

# Man King Holdings Limited 萬景控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 2193




## 2023 INTERIM REPORT



Man King  
萬景控股

<b>CONTENTS</b>	PAGE(S)
CORPORATE INFORMATION	2
MANAGEMENT DISCUSSION AND ANALYSIS	4
DISCLOSURE OF INTERESTS	11
CORPORATE GOVERNANCE AND OTHER INFORMATION	15
REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION	18
CONDENSED CONSOLIDATED INTERIM STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	20
CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION	21
CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY	23
CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS	24
NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION	26



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

#### Executive Directors

Lo Yuen Cheong (*Chairman*)  
Lo Yick Cheong

#### Non-executive Director

Chan Wai Ying

#### Independent non-executive Directors

Leung Wai Tat Henry  
Lo Man Chi  
Chau Wai Yung

### AUDIT COMMITTEE

Leung Wai Tat Henry (*Chairman*)  
Chan Wai Ying  
Chau Wai Yung  
Lo Man Chi

### REMUNERATION COMMITTEE

Chau Wai Yung (*Chairman*)  
Lo Yuen Cheong  
Leung Wai Tat Henry  
Lo Man Chi

### NOMINATION COMMITTEE

Lo Yuen Cheong (*Chairman*)  
Lo Yick Cheong  
Chau Wai Yung  
Leung Wai Tat Henry  
Lo Man Chi

### AUTHORISED REPRESENTATIVES

Lo Yuen Cheong  
Law Wai Ting  
(*Appointed on 31 August 2023*)  
Wan Ho Yin  
(*Resigned on 31 August 2023*)

### COMPANY SECRETARY

Law Wai Ting  
(*Appointed on 31 August 2023*)  
Wan Ho Yin  
(*Resigned on 31 August 2023*)

### SOLICITORS

CFN Lawyers in association with  
Broad & Bright  
Maples and Calder

### AUDITOR

PricewaterhouseCoopers  
Certified Public Accountants  
*Registered Public Interest Entity Auditor*

### PRINCIPAL BANKERS

The Hongkong and Shanghai Banking  
Corporation Limited

Industrial and Commercial Bank of China  
(Asia) Limited

### REGISTERED OFFICE

PO Box 309  
Ugland House  
Grand Cayman  
KY1-1104  
Cayman Islands

### PRINCIPAL OFFICE

Unit D, 10/F  
Skyline Tower  
18 Tong Mi Road  
Mongkok, Kowloon  
Hong Kong

### PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Maples Fund Services (Cayman) Limited  
PO Box 1093  
Boundary Hall, Cricket Square  
Grand Cayman  
KY1-1102  
Cayman Islands

### HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited  
17/F, Far East Finance Centre  
16 Harcourt Road  
Hong Kong

### STOCK CODE

2193

### WEBSITE

<http://www.manking.com.hk>

# MANAGEMENT DISCUSSION AND ANALYSIS

## BUSINESS REVIEW

### Overview

The Group is principally engaged in providing civil engineering services in Hong Kong as main contractor.

The engineering works undertaken by the Group are mainly related to (i) roads and drainage (including associated building works and electrical and mechanical works); (ii) site formation (including associated infrastructure works); and (iii) port works. The Group undertakes civil engineering projects in both public and private sectors and, being a main contractor, participates in the procurement of materials, machineries and equipment, selection of subcontractors, carrying out on-site supervision, monitoring work progress and overall co-ordination of day-to-day work of the projects.

As at 30 September 2023, the Group had nine projects in progress, and several completed projects yet to receive the final contract sum. The Group has secured one new public drainage works contract with its joint venture partner in November 2023. Together with the existing projects in progress, the total estimated outstanding contract sum and work order value amounts to approximately HK\$869.5 million.

The diversified coal transshipment business of the Group through its 20.3% owned One Belt One Road project in Pakistan continued to bring positive return to the Group. During the six months ended 30 September 2023, the Company's share of profit of the project was approximately HK\$9.5 million (2022: HK\$6.7 million).

## FUTURE OUTLOOK

The Group was anticipating a hard time during the current interim period as a few construction projects were in the work phase in which temporary works were mainly performed to facilitate the installation and erection of permanent works. Therefore lesser amount of works was being certified by the customers and lead to the decrease in revenue and net profit during this current interim period. While on the brighter side, the Group has secured one new public drainage works contract with its joint venture partner in November 2023 with contract value of approximately HK\$223 million. We believe by leveraging our expertise and resources while tapping into the vast market and innovative advancements presented in our Company will continue to maintain a sustainable development of the Group.

## MANAGEMENT DISCUSSION AND ANALYSIS

Every worker's life is priceless and the Group highly values industrial safety. We place tremendous effort on providing a safe working environment and promoting, educating and training on industrial safety. In addition, through the use of technologies such as robotics, building information simulation and intelligent construction, our operation efficiency would be improved. We will continue to capitalise on our strength and expertise in project management to expand our business networks.

The One Belt One Road project in Pakistan, of which the Group owns 20.3%, has commenced its fifth coal transshipment operation season since September 2023. The Group's share of profit in an associate amounted to approximately HK\$9.5 million during the period ended on 30 September 2023, representing an increase of approximately 41.8% as compared to approximately HK\$6.7 million in the prior period. During the period, the Group received cash dividends from the project totaling to approximately US\$1.4 million (equivalent to approximately HK\$11.1 million) for the period. The level of dividend distribution from the project has been improved compared to the year ended 31 March 2023 (approximately HK\$5.6 million) as more cash distributions were recommended after the collection of some long outstanding trade receivables of the charter hire income. The Company will continuously monitor the operation of the project and recommend cash distribution as appropriate when profit earning is in line with our expectation.

Despite the Group's safe and sound cash flow and liquidity with low gearing ratio, the Group will be more cautious on any new investment amidst the recent deteriorating global economic situation. The Group will strike a balance between the risks and rewards and be prudent to safeguard its assets against the globally difficult time.

The Group will continue to explore potential business opportunities and strive its best to maximise stakeholders' returns.

# MANAGEMENT DISCUSSION AND ANALYSIS

## FINANCIAL REVIEW

### Condensed consolidated interim statement of profit or loss and other comprehensive income

#### Revenue

The Group's revenue for the six months ended 30 September 2023 was approximately HK\$178.7 million, representing a decrease of approximately 23.7% from approximately HK\$234.1 million in the same period of the last financial year. This decrease was mainly due to the combined effect of:

- (i) lower revenue of approximately HK\$61.9 million for some projects in progress during the six months ended 30 September 2023;
- (ii) higher revenue of approximately HK\$7.6 million for a project just commenced in late 2022; and
- (iii) lower revenue of approximately HK\$1.1 million for projects completed before 2023.

#### Gross profit and gross profit margin

The Group's gross profit for the six months ended 30 September 2023 was approximately HK\$5.6 million while it was HK\$43.5 million in the same period of the last financial year.

The gross profit margin decreased from approximately 18.6% for the six months ended 30 September 2022 to approximately 3.1% for the six months ended 30 September 2023.

The substantial decrease in gross profit and gross profit margin was primarily due to the fact that lesser amount of works was being certified by the customers and a few construction projects were in the work phases in which temporary works were mainly performed during the six months ended 30 September 2023.

#### Other income

Other income was approximately HK\$4.1 million and HK\$1.2 million for the six months ended 30 September 2023 and 2022, respectively. The increase was mainly due to the increase in bank interest income of approximately HK\$3.1 million received during this period.

### **Other losses, net**

Other losses decreased from approximately HK\$1,003,000 for the six months ended 30 September 2022 to approximately HK\$283,000 for the six months ended 30 September 2023, primarily due to the decrease in fair value changes of financial assets at fair value through profit or loss.

### **Administrative expenses**

Administrative expenses remained stable at approximately HK\$13.9 million and HK\$13.8 million for the six months ended 30 September 2023 and 2022, respectively. Administrative expenses included mainly administrative staff costs, employee benefit expenses and legal and professional expenses.

### **Finance costs**

Finance costs consisted of the bank loan interest expenses of approximately HK\$57,000 (2022: HK\$42,000) and interest expenses on the lease liabilities of approximately HK\$142,000 (2022: HK\$145,000) for the six months ended 30 September 2023.

### **Share of profit of an associate**

Share of profit of an associate relates to the Group's 20.3% interest in an associate for the provision of bareboat charter and coal transshipment services in Pakistan. The Group's share of profit of an associate for the six months ended 30 September 2023 was approximately HK\$9,524,000 (2022: HK\$6,715,000).

### **Income tax credit/(expense)**

The Group recorded income tax credit of approximately HK\$1,882,000 for the six months ended 30 September 2023 while it was an income tax expense of approximately HK\$5,855,000 for the corresponding period in the last financial year. Income tax credit was resulted from the recognition of estimated tax losses available for offsetting against future profits.

### **Profit for the period**

For the six months ended 30 September 2023, the Group recorded net profit of approximately HK\$6.7 million, as compared to a net profit of approximately HK\$30.6 million for the corresponding period in the last financial year. The decrease was mainly due to the combined effect of the decrease in gross profit on construction projects and an increase in other income and share of profit of an associate during the six months ended 30 September 2023.



## MANAGEMENT DISCUSSION AND ANALYSIS

### Condensed consolidated interim statement of financial position

Net assets of the Group decreased slightly by 2.4% from approximately HK\$310.8 million as at 31 March 2023 to approximately HK\$303.3 million as at 30 September 2023.

Non-current assets decreased slightly from approximately HK\$141.8 million as at 31 March 2023 to approximately HK\$138.5 million as at 30 September 2023, primarily due to decrease in property, plant and equipment, right-of-use assets and investment in an associate and net off with the increase in prepayment for property, plant and equipment and deferred tax assets.

Net current assets slightly decreased by 4.2% from approximately HK\$180.0 million as at 31 March 2023 to approximately HK\$172.5 million as at 30 September 2023, primarily due to the decrease in cash and cash equivalents, contract liabilities, trade and other payables and bank borrowings.

### Liquidity and financial resources

As at 30 September 2023, the Group had cash and cash equivalents of approximately HK\$196.3 million (31 March 2023: HK\$235.3 million), which were mainly denominated in Hong Kong dollars and United States dollars. Therefore, the management of the Group believes that the Company does not have significant foreign exchange risk. The Group has not adopted any currency hedging policy or other hedging instruments. The Group will continue to monitor its exposure to currency risks closely.

As at 30 September 2023 and 31 March 2023, there was no pledged bank deposit.

As at 30 September 2023, the Group had interest bearing borrowings of approximately HK\$1.5 million (31 March 2023: HK\$2.3 million) with a repayable on demand clause. Such borrowings were denominated in Hong Kong dollars, carried at variable interest rate and had no financial instrument for hedging purpose.

The Group had available unutilised bank borrowings facilities of approximately HK\$20.7 million as at 30 September 2023 (31 March 2023: HK\$20.7 million).

## MANAGEMENT DISCUSSION AND ANALYSIS

### Capital structure and gearing ratio

As at 30 September 2023, the Group's total equity was approximately HK\$303.3 million (31 March 2023: HK\$310.8 million) comprising ordinary share capital, share premium and reserves.

The gearing ratio of the Group, defined as a percentage of interest bearing liabilities divided by the total equity, is approximately 0.5% as at 30 September 2023 (31 March 2023: 0.7%).

For details of performance bonds and contingent liability of the Group, please refer to Note 24 to the condensed consolidated interim financial information.

### New business

During the six months ended 30 September 2023, the Company did not commence any new type of business.

### Significant investment for the purpose of paragraph 32(4A) of Appendix 16 of the Listing Rules

The Group holds a 20.3% equity interest (comprising 2,030 ordinary shares) in River King Management Holdings Limited ("River King" and together with its subsidiaries, the "River King Group") through Rich Partner Global Limited, a direct wholly-owned subsidiary of the Company. The River King Group is principally engaged in a One Belt One Road project involving the bareboat charter hiring and transshipment of coal by vessels owned or built by the River King Group to a coal fired power station located in Pakistan. The Group's total investment in River King up to 30 September 2023 was approximately HK\$96.7 million. No market fair value was available for this private investment as at 30 September 2023. The Group invested in River King with a view to maintaining a sustainable growth and maximising shareholder return through business diversification. To that end, the Group has been actively involved in the development and operation of the coal transshipment project since its participation. During the six months ended 30 September 2023, the Group's share of profit and other comprehensive income of River King Group was approximately HK\$9.5 million and HK\$0.4 million, respectively, and received cash dividends of approximately HK\$11.1 million.

Save as aforesaid, the Company did not hold any other significant investment during the six months ended 30 September 2023.

## MANAGEMENT DISCUSSION AND ANALYSIS

### MATERIAL ACQUISITIONS AND DISPOSAL OF SUBSIDIARIES AND ASSOCIATED COMPANIES

During the six months ended 30 September 2023, there was no material acquisition or disposal of subsidiaries and associated companies by the Company.

## DIRECTORS' AND THE CHIEF EXECUTIVE'S INTERESTS IN THE SHARES OF THE COMPANY

As at 30 September 2023, the interests and/or short positions of the Directors and Chief Executive 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 (the "SFO") which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO), which 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 as set out in Appendix 10 to the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"), to be notified to the Company and the Stock Exchange, were as follows:

Name of Director and Group member/associated corporation	Capacity/nature	Number of issued ordinary shares held (long position)	Percentage of the issued share capital of the Company
Lo Yuen Cheong of the Company	Beneficiary and co-founder of a discretionary trust, interest in a controlled corporation and interest in spouse (Note)	300,372,000	71.55%
	Beneficial owner	4,716,000	1.12%
Lo Yick Cheong of the Company	Beneficiary and co-founder of a discretionary trust, interest in a controlled corporation and interest in spouse (Note)	300,372,000	71.55%
Chan Wai Ying of the Company	Beneficial owner	1,500,000	0.36%
Leung Wai Tat Henry of the Company	Beneficial owner	100,000	0.02%

## DISCLOSURE OF INTERESTS

Name of Director and Group member/associated corporation	Capacity/nature	Number of issued ordinary shares held (long position)	Percentage of the issued share capital of the Company
Lo Yuen Cheong of Jade Vantage Holdings Limited	Beneficiary and co-founder of a discretionary trust, interest in a controlled corporation and interest in spouse (Note)	50,000 of US\$1 each	100%
Lo Yick Cheong of Jade Vantage Holdings Limited	Beneficiary and co-founder of a discretionary trust, interest in a controlled corporation and interest in spouse (Note)	50,000 of US\$1 each	100%

Note: Jade Vantage Holdings Limited, which owns 71.55% of the issued share capital of our Company, is owned as to 100% by LOs Brothers (PTC) Limited, the trustee of the Los Family Trust. Mr. Lo Yuen Cheong, Mr. Lo Yick Cheong and each of their spouses are co-founders of the Los Family Trust, which holds the entire issued share capital of Jade Vantage Holdings Limited, which holds 300,372,000 shares of the Company (the "Shares"). By virtue of the SFO, Mr. Lo Yuen Cheong and Mr. Lo Yick Cheong are deemed to be interested in the Shares in which Jade Vantage Holdings Limited is interested.

Save as disclosed above, none of the Directors nor their associates had any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register to be kept by the Company under section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange.

None of the Directors nor the Chief Executive (including their spouse and children under 18 years of age) had any interest in, or had been granted, or exercised, any rights to subscribe for the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) during the six months ended 30 September 2023.

## SUBSTANTIAL SHAREHOLDERS AND OTHER INTERESTS

As at 30 September 2023, so far as the Directors are aware, the following persons (not being a Director or a Chief Executive of the Company) had an interest or short position in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

Name of shareholder	Nature of interest	Number of issued ordinary shares held (long position)	Percentage of the issued share capital of the Company
LOs Brothers (PTC) Limited	Interest in a controlled corporation	300,372,000	71.55%
Jade Vantage Holdings Limited	Beneficial owner	300,372,000	71.55%
Tam Wai Sze, Vera	Beneficiary and co-founder of a discretionary trust, interest in a controlled corporation and interest in spouse (Note)	300,372,000	71.55%
	Beneficial owner	3,276,000	0.78%
Cheung Suk Ching, Savonne	Beneficiary and co-founder of a discretionary trust, interest in a controlled corporation and interest in spouse (Note)	300,372,000	71.55%

Note: Jade Vantage Holdings Limited, which owns 71.55% of the issued share capital of our Company, is owned as to 100% by LOs Brothers (PTC) Limited, the trustee of the Los Family Trust. Mr. Lo Yuen Cheong, Mr. Lo Yick Cheong and each of their spouses are co-founders of the Los Family Trust, which holds the entire issued share capital of Jade Vantage Holdings Limited, which holds 300,372,000 Shares. By virtue of the SFO, Mr. Lo Yuen Cheong and Mr. Lo Yick Cheong are deemed to be interested in the Shares in which Jade Vantage Holdings Limited is interested.

Save as disclosed above, no other person (other than Directors or Chief Executive of the Company) has an interest or a short position in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO.

## DISCLOSURE OF INTERESTS

### SHARE OPTION SCHEME

The Company conditionally adopted the share option scheme on 3 June 2015, and such scheme has become effective on the listing of the Company on the Stock Exchange on 3 July 2015 (the "Share Option Scheme"). The purpose of the Share Option Scheme is to recognise and acknowledge the contribution of the eligible participants made to the Group. The Board may, at its discretion, grant options pursuant to the Share Option Scheme to Directors (including the independent non-executive Directors), the Company's subsidiaries, employees of the Group and other persons the Board considers have contributed or will contribute to the Group. The maximum number of shares in respect of which options may be granted under the Share Option Scheme must not in aggregate exceed 10% of the issued share capital of the Company at the grant date, unless otherwise approved by the shareholders of the Company in general meeting and/or other requirements prescribed under the Listing Rules. The subscription price of a share in respect of a particular option shall be not less than the highest of (a) the official closing price of the shares on the daily quotation sheet of the Stock Exchange; (b) the average official closing price of the shares on the daily quotation sheet of the Stock Exchange for the five business days immediately preceding the date of grant; and (c) the nominal value of a share. The Share Option Scheme shall remain effective within a period of 10 years from that date. The remaining life of the Share Option Scheme is approximately one year and seven months as at the date of this report.

No option was outstanding, granted, exercised, cancelled or lapsed during the six months ended 30 September 2023.

The total number of share options available for grant under the Share Option Scheme as at 1 April 2023 and 30 September 2023 was 34,874,000.

The total number of shares that may be issued in respect of options granted under the Share Option Scheme during the six months period ended 30 September 2023 divided by the weighted average number of shares in issue for the period was nil.

## CORPORATE GOVERNANCE AND OTHER INFORMATION

### CORPORATE GOVERNANCE CODE

The Company has adopted, applied and complied with the code provisions of the Corporate Governance Code (the “CG Code”) set out in Appendix 14 of the Listing Rules for the six months ended 30 September 2023, except for provision C.2.1 in respect of the separate roles of the chairman and chief executive officer.

According to provision C.2.1 of the CG Code, the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Lo Yuen Cheong is the Chairman and Chief Executive Officer of the Company, responsible for the financial and operational aspects of the Group, and is jointly responsible for the formulation of business development strategies of the Group. The Board believes that vesting the roles of both Chairman and Chief Executive Officer has the benefit of managing the Group’s business and overall operation in an efficient manner. The Board considers that the balance of power and authority under the present arrangement will not be impaired in light of the operations of the Board with half of them being independent non-executive Directors. The Company will review the structure from time to time and shall adjust the situation when suitable circumstance arises.

### MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules as its own code of conduct for dealing in securities of the Company by the Directors.

Upon specific enquiry with each of the Directors, all Directors confirmed that they have complied with the required standards set out in the Model Code for the six months ended 30 September 2023.

### PURCHASE, SALE OR REDEMPTION OF THE COMPANY’S LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company’s listed securities for the six months ended 30 September 2023.



## CORPORATE GOVERNANCE AND OTHER INFORMATION

### FUTURE PLANS FOR MATERIAL INVESTMENTS OR ACQUISITION OF CAPITAL ASSETS

The Group had no specific plans for material investments or acquisition of capital assets as at 30 September 2023.

### INTERIM DIVIDEND

The Board has resolved not to declare any interim dividend in respect of the six months ended 30 September 2023.

### REVIEW OF INTERIM RESULTS

The audit committee of the Company has reviewed the unaudited condensed consolidated interim financial information for the six months ended 30 September 2023 and discussed the financial related matters with the management. PricewaterhouseCoopers, the Company's auditor, have reviewed the unaudited condensed consolidated interim financial information for the six months ended 30 September 2023 in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity".

### EMOLUMENT POLICY

The emolument policy of the employees of the Group is set up by the management on the basis of their merit, qualifications and competence.

The remuneration committee of the Company (the "Remuneration Committee") considers and makes recommendations to the Board on the remuneration and other benefits paid by the Company to the Directors by reference to the Company's operating results, individual performance and comparable market rates. The remuneration of all Directors is subject to regular monitoring by the Remuneration Committee to ensure that the levels of their remuneration and compensation are appropriate.

## CORPORATE GOVERNANCE AND OTHER INFORMATION

As at 30 September 2023, the Group had an aggregate of 173 full-time employees (31 March 2023: 177 full-time employees). Employee costs excluding directors' emoluments totalled HK\$33.9 million for the six months ended 30 September 2023 (2022: HK\$35.9 million). The Group recruited and promoted individual persons according to their strength and development potential. The Group determined the remuneration packages of all employees including the directors with reference to individual performance and current market salary scale.

By Order of the Board

**Lo Yuen Cheong**

*Chairman and Executive Director*

28 November 2023



羅兵咸永道

## TO THE BOARD OF DIRECTORS OF MAN KING HOLDINGS LIMITED

*(incorporated in the Cayman Islands with limited liability)*

### INTRODUCTION

We have reviewed the interim financial information set out on pages 20 to 50, which comprises the condensed consolidated interim statement of financial position of Man King Holdings Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 September 2023 and the condensed consolidated interim statement of profit or loss and other comprehensive income, the condensed consolidated interim statement of changes in equity and the condensed consolidated interim statement of cash flows for the six-month period then ended, and selected explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

## REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

### CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information of the Group is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 “*Interim Financial Reporting*”.

#### **PricewaterhouseCoopers**

*Certified Public Accountants*

Hong Kong, 28 November 2023

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

For the six months ended 30 September 2023

		Unaudited	
		Six months ended 30 September	
	Notes	2023	2022
		HK\$'000	HK\$'000
Revenue	6	178,663	234,060
Cost of services		(173,066)	(190,533)
<b>Gross profit</b>		<b>5,597</b>	43,527
Other income	7	4,100	1,198
Other losses, net	8	(283)	(1,003)
Administrative expenses		(13,905)	(13,810)
<b>Operating (loss)/profit</b>		<b>(4,491)</b>	29,912
Finance costs		(199)	(187)
Share of profit of an associate		9,524	6,715
<b>Profit before income tax</b>	9	<b>4,834</b>	36,440
Income tax credit/(expense)	11	1,882	(5,855)
<b>Profit for the period</b>		<b>6,716</b>	30,585
<b>Other comprehensive income</b>			
<i>Item that may be reclassified subsequently to profit or loss</i>			
Share of other comprehensive income of an associate		425	2,163
<b>Total comprehensive income for the period attributable to the owners of the Company</b>		<b>7,141</b>	32,748
<b>Earnings per share attributable to owners of the Company</b>			
Basic and diluted per share (HK cents)	12	1.60	7.29

The above condensed consolidated interim statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

# CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

As at 30 September 2023

		Unaudited 30 September 2023 HK\$'000	Audited 31 March 2023 HK\$'000
	Notes		
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	13	14,597	16,270
Right-of-use assets	13	11,704	13,726
Investment in an associate	14	110,605	111,750
Prepayment for property, plant and equipment	16	1,050	59
Deferred tax assets		549	–
		<b>138,505</b>	141,805
<b>Current assets</b>			
Inventories		8,303	7,510
Contract assets	15	24,037	20,570
Trade and other receivables	16	44,804	38,082
Amounts due from joint operations	17	14,154	13,646
Financial assets at fair value through profit or loss	5	4,311	4,592
Cash and cash equivalents	18	196,275	235,326
		<b>291,884</b>	319,726
<b>Total assets</b>		<b>430,389</b>	461,531

The above condensed consolidated interim statement of financial position should be read in conjunction with the accompanying notes.

# CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

As at 30 September 2023

	Notes	Unaudited 30 September 2023 HK\$'000	Audited 31 March 2023 HK\$'000
<b>EQUITY</b>			
<b>Equity attributable to owners of the Company</b>			
Share capital	19	4,198	4,198
Share premium and other reserves		69,844	84,113
Retained earnings		229,242	222,526
<b>Total equity</b>		<b>303,284</b>	310,837
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Lease liabilities		7,720	9,644
Deferred tax liabilities		–	1,345
		<b>7,720</b>	10,989
<b>Current liabilities</b>			
Contract liabilities		19,371	28,229
Trade and other payables	20	78,240	87,734
Amounts due to other partners of joint operations	17	7,840	8,555
Bank borrowings	21	1,472	2,321
Lease liabilities		4,249	4,329
Tax liabilities		8,213	8,537
		<b>119,385</b>	139,705
<b>Total liabilities</b>		<b>127,105</b>	150,694
<b>Total equity and liabilities</b>		<b>430,389</b>	461,531

The above condensed consolidated interim statement of financial position should be read in conjunction with the accompanying notes.

# CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2023

	Unaudited						
	Attributable to owners of the Company						
	Share capital HK\$'000	Share premium HK\$'000	Property revaluation reserve HK\$'000	Other reserve HK\$'000 (Note)	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
<b>At 1 April 2022</b>	4,198	59,185	1,193	33,600	556	180,391	279,123
Profit for the period	-	-	-	-	-	30,585	30,585
Other comprehensive income	-	-	-	-	2,163	-	2,163
Total comprehensive income	-	-	-	-	2,163	30,585	32,748
Dividends paid	-	(14,694)	-	-	-	-	(14,694)
<b>At 30 September 2022</b>	4,198	44,491	1,193	33,600	2,719	210,976	297,177
<b>At 1 April 2023</b>	4,198	44,491	1,193	33,600	4,829	222,526	310,837
Profit for the period	-	-	-	-	-	6,716	6,716
Other comprehensive income	-	-	-	-	425	-	425
Total comprehensive income	-	-	-	-	425	6,716	7,141
Dividends paid	-	(14,694)	-	-	-	-	(14,694)
<b>At 30 September 2023</b>	4,198	29,797	1,193	33,600	5,254	229,242	303,284

Note: As part of the group reorganisation, there are series of restructuring within Man King Holdings Limited (the "Company") and its subsidiaries mainly involving interspersing investment holding entities between the operating subsidiaries and investment holding companies. The difference between the Company's share capital and the combined share capital of Concentric Construction Limited and Peako Engineering Co. Limited, the indirect wholly-owned subsidiaries of the Company, was credited to other reserve on 31 December 2014.

The above condensed consolidated interim statement of changes in equity should be read in conjunction with the accompanying notes.



## CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

For the six months ended 30 September 2023

	Unaudited	
	Six months ended 30 September	
	2023	2022
	HK\$'000	HK\$'000
<b>Cash flows from operating activities</b>		
Cash (used in)/generated from operations	(31,228)	30,554
Tax paid	(336)	(68)
<b>Net cash (used in)/generated from operating activities</b>	<b>(31,564)</b>	<b>30,486</b>
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment	(965)	(3,042)
Prepayments for property, plant and equipment	(1,050)	–
Proceeds from disposals of property, plant and equipment	45	18
Advances to joint operations	(1,015)	(1,322)
Repayments from joint operations	653	799
Dividend received from financial asset at fair value through profit or loss	206	192
Dividend received from an associate	11,094	3,186
Interest received	3,248	139
<b>Net cash from/(used in) investing activities</b>	<b>12,216</b>	<b>(30)</b>

# CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

For the six months ended 30 September 2023

	<b>Unaudited</b>	
	<b>Six months ended 30 September</b>	
	<b>2023</b>	2022
	<b>HK\$'000</b>	HK\$'000
<b>Cash flows from financing activities</b>		
Repayment of bank borrowings	(849)	(964)
Interest paid for bank borrowings	(57)	(42)
Repayment of principal element of lease liabilities	(2,225)	(2,199)
Repayment of interest element of lease liabilities	(142)	(145)
Repayments to other partners of joint operations	(1,736)	(1,524)
Dividend paid	(14,694)	(14,694)
<b>Net cash used in financing activities</b>	<b>(19,703)</b>	<b>(19,568)</b>
Net (decrease)/increase in cash and cash equivalents	(39,051)	10,888
Cash and cash equivalents at the beginning of the period	235,326	153,264
<b>Cash and cash equivalents at the end of the period</b>	<b>196,275</b>	<b>164,152</b>

The above condensed consolidated interim statement of cash flows should be read in conjunction with the accompanying notes.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 1 GENERAL INFORMATION

Man King Holdings Limited (the “Company”) was incorporated in the Cayman Islands on 12 November 2014 as an exempted company with limited liability under the Companies Law, (Cap. 22, Law 3 of 1961, as combined and revised) of the Cayman Islands. The address of the Company’s registered office is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (together, the “Group”) are principally engaged in the provision of civil engineering works.

The Company is listed on the Main Board of The Stock Exchange of Hong Kong Limited.

Its ultimate holding company is LOs Brothers (PTC) Limited and its immediate holding company is Jade Vantage Holdings Limited.

The condensed consolidated interim financial information is presented in Hong Kong dollars (“HK\$”) and all values are rounded to the nearest thousand (“HK\$’000”), unless otherwise stated.

The condensed consolidated interim financial information has been reviewed, not audited.

## 2 BASIS OF PREPARATION

The condensed consolidated interim financial information has been prepared in accordance with Hong Kong Accounting Standard 34 “*Interim Financial Reporting*” issued by the Hong Kong Institute of Certified Public Accountants.

The condensed consolidated interim financial information does not include all the notes of the type normally included in the annual consolidated financial statements. Accordingly, this condensed consolidated interim financial information should be read in conjunction with the annual consolidated financial statements for the year ended 31 March 2023, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”). The condensed consolidated interim financial information has been prepared on the historical cost basis, except for certain financial assets at fair value through profit or loss (“FVTPL”) which have been measured at fair value.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied are consistent with those of the annual consolidated financial statements for the year ended 31 March 2023, as described in those annual financial statements, except for the estimation of income tax and the adoptions of new and amended standards.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

### (a) New and amended standards adopted by the Group

The following new and amended standards are mandatory for the financial year beginning on or after 1 April 2023:

HKAS 1 and HKFRS Practice Statement 2 (Amendments)	Disclosure of Accounting Policies
HKAS 8 (Amendments)	Definition of Accounting Estimates
HKAS 12 (Amendments)	Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction
HKAS 12 (Amendments)	International Tax Reform – Pillar Two Model Rules
HKFRS 17	Insurance Contracts
HKFRS 17 (Amendments)	Initial Application of HKFRS 17 and HKFRS 9 – Comparative Information
HKFRS 17 (Amendments)	Amendments to HKFRS 17

These new and amended standards did not have material impact on the Group's accounting policies and did not require any adjustments.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

### (b) Amended standards and revised interpretation issued but not yet applied by the Group

The following amended standards and revised interpretation have been issued but are not yet effective for the financial period of the Group beginning on 1 April 2023 and have not been early adopted by the Group:

		<b>Effective for accounting periods beginning on or after</b>
HKAS 1 (Amendments)	Classification of Liabilities as Current or Non-current	1 January 2024
HKAS 1 (Amendments)	Non-current Liabilities with Covenants	1 January 2024
HKAS 7 and HKFRS 7 (Amendments)	Supplier Finance Arrangements	1 January 2024
HKFRS 16 (Amendments)	Lease Liability in a Sale and Leaseback	1 January 2024
HK Interpretation 5 (2020)	Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2024
HKAS 21 (Amendments)	Lack of Exchangeability	1 January 2025
HKFRS 10 and HKAS 28 (Amendment)	Sales or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

### (b) Amended standards and revised interpretation issued but not yet applied by the Group *(Continued)*

The Group's management assessed that there are no amended standards and revised interpretation that are not yet effective and that would be expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

## 4 ESTIMATES

The preparation of interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. In preparing this condensed consolidated interim financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements of the Group for the year ended 31 March 2023.

## 5 FINANCIAL RISK MANAGEMENT

### 5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, cash flow and fair value interest rate risk and price risk), credit risk and liquidity risk.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual financial statements and should be read in conjunction with the Group's annual financial statements as at 31 March 2023.

There have been no changes in the risk management since year end or in any risk management policies.

### 5.2 Liquidity risk

Compared to year end, there was no material change in the contractual undiscounted cash out flows for financial liabilities.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 5 FINANCIAL RISK MANAGEMENT (Continued)

### 5.3 Fair value estimation

Financial instruments carried at fair value are analysed by valuation method. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices that are observable for the asset or liability, either directly (for example, as prices) or indirectly (for example, derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data.

The following tables present the carrying value of financial instruments measured at fair value in the condensed consolidated interim statement of financial position.

	Unaudited		
	Fair value measurement as at		
	30 September 2023		
	Level 1	Level 2	Total
	HK\$'000	HK\$'000	HK\$'000
<b>Recurring fair value measurements</b>			
Financial assets at FVTPL			
– Listed equity securities	1,272	–	1,272
– Unlisted fund investments	–	3,039	3,039
	1,272	3,039	4,311

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 5 FINANCIAL RISK MANAGEMENT *(Continued)*

### 5.3 Fair value estimation *(Continued)*

	Audited		
	Fair value measurement as at		
	31 March 2023		
	Level 1	Level 2	Total
	HK\$'000	HK\$'000	HK\$'000
<b>Recurring fair value measurements</b>			
Financial assets at FVTPL			
– Listed equity securities	1,397	–	1,397
– Unlisted fund investments	–	3,195	3,195
	1,397	3,195	4,592

There were no transfers between levels 1 and 2 and there were no changes in valuation techniques during the period (six months ended 30 September 2022: Same).

The carrying amounts of the Group's other financial assets including trade and other receivables, amounts due from joint operations and cash and cash equivalents; and financial liabilities including trade and other payables, amounts due to other partners of joint operations, lease liabilities and bank borrowings, approximate their fair values as at 30 September 2023 and 31 March 2023.



# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 6 REVENUE AND SEGMENT INFORMATION

The Company is an investment holding company and the Group is principally engaged in providing civil engineering services in Hong Kong as main contractor (“Civil Engineering Works”).

The chief operating decision-maker has been identified as the executive directors of the Company. The executive directors review the Group’s internal reporting in order to assess performance and allocate resources. The executive directors have determined the operating segment based on these reports.

The executive directors consider the Group’s operation from a business perspective and determine that the Group has one reportable operating segment being the Civil Engineering Works.

The executive directors assess the performance of the operating segment based on a measure of revenue and gross profit. During the six months ended 30 September 2023 and 2022, all the Group’s revenues were from contracts with customers and were recognised over time and derived from operations in Hong Kong.

As at 30 September 2023 and 31 March 2023, the Group’s non-current assets are all located in Hong Kong except for the investment in an associate. The Group’s associate is incorporated in Hong Kong and principally operating in Pakistan.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 7 OTHER INCOME

	Unaudited	
	Six months ended 30 September	
	2023	2022
	HK\$'000	HK\$'000
Management fee income	180	237
Dividend income from financial assets at FVTPL	206	192
Bank interest income	3,248	139
Others	466	630
	<b>4,100</b>	1,198

## 8 OTHER LOSSES, NET

	Unaudited	
	Six months ended 30 September	
	2023	2022
	HK\$'000	HK\$'000
Fair value changes of financial assets at FVTPL	(281)	(1,009)
Net exchange gain	13	1
(Loss)/gain on disposal of property, plant and equipment	(15)	5
	<b>(283)</b>	(1,003)

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 9 PROFIT BEFORE INCOME TAX

	Unaudited	
	Six months ended 30 September	
	2023	2022
	HK\$'000	HK\$'000
Profit before income tax is arrived at after charging:		
Employee benefit expenses (Note 10)	<b>37,743</b>	39,570
Depreciation of property, plant and equipment (Note 13)	<b>2,637</b>	3,399
Depreciation of right-of-use assets (Note 13)	<b>2,243</b>	2,235
Write-off of property, plant and equipment	–	34
Cost of construction materials	<b>18,661</b>	17,993
Subcontracting charges	<b>114,680</b>	125,962

## 10 EMPLOYEE BENEFIT EXPENSES

	Unaudited	
	Six months ended 30 September	
	2023	2022
	HK\$'000	HK\$'000
Directors' remuneration	<b>3,872</b>	3,716
Other staff retirement benefit scheme contributions	<b>1,003</b>	822
Other staff salaries and allowances (Note)	<b>32,868</b>	35,032
	<b>37,743</b>	39,570

Note: For the six months ended 30 September 2023, no government grants from the employment support schemes have been offset in "employee benefit expenses" (six months ended 30 September 2022: HK\$2,690,000).

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 11 INCOME TAX (CREDIT)/EXPENSE

	Unaudited	
	Six months ended 30 September	
	2023	2022
	HK\$'000	HK\$'000
Hong Kong profits tax	–	5,791
Deferred taxation	(1,882)	64
Income tax (credit)/expense	(1,882)	5,855

Income tax (credit)/expense is recognised based on management's best estimate of the projected annual effective income tax rate which is expected for the full financial year.

For the six months ended 30 September 2023, no provision for Hong Kong profits tax has been made in this financial information as the Group has no net assessable profits. For the six months ended 30 September 2022, Hong Kong profits tax has been provided at the rate of 16.5% on the estimated assessable profits.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 12 EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

	Unaudited	
	Six months ended 30 September	
	2023	2022
Profit attributable to owners of the Company (HK\$'000)	<b>6,716</b>	30,585
Weighted average number of ordinary shares in issue (thousands)	<b>419,818</b>	419,818
Basic and diluted earnings per share (HK cents)	<b>1.60</b>	7.29

For the purpose of determining the diluted earnings per share amount, no adjustment has been made to the basic earnings per share amount for the six months ended 30 September 2023 and 2022 as the Group had no potentially dilutive ordinary shares in issue during these periods.

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 13 PROPERTY, PLANT AND EQUIPMENT AND RIGHT-OF-USE ASSETS

	Unaudited		
	Property, plant and equipment HK\$'000	Right-of-use assets HK\$'000	Total HK\$'000
<b>At 1 April 2022</b>			
Opening net book amount	17,888	15,559	33,447
Additions	4,489	1,693	6,182
Written-off	(47)	–	(47)
Depreciation (Note 9)	(3,399)	(2,235)	(5,634)
<b>At 30 September 2022</b>	<b>18,931</b>	<b>15,017</b>	<b>33,948</b>
<b>At 1 April 2023</b>			
Opening net book amount	<b>16,270</b>	<b>13,726</b>	<b>29,996</b>
Additions	<b>1,024</b>	<b>221</b>	<b>1,245</b>
Disposal	<b>(60)</b>	<b>–</b>	<b>(60)</b>
Depreciation (Note 9)	<b>(2,637)</b>	<b>(2,243)</b>	<b>(4,880)</b>
<b>At 30 September 2023</b>	<b>14,597</b>	<b>11,704</b>	<b>26,301</b>

### 14 INVESTMENT IN AN ASSOCIATE

	Unaudited 30 September 2023 HK\$'000	Audited 31 March 2023 HK\$'000
Unlisted investments in an associate, at cost	<b>96,712</b>	96,712
Share of post-acquisition results and other comprehensive income, net of dividends	<b>13,893</b>	15,038
	<b>110,605</b>	111,750

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 14 INVESTMENT IN AN ASSOCIATE *(Continued)*

### Share of post-acquisition results and other comprehensive income

	Unaudited	
	30 September 2023 HK\$'000	30 September 2022 HK\$'000
As at 1 April	111,750	99,806
Profit for the period	9,524	6,715
Dividend received	(11,094)	(3,186)
Other comprehensive income	425	2,163
As at 30 September	110,605	105,498

Details of the Group's associate at the end of the reporting period are as follows:

Name of entity	Country of incorporation and operation	Proportion of ownership interest held by the Group		Principal activity
		Unaudited 30 September 2023	Audited 31 March 2023	
River King Management Holdings Limited and its subsidiaries ("River King")	Hong Kong, Malta and Pakistan	20.3%	20.3%	Provision of bareboat charter hire services and coal transshipment services

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 15 CONTRACT ASSETS

	<b>Unaudited 30 September 2023 HK\$'000</b>	Audited 31 March 2023 HK\$'000
<b>Current</b>		
Unbilled revenue of civil engineering works (Note (a))		
– Ongoing project	<b>6,234</b>	7,298
– Completed project	<b>2,920</b>	–
Retention receivables of civil engineering works (Note (b))	<b>14,883</b>	13,272
	<b>24,037</b>	20,570

	<b>Unaudited 30 September 2023 HK\$'000</b>	Audited 31 March 2023 HK\$'000
Retention receivables of civil engineering works		
Due within one year	<b>2,384</b>	1,661
Due after one year	<b>12,499</b>	11,611
	<b>14,883</b>	13,272



# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 15 CONTRACT ASSETS *(Continued)*

Notes:

- (a) Unbilled revenue represents the Group's right to receive consideration for contract works performed but not yet billed because the rights are conditional upon the satisfaction by the customers of work completed by the Group and the work is pending for the certification by the customers. The contract assets are transferred to trade receivables when the rights become unconditional, which is at the time the Group obtained the certification of the completed construction work from the customers.
- (b) Retention receivables included in contract assets represents the Group's right to receive consideration for work performed and not yet billed because the rights are conditional on the satisfaction of the service quality by the customers over a certain period as stipulated in the contracts. The contract assets are transferred to the trade receivables when the rights become unconditional, which is typically at the expiry date of the period for the provision of assurance by the Group on the service quality of the work performed by the Group.

The Group classifies these contract assets as current because the Group expects to realise them in its normal operating cycle.

The carrying amounts of contract assets approximated their fair values.

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 16 TRADE AND OTHER RECEIVABLES

	<b>Unaudited</b>	Audited
	<b>30 September</b>	31 March
	<b>2023</b>	2023
	<b>HK\$'000</b>	HK\$'000
Trade receivables (Note (a))	<b>27,349</b>	21,217
<b>Current</b>		
Other receivables, deposits and prepayments:		
– Deposits (Note (b))	<b>6,029</b>	6,201
– Other receivables	<b>1,037</b>	271
– Prepaid expenses	<b>10,389</b>	10,393
	<b>17,455</b>	16,865
<b>Non-current</b>		
– Prepayment for property, plant and equipment	<b>1,050</b>	59
	<b>45,854</b>	38,141

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 16 TRADE AND OTHER RECEIVABLES (Continued)

Notes:

- (a) Trade debtors are normally due within 30–60 days from customers' certification date.

The ageing analysis of the Group's trade receivables based on customers' certification date at the end of each reporting period is as follows:

	<b>Unaudited</b> <b>30 September</b> <b>2023</b> <b>HK\$'000</b>	Audited 31 March 2023 HK\$'000
0–30 days	<b>27,349</b>	14,602
31–60 days	–	6,615
Over 60 days	–	–
	<b>27,349</b>	21,217

- (b) As at 30 September 2023, deposits included a balance of HK\$3,323,000 (31 March 2023: HK\$3,323,000) which has been placed and pledged to an insurance institution to secure performance bonds issued by that institution to customers of the Group (Note 24) and a rental deposit of HK\$226,000 (31 March 2023: HK\$226,000) paid to C & P (Holdings) Hong Kong Limited, which is a related company of the Group (Note 23).

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 17 BALANCES WITH JOINT OPERATIONS AND OTHER PARTNERS OF JOINT OPERATIONS

#### (i) Amounts due from joint operations

	<b>Unaudited</b>	Audited
	<b>30 September</b>	31 March
	<b>2023</b>	2023
	<b>HK\$'000</b>	HK\$'000
Trade related (Note (a))	<b>714</b>	568
Non-trade related (Note (b))	13,440	13,078
	<b>14,154</b>	13,646

Notes:

- (a) The Group allows credit period of up to 60 days on trade-related amounts due from joint operations. The ageing analysis of the Group's trade-related amounts due from joint operations based on invoice date at the end of each reporting period is as follows:

	<b>Unaudited</b>	Audited
	<b>30 September</b>	31 March
	<b>2023</b>	2023
	<b>HK\$'000</b>	HK\$'000
0–30 days	<b>705</b>	381
31–60 days	–	187
61–90 days	9	–
	<b>714</b>	568

- (b) The amounts are unsecured, interest-free and repayable on demand.

The amounts due from joint operations were ultimately borne by other partners of the joint operations.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 17 BALANCES WITH JOINT OPERATIONS AND OTHER PARTNERS OF JOINT OPERATIONS *(Continued)*

### (ii) Amounts due to other partners of joint operations

	<b>Unaudited 30 September 2023 HK\$'000</b>	Audited 31 March 2023 HK\$'000
Trade related (Note (a))	<b>7,332</b>	6,311
Non-trade related (Note (b))	<b>508</b>	2,244
	<b>7,840</b>	8,555

Notes:

- (a) The credit period on trade-related amounts due to other partners of joint operations is up to 60 days. The ageing analysis of the Group's trade-related amounts due to other partners of joint operations based on invoice date at the end of each reporting period is as follows:

	<b>Unaudited 30 September 2023 HK\$'000</b>	Audited 31 March 2023 HK\$'000
0–30 days	<b>1,165</b>	595
31–60 days	–	399
61–90 days	–	12
Over 90 days	<b>6,167</b>	5,305
	<b>7,332</b>	6,311

- (b) The amounts are unsecured, interest-free and repayable on demand.

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 18 CASH AND CASH EQUIVALENTS

	<b>Unaudited 30 September 2023 HK\$'000</b>	Audited 31 March 2023 HK\$'000
Cash at banks	<b>196,270</b>	235,317
Cash on hand	<b>5</b>	9
	<b>196,275</b>	235,326
Maximum exposure to credit risk	<b>196,270</b>	235,317

### 19 SHARE CAPITAL

	<b>Number of ordinary shares (thousand)</b>	<b>Amount HK\$'000</b>
Ordinary shares of HK\$0.01 each		
<b>Authorised:</b>		
At 1 April 2022, 31 March 2023, 1 April 2023 and 30 September 2023	200,000,000	2,000,000
<b>Issued and fully paid:</b>		
At 1 April 2022, 31 March 2023, 1 April 2023 and 30 September 2023	419,818	4,198

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 20 TRADE AND OTHER PAYABLES

	<b>Unaudited</b> <b>30 September</b> <b>2023</b> <b>HK\$'000</b>	Audited 31 March 2023 HK\$'000
Trade payables	<b>30,099</b>	36,017
Retention payables	<b>32,661</b>	29,939
Other payables and accruals:		
– Accrued wages and other staff benefits	<b>7,958</b>	7,495
– Accrued operating expenses	<b>2,642</b>	3,062
– Others	<b>4,880</b>	11,221
	<b>78,240</b>	87,734

The credit period on trade purchases is 30 to 60 days.

The ageing analysis of the trade payables based on invoice date is as follows:

	<b>Unaudited</b> <b>30 September</b> <b>2023</b> <b>HK\$'000</b>	Audited 31 March 2023 HK\$'000
0–30 days	<b>26,120</b>	21,668
31–60 days	<b>2,768</b>	11,922
61–90 days	<b>922</b>	2,072
Over 90 days	<b>289</b>	355
	<b>30,099</b>	36,017

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 20 TRADE AND OTHER PAYABLES *(Continued)*

In the condensed consolidated interim statement of financial position, retention payables were classified as current liabilities. The aging analysis of the retention payables based on invoice date is as follows:

	<b>Unaudited</b> <b>30 September</b> <b>2023</b> <b>HK\$'000</b>	Audited 31 March 2023 HK\$'000
Due within one year	<b>2,882</b>	2,147
Due after one year	<b>29,779</b>	27,792
	<b>32,661</b>	29,939

### 21 BANK BORROWINGS

During the six months ended 30 September 2023 and 2022, no new bank borrowing was obtained.

As at 30 September 2023, the bank borrowings carried a weighted average interest rate of 6.7% per annum (31 March 2023: 5.1% per annum).

Borrowings due for repayment after one year which contain repayment on demand clause were classified as current liabilities.

Repayment amounting to approximately HK\$849,000 (six months ended 30 September 2022: HK\$964,000) has been made to the bank during current interim period.

### 22 DIVIDENDS

In the current period, a final dividend of HK\$14,694,000 in relation to the year ended 31 March 2023 was declared and paid (six months ended 30 September 2022: HK\$14,694,000).

The Board of Directors does not recommend the distribution of an interim dividend for the six months ended 30 September 2023 (six months ended 30 September 2022: Nil).



# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 23 RELATED PARTY TRANSACTIONS

### (i) Transactions

Saved as disclosed elsewhere in the condensed consolidated interim financial statements, the Group had the following transactions with related parties during the period:

Related party	Nature of transaction	Unaudited	
		Six months ended 30 September 2023	2022
		HK\$'000	HK\$'000
C & P (Holdings) Hong Kong Limited (Note)	Lease payments	710	694
River King	Management fee income	180	210

Note: C & P (Holdings) Hong Kong Limited is a related company in which a sibling of the executive directors and the spouse of an executive director, Mr. Lo Yuen Cheong, collectively own its entire interest.

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

### 23 RELATED PARTY TRANSACTIONS *(Continued)*

#### (ii) Key management personnel compensation

Key management includes executive directors of the Company and other members of key management is as follows:

	<b>Unaudited</b>	
	<b>Six months ended 30 September</b>	
	<b>2023</b>	<b>2022</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Short term benefits	<b>7,016</b>	7,839
Post-employment benefits	<b>45</b>	45
	<b>7,061</b>	7,884

### 24 PERFORMANCE BONDS AND CONTINGENT LIABILITIES

Certain customers of construction contracts undertaken by the Group require the group entities to issue guarantees for the performance of contract works in the form of performance bonds (Note 16). The performance bonds are released when the construction contracts are completed or substantially completed.

At the end of each reporting period, the Group had outstanding performance bonds as follows:

	<b>Unaudited</b>	Audited
	<b>30 September</b>	31 March
	<b>2023</b>	2023
	<b>HK\$'000</b>	<b>HK\$'000</b>
Issued by an insurance institution	<b>3,323</b>	3,323

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## 25 CAPITAL COMMITMENT

Significant capital expenditure contracted for at the end of each reporting period but not recognised as liabilities is as follows:

	<b>Unaudited 30 September 2023 HK\$'000</b>	Audited 31 March 2023 HK\$'000
Property, plant and equipment	<b>3,794</b>	137