

KB 建滔集團有限公司

KINGBOARD HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code : 148

LEADING
THE FUTURE

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INTERIM REPORT **2022**

INTERIM RESULTS

The board of directors (the “Board”) of Kingboard Holdings Limited (the “Company”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) for the six months ended 30 June 2022 together with the comparative figures for the corresponding period in 2021 as follows:

Condensed Consolidated Statement of Profit or Loss

	Notes	Six months ended 30 June	
		2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Revenue	3	27,828,186	26,701,492
Cost of sales and services rendered		(19,643,720)	(18,011,631)
Gross profit		8,184,466	8,689,861
Other income, gains and losses	5	129,289	116,277
Distribution costs		(831,228)	(639,023)
Administrative expenses		(1,257,541)	(1,228,597)
(Loss) gain on fair value changes of equity instruments at fair value through profit or loss		(93,723)	370,352
Gain on disposal of debt instruments at fair value through other comprehensive income		92,359	49,133
Impairment losses under expected credit loss model on debt instruments at fair value through other comprehensive income		(1,575,440)	–
Share-based payments		(125,300)	–
Finance costs	6	(155,221)	(108,078)
Share of results of joint ventures		40,659	41,926
Share of result of an associate		112,427	51,380
Profit before taxation		4,520,747	7,343,231
Income tax expense	7	(1,619,114)	(1,401,987)
Profit for the period		<u>2,901,633</u>	<u>5,941,244</u>
Profit for the period attributable to:			
Owners of the Company		2,409,616	5,061,729
Non-controlling interests		492,017	879,515
		<u>2,901,633</u>	<u>5,941,244</u>
		HK\$ (Unaudited)	HK\$ (Unaudited)
Earnings per share	9		
Basic		<u>2.173</u>	<u>4.573</u>
Diluted		<u>2.173</u>	<u>4.569</u>

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

	Six months ended 30 June	
	2022	2021
	<i>HK\$'000</i>	<i>HK\$'000</i>
	<i>(Unaudited)</i>	<i>(Unaudited)</i>
Profit for the period	<u>2,901,633</u>	<u>5,941,244</u>
Other comprehensive (expenses) income for the period:		
<i>Item that will not be reclassified to profit or loss:</i>		
Translation reserve:		
Exchange differences arising from translation to presentation currency	<u>(2,778,449)</u>	<u>515,527</u>
<i>Items that may be reclassified subsequently to profit or loss:</i>		
Investment revaluation reserve:		
Impairment losses under expected credit loss model on debt instruments at fair value through other comprehensive income included in profit or loss	1,575,440	–
Fair value loss on debt instruments measured at fair value through other comprehensive income	(292,242)	(2,331)
Reclassify to profit or loss upon disposal of debt instruments at fair value through other comprehensive income	<u>(92,359)</u>	<u>(49,133)</u>
	<u>1,190,839</u>	<u>(51,464)</u>
Other comprehensive (expenses) income for the period	<u>(1,587,610)</u>	<u>464,063</u>
Total comprehensive income for the period	<u>1,314,023</u>	<u>6,405,307</u>
Total comprehensive income for the period attributable to:		
Owners of the Company	1,061,731	5,490,283
Non-controlling interests	252,292	915,024
	<u>1,314,023</u>	<u>6,405,307</u>

Condensed Consolidated Statement of Financial Position

	Notes	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Non-current assets			
Investment properties		24,333,397	21,820,016
Property, plant and equipment	10	16,323,016	15,598,376
Right-of-use assets		1,934,079	1,840,942
Goodwill		2,670,528	2,670,528
Intangible asset		44,640	47,880
Interest in an associate		480,170	563,247
Interests in joint ventures		2,593,387	2,598,657
Equity instruments at fair value through profit or loss		2,584,882	4,403,025
Debt instruments at fair value through other comprehensive income		594,384	617,950
Loan receivable		1,880,000	1,880,000
Entrusted loans	11	302,151	331,126
Deposits paid for acquisition of property, plant and equipment		1,044,965	1,176,731
Deferred tax assets		1,716	2,294
		54,787,315	53,550,772
Current assets			
Inventories		4,814,655	3,913,206
Properties held for development		17,482,358	19,675,817
Trade and other receivables and prepayments	11	9,663,185	11,474,250
Bills receivables	11	4,077,080	5,103,644
Equity instruments at fair value through profit or loss		3,249,795	4,139,071
Debt instruments at fair value through other comprehensive income		27,751	416,505
Taxation recoverable		25,606	30,146
Bank balances and cash		6,826,867	5,512,357
		46,167,297	50,264,996

		30 June 2022	31 December 2021
	<i>Notes</i>	HK\$'000	<i>HK\$'000</i>
		(Unaudited)	(Audited)
Current liabilities			
Trade and other payables	12	6,351,667	7,046,191
Bills payables	12	362,466	728,144
Contract liabilities		2,121,545	5,301,996
Dividend payable		3,686,380	866,769
Taxation payable		1,899,735	2,161,015
Bank borrowings – amount due within one year		7,834,452	10,737,949
Lease liabilities		3,175	3,969
		<u>22,259,420</u>	<u>26,846,033</u>
Net current assets		<u>23,907,877</u>	<u>23,418,963</u>
Total assets less current liabilities		<u>78,695,192</u>	<u>76,969,735</u>
Non-current liabilities			
Deferred tax liabilities		602,396	612,023
Bank borrowings – amount due after one year		11,651,786	7,667,985
Lease liabilities		4,774	6,434
		<u>12,258,956</u>	<u>8,286,442</u>
		<u>66,436,236</u>	<u>68,683,293</u>
Capital and reserves			
Share capital		110,879	110,879
Reserves		61,339,872	62,906,293
Equity attributable to owners of the Company		61,450,751	63,017,172
Non-controlling interests		4,985,485	5,666,121
Total equity		<u>66,436,236</u>	<u>68,683,293</u>

Condensed Consolidated Statement of Changes in Equity

	Attributable to owners of the Company													
	Share capital HK\$'000	Share premium HK\$'000	Share redemption reserve HK\$'000	Capital Share-based payments reserve HK\$'000	Goodwill reserve HK\$'000	Special surplus account HK\$'000	Statutory reserve HK\$'000	Property revaluation reserve HK\$'000	Investment revaluation reserve HK\$'000	Translation reserve HK\$'000	Retained profits HK\$'000	Sub-total HK\$'000	Non-controlling interests HK\$'000	Total equity HK\$'000
Balance at 1 January 2022	110,879	6,630,959	1,911	90	779,838	10,594	2,578,494	280,381	(1,501,009)	3,863,474	50,261,361	63,017,172	5,666,121	68,683,293
Profit for the period	-	-	-	-	-	-	-	-	-	-	2,409,616	2,409,616	492,017	2,901,633
Fair value loss on debt instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	-	(280,033)	-	-	-	(280,033)	(12,209)	(292,242)
Reclassification to profit or loss upon disposal of debt instruments through other comprehensive income	-	-	-	-	-	-	-	(92,359)	-	-	-	(92,359)	-	(92,359)
Impairment losses under expected credit loss model on debt instruments at fair value through other comprehensive income included in profit or loss	-	-	-	-	-	-	-	1,527,845	-	-	-	1,527,845	47,595	1,575,440
Exchange differences arising from translation to presentation currency	-	-	-	-	-	-	-	-	(2,503,338)	-	-	(2,503,338)	(275,111)	(2,778,449)
Total comprehensive (expense) income for the period	-	-	-	-	-	-	-	1,155,453	(2,503,338)	2,409,616	1,061,731	252,292	1,314,023	
Recognition of equity-settled share-based payments	-	-	-	77,300	-	-	-	-	-	-	-	77,300	48,000	125,300
Final dividend payable for the year ended 31 December 2021	-	-	-	-	-	-	-	-	-	(2,705,452)	(2,705,452)	-	-	(2,705,452)
Dividends payable to non-controlling shareholders of subsidiaries	-	-	-	-	-	-	563,560	-	-	-	(563,560)	-	(980,928)	(980,928)
Transfers to reserve	-	-	-	77,300	-	-	563,560	-	-	(3,269,012)	(2,628,152)	(932,928)	4,985,865	66,436,236
Balance at 30 June 2022	110,879	6,630,959	1,911	77,300	779,838	10,594	3,142,054	280,381	(345,556)	1,366,136	49,401,965	61,450,751	4,985,865	66,436,236

	Attributable to owners of the Company											Non-controlling interests	Total equity		
	Share capital	Share premium	Capital redemption reserve	Share-based payments reserve	Goodwill reserve	Special surplus account	Statutory reserve	Property revaluation reserve	Investment revaluation reserve	Translation reserve	Retained profits			Sub-total	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Balance at 1 January 2021	110,579	6,365,680	1,911	13,577	1,291,027	10,594	1,941,089	280,361	(1,43,982)	2,837,405	42,966,232	55,664,903	4,933,803	60,795,706	
Profit for the period	-	-	-	-	-	-	-	-	-	-	5,061,729	5,061,729	879,515	5,941,244	
Fair value (loss) gain on debt instruments measured at fair value through other comprehensive income	-	-	-	-	-	-	-	(6,588)	-	-	-	(6,589)	4,258	(2,331)	
Reclassify to profit or loss upon disposal of debt instruments through other comprehensive income	-	-	-	-	-	-	-	(44,060)	-	-	-	(44,060)	(6,073)	(49,133)	
Exchange differences arising from translation to presentation currency	-	-	-	-	-	-	-	-	479,203	479,203	-	479,203	36,324	515,527	
Total comprehensive (expense) income for the period	-	-	-	-	-	-	-	(50,649)	479,203	479,203	5,061,729	5,490,283	915,024	6,405,307	
Issue of new shares from exercise of share options	300	65,099	-	(13,487)	-	-	-	-	-	-	-	51,912	-	51,912	
Final dividend for the year ended 31 December 2020	-	-	-	-	-	-	-	-	(2,214,583)	(2,214,583)	-	(2,214,583)	-	(2,214,583)	
Acquisitions of additional interests in subsidiaries	-	-	-	-	(800,801)	-	-	-	-	-	-	(800,801)	(400,823)	(1,201,624)	
Disposal of partial interests in subsidiary	-	-	-	-	318,927	-	-	-	-	-	-	318,927	249,427	568,354	
Repayment to non-controlling shareholders of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	(282,541)	(282,541)	
Dividends paid to non-controlling shareholders of subsidiaries	-	-	-	-	-	-	-	-	-	(247,790)	-	-	(420,245)	(420,245)	
Transfers to reserve	-	-	-	-	-	-	247,790	-	-	-	-	-	-	-	
	300	65,099	-	(13,487)	(481,874)	-	247,790	-	-	(2,462,373)	-	(2,644,945)	(854,182)	(3,499,127)	
Balance at 30 June 2021	110,879	6,630,959	1,911	90	800,153	10,594	2,188,889	280,361	1,941,611	3,316,608	45,555,588	58,770,641	4,994,645	63,765,286	

Condensed Consolidated Statement of Cash Flow

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Net cash from operating activities	3,497,605	3,510,430
Net cash (used in) from investing activities	(2,282,477)	69,652
Net cash from (used in) financing activities	99,382	(5,294,296)
	<hr/>	<hr/>
Net increase (decrease) in cash and cash equivalents	1,314,510	(1,714,214)
Cash and cash equivalents at the beginning of the period	5,512,357	6,568,857
	<hr/>	<hr/>
Cash and cash equivalents at the end of the period, representing bank balances and cash	<u>6,826,867</u>	<u>4,854,643</u>

Notes:

1. Basis of preparation

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

2. Principal accounting policies

The condensed consolidated financial statements have been prepared on the historical cost basis, except for investment properties and certain financial instruments, which are measured at fair values.

Other than additional accounting policies resulting from application of amendments to Hong Kong Financial Reporting Standards (“HKFRS”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2022 are the same as those followed in the preparation of the Group’s annual consolidated financial statements for the year ended 31 December 2021.

Application of amendments to HKFRS

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual period beginning on 1 January 2022 for the preparation of the Group’s condensed consolidated financial statements:

Amendments to HKFRS 3	Reference to the Conceptual Framework
Amendment to HKFRS 16	Covid-19-Related Rent Concessions beyond 30 June 2021
Amendments to HKAS 16	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to HKAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Amendments to HKFRSs	Annual Improvements to HKFRSs 2018-2020

The application of amendments to HKFRSs in the current period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

3. Segment information

HKFRS 8 "Operating Segments" ("HKFRS 8") requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the executive directors of the Company, who are the Chief Operating Decision Makers ("CODM"), in order to allocate resources to segments and to assess their performance. Specifically, the Group's reportable segments under HKFRS 8 are organised into six main operating divisions – (i) laminates, (ii) PCBs, (iii) chemicals, (iv) properties, (v) investments (mainly investment income from debt instruments at fair value through other comprehensive income and equity instruments at fair value through profit or loss) and (vi) others (mainly including service income, manufacture and sale of magnetic products and hotel business).

The accounting policies the Group used for segment reporting under HKFRS 8 are the same as those used in its HKFRS consolidated financial statements. Segment profit or loss represents the profit (loss) earned by each segment with certain items not included (share of result of an associate, share of results of joint ventures, share-based payments, finance costs and unallocated corporate income and expenses). This is the measure reported to the CODM for the purpose of resource allocation and performance assessment.

Segment revenues and results by reportable segments are presented below:

	Laminates	PCBs	Chemicals	Properties	Investments	Others	Eliminations	Consolidated
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Six months ended								
30 June 2022								
Segment revenue								
External sales	8,574,489	6,985,757	7,487,008	4,352,201	168,000	260,731	-	27,828,186
Inter-segment sales	2,172,586	-	449,407	-	-	2,998	(2,624,991)	-
Total	<u>10,747,075</u>	<u>6,985,757</u>	<u>7,936,415</u>	<u>4,352,201</u>	<u>168,000</u>	<u>263,729</u>	<u>(2,624,991)</u>	<u>27,828,186</u>
Result								
Segment result	<u>1,863,785</u>	<u>502,745</u>	<u>1,698,323</u>	<u>2,129,767</u>	<u>(1,416,804)</u>	<u>(2,477)</u>		4,775,339
Unallocated corporate income								95,025
Unallocated corporate expenses								(222,182)
Share-based payments								(125,300)
Finance costs								(155,221)
Share of results of joint ventures								40,659
Share of result of an associate								<u>112,427</u>
Profit before taxation								<u>4,520,747</u>

3. Segment information – continued

	Laminates HK\$'000 (Unaudited)	PCBs HK\$'000 (Unaudited)	Chemicals HK\$'000 (Unaudited)	Properties HK\$'000 (Unaudited)	Investments HK\$'000 (Unaudited)	Others HK\$'000 (Unaudited)	Eliminations HK\$'000 (Unaudited)	Consolidated HK\$'000 (Unaudited)
Six months ended								
30 June 2021								
Segment revenue								
External sales	12,233,357	6,462,444	7,003,928	575,343	180,726	245,694	–	26,701,492
Inter-segment sales	<u>2,207,193</u>	<u>–</u>	<u>547,644</u>	<u>–</u>	<u>–</u>	<u>4,151</u>	<u>(2,758,988)</u>	<u>–</u>
Total	<u>14,440,550</u>	<u>6,462,444</u>	<u>7,551,572</u>	<u>575,343</u>	<u>180,726</u>	<u>249,845</u>	<u>(2,758,988)</u>	<u>26,701,492</u>
Result								
Segment result	<u>4,099,898</u>	<u>623,257</u>	<u>1,924,912</u>	<u>426,327</u>	<u>590,417</u>	<u>(78,737)</u>		7,586,074
Unallocated corporate income								22,656
Unallocated corporate expenses								(250,727)
Finance costs								(108,078)
Share of result of joint ventures								41,926
Share of results of an associate								<u>51,380</u>
Profit before taxation								<u>7,343,231</u>

Inter-segment sales are charged on a cost-plus basis with an arm's length margin.

4. Depreciation

During the reporting period, depreciation of approximately HK\$939,773,000 (six months ended 30 June 2021: HK\$871,284,000) was charged in respect of the Group's property, plant and equipment.

5. Other income, gains and losses

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Other income, gains and losses include:		
Interest income from bank balances and deposits	28,041	19,692
Interest income on entrusted loans	9,450	11,311
Interest income on loan receivable	66,984	20,252
Government grants	27,005	47,963
Others	(2,191)	17,059
	<u>129,289</u>	<u>116,277</u>

6. Finance costs

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Interest on bank borrowings	161,353	139,263
Imputed interest on contract liabilities	1,915	4,722
Interest on lease liabilities	219	292
Less: Amounts capitalised in the construction in progress	(5,522)	(5,835)
Amounts capitalised in the properties held for development	(2,744)	(30,364)
	<u>155,221</u>	<u>108,078</u>

Bank and other borrowing costs capitalised during the reporting period include imputed interest on contract liabilities of HK\$1,915,000 (six months ended 30 June 2021: HK\$4,722,000) as well as, bank borrowing costs arising from the general borrowing pool which were calculated by applying a weighted average capitalisation rate of 1.73% (six months ended 30 June 2021: 3%) per annum to expenditure on qualifying assets.

7. Income tax expense

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
The amount comprises:		
PRC Enterprise Income Tax ("EIT")	885,763	1,283,610
PRC Land Appreciation Tax ("LAT")	515,333	–
Hong Kong Profits Tax	12,603	15,875
Taxation arising in other jurisdictions	26,925	28,868
Withholding tax in the PRC	187,539	79,852
	<u>1,628,163</u>	<u>1,408,205</u>
Deferred taxation	(9,049)	(6,218)
	<u><u>1,619,114</u></u>	<u><u>1,401,987</u></u>

Under the Law of the PRC on EIT (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both periods.

Under the EIT Law, withholding tax of 5%–10% is imposed on dividends declared in respect of profits earned by subsidiaries in Mainland China from 1 January 2008 onwards. Pursuant to the EIT Law, a High-New Technology Enterprise shall be entitled to a preferential tax rate of 15% for three years since it was officially endorsed. Certain subsidiaries of the Company in the PRC obtained official endorsement as a High-New Technology Enterprise and with the expiry dates on or before 2024 (2021: 2023).

The provision of LAT is estimated according to the requirements set forth in the relevant PRC tax laws and regulations. LAT has been levied at progressive rates ranging from 30% to 60% on the appreciation of land value, represented by the excess of sales proceeds of properties over prescribed direct costs. Prescribed direct costs are defined to include costs of land, development and construction costs, as well as certain costs relating to the property development. According to the State Administration of Taxation's official circulars, LAT shall be payable provisionally upon sales of the properties, followed by final ascertainment of the gain at the completion of the properties development.

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

The directors of the Company (the "Directors") considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the consolidated financial statements. Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

Taxation arising in other jurisdictions is calculated at the rates prevailing in the relevant jurisdictions.

8. Interim dividend

The Directors have resolved to declare an interim dividend for the six months ended 30 June 2022 of HK\$0.30 per share (2021: interim dividend of HK\$0.56 per share) to the shareholders of the Company whose names appear on the register of members of the Company on Friday, 9 December 2022. The dividend warrants will be dispatched on or around Friday, 6 January 2023.

9. Earnings per share

The calculations of basic and diluted earnings per share attributable to the owners of the Company are based on the following data:

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Earnings for the purpose of calculating basic and diluted earnings per share	<u><u>2,409,616</u></u>	<u><u>5,061,729</u></u>
	Number of shares	
	30 June 2022 (Unaudited)	30 June 2021 (Unaudited)
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	<u><u>1,108,791,736</u></u>	1,106,786,211
Add: Effect of potentially dilutive ordinary shares arising from share options	<u><u>10,470</u></u>	<u><u>1,090,282</u></u>
Weighted average number of ordinary shares for the purpose of calculating diluted earnings per share	<u><u>1,108,802,206</u></u>	<u><u>1,107,876,493</u></u>

10. Additions to property, plant and equipment

During the reporting period, the Group had addition of approximately HK\$2,457,534,000 (six months ended 30 June 2021: HK\$905,694,000) on property, plant and equipment.

11. Trade and other receivables and prepayments, entrusted loans and bills receivables

	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Trade receivables	9,209,759	10,836,887
Less: Allowance for credit losses	<u>(1,161,618)</u>	<u>(1,257,523)</u>
Trade receivables, net	8,048,141	9,579,364
Advance to suppliers	414,957	563,151
Entrusted loans (Note)	324,196	359,006
Prepayment and deposits	512,767	575,712
Value added tax recoverables	471,267	480,584
Other receivables	<u>194,008</u>	<u>247,559</u>
	9,965,336	11,805,376
Less: Non-current portion of entrusted loans (Note)	<u>(302,151)</u>	<u>(331,126)</u>
	<u><u>9,663,185</u></u>	<u><u>11,474,250</u></u>

Note: The entrusted loans of HK\$324,196,000 (31 December 2021: HK\$359,006,000) are due from certain purchasers of properties developed by the Group in the PRC through four (31 December 2021: four) commercial banks in the PRC (the "Lending Agents"). The entrusted loans carry interest at variable rates ranging from 3.43% to 5.39% (31 December 2021: 3.43% to 5.39%) per annum, payable on monthly basis and the principal will be payable on or before 2034 (31 December 2021: 2034). The purchasers of the Group's properties has pledged to the Lending Agents the respective properties purchased. These properties are located at Kunshan, PRC.

As at 30 June 2022, entrusted loans amounting to HK\$302,151,000 (31 December 2021: HK\$331,126,000) are in respect of repayments due after 12 months from the end of the reporting period and are classified as non-current assets.

11. Trade and other receivables and prepayments, entrusted loans and bills receivables – continued

The Group allows credit period of up to 120 days (31 December 2021: 120 days), depending on the products sold to its trade customers. The following is an aging analysis of trade receivables net of allowance for credit losses based on invoice date at the end of the reporting period:

	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
0–90 days	6,785,607	8,088,409
91–120 days	808,915	827,309
121–150 days	291,852	464,477
151–180 days	78,047	115,439
Over 180 days	83,720	83,730
	<u>8,048,141</u>	<u>9,579,364</u>

Bills receivables of the Group are all aged within 90 days (31 December 2021: 90 days) based on invoice date at the end of the reporting period.

12. Trade and other payables and bills payables

	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Trade payables	3,141,637	3,431,959
Accrued expenses	1,099,181	1,352,853
Payable for acquisition of property, plant and equipment	415,854	481,035
Other tax payables	862,015	903,491
VAT payables	235,263	344,076
Land appreciation tax payables	313,211	60,218
Other payables	284,506	472,559
	<u>6,351,667</u>	<u>7,046,191</u>

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

	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
0–90 days	2,302,479	2,530,420
91–180 days	486,199	508,466
Over 180 days	352,959	393,073
	<u>3,141,637</u>	<u>3,431,959</u>

Bills payables of the Group related to trade payables in which the Group has issued bills to the relevant suppliers for future settlement of trade payables, which are aged within 90 days (31 December 2021: 90 days) at the end of the reporting period. Included in bills payables as at 30 June 2022 was payables for acquisition of property, plant and equipment of HK\$47,611,000 (31 December 2021: HK\$30,633,000).

13. Share options

(a) *Employees' share option scheme of the Company*

The existing share option scheme of the Company (the "Scheme") was approved by shareholders of the Company at the annual general meeting held on 27 May 2019. The purpose of the Scheme is to provide incentive or reward to the Eligible Participants (as defined below) for their contribution to, and continuing efforts to promote the interests of the Group.

Under the Scheme which is valid for a period of 10 years, the Board may, at its discretion, grant options to subscribe for shares in the Company to eligible participants ("Eligible Participants") who contribute to the long-term growth and profitability of the Company. Eligible Participants include (i) any employee (whether full time or part time) of the Company, any of its subsidiaries or any entity in which the Group holds any equity interests ("Invested Entity"), including any executive director of the Company, any of such subsidiaries or any Invested Entity; (ii) any non-executive directors (including independent non-executive directors) of the Company, its subsidiaries or any Invested Entity; (iii) any supplier of goods or services to any member of the Group or any Invested Entity; (iv) any customer of the Group or any Invested Entity; (v) any shareholder of any member of the Group or any Invested Entity or any holder of any securities issued by any member of the Group or any Invested Entity; and (vi) any person or entity who from time to time determined by the Board as having contributed or may contribute to the development and growth of the Group based on his or its performance and/or years of service, or is regarded as valuable resources of the Group based on his/its working experience, knowledge in the industry and other relevant factors. The subscription price for the Company's shares shall be a price at least equal to the highest of the nominal value of the Company's shares, the average of the closing prices of the Company's shares quoted on the Stock Exchange on the five trading days immediately preceding the date of an offer of the grant of the options and the closing price of the Company's shares quoted on the Stock Exchange on the date of an offer of the grant of the options. The options must be taken up within 28 business days from the date of grant upon payment of HK\$1 and are exercisable over a period to be determined and notified by the Directors to each grantee, which period may commence from the date of acceptance of the offer of the grant of the options but shall end in any event not later than ten years from the date of the grant of the options of the Scheme.

The total number of the Company's shares which may be issued upon exercise of all options to be granted under the Scheme and any other schemes of the Group (excluding options lapsed in accordance with the terms of the Scheme and any other schemes of the Group) must not in aggregate exceed 10% of the Company's shares in issue as at the date of adoption of the Scheme. The limit on the number of the Company's shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Scheme and any other schemes of the Group must not exceed 30% of the Company's shares in issue from time to time. The total number of the Company's shares issued and to be issued upon exercise of the options granted to each grantee (including both exercised and outstanding options) under the Scheme or other schemes of the Group in any 12-month period up to the date of grant must not exceed 1% of the Company's shares in issue at the date of grant unless approved by the Company's shareholders in general meeting.

13. Share options – continued

(a) *Employees' share option scheme of the Company – continued*

A summary of the movements of the number of share options under the Scheme for the period is as follows:

	Date of grant	Balance at 1 January 2022	Grant during the period ^(Note i)	Exercised during the period	Balance at 30 June 2022	Exercise price per share	Exercisable period
Directors							
Mr. Cheung Kwok Wing	23 June 2022	-	2,000,000	-	2,000,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Chang Wing Yiu	23 June 2022	-	2,000,000	-	2,000,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Cheung Kwong Kwan	23 June 2022	-	2,000,000	-	2,000,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Ho Yin Sang	23 June 2022	-	2,000,000	-	2,000,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Cheung Ka Shing	23 June 2022	-	2,000,000	-	2,000,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
	14 August 2019	20,000	-	-	20,000	HK\$17.304	14 August 2019 to 13 August 2029 (Note ii)
Ms. Ho Kin Fan	23 June 2022	-	1,720,000	-	1,720,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Chen Maosheng	23 June 2022	-	330,000	-	330,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Cheung Ming Man	23 June 2022	-	150,000	-	150,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Dr. Chong Kin Ki	23 June 2022	-	150,000	-	150,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Chan Wing Kee	23 June 2022	-	150,000	-	150,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Mr. Stanley Chung Wai Cheong	23 June 2022	-	150,000	-	150,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Sub-total		<u>20,000</u>	<u>12,650,000</u>	<u>-</u>	<u>12,670,000</u>		
Employees	23 June 2022	-	3,720,000 (Note iii)	-	3,720,000	HK\$30.89	23 June 2022 to 22 June 2032 (Note i)
Total		<u>20,000</u>	<u>16,370,000</u>	<u>-</u>	<u>16,390,000</u>		
<i>Exercisable at</i>							
1 January 2022		20,000					
30 June 2022		<u>16,390,000</u>					

13. Share options – continued

(a) *Employees' share option scheme of the Company – continued*

Note:

- (i) During the period ended 30 June 2022, 16,370,000 options were granted by the Company on 23 June 2022 under the share option scheme of the Company, of which 14,490,000 options were granted to directors and/or their associate(s) and 1,880,000 were granted to employees (excluding any associate of directors). The closing price of the Company's shares on 22 June 2022 (namely the date immediately before the aforesaid grant date) is HK\$28.80. The estimated fair value of the aforesaid options was HK\$77,300,000, of which HK\$68,423,000 was attributable to the options granted to directors and/or their associate(s) while HK\$8,877,000 was attributable to the options granted to employees. The fair value of each of the abovementioned options was identical, namely HK\$4.722. All share options were vested on the date of grant.

As at 30 June 2022, 16,390,000 options remained outstanding under the share option scheme of the Company.

As at 30 June 2022, there was no participant with share options granted in excess of the individual limit.

- (ii) The share options granted on 14 August 2019 above were vested upon grant.
- (iii) Including the spouse of Mr. Ho Yin Sang, a Director of the Company, in respect of 1,840,000 options.

The fair value of the options granted under the Scheme during the Period was estimated as at the date of grant using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. The following table lists the inputs to the model used:

	During the Period
Share price at grant date	HK\$29.65
Exercise price	HK\$30.89
Expected life	10 years
Expected volatility	34.28%
Expected dividend yield	10.42%
Risk-free interest rate	2.632%
Early exercise multiple (Directors)	1.40x
Early exercise multiple (Employees)	<u>1.23x</u>

The measurement date of the options disclosed herein is the date of grant of these options.

The fair values calculated are inherently subjective and uncertain due to the assumptions made and the limitations of the model used. The value of an option varies with different variables of certain subjective assumptions. Any change in variables so adopted may materially affect the estimation of the fair value of an option.

Save as disclosed: (i) there were no other options granted and outstanding under the Scheme at the beginning and the end of the Period; (ii) there were no other options exercised under the Scheme during the Period. During the Period, no option has lapsed or has been granted or cancelled under the Scheme.

13. Share options – continued

(b) *Employees' share option scheme of Kingboard Laminates Holdings Limited ("KLHL")*

The share option scheme of KLHL ("2017 KLHL Scheme") was approved by the shareholders of the Company and the shareholders of KLHL on 29 May 2017, and the 2017 KLHL Scheme took effect upon receiving approval from the Listing Committee of the Stock Exchange on 2 November 2017. The purpose of the 2017 KLHL Scheme is to provide incentive or rewards to the eligible participants of the 2017 KLHL Scheme for their contribution to, and continuing efforts to promote the interests of the KLHL Group (as defined below).

The 2017 KLHL Scheme is valid for a period of ten years. The directors of KLHL may, at its discretion, grant options to subscribe for shares in KLHL to eligible participants who contribute to the long-term growth and profitability of KLHL and include (i) any employee or proposed employee (whether full-time or part-time and including any executive director), consultants or advisers of or to KLHL, any of its subsidiaries or any entity ("KLHL's Invested Entity") in which KLHL and its subsidiaries (collectively referred to as the "KLHL Group") hold an equity interest; (ii) any non-executive directors (including independent non-executive directors) of KLHL, any of its subsidiaries or any KLHL's Invested Entity; (iii) any supplier of goods or services to any member of the KLHL Group or any KLHL's Invested Entity; (iv) any customer of the KLHL Group or any KLHL's Invested Entity; (v) any person or entity that provides research, development or other technological support to the KLHL Group or any KLHL's Invested Entity; and (vi) any shareholder of any member of the KLHL Group or any KLHL's Invested Entity.

The subscription price of KLHL's share in respect of any option granted under the 2017 KLHL Scheme must be at least the highest of (i) the closing price of the shares of KLHL as stated in the Stock Exchange's daily quotations sheet on the date of grant of the option, which must be a business day; (ii) the average closing price of the shares of KLHL 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 the shares of KLHL.

The option may be accepted by a participant within 28 days from the date of the offer for the grant of the option upon the payment of a consideration of HK\$1. An option may be exercised at any time during a period to be determined and notified by the directors of KLHL to each grantee, and in the absence of such determination, from the date upon which the offer for the grant of the option is accepted but shall end in any event not later than 10 years from the date of grant of the option subject to the provisions for early termination thereof. The directors of KLHL may, at their absolute discretion, fix any minimum period for which an option must be held, any performance targets that must be achieved and any other conditions that must be fulfilled before the options can be exercised upon the grant of an option to a participant.

The total number of shares of KLHL which may be issued upon exercise of all options to be granted under the KLHL Scheme and any other share option scheme of KLHL (excluding, for this purpose, options lapsed in accordance with the terms of the 2017 KLHL Scheme and any other share option scheme of KLHL) must not in aggregate exceed 10% of the total number of shares of KLHL in issue as at the date of approval of the 2017 KLHL Scheme.

The maximum number of shares of KLHL which may be issued upon exercise of all outstanding options granted and yet to be exercised under the 2017 KLHL Scheme and any other share option scheme of KLHL must not exceed 30% of the issued share capital of KLHL from time to time.

13. Share options – continued

(b) *Employees' share option scheme of Kingboard Laminates Holdings Limited ("KLHL") – continued*

A summary of movements of the number of share options under the 2017 KLHL Scheme for the Period is as follows:

Date of grant	Grant during the period ^(Note i)	Exercise price per share	Balance at 30 June 2022	Exercisable period
Granted to directors of KLHL 23 June 2022	29,000,000	HK\$9.728	29,000,000	23 June 2022 to 22 June 2032 ^(Note i)
Granted to employees of KLHL ^(Note i) 23 June 2022	7,900,000	HK\$9.728	7,900,000	23 June 2022 to 22 June 2032 ^(Note i)
	<u>36,900,000</u>		<u>36,900,000</u>	
Exercisable at 30 June 2022	<u>36,900,000</u>			

Notes:

- (i) During the period ended 30 June 2022, 36,900,000 options were granted by KLHL on 23 June 2022 under the share option scheme of KLHL, of which 29,000,000 options were granted to directors of KLHL and 7,900,000 were granted to employees of KLHL. As at 30 June 2022, 36,900,000 options remained outstanding under the share option scheme of KLHL. The closing price of KLHL's shares on 22 June 2022 (namely the date immediately before the aforesaid grant date) is HK\$9.46. The estimated fair value of the aforesaid options was HK\$48,000,000, of which HK\$37,724,000 was attributable to the options granted to directors of KLHL while HK\$10,276,000 was attributable to the options granted to employees of KLHL. The fair value of each of the abovementioned options was identical, namely HK\$1.3008. All share options were vested on the date of grant.

As at 30 June 2022, there was no participant with share options granted in excess of the individual limit.

- (ii) Including the spouse of Mr. Ho Yin Sang, a Director of the Company, in respect of 5,900,000 options. The spouse of Mr. Ho Yin Sang is an employee of KLHL.

13. Share options – continued

(b) *Employees' share option scheme of Kingboard Laminates Holdings Limited ("KLHL") – continued*

The fair value of the options granted under the 2017 KLHL Scheme during the Period was estimated as at the date of grant using the Black-Scholes option pricing model, taking into account the terms and conditions upon which the options were granted. The following table lists the inputs to the model used:

	During the Period
Share price at grant date	HK\$9.55
Exercise price	HK\$9.728
Expected life	10 years
Expected dividend yield	15.81%
Expected volatility	39.132%
Risk-free interest rate	2.632%
Early exercise multiple (Directors)	1.23x
Early exercise multiple (Employees)	<u>1.22x</u>

The measurement date of the options disclosed herein is the date of grant of these options.

The fair values calculated are inherently subjective and uncertain due to the assumptions made and the limitations of the model used. The value of a option varies with different variables of certain subjective assumptions. Any change in variables so adopted may materially affect the estimation of the fair value of an option.

Save as disclosed, there has been no option granted or outstanding under the 2017 KLHL Scheme. During the Period, no option has lapsed or has been cancelled or exercised under the 2017 KLHL Scheme.

14. Capital and other commitments

	30 June 2022 HK\$'000 (Unaudited)	31 December 2021 HK\$'000 (Audited)
Capital expenditure contracted for but not provided in the consolidated financial statements in respect of:		
– acquisition of properties, plant and equipment	322,308	452,309
Other expenditure contracted for but not provided in the consolidated financial statements in respect of:		
– acquisition and other expenditures relating to properties held for development	<u>530,750</u>	<u>980,419</u>
	<u>853,058</u>	<u>1,432,728</u>

15. Related party transactions

The Group entered into the following significant transactions with related parties during the period:

	Six months ended 30 June	
	2022 HK\$'000 (Unaudited)	2021 HK\$'000 (Unaudited)
Sales of goods to subsidiaries of a shareholder with significant influence to the Group	253,357	283,651
Purchase of goods from subsidiaries of a shareholder with significant influence to the Group	532,085	708,612
Sales of goods to a non-controlling shareholder of a subsidiary	17,778	21,482
Purchase of goods from an associate	158,433	69,510
Sale of properties to a Director	82,434	–

Included in trade and other receivables and prepayments as at 30 June 2022 was an amount due from a non-controlling shareholder of a subsidiary of approximately HK\$9,967,000 (31 December 2021: HK\$14,764,000).

Included in trade and other payables as at 30 June 2022 was an amount due to an associate of approximately HK\$1,288,000 (31 December 2021: HK\$588,000) and a joint venture of HK\$137,500,000 (31 December 2021: HK\$137,500,000).

16. Contingent liabilities

The Group provided guarantees amounting to approximately HK\$183,837,000 as at 30 June 2022 (31 December 2021: HK\$336,601,000) to facilitate mortgage bank loans applications of purchasers of the properties that were developed by the Group. In the opinion of the Directors, the fair values of these financial guarantee contracts of the Group are insignificant at initial recognition and the Directors consider that the possibility of default of the parties involved is remote. Accordingly, no value has been recognised at the inception of the guarantee contracts and at the end of the reporting period as at 30 June 2022 and 31 December 2021.

Guarantees are given to banks with respect to loans procured by the purchasers of properties that were developed by the Group. Such guarantees will be released by banks upon delivery of the properties to the purchasers and completion of the registration of the relevant mortgaged properties.

BUSINESS REVIEW

On behalf of the board of directors of Kingboard Holdings Limited, I am delighted to report to our shareholders the results of the Company and its subsidiaries (the “Group”) for the six months ended 30 June 2022 (the “Period”). During the Period, the pandemic lingering in China and global high inflation continued to bring broad and deep impact to the business sector. On the back of a balanced business portfolio and developing in different market areas, the Printed Circuit Boards (PCBs) Division, thus registering increased segment revenue. The Chemicals Division recorded a slight revenue growth compared to the same period last year, having benefitted from the high prices and strong sales of the Group’s major chemical products including caustic soda, acetic acid and phenol acetone. With increased handover of residential properties during the Period, the Property Division achieved significant revenue growth. In the face of the complex market challenges, the Group continued its market expansion effort centred around its diversified business portfolio. As a result, the Group’s revenue increased by 4% year on year to HK\$27,828.2 million. Underlying net profit attributable to the owners of the Company (excluding non-recurring items) decreased 50% to HK\$2,522.3 million, on account of the decline in laminates sales volume and unit prices, as well as a provision of HK\$1,527.8 million made for the credit impairment of the bond investments the Group held (net of the share attributable to non-controlling shareholders) during the Period. The Board has resolved to declare an interim dividend of HK\$0.30 per share.

Financial Highlights

	Six months ended 30 June		Change
	2022 HK\$ million	2021 HK\$ million	
Revenue	27,828.2	26,701.5	+4%
EBITDA*	5,767.4	8,352.6	-31%
Profit before tax*	4,646.0	7,343.2	-37%
Net profit attributable to owners of the Company			
– Underlying net profit*	2,522.3	5,061.7	-50%
– Reported net profit	2,409.6	5,061.7	-52%
Basic earnings per share			
– Based on underlying net profit*	HK\$2.275	HK\$4.573	-50%
– Based on reported net profit	HK\$2.173	HK\$4.573	-52%
Interim dividend per share	HK\$0.30	HK\$0.56	-46%
Net asset value per share	HK\$55.4	HK\$53.0	+5%
Net gearing	19%	20%	

* Excluding:

From 1 January 2022 to 30 June 2022, share-based payments with gross amount of HK\$125.3 million, and net amount of HK\$112.7 million after share of non-controlling shareholders (From 1 January 2021 to 30 June 2021: Nil).

PERFORMANCE

Laminates Division: In spite of a slide in demand in the electronics industry during the Period, the Laminates Division achieved satisfactory progress with its product portfolio enhancement efforts as it actively developed new market arenas. A significant increase in the share of sales of high-end and high-value-added products was witnessed. This high-end product portfolio included thin laminates for portable devices, lead-free and halogen-free laminates with high environmental compliance, fire-resistant laminates with broad compatibility, and high-frequency and high-speed laminates with low loss and high transmission speed. Segment revenue of the Laminates Division declined 26% to HK\$10,747.1 million. During the Period, the Division's experienced management team has actively mitigated the impact of high commodity, energy and transportation costs by raising efficiency and lowering energy consumption through technical enhancements. The Division has also effectively cushioned the pressure of cost increases by raising the rate of automation to achieve savings on labour expenses. Earnings before interest, taxes, depreciation and amortisation ("EBITDA") were down 49% to HK\$2,260.8 million during the Period.

PCBs Division: The Division has made relentless efforts in expanding sales in different markets, including the automobile, telecommunications and consumer electronics. In support of this, the PCBs segment has continued to bring in high-calibre management and technical talents, while investing in state-of-the-art machinery and forging highly automated production lines. By constantly seeking room for improvement in the technical aspects and overcoming industry-wide obstacles one after another, the Division made progress towards advanced PCBs. Putting the market and efficiency as the primary considerations, the PCB Division adopted modern manufacturing execution system ("MES"), and also precise quality tracing and analysis were launched throughout the entire process to drive production efficiency and product quality enhancements. Segment revenue of the PCBs Division increased 8% to HK\$6,985.8 million, but as high inflation pushed up costs, EBITDA fell by 10% to HK\$838.6 million.

Chemicals Division: The high prices and strong sales of the Group's major chemical products, including caustic soda, acetic acid and phenol acetone, drove up segment revenue (including inter-segment sales) by 5% to HK\$7,936.4 million during the Period. However, following an oil price hike, raw materials consumed by the Division saw a general price surge, bringing EBITDA down by 11% to HK\$1,887.2 million.

Property Division: Due to an increased delivery of residential properties during the Period, revenue derived from property sales increased to HK\$3,747.6 million. Rental income also rose by 5% to HK\$604.6 million. As a result, segment revenue of the Property Division went up by 657% to HK\$4,352.2 million, with EBITDA also up by 397% to HK\$2,131.9 million.

INVESTMENTS

As at 30 June 2022, the Group held in aggregate approximately HK\$6,457 million (31 December 2021: approximately HK\$9,577 million) investments in securities instruments, representing approximately 6% (31 December 2021: approximately 9%) of the total asset of the Group as at 30 June 2022. These securities investment consist of mostly shares listed on Main Board of the Stock Exchange and bonds issued mainly by companies listed on the Main Board of the Stock Exchange. The Group acquired these securities instruments through on-market purchases. The Group will from time to time monitor the price movement of prices in securities and bonds and may adjust its investment portfolio as and when appropriate.

The following table sets out the securities investments held by the Group in respect of the same issuer which the Group considers to be relatively significant as at 30 June 2022. None of the value of the following (or any other) securities investments of the Company, on a standalone or (where applicable) aggregate basis reached 5% or more of the total assets of the Company as at the end of the reporting period:

Investment	Number of securities held '000	Percentage of securities held (of the securities of the same class)	Investment cost HK\$'000	Fair value as at 30 June 2022 HK\$'000	Percentage	*Accumulated fair value loss up to 30 June 2022 HK\$'000
					to the Group's total assets as of 30 June 2022	
Bonds with fixed coupon rate of 5.875% per annum and maturity date in February 2023 listed on SGX by Guangzhou R&F Properties Co., Ltd. ("GRFP")	34,000	5.7%	258,566	58,892	0.058%	(199,674)
Bonds with fixed coupon rate of 8.125% per annum and maturity date in February 2023 listed on SGX by GRFP	5,000	1.1%	29,545	8,560	0.009%	(20,985)
Bonds with fixed coupon rate of 8.125% per annum and maturity date in July 2024 listed on SGX by GRFP	4,000	0.9%	25,651	5,616	0.006%	(20,035)
Bonds with fixed coupon rate of 8.625% per annum and maturity date in February 2024 listed on SGX by GRFP	2,000	0.5%	14,131	3,023	0.003%	(11,108)
Bonds with fixed coupon rate of 8.625% per annum and maturity date in March 2024 listed on SGX by GRFP	2,000	0.5%	14,139	2,808	0.003%	(11,331)

Investment	Number of securities held	Percentage of securities held (of the securities of the same class)	Investment cost	Fair value as at 30 June 2022	Percentage	*Accumulated
					total assets as of 30 June 2022	fair value loss up to 30 June 2022
	'000		HK\$'000	HK\$'000		HK\$'000
Bonds with fixed coupon rate of 9.125% per annum and maturity date in July 2022 listed on SGX by GRFP	1,000	0.3%	6,773	2,050	0.002%	(4,723)
Bonds with fixed coupon rate of 11.625% per annum and maturity date in September 2024 listed on SGX by GRFP	55,000	16.9%	415,218	72,930	0.072%	(342,288)
Bonds with fixed coupon rate of 11.75% per annum and maturity date in August 2023 listed on SGX by GRFP	94,700	18.9%	738,462	161,346	0.160%	(577,116)
Bonds with fixed coupon rate of 12.375% per annum and maturity date in November 2022 listed on SGX by GRFP	101,000	28.1%	780,956	204,513	0.203%	(576,443)
			2,283,441	519,738	0.516%	(1,763,703)

* Including the impairment loss recognised in profit or loss with gross amount of HK\$1,575,440,000 during the reporting period.

In terms of bond investments, the Group retained a certain number of listed bonds in order to generate stable and fixed interest income.

Based on the announcements of GRFP dated 17 June 2022, 30 June 2022, 11 July 2022 and 14 July 2022, GRFP conducted the Consent Solicitations in June 2022 to seek waivers of existing and potential consequential Defaults or Events of Default under the Notes and to extend its debt maturity profile. GRFP offered Eligible Holders of each Series of the Notes an opportunity to consent to, among others, the extension of the maturity date of such Series of the Notes, which will allow GRFP to improve its overall financial condition and maintain a sustainable capital structure. In July 2022, GRFP completed the above debt restructuring scheme.

During the reporting period, the Group's above GRFP debt instruments at fair value through other comprehensive income portfolio generated interest income amounting to HK\$44,829,000. During the period, the Group did not acquire or sell the above GRFP debts instruments at fair value through other comprehensive income.

According to above announcements, GRFP were not able to pay the bond interests due to its adverse financial condition. The Group had performed an impairment assessment on the debt instruments held under the expected credit loss ("ECL") model. The measurement of ECL is a function of the probability of default and loss given default (i.e. the magnitude of the loss if there is a default), with the assessment of the probability of default and loss given default being based on historical data and forward-looking information. The estimation of ECL reflects an unbiased and probability-weighted amount that is determined with the respective risks of default occurring as the weights, and also with reference to the time value of money. In determining ECL on the Group's debt instruments for the period, the management had taken into accounts factors including the downgrading of credit rating of the debt instruments by the credit rating agencies, the defaults of the bond issuer in making payments of interest and principal for its indebtedness, and forward-looking information including the future macroeconomic conditions at places where the bond issuer is operating.

The Group recognised impairment loss in profit or loss under ECL model of HK\$1,575,440,000 on the above GRFP debt instruments at fair value through other comprehensive income by reference to exposures at default, recovery rate and adjustments for forward looking information.

Guangzhou R&F Properties Co., Ltd. (stock code: 2777) is principally engaged in the properties sector.

Based on the announcements of GRFP dated 13 November 2017, 4 January 2018, 21 February 2019, 5 July 2019, 28 February 2020, 18 January 2019, 24 February 2021, 26 January 2021 and 12 November 2020: (i) the senior notes ("GRFP February 2023 Senior Notes – 5.875%") were issued by GRFP in November 2017 and January 2018, and due in February 2023. The GRFP February 2023 Senior Notes – 5.875% are listed on the SGX and carry an interest of 5.875% per annum and interests are payable semi-annually. The net proceeds from the GRFP February 2023 Senior Notes – 5.875% were intended to be used to refinance debt and for general corporate purposes of GRFP; (ii) the senior notes ("GRFP February 2023 Senior Notes – 8.125%") were issued by GRFP in February 2019, and due in February 2023. The GRFP February 2023 Senior Notes – 8.125% are listed on SGX and carry an interest of 8.125% per annum and interests are

payable semi-annually. The net proceeds from the GRFP February 2023 Senior Notes – 8.125% were mainly for offshore refinancing; (iii) the senior notes (“GRFP July 2024 Senior Notes”) were issued by GRFP in July 2019, and due in July 2024. The GRFP July 2024 Senior Notes are listed on SGX and carry an interest of 8.125% per annum and interests are payable semi-annually. The net proceeds from the GRFP July 2024 Senior Notes were mainly for offshore refinancing; (iv) the senior notes (“GRFP February 2024 Senior Notes”) were issued by GRFP in February 2019, and due in February 2024. The GRFP February 2024 Senior Notes are listed on SGX and carry an interest of 8.625% per annum and interests are payable semi-annually. The net proceeds from the GRFP February 2024 Senior Notes were mainly for offshore refinancing; (v) the senior notes (“GRFP March 2024 Senior Notes”) were issued by GRFP in February 2020, and due in March 2024. The GRFP March 2024 Senior Notes are listed on the SGX and carry an interest of 8.625% per annum and interests are payable semi-annually. The net proceeds from the GRFP March 2024 Senior Notes were mainly for refinancing medium to long-term debt that will be due within one year, (vi) the senior notes (“GRFP July 2022 Senior Notes”) were issued by GRFP in January 2019, and due in July 2022. The GRFP July 2022 Senior Notes are listed on the SGX and carry an interest of 9.125% per annum and interests are payable semi-annually. The net proceeds from the GRFP July 2022 Senior Notes were mainly for offshore refinancing; (vii) the senior notes (“GRFP September 2024 Senior Notes”) were issued by GRFP in February 2021, and due in September 2024. The GRFP September 2024 Senior Notes are listed on the SGX and carry an interest of 11.625% per annum and interests are payable semi-annually. The net proceeds from the GRFP September 2024 Senior Notes were mainly for refinancing medium to long-term debt that will be due within one year; (viii) the senior notes (“GRFP August 2023 Senior Notes”) were issued by GRFP in January 2021, and due in August 2023. The GRFP August 2023 Senior Notes are listed on the SGX and carry an interest of 11.75% per annum and interests are payable semi-annually. The net proceeds from the GRFP August 2023 Senior Notes were mainly for refinancing medium to long-term debt that will be due within one year; and (ix) the senior notes (“GRFP November 2022 Senior Notes”) were issued by GRFP in November 2020, and due in November 2022. The GRFP November 2022 Senior Notes are listed on the SGX and carry an interest of 12.375% per annum and interests are payable semi-annually. The net proceeds from the GRFP November 2022 Senior Notes were mainly for refinancing medium to long-term debt that will be due within one year. According to the 2022 interim results announcement of GRFP, the net debt to total equity ratio of GRFP increased to 146% at 30 June 2022 from 130% at 31 December 2021.

For further information of the business and financial performance of the above company, please refer to the report and announcements referred in the above paragraph for details. Please also refer to the respective publications of the above company from time to time for updates on their prospects and performances. The report and announcements referred above do not form part of this interim report and do not constitute any publication issued by, or any opinion, advice or view of, the Company or any of its directors.

The Company’s equity instruments consist primarily of listed shares of a cluster of wide-ranging primarily blue-chip listed issuers as at 30 June 2022. During the Period, the amount of loss on fair value changes of equity instruments at fair value through profit or loss is HK\$93,723,000. The Company’s investment strategy of these equity investment is to make mid- to long-term investments in the prospects of primarily reputable sizeable issuers on recognizable stock

exchange for creating values for the Group and its shareholders, with the risks involved balanced and moderated by the diversity of the portfolio and the corporate governance and disclosures of such issuers. There was no equities securities investment in an investee company with a value of 5 per cent. or more of the Group's total assets as at 30 June 2022.

LIQUIDITY AND CAPITAL RESOURCES

The Group's consolidated financial and liquidity position remained robust. As at 30 June 2022, Group net current assets and current ratio (current assets divided by current liabilities) were HK\$23,907.9 million (31 December 2021: HK\$23,419.0 million) and 2.07 (31 December 2021: 1.87) respectively.

The net working capital cycle increased to 64 days as at 30 June 2022 from 60 days as at 31 December 2021 on the following key metrics:

- Inventories, in terms of stock turnover days, were 44 days (31 December 2021: 38 days).
- Trade receivables, in terms of debtor turnover days, were 52 days (31 December 2021: 62 days).
- Trade and bills payable (excluding bills payable for property, plant and equipment), in terms of creditor turnover days, were 32 days (31 December 2021: 40 days).

The Group's net gearing ratio (ratio of bank borrowings net of bank balances and cash to total equity) was approximately 19% (31 December 2021: 19%). The ratio of short-term to long-term bank borrowings stood at 40%:60% (31 December 2021: 58%:42%). During the Period, the Group invested approximately HK\$2,300 million in new production capacity and HK\$900 million in property construction expenses. Leveraging on the management team's ample professional experience, solid business foundation and a strong financial position, the Group strongly believes these investments will create stable and satisfactory returns for shareholders in the long run. During the Period, the Group continued to adopt a prudent financial management policy. The Group did not enter into any material derivative financial instruments, nor did the Group have any material foreign exchange exposure. The Group's revenue, mostly denominated in Hong Kong dollars, RMB and US dollars, was fairly matched with the currency requirements of its operating expenses. The Group possessed adequate financial resources in reserve to fulfil its requirements for future market developments. During the Period, Kingboard Laminates Holdings Limited (Stock Code: 1888), a subsidiary of the Group, successfully signed a 5-year sustainability-linked loan facility agreement with 14 major international and local banks. The syndicated facility received an overwhelming response from the market and was significantly oversubscribed. The final size of the loan came to HK\$7 billion, reflecting the Group's efforts towards its sustainability goals, as well as the banking industry's trust and support of the Group's environmental, social and governance (ESG) work.

As at 30 June 2022, variable-rate bank borrowings which carry interest ranging from Hong Kong Inter-Bank Offer Rate (“HIBOR”) +0.78% to HIBOR+1.15% (31 December 2021: HIBOR+0.78% to HIBOR+1.15%) per annum and Loan Prime Rate (“LPR”) -0.25% LPR to +1.355% per annum (31 December 2021: LPR+1.355%) and fixed rate bank borrowings from 3.20% to 3.75% per annum (31 December 2021: fixed rate bank borrowings from 3.30% to 3.95% per annum).

The range of effective interest rates (which are also equal to contracted interest rates) of the Group’s bank borrowings as at 30 June 2022 ranged from 1.65% to 5% (31 December 2021: 0.94% to 5.16%) per annum.

Included in bank borrowings are the following amounts denominated in currencies as indicated below:

	30 June 2022 <i>HK\$’000</i> <i>(Unaudited)</i>	31 December 2021 <i>HK\$’000</i> <i>(Audited)</i>
HKD	16,553,111	17,421,506
RMB	2,909,586	984,428
USD	23,541	–
	<u>19,486,238</u>	<u>18,405,934</u>

The maturity profile of the Group’s borrowing is set out below:

	30 June 2022 <i>HK\$’000</i> <i>(Unaudited)</i>	31 December 2021 <i>HK\$’000</i> <i>(Audited)</i>
Within one year	7,834,452	10,737,949
More than one year but not more than two years	4,614,369	4,149,663
More than two years but not more than five years	7,037,417	3,518,322
	<u>19,486,238</u>	<u>18,405,934</u>

During the Period, the Group continued to adopt a prudent financial management policy. The Group did not enter into any material derivative financial instruments. The Group’s revenue, mostly denominated in Hong Kong dollars, RMB and US dollars, was fairly matched with the currency requirements of its operating expenses.

CONTINGENT LIABILITIES

The Group provided guarantees amounting to approximately HK\$183,837,000 as at 30 June 2022 (31 December 2021: HK\$336,601,000) to facilitate mortgage bank loans applications of purchasers of the properties that were developed by the Group. Please refer to note 16 to the Group's unaudited condensed consolidated financial statements for the Period in this report for further details of such guarantees.

HUMAN RESOURCES

As at 30 June 2022, the Group employed a global workforce of approximately 36,000 (31 December 2021: 36,000). Considering staff an important asset, the Group continues to adopt sound human resources management and planning which help deliver satisfactory results. In addition to offering competitive salary packages, the Group grants share options and discretionary bonuses to eligible employees based on the Group's overall financial achievements and employees' individual performance. Kingboard Management Academy established by the Group has actively nurtured mid-rank and senior management personnel over the years. Furthermore, the Group recruits and nurtures several hundred promising university graduates from mainland China, Hong Kong and Taiwan every year. The Group will continue to implement training to retain talents in a bid to gain fresh energy for long-term development and to drive the Group's continued growth.

PROSPECTS

Entering the second half of the year, the global macro environment, characterised by the dynamics of international relations and high inflation, will complicate the internal and external environments in which corporations operate. The Group will remain committed to strengthening its cash flow management. Echoing the state's aim for peak carbon dioxide emissions by 2030 and carbon neutrality by 2060, the Group is establishing solar photovoltaic power projects within its facilities in stages. It is expected that these projects will be able to recoup their costs within five years, while continuing to bring long-term benefits to the Group. Making use of the advanced and low-energy-consuming carbon capture technology developed by the School of Environment, Tsinghua University, the Hebei acetic acid project is expected to capture and recycle 200,000 tonnes of carbon dioxide per year, moving forward our vision of being a green corporation. On the back of robust results, the Group will carry through its strategy of maintaining a diversified and synergistic business portfolio, while deriving competitive advantage from its vertical production model. Strict cost control will be our emphasis alongside boosting technological impetus and proactively deploying big data management to further enhance operational efficiency. The Group will also continue to focus on research and development upgrades, safe production and improving environmental performance, in order to achieve balanced and sustainable development.

Laminates Division: During the first half of the year, the Group added monthly capacities of 4,200 tonnes of glass yarn and 300 tonnes of copper foil in Lianzhou, Guangdong Province. In Shaoguan, Guangdong Province, the glass fabric facility with a monthly capacity of 9 million metres has already entered operation, and is planning to add 4 million metres of glass fabric capacity per month during the second half. The quality of the Group's upstream materials has been widely recognised by external customers. The aforesaid expansion plan will drive the Group's external sales of upstream materials to increase earnings, in addition to coping with internal business needs. Some downstream customers maintained strict control of their inventories during the first half of the year, but as inventories have come down to lower levels, it is expected that demand will rebound gradually towards the coming half year as customers begin planning to increase orders. The laminates factory newly built in Shaoguan, Guangdong Province, has been in full commission, strategically increasing the Group's coverage in different regions. The Division will continue to collaborate with premium customers to further the certification of high-end products, and to drive the stable development of the Division.

PCBs Division: The Group possesses multifaceted advantages of supreme craftsmanship, comprehensive certification and good quality in end-user segments including automobile, telecommunications and consumer electronics. The Division now commands a healthy order book, in which demands for PCBs for new energy vehicles and photovoltaic use are particularly outstanding. That the price of laminates, a major raw material for PCBs, came down from the same period last year bodes well for the Division's profit margin. The Division is continuously developing in the direction of higher technical content like high aspect ratio and high precision alignment. These efforts will support the building of a portfolio of higher-value-added products whilst forging a closer collaborative ecology with customers. The Division will continue to bolster the core competitiveness of the various PCBs brands including Elec & Eltek, Techwise Circuits and Express Electronics. The Division will bring in 500,000 square feet of additional capacity for multi-layered PCBs in the second half of the year with a view to increasing the market penetration of Kingboard PCBs.

Chemicals Division: A more sophisticated development mode with consideration given to ecology will remain China's work priorities in 2022, along with the continued defence of the country's clear sky, water and clean land. The Chemicals Division will take part in this national effort by ensuring production safety and emission standards. Meanwhile, it works to enhance factory efficiency, optimise resource usage, and lower energy consumption. Engineering-grade plastic materials used to lower the weight of new energy vehicles, photovoltaic film, and electric cables applied to solar power generators and wing paddles in wind turbines constitute the majority of demands for the Division's phenol acetone and Bisphenol A output. To capture this demand, the Group is preparing to welcome a yearly addition of 450,000 tonnes of phenol acetone and 240,000 tonnes of Bisphenol A in Daya Bay, Huizhou, Guangdong Province.

Property Division: The Division will continue to adopt a prudent operational strategy. Over the past four years, the Division has not replenished its land bank. The Division performed well in the pre-sale of properties in July and August, and going forward, it will launch its residential projects in eastern China as originally planned, as a means to expedite capital recycling. At the same time, driven by the following three factors, the Division's rental income will grow steadily: First, the lease-free period of the commercial property located near the Kunshan high-speed railway station in Jiangsu Province will expire consecutively. Second, the occupancy rate of Shanghai Kingboard Plaza Phase II has increased significantly. Third, the acquisition of a commercial tower, Two London Wall Place in London, the United Kingdom, in June 2022. Rental income in 2022 is expected to be approximately HK\$1,270 million, an increase of approximately 6% over last year. The properties invested by the Group are located in the United Kingdom, Hong Kong, eastern China and southern China, which will help diversify risks and continuously bringing stable cash inflows to the Group.

APPRECIATION

On behalf of the Board, I would like to thank our shareholders, clients, banks, the management and employees for their unreserved support to the Group during the Period.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Thursday, 8 December 2022 to Friday, 9 December 2022 (both days inclusive) during which period no transfers of shares will be registered. In order to qualify for receiving the interim dividend, the Company's shareholders are reminded to ensure that all transfers of shares, accompanied by the relevant share certificates and transfer forms, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:00 p.m. on Wednesday, 7 December 2022.

DIRECTORS' INTERESTS IN SHARES

As at 30 June 2022, the interests of the Directors of the Company in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)), as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, were as follows:

Long position

(a) Ordinary shares of HK\$0.10 each of the Company (“Shares”)

Name of Director	Capacity	Number of issued Shares held	Approximate percentage of the issued share capital of the Company (%)
Mr. Cheung Kwok Wing (<i>Note 1</i>)	Beneficial owner/ Interest of spouse	4,877,905	0.440
Mr. Chang Wing Yiu (<i>Note 2</i>)	Beneficial owner/ Interest of spouse	9,570,228	0.863
Mr. Cheung Kwong Kwan	Beneficial owner	5,136,500	0.463
Mr. Ho Yin Sang (<i>Note 3</i>)	Beneficial owner/ Interest of spouse	1,003,200	0.090
Mr. Cheung Ka Shing	Beneficial owner	1,065,500	0.096
Mr. Cheung Ming Man	Beneficial owner	35,000	0.003
Dr. Chong Kin Ki (<i>Note 4</i>)	Beneficial owner/ Interest of spouse	110,000	0.010
Mr. Chan Wing Kee	Beneficial owner	285,000	0.026

Notes:

- (1) Out of the 4,877,905 Shares, 4,592,405 Shares were held by Mr. Cheung Kwok Wing and 285,500 Shares were held by his spouse.
- (2) Out of the 9,570,228 Shares, 8,899,488 Shares were held by Mr. Chang Wing Yiu and 670,740 Shares were held by his spouse.
- (3) Out of the 1,003,200 Shares, 655,000 Shares were held by Mr. Ho Yin Sang and 348,200 Shares were held by his spouse.
- (4) Out of the 110,000 Shares, 90,000 Shares were held by Dr. Chong Kin Ki and 20,000 Shares were held by his spouse.

All Directors above also hold share options of the Company, details of which are mentioned in the section headed “Directors’ interests in shares — Long position (b) share options of the Company”.

(b) Share options of the Company (“Share Options”)

Name of Director	Capacity	Interest in underlying Shares pursuant to the Share Options	Approximate percentage of the issued share capital of the Company as at the end of the Reporting Period (%)
Mr. Cheung Kwok Wing	Beneficial owner	2,000,000	0.180
Mr. Chang Wing Yiu	Beneficial owner	2,000,000	0.180
Mr. Cheung Kwong Kwan	Beneficial owner	2,000,000	0.180
Mr. Ho Yin Sang (<i>Note i</i>)	Beneficial owner/ Interest of spouse	3,840,000	0.346
Mr. Cheung Ka Shing	Beneficial owner	2,020,000	0.182
Ms. Ho Kin Fan	Beneficial owner	1,720,000	0.155
Mr. Chen Maosheng	Beneficial owner	330,000	0.030
Mr. Cheung Ming Man	Beneficial owner	150,000	0.014
Dr. Chong Kin Ki	Beneficial owner	150,000	0.014
Mr. Stanley Chung Wai Cheong	Beneficial owner	150,000	0.014
Mr. Chan Wing Kee	Beneficial owner	150,000	0.014

Note:

- (i) Out of the 3,840,000 Share Options, 2,000,000 were held by Mr. Ho Yin Sang and 1,840,000 Share Options were held by his spouse.

(c) **Ordinary shares of HK\$0.10 each (“KLHL Shares”) in KLHL, a non-wholly owned subsidiary of the Company**

Name of Director	Capacity	Number of issued KLHL Shares held	Approximate percentage of the issued share capital of KLHL (%)
Mr. Cheung Kwok Wing	Beneficial owner	2,126,500	0.068
Mr. Chang Wing Yiu	Beneficial owner	11,820,000	0.379
Mr. Ho Yin Sang	Beneficial owner	809,000	0.026
Mr. Cheung Ka Shing	Beneficial owner	379,000	0.012
Mr. Cheung Kwong Kwan	Beneficial owner	3,000,000	0.096
Ms. Ho Kin Fan	Beneficial owner	200,000	0.006
Dr. Chong Kin Ki	Interest of spouse	50,000	0.002

(d) **Share options of the KLHL (“KLHL Share Options”)**

Name of Director	Capacity	Interest in underlying KLHL Shares pursuant to the KLHL Share Options	Approximate percentage of the issued share capital of KLHL as at the end of the Reporting Period (%)
Mr. Ho Yin Sang	Interest of spouse	5,900,000	0.189

(e) Non-voting deferred shares of HK\$1 each in the share capital of Kingboard Laminates Limited, a non-wholly owned subsidiary of the Company

Name of Director	Capacity	Number of non-voting deferred shares held <i>(Note)</i>
Mr. Cheung Kwok Wing	Beneficial owner	1,904,400
Mr. Chang Wing Yiu	Beneficial owner	423,200
Mr. Cheung Kwong Kwan	Beneficial owner	846,400
Mr. Ho Yin Sang	Beneficial owner	529,000

Note: None of the non-voting deferred shares of Kingboard Laminates Limited are held by the Group. Such deferred shares carry no rights to receive notice of or to attend or vote at any general meeting of Kingboard Laminates Limited and have practically no rights to dividends or to participate in any distribution on winding up.

Other than as disclosed above, none of the Directors nor their associates had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as at 30 June 2022.

SUBSTANTIAL SHAREHOLDERS' INTERESTS

So far as is known to the Directors, as at 30 June 2022, shareholders who had interests or short positions in the shares or underlying shares of the Company which were disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or which were recorded in the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO, other than the interests disclosed above in respect of certain Directors, were as follows:

Name of shareholder	Nature of interest	Number of issued Shares held	Approximate percentage of the issued share capital of the Company (%)
Hallgain Management Limited ("Hallgain") (Note)	Beneficial owner	451,088,700 (L)	40.68 (L)
FMR LLC	Investment manager	110,514,012 (L)	9.97 (L)
Fidelity Puritan Trust	Investment manager	77,533,681 (L)	6.99 (L)

(L) The letter "L" denotes a long position.

Note:

As at 30 June 2022: (i) no shareholder of Hallgain was entitled to exercise, or control the exercise of, directly or indirectly, one-third or more of the voting power at general meetings of Hallgain, and Hallgain and its directors were not accustomed to act in accordance with any shareholder's direction; and (ii) Mr. Cheung Kwok Wing, being a Director, was also a director of Hallgain.

Other than as disclosed above, the Company had not been notified of any other relevant interests or short positions in the issued share capital of the Company as at 30 June 2022 which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

PURCHASE, SALE OR REDEMPTION OF COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's shares during the period ended 30 June 2022.

AUDIT COMMITTEE

The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited interim financial statements of the Group for the six months ended 30 June 2022.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has adopted and complied with the code provisions as set out in the Corporate Governance Code and Corporate Governance Report under Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) throughout the six months ended 30 June 2022.

COMPLIANCE WITH THE MODEL CODE

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules (the “Model Code”). Having made specific enquiry of all Directors, each Director has confirmed that he or she has complied with the required standard set out in the Model Code and the code of conduct regarding Director’s securities transactions adopted by the Company throughout the six months ended 30 June 2022.

By Order of the Board
Kingboard Holdings Limited
Cheung Kwok Wing
Chairman

Hong Kong, 29 August 2022

Board of Directors:

Executive Directors

Mr. Cheung Kwok Wing (*Chairman*)
Mr. Chang Wing Yiu (*Managing Director*)
Mr. Cheung Kwong Kwan
Mr. Ho Yin Sang
Mr. Cheung Ka Shing
Ms. Ho Kin Fan
Mr. Chen Maosheng

Independent Non-Executive Directors

Mr. Cheung Ming Man
Dr. Chong Kin Ki
Mr. Chan Wing Kee
Mr. Stanley Chung Wai Cheong