



Milestone Builder Holdings Limited

進階發展集團有限公司

(incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限責任公司)

Stock code 股份代號 : 1667

2021
/ 2022

INTERIM REPORT
中期報告



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Ms. Hou Lingling (*Chairman*)
Mr. Ma Gang

Independent Non-Executive Directors

Mr. Chu Kin Ming
Mr. Ho Wing Sum
Mr. Ho Siu Keung

AUDIT COMMITTEE

Mr. Chu Kin Ming (*Chairman*)
Mr. Ho Wing Sum
Mr. Ho Siu Keung

REMUNERATION COMMITTEE

Mr. Ho Siu Keung (*Chairman*)
Ms. Hou Lingling
Mr. Ma Gang
Mr. Chu Kin Ming
Mr. Ho Wing Sum

NOMINATION COMMITTEE

Ms. Hou Lingling (*Chairman*)
Mr. Ma Gang
Mr. Chu Kin Ming
Mr. Ho Wing Sum
Mr. Ho Siu Keung

AUTHORISED REPRESENTATIVES

Ms. Hou Lingling
Mr. Ng Ming Kwan

COMPANY SECRETARY

Mr. Ng Ming Kwan

AUDITOR

Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor
27/F, One Taikoo Place
979 King's Road
Quarry Bay, Hong Kong

REGISTERED OFFICE

2nd Floor, Century Yard
Cricket Square, P.O. Box 902
Grand Cayman KY1-1103
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

Unit 1, 17th Floor, Office Tower 1, The Harbourfront
18 Tak Fung Street, Kowloon East
Hong Kong

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Services (Cayman Islands) Limited
2nd Floor, Century Yard
Cricket Square, P.O. Box 902
Grand Cayman KY1-1103
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Union Registrars Limited
Suites 3301-04, 33/F.
Two Chinachem Exchange Square
338 King's Road
North Point, Hong Kong

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited
Hang Seng Bank Limited

STOCK CODE

01667

WEBSITE

www.milestone.hk

FINANCIAL HIGHLIGHTS

- Revenue for the six months ended 30 September 2021 was approximately HK\$66.5 million, representing an increase of 1.7% from approximately HK\$65.4 million for the six months ended 30 September 2020.
- Gross profit for the six months ended 30 September 2021 was approximately HK\$0.4 million (six months ended 30 September 2020: gross loss of approximately HK\$20.8 million).
- Administrative expenses for the six months ended 30 September 2021 were approximately HK\$16.4 million (six months ended 30 September 2020: approximately HK\$15.3 million).
- Loss attributable to the owners of the Company for the six months ended 30 September 2021 was approximately HK\$36.2 million (six months ended 30 September 2020: approximately HK\$39.9 million).
- The Board has resolved not to declare any interim dividend for the six months ended 30 September 2021.



MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS AND FINANCIAL REVIEW

Milestone Builder Holdings Limited (the “Company”) and its subsidiaries (which are collectively referred to as the “Group” or “our Group” or “we” or “our”) is an established contractor with job references in both private and public sectors in (i) building construction services; (ii) alteration, addition, fitting-out works and building services; (iii) repair and restoration of historic buildings (together “Construction and Engineering Services”); and (iv) property development and investment (“Property Development and Investment”).

Business Review

The following table sets out a breakdown of our total revenue during the six months ended 30 September 2021 (the “period”) and the comparative period according to our four major types of services:

	Six months ended 30 September			
	2021		2020	
	HK\$'000	%	HK\$'000	%
Building construction services	5,571	8.4	8,777	13.4
Alteration, addition, fitting-out works and building services	55,493	83.4	47,136	72.1
Repair and restoration of historic buildings	4,855	7.3	9,252	14.1
Property development and investment	589	0.9	252	0.4
Total	66,508	100.0	65,417	100.0

As at 30 September 2021, there were 2, 25 and 2 on-going projects in progress, pertaining to (i) building construction services, (ii) alteration, addition, fitting-out works and building services, and (iii) repair and restoration of historic buildings, respectively.

As at 30 September 2021, the aggregate amount of revenue expected to be recognised after 30 September 2021 of our on-going projects was approximately HK\$110.4 million.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

The following table sets out our completed contracts during the six months ended 30 September 2021 with contract sum of HK\$3 million or above:

Particulars of project	Main category of works	Expected project period ^(Note 1)
Alteration and addition works for a school in Tai Tam	Alteration, addition, fitting-out works and building services	March 2020 to July 2021
Refurbishment of public toilet to both the internal and external at Aldrich Bay	Alteration, addition, fitting-out works and building services	November 2019 to May 2020
Electrical, plumbing and drainage installation work for an industrial development project in Aberdeen	Alteration, addition, fitting-out works and building services	August 2018 to January 2020
Conversion works for a school in Shek Kip Mei	Alteration, addition, fitting-out works and building services	December 2020 to May 2021
Major repair for a school in Tai Wai	Alteration, addition, fitting-out works and building services	July 2021 to August 2021
Conversion works for a school in Shek Kip Mei	Alteration, addition, fitting-out works and building services	June 2021 to August 2021

Note:

1. Expected project period generally refers to the period in the original work programme of the project or the period stated in the contract or letter of acceptance or tender or order to commence or architects instruction and is subject to changes in the course of works.

The following table sets out brief details of our projects in progress as at 30 September 2021 with contract sum of more than HK\$3 million:

Particulars of project	Main category of works	Expected project period ^(Note 1)
Residential development in Ting Kau	Building construction services	September 2018 to December 2019
Lei Yue Mun Waterfront enhancement project	Building construction services	December 2020 to April 2022
Alteration and addition works for a residential building in Yuen Long	Alteration, addition, fitting-out works and building services	August 2018 to August 2019
Alteration and addition and renovation works for a project in Fanling	Alteration, addition, fitting-out works and building services	November 2018 to August 2020

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Particulars of project	Main category of works	Expected project period ^(Note 1)
Traffic improvement work for cemetery in Chai Wan	Alteration, addition, fitting-out works and building services	August 2020 to February 2021
Electrical and ACMV installation system in Kai Tak	Alteration, addition, fitting-out works and building services	October 2018 to November 2020
Plumbing and drainage installation work for an university in Clear Water Bay	Alteration, addition, fitting-out works and building services	October 2019 to May 2021
Refurbishment of Central Pier Waterfront sitting-out area	Alteration, addition, fitting-out works and building services	November 2020 to October 2021
Modifications of atrium roof for an university in Clear Water Bay	Alteration, addition, fitting-out works and building services	April 2021 to June 2022
Main contract works for setting up cold store in Yuen Long	Alteration, addition, fitting-out works and building services	November 2020 to April 2021
Fitting-out works for a Care & Attention Home for the Elderly in Kwun Tong	Alteration, addition, fitting-out works and building services	June 2021 to December 2021
Refurbishment of public toilet in Tsuen Wan	Alteration, addition, fitting-out works and building services	August 2021 to March 2022
Plumbing and drainage installation work for an office development project in North Point	Alteration, addition, fitting-out works and building services	June 2021 to November 2022
Restoration works for a Buddhist temple in Happy Valley	Repair and restoration of historic buildings	August 2020 to August 2021
Demolition and conservation works at Clock Tower in Homantin	Repair and restoration of historic buildings	January 2020 to May 2021

Note:

1. Expected project period generally refers to the period in the original work programme of the project or the period stated in the contract or letter of acceptance or tender or order to commence or architects instruction and is subject to changes in the course of works.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Major Licenses, Qualifications and Certifications

As at 30 September 2021, our Group has obtained the following major licenses, qualifications and certifications in Hong Kong:

Relevant authority/ Organisation	Relevant list/Category	License	Holder	Date of first grant/ Registration	Expiry date for existing license	Authorised contract value
WBDB ¹	Approved Contractors for Public Works – Buildings Category	Group A (probation) ²	Milestone Builder Engineering Limited (“Milestone Builder”)	2 May 2012	Not Applicable	Contracts of value up to HK\$100 million
WBDB	Approved Suppliers of Materials and Specialist Contractors for Public Works – Repair and Restoration of Historic Buildings Category ³	–	Milestone Builder	4 June 2013	Not Applicable	Not Applicable
WBDB	Approved Suppliers of Materials and Specialist Contractors for Public Works – Repair and Restoration of Historic Buildings Category ³	–	Milestone Specialty Engineering Limited (“Milestone Specialty”)	7 September 2017	Not Applicable	Not Applicable
WBDB	Approved Suppliers of Materials and Specialist Contractors for Public Works – Electrical Installation Category	Group II of Electrical Installation (probation)	Speedy Engineering & Trading Company Limited (“Speedy Engineering”)	21 June 2016	Not Applicable	Contracts/sub-contracts of value up to HK\$5.7 million
WBDB	Approved Suppliers of Materials and Specialist Contractors for Public Works – Plumbing Installation Category	Group I of Plumbing Installation	Speedy Engineering	25 May 2017	Not Applicable	Contracts/sub-contracts of value up to HK\$2.3 million
Buildings Department	Certificate of Registration of General Building Contractor ⁴	–	Milestone Builder	29 October 2008	14 October 2023	Not Applicable
Buildings Department	Certificate of Registration of Registered Minor Works Contractor ^{5,6}	Type A – D, F, G (Class I, II, III) ^{7,8}	Milestone Builder	2 September 2011	2 September 2023	Not Applicable
Buildings Department	Certificate of Registration of Specialist Contractor ⁹	Site Formation Works ¹⁰	Milestone Builder	27 September 2006	10 September 2024	Not Applicable
Buildings Department	Certificate of Registration of Registered Minor Works Contractor	Type A, B, D, E, F, G (Class II & III)	Speedy Engineering	7 March 2013	7 March 2022	Not Applicable
Buildings Department	Certificate of Registration of General Building Contractor ⁴	–	Speedy Engineering	28 February 2019	30 January 2022	Not Applicable

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

1. WBDB refers to the Works Branch Development Bureau (發展局工務科) of the Government. The Development Bureau has maintained the Contractor List and the Specialist List to monitor the eligibility of a contractor to tender for Government contracts.
2. A Group A (probation) contractor may tender for any number of Group A contracts (i.e. contracts of value up to HK\$100 million) in the same category, provided the total value of works in the Group A contracts that it already holds and the Group A contract being procured under the same category does not exceed HK\$100 million.
3. A Repair and Restoration of Historic Buildings Category contractor is eligible to tender for Government contracts relating to repair and restoration of historic buildings and structures.
4. Registered general building contractors (RGBC) may carry out general building works and street works which do not include any specialised works in the designated categories.
5. Minor Works Contractors are eligible to carry out various types of minor works.
6. Minor works are classified into three classes according to their scale, complexity and risk to safety and are subject to different degree of control. Minor works are grouped into seven types (i.e. Types A, B, C, D, E, F and G) according to their nature.
7. Type A (Alteration and Addition Works); Type B (Repair Works); Type C (Works relating to Signboards); Type D (Drainage Works); Type E (Works relating to Structures for Amenities); Type F (Finishes Works); and Type G (Demolition Works).
8. Class I (High degree of complexity and risk with 44 minor works items); Class II (Medium degree of complexity and risk with 40 minor works items); and Class III (Low degree of complexity and risk with 42 minor works items).
9. Registered specialist contractors may carry out specialised works in their corresponding categories in the sub-registers in which they have been entered. There are five categories of works designated as specialised works: demolition works, foundation works, ground investigation field works, site formation works and ventilation works.
10. All site formation works are specialised works of the site formation category save for the circumstances specified by the Buildings Department.

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

Development of the Group

The outbreak of the novel coronavirus (COVID-19) has affected businesses and individuals around the world dramatically, and posed severe challenges to the global economy in varying degrees. Hong Kong has plunged into deep recession. Overall investment spending continued to decrease amid subdued business sentiment. The Group's business performance has been severely affected unavoidably.

It has brought about additional uncertainties in the Group's operating environment and has impacted the Group's operations and financial position. The Group has been closely monitoring the impact of the developments on the Group's businesses and has put in place contingency measures.

Financial Review

Revenue

Revenue for the six months ended 30 September 2021 was approximately HK\$66.5 million, representing a slight increase of 1.7% from approximately HK\$65.4 million for the six months ended 30 September 2020.

Gross Profit/(Loss)

The Group's gross profit for the six months ended 30 September 2021 was approximately HK\$0.4 million (six months ended 30 September 2020: gross loss of approximately HK\$20.8 million). The profit was principally due to significant decrease in costs from approximately HK\$86.2 million for the six months ended 30 September 2020 to approximately HK\$66.2 million for the six months ended 30 September 2021. The decrease was due to additional costs incurred to catch up with the progress for the unexpected prolonged completion of certain projects during the period ended 30 September 2020.

Administrative Expenses

The Group's administrative expenses were approximately HK\$16.4 million during the six months ended 30 September 2021 (six months ended 30 September 2020: approximately HK\$15.3 million).

Loss before Tax and Loss attributable to the owners of the Company

During the six months ended 30 September 2021, the Group reported loss before income tax of approximately HK\$36.2 million (six months ended 30 September 2020: approximately HK\$39.9 million). The negative change was due to factors mentioned above.

Loss attributable to the owners of the Company was approximately HK\$36.2 million for the six months ended 30 September 2021 (six months ended 30 September 2020: approximately HK\$39.9 million).

MANAGEMENT DISCUSSION AND ANALYSIS (CONTINUED)

DEBTS AND CHARGE ON ASSETS

The total interest-bearing borrowings of the Group, including bank and other borrowings, loans from a shareholder and lease liabilities, was approximately HK\$103.7 million as at 30 September 2021 (31 March 2021: approximately HK\$98.9 million). Borrowings were denominated in Hong Kong dollars and interest rates of bank and other borrowings were charged at 2.75%–6.0% per annum. The Group currently does not have an interest rate hedging policy while the Group monitors interest rate risks continuously.

As at 30 September 2021, no assets of the Group were pledged to secure the Group's bank and other borrowings.

Save as disclosed elsewhere in this report, we did not have, at the closure of business on 30 September 2021, any loan capital issued nor any outstanding or agreed to be issued, bank overdrafts, loans or other similar indebtedness, liabilities under acceptances or acceptance credits, debentures, mortgages, charges, finance lease commitments, guarantees or other material contingent liabilities.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group has normally funded the liquidity and capital requirements primarily through capital contributions and loans from a shareholder and bank borrowings.

As at 30 September 2021, the Group had cash and bank balances of approximately HK\$12.6 million (31 March 2021: approximately HK\$17.2 million). The Group's gearing ratio and current ratio are as follows:

	As at	
	30 September 2021	31 March 2021
Current ratio	2.0	1.6
Gearing ratio	79%	68%

Current ratio is calculated based on the total current assets divided by the total current liabilities.

Gearing ratio is calculated based on the net debt (total debts including loans from a shareholder, lease liabilities and borrowings, less cash and bank balances) divided by total capital (summation of equity plus net debt).

The financial resources presently available to the Group include bank borrowings, other borrowings and loans from a shareholder and we have sufficient working capital for our future requirements.

PROSPECTS

Looking forward, various external and domestic factors that exacerbated the cyclical slowdown in global economic activities in 2021 might continue to influence our economic performance. The Directors believe that the stimulus packages from the HKSAR Government and Japan Government will help to cushion the hit from adverse impacts on the macroeconomic condition. The Directors consider that the Group is able to overcome the challenges by taking advantage of future opportunities and keeping competitive, by:

- (i) tendering with lower risk strategy;
- (ii) taking intense cost control measures;
- (iii) expanding the customer base; and
- (iv) broadening of servicing scopes.

FOREIGN EXCHANGE EXPOSURE

As at 30 September 2021 and for the period ended 30 September 2021, most of the assets, liabilities, income and expenditures of the Group are denominated in Hong Kong dollars (“HK\$”) (being the functional currency of the Group) and United States dollars (“US\$”) (being the currency that HK\$ pegged to under the Linked Exchange Rate System in Hong Kong) and hence, the Group does not have any material foreign exchange exposure. The Group has not implemented nor entered into any types of instruments or arrangements to hedge against currency exchange fluctuations.

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANIES

There were no significant investments held, material acquisitions or disposals of subsidiaries and associated companies during the six months ended 30 September 2021.

CAPITAL COMMITMENTS

As at 30 September 2021, the Group had no material capital commitments.

CONTINGENT LIABILITIES

Save as disclosed in Note 17 of this interim condensed consolidated financial information, the Group had no other contingent liabilities as at 30 September 2021.

EVENT AFTER THE REPORTING PERIOD

There have been no significant events occurred after 30 September 2021 and up to the date of this report.

EMPLOYEES AND REMUNERATION POLICY

As at 30 September 2021, the Group had 74 employees, including 49 staff and 25 workers (31 March 2021: 98 employees, including 70 staff and 28 workers). The remuneration policy and package of the Group's employees were periodically reviewed. Apart from Mandatory Provident Fund, salaries increment and discretionary bonuses may be awarded to employees according to the assessment of individual performance. The total staff costs incurred by the Group during the six months ended 30 September 2021 was approximately HK\$20.7 million (six months ended 30 September 2020: approximately HK\$24.7 million).

SHARE OPTION SCHEME

A share option scheme (the "Scheme") was conditionally adopted pursuant to a shareholders' written resolution of the Company passed on 13 March 2017 for the purpose of recognising and motivating the contributions that the eligible participants have made or may make to the Group.

No share options have been granted, exercised or cancelled under the Scheme since its adoption date and up to the date of this interim report and the total number of shares available for grant under the scheme was 80,000,000 shares, representing 10% of the issued share capital of the Company as at the adoption date of the scheme.

DISCLOSURE OF INTERESTS

As at 30 September 2021, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporations, within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”), as recorded in the register maintained by the Company pursuant to section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code as set out in Appendix 10 of the Listing Rules, were as follows:

(a) Directors’ Interests in Shares, Underlying Shares and Debentures

Name	Capacity/Nature of Interest	Number of shares held <small>(Note 1)</small>	Approximate percentage of the issued share capital of the Company
Ms. Hou Lingling (“Ms. Hou”)	Interest of a controlled corporation ^(Note 2)	720,000,000 (L)	75.00%

Notes:

1. The letter “L” denotes “long position” in such shares.
2. This represents interests held by Ms. Hou through Smart Excel Group Limited, which holds 720,000,000 shares. As Smart Excel Group Limited is wholly and beneficially owned by Ms. Hou, Ms. Hou is deemed to be interested in 720,000,000 shares held by Smart Excel Group Limited under Part XV of the SFO.

Save as disclosed above, as at 30 September 2021, neither the Directors nor the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

DISCLOSURE OF INTERESTS (CONTINUED)

(b) Shareholders' Interests in Shares and Underlying Shares

So far as the Directors are aware, as at 30 September 2021 the interests and short positions of the persons, other than the Directors or chief executive of the Company, in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO were as follows:

Name	Capacity/Nature of Interest	Number of shares held (Note 1)	Approximate percentage of the issued share capital of the Company
Aurum Hill Limited	Beneficial Owner	86,690,000 (L)	9.03%
Cheung Ting Kin ("Mr. Cheung")	Interest of a controlled corporation ^(Note 2)	86,690,000 (L)	9.03%

Notes:

1. The letter "L" denotes "long position" in such shares.
2. This represents interests held by Mr. Cheung through Aurum Hill Limited, which holds 86,690,000 Shares. As Aurum Hill Limited is wholly and beneficially owned by Mr. Cheung, Mr. Cheung is deemed to be interested in 86,690,000 Shares held by Aurum Hill Limited under Part XV of the SFO.

The Company's controlling shareholders have not pledged all or part of their interest in the Company's shares to secure the Company and its subsidiaries' debts or to secure guarantees or other support of their obligations.

Save as disclosed above, as at 30 September 2021, the Directors are not aware of any other persons who have interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the six months ended 30 September 2021.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

During the six months ended 30 September 2021 and up to the date of this report, none of the Directors are considered to have interests in any business which competes or is likely to compete with the businesses of the Group as required to be disclosed pursuant to the Listing Rules.

RESULTS AND DIVIDENDS

The results of the Group for the six months ended 30 September 2021 are set out in interim condensed consolidated statement of comprehensive income on page 16 of this interim report.

The Board has resolved not to declare any interim dividend for the six months ended 30 September 2021 (six months ended 30 September 2020: Nil).

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

Neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities for the six months ended 30 September 2021.

CORPORATE GOVERNANCE PRACTICES

During the six months ended 30 September 2021, the Company has applied the principles and code provisions as set out in the Corporate Governance Code (the "CG Code") contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code and all the Directors confirmed that they had complied with the required standard set out in the Model Code throughout the six months ended 30 September 2021 in response to the specific enquiry made by the Company.

The Board has established written guidelines no less exacting than the Model Code for relevant employees in respect of their dealings in the securities of the Company as required under the CG Code.

No incident of non-compliance of such guidelines by the relevant employees was noted by the Company.

AUDIT COMMITTEE AND REVIEW OF INTERIM RESULTS

The Company has established the Audit Committee which currently consists of three independent non-executive Directors with written terms of reference which deal clearly with its authority and duties.

The Group's interim condensed consolidated financial information for the six months ended 30 September 2021 have been reviewed by the Audit Committee.

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

	Notes	Six months ended 30 September	
		2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
REVENUE	4	66,508	65,417
Cost of sales		(66,156)	(86,196)
Gross profit/(loss)		352	(20,779)
Other income and gains, net	5	1,028	2,545
Administrative expenses		(16,435)	(15,273)
Fair value gain/(loss) on a financial asset at fair value through profit or loss		189	(2,052)
Other expenses		(15,426)	–
Finance costs	6	(5,861)	(4,302)
LOSS BEFORE TAX	7	(36,153)	(39,861)
Income tax expense	8	–	(31)
LOSS FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY		(36,153)	(39,892)
OTHER COMPREHENSIVE LOSS			
<i>Item that may be reclassified to profit or loss in subsequent periods</i>			
Exchange differences on translation of foreign operations		(521)	–
OTHER COMPREHENSIVE LOSS FOR THE PERIOD, NET OF TAX		(521)	–
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD ATTRIBUTABLE TO OWNERS OF THE COMPANY		(36,674)	(39,892)
		HK cents per share	HK cents per share
Loss per share attributable to the owners of the Company:			
Basic	10	(3.77)	(4.77)
Diluted	10	(3.77)	(4.77)

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
NON-CURRENT ASSETS			
Investment properties		12,775	35,595
Property, plant and equipment	11	52,275	53,555
Right-of-use assets		2,709	4,665
Financial asset at fair value through profit or loss		9,759	9,571
Goodwill	12	–	15,577
Deferred tax assets		5,913	5,913
Long-term deposits	13	815	815
Total non-current assets		84,246	125,691
CURRENT ASSETS			
Amounts due from joint ventures		749	419
Trade and other receivables, deposits and prepayments	13	26,407	31,649
Contract assets		234,886	229,352
Tax recoverable		726	775
Cash and bank balances		12,642	17,225
Total current assets		275,410	279,420
CURRENT LIABILITIES			
Amount due to a joint venture		–	280
Contract liabilities		16,268	16,481
Trade and other payables and accruals	14	67,976	80,095
Bank and other borrowings	15	48,055	78,265
Lease liabilities		2,575	3,119
Total current liabilities		134,874	178,240
NET CURRENT ASSETS		140,536	101,180
TOTAL ASSETS LESS CURRENT LIABILITIES		224,782	226,871

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

	Notes	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
NON-CURRENT LIABILITIES			
Bank and other borrowings	15	75,572	73,527
Loans from a shareholder	15	92,022	57,883
Lease liabilities		501	2,084
Deferred tax liabilities		1,479	1,495
Total non-current liabilities		169,574	134,989
Net assets		55,208	91,882
EQUITY			
Equity attributable to owners of the Company			
Share capital	16	96,000	96,000
Reserves		(40,792)	(4,118)
Total equity		55,208	91,882

Hou Lingling
Executive Director

Ma Gang
Executive Director

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to the owners of the Company						(Accumulated losses)/ retained earnings	Total equity
	Share capital	Share premium	Other reserves	Revaluation reserve	Exchange reserve	HK\$'000		
	HK\$'000 (note 16)	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
At 1 April 2020 (Audited)	80,000	12,791	4,789	11,508	(22)	15,905	124,971	
Loss for the period	-	-	-	-	-	(39,892)	(39,892)	
Total comprehensive loss for the period	-	-	-	-	-	(39,892)	(39,892)	
Issue of shares (note 16)	16,000	3,200	-	-	-	-	19,200	
At 30 September 2020 (Unaudited)	96,000	15,991	4,789	11,508	(22)	(23,987)	104,279	
At 1 April 2021 (Audited)	96,000	15,991*	4,789*	11,508*	499*	(36,905)*	91,882	
Loss for the period	-	-	-	-	-	(36,153)	(36,153)	
Other comprehensive income for the period:								
Exchange differences on translation of foreign operations	-	-	-	-	(521)	-	(521)	
Total comprehensive loss for the period	-	-	-	-	(521)	(36,153)	(36,674)	
Disposal of investment properties	-	-	-	(11,508)	-	11,508	-	
At 30 September 2021 (Unaudited)	96,000	15,991*	4,789*	-*	(22)*	(61,550)*	55,208	

* These reserve accounts comprise the consolidated deficit in reserves of HK\$40,792,000 (31 March 2021: HK\$4,118,000) in the interim condensed consolidated statement of financial position.

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES		
Cash used in operations	(26,404)	(38,175)
Income tax paid	(71)	(86)
Income tax refunded	120	–
Net cash flows used in operating activities	(26,355)	(38,261)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of items of property, plant and equipment	(12)	(5)
Purchase of a financial asset at fair value through profit or loss	–	(11,656)
Proceeds from disposal of investment properties	23,280	–
Proceeds from disposal of items of property, plant and equipment	–	116
Cash advance from/(to) a joint venture	–	(5)
Gross payment to pledged deposits	–	(30)
Interest received	–	31
Net cash flows from/(used in) investing activities	23,268	(11,549)
CASH FLOWS FROM FINANCING ACTIVITIES		
Interest paid	(1,132)	(3,932)
Proceeds from new bank and other borrowings	–	99,880
Repayments of bank borrowings	(30,942)	(57,321)
Principal elements of lease payments	(1,658)	(1,728)
Proceeds from loans from a shareholder	32,187	–
Net proceeds from issue of shares	–	19,200
Net cash flows from/(used in) financing activities	(1,545)	56,099
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		
Cash and cash equivalents at beginning of the period	17,225	1,594
Effect of foreign exchange rate changes, net	49	–
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	12,642	7,883
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS		
Cash and bank balances	12,642	35,681
Bank overdrafts	–	(27,798)
Cash and cash equivalents as stated in condensed consolidated statement of cash flows	12,642	7,883

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

1. CORPORATE AND GROUP INFORMATION

Milestone Builder Holdings Limited (the “Company”) was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law (as revised) of the Cayman Islands. The address of the Company’s registered office is 2nd Floor, Century Yard, Cricket Square, P.O. Box 902, Grand Cayman KY1-1103, Cayman Islands. The principal place of business of the Company is located at Unit 1, 17th floor, Office Tower 1, the Harbourfront, 18 Tak Fung Street, Kowloon.

The Company is an investment holding company and its subsidiaries (together the “Group”) provide (i) building construction services; (ii) alteration, addition, fitting-out works and building services; (iii) repair and restoration of historic buildings in Hong Kong (together “construction and engineering services”); and (iv) engage in property development and investment business.

The Company’s shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

2.1 BASIS OF PREPARATION

The unaudited interim condensed consolidated financial information for the six months ended 30 September 2021 has been prepared in accordance with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and compliance with Hong Kong Accounting Standard (“HKAS”) 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”). The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual consolidated financial statements for the year ended 31 March 2021. The accounting policies and basis of preparation adopted in the preparation of the unaudited interim condensed consolidated financial information are consistent with those applied in the preparation of the Group’s annual consolidated financial statements for the year ended 31 March 2021, except for the changes in accounting policies made thereafter in adopting the revised Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the HKICPA, which became effective for the first time for the current period’s interim financial information, as further detailed in note 2.2 below.

In preparing the unaudited interim condensed consolidated financial information, the directors of the Company have given careful consideration to the future liquidity of the Group. Taking into account the Group’s internal financial resources, available banking facilities and new banking facilities currently under negotiation, the directors of the Company considered that the Group will be able to continue as a going concern. Accordingly, the unaudited interim condensed consolidated financial information has been prepared on a going concern basis.

The interim condensed consolidated financial information has not been audited, but has been reviewed by audit committee of the Company.

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group’s annual consolidated financial statements for the year ended 31 March 2021, except for the adoption of the following revised Hong Kong Financial Reporting Standards (“HKFRSs”) for the first time for the current period’s financial information.

Amendments to HKFRS 9, HKAS 39 and HKFRS 7	<i>Interest Rate Benchmark Reform – Phase 2</i>
Amendment to HKFRS 16	<i>Covid-19-Related Rent Concessions</i>
Amendment to HKFRS 16	<i>Covid-19-Related Rent Concessions beyond 30 June 2021 (early adopted)</i>

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

The nature and impact of the revised HKFRSs are described below:

- (a) Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 address issues not dealt with in the previous amendments which affect financial reporting when an existing interest rate benchmark is replaced with an alternative risk-free rate (“RFR”). The phase 2 amendments provide a practical expedient to allow the effective interest rate to be updated without adjusting the carrying amount of financial assets and liabilities when accounting for changes in the basis for determining the contractual cash flows of financial assets and liabilities, if the change is a direct consequence of the interest rate benchmark reform and the new basis for determining the contractual cash flows is economically equivalent to the previous basis immediately preceding the change. In addition, the amendments permit changes required by the interest rate benchmark reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued. Any gains or losses that could arise on transition are dealt with through the normal requirements of HKFRS 9 to measure and recognise hedge ineffectiveness. The amendments also provide a temporary relief to entities from having to meet the separately identifiable requirement when an RFR is designated as a risk component. The relief allows an entity, upon designation of the hedge, to assume that the separately identifiable requirement is met, provided the entity reasonably expects the RFR risk component to become separately identifiable within the next 24 months. Furthermore, the amendments require an entity to disclose additional information to enable users of financial statements to understand the effect of interest rate benchmark reform on an entity’s financial instruments and risk management strategy.

The Group had certain interest-bearing bank borrowings denominated in Hong Kong dollars based on the Prime Rate as at 30 September 2021. Since the interest rates of these borrowings were not replaced by RFRs during the period, the amendment did not have any impact on the financial position and performance of the Group. If the interest rates of these borrowings are replaced by RFRs in a future period, the Group will apply this practical expedient upon the modification of these borrowings provided that the “economically equivalent” criterion is met.

- (b) Amendment to HKFRS 16 provides a practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the COVID-19 pandemic. The practical expedient applies only to rent concessions occurring as a direct consequence of the pandemic and only if (i) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change; (ii) any reduction in lease payments affects only payments originally due on or before 30 June 2021; and (iii) there is no substantive change to other terms and conditions of the lease. In April 2021, the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) issued another amendment to HKFRS 16 Covid-19-Related Rent Concessions beyond 30 June 2021 to extend the availability of the practical expedient for any reduction in lease payments that affects only payments originally due on or before 30 June 2022 (the “2021 Amendment”). The 2021 Amendment is effective retrospectively for annual periods beginning on or after 1 April 2021 with any cumulative effect of initially applying the amendment recognised as an adjustment to the opening balance of retained profits at the beginning of the current accounting period. Earlier application is permitted. The amendment did not have any impact on the financial position and performance of the Group.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has two reportable operating segments as follows:

- (a) Construction and engineering services – principally engaged in the provision of (i) building construction services; (ii) alteration, addition, fitting-out works and building services; and (iii) repair and restoration of historic buildings in Hong Kong; and
- (b) Property development and investment – principally engaged in the property development and investment business in Hong Kong and Japan.

The Group's revenue from external customers from each operating segment is set out in note 4 to the interim condensed consolidated financial information.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. The management assesses the performance of the operating segments based on a measure of adjusted earnings before interest expense, taxes, depreciation and amortisation ("EBITDA")/loss before interest expense, taxes, depreciation and amortisation ("LBITDA").

	Construction and engineering services HK\$'000 (Unaudited)	Property development and investment HK\$'000 (Unaudited)	Total HK\$'000 (Unaudited)
Six months ended 30 September 2021			
Segment revenue (note 4)	65,919	589	66,508
Segmental EBITDA/(LBITDA)	(28,615)	340	(28,275)
Depreciation	(1,511)	(695)	(2,206)
Segment results	(30,126)	(355)	(30,481)
Reconciliation:			
Finance costs			(5,861)
Fair value gain on a financial asset at fair value through profit or loss			189
Loss before tax			(36,153)
Income tax expense			–
Loss for the period attributable to owners of the Company			(36,153)

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

3. OPERATING SEGMENT INFORMATION (Continued)

	Construction and engineering services HK\$'000 (Unaudited)	Property development and investment HK\$'000 (Unaudited)	Total HK\$'000 (Unaudited)
Six months ended 30 September 2020			
Segment revenue (note 4)	65,165	252	65,417
Segmental EBITDA/(LBITDA)	(33,576)	204	(33,372)
Depreciation	(2,218)	–	(2,218)
Segment results	(35,794)	204	(35,590)
Reconciliation:			
Bank interest income			31
Finance costs			(4,302)
Loss before tax			(39,861)
Income tax expense			(31)
Loss for the period attributable to the owners of the Company			(39,892)

Geographical information

(a) Revenue from external customers

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Hong Kong	66,172	65,417
Japan	336	–
	66,508	65,417

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

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

4. REVENUE

An analysis of revenue is as follows:

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
<i>Revenue from contracts with customers:</i>		
Provision of construction and engineering services		
– Building construction services	5,571	8,777
– Alteration, addition, fitting-out works and building services	55,493	47,136
– Repair and restoration of historic buildings	4,855	9,252
	65,919	65,165
<i>Revenue from other sources:</i>		
Property development and investment		
– Gross rental income from investment property operating leases	589	252
	66,508	65,417

Revenue from contracts with customers

(a) Disaggregated revenue information

The disaggregated revenue information is set out in the table above. Revenue from the provision of construction and engineering services are recognised over time and included in “Construction and engineering services” segment for segment reporting purpose. The following table shows the amounts of revenue recognised in the current reporting period that were included in the contract liabilities at the beginning of the reporting period:

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:		
Provision of construction and engineering services	11,173	3,937

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

4. REVENUE (Continued)

Revenue from contracts with customers (Continued)

(b) Performance obligations

The performance obligation is satisfied over time as construction and engineering services are rendered and payment is generally due within 30 days from the date of issuance of payment certificate. A certain percentage of payment is retained by customers until the end of the retention period as the Group's entitlement to the final payment is conditional on the satisfaction of the service quality by the customers over a certain period as stipulated in the contracts.

The amount of transaction prices allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 30 September are as follows:

	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Amounts expected to be recognised as revenue:		
Within one year	110,391	18,539
After one year	–	88,643
	110,391	107,182

The amounts of transaction prices allocated to the remaining performance obligations which are expected to be recognised as revenue after one year relate to construction works, of which the performance obligations are to be satisfied within two years. All the other amounts of transaction prices allocated to the remaining performance obligations are expected to be recognised as revenue within one year. The amounts disclosed above do not include variable consideration which is constrained.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

5. OTHER INCOME AND GAINS, NET

An analysis of the Group's other income and gains, net is as follows:

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Other income		
Bank interest income	–	31
Government grants (note)	28	2,233
Rental income	17	–
Others	110	56
	155	2,320
Gains, net		
Gains on disposal of items of property, plant and equipment, net	–	116
Gains on disposal of investment properties	460	–
Foreign exchange differences, net	401	109
Others	12	–
	873	225
	1,028	2,545

Note: Government grants recognised were related to anti-epidemic fund and on-the-job training allowance for the construction industry. There were no unfulfilled conditions and other contingencies attached to the receipts of those grants.

6. FINANCE COSTS

An analysis of finance costs is as follows:

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Interest on bank and other borrowings	1,030	3,807
Interest on lease liabilities	102	125
Interest on interest-free loans from shareholders:		
unwinding of discount (note (i))	–	370
Interest on interest-free loans from former shareholders:		
unwinding of discount (note (i))	2,777	–
Interest on loan from a shareholder (note (ii))	1,952	–
	5,861	4,302

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

6. FINANCE COSTS (Continued)

Notes:

- (i) During the six months ended 30 September 2021, interest expenses of approximately HK\$2,777,000 (six months ended 30 September 2020: HK\$370,000) represented the unwinding of discount on loans from former shareholders (six months ended 30 September 2020: shareholders) of HK\$114,402,000 (six months ended 30 September 2020: HK\$14,402,000) that bear no interest and discounted using the prevailing market interest rate of 5.5% (six months ended 30 September 2020: 5.5%).
- (ii) Interest expenses of approximately HK\$1,952,000 (six months ended 30 September 2020: Nil) was recognised from loan from another shareholder at fixed interest rate of 6% per annum (six months ended 30 September 2020: Nil).

7. LOSS BEFORE TAX

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

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Construction cost recognised in cost of sales [#]	65,212	86,148
Direct operating expenses (including repair and maintenance) arising from rental-earning investment properties [#]	944	48
Depreciation of property, plant and equipment	707	433
Depreciation of right-of-use assets	1,499	1,785
Impairment on goodwill [^] (note 12)	15,577	–
Reversal of impairment of trade receivables [^]	(24)	–
Reversal of impairment of contract assets [^]	(311)	–
Impairment of other receivables [^]	184	–
Foreign exchange differences, net	(401)	(109)

[^] The amounts are included in "Other expenses" in the condensed consolidated statement of profit or loss and other comprehensive income.

[#] The amounts are included in "Cost of sales" in the condensed consolidated statement of profit or loss and other comprehensive income.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

8. INCOME TAX EXPENSE

No provision for Hong Kong profits tax has been made as the Group did not generate any assessable profits arising in Hong Kong during the six months ended 30 September 2021.

Hong Kong profits tax had been provided at the rate of 16.5% on the estimated assessable profits arising in Hong Kong during the six months ended 30 September 2020.

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Current tax – Hong Kong		
Charge for the period	–	34
Underprovision/(overprovision) in prior periods	–	–
	–	34
Deferred	–	(3)
	–	31
Income tax expense	–	31

9. DIVIDENDS

The directors of the Company did not recommend the payment of a dividend for the six months ended 30 September 2021 (six months ended 30 September 2020: Nil).

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

10. LOSS PER SHARE ATTRIBUTABLE TO THE OWNERS OF THE COMPANY

The calculation of the basic loss per share amount is based on the loss for the period attributable to the owners of the Company, and the weighted average number of ordinary shares of 960,000,000 (six months ended 30 September 2020: 836,721,000) in issue during the six months ended 30 September 2021.

The Group had no potentially dilutive ordinary shares in issue during the six months ended 30 September 2021 and 2020.

The calculations of the basic and diluted loss per share are based on:

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Loss		
Loss attributable to the owners of the Company used in the basic and diluted loss per share calculation	(36,153)	(39,892)

	Number of shares Six months ended 30 September	
	2021 '000 (Unaudited)	2020 '000 (Unaudited)
Shares		
Weighted average number of ordinary shares in issue during the period used in the basic loss per share calculation	960,000	836,721

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

11. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2021, the Group acquired assets at a cost of HK\$12,000 (six months ended 30 September 2020: HK\$5,000). No disposal of assets was recorded by the Group during the six months ended 30 September 2021. Assets with a net book value of nil were disposed of by the Group during the six months ended 30 September 2020, resulting in a net gain on disposal of HK\$116,000.

12. GOODWILL

Goodwill acquired through a business combination in 2021 is allocated to Japan property investment business cash-generating unit, which is included in property development and investment segment, for impairment testing. The carrying amount of goodwill (net of accumulated impairment losses) as at 30 September 2021 is nil (31 March 2021: HK\$15,577,000).

Japan property investment business cash-generating unit

The recoverable amount of the Japan property investment business cash-generating unit has been determined based on a value in use calculation using cash flow projections based on financial budgets covering a five-year period approved by senior management. The pre-tax discount rate applied to the cash flow projections is 5.6% (31 March 2021: 4.5%). The growth rate used to extrapolate the cash flows of the Japan property investment business cash-generating unit beyond the five-year period is 1.8% (31 March 2021: 0.1%) which was the same as the long term average growth rate of Japan property investment industry.

During the six months ended 30 September 2021, there is decline in financial performance of Japan property investment business for the period and expected continuous decline in the forecast period due to the continuous adverse effects impacted by the COVID-19 pandemic that led to lag of Japan economic recovery. The directors of the Company have determined a full impairment of goodwill amounted to HK\$15,577,000 (six months ended 30 September 2020: Nil) which was recognised in the interim condensed consolidated statement of profit or loss for the period (note 7).

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

13. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	Note	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Trade receivables	(a)	11,959	22,965
Impairment on trade receivables		(328)	(352)
		11,631	22,613
Prepayments, deposits and other receivables:			
Prepayments		2,982	3,259
Deposits		1,540	1,712
Other receivables		11,382	5,009
Impairment on other receivables		(313)	(129)
		15,591	9,851
Portion classified as current assets		27,222 (26,407)	32,464 (31,649)
Non-current portion		815	815

Note:

- (a) Trade receivables represented receivables for contract works. The payment terms of contract works receivables are stipulated in the relevant contracts and payments are normally due within 30 days from the date of issuance of the payment certificate.

An ageing analysis of trade receivables as at the end of the reporting period, based on the payment certificate date and net of loss allowance, is as follows:

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Less than 30 days	5,923	19,336
31 to 60 days	1,002	15
61 to 90 days	186	8
Over 90 days	4,520	3,254
	11,631	22,613

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

14. TRADE AND OTHER PAYABLES AND ACCRUALS

	Notes	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Trade payables	(a)	60,289	72,158
Other payables and accruals	(b)	7,687	7,937
		67,976	80,095

Notes:

- (a) Credit terms granted to the Group by its suppliers and subcontractors vary from contract to contract. The Group's suppliers and subcontractors, on average, grant the Group a credit period of mostly 30 days to 60 days upon the issuance of an invoice.

An ageing analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Less than 30 days	29,575	35,063
31 to 60 days	311	1,977
61 to 90 days	108	2,228
Over 90 days	30,295	32,890
	60,289	72,158

- (b) Other payables and accruals

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Accrued staff costs and pension obligations	5,183	3,492
Accrued expenses	1,756	2,816
Other payables	748	1,629
	7,687	7,937

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

15. BANK AND OTHER BORROWINGS AND LOANS FROM A SHAREHOLDER

	Notes	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Bank borrowings	(i)	7,382	34,599
Other borrowings	(ii)	116,245	117,193
		123,627	151,792
Current portion		(48,055)	(78,265)
Non-current portion		75,572	73,527
Loans from a shareholder			
Non-current portion	(iii)	92,022	57,883

Notes:

- (i) The Group's bank borrowings and overdrafts are repayable as follows:

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Within one year or on demand	7,382	34,599

Bank borrowings due for repayment after one year which contain a repayment on demand clause are classified as current liabilities.

Bank borrowings due for repayment, based on the scheduled repayment dates set out in the loan agreements and without taking into account the effect of any repayment on demand clause are as follows:

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Within one year	4,331	29,368
In the second year	3,051	4,391
In the third to fifth years, inclusive	-	840
	7,382	34,599

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

15. BANK AND OTHER BORROWINGS AND LOANS FROM A SHAREHOLDER (Continued)

Notes: (Continued)

(i) (Continued)

As at 30 September 2021, certain of the Group's bank borrowings are secured by personal guarantee from directors of construction and engineering services segment amounting to HK\$10,811,000 (31 March 2021: HK\$10,811,000).

These bank borrowings carry floating rates at the Prime Rate plus or minus a margin and the exposure of these bank borrowings to interest rate charges and the contractual repricing dates are six months or less. The weighted average interest rate was 2.75% per annum (31 March 2021: 4.47% per annum) as at 30 September 2021.

As at 30 September 2021, all the bank and other borrowings of the Group are denominated in HK\$. As at 31 March 2021, other than certain bank borrowings with a carrying amount of HK\$25,097,000 denominated in Japanese Yen, all the bank and other borrowings of the Group are denominated in HK\$.

As at 30 September 2021, total undrawn bank facilities amounted to HK\$1,549,000 (31 March 2021: HK\$5,253,000).

(ii) The Group's other borrowings are repayable as follows:

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Within one year	40,673	43,666
In the second year	75,572	73,527
	116,245	117,193

Other borrowings of approximately HK\$106,245,000 from key management as at 30 September 2021 are unsecured, interest-free, repayable in two years from the drawdown dates and denominated in HK\$ (31 March 2021: HK\$107,193,000).

Other borrowings of approximately HK\$10,000,000 as at 30 September 2021 (31 March 2021: HK\$10,000,000) bear interest at 6% per annum, unsecured and are repayable by 12 August 2022 and denominated in HK\$.

(iii) Loans from a shareholder of approximately HK\$83,248,000 as at 30 September 2021 (31 March 2021: HK\$49,109,000) bear interest at 6% per annum, unsecured and are repayable on demand from 1 July 2023 and denominated in HK\$.

Loans from a shareholder of approximately HK\$8,774,000 as at 30 September 2021 and 31 March 2021 are unsecured, interest-free, repayable on demand from 1 July 2023 and denominated in HK\$.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

16. SHARE CAPITAL

	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Authorised: 2,000,000,000 ordinary shares of HK\$0.1 each	200,000	200,000
Issued and fully paid: 960,000,000 ordinary shares of HK\$0.1 each	96,000	96,000

	Number of ordinary shares	Nominal value of ordinary shares HK\$'000	Share premium HK\$'000
Issued and fully paid:			
At 1 April 2020	800,000,000	80,000	12,791
Issue of shares (note (a))	160,000,000	16,000	3,200
At 31 March 2021, 1 April 2021 and 30 September 2021	960,000,000	96,000	15,991

Notes:

- (a) On 7 August 2020, the Company entered into a placing agreement with CIS Securities Asset Management Limited and Plutus Securities Limited (collectively as the "Placing Agents"), pursuant to which, the Placing Agents agreed to procure not less than six placees to subscribe an aggregate of 160,000,000 new ordinary shares of the Company at a placing price of HK\$0.125 per share. The placing was completed on 20 August 2020 and the Group raised a total of HK\$20 million, before expenses.
- (b) Share options of the Company

The Company operates a share option scheme (the "Scheme") for the purpose of recognising and encouraging the contributions that the eligible participants have made or may make to the Group. Eligible participants of the Scheme include, but are not limited to, the Group's employees and executive and non-executive directors. The Scheme has been conditionally approved and adopted on 13 March 2017 and unless otherwise cancelled or amended, will remain valid and effective for a period of 10 years from that date. No share options have been granted, exercised or cancelled under the Scheme since its adoption date.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

17. CONTINGENT LIABILITIES

The Group's contingent liabilities were as follows:

	As at	
	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Surety bonds	8,451	4,747

Note: As at 30 September 2021, the Group provided guarantees of surety bonds in respect of 5 (31 March 2021: 3) construction contracts of the Group in its ordinary course of business. The surety bonds are expected to be released in accordance with the terms of the respective construction contracts.

18. RELATED PARTY BALANCES AND TRANSACTIONS

- (a) In addition to the transactions and balances detailed elsewhere in the financial statements, the Group had the following transactions with related parties during the period:

	Notes	Six months ended 30 September	
		2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Hotel management fee paid to Popsible Hospitality Management Limited	(i), (ii)	32	–
Management fee from 泊舍不動産開發株式会社	(i), (iii)	–	18
Purchase of materials and consumables from related companies	(i), (iv)	–	9

Notes:

- (i) The pricing of these transactions was determined based on mutual negotiation between the Group and the related parties.
- (ii) The amount for the six months ended 30 September 2021 represented hotel management fee paid to Popsible Hospitality Management Limited, the joint venture. No hotel management fee was paid by the Group before the completion of the acquisition of the subsidiary on 26 February 2021.
- (iii) This entity was a joint venture of the Group for the six months ended 30 September 2020 and until 26 February 2021, the date on which the Group acquired the remaining 30% equity interest of this entity. Since then, the entity becomes a wholly-owned subsidiary of the Company.
- (iv) These entities were controlled by Mr. Leung Kam Fai and Mr. Lam Ka Ho, directors and shareholders of the Company during the six months ended 30 September 2020 and until 31 December 2020, the date on which both of them disposed of their entire equity interests of the related companies.

None of the above related party transactions falls under the definition of connected transaction or continuing connected transaction as defined in Chapter 14A of the Listing Rules.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

18. RELATED PARTY BALANCES AND TRANSACTIONS (Continued)

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

	Six months ended 30 September	
	2021 HK\$'000 (Unaudited)	2020 HK\$'000 (Unaudited)
Salaries, allowances and benefits in kind	4,056	4,187
Discretionary bonuses	–	–
Retirement benefit costs – defined contribution plans	27	54
	4,083	4,241

- (c) Outstanding balances with related parties:

	Note	30 September 2021 HK\$'000 (Unaudited)	31 March 2021 HK\$'000 (Audited)
Amounts due from joint ventures			
Popsible Hospitality Management Limited	(i)	415	419
泊舍ホテル経営株式会社	(i)	334	–
		749	419
Amount due to a joint venture			
泊舍ホテル経営株式会社	(i)	–	(280)

Note:

- (i) The balances are unsecured, interest-free, repayable on demand and denominated in HK\$.

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

Management has assessed that the fair values of cash and bank balances, pledged deposits, current portion of financial assets included in trade and other receivables, deposits and prepayments, financial liabilities included in trade and other payables and accruals, amounts due from/to joint ventures and current portion of bank and other borrowings approximate to their carrying amounts largely due to the short term maturities of these instruments.

The fair values of long-term deposits and the non-current portion of loans from a shareholder and bank and other borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Group did not have any financial liabilities measured at fair values as at 30 September 2021 and 31 March 2021.

Fair value hierarchy

Assets for which fair values are disclosed

As at 30 September 2021 (Unaudited)

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Long-term deposits	–	815	–	815

As at 31 March 2021 (Audited)

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Long-term deposits	–	815	–	815

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (CONTINUED)

19. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Fair value hierarchy (Continued)

Liabilities for which fair values are disclosed

As at 30 September 2021 (Unaudited)

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Bank and other borrowings, non-current portion	–	75,572	–	75,572
Loans from a shareholder	–	–	92,022	92,022
	–	75,572	92,022	167,594

As at 31 March 2021 (Audited)

	Fair value measurement using			Total HK\$'000
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	
Bank and other borrowings, non-current portion	–	73,527	–	73,527
Loans from a shareholder	–	–	57,883	57,883
	–	73,527	57,883	131,410

20. COMPARATIVE AMOUNTS

Certain comparative amounts have been reclassified and re-presented to conform to the current period's presentation.

21. APPROVAL OF THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

These condensed consolidated financial information were approved and authorised for issue by the board of directors on 29 November 2021.



Milestone Builder Holdings Limited

進階發展集團有限公司