# Century Group International Holdings Limited 世紀集團國際控股有限公司

(incorporated in the Cayman Islands with limited liability) Stock Code: 2113



# CONTENTS

| Corporate Information                                    | 2  |
|--|----|
| Financial Highlights                                     | 3  |
| Management Discussion and Analysis                       | 4  |
| Condensed Consolidated Statement of Profit or Loss and   |    |
| Other Comprehensive Income                               | 10 |
| Condensed Consolidated Statement of Financial Position   | 11 |
| Condensed Consolidated Statement of Changes in Equity    | 12 |
| Condensed Consolidated Statement of Cash Flows           | 13 |
| Notes to the Condensed Consolidated Financial Statements | 14 |
| Corporate Governance and Other Information               | 24 |



#### **CORPORATE INFORMATION**

# **Board of Directors**

Executive Directors Mr. Wang Feng *(Chairman)* Mr. Man Wai Lun

Independent Non-executive Directors Mr. Law Ka Ming Michael Mr. Chung Man Lai Ms. Lam Yuen Man Maria

#### Audit Committee

Ms. Lam Yuen Man Maria *(Chairman)* Mr. Law Ka Ming Michael Mr. Chung Man Lai

#### **Remuneration Committee**

Mr. Law Ka Ming Michael *(Chairman)* Mr. Chung Man Lai Ms. Lam Yuen Man Maria

#### **Nomination Committee**

Mr. Chung Man Lai *(Chairman)* Mr. Law Ka Ming Michael Ms. Lam Yuen Man Maria

Company Secretary Mr. Lee Cheuk Man

#### Authorised Representatives

Mr. Man Wai Lun Mr. Lee Cheuk Man

#### Place of Business in China

Century Group Building Xushu Village Gucheng Jiedao Linhai, Taizhou, Zhejiang Province PRC

# Headquarter and Principal Place of Business in Hong Kong

Office D, 16/F Kings Wing Plaza 1 No. 3 On Kwan Street Shek Mun New Territories Hong Kong

## Hong Kong Branch Share Registrar and Transfer Office

Tricor Investor Services Limited Level 54, Hopewell Centre 183 Queen's Road East Hong Kong

Principal Bank Shanghai Commercial Bank Ltd.

#### Auditor

Clement C.W. Chan & Co 3rd & 5th Floors, Heng Shan Center 145 Queen's Road East, Wan Chai Hong Kong

#### **Company Website**

www.centurygroup.com.hk

Stock Code

The board (the "Board") of directors (the "Directors") of Century Group International Holdings Limited (the "Company") is pleased to present the unaudited consolidated interim results of the Company and its subsidiaries (collectively, the "Group") for the six months ended 30 September 2021 (the "Reporting Period"), together with the comparative figures for the corresponding period in 2020:

# FINANCIAL HIGHLIGHTS

- Revenue of the Group for the Reporting Period amounted to approximately HK\$170.0 million (for the six months ended 30 September 2020: approximately HK\$104.5 million).
- Loss attributable to owners of the Company for the Reporting Period amounted to approximately HK\$15.6 million (for the six months ended 30 September 2020: approximately HK\$10.2 million).
- Basic and diluted loss per share for the Reporting Period amounted to approximately HK cents 1.94 (for the six months ended 30 September 2020: approximately HK cents 1.26).
- The Board does not declare any interim dividend for the Reporting Period (for the six months ended 30 September 2020: nil).

# MANAGEMENT DISCUSSION AND ANALYSIS

#### **Business Review**

During the Reporting Period, the Group was engaged to undertake site formation works in Hong Kong as a subcontractor and the trading of liquefied natural gas ("LNG") in the People's Republic of China ("PRC").

#### Construction and site formation services

During the Reporting Period, revenue amounted to approximately HK\$113.8 million, approximately HK\$29.7 million higher than the corresponding period in 2020. Such increase was mainly attributable to several projects with substantial contract sums undergoing their full scale construction phase and contributing a revenue of approximately HK\$89.3 million during the Reporting Period.

During the Reporting Period, the Group was awarded one project with contract sum of approximately HK\$46.0 million whereas in contrast the Group was awarded four new projects with total contract sum of approximately HK\$23.8 million for the six months ended 30 September 2020.

Two of nine projects were already completed in the Reporting Period contributing a revenue of approximately HK\$4.4 million. As at 30 September 2021, the remaining seven projects with related variation orders on hand are in progress, with a total contract sum of approximately HK\$622.0 million (2020: ten projects, approximately HK\$504.1 million). Approximately HK\$109.4 million was recognised as revenue from these seven projects during the Reporting Period.

Set out below is a list of projects completed during the Reporting Period and those projects which are still in progress at 30 September 2021:

| Site Location      | Type of Work               | Status      | Contract Sum<br>(HK\$'Million) |
|--------------------|----------------------------|-------------|--------------------------------|
|                    |                            |             |                                |
| Kwun Tong District | Site formation works       | In progress | 310.0                          |
| Shatin District    | Site clearance, demolition | In progress | 42.7                           |
|                    | work and earthwork         |             |                                |
| Islands District   | Road and drainage works    | In progress | 62.1                           |
| Islands District   | Road and drainage works    | In progress | 47.9                           |
| Islands District   | Minor works                | In progress | 0.2                            |
| Islands District   | Foundation works           | Completed   | 45.8                           |
| Islands District   | Pipe pile works*           | In progress | 46.0                           |
| Islands District   | Awe sewer works            | Completed   | 1.8                            |
| Sai Kung District  | ELS and shoring works      | In progress | 113.1                          |

\* Newly awarded in the period under review

#### Trading of LNG

The revenue of the Group for the trading of LNG in the Reporting Period was approximately HK\$56.2 million, an increase of approximately HK\$35.8 million or 175.5% in comparing with approximately HK\$20.4 million for the corresponding period in last year. After COVID-19 pandemic slowdown last year, PRC's demand for gas appears to have returned stronger than before. Export-led economic growth and domestic consumption recovery benefited overall energy demand, including natural gas.

## **Financial Review**

The Group recorded revenue of approximately HK\$170.0 million for the Reporting Period, representing an increase of approximately 65.5 million or 62.7% compared with approximately HK\$104.5 million for the corresponding period in 2020. The increase was mainly due to several construction projects with substantial contract sums undergoing their full scale construction phase and increased demand in LNG in PRC.

The Group's total gross loss amounted to approximately HK\$15.2 million for the Reporting Period, an increase of approximately HK\$3.4 million or 28.8% compared with approximately HK\$11.8 million for the corresponding period in 2020. The Group's overall gross loss margin during the Reporting Period was approximately 8.9% (2020: approximately 11.3%).

The increase in gross loss was mainly attributable to the increase in cost of sales resulting from the unexpected increase in material cost in a construction project and the delay in schedule of a major construction project.

The other revenue of the Group for the Reporting Period amounted to approximately HK\$4.3 million, representing a decrease of approximately HK\$4.0 million or 48.2% compared with approximately HK\$8.3 million for the corresponding period of 2020. The decrease was mainly attributable to the government grant in the last period of approximately HK\$7.8 million and a contribution by a gain on disposal of plant and equipment of approximately HK\$3.8 million in the Reporting Period.

The administrative expenses of the Group for the Reporting Period amounted to approximately HK\$4.9 million, representing a decrease of approximately HK\$2.6 million or 34.7% compared with approximately HK\$7.5 million for the corresponding period of 2020. The decrease was mainly attributable to the compensation payments to workers in the last period of approximately HK\$1.8 million and a reduction of staff cost of approximately HK\$1.0 million in the Reporting Period.

For the Reporting Period, the Group recorded a net loss of approximately HK\$15.6 million, as compared to approximately HK\$10.2 million for the corresponding period in 2020. The increase was mainly attributable to the increase in gross loss resulting from the increase in the cost of sales as discussed above.

### Prospects

#### Construction and site formation services

The Hong Kong SAR government will use infrastructure investments as a major measure to stimulate the economy during the pandemic and will continue investing in infrastructure to enhance the city's competitiveness. Under the global economic recovery and the government's investment in infrastructure projects to stimulate economic growth, the commitment of government initiatives and new strategies to the travel and tourism sector will support commercial construction output over the coming years. The construction industry is supported by the government's attempts to stimulate economic growth, as well as public and private sector investments in industrial, institutional and energy and utility building projects. It will result in more business opportunities being presented to the market.

#### Trading of LNG

As more countries turn towards clean energy, the geoeconomic impact of natural gas as a fuel has become second only to that of oil. Over the past decade, the global demand for this carbon-free energy source has risen considerably and one major buyer is PRC. PRC is a fast-growing natural gas market as the PRC government encourages the switch from coal to cleaner and greener energy. PRC has implemented government policies to replace the use of coal as fuel and millions of households are switching over to clean energy. As the demand spirals further, natural gas consumption in PRC in the future will be in a rising trend.

Looking forward, the Group will continue to run Hong Kong and PRC business. The Group will continue to develop business of undertaking site formation works in Hong Kong and at the same time the Group will carefully evaluate each project and control the Group's overall costs to a reasonable level. Further, the Group will try to increase the volume of PRC business as mentioned above and the Group will actively seek any other potential business opportunities in Hong Kong and PRC that will broaden the sources of income and enhance value to the shareholders.

#### Liquidity, Financial Resources and Capital Resources

As at 30 September 2021, the Group had bank balances of approximately HK\$4.5 million (31 March 2021: approximately HK\$7.8 million).

The gearing ratio is calculated based on the amount of total interest-bearing debts divided by total equity. As at 30 September 2021, the gearing ratios of the Group were nil (31 March 2021: Nil).

#### **Pledge of Assets**

As at 30 September 2021, the Group did not pledge any assets to secure any loans.

#### Foreign Exchange Risk

The Group mainly operates in Hong Kong and PRC. Most of the operating transactions such as sales, expenses, monetary assets and liabilities are denominated in Hong Kong dollars and Renminbi. They are very stable in the period under review. As such, the Directors are of the view that the Group's risk in foreign exchange is insignificant and that we should have sufficient resources to meet foreign exchange requirements if and when they arise. Therefore, the Group has not engaged in any derivative contracts to hedge its exposure to foreign exchange risk during the Reporting Period.

#### **Employees and Remuneration Policy**

As at 30 September 2021, the Group employed 198 staff (31 March 2021: 207 staff). Total staff costs including directors' emoluments for the Reporting Period, amounted to approximately HK\$39.4 million (for the six months ended 30 September 2020: approximately HK\$42.6 million). The salary and benefit levels of the employees of the Group are competitive and individual performance is rewarded through the Group's salary and bonus system. The Group conducts annual review on salary increase, discretionary bonuses and promotions based on the performance of each employee.

During the Reporting Period, the Group has not experienced any significant problems with its employees due to labour disputes nor has it experienced any difficulty in the recruitment and retention of experienced staff.

#### **Capital Structure**

During the six months ended 30 September 2021, there has been no change in capital structure of the Company. The capital of the Company comprises ordinary shares and capital reserves.

#### **Capital Commitments**

As at 30 September 2021, the Group did not make any capital commitments (31 March 2021: nil).

#### **Contingent Liabilities**

As at 30 September 2021, the Group did not have any significant contingent liabilities (31 March 2021: nil).

#### Purchase, sale and redemption of listed securities of the Company

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

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

FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2021

|   | Six months ended<br>30 September |                                      |                                      |
|---|----------------------------------|--------------------------------------|--------------------------------------|
|   | Notes                            | 2021<br>HK\$'000<br>(Unaudited)      | 2020<br>HK\$'000<br>(Unaudited)      |
| <b>REVENUE</b><br>Cost of sales and services  | 4                                | 170,000<br>(185,198)                 | 104,476<br>(116,304)                 |
| <b>Gross loss</b><br>Other income, other gains and losses<br>Administrative expenses<br>Finance costs   | 5                                | (15,198)<br>4,344<br>(4,862)<br>(36) | (11,828)<br>8,331<br>(7,466)<br>(10) |
| Loss before taxation<br>Income tax credit   | 6                                | (15,752)<br>154                      | (10,973)<br>823                      |
| Loss for the period   | 7                                | (15,598)                             | (10,150)                             |
| <b>OTHER COMPREHENSIVE INCOME</b><br>Item that may be reclassified subsequently<br>to profit or loss:<br>Exchange differences arising on<br>translation of foreign operations |                                  | 14                                   | 5                                    |
| TOTAL COMPREHENSIVE EXPENSE<br>FOR THE PERIOD   |                                  | (15,584)                             | (10,145)                             |
| (Loss) profit for the period attributable to:<br>Owners of the Company<br>Non-controlling interests   |                                  | (15,598)<br>–                        | (10,174)<br>24                       |
|   |                                  | (15,598)                             | (10,150)                             |
| Total comprehensive (expense) income<br>for the period attributable to:   |                                  |                                      |                                      |
| Owners of the Company<br>Non-controlling interests  |                                  | (15,584)<br>–                        | (10,169)<br>24                       |
|   |                                  | (15,584)                             | (10,145)                             |
| Loss per share (HK cents)<br>- Basic and Diluted  | 8                                | (1.94)                               | (1.26)                               |

# CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2021

|  | Notes    | As at<br>30 September<br>2021<br>HK\$'000<br>(Unaudited) | As at<br>31 March<br>2021<br>HK\$'000<br>(Audited) |
|--|----------|--|--|
| <b>Non-current assets</b><br>Plant and equipment<br>Right-of-use assets<br>Goodwill  | 10       | 384<br>1,521<br>–  | 2,516<br>1,086<br>-                                |
|  |          | 1,905  | 3,602  |
| Current assets<br>Trade and other receivables, deposits and<br>prepayments<br>Contract assets<br>Restricted bank balances<br>Bank balances and cash                                      | 11<br>12 | 25,520<br>42,057<br>15,668<br>4,479                      | 21,828<br>61,927<br>15,618<br>7,818                |
| Assets classified as held for sale   |          | 87,724   | 107,191<br>478                                     |
|  |          | 87,724   | 107,669  |
| Current liabilities<br>Trade and other payables<br>Amount due to a director of<br>a subsidiary<br>Amount due to a shareholder<br>Provisions<br>Contract liabilities<br>Lease liabilities | 13       | 42,279<br>10,000<br>1,555<br>2,572<br>1,559<br>1,041     | 42,078<br>17,000<br>1,500<br>2,572<br>1,115<br>654 |
|  |          | 59,006   | 64,919   |
| Net current assets   |          | 28,718   | 42,750   |
| Total assets less current liabilities<br>Non-current liabilities<br>Lease liabilities<br>Deferred tax liability  |          | <u> </u>   | 46,352<br>405<br>180<br>585                        |
| Net assets   |          | 30,183   | 45.767   |
| Capital and reserves<br>Share capital<br>Reserves<br>Equity attributable to owners of the Company<br>Non-controlling interests   | 14       | 8,048<br>22,135<br>30,183                                | 8,048<br>37,719<br>45,767                          |
| Total equity   |          | 30,183   | 45,767   |

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2021

|   |                           |                              | Attributable to                           | o owners of the                              | Company                            |                                   |                         |  |                         |
|---|---------------------------|------------------------------|---|--|------------------------------------|-----------------------------------|-------------------------|--|-------------------------|
|   | Share capital<br>HK\$'000 | Share<br>premium<br>HK\$'000 | Merger<br>reserve<br>(note a)<br>HK\$'000 | Statutory<br>reserve<br>(note b)<br>HK\$'000 | Translation<br>reserve<br>HK\$'000 | Accumulated<br>losses<br>HK\$'000 | Sub-total<br>HK\$'000   | Non-<br>controlling<br>interests<br>HK\$'000 | Total<br>HK\$'000       |
| At 1 April 2020 (audited)<br>Loss for the period<br>Other comprehensive income for<br>the period:<br>Exchange difference arising<br>on translation of foreign<br>operations | 8,048                     | 109,951<br>_                 | _+<br>                                    | -<br>-                                       | _*<br>_<br>5                       | (40,375)<br>(10,174)              | 77,624<br>(10,174)<br>5 | _*<br>24                                     | 77,624<br>(10,150)<br>5 |
| Total comprehensive expense for<br>the period<br>Disposal of subsidiaries   | -                         | -                            | -   | -  | 5                                  | (10,174)                          | (10,169)                | 24<br>(24)                                   | (10,145)<br>(24)        |
| At 30 September 2020 (Unaudited)  | 8,048                     | 109,951                      | _*  | -  | 5                                  | (50,549)                          | 67,455                  | -  | 67,455                  |
| At 1 April 2021 (Audited)<br>Loss for the period<br>Other comprehensive income for<br>the period:<br>Exchange difference arising  | 8,048<br>_                | 109,951<br>_                 | -   | 37   | 29                                 | (72,298)<br>(15,598)              | 45,767<br>(15,598)      |  | 45,767<br>(15,598)      |
| on translation of foreign<br>operations   | -                         | -                            | -   | -  | 14                                 | -                                 | 14                      | -  | 14                      |
| Total comprehensive expenses for the period   |                           | -                            | -   | -  | 14                                 | (15,598)                          | (15,584)                | -  | (15,584)                |
| At 30 September 2021 (Unaudited)  | 8,048                     | 109,951                      | _*  | 37   | 43                                 | (87,896)                          | 30,183                  | -  | 30,183                  |

\* Less than HK\$1,000

Note:

- a. Merger reserve represents the difference between the nominal value of the issued capital of subsidiaries acquired pursuant to a group reorganisation over the consideration paid for acquiring these subsidiaries.
- b. The statutory reserve represents the amount set aside from the retained earnings by a subsidiary incorporated in the PRC and is not distributable as dividend. In accordance with the relevant regulations and its articles of association, the Company's subsidiary incorporated in the PRC is required to allocate at least 10% of its after-tax profit according to the PRC accounting standards and regulations to legal reserves until such reserves have reached 50% of registered capital. The reserve can only be used for specific purposes and is not distributable or transferable to loans, advances and cash dividends.

# CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2021

|  | Six months ended<br>30 September |                                 |
|--|----------------------------------|---------------------------------|
|  | 2021<br>HK\$'000<br>(Unaudited)  | 2020<br>HK\$'000<br>(Unaudited) |
| NET CASH USED IN OPERATING ACTIVITIES  | (1,308)                          | (15,894)                        |
| <b>INVESTING ACTIVITIES</b><br>Net cash outflow from disposal of subsidiaries<br>Proceeds on disposals of plant and equipment                          | -<br>5,499                       | (61)                            |
| Interest received<br>Purchase of plant and equipment   | 51<br>(75)                       | 94<br>(1,095)                   |
| NET CASH FROM (USED IN) INVESTING<br>ACTIVITIES  | 5,475                            | (1,062)                         |
| <b>FINANCING ACTIVITIES</b><br>Advance from a director of a subsidiary<br>Advance from a shareholder<br>Repayment of advance from a director of a      | -<br>55                          | 9,000<br>_                      |
| subsidiary<br>Repayment of lease liabilities<br>Interest paid  | (7,000)<br>(538)<br>(35)         | (9,000)<br>(218)<br>(10)        |
| NET CASH USED IN FINANCING ACTIVITIES  | (7,518)                          | (228)                           |
| NET DECREASE IN CASH AND CASH<br>EQUIVALENTS<br>Effect of foreign exchange rate changes<br>CASH AND CASH EQUIVALENTS AT THE<br>BEGINNING OF THE PERIOD | (3,351)<br>12<br>7,818           | (17,184)<br>5<br>27,579         |
| CASH AND CASH EQUIVALENTS AT THE END<br>OF THE PERIOD,<br>represented by bank balances and cash  | 4,479                            | 10,400                          |

# NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

#### 1. GENERAL INFORMATION

Century Group International Holdings Limited (the "Company") is an exempted company with limited liability incorporated in the Cayman Islands and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The addresses of the registered office and principal place of business of the Company are disclosed in the corporate information section to the interim report.

The Company is an investment holding company and its subsidiaries are principally engaged in provision of construction and site formation services and trading of liquefied natural gas.

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

#### 2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2021 ("Reporting Period") have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis except for financial asset at fair value through profit or loss which is measured at fair values.

#### 3. ACCOUNTING POLICIES

The accounting policies and methods of computation used in the preparation of the unaudited condensed consolidated financial statements of the Group for the Reporting Period are consistent with those used in the audited financial statements of the Group for the year ended 31 March 2021 and should be used in conjunction with the audited consolidated financial statements for the year ended 31 March 2021.

HKICPA has issued a number of new and revised Hong Kong Financial Reporting Standards ("HKFRSs") and interpretations that are first effective or available for early adoption for the Reporting Period. There have been no significant changes to the accounting policies applied in these financial statements for the Reporting Period presented as a result of these developments.

#### Adoption of new and amended HKFRSs

In the Reporting Period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operation and effective for its accounting period beginning on 1 April 2021, comprise HKFRSs, HKAS and Interpretations.

The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective. A number of new or amended standards are effective from 1 April 2021 but they do not have a material effect on the Group's unaudited condensed consolidated interim financial statements.

#### 4. REVENUE AND SEGMENT INFORMATION

#### (a) Revenue

|  | Six months ended<br>30 September |             |  |
|--|----------------------------------|-------------|--|
|  | 2021                             | 2020        |  |
|  | HK\$'000                         | HK\$'000    |  |
|  | (Unaudited)                      | (Unaudited) |  |
| Disaggregation of revenue from<br>contracts with customers |                                  |             |  |
| Sales of goods   | 56,195                           | 20,363      |  |
| Construction and site formation services<br>in Hong Kong   | 113,805                          | 84,113      |  |
|  | 170,000                          | 104,476     |  |
| Timing of revenue recognition                              |                                  |             |  |
| Over time  | 113,805                          | 84,113      |  |
| At a point in time   | 56,195                           | 20,363      |  |
|  | 170,000                          | 104,476     |  |

#### (b) Segment information

Information reported to the directors of the Group, being the chief operating decision maker ("CODM"), for the purposes of resource allocation and assessment of segment performance is based on the nature of business.

Segment results represent the profit/(loss) from each segment without allocation of central administrative expenses, finance costs and other income, other gains and losses. This is the measure reported to the CODM for the purposes of resource allocation and performance assessment.

The CODM makes decision according to operating results of each segment. No analysis of segment assets and liabilities is presented as they were not regularly provided to the CODM for the purpose of resources allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

The following is an analysis of the Group's revenue and results by reportable segments which are also the operating segments for the periods under review:

Six months ended 30 September 2021

|  | Construction<br>and Site<br>Formation<br>Business<br>HK\$'000 | Trading<br>Business<br>HK\$'000 | Total<br>HK\$'000 |
|--|---|---------------------------------|-------------------|
| Revenue from external customers                      | 113,805   | 56,195                          | 170,000           |
| Segment results                                      | (20,031)  | 698                             | (19,333)          |
| Unallocated administrative expenses<br>Finance costs |   |                                 | (763)             |
| Other income, other gains and losses                 |   | _                               | 4,344             |
| Loss before taxation                                 |   | _                               | (15,752)          |

Six months ended 30 September 2020

|  | Construction<br>and Site |                      |                          |
|--|--------------------------|----------------------|--------------------------|
|  | Formation                | Trading              |                          |
|  | Business<br>HK\$'000     | Business<br>HK\$'000 | Total<br>HK\$'000        |
| Revenue from external customers<br>Segment results   | 84,113<br>(17,491)       | 20,363<br>546        | 104,476<br>(16,945)      |
| Unallocated administrative expenses<br>Finance costs<br>Other income, other gains and losses |                          |                      | (2,349)<br>(10)<br>8,331 |
| Loss before taxation   |                          | _                    | (10,973)                 |

# 5. OTHER INCOME, OTHER GAINS AND LOSSES

|   | Six months ended<br>30 September |             |
|---|----------------------------------|-------------|
|   | 2021                             | 2020        |
|   | HK\$'000                         | HK\$'000    |
|   | (Unaudited)                      | (Unaudited) |
|   |                                  |             |
| Bank interest income                            | 51                               | 94          |
| Gain on disposal of plant and equipment         | 3,794                            | -           |
| Gain on disposal of investments in subsidiaries | -                                | 26          |
| Refund of contributions from Mandatory          |                                  |             |
| Provident Fund Scheme                           | -                                | 7           |
| Government grants                               | -                                | 7,896       |
| Others  | 499                              | 308         |
|   | 4,344                            | 8,331       |

#### 6. INCOME TAX CREDIT

|                             | Six months ended<br>30 September |             |  |
|-----------------------------|----------------------------------|-------------|--|
|                             |                                  |             |  |
|                             | 2021                             | 2020        |  |
|                             | HK\$'000                         | HK\$'000    |  |
|                             | (Unaudited)                      | (Unaudited) |  |
| Current tax                 |                                  |             |  |
| – Hong Kong Profits Tax     | -                                | -           |  |
| - PRC Enterprise Income Tax | (26)                             | (25)        |  |
| Deferred taxation           | 180                              | 848         |  |
| Income tax credit           | 154                              | 823         |  |

Pursuant to the laws and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in the Cayman Islands and the BVI as there is no income tax imposed in these jurisdictions.

No provision for Hong Kong Profits Tax has been made for both periods as there were no assessable profits generated.

In accordance with the "Notice on implementing Generalised Preferential Tax Treatment for Small Low-profit Enterprises" (Caishui [2019] No. 13), the Group's PRC entities which are qualified as small and thin profit enterprises with an annual taxable income of RMB1 million or less enjoyed a preferential tax rate of 20% on 25% of its taxable income, with the residual 75% exempted.

#### 7. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging:

|   | Six months ended<br>30 September |                                 |
|---|----------------------------------|---------------------------------|
|   | 2021<br>HK\$'000<br>(Unaudited)  | 2020<br>HK\$'000<br>(Unaudited) |
| <ul> <li>Staff costs, including directors' emoluments</li> <li>Salaries, wages, allowances and<br/>other benefits</li> <li>Contributions to retirement benefits scheme</li> </ul> | 38,076<br>1,319                  | 41,149<br>1,418                 |
| Total staff costs   | 39,395                           | 42,567                          |
| Depreciation of plant and equipment<br>Depreciation of right-of-use assets  | 981<br>525                       | 5,693<br>218                    |

#### 8. LOSS PER SHARE

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

|   | Six months<br>30 Septer<br>2021<br>HK\$'000<br>(Unaudited) |                     |
|---|--|---------------------|
| Loss  |  |                     |
| Loss for the period attributable to the owners<br>of the Company                                  | (15,598)   | (10,174)            |
|   | Six months<br>30 Septer                                    |                     |
|   | 2021   | 2020                |
|   | 000'<br>(Unaudited)  | 000'<br>(Unaudited) |
| Number of shares  |  |                     |
| Weighted average number of ordinary shares for the<br>purpose of calculating basic loss per share | 804,750  | 804,750             |

The diluted loss per share is equal to the basic loss per share as there were no dilutive potential ordinary shares outstanding during both periods.

#### 9. DIVIDENDS

No dividend was paid, declared or proposed during the interim period, nor has any dividend been declared since the end of the interim period (six months ended 30 September 2020: nil).

# 10. PLANT AND EQUIPMENT

|                                     | As at<br>30 September<br>2021 | As at<br>31 March<br>2021 |
|-------------------------------------|-------------------------------|---------------------------|
|                                     | HK\$'000                      | HK\$'000                  |
|                                     | (Unaudited)                   | (Audited)                 |
| Carrying Value                      |                               |                           |
| At the beginning of the period/year | 2,516                         | 12,820                    |
| Addition                            | 75                            | 1,311                     |
| Depreciation                        | (981)                         | (10,365)                  |
| Disposals                           | (1,228)                       | (779)                     |
| Exchange realignment                | 2                             | 7                         |
| Reclassified as held for sales      | -                             | (478)                     |
| At the end of the period/year       | 384                           | 2,516                     |

#### 11. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

|   | As at        | As at     |
|---|--------------|-----------|
|   | 30 September | 31 March  |
|   | 2021         | 2021      |
|   | HK\$'000     | HK\$'000  |
|   | (Unaudited)  | (Audited) |
|   |              |           |
| Trade receivables from contracts with customers | 18,311       | 15,875    |
| Less: Allowance for credit losses               | (265)        | (265)     |
|   | 18,046       | 15,610    |
| Prepayments, deposits and other receivables     | 7,474        | 6,218     |
|   | 25,520       | 21,828    |

The Group does not hold any collateral over these balances.

The Group does not have a standardised and universal credit period granted to its customers, and the credit period of individual customer is considered on a case-by-case basis and stipulated in the project contract, as appropriate. The following is an aged analysis of trade receivables, presented based on the date of the certified report and invoice date which approximates revenue recognition date at the end of each reporting period:

|                                   | As at<br>30 September<br>2021 | As at<br>31 March<br>2021 |
|-----------------------------------|-------------------------------|---------------------------|
|                                   | HK\$'000<br>(Unaudited)       | HK\$'000<br>(Audited)     |
|                                   | (onaudited)                   | (Audited)                 |
| 0 to 30 days                      | -                             | 11,745                    |
| 31 to 60 days                     | 3,609                         | 4,099                     |
| 61 to 365 days                    | 14,702                        | 31                        |
|                                   | 18,311                        | 15,875                    |
| Less: Allowance for credit losses | (265)                         | (265)                     |
|                                   | 18,046                        | 15,610                    |

# 12. CONTRACT ASSETS

|   | As at<br>30 September<br>2021<br>HK\$'000<br>(Unaudited) | As at<br>31 March<br>2021<br>HK\$'000<br>(Audited) |
|---|--|--|
| Unbilled revenue of construction contracts<br>Retention receivables of construction contracts | 7,960<br>34,097  | 28,589<br>33,338                                   |
|   | 42,057   | 61,927   |

#### 13. TRADE AND OTHER PAYABLES

|   | As at<br>30 September<br>2021<br>HK\$'000<br>(Unaudited) | As at<br>31 March<br>2021<br>HK\$'000<br>(Audited) |
|---|--|--|
| Trade payables<br>Retention payables<br>Accrued expenses and other payables | 19,446<br>7,290<br>15,543                                | 19,733<br>6,459<br>15,886                          |
|   | 42,279   | 42,078   |

The following is an aged analysis of trade payables presented based on the invoice date at the end of the reporting period:

|  | As at<br>30 September<br>2021<br>HK\$'000<br>(Unaudited) | As at<br>31 March<br>2021<br>HK\$'000<br>(Audited) |
|--|--|--|
| 0 to 30 days<br>31 to 60 days<br>61 to 90 days<br>91 to 365 days | 8,398<br>1,405<br>4,167<br>5,476                         | 12,695<br>3,390<br>2,297<br>1,351                  |
|  | 19,446   | 19,733   |

#### 14. SHARE CAPITAL

|                                    | Number        | Number of shares |              | Share Capital |  |
|------------------------------------|---------------|------------------|--------------|---------------|--|
|                                    | 30 September  | 31 March         | 30 September | 31 March      |  |
|                                    | 2021          | 2021             | 2021         | 2021          |  |
|                                    |               |                  | HK\$'000     | HK\$'000      |  |
|                                    | (Unaudited)   | (Audited)        | (Unaudited)  | (Audited)     |  |
| Ordinary shares of HK\$0.01 each   |               |                  |              |               |  |
| Authorised                         |               |                  |              |               |  |
| At the beginning and at the end of |               |                  |              |               |  |
| the period/year                    | 2,000,000,000 | 2,000,000,000    | 20,000       | 20,000        |  |
| Issued and fully paid:             |               |                  |              |               |  |
| At the beginning and at the end of |               |                  |              |               |  |
| the period/year                    | 804,750,000   | 804,750,000      | 8,048        | 8,048         |  |

## 15. DISPOSAL OF SUBSIDIARIES

On 01 September 2020, the Group disposed of its entire 51% equity interest in 世 紀鋭連(臨海)經貿有限公司 which holds 100% equity interest in 世紀鋭連(合 州)進出口有限公司, at a cash consideration receivable of RMB45,000 (equivalent to approximately HK\$51,000). The net assets of the subsidiaries disposed of were approximately HK\$25,000 on the completion date of the disposal. The disposal resulted in a gain of approximately HK\$26,000. Net cash outflow arising from the disposal is approximately HK\$61,000.

# CORPORATE GOVERNANCE AND OTHER INFORMATION

### Significant investment, acquisitions and disposals

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

# Future plans for material investments or capital assets

The Company does not have any plans for material investments or capital assets.

# **Competing interests**

The Directors confirm that none of the controlling shareholders of the Company or the Directors and their respective close associates (as defined in the Listing Rules) is interested in any business apart from the business operated by the Group which competes or is likely to compete, directly or indirectly, with the Group's business.

# Directors' and chief executives' interests and short positions in shares, underlying shares and debentures

As at 30 September 2021, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of the associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "SFO")) which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they are taken or deemed to have under such provisions of the SFO) or which, pursuant to section 352 of the SFO, have been entered in the register referred to therein, or have been, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") in the Listing Rules, notified to the Company and the Stock Exchange were as follows:

## Interests in Share of the Company

| Name of Director   | Capacity/Nature                      | Number of<br>Shares held/<br>interested | Percentage of interest |
|--------------------|--------------------------------------|---|------------------------|
| Wang Feng (Note 2) | Interest of a controlled corporation | 225,330,000 (L)<br>(Note 1)             | 28%                    |

Notes:

- 1. The letter "L" demonstrates long position in such securities.
- The shares are held by D' Legem Group Limited. Mr. Wang Feng beneficially owns 2% of the issued shares of D' Legem Group Limited.

# Rights to purchase shares or debentures of directors and chief executive

Save for the existing share option scheme of the Company, no arrangements to which the Company, its subsidiary, its holding company or a subsidiary of its holding company is or was a party to enable the Directors and the chief executive of the Company to acquire benefits by means of acquisitions of shares in or debentures of the Company or any other body corporate subsisted at the end of the period or at any time during the period.

# Substantial shareholders' and others' interests and short positions in shares and underlying shares

As at 30 September 2021, so far as is known to the Directors, the following persons (not being a Director or chief executive of the Company) had interest or short position in Shares or underlying Shares which fell to be disclosed to the Company and the Stock Exchange under the provision of Divisions 2 and 3 of Part XV of the SFO or would be, directly or indirectly, be interested in 5% or more of the issued share capital of the Company, as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

| Name of Shareholder    | Capacity/Nature  | Number of<br>Shares held/<br>interested | Percentage of<br>interest |
|------------------------|------------------|---|---------------------------|
| D' Legem Group Limited | Beneficial owner | 225,330,000 (L)<br>(Note)               | 28%                       |

Note:

The letter "L" demonstrates long position in such securities.

#### Interim dividend

The Board has resolved not to declare any interim dividend for the Reporting Period (for the six months ended 30 September 2020: nil).

#### Compliance with the corporate governance code

The Group recognise the importance of achieving the highest standard of corporate governance consistent with the needs and requirements of its businesses and the best interest of all of its stakeholders, and the Board is fully committed to doing so. The Board believes that high standards of corporate governance provide a framework and solid foundation for the Group to manage business risks, enhance transparency, achieve high standard of accountability and protect stakeholders' interests.

The Group has adopted a corporate governance statement of policy which provides guidance on the application of the corporate governance principles on the Group, with reference to the Code on Corporate Governance Practices (the "CG Code") as set out in Appendix 14 of the Listing Rules.

In the opinion of the Directors, the Company has complied with all code provisions as set out in the CG Code during the Reporting Period and, where appropriate, the applicable recommended best practices of the CG Code.

#### Compliance with the Model Code

The Company has adopted a code of conduct regarding Directors' securities transactions on terms no less exacting than the required standard as set out in the Model Code. In response to a specific enquiry by the Company, all Directors have confirmed that they complied with the requirements of the Model Code during the Reporting Period.

## Audit Committee

The Company has established an audit committee (the "Audit Committee") in accordance with the requirements of the Listing Rules with terms of reference aligned with the provision of the CG Code as set out in Appendix 14 to the Listing Rules. The Audit Committee is to serve as a focal point for communication between other directors, the external auditors, and the management as their duties relate to financial and other reporting, internal controls, risk management and the audits; and to assist the Board in fulfilling its responsibilities by providing an independent review of financial reporting, be satisfying themselves as to the effectiveness of the Company's risk management and internal controls systems and as to the efficiency of the audits. The Audit Committee comprises three independent non-executive directors, namely Ms. Lam Yuen Man Maria (Chairman), Mr. Law Ka Ming Michael and Mr. Chung Man Lai.

27

# **Review of interim results**

The Group's unaudited condensed consolidated interim results and financial report for the Reporting Period have been reviewed and approved by the Audit Committee.

> By order of the Board of Century Group International Holdings Limited Man Wai Lun Executive Director

Hong Kong, 26 November 2021

In the event of any inconsistency, the English text of this report shall prevail over the Chinese text.