KPa-BM Holdings Limited
應力控股有限公司*

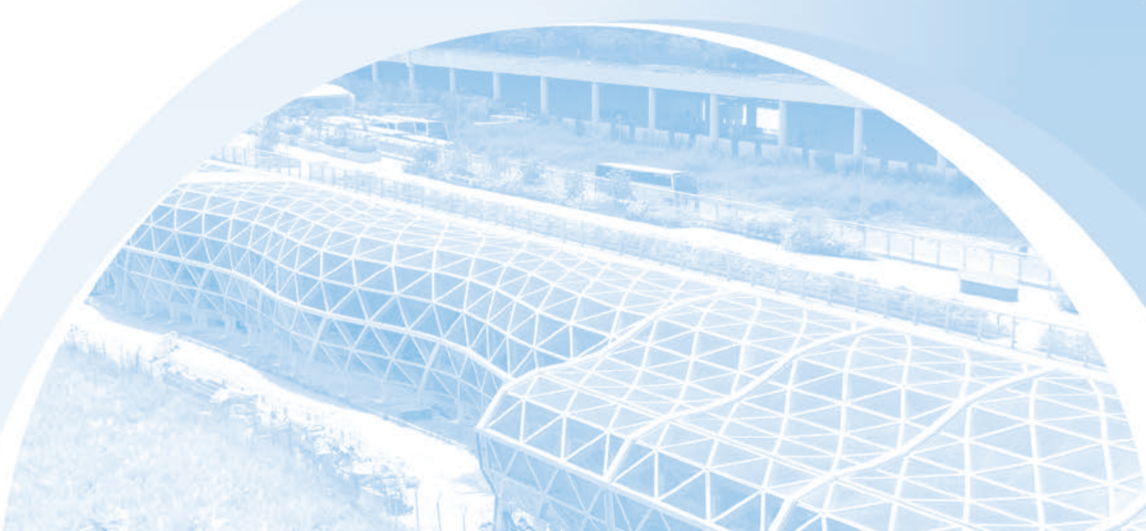
(incorporated in the Cayman Islands with limited liability)

Stock code: 2663

2022
ANNUAL REPORT

* For identification purpose only

Contents



Corporate Information

BOARD OF DIRECTORS (THE "BOARD")

Executive Directors

Mr. Yip Pak Hung *(Chairman)*
Mr. Wai Yat Kin *(Chief Executive Officer)*

Independent Non-Executive Directors

Ms. Lai Pik Chi, Peggy
Mr. Lam Chi Wai, Peter
Dr. Yeung Kit Ming

AUDIT COMMITTEE

Ms. Lai Pik Chi, Peggy *(Chairman)*
Mr. Lam Chi Wai, Peter
Dr. Yeung Kit Ming

NOMINATION COMMITTEE

Dr. Yeung Kit Ming *(Chairman)*
Ms. Lai Pik Chi, Peggy
Mr. Lam Chi Wai, Peter

REMUNERATION COMMITTEE

Mr. Lam Chi Wai, Peter *(Chairman)*
Ms. Lai Pik Chi, Peggy
Dr. Yeung Kit Ming

COMPANY SECRETARY

Mr. Chan Sun Kwong *FCPA FCA FCCA FCIS FCS*

PRINCIPAL BANKERS

The Hong Kong and Shanghai Banking
Corporation Limited
Level 10, HSBC Main Building
1 Queen's Road Central
Hong Kong

Citibank N.A.
21/F., Tower 1
The Gateway, Harbour City
Kowloon, Hong Kong

REGISTERED OFFICE

Windward 3, Regatta Office Park
P.O. Box 1350
Grand Cayman, KY1-1108
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

27/F, The Octagon
6 Sha Tsui Road
Tsuen Wan, 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

AUTHORISED REPRESENTATIVES

Mr. Yip Pak Hung
Mr. Chan Sun Kwong

AUDITOR

BDO Limited
Certified Public Accountants
25th Floor, Wing On Centre
111 Connaught Road Central
Hong Kong

COMPANY'S WEBSITE

www.kpa-bm.com.hk

STOCK CODE

2663

Chairman's Statement

Dear Shareholders,

On behalf of the board of directors ("**Board**") of KPa-BM Holdings Limited (the "**Company**"), I am pleased to present the annual report of the Company together with its subsidiaries (the "**Group**") for the year ended 31 March 2022 (the "**Year**" or "**FY2022**").

The progress of majority of projects resumed as the epidemic gradually eases in 2021, therefore, the impact on the Group's revenue in the first three quarters was not significant. Unfortunately, the fifth wave of community outbreak of COVID-19 in Hong Kong made the last quarter of the Year challenging. The Group experienced delay in the progress of some projects because of the delay of other stage prior to the Group's construction works resulted from interrupted work programme which led to extra labour and plant cost. Moreover, the lockdowns in mainland China also disrupting the cross-border supply chain, transportation charge were also higher than the Previous Year.

Aside from the impacts of COVID-19, the complex international situation such as the war in Ukraine and quantitative tightening by the United States Federal Reserve, also exerting enormous operating pressure on businesses. Most obvious impact is sharp rise in the prices of energy and commodity. This is especially true of steel price which had risen to new records during the Year and inevitably have impacts on our contract cost.

In spite of the uncertain business environment, construction market has remained relatively stable. The Group has successfully secured several new contracts during the Year and the outstanding contract sum of the Group's contracts on hand has reached a new record amounted to HK$1,135 million as at 31 March 2022 as compared to HK$1,032 million as at 31 March 2021. The HKSAR Government continues to adopt expansionary fiscal policy and commission infrastructure projects. As mentioned by the Chief Executive of the HKSAR Government in the 2021 Policy Address, it plans to develop the northern part of Hong Kong into a metropolitan area of 300 square kilometres and is committed to several railway projects in the outskirt areas. Accordingly, we expect that there will be a steady flow of construction contracts from the public sector in the coming years.

I would like to take this opportunity to express my respect and appreciation to my fellow Board members, management team, staff members for their hard work and dedication. I would also like to thank our suppliers, subcontractors, other business partners and, most importantly, our shareholders and customers for their continuous support.

The Board is pleased to share the Group's performance with our shareholders and recommends the payment of a final dividend of HK1.5 cents per share.

On behalf of the Board,

Yip Pak Hung
Chairman and Executive Director

Hong Kong, 24 June 2022

Management Discussion and Analysis

The Board is pleased to present the annual results of the Group for the year ended 31 March 2022 (the "**Year**" or "**FY2022**"), together with the comparative figures for the corresponding year ended 31 March 2021 (the "**Previous Year**" or "**FY2021**").

Business Activities

The Group is principally engaged in (i) provision of structural engineering works with a focus on design and build projects in Hong Kong; (ii) supply of building material products together with installation services of such products in Hong Kong; and (iii) trading of building material products predominately in Hong Kong. There has been no significant change in the business operations of the Group. During the Year, the Group recognised revenue from rendering structural engineering works and supply and installation of building material products as well as trading of building material products.

Business Review

During the Year, the Group recorded a revenue of approximately HK$494.2 million, representing an increase of approximately HK$35.7 million or 7.8% from HK$458.5 million for the Previous Year. The increase in revenue was mainly due to the progress of newly obtained key projects was favorable. The following table sets forth the major projects undertaken by the Group during the Year.

Major projects undertaken by the Group during the Year	**Revenue recognised during the Year** HK$ million	**Status as at 31 March 2022**	**Expected completion date**
Structural Steel and Roof Work in Lamma Island Unit 12	155.55	Ongoing	June 2022
Structural Steel and Roof Work in Lamma Island Unit 11	43.53	Ongoing	October 2022
Supply, Fabrication and Installation of Structural Steel Works in a commercial building in Central	38.56	Ongoing	September 2022
Design, Supply and Fixing of Roof Cladding Works for Certain Sports Facilities in Kowloon City	35.05	Ongoing	April 2024
The Renovation of Guestroom and Corridor at a hotel in Tsim Sha Tsui	30.59	Ongoing	March 2023

FUTURE PROSPECTS

The Group's outstanding contracts on hand as at 31 March 2022 grew to HK$1,135 million, including the following projects with estimated outstanding contract sum of over HK$50 million each as at 31 March 2022:

Projects with outstanding contract sum of over HK$50 million as at 31 March 2022	**Status as at 31 March 2022**	**Expected completion date**
Structural Steel and Roof Work in Lamma Island Unit 12	Ongoing	June 2022
Glass Box and Footbridge Upgrading Works Contract for a Commercial Building in Central	Ongoing	March 2023
Noise Barrier Project in Anderson Road	Ongoing	January 2024
Design, Supply and Fixing of Roof Cladding Works for Certain Sports Facilities in Kowloon City	Ongoing	April 2024
Main Plaza Canopy & Western Bridge Canopy for Certain Sports Facilities in Kowloon City	Ongoing	April 2024
Noise Barrier Project in Fanling North Development Area	Ongoing	June 2024

The construction market has been growing steadily in the past few years due to the strong demands for residential units and commercial building and also the Hong Kong Government's implementation of long-term policies on housing supply and infrastructural development. As the Group's track record, reputation and technical capability and capacity grew over the years, we have been able to tap into a market segment of higher entry threshold and secure larger scale projects from public service operators, governmental bodies, and private developers.

Although Hong Kong's economy has been affected since the COVID-19 outbreak in early 2020 and even worsen because of the fifth wave of community outbreak in the first quarter of 2022, the government continues to adopt expansionary fiscal policy and commission infrastructure projects. As mentioned by the Chief Executive of the HKSAR Government in the 2021 Policy Address, the government proposed to develop the northern part of Hong Kong into a metropolitan area of 300 square kilometres and is committed to several railway projects in the outskirt areas. Accordingly, we expect that there will be a steady flow of construction contracts from the public sector in the coming years.

FINANCIAL HIGHLIGHTS

	Year ended 31 March 2022 HK$'000	2021 HK$'000	Percentage change Increase/ (Decrease)
Revenue	**494,170**	458,493	7.8%
Cost of revenue	**433,457**	357,840	21.1%
Gross profit	**60,713**	100,653	(39.7%)
Profit before income tax	**14,620**	59,195	(75.3%)
Net profit	**11,505**	50,171	(77.1%)
Profit before income tax (excluded non-recurring income)	**14,620**	54,389	(73.1%)
Net profit (excluded non-recurring income)	**11,505**	45,365	(74.6%)
Earnings per share (HK cents)	**1.92**	8.36	(77.0%)

	As at 31 March 2022 HK$'000	2021 HK$'000	Percentage change Increase/ (Decrease)
Current assets	**374,996**	386,205	(2.9%)
Current liabilities	**148,501**	157,337	(5.6%)
Total assets	**402,126**	431,393	(6.8%)
Total equity	**247,365**	268,225	(7.8%)

	Year ended 31 March 2022	2021
Key Performance Indices		
Gross profit margin	**12.3%**	22.0%
Net profit margin	**2.3%**	10.9%
Return on equity	**4.7%**	18.7%
Return on total assets	**2.9%**	11.6%

	As at 31 March 2022	2021
Current ratio *(times)*	**2.5**	2.5
Gearing ratio *(%)*	**6.6**	4.3

FINANCIAL REVIEW

Revenue

For the Year, the Group recorded revenue of approximately HK$494.2 million, which was increased by approximately 7.8% as compared to that of approximately HK$458.5 million for the Previous Year. Such increase was because the progress of newly obtained key projects was favorable.

Cost of Revenue and Gross Profit

The Group's cost of revenue mainly comprised material and processing charges and subcontracting charges. For the Year, the Group's cost of revenue amounted to approximately HK$433.5 million, representing an increase of approximately 21.1% as compared to that of approximately HK$357.8 million for the Previous Year.

The Group recorded gross profit of approximately HK$60.7 million for the Year, representing a decrease of approximately 39.7% as compared to that of approximately HK$100.7 million for the Previous Year owing to the drop in gross profit margin. Gross profit margin of the Group decreased to approximately 12.3% for the Year from approximately 22.0% for the Previous Year. The management considered that there were several main factors leading to the thin gross profit margin of the major projects. (1) Material prices had increased in general during the Year. The market price of steel had risen to new records during the Year and therefore the Group has incurred higher material costs for the construction contracts. (2) Transportation charge substantially increased due to the negative impact on cross-border transport and logistics caused by the fifth wave of community outbreak of COVID-19 in Hong Kong. (3) The Group incurred extra labour and plant costs during idling time resulted from interrupted work programme in some construction sites.

Other Income

The Group recorded other income of approximately HK$1.3 million for the Year, which mainly comprised rental income of approximately HK$0.5 million, a write back of trade payables of approximately HK$0.4 million and a gain on disposal of property, plant and equipment of approximately HK$0.1 million, whereas other income for the Previous Year mainly comprised one-off pandemic relief government grants of approximately HK$4.8 million and rental income of approximately HK$0.9 million.

Administrative and Other Operating Expenses

The Group's administrative and other operating expenses for the Year were approximately HK$41.9 million, representing a decrease of approximately HK$1.5 million from approximately HK$43.4 million for the Previous Year. Such decrease was mainly due to decrease in Directors' remuneration of approximately HK$1.8 million because of reduction in discretionary bonus to Directors.

Finance Costs

For the Year, the Group's finance costs were approximately HK$1.2 million (FY2021: HK$0.9 million), representing an increase of approximately HK$0.3 million or 33.3%, which was mainly due to more bank borrowings were drawdown during the Year.

Income Tax Expense

The Group incurred income tax expense of approximately HK$3.1 million and HK$9.0 million for the Year and the Previous Year, respectively, representing effective tax rate of approximately 21.3% and 15.2%, respectively. The higher effective tax rate for the Year was because there was a balancing charge on the disposal of investment properties.

Profit for the Year

As a result of the decrease in gross profit and the absence of one-off government grants as mentioned above, the Group's profit for the Year decreased from approximately HK$50.2 million for the Previous Year to approximately HK$11.5 million for the Year, representing a decrease of approximately HK$38.7 million or 77.1%.

Dividend

On 24 June 2022, the Board recommended a final dividend of HK1.5 cents (FY2021: HK2.5 cents) per share, totalling HK$9.0 million for the Year (FY2021: HK$15.0 million) which are subject to the approval of shareholders at the forthcoming annual general meeting of the Company. No special dividend was recommended for the Year (FY2021: HK3.0 cents, amounting to HK$18.0 million). The recommendation of dividends depend on the accumulated reserves, liquidity condition, expected cash flows and working capital needs of the Group.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

	As at 31 March	
	2022	2021
	HK$'000	HK$'000
Current assets	**374,996**	386,205
Current liabilities	**148,501**	157,337
Current ratio (times)	**2.5**	2.5

The Group generally meets its working capital requirements by cash flows generated from its operations and short term borrowings. During the Year, the Group generated net cash inflow from operating activities of approximately HK$7.4 million, together with the availability of short term bank loans, the Group has been financially sound in its daily operations throughout the Year.

During the Year, the Group financed its operations by its internal resources and banking facilities. As at 31 March 2022, the Group had net current assets of approximately HK$226.5 million (31 March 2021: HK$228.9 million). The Group's current ratio as at 31 March 2022 was approximately 2.5 times (31 March 2021: 2.5 times).

As at 31 March 2022, the Group had a total cash and bank balances of approximately HK$105.4 million (31 March 2021: HK$116.6 million), mainly denominated in HK$.

As at 31 March 2022, the Group had a total available banking facilities of approximately HK$245.0 million, of which HK$242.5 million was unutilised and available for use.

There has been no change in capital structure of the Company during the Year. As at 31 March 2022, the equity attributable to owners of the Company amounted to approximately HK$247.4 million (31 March 2021: HK$268.2 million).

Gearing Ratio

The gearing ratio is calculated as total debts to equity. Total debts include lease liabilities and bank borrowings of the Group. Equity represents the total equity of the Group.

The Group is able to generate net cash from operating activities of approximately HK$7.4 million for the Year. The gearing ratio of the Group as at 31 March 2022 was 6.6% (31 March 2021: approximately 4.3%). The Group's lease liabilities were arising from adoption of HKFRS16 Leases. The bank borrowings were fully repaid during the Year with the cash reserves from operation except for a trade financing which was not yet past due at the year end.

Foreign Currency Exposure and Treasury Policy

Operations of the Group are mainly conducted in HK$, United States dollars ("**US$**"), British Pound ("**GBP**"), Euro ("**EUR**") and Renminbi ("**RMB**"). It is the Group's treasury police to manage its foreign currency exposure whenever its financial impact is material to the Group and will closely monitor its foreign exchange position. During the Year, the Group did not engage in any hedging activities.

The Group has adopted a prudent financial management approach towards its treasury policies and thus maintained a healthy liquidity position throughout the Year. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and other commitments can meet its funding requirements from time to time.

Pledge of Assets

As at 31 March 2022, the Group have bank borrowings of approximately HK$2.5 million (as at 31 March 2021: nil) and banking facilities are unsecured as at 31 March 2022 (31 March 2021: nil).

As at 31 March 2022, the Group did not have any pledged deposit (31 March 2021: nil).

Significant Investments

Other than the investment in its subsidiaries, the Group did not hold any significant investments during the Year.

Material Acquisitions and Disposals

The Group did not acquire nor dispose of any subsidiaries during the Year. The Group has disposed of three investment properties located in Hong Kong during the Year and a loss on disposal of approximately HK$0.4 million was recognised in the Year.

Contingent Liabilities

As at 31 March 2022, the Group did not have any significant contingent liabilities.

Employees and Remuneration Policies

As at 31 March 2022, the Group had 164 staff (31 March 2021: 170). The total employee benefit expenses for the Year (including Directors' emoluments, salaries to staff and other staff benefits included provident fund contributions, medical insurance coverage and other staff benefits) were approximately HK$66.1 million (FY2021: HK$62.2 million). The Group determines the salaries of its employees mainly based on each employee's qualifications, relevant experience, position and seniority. The Group conducts annual review on salary increment, discretionary bonuses and promotions based on the performance of each employee. During the Year, 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. The Group maintains a good relationship with its employees.

EVENT AFTER THE YEAR

Except for those mentioned below, no event has occurred after 31 March 2022 and up to the date of this report which would have a material effect on the Group.

The Hong Kong Legislative Council has, on 9 June 2022, passed the Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Bill 2022 (the "**Bill**") to abolish the MPF offsetting mechanism. It is envisaged that the cancellation of mechanism will not come into effect until 2025 at the earliest.

The abolishment of the MPF offsetting mechanism will not have retrospective effect, and the Bill will not change the rate and maximum payment of statutory severance payments or long service payments, which is currently calculated as 2/3 of the employee's last monthly wages (capped at HK$22,500), and subject to the maximum limit of HK$390,000.

The Group has already commenced an assessment of the impact of the Bill to the Group. The Group is not yet in a position to state whether the abolishment of the MPF offsetting mechanism will result in substantial change to the Group's financial statements.

EXECUTIVE DIRECTORS

Mr. YIP Pak Hung (葉柏雄), aged 63, was appointed as a Director on 15 May 2015 and then was appointed as an executive Director, chairman of the Board and the compliance officer of the Company on 26 June 2015. Mr. Yip is primarily responsible for the overall management and corporate policy making of the Group's business operations. He is also a director of all subsidiaries of the Company, except 應力恒富設計貿易(深圳)有限公司.

Mr. Yip obtained a bachelor degree of arts from the faculty of science and mathematics of University of Windsor in Canada in June 1983. He joined the Group and was appointed as a director of KPa Engineering on 16 January 1993. Prior to joining the Group, Mr. Yip has accumulated approximately 8 years of sales experience in different industries from 1984 to 1992. Mr. Yip has more than 20 years of experience in the structural engineering and construction industry. He has held a leadership role in the overall management and administration of the Group's business operation since he joined the Group.

Mr. WAI Yat Kin (韋日堅), aged 62, was appointed as a Director on 15 May 2015 and then was appointed as an executive Director and the chief executive officer of the Company on 26 June 2015. Mr. Wai is the co-founder of the Group and is primarily responsible for the overall strategic planning, management and administration of the Group's business operations. He is also a director of all subsidiaries of the Company, except 應力恒富設計貿易(深圳)有限公司.

Mr. Wai completed his secondary education in Hong Kong in 1978. He has more than 25 years of experience in the structural engineering and construction industry. Prior to founding the Group, Mr. Wai was employed by Tak Cheong (Yau Kee) Engineering Limited as a sales manager for the department of waterproofing product and skylight and metal work product during November 1988 to January 1992. Mr. Wai has handled and overseen numerous construction projects undertaken by the Group and he has extensive knowledge in business development of building material products.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Ms. LAI Pik Chi, Peggy (黎碧芝), aged 57, was appointed as an independent non-executive Director on 22 September 2015 and is responsible for providing independent judgment on the Group's strategy, performance, resources and standard of conduct. She is the chairman of the audit committee and a member of both the remuneration committee and the nomination committee of the Company. Ms. Lai obtained a master degree of business administration from the University of Manchester in the United Kingdom in June 2010. She is a fellow member of the Association of Chartered Certified Accountants and an associate member of the Hong Kong Institute of Certified Public Accountants.

Ms. Lai has over 20 years of auditing, accounting, financial management experience. In the past three years, she was the company secretary of OCI International Holdings Limited (stock code: 329) from July 2017 to May 2021, a non-executive director of Larry Jewellery International Company Limited (Stock code: 8351, prior to delisting from the GEM Board of the Stock Exchange) from February 2020 to November 2021 and an independent non-executive director of CT Environmental Group Limited (stock code: 1363, prior to delisting from the Main Board of the Stock Exchange) from August 2020 to August 2021. She is currently an independent non-executive director of KNK Holdings Limited (stock code: 8039) and an executive director of Zhejiang United Investment Holdings Group Limited (stock code: 8366), for which she served as an independent non-executive director from November 2019 to July 2021.

Mr. LAM Chi Wai, Peter (林志偉), aged 62, was appointed as an independent non-executive Director on 22 September 2015 and is responsible for providing independent judgment on the Group's strategy, performance, resources and standard of conduct. He is the chairman of the remuneration committee and a member of both the audit committee and the nomination committee of the Company. Mr. Lam obtained a diploma in business administration, a bachelor degree of business administration from Hong Kong Shue Yan University (formerly known as Hong Kong Shue Yan College) in July 1986 and in October 2010 respectively.

Mr. Lam has over 20 years of experience in sales and marketing in the timepiece industry. From 1986 to 1995, he worked in the sales and/or marketing department for various watch trading companies. Mr. Lam was engaged in a watch-selling business from 1995 to 2014.

Dr. YEUNG Kit Ming (楊傑明), aged 64, was appointed as an independent non-executive Director on 22 September 2015 and is responsible for providing independent judgment on the Group's strategy, performance, resources and standard of conduct. He is the chairman of the nomination committee and a member of both the audit committee and the remuneration committee of the Company. Dr. Yeung obtained his bachelor degree of science from the University of Hong Kong in November 1981 and a doctoral degree in philosophy from University of California, San Diego in the US in June 1987. From August 1990 to September 2004, Dr. Yeung worked at the Chinese University of Hong Kong as a lecturer and later became a teaching fellow.

SENIOR MANAGEMENT

Mr. LUI Bun Yuen, Danny (呂品源), aged 58, is primarily responsible for the overall management of the business operations and development of key operating subsidiaries of the Company. He is a director of a majority of the subsidiaries of the Company and was a Director of the Company from May 2015 to September 2018.

Mr. Lui completed his secondary education in Hong Kong in 1981. Mr. Lui has more than 30 years of experience in the structural engineering and construction industry. Prior to joining the Group, Mr. Lui has served as a draftsman in several construction and drafting companies. Mr. Lui was employed by Brian Clouston and Partners Hong Kong as a draftsman from October 1982 to February 1985. Mr. Lui was employed by Tak Cheong (Yau Kee) Engineering Limited as a contract co-ordinator in June 1985 and was subsequently promoted to the position as a sales engineer in June 1986 and remained in that position until he left such company in May 1989. From 1990 to 1992, Mr. Lui worked for a foreign exchange company as a broker and a Japanese glass trading company as a sales executive. He joined the Group and was appointed as a director of KPa Engineering on 14 January 1992. Mr. Lui has handled and overseen numerous construction projects undertaken by the Group.

Mr. LIU Yuen Wai (廖遠維), aged 49, is the general manager of the Group and is primarily responsible for overseeing the management and operation of the Group's business segment in relation to trading of building material products. Mr. Liu is also a director of BuildMax (HK) and BuildMax (SZ).

Mr. Liu obtained a diploma in civil engineering technology from Humber College in Canada in June 1994. He has over 20 years of experience in the building material products industry. Prior to joining the Group, he worked as a project engineer and a project manager in an engineering company.

Mr. CHAN Chi Ming (陳志明), aged 51, is a commercial manager of the Group and is primarily responsible for the overall management of site works, quality control and work safety supervision in relation to the design and build projects of the Group. Mr. Chan is also a director of BuildMax (HK) and is primarily responsible for the supervision of the operation of the Group's business segment in relation to trading of building material products.

Mr. Chan completed his secondary education in Hong Kong in 1988. He has over 20 years of experience in the structural engineering and building material products industry. Mr. Chan was first employed by the Group as a draftsman in August 1992 and was subsequently promoted to the position as an assistant project manager and project manager in July 1997 and May 2004 respectively.

COMPANY SECRETARY

Mr. CHAN Sun Kwong (陳晨光), aged 55, is the company secretary of the Company. He is primarily responsible for the company secretarial matters of the Group. Mr. Chan has over 30 years of experience in accounting, auditing, banking and company secretarial fields.

Mr. Chan obtained a diploma of business administration from the Hong Kong Shue Yan College (now known as Hong Kong Shue Yan University) in July 1990. He is a fellow member of the Hong Kong Chartered Governance Institute, the Chartered Governance Institute in United Kingdom, the Institute of Chartered Accountants in England and Wales, the Association of Chartered Certified Accountants in the United Kingdom and the Hong Kong Institute of Certified Public Accountants. Mr. Chan is also an accredited mediator of The Hong Kong Mediation Centre.

The Board is pleased to present the corporate governance report of the Company for the Year. The Directors and the management of the Group recognise the importance of sound corporate governance to the long term and continuing success of the Group. Therefore, the Board is committed to upholding good corporate standards and procedures for the best interest of the Company's shareholders.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company is committed to maintaining a high standard of corporate governance practices. It met all the code provisions of the Corporate Governance Code (the "**CG Code**") set out in Appendix 14 of the Listing Rules during the Year. The Company will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with the increasingly tightened regulatory requirements and to meet the rising expectations of shareholders and investors. In accordance to the requirements of the Listing Rules, the Company has established an audit committee, a remuneration committee and a nomination committee with specific written terms of reference.

Chairman and Chief Executive

Mr. Yip Pak Hung is the chairman of the Board and an executive Director and is primarily responsible for formulating the corporate strategy and managing overall business operations. Mr. Wai Yat Kin, is the chief executive officer of the Company and an executive Director. He is responsible for formulating the corporate strategies, implementing the corporate strategies and overseeing the daily management.

CG Code provision A.2.1 stipulates that the roles of chairman and chief executive should not be performed by the same person. Decisions of the Company are made either collectively or individually by the executive Directors and are discussed with the management. The Board believes that this arrangement enables the Company to make decisions, operate and implement actions promptly, and thus achieve the Company's objectives efficiently and effectively in response to the fast changing environment. The Board also believes that the Company has a strong corporate governance structure in place to ensure effective oversight of management.

BOARD OF DIRECTORS

The key responsibilities of the Board include formulation of the Group's overall strategies, the setting of management targets and supervision of management performance. The management is delegated with the authority and responsibility by the Board for the management and administration of the Group. In addition, the Board has also delegated various responsibilities to the board committees of the Company (the "**Board Committees**"). Further details of the Board Committees are set out in this annual report. The duties of the Board in respect of corporate governance are as follows:

1. to develop and review the policies and practices on corporate governance of the Group and make recommendations;
2. to review and monitor the training and continuous professional development of Directors and senior management;
3. to review and monitor the Group's policies and practices on compliance with legal and regulatory requirements;
4. to develop, review and monitor the code of conduct and compliance manual (if any) applicable to Directors and employees; and
5. to review the Company's compliance with the CG Code and disclosure in the corporate governance report of the Company.

COMPOSITION OF THE BOARD

During the Year and up to the date of this report, the number of independent non-executive Directors was in compliance with the requirement under Rules 3.10 and 3.10A of the Listing Rules. The composition of the Board and the attendance record of each Director at board meetings and general meetings held during the Year are set out as follow:

	Attendance/ Board meetings	Attendance/ General meetings
Executive Directors		
Mr. Yip Pak Hung *(Chairman)*	4/4	1/1
Mr. Wai Yat Kin *(Chief Executive Officer)*	4/4	1/1
Independent Non-executive Directors		
Ms. Lai Pik Chi, Peggy	4/4	1/1
Mr. Lam Chi Wai, Peter	4/4	1/1
Dr. Yeung Kit Ming	4/4	1/1

Each of the executive Directors had entered into a service contract with the Company which may be terminated by not less than three months' notice in writing by either party.

Each of the independent non-executive Directors had entered into an appointment letter with the Company which may be terminated by either party giving not less than one month's notice in writing. All Directors are subject to retirement by rotation and re- election at the Company's annual general meetings in accordance with the Memorandum and Articles of Association of the Company. Biographic details of the Directors are presented in the "Biography of Directors and Senior Management" section of this annual report. The composition of the Board represents diversified background and industry expertise to oversee and operate the Company efficiently and safeguard the interests of various stakeholders of the Company.

Executive Directors are responsible for running the Group and executing the strategies adopted by the Board. They ensure that proper internal control system is in place and the Group's business conforms with applicable laws and regulations. Ms. Lai Pik Chi Peggy, one of the independent non-executive Directors possesses the appropriate professional qualifications, accounting or related financial management expertise as required under 3.10(2) of the Listing Rules. All independent non- executive Directors bring their wealth of experience to the Board and serve the important function of advising the management on strategy development to ensure that the Board maintains high standards in financial and other mandatory reporting as well as providing adequate checks for safeguarding the interests of the shareholders and the Company as a whole.

All independent non-executive Directors confirmed their independence to the Group during the Year and the Company consider them to be independent by reference to Rule 3.13 of the Listing Rules.

During the Year, all Directors have participated in continuing professional development by attending training course organised by the Company and reading relevant materials on topics related to corporate governance and regulatory matters.

Board Diversity Policy

The Company has a policy on diversity of Directors to ensure that the Board has the appropriate mix of expertise and experience, and collectively possesses the necessary core competence for informed decision-making and effective functioning. In determining the Board's composition and selection of candidates to the Board, the nomination committee will consider one or more of the following attributes to achieve a sufficient balance of knowledge and perspectives in discharging the Board's duties:

- management skills and experience;
- industry specific knowledge and experience relevant to the Group;
- financial management skills and experience;
- academic and professional qualifications; and
- governance and compliance expertise.

The Company does not discriminate on the basis of gender, age, cultural and other personal backgrounds in assessing the suitability of candidates for appointment to the Board. The nomination committee shall take the opportunity to enhance diversity at the Board over time in the selection of candidates amongst those who are equally competent and possess the desired attributes.

BOARD COMMITTEES

The Company has established three Board Committees with written terms of reference for each committee for purpose of overseeing the performance of specific functions; such terms of reference are available for inspection on the Company's website at www.kpa-bm.com.hk.

The composition of each committee and the attendance of members at committee meetings held during the Year are as follow:

Composition of Board committees	Audit Committee	Nomination Committee	Remuneration Committee
Independent Non-executive Directors			
Ms. Lai Pik Chi, Peggy	2/2 (C)	1/1	3/3
Mr. Lam Chi Wai, Peter	2/2	1/1	3/3 (C)
Dr. Yeung Kit Ming	2/2	1/1 (C)	3/3

C – denotes chairman of the respective committee

Audit Committee

The audit committee is chaired by Ms. Lai Pik Chi, Peggy who has the appropriate professional qualifications or accounting or related financial management expertise as required under Rule 3.10(2) of the Listing Rules. The duties of the audit committee include oversight of the engagement of auditor, reviewing the annual report and the interim report and providing advice and comments to the Board. In this regard, members of the audit committee will liaise with the Board, the senior management and auditor. The audit committee will also consider any significant or usual items that are, or may need to be, reflected in such reports and give consideration to any matters that have been raised by the accounting staff, compliance adviser or auditor. Members of the committee are also responsible for reviewing the Group's financial reporting process and internal control system.

During the Year, the audit committee has reviewed, assessed and commented on the Group's financial reports and results announcements. It has also reviewed the risk management and internal control system.

Remuneration Committee

The primary duties of the remuneration committee are to make recommendation to the Board on the remuneration packages of Directors and senior management, including benefits in kind, pension rights and compensation payments, and to ensure that no Director is involved in deciding his/her own remuneration.

The remuneration committee has reviewed the salary adjustment of and payment of discretionary bonus to the Group's staff in general, assessed the performance and remuneration of Directors and made recommendations to the Board thereon.

Nomination Committee

The nomination committee is mainly responsible for making recommendations to the Board on composition of the Board and appointment of Directors and succession planning for the Directors.

The nomination committee has reviewed the composition of the Board and the retirement and re-election of Directors at the forthcoming annual general meeting and is satisfied that the Board represents diversified background and industry expertise to oversee and operate the Company efficiently and safeguard the interests of various stakeholders of the Company.

The nomination committee will monitor the implementation of the policy on Board diversity from time to time to ensure its effectiveness.

AUDITOR'S REMUNERATION

For the year ended 31 March 2022, the fees in respect of the audit and non-audit services provided to the Group by the Company's auditor, BDO Limited, is set out as follows:

Fee Amount	**HK$'000**
Audit service	690
Non-audit services	–
Total	690

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Directors acknowledge the responsibility for the preparation of financial statements which give a true and fair view of the affairs of the Group. The responsibility of the Company's auditor on the financial statements of the Group is set out in the independent auditor's report on pages 75 to 79 of this annual report.

COMPANY SECRETARY

The company secretary of the Company, Mr. Chan Sun Kwong, is an external service provider. The Company's primary contact with the company secretary is our chairman, Mr. Yip Pak Hung. Please refer to his biographical details as set out on page 13 of this annual report.

During the Year, Mr. Chan has undertaken not less than 15 hours of relevant professional training in accordance with Rule 3.29 of the Listing Rules.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Listing Rules as the code of conduct for dealing in securities of the Company by the Directors (the "**Required Standard of Dealings**").

Having made specific enquiries of all the Directors, each of them has confirmed that they have compiled with the Required Standard of Dealings throughout the Year and to the date of this report.

INTERNAL CONTROL AND RISK MANAGEMENT

The Board is responsible for evaluating and determining the nature and extent of risks associated with the Group's operation.

The Company has developed system of internal control and risk management for reviewing and maintaining an adequate internal control system to safeguard the interests of the shareholders and the assets of the Company. The Company has not established a separate internal audit department; instead, an external consultant was engaged to review the Group's internal control and risk management system and support the Board in assessing the effectiveness of such system annually.

INVESTORS' RELATIONS

The Company encourages two way communications with its investors. Extensive information about the Company's activities is provided in the annual report and the interim report which are sent to shareholders. Enquiries from individuals on matters relating to their shareholdings and the business of the company are welcomed and are dealt with in an informative and timely manner. In order to promote effective communication, the Company maintains its website on which financial and other information relating to the Group and its business are disclosed.

SHAREHOLDERS' RIGHTS TO NOMINATE A DIRECTOR

If a shareholder of the Company (the "**Shareholder**") wishes to propose a person for election as a new Director of the Company, the Shareholder must deposit a written notice (the "**Notice**") to the principal place of business of the Company in Hong Kong at 27/F, The Octagon, 6 Sha Tsui Road, Tsuen Wan, New Territories, Hong Kong for the attention of the company secretary of the Company (the "**Company Secretary**").

The Notice must state clearly the name, the contact information of the Shareholder and his/her/their shareholding, the full name of the person proposed for election as a Director, including the person's biographical details as required by Rule 13.51(2) of the Listing Rules, and be signed by the Shareholder concerned (other than the person to be proposed). The Notice must also be accompanied by a letter of consent signed by the person proposed to be elected on his/her willingness to be elected as a Director.

The period for lodgment of the Notice will commence no earlier than the day after the dispatch of the notice by the Company of the general meeting appointed for election of Directors and end no later than seven (7) days prior to the date of such general meeting.

The Notice will be verified with the Company's branch share registrar and upon their confirmation that the request is proper and in order, the Company Secretary will ask the nomination committee of the Company and the Board to consider to include the resolution in the agenda for the general meeting proposing such person to be elected as a Director.

SHAREHOLDERS' RIGHTS ON CONVENING AN EXTRAORDINARY GENERAL MEETING

Pursuant to Article 64 of the Memorandum and Articles of Association of the Company, any one or more shareholders holding at the date of deposit of the requisition not less than one-tenth of the paid up capital of the Company carrying the right of voting at general meetings of the Company shall at all times have the right, by written requisition to the Board or the Company Secretary, to require an extraordinary general meeting to be called by the Board for the transaction of any business specified in such requisition; and such meeting shall be held within two months after the deposit of such requisition. If within twenty-one days of such deposit the Board fails to proceed to convene such meeting the requested shareholder(s) ("**Requested Shareholders**") himself (themselves) may do so in the same manner, and all reasonable expenses incurred by the Requested Shareholders as a result of the failure of the Board shall be reimbursed to the Requested Shareholders by the Company.

ENQUIRES TO THE BOARD

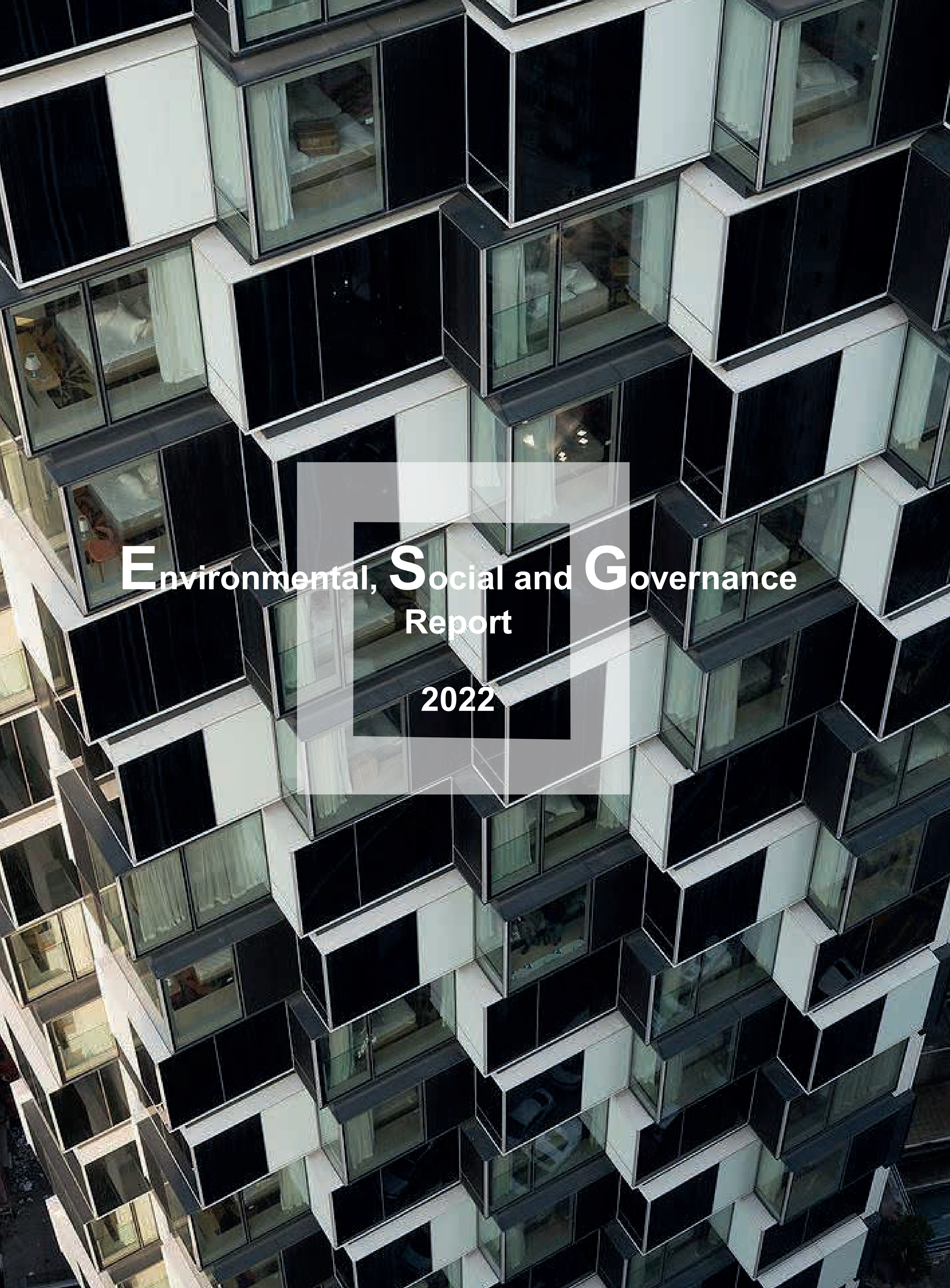
Shareholders may at any time make a request for the Company's information to the extent such information is publicly available to the Company Secretary who is responsible for forwarding communications relating to matters within the Board and communication relating to ordinary business matters, such as suggestions, inquiries and complaints, to the Directors.

PUTTING FORWARD PROPOSALS AT A GENERAL MEETING

Shareholders are welcomed to put forward proposals relating to the operations and management of the Group to be discussed at shareholders' meeting. Proposal shall be sent to the Company Secretary or the share registrar of the Company by written requisition. Shareholders who wish to put forward a proposal should convene an extraordinary general meeting by following the procedures set out in "Shareholders' Rights on Convening an Extraordinary General Meeting" above.

SIGNIFICANT CHANGES IN CONSTITUTIONAL DOCUMENTS

During the Year, there had been no significant changes in the constitutional documents of the Company.



Environmental, Social and Governance Report

2022

MESSAGE FROM OUR CHAIRMAN

"

While we deliver our sustainable goals to provide our stakeholders with long-term values, we are mindful of the challenges facing to us. This year was very challenging for us as we experienced lingering COVID-19 impacts, climate-related risks, competitive and volatile markets, supply chain disruptions, and adjustment in workforce. These challenges drive us to speed up changes and devise risk mitigation actions promptly.

Climate change risks can have significant impacts on our business and the communities where we operate. During the year, we had adopted the new climate change policy to address the risks and opportunities associated with climate change, and to provide guidance on taking mitigation actions and enhancing resilience on the climate impacts.

In response to the need to address global warming issue, as a socially responsible corporation, we have set energy consumption and carbon reduction goals by 2024. Besides these, we have also set environmental targets for reducing water consumption and waste by 2024. I am glad to see that the company has made satisfactory progress in this year on achieving those targets and we shall continue our efforts to meet those targets.

It was the fifth year we were awarded with the "caring company" title by the Hong Kong Council and Social Service. Apart from continuing to support the underprivileged people in the communities, we started to make donations to support the sports development of youngsters in Hong Kong. We will continue our efforts to make positive impacts to the society.

Although 2022 was a challenging year for us, we did not hesitate in moving forward our sustainable developments that we believe will bring us long-term success. The following is a highlight on our efforts in 2022:

- Energy consumption reduced by 9.4% and carbon emission intensity reduced by 11%.
- Air pollutants reduced by 16% to 23%.
- Water consumption reduced by 20%.
- Total staff training hours substantially increased 137%, from 371 hours to 878 hours.
- Continued to have zero injury and fatality in our business operations in this year.

Our team will continue to stay true to our company values. To meet the challenges ahead, we shall place greater emphasis on sustainable development and resilience across our operations, and enhancing our social presence in the communities.

Yip Pak Hung
Chairman and Executive Director

REPORTING APPROACH

SCOPE AND BOUNDARY

We are pleased to present our annual Environmental, Social and Governance ("**ESG**") report ("**Report**") for KPa-BM Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**" or "**KPa-BM**"). This Report covers the reporting year from 1 April 2021 to 31 March 2022 (the "**Reporting Year**"). We recognise the environmental, social and governance values and it is our commitment to create sustainable values through taking care of our stakeholders. This Report aims to provide an annual update of our sustainability performance, and it discloses KPa-BM's policies, guidelines, actions, and performance over the past year on various sustainability issues in a transparent manner.

This Report covers all our main operations in Hong Kong and the PRC offices, as well as the PRC factory (including warehouse and staff quarters) manufacturing building material products for the Hong Kong operations. There is no significant change in the scope of this Report from that of 2021. The following is a summary of the operations under the scope of this Report.

Business Operations	Customers	Hong Kong Office	PRC Factory	PRC Office
Provision of one-stop structural engineering design and build solutions for podium façade, roof, structural steelwork, and noise barriers	Hong Kong	✔	✔	✔
Supply and installation of flagpoles and related services	Hong Kong	✔	✔	×
Trading of building material products	Hong Kong & PRC	✔	×	×

BASIS OF REPORTING

Reporting Standards

This Report has been prepared in accordance with the Environmental, Social and Governance Reporting Guide (the "**Guide**") in Appendix 27 of the Main Board Listing Rules of the Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and has complied with all mandatory and the "comply or explain" provisions of the Guide. The Guide encourages a listing company to identify and disclose ESG information that is material and relevant to both its business and its stakeholders.

Reporting Principles

We have applied the reporting principles of the Guide to define our report contents and ensure the quality of this Report. We embed the principles of materiality, quantitative, balance and consistency in presenting the ESG information in a way that can meet better the expectation of our stakeholders.

We determine the topics to be included in this Report through a materiality assessment as elaborated in the session of Our Approach to Sustainability. We have set environmental targets to help evaluate our ambitions and performance over time and we report our plans and progress towards these targets. Performance data for the latest two to three years are presented with explanatory notes for easy comparison. We try our best to provide an unbiased picture of our performance that allows stakeholders to see positive and negative results of our performance, and areas for improvements such as adverse progress in targets and complaints received. We employ consistent methodologies to allow for meaningful comparison of data over time and any material changes in methodology are illustrated and explained. Prior year adjustments will be made where necessary for a consistent comparison of data.

CONTACT US

We welcome your comments and suggestions on our ESG initiatives, performances, and reporting for enhancing our sustainability values. Please share your views with us via email at cosec@kpa.com.hk.

SUSTAINABILITY OVERVIEW

KPA-BM'S ESG OBJECTIVES AND STRATEGY

Our ESG strategy is formulated by the top management with endorsement from the board of directors of the Company (the "**Board**"). The strategy is developed for aligning the Group's philosophy and objectives of creating long-term value for our stakeholders and giving back to the society. The Board concerns very much the sustainability of our business operations and evaluates the ESG risks before making business decisions.

We strive to provide sustainability development for our employees. We ensure they are properly rewarded in accordance with their contributions, have work and life balance, have sufficient opportunity of self-development, and go home healthily and safely every day. We promote green construction works to reduce environmental impacts from our business operations. We implement ESG risk management mechanism and internal control system in our operations to reveal the climate change risks and opportunities and to ensure our sustainability objectives can be met.

OUR SUSTAINABILITY VALUE CREATION PROCESS

The Board oversees the ESG development of the Group and sets out ESG objectives and direction. We continuously engage key stakeholders and understand their expectations from us. By means of conducting surveys to our stakeholders, we develop a materiality matrix of ESG issues as concerned by our stakeholders and by our management. The material ESG issues and the respective risks associated in our operations are then identified.

ESG strategies and plans are developed, and we ensure adequate manpower and financial resources are available to meet the strategic plans. Policies are enhanced and developed where they are inadequate to meet the ESG objectives. The ESG working group devises ESG initiatives for achieving the ESG objectives, and ensures the initiatives and actions are properly executed by relevant staff.

The ESG performance is reported to the stakeholders for evaluation of the sustainability performance. The ESG performance are fed back to the Board regularly for evaluation to see if the ESG objectives and strategic plans need to be revised and improved. The ESG process will be revisited periodically to reflect what we have learned during the process and to align with the changes on the stakeholder expectations over time.

- Identify, engage, and communicate with stakeholders
- Matrix of important issues
- Long and medium-term planning
- Risk assessment
- Resources planning
- Action enforcement
- Policy enhancement
- KPI calculation
- Performance evaluation
- Report to stakeholders

OUR APPROACH TO SUSTAINABILITY

BOARD OVERSIGHT

The Group maintains a robust governance structure for effective management across operations. The Board is the highest governing body in the Group, and it oversees the Group's risk management and corporate governance. It holds overall responsibility on sustainability matters despite the day-to-day management of the ESG matters and delegated to the senior management and the ESG working Group.

The Board sets the sustainability direction and strategy for the Group. It regularly reviews the sustainability risks and opportunities, progress, and performance to ensure the sustainability objectives can be met. The Board has formulated medium term environmental targets aligning with our long-term mission of "Build for better lives". It continuously reviews the progress of the targets and action plans will be revised where necessary to ensure the targets are on track.

SUSTAINABILITY GOVERNANCE

The structure

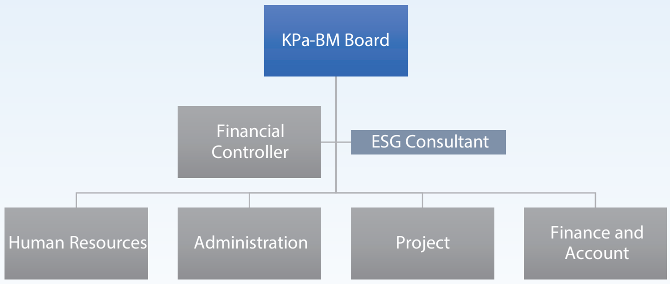
KPa-BM's ESG strategies are formulated by the top management with endorsement from the Board. The strategies are developed with the objectives of aligning the Group's philosophy and objectives of creating long-term value for our stakeholders and to bring "better lives" to the society. The Board oversees the ESG development and sets out ESG objectives and direction. It has delegated the day-to-day execution of all ESG related responsibilities to the ESG working group, through the responsible Financial Controller. The ESG working group serves as the centre of communication and execution for the Board, the operational departments, and the stakeholders.

The Board

The Board sets ESG objectives, targets, and strategies for the Group. It holds overall responsibility on ESG risks and performances although the day-to-day management and execution of the ESG matters are delegated to the senior management and the ESG working group. The Board ensures the ESG objectives are well received by the operational departments, and it has regular feed backs on the ESG result and performance for revising the strategies where necessary.

The ESG Working Group

The ESG working group has been in place since 2016 and currently it composes of the Financial Controller and the department heads from major operational departments in KPa-BM. With the assistance from the external ESG consultant, the ESG objectives and directions of the Board are effectively communicated to the ESG working group through the Financial Controller.



Functions of The ESG Working Group

- To advise and report to the top management and the Board on ESG strategies and propose ESG initiatives for addressing the ESG risks and achieving the sustainability objectives.
- To engage stakeholders and perform materiality assessment on ESG topics for developing the ESG strategies.
- To decide and put into practice the underlying values of sustainable development into various aspects of business.
- To determine the Key Performance Indicators ("**KPI**") and subsequent measurement of performance and action plans.
- To co-ordinate with all staff for delivery of the sustainability initiatives.
- To monitor the ESG related activities for on-going development and improvement.

Operational Departments

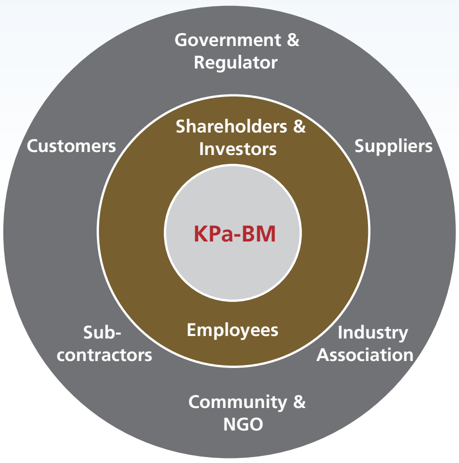
The operational department staffs are key to carry out the ESG initiatives and to deliver the desired results that we want under our objectives and plans. They are required to identify and assess the ESG risks and opportunities within their working perimeter. They are also responsible for maintaining an effective internal control system and advising mitigation measures to minimise the effects of their own risks. They are required to capture the necessary data and information for reporting to the ESG working group.

STAKEHOLDER ENGAGEMENT AND COMMUNICATION

Stakeholder engagement is essential for identifying the material ESG issues in our operations and is important for the sustainable development and value creation in our Group. We identify stakeholders as we interact with, who are influenced by our operations or who express interests in our Group. We engage key stakeholders to understand their concerns over our sustainability development and it is crucial for us to assess the priority in developing our ESG strategies. We use formal and informal communication channels to communicate with the stakeholders continuously.

As a result, we not only can identify opportunities and challenges for developing our business strategies, but also can enhance our corporate social responsibilities as our continuous commitment to behave ethically and to contribute to the society at large, and at the same time to improve the quality of life of our employees and their families.

The diagrams below illustrate the external and internal stakeholders we have engaged during the Reporting Year, and the various communication channels we were using:

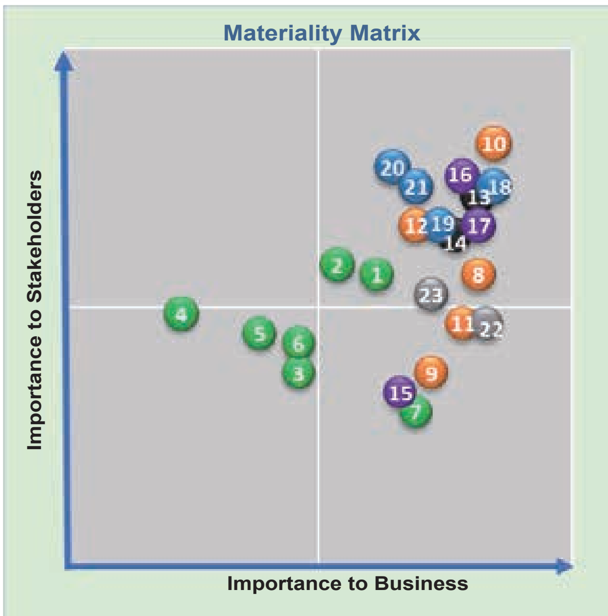


	Stakeholders	Engagement Channels
External Stakeholders	Suppliers customers Subcontractors Government & Regulators Industry Association Community & NGO	• Surveys • Physical, phone and video meetings • Seminars, industry updates, HK Façade Association updates • Phone enquiry hotline, company website • Participation in community activities, community news • Government regulations and announcements • Email, mail and fax
Internal Stakeholders	Employees Shareholders & Investors	• Surveys • Physical, phone and video meetings, department and management meetings • Intranet and email communications • Shareholders meetings, company websites, enquiry hotline

IDENTIFY PRIORITIES

Materiality assessment on ESG issues is the key to prioritise the material issues and then focus these in the medium and long-term planning. ESG issues of what are important to business as visualised by the top management, and what are important to the stakeholders are identified through plotting on a matrix of importance. During the Reporting Year, we engaged a sustainability consultant to formulate questionnaire on a broad range of ESG issues and distributed the survey to our significant stakeholders to obtain their views on our ESG issues. The survey was analysed, and a materiality matrix was developed.

Based on the assessment result, we understand and identify the material ESG issues, and the respective risks and opportunities associated in our operations. The respective importance of ESG issues is illustrated in the matrix below and the top 10 most important ESG issues are highlighted in red colour on the table of ESG issues.



Environment

1. Air Pollutants and Greenhouse Gas Emissions
2. Hazardous Waste and Non-hazardous Waste
3. Energy Consumption
4. Water Consumption and Sources
5. Use of Packaging Materials
6. Impacts of our Activities on Environment and Natural Resources
7. Impacts of Climate Change on our Company

Workplace Practice

8. Employment Practices – recruitment, promotion, compensation and benefits, working hours, etc.
9. Workforce and Employee Turnover Analysis
10. Occupational Health and Safety
11. Employee Development and Training
12. Sex and Racial Diversity and Equal Opportunities

Human Rights

13. Human Rights and Anti-discrimination
14. Child Labour and Forced Labour

Society

15. Community Investment
16. Anti-corruption
17. Anti-competition Behaviour

Product Responsibility

18. Quality Assurance, Product Health and Safety
19. Customer Satisfaction
20. Customer Data Privacy Protection
21. Infringement of Intellectual Property Right

Supply Chain

22. Supplier Engagement Practices
23. Environmental and Social Responsibility Risks along Supply Chain

* *Top 10 ESG issues are highlighted in red colour in the above tables.*

MANAGING ENVIRONMENTAL IMPACTS

A core component of KPa-BM's commitment to sustainability is our focus on environmental stewardship. We strive to mitigate the impacts of climate change and enhance our resilience and adaptability.

HIGHLIGHT OF OUR PERFORMANCE IN 2022

Total Energy Consumption

▼ 9.4%

Air Emissions

NO_x ▼ 22%

SO_x ▼ 16%

PM ▼ 23%

GHG Emissions Intensity

CO_2

▼ 11%

Total Non-Hazardous Waste

▲ 15%

Water Consumption Intensity

▼ 20%

ENVIRONMENTAL MANAGEMENT

We are accountable for the environmental impacts we made by our construction operations. We have been finding ways to minimise the hazards to the environment as caused by our operations, and to make our environment more sustainable. We strive to reduce such environmental impacts and to integrate environmental considerations into our strategic business planning and project planning processes.

We are environmentally responsible, and we operate at environmentally sustainable business practices. We regularly review the effectiveness of our environmental management systems. We have been following the Environmental Management System ISO 14001:2015 ("**EMS**") for our business activities in Hong Kong. The EMS in our operations helps us to identify and evaluate the environmental impacts and risks in our construction activities so that mitigating actions can be taken where necessary.

We are committed to complying with the applicable legislations and regulations on environmental protection and we seek continual improvement on our environmental performance. Our construction sites in Hong Kong and our factory in the PRC are subject to relevant laws and regulations on environmental protection. we have complied with all such laws and regulations during the year:

Hong Kong	Air Pollution Control Ordinance Noise Control Ordinance Public Health and Municipal Services Ordinance Waste Disposal Ordinance
PRC	Environmental Protection Law of the PRC《中華人民共和國環境保護法》

As most of our installation works in the construction sites are carried out by subcontractors, we require our subcontractors to strictly comply with all the relevant environmental laws and regulations and to take mitigation measures and work procedures to reduce adverse impacts to the environment.

Before commencement of each project, our project manager within the project team would perform environmental impact assessments first. We would incorporate as many environmental considerations as possible into the project in accordance with our policies on environmental protection. Our project managers would also monitor closely to ensure our subcontractors have fully complied with the relevant environmental laws and regulations.

In our PRC factory, we have obtained permits from relevant authorities that we have complied with the relevant provisions in the Environmental Protection Law《中華人民共和國環境保護法》on noise control, air emissions control, waste water discharge control and solid waste control.

ENHANCE ENVIRONMENTAL SUSTAINABILITY

Our construction activities may inevitably have some impacts to our environment, such as air pollution, noise pollution and construction waste disposal, etc. We are committed to preventing adverse environmental impacts and conserving natural resources by integrating green concept in our daily operations.

KPa-BM is committed to operating responsibly, managing our environmental risks, and continuously improving our environmental protection practices. We always focus the following objectives in our business operations:

- Meet the requirements of applicable environmental laws and regulations
- Meet or exceed our client's environmental goals
- Reduce environmental impacts
- Avoid pollution
- Reduce our carbon footprint
- Conserve natural resources

As an engineering consultant and construction expert, we devote our efforts to enhance sustainability through the services we provide to our clients and the communities. We help our clients to address their challenges by evaluating ways to make their projects more sustainable through our expertise on engineering, architecture, and project management services.

We have policies and work procedures on environmental protection for our staff and subcontractors to follow, such as the erection of hoarding along the site boundary with effective dust screens, sheeting or netting to avoid dispersion of construction dust out of the site areas, use noise barrier or enclosure when applying noisy plant and equipment. We try our best to collect and reuse those construction and demolition materials for our other projects to reduce waste.

We advise our clients to use green building materials as much as possible, such as heat-insulation aluminium plates, low-emission energy saving glass, etc. in our construction projects to help reducing energy consumption of the buildings. In our offices, we take initiatives to procure green FSC certified paper for office use and install energy saving lighting to lower the impact to the natural resources.

We also hope to raise awareness of environmental protection among our staff and other stakeholders, in particular the subcontractors and the suppliers. We are dedicated to implementing and promoting environmental protection measures and practices to ensure the sustainable development for our business and make our future better.

During the Reporting Year, we were not aware of any non-compliance with relevant laws and regulations that had significant impact on the Group relating to air emissions and greenhouse gas ("**GHG**") emissions, discharges into water and land, and generation of hazardous and non-hazardous waste.

CLIMATE-RESILIENT ACTIONS

We are aware of the risks and opportunities related to climate change in our operations. We continue to enhance the climate change policy in an effort to increase our resilience and adaptability in the operations.

Climate change is a major threat to humanity and the health of the planet. It may cause adverse impacts to our business, our customers, and our supply chains. The Group recognises that the extreme weather events brought from climate change may pose potential risks to our business operations and result in possible financial loss. During the Reporting Year, we have adopted a new climate change policy to provide guidance on mitigating potential climate change impacts and enhancing resilience to change.

We are aware of the Paris Agreement on global warming initiatives to reduce the global greenhouse gas emissions to limit the temperature increase in this century by 1.5°C. Countries are making collaborative efforts to achieve "net zero" carbon emissions by 2050 to avoid the worst outcome from climate change. We are formulating plans to contribute our efforts in carbon reduction by enhancing energy efficiency and reducing energy use.

The following is a summary of climate related physical and transition risks identified and our mitigation measures adopted:

Physical Risks	Potential Impacts	Mitigation Measures
Increased in severity of extreme weather events, e.g., super typhoons, heavy rainstorms, floods	• Increase in capital costs due to damage to facilities. • Increase in operating costs due to supply chain interruptions, and rescheduling recovery plan. • Increase in labour costs due to disruption of normal service and additional safety measures.	• Safekeep machineries before bad weather comes and have adequate insurance cover. • Better work force planning in advance of the peril. • Closely communicate with subcontractors to re-arrange workers' schedule to meet project progress.
Sustained higher temperatures	• Loss of working days due to heat stress illness. • Reduction of outdoor productivity.	• Provide temporary shelters to workers working outdoor for rest. • provide drinking facilities to workers.
Transition Risks	**Potential Impacts**	**Mitigation Measures**
Potential climate-related regulation and policy changes	• Additional legal risks and compliance requirements may increase operational costs.	• Provide staff training to update their knowledge on the latest development of climate-related laws and regulations. • Communicate with suppliers and subcontractors to ensure their compliance with the relevant climate-related laws and regulations.

REDUCE CARBON FOOTPRINT

Increase Energy Efficiency

Our carbon footprint is attributed to the use of energy. We endeavour to enhance our energy efficiency by adopting green management policies and procedures in the consumption of energy. Our office is designed to be energy efficient that it utilises natural daylight as much as possible. Independent temperature control for air conditioning is installed in every room and in different zones of the office to enable setting of appropriate temperature for different areas. LED lightings are extensively used to save energy in our offices, the factory, and our PRC staff quarters. In the factory, our electrical equipment needs to be cleaned and maintained regularly to keep their power efficiency. The equipment is turned off immediately when works are finished.

We have medium to long term plan to replace our existing petrol passenger cars by electric cars, which are much more energy efficient. To minimise fuel consumption of our passenger cars, we monitor through checking the travel logs to avoid unnecessary usage. Carpool is arranged as far as possible for our staff to visit construction sites. We also encourage our staff to take public transportation to construction sites and other workplaces where feasible.

Reduce Energy Consumption

Fuel and electricity are the main sources of energy we consume in our operations. Fuel is consumed by our goods vehicles to transport construction materials and for passenger cars to travel in the PRC and among the construction sites in Hong Kong. Goods vehicles consume about 70% of the total fuel consumption. During the Reporting Year, we had reduced some fuel consumption as a result of adapting to a new logistics practice. Because of pandemic control measures, the cross-border transportation of materials from our PRC factory to Hong Kong was affected. Alternatively, we arranged sea freight to deliver materials to Hong Kong. Our goods vehicles only picked up the materials from the cargo terminal in Hong Kong to the construction sites, instead of carrying the materials from Shenzhen to Hong Kong.

On the other hand, the proximity of the construction projects to our warehouse also determines the fuel consumption required by our goods vehicles, and it happened that it required less fuel for delivery during the Reporting Year. As a result, we saved more than 21% of diesel consumption by our goods vehicles as compared with last year. The petrol used for our passenger cars also had a slight decrease of 2.6% in this year. Our total fuel consumption had decreased by 16.6% as compared to last year.

Our factory in the PRC consumes the most electricity and it consumed about 65% of the total electricity usage of the Group for this year. The electricity consumed by the PRC operations in this year was nearly the same as last year. We had consumed a slightly more electricity than last year in Hong Kong as because the computer equipment in our office had to be powered on all day to cater for work-from-home arrangement. In aggregate, the Group's total electricity consumption was only 0.8% more than last year.

The total energy consumption of the Group had reduced by 9.4% in the Reporting Year mainly attributable to less consumption of fuel energy. However, the total energy consumption intensity slightly increased by 0.2% due to the decrease in the average number of staff.

KPI – Energy Consumption			
	2022 kWh'000	2021 kWh'000	**change**
Fuel	**388.4**	465.6	**–16.6%**
Electricity	**332.7**	330.2	**+0.8%**
Total energy consumption	**721.1**	795.8	**–9.4%**
Energy consumption intensity (kWh'000/staff*)	**5.44**	5.43	**+0.2%**

* *The intensity calculation is based on the average total number of staff of Hong Kong operations and the PRC factory operations.*

Reduce GHG and Air Emissions

As the challenge posed by climate change is growing, we continually make efforts to reduce our carbon footprint. Our engineering and construction operations does not directly generate air pollutants and GHG in the construction sites as we usually engage subcontractors to carry out the installation works. Air pollutants and GHG emissions are directly or indirectly produced by our Hong Kong office and PRC factory.

Our operational activities that give rise to GHG emissions during the Reporting Year were identified as follows:

Scope 1: Direct emissions from the fuel combustion of our motor vehicles.

Scope 2: Indirect emissions from the consumption of purchased electricity by our offices, factory, warehouses, and staff quarters.

Scope 3: Other indirect emissions from our paper waste.

We strive to reduce fuel consumption under the scope 1 GHG emissions. We control unnecessary usage of our motor vehicles through monitoring the travel logs. Carpool is arranged as far as possible for our staffs to visit construction sites and our staffs are encouraged to take public transportation where feasible. Other initiatives for reducing GHG and air emissions from our fleet includes:

- Regular check and maintenance to maintain fuel efficiency and to reduce pollutant emissions.
- Plan ahead the transportation routes to avoid unnecessary mileage incurred.
- Select more fuel-efficient vehicles or transition to hybrid and electric vehicles when we need to purchase new vehicles for our business.

During the Reporting Year, we replaced with an electric car in our fleet to meet our objective.

Saving electricity is our approach in carbon reduction under the scope 2 GHG emissions. In Hong Kong, LED lightings are extensively used in our offices to save electricity. We install independent temperature control for air conditioning in our offices and warehouses to enable setting of appropriate temperature for different areas. Indoor temperature is set at 24°C to 26°C during the summer. We require our staff to switch off electrical equipment, such as air-conditioning, computer, printer, photocopier, lighting, etc., whenever they are away from the office for longer period.

In the PRC factory and staff quarters, the electrical equipment needs to be cleaned and maintained regularly to keep their power efficiency. The equipment is turned off immediately when works are finished. Air conditioners in the factory and staff quarters are set with optimal power saving temperature and will be switched off when not in use. We have also installed LED lighting in the staff quarters to consume less electricity.

KPI – GHG Emissions and Air Emissions				
		2022	2021	**change**
GHG Emissions**				
Scope 1 – direct from fuel	tonnes CO_2-e	**100.28**	120.76	**–16.9%**
Scope 2 – indirect from electricity	tonnes CO_2-e	**180.32**	229.46	**–21.4%**
Scope 3 – indirect from others	tonnes CO_2-e	**15.35**	15.47	**–0.78%**
Total GHG emissions	tonnes CO_2-e	**295.95**	365.69	**–19.1%**
GHG emissions intensity	tonnes CO_2-e/staff*	**2.23**	2.50	**–10.8%**
Air Emissions**				
NO_x	kg	**266.0**	341.8	**–22.2%**
SO_x	kg	**0.586**	0.702	**–16.5%**
PM	kg	**22.02**	28.47	**–22.7%**

* *The intensity calculation is based on the average total number of staff of our Hong Kong operations and the PRC factory operations.*

** *The emissions factors for the calculation of air emissions and GHG emissions in 2022 are obtained from the CLP Sustainability Report 2021, The Ministry of Ecology and Environment of People's Republic of China (2019) and Hong Kong Stock Exchange Reporting Guidance on Environmental KPIs.*

The Group's GHG sources are primarily attributable to scope 1 fuel and scope 2 electricity. In this year, the GHG emissions attributable to fuel consumption was proportionately reduced by 16.9% as we used less fuel. On the other hand, despite our electricity consumption was nearly the same as last year, our GHG emissions from purchased electricity was reduced by 21.4% as the electricity company in the PRC was providing greener electricity to our PRC factory. The scope 3 GHG emissions was relatively insignificant. As a whole, our total GHG emissions had reduced by 19.1% in this year, and the intensity reduced by 10.8% as the average number of staff in this year decreased.

The use of motor vehicles for transportation is the main source of air emissions in our Group. During the Reporting Year, due to the decrease in the usage of our goods vehicles for transporting materials form the PRC factory to Hong Kong, the mileage and fuel consumption of our vehicles decreased accordingly. As a result, the Group's emissions of nitrogen oxides ("**NO_x**") and particulate matter ("**PM**") was reduced by 22.2% and sulphur oxides ("**SO_x**") was reduced by 16.5%.

CONSERVE NATURAL RESOURCES

Reduce Water use

Water is a precious natural resource. We continue to promote water conservation concept to our staff although our business activities do not require large amount of water. In the construction sites, water is supplied by the main contractor and our sub-contractors use water for their works, as such we do not have control over the usage nor have record on the consumption. Most of our water consumption is from our factory and staff quarters in the PRC. Water usage for the offices is relatively insignificant as compared with the factory operations.

Water conservation signage and notices are posted in prominent places to remind our staff to conserve water. We would continue to monitor water usage to avoid waste of water. The water supply and drainage facilities for our HK and PRC operations are managed by the respective property management company and the local water authorities where we locate, we do not encounter any issue in sourcing appropriate type of water for our business operations.

KPI – Water Consumption			
	2022 (m^3)	2021 (m^3)	**change**
Water consumption	**2,589**	3,503	**–26%**
Water consumption intensity m^3/staff*	**19.54**	23.91	**–20%**

* *The intensity calculation is based on the average number of staff of our Hong Kong operations and the PRC factory operations.*

In our PRC factory, water is mainly used for production and cleaning our products as well as the factory premise. In this year, less water was consumed by the factory as fewer metal products were required to be cleaned up after welding. The water saving measures implemented in our staff quarters also helped reduce water usage. The total water consumption for our PRC operations decreased by 19%. Though water consumption for our office and warehouses in Hong Kong reduced drastically, the amount is insignificant. As a result, water consumption of the Group in the Reporting Year reduced 26%. Water usage intensity per staff decreased by 20%.

Avoid Excess Packaging Materials

Use of packaging materials is not considered to be a material issue to our Group. We use plastic wraps and cartoon boxes to protect the building material products manufactured by our PRC factory and for easy transportation to our customers or to our project construction sites in Hong Kong. Owing to different requirements for our construction projects, our factory produces a wide range of products in different sizes. The need to use packaging materials depends on the type of products we manufacture and there is little correlation with the volume of production. We try our best to minimise using packaging materials as long as the products are protected from damage during transportation.

KPI – Packaging Materials			
	2022 (kg)	2021** (kg)	**change**
Usage of packaging materials	**2,151**	1,008	**+113.3%**
Intensity of packaging materials used (kg/HK$'million factory revenue)*	**54.2**	38.0	**+42.6%**

* The intensity calculation is based on the revenue of the PRC factory operations.

** The comparative figure of intensity has been adjusted to conform with the current year's presentation.

In this year, the use of packaging materials was significantly increased by 113% due to special needs for additional small cartoon boxes and plastic wraps to protect materials for certain projects. As the revenue of the PRC factory increased, the intensity of packaging materials used based on the factory revenue was increased by 42.6%.

WASTE MANAGEMENT

For our construction business, our subcontractors are responsible for collecting the construction waste. Hazardous waste generated in the construction sites are disposed to the spots designated by the main contractor for special treatments. Our business does not directly produce hazardous waste. To reduce construction waste and to lessen the impact to our environment, we collect the useful residual materials, such as iron blocks and auxiliary materials, from construction sites and reuse for other projects.

General non-hazardous waste generated from our office in Hong Kong and our PRC factory are mainly wastepaper, office supplies and commercial waste. Our workplaces produce only insignificant amount of these general non-hazardous waste and as such the relevant data are not reported. To reduce the general waste:

- We promote "reduce, reuse and recycle" to cut down the amount of waste produced.
- Electronic documents are used for meetings and electronic files are used for storage to save paper.
- Wastepaper is reused for printing draft documents.

We support recycling to reduce waste generation. Used computer consumables such as ink and toner cartridges are collected and recycled by recycling companies. Old equipment such as computers and air cooler, which are in good condition, are donated to charity organisation. During the Reporting Year, we had donated 7 used computers and some used office equipment to charity for reuse.

The Group's non-hazardous waste mainly comes from the packaging materials disposed by our factory in the PRC and the material trading operations in Hong Kong. The packaging materials are used for protecting the products procured from the suppliers in transport. We always liaise with our suppliers for the possibility of reducing packaging materials without damaging the supplied products. The packaging materials left after we have opened the products will be sorted for recycling where possible.

KPI – Non-Hazardous Waste

	PRC Factory Operations		HK Material Trading Operations		
	Non-Hazardous Waste (tonnes)	Non-Hazardous Waste Intensity (kg/HK$'000 factory revenue)	Non-Hazardous Waste (tonnes)	Non-Hazardous Waste Intensity (kg/HK$'000 trading revenue)	Total Non-Hazardous Waste (tonnes)
2022	**32**	**0.81**	**22**	**2.34**	**54**
2021	29	1.09	18	1.50	47
Change	**+10.3%**	**–25.7%**	**+22.2%**	**+56.0%**	**+14.9%**

In this year, total non-hazardous waste from packaging materials increased by 14.9% that was mainly attributable to the increase in production volume of the factory and more materials were purchased.

OUR 2024 ENVIRONMENTAL TARGETS

To help building a better future, we continuously explore opportunities to improve our environmental performance. We have set short-term targets by the financial year 2023/24 against the 2021 baseline to anchor our strategy for environmental performance improvement.

Area of Improvement	2021 Baseline	2024 Target
GHG emissions intensity	2.5 tonnes CO_2-e/staff	Reduce 20% to 2 tonnes CO_2-e/staff
Energy consumption intensity	5.43 kWh'000/staff	Reduce 10% to 4.89 kWh'000/staff
Water consumption Intensity	23.91 m^3/staff	Reduce 10% to 21.5 m^3/staff
Non-hazardous waste	47 tonnes	Reduce 5% to 44.7 tonnes

Targets	Our Plans	Our Progress in 2022
Reduce GHG emissions intensity **Reduce Energy consumption intensity**	• Encourage staff to take public transportation for site working. • Use more phone and video conferencing to replace travelling. • Replace more energy-efficient appliances and equipment. • Implement more power saving measures in the offices and factory.	• Less fuel was used as we changed the logistics of delivering materials from the factory to HK. • Better measures to save electric power in the factory. Electricity consumption did not increase despite production increased. • GHG intensity reduced 11% in 2022. • Energy intensity increased 0.8% in 2022.
Reduce Water consumption Intensity	• Enhance awareness of our staff to conserve water usage. • Improve manufacturing process in the factory for using less water.	• Less water was used in the factory for cleaning products. • Water use intensity reduced 20% in 2022.
Reduce Non-hazardous waste	• Collaborate with the suppliers to avoid excessive packaging materials. • Recycle cartoon packings where possible.	• Increase in factory production and trading packing materials significantly in 2022 resulted in more packaging waste. • Waste increased 15% in 2022.

SOCIAL SUSTAINABILITY

VALUE OUR PEOPLE

We believe KPa-BM's most important asset is our people …. that's why we strive to uphold them every day to make our business sustainable.

ATTRACTING TALENTS

We understand the value that our talented people bring to our business. We endeavour to recruit the best people and offer fair and competitive salary, benefits and rewards that will attract, motivate, retain the high-performing staff at all levels. We strive to provide work-life balance to realise their potential and treat every staff fairly and with respect. We ensure that our staff come to work with a sense of pride and passion to keep our business sustainable.

Our human resources policies enhance the quality and stability of our workforce. These policies aim at fostering a working environment with opportunity for challenges and creativity. The key fundamental principles outlined below illustrate the way such working environment is created.

KPa-BM Fundamental Human Resources Principles
• Respect each employee's human rights and legally protected privacy.
• Treat each individual employee in a fair and impartial manner. No discrimination against the employees on their nationality, race, religion, age, gender, physical or mental disability.
• Provide workplaces where they can seek a good balance between their private and work lives, while accomplishing their work tasks with satisfaction and pride.
• Comply with all applicable laws and regulations concerning the employment of our staff.
• Maintain a human resources system that is most reasonable and persuasive to the employees, and such system has to be open and clearly explained as far as practicable.
• No child labour or forced labour.
• Offer to our employees those terms and conditions for employment that are sufficiently competitive in the regions we operate.

To maintain competitive in the market, we offer competitive compensation and benefits to our staff, based on their roles and responsibility, performance, and qualification. We benchmark our salary compensation to industry data. Our benefits include healthcare and travel insurance, company contribution in MPF retirement plan for all salary levels in Hong Kong, paid and unpaid leaves, and employee stock option plan.

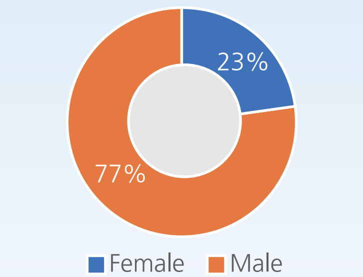
KPa-BM has strictly complied with all of the following laws and regulations on staff employment:

Hong Kong	Employment Ordinance Employees' Compensation Ordinance Minimum Wage Ordinance Sex Discrimination Ordinance Disability Discrimination Ordinance Family Status Discrimination Ordinance Race Discrimination Ordinance Mandatory Provident Fund Schemes Ordinance
PRC	Labour Law 《勞動法》 Labour Contract Law 《勞動合同法》

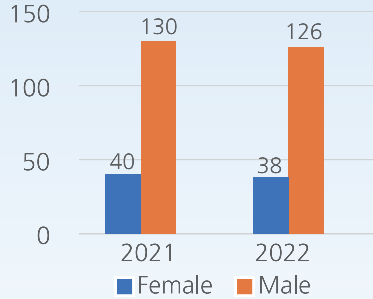
As of 31 March 2022, the Group employed a total of 164 (2021: 170) staff. During the Reporting Year, we were not aware of any non-compliance with relevant laws and regulations that had a significant impact on the Group relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunities, diversity, anti-discrimination, and other benefits and welfare.

The following charts show the breakdown of employees by gender, age group, employment type and geographical region.

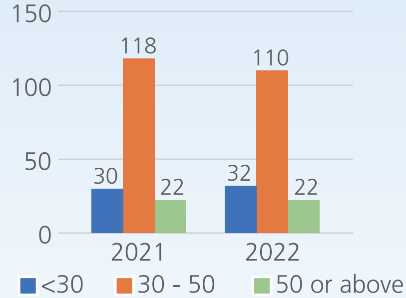
Percentage of staff by gender 2022



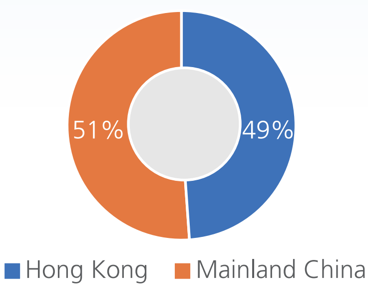
No. of staff by gender



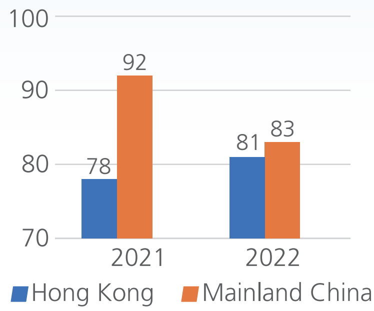
No. of staff by age group



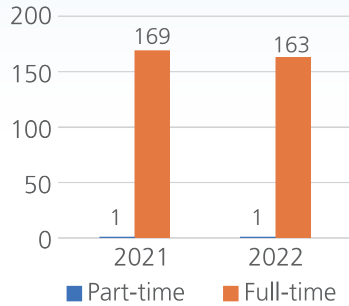
Percentage of staff by geographical region 2022



No. of staff by geographical region



No. of staff by emloyment type



We were employing more male staff and workers because of our nature of business. Our business is mainly structural engineering, construction project management, and metal product processing that there is much more supply of male employees in the market. We have no sex discrimination on employments.

REWARDING AND RETAINING TALENTS

Rewarding Our People

We reward our people in accordance with their individual qualification, working experience, and work performance. We adopt a reward-for-performance approach that our people are compensated in a fair and objective manner. High performers are rewarded with more annual bonus and higher salary increment. Biannual performance appraisal is conducted through review meetings between the staff and the respective department heads, and the results are calibrated at company-wide level by the human resources department and the top management. The performance review is conducted to evaluate the performances and contributions of our talents. Discretionary bonus is granted biannually accordingly. When we have job vacancies, we would first consider promoting internally the right people before looking for the external sources.

Work-life Balance – Flexibility and Inclusiveness at Work

A healthy balance on work-life is indispensable in maximising the potential of our people's abilities, their motivation and passion. We believe by providing our people with quality time with their friends and family, they would be more motivated to perform at work. We make every effort to ensure our people work and simultaneously enjoy happy and fulfilled lives.

We are committed to fostering an engaging and inclusive workplace that make our people feel respected and valued. In our Hong Kong office, there is a private and comfortable breastfeeding room for our new mothers to nurse their babies. We also have a well-designed office pantry with sittings where our staff can enjoy a cosy and welcoming space to have their meals and to take a break at work for mental respite and rejuvenation.

Considering "work-life balance" for our people, KPa-BM is working on providing more flexibility on work, more paid leaves, and extending more staff benefits across the Group.

The table on the right highlights some of our comprehensive benefits and working flexibilities that are above the statutory obligation:

Annual Leave **10 Days** paid leave when joining	**Early off-work** When there is public transportation issue
Exam Leave Up to **Half Day** paid leave upon request	**Work-from-home** When there is pandemic out-break
Festive Early Day-off **4-5 Big festive days** in a year	**Flexi-hour** Choose time to work to avoid crowds during pandemics
Part-time Working **No-pay Leave** without affecting employment	**Healthcare Insurance Benefits** Extend to all staff

Work-life Balance – Personal Wellness

We care about the personal wellness of our people and so we arrange social activities for our staff not only to enhance their working relationship and team spirit, but also to help them relieve work pressure beyond the normal working time and maintain mental and physical health.

We had organised different social activities to enhance the social life and well-being of our staff during the Reporting Year. For our Hong Kong staff, we arrange regular gatherings and parties for our staff to celebrate birthdays, Christmas, and festivals. Due to restrictions under the pandemics, we held such gatherings in our office where we had food, games, and lucky draws on some occasions. To enhance the mental and physical health of our staff, they were free to enrol interest classes the Company arranged for them, such as mosaic lamp workshop and Yoga classes. We also encourage our staff to take part and volunteer themselves for charity activities such as food distribution to the under-privileged persons. For our staff in the PRC, we held the annual dinner with lucky draw to express our gratitude for their contributions to the Company during the Reporting Year. We also arranged regular festival celebration gatherings, such as the mid-autumn festival and the winter solstice, with all our staff and workers where the Company provided food and beverages.

Our staff took part in the interest workshop for making Turkish Mosaic Lamp

The Turkish Mosaic Lamp finished products made by our staff in the workshop

Our staff participated in the Yoga class after office hour to enhance their personal wellness

Our bi-monthly birthday party was held in the office to celebrate the birthdays of the staff during the month

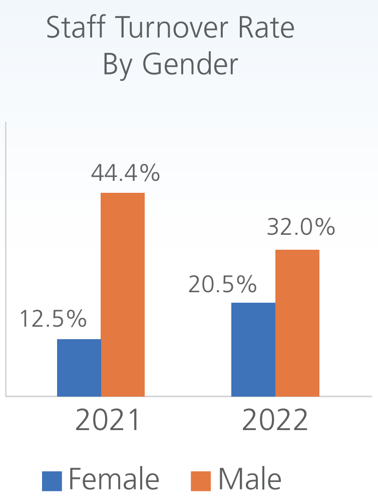
The Christmas Party was held in the office and our directors presented Christmas presents to our staff

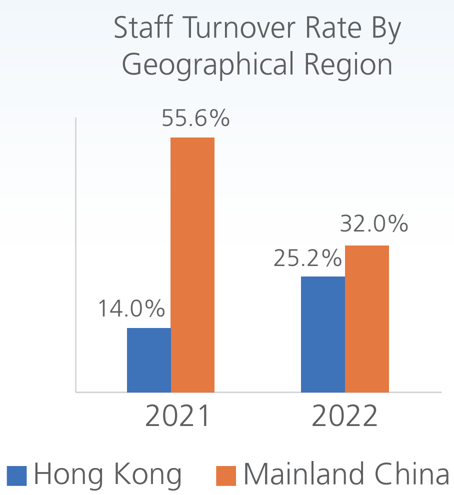
Volunteers from our Company participated in charitable food distribution for the needy

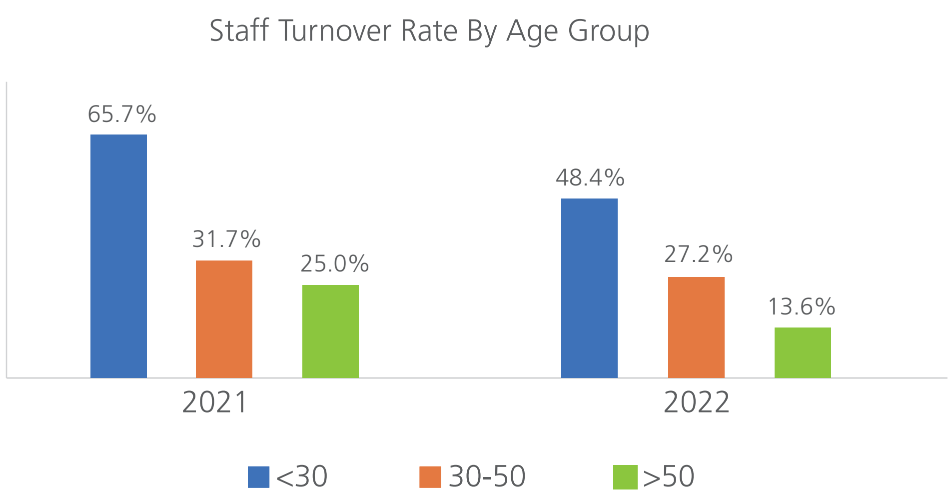
Retaining Our People

We strive to retain the best people by properly rewarding and developing them to keep our business growing. We would accept normal staff turnover rate and allow those employees not contributing to our business development to pursue their own careers. Turnover rate for our PRC factory operations is normally higher than our construction engineering and trading businesses, as the factory operations requires less technical skills, and the workers may depart for more reasons.

The staff turnover rate for our mainland China operations had been reduced from 55% in 2021 to 32%. The high turnover rate was mainly attributable to the COVID-19 pandemic that a lot of workers could not continue their employment due to difficulty in transportation or returning from hometowns. We have been providing more assistance to our workers in 2022 to make them stay with the Group. The staff turnover rate in Hong Kong had increased to 25% from 14% of 2021 due to higher volatility in the employment market within our industry in 2022. We have tried our best to recruit and fill up the vacancy, and to adjust our reward structures where necessary.



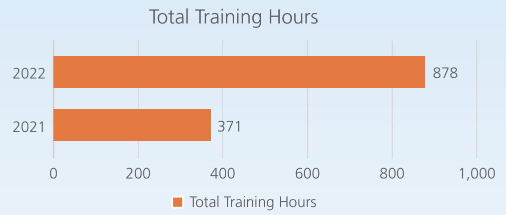




KPI – Staff Turnover Rate*			
		2022 **%**	2021 %
Total Staff Turnover Rate		**29.3**	37.2
By gender	Female	**20.5**	12.5
	Male	**32.0**	44.4
By age group	< 30 years old	**48.4**	65.7
	30 – 50 years old	**27.2**	31.7
	> 50 years old	**13.6**	25.0
By geographical region	Hong Kong	**25.2**	14.0
	Mainland China	**33.1**	55.6

* *The staff turnover rate is the number of staff in the specified category who left during the year divided by the average total number of staff in the specified category.*

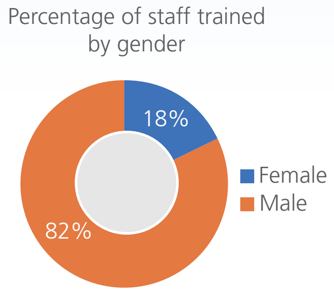
Developing Talents

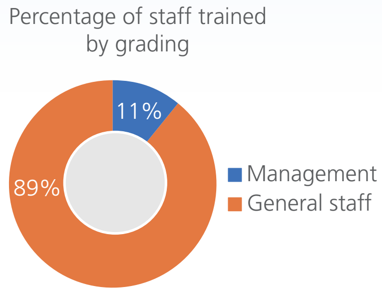


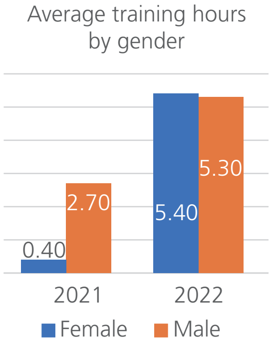
To remain competitive in the industry, professional competence and development of our people are essential to our business. By offering trainings to our staff, we enable them to reach their full potential. Also, we believe trainings have positive impact on the staff satisfaction, performance, and retention.

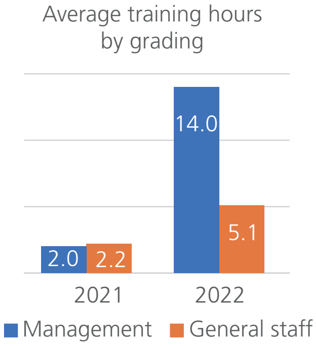
We support our staff in their personal growth and career development through on-the-job training and a series of professional training courses. On-the-job learning opportunities through peer coaching and collaboration are continuously available that can help our staff to obtain the skills and knowledge needed for specific jobs within the workplace. Our senior management regularly conduct internal training programmes to general staff for enhancing the staff's job-related knowledge and safety practices. We also provide various formal training courses to our staff to enhance their professional skills and knowledge.

To encourage our staff to pursue continual education and training, we have policy to provide them with subsidy for taking vocational training courses organised by qualified organisations and colleges. Upon satisfactory completion of the training courses that are recognised and approved by us, they can obtain the continuing education allowance for the courses they have taken. In the Reporting Year, we had provided substantially more trainings to our staff than last year, both in the total training hours and number of staff trained.









KPI – Percentage of Staff Trained			
		2022 %	2021 %
Percentage of total staff trained		**27.4**	23.5
By gender	Female	**17.8**	7.5
	Male	**82.2**	92.5
By grading	Directors & management	**11.1**	7.5
	General staff	**88.9**	92.5

KPI – Average Training Hours			
		2022 hours	2021 hours
Average number of training hours per employee		**5.4**	2.2
By gender	Female	**5.4**	0.4
	Male	**5.3**	2.7
By grading	Directors & management	**14.0**	2.0
	General staff	**5.1**	2.2

During the Reporting Year, we had offered the following training and development programmes to our staff:

New staff orientation	Induction programmes were specially designed for new joiners of the Group to enable them to get familiar with the Group policies and the working environment, so as to make them fit into our environment as quickly as possible.
In-house training programmes	These trainings targeted specific group of employees for catching up with essential knowledge and skills for performing their jobs and for enhancing safety practices. We also offered seminar on anti-corruption to our staff working in construction sites.
External training and education courses	These courses were intended to upgrade the knowledge and skills of our staff for empowering them to take up future challenges in new capacities. For example: • Safety training course for construction workers • Environmental Protection Course of Environmental Supervisors • Training on commercial contract management • Business English writing and communication skills
Apprenticeship programmes	This gave university students real insight into the world of construction and engineering. In this year, we continued to provide apprenticeship opportunity for university students to join our project engineering department in summer vacation.

ENSURE HEALTH AND SAFETY OF OUR PEOPLE

Work Injury and Fatality			
	2022	2021	2020
Number of staff injured	**0**	0	0
Number of staff died	**0**	0	0
Loss of working days	**0**	0	0

Our Commitment to Safety

It is our fundamental responsibility to provide safe working conditions for our workplaces in Hong Kong and the PRC. We strive to ensure that all people working for KPa-BM or in our projects, or anyone who are exposed and affected by our business activities, including subcontractors and the public where appropriate, do not suffer from any injury or ill health. We treat health and safety at work as an integral part of our business performance. We have set out work safety rules and procedures to provide our staff with a safe and healthy working environment. We have complied with the following laws and regulations:

Hong Kong	The PRC
Occupational Safety and Health Ordinance Factories and Industrial Undertakings Ordinance Construction Sites (Safety) Regulation	Work Safety Law 《安全生產法》 Prevention and Control of Occupational Diseases Law 《職業病防治法》

KPa-BM has a set of guidelines for maintaining our high standard on health and safety, and our top management will ensure they are continuously executed:

- Observe the laws and regulations relating to occupational safety and health.
- Set up initiatives based on KPa-BM's occupational safety and health policies, review their progress and endeavour to improve and enhance occupational safety and health activities.
- Carry out occupational safety and health activities in both KPa-BM and its business partners on a full participation basis and keep good communication with stakeholders.
- Identify and evaluate the risks for occupational safety and health of a workplace and take appropriate actions accordingly.
- Actively promote employees' healthcare management.
- Actively promote education, training, and qualification acquisition necessary for employees' occupational safety and health activities.

During the Reporting Year, we were not aware of any non-compliance with relevant laws and regulations that had a significant impact on the Group relating to providing a safe working environment and protecting staff from occupational hazards.

Site Health and Safety

For our structural engineering works in Hong Kong, we have implemented ISO 45001:2018 Occupational Health and Safety Management Systems to identify and reduce the risks of occupational health and safety. The system enables us to use systematic methods to proactively prevent work-related injuries.

For each of our construction project, a safety supervisor is assigned to carry out regular site safety inspection and to ensure that the safety rules and measures are in place. Our staff and our subcontractor's workers working in the construction sites are required to attend onsite safety training courses organised by the main contractor. We are required to observe the occupational health and safety measures and policies posted up at the worksites. Our directors, safety supervisor, project managers, and site foreman hold regular meetings to identify occupational health and safety risks and deficiencies and will impose mitigation measures where necessary.

To ensure safety, our project managers and site foremen closely monitor and inspect the work-in-progress of the subcontractors and ensure that they have met the safety requirements of the construction sites. We also require them to abide all safety laws, rules, regulations, measures, and procedures as well as all safety requirements relating to their works.

Office and Factory Health and Safety

We are also committed to providing safe and quality workplaces for our staff in Hong Kong and the PRC. Safety policies and procedures are in place to protect our staff from injury at our offices. Smoking is prohibited in our workplaces, and regular office cleaning is carried out to maintain the office hygiene.

In our PRC factory, we have implemented safety policies and measures and there was no serious injury incurred during the Reporting Year. Major measures we have taken include:

- Keep the factory workplaces as tidy as possible and prevent falling objects from storage area.
- Keep aisles clear and clean to prevent slips and trips.
- Constantly inspect and clean the equipment to make sure they are safe.
- Appropriate personal protective equipment must be worn in working area.
- Make sure there are sufficient emergency escapes, and the emergency exits are clear.
- Extra care in handling and storing combustible materials.
- Proper training on lifting heavy objects.

Including the Reporting Year, the Group did not have work-related fatalities on our staff in the past three years. There was also no serious work-related injury on our staff that resulted in loss of working days in both financial years 2021 and 2022.

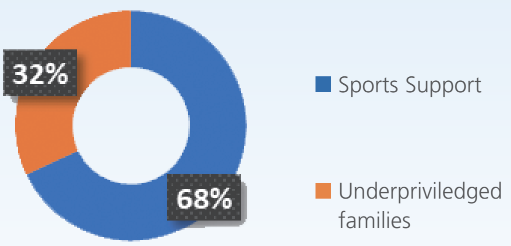
Protecting our People from COVID-19

The impact of the coronavirus was ongoing during the Reporting Year. We have taken all necessary precautionary measures to keep our workforce safe and to ensure minimum disruption in our business operations. We pay close attention to the latest development of the pandemic to make appropriate responsive actions. At the peak of the pandemic, we split up our staff in Hong Kong office into two teams for alternatively working in office and working from home, in order to mitigate the risks of infecting the virus from close contacts. We arranged regular professional cleaning and sanitization services for our offices to ensure they had safe and clean working environments.

In our construction sites, we required our staff and subcontractors to follow the preventive measures implemented by the main contractor for contracting and spreading coronavirus. To encourage our staff to take Covid-19 vaccination for extra protection, we granted one day pay leave to every staff taking the vaccination on the injection day.

COMMUNITY ENGAGEMENT

Charitable Donations
$147,000 in 2022



We are passionate to be a good corporate citizen in the communities where we live and work. We care and support our communities through our active engagement in social activities for bettering our communities. We look for opportunities to contribute our time and resources to the communities. Our aim is to engage in long-term partnership with local communities and charity organisations. During the Reporting Year, we had donated a total of about HK$147,000 (2021: HK$50,000) to help the underprivileged children and families, and to support the sports development in our communities.

We encourage our people to volunteer their time and passion to community engagement. It not only can connect our people to KPa-BM's values but can also bring them with fun and create teamwork. In such way, our people help the Company create healthy, positive, and resilient communities that make Hong Kong a better place to live.

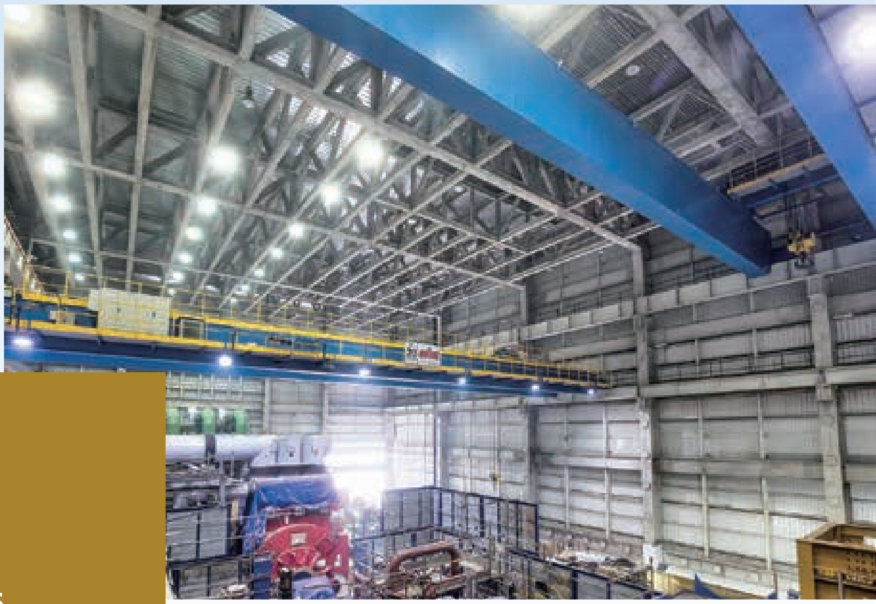
Helping the underprivileged

We continue to support J Life Foundation ("**J Life**") to relief poverty by providing tangible and intangible aids to under-privileged children and families in Hong Kong. During the Reporting Year, we partnered with J Life to hold three food distribution events for the benefit of low-income families. We bought frozen foods for the events and our staff volunteered themselves to help distributing the foods to the underprivileged families and elderlies. Apart from monetary and food donations, we also donated mooncakes in Mid-Autumn Festival, and used office equipment, such as computers and air cooler, to J Life for giving to the families and people in need.

Supporting sports development in our communities

In this year, we make monetary sponsorship to the Kai Tak Sports Initiative ("**KTSI**") Sponsorship Programme for supporting the development of sports and wellness activities that can benefit the society. KTSI is partnering with non-profit organisations to provide opportunities and resources to people of all ages, abilities, skill levels, and backgrounds, to empower individuals with physical and mental fitness, and to promote sustainable community development.

SUSTAINABILITY GOVERNANCE



We maintain a robust governance system to ensure that our project works are safe and reliable, the procurement in the supply chain is sustainable, and our business conducts are fair and in highest standard.

QUALITY AND SAFETY

Our Persistence

Kpa-BM is committed to providing total satisfaction to customers with effective project management and high standard of quality engineering services. We are putting our customers at the top priority and endeavour to meet our customer's requirements and to provide works and products with high quality, safety, and reliability. Persistence to quality and safety is the fundamental DNA in our corporate culture.

Our people work very hard to improve our operating processes in project planning, design, manufacturing, fulfilment, after-sale service to bring safer and more reliable products and works to our clients. When our people fulfil the works and products to our clients, they have to abide the following fundamental principles:

- Putting customers first to earn the customers' satisfaction is the fundamental to the job and responsibility of every employee.
- Complying with international quality standards and legal requirements to provide products with safety and reliability.
- Providing products and services that incorporate proper consideration for environmental conservation.
- Providing products and services that are innovative and beneficial to the customers.
- Give customers the comfort of safety, assurance, satisfaction, and the ability to use the product for many years to come.

Quality Assurance

One of our core values is the provision of quality products and services to our customers. We have adopted quality management system ISO 9001: 2015 in our structural engineering works in Hong Kong, the manufacturing of building materials in PRC factory, as well as the design and installation of noise barrier system.

Our quality assurance process starts from the project planning and design stage. Project proposals are submitted to customers and the Building Department, if necessary, for approval. We assign a project manager to each project. During the project period, our project managers closely communicate with customers to ensure that our project works are complied with the requirements and the expectations of the customers. If non-conformities are identified or customer complaints are received, our senior management and project managers will examine the nature of problems and take necessary actions to remedy. After project completion, a defect liability period of normally one year is offered to our customers and subsequent after-sales service will be offer where required.

To ensure the quality of our building materials used in the projects, we partner with renowned international building material companies as the authorized distributor of their products in Hong Kong, Macau, and the PRC. We strictly forbid to use any counterfeit materials infringing the intellectual property rights of the genuine brands. Materials samples are submitted to customers for approval before used in the construction project. The project management team and procurement department are responsible for ensuring proper materials are used for the projects. Sample inspection and testing will be carried out on the purchased materials and products to ensure their safety and reliability. We may also engage external testing laboratories to perform onsite inspection to the products on the request of our customers. We have set stringent quality standards on the materials and products that are further processed in our factory to ensure these materials can meet our customers' requirements.

Product Safety

Providing safe products and works to our customers is our uncompromised mission. To bring the best value to our customers, we rely on the innovative ideas of our engineers and architects to design a project that is both safe and economical. On top of meeting all latest standards, like ISO 9001:2015 QMS, and laws and regulations, such as Building Ordinance, safety features are incorporated by our staff as the top considerations.

During the Reporting Year, we had not experienced any serious complaints and material claims by our customers in respect of the projects completed by us. We also did not have to rework our projects due to safety and health reasons. We strictly complied with the relevant laws and regulations that would have significant impact on the Group relating to health and safety, advertising, labelling, and privacy matters relating to products and services provided.

RESPONSIBLE SOURCING

Our Management Approach

Managing our suppliers and subcontractors is critical to our sustainability and our commitment of quality and reliability to our customers. It is also crucial for meeting the sustainability requirement of our customers.

On top of meeting our quality and reliability requirements, we strive to ensure as far as possible that our suppliers and subcontractors uphold the integrity value as ours. They are required to provide goods and services ethically that have complied with the relevant laws and regulations, ethical and environmental requirements throughout their sourcing and production life cycle.

Responsible Sourcing Initiatives

Our suppliers include those subcontractors for project installation works, and those for supplying materials, equipment, and other consumables. We have established policy and procedures on selecting subcontractors and suppliers to ensure the safety, reliability, and sustainability of our project works. To minimise the supply chain risks on the disruption of business, we have been maintaining an approved list of qualified subcontractors and suppliers that meet our standard and sustainability requirements.

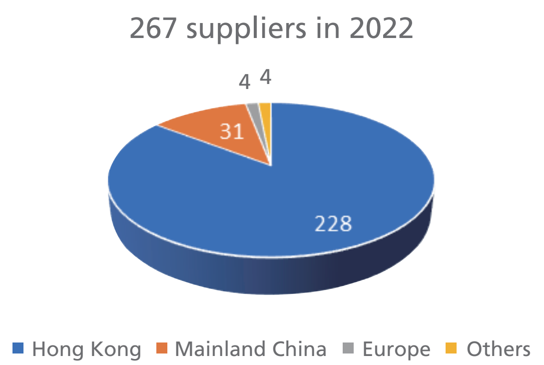
When new suppliers and subcontractors are identified, we carry out assessments on their company background, reputation, technical ability, quality, price, as well as their ethical, environmental, and safety compliance for admitting to the approved supplier list. They are subject to appropriate quality assurance inspection and testing subsequently for us to monitor the quality of their services and products.

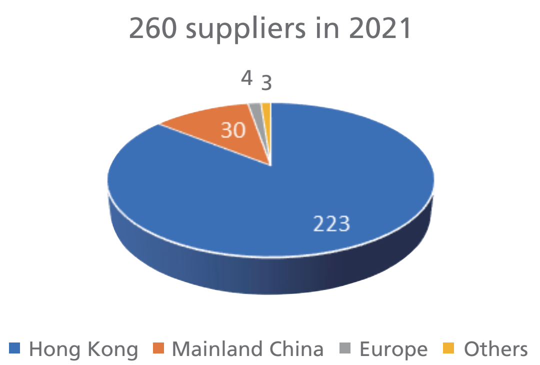
Our suppliers and subcontractors for the engineering projects are required to prove that they have complied with the applicable laws and regulations in relation to employment or labour laws, occupational health and safety laws, and environmental protection regulations.

For those significant and important suppliers, we frequently visit their factories and workplaces, and the suppliers are required to provide document evidence on their compliance on environmental protection and product safety. If there is any non-compliance on the quality standards, and relevant laws and regulations, those suppliers and subcontractors will be removed from the approved suppliers list.

We have priority to source from those subcontractors and suppliers who can demonstrate that they have the integrated quality assurance system in place, they have obtained the quality, environmental, health and safety accreditation in their operations, and their products and materials are made from sustainable or recycled sources.

In this year, we had a total of 267 approved suppliers and subcontractors, and the majority is located in Hong Kong. Out of the total number, 193 major suppliers and subcontractors are subject to our engagement practices that are described in the above paragraphs.





By building long-term collaborative partnership with our subcontractors and suppliers, we support and influence our suppliers and subcontractors to extend our believes on sustainable procurement throughout their own supply chain management.

FAIR BUSINESS - ANTI-CORRUPTION

Integrity, honesty, and fairness are the core values of KPa-BM that must always be upheld by all staff. We prohibit all forms of bribery and corruption. To ensure our business and workplace operate in a fair and transparent manner, the following policies and practices are in place:

- In conducting our business operations in Hong Kong, the PRC or elsewhere, all directors and staff are prohibited from soliciting, accepting, or offering any bribe and are required to comply with the Prevention of Bribery Ordinance of Hong Kong.

- Policies and guidelines on accepting advantages such as entertainment and gifts, and handling conflict of interests are set out in the Code of Conduct of the Group.

- Whistleblowing policy has been established to encourage our staff or other stakeholders to report suspected misconduct, malpractices, or fraudulent activities. Cases reported are followed up independently and kept confidential.

19 staff joined in the seminar held in our office on anti-corruption which was delivered by the ICAC.

Disciplinary actions are taken when misconduct is proven. In cases of suspected corruption or other criminal offences, report will be made to the appropriate authority. During the Reporting Year, there was no concluded legal case regarding corrupt practices brought against the Group or our staff. We were not aware of any breach of laws and regulations relating to bribery, extortion, fraud, and money laundering that have a significant impact on the Group.

To ensure that our staff understand the anti-corruption practice, we organise regular trainings to our staff. During the Reporting Year, we invited the Independent Commission Against Corruption ("**ICAC**") to deliver a talk on anti-corruption for construction industry. A total of 19 staff joined the talk, including one management staff and eighteen general staff. The talk covered the areas on identifying and managing corruption risks, managing staff integrity, understanding corruption loopholes, and promoting good practices in preventing corruption.

UPHOLDING LABOUR STANDARD

We endeavour to protect human rights and create a workplace of respect, sincerity, and fairness for our staff. We are fully aware that child labour and forced labour violate fundamental human rights and they pose threat to sustainable social and economic development. We strictly comply with the Employment Ordinance in Hong Kong, and the Labour Law, Labour Contract Law, and the Provision on Prohibition of Using Child Labour in the PRC on this issue.

We have established policies and procedures for preventing the employment of children and ensuring there is no forced labour in our workplaces. We implement stringent checks on the candidates' identity documents and interview candidates to verify their age during recruitment. On employing staff, terms of employment are clearly set in the employment contracts and are strictly followed by the Group. Any staff have the right to terminate the employment contract as long as it is in compliance with the terms of employment in the contract, the relevant laws, and the Group polices.

During the Reporting Year, we did not experience any case on illegal child employment and forced labour.

THE STOCK EXCHANGE REPORTING GUIDE INDEX

Aspects	Description	Page Ref
Mandatory Disclosure Requirements		
Governance Structure	A statement from the board containing the following elements: (i) a disclosure of the board's oversight of ESG issues; (ii) the board's ESG management approach and strategy, including the process used to evaluate, prioritise and manage material ESG-related issues (including risks to the issuer's businesses); and (iii) how the board reviews progress made against ESG-related goals and targets with an explanation of how they related to the issuer's businesses.	24-26
Reporting Principles	A description of, or an explanation on, the application of the following Reporting Principles in the preparation of the ESG report: Materiality: The ESG report should disclose: (i) the process to identify and the criteria for the selection of material ESG factors; (ii) if a stakeholder engagement is conducted, a description of significant stakeholders identified, and the process and results of the issuer's stakeholder engagement. Quantitative: Information on the standards, methodologies, assumptions and/or calculation tools used, and source of conversion factors used, for the reporting of emissions/energy consumption (where applicable) should be disclosed. Consistency: The issuer should disclose in the ESG report any changes to the methods or KPIs used, or any other relevant factors affecting a meaningful comparison.	23, 27-28
Reporting Boundary	A narrative explaining the reporting boundaries of the ESG report and describing the process used to identify which entities or operations are included in the ESG report. If there is a change in the scope, the issuer should explain the difference and reason for the change.	23
A. Environmental		
Aspect A1: Emissions		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non-hazardous waste.	30, 34-39
KPI A1.1	The types of emissions and respective emissions data.	36
KPI A1.2	Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and, where appropriate, intensity.	36
KPI A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity.	Not applicable for disclosure
KPI A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity.	39

THE STOCK EXCHANGE REPORTING GUIDE INDEX (Continued)

Aspects	Description	Page Ref
KPI A1.5	Description of emissions target(s) set and steps taken to achieve them.	40
KPI A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set and steps taken to achieve them.	38-40
Aspect A2: Use of Resources		
General Disclosure	Policies on the efficient use of resources, including energy, water and other raw materials.	34-38
KPI A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity.	35
KPI A2.2	Water consumption in total and intensity.	37
KPI A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them.	40
KPI A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency target(s) set and steps taken to achieve them.	37, 40
KPI A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced.	38
Aspect A3: The Environment and Natural Resources		
General Disclosure	Policies on minimising the issuer's significant impact on the environment and natural resources.	31
KPI A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them.	31
Aspect A4: Climate Change		
General Disclosure	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	32-33
KPI A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them.	32-33
B. Social		
Employment and Labour Practices		
Aspect B1: Employment		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare.	41-47
KPI B1.1	Total workforce by gender, employment type, age group and geographical region.	43
KPI B1.2	Employee turnover rate by gender, age group and geographical region.	46

THE STOCK EXCHANGE REPORTING GUIDE INDEX (Continued)

Aspects	Description	Page Ref
Aspect B2: Health and Safety		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards.	50-52
KPI B2.1	Number and rate of work-related fatalities occurred in each of the past three years including the reporting year.	50
KPI B2.2	Lost days due to work injury.	50
KPI B2.3	Description of occupational health and safety measures adopted, and how they are implemented and monitored.	50-52
Employment and Labour Practices		
Aspect B3: Development and Training		
General Disclosure	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities.	48-49
KPI B3.1	The percentage of employees trained by gender and employee category.	49
KPI B3.2	The average training hours completed per employee by gender and employee category.	49
Aspect B4: Labour Standards		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labour.	57
KPI B4.1	Description of measures to review employment practices to avoid child and forced labour.	57
KPI B4.2	Description of steps taken to eliminate such practices when discovered.	57
Operating Practices		
Aspect B5: Supply Chain Management		
General Disclosure	Policies on managing environmental and social risks of the supply chain.	55-56
KPI B5.1	Number of suppliers by geographical region.	56
KPI B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, how they are implemented and monitored.	55-56
KPI B5.3	Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored.	55-56
KPI B5.4	Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored.	56

THE STOCK EXCHANGE REPORTING GUIDE INDEX (Continued)

Aspects	Description	Page Ref
Operating Practices		
Aspect B6: Product Responsibility		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress.	54-55
KPI B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons.	Not applicable for disclosure
KPI B6.2	Number of products and service related complaints received and how they are dealt with.	55
KPI B6.3	Description of practices relating to observing and protecting intellectual property rights.	54-55
KPI B6.4	Description of quality assurance process and recall procedures.	54-55
KPI B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored.	Not applicable for disclosure
Aspect B7: Anti-corruption		
General Disclosure	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering.	57
KPI B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases.	57
KPI B7.2	Description of preventive measures and whistle-blowing procedures, and how they are implemented and monitored.	57
KPI B7.3	Description of anti-corruption training provided to directors and staff.	57
Community		
Aspect B8: Community Investment		
General Disclosure	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	53
KPI B8.1	Focus areas of contribution.	53
KPI B8.2	Resources contributed to the focus area.	53

The Directors hereby present their report together with the audited consolidated financial statements for the Year.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The activities of its principal subsidiaries are set out in note 29 to the consolidated financial statements.

BUSINESS REVIEW

Further discussion and analysis of these activities, including a business review of the Group for the Year and an indication of likely future developments in the Group's business, can be found in the section headed "Management Discussion and Analysis" as set out on pages 4 to 10 of this annual report. These discussions form part of this directors' report.

PRINCIPAL RISKS AND UNCERTAINTIES

A number of factors may affect the results and business operations of the Group. Major risks are summarised below.

The Group may fail to maintain its reputation and brand name and this can adversely affect the Group's business, financial performance and results of operations

Reputation and brand name that the Group has built up over the years play a significant role in attracting customers and securing projects. The Group needs to provide quality and timely service to customers on an ongoing basis in order to maintain or promote its reputation and brand name. The brand name and reputation of the Group could be adversely affected if its customers no longer perceive products and services of the Group to be of a high quality or reliable or cost-effective. This will in turn negatively affect the Group's business, financial performance and results of operations.

Any claims or legal proceedings to which the Group may become a party may have a material and adverse impact on the Group's business operations

The Group may be subject to claims for personal injury and property damage arising in connection with the Group's projects. The Group may also become involved in proceedings relating to, among other things, warranty, indemnification or liability claims, contractual disputes with its customers or subcontractors, labour disputes, workers' compensation, and safety, environmental or other legal requirements. Legal proceedings can be time-consuming, expensive, and may divert management's attention away from the operations of business. Any claims or legal proceedings to which the Group may become a party in the future may have a material and adverse impact on the Group's business operations.

The Group's business performance depends on the availability of design and build projects, involving structural engineering works, in Hong Kong

The performance of the Group's business is generally affected by the number and availability of design and build projects, involving structural engineering works, in Hong Kong. The performance of the construction industry is cyclical and could be significantly affected by various factors, including but not limited to the fluctuations in economic conditions, the general conditions of property markets in Hong Kong, and other factors. For instance, an economic downturn in Hong Kong, where the Group operates, could materially and adversely affect the Group's business, financial performance and results of operations. There is no assurance that the number of design and build projects in Hong Kong will not decrease in the future.

ENVIRONMENTAL POLICIES, PERFORMANCE AND COMPLIANCE WITH LAWS AND REGULATIONS

The Group is committed to maintaining sustainable working practices and pays close attention to ensure all resources are efficiently utilised. The Group's in-house rules contain measures and work procedures governing environmental protection compliance that are required to be followed by the Group's employees. Such measures and procedures include air pollution control, noise control and waste disposal.

The Group and its activities are subject to requirements under various laws. The laws and regulations which have a significant impact on the Group include, among others, the Factories and Industrial Undertakings Ordinance (Chapter 59 of the Laws of Hong Kong), Occupational Safety and Health Ordinance (Chapter 509 of the Laws of Hong Kong), Employees' Compensation Ordinance (Chapter 282 of the Laws of Hong Kong), Employment Ordinance (Chapter 57 of the Laws of Hong Kong), Occupiers Liability Ordinance (Chapter 314 of the Laws of Hong Kong), Immigration Ordinance (Chapter 115 of the Laws of Hong Kong), Minimum Wage Ordinance (Chapter 608 of the Laws of Hong Kong), Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong), Air Pollution Control Ordinance (Chapter 311 of the Laws of Hong Kong), Noise Control Ordinance (Chapter 400 of the Laws of Hong Kong), Public Health and Municipal Services Ordinance (Chapter 132 of the Laws of Hong Kong) and Waste Disposal Ordinance (Chapter 354 of the Laws of Hong Kong). The Group has put in place in-house rules containing measures and work procedures to ensure that the Group's operation is in compliance with applicable laws and regulations.

KEY RELATIONSHIPS WITH EMPLOYEES, CUSTOMERS AND SUPPLIERS

The Directors recognise that employees, customers and business partners are the keys to the sustainable development of the Group. The Group is committed to building a close and caring relationship with its employees and business partners, and improve the quality of services and products to the customers. Employees are regarded as the most important and valuable assets of the Group. The Group ensures all staff is reasonably remunerated and regular training courses are provided for its workers operation of different types of machinery, as well as work safety. The Group strives to motivate its employees with a clear career path and opportunities for advancement and improvement of their skills. The Group also stays connected with its customers and suppliers and has ongoing communication with the customers and suppliers through various channels such as telephone, electronic mails and physical meetings to obtain their feedback and suggestions.

RESULTS AND APPROPRIATIONS

The Group's results for the Year are set out in the Consolidated Statement of Comprehensive Income on page 80 of this annual report.

DIVIDEND POLICY AND DIVIDENDS

The Directors acknowledge the importance of stakeholders' engagement and would contemplate at least two times a year (prior to the announcement of annual and interim results) on the distribution of a dividend. While the Directors endeavour to share the Group's results with shareholders by way of a dividend, the portion and actual amount of distribution out of profits will be determined by the Directors having regard to a variety of factors, including but not limited to the Group's actual and expecting operating results and conditions, gearing level, general financial condition, availability of cash, future plans and funding needs for expansion.

No interim dividend was paid during the Year.

The Board has proposed to declare a final dividend of HK1.5 cents for the Year (FY2021: HK2.5 cents) which, subject to the approval of shareholders at the forthcoming annual general meeting of the Company, will be payable to the shareholders of the Company whose names appear on the register of members of the Company on 21 September 2022. The final dividend will amount to HK$9.0 million (FY2021: HK$15.0 million) and is expected to be paid on or around 5 October 2022. No special dividend was recommended for the Year (FY2021: HK3.0 cents, amounting to HK$18.0 million). The recommendation of dividends depend on the accumulated reserves, liquidity condition, expected cashflows and working capital needs of the Group.

As at the date of this annual report, the Board is not aware of any shareholders who have waived or agreed to waive any dividends.

FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the past five financial years is set out on page 155 of this annual report.

PROPERTY, PLANT AND EQUIPMENT

Details of movements of the property, plant and equipment of the Group during the Year are set out in note 14 to the consolidated financial statements.

PRINCIPAL PROPERTIES

Details of the principal properties held for investment purposes are set out in note 15 to the consolidated financial statements and on page 156 of this annual report.

SUBSIDIARIES

Details of the Company's subsidiaries at 31 March 2022 are set out in note 29 to the consolidated financial statements.

EMOLUMENT POLICY FOR DIRECTORS

The Remuneration Committee is set up for reviewing the Group's emolument policy and structure for all remuneration of the Directors and senior management of the Group. The remunerations of the Directors are determined with reference to the economic situation, the market condition, the responsibilities and duties assumed by each Director as well as their individual performance.

RESERVES

Movements in the reserves of the Group during the Year are set out in the consolidated statement of changes in equity on page 83 of this annual report.

Movements in the reserves of the Company during the Year are set out in note 26 to the consolidated financial statements.

As at 31 March 2022, the reserves of the Company available for distribution was approximately HK$43.5 million (2021: HK$67.2 million) inclusive of share premium and retained profits.

SHARE CAPITAL

Details of the movements in the share capital of the Company during the Year are set out in note 25 to the consolidated financial statements.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

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

PRE-EMPTIVE RIGHTS

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

SHARE OPTION SCHEME

The Company's share option scheme (the "**Share Option Scheme**") was conditionally approved by the Company pursuant to the written resolutions of the then sole shareholder of the Company dated 22 September 2015. The following is a summary of the principal terms of the Share Option Scheme:

(1) Purpose of the Share Option Scheme

The Share Option Scheme enables the Company to grant options (the "**Options**") to any full-time or part-time employee of the Company or any member of the Group, including any executive Directors and independent non-executive Directors, advisors, consultants of the Company or any of its subsidiaries (the "**Eligible Persons**") as incentives or rewards for their contributions to the Group.

(2) Who may join

The Board may, at its discretion, invite any Eligible Persons to take up Options at a price calculated in accordance with sub-paragraph (3) below. Upon acceptance of the Option, the Eligible Person shall pay HK$1.00 to the Company by way of consideration for the grant. The Option will be offered for acceptance for a period of not less than 5 trading days from the date on which the Option is granted.

The basis of eligibility of any participant to the grant of any option shall be determined by the Board (or as the case may be, the independent non-executive Directors) from time to time on the basis of his contribution or potential contribution to the development and growth of the Group.

(3) Price of shares of the Company (the "Share(s)")

The subscription price of a Share in respect of any particular option granted under the Share Option Scheme shall be a price solely determined by the Board and notified to a participant and shall be at least the higher of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option; (ii) the average of the closing prices of the Shares as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the date of grant of the option; and (iii) the nominal value of a Share on the date of grant of the option.

(4) Grant of options and acceptance of offers

An offer for the grant of options must be accepted within seven days inclusive of the day on which such offer was made. The amount payable by the grantee of an option to the Company on acceptance of the offer for the grant of an option is HK$1.00.

(5) Maximum number of Shares

The total number of Shares which may be allotted and issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Group (excluding, for this purpose, options which have lapsed in accordance with the terms of the Share Option Scheme or any other share option schemes of the Group) must not in aggregate exceed 10% of the total number of Shares in issue as at the Listing Date. The Company may refresh this limit at any time, subject to the shareholders' approval and the issue of a circular and in accordance with the Listing Rules provided that the total number of Shares which may be allotted and issued upon exercise of all outstanding options to be granted under the Share Option Scheme and any other share option schemes of the Group must not exceed 10% of the Shares in issue as at the date of approval of the refreshed limit and for such purpose, options (including those outstanding, cancelled, lapsed or exercised in accordance with the Share Option Scheme and any other share option schemes of the Group) previously granted under the Share Option Scheme and any other share option schemes of the Group will not be counted. The above is subject to the condition that the maximum number of Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes of the Group shall not exceed 30% of the Share Capital of the Company in issue from time to time.

(6) Maximum entitlement of each Eligible Person

The total number of Shares issued and to be issued upon exercise of options granted to any grantee (including both exercised and outstanding options) under the Share Option Scheme, in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue. Any further grant of options in excess of such limit must be separately approved by shareholders in general meeting with such grantee and his close associates (or his associates if the grantee is a connected person) abstaining from voting. In such event, the Company must send a circular to the shareholders containing the identity of the grantee, the number and terms of the options to be granted (and options previously granted to such grantee), and all other information required under the Listing Rules. The number and terms (including the subscription price) of the options to be granted must be fixed before the approval of the shareholders of the Company and the date of the Board meeting proposing such further grant should be taken as the date of grant for the purpose of calculating the subscription price.

(7) Time of exercise of option

An option may be exercised in accordance with the terms of the Share Option Scheme at any time during a period as the Board may determine which shall not exceed ten years from the date of grant subject to the provisions of early termination thereof.

(8) Period of the Share Option Scheme

The Share Option Scheme will remain in force for a period of 10 years commencing on the date on which the Share Option Scheme is adopted.

No share option has been granted, exercised, cancelled or lapsed under the Share Option Scheme since its adoption.

DIRECTORS

The Directors during the Year and up to the date of this report are:

Executive Directors

Mr. Yip Pak Hung *(Chairman)*
Mr. Wai Yat Kin *(Chief Executive Officer)*

Independent Non-executive Directors

Ms. Lai Pik Chi, Peggy
Mr. Lam Chi Wai, Peter
Dr. Yeung Kit Ming

The Directors' biographical details are set out in the section headed "Biography of Directors and Senior Management" in this annual report.

Information regarding Directors' emoluments is set out in note 11(a) to the consolidated financial statements. An annual confirmation of independence pursuant to the requirements under Rule 3.13 of the Listing Rules has been received from each of the independent non-executive Directors.

DIRECTORS' SERVICE CONTRACT

All executive Directors have entered into service agreements with the Company which may be terminated earlier by no less than three months written notice served by either party on the other. Each of the independent non-executive Directors has entered into a service agreement with the Company which may be terminated earlier by no less than one month written notice served by either party on the other. All Directors are subject to retirement from office and re-election at the AGM of the Company in accordance with the Memorandum and Articles of Association of the Company.

No Director proposed for re-election at the forthcoming AGM has a service contract which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

In accordance with Article 112 of the Memorandum and Articles of Association of the Company, any director appointed by the Board either to fill a casual vacancy shall hold office only until the first general meeting of the Company after his appointment and be subject to re-election at such meeting and any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following annual general meeting of the Company and shall then be eligible for re-election.

Pursuant to Article 108 of the Memorandum and Articles of Association of the Company, at each annual general meeting one-third of the Directors for the time being (or, if their number is not a multiple of three (3), the number nearest to but not less than one-third) shall retire from office by rotation provided that every Director shall be subject to retirement at an annual general meeting at least once every three years.

Mr. Wai Yat Kin, an executive Director, and Ms. Lai Pik Chi, Peggy, an independent non-executive Director, will retire from office at the Company's forthcoming annual general meeting ("**AGM**") according to the provisions of the Company's Articles of Association and, being eligible, have offered themselves for re-election at the AGM.

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 31 March 2022, the interests of the Directors in the share capital of the Company which were required to be notified to the Company and the Exchange pursuant to Divisions 7 and 8 of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "**SFO**") (including interests which they were taken or deemed to have under such provisions of the SFO) or were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 of the Listing Rules, to be notified to the Company and the Exchange were as follows:

Long Positions in Shares of the Company

(a) Interest in the shares of the Company

Director	Capacity/Nature of Interest	Number of issued ordinary shares	Percentage of the issued share capital of the Company
Mr. Wai Yat Kin	Corporate interest	369,000,000	61.5%
	Beneficial owner	31,850,000	5.31%
	Interests held jointly	33,570,000	5.60%
Mr. Yip Pak Hung	Corporate interest	369,000,000	61.5%
	Beneficial owner	33,570,000	5.60%
	Interests held jointly	31,850,000	5.31%

(b) Interest in the shares of as associated corporation

Name of associated corporations:

Success Wing Investments Limited

Director	Capacity/Nature of Interest	Number of shares	Percentage of Shareholding
Mr. Wai Yat Kin	Beneficial owner	12,182	33.01%
	Interests held jointly	20,789	56.34%
Mr. Yip Pak Hung	Beneficial owner	12,182	33.01%
	Interests held jointly	20,789	56.34%

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

As at 31 March 2022, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, other than the interests disclosed above in respect of a Director, the following shareholders had notified the Company of relevant interests in the issued share capital of the Company:

Long positions

Ordinary shares of the Company

Name of shareholder	Capacity/Nature of interest	Number of issued ordinary shares	Percentage of the issued share capital of the Company
Success Wing Investments Limited	Beneficial owner	369,000,000	61.50%
Ms. Lam Suk Lan Bonnie	Interest of spouse	434,420,000	72.40%
Ms. Wu Janet	Interest of spouse	434,420,000	72.40%
Mr. Lui Bun Yuen, Danny	Corporate interest	369,000,000	61.50%
	Interests held jointly	65,420,000	10.90%

Save as disclosed above, as at 31 March 2022, no other persons had any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO, or otherwise notified to the Company.

MAJOR CUSTOMERS

During the Year, the Group's five largest customers accounted for approximately 80.1% (2021: 73.6%) of the total revenue of the Group and the largest customer of the Group accounted for approximately 46.0% (2021: 27.1%) of the total revenue.

None of the Directors or any of their close associates, or any shareholder (which to the knowledge of the Directors own 5% or more of the Company's issued share capital) had any beneficial interest in the Group's five largest customers.

MAJOR SUPPLIERS

During the Year, the Group's five largest suppliers accounted for approximately 47.9% (2021: 60.0%) of the total purchases of the Group and the largest supplier of the Group accounted for approximately 17.9% (2021: 22.9%) of the total purchases.

None of the Directors or any of their close associates, or any shareholder (which to the knowledge of the Directors own 5% or more of the Company's issued share capital) had any beneficial interest in the Group's five largest suppliers.

MAJOR SUBCONTRACTORS

During the Year, the Group's five largest subcontractors accounted for approximately 66.4% (2021: 51.1%) of the total subcontracting charges of the Group and the largest subcontractor of the Group accounted for approximately 22.0% (2021: 25.0%) of the total subcontracting charges.

None of the Directors or any of their close associates, or any shareholder (which to the knowledge of the Directors own 5% or more of the Company's issued share capital) had any beneficial interest in the Group's five largest subcontractors.

DIRECTORS'/CONTROLLING SHAREHOLDERS' INTEREST IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS

Save for the related party transactions disclosed in note 33 to the consolidated financial statements, no transactions, arrangements or contracts of significance to which the Company or any of its subsidiaries, or holding company was a party and in which a Director or controlling Shareholder, or an entity connected with a Director or controlling Shareholder, had a material interests, whether directly or indirectly, subsisted during or at the end of the Year.

PERMITTED INDEMNITY PROVISIONS

The Company has maintained appropriate directors and officers liability insurance and such permitted indemnity provision for the benefit of the Directors is currently in force and was in force throughout the Year.

MANAGEMENT CONTRACTS

No management contracts concerning the whole or any substantial part of the business of the Company were entered into or existed during the Year.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the Year were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective associates, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

Directors of Subsidiaries

Up to the date of this report, the subsidiaries of the Company (the "**Subsidiaries**") and the particulars of the Subsidiaries are listed out as follows:

Name of subsidiary	Place/Country of incorporation	Place of operations	Principal activities	List of directors
Light Dimension Limited ("**Light Dimension**")	British Virgin Islands (the "**BVI**")	Hong Kong	Investment holding	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny
AcouSystem Limited ("**AcouSystem**")	Hong Kong	Hong Kong	Trademark Holding	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny
BuildMax Limited ("**BuildMax (HK)**")	Hong Kong	Hong Kong	Supply and installation of building material products and trading of building material products	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny Mr. Liu Yuen Wai Mr. Chan Chi Ming
KPa Contracting Limited ("**KPa Contracting**")	Hong Kong	Hong Kong	Provision of structural engineering works	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny
KPa Engineering Limited ("**KPa Engineering**")	Hong Kong	Hong Kong	Provision of structural engineering works	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny
KPa Engineering (HK) Limited ("**KPa (HK)**")	Hong Kong	Hong Kong	Provision of structural engineering works	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny
Sun Pool Engineering Limited ("**Sun Pool**")	Hong Kong	Hong Kong	Property investment and investment holding	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny

Name of subsidiary	Place/Country of incorporation	Place of operations	Principal activities	List of directors
應力恒富設計貿易(深圳)有限公司("**KPa (SZ)**")	The People's republic of China (the "**PRC**")	PRC	Provision of fabrication drawing	Mr. Lui Bun Yuen, Danny
Hillford Trading Limited ("**Hillford**")	Hong Kong	Hong Kong	Investment holding	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Lui Bun Yuen, Danny Mr. Liu Yuen Wai Mr. Chan Chi Ming
彪域科技(深圳)有限公司("**BuildMax (SZ)**")	PRC	PRC	Processing, fabrication, manufacturing and trading of building material products	Mr. Yip Pak Hung Mr. Wai Yat Kin Mr. Liu Yuen Wai

RELATED PARTY TRANSACTIONS

The significant related party transactions entered into by the Group during the Year set out in note 33 to the consolidated financial statements include transactions that constitute connected transactions and continuing connected transactions for which the disclosure requirements under Chapter 14A of the Listing Rules have been complied with.

NON-COMPETITION UNDERTAKING

Each of the controlling shareholders, namely Success Wing Investments Limited, Mr. Lui Bun Yuen, Danny, Mr. Wai Yat Kin and Mr. Yip Pak Hung (collectively the "**Controlling Shareholders**") has made an annual declaration to the Company that during the Year, they have complied with the terms of non-competition undertakings ("**Non-Competition Undertakings**") dated 22 September 2015 given in favour of the Company.

The independent non-executive Directors have also reviewed the status of compliance with the Non-Competition Undertakings by each of the Controlling Shareholders and have confirmed that, as far as the independent non-executive Directors can ascertain, there is no breach of any of the undertakings in the Non-Competition Undertakings.

SUFFICIENCY OF PUBLIC FLOAT

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

AUDITOR

The consolidated financial statements of the Group for the Year have been audited by BDO Limited, who will retire, being eligible, offer themselves for reappointment at the forthcoming annual general meeting of the Company. A resolution will be proposed at the forthcoming annual general meeting of the Company to re-appoint BDO Limited as auditor of the Company.

By order of the Board
KPa-BM Holdings Limited
Yip Pak Hung
Chairman and Executive Director

Hong Kong, 24 June 2022

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TO THE SHAREHOLDERS OF KPa-BM HOLDINGS LIMITED
(incorporated in the Cayman Islands with limited liability)

OPINION

We have audited the consolidated financial statements of KPa-BM Holdings Limited (the "**Company**") and its subsidiaries (together the "**Group**") set out on pages 80 to 154, which comprise the consolidated statement of financial position as at 31 March 2022, and the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 March 2022, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

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

BDO Limited
香港立信德豪會計師事務所有限公司

BDO Limited, a Hong Kong limited company, is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

Recognition of contract revenue, contract assets and contract liabilities for construction contracts

Refer to notes 2(i)(i), 4(i), 6, 18(a) and 18(b) to the consolidated financial statements

For the year ended 31 March 2022, the Group recognised revenue from rendering of structural engineering works and supply and installation of building material products amounted to HK$488,225,000 in aggregate and as at 31 March 2022, the Group recorded contract assets and contract liabilities of HK$90,733,000 and HK$27,836,000 respectively. Contract revenue is recognised over time by measuring the progress towards complete satisfaction of the performance obligation on the basis of the contract costs incurred to date as a proportion to the total estimated contract costs, whereas the measurement of contract assets and contract liabilities is also dependent on estimation of contract costs. As disclosed in note 4(i) to the consolidated financial statements, the estimation of contract costs for an individual contract, which mainly comprise subcontracting charges, materials and processing charges and direct labour, is based on quotations provided by subcontractors and suppliers/vendors as well as from the experience of the directors, which is revised regularly as the contract progresses. Apart from the above, variable considerations in construction contracts are recognised as contract revenue to the extent that the modification has been approved by the parties to the contracts and it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

We identified recognition of contract revenue, contract assets and contract liabilities for construction contracts as a key audit matter because the estimation of contract costs and recognition of variable considerations involve the use of significant management judgments and involves estimation uncertainty.

Our audit procedures in relation to the recognition of contract revenue, contract assets and contract liabilities included:

- Understanding the procedures and relevant controls of the Group in preparing and updating budget for construction works and recording contract costs.

- Agreeing budgeted costs, on a sample basis, to respective construction budgets.

- Evaluating reasonableness of contract budgets through discussion with management about preparation of those budgets.

- Testing contract costs incurred to date and estimated total costs, on a sample basis, to underlying supporting evidence.

- Testing material contract modifications, on a sample basis, to underlying supporting evidence.

- Assessing reliability of contract budgets by comparing actual contract costs against budgeted costs of completed projects.

- Checking calculations of progress towards complete satisfaction of individual contracts and the amounts of contract revenue and gross profit recognised.

OTHER INFORMATION IN THE ANNUAL REPORT

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

The directors are also responsible for overseeing the Group's financial reporting process. The Audit Committee assists the directors in discharging their responsibilities in this regard.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, in accordance with the terms of our engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

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

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

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

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

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

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

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

BDO Limited
Certified Public Accountants
Leung Tze Wai
Practising Certificate no. P06158

Hong Kong, 24 June 2022

Consolidated Statement of Comprehensive Income

For the year ended 31 March 2022

	Notes	Year ended 31 March 2022 HK$'000	2021 HK$'000
Revenue	6	**494,170**	458,493
Cost of revenue		**(433,457)**	(357,840)
Gross profit		**60,713**	100,653
Other income	7	**1,277**	6,805
Fair value (loss)/gain on investment properties	15	**(246)**	260
Loss on disposal of investment properties	15	**(388)**	–
(Provision)/reversal of loss allowance on trade receivables	19(a)	**(539)**	224
(Provision)/reversal of loss allowance on retention receivables	19(b)	**(493)**	6
Provision of loss allowance on contract assets	18(b)	**(169)**	(867)
Marketing and distribution expenses		**(2,435)**	(3,537)
Administrative and other operating expenses		**(41,936)**	(43,415)
Finance costs	8	**(1,164)**	(934)
Profit before income tax	9	**14,620**	59,195
Income tax expense	10	**(3,115)**	(9,024)
Profit for the year		**11,505**	50,171
Other comprehensive income for the year			
Item that may be reclassified subsequently to profit or loss			
Exchange differences arising from translation of foreign operations		**635**	1,180
Other comprehensive income for the year		**635**	1,180
Total comprehensive income for the year		**12,140**	51,351
		HK cents	HK cents
Earnings per share			
Basic and diluted earnings per share	13	**1.92**	8.36

Consolidated Statement of Financial Position

As at 31 March 2022

	Notes	As at 31 March 2022 HK$'000	2021 HK$'000
ASSETS AND LIABILITIES			
Non-current assets			
Property, plant and equipment	*14*	**18,665**	17,465
Investment properties	*15*	**4,941**	26,983
Goodwill	*16*	**601**	601
Deposits	*19*	**1,798**	–
Deferred tax assets	*24*	**1,125**	139
		27,130	45,188
Current assets			
Inventories	*17*	**18,231**	11,068
Contract assets	*18(b)*	**90,733**	126,099
Trade and other receivables, deposits and prepayments	*19*	**157,518**	130,123
Tax recoverable		**3,114**	2,266
Cash and bank balances	*20*	**105,400**	116,649
		374,996	386,205
Current liabilities			
Contract liabilities	*18(c)*	**27,836**	50,346
Trade and other payables	*21*	**110,506**	96,212
Lease liabilities	*22(a)*	**7,520**	6,603
Tax payable		**100**	4,176
Bank borrowings	*23*	**2,539**	–
		148,501	157,337
Net current assets		**226,495**	228,868
Total assets less current liabilities		**253,625**	274,056

	Notes	As at 31 March 2022 HK$'000	2021 HK$'000
Non-current liabilities			
Lease liabilities	*22(a)*	**6,161**	5,061
Deferred tax liabilities	*24*	**99**	770
		6,260	5,831
Net assets		**247,365**	268,225
CAPITAL AND RESERVES			
Share capital	*25*	**6,000**	6,000
Reserves		**241,365**	262,225
Total equity		**247,365**	268,225

On behalf of the directors

Yip Pak Hung
Director

Wai Yat Kin
Director

	Share capital HK$'000 (note 25)	Share premium* HK$'000 (note 26)	Merger reserve* HK$'000 (note 26)	Asset revaluation reserve* HK$'000 (note 26)	Exchange reserve* HK$'000 (note 26)	Retained profits* HK$'000 (note 26)	Total HK$'000
At 1 April 2020	6,000	33,942	7,437	15,646	(882)	169,731	231,874
Profit for the year	–	–	–	–	–	50,171	50,171
Other comprehensive income							
Exchange differences arising from translation of foreign operations	–	–	–	–	1,180	–	1,180
Total comprehensive income for the year	–	–	–	–	1,180	50,171	51,351
Transactions with owners							
Final dividend in respect of 2020 *(note 12(b))*	–	–	–	–	–	(15,000)	(15,000)
At 31 March 2021 and 1 April 2021	**6,000**	**33,942**	**7,437**	**15,646**	**298**	**204,902**	**268,225**
Profit for the year	**–**	**–**	**–**	**–**	**–**	**11,505**	**11,505**
Other comprehensive income							
Exchange differences arising from translation of foreign operations	**–**	**–**	**–**	**–**	**635**	**–**	**635**
Total comprehensive income for the year	**–**	**–**	**–**	**–**	**635**	**11,505**	**12,140**
Transactions with owners							
Transfer between reserves upon disposal of investment properties *(note 15(c))*	**–**	**–**	**–**	**(15,646)**	**–**	**15,646**	**–**
Final dividend in respect of 2021 *(note 12(b))*	**–**	**–**	**–**	**–**	**–**	**(33,000)**	**(33,000)**
At 31 March 2022	**6,000**	**33,942**	**7,437**	**–**	**933**	**199,053**	**247,365**

* The total of these equity accounts at the end of the reporting period represents "Reserves" in the consolidated statement of financial position

Consolidated Statement of Cash Flows

For the year ended 31 March 2022

	2022 HK$'000	2021 HK$'000
Operating activities		
Profit before income tax	14,620	59,195
Adjustments for:		
Depreciation on property, plant and equipment	10,018	10,693
Write back of trade payable	437	–
Gain on disposal of property, plant and equipment	(148)	–
Loss on disposal of investment properties	388	–
Fair value loss/(gain) on investment properties	246	(260)
Reversal of allowance for inventories	(10)	(38)
Write-off of inventories	5	36
Write-off of property, plant and equipment	372	–
Interest income	(53)	(684)
Finance costs	1,164	934
Impairment loss/(Reversal of impairment loss) on trade receivables	539	(224)
Impairment loss/(Reversal of impairment loss) on retention receivables	493	(6)
Impairment loss on contract assets	169	867
Operating profit before working capital changes	28,240	70,513
Increase in inventories	(6,747)	(1,991)
Decrease/(Increase) in contract assets	35,197	(83,363)
(Increase)/Decrease in trade and other receivables, deposits and prepayments	(30,155)	74,285
Decrease in contract liabilities	(22,510)	(28,984)
Increase/(Decrease) in trade and other payables	13,737	(3,348)
Decrease in pledged deposits	–	104
Net cash from operations	17,762	27,216
Interest paid on bank borrowings	(676)	(171)
Interest received	53	684
Income tax paid, net	(9,700)	(12,054)
Net cash from operating activities	7,439	15,675
Investing activities		
Purchase of property, plant and equipment	(1,296)	(1,814)
Proceeds from disposal of property, plant and equipment	148	–
Proceeds from disposal of investment properties	21,612	–
Net cash from/(used in) investing activities	20,464	(1,814)

	Notes	2022 HK$'000	2021 HK$'000
Financing activities			
Dividends paid	*12(b)*	**(33,000)**	(15,000)
Proceeds from new bank borrowings	*32(b)*	**124,764**	64,045
Repayments of bank borrowings	*32(b)*	**(122,225)**	(64,045)
Payment of principal element of lease liabilities	*32(b)*	**(7,804)**	(7,672)
Payment of interest element of lease liabilities	*32(b)*	**(488)**	(763)
Net cash used in financing activities		**(38,753)**	(23,435)
Net decrease in cash and cash equivalents		**(10,850)**	(9,574)
Cash and cash equivalents at the beginning of year		**116,649**	125,842
Effect of exchange rate changes on cash and cash equivalents		**(399)**	381
Cash and cash equivalents at the end of year		**105,400**	116,649

1. GENERAL INFORMATION

KPa-BM Holdings Limited (the "Company") was incorporated as an exempted company in the Cayman Islands with limited liability on 15 May 2015. The shares of the Company were listed on the Main Board of the Stock Exchange of Hong Kong Limited (the "Stock Exchange"). The address of its registered office is Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. Its principal place of business is located at 27/F, The Octagon, 6 Sha Tsui Road, Tsuen Wan, New Territories, Hong Kong.

The Group, comprising the Company and its subsidiaries, is principally engaged in (i) provision of structural engineering works; (ii) supply and installation of building material products; and (iii) trading of building material products.

The Company's parent is Success Wing Investments Limited ("Success Wing"), a company incorporated in the British Virgin Islands ("BVI"). In the opinion of the directors, Success Wing is also the ultimate parent of the Company.

In prior years, the provision/reversal of loss allowance on trade receivables, retention receivables and contract assets were included in administrative and other operating expenses. From 2022 onwards, those provision/reversal of loss allowance would be separately presented on the consolidated statement of comprehensive income to directly reflect their individual impact on the consolidated financial performance of the Group. Certain comparative amounts have been reclassified to conform with the current year's presentation.

The consolidated financial statements for the year ended 31 March 2022 were approved and authorised for issue by the directors on 24 June 2022.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies adopted in the preparation of these consolidated financial statements are summarised below. These policies have been consistently applied to all the years presented unless otherwise stated.

(a) Basis of preparation

The consolidated financial statements have been prepared in accordance with all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations (hereinafter collectively referred to as "HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the provisions of the Hong Kong Companies Ordinance which concern the preparation of financial statements. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on the Stock Exchange.

These consolidated financial statements have been prepared under the historical cost basis except for investment properties, which are measured at fair value. The measurement basis are fully described in the accounting policies below.

The consolidated financial statements are presented in Hong Kong dollars ("HK$"), which is same as the functional currency of the Company and its major subsidiaries.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(a) Basis of preparation (Continued)

It should be noted that accounting estimates and assumptions are used in the preparation of these consolidated financial statements. Although these estimates and assumptions are based on management's best knowledge and judgment of current events and actions, actual results may ultimately different from those estimates and assumptions. The areas involving higher degree of judgment or complexity, or areas where assumptions and estimates are significant to these consolidated financial statements are disclosed in note 4.

(b) Business combination and basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. Inter-company transactions and balances between group companies together with unrealised profits are eliminated in full in preparing the consolidated financial statements. Unrealised losses are also eliminated unless the transaction provides evidence of impairment on the asset transferred, in which case the loss is recognised in profit or loss.

The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of comprehensive income from the dates of acquisition or up to the dates of disposal, as appropriate. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with those used by other members of the Group.

Acquisition of subsidiaries or businesses is accounted for using the acquisition method. The cost of an acquisition is measured at the aggregate of the acquisition-date fair value of assets transferred, liabilities incurred and equity interests issued by the Group, as the acquirer. The identifiable assets acquired and liabilities assumed are principally measured at acquisition-date fair value. The Group's previously held equity interest in the acquiree is re-measured at acquisition-date fair value and the resulting gains or losses are recognised in profit or loss. The Group may elect, on a transaction-by-transaction basis, to measure the non-controlling interests that represent present ownership interests in the subsidiary either at fair value or at the proportionate share of the acquiree's identifiable net assets. All other non-controlling interests are measured at fair value unless another measurement basis is required by HKFRSs. Acquisition-related costs incurred are expensed unless they are incurred in issuing equity instruments, in which case the costs are deducted from equity.

Any contingent consideration to be transferred by the acquirer is recognised at acquisition-date fair value. Subsequent adjustments to the fair value of the contingent consideration are recognised against goodwill only to the extent that they arise from new information obtained within the measurement period (a maximum of 12 months from the acquisition date) about the fair value at the acquisition date. All other subsequent adjustments to contingent consideration classified as an asset or a liability are recognised in profit or loss.

Goodwill arising on business combination is measured according to the policy as disclosed in note 2(d).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(b) Business combination and basis of consolidation (Continued)

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interest and the non-controlling interest are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interest. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for in the same manner as would be required if the relevant assets or liabilities were disposed of.

Subsequent to acquisition, the carrying amount of non-controlling interests that represent present ownership interests in the subsidiary is the amount of those interests at initial recognition plus such non-controlling interest's share of subsequent changes in equity. Total comprehensive income is attributed to such non-controlling interests even if this results in those non-controlling interests having a deficit balance.

(c) Subsidiaries

A subsidiary is an investee over which the Company is able to exercise control. The Company controls an investee if all three of the following elements are present: power over the investee; exposure, or rights, to variable returns from the investee; and the ability to use its power to affect those variable returns. Control is reassessed whenever facts and circumstances indicate that there may be a change in any of these elements of control.

In the Company's statement of financial position, investments in subsidiaries are stated at cost less impairment loss, if any. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

(d) Goodwill

Goodwill arising from the acquisition of subsidiaries represents the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the fair value of the identifiable assets acquired and liabilities assumed including contingent liabilities as at the date of acquisition.

Goodwill arising on acquisition is initially recognised in the consolidated statement of financial position as an asset at cost and subsequently measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment at the end of each reporting period or more frequently if events or changes in circumstances indicate that the carrying value of goodwill may be impaired (note 2(o)). On the subsequent disposal of a subsidiary, the carrying amount of goodwill relating to the entity sold is included in determining the amount of gain or loss on disposal.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any.

The cost of property, plant and equipment includes its purchase price and the costs directly attributable to the acquisition of the items.

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

Property, plant and equipment are depreciated so as to write off their cost net of expected residual value over their estimated useful lives on a straight-line basis as follows:

Right-of-use for other properties leased for own use	Over the lease term
Motor vehicles	Over the shorter of remaining lease term or estimated useful life
Leasehold improvements	Over the shorter of 5 years or the remaining lease terms
Plant and machineries	10 years
Furniture and fixtures	5 years
Office equipment	5 years
Computer equipment	3 years

Lease assets are depreciated on a straight-line basis over the term of the relevant lease.

The useful lives, residual value and depreciation method are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset is written down immediately to its recoverable amount if its carrying amount is higher than the asset's estimated recoverable amount (note 2(o)).

The gain or loss on disposal of an item of property, plant and equipment is the difference between the net sale proceeds and its carrying amount, and is recognised in profit or loss on disposal.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(f) Investment property

Investment property is interest in land and buildings (including the leasehold interest under an operating lease for a property which would otherwise meet the definition of an investment property) held either to earn rentals or for capital appreciation or for both, but not held for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purposes. Investment property is measured at cost on initial recognition and subsequently at fair value with any change therein recognised in profit or loss.

For property previously occupied by the Group as an owner-occupied property which becomes an investment property, the Group accounts for such property in accordance with the policy of property, plant and equipment (note 2(e)) up to the date of change in use, and any difference at that date between the carrying amount and the fair value of the property is dealt with in asset revaluation reserve. On disposal of the property, the asset revaluation reserve is transferred to retained profits as a movement in reserves.

(g) Leasing

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of identified asset for a period of time in exchange for consideration.

(i) Accounting as a lessee

All leases (irrespective of they are operating leases or finance leases) are required to be capitalised in the consolidated statement of financial position as right-of-use assets and lease liabilities, but accounting policy choices exist for an entity to choose not to capitalise (i) leases which are short-term leases and/or (ii) leases for which the underlying asset is of low-value. The Group has elected not to recognise right-of-use assets and lease liabilities for low-value assets and leases for which at the commencement date have a lease term less than 12 months. The lease payments associated with those leases have been expensed on straight-line basis over the lease term.

Right-of-use assets

Right-of-use assets are recognised at cost and would comprise: (i) the amount of the initial measurement of the lease liability (see below for the accounting policy for lease liability); (ii) any lease payments made at or before the commencement date, less any lease incentives received; (iii) any initial direct costs incurred by the lessee; and (iv) an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

The Group accounts for leasehold land and buildings that are held to earn rentals and/or for capital appreciation under HKAS 40 *Investment Property* ("HKAS 40") and those assets are carried at fair value (note 2(f)). The Group accounts for leasehold land and buildings which the Group has ownership interest and are held for own use under HKAS 16 *Property, Plant and Equipment*. These assets are carried at cost less subsequent accumulated depreciation and impairment losses (note 2(e)) and presented in property, plant and equipment under the category of "right-of-use assets".

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(g) Leasing (Continued)

(i) Accounting as a lessee (Continued)

Right-of-use assets (Continued)

Other than the above, the Group may lease properties under tenancy agreements and acquire motor vehicle under hire purchase arrangement. These leases are measured according to the following policies and presented in property, plant and equipment under the category of "right-of-use assets" as "other properties leased for own use" and "motor vehicles". Right-of-use assets of these leases are measured at cost. Right-of-use assets are depreciated over the shorter of the assets' useful life and lease term on a straight-line basis, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liability.

Lease liabilities

The lease liability is recognised at the present value of the lease payments that are not paid at the date of commencement of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group uses the lessee's incremental borrowing rate.

The following payments for use of the underlying asset during the lease term that are not paid at the commencement date of the lease are considered to be lease payments: (i) fixed payments less any lease incentives receivable; (ii) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at commencement date; (iii) amounts expected to be payable by the lessee under residual value guarantees; (iv) the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and (v) payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

Subsequent to the commencement date, the Group measures the lease liability by: (i) increasing the carrying amount to reflect interest on the lease liability; (ii) reducing the carrying amount to reflect the lease payments made; and (iii) remeasuring the carrying amount to reflect any reassessment or lease modifications, e.g., a change in future lease payments arising from change in an index or rate, a change in the lease term, a change in the in substance fixed lease payments or a change in assessment to purchase the underlying asset.

The Group presents lease liabilities separately in the consolidated statement of financial position.

(ii) Accounting as a lessor

The Group has leased out its investment properties to a number of tenants. Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense on the straight-line basis over the lease term.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(h) Financial instruments

(i) Financial assets

A financial asset (unless it is a trade receivable without a significant financing component) is initially measured at fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the market place.

Financial assets with embedded derivatives are considered at their entirety when determining whether their cash flows are solely payments of principal and interest on the principal outstanding.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

– Amortised cost

  Financial assets that are held within a business model whose objective is to hold the financial assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortised cost using the effective interest method. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss.

– Fair value through other comprehensive income ("FVOCI")

  Financial assets that are held within a business model whose objective is to be achieved by both collecting contractual cash flows and selling the financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at FVOCI. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in other comprehensive income. On derecognition, gains and losses accumulated in other comprehensive income are reclassified to profit or loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(h) Financial instruments (Continued)

(i) Financial assets (Continued)

Debt instruments (Continued)

– Fair value through profit or loss ("FVTPL")

FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVTPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at FVOCI, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Equity instruments

On initial recognition of an equity investment that is not held for trading, the Group could irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an investment-by-investment basis. Equity investments at FVOCI are measured at fair value. Dividend income are recognised in profit or loss unless the dividend income clearly represents a recovery of part of the cost of the investments. Other net gains and losses are recognised in other comprehensive income and are not reclassified to profit or loss. All other equity instruments are classified as FVTPL, whereby changes in fair value, dividends and interest income are recognised in profit or loss.

(ii) Impairment loss on financial assets

The Group recognises loss allowances for expected credit losses ("ECLs") on trade receivables, retention receivables (retention monies released by customers), other receivables and deposits, other financial assets measured at amortised cost and debt instruments measured at FVOCI.

The ECLs are measured on either of the following bases: (1) 12-month ECLs: these are the ECLs that result from possible default events within the 12 months after the end of the reporting period: and (2) lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument. The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. The shortfall is then discounted at an approximation to the assets' original effective interest rate.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(h) Financial instruments (Continued)

(ii) Impairment loss on financial assets (Continued)

The Group measures loss allowances for trade receivables, contract assets and retention receivables (retention monies released by customers) using simplified approach and has calculated ECLs based on lifetime ECLs with collective and individual assessment. The Group has established a provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other debt financial assets, the Group applies general approach to measure ECLs based on 12-month ECLs. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information. The Group assesses whether the credit risk on an exposure has increased significantly on an individual or collective basis. For the purposes of a collective evaluation of impairment, financial instruments are grouped on the basis of shared credit risk characteristics, such as past due status and credit risk ratings. The Group presumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due, unless the Group has reasonable and supportable information that demonstrate otherwise.

The Group presumes that default does not occur later than when a financial asset is 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

The Group recognises an impairment gain or loss in profit or loss for financial instruments carried at amortised cost by adjusting their carrying amount through the use of a loss allowance account. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Subsequent recoveries of an asset that was previously written off are recognised as a reversal of impairment in profit or loss in the period in which the recovery occurs.

For investments in debt instruments that are measured at FVOCI, impairment loss is recognised in other comprehensive income and accumulated in the fair value reserve without reducing the carrying amounts of those debt instruments.

Interest income on credit-impaired financial assets is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial assets. For non credit-impaired financial assets, interest income is calculated based on the gross carrying amount.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(h) Financial instruments (Continued)

(iii) Financial liabilities

The Group classifies its financial liabilities, depending on the purpose for which the liabilities were incurred. Financial liabilities at FVTPL are initially measured at fair value and financial liabilities at amortised costs are initially measured at fair value, net of directly attributable costs incurred.

Financial liabilities at amortised cost

Financial liabilities at amortised cost, including trade and other payables and bank borrowings, are subsequently measured at amortised cost, using the effective interest method. The related interest expense is accounted for in accordance with the accounting policy as set out in note 2(p).

Gains or losses are recognised in profit or loss when the liabilities are derecognised as well as through the amortisation process.

(iv) Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments through the expected life of the financial asset or liability, or where appropriate, a shorter period.

(v) Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

(vi) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

A financial guarantee contract issued by the Group and not designated as at FVTPL is recognised initially at its fair value less transaction costs that are directly attributable to the issue of the financial guarantee contract. Subsequent to initial recognition, the Group measures the financial guarantee contact at the higher of: (i) the amount of the loss allowance, being the ECLs provision measured in accordance with principles of the accounting policy set out in note 2(h)(ii); and (ii) the amount initially recognised less, when appropriate, cumulative amortisation recognised in accordance with the principles of HKFRS 15 *Revenue from Contracts with Customers* ("HKFRS 15").

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(h) Financial instruments (Continued)

(vii) Derecognition

The Group derecognises a financial asset when the contractual rights to the future cash flows in relation to the financial asset expire or when the financial asset has been transferred and the transfer meets the criteria for derecognition in accordance with HKFRS 9 *Financial Instruments* ("HKFRS 9").

Financial liabilities are derecognised when the obligation specified in the relevant contract is discharged, cancelled or expires.

(i) Recognition of revenue and other income

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services, excluding those amounts collected on behalf of third parties. Revenue excludes value added tax or other sales taxes and is after deduction of any trade discounts.

Depending on the terms of the contract and the laws that apply to the contract, control of the goods or service may be transferred over time or at a point in time. Control of the goods or service is transferred over time if the Group's performance:

– provides all of the benefits received and consumed simultaneously by the customer;

– creates or enhances an asset that the customer controls as the Group performs; or

– does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

If control of the goods or services transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the goods or service.

When the contract contains a financing component which provides a significant financing benefit to the customer for more than 12 months, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction with the customer, and interest income is accrued separately under the effective interest method. Where the contract contains a financing component which provides a significant financing benefit to the Group, revenue recognised under that contract includes the interest expense accreted on the contract liabilities under the effective interest method. For contracts where the period between the payment and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in HKFRS 15.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(i) Recognition of revenue and other income (Continued)

(i) Revenue from rendering structuring engineering works and supply and installation of building material products

The Group has determined that there are significant integration of different elements underlying a structural engineering contract and supply and installation contract and thus such contracts are considered to contain only a single performance obligation. In addition, the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced. Accordingly, the revenue from these contracts are recognised over time.

When the outcome of a performance obligation in the structural engineering contract and supply and installation contract can be reasonably measured, contract revenue and the associated contract costs are recognised over time based on the progress of the respective contract at the end of the reporting period. The progress toward complete satisfaction of the performance obligation of a structural engineering contract and supply and installation contract is determined using input method which is measured by reference to the contract costs incurred to date as a proportion of the total estimated contract costs. Contract costs and contract progress are highly correlated for structural engineering contract and supply and installation contract.

When the outcome of a performance obligation in the structural engineering contract and supply and installation contract cannot be reasonably measured, revenue is recognised only to the extent of contract costs incurred that are expected to be recovered.

Contract modification (i.e. variation order) are recognised when they are approved by customer. Generally modification to a structural engineering contract and supply and installation contract is not accounted for as a separate contract. Contract modification is accounted for as if it were a part of the existing contract and, therefore, form part of a single performance obligation that is partially satisfied at the date of the contract modification. The effect that the contract modification has on the contract sum and on the Group's measures of progress towards complete satisfaction of the performance obligation, is recognised as an adjustment to revenue (either as an increase in or a reduction of revenue) at the date of the contract modification (i.e. the adjustment to revenue is made on a cumulative catch-up basis). For approved modifications where a change in price has not been agreed and other claims, they are accounted for following the requirements in relation to variable consideration that the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur.

If at any time the costs to complete the contract are estimated to exceed the remaining amount of the consideration under the contract, a provision is recognised in accordance with the accounting policy for onerous contracts as set out in note 2(q).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(i) Recognition of revenue and other income (Continued)

(i) Revenue from rendering structuring engineering works and supply and installation of building material products (Continued)

Contract assets and liabilities

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

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

Contract assets are recognised when the Group completes the structural engineering and supply and installation works under such services contracts which are yet to be certified by architects, surveyors or other representatives appointed by customers. Any amount previously recognised as a contract asset is transferred to trade receivables at the point at which it has unconditional right to invoice to the customer. If the considerations received (including advances received from customers) exceeds the revenue recognised to date then the Group recognises a contract liability for the difference.

Retention monies retained by customers to secure for the due performance of the contracts are contract assets in nature. When the conditions attached to retention monies are fulfilled (i.e. at expiry of the defect liability period), the retention monies are released by customers and such retention monies have become trade receivables in nature.

Contract assets are assessed for ECLs in accordance with the policy set out in note 2(h)(ii). Loss allowance for contract assets is measured at an amount equal to lifetime ECLs. ECLs on contract assets are estimated collectively using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the customers and an assessment of both the current and forecast general economic conditions at the reporting date.

(ii) Sales of building material products

Revenue from sales of goods is recognised at a point in time when the goods are delivered to and accepted by customers, taking into account any sales returns, discounts and rebates allowed by the Group. There is generally only one performance obligation. No element of financing is deemed to exist as the sales are made with credit terms of 30 days or below, which is consistent with the market practice.

(iii) Other income

Interest income is recognised on a time proportion basis by reference to the principal outstanding and using the effective interest method.

Rental income under operating leases is recognised on a straight-line basis over the term of the relevant lease.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(j) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and short-term, highly liquid investments with original maturities of three months or less that are readily convertible into known amount of cash and which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include bank overdrafts which are repayable on demand and form an integral part of the Group's cash management.

(k) Income taxes

Income taxes comprise current tax and deferred tax.

Current tax is based on the profit or loss from ordinary activities adjusted for items that are non-assessable or disallowable for income tax purposes and is calculated using tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for tax purposes. Except for goodwill and recognised assets and liabilities that affect neither accounting nor taxable profits, deferred tax liabilities are recognised for all taxable temporary differences. Deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Deferred tax is measured at the tax rates appropriate to the expected manner in which the carrying amount of the asset or liability is realised or settled and that have been enacted or substantively enacted at the end of the reporting period.

When different tax rates apply to different levels of taxable income, deferred tax assets and liabilities are measured using the average rates that are expected to apply to the taxable profit or tax loss of the periods in which the temporary differences are expected to reverse. The determination of the average tax rates requires an estimation of (i) when the existing temporary differences will reverse and (ii) the amount of taxable income in those years. The estimate of future taxable includes income or loss excluding reversals of temporary differences; and reversal of existing temporary differences.

An exception to the general requirement on determining the appropriate tax rate used in measuring deferred tax amount is when an investment property is carried at fair value under HKAS 40 Investment Property. Unless the presumption is rebutted, the deferred tax amounts on these investment properties are measured using the tax rates that would apply on sale of these investment properties at their carrying amounts at the end of the reporting date. The presumption is rebutted when the investment property is depreciable and is held within a business model whose objective is to consume substantially all the economic benefits embodied in the property over time, rather than through sale.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(k) Income taxes (Continued)

Deferred tax liabilities are recognised for taxable temporary differences arising from investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Income taxes are recognised in profit or loss except when they relate to items recognised in other comprehensive income in which case the taxes are also recognised in other comprehensive income or when they relate to items recognised directly in equity in which case the taxes are also recognised directly in equity.

(l) Inventories

Inventories are initially recognised at cost, and subsequently at the lower of cost and net realisable value. Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average method. Net realisable value represents the estimated selling price in the ordinary course of business less all estimated costs of completion and the estimated costs necessary to make the sale.

(m) Foreign currency

Transactions entered into by group entities in currencies other than the currency of the primary economic environment in which they operate (the "functional currency") are recorded at the rates ruling when the transactions occur. Foreign currency monetary assets and liabilities are translated at the rates ruling at the end of the reporting period. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are recognised in profit or loss in the period in which they arise. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on re-translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income, in which case, the exchange differences are also recognised in other comprehensive income.

For the purpose of preparing the consolidated financial statements, income and expense items of foreign operations are translated into the functional currency of the Company (i.e. HK$) at the average exchange rates for the period, unless exchange rates fluctuate significantly during the period, in which case, the rates approximating to those ruling when the transactions took place are used. All assets and liabilities of foreign operations are translated at the rate ruling at the end of the reporting period. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity as exchange reserve. Exchange differences recognised in profit or loss of group entities' separate financial statements on the translation of long-term monetary items forming part of the Group's net investment in the foreign operation concerned are reclassified to other comprehensive income and accumulated in equity as exchange reserve.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(m) Foreign currency (Continued)

On disposal of a foreign operation, the cumulative exchange differences recognised in the exchange reserve relating to that operation up to the date of disposal are reclassified to profit or loss as part of the profit or loss on disposal.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate. Exchange differences arising are recognised in the exchange reserve.

(n) Employee benefits

(i) Short-term employee benefits

Short-term employee benefits are employee benefits (other than termination benefits) that are expected to be settled wholly before twelve months after the end of the annual reporting period in which the employees render the related service. Short-term employee benefits are recognised in the period when the employees render the related service.

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

Non-accumulating compensated absences such as sick leave and maternity leave are not recognised until the time of leave.

(ii) Defined contribution retirement plans

Retirement benefits to employees are provided through defined contribution plans. The Group operates a defined contribution retirement benefit scheme (the "MPF Scheme") under the Mandatory Provident Fund Schemes Ordinance, for all its employees who are eligible to participate in the MPF Scheme. The MPF Scheme is administered by independent trustees. Under the MPF scheme, the employer and its employees are each required to make contributions to the plan at 5% of the employees' relevant income, subject to a cap of monthly relevant income of HK$30,000. The Group has no further payment obligations once the contributions have been paid. Contributions to the MPF Scheme are recognised as an expense in profit or loss when the services are rendered by the employees.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(n) Employee benefits (Continued)

(ii) Defined contribution retirement plans (Continued)

The employees of the subsidiaries of the Company which operate in the People's Republic of China (the "PRC") are required to participate in a central pension scheme (the "Central Pension Scheme") operated by the local municipal government. The subsidiaries are required to make contributions calculated as a prescribed percentage of the employees' relevant wages or income, subject to certain ceilings imposed. The applicable percentages for the Central Pension Scheme for the years ended 31 March 2022 and 31 March 2021 are as below:

	Percentage
Pension insurance	15.00%-16.00%
Medical insurance	0.45%-6.20%
Maternity insurance	0.45%
Unemployment insurance	0.70%
Work-related injury insurance	0.28%-0.49%
Housing provident fund	5.00%-12.00%

The Group's contributions to both the MPF Scheme and the Central Pension Scheme vest fully and immediately with the employees. Accordingly, there are no forfeited contributions under the MPF Scheme or the Central Pension Scheme which may be used by the Group to reduce its existing level of contributions or contributions payable in future years as at and during each of the years ended 31 March 2022 and 2021.

(iii) Termination benefits

Termination benefits are recognised on the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises restructuring costs involving the payment of termination benefits.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(o) Impairment of non-financial assets

Goodwill, property, plant and equipment and investments in subsidiaries are subject to impairment testing.

Goodwill with an indefinite useful life or those not yet available for use are tested for impairment at least annually, irrespective of whether there is any indication that they are impaired. All other assets are tested for impairment whenever there are indications that the assets' carrying amount may not be recoverable.

For the purposes of assessing impairment, where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generate cash inflows independently (i.e. a cash-generating unit). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level. Goodwill in particular is allocated to those cash-generating units that are expected to benefit from the synergies of the related business combination and represent the lowest level within the Group at which the goodwill is monitored for internal management purpose.

An impairment loss is recognised as an expense immediately for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell, and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessment of time value of money and the risk specific to the asset.

Impairment loss recognised for cash-generating units to which goodwill has been allocated are credited initially to the carrying amount of goodwill. Any remaining impairment loss is charged pro-rata to other assets in the cash-generating unit, except that the carrying value of an asset will not be reduced below its individual fair value less cost to sell, or value-in-use, if determinable.

Impairment loss on goodwill is not reversed in subsequent periods, including impairment loss recognised in an interim period. In respect of other assets, impairment loss is reversed if there has been a favourable change in the estimates used to determine the asset's or cash-generating unit's recoverable amount, but only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised. A reversal of such impairment is credited to profit or loss in the period in which it arises.

(p) Borrowing costs

Borrowing costs attributable directly to the acquisition, construction or production of qualifying assets which require a substantial period of time to be ready for their intended use or sale, are capitalised as part of the cost of those assets. Income earned on temporary investments of specific borrowings pending their expenditure on those assets is deducted from borrowing costs capitalised. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(q) Provisions and contingent liabilities

Provisions are recognised for liabilities of uncertain timing or amount when the Group has a legal or constructive obligation arising as a result of a past event, which will probably result in an outflow of economic benefits that can be reasonably estimated.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, the existence of which will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Onerous contracts

An onerous contract exists when the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract. Provisions for onerous contracts are measured at the present value of the lower of the expected cost of terminating the contract and the net cost of continuing with the contract.

(r) Segment reporting

The Group identifies operating segments and prepares segment information based on the regular internal financial information reported to the executive directors for their decisions about resources allocation to the Group's business components and for their review of the performance of those components.

(s) Government grants

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

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets (including property, plant and equipment) are recognised as deferred income in the consolidated statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

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

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

(t) Related parties

(a) A person or a close member of that person's family is related to the Group if that person:

(i) has control or joint control over the Group;

(ii) has significant influence over the Group; or

(iii) is a member of key management personnel of the Group or the Company's parent.

(b) An entity is related to the Group if any of the following conditions apply:

(i) The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

(iii) Both entities are joint ventures of the same third party.

(iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(v) The entity is a post-employment benefit plan for the benefit of the employees of the Group or an entity related to the Group.

(vi) The entity is controlled or jointly controlled by a person identified in (a).

(vii) A person identified in (a)(i) has significant influence over the entity or is a member of key management personnel of the entity (or of a parent of the entity).

(viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or the Group's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity and include:

(i) that person's children and spouse or domestic partner;

(ii) children of that person's spouse or domestic partner; and

(iii) dependents of that person or that person's spouse or domestic partner.

3. ADOPTION OF NEW OR REVISED HKFRSs

(a) Adoption of new or revised HKFRSs – effective on 1 April 2021

In the current year, the Group has applied for the first time the following new standards, amendments and interpretations issued by the HKICPA, which are potentially relevant to and effective for the Group's financial statements for the annual period beginning on 1 April 2021.

Amendment to HKFRS 16	COVID-19-Related Rent Concessions
2021 Amendment to HKFRS 16	COVID-19-Related Rent Concession Beyond 30 June 2021
Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform – Phase 2

The adoption of these new or revised HKFRSs did not have any significant impact on the Group's accounting policies or financial results and financial position.

(b) New or revised HKFRSs that have been issued but are not yet effective

The following new or revised HKFRSs, potentially relevant to the Group's financial statements, have been issued, but are not yet effective and have not been early adopted by the Group:

Amendments to HKAS 1	Classification of Liabilities as Current or Non-current[3]
HK Interpretation 5 (2020)	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause[3]
Amendments to HKAS 1 and HKFRS Practice Statement 2	Disclosure of Accounting Policies[3]
Amendments to HKAS 8	Definition of Accounting Estimates[3]
Amendments to HKAS 12	Deferred Tax related to Assets and Liabilities arising from a Single Transaction[3]
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use[1]
Amendments to HKAS 37	Onerous Contracts - Cost of Fulfilling a Contract[1]
Amendments to HKFRS 3	Reference to the Conceptual Framework[2]
Annual Improvements to HKFRSs 2018-2020	Amendments to HKFRS 9 Financial Instruments and Amendments to Illustrative Examples accompanying HKFRS 16 Leases[1]

1 Effective for annual periods beginning on or after 1 January 2022

2 Effective for business combinations for which the date of acquisition is on or after the beginning of the first annual period beginning on or after 1 January 2022

3 Effective for annual periods beginning on or after 1 January 2023

3. ADOPTION OF NEW OR REVISED HKFRSs (Continued)

(b) New or revised HKFRSs that have been issued but are not yet effective (Continued)

Amendments to HKAS 1 and HKFRS Practice Statement 2 Disclosure of Accounting Polices

Amendments to HKAS 1 require material accounting policy information to be disclosed in the consolidated financial statements rather than significant accounting policies and provide additional guidance in deciding which accounting policies should be disclosed. Amendments to HKFRS Practice Statement 2 provide guidance on how to apply the concept of materiality to accounting policy disclosures.

Amendments to HKAS 12

Amendments to HKAS 12 require entity to recognise deferred tax on particular transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The proposed amendments will typically apply to transactions such as leases for the lessee and decommissioning obligations. According to the amended guidance, a temporary difference that arises on initial recognition of an asset or liability is not subject to the initial recognition exemption if that transaction gave rise to equal amounts of taxable and deductible temporary differences.

The directors of the Company anticipate that all of the relevant pronouncements will be adopted in the Group's accounting policy for the first period beginning after the effective date of the pronouncement. The directors are currently assessing the possible effect of these new or revised standards on the Group's results and financial position in the first year of application. Except for the above amendments which may result in significant changes in disclosures for accounting policies in the consolidated financial statements, other new or revised HKFRSs that have been issued but are not yet effective are unlikely to have material impact on the Group's results and financial position upon application.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, the directors of the Company are required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Continued)

Key sources of estimation uncertainty

The estimates and assumptions that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

(i) Construction contracts

Construction contract revenue is recognised over time by measuring the progress towards complete satisfaction of the performance obligation on the basis of the contract costs incurred to date as a proportion to total estimated contract costs, which is the input method under HKFRS 15. Contract assets and contract liabilities are determined based on contract costs incurred, progress billings, any foreseeable losses and recognised profit which is also dependent on estimation of contract costs. The recognition of contract revenue and contract assets/contract liabilities requires significant management judgment and involves estimation uncertainty. Estimated contract costs of individual contract, which mainly comprise subcontracting charges, cost of materials and processing charges and costs of direct labour, are supported by contract budget which was prepared by the directors of the Company on the basis of estimated subcontracting charges, cost of materials and processing charges, and costs of direct labour based on quotations provided by subcontractors and suppliers/vendors as well as from the experience of the directors. In order to ensure that the total estimated contract costs are accurate and up-to-date such that contract revenue can be estimated reliably, management reviews the contract budget, costs incurred to date and costs to completion regularly, in particular in the case of costs over-runs, and revises the estimated contract costs where necessary. For the purpose of updating the contract budget, the management may request for updated quotations from counterparties. Recognition of variations and claims also requires estimation and judgment by the management, particularly in assessing whether it is highly probable that a significant reversal in the amount of revenue recognised will not occur. In this assessment, management takes into account the up-to-date exchange with customers and past experience with similar contracts. Notwithstanding that the management regularly reviews and revises contract budgets when those construction contracts progressed, the actual contract costs and gross profit margin achieved may be higher or lower than the estimates and that will affect the revenue and gross profit recognised in the consolidated financial statements.

(ii) Impairment of financial assets and contract assets

The measurement of impairment losses under HKFRS 9 across certain categories of financial assets (i.e. trade receivables), contract assets and retention receivables require significant judgment and estimation, in particular, the estimation of the amount and timing of future cash flows when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

At the end of each reporting period, the Group assesses whether there has been a significant increase in credit risk for exposures since initial recognition by comparing the risk of default occurring over the expected life. The Group considers reasonable and supportable information that is relevant and available without undue cost or effort for this purpose. This includes quantitative and qualitative information and analysis, based on the Group's historical experience and existing marketing conditions as well as forward-looking information.

As at 31 March 2022, the loss allowance of contract assets, trade receivables and retention receivables was HK$1,599,000 (2021: HK$1,430,000), HK$1,064,000 (2021: HK$618,000) and HK$2,072,000 (2021: HK$1,615,000) respectively.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (Continued)

Key sources of estimation uncertainty (Continued)

(iii) Fair value of investment properties

The fair values of the Group's investment properties were determined by management with reference to valuation carried out by independent professional valuers. Such valuations were based on certain assumptions which are subject to uncertainty and might differ from the actual results. In making the estimates, management considers information from current prices in an active market for similar properties and uses assumptions that are mainly based on market conditions existing at the valuation date.

Please refer to note 15 for more detailed information in relation to the fair value measurement of investment properties.

5. SEGMENT INFORMATION

(a) Operating segment information

The Group determines its operating segments based on the reports reviewed by the chief operating decision-maker, i.e. executive directors of the Company who are used to make strategic decisions.

The Group has three reportable segments. The segments are managed separately as each business offers different products and services and requires different business strategies. The following summary describes the operations in each of the Group's reportable segments:

Structural Engineering Works	–	This segment mainly engages in provision of structural engineering works for the public and private sectors in Hong Kong and the Group mainly acts as a subcontractor.
Supply and Installation of Building Material Products	–	This segment engages in supply of building material products with installation services provided in Hong Kong.
Trading of Building Material Products	–	This segment mainly engages in sales of building material products to third-party customers in Hong Kong, the PRC (other than Hong Kong) and overseas.

Revenue and costs/expenses are allocated to the operating segments with reference to sales generated by those segments and the costs/expenses incurred by those segments. Corporate income and expenses are not allocated to the operating segments as they are not included in the measure of the segments' profit or loss that is used by the chief operating decision-marker for assessment of segment performance.

Segment assets include all assets with the exception of tax assets and corporate assets, including cash and bank balances, investment properties and other assets that are not directly attributable to the business activities of the operating segments as these assets are managed on a group basis.

5. SEGMENT INFORMATION (Continued)

(a) Operating segment information (Continued)

Information of the operating segments of the Group reported to the chief operating decision-maker for the purposes of resources allocation and performance assessment does not include liabilities. Accordingly, no information of segment liabilities is presented.

Segment results, segment assets and other segment information

Information regarding the Group's reportable segments including the reportable segment revenue, segment profit, segment assets, reconciliations to revenue, profit before income tax and total assets and other segment information are as follows:

	Structural Engineering Works HK$'000	Supply and Installation of Building Material Products HK$'000	Trading of Building Material Products HK$'000	Total HK$'000
Year ended 31 March 2022				
Segment revenue				
Sales to external customers	466,637	21,588	5,945	494,170
Intersegment sales	–	4	3,462	3,466
	466,637	21,592	9,407	497,636
Elimination of intersegment sales				(3,466)
				494,170
Segment profit	47,098	7,672	3,369	58,139
Corporate and unallocated income				1,277
Fair value loss on investment properties				(246)
Loss on disposal of investment properties				(388)
Corporate and unallocated expenses				
– Marketing and distribution expenses				(1,613)
– Administrative and other operating expenses*				(41,385)
– Finance costs				(1,164)
Profit before income tax				14,620

5. SEGMENT INFORMATION (Continued)

(a) Operating segment information (Continued)

Segment results, segment assets and other segment information (Continued)

	Structural Engineering Works HK$'000	Supply and Installation of Building Material Products HK$'000	Trading of Building Material Products HK$'000	Total HK$'000
Year ended 31 March 2021				
Segment revenue				
Sales to external customers	414,139	32,966	11,388	458,493
Intersegment sales	–	–	624	624
	414,139	32,966	12,012	459,117
Elimination of intersegment sales				(624)
				458,493
Segment profit	78,047	14,472	5,136	97,655
Corporate and unallocated income				6,805
Fair value gain on investment properties				260
Corporate and unallocated expenses				
– Marketing and distribution expenses				(1,851)
– Administrative and other operating expenses*				(42,740)
– Finance costs				(934)
Profit before income tax				59,195

* Administrative and other operating expenses mainly comprise employee costs, depreciation of right-of-use assets and property, plant and equipment and legal and professional fees.

5. SEGMENT INFORMATION (Continued)

(a) Operating segment information (Continued)

Segment results, segment assets and other segment information (Continued)

	Structural Engineering Works HK$'000	Supply and Installation of Building Material Products HK$'000	Trading of Building Material Products HK$'000	Total HK$'000
As at 31 March 2022				
Segment assets	**272,565**	**7,869**	**2,159**	**282,593**
Property, plant and equipment				**296**
Investment properties				**4,941**
Tax assets				**4,239**
Cash and bank balances				**105,400**
Other corporate assets				**4,657**
Total consolidated assets				**402,126**

	Structural Engineering Works HK$'000	Supply and Installation of Building Material Products HK$'000	Trading of Building Material Products HK$'000	Total HK$'000
As at 31 March 2021				
Segment assets	277,697	3,403	1,210	282,310
Property, plant and equipment				410
Investment properties				26,983
Tax assets				2,405
Cash and bank balances				116,649
Other corporate assets				2,636
Total consolidated assets				431,393

Note:

During the year ended 31 March 2022, the chief operating decision-maker revisited the allocation of the Group's resources and determined to reclassify certain property, plant and equipment and their corresponding depreciation, which were unallocated in prior years, to the corresponding segments in order to reflect the performance and assets position of corresponding segment accurately. The comparative balances or amounts have been reclassified to conform with the current year's presentation.

5. SEGMENT INFORMATION (Continued)

(a) Operating segment information (Continued)

Segment results, segment assets and other segment information (Continued)

	Structural Engineering Works HK$'000	Supply and Installation of Building Material Products HK$'000	Trading of Building Material Products HK$'000	Corporate/ Unallocated HK$'000	Total HK$'000
Year ended 31 March 2022					
Other information					
Interest income	–	–	–	53	53
Interest expense	–	–	–	1,164	1,164
Depreciation	9,891	11	5	111	10,018
Write down/(up) of inventories	–	2	(7)	–	(5)
Impairment loss on trade receivables	502	37	–	–	539
Impairment loss on retention receivables	483	10	–	–	493
Impairment loss on contract assets	150	19	–	–	169
Additions to specified non-current assets#	9,543	–	–	1,296	10,839

	Structural Engineering Works HK$'000	Supply and Installation of Building Material Products HK$'000	Trading of Building Material Products HK$'000	Corporate/ Unallocated HK$'000	Total HK$'000
Year ended 31 March 2021					
Other information					
Interest income	–	–	–	684	684
Interest expense	–	–	–	934	934
Depreciation	10,573	7	2	111	10,693
Write (up)/down of inventories	–	(68)	66	–	(2)
Reversal of impairment loss on trade receivables	(211)	(13)	–	–	(224)
(Reversal of impairment loss)/Impairment loss on retention receivables	(14)	8	–	–	(6)
Impairment loss on contract assets	863	4	–	–	867
Additions to specified non-current assets#	1,225	–	–	1,240	2,465

Specific non-current assets represent non-current assets other than deferred tax assets and financial instruments.

5. SEGMENT INFORMATION (Continued)

(b) Geographical segment information

The Company is an investment holding company and the principal place of the Group's operations are in Hong Kong. Accordingly, management determines that the Group is domiciled in Hong Kong.

The following table provides analysis of the Group's revenue from external customers, determined based on location of the customers:

	2022 HK$'000	2021 HK$'000
Hong Kong	494,010	458,443
The PRC	160	50
	494,170	458,493

An analysis of the Group's specified non-current assets, excluding deferred tax assets and financial instruments, by geographical locations, determined based on physical location of the assets is as follows:

	2022 HK$'000	2021 HK$'000
Hong Kong	12,916	30,370
The PRC	11,291	14,679
	24,207	45,049

(c) Information about major customers

	2022 HK$'000	2021 HK$'000
Customer A	227,181	124,100
Customer B	N/A	98,552
Customer C	N/A	54,580
Customer D	74,275	N/A

N/A: not applicable as revenue generated from the customer is less than 10% of the Group's revenue in respective year.

5. SEGMENT INFORMATION (Continued)

Revenue from Customer A for the years ended 31 March 2022 and 2021 were generated for the Structural Engineering Works and Supply and Installation of Building Material Products segments whereas revenue from Customer B and Customer C for the year ended 31 March 2021 was generated for the Structural Engineering Works segment. Customer D for the year ended 31 March 2022 was generated for the Structural Engineering Works segment.

6. REVENUE

The Group is principally engaged in (i) provision of structural engineering works; (ii) supply and installation of building material products; and (iii) trading of building material products. Revenue derived from these principal activities comprises the following:

	2022 HK$'000	2021 HK$'000
Revenue from contracts with customers		
Revenue recognised over time:		
– Structural engineering works	466,637	414,139
– Supply and installation of building material products	21,588	32,966
Revenue recognised at a point in time:		
– Trading of building material products	5,945	11,388
	494,170	458,493

Revenue expected to be recognised in the future arising from the provision of construction works, which represents the aggregate amount of the consideration the Group is entitled allocated to the remaining performance obligations under the Group's contracts of construction works existed at the end of the reporting period, is summarised as follows:

	2022 HK$'000	2021 HK$'000
– Structural engineering works	1,095,519	1,023,735
– Supply and installation of building material products	39,073	7,777
	1,134,592	1,031,512

The Group will recognise the expected revenue arising from its existing contracts of construction work in future as the project work is progressed, which is expected to occur over the next 1 to 36 months (2021: 1 to 37 months).

The Group has applied the practical expedient to its sales contracts for trading of building material products and therefore the above information does not include revenue that the Group will be entitled to when it satisfies the remaining performance obligation under the contracts for trading of building material products that had an original expected duration of one year or less.

7. OTHER INCOME

	2022 HK$'000	2021 HK$'000
Bank interest income	53	684
Rental income	475	904
Government grants *(note)*	–	4,806
Gain on disposal of property, plant and equipment	148	–
Exchange gains, net	–	38
Write-back of trade payable	437	–
Others	164	373
	1,277	6,805

Note:

For the year ended 31 March 2021, government grants included subsidies of HK$4,190,000 obtained from the Employment Support Scheme ("ESS") under the Anti-epidemic Fund which is launched by the Hong Kong SAR Government for supporting the payroll of the Group's employees. Under the ESS, the Group had to commit to spend these grants on payroll expenses, and not reduce employee head count below prescribed levels for a specified period of time.

The remaining amount of HK$616,000 mainly represented (i) training grants of HK$116,000 obtained from the Construction Innovation and Technology Fund under Construction Industry Council and (ii) the subsidy of HK$470,000 obtained from the PRC government which aims to relief the impact of outbreak of COVID-19 for Small-Medium size enterprises. The Group does not have other unfulfilled obligations relating to these programs.

8. FINANCE COSTS

	2022 HK$'000	2021 HK$'000
Interest on bank borrowings	676	171
Interest on lease liabilities *(note 22(a))*	488	763
	1,164	934

9. PROFIT BEFORE INCOME TAX

Profit before income tax is arrived at after charging/(crediting) the following:

	2022 HK$'000	2021 HK$'000
Auditor's remuneration	690	680
Cost of inventories recognised as expense		
– Carrying amount of inventories consumed	109,685	118,585
– Reversal of allowance for inventories *(note (a))*	(10)	(38)
– Write-off of inventories	5	36
	109,680	118,583
Depreciation charge:		
Right-of-use assets included in property, plant and equipment under the following categories:		
– Other properties leased for own use	7,101	7,389
– Motor vehicles	510	550
Other property, plant and equipment	2,407	2,754
	10,018	10,693
Employee costs (including Directors' emoluments)		
– Salaries, allowances and other benefits	63,022	59,517
– Contribution to defined contribution retirement plans *(note (b))*	3,100	2,636
	66,122	62,153
Exchange loss, net*	802	–
Short-term leases expenses	812	554

Notes:

(a) The reversal of allowance for inventories arising from an increase in net realisable value when certain inventories were sold subsequently.

(b) For the year ended 31 March 2022, no forfeited contribution in respect of the defined contribution retirement plans were utilised by the Group to reduce the contribution payable to the plans (2021: nil). As at 31 March 2022, no forfeited contribution under these plans is available to reduce future contribution (2021: nil).

* *Included in "Administrative and other operating expense"*

10. INCOME TAX EXPENSE

The amount of income tax expense in the consolidated statement of comprehensive income represents:

	2022 HK$'000	2021 HK$'000
Current tax for the year		
– Hong Kong Profits Tax	**4,782**	9,139
Over-provision in respect of prior years	**(6)**	(3)
	4,776	9,136
Deferred tax *(note 24)*	**(1,661)**	(112)
	3,115	9,024

Hong Kong Profits Tax is calculated at 16.5% (2021: 16.5%) on the estimated assessable profits for the year.

The Group is subject to Hong Kong Profits Tax under the two-tiered profits tax rates regime. For the years ended 31 March 2022 and 2021, the first HK$2 million of profits of qualifying entities will be taxed at 8.25% whereas profits above HK$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered tax rates regime will continue to be taxed at a flat rate of 16.5% on their estimated assessable profits.

For the years ended 31 March 2022 and 2021, the Group's PRC subsidiaries were eligible to be classified as small enterprise by the local bureau and the corresponding assessable profits are taxed at progressive rate. The first RMB1,000,000 assessable profit is taxed at 5% and assessable profit above RMB1,000,000 but less than RMB3,000,000 is taxed at 10%. No enterprise income tax has been provided in the consolidated financial statements as there were no estimated assessable profits generated by the Group in the PRC during the years ended 31 March 2022 and 2021.

The income tax expense for the year can be reconciled to profit before income tax in the consolidated statement of comprehensive income as follows:

	2022 HK$'000	2021 HK$'000
Profit before income tax	**14,620**	59,195
Tax calculated at rates applicable to profits in the jurisdictions concerned	**2,333**	9,786
Effect on adoption of two-tiered profits tax regime	**(165)**	(165)
Tax effect of revenue not taxable for tax purposes	**(70)**	(1,034)
Tax effect of expenses not deductible for tax purposes	**701**	466
Tax effect of temporary differences not recognised	**88**	29
Over-provision in respect of prior years	**(6)**	(3)
Others	**234**	(55)
Income tax expense	**3,115**	9,024

11. DIRECTORS' EMOLUMENTS, FIVE HIGHEST PAID INDIVIDUALS AND SENIOR MANAGEMENT'S EMOLUMENTS

(a) Directors' emoluments

Directors' emoluments are disclosed as follows:

	Fees HK$'000	Salaries, allowances and other benefits HK$'000	Discretionary bonus HK$'000	Pension scheme contribution HK$'000	Total HK$'000
Year ended 31 March 2022					
Executive directors					
Mr. Wai Yat Kin ("Mr. Wai")	–	3,020	1,000	18	4,038
Mr. Yip Pak Hung ("Mr. Yip")	–	3,020	1,000	18	4,038
Independent non-executive directors					
Ms. Lai Pik Chi, Peggy	240	–	–	–	240
Mr. Lam Chi Wai, Peter	240	–	–	–	240
Dr. Yeung Kit Ming	240	–	–	–	240
Total	720	6,040	2,000	36	8,796
Year ended 31 March 2021					
Executive directors					
Mr. Wai	–	2,930	2,000	18	4,948
Mr. Yip	–	2,930	2,000	18	4,948
Independent non-executive directors					
Ms. Lai Pik Chi, Peggy	240	–	–	–	240
Mr. Lam Chi Wai, Peter	240	–	–	–	240
Dr. Yeung Kit Ming	240	–	–	–	240
Total	720	5,860	4,000	36	10,616

11. DIRECTORS' EMOLUMENTS, FIVE HIGHEST PAID INDIVIDUALS AND SENIOR MANAGEMENT'S EMOLUMENTS (Continued)

(a) Directors' emoluments (Continued)

Note:

No directors waived or agreed to waive any emoluments in the current year and in prior year.

No emolument was paid by the Group to any of the directors as an inducement to join or upon joining the Group, or as compensation of loss of office in the current year and in prior year.

The discretionary bonus is determined with reference to the performance of each director of the Group.

(b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year ended 31 March 2022 included two (2021: two) directors whose emoluments are included in the analysis presented in note (a) above. The emoluments payable to the remaining three (2021: three) highest paid individuals for the years ended 31 March 2022 and 2021 are as follows:

	2022 HK$'000	2021 HK$'000
Salaries, allowances and other benefits	**3,464**	3,367
Discretionary bonus	**1,049**	1,946
Contribution to pension scheme	**54**	54
	4,567	5,367

Their emoluments were within the following bands:

	2022 Number of individuals	2021 Number of individuals
HK$1,000,001 to HK$1,500,000	**2**	1
HK$1,500,001 to HK$2,000,000	**–**	1
HK$2,000,001 to HK$2,500,000	**1**	1

No emolument was paid by the Group to any of the non-director highest paid individuals as an inducement to join or upon joining the Group, or as compensation for loss of office in the current year and in prior year.

11. DIRECTORS' EMOLUMENTS, FIVE HIGHEST PAID INDIVIDUALS AND SENIOR MANAGEMENT'S EMOLUMENTS (Continued)

(c) Senior management's emoluments

Emoluments paid or payable to members of senior management who are not directors were within the following bands:

	2022 Number of individuals	2021 Number of individuals
HK$1,000,001 to HK$1,500,000	2	1
HK$1,500,001 to HK$2,000,000	–	1
HK$2,000,001 to HK$2,500,000	1	1

12. DIVIDENDS

(a) Dividends payable to owners of the Company attributable to the year

	2022 HK$'000	2021 HK$'000
Proposed final dividend	9,000	15,000
Proposed special dividend	–	18,000
	9,000	33,000

Note:

The final dividend in respect of the financial year ended 31 March 2022 of HK1.5 cents per ordinary share, amounting to HK$9,000,000 (2021: the final dividend and special dividend of HK2.5 cents and HK3.0 cents per ordinary share, amounting to HK$15,000,000 and HK$18,000,000 respectively) have been proposed by the directors of the Company and are subject to approval by the shareholders of the Company in the forthcoming annual general meeting.

Those dividends declared subsequent to 31 March 2022 have not been recognised as a liability as at 31 March 2022.

12. DIVIDENDS (Continued)

(b) Dividends payable to owners of the Company attributable to the previous financial year, approved and paid during the year

	2022 HK$'000	2021 HK$'000
Final and special dividends in respect of previous financial year, approved and paid during the year of HK5.5 cents (2021: HK2.5 cents) per ordinary share	33,000	15,000

13. EARNINGS PER SHARE

The calculation of basic earnings per share is based on the following data:

	2022 HK$'000	2021 HK$'000
Earnings		
Profit for the year attributable to owners of the Company	11,505	50,171

	2022 '000	2021 '000
Weighted average number of ordinary shares in issue		
Weighted average number of ordinary shares in issue during the year	600,000	600,000

Diluted earnings per share are same as the basic earnings per share as there are no dilutive potential ordinary shares in existence during the year or in prior year.

14. PROPERTY, PLANT AND EQUIPMENT

	Right-of-use-assets (note (a))								
	Other properties leased for own use HK$'000	Motor vehicles HK$'000	Leasehold improvements HK$'000	Plant and machineries HK$'000	Furniture and fixtures HK$'000	Office equipment HK$'000	Computer equipment HK$'000	Motor vehicles HK$'000	Total HK$'000
At 31 March 2020									
Cost	23,172	1,729	3,108	1,917	3,371	1,243	3,720	5,070	43,330
Accumulated depreciation	(6,565)	(330)	(1,269)	(255)	(2,849)	(1,163)	(2,597)	(3,585)	(18,613)
Net carrying amount	16,607	1,399	1,839	1,662	522	80	1,123	1,485	24,717
Year ended 31 March 2021									
Exchange adjustment	766	–	8	140	–	2	41	19	976
Additions	151	1,074	–	239	–	1	1,000	–	2,465
Depreciation	(7,389)	(550)	(1,040)	(320)	(197)	(33)	(589)	(575)	(10,693)
Closing net carrying amount	10,135	1,923	807	1,721	325	50	1,575	929	17,465
At 31 March 2021									
Cost	24,089	2,803	3,121	2,314	3,371	1,247	4,792	5,080	46,817
Accumulated depreciation	(13,954)	(880)	(2,314)	(593)	(3,046)	(1,197)	(3,217)	(4,151)	(29,352)
Net carrying amount	10,135	1,923	807	1,721	325	50	1,575	929	17,465
Year ended 31 March 2022									
Exchange adjustment	252	–	2	76	–	1	412	8	751
Additions	9,543	–	–	200	–	3	1,093	–	10,839
Depreciation	(7,101)	(510)	(796)	(286)	(121)	(23)	(697)	(484)	(10,018)
Write-off	–	–	–	–	–	–	(370)	(2)	(372)
Closing net carrying amount	12,829	1,413	13	1,711	204	31	2,013	451	18,665
At 31 March 2022									
Cost	33,884	2,548	3,127	2,615	3,371	1,253	5,585	4,762	57,145
Accumulated depreciation	(21,055)	(1,135)	(3,114)	(904)	(3,167)	(1,222)	(3,572)	(4,311)	(38,480)
Net carrying amount	12,829	1,413	13	1,711	204	31	2,013	451	18,665

14. PROPERTY, PLANT AND EQUIPMENT (Continued)

(a) The analysis of the net book value of right-of-use assets by class of underlying asset is as follows:

	2022	2021
	HK$'000	HK$'000
Other properties leased for own use, carried at depreciated cost	**12,829**	10,135
Motor vehicles, carried at depreciated cost	**1,413**	1,923
	14,242	12,058

(b) During the year ended 31 March 2022, the Group disposed of certain fully depreciated motor vehicles at a consideration of HK$148,000, resulting in a gain on disposal of property, plant and equipment of HK$148,000.

15. INVESTMENT PROPERTIES

	2022	2021
	HK$'000	HK$'000
Fair value		
At the beginning of the reporting period	**26,983**	26,317
Disposal of investment properties	**(22,000)**	–
Change in fair value *(note (a))*	**(246)**	260
Exchange adjustment	**204**	406
At the end of the reporting period	**4,941**	26,983

15. INVESTMENT PROPERTIES (Continued)

Notes:

(a) The fair values of investment properties as at 31 March 2022 and 2021 are level 3 recurring fair value measurement.

The fair value loss arising from remeasurement of the investment properties for the year ended 31 March 2022 amounting to HK$246,000 (2021: gain of HK$260,000) represented an unrealised loss relating to those investment properties as at 31 March 2022.

(b) The fair values of the Group's investment properties as at 31 March 2022 and 2021 were determined by the directors with reference to the valuation carried out by RHL Appraisal Limited, which is an independent firm of professionally qualified valuers and has appropriate qualifications and recent experiences in the valuation of similar properties in nearby location.

(c) Below is a summary of the valuation technique used and the key inputs to the valuation.

Property	Location	Valuation technique	Unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Commercial premises	The PRC	Comparison method	Premium/Discount to the selling price per unit of market comparables, taking into account differences such as size, character and location, etc.	2022: -4% to 14% (2021: -3% to 12%)	The higher the premium/discount, the higher/lower the fair value
Industrial premises*	Hong Kong	Comparison method	Premium/Discount to the selling price per unit of market comparables, taking into account differences such as size, character and location, etc.	2022: N/A (2021: -10% to 10%)	The higher the premium/discount, the higher/lower the fair value

* The Group's industrial premises in Hong Kong were disposed of at a consideration of HK$21,612,000, which resulted in a loss of HK$388,000 recognised in profit or loss, during the year ended 31 March 2022.

The fair value measurement is based on the highest and best use of the investment properties, which does not differ from their actual use.

Under comparison method, fair value is estimated by comparison based on prices realised or market prices of comparable properties. Comparable properties of similar size, character and location are analysed and carefully weighed against all the respective advantages and disadvantages of each property in order to arrive at a fair comparison of capital values.

(d) The investment properties are leased to a third party under operating lease to earn rental income, further details of which are included in note 22(b).

16. GOODWILL

	2022 HK$'000	2021 HK$'000
At 1 April 2020, 31 March 2021 and 31 March 2022	**601**	601

The amount of goodwill at the end of the reporting period is allocated to the cash-generating unit which is the segment of "Structural engineering works" and is tested for impairment by the management by estimating the recoverable amount of this cash-generating unit based on value-in-use calculations. The calculation comprise cash flow projections based on the financial budgets approved by the management. The period covered by the financial budgets is two years. Cash flows beyond the two-year period are extrapolated using an estimated growth rate of 2% (2021: 2%). Based on the results of the impairment testing, management determines that there is no impairment in respect of this cash-generating unit.

Key assumptions used by the management in the value-in-use calculations of this cash-generating unit include:

	2022 HK$'000	2021 HK$'000
Discount rate (pre-tax)	**18.3%**	16.3%
Gross profit margin	**12.1%-13.5%**	16.5%-19.1%

These assumptions have been determined based on past performance and management's expectations in respect of the market conditions and economy which have impact on the business in which this cash-generating unit is engaged. Revenue are forecasted with reference to the progress towards complete satisfaction of the performance obligation of the awarded projects, which is estimated with reference to the expected work schedule requirements and duration of the projects. Gross profit margin is forecasted based on the gross profit margin achieved in prior year adjusted for the expected change in market conditions and taking into account the revenue and cost budget of individual structural engineering project. The pre-tax discount rate used reflects the specific risks relating to the business and industry in which this cash-generating unit is engaged.

17. INVENTORIES

	2022 HK$'000	2021 HK$'000
Raw materials and supplies	**6,480**	5,509
Work-in-progress	**6,741**	2,554
Finished goods	**5,010**	3,005
	18,231	11,068

18. CONTRACT ASSETS/CONTRACT LIABILITIES

(a) Terms and arrangements of construction services

The Group's structural engineering contracts and supply and installation of building material products contracts include payment schedules which require stage payments over the contract period once milestones are reached. These payment schedules prevent the build-up of significant contract assets. When the revenue recognised exceeds the milestone payments, the Group recognises contract assets for the difference.

Contract assets arising from these unbilled revenue represent a right to consideration from the customers in exchange of the services transferred to the customers when that right is subject to conditions other than solely the passage of time. Upon the completed services being accepted by the customers, the amounts recognised as contract assets on unbilled revenue are reclassified to trade receivables.

When the milestone payments exceeds the revenue recognised to date, the Group recognises contract liabilities for the difference.

(b) Contract assets

	2022 HK$'000	2021 HK$'000
Contract assets arising from:		
– Structural engineering works	90,672	127,082
– Supply and installation of building material products	1,660	447
	92,332	127,529
Less: Loss allowance	(1,599)	(1,430)
	90,733	126,099

The expected timing of recovery or settlement for contract assets at the end of the reporting period is as follows:

	2022 HK$'000	2021 HK$'000
Within one year	39,777	56,401
More than one year and less than two years	52,555	71,128
	92,332	127,529

18. CONTRACT ASSETS/CONTRACT LIABILITIES (Continued)

(b) Contract assets (Continued)

The movements in the loss allowance for impairment of contract assets are as follows:

	2022 HK$'000	2021 HK$'000
At the beginning of the reporting period	1,430	563
Provision of impairment loss	169	867
At the end of the reporting period	1,599	1,430

The Group recognises impairment allowance on contract assets based on the accounting policies set out in note 2(h)(ii). Further details of the Group's credit policy and credit risk arising from contract assets are set out in note 36(a).

(c) Contract liabilities

	2022 HK$'000	2021 HK$'000
Contract liabilities arising from:		
– Structural engineering works	23,577	48,436
– Supply and installation of building material products	3,524	1,274
– Trading of building material products	735	636
	27,836	50,346

The movements in contract liabilities are as follows:

	2022 HK$'000	2021 HK$'000
At the beginning of the reporting period	50,346	79,330
Decrease in contract liabilities as a result of recognising revenue during the year that was included in the contract liabilities at the beginning of the year	(48,220)	(78,236)
Increase in contract liabilities as a result of billing in advance during the year	25,710	49,252
At the end of the reporting period	27,836	50,346

19. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	2022	2021
	HK$'000	HK$'000
Trade receivables	**54,910**	44,221
Less: loss allowance	**(1,064)**	(618)
Trade receivables, net *(note (a))*	**53,846**	43,603
Retention receivables	**84,599**	80,944
Less: loss allowance	**(2,072)**	(1,615)
Retention receivables, net *(note (b))*	**82,527**	79,329
Other receivables *(note (c))*	**8,560**	3,194
Deposits *(note (c))*	**2,258**	2,359
Prepayments	**12,125**	1,638
	22,943	7,191
Less: non-current portion-deposits *(note (c))*	**(1,798)**	–
Current portion	**157,518**	130,123

19. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (Continued)

Notes:

(a) Trade receivables

The Group normally allows a credit period of 30 and 60 days to its customers for provision of construction works and trading of building material products respectively.

The ageing analysis of the trade receivables (net of loss allowance), based on invoice date, as at the end of the reporting period is as follows:

	2022 **HK$'000**	2021 HK$'000
0 – 30 days	**27,748**	27,389
31 – 60 days	**10,585**	12,107
61 – 90 days	**143**	3,290
Over 90 days	**15,370**	817
	53,846	43,603

The movements in the loss allowance for impairment of trade receivables are as follows:

	2022 **HK$'000**	2021 HK$'000
At the beginning of the reporting period	**618**	842
Provision/(Reversal) of impairment loss	**539**	(224)
Amount written off during the year	**(93)**	–
At the end of the reporting period	**1,064**	618

The Group recognises impairment loss on trade receivables based on the accounting policies set out in note 2(h)(ii). Further details on the Group's credit policy and credit risk arising from trade receivables are set out in note 36(a).

(b) Retention receivables

The Group generally provides retention period of 1 to 2 years and normally retention monies represent 5% to 10% of the contract sum. Retention receivables are part of the consideration arising from structural engineering contracts and sizable supply and installation of building material products contracts that are retained by the customers and are payable to the Group upon completion of the retention period of the relevant contract or in accordance with the terms specified in the relevant contract. Retention monies are intended to protect the customers from the Group failing to complete its obligations under the contracts rather than to provide financing to the customers. Retention receivables are in nature as contract assets.

19. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (Continued)

Notes: (Continued)

(b) Retention receivables (Continued)

The terms and conditions in relation to the release of retention monies vary from contract to contract, which may be subject to practical completion of contracts, expiry of defect liability period and rectification of defects to the satisfaction of customers (i.e. at the expiry of the defect liability period that is at a point at which the Group has unconditional right to invoice to the customers). Upon release of retention monies by the customers, retention receivables will be reclassified to "Trade receivables". For other small-scale supply and installation of building material products contracts, the Group normally issues bill to the customers for payment along when the services are rendered.

The movements in the loss allowance for impairment on retention receivables are as follows:

	2022 **HK$'000**	2021 HK$'000
At the beginning of the reporting period	**1,615**	1,621
Provision/(Reversal) of impairment loss	**493**	(6)
Amount written off during the year	**(36)**	–
At the end of the reporting period	**2,072**	1,615

The Group recognises impairment allowance on retention receivables based on the accounting policies set out in note 2(h)(ii). Further details of the Group's credit policy and credit risk arising from contract assets are set out in note 36(a).

The retention receivables as of the end of the reporting period are to be settled, based on the terms and conditions in relation to the release of the retention monies by customers and taking into account the status of rectification works, as follows:

	2022 **HK$'000**	2021 HK$'000
On demand or within one year	**16,356**	6,215
After one year	**66,171**	73,114
	82,527	79,329

(c) Other receivables and deposits

Further details on the Group's credit policy and credit risk arising from other receivables and deposits are set out in note 36(a).

20. CASH AND BANK BALANCES

Cash at banks earns interest at floating rate based on daily bank deposit rates. Short-term time deposits are made for periods depending on the immediate cash requirements of the Group, and earn interest at the respective short-term time deposit rates.

As at 31 March 2022, the Group had time deposits of HK$43,236,000 (2021: HK$63,472,000) placed with banks with original maturity of two to three months (2021: two to three months) and earn interest income at interest rates ranged from 0.05% to 2.5% (2021: 0.05% to 0.20%) per annum.

As at 31 March 2022, cash and bank balances of the Group denominated in Renminbi ("RMB") amounted to HK$2,233,000 (2021: HK$1,675,000). RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

21. TRADE AND OTHER PAYABLES

	2022 **HK$'000**	2021 HK$'000
Trade payables *(note (a))*	**67,170**	53,194
Retention payables *(note (b))*	**33,984**	31,500
Other payables and accruals	**9,352**	11,518
	110,506	96,212

21. TRADE AND OTHER PAYABLES (Continued)

Notes:

(a) For trade payables, the credit period granted by suppliers and contractors is normally 30 to 60 days.

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

	2022 HK$'000	2021 HK$'000
0 – 30 days	37,653	35,624
31 – 60 days	19,180	6,978
61 – 90 days	4,681	6,453
Over 90 days	5,656	4,139
	67,170	53,194

(b) Based on the terms and conditions agreed in relation to the release of retention monies to subcontractors and taking into account the status of rectification work, the retention payables as at the end of the reporting period are to be settled as follows:

	2022 HK$'000	2021 HK$'000
On demand or within one year	29,786	28,506
After one year	4,198	2,994
	33,984	31,500

22. LEASES

(a) The Group as lessee

The Group leases office premises, factories, warehouse, quarters and motor vehicles for use in its operation. The periodic rent is fixed over the lease term, and the leases are negotiated for an initial period of two to ten years (2021: two to ten years).

The movements of the right-of-use assets are disclosed in note 14. The movements of the lease liabilities are as follows:

	Other properties HK$'000	Motor vehicles (note) HK$'000	Total HK$'000
At 1 April 2020	17,107	787	17,894
Additions	151	500	651
Finance costs *(note 8)*	729	34	763
Lease payments	(7,872)	(563)	(8,435)
Exchange adjustment	791	–	791
Balance at 31 March 2021 and 1 April 2021	10,906	758	11,664
Additions	**9,543**	**–**	**9,543**
Finance costs *(note 8)*	**468**	**20**	**488**
Lease payments	**(7,823)**	**(469)**	**(8,292)**
Exchange adjustment	**278**	**–**	**278**
Balance at 31 March 2022	**13,372**	**309**	**13,681**

22. LEASES (Continued)

(a) The Group as lessee (Continued)

Note:

The Group's obligations under the lease of the motor vehicles are secured by the motor vehicles and subject to corporate guarantee provided by the Company to the extent of HK$236,000 (2021: HK$598,000).

Future lease payments are due as follows:

	Minimum lease payments HK$'000	Interest HK$'000	Present value of minimum lease payments HK$'000
As at 31 March 2022			
Not later than one year	**7,838**	**(318)**	**7,520**
Later than one year but no later than two years	**4,516**	**(87)**	**4,429**
Later than two years but no later than five years	**1,740**	**(8)**	**1,732**
	14,094	**(413)**	**13,681**

	Minimum lease payments HK$'000	Interest HK$'000	Present value of minimum lease payments HK$'000
As at 31 March 2021			
Not later than one year	7,009	(406)	6,603
Later than one year but no later than two years	4,216	(153)	4,063
Later than two years but no later than five years	1,006	(8)	998
	12,231	(567)	11,664

22. LEASES (Continued)

(a) The Group as lessee (Continued)

The present value of future lease payments are analysed as follows:

	2022 HK$'000	2021 HK$'000
Current liabilities	7,520	6,603
Non-current liabilities	6,161	5,061
	13,681	11,664

(b) The Group as lessor

The Group leases its investment properties (note 15) to third party tenants. The leases run for an initial period of one year (2021: two to three years). As at 31 March 2022, the Group had the following future minimum lease payments receivables:

	2022 HK$'000	2021 HK$'000
Within one year	69	929
After one year but within two years	–	789
	69	1,718

23. BANK BORROWINGS

	2022 HK$'000	2021 HK$'000
Bank borrowings repayable within one year	2,539	–

The bank borrowings, including trade financing, are interest bearing at the bank's prime rate or the bank's prime rate adjusted by certain basis points per annum. The interest rate of the Group's bank borrowings as at 31 March 2022 granted under banking facilities was 5.0% (2021: nil) per annum. The bank borrowings are subject to repayment on demand clause.

As at 31 March 2022 and 2021, the banking facilities granted to the Group were secured by the corporate guarantee provided by the Company.

24. DEFERRED TAX

Details of the deferred tax liabilities and assets recognised by the Group and movements during the current year and prior year are as follows:

	Accelerated tax depreciation HK$'000	Allowance for inventories HK$'000	Revaluation of properties HK$'000	Tax loss HK$'000	Total HK$'000
At 1 April 2020	695	(150)	182	–	727
Credited to profit or loss *(note 10)*	(58)	6	(60)	–	(112)
Exchange adjustment	–	–	16	–	16
At 31 March 2021 and 1 April 2021	**637**	**(144)**	**138**	**–**	**631**
Credited to profit or loss *(note 10)*	**(624)**	**2**	**(60)**	**(979)**	**(1,661)**
Exchange adjustment	**–**	**–**	**4**	**–**	**4**
At 31 March 2022	**13**	**(142)**	**82**	**(979)**	**(1,026)**

Represented by:

	2022 HK$'000	2021 HK$'000
Deferred tax liabilities	**99**	770
Deferred tax assets	**(1,125)**	(139)
	(1,026)	631

The two-tiered profits tax rates regime have no material impact on the deferred tax balances of the Group as at 31 March 2021 and 2022 as the qualifying entity nominated by the Group did not have material temporary differences as at 31 March 2021 and 2022. Deferred tax assets and liabilities of other group entities were continued to be measured using a flat tax rate of 16.5%.

Pursuant to the PRC Corporate Income Tax Law, a 10% withholding tax is levied on dividends declared to foreign investors from the foreign investment enterprises established in the PRC. The requirement is effective from 1 January 2008 and applies to earnings after 31 December 2007. A lower withholding tax rate may be applied if there is a tax treaty between the PRC and the jurisdiction of the foreign investors.

24. DEFERRED TAX (Continued)

For the Group, the applicable tax rate is 5%. The Group is therefore liable for withholding taxes on dividend distributed by the subsidiary in the PRC in respect of earnings generated from 1 January 2008.

At 31 March 2022, no deferred tax has been recognised for withholding taxes that would be payable on the unremitted earnings of the Company's subsidiary established in the PRC that are subject to withholding taxes, which amounted to HK$5,325,000 (2021: HK$5,120,000). In the opinion of the directors, it is not probable that the subsidiary will distribute such earnings in the foreseeable future.

25. SHARE CAPITAL

Ordinary shares	Par value	Number of shares	Amount
	HK$		HK$'000
Authorised:			
At the beginning and the end of the reporting period	**0.01**	**2,000,000,000**	**20,000**
Issued and fully paid:			
At the beginning and the end of the reporting period	**0.01**	**600,000,000**	**6,000**

26. RESERVES

The Group

The following describes the nature and purpose of each reserve within owners' equity.

Share premium
Share premium is the excess of the proceeds received over the nominal value of the shares of the Company issued at a premium, less expenses incurred in connection with the issue of the shares.

Merger reserve
Merger reserve mainly arose from the transactions under the reorganisation which took place during the year ended 31 March 2016 in connection to the listing of the Company's shares on the Stock Exchange.

Asset revaluation reserve
Asset revaluation reserve arises from revaluation of assets (excluding investment properties). During the year ended 31 March 2022, the balance of asset revaluation reserve was transferred to retained profits upon the disposal of corresponding investment properties (note 15(c)).

26. RESERVES (Continued)

The Group (Continued)

Exchange reserve
Exchange reserve comprises foreign exchange differences arising from the translation of the financial statements of foreign operations in accordance with the accounting policies adopted in note 2(m).

Retained profits
Retained profits is the cumulative net gains and losses recognised in profit or loss.

The Company

The movements of the Company's reserves during the current year and prior year are as follows:

	Share premium HK$'000	Retained profits HK$'000	Total HK$'000
As 1 April 2020	33,942	15,232	49,174
Profit for the year	–	33,013	33,013
Final dividend in respect of 2020 *(note 12(b))*	–	(15,000)	(15,000)
As at 31 March 2021 and 1 April 2021	**33,942**	**33,245**	**67,187**
Profit for the year	**–**	**9,318**	**9,318**
Final dividend in respect of 2021 *(note 12(b))*	**–**	**(33,000)**	**(33,000)**
As at 31 March 2022	**33,942**	**9,563**	**43,505**

27. SHARE OPTION SCHEME

Pursuant to resolutions passed by the shareholder of the Company on 22 September 2015, the shareholder of the Company approved the adoption of a share option scheme (the "Share Option Scheme"). The Share Option Scheme enables the Company to grant options to eligible persons as incentives or rewards for their contributions to the Group.

The Share Option Scheme will be valid and effective for a period of 10 years commencing from 8 October 2015, after which period no further options may be granted but the provisions of the Share Option Scheme shall remain in full force and effect in all other respects and the options granted during the life of the Share Option Scheme may continue to be exercisable in accordance with their terms of issue.

The board of directors may, at its absolute discretion, invite any eligible persons to take up options at a price determined by the board of directors which shall not be lower than the highest of (i) the closing price of the shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the options, which must be a trading day; (ii) the average closing price of the shares as stated in the Stock Exchange's daily quotations sheets for the five trading days immediately preceding the date of grant of the options; and (iii) nominal value of a share. Upon acceptance of the offer of an option, the grantee shall pay HK$1 to the Company by way of consideration for the grant.

No option has been granted under the Share Option Scheme since its adoption.

28. HOLDING COMPANY STATEMENT OF FINANCIAL POSITION

As at 31 March 2022

	Notes	2022 HK$'000	2021 HK$'000
ASSETS AND LIABILITIES			
Non-current assets			
Investments in subsidiaries	29	–	–
Current assets			
Other receivables, deposits and prepayments		252	229
Amounts due from subsidiaries		47,508	71,914
Cash and bank balances		1,908	1,286
		49,668	73,429
Current liabilities			
Other payables and accruals		163	242
Net current assets/Net assets		49,505	73,187
CAPITAL AND RESERVES			
Share capital	25	6,000	6,000
Reserves	26	43,505	67,187
Total equity		49,505	73,187

On behalf of the directors

Yip Pak Hung
Director

Wai Yat Kin
Director

29. INVESTMENTS IN SUBSIDIARIES

Details of the Company's subsidiaries as at 31 March 2022 are as follows:

Name of subsidiary	Place of incorporation and type of legal entity	Place of operations	Issued and paid up capital	Effective interest held by the Company		Principal activities
				Directly	Indirectly	
Light Dimension Limited	The BVI/Limited liability company	Hong Kong	16 shares of US$1 each	100%	–	Investment holding
AcouSystem Limited	Hong Kong/Limited liability company	Hong Kong	300 shares of HK$300	–	100%	Trademark Holding
BuildMax Limited	Hong Kong/Limited liability company	Hong Kong	50,000 shares of HK$50,000	–	100%	Supply and installation of building material products and trading of building material products
BuildMax Technology (Shenzhen) Limited	The PRC/Wholly foreign-owned enterprise	The PRC	RMB6,500,000	–	100%	Processing, fabrication, manufacturing and trading of building material products
Hillford Trading Limited	Hong Kong/Limited liability company	Hong Kong	10,000 shares of HK$10,000	–	100%	Investment holding
KPa Contracting Limited	Hong Kong/Limited liability company	Hong Kong	300 shares of HK$300	–	100%	Provision of structural engineering works
KPa Engineering Limited	Hong Kong/Limited liability company	Hong Kong	15,000,000 shares of HK$15,000,000	–	100%	Provision of structural engineering works
KPa Engineering (HK) Limited	Hong Kong/Limited liability company	Hong Kong	300 shares of HK$300	–	100%	Provision of structural engineering works
Sun Pool Engineering Limited	Hong Kong/Limited liability company	Hong Kong	150,000 shares of HK$150,000	–	100%	Property investment and investment holding
應力恒富設計貿易(深圳)有限公司	The PRC/Wholly foreign-owned enterprise	The PRC	HK$1,000,000	–	100%	Provision of fabrication drawing

Note: None of the subsidiaries had any debt securities in issue at the end of the reporting period.

30. GUARANTEE

The Group provided guarantee in respect of the surety bonds issued in favour of the customers of the Group's certain construction contracts. The Group has unconditionally and irrevocably agreed to indemnify the bank as issuer of the bonds for claims and losses they may incur in respect of the bonds. Details of these guarantees at the end of the reporting period are as follows:

	2022 HK$'000	2021 HK$'000
Aggregate value of the surety bonds issued in favour of customers	7,276	1,085

As assessed by the directors, it is not probable that the bank would claim the Group for losses in respect of the guarantee contracts as it is unlikely that the Group is unable to fulfill the performance requirements of the relevant contracts. Accordingly, no provision for the Group's obligations under the guarantees has been made.

31. LITIGATION

A lawsuit arising from the normal course of business was lodged against the Group which remain outstanding as at 31 March 2021. During the year ended 31 March 2022, the settlement plan has been reached among all relevant parties and there was no any claim amount liable to the Group. As at 31 March 2022, there was no any pending legal case with material claim amount against the Group.

32. NOTE TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) During the year ended 31 March 2021, the Group acquired a motor vehicle at acquisition cost of HK$1,074,000 (note 14) under lease arrangements (note 22(a)). The Group paid down payment of HK$574,000 and the remaining balance of HK$500,000 is to be settled by monthly instalments.

32. NOTE TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (Continued)

(b) Reconciliation of liabilities arising from financing activities:

	Bank borrowings HK$'000 *(note 23)*	Lease liabilities HK$'000 *(note 22(a))*
As at 1 April 2020	–	17,894
Changes from cash flows		
Proceeds from new bank borrowings	64,045	–
Repayment of bank borrowings	(64,045)	–
Capital element of lease payments	–	(7,672)
Interest element of lease payments	–	(763)
	–	(8,435)
Exchange adjustment	–	791
Other changes		
Interest expenses	–	763
Increase in lease liabilities from entering into new leases	–	651
	–	1,414
At 31 March 2021 and 1 April 2021	**–**	**11,664**
Changes from cash flows		
Proceeds from new bank borrowings	**124,764**	**–**
Repayment of bank borrowings	**(122,225)**	**–**
Capital element of lease payments	**–**	**(7,804)**
Interest element of lease payments	**–**	**(488)**
	2,539	**(8,292)**
Exchange adjustment	**–**	**278**
Other changes		
Interest expenses	**–**	**488**
Increase in lease liabilities from entering into new leases	**–**	**9,543**
	–	**10,031**
At 31 March 2022	**2,539**	**13,681**

33. RELATED PARTY TRANSACTIONS

Saved as disclosed elsewhere in these financial statements, the Group has the following significant transactions with its related parties.

(a)

Name	Related party relationship	Type of transaction	Transaction amount 2022 HK$'000	2021 HK$'000
Cozy Coffee Club Limited *(note)*	Directors and key management have equity interest	Management fee income	**62**	62

Note: Mr. Yip is the director and shareholder of Cozy Coffee Club Limited.

The above transaction was conducted in accordance with the terms mutually agreed between the Group and the related party.

(b) The remuneration of directors and other members of key management were as follows:

	2022 HK$'000	2021 HK$'000
Salaries, allowances and other benefits	**13,092**	15,648
Contributions to defined contribution retirement plan	**126**	124
	13,218	15,772

34. CAPITAL MANAGEMENT

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

The Group monitors capital using gearing ratio, which is total debt to equity. Total debt includes bank borrowings and lease liabilities. Equity represents total equity of the Group.

The directors of the Company actively and regularly reviews and manages the Group's capital structure, taking into consideration the future capital requirements of the Group, to ensure optimal shareholders' returns. The Group manages the capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, raise new debt or sell assets to reduce debt.

The gearing ratios at the end of the reporting period were as follows:

	2022 HK$'000	2021 HK$'000
Lease liabilities	13,681	11,664
Bank borrowings	2,539	–
	16,220	11,664
Total equity	247,365	268,225
Gearing ratio	6.6%	4.3%

The Group targets to maintain a gearing ratio to be in line with the expected changes in economic and financial conditions. The Group's overall strategy on capital management remains unchanged throughout the year.

35. SUMMARY OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES BY CATEGORY

The following table shows the carrying amounts of financial assets and financial liabilities:

	2022 HK$'000	2021 HK$'000
Financial assets		
Financial assets measured at amortised cost		
– Trade receivables	53,846	43,603
– Other receivables and deposits	10,818	5,553
– Cash and bank balances	105,400	116,649
	170,064	165,805
Financial liabilities		
Financial liabilities at amortised cost		
– Trade and other payables	110,506	96,212
– Bank borrowing	2,539	–
	113,045	96,212
Other financial instruments		
– Lease liabilities	13,681	11,664

(a) Financial instruments not measured at fair value

Management assessed the fair values of current portion of trade receivables, other receivables and deposits, cash and bank balances, trade and other payables and bank borrowing approximately their carrying value due to their short-term nature.

(b) Financial instruments measured at fair value

As at 31 March 2022 and 2021, the Group did not have any financial instruments measured at fair value and accordingly, no analysis on fair value hierarchy is presented.

36. FINANCIAL RISK MANAGEMENT

The Group is exposed to a variety of financial risks which comprise credit risk, market risk (mainly interest rate risk and foreign currency risk) and liquidity risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. Risk management is carried out by the key management under the policies approved by the board of directors. The Group does not have written risk management policies. However, the directors of the Company meet regularly to identify and evaluate risks and to formulate strategies to manage financial risks.

Generally, the Group employs a conservative strategy regarding its financial risk management. As the directors consider that the Group's exposure to financial risk is kept at a minimum level, the Group has not used any derivatives or other instruments for hedging purposes. The most significant risks to which the Group is exposed to are described below:

(a) Credit risk

Credit risk refers to the risk that the counterparty to a financial instrument would fail to discharge its obligations under the terms of the financial instrument and cause a financial loss to the Group.

The Group's credit risk is primarily attributable to its trade and other receivables, contract assets and bank balances. Management has a credit policy in place and the exposures to credit risk are monitored on an ongoing basis.

In respect of trade and other receivables and contract assets, it is the Group's policy to deal only with creditworthy counterparties. In order to minimise credit risk, management has formulated a credit policy and delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. Normally, the Group does not obtain collateral from the counterparties.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each debtor. As at 31 March 2022, the Group has certain concentration of credit risk as 43% and 79% (2021: 55% and 87%) of the Group's trade receivables were due from the Group's largest trade debtors and the five largest trade debtors respectively.

In respect of bank balances, the credit risk is limited because all deposits are placed with reputable banks and financial institutions.

36. FINANCIAL RISK MANAGEMENT (Continued)

(a) Credit risk (Continued)

Impairment under ECLs model

The Group recognises loss allowance for ECLs on debt instruments carried at amortised cost. The Group applies simplified approach to measure ECLs on trade receivables, retention receivables and contract assets; and general approach to measure ECLs on other receivables and deposits and bank balances. Under the simplified approach, the Group measures the loss allowance at an amount equal to lifetime ECLs. Under the general approach, the Group applies the "3-stage" impairment model for ECLs measurement based on change in credit risk since initial recognition as follows:

– Stage 1: If the credit risk of the financial instrument has not increased significantly since initial recognition, the financial instrument is included in Stage 1.

– Stage 2: If the credit risk of the financial instrument has increased significantly since its initial recognition but is not deemed to be credit-impaired, the financial instrument is included in Stage 2.

– Stage 3: If the financial instrument is credit-impaired, the financial instrument is included in Stage 3.

The ECLs for financial instruments in Stage 1 are measured at an amount equivalent to 12-month ECLs whereas the ECLs for financial instruments in Stage 2 or Stage 3 are measured at an amount equivalent to lifetime ECLs.

When determining whether the risk of default has increased significantly since initial recognition, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit risk assessment and including forward-looking information. In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change in the debtors' ability to meet their debt obligations;

- actual or expected significant changes in the operating results of the debtors;

- significant changes in the expected performance and behaviour of the debtors, including changes in the payment status of debtors; and

- actual or expected significant adverse change in the regulatory, economic, or technological environment in which the debtors operate that results in a significant change in the debtors' ability to meet their debt obligations.

36. FINANCIAL RISK MANAGEMENT (Continued)

(a) Credit risk (Continued)

Impairment under ECLs model (Continued)

The Group presumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

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

(i) significant financial difficulty of the debtor;

(ii) a breach of contract, such as a default or delinquency in interest or principal payments;

(iii) granting a concession to the debtors that the lender would not otherwise consider for economic or contractual reasons relating to the debtor's financial difficulty;

(iv) it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation; or

(v) significant changes in the technological, market, economic or legal environment that have an adverse effect on the debtor.

The Group measures loss allowances for trade receivables, retention receivables and contract assets using HKFRS 9 simplified approach and has calculated ECLs based on lifetime ECLs under individual and collective assessment. The Group has established a provision matrix that is based on the Group's historical credit loss experience and time value of money where appropriate, adjusted for forward-looking factors specific to the customers and the economic environment. To measure the ECLs, trade receivables, retention receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due.

36. FINANCIAL RISK MANAGEMENT (Continued)

(a) Credit risk (Continued)

Impairment under ECLs model (Continued)

The following table provides information about the Group's exposure to credit risk and ECLs for trade receivables, retention receivables and contract assets at the end of the reporting period:

As at 31 March 2022	Gross carrying amount HK$'000	Less: Individual assessed loss allowance HK$'000	Carrying amount under collective measurement HK$'000	Weighted average lifetime ECLs rate	ECLs loss allowance for collective measurement HK$'000	Individually assessed loss allowance HK$'000	Total loss allowance HK$'000
Trade receivables:							
Not yet past due and past due within one year	40,173	–	40,173	1.4%	555	–	555
Past due for more than one year but within two years	10,245	–	10,245	2.8%	282	–	282
Past due for more than two years	4,492	75	4,417	3.4%	152	75	227
	54,910	75	54,835		989	75	1,064
Retention receivables	84,599	–	84,599	2.4%	2,072	–	2,072
Contract assets	92,332	–	92,332	1.7%	1,599	–	1,599

As at 31 March 2021	Gross carrying amount HK$'000	Less: Individual assessed loss allowance HK$'000	Carrying amount under collective measurement HK$'000	Weighted average lifetime ECLs rate	ECLs loss allowance for collective measurement HK$'000	Individually assessed loss allowance HK$'000	Total loss allowance HK$'000
Not yet past due and past due within one year	43,815	–	43,815	1.0%	445	–	445
Past due for more than one year but within two years	84	–	84	2.4%	2	–	2
Past due for more than two years	322	168	154	1.9%	3	168	171
	44,221	168	44,053		450	168	618
Retention receivables	80,944	–	80,944	2.0%	1,615	–	1,615
Contract assets	127,529	–	127,529	1.1%	1,430	–	1,430

36. FINANCIAL RISK MANAGEMENT (Continued)

(a) Credit risk (Continued)

Impairment under ECLs model (Continued)

ECLs rates are based on the past credit loss experience of the customers or with reference to the industry data. These rates are adjusted to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables. Time value of money is considered in arriving at the amount of ECLs, adjusted for forward-looking factors specific to the customers and economic environment.

As at 31 March 2022 and 2021, there were certain trade receivables overdue more than 90 days. The Group assessed the corresponding customers' past due record, trading history and credit rating (if any) to conclude that those trade receivables overdue more than 90 days were not default or credit impaired.

The Group makes periodic collective assessments as well as individual assessment on the recoverability of other receivables and deposits. The credit risk of the Group's other receivables and deposits at the end of the reporting period has not increased significantly since initial recognition. The Group has assessed that the amount of ECLs was insignificant and accordingly, no loss allowance was recognised.

(b) Interest rate risk

Interest rate risk relates to the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in market interest rate. The Group's interest rate risk mainly arises from bank deposits, lease liabilities and bank borrowings. Financial instruments arranged at variable rates and fixed rates expose the Group to cash flow interest rate risk and fair value interest rate risk respectively.

All of the Group's lease liabilities bore interest at fixed rates. Details of lease liabilities are disclosed in notes 22(a).

The Group's bank borrowings as at 31 March 2022 bore interest at floating rate (note 23) and thus the Group is exposed to cash flow interest rate risk.

The Group's bank balances also expose it to cash flow interest rate risk due to the fluctuation of the prevailing market interest rate on bank balances. The directors of the Company consider the Group's exposure to interest rate risk in respect of bank balances is not significant due to low level of deposit interest rate.

The Group currently does not have an interest rate hedging policy. However, the management closely monitors interest rate exposure and will consider hedging significant interest rate exposure should the need arise.

36. FINANCIAL RISK MANAGEMENT (Continued)

(b) Interest rate risk (Continued)

Sensitivity analysis

The following sensitivity analysis demonstrates the Group's exposure to a reasonable possible change in interest rates on its floating rate bank borrowings with all other variables held constant at the end of the reporting period (in practice, the results may differ from the sensitivity analysis below and the difference could be material):

	(Decrease)/Increase in profit for the year and retained profits	
	2022	2021
	HK$'000	HK$'000
Changes in interest rate		
+1%	**(3)**	–
-1%	**3**	–

(c) Foreign currency risk

Foreign currency risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Group is exposed to currency risk primarily through sales and purchases that are denominated in a currency other than the functional currency of the operations to which they relate. The currencies giving rise to foreign currency risk are primarily US$, Euro ("EUR") and RMB. Sales are mainly denominated in HK$ while some of the purchases are denominated in US$, EUR and RMB. The management monitors foreign currency exposure of the Group and will consider undertaking foreign exchange hedging activities to reduce the impact of foreign exchange rate movements on the Group's operating result.

The following table disclosed the carrying amounts of the foreign currency denominated monetary assets and liabilities in net position at the end of the reporting period. As HK$ is pegged to US$ and thus subject to minimal currency risk, the relevant monetary assets and liabilities are excluded from the following table.

	2022	2021
	HK$'000	HK$'000
Net monetary assets/(liabilities)		
RMB	**(485)**	(687)
EUR	**20,849**	(5)

36. FINANCIAL RISK MANAGEMENT (Continued)

(c) Foreign currency risk (Continued)

The following table illustrates the approximate change in the Group's profit for the year and retained profits in response to reasonably possible changes in the foreign exchange rates to which the Group has significant exposure at the end of the reporting periods.

	(Decrease)/Increase in profit for the year and retained profits	
	2022	2021
	HK$'000	HK$'000
RMB appreciated by 3%	**(13)**	(18)
EUR appreciated by 3%	**522**	–

The changes in exchange rates do not affect the Group's other component of equity. The same percentage depreciation in the foreign currencies against the functional currency of the respective group entities would have the same magnitude on profit and retained profits but of opposite effect.

The sensitivity analysis has been determined assuming that the change in foreign exchange rates had occurred at the end of the reporting periods and had been applied to each of the group entities, which had exposure to currency risk for financial instruments in existence at that date, and that all other variables, in particular interest rates, remain constant. The stated changes represented the management's assessment of reasonably possible changes in foreign exchange rates over the period until the next annual reporting date.

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because exposure at the end of the reporting period does not reflect the exposure during the respective year.

(d) Liquidity risk

Liquidity risk relates to the risk that the Group will not be able to meet its obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group is exposed to liquidity risk in respect of settlement of trade and other payables, bank borrowings, lease liabilities and its financing obligations, and also in respect of its cash flow management. The Group's policy is to regularly monitor its liquidity requirements to ensure that it maintains sufficient reserves of cash and adequate committed lines of funding from major financial institutions to meet its liquidity requirements in the short and longer term. The liquidity policy has been followed by the Group since prior years and is considered to have been effective in managing liquidity risks.

The following tables summarise the remaining contractual maturities of the Group's financial liabilities including bank loans with repayment on demand clause, based on undiscounted cash flows (including interest payments computed using contractual rates or if floating, based on rates ruling at the end of the reporting period) and the earliest date the Group can be required to pay.

Specifically, for bank loans which contain repayment on demand clause which can be exercised at bank's sole discretion, the analysis shows the cash outflow based on the earliest period in which the Group can be required to pay, that is if the lenders were to invoke their unconditional rights to call the loans with immediate effect. The maturity analysis for other bank borrowings is prepared based on the scheduled repayment dates.

36. FINANCIAL RISK MANAGEMENT (Continued)

(d) Liquidity risk (Continued)

	Carrying amount HK$'000	Total contractual undiscounted cash flow HK$'000	Within one year or on demand HK$'000	More than 1 year but less than 2 years HK$'000	More than 2 years but less than 5 years HK$'000
As at 31 March 2022					
Trade and other payables	110,506	110,506	106,308	1,334	2,864
Bank borrowing	2,539	2,539	2,539	–	–
Lease liabilities	13,681	14,094	7,838	4,516	1,740
	126,726	127,139	116,685	5,850	4,604
As at 31 March 2021					
Trade and other payables	96,212	96,212	93,218	1,426	1,568
Lease liabilities	11,664	12,231	7,009	4,216	1,006
	107,876	108,443	100,227	5,642	2,574

37. EVENT AFTER THE REPORTING PERIOD

The Hong Kong Legislative Council has, on 9 June 2022, passed the Employment and Retirement Schemes Legislation (Offsetting Arrangement) (Amendment) Bill 2022 (the "Bill") to abolish the MPF offsetting mechanism. It is envisaged that the cancellation of mechanism will not come into effect until 2025 at the earliest.

The abolishment of the MPF offsetting mechanism will not have retrospective effect, and the Bill will not change the rate and maximum payment of statutory severance payments or long service payments, which is currently calculated as 2/3 of the employee's last monthly wages (capped at HK$22,500), and subject to the maximum limit of HK$390,000.

The Group has already commenced an assessment of the impact of the Bill to the Group. The Group is not yet in a position to state whether the abolishment of the MPF offsetting mechanism will result in substantial change to the Group's financial statements.

A summary of the results and of the assets and liabilities of the Group for the last five financial years, as extracted from the audited financial statements in this annual report and prior year financial statements, is as follows:

RESULTS

	2022 HK$'000	2021 HK$'000	2020 HK$'000	2019 HK$'000	2018 HK$'000
Revenue	494,170	458,493	733,345	414,990	378,433
Cost of revenue	(433,457)	(357,840)	(623,640)	(342,816)	(304,483)
Gross profit	60,713	100,653	109,705	72,174	73,950
Other income and gains	1,277	6,805	1,731	1,027	2,723
Fair value (loss)/gain on investment properties	(246)	260	(778)	400	–
Loss on disposal of investment properties	(388)	–	–	–	–
(Provision)/reversal of loss allowance on trade receivables	(539)	224	–	–	–
(Provision)/reversal of loss allowance on retention receivables	(493)	6	–	–	–
Provision of loss allowance on contract assets	(169)	(867)	–	–	–
Gain on disposal of property, plant and equipment	–	–	4,287	–	–
Marketing and distribution expenses	(2,435)	(3,537)	(3,311)	(3,265)	(3,353)
Administrative and other operating expenses	(41,936)	(43,415)	(46,638)	(36,445)	(39,338)
Finance costs	(1,164)	(934)	(1,833)	(634)	(1,476)
Profit before income tax	14,620	59,195	63,163	33,257	32,506
Income tax expense	(3,115)	(9,024)	(9,410)	(4,955)	(6,286)
Profit for the year	11,505	50,171	53,753	28,302	26,220
Other comprehensive income for the year					
Exchange differences arising from translation of foreign operations	635	1,180	(808)	(56)	116
Other comprehensive income for the year	635	1,180	(808)	(56)	116
Total comprehensive income for the year	12,140	51,351	52,945	28,246	26,336

ASSETS AND LIABILITIES

	2022 HK$'000	2021 HK$'000	2020 HK$'000	2019 HK$'000	2018 HK$'000
Total assets	402,126	431,393	433,938	327,974	270,925
Total liabilities	(154,761)	(163,168)	(202,064)	(139,445)	(99,384)
Net assets	247,365	268,225	231,874	188,529	171,541

Particulars of Principal Property

As at 31 March 2022

INVESTMENT PROPERTY

Location	Lot No.	Gross floor area (square feet ("**sq.ft.**"))	Effective % held	Type	Lease term
Room 1508, Ruisi Building, the Junction of Yan He South Road and Shen Nan East Road, Shenzhen, the Guandong Province, the PRC	N/A	162.9 sq.m.	100%	Commercial premises	Medium-term lease