KFM KINGDOM

KFM KINGDOM HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)
(HKEx Stock Code: 3816)

2019 Annual Report

OUR GOALS ARE FAR AND HIGH
WE CULTIVATE FOR TOMORROW

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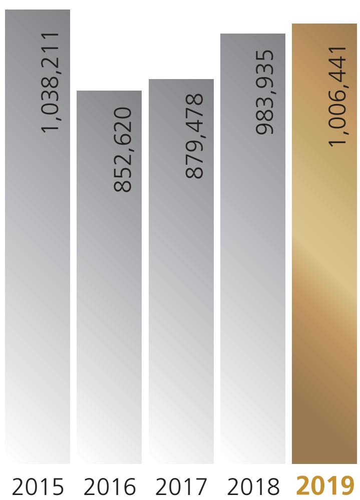
Contents

Financial Highlights

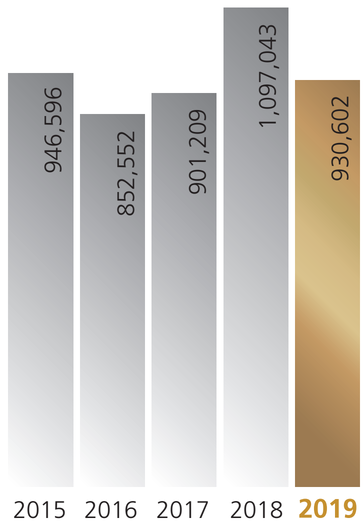
Revenue

Year end 31 March (HK$'000)



Total Assets

As at 31 March (HK$'000)



Non-executive Director
Mr. Zhang Haifeng (Chairman)

Executive Directors
Mr. Sun Kwok Wah Peter (Chief Executive Officer)
Mr. Wong Chi Kwok

Independent non-executive Directors and audit committee
Mr. Wan Kam To (Chairman)
Ms. Zhao Yue
Mr. Shen Zheqing

Remuneration committee
Ms. Zhao Yue (Chairman)
Mr. Zhang Haifeng
Mr. Wan Kam To

Nomination committee
Mr. Zhang Haifeng (Chairman)
Mr. Sun Kwok Wah Peter
Mr. Wan Kam To
Ms. Zhao Yue
Mr. Shen Zheqing

Headquarters and principal place of business in Hong Kong
Workshop C, 31/F
TML Tower, 3 Hoi Shing Road, Tsuen Wan
New Territories, Hong Kong

Principal place of business in the PRC
Block A, No. 1301 Guanguang Road, Dabu Lane
Guanlan Street, Baoan District, Shenzhen, the PRC

Registered office
Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Company secretary
Mr. Kwok For Chi

Authorised representatives
Mr. Sun Kwok Wah Peter
Mr. Kwok For Chi

Legal advisers as to Hong Kong Law
Chiu & Partners

Auditor
SHINEWING (HK) CPA Limited

Principal bankers
DBS Bank (Hong Kong) Limited
Standard Chartered Bank (Hong Kong) Limited
The Hongkong and Shanghai Banking Corporation Limited

Cayman Islands share registrar and transfer office
SMP Partners (Cayman) Limited
Royal Bank House — 3rd Floor
24 Shedden Road, P.O. Box 1586
Grand Cayman KY1-1110
Cayman Islands

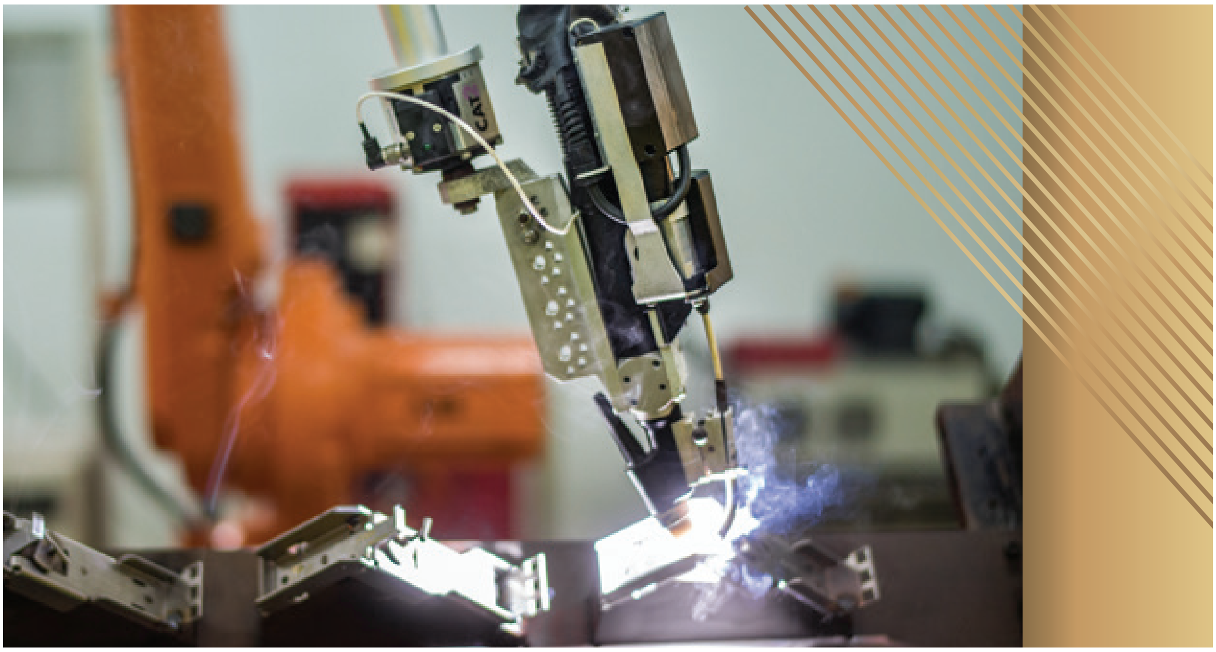
Hong Kong branch share registrar and transfer office
Tricor Investor Services Limited ("**Tricor**")
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

Tricor has relocated to Level 54 of the same premises with effect from 11 July 2019

Website
www.kingdom.com.hk

Stock code
3816

Chairman's Statement



Dear Shareholders,

On behalf of the board (the "**Board**") of directors (the "**Directors**") of KFM Kingdom Holdings Limited (the "**Company**"), I am pleased to present the operating and financial performance of the Company and its subsidiaries (collectively, the "**Group**") for the year ended 31 March 2019.

During the financial year, global economic conditions remained volatile and deteriorated. The momentum of world economic growth slowed down, and challenges and variables continued to increase. Particularly, the trade disputes between the United States and China have posed the economy with challenges and uncertainties.

During the year, the Group disposed of companies which owned Suzhou Factory and Hong Kong properties (the "**Disposal of Assets**") so as to strengthen the financial position of the Group. As disclosed in the announcements of the Company dated 7 September 2018 and 1 November 2018 as well as the circular of the Company dated 19 October 2018, the disposals not only allowed the Group to realise capital gains of investments from the Disposal of Assets, but also provided the Group with more flexibility and liquidity.

Financial performance

During the year, the revenue of the Group increased by approximately 2.3% to approximately HK$1,006.4 million from approximately HK$983.9 million of the same during last year. The increase in revenue was mainly attributable to the increase in revenue derived from metal lathing segment and slight increase in revenue derived from metal stamping segment.

For the metal stamping segment, the revenue increased slightly by approximately 0.1% as compared to the year ended 31 March 2018 to approximately HK$667.9 million. However, the gross profit margin decreased from approximately 29.7% to approximately 25.2%. The main reasons for the decrease in gross profit margin were higher material cost and rental cost for the current year as compered to the last year.

For the metal lathing segment, the revenue recorded an approximate 6.9% increase to approximately HK$338.5 million during the year ended 31 March 2019 from approximately HK$316.6 million during the same period last year. Meanwhile, the gross profit margin dropped from approximately 31.0% to approximately 24.7% for this year. The decrease was mainly attributed to the change in product mix in revenue with higher proportion of lower margin products compared to the same period last year.

In respect of overall performance, the Group recorded a net profit of approximately HK$50.7 million from approximately HK$35.2 million for the year ended 31 March 2018. The increase was mainly attributable to increase in revenue, the gain from the Disposal of Assets during the year as mentioned above and the exchange gain derived from the depreciation of Renminbi during the year ended 31 March 2019.

Outlook

Looking forward, there are full of uncertainties in the global economy, in particular the increasing uncertainties about world trade situation. The recent escalation of the trade tensions between the United States and China have casted a significant concern on the stability of the manufacturing sectors in China as two countries have imposed tariffs and sanctions to each other. It is unclear the tension will be eased for a period time ahead.

The difficulties faced by manufacturing industries in China are expected to subsist in the foreseeable future. China will continue emphasize on economic development with quality and standard. Its structural reforms on the supply side, higher environment protection standard as well as higher labour cost will lead to increase in operational cost which will add pressure to our customers to relocate their production base to lower cost regions.

Facing the challenges ahead, the Group will continue to streamline its operation, adopt stringent cost control measures and look for a stronger financial position with light asset operation, lower geared structure, rich liquidity and better return on assets. At the same time, the Group will explore more potential opportunities to diversify the customer base and product portfolios.

Besides, we are still in the process of conducting a detailed review of the current businesses and searching potential opportunities to diversify our income streams. We will adhere to our belief in order to cope with the challenges and create better returns for our customers, shareholders and investors.

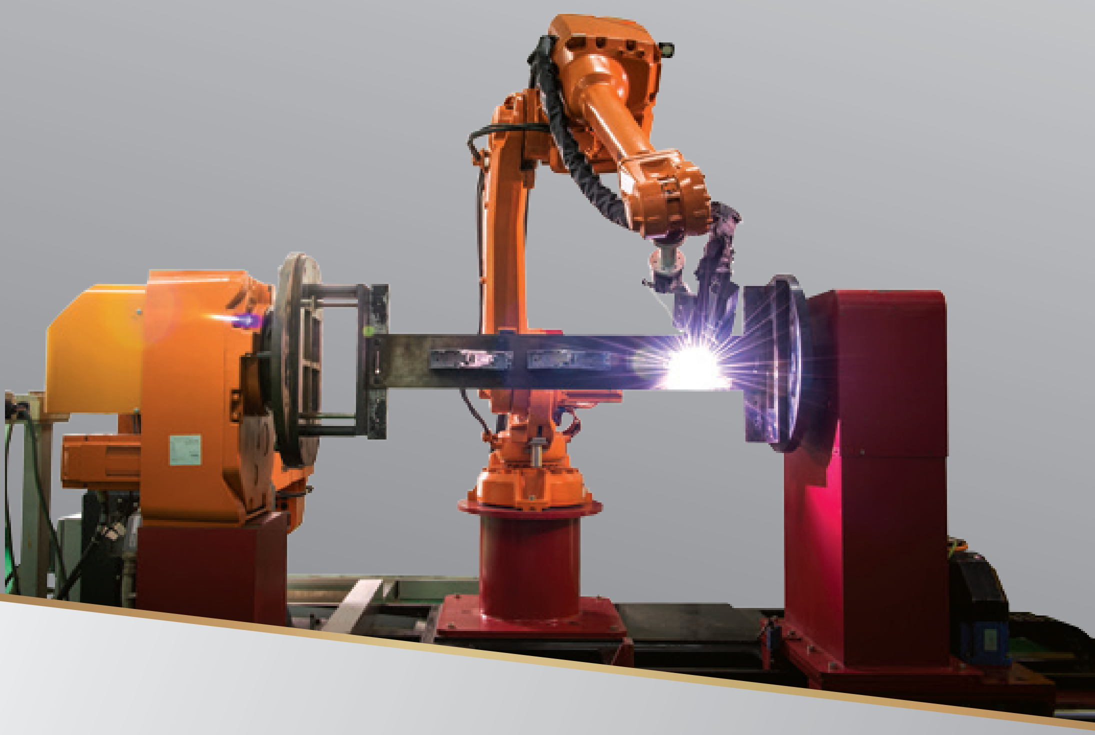
Acknowledgement

The steady development of the Group is owed to the enormous trust and support of our shareholders, investors and business partners, dedicated services of Directors, as well as the loyalty of our employees. I hereby express my sincere gratitude to them.

Zhang Haifeng
Chairman
Hong Kong

26 June 2019

BUSINESS REVIEW



Business Review

During the current year, global economic conditions remained volatile. The momentum of world economic growth slowed down. Furthermore, the trade disputes between the United States and China have posed the economy with challenges and uncertainties.

Apart from these unfavourable factors, the increasing operating cost in the manufacturing sector in the PRC, such as the increasing labour cost, continued to exert pressure on the Group and its key customers. The Group strived to seek a broader customer base and product portfolios, and implemented series of measures to minimise operating costs. As such, with an aim to strengthen the financial position for more flexibility and liquidity and higher asset turnover, the Group disposed of certain companies which held Suzhou Factory and sold properties in Hong Kong to Kingdom International Group Limited ("**KIG**") and its subsidiary during the year. The Group has leased back the disposed properties for a term of three years commencing from the completion date of such disposals. With the disposal gain and reduction in its indebtedness of the same amount as the consideration, the disposals were considered in line with the Group's strategy to strengthen the financial position of the Group. The details of the disposals are disclosed in the paragraph headed "Disposal of assets" in this section.

The Group recorded revenue amounted to approximately HK$1,006.4 million for the year ended 31 March 2019, with an increase by approximately HK$22.5 million or 2.3% as compared to the corresponding period last year. During the year, revenue generated from the Group's metal stamping segment was approximately HK$667.9 million, maintained at the same level as last year. The metal stamping segment continued to be affected by the weakening demand from its customers engaged in office automation, consumer electronics and finance equipment industries. However, such impact was partially offset by an increase in number of orders from certain customers engaged in mainly the network and data storage, and the medical and test equipment industries. Regarding the metal lathing segment, revenue during the year was approximately HK$338.5 million, representing an increase by approximately HK$21.9 million or 6.9% from previous year mainly due to orders from newly developed customers. Due to the changes in product mix and surging production cost, the overall gross profit margin of the Group during the year was reduced from approximately 30.1% in the corresponding period last year to approximately 25.1%. Overall, the Group recorded the total gross profit of approximately HK$252.2 million for the year as compared to approximately HK$296.2 million in last year. In addition, the Group recorded other gains, net amounting to approximately HK$44.7 million for the current year in contrast to other losses, net amounting to approximately HK$24.6 million for last year. The other gains mainly arose from the disposal of Hong Kong Properties and depreciation of Renminbi against US dollar.

As a result of the above, the Group recorded net profit of approximately HK$50.7 million during the year ended 31 March 2019, which improved significantly as compared with approximately HK$35.2 million of the same period last year.

Outlook and strategy

Uncertainties in US-China trade disputes, currency fluctuations and expectation of slower growth in major economies are posing headwinds and heightening risks to regional economic prospects. During the second quarter of 2019, major economies in the world signaled a deteriorating situation with considerable uncertainties in economic and trade conditions which will likely persist throughout the year and beyond. The retaliatory escalation of tariffs from both sides during the recent negotiations may lead to full scale of economic crisis detrimental to the manufacturing sectors in China. The Group has exposure to the threat with a certain proportion of revenue derived from export to the US that net profit in the coming year may be therefore affected. The management is closely assessing and monitoring the development in the US-China trade disputes. The Group will take appropriate actions to mitigate those impacts while necessary. Meanwhile, the difficulties faced by manufacturing industries in the PRC are expected to subsist in the foreseeable future. The increasing labour cost and material cost in the PRC will remain the major challenges for the Group to manage. It is also expected that certain of the Group's customers will continue to relocate their businesses to lower cost regions in Southeast Asia and the Group is required to stay flexible and agile to adapt to such changes. The Group remains cautious about the business environment in the coming year and will continue to streamline its operation and adopt stringent cost control policies to strengthen the financial position and improve the return on total assets and net assets.

In view of decreasing gross profit of metal stamping and metal lathing segments, the Group will take steps to manage the operating cost, such as the labour cost, materials cost and financing cost. In the coming year, the Group will put more efforts in broadening its customer base and developing more new customers in the region. Meanwhile, the Group will strive to maintain good relationships with existing customers and devote more effort in enhancing the overall operational efficiency. The controlling shareholder is still in the process of conducting a detailed review of the current businesses and searching for potential opportunities to diversify the Group's income streams. The Group will adhere to the Group's belief and cope with the challenges in order to create better returns for customers, shareholders and investors.

Financial Review

Revenue

For the year ended 31 March 2019, revenue of the Group reached approximately HK$1,006.4 million, representing an increase of approximately HK$22.5 million or 2.3% from approximately HK$983.9 million for the corresponding period last year. Set out below is a breakdown of the Group's revenue by business segments:

	2019		2018	
	HK$'000	%	HK$'000	%
Metal stamping	667,914	66.4	667,334	67.8
Metal lathing	338,527	33.6	316,601	32.2
	1,006,441	100.0	983,935	100.0

Revenue derived from the metal stamping segment increased by approximately HK$0.6 million or 0.1% from approximately HK$667.3 million for the year ended 31 March 2018 to approximately HK$667.9 million for the year ended 31 March 2019. During the year ended 31 March 2019, the Group experienced an increase in revenue derived from customers who are engaged in the network and data storage industry and the medical and test equipment industry, which was partially offset by decrease in orders from customers who are engaged in the office automation, consumer electronics and finance equipment industries.

Revenue derived from the metal lathing segment increased by approximately HK$21.9 million or 6.9% from approximately HK$316.6 million for the year ended 31 March 2018 to approximately HK$338.5 million for the year ended 31 March 2019. The increase was mainly attributed to an increase in number of orders from newly developed customers.

Geographically, the PRC, North America, Europe and Singapore continued to be the major markets of the Group's products. Sale to such areas accounted for approximately 67.7%, 17.3%, 6.3% and 6.3% of the Group's revenue respectively for the year ended 31 March 2019. Details of revenue generated by different geographical locations are set out in note 7(c) to this consolidated financial statements.

Cost of sales

Cost of sales primarily comprises the direct costs associated with the manufacturing of the Group's products. It consists mainly of direct materials, direct labour, processing fee and other direct overheads. Set out below is the breakdown of the Group's cost of sales:

	Year ended 31 March			
	2019		2018	
	HK$'000	%	HK$'000	%
Direct materials	407,130	54.0	379,710	55.2
Direct labour	158,687	21.0	161,245	23.5
Processing fee	96,415	12.8	94,467	13.7
Other direct overheads	91,969	12.2	52,328	7.6
	754,201	100.0	687,750	100.0

During the year ended 31 March 2019, cost of sales of the Group increased by approximately HK$66.4 million or 9.7% as compared to the corresponding period last year. The increase was primarily due to the combined effect of increase in the Group's total revenue, as well as the change in product mix, the increase in material cost and overheads during the year ended 31 March 2019. The percentage of cost of sales to the total revenue during the current year was approximately 74.9%, representing an increase of approximately 5.0%, as compared to approximately 69.9% in the corresponding period last year.

Gross profit and gross profit margin

During the year ended 31 March 2019, the Group's gross profit was approximately HK$252.2 million, representing a decrease of approximately 14.8% as compared to the corresponding period in 2018. The drop in gross profit margin was mainly attributable to the change of product mix as compared to the same period last year and a higher production cost during the year.

In respect of the Group's metal stamping segment, gross profit margin has decreased from approximately 29.7% in the corresponding period last year to approximately 25.2% for the year ended 31 March 2019. Such decrease was mainly attributable to the higher material cost and rental cost for the current year as compared to the last year.

In respect of the Group's metal lathing segment, gross profit margin was reduced from approximately 31.0% for the year ended 31 March 2018 to approximately 24.7% for the year ended 31 March 2019. Such decrease was due to change in product mix by higher proportion of sales of lower margin products.

Other gains/(losses), net

During the year ended 31 March 2019, the Group recorded other gains, net which amounted to approximately HK$44.7 million. In the corresponding period of 2018, the Group recorded other losses, net of approximately HK$24.6 million. The change in the other gains, net was mainly due to (i) disposal of the Group's properties in Hong Kong of approximately HK$17.2 million as set out in the paragraph "Disposal of assets" in this section; (ii) net exchange gain of approximately HK$16.7 million arising from depreciation of Renminbi against United States dollars during this year, as compared to net exchange loss of approximately HK$26.0 million during the same period last year; and (iii) an increase in government subsidies by approximately HK$6.6 million to approximately HK$10.1 million.

Distribution and selling expenses

Distribution and selling expenses relate to the expenses incurred for the promotion and sale of the Group's products. It mainly comprises, among others, salaries and related costs for the sales and marketing staff, travelling and transportation costs, and marketing expenses. Distribution and selling expenses were approximately HK$25.1 million and approximately HK$21.2 million for the years ended 31 March 2019 and 2018 respectively. The increase in distribution and selling expenses was mainly attributed to the increase in costs related to personnel and rentals during the year.

General and administrative expenses

General and administrative expenses primarily comprise salaries and related costs for key management, the Group's finance and administration staff, rental expenses, depreciation, audit fees, and professional and related costs incurred by the Group.

The general and administrative expenses of the Group increased from approximately HK$190.9 million for the year ended 31 March 2018 to approximately HK$193.0 million for the year ended 31 March 2019. The increase was primarily due to increase in legal and professional costs arising from the disposal of assets and other consultancy fees for streamlining of operations incurred during the year ended 31 March 2019, which was partially offset by no provision for impairment of property, plant and equipment being recorded during the year (2018: HK$9.5 million).

Finance costs

The Group's finance costs represented interest expenses on bank borrowings and unsecured borrowings from a related company. During the year ended 31 March 2019, the Group's finance costs were approximately HK$17.5 million, as compared to approximately HK$20.2 million for the corresponding period of 2018. The decrease in finance costs was mainly due to a decrease in average balances of borrowings as compared to the corresponding period last year.

Income tax expenses

The Group's income tax expenses amounted to approximately HK$15.0 million and approximately HK$4.2 million for the years ended 31 March 2019 and 2018 respectively. During the same period last year, the Group made a successful application under the tax treaty arrangement between the PRC and Hong Kong, and adopted a lower PRC withholding income tax rate than before, so that the Group recorded a reversal of deferred tax provision of approximately HK$6.9 million. As there was no such reversal this year, there was an increase in income tax expenses as compared to the year ended 31 March 2018.

Excluding the above factors and the effect of tax loss arising from the loss making subsidiaries of the Company, the adjusted effective tax rate would have been approximately 17.0% during the current year, while the same for the prior year would have been approximately 20.8%.

Profit attributable to owners of the Company

For the year ended 31 March 2019, profit attributable to owners of the Company amounted to approximately HK$50.7 million, as compared with the profit attributable to owners of the Company of approximately HK$35.2 million for the corresponding period in 2018. The increase net profit was mainly attributable to the increase in revenue, net gain in foreign exchange and the gain on disposal of assets as mentioned above.

Liquidity, Financial and Capital Resources

Financial resources and liquidity

The Group's current assets mainly comprise cash and cash equivalents, trade and bill receivables, prepayments, deposits and other receivables, and inventories. The Group's total current assets amounted to approximately HK$738.3 million and approximately HK$686.4 million as at 31 March 2019 and 2018 respectively, which represented approximately 79.3% and approximately 62.6% of the Group's total assets as at 31 March 2019 and 2018 respectively.

Capital structure

The Group's capital structure is summarised as follow:

	2019 HK$'000	2018 HK$'000
Bank borrowings	—	24,800
Unsecured borrowings from a related company	**200,000**	370,000
Total debts	**200,000**	394,800
Shareholders' equity	**524,316**	501,730
Gearing ratio — Total debts to shareholders' equity ratio#	**38.1%**	78.7%

Total debts to shareholders' equity ratio is calculated based on total debts divided by shareholders' equity at the end of the respective year

The Group had recorded net cash inflow from operating activities of approximately HK$37.2 million and approximately HK$106.0 million for the years ended 31 March 2019 and 2018 respectively.

Details of the Group's bank borrowings and unsecured borrowings from a related company as at 31 March 2019 are set out in notes 27 and 29 to this consolidated financial statements respectively.

The capital structure of the Group consists of equity attributable to the equity holders of the Company (comprising issued share capital and reserves), bank borrowings and unsecured borrowings from a related company. The Directors will review the capital structure regularly. As part of such review, the Directors consider the cost of capital and the optimal use of debt and equity so as to maximise the return to the owners.

Capital expenditure

During the year ended 31 March 2019, the Group acquired property, plant and equipment of approximately HK$27.4 million during the normal and ordinary course of the Group's businesses, as compared to the year ended 31 March 2018 of approximately HK$58.7 million.

The Group financed its capital expenditure through cash flows generated from operating activities and unsecured borrowings from a related company.

Charges on the Group's assets

As at 31 March 2018, there were no Group's bank borrowings secured by the leasehold land and buildings.

Foreign currency exposure

Each individual group entity has its own functional currency. Foreign exchange risk to each individual group entity arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency. The Group operates mainly in Hong Kong and the PRC. The Group's Hong Kong entities are exposed to foreign exchange risk arising from Renminbi, while the Group's PRC entities are exposed to foreign exchange risk arising from United States dollars.

The Group manages its foreign exchange risk by closely monitoring the movement of the foreign currency rates.

Capital commitments and operating lease commitments

Details of the Group's capital commitments and operating lease commitments as at 31 March 2019 are set out in note 31(a) and note 31(b) to this consolidated financial statements, respectively.

Contingent liabilities

As at 31 March 2019, the Group had no material contingent liabilities.

Disposal of assets

Reference is made to the announcements of the Company dated 7 September 2018 and 1 November 2018 as well as the circular of the Company ("**Circular**") dated 19 October 2018. Capitalised terms used herein the section below shall have the same meanings as those defined in the Circular, unless the context requires otherwise. On 7 September 2018, a subsidiary of the Company, KPP, entered into an agreement with KIG, pursuant to which KIG acquired and KPP sold the entire issued share capital of the Target Company, which indirect wholly-owned the Suzhou Factory, at a consideration of HK$108.5 million. In addition, another then subsidiary of the Company, KFM, entered into agreements with a subsidiary of KIG, namely GECI, pursuant to which GECI acquired and KFM sold the Hong Kong Properties, being one office premises and two car parking spaces in Hong Kong, at the aggregate consideration of HK$61.5 million. Completion of the transactions contemplated under the Disposal Agreements took place on 1 November 2018. The Group recorded gains of approximately HK$3.9 million and HK$17.2 million from disposal of Target Companies and Hong Kong Properties respectively. Together with the release of translation reserve upon disposal of the subsidiaries of approximately HK$8.5 million, total gain of approximately HK$29.6 million was derived from the Disposals. The consideration of the Disposals was paid and satisfied by offsetting in full an indebtedness of the same amount owing by the Group to the KIG Group. The Group and the KIG Group also entered into Leasing Agreements, pursuant to which the Company's subsidiaries, namely KPP (SZ) and KFM, shall respectively lease the Suzhou Factory and Hong Kong Properties from the KIG Group for a term of three years commencing from completion date of the Disposals.

Upon completion of each of the transactions contemplated under the Disposal Agreements, the transactions contemplated under the Leasing Agreements also constitute continuing connected transactions for the Company. The annual cap were set at HK$21.0 million, HK$21.0 million and HK$21.0 million with respect to the transactions contemplated under the Leasing Agreements for the years ending 31 March 2019, 2020 and 2021 respectively. Upon completion of the Company Disposal Agreement, the Target Companies have ceased to be subsidiaries of the Company and their financial results, assets and liabilities will no longer be included in the consolidated financial statements of the Group. Upon completion of the Properties Disposal Agreements, the Hong Kong Properties have ceased to be held by the Group. WFOE, an indirect wholly-owned subsidiary of the Target Company, was indebted to KPP (SZ), an indirect wholly-owned subsidiary of the Company, the Existing Loan in aggregated amount of approximately RMB8.6 million. It was one of the undertakings by KIG under the Company Disposal Agreement that KIG shall procure WFOE to settle in full the Existing Loan within 180 days from completion of the transactions contemplated under the Company Disposal Agreement. The Existing Loan was settled subsequently within 180 days.

Subsequent Event

Subsequent to 31 March 2019, the Group renewed unsecured borrowing of approximately HK$140 million in April 2019, and HK$30 million in June 2019 with KIG. The details are set out in the note 29 of this consolidated financial statements.

Employees and Remuneration Policy

As at 31 March 2019, the Group had a total number of 2,253 full-time employees (2018: 2,372). The Group determined the remuneration packages of all employees based on factors including individual qualifications, contribution to the Group, performance and years of experience of the respective staff.

The Group provides on-going training to the Group's staff in order to enhance their technical skills and product knowledge and to provide them with updates with regard to industry quality and work safety.

The Group maintains good relationships with the Group's employees. The Group did not have any labour strikes or other labour disturbances that would have interfered with the Group's operations during the year ended 31 March 2019.

As required by PRC regulations, the Group participates in the social insurance schemes operated by the relevant local government authorities.

The Board is pleased to present this Corporate Governance Report for the year ended 31 March 2019.

Corporate Governance Practices

The Board is always committed to maintaining high standards of corporate governance to safeguard the interests of shareholders and to enhance corporate value and accountability.

The Board is of the view that the Company has complied with the code provision as set out in the Corporate Governance Code and Corporate Governance Report (the "**CG Code**") contained in Appendix 14 to the Rules Governing the Listing of Securities (the "**Listing Rules**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") for the year ended 31 March 2019.

The Board of Directors

Responsibilities

The Board takes overall responsibility to oversee all major matters of the Group, including the formulation and approval of all policy matters, overall strategic development of the Group, monitoring and controlling the Group's operation and financial performance, internal control and risk management systems. The authority and responsibilities for the day-to-day management and operations of the Group is delegated by the Board to the senior management. The Board is well balanced with Directors having sound industry knowledge, extensive corporate and strategic planning experience and/or expertise relevant to the business of the Group. The executive Directors, the non-executive Director and independent non-executive Directors bring a variety of experience and expertise to the Company.

The Company has subscribed appropriate and sufficient insurance coverage on Directors' liabilities in respect of legal actions taken against Directors arising out of corporate activities.

Board Composition

The Board currently comprises six members, consisting of two executive Directors, one non-executive Director and three independent non-executive Directors. The biographical details of the Board members are set out on pages 33 to 35 of this Annual Report. The list of Directors (by category) is also disclosed in all corporate communications issued by the Company pursuant to the Listing Rules from time to time.

Throughout the year, the Board has at all times met the requirements of the Listing Rules relating to the appointment of at least three independent non-executive Directors with at least one independent non-executive Director possessing appropriate professional accounting qualifications and financial management expertise, and the independent non-executive Directors represented at least one-third of the Board.

The Company has received, from each of the existing independent non-executive Directors, an annual confirmation of their independence pursuant to Rule 3.13 of the Listing Rules. The Company considers that all independent non-executive Directors are independent in accordance with the Listing Rules.

Board Diversity Policy

The Company has adopted a board diversity policy (the "**Policy**") which sets out the approach to achieve and maintain diversity on the Board in order to enhance the quality of its performance.

Pursuant to the Policy, the Company seeks to achieve Board diversity through the consideration of a number of factors, including but not limited to skills, experience, knowledge, expertise, culture, independence, age and gender.

The nomination committee of the Board will discuss and agree annually measurable objectives for implementing diversity on the Board and recommend them to the Board for adoption and review the Policy that may be required.

Appointments, Re-election and Removal of Directors

The non-executive Director has entered into an appointment letter with the Company without a specific term commencing from 13 October 2016. Each of the executive Directors has entered into a service contract with the Company for a term of three years commencing from 22 September 2012. After the expiry of the current term, the term of service shall be renewed and extended automatically by one year and on the expiry of every successive period of one year thereafter, unless either party has given at least three months' written notice of non-renewal before the expiry of the then existing terms. Mr. Wan Kam To, an independent non-executive Director, has been appointed for an initial term of two years commencing from 22 September 2012 renewable automatically for successive term of one year each commencing from the next day after the expiry of the then current term appointment, whereas each of Ms. Zhao Yue and Mr. Shen Zheqing, each also an independent non-executive Director, has entered into an appointment letter with the Company without a specific fixed term commencing from 3 February 2016.

According to the articles of association of the Company, at every annual general meeting of the Company ("**AGM**"), one-third of the Directors (or if their number is not three or a multiple of three, then the number nearest to but not less than one third) will retire by rotation provided that every Director shall be subject to retirement at least once every three years. Directors to retire in every year will be those who have been the longest in office since their last election but as between persons who became Directors on the same day those to retire shall (unless they otherwise agree between themselves) be determined by lot.

The articles of association of the Company also provide that any Director appointed by the Board to fill a casual vacancy in Board shall hold office until the first general meeting of the Company after his/her appointment and be subject to re-election at such meeting, and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following AGM and shall then be eligible for re-election.

Chairman and chief executive officer

Under CG Code A.2.1, the roles of the chairman and the chief executive officer should be separated and should not be performed by the same individual. For the year ended 31 March 2019, the roles of the Chairman and the chief executive officer have been performed by Mr. Zhang Haifeng and Mr. Sun Kwok Wah Peter respectively.

The chairman and the chief executive officer have separate defined responsibilities. The chairman is responsible in leading the Board in forming the Group's strategies and policies and for organising the business of the Board, ensuring its effectiveness and setting its agenda but not involved in the day-to-day business of the Group. The chief executive officer is directly in charge of the daily operations of the Group and is accountable to the Board for the financial and operational performance of the Group. Their respective roles and responsibilities are set out in writing, which have been approved and adopted by the Board.

Directors' continuous training and development

Each newly appointed Director is provided with necessary induction and information to ensure that he/she has a proper understanding of the Company's operations and businesses as well as his/her responsibilities under the relevant statutes, laws, rules and regulations.

Directors should participate in continuous professional development to develop and refresh their knowledge and skills. This is to ensure that their contribution to the Board remains informed and relevant.

The Directors are committed to complying with the CG Code A6.5 on Directors' training. All Directors have participated in continuous professional development and provided a record of training they received during the year to the Company.

According to the records provided by the Directors, a summary of training received by the Directors during the year is as follows:

Name of directors	Type of continuous professional development programmes
Non-executive Director	
Mr. Zhang Haifeng (Chairman)	A,B
Executive Directors	
Mr. Sun Kwok Wah Peter	A,B
Mr. Wong Chi Kwok	A,B
Independent non-executive Directors	
Mr. Wan Kam To	A,B
Ms. Zhao Yue	A,B
Mr. Shen Zheqing	A,B

Notes:

A: attending training/seminars

B: reading newspapers, journals, seminar materials and updates relating to the latest development of the Listing Rules and other applicable regulatory requirements

Board and general meetings and attendance

During the year, the Board met regularly to review the financial and operating performance of the Company and to discuss future strategy. Directors may participate either in person or through electronic means of communications. The chairman of the Board also met with the independent non-executive Directors without the presence of executive Directors.

For the year ended 31 March 2019, the Company has adopted the practice of holding board meetings regularly for at least four times a year in approximately quarterly intervals. At least 14 days' notice is given to all Directors for all regular board meetings and all Directors are given the opportunity to include matters for discussion in the agenda. The agenda and board papers for each meeting are sent to all Directors at least three days in advance of every regular board meeting. All minutes of the board meetings are kept by the company secretary and are available to all Directors for inspection.

At the board meetings, the Board reviewed significant matters including the Company's annual consolidated financial statements and interim consolidated financial information, proposals for final and interim dividends (if any), annual and interim reports, approved material capital expenditure and other corporate actions of the Group.

During the year, the Company has convened five Board meetings and one general meeting. The attendance record for each of the Directors at the board meetings and general meeting are set out below:

Name of Directors	Number of attendance Board meetings	General meeting
Non-executive Director		
Mr. Zhang Haifeng (Chairman)	5/5	1/1
Executive Directors		
Mr. Sun Kwok Wah Peter	5/5	1/1
Mr. Wong Chi Kwok	5/5	1/1
Independent non-executive Directors		
Mr. Wan Kam To	5/5	1/1
Ms. Zhao Yue	5/5	1/1
Mr. Shen Zheqing	5/5	1/1

Model Code for Securities Transactions by Directors

The Company has adopted a code for securities transactions by the Directors on terms equivalent to the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 to the Listing Rules.

The Board confirmed that, having made specific enquiry, the Directors have complied in full with the required standards as set out in the Model Code and its code of conduct during the year ended 31 March 2019 and up to 26 June 2019, the date of this Annual Report.

Board committees

As an integral part of sound corporate governance practices, the Board has established the following board committees to oversee the particular aspects of the Group's affairs. Each of these committees comprises independent non-executive Directors who are being invited to join as members.

Audit committee

The Company established an audit committee on 22 September 2012 with written terms of reference in compliance with Rule 3.21 of the Listing Rules and the CG Code as set out in Appendix 14 to the Listing Rules. The primary duties of the audit committee of the Company are mainly to make recommendation to the Board on the appointment and removal of external auditors, review the financial statements and provide advice in respect of financial reporting and oversee the internal control procedures and risk management of the Company. The full terms of reference are available on the Company's website (www.kingdom.com.hk) and the Stock Exchange's website.

The audit committee currently consists of three independent non-executive Directors, namely Mr. Wan Kam To, Ms. Zhao Yue and Mr. Shen Zheqing. The chairman of the audit committee is Mr. Wan Kam To, who has appropriate professional qualifications and experience in accounting matters.

The composition of the audit committee during the year as well as the meeting attendance of the committee members is as follows:

Membership and Attendance of Members

Members	Attendance/ Number of meetings
Independent non-executive Directors	
Mr. Wan Kam To (Chairman)	3/3
Ms. Zhao Yue	3/3
Mr. Shen Zheqing	3/3

The audit committee has reviewed the Group's consolidated financial statements for the year ended 31 March 2018, and interim condensed consolidated financial statements for the six months ended 30 September 2018. The audit committee has discussed the financial information with the management and the external and internal auditors of the Company during the year before submission to the Board for approval and the Group's risk management with the risk management personnels.

Nomination committee

The Company established a nomination committee on 22 September 2012 with written terms of reference in compliance with the CG Code as set out in Appendix 14 to the Listing Rules. The primary duties of the nomination committee of the Company include reviewing the structure, size, and composition of the Board, assessing the independence of independent non-executive Directors, and making recommendations to the Board on matters relating to the appointment of Directors. The full terms of reference are available on the Company's website (www.kingdom.com.hk) and the Stock Exchange's website.

The nomination committee currently comprises three independent non-executive Directors, one non-executive Director and one executive Director. The nomination committee is chaired by the chairman of the Board.

The composition of the nomination committee during the year as well as the meeting attendance of the committee members is as follows:

Membership and Attendance of Members

Members	Attendance/ Number of meeting
Non-executive Director	
Mr. Zhang Haifeng (Chairman)	2/2
Executive Director	
Mr. Sun Kwok Wah Peter	2/2
Independent non-executive Directors	
Mr. Wan Kam To	2/2
Ms. Zhao Yue	2/2
Mr. Shen Zheqing	2/2

Two meetings were held during the year in which the nomination committee reviewed the structure, size and composition of the Board and its committees, reviewed the board diversity policy and its measurable objectives, reviewed and make recommendations to the Board adoption of the nomination policy, reviewed the background and experiences of the Board members and evaluated the contributions of the Board members to the Group and made recommendations to the Board on the nomination and re-appointment of Directors, and assessed the independence of independent non-executive Directors.

Remuneration committee

The Company established a remuneration committee on 22 September 2012 with written terms of reference in compliance with Rule 3.25 of the Listing Rules and the CG Code as set out in Appendix 14 to the Listing Rules. The primary functions of the remuneration committee of the Company are to make recommendations to the Board on the overall remuneration policy and structure relating to all Directors and senior management of the Group, review performance based remuneration and ensure none of the Directors determine their own remuneration. The full terms of reference are available on the Company's website (www.kingdom.com.hk) and the Stock Exchange's website.

The remuneration committee currently comprises two independent non-executive Directors and one non-executive Director. The chairman of the remuneration committee is Ms. Zhao Yue, an independent non-executive Director.

The composition of the remuneration committee during the year as well as the meeting attendance of the committee members is as follows:

Membership and Attendance of Members

Members	Attendance/ Number of meeting
Independent non-executive Directors	
Ms. Zhao Yue (Chairman)	2/2
Mr. Wan Kam To	2/2
Non-executive Director	
Mr. Zhang Haifeng	2/2

Two meetings were held during the year in which the remuneration committee reviewed the remuneration policies and approved the salaries and bonuses of the executive Directors and senior management. No Director took part in any discussion about his own remuneration. The remuneration committee has communicated with the chairman of the Board about proposals relating to the remuneration packages of other executive Directors and senior management.

Details of the Directors' emoluments and retirement benefits and remuneration payable to members of senior management are disclosed in the note 12 and note 32(d) to the consolidated financial statements respectively.

Nomination policy

The Board has adopted a nomination policy (the "**Nomination Policy**") during the current year. A summary of the Nomination Policy is disclosed below:

1. Objective

The nomination policy aims to set out the relevant selection criteria and nomination procedures to help the nomination committee and the Board to ensure that the Board has a balance of skills, experience and diversity of perspective appropriate to the requirement of the Group's businesses.

2. Selection criteria

The selection criteria specified in the Nomination Policy include:

— commitment of available time and ability to devote sufficient time and attention to the affairs of the Company;

— reputation for integrity;

— accomplishment and experience in the relevant industry(ies);

— effectiveness in carrying out the responsibilities of the Board; and

— diversity in all its aspects as set out in the board diversity policy of the Company.

These factors are for reference only, and not meant to be exhaustive and decisive. The nomination committee has the discretion to nominate any person, as it considers appropriate.

3. Nomination procedures

(i) For filling a casual vacancy, the nomination committee shall make recommendations for the Board's consideration and approval. For proposing candidates to stand for election at a general meeting, the nomination committee shall make nominations to the Board for its consideration and recommendation.

(ii) Until the publication of circular to the shareholders of the Company (the "**Shareholders**"), the nominated persons shall not assume that they have been proposed by the Board to stand for election at the general meeting.

(iii) In order to provide information of the candidates nominated by the Board to stand for election at a general meeting, and to invite nominations from the Shareholders, a circular will be sent to the Shareholders. The circular will set out the lodgment period for the Shareholders to make the nominations. The names, brief biographies (including qualifications and relevant experience), independence, proposed remuneration and any other information, as required pursuant to the applicable laws, rules and regulations, of the proposed candidates will be included in the circular to the Shareholders.

(iv) A candidate is allowed to withdraw his or her candidature at any time before the general meeting by serving a notice in writing to the company secretary of the Company.

The Board shall have the final decision on all matters relating to its recommendation of candidates to stand for election at any general meeting

4. *Review of the Nomination Policy*

The nomination committee of the Board will review the Nomination Policy, as appropriate, to ensure the effectiveness of the Nomination Policy. The nomination committee of the Board will discuss any revisions that may be required.

Corporate Governance Functions

During the year, the Board is also responsible for determining the policy for the corporate governance of the Company and performing the corporate governance duties as below:

— to develop and review the Group's policies and practices on corporate governance and make recommendations;

— to review and monitor the training and continuous professional development of the Directors and senior management;

— to review and monitor the Group's policies and practices on compliance with the relevant legal and regulatory requirements;

— to develop, review and monitor the code of conduct and compliance manual (if any) applicable to Directors and employees of the Group; and

— to review the Group's compliance with the CG Code and disclosure requirements in the Corporate Governance Report.

Financial Reporting and Audit

Directors' responsibility for financial statements

The Directors acknowledge their responsibility for preparation of the financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the Group as at the year end date and of the Group's results and cash flows for the financial year then ended. The Board aims to present a clear and balanced assessment of the Group's performance in the annual and interim reports to the shareholders, and make appropriate disclosure and announcements in a timely manner. Pursuant to code provision C.1.1 of the CG Code, management would provide such explanation and information to the Board in order to enable the Board to make an informed assessment of the financial and other information put before the Board for approval. As at the date of this report, the Board is not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Group's ability to continue as a going concern. The consolidated financial statements for the year ended 31 March 2019 are properly prepared on the going concern basis in accordance with the applicable statutory requirements and accounting standards.

The responsibilities of SHINEWING (HK) CPA Limited, the Company's external auditor, on the Group's consolidated financial statements are set out in the section headed "Independent Auditor's Report" in this Annual Report.

Auditor's Remuneration

For the year ended 31 March 2019, the Group's external auditor and its affiliated firm provided the following services to the Group:

	HK$'000
Audit services	1,320
Non-audit services	
— Interim review services	240
— Investment circular reporting services	180
— Taxation (note)	147
— Financial review service (note)	220
Total	2,107

Note: Services performed by the affiliated firms of SHINEWING (HK) CPA Limited

Risk Management and Internal Control

The Group has in place an internal control system which enables the Group to achieve objectives regarding effectiveness and efficiency of operations, reliability of financial reporting and compliance with applicable laws and regulations. The Group adopts a risk management system which manages the risk associated with its business and operations, and the system enables the Group to identify, evaluate and manage significant risks.

The Board is responsible for overseeing the Group's risk management and internal control systems and reviewing their effectiveness. Such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable but not absolute assurance against material misstatement or loss. The risk management and internal audit departments of the Company play a major role in monitoring the risk management and internal control systems of the Group and report directly to the Board. They have full access to review all aspects of the Group's activities, risk management and internal controls. The internal audit of the Group conducted an independent review of the risk management and internal control systems of the Group on a regular basis in order to maintain high standards of corporate governance. The review covers material controls and risk management process to ensure that the systems in place are adequate and effective. The internal audit review plan has been approved by the audit committee.

The Board reviews the adequacy and effectiveness of the Group's risk management and internal control systems. Several areas have been considered during such reviews, which include but not limited to (i) the changes in the nature and extent of significant risks since the last review, and the Group's ability to respond to changes in its business and the external environment; and (ii) the scope and quality of management's ongoing monitoring of risks and of the internal control systems. These reviews also cover the adequacy of resources, staff qualifications and experience, training programmes and budget of the Group's internal audit, risk management and financial reporting functions. For the year ended 31 March 2019, the Board considered such systems effective and adequate throughout the year.

With respect to procedures and internal controls for the handling and dissemination of inside information, the Company is aware of the relevant obligations under the Securities and Future Ordinance (Chapter 571 of the laws of Hong Kong) (the "**SFO**") and the Listing Rules. In order to enhance the Group's system of handling inside information, and to ensure the truthfulness, accuracy, completeness and timeliness of its public disclosures, the Group also adopts and implements an inside information policy and procedures, which include the access of information being restricted to a limited number of employees on a need-to-know basis, to ensure that proper safeguards exist to prevent possible mishandling of inside information within the Group.

Shareholders' Right

Convening of extraordinary general meeting ("EGM") on requisition by shareholders

In accordance with Article 64 of the articles of association of the Company, any one or more shareholders ("**Requisitionist(s)**") holding at the date of deposit of the requisition not less than one tenth of the paid up capital of the Company having the right of voting at general meetings shall have the right, by written notice to the Board or the company secretary of the Company by mail at Workshop C, 31/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong, to require an EGM to be called by the Directors for the transaction of any business specified in such requisition. Such EGM shall be held within two months after the deposit of such requisition. If the Directors fail to proceed to convene such meeting within twenty-one (21) days of such deposit, the Requisitionist(s) himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the Requisitionist(s) as a result of the failure of the Directors shall be reimbursed to the Requisitionist(s) by the Company.

Procedures for directing shareholders' enquiries to the Board

Shareholders may at any time send their enquiries and concerns to the Board in writing through the company secretary of the Company:

The Company Secretary
KFM Kingdom Holdings Limited
Email: comsec@kingdom.com.hk
Workshop C, 31/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong

The company secretary of the Company shall forward the shareholders' enquiries and concerns to the Board and/or relevant Board committees of the Company, where appropriate, to answer the shareholders' questions.

Procedures for putting forward proposals at general meetings by shareholders

To put forward proposals at a general meeting of the Company, a shareholder should lodge a written notice of his/her/its proposal ("**Proposal**") with his/her/its detailed contact information at the Company's principal place of business at Workshop C, 31/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong.

The request will be verified with the Company's branch share registrar in Hong Kong and upon their confirmation that the request is proper and in order, the Board will be asked to include the Proposal in the agenda for the general meeting.

The notice period to be given to all the shareholders of consideration of the Proposal raised by the shareholder concerned at the general meeting varies according to the nature of the Proposal as follow:

(a) Notice of not less than 21 clear days and not less than 20 clear business days in writing if the Proposal requires an ordinary resolution or a special resolution of the Company in an annual general meeting of the Company;

(b) Notice of not less than 21 clear days and not less than 10 clear business days in writing if the Proposal requires approval by way of a special resolution of the Company in an extraordinary general meeting of the Company; and

(c) Notice of not less than 14 clear days and not less than 10 clear business days in writing if the Proposal requires approval by way of an ordinary resolution of the Company in an extraordinary general meeting of the Company.

Communication with Shareholders

The management endeavours to maintain effective communications with the shareholders and potential investors of the Company.

The Company meets the shareholders at the annual general meeting, publishes interim and annual reports on the Company's website (www.kingdom.com.hk) and the Stock Exchange's website, and releases press releases on the Company's website to keep the shareholders and potential investors abreast of the Group's business and development.

Constitutional Documents

During the year, there is no change in the Company's constitutional documents.

Updates on compliance and regulatory matters as disclosed in the prospectus

Long term relocation plan

As disclosed in the prospectus of the Company dated 28 September 2012 (the "**Prospectus**"), one of the Group's four production bases, namely the Group's factory building and staff dormitory currently located in Xili, Nanshan District, Shenzhen (the "**Xili Leased Properties**") were leased by Kingdom (Reliance) Precision Parts (Shenzhen) Manufactory Limited ("**KRP-Shenzhen**"). As advised by the Company's PRC legal advisers, there is a potential risk of demolition and expropriation of the Xili Leased Properties as it may be deemed as the historical illegal construction. For details, please refer to pages 186 to 190 of the Prospectus.

As a result, the Directors plan to relocate from the Xili Leased Properties should the potential risk regarding the legality and ownership title of the Xili Leased Properties persist (the "**Long Term Relocation Plan**"). During the reporting period KRP-Shenzhen entered into a framework agreement with an independent third party to lease a factory premises under construction in Guangdong province. A formal leasing agreement of the premises would be entered into by the both parties upon the completion of the construction within a prescribed period of time.

The Group's current lease agreement of the Xili Leased Properties started from 31 October 2016 for a period of five years that there should be no disruption of the operation in Xili. In the event that the Group receives notice for relocation prior to the completion of the Long Term Relocation Plan, the productions facilities and production lines at the Xili Leased Properties will be relocated to Kingdom Technology (Shenzhen) Company Limited and Dongguan Conform Metal Limited.

As at the date of this report, the Directors confirm that both the lessor and the Group have not received any order from the relevant authorities to vacate the Xili Leased Properties.

Environmental, Social and Governance Report

Scope of the Report

This Environmental, Social and Governance Report (the "**Report**") is prepared in adherence to the principles and provisions of the Reporting Guide set out in Appendix 27 to the Listing Rules, covering the plants of the Group located in Shenzhen Guanlan, Shenzhen Xili, Suzhou, Shanghai and Dongguan of the People's Republic of China (the "**PRC**"). The plants are principally engaged in the manufacturing of precision metal (collectively referred to as "**Business Units**"). The Report covers the financial year ended 31 March 2019 and discloses the Company's corporate social responsibility approach and performance. This Report has been reviewed and approved by the Board after their discussion with the relevant management of the Group regarding the effectiveness of the corporate social responsibility system.

This Report sets out the strategy of Business Units and its implementation in the subject areas, namely environmental, social and governance. Through this Report, stakeholders including shareholders, employees, customers, suppliers, creditors, regulators and the general public will be given a channel to review the performance of the Group in the environmental and social responsibility aspects.

Environmental Protection

Emissions

Business Units comply with the following laws promulgated by the Government of the PRC on waste gas, sewage emission and noise pollution:

— Law of the PRC on the Prevention and Control of Atmospheric Pollution

— Water Pollution Prevention and Control law of the PRC

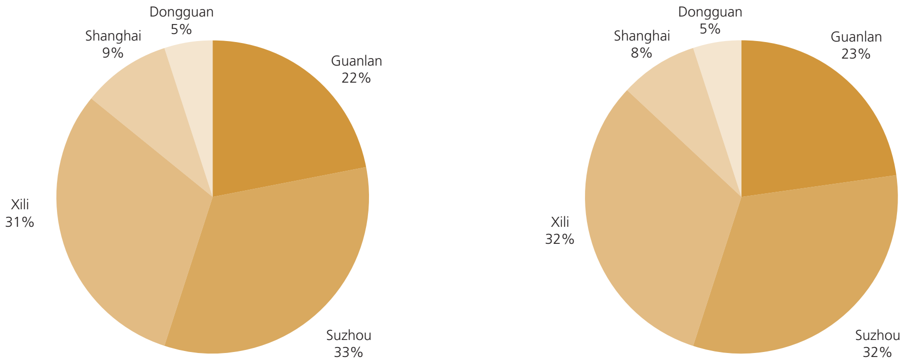
— Law of the PRC on Prevention and Control of Pollution From Environmental Noise

It is the Group's policy to comply with the relevant laws and regulations which have a direct impact on the business and operation of the Business Units. To maintain an environmental friendly production environment, the pollutants discharged were closely monitored by Business Units. Since 1998, Business Units have obtained the first International Certification of Environmental Management System (ISO 14001). The certificate reflects our effectiveness in environmental controls and it is renewed regularly. For the year ended 31 March 2019, the results of environmental detecting reports of Business Units reflected that the waste emissions generated by our production processes were under good control and abided by the relevant rules and regulations of the PRC.

Business Units are engaged in precision metal processing and assembly business and primarily generate carbon dioxide by consuming electricity, natural gas and diesel oil in the production process. For the year ended 31 March 2019, the overall emission of carbon dioxide by Business Units was approximately 11,387 tonnes, representing a decrease of approximately 92 tonnes or 0.8% from approximately 11,479 tonnes for the corresponding period last year. Most of carbon dioxide emission was generated by our main energy consumption of electricity. The decrease in carbon dioxide emission during the year was mainly due to our more effective use of electricity resource in production output. The proportion of overall carbon dioxide emission for the years ended 31 March 2019 and 2018 among Business Units were as follows:

Year ended 31 March 2019 **Year ended 31 March 2018**

Carbon Dioxide



Business Units have installed various measures to save the energy consumed during the production process and thereby reduced the direct emission of greenhouse gas. Solar board and intelligent energy saving on-off switches were introduced to Business Units. Besides, the waste disposal was implemented in compliance with International Certification of Environmental Management System (ISO 14001).

For the year ended 31 March 2019, in order to reduce the emission of greenhouse gas and decrease consumption of electricity resource, one Business Unit installed a large number of solar boards by reuse most areas of factory's roof for solar energy generation and most of electricity generated by this solar board system has been using by daily operations.

To properly handle non-hazardous and hazardous wastes generated from our production process, Business Units have well established procedures to prevent the occurrence of the adverse impact to the environment. Under the procedures of wastes management, all wastes are systemically classified, stored in separate warehouses, and disposed of or recycled to the companies which are authorised by the PRC government. For the year ended 31 March 2019, the non-hazardous wastes, including metals, wooden boxes, plastics and non-chemical wastes, being disposed of amounted to approximately 5,122 tonnes (2018: approximately 4,839 tonnes) and the hazardous wastes, including electronic items and chemical wastes, being disposed of amounted to approximately 40 tonnes (2018: approximately 21 tonnes). In order to minimise the material wastage, we will continuously improve the production process and increase the use of reusable materials during the production.

Use of Resources

Business Units stress high commitment on energy and water resources saving. Resource reduction was implemented in compliance with International Certification of Environmental Management System (ISO 14001). Production processes are evaluated periodically on the efficiency of energy consumption. We adhere to the principles of maximisation of the utilisation rate per energy consumed.

Certain plants of Business Units have set up a closed-loop circulation system for water recycling and to reuse the reclaimed water in the product cleaning process, from which plenty of water resources were recycled for use. Besides, as mentioned in the emission section above, certain devices were installed for energy saving purpose.

The overall consumption of electricity resource by Business Units decreased by approximately 0.2 million kilowatt per hour or 1.1% from approximately 18.6 million kilowatt per hour for the year ended 31 March 2018 to approximately 18.4 million kilowatt per hour for the year ended 31 March 2019. The decreased consumption of electricity resource in the year was mainly due to more effective use of electricity resource in production output.

For the overall consumption of water resource by Business Units, it increased by approximately 9.9 thousand tonnes or 7.3% from approximately 135.9 thousand tonnes for the year ended 31 March 2018 to approximately 145.8 thousand tonnes for the year ended 31 March 2019. In order to reduce the consumption of water, management will enhance employees' training and resources control to save water.

The finished goods packaging usually uses a lot of paper. In order to save packaging paper, Business Units have designed procedures to reduce paper for finished goods packaging by using recyclable packaging material. Business Units provide an option to customers to use recyclable material for new production orders. The recyclable packaging material including recycled cartons and plastic boxes that are recollected from the customers back to our factories after the delivery of finished goods, and then all boxes will be re-used for next production orders.

For the year ended 31 March 2019, the rate of usage of recyclable packaging material was approximately 15% (2018: approximately 20%) on the sale of total products. The decreased rate of usage of recyclable packaging material was mainly due to the increase in the sale of total products during the year, where customers did not request for use of recyclable packaging material. According to the Group's policy, we will continuously encourage customers to use recyclable packaging material for appropriate production orders.

The Environment and Natural Resources

To minimise the environmental impact and reduce resource consumption as stipulated in the Group's policies, a set of environmental controls and measures has been implemented. The controls include replacing the energy-inefficient electrical equipment, employees' training on saving resources, reducing the use of paper by double sided printing and wastes separation for recycling. Eventually, a large amount of paper and plastic have been reduced, reused or recycled by Business Units.

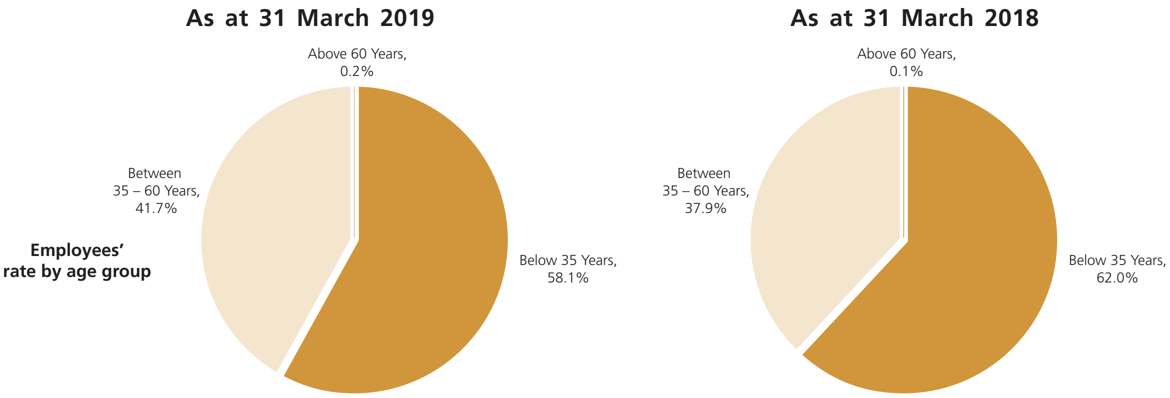
Working Environment

Basic Information

The Group persists in the principle of fair and equal opportunities regardless of age, gender, marital status, ethnicity, nationality, religion or disability on recruitment, and always treats staff as the most important asset and appoints them according to their ability and suitability. The remuneration policy is determined with regard to the employees' qualification, experience and performance on their jobs, and with reference to the current market situation.

An employee representative union had been established to protect employees' rights and interests. Members of the union represent employees' interests and help them to discuss with management in relation to the improvement of employees' welfare. In order to motivate the employees to make continuous improvement in their individual performance and contribution, Business Units continue to enhance the human resource management and improve the appraisal system.

As at 31 March 2019, the Group employed a total of 2,253 employees (2018: 2,372 employees). The employees' rate by age group as at 31 March 2019 and 2018 were set out below:



Health and Safety

Employees' health and safety are important to the Group and a set of policies had been adopted to protect employees. The policies include factory environment safety management and control, occupational disease prevention management, and management of occupational health and safety monitoring. Some policies have cited the requirements from the relevant laws and regulations of the PRC.

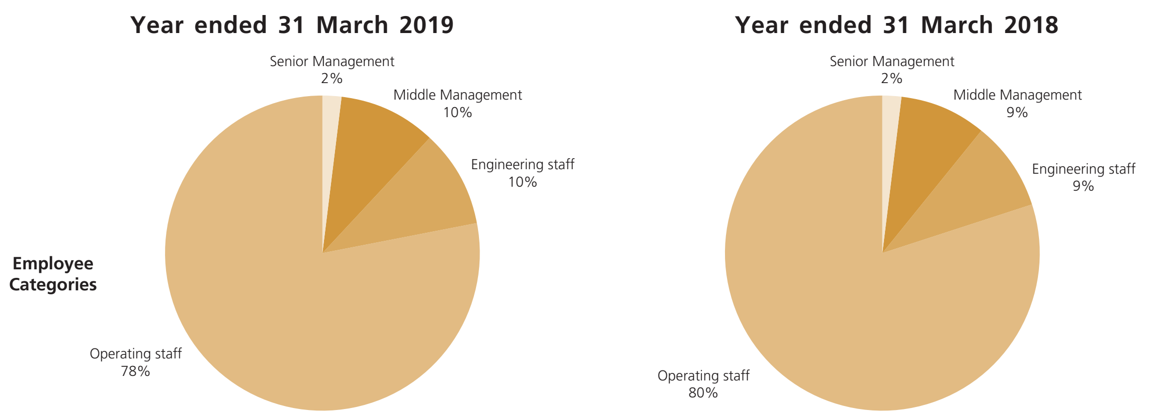
In order to enhance the employees' awareness of health and safety manners, Business Units took efforts to promote employees' health and safety conditions and launched a series of regular training activities to ensure the employees understand the relevant laws and regulations. Several specific trainings are provided to employees in risky working positions and help them to properly use the protective equipment and methods. Additionally, in response to the needs of production health and safety, one Business Unit has achieved the International Certification of Occupational Health and Safety Management Systems (OHSAS 18001) since 2007 and the certificate is renewed regularly. For the years ended 31 March 2019 and 2018, Business Units sustained zero fatality due to work-related accident. The health and safety controls will be continuously reviewed and maintained by the management.

Development and Training

Business Units operate in a highly competitive market. In response to the competition, we have implemented a comprehensive training system for employees to ensure our long term competitiveness. The objective of the training is to enhance the employees' knowledge and skills so as to achieve the Group's mission. The training courses for employees cover a wide range of working areas such as regulations and policies regarding the jobs, management and controls in the manufacturing industry, product quality, working safety and so on. Some training workshops are provided by external training institutions in specialised areas.

For the year ended 31 March 2019, Business Units have enhanced the development and training on employees' skills such as encouraging employees to participate in a clean production competition. In this clean production activity, we obtained an award of "Hong Kong — Guangdong Cleaner Production Excellent Partner (Manufacturing)" which was issued by The Environment Bureau of the Government of the Hong Kong Special Administrative Region ("**HKSAR**") and The Economic and Information Commission of Guangdong Province. The management will continuously improve employees' development and training system to enhance our working efficiency and competitiveness.

The employee categories involved in regular training for the years ended 31 March 2019 and 2018 were set out below:



Labour Standards

Business Units follow the Group's policies to maintain a high standard on the labour working conditions. Steps were taken to prevent child and forced labour. All employees working in Business Units must be over 18 years old, and they should follow the free-will principle if they work on overtime duties. For the years ended 31 March 2019 and 2018, no child labour was employed by Business Units. The management will closely monitor the employment practices and relevant control procedures to avoid any child labour in Business Units.

Operating Practices

Supply Chain Management

Supply chain management links to the product quality control system, and therefore Business Units implemented strict controls to select suppliers. Our policies require our suppliers to pass a high level scrutiny procedure mandatorily before they become our qualified suppliers. Based on the scrutiny procedure, suppliers are subject to the assessments and on-site audits on their product quality, environmental friendliness as well as suitability and quality consistency tests conducted by our specialised department. After the suppliers pass the audits and assessments, they are enrolled into the "The List of Qualified Suppliers" and Business Units only place purchasing orders to the suppliers on the said list. It would be of higher chance for the suppliers to be included into the "The List of Qualified Suppliers" if they achieved the International Quality Certification of The Quality Management System (ISO 9001).

As a regular control, the suppliers on the "The List of Qualified Suppliers" are subject to yearly performance assessment which includes review on the supplier's production quality and integrity. The suppliers may be required to carry out some improvements if the assessment result is unqualified.

Product Responsibility

In response to the needs and requirements of customers, Business Units have achieved the International Quality Certifications of The Quality Management System (ISO 9001) since 1995 and the certificate is renewed regularly. Our production employees are familiar with the provisions, and strive for compliance with specific requirements during the production process.

According to ISO 9001, the production lines have established a sound quality testing and detecting system. The products rejection rate has remained at a relative low level and the products are in compliance with relevant health and safety regulations. Besides, Business Units applied the strict quality controls over the production process. The controls include making monitoring plans on production procedures, setting process parameters and product testing parameters, and preparing test working guidance for specific products. Apart from on-site testing, the high grade testing instruments in the measuring office are also used to analyze product defects. All testing instruments are regularly calibrated by the measuring office or external calibration institutions.

For the improvement of product quality, in case the management receives a feedback on product quality from customers, we will immediately communicate with relevant customer to resolve the quality problem. If necessary, a technician will be arranged to conduct further on-site investigation in the customer's warehouse. Accordingly, all returned products are taken to necessary defect measurements for our further improvement.

For the year ended 31 March 2019, in response to the increasing need and requirement of customers, one of Business Units achieved the International Quality Certificate for Aviation, Space, and Defense Industry (AS9100D). The management will continuously improve the production and quality control processes to fulfill customer's requirement. In overall quality performance of Business Units during the year, all products have been delivered to the customers without any significant quality problem in relation to the health and safety issues.

Anti-Corruption

For the purpose of facilitating an integrity environment, the Group has implemented a strict control policy and will continue to improve the internal control system with an aim at strengthening internal supervision and anti-corruption in the Group.

The main regulations of the anti-corruption management are as follows:

1. All employees are prohibited from giving and accepting of bribes, the acceptance of valuables, the embezzlement of funds, extortion, fraud, and money laundering;

2. Travel and entertainment with definite business purposes shall apply the principle of thrifty and necessity. Excessive claim of travel expenses, incompliant dining expenses and reception of unrelated persons at Business Units' expenses are not allowed; and

3. A whistle blowing system has been implemented in Business Units. All employees are allowed to make direct contact to senior management through the whistle blowing system for any reason in regard to the operation of Business Units.

For the years ended 31 March 2019 and 2018, the management applied sound controls to the anti-corruption and maintained an integrity working environment in Business Units.

Community Investment

Contribution to Society

Business Units have been playing a positive attitude in taking social responsibilities and promotion of harmonious social development to communities as important directions for our long-term development.

Apart from making cash donation to charitable organisations which is mentioned in the section headed "Report of the Directors" in this Annual Report, the management and employees of Business Units have also been taking their own initiatives in helping, supporting and participating the activities of local community and neighbour.

For the year ended 31 March 2019, the following contributions have been organised:

1. Business Units in Shenzhen Guanlan and Shenzhen Xili have been employing disabled residents in Shenzhen as our employees;

2. Business Unit in Shenzhen Guanlan has organised employees to participate a first aids studying activity which was provided by Hong Kong St. John Ambulance;

3. Business Unit in Shenzhen Guanlan has organised employees to participate a clean production competition and obtained an award of "Hong Kong — Guangdong Cleaner Production Excellent Partner (Manufacturing)" which was issued by The Environment Bureau of the Government of the HKSAR and The Economic and Information Commission of Guangdong Province; and

4. Business Unit in Suzhou invited a renewable energy enterprise to help us to reuse most areas of factory's roof and installed a large number of solar boards in order to reduce emission of greenhouse gas to the environment of neighbourhood of Suzhou.

The Group will continue to identify new opportunities in promoting sustainability through its business operations, as well as to strengthen our partnership with charities and to nurture a culture of giving within the community.

Non-executive Director

Mr. Zhang Haifeng (張海峰), aged 52, was appointed as a non-executive Director and chairman on 13 October 2016. Mr. Zhang Haifeng is currently the vice general manager of 內蒙古坤龍房地產開發有限責任公司 (Inner Mongolia Kun Long Real Estate Development Limited). Prior to his current position at Inner Mongolia Kun Long Real Estate Development Limited, he worked for various positions at 包頭市對外經濟貿易公司 (Baotou Foreign Economic Relations and Trade Limited) from 1988 to 2002.

Executive Directors

Mr. Sun Kwok Wah Peter (孫國華), aged 59, one of the founders at the Group, was appointed as an executive Director and the chief executive officer on 13 July 2011 and 3 February 2016 respectively. He is also a director of certain subsidiaries of the Group. Mr. Sun Kwok Wah Peter has more than 25 years of experience in the metal stamping industry. Since 1981, he participated in his family business in metal kitchenware manufacturing in Hong Kong. He developed his expertise in metal stamping when he first started his metal stamping factory in the name of Kingdom Industrial Company in Kwai Chung in 1987. In 1989, he established Kingdom Fine Metal Limited and established his Shenzhen Shunan Kingdom Contract Processing Factory in 1990. He is responsible for the overall strategic planning and partnership development as well as international key customer relations of the Group.

Mr. Sun Kwok Wah Peter is actively involved in different associations of the industry. He is the honorary chairman of the Hong Kong (SME) Economic and Trade Promotional Association Limited, a member of Innovation and Technology Fund Research Projects Assessment Panel, formerly known as Innovation and Technology Support Programme Assessment Panel, of Innovation and Technology Commission of the Hong Kong SAR Government and a member of the Professional Services Advancement Support Scheme Vetting Committee.

Mr. Sun Kwok Wah Peter was awarded for his achievements in the industry. He was given the Young Industrialist Awards of Hong Kong by the Federation of Hong Kong Industries in 1999. In 2001, he was awarded as 優秀青年企業家 (Shenzhen Excellent Young Entrepreneurs) by 共青團深圳市委員會 (Communist Youth Shenzhen Committee), 深圳市青年企業家聯合會 (Shenzhen Young Entrepreneurs' Joint Association), 深圳市青年聯合會 (Shenzhen Youth Joint Association), 深圳特區報社 (Shenzhen Special Zone Press Office) and 深圳電視台 (Shenzhen Television) as well as Directors of the Year Awards by the Hong Kong Institute of Directors. In 2002, he received the Bauhinia Cup Outstanding Entrepreneur Award by the Hong Kong Polytechnic University. In 2006, he was awarded the Medal of Honour by the Hong Kong SAR Government.

Mr. Sun Kwok Wah Peter serves numerous positions in various governmental bodies. He has been a member of both Shenzhen Nanshan District Standing Committee of the Chinese People's Political Consultative Conference (the "**CPPCC**") from 2006 to 2016 and Anhui Provincial Committee of CPPCC since 2003, respectively. He has also been the vice chairman of Shenzhen Association of Enterprises with Foreign Investment since 2005. He was the vice-president of Shenzhen Nanshan Foreign Enterprise's Chamber of Commerce between 2005 and 2012 and was appointed as the president in February 2012. He has been a member of Hong Kong CPPCC (Provincial) Members Association Limited since 2006.

Mr. Sun Kwok Wah Peter is an active member in different social organisations as well. He is a vice-president of the Hong Kong Young Industrialists Council Foundation Limited. Apart from that, he is involved in charitable organisations by being the founding chairman of Hong Kong Blind Sports Federation Limited, the president of The Asian Foundation for the Prevention of Blindness.

Mr. Sun Kwok Wah Peter holds an MBA degree from the Business School of the European University. In January 2002, Mr. Sun Kwok Wah Peter was awarded associateship (metal industry) by the Professional Validation Council of Hong Kong Industries. He was also appointed as the honorary professor of the 深圳大學工程技術學院 (College of Engineering and Technology of Shenzhen University) in December 2002. Mr. Sun Kwok Wah Peter was conferred as a University Fellow by The Hong Kong Polytechnic University in January 2014.

Mr. Wong Chi Kwok (黃志國), aged 67, was appointed as an executive Director on 22 September 2012. He is also a director of certain subsidiaries of the Group. He is responsible for advising the Board on strategic planning, partnership development and merger and acquisition strategies, but is not involved in day-to-day management of the Group.

He has over 40 years of experience in the sales, marketing and overall operational management of the printed circuit board manufacturing industry. From 1977 to 1996, he worked in HT (China) Limited and was responsible for setting up the operation of HT Circuits Limited ("**HT Circuits**") in Hong Kong in 1981. He was the general manager of HT Circuits from 1981 to June 1986 and was subsequently promoted as the managing director in July 1986, being responsible for its business planning, finance management and daily operation.

In 1995, HT (China) Limited decided to exit the Hong Kong market and Mr. Wong Chi Kwok then became the major shareholder of HT Circuits after the management buy-out.

Independent non-executive Directors

Mr. Wan Kam To (尹錦滔), aged 66, was appointed as our independent non-executive Director on 22 September 2012. Mr. Wan Kam To graduated from Hong Kong Polytechnic University (previously known as Hong Kong Polytechnic) in 1975 with a Higher Diploma in Accountancy. He is a fellow member of both the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants.

Mr. Wan Kam To has been a practicing accountant in Hong Kong for over 30 years and has extensive experience in auditing and advisory work. Mr. Wan was a former partner of PricewaterhouseCoopers Hong Kong.

He is the Treasurer and member of the Council of the Open University of Hong Kong and serves as a member of the Board of Directors in several charitable and service organisations.

Mr. Wan Kam To is also currently an independent non-executive director of several listed companies, which are listed on the Stock Exchange, namely Fairwood Holdings Limited (stock code: 52), Haitong International Securities Group Limited (stock code: 665), Huaneng Renewables Corporation Limited (stock code: 958), China Resources Land Limited (stock code: 1109), Shanghai Pharmaceuticals Holding Company Limited (stock code: 2607) ("**SPH**"), A-Living Services Co., Ltd (stock code: 3319), Harbin Bank Co., Ltd. (stock code: 6138), and Target Insurance (Holdings) Limited (stock code: 6161). SPH is also listed on the Shanghai Stock Exchange (the "**SSE**") with stock code 601607. He has also served as an independent non-executive director of China World Trade Centre Co., Ltd., a company listed on the SSE with stock code 600007, since November 2016.

Mr. Wan served as an independent non-executive director of S. Culture International Holdings Limited, which is listed on the Stock Exchange (stock code: 1255), from May 2013 to July 2017, Kerry Logistics Network Limited, which is listed in the Stock Exchange (stock code: 636), from November 2013 to May 2019 and Dalian Port (PDA) Company Limited, which is listed on the Stock Exchange (stock code: 2880) ("**PDA**") from June 2011 to June 2017 respectively. PDA is also listed on the SSE with stock code 601880.

Ms. Zhao Yue (趙悅), aged 44, was appointed as an independent non-executive Director on 3 February 2016. Ms. Zhao is currently a director of Togni & Zhao Limited, a private company incorporated in Hong Kong which engages in the business of executive search. Ms. Zhao was admitted to the New York State Bar in 2003 and has years of experience in the legal industry. Ms. Zhao had working experiences at Paul, Weiss, Rifkind, Wharton & Garrison and Skadden, Arps, Slate, Meagher & Flom. Ms. Zhao graduated from the University of Bridgeport with a Bachelor of Science degree in Biology, and graduated from the New York University with a Juris Doctor degree.

Mr. Shen Zheqing (沈哲清), aged 39, was appointed as an independent non-executive Director on 3 February 2016. He is currently the director of ZQ Capital Limited. Mr. Shen Zheqing has served as a director of Nu Skin Enterprises (a company listed on New York Stock Exchange: NUS) since July 2016. Mr. Shen Zheqing has years of experience in the financial industry, having worked with Lehman Brothers and the Goldman Sachs Group. He was also managing director of the investment banking division of Barclays Capital Asia Limited. Mr. Shen Zheqing graduated from Wesleyan University with a Bachelor of Arts degree in Economics and Mathematics.

Senior Management

Mr. Kwok For Chi (郭科志), aged 49, joins the Group in February 2012 and is the chief financial officer of the Company. He is primarily responsible on financial management of the Group. Mr. Kwok has over 20 years of experience in corporate finance, merger and acquisition, investor relationship, corporate strategy, legal matters, financial management and auditing. Prior to joining the Group, Mr. Kwok served as senior financial positions in various listed and non-listed companies during the period 2006 to 2012. Mr. Kwok also worked in a major international accounting firm from August 1994 to October 2006.

Mr. Kwok received his bachelor's degree in business administration in accounting from the Hong Kong University of Science and Technology in November 1994. Mr. Kwok For Chi is a member of the Hong Kong Institute of Certified Public Accountants.

Report of the Directors

The Board submits herewith its report and the audited consolidated financial statements of the Group for the year ended 31 March 2019.

Principal Activities

The Company is an investment holding company and its subsidiaries (together, the "**Group**") are principally engaged in the manufacturing and sales of precision metal stamping and metal lathing products. Details of the principal activities of the Company's subsidiaries are set out in note 36 to the consolidated financial statements.

An analysis of the Group's revenue and operating results by business segments for the year ended 31 March 2019 is set out in note 7 to the consolidated financial statements.

Business Review

A fair review of the Group's business and its outlook are set out in the Chairman's Statement on pages 4 to 5, and Business Review section on pages 6 to 14 of this Annual Report. Certain financial information are provided in the section of Five-Year Financial Summary on pages 127 to 128 of this Annual Report.

Corporate Social Responsibility

The Group regards caring and contributing to the community as an important element in the Group's strategy to achieve sustainable development. The Group places importance in the social wellbeing in the course of conducting its business and takes part in community and charitable activities. During the year, the Group continuously launched, participated and supported a series of charitable functions and had contributed approximately HK$470,000 in donations to charitable organisations. The details of the corporate social responsibility can be found in the chapter of Environmental, Social and Governance Report on pages 26 to 32.

Principal Financial Risks

The Group is exposed to a variety of financial risks including foreign exchange risk, interest risk, credit risk and liquidity risk. Details of the aforesaid key risks are set out in note 5 to the consolidated financial statements.

Compliance with Laws and Regulations

The Group's operations are mainly carried out by the Company's subsidiaries in the mainland China while the Company itself is listed on the Stock Exchange. To the best of the Directors' knowledge, the Group has complied in material respects with the relevant laws and regulations that have a significant impact on the business and operation of the Group in the mainland China and Hong Kong. During the year, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

Environment Policies

The Group is committed to promoting an environmentally-friendly corporation and strives to minimise our environmental impact by saving electricity in the way of switching off idle lightings and electrical appliance and encouraging recycle of office supplies and double-sided printing. The Group's factories in the Mainland China are operated in strict compliance with the relevant environment regulations and rules and possess all necessary permission and approval from the relevant Chinese regulators.

Relationships with Key Stakeholders

Customers

The Group is committed to offer a high-quality products to the customers. It values the opinions and feedback of all customers through various means and channels, including the usage of telephone, direct mail and after-sale return visit. In addition, the Group continues to proactively manage customer relations, expand its customer base and enhance customers' loyalty.

Suppliers

The Group establishes working relationships with suppliers to meet our customers' needs in an effective and efficient manner. The Group's requirements and standards are well-communicated to suppliers before placing orders in order to ensure the deliverance of high-quality raw materials. All key suppliers have a close and long term relationship with the Group.

Results

The results of the Group for the year ended 31 March 2019 are set out in the consolidated statement of profit or loss and other comprehensive income on page 52.

Final Dividend

The Board does not recommend payment of any final dividend for the year ended 31 March 2019 (2018: nil).

No interim dividend was paid during the year (2018: nil).

Dividend Policy

The Board adopted a dividend policy (the "**Dividend Policy**") during the current year. A summary of the Dividend Policy is disclosed as below.

The Board takes into account the following factors when considering the declaration and payment of dividends:

— the requirements of the Company's constitutional documents;

— the solvency requirements of the Companies Law of the Cayman Islands;

— there being sufficient amount of retained profits and share premium of the Company for the dividend payment;

— any financial covenants and other restrictions that exist with respect to certain of the Company's financing arrangements and other agreements by which the Company is bound from time to time;

— the earnings, financial position, results of operation, expansion plans, working capital requirements, and anticipated cash needs of the Company and its subsidiaries;

— the payment by subsidiaries of cash dividends to the Company; and

— other factors which the Board may deem appropriate.

The form and frequency of dividend declaration and payment shall be at the sole and absolute discretion of the Board. In measuring the Company's performance against the target dividend payout ratio in relation to a financial year, the Board shall seek to maintain consistency from year to year by smoothing the effect of any variation in free cash flows that may be due to one off gains or losses in individual years. The Board will review the Dividend Policy, as appropriate, to ensure the compliance of the Dividend Policy and discuss and approve any revision as and when appropriate.

Property, Plant and Equipment

Details of movements in property, plant and equipment during the year are set out in note 16 to the consolidated financial statements.

Borrowings and Finance Costs

Particular of borrowings of the Group as at 31 March 2019 is set out in notes 27 and 29 to the consolidated financial statements.

Finance costs of the Group are set out in note 9 to the consolidated financial statements.

Share Capital

Details of the share capital of the Company are set out in note 23 to the consolidated financial statements.

Reserves

Details of the movement in the reserves of the Group and of the Company during the year are set out in the consolidated statement of changes in equity on page 55 of this Annual Report and notes 24 and 35(ii) to the consolidated financial statements respectively.

Distributable Reserves

As at 31 March 2019, the Company's reserves available for distribution to shareholders amounted to approximately HK$272.3 million, comprising retained profit of approximately HK$246.2 million and share premium of approximately HK$26.1 million. Under Cayman Islands law, a company may not pay a dividend, or make a distribution out of share premium account unless immediately following the date on which the payment is proposed to be made, the company is able to pay its debts as they fall due in the ordinary course of business.

Retirement Benefits Schemes

Details of retirement benefits schemes of the Group are set out in note 11 to the consolidated financial statements.

Donations

Donation made by the Group during the year amounted to approximately HK$470,000 (2018: approximately HK$258,000).

Financial Summary

A summary of the results and total assets and liabilities of the Group for the last five financial years is set out on pages 127 to 128 of this Annual Report.

Directors

The Directors during the year and up to the date of this report were:

Non-executive Director:

Mr. Zhang Haifeng (Chairman)

Executive Directors:

Mr. Sun Kwok Wah Peter
Mr. Wong Chi Kwok

Independent non-executive Directors:

Mr. Wan Kam To
Ms. Zhao Yue
Mr. Shen Zheqing

At the AGM held on 22 August 2018, Mr. Wong Chi Kwok and Mr. Shen Zheqing were re-elected as Directors.

In accordance with the Company's articles of association, Mr. Sun Kwok Wah Peter and Ms. Zhao Yue shall retire from office and, being eligible, offer themselves for re-election at the forthcoming AGM.

No Director proposed for re-election at the forthcoming AGM has an unexpired service contract which is not determinable by the Company or any of its subsidiaries within one year without payment of compensation, other than normal statutory obligations.

Biographical details of Directors are set out on pages 33 to 35 of this Annual Report.

Independence Confirmation

The Company has received annual confirmations of independence from each of the existing independent non-executive Directors in accordance with Rule 3.13 of the Listing Rules. The Company considers that all the independent non-executive Directors are independent in accordance with the Listing Rules.

Directors' Remuneration

The remuneration of the Directors is determined with reference to the Director's duties, responsibilities, performance and the results of the Group. Details of the remuneration of the Directors are set out in note 12 to the consolidated financial statements.

Management Contracts

No contract concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the year ended 31 March 2019.

Directors' Service Contracts

Mr. Zhang Haifeng, a non-executive Director, has entered into an appointment letter with the Company without a specific fixed term. This appointment letter commenced from 13 October 2016.

Each of the executive Directors has entered into a service contract with the Company pursuant to which they agreed to act as executive Directors for a term of three years commencing from 22 September 2012 until terminated by not less than three months' notice in writing served by either party. After the expiry of the current term, the term of service shall be renewed and extended automatically by one year and on the expiry of every successive period of one year thereafter, unless either party has given at least three months' written notice of non-renewal before the expiry of the then existing terms.

Mr. Wan Kam To, an independent non-executive Director, has been appointed for an initial term of two years commencing from 22 September 2012 renewable automatically for successive term of one year each commencing from the next day after the expiry of the then current term of appointment, unless terminated by not less than three months' notice in writing served by either the independent non-executive Director or the Company expiring at the end of the initial term or at any thereafter.

Each of Ms. Zhao Yue and Mr. Shen Zheqing, independent non-executive Directors, has entered into an appointment letter with the Company without a specific fixed term. All letters of appointment commenced from 3 February 2016.

Permitted Indemnity Provision

A permitted indemnity provision for the benefit of the Directors is currently in force and was in force throughout this year. The Company has taken out and maintained appropriate insurance cover in respect of potential legal actions against its Directors and officers.

Interests in Contracts of Significance

Save as the agreements disclosed under the paragraph headed "Disposal of assets" under the section headed "Business review", and the paragraph headed "Continuing connected transactions" under the section headed "Report of the Directors" in this Annual Report, no contract of significance to which the Company, its holding company or any of its subsidiaries was a party and in which a Director of the Company, or a controlling shareholder of the Company or any of its subsidiaries, had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Arrangement for Directors to Acquire Shares or Debentures

At no time during the year was the Company, its holding company or any of its subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Directors' Interests in Competing Business

During the year ended 31 March 2019 and up to the date of this report, none of the Directors are considered to have direct or indirect interests in businesses which compete or are likely to compete with businesses of the Group pursuant to the Listing Rules.

Share Option Scheme

Pursuant to the written resolution of the shareholders of the Company dated 22 September 2012, the share option scheme (the "**Share Option Scheme**") of the Company was approved and adopted.

The Share Option Scheme was established for the purpose of providing incentives or rewards for the contribution of Directors and eligible persons. The Share Option Scheme will remain in force for a period of ten years from adoption of the Share Option Scheme. The Share Option Scheme will expire on 21 September 2022.

Under the Share Option Scheme, the Directors may at their discretion grant options to (i) any Director (including executive Directors, non-executive Directors and independent non-executive Directors) and employees of the Company, any of its subsidiaries or any entity in which the Group holds an equity interest; or (ii) any suppliers, customers, consultants who provided services to the Group, shareholders of the subsidiaries of the Group and joint venture partners to subscribe for the shares.

The offer of a grant of options must be taken up within 21 days of the date of offer. The maximum number of shares in respect of which options may be granted under the Share Option Scheme shall not exceed 30% of the issued share capital of the Company at any point in time. The total number of shares in respect of which options may be granted under the Share Option Scheme must not in aggregate exceed 10% of the shares in issue at the time dealings in the shares first commence on the Stock Exchange. The maximum number of shares in respect of which options may be granted to any individual in any 12-month period shall not exceed 1% of the shares in issue on the last date of such 12-month period unless approval of the shareholders of the Company has been obtained in accordance with the Listing Rules.

Options may be exercised during such period (including the minimum period, if any, for which an option must be held before it can be exercised) as may be determined by the Directors and commences after a certain vesting period and ends in any event not later than ten years from the date of grant of the relevant share option, subject to the provisions for early termination thereof. Options may be granted upon payment of HK$1 as consideration for each grant. The exercise price is equal to the highest of (i) the closing price of the shares as stated in the daily quotation sheet issued by the Stock Exchange on the date of the offer of grant; (ii) the average closing price of the shares as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the date of the offer of grant; and (iii) nominal value of the shares.

During the year ended 31 March 2019, no option was granted, exercised cancelled, lapsed or outstanding under the Share Option Scheme. As at the date of this Annual Report, the total number of shares available for issue under the Share Option Scheme was 60,000,000, representing 10% of the issued share capital of the Company.

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

As at 31 March 2019, no Directors or chief executive of the Company had any interest or short position in the shares, underlying Shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions which they were taken or deemed to have taken under such provisions of the SFO), and/or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") contained in Appendix 10 to the Listing Rules.

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

As at 31 March 2019, the following persons (other than a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which were required to be disclosed pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name of Shareholder	Name of group member/ associated corporation	Capacity/Nature of Interest	Number and class of securities (note 1)	Approximate shareholding percentage
Massive Force Limited	Company	Beneficial owner	449,999,012 Shares (L) (note 2)	75%

Notes:

1 The letter "L" denotes the corporation/person's long position in our Shares.

2 These shares were held by Massive Force Limited, which is owned as to 40% by Mr. Zhang Yongdong.

Continuing Connected Transactions

On 31 March 2019, the Group has entered into several new continuing connected transactions agreements with certain connected person of the Company under the Listing Rules. Pursuant to these agreements, the Group shall conduct continuing connected transactions with those parties in the course of conducting the Group's business.

During the year ended 31 March 2019, the details of such transactions, which also constitutes related party transactions set out in note 32 to the consolidated financial statements, are set out as follows:

The annual cap of the leasing agreements listed below is at HK$21,000,000, HK$21,000,000 and HK$21,000,000 for the financial years ending 31 March 2019, 2020 and 2021.

(A) The Suzhou Factory Leasing Agreement

Date:	1 November 2018
Parties:	(1) 金德精密科技 (蘇州) 有限公司 (Kingdom Precision Science and Technology (Suzhou) Company Limited*) ("**KPST**") (as landlord); and (2) 金德精密配件 (蘇州) 有限公司 (Kingdom Precision Product (Suzhou) Limited*) ("**KPP(SZ)**") (as tenant).
Transaction nature:	Leasing of a factory located in Suzhou, the PRC by KPP(SZ) from KPST
Term:	Three years commencing from 1 November 2018
Rent:	RMB14,548,992 per annum, exclusive of water, electricity charges and other utilities (if applicable)
Option to renew:	KPP(SZ) shall have the right to renew the tenancy upon expiry of the initial term for a further term of three years at the then current market rent

* *For identification purposes only*

(B) The HK Office Leasing Agreement

Date:	1 November 2018
Parties:	(1) Golden Express Capital Investment Limited ("**GECI**") (as landlord); and (2) Kingdom Fine Metal Limited ("**KFM**") (as tenant).
Transaction nature:	Leasing of the office located at Workshop C, 31/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong by KFM from GECI
Term:	Three years commencing from 1 November 2018
Rent:	HK$1,944,000 per annum, inclusive of rates, government rent and management charges

Option to renew:	KFM shall have the right to renew the tenancy upon expiry of the initial term for a further term of three years at the then current market rent

(C) The Carpark 1 Leasing Agreement

Date:	1 November 2018
Parties:	(1) GECI (as landlord); and
	(2) KFM (as tenant).
Transaction nature:	Leasing of the car parking space located at number 65, 3/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong by KFM from GECI
Term:	Three years commencing from 1 November 2018
Rent:	HK$52,800 per annum, inclusive of rates, government rent and management charges
Option to renew:	KFM shall have the right to renew the tenancy upon expiry of the initial term for a further term of three years at the then current market rent

(D) The Carpark 2 Leasing Agreement

Date:	1 November 2018
Parties:	(1) GECI (as landlord); and
	(2) KFM (as tenant).
Transaction nature:	Leasing of the car parking space located at number 66, 3/F, TML Tower, 3 Hoi Shing Road, Tsuen Wan, New Territories, Hong Kong by KFM from GECI
Term:	Three years commencing from 1 November 2018
Rent:	HK$52,800 per annum, inclusive of rates, government rent and management charges
Option to renew:	KFM shall have the right to renew the tenancy upon expiry of the initial term for a further term of three years at the then current market rent

Under the leasing agreements disclosed above, the aggregate lease paid during the year was approximately HK$7.9 million.

Further details are set out in note 32(b) to the consolidated financial statements. These continuing connected transactions are subject to, and the Company confirms that it has complied with the reporting and announcement requirements under Chapter 14A of the Listing Rules.

The independent non-executive Directors have reviewed the continuing connected transactions set out above and have confirmed that these continuing connected transactions were entered into (i) in the ordinary and usual course of business of the Group; (ii) on normal commercial terms or on terms no less favourable to the Group than terms available to or from independent third parties; and (iii) in accordance with the relevant agreements governing them on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

The Company's auditor was engaged to report on the Group's continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued an unqualified letter to the Board confirming that:

— nothing has come to their attention that causes them to believe that the disclosed continuing connected transactions have not been approved by the Board;

— nothing has come to their attention that causes them to believe that the transactions were not, in all material respects, in accordance with the pricing policies of the Group;

— nothing has come to their attention that causes them to believe that the transactions were not entered into, in all material respects, in accordance with the relevant agreements governing the transactions; and

— nothing has come to their attention that causes them to believe that the disclosed continuing connected transactions have exceeded the annual cap amounts value as disclosed in the Company's circular dated 19 October 2018.

Purchase, Sale or Redemption of Listed Securities

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the year ended 31 March 2019.

Pre-emptive Rights

There are no provisions for pre-emptive rights under the Company's article of association or the laws in the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

Tax Relief

The Company is not aware of any relief from taxation available to the shareholders by reason of their holdings in the Shares.

Emolument Policy

The emoluments of the Directors are decided by the Remuneration Committee having regard to the market rates, workload and responsibilities and general economic situation.

Equity-linked Agreements

Save for the share option plan as set out above in the section of "Share Option Scheme", no equity-linked agreements that will or may result in the Company issuing shares or that require the Company to enter into any agreements that will or may result the Company issuing shares were entered into by the Company during the year, or subsisted at the end of the year.

Sufficiency of Public Float

Based on information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capital is held by the public as at the date of this report as required by the Listing Rules.

Major Customers and Suppliers

The information in respect of the Group's sales and purchases attributable to the major customers and suppliers, respectively during the year is as follows:

Percentage of the Group's total

Sales	
The largest customer	10.5%
Five largest customers in aggregate	39.4%
Purchases	
The largest supplier	6.7%
Five largest suppliers in aggregate	18.2%

To the best of the Directors' knowledge and belief, none of the Directors, their associates or any shareholders who owned more than 5% of the Company's share capital had any interests in the five largest customers or suppliers at any time during the year.

Closure of Register of Members

For the purpose of ascertaining shareholders' right to attend and vote at the annual general meeting of the Company to be held on 22 August 2019 (the "**AGM**"), the register of members of the Company will be closed from Monday, 19 August 2019 to Thursday, 22 August 2019, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the AGM, all completed transfer documents accompanied by the relevant share certificate(s) must be lodged with the Company's branch share registrar in Hong Kong, namely Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong (for the period until 10 July 2019) or Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (with effect from 11 July 2019) for registration not later than 4:30 p.m. on Friday, 16 August 2019.

Corporate Governance

Principal corporate governance practices adopted by the Company are set out in the Corporate Governance Report on pages 15 to 25.

Audit Committee

The audit committee has reviewed the audited consolidated financial statements of the Group for the year ended 31 March 2019.

Auditor

PricewaterhouseCoopers resigned as the auditor of the Company with effect from 14 September 2016 and SHINEWING (HK) CPA Limited has been appointed as the auditor of the Company with effect from the same date to fill the casual vacancy following the resignation of PricewaterhouseCoopers. The consolidated financial statements for the year ended 31 March 2019 have been audited by SHINEWING (HK) CPA Limited. SHINEWING (HK) CPA Limited will retire and, being eligible, offer themselves for re- appointment at the forthcoming AGM. A resolution will be submitted to the forthcoming AGM to reappoint SHINEWING (HK) CPA Limited as the auditor of the Company.

On behalf of the Board
KFM Kingdom Holdings Limited

Zhang Haifeng
Chairman

Hong Kong, 26 June 2019

Independent Auditor's Report

SHINEWING (HK) CPA Limited
43/F., Lee Garden One
33 Hysan Avenue
Causeway Bay, Hong Kong

TO THE SHAREHOLDERS OF KFM KINGDOM HOLDINGS LIMITED
(incorporated in the Cayman Islands with limited liability)

Opinion

We have audited the consolidated financial statements of KFM Kingdom Holdings Limited (the "**Company**") and its subsidiaries (hereinafter collectively referred to as the "**Group**") set out on pages 52 to 126, which comprise the consolidated statement of financial position as at 31 March 2019, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 March 2019, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("**HKSAs**") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* (the "**Code**") and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matter

Key audit matter is matter that, in our professional judgement, was of most significance in our audit of the consolidated financial statements of the current year. This matter was addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter.

Provision of expected credit loss (the "ECL") for trade receivables

Refer to note 20 to the consolidated financial statements and the accounting policies on pages 71 to 75.

The key audit matter	How the matter was addressed in our audit
We have identified provision of the ECL for trade receivables as a key audit matter because the carrying amount of trade receivables of approximately HK$229,688,000 are significant to the consolidated financial statements and the provision of ECL involves significant judgements and estimates. No provision of ECL has been recognised for the year ended 31 March 2019. Independent valuer was engaged by the management for the valuation of the ECL as at the reporting date. The valuation requires significant judgements and estimates made by the management since the calculation of the provision rates involves selection of forward-looking information.	Our procedures were designed to review the days past due as groupings of various debtors that have similar loss patterns. We also reviewed the provision matrix based on the Group's historical observed default rates and forward-looking information are considered. We have also challenged the reasonableness and selection of forward-looking information used in the calculation of ECL.

Other Information

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we concluded that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Directors of the Company and Those Charged with Governance for the Consolidated Financial Statements

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance and for such internal control as the directors of the Company determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion, solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors of the Company.

- Conclude on the appropriateness of the directors of the Company's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Ms. Tang Kwan Lai.

SHINEWING (HK) CPA Limited
Certified Public Accountants
Tang Kwan Lai
Practising Certificate Number: P05299

Hong Kong
26 June 2019

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the year ended 31 March 2019

	Notes	2019 HK$'000	2018 HK$'000
Revenue	6	1,006,441	983,935
Cost of sales		(754,201)	(687,750)
Gross profit		252,240	296,185
Other gains/(losses), net	8	44,735	(24,646)
Distribution and selling expenses		(25,074)	(21,228)
General and administrative expenses		(192,984)	(190,875)
Finance income	9	388	136
Finance costs	9	(17,460)	(20,156)
Gain on disposal of subsidiaries	30	3,884	—
Profit before tax	10	65,729	39,416
Income tax expenses	13	(15,037)	(4,212)
Profit for the year		50,692	35,204
Other comprehensive (expenses)/income:			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations		(36,737)	52,114
Release of exchange reserve upon disposal of subsidiaries	30	8,521	—
Release of exchange reserve upon deregistration of subsidiaries		110	—
Other comprehensive (expenses)/income for the year		(28,106)	52,114
Total comprehensive income for the year		22,586	87,318
Profit for the year attributable to:			
— Owners of the Company		49,658	35,064
— Non-controlling interests		1,034	140
		50,692	35,204
Total comprehensive income attributable to:			
— Owners of the Company		21,552	87,178
— Non-controlling interests		1,034	140
		22,586	87,318
Earnings per share			
— Basic and diluted (HK cents)	14	8.28	5.84

Consolidated Statement of Financial Position

At 31 March 2019

	Notes	2019 HK$'000	2018 HK$'000
ASSETS			
Non-current assets			
Property, plant and equipment	16	190,450	382,247
Leasehold land and land use rights	17	—	23,925
Interest in an associated entity	18	—	—
Deferred income tax assets	25	1,890	4,503
Total non-current assets		192,340	410,675
Current assets			
Inventories	19	98,682	103,161
Trade and bills receivables	20	237,293	194,425
Prepayments, deposits and other receivables	21	42,912	40,817
Current income tax recoverable		2,204	1,926
Cash and cash equivalents	22	357,171	346,039
Total current assets		738,262	686,368
Total assets		930,602	1,097,043
EQUITY			
Capital and reserves			
Share capital	23	60,000	60,000
Share premium	23	26,135	26,135
Reserves	24	434,530	412,978
Capital and reserves attributable to owners of the Company		520,665	499,113
Non-controlling interests		3,651	2,617
Total equity		524,316	501,730
LIABILITIES			
Non-current liabilities			
Obligations under finance leases	28	5,233	3,112
Deferred income tax liabilities	25	7,327	4,774
Unsecured borrowings from a related company	29	—	100,000
Total non-current liabilities		12,560	107,886

At 31 March 2019

	Notes	2019 HK$'000	2018 HK$'000
Current liabilities			
Trade and other payables	26	183,322	188,041
Bank borrowings	27	—	24,800
Obligations under finance leases	28	7,127	3,059
Unsecured borrowings from a related company	29	200,000	270,000
Current income tax liabilities		3,277	1,527
Total current liabilities		393,726	487,427
Total liabilities		406,286	595,313
Total equity and liabilities		930,602	1,097,043
Net current assets		344,536	198,941
Total assets less current liabilities		536,876	609,616

The consolidated financial statements on pages 52 to 126 were approved and authorised for issue by the Board of Directors on 26 June 2019 and are signed on its behalf by:

Zhang Haifeng
Director

Sun Kwok Wah Peter
Director

Consolidated Statement of Changes in Equity

For the year ended 31 March 2019

	Attributable to owners of the Company								
	Share capital HK$'000	Share premium HK$'000	Capital reserve HK$'000	Statutory reserve HK$'000	Exchange reserve HK$'000	Retained profits HK$'000	Total HK$'000	Non-controlling interests HK$'000	Total equity HK$'000
Balance at 1 April 2017	60,000	26,135	3,445	38,524	(14,393)	298,224	411,935	2,477	414,412
Profit for the year	—	—	—	—	—	35,064	35,064	140	35,204
Other comprehensive income for the year:									
Exchange differences on translation of foreign operations	—	—	—	—	52,114	—	52,114	—	52,114
Total comprehensive income for the year	—	—	—	—	52,114	35,064	87,178	140	87,318
Transfer of retained profits to statutory reserve	—	—	—	7,797	—	(7,797)	—	—	—
Balance at 31 March 2018	60,000	26,135	3,445	46,321	37,721	325,491	499,113	2,617	501,730

	Attributable to owners of the Company								
	Share capital HK$'000	**Share premium HK$'000**	**Capital reserve HK$'000**	**Statutory reserve HK$'000**	**Exchange reserve HK$'000**	**Retained profits HK$'000**	**Total HK$'000**	**Non-controlling interests HK$'000**	**Total equity HK$'000**
Balance at 1 April 2018	60,000	26,135	3,445	46,321	37,721	325,491	499,113	2,617	501,730
Profit for the year	—	—	—	—	—	49,658	49,658	1,034	50,692
Other comprehensive (expenses)/income for the year:									
Exchange differences on translation of foreign operations	—	—	—	—	(36,737)	—	(36,737)	—	(36,737)
Release of exchange reserve upon disposal of subsidiaries (note 30)	—	—	—	—	8,521	—	8,521	—	8,521
Release of exchange reserve upon deregistration of subsidiaries	—	—	—	—	110	—	110	—	110
Total comprehensive (expenses)/income for the year	—	—	—	—	(28,106)	49,658	21,552	1,034	22,586
Transfer of retained profits to statutory reserve	—	—	—	7,320	—	(7,320)	—	—	—
Balance at 31 March 2019	60,000	26,135	3,445	53,641	9,615	367,829	520,665	3,651	524,316

Consolidated Statement of Cash Flows

For the year ended 31 March 2019

	2019 HK$'000	2018 HK$'000
OPERATING ACTIVITIES		
Profit before tax	65,729	39,416
Adjustments for:		
Depreciation of property, plant and equipment	39,470	42,313
Amortisation of leasehold land and land use rights	267	446
Write-down on inventories	4,288	3,901
Reversal of inventories	(221)	—
(Gain)/loss on disposal of property, plant and equipment	(16,768)	3,293
Provision for impairment of property, plant and equipment	—	9,475
Gain on disposal of subsidiaries	(3,884)	—
Loss on deregistration of subsidiaries	110	—
Finance income	(388)	(136)
Finance costs	17,460	20,156
Government subsidies	(10,073)	(3,463)
Operating cash flows before movements in working capital	95,990	115,401
Increase in inventories	(5,383)	(17,724)
(Increase)/decrease in trade and bills receivables	(54,916)	5,900
Increase in prepayments, deposits and other receivables	(5,383)	(3,280)
Increase in trade and other payables	17,245	22,516
Net cash generated from operations	47,553	122,813
Income tax paid	(12,380)	(16,821)
Income tax refund	2,073	—
NET CASH FROM OPERATING ACTIVITIES	37,246	105,992

For the year ended 31 March 2019

	2019 HK$'000	2018 HK$'000
INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	939	342
Purchase of property, plant and equipment	(15,183)	(50,482)
Net cash outflows from disposal of subsidiaries (note 30)	(1,187)	—
Interest received	388	136
NET CASH USED IN INVESTING ACTIVITIES	(15,043)	(50,004)
FINANCING ACTIVITIES		
New bank borrowings raised	36,000	23,400
New unsecured borrowings from a related company raised	—	100,000
Receipts from government subsidies	10,073	3,463
Repayment of obligations under finance leases	(5,725)	(2,999)
Repayment of bank borrowings	(25,440)	(46,800)
Interest paid	(20,851)	(13,540)
NET CASH (USED IN)/FROM FINANCING ACTIVITIES	(5,943)	63,524
NET INCREASE IN CASH AND CASH EQUIVALENTS	16,260	119,512
CASH AND CASH EQUIVALENTS AT 1 APRIL	346,039	219,008
Currency translation difference	(5,128)	7,519
CASH AND CASH EQUIVALENTS AT 31 MARCH	357,171	346,039

Notes to the Consolidated Financial Statements

For the year ended 31 March 2019

1. General Information

KFM Kingdom Holdings Limited (the "**Company**") was incorporated in the Cayman Islands on 13 July 2011 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The Company's shares have been listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") since 15 October 2012. The immediate holding company and controlling shareholder of the Company is Massive Force Limited, a company incorporated in the British Virgins Islands (the "**BVI**"). The address of the registered office and principal place of business of the Company are disclosed in the Corporate Information section to the Company's annual report.

The Company is an investment holding company and its subsidiaries (together, the "**Group**") are principally engaged in the manufacturing and sale of precision metal stamping and metal lathing products. Details of the Company's subsidiaries are set out in note 36.

The consolidated financial statements are presented in Hong Kong dollars ("**HK$**"), which is also the functional currency of the Company.

2. Application of New and Amendments to Hong Kong Financial Reporting Standards ("HKFRS(s)")

In the current year, the Group has applied the following new and amendments to HKFRSs, which include HKFRSs, Hong Kong Accounting Standards ("**HKAS(s)**") and Interpretations ("**Int(s)**"), issued by the Hong Kong Institute of Certified Public Accountants (the "**HKICPA**").

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

The impact of the adoption of HKFRS 9 Financial Instruments has been summarised below. The application of other new and amendments to HKFRSs in the current year has had no material impact on the Group's financial performance and positions for the current and prior years and/or on the disclosures set out in the consolidated financial statements.

HKFRS 9 *Financial Instruments*

HKFRS 9 replaces the provisions of HKAS 39 that relates to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, impairment of financial assets and hedge accounting. The Group has applied HKFRS 9 retrospectively to financial instruments that have not been derecognised at the date of initial application (i.e. 1 April 2018) in accordance with the transition provisions under HKFRS 9, and chosen not to restate comparative information.

The Group's accounting policies for the classification and measurement of financial instruments and the impairment of financial assets are disclosed in detail in note 3 below.

2. Application of New and Amendments to Hong Kong Financial Reporting Standards ("HKFRS(s)") (Continued)

HKFRS 9 *Financial Instruments* (Continued)

(a) Classification and measurements of financial instruments

The directors of the Company reviewed and assessed the Group's existing financial assets as at 1 April 2018 based on the facts and circumstances that existed at that date and concluded that all recognised financial assets and financial liabilities that are within the scope of HKFRS 9 are continued to measure at amortised cost as were previously measured under HKAS 39. The financial assets of the Group are trade and other receivables and cash and cash equivalents which were classified as loan and receivables under HKAS 39. They are classified as financial assets at amortised cost as at adoption of HKFRS 9.

(b) Loss allowance for ECL

The adoption of HKFRS 9 has changed the Group's accounting for impairment losses for financial assets by replacing HKAS 39's incurred loss model with a forward-looking ECL approach. As at 1 April 2018, the directors of the Company reviewed and assessed the Group's existing financial assets for impairment using reasonable and supportable information that is available without undue cost or effort in accordance with the requirement of HKFRS 9.

It is concluded that, as at 1 April 2018, no additional credit loss allowance has been recognised against retained profits as the estimated allowance under the ECL model were not significantly different to the recognition under HKAS 39.

New and amendments to HKFRSs issued but not yet effective

The Group has not early applied the following new and amendments to HKFRSs and Int(s) that have been issued but are not yet effective.

HKFRS 16	Leases[1]
HKFRS 17	Insurance Contracts[3]
Amendments to HKFRSs	Annual Improvements to IFRSs 2015–2017 Cycle[1]
Amendments to HKFRS 3	Definition of a Business[5]
Amendments to HKFRS 9	Prepayment Features with Negative Compensation[1]
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[4]
Amendments to HKAS 1 and HKAS 8	Definition of Material[2]
Amendments to HKAS 19	Plan Amendment, Curtailment or Settlement[1]
Amendments to HKAS 28	Long-term Interests in Associates and Joint Ventures[1]
HK(IFRIC)-Int 23	Uncertainty over Income Tax Treatments[1]

1 Effective for annual periods beginning on or after 1 January 2019.
2 Effective for annual periods beginning on or after 1 January 2020.
3 Effective for annual periods beginning on or after 1 January 2021.
4 Effective for annual periods beginning on or after a date to be determined.
5 Effective for business combinations and assets acquisitions for which the acquisition date is on or after the beginning of the first annual period beginning on or after 1 January 2020.

The directors of the Company anticipate that, except as described below, the application of other new and amendments to HKFRSs will have no material impact on the results and the financial position of the Group.

2. Application of New and Amendments to Hong Kong Financial Reporting Standards ("HKFRS(s)") (Continued)

HKFRS 16 *Leases*

HKFRS 16 provides a comprehensive model for the identification of lease arrangements and their treatment in the financial statements of both lessors and lessees.

In respect of the lessee accounting, the standard introduces a single lessee accounting model, requiring lessees to recognise assets and liabilities for all leases with the lease term of more than 12 months, unless the underlying asset has a low value.

At the commencement date of the lease, the lessee is required to recognise a right-of-use asset at cost, which consists of the amount of the initial measurement of the lease liability, plus any lease payments made to the lessor at or before the commencement date less any lease incentives received, the initial estimate of restoration costs and any initial direct costs incurred by the lessee. A lease liability is initially recognised at the present value of the lease payments that are not paid at that date.

Subsequently, the right-of-use asset is measured at cost less any accumulated depreciation and any accumulated impairment losses, and adjusted for any remeasurement of the lease liability. Lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payment made, and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. Depreciation and impairment expenses, if any, on the right-of-use asset will be charged to profit or loss following the requirements of HKAS 16 *Property, Plant and Equipment*, while interest accrual on lease liability will be charged to profit or loss.

In respect of the lessor accounting, HKFRS 16 substantially carries forward the lessor accounting requirements in HKAS 17 *Leases*. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for those two types of leases differently.

HKFRS 16 will supersede the current lease standards including HKAS 17 *Leases* and the related interpretations when it becomes effective.

The Group is a lessee of office premises, manufacturing plants and warehouses, the leases of which are currently classified as operating leases. The Group's current accounting policy for such leases is set out in note 3. As at 31 March 2019, the Group had non-cancellable minimum operating lease commitments of approximately HK$169,718,000 as disclosed in note 31(b), which are not reflected in the consolidated statement of financial position. Given that the non-cancellable operating lease commitments account for 42% of the total liabilities of the Group as at 31 March 2019, the directors of Company expect that the adoption of HKFRS 16 as compared with the current accounting policy would result in significant impact on the Group's financial positions. Upon application of HKFRS 16, the Group will recognise a right-of-use asset and the corresponding liability in respect of all these leases unless they qualify for low value or short-term leases.

2. Application of New and Amendments to Hong Kong Financial Reporting Standards ("HKFRS(s)") (Continued)

HKFRS 16 *Leases* (Continued)

The application of new requirements may result in changes in measurement, presentation and disclosure as indicated above. The Group intends to elect the practical expedient to apply HKFRS 16 to contracts that were previously identified as leases applying HKAS 17 and HK (IFRIC)-Int 4 *Determining whether an Arrangement contains a Lease* and not apply this standard to contracts that were not previously identified as containing a lease applying HKAS 17 and HK (IFRIC)-Int 4. Therefore, the Group will not reassess whether the contracts are, or contain a lease which already existed prior to the date of initial application. Furthermore, the Group intends to elect the modified retrospective approach for the application of HKFRS 16 as lessee and will recognise the cumulative effect of initial application to opening retained profits as of 1 April 2019, if any, and that comparatives will not be restated.

Based on the preliminary assessment, upon the initial adoption of HKFRS 16, the opening balances of lease liabilities would be approximately HK$152,075,000 and the corresponding right-of-use assets would be approximately HK$152,075,000.

3. Significant Accounting Policies

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") and by the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared on the historical cost basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants in the principal (or most advantageous) market at the measurement date under current market condition (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. Details of fair value measurement are explained in the accounting policies set out below.

The principal accounting policies are set out below.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (i.e. its subsidiaries). If a subsidiary prepares its financial statements using accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that subsidiary's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group has the power over the entity, and is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

3. Significant Accounting Policies (Continued)

Basis of consolidation (Continued)

The Company reassesses whether it controls an investee if facts and circumstances indicate that there are changes to one or more of these elements of control stated above.

Income and expenses of subsidiaries are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income of subsidiaries are attributed to owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group are eliminated in full on consolidation.

Associated entity

An associate is an entity over which the Group has significant influence, generally accompanying a shareholding of between 20% and 50% of the voting rights. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies. Interest in an associated entity is accounted for using the equity method of accounting. Under the equity method, the interest is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The Group's interest in an associate includes goodwill identified on acquisition. Upon the acquisition of the ownership interest in an associate, any difference between the cost of the associate and the Group's share of the net fair value of the associate's identifiable assets and liabilities is accounted for as goodwill and included in the carrying amount of the interest in an associated entity.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

If an associate uses accounting policies other than those of the Group for like transactions and events in similar circumstances, adjustments are made to make the associate's accounting policies conform to those of the Group when the associate's financial statements are used by the Group.

The Group's share of post-acquisition profit or loss is recognised in the profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associated entity, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

3. Significant Accounting Policies (Continued)

Associated entity (Continued)

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to "provision for impairment of interest in an associated entity" in the consolidated statement of profit or loss and other comprehensive income.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's consolidated financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Gain or losses on dilution of equity interest in associates are recognised in the consolidated statement of profit or loss and other comprehensive income.

Revenue recognition

Policy applicable to the year ended 31 March 2019 (with application of HKFRS 15)

Revenue is recognised to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the Group uses a 5-step approach to revenue recognition:

- 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 entity satisfies a performance obligation.

The Group recognised 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 customers.

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

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 asset is created and enhanced; 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.

3. Significant Accounting Policies (Continued)

Revenue recognition (Continued)

Policy applicable to the year ended 31 March 2019 (with application of HKFRS 15) (Continued)

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

Revenue is measured based on the consideration specified in a contract with a customer, excludes returns and sales related taxes.

Revenue from sale of goods is recognised at the point when the control of the goods is transferred to the customers (generally when goods are delivered).

Revenue from assembly product is recognised at the point when the control of the goods is transferred to the customers (generally when goods are delivered).

Policy applicable to the year ended 31 March 2018

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied, stated net of returns, and value added taxes.

The Group recognises revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity; and when specific criteria have been met for each of the Group's activities as described below. The Group bases its estimates of return on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Sales of goods

Sales of goods are recognised when a group entity has delivered products to the customer, the customer has accepted the products and collectibility of the related receivables is reasonably assured.

Provision of product assembly service

Revenue from product assembly service is recognised in the accounting period in which the service is rendered.

Interest income

Interest income is recognised using the effective interest method. When a loan and receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate of the instruments, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. Payments made under operating leases including leasehold land and land use rights (net of any incentives received from the lessor), are charged to profit or loss on a straight-line basis over the period of the lease.

3. Significant Accounting Policies (Continued)

Leasing (Continued)

The Group as lessee

Assets held under finance leases are recognised as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the consolidated statement of financial position as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss.

Operating lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Leasehold land and buildings

When a lease includes both land and building elements, the Group assesses the classification of each element as a finance or an operating lease separately based on the assessment as to whether substantially all the risks and rewards incidental to ownership of each element have been transferred to the Group, unless it is clear that both elements are operating leases in which case the entire lease is classified as an operating lease.

Specifically, the minimum lease payments (including any lump-sum upfront payments) are allocated between the land and the building elements in proportion to the relative fair values of the leasehold interests in the land element and building element of the lease at the inception of the lease.

To the extent the allocation of the lease payments can be made reliably, interest in leasehold land that is accounted for as an operating lease is presented as leasehold land and land use rights in the consolidated statement of financial position and is amortised over the lease term on a straight-line basis. When the lease payments cannot be allocated reliably between the land and building elements, the entire lease is generally classified as a finance lease and accounted for as property, plant and equipment.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recorded in the respective functional currency (i.e. the currency of the primary economic environment in which the entity operates) at the rates of exchanges prevailing at the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise, except for exchange differences arising on a monetary item that forms part of the Company's net investment in a foreign operation, in which case, such exchange differences are recognised in other comprehensive income and accumulated in equity and will be reclassified from equity to profit or loss on disposal of the foreign operation.

3. Significant Accounting Policies (Continued)

Foreign currencies (Continued)

For the purposes of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Group (i.e. HK$) using exchange rates prevailing at the end of each reporting period. Income and expenses items are translated at the average exchange rates for the year. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of exchange reserve (attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, or a disposal involving loss of significant influence over an associate that includes a foreign operation), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to profit or loss. In addition, in relation to a partial disposal of a subsidiary that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are reattributed to non-controlling interests and are not recognised in profit or loss. For all other partial disposals (i.e. partial disposals of associates that do not result in the Group losing significant influence), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Goodwill and fair value adjustments on identifiable assets acquired arising on an acquisition of a foreign operation are treated as assets and liabilities of that foreign operation and retranslated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income.

Borrowing costs

Borrowing costs that are not related to qualifying assets are recognised in profit or loss in the period in which they are incurred.

Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognised as a deduction from the carrying amount of the relevant asset in the consolidated statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Government grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable.

Research and development expenses

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

3. Significant Accounting Policies (Continued)

Employee benefits

Short-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Pension obligations

The Group's entities operate defined contribution schemes which are generally funded through payments to insurance companies or trustee-administered funds. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans, the Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due and are not reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Bonus plans

The Group recognises a liability and an expense for bonuses, based on a formula that takes into consideration the profit attributable to owners of the Company after certain adjustments. The Group recognises a liability where contractually obliged or where there is a past practice that has created a constructive obligation.

Taxation

The tax expenses for the year comprises current and deferred income tax. Tax is recognised in the profit or loss.

Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantially enacted at the end of the reporting period in the countries where the Company's subsidiaries operate and generate taxable income, excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

3. Significant Accounting Policies (Continued)

Taxation (Continued)

Deferred income tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary difference to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associated entity, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rate (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Offsetting

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

3. Significant Accounting Policies (Continued)

Property, plant and equipment

Leasehold land and buildings comprise mainly of office. Leasehold land and buildings classified as finance lease and all other property, plant and equipment are stated at historical cost less subsequent accumulated depreciation and subsequent accumulated impairment loss, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

Leasehold land and buildings classified as finance lease commences depreciation from the time when the land interest becomes available for its intended use. Depreciation on leasehold land and buildings classified as finance lease and other assets is calculated using the straight-line method to allocate their cost less their residual values over their estimated useful lives, as follows:

Leasehold land and buildings classified as finance lease	Remaining period of the lease or the useful life of the building, whichever is shorter
Leasehold improvements	5 years or the remaining period of the lease, whichever is shorter
Plant and machinery	10 years
Motor vehicles	5 to 10 years
Furniture and office equipment	5 to 10 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Construction-in-progress, representing plant and machinery on which machinery pending installation, is stated at historical cost, which includes construction expenditures incurred, cost of machinery, and other direct costs capitalised during the installation period, less accumulated impairment losses, if any. No depreciation is provided in respect of construction-in-progress until the installation work is completed. On completion, construction-in-progress is transferred to appropriate categories of property, plant and equipment.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within "other gains (losses), net" in the consolidated statement of profit or loss and other comprehensive income.

Prepaid lease payments

Payment for obtaining land use rights is considered as operating lease payment. Land use rights are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is charged to profit or loss over the period of the rights using the straight-line method.

3. Significant Accounting Policies (Continued)

Intangible assets

Goodwill

Goodwill arises on the acquisition of business and represents the excess of the consideration transferred over the Group's interest in the net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units ("**CGUs**"), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. If the recoverable amount of the CGUs is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit on a pro rata basis based on the carrying amount of each asset in the unit. Any impairment is recognised immediately as an expense and is not subsequently reversed.

Contractual customer relationships

Contractual customer relationships acquired in a business combination are recognised at fair value at the acquisition date. The contractual customer relationships have a finite useful life and are carried at cost less accumulated amortisation and subsequent impairment, if any. Amortisation is calculated using the straight-line method over the expected life of the customer relationships of four years.

Design and prototype

Design and prototype are initially recognised at fair value. The design and prototype have a finite useful life and are carried at cost less accumulated amortisation and subsequent impairment, if any. Amortisation is calculated using the straight-line method over the expected life of the design and prototype of five years.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and applicable variable selling expenses.

Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less.

3. Significant Accounting Policies (Continued)

Financial instruments

Financial assets and financial liabilities are recognised in the consolidated statement of financial position when a group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Under HKFRS 9 (applicable on or after 1 April 2018)

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets. Financial assets are classified, at initial recognition, as subsequently measured at amortised cost.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them.

Financial assets at amortised cost (debt instruments)

The Group measures financial assets subsequently at amortised cost if both of the following conditions are met:

- 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.

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment.

Amortised cost and effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding ECL, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKFRS 9 (applicable on or after 1 April 2018) (Continued)

Financial assets (Continued)

Amortised cost and effective interest method (Continued)

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost. Interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

Interest income is recognised in profit or loss and is included in the "Finance income" line item (note 9).

Impairment of financial assets

The Group recognises a loss allowance for ECL on investments in debt instruments that are measured at amortised cost. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group always recognises lifetime ECL for trade receivables. The ECL on these financial assets are estimated using a provision matrix 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 as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, including bills receivables and other receivables, the Group measures the loss allowance equal to 12-month ECL, unless when there has 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 increase in the likelihood or risk of a default occurring since initial recognition.

In assessing whether the credit risk on a financial instrument 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.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKFRS 9 (applicable on or after 1 April 2018) (Continued)

Financial assets (Continued)

Impairment of financial assets (Continued)

Significant increase in credit risk

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

- 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 for a particular debtor, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;
- 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;
- significant increases in credit risk on other financial instruments of the same 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 on a financial asset 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.

Despite the foregoing, the Group assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if (i) the financial instrument 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 fulfill its contractual cash flow obligations. The Group considers a financial asset to have low credit risk when the asset has external credit rating of 'investment grade' in accordance with the globally understood definition or if an external rating is not available, the asset has an internal rating of 'performing'. Performing means that the counterparty has a strong financial position and there is no past due amounts.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKFRS 9 (applicable on or after 1 April 2018) (Continued)

Financial assets (Continued)

Impairment of financial assets (Continued)

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the debtor; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full.

The Group considers that default has occurred when a financial asset 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.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the debtor;
- a breach of contract, such as a default or past due event; or
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation.

Write-off policy

The Group writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

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. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

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 original effective interest rate.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKFRS 9 (applicable on or after 1 April 2018) (Continued)

Financial assets (Continued)

Impairment of financial assets (Continued)

Measurement and recognition of ECL (Continued)

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which simplified approach was used.

The Group recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not (1) contingent consideration of an acquirer in a business combination, (2) held-for-trading, or (3) designated as at fair value through profit or loss ("**FVTPL**"), are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKFRS 9 (applicable on or after 1 April 2018) (Continued)

Financial liabilities and equity instruments (Continued)

Financial liabilities (Continued)

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Under HKAS 39 (applicable before 1 April 2018)

Financial assets

The Group classifies its financial assets as loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for the amounts that are settled or expected to be settled more than 12 months after the end of the reporting period. These are classified as non-current assets. The Group's loans and receivables comprise "trade and other receivables" with exclusion of prepayments and "cash and cash equivalents" in the consolidated financial statements.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Impairment loss on financial assets

Assets carried at amortised cost

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a "**loss event**") and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKAS 39 (applicable before 1 April 2018) (Continued)

Financial assets (Continued)

Impairment loss on financial assets (Continued)

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in profit or loss. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the asset does not exceed what the amortised cost would have been had the impairment not been recognised.

Financial liabilities and equity instruments

Debt and equity instruments issued by a group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities, including trade and other payables, unsecured borrowings from a related company and bank borrowings, are subsequently measured at the amortised cost, using the effective interest method.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Interest expense is recognised on an effective interest basis.

3. Significant Accounting Policies (Continued)

Financial instruments (Continued)

Under HKAS 39 (applicable before 1 April 2018) (Continued)

Derecognition

A financial asset is derecognised only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

A financial liability is derecognised when, and only when, the Group's obligations are discharged, cancelled or expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Impairment losses on tangible assets and intangible assets (other than impairment of goodwill set out in accounting policy of goodwill above)

At the end of the reporting period, the Group reviews the carrying amounts of its tangible and intangible assets with finite useful lives to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU, or otherwise they are allocated to the smallest group of CGU for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or a CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or the CGU) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or the CGU) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or the CGU) in prior years. A reversal of an impairment loss is recognised as income immediately.

3. Significant Accounting Policies (Continued)

Fair value measurement

When measuring fair value except for the Group's leasing transaction, net realisable value of inventories and value in use of CGU to which goodwill has been allocated for the purpose of impairment assessment, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. Specially, the Group categorised the fair value measurements into three levels, based on the characteristics of inputs, as follows:

Level 1	—	Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
Level 2	—	Valuation technique for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
Level 3	—	Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

At the end of the reporting period, the Group determines whether transfer occur between levels of the fair value hierarchy for assets and liabilities which are measured at fair value on recurring basis by reviewing their respective fair value measurement.

4. Critical Accounting Estimates

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

Key sources of estimation uncertainty

Depreciation and useful lives of property, plant and equipment

The Group's management determines the estimated useful lives and related depreciation charges for its property, plant and equipment. This estimate is based on the historical experience of the actual useful lives of these assets of similar nature and functions. It could change significantly as a result of technical innovations and competitor actions in response to changes in market conditions.

Management will increase the depreciation charge where useful lives are less than previously estimated lives, or it will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold.

As at 31 March 2019, there is no revision of the estimated useful lives, residual values and the related depreciation charges of the property, plant and equipment with carrying amount of approximately HK$190,450,000 (2018: approximately HK$382,247,000).

4. Critical Accounting Estimates (Continued)

Key sources of estimation uncertainty (Continued)

Impairment of property, plant and equipment

At the end of the reporting period, the Group's management reviews the carrying amount of the Group's property, plant and equipment of approximately HK$190,450,000 (2018: approximately HK$382,247,000) and identified if there is any indication of possible impairment. If any such indication exists, the recoverable amount of the CGUs in which the assets belonged, which is determined based on the higher of fair value less cost of disposal and value-in-use, is estimated in order to determine the extent of the impairment loss. The value-in-use calculations of the CGUs require the use of assumptions such as cash flows projections and discount rate. Based on the estimated recoverable amounts, no impairment loss of property, plant and equipment (2018: HK$9,475,000) have been recognised for the year ended 31 March 2019.

Net realisable value of inventories

Net realisable value of inventories is the estimated selling price in the ordinary course of business, less estimated cost of completion and estimated selling expenses. These estimates are based on the current market condition and the historical experience of manufacturing and selling products of similar nature. It could change significantly as a result of changes in consumer preferences and competitor actions in response to severe industry cycles. Management reassesses these estimations at the end of each reporting period.

As at 31 March 2019, the carrying amount of inventories is approximately HK$98,682,000 (2018: HK$103,161,000), net of accumulated provision of write-down of approximately HK$15,730,000 (2018: HK$11,663,000). Write-down of inventories of approximately HK$4,288,000 (2018: HK$3,901,000) and reversal of inventories of approximately HK$221,000 (2018: nil) have been made for the year ended 31 March 2019.

Provision of ECL for trade receivables

The Group uses a provision matrix to calculate the ECL for trade receivables for the year ended 31 March 2019. The provision rates are based on days past due as groupings of various debtors that have similar loss patterns. The provision matrix is initially by reference to past default experience of the debtor, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date. The Group will calibrate the matrix to adjust the historical experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking information are considered. Changes in these assumptions and estimates could materially affect the result of the assessment and it may be necessary to make additional impairment charge to the consolidated statement of profit or loss and other comprehensive income.

As at 31 March 2019, the carrying amount of trade receivables is approximately HK$229,688,000 (2018: HK$194,425,000). No provision for ECL for trade receivables has been recognised for the year ended 31 March 2019.

4. Critical Accounting Estimates (Continued)

Key sources of estimation uncertainty (Continued)

Income taxes

As at 31 March 2019, a deferred income tax asset of approximately HK$1,890,000 (2018: HK$8,388,000) has been recognised in the Group's consolidated financial statements in relation to deductible temporary differences of accelerated accounting depreciation of property, plant and equipment of approximately HK$12,536,000 (2018: accelerated accounting depreciation of property, plant and equipment of approximately HK$24,531,000 and unutilised tax losses of approximately HK$23,548,000). No deferred income tax asset has been recognised on the remaining un-utilised tax losses of approximately HK$188,599,000 (2018: HK$175,482,000) due to the unpredictability of future profit streams. The realisability of the deferred tax asset mainly depends on whether sufficient future profits or taxable temporary differences will be available in the future. In cases where the actual future profits generated are less than expected, a material reversal of deferred tax assets may arise, which would be recognised in profit or loss for the period in which such a reversal takes place.

5. Financial Instruments

Categories of financial instruments

	2019 HK$'000	2018 HK$'000
Financial assets		
Financial assets at amortised cost	627,034	—
Loans and receivables (including bank balances and cash)	—	568,311
Financial liabilities		
Financial liabilities at amortised cost	395,682	589,012

The Group's major financial instruments include trade and bills receivables, other receivables and deposits, cash and cash equivalents, bank borrowings, obligations under finance leases, unsecured borrowings from a related company and trade and other payables. Details of the financial instruments are disclosed in respective notes. The risks associated with these financial instruments include market risk (foreign exchange risk and interest rate risk), credit risk and liquidity risk. The policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

(a) Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. Risk management is carried out by the senior management of the Group.

5. Financial Instruments (Continued)

(a) Financial risk factors (Continued)

(i) Foreign exchange risk

Each individual group entity has its own functional currency. Foreign exchange risk to each individual group entity arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency. The Group operates mainly in Hong Kong and the People's Republic of China (the "**PRC**"). The Group is mainly exposed to foreign exchange risk mainly arising from United States dollars ("**US$**") and Euro.

The carrying amounts of the Group's foreign currency denominated monetary assets and liabilities at the end of the reporting period are as follows:

	Assets		Liabilities	
	2019 HK$'000	2018 HK$'000	**2019 HK$'000**	2018 HK$'000
Euro	**106**	1,302	**159**	—
US$	**183,792**	186,501	**14,704**	17,899

The Group manages its foreign exchange risk by closely monitoring the movement of the foreign currency rates.

As at 31 March 2019, if the functional currencies of the Group's entities had strengthened/weakened by 5% against Euro and US$ with all other variables held constant, the profit before tax for the year ended 31 March 2019 would increase/decrease by approximately HK$8,452,000 (2018: increase/decrease by HK$8,495,000), respectively, mainly as a result of foreign exchange gain/(loss) on translation of Euro and US$ denominated financial assets and liabilities.

(ii) Interest rate risk

The Group is exposed to fair value interest rate risk in relation to the obligations under finance leases and amount due from a related company. The Group currently does not have an interest rate hedging policy. However, management monitors interest rate exposure and will consider other necessary actions when significant interest rate exposure is anticipated.

The Group's exposure to cash flow interest rates is mainly attributable to its variable rate unsecured borrowings from a related company, bank borrowings, short-term bank deposits and bank balances. The Group's variable interest rate borrowings as at 31 March 2019 and 2018, are as follows:

	2019 HK$'000	2018 HK$'000
Variable interest rate borrowings	**200,000**	394,800

5. Financial Instruments (Continued)

(a) Financial risk factors (Continued)

(ii) Interest rate risk (Continued)

Other than short-term bank deposits and bank balances included in cash and cash equivalents, obligations under finance leases, unsecured borrowings from a related company and bank borrowings, the Group does not have significant interest-bearing assets or liabilities. The Group's exposure to cash flow interest rate risk associated with the effects of fluctuations in the prevailing levels of the market interest rates on its cash flows is not deemed to be substantial in the view of management based on the nature of the assets and liabilities.

As at 31 March 2019, if the interest rates had been 50 basis-points higher/lower, with all other variables held constant, the net effect on the profit before tax for the year would have been HK$784,000 lower/higher (2018: HK$244,000 higher/lower).

(iii) Credit risk

Credit risk is managed on a group basis. Credit risk arises from trade and bills receivables, other receivables and cash and cash equivalents. The carrying amounts of these balances represent the Group's maximum exposure to credit risk in relation to financial assets. The credit risk is monitored on an ongoing basis with reference to the financial position of the debtors, past experience and other factors.

The Group has policies in place to ensure that the sales of products are made to customers with appropriate credit histories and the Group performs regular credit evaluations of its major customers.

As at 31 March 2018, impairment loss was recognised when there was objective evidence of impairment loss.

Starting from 1 April 2018, for trade receivables, the Group has applied the simplified approach in HKFRS 9 to measure the loss allowance at lifetime ECL. The Group determines the ECL by using a provision matrix, estimated based on past default experience of the debtor, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date. In this regard, the directors of the Company consider that the Group's credit risk is significantly reduced.

For other financial instruments, including bills receivables and other receivables, the Group has assessed whether there has been a significant increase in credit risk since initial recognition. If there has been a significant increase in credit risk, the Group will measure the loss allowance based on lifetime rather than 12-month ECL.

Management considered amount due from a related company to be low risk and thus the impairment assessment during the year was limited to 12-month ECL.

The credit risk on liquid funds is limited because the counterparties are banks in Hong Kong with high credit ratings assigned by international credit-rating agencies or authorised banks in the PRC with high credit ratings.

5. Financial Instruments (Continued)

(a) Financial risk factors (Continued)

(iii) Credit risk (Continued)

The Group's exposure to credit risk

In order to minimise credit risk, the Group has tasked its management to develop and maintain the Group's credit risk grading to categorise exposures according to their degree of risk of default. The credit rating information is supplied by the management uses the Group's own days past due to rate its major customers and other debtors. The Group's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The Group's current credit risk grading framework comprises the following categories:

Category	**Description**	**Basis for recognising ECL**	
		Trade receivables	**Other financial assets**
Performing	For financial assets where there has low risk of default or has not been a significant increase in credit risk since initial recognition and that are not credit impaired (refer to as Stage 1)	Lifetime ECL (simplified approach)	12-month ECL
Doubtful	For financial assets where there has been a significant increase in credit risk since initial recognition but that are not credit impaired (refer to as Stage 2)	Lifetime ECL — not credit impaired	Lifetime ECL — not credit impaired
Default	Financial assets are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred (refer to as Stage 3)	Lifetime ECL — credit impaired	Lifetime ECL — credit impaired
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery	Amount is written off	Amount is written off

5. Financial Instruments (Continued)

(a) Financial risk factors (Continued)

(iii) Credit risk (Continued)

The Group's exposure to credit risk (Continued)

The tables below detail the credit quality of the Group's financial assets as well as the Group's maximum exposure to credit risk.

For the year ended 31 March 2019

	Internal credit rating	12-month or lifetime ECL	Gross carrying amount HK$'000	Loss allowance HK$'000	Net carrying amount HK$'000
Trade receivables	Performing	Lifetime ECL (simplified approach)	229,688	—	229,688
Bills receivables	Performing	12-month ECL	7,605	—	7,605
Other receivables	Performing	12-month ECL	16,578	—	16,578
Other receivables	Default	Lifetime ECL — credit impaired	4,794	(4,794)	—
				(4,794)	

The Group has concentration of credit risk as 9% (2018: 10%) and 31% (2018: 32%) of the total trade receivables was due from the Group's largest customer and the five largest customers respectively. No significant collectability issues have been identified in the past.

None of the Group's financial assets are secured by collateral or other credit enhancements.

(iv) Liquidity risk

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in cash flows.

As at 31 March 2019, the Group had unsecured borrowings from a related company of HK$200,000,000 (2018: HK$370,000,000), of which HK$200,000,000 (2018: HK$270,000,000) contained a repayment on demand clause. Nevertheless, in the opinion of the directors of the Company, the Group will have sufficient working capital to meet its financial obligations when they fall due for the next twelve months from the end of the reporting period and the Group is expected to generate adequate cash flows to maintain its operation.

The following table details the Group's remaining contractual maturity for its non-derivative financial liabilities. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. Specifically, bank borrowings and unsecured borrowings from a related company with a repayable on demand clause are included in the earliest time band regardless of the probability of the banks choosing to exercise their rights. The maturity dates for non-derivative financial liabilities are based on the agreed repayment dates.

5. Financial Instruments (Continued)

(a) Financial risk factors (Continued)

(iv) Liquidity risk (Continued)

The table includes both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curve at the end of the reporting period.

	On demand or less than 1 year HK$'000	1 to 2 years HK$'000	2 to 5 years HK$'000	Total undiscounted cash flows HK$'000	Carrying amount HK$'000
At 31 March 2019					
Obligations under finance leases	7,631	4,591	1,121	13,343	12,360
Unsecured borrowings from a related company	200,000	—	—	200,000	200,000
Trade and other payables	183,322	—	—	183,322	183,322
	390,953	4,591	1,121	396,665	395,682
At 31 March 2018					
Bank borrowings	24,800	—	—	24,800	24,800
Obligations under a finance leases	3,371	3,220	—	6,591	6,171
Unsecured borrowings from a related company	275,250	100,849	—	376,099	370,000
Trade and other payables	188,041	—	—	188,041	188,041
	491,462	104,069	—	595,531	589,012

As at 31 March 2019, unsecured borrowings from a related company in aggregate of HK$200,000,000 (2018: bank borrowings and unsecured borrowings from a related company of HK$294,800,000) that contain a repayment on demand clause are included in the "on demand or less than 1 year" time band in the above maturity analysis. Taking into account the Group's financial position, the directors of the Company do not believe that it is probable that the related company will exercise their discretionary rights to demand immediate repayment. The directors of the Company believe that such borrowings will be repaid in accordance with the scheduled repayment dates set out in the loan agreements. At that time, the aggregate principal and interest cash outflows will amount to HK$200,000,000 (2018: HK$294,800,000) and approximately HK$800,000 (2018: HK$15,978,000) respectively.

5. Financial Instruments (Continued)

(b) Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Group monitors capital on the basis of the debt-to-asset ratio. The ratio is calculated as total debts divided by total assets. Total debts are calculated as interest-bearing borrowings and obligations under finance leases.

	2019 **HK$'000**	2018 HK$'000
Total debts	**212,360**	400,971
Total assets	**930,602**	1,097,043
Debt-to-asset ratio	**23%**	37%

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

(c) Fair value measurement

The directors of the Company consider that the fair value of the long-term portion of financial liabilities recorded at amortised cost approximate to their carrying amount as the discounting impact is not significant.

The directors of the Company consider that the carrying amounts of other financial assets and financial liabilities recorded at amortised cost approximate to their fair values due to their short-term maturities.

6. Revenue

Revenue represents sales of precision metal products to external parties.

7. Segment Information

The chief operating decision-makers ("**CODM**") are identified as the executive directors and senior management.

The CODM have assessed the nature of the Group's businesses and determined that the Group has two business segments which are defined by manufacturing processes as follows:

(i) Manufacturing and sale of precision metal products involving metal stamping, computer numerical control ("**CNC**") sheet metal processing and products assembling ("**Metal stamping**"); and

(ii) Manufacturing and sale of precision metal products involving lathing, machining and turning processes ("**Metal lathing**").

No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

The accounting policies of the operating segments are the same as the Group's accounting policies described in note 3. Segment gross profit represents the gross profit from each segment without allocation of other gains/(losses), net, distribution and selling expenses, general and administrative expenses, gain on disposal of subsidiaries, finance income and finance costs. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

Segment assets exclude interest in an associated entity, deferred income tax assets, cash and cash equivalents, current income tax recoverable and other unallocated head office and corporate assets as these assets are managed on a Group basis.

Segment liabilities exclude deferred income tax liabilities, bank borrowings, unsecured borrowings from a related company, obligations under finance leases, current income tax liabilities and other unallocated head office and corporate liabilities.

Capital expenditures comprise additions to property, plant and equipment.

Intersegment sales are transacted with reference to the selling prices used for sales made to third parties at the then prevailing market prices.

7. Segment Information (Continued)

(a) The segment information provided to the CODM for the reportable segments is as follows:

(i) For the year ended 31 March 2019:

	Metal stamping HK$'000	Metal lathing HK$'000	Total HK$'000
Segment revenue			
Sales	669,051	339,480	1,008,531
Intersegment sales	(1,137)	(953)	(2,090)
Sales to external customers	667,914	338,527	1,006,441
Cost of sales	(499,306)	(254,895)	(754,201)
Segment gross profit	168,608	83,632	252,240
Unallocated expenses, net			(169,439)
Finance income			388
Finance costs			(17,460)
Profit before tax			65,729
Income tax expenses			(15,037)
Profit for the year			50,692

	Metal stamping HK$'000	Metal lathing HK$'000	Unallocated HK$'000	Total HK$'000
Amounts included in the measure of segment profit:				
Depreciation	18,088	16,527	4,855	39,470
Write-down/(reversals) of inventories	4,288	(221)	—	4,067
Amounts regularly provided to the CODM but not included in the measure of segment profit:				
Amortisation	267	—	—	267

7. Segment Information (Continued)

(a) The segment information provided to the CODM for the reportable segments is as follows: (Continued)

(ii) For the year ended 31 March 2018:

	Metal stamping HK$'000	Metal lathing HK$'000	Total HK$'000
Segment revenue			
Sales	670,243	317,046	987,289
Intersegment sales	(2,909)	(445)	(3,354)
Sales to external customers	667,334	316,601	983,935
Cost of sales	(469,247)	(218,503)	(687,750)
Segment gross profit	198,087	98,098	296,185
Unallocated expenses, net			(236,749)
Finance income			136
Finance costs			(20,156)
Profit before tax			39,416
Income tax expenses			(4,212)
Profit for the year			35,204

	Metal stamping HK$'000	Metal lathing HK$'000	Unallocated HK$'000	Total HK$'000
Amounts included in the measure of segment profit:				
Depreciation	21,006	16,011	5,296	42,313
Write-down of inventories	1,721	2,180	—	3,901
Amounts regularly provided to the CODM but not included in the measure of segment profit:				
Amortisation	446	—	—	446
Provision for impairment of property, plant and equipment	9,475	—	—	9,475

7. Segment Information (Continued)

(b) The segment assets and liabilities are as follows:

(i) As at 31 March 2019:

	Metal stamping HK$'000	Metal lathing HK$'000	Total HK$'000
Segment assets	297,518	254,961	552,479
Reconciliation			
Corporate and other unallocated assets			
Deferred income tax assets			1,890
Current income tax recoverable			2,204
Cash and cash equivalents			357,171
Other unallocated head office and corporate assets			16,858
Total assets			930,602
Segment liabilities	132,584	46,277	178,861
Reconciliation			
Corporate and other unallocated liabilities			
Deferred income tax liabilities			7,327
Obligations under finance leases			12,360
Unsecured borrowings from a related company			200,000
Current income tax liabilities			3,277
Other unallocated head office and corporate liabilities			4,461
Total liabilities			406,286
Segmental capital expenditures	18,375	4,964	23,339
Reconciliation			
Other unallocated head office and corporate capital expenditures			4,098
Total capital expenditures			27,437

7. Segment Information (Continued)

(b) The segment assets and liabilities are as follows: (Continued)

(ii) As at 31 March 2018:

	Metal stamping HK$'000	Metal lathing HK$'000	Total HK$'000
Segment assets	429,481	246,662	676,143
Reconciliation			
Corporate and other unallocated assets			
Deferred income tax assets			4,503
Current income tax recoverable			1,926
Cash and cash equivalents			346,039
Other unallocated head office and corporate assets			68,432
Total assets			1,097,043
Segment liabilities			
Reconciliation	127,292	55,543	182,835
Corporate and other unallocated liabilities			
Deferred income tax liabilities			4,774
Bank borrowings			24,800
Obligation under a finance lease			6,171
Unsecured borrowings from a related company			370,000
Current income tax liabilities			1,527
Other unallocated head office and corporate liabilities			5,206
Total liabilities			595,313
Segmental capital expenditures	11,765	45,318	57,083
Reconciliation			
Other unallocated head office and corporate capital expenditures			1,648
Total capital expenditures			58,731

7. Segment Information (Continued)

(c) Set out below is the disaggregation of the Group's revenue from contracts with customers:

(i) For the year ended 31 March 2019

	Metal stamping HK$'000	Metal lathing HK$'000	Total HK$'000
Geographical region			
The PRC	419,484	261,517	681,001
North America	128,935	45,455	174,390
Europe	33,918	29,900	63,818
Japan	15,953	—	15,953
Singapore	62,948	167	63,115
Others	6,676	1,488	8,164
Total	667,914	338,527	1,006,441

(ii) For the year ended 31 March 2018 (note)

	Metal stamping HK$'000	Metal lathing HK$'000	Total HK$'000
Geographical region			
The PRC	435,943	246,427	682,370
North America	147,988	41,434	189,422
Europe	35,473	26,918	62,391
Japan	19,502	—	19,502
Singapore	13,528	156	13,684
Others	14,900	1,666	16,566
Total	667,334	316,601	983,935

Note: The Group initially applied HKFRS 15 in the current year and chosen not to restate comparative information, therefore, this financial information was prepared using the previous accounting standards.

7. Segment Information (Continued)

(d) The total of non-current assets, other than deferred income tax assets of the Group as at 31 March 2019 and 2018 are as follows:

	2019 HK$'000	2018 HK$'000
The PRC	176,092	341,868
Hong Kong	14,358	64,304
	190,450	406,172

(e) Revenues from customer of the corresponding years contributing over 10% of the total revenue of the Group is as follows:

	2019 HK$'000	2018 HK$'000
Customer A[1]	105,486	105,999

[1] Revenue from metal stamping

8. Other Gains/(Losses), Net

	2019 HK$'000	2018 HK$'000
Gain/(loss) on disposal of property, plant and equipment	16,768	(3,293)
Loss on deregistration of subsidiaries	(110)	—
Net exchange gain/(loss)	16,749	(25,974)
Government subsidies (note)	10,073	3,463
Others	1,255	1,158
	44,735	(24,646)

Note: The amounts represented the government subsidies with no unfulfilled conditions or contingencies and recognised as other gains upon receipts during the years ended 31 March 2019 and 2018.

9. Finance Costs and Finance Income

	2019 HK$'000	2018 HK$'000
Finance costs		
Interest expense on bank borrowings	1,031	1,847
Interest expense on unsecured borrowings from a related company	15,849	17,816
Interest expense on obligations under finance leases	580	493
	17,460	20,156
Finance income		
Interest income on bank balances and deposits	283	136
Interest income on amount due from a related company	105	—
	388	136

10. Profit Before Tax

Profit for the year has been arrived at after charging:

	2019 HK$'000	2018 HK$'000
Staff costs		
Directors' emoluments (note 12)	4,993	4,968
Other staff:		
— salaries and other allowances	232,411	234,074
— retirement benefits scheme contributions (excluding directors)	5,608	5,342
	243,012	244,384
Auditor's remuneration		
— audit services	1,320	1,250
— non-audit services	420	220
Cost of inventories sold (note (a))	750,134	683,849
Depreciation of property, plant and equipment	39,470	42,313
Provision for impairment of property, plant and equipment	—	9,475
Amortisation of leasehold land and land use rights	267	446
Minimum lease payment paid under operating lease rentals in respect of rented premises	34,971	25,642
Research and development expenses (note (b))	44,012	43,197

Notes:

(a) Included in cost of sales was write-down of inventories of approximately HK$4,288,000 (2018: approximately HK$3,901,000) and reversal of inventories of approximately HK$221,000 (2018: nil).

(b) Included in research and development expenses was staff cost of approximately HK$16,584,000 (2018: approximately HK$15,040,000) which has been included in staff costs disclosure above.

11. Employee Benefits Expense

	2019 HK$'000	2018 HK$'000
Short-term employee benefits (note (a))	**237,386**	239,024
Retirement benefits schemes contributions	**5,626**	5,360
Total employee benefits expenses (including the Directors)	**243,012**	244,384

(i) Hong Kong

Subsidiaries in Hong Kong operate a Mandatory Provident Fund ("**MPF**") Scheme under the MPF Schemes Ordinance, for all of its employees in Hong Kong. The Group contributes 5% of relevant payroll costs, capped at HK$1,500 per month, to the MPF Scheme, in which the contribution is matched by employees. The assets of the MPF Scheme are held separately from those of the subsidiaries in an independent administered fund. The subsidiaries' employer contributions vest fully with the employees when contributed into the MPF Scheme.

(ii) The PRC, other than Hong Kong

The employees in the Group who work in the PRC are required to participate in pension schemes operated by the local governments. The Group is required to contribute 5% to 8% (2018: 5% to 8%) of their payroll costs to the schemes. The contributions are charged to the consolidated statement of profit or loss and other comprehensive income as they become payable in accordance with the rules of the pension schemes.

Notes:

(a) Short-term employee benefits represent salary, wages and bonuses paid to employees of the Group, and insurance premium paid to the insurance agent for staff insurance schemes.

(b) **Five highest paid individuals**

The five individuals whose emoluments were the highest in the Group for the year include one (2018: one) director whose emoluments are reflected in the analysis shown in note 12. The emoluments payable to the remaining four (2018: four) individuals during the year ended 31 March 2019 are as follows:

	2019 HK$'000	2018 HK$'000
Short-term employee benefits	**7,969**	6,890
Retirement benefits schemes contributions	**72**	72
	8,041	6,962

11. Employee Benefits Expense (Continued)

(ii) The PRC, other than Hong Kong (Continued)

Notes: (Continued)

(b) Five highest paid individuals (Continued)

The remuneration fell within the following remuneration bands:

	Number of individuals 2019	2018
Remuneration bands:		
HK$1,000,001 to HK$2,000,000	2	3
HK$2,000,001 to HK$3,000,000	2	1

(c) For the year ended 31 March 2019, no remuneration were paid by the Group (2018: nil) to any of the five highest paid individuals as an inducement to join or upon joining the Group or as compensation for loss of office, and no arrangement under which any of the five highest paid individuals waived or agreed to waive any of the remuneration.

12. Benefits and Interests of Directors (Disclosures Required by Section 383 of the Hong Kong Companies Ordinance (Cap 622), Companies (Disclosure of Information about Benefits of Directors) Regulation (Cap. 622G) and the Listing Rules)

(a) Directors' and chief executive's emoluments

The remunerations paid or payable of each to the 6 (2018: 6) directors, including the chief executive, were as follows:

For the year ended 31 March 2019

	Executive directors		Non-executive director	Independent non-executive directors			
	Sun Kwok Wah Peter ("Mr. Sun") HK$'000	Wong Chi Kwok ("Mr. Wong") HK$'000	Zhang Haifeng HK$'000	Wan Kam To HK$'000	Zhao Yue HK$'000	Shen Zheqing HK$'000	Total HK$'000
Emoluments paid or receivable in respect of a person's services as a director, whether of the Company or its subsidiary undertakings:							
Fees	—	300	150	325	150	150	1,075
Emoluments paid or receivable in respect of director's other services in connection with the management of the affairs of the Company and its subsidiary undertakings:							
Salaries	3,900	—	—	—	—	—	3,900
Retirement benefits schemes contributions	18	—	—	—	—	—	18
Total emoluments	3,918	300	150	325	150	150	4,993

12. Benefits and Interests of Directors (Disclosures Required by Section 383 of the Hong Kong Companies Ordinance (Cap. 622), Companies (Disclosure of Information about Benefits of Directors) Regulation (Cap. 622G) and the Listing Rules) (Continued)

(a) Directors' and chief executive's emoluments (Continued)

For the year ended 31 March 2018

	Executive directors		Non-executive director	Independent non-executive directors			
	Mr. Sun HK$'000	Mr. Wong HK$'000	Zhang Haifeng HK$'000	Wan Kam To HK$'000	Zhao Yue HK$'000	Shen Zheqing HK$'000	Total HK$'000
Emoluments paid or receivable in respect of a person's services as a director, whether of the Company or its subsidiary undertakings:							
Fees	—	300	150	300	150	150	1,050
Emoluments paid or receivable in respect of director's other services in connection with the management of the affairs of the Company and its subsidiary undertakings:							
Salaries	3,900	—	—	—	—	—	3,900
Retirement benefits schemes contributions	18	—	—	—	—	—	18
Total emoluments	3,918	300	150	300	150	150	4,968

Mr. Sun was the chief executive officer of the Company for years ended 31 March 2019 and 2018.

(b) Directors' termination benefits

No termination benefits was provided to or receivable by any director during the year as compensation for the early termination of appointment (2018: nil).

(c) Waived or agreed to waive any emoluments

No directors waived or agreed to waive any emoluments during the years ended 31 March 2019 and 2018.

(d) Inducement to join or upon joining the Group

No emoluments have been paid by the Group to the Directors or the five highest paid individuals as an inducement to join or upon joining the Group, or as compensation for loss of office for the years ended 31 March 2019 and 2018.

13. Income Tax Expenses

	2019 HK$'000	2018 HK$'000
Current income tax		
— The PRC	**10,895**	10,178
— Withholding tax	**1,471**	4,670
Adjustments in respect of		
— Over-provision in prior years	**(501)**	(2,032)
	11,865	12,816
Deferred income tax (note 25)	**3,172**	(8,604)
Total	**15,037**	4,212

Income tax of the Group's entities has been calculated on the estimated assessable profits for the year at the rates of taxation prevailing in the countries in which the entities operate.

Below are the major tax jurisdictions that the Group operates in for the years ended 31 March 2019 and 2018.

(a) Hong Kong profits tax

For the year ended 31 March 2019 and 2018, Hong Kong profits tax is calculated at a fixed rate of 16.5% of the estimated assessable profits. No tax is payable on the profit for the years ended 31 March 2019 and 2018 arising in Hong Kong since there are no assessable profits generated.

(b) The PRC enterprise income tax (the "PRC EIT")

The PRC EIT is provided on the assessable income of the Group's PRC subsidiaries, adjusted for items which are not taxable or deductible for the PRC EIT purpose. The statutory PRC EIT tax rates for the year ended 31 March 2019 is provided at the rate of 25% (2018: 25%).

Certain PRC subsidiaries were recognised by the PRC government as "High and New Technology Enterprise" and were eligible to a preferential tax rate of 15% for a period of three calendar years.

(c) PRC dividend withholding tax

According to the Law of the PRC EIT, starting from 1 January 2008, a PRC withholding income tax of 10% will be levied on the immediate holding companies outside the PRC when the PRC subsidiaries declare dividend out of profits earned after 1 January 2008. During the year ended 31 March 2019, a lower 5% (2018: 5%) PRC withholding income tax rate was adopted since (i) the immediate holding companies of the PRC subsidiaries are incorporated in Hong Kong and fulfil certain requirements under the tax treaty arrangements between the PRC and Hong Kong; and (ii) successful application has been made during the year ended 31 March 2018.

13. Income Tax Expenses (Continued)

The income tax on the Group's profit/(loss) before tax differs from the theoretical amount that would arise using the tax rate applicable to profits of the entities, as follows:

	2019 HK$'000	2018 HK$'000
Profit before tax	65,729	39,416
Tax calculated at the standard tax rate of the respective entities	8,795	6,054
Tax effect of income not taxable for tax purpose	(64)	(436)
Expenses not deductible for tax purpose	5,601	4,420
Tax effect of super deduction on research and development expense	(4,955)	(3,240)
Over-provision in prior years	(501)	(2,032)
Deferred tax charged in respect of withholding income tax on undistributed profits	4,024	3,050
Tax effect of change of withholding tax rate	—	(6,879)
Utilisation of tax losses previously not recognised	(292)	(1,530)
Tax losses for which no deferred income tax asset was recognised	2,429	4,835
Tax deduction (note)	—	(30)
Income tax expenses	15,037	4,212

Note: During the year ended 31 March 2018, one Hong Kong subsidiary of the Company was entitled to 75% tax deduction on Hong Kong Profits Tax with a cap of HK$30,000.

14. Earnings Per Share

Basic and diluted earnings per share

	2019	2018
Profit attributable to owners of the Company (HK$'000)	49,658	35,064
Weighted average number of shares in issue ('000)	600,000	600,000
Basic and diluted earnings per share (HK cents per share)	8.28	5.84

Basic earnings per share for the years ended 31 March 2019 and 2018 is calculated by dividing the profit attributable to owners of the Company by 600,000,000 ordinary shares in issue during the years ended 31 March 2019 and 2018.

Diluted earnings per share is the same as basic earnings per share as the Company had no potentially dilutive ordinary share in issue during the years ended 31 March 2019 and 2018.

15. Dividends

No dividends were paid, declared or proposed during the year ended 31 March 2019, nor has any dividend been proposed since the end of the reporting period (2018: nil).

16. Property, Plant and Equipment

	Leasehold land and buildings HK$'000	Leasehold improvements HK$'000	Plant and machinery HK$'000	Motor vehicles HK$'000	Furniture and office equipment HK$'000	Construction-in-progress HK$'000	Total HK$'000
At 1 April 2017							
Cost	179,885	35,004	403,677	25,229	36,222	2,942	682,959
Accumulated depreciation	(11,446)	(26,320)	(247,458)	(11,151)	(27,071)	—	(323,446)
Accumulated impairment	—	—	(7,710)	—	—	—	(7,710)
Net book amount	168,439	8,684	148,509	14,078	9,151	2,942	351,803
Year ended 31 March 2018							
Opening net book amount	168,439	8,684	148,509	14,078	9,151	2,942	351,803
Additions	—	2,972	48,847	4,310	1,974	628	58,731
Disposals	—	—	(2,790)	(672)	(173)	—	(3,635)
Transfers	—	—	2,530	—	129	(2,659)	—
Depreciation	(7,535)	(3,794)	(25,297)	(2,865)	(2,822)	—	(42,313)
Impairment charge	—	(1,985)	(6,823)	—	(667)	—	(9,475)
Exchange differences	11,052	610	14,543	274	492	165	27,136
Closing net book amount	171,956	6,487	179,519	15,125	8,084	1,076	382,247
At 31 March 2018							
Cost	191,912	37,727	442,099	28,514	39,631	1,076	740,959
Accumulated depreciation	(19,956)	(29,255)	(248,047)	(13,389)	(30,880)	—	(341,527)
Accumulated impairment	—	(1,985)	(14,533)	—	(667)	—	(17,185)
Net book amount	171,956	6,487	179,519	15,125	8,084	1,076	382,247
Year ended 31 March 2019							
Opening net book amount	**171,956**	**6,487**	**179,519**	**15,125**	**8,084**	**1,076**	**382,247**
Additions	**—**	**1,277**	**19,636**	**4,348**	**1,873**	**303**	**27,437**
Disposals	**(43,950)**	**(348)**	**(373)**	**(594)**	**(406)**	**—**	**(45,671)**
Disposal of subsidiaries (note 30)	**(114,786)**	**—**	**—**	**—**	**—**	**—**	**(114,786)**
Transfers	**—**	**—**	**765**	**—**	**—**	**(765)**	**—**
Depreciation	**(4,481)**	**(3,816)**	**(25,166)**	**(3,401)**	**(2,606)**	**—**	**(39,470)**
Exchange differences	**(8,739)**	**(335)**	**(9,659)**	**(208)**	**(306)**	**(60)**	**(19,307)**
Closing net book amount	**—**	**3,265**	**164,722**	**15,270**	**6,639**	**554**	**190,450**
At 31 March 2019							
Cost	**—**	**36,995**	**433,435**	**28,932**	**39,906**	**554**	**539,822**
Accumulated depreciation	**—**	**(31,745)**	**(254,180)**	**(13,662)**	**(32,600)**	**—**	**(332,187)**
Accumulated impairment	**—**	**(1,985)**	**(14,533)**	**—**	**(667)**	**—**	**(17,185)**
Net book amount	**—**	**3,265**	**164,722**	**15,270**	**6,639**	**554**	**190,450**

16. Property, Plant and Equipment (Continued)

Notes:

(a) During the year ended 31 March 2018, as a result of the continuously declining performance of manufacture and sale of certain metal stamping products, the directors of the Company conducted a review of the related property, plant and equipment and determined that those assets should be impaired. Accordingly, a provision for impairment of approximately HK$9,475,000 has been determined on the basis of their value-in-use. The Group applied a pre-tax discount rate of 13% to discount the future cash flows of the CGU in which the property, plant and equipment belonged to.

(b) At 31 March 2019, the carrying values of plant and machinery and motor vehicles included an amount of approximately HK$19,799,000 and HK$769,000 (2018: HK$23,225,000 and HK$628,000) in respect of assets under finance leases respectively.

17. Leasehold Land and Land Use Rights

	2019 **HK$'000**	2018 HK$'000
Land use rights in the PRC	—	23,925

The Group's interest in leasehold land and land use rights represents prepaid operating lease payments and its net book value is analysed as follows:

	2019 **HK$'000**	2018 HK$'000
At 1 April	**23,925**	22,233
Amortisation	**(267)**	(446)
Disposal of subsidiaries (note 30)	**(21,933)**	—
Exchange differences	**(1,725)**	2,138
At 31 March	—	23,925

18. Interest in an Associated Entity

	2019 HK$'000	2018 HK$'000
Share of net assets	—	—

Set out below is the financial information of the associated entity of the Group as at 31 March 2019 and 2018 which is accounted for using equity method.

Company name	Place of establishment and operation and kind of legal entity	Issued and fully paid up capital	Percentage of equity interest attributable to the Company 2019	2018	Principal activities
深圳市固泰科自動化裝備有限公司（「**固泰科**」）	The PRC, a foreign investment enterprise	RMB6,666,667	25%	25%	Manufacturing and selling of automatic equipment

固泰科 is a private company and there is no quoted market price available for its shares.

There are no contingent liabilities relating to the Group's interest in the associated entity.

Summary of financial information for associated entity

Summary of statement of financial position	2019 HK$'000	2018 HK$'000
Total current assets	4,179	2,120
Total current liabilities	(4,908)	(2,798)
Total non-current assets	458	296
Net liabilities	(271)	(382)

Summary of statement of profit or loss and other comprehensive income	2019 HK$'000	2018 HK$'000
Revenue	9,334	10,454
Pre-tax profit	89	120
Post-tax profit	89	99
Other comprehensive income/(expense)	22	(37)
Profit and total comprehensive income	111	62

18. Interest in an Associated Entity (Continued)

Reconciliation of summary of financial information

Reconciliation of the summarised financial information presented to the carrying amount of its interest in an associated entity.

Summary of financial information	**2019 HK$'000**	2018 HK$'000
Net assets of 固泰科	**—**	—
Proportion of the Group's equity interest in 固泰科	**25%**	25%
Goodwill acquired upon acquisition	**3,867**	3,867
Impairment of goodwill	**(3,867)**	(3,867)
	—	—

The Group has stopped recognising its share of losses of an associate when applying the equity method. The unrecognised share of an associate, both for the year and cumulatively, are set out below:

	2019 HK$'000	2018 HK$'000
Unrecognised share of profit of an associated entity for the year	(28)	(16)
Accumulated unrecognised share of loss of an associated entity	79	107

19. Inventories

	2019 HK$'000	2018 HK$'000
Raw materials	32,693	25,746
Work in progress	18,827	33,098
Finished goods	47,162	44,317
	98,682	103,161

As at 31 March 2019, the carrying amount of inventories of approximately HK$98,682,000 (2018: HK$103,161,000) has been net of accumulated provision of write down of approximately HK$15,730,000 (2018: HK$11,663,000). The Group recognised amount of approximately HK$4,288,000 (2018: HK$3,901,000) in respect of the write-down of inventories to their net realisable values and amount of approximately HK$221,000 (2018: nil) in respect of the reversal of inventories which were sold at profit for the year ended 31 March 2019. The amount has been included in the cost of sales in the consolidated statement of profit or loss and other comprehensive income.

20. Trade and Bills Receivables

	2019 HK$'000	2018 HK$'000
Bills receivables (note (a))	7,605	—
Trade receivables (note (b))	229,688	194,425
	237,293	194,425

At as 31 March 2019, the gross amount of trade receivables and bills receivables arising from contracts with customers amounted to approximately HK$229,688,000 and HK$7,605,000 (1 April 2018: HK$194,425,000 and nil) respectively.

The Group did not hold any collaterals over these balances.

20. Trade and Bills Receivables (Continued)

Notes:

(a) The ageing analysis of bills receivables presented based on the issue date at the end of the reporting period is as follows:

	2019 HK$'000	2018 HK$'000
Up to 3 months	7,605	—

From 1 April 2018 onwards, the Group measures the loss allowance for bills receivables at an amount equal to 12-month ECL. As the counterparties are banks with high credit ratings, no additional loss allowance was provided on the Group's bills receivables after the adoption of HKFRS 9 in the current year.

(b) The Group normally grants credit periods of 30 to 90 days (2018: 30 to 90 days). The following is an aged analysis of trade receivables presented based on the date of delivery, which approximates the respective revenue recognition dates, at the end of the reporting period.

	2019 HK$'000	2018 HK$'000
Up to 3 months	197,058	181,116
3 to 6 months	29,983	10,998
6 months to 1 year	1,904	1,266
1 to 2 years	743	1,045
	229,688	194,425

As at 31 March 2018, included in the Group's trade receivables balance are debtors with aggregate carrying amount of approximately HK$27,496,000 which are past due at the end of the reporting period for which the Group has not provided for impairment loss. These receivables that were past due but not impaired related to a number of independent customers with no recent history of default.

The following is an aged analysis of trade receivables presented based on the due date at the end of the reporting period.

	2018 HK$'000
Amounts past due	
Up to 3 months	24,195
3 to 6 months	1,688
6 months to 1 year	792
1 to 2 years	821
	27,496

20. Trade and Bills Receivables (Continued)

Notes: (Continued)

(b) (Continued)

Since 1 April 2018, the Group measures the loss allowance for trade receivables at an amount equal to lifetime ECL. The ECL on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

As the Group's historical credit loss experience does not indicate significantly different loss patterns for different customer segments, the loss allowance based on past due status is not further distinguished between the Group's different customer bases.

The lifetime ECL for trade receivables based on the past due status of customers collectively that are not individually significant as follows:

	Range of expected loss rate	**Carrying amount** HK$'000
Current to 1 month past due	0.01% to 0.07%	216,628
1 month to 3 months past due	0.07% to 0.29%	11,582
More than 3 months past due	0.64% to 1.74%	1,478
		229,688

The directors of the Company consider the ECL of trade receivables is immaterial.

21. Prepayments, Deposits and Other Receivables

	2019 HK$'000	2018 HK$'000
Prepayments, deposits and other receivables	37,790	41,117
Amount due from a related company (note (b))	5,422	—
Amount due from an associated entity (note (c))	432	432
Amounts due from non-controlling shareholders (note (c))	4,062	4,062
	47,706	45,611
Less: allowance for impairment losses (note (a))	(4,794)	(4,794)
	42,912	40,817

The Group did not hold any collaterals over these balances.

Notes:

(a) The Group recognised lifetime ECL and 12-month ECL for other receivables based on individually significant customers for the year ended 31 March 2019 as follows:

	Expected loss rate %	Gross carrying amount HK$'000	Loss allowance HK$'000	Net carrying amount HK$'000
Other receivables — Default	100%	4,794	(4,794)	—
Other receivables — Performing	*	16,578	—	16,578
		21,372	(4,794)	16,578

*: For the remaining balance of other receivables, it has low risk of default or has not been significantly increased in credit risk since initial recognition. The directors of the Company consider the ECL is immaterial.

There is no movement in the impairment allowance for other receivables and amount due from an associated entity and amounts due from non-controlling shareholders during the years ended 31 March 2019 and 2018.

As at 31 March 2018, included in the impairment allowance for other receivables, amount due from an associated entity and amounts due from non-controlling shareholders were individually impaired receivables with aggregate balances of approximately HK$4,794,000 due to long outstanding.

(b) The Group recognise 12-month ECL for amount due from a related company. The balance is unsecured, interest bearing of 3% per annum and repayable on demand and has been fully recovered subsequent to the year end.

(c) The Group recognise lifetime ECL for amounts due from non-controlling shareholders and an associated entity. The balances are unsecured, non-interest bearing and repayable on demand.

22. Cash and Cash Equivalents

	2019 HK$'000	2018 HK$'000
Total bank deposits, bank balances and cash	357,171	346,039

(i) Bank balances carry interest at market rates which ranged from 0.01% to 0.50% per annum (2018: 0.01% to 0.50% per annum).

(ii) Short-term bank deposit carries interest at 2.0% per annum (2018: 2.0% per annum) with a maturity date of 3 months for the year ended 31 March 2019.

(iii) As at 31 March 2019, the Group's cash and cash equivalents included balances of approximately HK$78,979,000 (2018: approximately HK$90,660,000), which were bank balances in the PRC. The remittance of such balances out of the PRC is subject to the rules and regulations of foreign exchange control promulgated by the PRC government.

23. Share Capital and Share Premium

Ordinary shares of HK$0.1 each

	Number of shares	Share capital HK$'000	Share premium HK$'000	Total HK$'000
Authorised				
At 31 March 2018 and 2019	4,500,000,000	450,000		
Issued and fully paid				
At 31 March 2018 and 2019	600,000,000	60,000	26,135	86,135

24. Reserves

	Capital reserve HK$'000 (note (a))	Statutory reserve HK$'000 (note (b))	Exchange reserve HK$'000	Retained profits HK$'000	Total HK$'000
At 1 April 2017	3,445	38,524	(14,393)	298,224	325,800
Profit for the year	—	—	—	35,064	35,064
Exchange differences on translation of foreign operations	—	—	52,114	—	52,114
Transfer of retained profits to statutory reserve	—	7,797	—	(7,797)	—
At 31 March 2018 and 1 April 2018	3,445	46,321	37,721	325,491	412,978
Profit for the year	—	—	—	49,658	49,658
Exchange differences on translation of foreign operations	—	—	(36,737)	—	(36,737)
Release of exchange reserve upon disposal of subsidiaries (note 30)	—	—	8,521	—	8,521
Release of exchange reserve upon deregistration of subsidiaries	—	—	110	—	110
Transfer of retained profits to statutory reserve	—	7,320	—	(7,320)	—
At 31 March 2019	3,445	53,641	9,615	367,829	434,530

Notes:

(a) During the year ended 31 March 2012, as part of the re-organisation, KFM Group Limited (KFM 集團有限公司) ("**KFM-BVI**") acquired 100% of the issued share capital of Kingdom Fine Metal Limited (金德精密五金有限公司) ("**KFM-HK**") on 11 October 2011 and KFM-HK acquired the issued share capital of 49% and 10% of Kingdom (Reliance) Precision Parts Manufactory Limited (金德(利賚)五金零件制品有限公司) ("**KRP-HK**") and Kingdom Precision Product Limited (金德精密配件有限公司) ("**KPP-HK**") on 29 November 2011 and 29 December 2011 respectively, by allotting shares of KFM-BVI to each of the respective companies' then shareholders and gains 100% control of the companies. The subscription of new shares of KFM-BVI was accounted for by the Group using merger method and approximately HK$3,500,000 was recognised in capital reserve which mainly represented 100%, 49% and 10% of the aggregated issued share capital of KFM-HK, KRP-HK and KPP-HK respectively.

On 13 September 2012, the Company acquired the entire equity interest in KFM-BVI by (a) issuing and allotting 999,999 new shares of the Company to Kingdom International Group Limited ("**KIG**"), credited as fully paid; and (b) crediting as fully paid at par the one nil-paid share which was then registered in the name of KIG. As result of the subscription of new shares of the Company, approximately HK$100,000 was charged to capital reserve.

(b) In accordance with the PRC laws and regulations, the PRC subsidiaries are required to transfer not less than 10% of their net profit as stated in the financial statements prepared under PRC accounting regulations to statutory reserves before the corresponding PRC subsidiaries can distribute any dividend. Such a transfer is not required when the amount of statutory reserves reaches 50% of the corresponding subsidiaries' registered capital. In addition, the PRC subsidiaries may make further contribution to the statutory reserve using its post-tax profits in accordance with resolutions of the shareholders of the PRC subsidiaries of the Company.

The statutory reserve shall only be used to make up losses of the corresponding subsidiaries, to expand the corresponding subsidiaries' production operations, or to increase the capital of the corresponding subsidiaries. Upon approval of the corresponding subsidiaries' shareholders in general meetings, the subsidiaries may convert their statutory reserves into registered capital and issue bonus capital to the existing owners in proportion to the existing ownership structure.

25. Deferred Income Tax

The analysis of deferred income tax assets/(liabilities) is as follows:

	2019 HK$'000	2018 HK$'000
Deferred income tax assets	1,890	4,503
Deferred income tax liabilities	(7,327)	(4,774)
	(5,437)	(271)

The movements in deferred income tax assets and liabilities during the years ended 31 March 2019 and 2018, without taking into consideration the offsetting of balances within the same tax jurisdictions, are as follows:

	2019 HK$'000	2018 HK$'000
Deferred income tax assets:		
At 1 April	8,388	8,968
Disposal of subsidiaries (note 30)	(1,994)	—
Charged to profit or loss	(4,504)	(580)
At 31 March	1,890	8,388
Deferred income tax liabilities:		
At 1 April	(8,659)	(17,843)
Credited to profit or loss	1,332	9,184
At 31 March	(7,327)	(8,659)

As at 31 March 2018, deferred tax assets of approximately HK$3,885,000 had been presented as an offset to deferred tax liabilities of the same taxable entity in the consolidated financial statements.

25. Deferred Income Tax (Continued)

The followings are the major deferred tax assets/(liabilities) recognised and movement thereon during the current and prior years:

	Tax loss HK$'000	Accelerated accounting (tax) depreciation HK$'000	Undistributed profits from subsidiaries HK$'000 (note)	Total HK$'000
At 31 March 2017	3,885	998	(13,758)	(8,875)
(Charged)/credited to profit or loss (note 13)	—	(580)	9,184	8,604
At 31 March 2018	3,885	418	(4,574)	(271)
Disposal of subsidiaries (note 30)	—	(1,994)	—	(1,994)
(Charged)/credited to profit or loss (note 13)	(3,885)	3,466	(2,753)	(3,172)
At 31 March 2019	—	1,890	(7,327)	(5,437)

Note: Under the EIT Law of the PRC, withholding tax is imposed on dividends declared in respect of profits earned by PRC subsidiaries from 1 January 2008 onwards. Deferred taxation has been provided for in the consolidated financial statements in respect of temporary taxable difference attributable to accumulated profits of the PRC subsidiaries amounting to approximately HK$146,540,000 (2018: HK$91,480,000) as the Group considered the temporary differences will be reversed in the foreseeable future upon declaration of dividends of subsidiaries.

The Group did not recognise deferred income tax assets of approximately HK$32,855,000 (2018: HK$30,782,000) in respect of (i) un-utilised tax losses amounting to approximately HK$168,179,000 (2018: HK$153,980,000) that can be carried forward against future taxable income; and (ii) un-used tax losses amounting to approximately HK$205,000 (2018: HK$205,000) will expire in 2019, approximately HK$7,334,000 (2018: HK$7,334,000) will expire in 2021, approximately HK$12,535,000 (2018: HK$13,705,000) will expire in 2022 and approximately HK$346,000 (2018: nil) will expire in 2023. During the year ended 31 March 2019, unrecognised tax losses of the Group decreased by approximately HK$258,000 due to expiry of tax losses.

26. Trade and Other Payables

	2019 HK$'000	2018 HK$'000
Trade payables (note (a))		
— third parties	112,039	107,238
— related companies	290	595
	112,329	107,833
Accruals and other payables (note (b))	70,993	80,208
	183,322	188,041

Notes:

(a) The ageing analysis of trade payables presented based on the invoice date at the end of the reporting period (including trade payables from related companies) is as follows:

	2019 HK$'000	2018 HK$'000
Up to 3 months	107,317	101,334
3 to 6 months	4,440	4,668
6 months to 1 year	213	1,676
1 to 2 years	359	155
	112,329	107,833

The average credit period on purchases of goods is from 30 days to 90 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

(b) Included in the Group's accruals and other payables as at 31 March 2019 were accrued directors' emoluments of approximately HK$96,000 (2018: nil).

27. Bank Borrowings

	2019 HK$'000	2018 HK$'000
Short-term bank borrowings, unsecured	—	24,800

The interest-bearing bank borrowings, as at 31 March 2019 and 2018 were carried at amortised cost, repayable based on the scheduled repayment dates set out in the loan agreements as follows:

	2019 HK$'000	2018 HK$'000
Within 1 year and on demand	—	24,800

The ranges of effective interest rates (which are also equal to contracted interest rates) on the Group's borrowings are as follows:

	2019	2018
Effective interest rate:		
Variable-rate borrowings	**nil**	4.79% to 5.25%

28. Obligations under Finance Leases

	2019 HK$'000	2018 HK$'000
Analysed for reporting purposes as:		
Current liabilities	7,127	3,059
Non-current liabilities	5,233	3,112
	12,360	6,171

The Group leases its plant and equipment and motor vehicle for its metal lathing business.

At the end of the reporting period, the total future minimum lease payments under finance leases and their present values were as follows:

	Minimum lease payments		**Present value of minimum lease payments**	
	2019 HK$'000	2018 HK$'000	**2019 HK$'000**	2018 HK$'000
Amounts payable under finance leases:				
Within one year	7,631	3,371	7,127	3,059
After one year but within two years	4,591	3,220	4,206	3,112
After two years but within five years	1,121	—	1,027	—
	13,343	6,591	12,360	6,171
Less: future finance charges	(983)	(420)	N/A	N/A
Present value of lease obligations	12,360	6,171	12,360	6,171
Less: amounts due for settlement within one year shown under current liabilities			(7,127)	(3,059)
Amounts due for settlement after one year			5,233	3,112

Obligations under finance leases at 31 March 2019 borne interest at a fixed interest rate ranging from 2.75% to 3.50% per annum (2018: 3.50% to 5.03% per annum). The average lease term is two years (2018: two years).

29. Unsecured Borrowings from a Related Company

	2019 HK$'000	2018 HK$'000
Due for repayment within 1 year which contains a repayment on demand clause	200,000	270,000
Due for repayment after 1 year but within 2 years	—	100,000
	200,000	370,000
Less: Amount shown under current liabilities	(200,000)	(270,000)
Amount shown under non-current liabilities	—	100,000

As at 31 March 2019, unsecured borrowings of HK$200,000,000 (2018: HK$370,000,000) were advanced from KIG, a company in which two directors of the Company, Mr. Sun and Mr. Wong, have beneficial interest in, of which HK$200,000,000 (2018: HK$270,000,000) contain a repayment on demand clause.

The interest rate of the unsecured borrowings from a related company is at prime rate which ranged from 5.25% to 5.38% per annum (2018: 5.25% per annum).

Subsequent to the year ended 31 March 2019, the Company renewed unsecured borrowings of HK$140,000,000 and HK$30,000,000 with KIG for another 1 year upon the expiry in March 2019 and June 2019 respectively at the prime rate of 5.38% per annum.

Subsequent to the end of the reporting period on 1 May 2019, Mr. Sun disposed of his entire beneficial interests in KIG to his close family member and on 6 May 2019, he resigned as the sole director of KIG.

30. Disposal of Subsidiaries

Kingdom Precision Science and Technology Holding Limited ("KPST") and its subsidiaries (collectively referred to as the "KPST Group")

On 7 September 2018, KPP-HK, a wholly-owned indirect subsidiary of the Company, entered into a sale agreement with KIG, a related company of the Group, to dispose of its 100% equity interest in KPST, which was an investment holding company and in metal stamping segment prior to the disposal, at a consideration of HK$108,500,000. The net assets of KPST Group were mainly property, plant and equipment and leasehold land and land use rights. The consideration was used to off-set with partial of the unsecured borrowings from KIG on a dollar-to-dollar basis. The Group lost its control over KPST Group and KPST Group ceased to be the subsidiaries of the Group after the completion of abovementioned disposal on 1 November 2018. The net assets of KPST Group at the date of disposal were as follows:

	HK$'000
Analysis of assets and liabilities over which control was lost on 1 November 2018:	
Property, plant and equipment	114,786
Leasehold land and land use right	21,933
Deferred tax assets	1,994
Other receivables	1,136
Cash and cash equivalents	1,187
Other payables	(11,821)
Bank borrowings	(33,120)
Net assets disposed of	96,095
Gain on disposal of KPST Group:	
Consideration	108,500
Net assets disposed of	(96,095)
Cumulative exchange differences in respect of the net assets of the subsidiaries reclassified from equity to profit or loss on loss of control of the subsidiaries	(8,521)
Gain on disposal of subsidiaries	3,884
Net cash outflow arising on disposal:	
Cash consideration received	—
Less: cash and cash equivalents disposed of	(1,187)
	(1,187)

31. Commitments

(a) Capital commitments

	2019 HK$'000	2018 HK$'000
Authorised or contracted for but not provided:		
— Plant and machinery	1,732	6,591
— Capital investment	5,270	9,533
	7,002	16,124

(b) Operating lease commitments

The Group acts as lessee under operating leases. The Group had future minimum lease payments under non-cancellable operating leases of land use rights and buildings as follows:

	2019 HK$'000	2018 HK$'000
Within 1 year	49,489	28,748
Later than 1 year and not later than 5 years	108,848	87,781
Later than 5 years	11,381	35,090
	169,718	151,619

These leases typically run for an initial period of two to five years (2018: two to ten years). Certain of the operating leases contain renewal options which allow the Group to renew.

32. Significant Related Party Transactions

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Apart from as disclosed elsewhere in the consolidated financial statements, the Group had the following related parties and related transactions.

(a) Name and relationship with related parties

Name	Relationship
Mr. Sun	An executive director and the chief executive officer of the Group
KIG	A related company in which Mr. Sun and Mr. Wong, the executive directors of the Company, have beneficial interests (note)
KIG Real Estate Holdings Limited (“**KREH**”)	A related company in which Mr. Sun and Mr. Wong, the executive directors of the Company, have beneficial interests
Innotech Advanced Products Limited (“**Innotech**”)	A subsidiary of Gold Joy (HK) Industrial Limited which is owned by a connected party of Mr. Sun
Dongguan Tech-in Technical Electrical & Mechanical Products Limited (“**Dongguan Tech-in**”)	A subsidiary of Innotech
Golden Express Capital Investment Limited (“**GECI**”)	A subsidiary of KREH
Kingdom Precision Science and Technology (Suzhou) Company Limited (“**KPST Suzhou**”)* (金德精密科技 (蘇州) 有限公司)	A subsidiary of KREH
固泰科	An associated entity in which Mr. Sun is a director

* The English name is for identification purpose only

Note: Subsequent to the end of the reporting period on 1 May 2019, Mr. Sun disposed of his entire beneficial interests in KIG to his close family member and on 6 May 2019, he resigned as the sole director of KIG.

32. Significant Related Party Transactions (Continued)

(b) Material related party transactions

During the year, the Group had the following material transactions with related parties, which were entered into at terms mutually agreed by respective parties.

	2019 HK$'000	2018 HK$'000
Sale of products to a related company:		
Innotech	—	3
Purchase of products from related companies:		
Innotech	5	393
Dongguan Tech-in	2,155	2,014
Rental expense paid to related companies:		
GECI	854	—
KPST Suzhou	7,093	—
Finance costs — interest expense on unsecured borrowings from a related company:		
KIG	15,849	17,816
Finance income — interest income from amount due from a related company:		
KPST Suzhou	105	—

(c) Balances with related companies

	2019 HK$'000	2018 HK$'000
Amount due from a related company:		
KPST Suzhou	5,422	—
Amount due from an associated entity:		
固泰科	432	432
Amounts due from non-controlling shareholders:	4,062	4,062
	9,916	4,494
Less: Provision for impairment	(4,494)	(4,494)
	5,422	—
Trade payables to a related company:		
Dongguan Tech-in	(290)	(595)
Unsecured borrowings from a related company:		
KIG	(200,000)	(370,000)

32. Significant Related Party Transactions (Continued)

(d) Key management compensation

Key management includes directors and senior managements of the Company. The compensation paid or payable to key management for employee services is shown below:

	2019 HK$'000	2018 HK$'000
Short-term employee benefits	**10,501**	10,359
Retirement benefits schemes contributions	**72**	72
	10,573	10,431

33. Reconciliation of Liabilities Arising from Financing Activities

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the consolidated statement of cash flows as cash flows from financing activities.

			Non-cash changes				
	1 April 2018 HK$'000	**Financing cash flows HK$'000**	**Purchase/ (disposal) of plant and equipment (note 34) HK$'000**	**Interest cost incurred HK$'000**	**Off-set/ disposed upon the disposal of subsidiaries (note 30) HK$'000**	**Exchange differences HK$'000**	**31 March 2019 HK$'000**
Obligations under finance leases	**6,171**	**(5,725)**	**12,254**	**—**	**—**	**(340)**	**12,360**
Unsecured borrowings from a related company	**370,000**	**—**	**(61,500)**	**—**	**(108,500)**	**—**	**200,000**
Interest payable (included in trade and other payable)	**6,616**	**(20,851)**	**—**	**17,460**	**—**	**—**	**3,225**
Bank borrowings	**24,800**	**10,560**	**—**	**—**	**(33,120)**	**(2,240)**	**—**
	407,587	**(16,016)**	**(49,246)**	**17,460**	**(141,620)**	**(2,580)**	**215,585**

			Non-cash changes			
	1 April 2017 HK$'000	Financing cash flows HK$'000	Purchase of plant and equipment HK$'000	Interest cost incurred HK$'000	Exchange differences HK$'000	31 March 2018 HK$'000
Obligations under finance leases	581	(2,999)	8,249	—	340	6,171
Unsecured borrowings from a related company	270,000	100,000	—	—	—	370,000
Interest payable (included in trade and other payable)	—	(13,540)	—	20,156	—	6,616
Bank borrowings	45,200	(23,400)	—	—	3,000	24,800
	315,781	60,061	8,249	20,156	3,340	407,587

34. Non-cash Transactions

During the year ended 31 March 2019, the Group entered into two finance lease arrangements in respect of plant and machinery and a motor vehicle (2018: plant and machinery) with capital value at the inception of the lease of approximately HK$11,375,000 and HK$879,000 respectively (2018: HK$8,249,000).

During the year ended 31 March 2019, the Group entered into sale and purchase agreements in respect of disposal of KPST Group and property, plant and equipment at the consideration of HK$108,500,000 and HK$61,500,000 respectively. The aggregate consideration of HK$170,000,000 in a whole was used to off-set partial unsecured borrowings from a related company on a dollar-to-dollar basis.

During the year ended 31 March 2019, as a result of the disposal of KPST Group on 1 November 2018, KPST Suzhou, being an indirect wholly-owned subsidiary of the Company before 1 November 2018, became a related company of the Company on or after 1 November 2018. As at 31 March 2019, an amount due from KPST Suzhou of approximately HK$5,422,000 became amount due from a related company.

35. Information about the Statement of Financial Position of the Company

	Notes	2019 HK$'000	2018 HK$'000
ASSETS			
Non-current asset			
Investment in subsidiaries		90,734	93,283
Current assets			
Amounts due from subsidiaries	(i)	70,000	134,950
Cash and cash equivalents		171,610	135,001
Total current assets		241,610	269,951
Total assets		332,344	363,234
EQUITY			
Capital and reserves			
Share capital		60,000	60,000
Share premium		26,135	26,135
Retained profits	(ii)	246,209	63,833
Total equity		332,344	149,968
LIABILITIES			
Non-current liability			
Unsecured borrowings from a related company	(iii)	—	100,000
Current liabilities			
Amounts due to subsidiaries	(i)	—	13,266
Unsecured borrowings from a related company	(iii)	—	100,000
Total current liabilities		—	113,266
Total liabilities		—	213,266
Total equity and liabilities		332,344	363,234
Net current assets		241,610	156,685
Total assets less current liabilities		332,344	249,968

35. Information about the Statement of Financial Position of the Company (Continued)

Notes:

(i) The amounts are unsecured, non-interest bearing and repayable on demand.

(ii) Retained profits:

	Retained profits HK$'000
At 1 April 2017	72,724
Loss for the year	(8,891)
At 31 March 2018 and 1 April 2018	63,833
Profit for the year	182,376
At 31 March 2019	**246,209**

(iii) As at 31 March 2018, unsecured borrowing of HK$200,000,000 were advanced from KIG of which HK$100,000,000 contains a repayment on demand clause and are classified as current liabilities.

The interest rate of the unsecured borrowings from a related company is at prime rate which ranged from 5.25% to 5.38% per annum (2018: 5.25% per annum).

36. Subsidiaries

The following is a list of the subsidiaries directly or indirectly held by the Company at 31 March 2019 and 2018:

Company name	Place of incorporation/ establishment/operation and kind of legal entity	Issued and fully paid up capital/ registered capital	Percentage of equity interest attributable to the Company				Principle activities
			2019		2018		
			Direct	Indirect	Direct	Indirect	
Able Elite Holdings Limited	BVI, limited liability company	US$6,000,000	100%	—	100%	—	Investment holding
Billion Best Capital Investment Limited	Hong Kong, limited liability company	HK$1	—	100%	—	100%	Investment holding
Business Network Global Limited	BVI, limited liability company	US$387,097	—	100%	—	100%	Investment holding
Dongguan Conform Metal Limited * (東莞確飛鎂五金有限公司)	Dongguan, the PRC, wholly foreign- owned enterprise	US$1,500,000	—	100%	—	100%	Manufacturing and sale of fine metal products in the PRC
Fast Great Consultants Limited	Hong Kong, limited liability company	HK$1	—	100%	—	100%	Investment holding
Fortune Reliance Smart Technology (Shanghai) Ltd * (富賽德智能科技(上海)有限公司)	Shanghai, the PRC, wholly foreign- owned enterprise	US$780,000	—	60%	—	60%	Manufacturing of senor products in the PRC
IMG Kingdom International Limited	BVI, limited liability company	US$20,000	—	60%	—	60%	Investment holding
IMG Kingdom Limited@	Hong Kong, limited liability company	HK$100,000	—	—	—	60%	Sale of fine metal products in Hong Kong and the PRC
Kingdom Precision Metal Limited	Hong Kong, limited liability company	HK$3,000,000	—	100%	—	100%	Sale and rental of kiosk product in Hong Kong and overseas
KFM-BVI	BVI, limited liability company	US$1,000	—	100%	—	100%	Investment holding
KFM Kingdom Investment Limited	Hong Kong, limited liability company	HK$1	—	100%	—	100%	Investment holding
KFM Kingdom Management Limited	Hong Kong, limited liability company	HK$1	—	100%	—	100%	Provision of management services in Hong Kong
KRP-Shenzhen	Shenzhen, the PRC, wholly foreign- owned enterprise	US$8,500,000	—	100%	—	100%	Manufacturing and sale of fine metal products in the PRC
Kingdom (Reliance) Precision Parts Manufactory Holdings Limited	BVI, limited liability company	US$2	—	100%	100%	—	Investment holding
KRP-HK	Hong Kong, limited liability company	HK$5,000,000	—	100%	—	100%	Sale of fine metal products in Hong Kong and the PRC
Kingdom (Reliance) Smart Technology Limited	Hong Kong, limited liability company	HK$10,000,000	—	60%	—	60%	Investment holding
KFM-HK	Hong Kong, limited liability company	HK$1,000,000	—	100%	—	100%	Sale of fine metal products in Hong Kong and the PRC
Kingdom Majorlink Kiosk Systems Limited	Hong Kong, limited liability company	HK$4,200,021	—	100%	—	100%	Sale and rental of kiosk product in Hong Kong and overseas
Kingdom Medical Engineering (Suzhou) Limited *# (金德醫療科技(蘇州)有限公司)	Suzhou, the PRC, wholly foreign-owned enterprise	US$450,000	—	—	—	100%	Manufacturing and sale of medical products in the PRC and Overseas
Kingdom Medical Engineering Holdings Limited	BVI, limited liability company	US$10,000	—	100%	—	100%	Investment holding
Kingdom Medical Engineering Limited	Hong Kong, limited liability company	HK$4,000,000	—	100%	—	100%	Trading of medical products in the PRC
Kingdom Medical Holdings Limited	BVI, limited liability company	US$129,032	—	100%	—	100%	Investment holding

36. Subsidiaries (Continued)

Company name	Place of incorporation/ establishment/operation and kind of legal entity	Issued and fully paid up capital/ registered capital	Percentage of equity interest attributable to the Company				Principle activities
			2019		2018		
			Direct	Indirect	Direct	Indirect	
Kingdom Medical Limited#	Hong Kong, limited liability company	HK$1,000,000	—	—	—	100%	Sale of dental products in Hong Kong
Kingdom Precision Product (Suzhou) Company Limited* (金德精密配件(蘇州)有限公司)	Suzhou, the PRC, wholly foreign-owned enterprise	US$15,570,880	—	100%	—	100%	Manufacturing and sale of fine metal products in the PRC
Kingdom Precision Product Holdings Limited	BVI, limited liability company	US$1	—	100%	—	100%	Investment holding
KPP-HK	Hong Kong, limited liability company	HK$10,000	—	100%	—	100%	Sale of fine metal products in Hong Kong and the PRC
KPST Suzhou@	Suzhou, the PRC, wholly foreign-owned enterprise	US$14,319,500	—	—	—	100%	Manufacturing and sale of fine metal products in the PRC
KPST@	BVI, limited liability company	US$1	—	—	—	100%	Investment holding
Kingdom Precision Science and Technology Limited	Hong Kong, limited liability company	HK$1	—	—	—	100%	Investment holding
Kingdom Reliance Mechatronic Components (Shanghai) Manufactory Limited * (金德利賽精密機電部件(上海)有限公司)	Shanghai, the PRC, wholly foreign-owned enterprise	US$3,530,000	—	100%	—	100%	Manufacturing and sale of fine metal products in the PRC
Kingdom Technology (Shenzhen) Company Limited* (金德鑫科技(深圳)有限公司)	Shenzhen, the PRC, wholly foreign-owned enterprise	US$9,300,000	—	100%	—	100%	Manufacturing and sale of fine metal products in the PRC
Mega Plan Global Limited	BVI, limited liability company	US$1	—	100%	—	100%	Investment holding
Ningbo Hongka Smart Technology Limited * (寧波港華智能科技有限公司)	Ningbo, the PRC, wholly foreign-owned enterprise	US$160,000	—	60%	—	60%	Trading of senor products in the PRC
Project Lead Holdings Limited	BVI, limited liability company	US$1	—	100%	—	100%	Investment holding
Smart Galaxy Holdings Limited	BVI, limited liability company	US$1	100%	—	100%	—	Investment holding
KFM Kingdom Services Holdings Limited	BVI, limited liability company	US$1	—	100%	—	100%	Investment holding
KFM Kingdom Services Limited	Hong Kong, limited liability company	HK$1	—	100%	—	100%	Management services

Subsidiary deregistrated during the year ended 31 March 2019

@ Subsidiary disposed during the year ended 31 March 2019

* The English name is for identification purpose only

Five Year Financial Summary

Set out below is a summary of the financial information of the Group for the last five financial years.

	Years ended 31 March				
	2019	2018	2017	2016	2015
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Results					
Revenue	**1,006,441**	983,935	879,478	852,620	1,038,211
Cost of sales	**(754,201)**	(687,750)	(669,649)	(674,359)	(788,657)
Gross profit	**252,240**	296,185	209,829	178,261	249,554
Other gains/(losses), net	**44,735**	(24,646)	16,040	15,128	101
Distribution and selling expenses	**(25,074)**	(21,228)	(20,140)	(25,260)	(30,764)
General and administrative expenses	**(192,984)**	(190,875)	(193,698)	(197,452)	(167,314)
Finance income	**388**	136	207	677	847
Finance costs	**(17,460)**	(20,156)	(16,654)	(4,331)	(4,125)
Gain on disposal of subsidiaries	**3,884**	—	—	—	—
Share of loss of an associated entity	**—**	—	—	(3,453)	—
Provision for impairment of interest in an associated entity	**—**	—	—	(3,867)	—
Profit/(loss) before income tax	**65,729**	39,416	(4,416)	(40,297)	48,299
Income tax expenses	**(15,037)**	(4,212)	(12,638)	(9,534)	(19,174)
Profit/(loss) for the year	**50,692**	35,204	(17,054)	(49,831)	29,125
Other comprehensive (expenses)/ income					
Currency translation differences	**(36,737)**	52,114	(30,288)	(24,334)	(974)
Release of exchange reserve	**8,631**	—	—	—	—
Total comprehensive income/ (expense)	**22,586**	87,318	(47,342)	(74,165)	28,151
Profit/(loss) for the year attributable to:					
Owners of the Company	**49,658**	35,064	(15,481)	(45,827)	31,473
Total comprehensive income/ (expenses) attributable to:					
Owners of the Company	**21,552**	87,178	(45,769)	(70,161)	30,499
Earnings/(loss) per share for profit/ (loss) attributable to owners of the Company					
— Basic and diluted (HK cents)	**8.28**	5.84	(2.58)	(7.64)	5.25
Dividends	**—**	—	—	—	12,000

	As at 31 March				
	2019	2018	2017	2016	2015
	HK$'000	HK$'000	HK$'000	HK$'000	HK$'000
Total assets	**930,602**	1,097,043	901,209	852,552	946,596
Total liabilities	**(406,286)**	(595,313)	(486,797)	(390,798)	(410,639)
Net assets	**524,316**	501,730	414,412	461,754	535,957

Basis of presentation

The reorganisation has been accounted for using merger accounting and, accordingly, the financial information for the years ended 31 March 2015 as contained in "Five Years Financial Summary" had been prepared as if the structure of the Group resulting from the reorganisation had been in existence.