnership in future, it will be financed by internally generated resources of the Group.

未動用所得款項淨額已存入香港持牌銀行作計息存款。

更改所得款項用途

本公司原計劃將約30%的所得款項淨額(約為19.3百萬港元)用於透過經細心挑選的收購及合作而尋求增長。於本報告日期，並無落實收購或合作事宜，因此本公司並未為此目的而使用任何所得款項淨額。考慮到下文「更改所得款項用途的原因」一段所載的原因，於二零一九年二月二十六日，董事會議決重新分配未動用所得款項淨額中原計劃用於上述目的之部份，當中約6.1百萬港元(佔所得款項淨額約9.4%)將用於擴展室內解決方案服務至涵蓋中高端住宅市場，而約3.4百萬港元(佔所得款項淨額約5.2%)將用作一般營運資金及其他一般企業用途。

更改所得款項用途的原因

誠如招股章程所披露，本集團計劃透過自然增長以及戰略收購及合作擴展業務。自本公司於聯交所上市以來，本集團一直致力物色潛在收購目標(為具有穩健的財務表現、健全的業務模式及處於與本集團現有業務可產生協同效益的業務領域)，以推動其持續的戰略增長。本公司曾與外界顧問和行業內其他在業務上相識的人士進行討論而嘗試藉此物色潛在收購目標。於本報告日期，本集團尚未就任何收購或合作機會訂立任何具約束力的承諾或協議(主要由於潛在的收購或合作目標未能達到本集團的評估準則或因未能按商業條款達成協議及/或達致結論)，因此，約19.3百萬港元分配予該用途的所得款項淨額於本報告日期尚未動用。在本集團仍致力於透過經細心挑選的收購及合作而尋求增長之同時，董事會明白到(i)物色潛在收購目標或合作以及就任何潛在收購或合作進行磋商需時；及(ii)將室內解決方案服務擴展至中高端住宅市場的現金流量需要變得更為迫切。因此，董事會認為就此而將部份未動用該用途之所得款項淨額重新分配之做法合適。倘若將來有任何潛在收購及合作需要資金，屆時將會以本集團內部產生的資源提供資金。

Other Information

其他資料

The Group plans to utilize the Net Proceeds amounting to approximately HK\$6.1 million for setting up the new subsidiary specifically for interior solutions services for mid to high end residential projects include, among others, (i) the initial set-up and operation costs for the infant stage including the one-off costs for the setting-up of the office show flat, including but not limited to the show flat renovation costs and purchases of the show flat furniture item; (ii) for strengthening the sales and market efforts, including but not limited to increase the advertising activities on both traditional and online media; (iii) the general operating costs, including but not limited to the office rental and insurance expenses; and (iv) for recruiting designated staff who are high caliber talents experienced in the interior solutions business, which will mainly comprise of project manager, sales and marketing manager and supporting staff.

On the other hand, corporate expenses such as annual listing fees, audit fees and professional fees are inevitable expenses to maintain the normal daily operations of the Company. Such expenses are currently financed by the internal resources generated from the Group's business operations. The Board has considered other options to finance the general working capital and other general corporate purposes, such as bank loans. The Board is of the view that such kinds of financing will lead to additional finance costs. As such, the Board considers it more appropriate to reallocate existing cash from the Net Proceeds to finance general working capital and other general corporate expenses.

The Board considers that the above change in the use of proceeds from the Share Offer will facilitate more efficient use of the financial resources of the Company and strengthen the future development of the Company. The Board confirms that the above reallocation does not affect the Group's business strategies as set out in the Prospectus and there are no material changes in the business nature of the Group as set out in the Prospectus. In view of the above, the Directors consider that the above reallocation is in the interests of the Company and the Shareholders as a whole.

本集團計劃將所得款項淨額中約6.1百萬港元用於成立主攻中高端住宅項目之室內解決方案服務的新附屬公司，當中涉及(i)起步階段的初始成立及營運成本，包括設置辦公室示範單位的一次性成本，包括但不限於示範單位的裝修成本和購入示範單位的傢俱項目；(ii)加強銷售及市場推廣攻勢，包括但不限於增加在傳統和網上媒體的廣告活動；(iii)一般營運成本，包括但不限於辦公室租金及保險開支；及(iv)招聘具有室內解決方案業務經驗的能幹人才出任專責人員，主要包括項目經理、銷售及市場推廣經理以及支援人員。

另一方面，年度上市費、核數費用和專業費用等企業開支是本公司維持一般日常營運所必然錄得的開支。該等開支目前以本集團業務營運產生的內部資源撥付。董事會已考慮以其他選項(例如銀行貸款)撥付一般營運資金及其他一般企業用途。董事會認為，該等其他融資選項將產生額外的融資成本。因此，董事會認為將所得款項淨額中的現有現金重新分配作撥付一般營運資金及其他一般企業開支更為合適。

董事會認為，上述股份發售所得款項用途的更改將有助於本公司更有效地運用財務資源，並加強本公司的未來發展。董事會確認上述重新分配並不影響招股章程所載的本集團業務策略，而招股章程所載的本集團業務性質並無重大變動。鑑於上文所述，董事認為上述重新分配符合本公司及股東的整體利益。

Other Information

其他資料

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ITS ASSOCIATED CORPORATIONS

As at 31 December 2018, the interests and short positions of the Directors and chief executive of the Company in the Shares, and underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of the Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules, were as follows:

Long Position

Name of Director 董事姓名	The Company/ Name of associated corporation 本公司/相聯法團名稱	Capacity/Nature of interest 身份/權益性質	Name and class of Shares held/interested in the Company/ associated corporation 於本公司/相聯法團持有之 股份名稱和類別/權益	Percentage of shareholding 股權百分比
Lee Wai Sang ("Mr. Lee") 李偉生 ("李先生")	The Company	Interest in a controlled corporation and interest of spouse 受控制法團權益及配偶權益	1,800,000,000 Shares (Note)	75%
	CGH (BVI) Limited	Beneficial owner and interest of spouse 實益擁有人及配偶權益	100 ordinary shares of US\$1 each (Note)	100%
	CGH (BVI) Limited		100股每股1美元普通股 (附註)	100%

Note: Such Shares were registered in the name of CGH (BVI) Limited ("CGH (BVI)"), a company owned as to 50% and 50% by Mr. Lee and Ms. Leung Mo Shan Jackie ("Ms. Leung"), the spouse of Mr. Lee. By virtue of the provisions of Part XV of the SFO, Mr. Lee is deemed to be interested in all the Shares held by CGH (BVI). Besides, Mr. Lee is the spouse of Ms. Leung. By virtue of the provisions of Part XV of the SFO, Mr. Lee is deemed to be interested in the same number of Shares in which Ms. Leung is deemed to be interested. Each of Mr. Lee and Ms. Leung is a director of CGH (BVI). Mr. Lee is also deemed to be interested in the shares of CGH (BVI) held by Ms. Leung.

Save as disclosed above, as at 31 December 2018, none of the Directors and/or chief executives of the Company nor their associates had or was deemed to have any interests or short positions in the Shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which each of them has taken or deemed to have taken under the SFO), or which would be required, pursuant to Section 352 of the SFO, to be entered in the register required to be kept therein or which would be required, pursuant to the Model Code, to be notified to the Company and the Stock Exchange.

董事及主要行政人員在本公司或其相聯法團的股份、相關股份及債券所擁有的權益及淡倉

於二零一八年十二月三十一日，本公司董事及主要行政人員在本公司或其相聯法團(定義見證券及期貨條例(香港法例第571章)(「證券及期貨條例」)第XV部)的股份、相關股份及債券中擁有記錄於本公司根據證券及期貨條例第352條規定存置的登記冊的權益或淡倉，或根據上市規則附錄十所載的上市發行人董事進行證券交易的標準守則(「標準守則」)知會本公司及聯交所的權益及淡倉如下：

好倉

附註：該等股份以CGH (BVI) Limited (「CGH (BVI)」)名義登記。CGH (BVI)是一間由李先生及李夫人之配偶梁慕珊女士(「梁女士」)各自擁有50%的權益的公司。根據證券及期貨條例第XV部的條文，李先生被視為擁有CGH (BVI)所擁有全部股份之權益。此外，李先生為梁女士的配偶。根據證券及期貨條例第XV部的條文，李先生被視為於梁女士被視為擁有權益的相同數目股份中擁有權益。李先生及梁女士各自為CGH (BVI)董事。李先生亦被視為於梁女士在CGH (BVI)所持有的股份中擁有權益。

除上述所披露者外，於二零一八年十二月三十一日，本公司董事及/或主要行政人員及彼等的聯繫人概無於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份或債權中擁有或被視為擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所之權益或淡倉(包括根據證券及期貨條例被當作或視為擁有之權益及淡倉)，或根據證券及期貨條例第352條規定須記錄在該條所述之登記冊之權益或淡倉，或根據標準守則須知會本公司及聯交所之權益或淡倉。

Other Information

其他資料

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

As at 31 December 2018, to the best knowledge of the Directors and the senior management of the Company, the table below listed out the persons (other than the Directors or chief executive of the Company), who had interests in the Shares and underlying shares of the Company which would fall to be disclosed to the Company pursuant to provision of Division 2 and 3 of Part XV of the SFO, or as recorded in the register of interests required to be kept by the Company pursuant to Section 336 of Part XV of the SFO:

Long Position

Name of Shareholder 股東名稱	Capacity/Nature of interest 身份/權益性質	Number of Shares held/interest in 持有/擁有權益的股份數目	Percentage of shareholding 持股百分比
CGH (BVI) Limited CGH (BVI) Limited	Beneficial Owner 實益擁有人	1,800,000,000 (Note) 1,800,000,000 (附註)	75% 75%
Leung Mo Shan Jackie 梁慕珊	Interest in a controlled corporation and interest of spouse 受控制法團權益及配偶權益	1,800,000,000 (Note) 1,800,000,000 (附註)	75% 75%

Note: Such Shares were registered in the name of CGH (BVI), which is owned as to 50% and 50% by each of Mr. Lee and Ms. Leung. By virtue of the provisions of Part XV of the SFO, Ms. Leung is deemed to be interested in all the Shares held by CGH (BVI). Besides, Ms. Leung is the spouse of Mr. Lee. By virtue of the provisions of Part XV of the SFO, Ms. Leung is deemed to be interested in the same number of Shares in which Mr. Lee is deemed to be interested.

主要股東及其他人士於本公司股份及相關股份的權益及淡倉

於二零一八年十二月三十一日，就本公司董事及高級管理層所深知，下表載列於本公司股份及相關股份中擁有根據證券及期貨條例第XV部第2及第3分部條文須向本公司披露或記錄於本公司根據證券及期貨條例第XV部第336條規定存置的權益登記冊的權益的人士（不包括本公司董事或主要行政人員）如下：

好倉

附註：該等股份乃以CGH (BVI)的名義登記，CGH (BVI)由李先生及梁女士各自擁有50%的權益。根據證券及期貨條例第XV部條例，梁女士被視為於CGH (BVI)所持有的所有股份中擁有權益。此外，梁女士為李先生的配偶。根據證券及期貨條例第XV部條例，梁女士被視為於李先生被視為擁有權益的相同數目的股份中擁有權益。

Save as disclosed above, as at 31 December 2018, the Directors and the senior management of the Company are not aware of any other person who had an interest or short position in the Shares or underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to Section 336 of Part XV of the SFO.

除上文所披露者外，於二零一八年十二月三十一日，本公司董事及高級管理層並不知悉任何其他人士於本公司股份或相關股份中擁有記錄於本公司根據證券及期貨條例第XV部第336條存置之登記冊內之權益或淡倉。

SHARE OPTION SCHEME

The Company adopted the Share Option Scheme on 22 August 2016 which is valid and effective for 10 years from 12 September 2016 and ending on 11 September 2026, being the date falling ten years from the date on which the Share Option Scheme became unconditional.

The purpose of the Share Option Scheme is to recruit and retain high caliber employees, to attract human resources that are valuable to the Group, to provide additional incentive or rewards to eligible participants who contribute to the development and growth of the Group.

購股權計劃

本公司於二零一六年八月二十二日採納購股權計劃，自二零一六年九月十二日起生效，為期十年，至二零二六年九月十一日（為購股權計劃成為無條件之日起計第十年當日）止。

購股權計劃旨在招募及挽留高素質僱員，吸引對本集團有重要作用的人力資源，向為本集團的發展和成長作出貢獻的合資格參與人士提供額外獎勵或獎金。

Other Information

其他資料

No share options had been granted under the Share Option Scheme since its adoption. As such, the total number of Shares available for issue upon exercise of the share options to be granted under the Share Option Scheme was 240,000,000 Shares, representing 10% of the Shares in issue as at the date of this interim report.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted the Model Code set out in Appendix 10 to the Listing Rules as its code of conduct regarding dealings in the securities of the Company by the Directors. Having made specific enquiry, all the Directors confirmed that they have complied with the required standards set out in the Model Code during the Period.

The Group's senior management who, because of their offices in the Company are likely to possess inside information, have also been requested to comply with the Model Code for securities transactions. No incident of non-compliance with the Model Code by such employees was noted by the Company during the Period.

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

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

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company recognizes the importance of good corporate governance in management and internal control procedures so as to achieve accountability. The Company has adopted the code provisions set out in the Corporate Governance Code ("CG Code") as contained in Appendix 14 to the Listing Rules as its own code of corporate governance.

Save as the deviation from code provision A.2.1 of the CG Code as described below, the Board considers that, the Company has fully complied, to the extent applicable and permissible, with the code provisions as set out in the CG Code during the Period.

自購股權計劃獲採納以來並無根據購股權計劃授出購股權。因此，購股權計劃下授出的購股權獲行使後可予發行的股份總數為240,000,000股，即於本中期報告日期已發行股份之10%。

遵守標準守則

本公司已採納上市規則附錄十所載的標準守則作為其董事有關買賣本公司證券的行為守則。經作出特定查詢後，全體董事確認於本期間均已遵守標準守則所載之規定標準。

因其於本公司擔任的職務而可能知悉內幕消息的本集團高級管理層亦須遵守進行證券交易的標準守則。本公司於本期間概無發現該等僱員違反標準守則。

購買、出售或贖回本公司之上市證券

本公司或其任何附屬公司概無於本期間購買、出售或贖回本公司的任何上市證券。

遵守企業管治守則

本公司知悉就管理及內部監控程序實施良好企業管治以實現有效問責制的重要性。本公司已採納上市規則附錄十四所載企業管治守則（「企業管治守則」）的守則條文作為本身的企業管治守則。

除下文所述企業管治守則第A.2.1條守則條文之偏離者外，董事會認為，本公司於本期間內已全面遵守（以適用及許可者為限）企業管治守則所載的守則條文。

Other Information

其他資料

Code provision A.2.1 of the CG Code requires the roles between the chairman and chief executive officer should be separated and should not be performed by the same individual. Mr. Lee assumes the roles of both the chairman of the Board and the chief executive officer of the Company. The Board believes that vesting both the roles of chairman and chief executive officer in the same person has the benefit of providing a strong and consistent leadership to the Group and allows for more effective planning and management of the Group. In addition, the Board is of the view that the balanced composition of executive and the independent non-executive Directors on the Board and the various committees of the Board (primarily comprising independent non-executive Directors) in overseeing different aspects of the Company's affairs would provide adequate safeguards to ensure a balance of power and authority. The Board will continue to review and consider splitting the roles of chairman of the Board and chief executive officer of the Company at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

The Company will continue to review and enhance its corporate governance practices to ensure compliance with the CG Code.

DISCLOSURE PURSUANT TO RULE 13.51B(1) OF THE LISTING RULES

Pursuant to Rule 13.51B(1) of the Listing Rules, change in the information of the Director since the date of the Annual Report 2018 of the Company is set out below:

- Mr. Lee, the chairman of the Board, executive Director and chief executive officer of the Company, has voluntarily reduced his remuneration as stated below:
 - a) his housing allowance and car parking allowance reduced to HK\$80,000 per month and HK\$4,800 per month respectively with effect from 1 October 2018; and
 - b) his monthly salary as an employee of the Group reduced to HK\$232,750 with effect from 1 November 2018.

企業管治守則第A.2.1條守則條文規定，主席與行政總裁之間的角色應有區分，且不應由同一人士兼任。李先生擔當董事會主席兼本公司行政總裁的職位。董事會相信由同一人士兼任主席及行政總裁兩個職位有益於貫徹本集團強大及一致的領導力，並可使本集團的規劃及管理更具效益。此外，董事會認為，董事會執行與獨立非執行董事的平衡組成，及監督本公司事務不同範疇的董事會各委員會（主要包括獨立非執行董事）將提供充足保障措施，以確保權力與權限的平衡。董事會將持續審閱並於適當及合適時根據本集團的整體情況考慮區分董事會主席及本公司行政總裁的角色。

本公司將持續審閱及改善其企業管治常規，以確保遵從企業管治守則。

根據上市規則第13.51B(1)條作出之披露

根據上市規則第13.51B(1)條，董事資料自本公司二零一八年年度報告日期起之變動如下：

- 本公司董事會主席、執行董事兼行政總裁李先生已如下文所述自願削減薪酬：
 - a) 彼之房屋津貼及泊車津貼已分別減至每月80,000港元及每月4,800港元，自二零一八年十月一日起生效；及
 - b) 彼作為本集團僱員之月薪減至232,750港元，自二零一八年十一月一日起生效。

Other Information

其他資料

NON-COMPLIANCE WITH RULES 3.10(1) AND 3.21 OF THE LISTING RULES

Following the pass away of Mr. Tang Yu Ming as independent non-executive Director on 14 November 2018, the Company only had two independent non-executive Directors, thus the number of the independent non-executive Directors fell below the minimum number required under Rule 3.10(1) of the Listing Rules. As a result of the insufficient number of independent non-executive Directors, the Company had also failed to comply with the requirements set out in Rule 3.21 of the Listing Rules with regard to the minimum number of members and the composition of the audit committee of the Company (the "Audit Committee"). Following the appointment of Mr. Shing Wai Yip as independent non-executive Director and a member of the Audit Committee on 25 January 2019, the number of independent non-executive Directors had satisfied the minimum number required under Rule 3.10(1) of the Listing Rules. In addition, the Company was simultaneously compliance with the requirements set out in Rule 3.21 of the Listing Rules with regard to the composition of the Audit Committee.

AUDIT COMMITTEE

The Company has established the Audit Committee with written terms of reference in compliance with the CG Code. The principal duties of the Audit Committee include the review and supervision of the Group's financial reporting process, risk management and internal control systems, and review of the Group's financial information. The Audit Committee currently comprises three independent non-executive Directors, namely Mr. So Chi Hang (as committee chairman), Mr. Heng Ching Kuen Franklin and Mr. Shing Wai Yip. The Group's unaudited condensed consolidated interim financial statements for the Period have been reviewed by the Audit Committee.

On behalf of the Board

Lee Wai Sang
Chairman

Hong Kong, 26 February 2019

未能符合上市規則第3.10(1)及3.21條之規定

自獨立非執行董事鄧裕銘先生於二零一八年十一月十四日離世後，本公司僅有兩名獨立非執行董事，故獨立非執行董事人數低於上市規則第3.10(1)條對最低人數之規定。由於獨立非執行董事之人數不足，本公司亦未能符合上市規則第3.21條所載對本公司審核委員會（「審核委員會」）成員的最低人數及組成之規定。於二零一九年一月二十五日委任成偉業先生為獨立非執行董事及審核委員會成員後，獨立非執行董事之人數已符合上市規則第3.10(1)條對最低人數之規定。此外，本公司已同時符合上市規則第3.21條所載對審核委員會組成之規定。

審核委員會

本公司已成立審核委員會，其書面職權範圍符合企業管治守則。審核委員會的主要職責包括審閱及監察本集團之財務報告程序、風險管理和內部監控系統，以及審閱本集團之財務資料。審核委員會目前包括所有的三名獨立非執行董事，即蘇智恒先生（委員會主席）、幸正權先生及成偉業先生。本集團於本期間之未經審核簡明綜合中期財務報表已由審核委員會審閱。

代表董事會

主席
李偉生

香港，二零一九年二月二十六日

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

簡明綜合損益及其他全面收入表

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 31 December 2018

簡明綜合損益及其他全面收入表

截至二零一八年十二月三十一日止六個月

			Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Revenue	收入	4	70,579	48,161
Direct cost	直接成本		(50,696)	(35,075)
Gross profit	毛利		19,883	13,086
Other income	其他收入	4	332	103
Administrative expenses	行政開支		(21,060)	(21,307)
Loss before income tax expense	除所得稅開支前虧損	5	(845)	(8,118)
Income tax expense	所得稅開支	6	(85)	(152)
Loss for the period attributable to owners of the Company	本公司擁有人應佔期內虧損		(930)	(8,270)
Items that may be reclassified subsequently to profit or loss	其後可重新分類至損益的項目			
Exchange differences on translating foreign operations	對外業務換算產生的匯兌差額		(89)	(34)
Other comprehensive income for the period and attributable to owners of the Company, net of tax	期內及本公司擁有人應佔其他全面收入 (扣除稅項)		(89)	(34)
Total comprehensive income for the period and attributable to owners of the Company	期內及本公司擁有人應佔全面收入總額		(1,019)	(8,304)
Loss per share	每股虧損			
Basic and diluted (HK cent)	基本及攤薄 (港仙)	8	(0.04)	(0.34)

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表

As at 31 December 2018

於二零一八年十二月三十一日

			As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		5,119	5,866
Deposit	按金		1,328	1,328
			6,447	7,194
Current assets	流動資產			
Amounts due from customers for contract work	應收客戶合約工程款項			
Trade and other receivables	應收貿易及其他款項	9	292	424
Income tax recoverable	可收回稅項	10	9,475	15,250
Cash and cash equivalents	現金及現金等價物		167	886
			52,476	44,791
			62,410	61,351
Total assets	總資產		68,857	68,545
Current liabilities	流動負債			
Trade and other payables	應付貿易及其他款項	11	23,274	20,683
Amounts due to customers for contract work	應付客戶合約工程款項		–	1,216
Income tax payable	應付所得稅	9	42	6
			23,316	21,905
Net current assets	流動資產淨值		39,094	39,446
Total assets less current liabilities	總資產減流動負債		45,541	46,640
Non-current liabilities	非流動負債			
Deferred tax liabilities	遞延稅項負債		201	201
Other payable	其他應付款項		529	609
			730	810
Total liabilities	負債總額		24,046	22,715
NET ASSETS	資產淨值		44,811	45,830
Capital and reserves	資本及儲備			
Share capital	股本	12	24,000	24,000
Reserves	儲備		20,811	21,830
TOTAL EQUITY	總權益		44,811	45,830

Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表

Condensed Consolidated Statement of Changes in Equity

For the six months ended 31 December 2018

簡明綜合權益變動表

截至二零一八年十二月三十一日止六個月

		Attributable to owners of the Company 本公司擁有人應佔					Total 總計
		Share capital 股本	Share premium 股份溢價	Merger reserve 合併儲備	Exchange reserve 匯兌儲備	Accumulated losses 累計虧損	
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
As at 1 July 2017 (audited)	於二零一七年七月一日 (經審核)	24,000	56,615	5,329	(146)	(17,093)	68,705
Loss for the period	期內虧損	-	-	-	-	(8,270)	(8,270)
Other comprehensive income for the period	期內其他全面收入						
Exchange differences on translating foreign operations	對外業務換算產生的匯兌差額	-	-	-	(34)	-	(34)
Total comprehensive income for the period	期內全面收入總額	-	-	-	(34)	(8,270)	*(8,304)
As at 31 December 2017 (unaudited)	於二零一七年十二月三十一日 (未經審核)	24,000	56,615	5,329	(180)	(25,363)	60,401
		Attributable to owners of the Company 本公司擁有人應佔					Total 總計
		HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
As at 1 July 2018 (audited)	於二零一八年七月一日 (經審核)	24,000	56,615	5,329	(81)	(40,033)	45,830
Loss for the period	期內虧損	-	-	-	-	(930)	(930)
Other comprehensive income for the period	期內其他全面收入						
Exchange differences on translating foreign operations	對外業務換算產生的匯兌差額	-	-	-	(89)	-	(89)
Total comprehensive income for the period	期內全面收入總額	-	-	-	(89)	(930)	(1,019)
As at 31 December 2018 (unaudited)	於二零一八年十二月三十一日 (未經審核)	24,000	56,615 [†]	5,329 [†]	(170) [†]	(40,963) [†]	44,811

* The balance represents an amount less than HK\$1,000.

* 該結餘代表少於1,000港元之金額。

[†] These reserve accounts comprise the consolidated reserves of approximately HK20,811,000 in the condensed consolidated statement of financial position.

[†] 此等儲備賬由簡明綜合財務狀況表內的綜合儲備約20,811,000港元組成。

Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表

Condensed Consolidated Statement of Cash Flows

For the six months ended 31 December 2018

簡明綜合現金流量表

截至二零一八年十二月三十一日止六個月

			Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
	Notes 附註	HK\$'000 千港元	HK\$'000 千港元	
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動所得現金流量			
Loss profit before income tax expense	除所得稅開支前虧損	(845)	(8,118)	
Adjustments for:	調整：			
Interest income	利息收入	4	(103)	
Depreciation of property, plant and equipment	物業、廠房及設備折舊	5	775	
Operating loss before working capital changes	營運資金變動前經營虧損	(210)	(7,490)	
Decrease in trade and other receivables	應收貿易及其他款項減少	5,775	2,517	
Increase/(decrease) in trade and other payables	應付貿易及其他款項增加/(減少)	2,511	(3,415)	
Decrease in amounts due from customers for contract work	應收客戶合約工程款項減少	132	2,049	
(Decrease)/increase in amounts due to customers for contract work	應付客戶合約工程款項(減少)/增加	(1,216)	430	
Cash generated from/(used in) operations	經營所得/(所用)現金	6,992	(5,909)	
Income tax refunded	已退回所得稅	670	651	
Net cash generated/(used in) operating activities	經營活動所得/(所用)現金淨額	7,662	(5,258)	
CASH FLOWS FROM INVESTING ACTIVITIES	投資活動所得現金流量			
Interest received	已收利息	140	103	
Purchases of property, plant and equipment	購買物業、廠房及設備	(28)	(2,878)	
Net cash generated from/(used in) investing activities	投資活動所得/(所用)現金淨額	112	(2,775)	
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加/(減少)淨額	7,774	(8,033)	
Effect of exchange rate on cash and cash equivalents	匯率對現金及現金等價物之影響	(89)	(338)	
Cash and cash equivalents at beginning of period	期初現金及現金等價物	44,791	68,789	
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末現金及現金等價物	52,476	60,418	

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 18 March 2016, as an exempted company with limited liability under the Companies Law (2004 revision) Chapter 22 of the Cayman Islands. The registered office of the Company is located at the offices of P.O. Box 1350, Clifton House, 75 Fort Street, Grand Cayman KY1-1108, Cayman Islands. The headquarter and principal place of business in Hong Kong is located at 20th Floor, 625 King's Road, North Point, Hong Kong.

The Company is an investment holding company and the Group is principally engaged in the trading of millwork, furniture and façade fabrication and provision of interior design, project consultancy and interior solutions services.

In the opinion of the Directors, the Company's immediate and ultimate holding company is CGH (BVI) Limited, a company incorporated in British Virgin Islands.

1. 一般資料

本公司為於二零一六年三月十八日根據開曼群島公司法(二零零四年修訂版)第22章於開曼群島註冊成立的獲豁免有限公司。本公司的註冊辦事處位於P.O. Box 1350, Clifton House, 75 Fort Street, Grand Cayman KY1-1108, Cayman Islands。總部及香港主要營業地點位於為香港北角英皇道625號20樓。

本公司為投資控股公司而本集團主要從事銷售金屬、玻璃及木製品、傢俱及幕牆製造以及提供室內設計、項目諮詢及室內解決方案服務。

董事認為，本公司之直接及最終控股公司為CGH (BVI) Limited，一間於英屬維京群島註冊成立的公司。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

2. BASIS OF PREPARATION AND PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated interim financial information has been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Listing Rules and with Hong Kong Accounting Standard (“HKAS”) 34 “Interim financial reporting” issued by the Hong Kong Institute of Certified Public Accountants.

The unaudited condensed consolidated interim financial statements are presented in HK\$, which is the same as the functional currency of the Company.

The unaudited condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements for the year ended 30 June 2018.

The accounting policies and basis of preparation adopted in the preparation of the interim condensed consolidated financial information are consistent with those of the Group as set out in the Group’s annual financial statements for the year ended 30 June 2018, except for the following new and revised Hong Kong Financial Reporting Standards (the “HKFRSs”) that have been adopted by the Group for the first time for the current Period’s unaudited interim financial information.

HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers
HK(IFRIC) - Int 22	Foreign Currency Transactions and Advance Consideration
Amendments to HKFRS 2	Classification and Measurement of Share-Based Payment Transactions
Amendments to HKAS 40	Transfers of Investment Property
Annual Improvements to HKFRSs 2014-2016 Cycle	Amendments to HKAS 28, Investments in Associates and Joint Ventures

The adoption of the new HKFRSs has had no material financial effect on the unaudited interim financial information.

2. 編制基準及主要會計政策

未經審核簡明綜合中期財務資料乃根據上市規則附錄十六的適用披露規定及香港會計師公會頒佈的香港會計準則（「香港會計準則」）第34號「中期財務報告」編制。

未經審核簡明綜合中期財務報表以本公司的功能貨幣港元呈列。

未經審核簡明綜合中期財務報表並不包括年度財務報表所需的全部資料及披露，並應與本集團截至二零一八年六月三十日止年度的年度財務報表一併閱讀。

編制中期簡明綜合財務資料所採納之會計政策及編制基準與本集團截至二零一八年六月三十日止年度之年度財務報表所載之本集團會計政策及編制基準一致，惟本集團對本期間之未經審核中期財務資料首次採納下列新訂及經修訂香港財務報告準則（「香港財務報告準則」）。

香港財務報告準則第9號	金融工具
香港財務報告準則第15號	來自客戶合約之收入
香港（國際財務報告詮釋委員會）— 詮釋第22號	外幣交易及預付代價
香港財務報告準則第2號之修訂	以股份為基礎之付款交易之分類及計量
香港會計準則第40號之修訂	投資物業轉讓
香港財務報告準則二零一四年至二零一六年週期之年度改進	香港會計準則第28號之修訂，於聯營公司及合營企業之投資

採納新訂香港財務報告準則對未經審核中期財務資料並無重大財務影響。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

3. SEGMENT INFORMATION

Operating segments

The Group was principally engaged in the trading of millwork, furniture and façade fabrication and provision of interior design, project consultancy and interior solutions services. Information reported to the Group's chief operating decision maker, for the purpose of resources allocation and performance assessment, focuses on the operating results of the Group as a whole, as the Group's resources are integrated and no discrete operating segment financial information is available. Accordingly, no operating segment information is presented.

Geographical information

The following table sets out the information about the geographical location of the Group's revenue from external customers and non-current assets other than financial instruments ("Specified non-current assets").

The Group comprises the following main geographical segments:

(a) Revenue from external customers

3. 分部資料

經營分部

本集團主要從事銷售金屬、玻璃及木製品、傢俱及幕牆製造以及提供室內設計、項目諮詢及室內解決方案服務。為分配資源及評估表現向本集團主要經營決策者報告的有關資料，專注於本集團整體之經營業績，而且本集團的資源統一且並無獨立經營分部財務資料。因此，並無呈列經營分部資料。

地區資料

下表載列有關本集團來自外部客戶收入之地理位置之資料以及除金融工具外的非流動資產（「指定非流動資產」）。

本集團包括如下主要地區分部：

(a) 來自外部客戶的收入

		Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Hong Kong (place of domicile)	香港 (註冊地點)	25,714	18,232
Asia (excluding Hong Kong and PRC)	亞洲 (香港及中國除外)	4,083	13,921
PRC	中國	1,561	398
Europe	歐洲	18,024	2,699
United States	美國	9,937	10,750
Middle East	中東	11,260	1,354
Others	其他	–	807
		44,865	29,929
		70,579	48,161

The revenue information above is based on the locations of the customers.

上列收入資料是基於客戶所在地。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

3. SEGMENT INFORMATION (continued)

Geographical information (continued)

(b) Specified non-current assets

		As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Hong Kong (place of domicile)	香港(註冊地點)	5,097	5,838
PRC	中國	1	1
Europe	歐洲	21	27
		5,119	5,866

4. REVENUE AND OTHER INCOME

Revenue includes the net invoiced value of goods sold, design and project consultancy service rendered and contract revenue earned from the interior solutions projects by the Group. The amounts of each significant category of revenue recognised during the Period are as follows:

An analysis of the Group's revenue is as follows:

		Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Sales of products	銷售產品		
– Millwork and furniture	– 金屬、玻璃及木製品及傢俱	34,345	29,843
– Façade fabrication	– 幕牆製造	24,982	2,295
Income from interior solutions projects	室內解決方案項目收入	10,395	13,810
Design and project consultancy service income	設計及項目諮詢服務收入	857	2,213
		70,579	48,161

3. 分部資料(續)

地區資料(續)

(b) 指定非流動資產

4. 收入及其他收入

收入包括本集團銷售貨品、提供設計及項目諮詢服務之發票淨額以及室內解決方案項目所得的合約收入。於本期間已確認各重要類別的收入金額載列如下：

本集團的收入分析如下：

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

4. REVENUE AND OTHER INCOME (continued)

An analysis of the Group's other income recognised during the Period is as follows:

4. 收入及其他收入(續)

本集團於本期間已確認的其他收入的分析如下：

		Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Other income	其他收入		
Bank interest income	銀行利息收入	140	103
Management income	管理收入	192	–
		332	103

5. LOSS BEFORE INCOME TAX EXPENSE

The Group's loss before income tax expense is arrived at after charging/(crediting):

5. 除所得稅開支前虧損

本集團的除所得稅開支前虧損乃於扣除/(計入)下列各項後達致：

		Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Depreciation of property, plant and equipment	物業、廠房及設備的折舊	775	731
Operating lease rentals in respect of:	經營租賃租金，有關：		
– Land and buildings	– 土地及樓宇	2,839	2,755
– Plant and equipment	– 廠房及設備	65	48
Exchange loss/(gain), net	匯兌虧損/(收益)，淨額	52	(119)
Employee benefit expenses (including directors' and chief executive's remuneration)	僱員福利開支 (包括董事及主要行政人員酬金)	12,665	11,872

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

6. INCOME TAX EXPENSE

The amount of income tax expense in the condensed consolidated statement of profit or loss and other comprehensive income represents:

	Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
	HK\$'000 千港元	HK\$'000 千港元
Current tax – overseas profits tax – tax for the period	85	152
即期稅項 – 境外利得稅 – 期內稅項		

The Company was incorporated in the Cayman Islands and is exempted from income tax. It is not subject to tax in other jurisdictions.

No provision for Hong Kong profits tax has been made as the Company did not generate any assessable profits arising in Hong Kong during the Period and the six months ended 31 December 2017.

Taxes on assessable profits of overseas subsidiaries are calculated at the rates applicable in the respective jurisdictions.

7. DIVIDENDS

For the Period, no dividend has been declared by the Company.

6. 所得稅開支

簡明綜合損益及其他全面收入表中所得稅開支金額指：

本公司於開曼群島註冊成立並獲豁免所得稅。其毋須繳納其他司法權區的稅項。

由於本公司於本期間及截至二零一七年十二月三十一日止六個月並無任何源自香港的應課稅溢利，因此並無作出香港利得稅撥備。

境外附屬公司的應課稅溢利的稅項按相關司法權區的適用稅率計算。

7. 股息

於本期間，本公司概無宣派任何股息。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

8. LOSS PER SHARE

The calculation of the basic loss per share amount is based on the loss for the period attributable to the ordinary equity holders of the Company, and the weighted average number of ordinary shares of 2,400,000,000 (for the six months ended 31 December 2017: 2,400,000,000) in issue during the Period.

The Group had no potentially dilutive ordinary shares in issue during the Period.

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

8. 每股虧損

每股基本虧損金額乃根據本公司普通股權持有人應佔本期間虧損及本期間內之已發行普通股之加權平均數2,400,000,000股(截至二零一七年十二月三十一日止六個月: 2,400,000,000股)計算。

本集團於本期間並無具潛在攤薄效應之已發行普通股。

本公司普通股權持有人應佔之每股基本虧損乃根據以下數據計算:

		Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
		HK\$'000 千港元	HK\$'000 千港元
Loss	虧損		
Loss for the purpose of basic loss per share	用於計算每股基本 虧損之虧損	(930)	(8,270)

Number of Shares 股份數目

		As at 31 December 2018 於二零一八年 十二月三十一日	As at 31 December 2017 於二零一七年 十二月三十一日
		'000 千股	'000 千股
Number of shares	股份數目		
Weighted average number of ordinary shares for the purpose of basic loss per share	用於計算每股基本虧損之 普通股加權平均數	2,400,000	2,400,000

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

9. AMOUNTS DUE FROM/(TO) CUSTOMERS FOR CONTRACT WORK

9. 應收／(應付)客戶合約工程款項

		As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Contracts in progress at the end of each reporting period:	於各報告期間末在建工程合約：		
Contract costs incurred	已產生合約成本	16,089	2,275
Recognised profits less recognised losses	已確認溢利減已確認虧損	7,271	358
		23,360	2,633
Less: progress billings	減：進度付款	(23,068)	(3,425)
		292	(792)
Represented by:	分類：		
Amounts due from customers for contract work	應收客戶合約工程款項	292	424
Amounts due to customers for contract work	應付客戶合約工程款項	-	(1,216)
		292	(792)

As at 31 December 2018, retentions held by customers for contract work included in trade and other receivables (Note 10) amounted to HK\$1,649,000 (as at 30 June 2018: HK\$1,566,000).

於二零一八年十二月三十一日，列入應收貿易及其他款項(附註10)之客戶就合約工程持有之保質金為1,649,000港元(於二零一八年六月三十日：1,566,000港元)。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. TRADE AND OTHER RECEIVABLES

10. 應收貿易及其他款項

			As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
			HK\$'000 千港元	HK\$'000 千港元
Trade receivables	應收貿易款項	<i>i</i>	6,068	8,374
Retention receivables (Note 9)	應收保質金(附註9)	<i>ii</i>	1,649	1,566
Deposits and other receivables	按金及應收其他款項	<i>iii</i>	1,788	2,816
Prepayments	預付款項	<i>iii</i>	1,298	3,822
Total	總計		10,803	16,578
Less: Non-current portion Deposit	減：非流動部份 按金	<i>iii</i>	(1,328)	(1,328)
Total current portion	流動部份總計		9,475	15,250

Notes:

(i)

附註：

(i)

			As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
			HK\$'000 千港元	HK\$'000 千港元
Trade receivables	應收貿易款項		6,068	8,374
Less: provision for impairment on trade receivables	減：應收貿易款項減值撥備		-	-
			6,068	8,374

Trade receivables are non-interest bearing. The Group does not hold any collateral or other credit enhancements over these balances. Except for one customer with 60 days credit granted, no credit period is granted by the Group to its trade customers. Application for progress payments of projects is made on a regular basis.

The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk.

應收貿易款項乃不計息。本集團並未就該等結餘持有任何抵押品或採取其他加強信貸措施。除一名客戶獲授予60日的信貸期外，本集團並無向其他貿易客戶授予信貸期。申請項目進度付款定期作出。

本集團一直嚴密監控其未償還應收款項。高層管理人員會定期審查逾期未清付之結餘。鑑於上文所述情況及本集團之應收貿易款項涉及眾多客戶，故並無重大集中信貸風險。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. TRADE AND OTHER RECEIVABLES (continued)

Notes: (continued)

(i) (continued)

The following is an analysis of trade receivables by age, presented based on the invoice dates:

		As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Less than 1 month	不超過一個月	1,376	2,124
1 to 3 months	一至三個月	2,398	3,748
3 to 6 months	三至六個月	189	103
More than 6 months but less than one year	六個月以上但不超過一年	486	2,297
More than one year	一年以上	1,619	102
		6,068	8,374

The ageing of trade receivables that are not individually nor collectively considered to be impaired is as follows:

		As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Neither past due nor impaired	既未逾期亦未減值	839	643
Less than 1 month past due	不超過一個月逾期	660	4,201
1 to 3 months past due	一至三個月逾期	2,464	1,028
More than 3 months past due but less than 12 months	超過三個月逾期但不超過十二個月	1,333	2,400
More than one year past due	超過一年逾期	772	102
		6,068	8,374

Trade receivables that were neither past due nor impaired relate to customers for whom there is no recent history of default.

Trade receivables that were past due but not impaired relate to customers that have a good track record with the Group. Based on past experience, management is of the opinion that no provision for impairment is necessary in respect of these receivables as there has not been a significant change in credit quality and the credit risk is minimal.

10. 應收貿易及其他款項(續)

附註：(續)

(i) (續)

應收貿易款項之賬齡分析(按發票日期呈列)如下：

被認為將既無個別亦無整體減值的應收貿易款項之賬齡如下：

既未逾期亦未減值之應收貿易款項與並無近期拖欠記錄的客戶有關。

已逾期但未減值之應收貿易款項與於本集團擁有良好往績記錄的客戶有關。基於過往經驗，管理層認為該等應收款項概無必要作出減值撥備，此乃由於信貸質素並無重大變化且信用風險甚微。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

10. TRADE AND OTHER RECEIVABLES (continued)

Notes: (continued)

- (ii) Retention monies withheld by customers of contract works are released after the completion of maintenance period of the relevant contracts or in accordance with the terms specified in the relevant contracts.

Retention receivables as at 31 December 2018 and 30 June 2018 were neither past due nor impaired and expected to be recovered within 1 year after the reporting period. These related to customers for whom there was no recent history of default.

- (iii) The above balances of other receivables, prepayments and deposits as at 31 December 2018 and 30 June 2018 were neither past due nor impaired. Financial assets included in these balances are non-interest bearing and relate to receivables for which there was no recent history of default.

10. 應收貿易及其他款項(續)

附註：(續)

- (ii) 客戶就合約工程扣留之保質金於相關合約保養期結束後或根據相關合約特定條款解除。

於二零一八年十二月三十一日及二零一八年六月三十日，應收保質金乃既未逾期亦未減值並預期可於報告期間後的一年內收回。該等款項與近期並無拖欠記錄的客戶有關。

- (iii) 於二零一八年十二月三十一日及二零一八年六月三十日，其他應收款項、預付款項及按金的上述結餘乃既未逾期亦未減值。該等結餘包括的金融資產乃不計息且與近期並無拖欠記錄之應收款項有關。

11. TRADE AND OTHER PAYABLES

11. 應付貿易及其他款項

		As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Trade payables (note (a))	應付貿易款項(附註(a))	8,287	4,170
Receipts in advance (note (b))	預收款項(附註(b))	576	6,599
Other payables and accruals (note (c))	其他應付及應計款項(附註(c))	14,940	10,523
Total	總計	23,803	21,292
Less: Non-current portion	減：非流動部份		
Other payable (note (c))	其他應付款項(附註(c))	(529)	(609)
Total current portion	流動部份總計	23,274	20,683

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

11. TRADE AND OTHER PAYABLES (continued)

Notes:

- (a) An ageing analysis of trade payables, based on the invoice date, is as follows:

		As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)
		HK\$'000 千港元	HK\$'000 千港元
Current or less than 1 month	即期或不超過一個月	3,066	1,273
1 to 3 months	一至三個月	4,007	1,821
4 to 6 months	四至六個月	1,137	436
7 to 12 months	七至十二個月	–	548
More than 1 year	一年以上	77	92
		8,287	4,170

The Group's trade payables are non-interest bearing and generally have payment terms of 0 to 90 days.

- (b) Receipts in advance represented advance payment from the customers in connection with the contract works and sales. Receipts in advance are expected to be recognised as revenue of the Group within one year from the reporting date.
- (c) Other payables under current portion are non-interest bearing and have average payment terms of 31 to 90 days.

Other payable under non-current portion is non-interest bearing and expected to be settled more than twelve months after the reporting period.

11. 應付貿易及其他款項(續)

附註:

- (a) 應付貿易款項之賬齡分析(按發票日期)如下:

本集團的應付貿易款項乃不計息，且償還期限通常為0至90日。

- (b) 預收款項乃客戶就合約工程及銷售所作之預付款項。預收款項預計擬確認為本集團自申報日期起一年內之收入。

- (c) 流動部份下之其他應付款項乃不計息且平均償還期為31至90日。

非流動部份下之其他應付款項為不計息及預期將於報告期間後超過十二個月結清。

12. SHARE CAPITAL

12. 股本

		As at 31 December 2018 於二零一八年 十二月三十一日	As at 30 June 2018 於二零一八年 六月三十日
		HK\$ 港元	HK\$ 港元
Authorised: 10,000,000,000 (As at 30 June 2018: 10,000,000,000) ordinary shares of HK\$0.01 (As at 30 June 2018: HK\$0.01) each	法定: 10,000,000,000股(於二零一八年六月三十日: 10,000,000,000股)每股面值0.01港元 (於二零一八年六月三十日:每股面值 0.01港元)之普通股	100,000,000	100,000,000
Issued and fully paid: 2,400,000,000 (As at 30 June 2018: 2,400,000,000) ordinary shares of HK\$0.01 (As at 30 June 2018: HK\$0.01) each	已發行及繳足: 2,400,000,000股(於二零一八年六月三十日: 2,400,000,000股)每股面值0.01港元 (於二零一八年六月三十日:每股面值 0.01港元)之普通股	24,000,000	24,000,000

During the Period, no movement in the Company's issued ordinary shares was noted.

本公司之已發行普通股於本期間並無變動。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

13. RELATED PARTY TRANSACTIONS

- (a) In addition to the transactions and balances disclosed elsewhere in the condensed consolidated financial statements during the Period, the Group entered into the following significant transactions with its related parties as follows:

13. 關聯方交易

- (a) 除於簡明綜合財務報表其他章節所披露的交易及結餘外，於本期間，本集團與其關聯方達成以下重大交易：

		Six months ended 31 December 2018 截至二零一八年 十二月三十一日 止六個月 (unaudited) (未經審核)	Six months ended 31 December 2017 截至二零一七年 十二月三十一日 止六個月 (unaudited) (未經審核)
	Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Purchases of woodwork from related companies	向關聯公司採購木製品	916	2,648
Contract revenue from interior solutions projects from a related company	來自一間關聯公司之室內解決方案項目之合約收入	48	3,442
Design and project consultancy service income from a related company	來自一間關聯公司之設計及項目諮詢服務之收入	13	—

Notes:

- (i) The amount represents purchases of woodwork from Max Furniture Shenzhen Company Limited of HK\$32,000 (for the six months ended 31 December 2017: HK\$54,000) and Max Contracting Limited HK\$884,000 (for the six months ended 31 December 2017: HK\$2,594,000). Mr. Lee is a director and has approximately 33.3% beneficial interest in Max Contracting.
- (ii) The amount represents income from interior solutions projects of HK\$48,000 (for the six months ended 31 December 2017: HK\$3,442,000) from HFL Limited recognised during the Period. Mr. Lee is a director of HFL Limited and Mr. Lee and Ms. Leung have 24.2% (31 December 2017: 45%) beneficial interests in HFL Limited.
- (iii) The amount represents income from design and project consultancy service of HK\$13,000 (For the six months ended 31 December 2017: Nil) from HFL Limited recognised during the Period.

附註：

- (i) 有關金額代表向宏大傢俱(深圳)有限公司採購32,000港元(截至二零一七年十二月三十一日止六個月：54,000港元)及向宏大設計工程有限公司採購884,000港元(截至二零一七年十二月三十一日止六個月：2,594,000港元)之木製品。李先生為宏大設計工程之董事及於宏大設計工程擁有約33.3%實益權益。
- (ii) 有關金額代表於本期間確認為自海福樓有限公司之室內解決方案項目之48,000港元(截至二零一七年十二月三十一日止六個月：3,442,000港元)之收入。李先生為海福樓有限公司之董事而李先生及梁女士於海福樓有限公司擁有24.2%(二零一七年十二月三十一日：45%)實益權益。
- (iii) 有關金額代表於本期間確認為自海福樓有限公司之設計及項目諮詢服務之13,000港元(截至二零一七年十二月三十一日止六個月：無)之收入。

Notes to the Condensed Consolidated Financial Statements

簡明綜合財務報表附註

13. RELATED PARTY TRANSACTIONS (continued)

(b) Outstanding balances with related parties:

	As at 31 December 2018 於二零一八年 十二月三十一日 (unaudited) (未經審核)	Maximum balance outstanding during the Period 本期間內最高 未償還結餘 (unaudited) (未經審核)	As at 30 June 2018 於二零一八年 六月三十日 (audited) (經審核)	Maximum balance outstanding during the year 年內最高未 償還結餘 (audited) (經審核)
	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元	HK\$'000 千港元
Period/Year end balance included in trade and other receivables HFL Limited	計入應收貿易及其他款項之期／年終結餘 海福樓有限公司 13	376	3	1,825
Period/Year end balance included in trade and other payables Max Contracting	計入應付貿易及其他款項之期／年終結餘 宏大設計工程 474		392	

13. 關聯方交易 (續)

(b) 與關聯方之間的未償還結餘：

14. FAIR VALUE OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and cash equivalents, financial assets included in trade and other receivables and financial liabilities included in trade and other payables approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair value of the non-current portion of deposit has been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

15. APPROVAL OF INTERIM RESULTS

The Group's unaudited condensed consolidated interim results and financial statements for the Period have been approved and authorized for issue by the Board on 26 February 2019.

14. 金融工具之公平值

管理層已評估，現金及現金等價物、計入應收貿易及其他款項之金融資產以及計入應付貿易及其他款項之金融負債之公平值與其各自之賬面值相若，主要由於該等工具於短期內到期。

按金之非流動部份之公平值已透過將年期、信貸風險及餘下到期時間相若之工具之目前可得比率而將預期未來現金流量貼現而得出。

金融資產及負債之公平值按自願雙方（非強迫或清盤銷售）之間的當前交易中進行交換的工具的金額入賬。

15. 核准中期業績

本集團本期間之未經審核簡明綜合中期業績及財務報表已於二零一九年二月二十六日獲董事會批准及授權刊發。



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