KPa-BM Holdings Limited 應力控股有限公司*

(incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立之有限公司)

Stock code 股份代號: 2663

中期報告 **2025/26**



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CORPORATE INFORMATION 公司資料

BOARD OF DIRECTORS (THE "BOARD")

Executive Directors

Mr. Yip Pak Hung (Chairman)

Mr. Wai Yat Kin (Chief Executive Officer)

Independent Non-Executive Directors

Ms. Lai Pik Chi, Peggy

Mr. Lam Chi Wai, Peter

Dr. Yeung Kit Ming

Dr. Koon Chi Ming, Sebastian (appointed on 1 January 2025)

AUDIT COMMITTEE

Ms. Lai Pik Chi, Peggy (Chairman)

Mr. Lam Chi Wai, Peter

Dr. Yeuna Kit Mina

Dr. Koon Chi Ming, Sebastian (appointed on 1 January 2025)

NOMINATION COMMITTEE

Dr. Yeung Kit Ming (Chairman)

Ms. Lai Pik Chi, Peggy

Mr. Lam Chi Wai, Peter

Dr. Koon Chi Ming, Sebastian (appointed on 1 January 2025)

REMUNERATION COMMITTEE

Mr. Lam Chi Wai, Peter (Chairman)

Ms. Lai Pik Chi, Peggy

Dr. Yeung Kit Ming

Dr. Koon Chi Ming, Sebastian (appointed on 1 January 2025)

COMPANY SECRETARY

Ms. Cheung Ka Wai CPA (appointed on 1 April 2025)

Mr. Chan Sun Kwong (resigned on 1 April 2025)

PRINCIPAL BANKERS

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

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

董事會(「董事會|)

執行董事

葉柏雄先生(主席) 韋日堅先生(行政總裁)

獨立非執行董事

黎碧芝女士

林志偉先生

楊傑明博士

灌志明博士(於二零二五年一月一日獲委任)

審核委員會

黎碧芝女十(丰席)

林志偉先生

楊傑明博士

灌志明博士(於二零二五年一月一日獲委任)

提名委員會

楊傑明博士(主席)

黎碧芝女士

林志偉先生

灌志明博士(於二零二五年一月一日獲委任)

薪酬委員會

林志偉先生(主席)

黎碧芝女士

楊傑明博士

灌志明博士(於二零二五年一月一日獲委任)

公司秘書

張嘉慧女士CPA(於二零二五年四月一日 獲委任)

陳晨光先生(於二零二五年四月一日辭任)

主要銀行

香港上海滙豐銀行有限公司

香港

皇后大道中1號

滙豐總行大廈10樓

花旗銀行 香港九龍

海港城港威大廈

1座21樓

REGISTERED OFFICE

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

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

27/F, The Octagon 6 Sha Tsui Road Tsuen Wan, New Territories Hong Kong

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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

AUTHORISED REPRESENTATIVES

Mr. Yip Pak Hung

Ms. Cheung Ka Wai CPA (appointed on 1 April 2025)

Mr. Chan Sun Kwong (resigned on 1 April 2025)

AUDITOR

Beijing Xinghua Caplegend CPA Limited Certified Public Accountants and Registered Public Interest Entity Auditor 1/F, GR8 InnoTech Centre 46 Tsun Yip Street, Kwun Tong Hong Kong

COMPANY'S WEBSITE

www.kpa-bm.com.hk

STOCK CODE

2663

註冊辦事處

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

總部及香港主要營業地點

香港 新界荃灣 沙咀道6號 嘉達環球中心27樓

香港股份過戶登記分處

卓佳證券登記有限公司 香港 夏慤道16號 遠東金融中心17樓

法定代表

葉柏雄先生 張嘉慧女士*CPA(於二零二五年四月一日 獲委任)* 陳晨光先生*(於二零二五年四月一日辭任)*

核數師

北京興華鼎豐會計師事務所有限公司 *執業會計師及 註冊公眾利益實體核數師* 香港 觀塘駿業街46號 廣域創科中心1樓

公司網站

www.kpa-bm.com.hk

股份代號

2663

MANAGEMENT DISCUSSION AND ANALYSIS 管理層討論及分析

BACKGROUND, RECENT DEVELOPMENT AND OUTLOOK

KPa-BM Holdings Limited (the "Company") and its subsidiaries (collectively, the "Group") are principally engaged in (i) provision of structural engineering works with a focus on design and build projects in Hong Kong; (ii) supply of building material products together with installation services of such products in Hong Kong; and trading of building material products predominately in Hong Kong.

The Hong Kong construction sector has navigated a difficult operating landscape this year. According to the data from Census and Statistics Department, the Gross Value of Construction Works performed by main contractors at private sector sites decreased by 18.6% in nominal terms when comparing to the same period of previous year. A sharp decline in private sector tenders has led to reduced project volume, creating intense competition for contracts in public sector and eroding profit margins due to aggressive undercutting. However, the market is showing signs of potential recovery. The Federal Reserve's recent interest rate cuts, coupled with anticipated future reductions, are expected to provide a stimulus to the Hong Kong property market. In addition, the government's strategic initiatives to develop partnerships with the Middle East and the re-boost in IPO market are beginning to generate new sources of demand. The long-term impact of these factors remains to be seen.

Before the economic recovery, we will continue to adopt a prudent fiscal strategy, which includes resource integration. Therefore, we have recently streamlined our organization and, regrettably, reduced the headcount of some colleagues. We expect salary expenses to decrease in coming year.

We acknowledge the challenges of this year and appreciate the dedication of our colleagues and the continued trust of our clients. Despite these difficulties, the Group secured contract sum of approximately HK\$297 million in new projects during the six months ended 30 September 2025 (the "Period"). The Group's value of outstanding contracts on hand as at 30 September 2025 amounted to approximately HK\$448 million, as compared to approximately HK\$619 million as at 30 September 2024 (the "Previous Period").

背景、近期發展及展望

應力控股有限公司(「本公司」)及其附屬公司 (統稱「本集團」)主要從事(i)於香港提供結構 工程工作,集中於設計及建築項目;(ii)於香 港供應建材產品及該等產品的安裝服務及主 要於香港維行建材產品買賣。

在復甦景氣之前,我們將繼續採取謹慎的財政策略,其中包括資源整合。因此,我們最 近進行了精簡架構,很遺憾地縮減了部分同 事的編制,預期來年的工資支出將會下降。

我們理解今年所面臨的挑戰,並感謝各位同事的付出以及客戶持續的信任。儘管困難重重,集團在截至二零二五年九月三十日於個月「本期間」)仍成功獲得合約總額約為297百萬港元的新項目。截至二零二五年九月三十日,集團手頭上未完成合約總額約為448百萬港元,而截至二零二四年九月三十日(「過往期間」)則約為619百萬港元。

FINANCIAL REVIEW

Revenue

The Group's revenue amounted to approximately HK\$217.7 million for the Period as compared to approximately HK\$387.5 million for the Previous Period, representing a decrease of approximately HK\$169.8 million or 43.8%, the significant decrease was due to the delay of master programmes of the Group's certain projects during the Period and the downturn in construction market.

Cost of Revenue and Gross Profit

The Group's cost of revenue mainly comprised material and processing charges and subcontracting charges; the decrease in cost of revenue for the Period is mainly arising from revenue decline. Attributed to the successful negotiation of compensation for variation works in some completed projects, the Group improved its gross profit margin to approximately 16.5% for the Period as compared to approximately 14.8% for the Previous Period.

Administrative and Other Operating Expenses

Administrative and other operating expenses primarily consisted of staff costs, depreciation expenses on right-of-use assets and legal and professional fee. Administrative and other operating expenses of the Group were approximately HK\$22.6 million for the Period compared to approximately HK\$27.7 million for the Previous Period, representing a decrease of approximately HK\$5.1 million or 18.4% mainly due to saving of Directors discretionary bonus of approximately HK\$6.0 million in view of the drop in revenue of the Group.

Finance Costs

For the Period, the Group's finance costs were approximately HK\$0.6 million compared to approximately HK\$1.2 million for the Previous Period, representing a decrease of approximately 50.0% due to the mitigated need for bank borrowings given the reduced level of contracts on hand. Finance costs for the Period mainly comprised interest on bank borrowings and interest costs of lease of right-to-use assets.

Income Tax Expense

Income tax expense of the Group amounted to approximately HK\$3.2 million for the Period, representing a decrease of approximately HK\$2.4 million as compared to HK\$5.6 million the Previous Period. The effective tax rate for the Period is 21.3% which is higher than Previous Period of 18.3% because the bank interest income which is non-chargeable was lower for the Period when compared to the Previous Period.

財務回顧

收益

本期間本集團的收益約為217.7百萬港元,較過往期間約為387.5百萬港元,相當於減少約169.8百萬港元或43.8%,顯著的下跌是由於本期間集團若干項目的總體規劃延遲以及建築市場的下滑所導致。

收益成本及毛利

本集團之收益成本主要包括材料及加工費用以及分包費用:收益成本的減幅乃主要由於本期間確認的收益減退所致。由於成功就若干已完成項目的變更工作協商補償,集團本期間的毛利率提高至約16.5%,而過往期間則約為14.8%。

行政及其他經營開支

行政及其他經營開支主要包括員工成本、使用權資產的折舊開支以及法律及專業開支。本期間本集團行政及其他經營開支約22.6百萬港元,較過往期間約27.7百萬港元,相當於減少約5.1百萬港元或18.4%,主要由於本集團收益下降,因此節省了約6.0百萬港元的董事酌情花紅。

財務成本

於本期間,本集團財務成本約為0.6百萬港元,較過往期間約為1.2百萬港元,相當約減少約50.0%,乃由於手頭上合約量減少,對銀行貸款的需求有所降低。本期間的財務成本主要包括銀行借款利息及使用權資產租賃的利息成本。

所得税開支

本集團於本期間的所得税開支約為3.2百萬港元,較過往期間的約為5.6百萬港元減少約2.4百萬港元。由於本期間不須課税的銀行利息收入較過往期間為低,本期間之實際税率為21.3%,較過往期間的18.3%為高。

Profit for the Period

The Group's profit for the Period was decreased by approximately HK\$13.5 million, which were mainly the offsetting effects of the decrease in gross profit of approximately HK\$21.3 million and the decrease in administrative and other operating expenses of approximately HK\$5.1 million for the Period.

Liquidity, Financial Resources and Capital Structure

本期間溢利

本集團於本期間之溢利減少約13.5百萬港元,乃主要由於本期間毛利減少約21.3百萬港元與行政及其他經營開支減少約5.1百萬港元兩者相互抵銷的影響。

流動資金、財務資源及資本結構

| As at | As at |
|--------------|-----------|
| 30 September | 31 March |
| 2025 | 2025 |
| 於二零二五年 | 於二零二五年 |
| 九月三十日 | 三月三十一日 |
| (Unaudited) | (Audited) |
| (未經審核) | (經審核) |
| HK\$'000 | HK\$'000 |
| 千港元 | 千港元 |
| 350,009 | 413,336 |
| 114,805 | 169,937 |
| 3.0 | 2.4 |

During the six months ended 30 September 2025, the Group generated negative cash flow from operating activities as the previously recognized contract liabilities were realized as revenue and the provision for staff bonus for the year ended 31 March 2025 was settled during the Period. As at 30 September 2025, the Group had net current assets of approximately HK\$235.2 million (31 March 2025: approximately HK\$243.4 million), including cash and bank balances of approximately HK\$68.7 million (31 March 2025: approximately HK\$120.0 million). The Group's current ratio as at 30 September 2025 was approximately 3.0 times (31 March 2025: approximately 2.4 times), the improvement suggested the reduction in trade payables due to efficient payment management.

流動資產

流動負債

流動比率

As at 30 September 2025, the Group had a total available banking facilities of approximately HK\$207.0 million (31 March 2025: approximately HK\$207.0 million).

There has been no change in capital structure of the Company since 31 March 2025. As at 30 September 2025, the equity amounted to approximately HK\$256.9 million (31 March 2025: approximately HK\$261.4 million).

Gearing Ratio

Current assets

Current ratio

Current liabilities

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

The gearing ratio of the Group as at 30 September 2025 was 4.2% (31 March 2025: approximately 5.0%) as the Group has settled a portion of its lease liabilities as tenancy terms expired. The Group's total debts representing lease liabilities as at 30 September 2025 (31 March 2025: lease liabilities).

截至二零二五年九月三十日止六個月,由於 先前確認的合約負債在本期間實現為收益 且對二零二五年三月三十一日止年度的動 花紅撥備已結清,因此本集團的經營活十 生了負現金流。於二零二五年九月三十一 本集團擁有流動資產淨值約235.2百萬百萬 (二零二五年三月三十一日:約243.4百萬港元 元),包括現金及銀行結餘約68.7百萬港元 (二零二五年三月三十一日:約120.0百百之 (二零二五年三月三十一日:約120.0日 元)。本集團於二零二五年九月三十一日 完本集團於二零二五年九月三十一日 約2.4倍),此改善顯示由於有效的付款管理, 約2.4倍),此改善顯示由於有效的付款管理, 貿易應付款項有所減少。

於二零二五年九月三十日,本集團擁有可動用銀行融資總額約207.0百萬港元(二零二五年三月三十一日:約207.0百萬港元)。

本公司之股本結構自二零二五年三月三十一日起概無任何變動。於二零二五年九月三十日,權益約256.9百萬港元(二零二五年三月三十一日:約261.4百萬港元)。

資本負債比率

資本負債比率乃按債務總額與權益之比率計 算得出。債務總額包括本集團的租賃負債及 銀行借款。權益指本集團之權益總額。

本集團於二零二五年九月三十日之資本負債比率為4.2%(二零二五年三月三十一日:約5.0%),乃由於本集團因租約到期已結算一部分租賃負債。本集團於二零二五年九月三十日的債務總額相當於租賃負債(二零二五年三月三十一日:租賃負債)。

FOREIGN CURRENCY EXPOSURE AND TREASURY POLICY

Most of the Group's business transactions, assets and liabilities are denominated in Hong Kong Dollars, United States Dollars, Pound Sterling, Euro and Renminbi. It is the Group's treasury policy to manage its foreign currency exposure whenever its financial impact is material to the Group and will closely monitor its foreign exchange position. During the Period, the Group did not engage in any hedging activities

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

PLEDGE OF ASSETS

As at 30 September 2025, the Group does not have any bank borrowings (31 March 2025: nil) and banking facilities are unsecured as at 30 September 2025 (31 March 2025: nil).

As at 30 September 2025, the Group did not have any pledged deposit (31 March 2025: nil).

SIGNIFICANT INVESTMENTS

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

MATERIAL ACQUISITIONS AND DISPOSALS

The Group did not acquire nor dispose any subsidiaries during the Period.

CONTINGENT LIABILITIES

As at 30 September 2025, the Group did not have any significant contingent liabilities.

外幣風險及庫務政策

本集團大部分業務交易、資產及負債乃以港元、美元、英鎊、歐元及人民幣計值。本集團之庫務政策乃於外幣風險之財務影響對本集團而言屬重大時管理其外幣風險,並將密切監察其外匯狀況。於本期間,本集團並無從事任何對沖活動。

本集團已就其庫務政策採取審慎的財務管理 方針,故於本期間均維持穩健的流動資金狀 況。本集團藉持續進行信貸評估及評核其 戶之財務狀況,致力減低所面臨的信貸 險。為管理流動資金風險,董事會密切監察 本集團流動資金狀況,以確保本集團資產、 負債及其他承擔之流動資金結構能應付不時 之資金需要。

資產質押

於二零二五年九月三十日,本集團概無任何銀行借款(二零二五年三月三十一日:無),而於二零二五年九月三十日之銀行融資為無抵押(二零二五年三月三十一日:無)。

於二零二五年九月三十日,本集團概無任何已抵押按金(二零二五年三月三十一日:無)。

重大投資

除於其附屬公司之投資外,本集團於本期間 概無持有任何重大投資。

重大收購及出售事項

本集團於本期間概無收購或出售任何附屬公 司。

或然負債

於二零二五年九月三十日,本集團概無任何 重大或然負債。

INTERIM DIVIDEND

The Board did not recommend payment of any interim dividend for the six months ended 30 September 2025 (six months ended 30 September 2024: HK\$4.0 cents per ordinary share).

EMPLOYEES AND REMUNERATION POLICIES

As at 30 September 2025, the Group had 199 staff members (31 March 2025: 219). The total employee benefit expenses for the six months ended 30 September 2025 (including Directors' emoluments, salaries to staff and other staff benefits included provident fund contributions, medical insurance coverage and other staff benefits) was approximately HK\$41.0 million (six months ended 30 September 2024: HK\$43.6 million). The Group determines the salary of its employees mainly based on each employee's qualifications, relevant experience, position and seniority. The Group conducts annual review on salary increase, discretionary bonuses and promotions based on the performance of each employee.

During the six months ended 30 September 2025, the Group has not experienced any significant problems with its employees due to labour disputes nor has it experienced any difficulty in the recruitment and retention of experienced staff. The Group maintains a good relationship with its employees.

EVENT AFTER THE REPORTING PERIOD

No event has occurred after 30 September 2025 and up to the date of this report which would have a material effect on the Group

中期股息

董事不建議就截至二零二五年九月三十日止 六個月派付任何中期股息(二零二四年九月三十日止六個月:每普通股4.0港仙)

僱員及薪酬政策

於二零二五年九月三十日,本集團聘有199名員工(二零二五年三月三十一日:219名)。 截至二零二五年九月三十日止六個月的新至之總額(包括董事酬金、員工福利開支總額(包括金供款、員工福利(包括公積金供款、醫險及其他員工福利)約為41.0百萬港元(至四年九月三十日止六個月:43.6百萬相零二)。本集團主要根據各僱員之薪金。不過數、職位及資歷釐定其僱員之薪金。及過根據各僱員之表現就加薪、酌情花紅及晉明進行年度審閱。

截至二零二五年九月三十日止六個月,本集 團與其僱員概無因勞資糾紛而遭遇任何重大 問題,亦無於招聘及挽留具經驗員工方面遭 遇任何困難。本集團與其僱員保持良好關係。

報告期後事項

於二零二五年九月三十日後及直至本報告日期,概無發生對本集團造成重大影響的事項。

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

董事及主要行政人員於本公司或 任何相聯法團的股份、相關股份 及債權證之權益及淡倉

As at 30 September 2025, the interests or short positions of the Directors and chief executive in the share of the Company (the "Shares"), underlying Shares and debentures of the Company or any of its associated corporations which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO") (including interests which they were taken or deemed to have under such provisions of the SFO) or were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Listing Rules to be notified to the Company and the Stock Exchange were as follows:

Percentage of the

Long Positions In Shares of the Company

(a) Interest in the shares of the Company

於本公司股份之好倉

(a) 於本公司股份之權益

| Director 董事 | Capacity/Nature of interest 身份/權益性質 | Number of issued ordinary shares 已發行普通股數目 | issued share capital of the Company 佔本公司 已發行股本 之百分比 |
|---------------------------|--|---|--|
| Mr Mai Vat Kin | Corporate interest | 225 020 000 | EQ E20/ |
| Mr. Wai Yat Kin 韋日堅先生 | Corporate interest 公司權益 | 325,930,000 | 58.52% |
| | Beneficial owner | 40,320,000 | 7.24% |
| | 實益擁有人 Interests held jointly 共同持有之權益 | 39,750,000 | 7.14% |
| Mr. Yip Pak Hung 葉柏雄先生 | Corporate interest 公司權益 | 325,930,000 | 58.52% |
| 不旧本ルエ | Beneficial owner 實益擁有人 | 39,750,000 | 7.14% |
| | Interests held jointly 共同持有之權益 | 40,320,000 | 7.24% |

(b) Interest in the shares of an associated corporation

(b) 於相聯法團股份之權益

Name of associated corporation: Success Wing Investments Limited 相聯法團名稱: 成類投資有限公司

| Director 董事 | Capacity/Nature of interest 身份/權益性質 | Number of issued ordinary shares 已發行普通股數目 | Percentage of shareholding 佔股本之百分比 |
|---------------------------|---|---|--|
| Mr. Wai Yat Kin 韋日堅先生 | Beneficial owner 實益擁有人 Interests held jointly | 14,332 14,332 | 43.97% 43.97% |
| Mr. Yip Pak Hung 葉柏雄先生 | 共同持有之權益 Beneficial owner 實益擁有人 Interests held jointly | 14,332 14,332 | 43.97% 43.97% |
| | Interests held jointly 共同持有之權益 | 14,332 | 43.9/% |

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

主要股東於本公司股份及相關股份之權益及淡倉

As at 30 September 2025, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that, other than the interests disclosed above in respect of a Director, the following shareholders had notified the Company of relevant interests in the issued share capital of the Company:

於二零二五年九月三十日,按本公司根據證券及期貨條例第336條存置之主要股東登記冊所示,除以上所披露有關董事之權益外,以下股東已知會本公司於本公司已發行股本之相關權益:

Parcontage of the

Long positions

好倉

Ordinary shares of the Company

本公司普通股

| Name of shareholder 股東名稱/姓名 | Capacity/Nature of interest 身份/權益性質 | Number of issued ordinary shares 已發行普通股數目 | issued share issued share capital of the Company 佔本公司已發行股本之百分比 |
|--|--|---|--|
| Success Wing Investments Limited 成類投資有限公司 | Beneficial owner 實益擁有人 | 325,930,000 | 58.52% |
| Ms. Lam Suk Lan Bonnie 林淑蘭女士 Ms. Wu Janet 胡玉珍女士 | Interest of spouse 配偶權益 Interest of spouse 配偶權益 | 406,000,000 | 72.90% 72.90% |

Save as disclosed above, as at 30 September 2025, no other persons had any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO, or otherwise notified to the Company.

除上文所披露者外,於二零二五年九月三十日,概無其他人士於本公司的股份或相關股份中擁有本公司根據證券及期貨條例第336條須存置之登記冊所記錄或另行知會本公司之任何權益或淡倉。

SHARE OPTION SCHEME

The share option scheme was adopted by the Company on 22 September 2015 (the "Share Option Scheme"). Unless otherwise cancelled or amended, the Share Option Scheme will remain in force for a period of 10 years from the date of its adoption. During the Period, no share option has been granted by the Company under the Share Option Scheme. The share option scheme was expired on 21 September 2025.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the listed shares of the Company during the Period.

DIRECTORS' SECURITIES TRANSACTIONS

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

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

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

Save for the related party transactions disclosed in note 16 to the interim financial statements, no transactions, arrangements or contracts of significance to which the Company or any of its subsidiaries, or holding company was a party and in which a Director or controlling Shareholder, or an entity connected with a Director or controlling Shareholder, had a material interests, whether directly or indirectly, subsisted during or at the end of the Period.

購股權計劃

本公司已於二零一五年九月二十二日採納購股權計劃(「購股權計劃」)。除非以其他方式取消或修訂外,購股權計劃將自其採納日期起計10年期間有效。於本期間,本公司概無根據購股權計劃授出購股權。股份期權計劃已於二零二五年九月二十一日到期。

購買、出售或贖回本公司之上市 股份

本公司或其任何附屬公司於本期間概無購買、出售或贖回任何本公司之上市股份。

董事證券交易

本公司已採納載於上市規則附錄十之上市發行人董事進行證券交易的標準守則作為董事進行本公司證券交易的行為守則(「交易規定準則」)。

向全體董事作出具體查詢後,各董事確認於 本期間至本報告日期期間一直遵守交易規定 準則。

董事/控股股東於交易、安排及 合約的權益

除中期財務報表附註16所披露的關聯方交易外,於本期間內或本期間末,董事或控股股東,或與董事或控股股東相關的實體概無於本公司或其任何附屬公司或控股公司簽訂之重大交易、安排或合約中直接或間接擁有重大權益。

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company is committed to maintaining a high standard of corporate governance practices. It met all the code provisions of the Corporate Governance Code set out in Appendix C1 of the Listing Rules during the Period. The Company will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with the increasingly tightened regulatory requirements and to meet the rising expectations of shareholders and investors. In accordance to the requirements of the Listing Rules, the Company has established an audit committee, a remuneration committee and a nomination committee with specific written terms of reference.

COMPETING INTEREST

None of the Directors, substantial shareholders of the Company and their respective associates had engaged in a business which competes or is likely to compete with the business of the Group during the Period.

AUDIT COMMITTEE

The audit committee of the Company ("Audit Committee") comprises four independent non-executive Directors and is chaired by Ms. Lai Pik Chi Peggy, who has appropriate professional qualifications and experience as required under Rule 3.10(2) of the Listing Rules. The Audit Committee has reviewed the unaudited condensed consolidated financial information of the Group for the Period, and was of the opinion that such information complied with the applicable accounting standards and requirements, and that adequate disclosures have been made.

By order of the Board

KPa-BM Holdings Limited

Yip Pak Hung

Chairman and Executive Director

Hong Kong, 28 November 2025

As at the date of this report, the executive Directors are Mr. Yip Pak Hung (chairman of the Board) and Mr. Wai Yat Kin and the independent non-executive Directors are Ms. Lai Pik Chi, Peggy, Mr. Lam Chi Wai, Peter, Dr. Yeung Kit Ming and Dr. Koon Chi Ming, Sebastian

遵守企業管治守則

本公司致力維持高水平之企業管治常規。於本期間,本公司已遵守上市規則附錄C1所載所有守則之所有守則條文公公治療檢討其企業管治常規以提升企業管治內對之所有時期。為遵守日益收緊的監管規定以及滿足股東及投資者與日俱增的期望。為遵守上薪酬更改規定,本公司已成立審核委員會、前與委員會及提名委員會,並以書面方式訂明具體職權範圍。

競爭利益

於本期間內,概無本公司董事、主要股東及 彼等各自之聯繫人從事與本集團存在競爭或 可能存在競爭的業務。

審核委員會

本公司審核委員會(「審核委員會」)由四名獨立非執行董事組成,並由擁有上市規則第3.10(2)條所要求之合適專業資格及經驗的黎碧芝女士出任主席。審核委員會已審閱本集團於本期間之未經審核簡明綜合財務資料,並認為該等資料符合適用會計準則及規定,且已作出充分披露。

承董事會命 應力控股有限公司 主席兼執行董事 葉柏雄

香港,二零二五年十一月二十八日

於本報告日期,執行董事為葉柏雄先生(董 事會主席)及章日堅先生,而獨立非執行董 事為黎碧芝女士、林志偉先生、楊傑明博士 及灌志明博士。

UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

未經審核簡明綜合中期財務資料 簡明綜合全面收益表

Six months ended 30 September 截至九月三十日止六個月

| | | | 既土ルカー 日 | |
|--------------------------------------|-----------------------|-------|-------------|-------------|
| | | | 2025 | 2024 |
| | | | 二零二五年 | 二零二四年 |
| | | Notes | (Unaudited) | (Unaudited) |
| | | | | |
| | | 附註 | (未經審核) | (未經審核) |
| | | | HK\$'000 | HK\$'000 |
| | | | 千港元 | 千港元 |
| Revenue | 收益 | 3 | 217,711 | 387,480 |
| Cost of revenue | 收益成本 | 5 | | (330,290) |
| Cost of revenue | 収益风平 | | (181,836) | (330,290) |
| Gross profit | 毛利 | | 35,875 | 57,190 |
| Other income and gains | 其他收入及收益 | | 5,068 | 3,488 |
| Marketing and distribution expenses | 營銷及分銷開支 | | (2,955) | (1,085) |
| Administrative and other operating | 行政及其他經營開支 | | (=,===, | (/ / |
| expenses | 日或人共同社會的文 | | (22,575) | (27,704) |
| | | | | |
| Finance costs | 財務成本 | | (624) | (1,182) |
| Profit before income tax | 除所得税前溢利 | 4 | 14,789 | 30,707 |
| Income tax expense | 所得税開支 | 5 | (3,154) | (5,622) |
| Profit for the period | 期內溢利 | | 11,635 | 25,085 |
| Other comprehensive income for | 期內其他全面收益 | | | |
| the period | | | 580 | 588 |
| Total comprehensive income for | 期內全面收益總額 | | | |
| the period | W.F.s.T. III. W. III. | | 12,215 | 25,673 |
| | | | IIIV comto | HK conto |
| | | | HK cents | HK cents |
| | | | 港仙 | 港仙 |
| Earnings per share | 每股盈利 | 7 | | |
| Basic and diluted earnings per share | 每股基本及攤薄盈利 | | 2.09 | 4.50 |

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION 簡明綜合財務狀況表

| | | Notes 附註 | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元 | As at 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
|--|----------------------------------|-------------|---|---|
| ASSETS AND LIABILITIES | 資產及負債 | | | |
| Non-current assets Property, plant and equipment Investment property | 非流動資產 物業、廠房及設備 投資物業 | 8 | 18,195 3,596 | 16,816 3,525 |
| Goodwill | 商譽 | · · | 601 | 601 |
| Deposits | 按金 | 10 | 157 | 155 |
| Deferred tax assets | 遞延税項資產 | | 3,389 | 3,384 |
| | | | 25,938 | 24,481 |
| Current assets | 流動資產 | | | |
| Inventories | 存貨 | | 20,045 | 19,409 |
| Contract assets Trade and other receivables, deposits | 合約資產 貿易及其他應收款項、 | 9 | 104,870 | 70,970 |
| and prepayments | 按金及預付款項 | 10 | 155,281 | 200,811 |
| Tax recoverable | 可收回税項 | | 1,161 | 2,180 |
| Cash and bank balances | 現金及銀行結餘 | | 68,652 | 119,966 |
| | | | 350,009 | 413,336 |
| Current liabilities | 流動負債 | | | |
| Contract liabilities | 合約負債 | 9 | 25,592 | 42,437 |
| Trade and other payables | 貿易及其他應付款項 | 11 | 81,349 | 119,503 |
| Lease liabilities Tax payable | 租賃負債 應付税項 | | 6,491 1,373 | 6,514 1,483 |
| | | | 114,805 | 169,937 |
| | +=1 | | | <u> </u> |
| Net current assets | 流動資產淨值 | | 235,204 | 243,399 |
| Total assets less current liabilities | 總資產減流動負債 | | 261,142 | 267,880 |
| Non-current liabilities | 非流動負債 | | | |
| Lease liabilities | 租賃負債 | | 4,221 | 6,466 |
| Deferred tax liabilities | 遞延税項負債 | | 16 | 16 |
| | | | 4,237 | 6,482 |
| Net assets | 資產淨值 | | 256,905 | 261,398 |
| CAPITAL AND RESERVES | 資本及儲備 | | | |
| Share capital | 股本 | 12 | 5,569 | 5,569 |
| Reserves | 儲備 | | 251,336 | 255,829 |
| Total equity | 權益總額 | | 256,905 | 261,398 |
| | | | | |

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY 簡明綜合權益變動表

For the six months ended 30 September 2025

截至二零二五年九月三十日止六個月

| | | Share capital 股本 HK\$'000 千港元 | Share premium* 股份溢價* HK\$'000 千港元 | Merger reserve* 合併儲備* HK\$'000 千港元 | Exchange reserve* 匯兑儲備* HK\$'000 千港元 | Statutory reserve* 法定儲備* HK\$'000 千港元 | Retained profits* 保留溢利* HK\$'000 千港元 | Total 總計 HK\$'000 千港元 |
|---|--|---|---|--|--|---|--|--------------------------------|
| Six months ended 30 September 2024 (unaudited) At 1 April 2024 Profit for the period Other comprehensive income for the period | 截至二零二四年九月三十日 止六個月(未經審核) 於二零二四年四月一日 期內溢利 期內其他全面收益 | 5,569 - - | 23,829 - - | 7,437 - - | (1,351) - 588 | 1,469 - - | 255,401 25,085 - | 292,354 25,085 588 |
| Total comprehensive income for the period | 期內全面收益總額 | - | - | - | 588 | - | 25,085 | 25,673 |
| Transactions with owners: Final and special dividend in respect of 2024 (note 6) Appropriations to statutory reserve | 別股息 <i>(附註6)</i> | - - | - - | - - | - - | - 323 | (44,554) (323) | (44,554) |
| At 30 September 2024 (unaudited) | 於二零二四年九月三十日 (未經審核) | 5,569 | 23,829 | 7,437 | (763) | 1,792 | 235,609 | 273,473 |
| Six months ended 30 September 2025 (unaudited) At 1 April 2025 Profit for the period Other comprehensive income for the period | 截至二零二五年九月三十日 止六個月(未經審核) 於二零二五年四月一日 期內溢利 期內其他全面收益 | 5,569 - - | 23,829 - - | 7,437 - - | (1,633) - 580 | 2,116 - - | 224,080 11,635 – | 261,398 11,635 580 |
| Total comprehensive income for the period | 期內全面收益總額 | - | - | - | 580 | - | 11,635 | 12,215 |
| Transactions with owners: Final dividend in respect of 2025 (note 6) Appropriations to statutory reserve | 與擁有人的交易: 有關二零二五年的未期及 特別股息(<i>附註6</i>) 撥備至法定儲備 | _ | | Ī | | - 10 | (16,708) (10) | (16,708) |
| At 30 September 2025 (unaudited) | 於二零二五年九月三十日 (未經審核) | 5,569 | 23,829 | 7,437 | (1,053) | 2,126 | 218,997 | 256,905 |

^{*} The total of these equity accounts as at 30 September 2024 and 2025 represent "Reserves" in the condensed consolidated statements of financial position.

於二零二四年及二零二五年九月三十日的該等 權益賬總額指簡明綜合財務狀況表內的「儲備」。

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS 簡明綜合現金流量表

| Six months ended 30 Septem | ber |
|----------------------------|-----|
| 截至九月三十日止六個月 | |
| 2025 | 20 |

| | 截 全 几 月 二 十 日 | |
|--|-----------------------|-------------|
| | 2025 | 2024 |
| | 二零二五年 | 二零二四年 |
| | (Unaudited) | (Unaudited) |
| | (未經審核) | (未經審核) |
| | HK\$'000 | HK\$'000 |
| | 千港元 | 千港元 |
| | | l /e /L |
| Net cash (used in)/generated from 經營活動(所 | 用)/ | |
| operating activities 所得現金浮 | | 16,527 |
| Cash flows from investing activities 投資活動之明 | 見金流量 | |
| Purchase of property, plant and equipment 購買物業、廠 | 医房及設備 | |
| (note 8) (附註8) | (4,463) | (348) |
| | | (540) |
| | 以方尺改領人 | |
| equipment 所得款項 | - | 632 |
| Interest received 已收利息 | 1,103 | 2,523 |
| Not such (used in) language of from investing | | |
| Net cash (used in)/generated from investing 投資活動(所 | | 2 2 2 7 |
| activities 所得現金消 | 新 (3,360) | 2,807 |
| Cash flows from financing activities 融資活動之明 | 急金流量 | |
| Dividends paid <i>(note 6)</i> 已付股息 <i>(附</i> | | (44,554) |
| | | |
| Interest paid on bank borrowings 已付銀行借款 | | (1,081) |
| Proceed from bank borrowings 銀行借款的所 | | 167,070 |
| Repayment of bank borrowings | 欠 (93,802) | (176,346) |
| Payment of principal element of lease liabilities 支付租賃負債 | 情之本金部分 (2,348) | (2,205) |
| Payment of interest element of lease liabilities 支付租賃負債 | | (101) |
| aginione of interest element of lease habitates 271 Max 275 | (CO) | (101) |
| Net cash used in financing activities 融資活動所用 | 月現金淨額 (19,670) | (57,217) |
| Net decrease in cash and 現金及現金等 | 华價 物 減 | |
| cash equivalents 少淨額 | (51,495) | (37,883) |
| Cash and cash equivalents at the 期初之現金及 | z | |
| | | 170 221 |
| beginning of period 現金等價物 | 119,966 | 170,231 |
| Effect of exchange rate changes on 匯率變動對現 | | |
| cash and cash equivalents 現金等價物 | 70 影響 181 181 | 353 |
| Cash and cash equivalents at the 期末之現金及 | 及現金等價物 | |
| end of period | 68,652 | 132,701 |
| | | |
| | ↑ /# | |
| Analysis of the balances of cash and 現金及現金等 | 等價物 | |
| Analysis of the balances of cash and cash equivalents現金及現金等 結餘分析Cash and bank balances規金及銀行編 | | 132,701 |

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 簡明綜合財務報表附註

1. CORPORATE INFORMATION

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

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

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

The condensed consolidated financial statements of the Group for the six months ended 30 September 2025 (the "interim financial statements") are unaudited, but have been reviewed by the audit committee of the Company. These interim financial statements were approved for issue by the Company's board of directors on 28 November 2025.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

These interim 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") and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange.

The interim financial statements do not include all the information and disclosures required in the annual financial statements and thereby should be read in conjunction with the Group's annual financial statements for the year ended 31 March 2025 ("2025 Financial Statements") which have been prepared in accordance with the HKFRS Accounting Standards issued by the HKICPA.

The interim financial statements have been prepared under the historical cost basis except for investment properties which are measured at fair value. The interim financial statements are presented in Hong Kong dollars ("HK\$"), which is same as the functional currency of the Company and its major subsidiaries.

The accounting policies applied and methods of computation used in the preparation of the interim financial statements are consistent with those used in 2025 Financial Statements, except for the adoption of the new or revised HKFRS Accounting Standards issued by the HKICPA as set out in note 2.1.

1. 公司資料

應力控股有限公司(「本公司」)於二零一五年五月十五日在開曼群島註冊成立為獲豁免有限公司。本公司股份於香港聯合交易所有限公司(「聯交所」)主板上市。註冊辦事處地址為Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands。本公司的主要營業地點為香港新界荃灣沙明道6號嘉達環球中心27樓。

本集團(包括本公司及其附屬公司)主要從事(i)提供結構工程工作;(ii)供應, 安裝及買賣建材產品。

本公司母公司成穎投資有限公司(「成 穎」)為一家於英屬處女群島(「英屬處 女群島」)註冊成立的公司。董事認為成 穎亦為本公司的最終母公司。

本集團截至二零二五年九月三十日止六個月的簡明綜合財務報表(「中期財務報表」)未經審核,惟已經本公司審核委員會審閱。此等中期財務報表已獲本公司董事會於二零二五年十一月二十八日批准刊發。

2. 編製基準及會計政策

此等中期財務報表乃根據香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」及聯交所證券上市規則之適用披露規定而編製。

此等中期財務報表並未包括所有年度財務報表所需之資料及披露,因此應與本集團截至二零二五年三月三十一日止年度之年度財務報表(「二零二五年財務報表」)一併閱讀,而該財務報表乃根據香港會計師公會頒佈之香港財務報告準則會計準則編製。

除投資物業按公平值計量外,中期財務報表乃按歷史成本基準編製。中期財務報表乃以港元(「港元」)呈列,而港元為本公司及其主要附屬公司的功能貨幣。

編製中期財務報表所採用之會計政策及 運用之計算方法與二零二五年財務報表 所運用者一致,惟按將會適用於預期全 年總盈利之税率估計所得税以及採納附 註2.1所載由香港會計師公會所頒佈之 新訂或經修訂香港財務報告準則會計準 則除外。

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)

Adoption of new or revised HKFRS Accounting Standards

2.1 Adoption of new or revised HKFRS Accounting Standards effective on 1 April 2025

The HKICPA has issued below new and amendments to HKFRS Accounting Standards that are relevant to and first effective for the current accounting period of the Group:

Amendments to HKAS 21 Lack of Exchangeability and HKFRS 1

The new or revised HKFRS Accounting Standards that are effective from 1 April 2025 did not have material impact on the Group's accounting policies and did not require retrospective adjustments.

2. 編製基準及會計政策(續)

採納新訂或經修訂香港財務報 告準則會計準則

2.1 採納於二零二五年四月一日 生效的新訂或經修訂香港財 務報告準則會計準則

香港會計師公會頒佈下列與本集團 有關並於當前會計期間首次生效的 新訂及經修訂香港財務報告準則會 計準則:

香港會計準則 缺乏可兑換性 第21號及香港 財務報告準則 第1號之修訂

自二零二五年四月一日起生效的新 訂或經修訂香港財務報告準會計準 則則並無對本集團的會計政策造成 重大影響,亦無須作出追溯調整。

3. SEGMENT INFORMATION AND REVENUE

(a) The following summary describes the operations in each of the Group's reportable operating segments:

Structural Engineering Works – This segment mainly engages in the provision of structural engineering works for the public and private sectors in Hong Kong and the Group mainly acts as a subcontractor.

Supply, installation and trading of Building Material Products – This segment mainly engages in supply of building material products with installation services provided, and trading of building material products in Hong Kong.

Information regarding the Group's reporting segments including the reportable segment revenue, segment profit, reconciliation to revenue and profit before income tax are as follows:

3. 分部資料及收益

(a) 以下為本集團各可呈報經營 分部業務之概要:

結構工程工作一於該分部,本集團 主要於香港作為分包商為公營及私 營行業提供結構工程工作。

供應、安裝及買賣建材產品-該分部主要從事於香港供應建材產品及 提供安裝服務,並進行建材產品買賣。

有關本集團呈報分部之資料,包括 可呈報分部收益、分部溢利、收益 對賬及除所得稅前溢利如下:

| Six months ended 30 September 2025 (unaudited) | 截至 二零二五年九月三十日 止六個月(未經審核) | Structural Engineering Works 結構工程工作 HK\$'000 千港元 | Supply, installation and trading of Building Material Products 供應、安裝及 賈賣建材產品 HK\$'000 千港元 | Total 總計 HK\$'000 千港元 |
|--|------------------------------------|---|--|--------------------------------|
| Segment revenue Sales to external customers Intersegment sales | 分部收益 對外部客戶之銷售 分部間銷售 | 195,283 - | 22,428 273 | 217,711 273 |
| | | 195,283 | 22,701 | 217,984 |
| Elimination of intersegment sales | 抵銷分部間銷售 | | _ | (273) |
| | | | _ | 217,711 |
| Segment profit | 分部溢利 | 20,987 | 2,440 | 23,427 |
| Corporate and unallocated income Corporate and unallocated expenses – Administrative and other | 企業及未分配收入 企業及未分配開支 一行政及其他經營開支 | | | 5,068 |
| operating expenses – Finance costs | 一財務成本 | | _ | (13,082) (624) |
| Profit before income tax | 除所得税前溢利 | | _ | 14,789 |

3. SEGMENT INFORMATION AND REVENUE

3. 分部資料及收益(續)

(Continued)

(a) The following summary describes the operations in each of the Group's reportable operating segments: (Continued)

(a) 以下為本集團各可呈報經營 分部業務之概要:(續)

| Six months ended 30 September 2024 (unaudited) | 截至 二零二四年九月三十日 止六個月(未經審核) | Structural Engineering Works 結構工程工作 HK\$'000 千港元 | Supply, installation and trading of Building Material Products 供應、安裝及 買賣建材產品 HK\$'000 千港元 (restated) (經重列) | Total 總計 HK\$'000 千港元 |
|---|------------------------------------|---|---|--------------------------------|
| Segment revenue Sales to external customers Intersegment sales | 分部收益 對外部客戶之銷售 分部間銷售 | 347,449 - | 40,031 2,151 | 387,480 2,151 |
| | | 347,449 | 42,182 | 389,631 |
| Elimination of intersegment sales | 抵銷分部間銷售 | | _ | (2,151) |
| | | | _ | 387,480 |
| Segment profit | 分部溢利 | 29,068 | 11,196 | 40,264 |
| Corporate and unallocated income Corporate and unallocated expenses – Administrative and other operating | 企業及未分配收入 企業及未分配開支 一行政及其他經營開支 | | | 3,488 |
| expenses - Finance costs | 一財務成本 | | _ | (11,863) (1,182) |
| Profit before income tax | 除所得税前溢利 | | | 30,707 |

During the period, the segment asset had not been presented as there has not been a material change from the 2025 Financial Statements for the reportable segment.

期內,由於可呈報分部自二零二五年財務報表以來並無重大變動,故並無呈列分部資產。

3. SEGMENT INFORMATION AND REVENUE

(Continued)

(b) In the following table, revenue from contracts with customers is disaggregated by major products and service lines and timing of revenue recognition provided to the group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the period.

Disaggregation of revenue

Six months ended 30 September (unaudited)

3. 分部資料及收益(續)

(b) 於下表中,客戶合約收益按就本期間資源分配及分部表現評估而向本集團最高行政管理層提供的主要產品及服務線以及收益確認時間而分拆。

收益分拆

截至九月三十日止六個月(未經審核)

| | | Supply, installation and trading of | | | | | |
|-------------------------------|--------|-------------------------------------|--------------|-----------------------------------|------------|----------|----------|
| | | Structural Engin | eering Works | Building Material Products | | Total | |
| | | 結構工程 | 呈工作 | 供應、安裝及買 | 員賣建材產品 | 總計 | |
| | | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| | | 二零二五年 | 二零二四年 | 二零二五年 | 二零二四年 | 二零二五年 | 二零二四年 |
| | | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 | 千港元 |
| | | | | | (restated) | | |
| | | | | | (經重列) | | |
| Timing of revenue recognition | 收益確認時間 | | | | | | |
| Point in time | 於某時間點 | _ | - | 10,917 | 22,089 | 10,917 | 22,089 |
| Over time | 隨著時間 | 195,283 | 347,449 | 11,511 | 17,942 | 206,794 | 365,391 |
| | | 195,283 | 347,449 | 22,428 | 40,031 | 217,711 | 387,480 |

4. PROFIT BEFORE INCOME TAX

4. 除所得税前溢利

Profit before income tax is arrived at after charging the following:

除所得税前溢利已扣除以下各項後達致:

| Six | months | ended | 30 | Septe | mbei |
|-----|--------|-------|----|---------------|------|
| | ᅔ | ㅁㅡㅗ┏ | L | <u>→</u> /⊞ □ | 1 |

| 截至几月二十日止六個月 | | | |
|-------------|-------------|--|--|
| 2025 | 2024 | | |
| 二零二五年 | 二零二四年 | | |
| (Unaudited) | (Unaudited) | | |
| (未經審核) | (未經審核) | | |
| HK\$'000 | HK\$'000 | | |
| 千港元 | 千港元 | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

| Depreciation in respect of: |
|-----------------------------------|
| Right-of-use assets included in |
| property, plant and equipment |
| under the following categories: |
| – Other properties leased for own |

有關以下各項之折舊:

使用權資產包括按以下分類的

物業、廠房及設備:

| 5 5 | |
|---------------------------------------|------------|
| – Other properties leased for own use | 一其他租賃自用的物業 |
| Other property, plant and equipment | 其他物業、廠房及設備 |

2,258 2,306 951 767

| Employee benefit expenses (including |
|--------------------------------------|
| directors' emoluments) |
| Calarias allauramassa and lasmafita |

僱員福利開支(包括董事酬金)

一薪金、津貼及實物利益 Salaries, allowances and benefits in kind

39,829

3,209

42,335

3,073

- Contribution to defined - 界定供款退休計劃供款 contribution retirement plan

1,148

1,310

40,977

43,645

5. INCOME TAX EXPENSE

The amounts of income tax expense in the unaudited condensed consolidated statement of comprehensive income represents:

5. 所得税開支

於未經審核簡明綜合全面收益表內之所 得税開支金額指:

Six months ended 30 September 裁至九日三十日止六個日

| | | 似主ルカニーロエハ 個月 | |
|---|--|--------------|-------------|
| | | 2025 | 2024 |
| | | 二零二五年 | 二零二四年 |
| | | (Unaudited) | (Unaudited) |
| | | (未經審核) | (未經審核) |
| | | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 |
| Comment to the state of a state of | 44.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1.1. | | |
| Current tax for the period – Hong Kong Profits Tax – Other regions of the PRC | 期內即期税項 一香港利得税 一中國其他地區 | 3,073 | 4,391 |
| – Enterprise Income Tax ("EIT") | 一企業所得税(「企業所得税」) | 81 | 1,231 |
| | | | |
| Total income tax expense | 所得税開支總額 | 3,154 | 5,622 |

Hong Kong Profits Tax is calculated at 16.5% (six months ended 30 September 2024: 16.5%) on the estimated assessable profits for the period.

EIT arising from other regions of the PRC is calculated at 25% (six months ended 30 September 2024: 25%) on the estimated assessable profits for the period.

香港利得税乃就本期間估計應課税溢利按16.5%(截至二零二四年九月三十日止六個月:16.5%)計算。

中國其他地區之企業所得税乃就本期間估計應課税溢利按25%(截至二零二四年九月三十日止六個月:25%)計算。

6. DIVIDEND

The Board does not recommend the payment of any interim dividend for the six months ended 30 September 2025 (six months ended 31 September 2024: HK4.0 cents per ordinary share, amounting to HK\$22,277,200).

The final dividend in respect of the year ended 31 March 2025 amounting to total HK\$16,707,900 was paid in September 2025.

6. 股息

董事會並不建議就截至二零二五年九月 三十日止六個月派付中期股息(截至二 零二四年九月三十日止六個月:每股普 通股4.0港仙·合共22,277,200港元)。

截至二零二五年三月三十一日止年度的 末期股息合共16,707,900港元已於二零 二五年九月派付。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) 簡明綜合財務報表附註(續)

7. EARNINGS PER SHARE

7. 每股盈利

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

每股盈利乃基於以下數據計算得出:

Six months ended 30 September 截至九月三十日止六個月

2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元

2024 二零二四年 (Unaudited) (未經審核) HK\$'000 千港元

Earnings

盈利

Profit for the period attributable to owners of the Company

本公司擁有人應佔期內溢利

11,635

25,085

Number of shares (thousands) 股份數目(千股)

Weighted average number of ordinary share in issue

已發行普通股加權平均數

Weighted average number of ordinary shares in issue during the period

期內已發行普通股加權平均數

556,930

556,930

Diluted earnings per share are same as the basic earnings per share as there are no dilutive potential ordinary shares in existence during the current period and prior period. 由於本期間及上一期間並無具潛在攤薄 影響的普通股,故每股攤薄盈利與每股 基本盈利相同。

8. PROPERTY, PLANT AND EQUIPMENT AND INVESTMENT PROPERTY

During the six months ended 30 September 2025, the Group used approximately HK\$4,303,000, HK\$157,000 and HK\$3,000 on acquisition of motor vehicles, computer equipment and furniture and fixture respectively (six months ended 30 September 2024: nil, approximately HK\$151,000 and HK\$11,000 respectively).

The Group has not disposed any property, plant and equipment during the period (six months ended 30 September 2024: carrying amount of HK\$108,000).

As at 30 September 2025, the Group has not pledged its leasehold land and buildings to secure the bank borrowings and banking facilities granted to the Group (31 March 2025: nil).

The investment property was carried at fair value. The fair value of the investment property as at 30 September 2025 was approximately HK\$3,596,000 (31 March 2025: approximately HK\$3,525,000), which was determined by the directors by reference to recent market prices for property in the similar locations and conditions. The fair value of investment property as at 30 September 2025 and 31 March 2025 is a level 3 recurring fair value measurement. No fair value gain or loss arose from remeasurement of the investment property as at 30 September 2025 (six months ended 30 September 2024: nil). None of the investment property was pledged to banks to secure for the bank borrowings and banking facilities granted to the Group.

8. 物業、廠房及設備以及投資物業

於截至二零二五年九月三十日止六個月期間,本集團就購置汽車、電腦設備以及傢俬及裝置分別使用約4,303,000港元、157,000港元及3,000港元(截至二零二四年九月三十日止六個月:分別為零、約151,000港元及11,000港元)。

於本期間,本集團未有出售任何物業、 廠房及設備(截至二零二四年九月三十 日止六個月:帳面值108,000港元)。

於二零二五年九月三十日,本集團並無質押其租賃土地及樓宇以擔保授予本集團的銀行借款及銀行融資(二零二五年三月三十一日:無)。

9. CONTRACT ASSETS AND CONTRACT LIABILITIES

9. 合約資產及合約負債

25,592

42,437

(a) Contract Assets

(a) 合約資產

| | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元 | As at 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
|--|---------------------------------------|--|--|
| Contract assets arising from: – Structural engineering works – Supply and installation of building material products | 來自以下方面之合約資產: 一結構工程工作 一供應及安裝建材產品 | 105,149 535 | 70,131 1,380 |
| Less: Loss allowance | 減:虧損撥備 | 105,684 (814) | 71,511 (541 |
| | | 104,870 | 70,970 |
| Contract Liabilities | | (b) 合約負債 | |
| Contract Elabilities | | (D) 口心只良 | |
| Contract Liabilities | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 | 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 |
| Contract liabilities arising from: – Structural engineering works | 來自以下方面之合約負債: 一結構工程工作 | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 | 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
| Contract liabilities arising from: | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 | (Audited) |

10. TRADE AND OTHER RECEIVABLES, DEPOSITS **AND PREPAYMENTS**

10. 貿易及其他應收款項、按金 及預付款項

| | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元 | As at 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
|---|--------------------------|--|--|
| Trade receivables | 貿易應收款項 | 127,900 | 152,287 |
| Less: Loss allowance | 減:虧損撥備 | (24,964) | (26,038) |
| Trade receivables, net (note (a)) | 貿易應收款項淨額 (<i>附註(a))</i> | 102,936 | 126,249 |
| Retention receivables Less: Loss allowance | 應收保留金 減:虧損撥備 | 43,336 (7,095) | 49,269 (7,154) |
| Retention receivables, net (note (b)) | 應收保留金淨額(<i>附註(b))</i> | 36,241 | 42,115 |
| Other receivables Deposits Prepayments | 其他應收款項 按金 預付款項 | 7,216 3,708 5,337 | 22,859 2,399 7,344 |
| | | 16,261 | 32,602 |
| Less: non-current portion-deposits | 減:非流動部分-按金 | (157) | (155) |
| | | 155,281 | 200,811 |

Notes:

(a) Trade receivables

The ageing analysis of the net carrying amount of trade receivables, based on invoice date, as of the end of the reporting period is as follow:

附註:

(a) 貿易應收款項

截至報告期末,貿易應收款項之總賬面值 按發票日期的賬齡分析如下:

| | | As at | As at |
|--------------|--------|--------------|-----------|
| | | | 31 March |
| | | 30 September | |
| | | 2025 | 2025 |
| | | 於二零二五年 | 於二零二五年 |
| | | 九月三十日 | 三月三十一日 |
| | | (Unaudited) | (Audited) |
| | | (未經審核) | (經審核) |
| | | HK\$'000 | HK\$'000 |
| | | 千港元 | 千港元 |
| 0–30 days | 0至30日 | 69,745 | 104,358 |
| 31–60 days | 31至60日 | 625 | 8,175 |
| 61–90 days | 61至90日 | 11,953 | 996 |
| Over 90 days | 超過90日 | | 12,720 |
| Over 90 days | | 20,613 | 12,720 |
| | | | |
| | | 102,936 | 126,249 |

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

Notes: (Continued)

(b) Retention receivables

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

10. 貿易及其他應收款項、按金及預付款項(續)

附註:(續)

(b) 應收保留金

截至報告期末的應收保留金應根據客戶解除保留金的條款和條件並慮及整改工作的 狀況進行結算,具體如下:

| | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 | As at 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
|--|----------------------|--|--|
| On demand or within one year After one year or more | 按要求或一年內 一年後或超過一年後 | 1,182 35,059 | 2,927 39,188 |
| | | 36,241 | 42,115 |

(c) Credit policy

In respect of structural engineering and supply and installation of building material products, the Group usually submits a payment application for interim payment on a monthly basis. The customer usually issues an interim payment certificate within one month from application submission and payment will be settled within another one month. For trading of building material products, the Group usually requires customers to pay a deposit in a mutually agreed percentage of the order amount and grants a credit period of 30 days upon delivery of products to customers.

(c) 信貸政策

就結構工程以及供應及安裝建材產品而言,本集團一般會按月呈交中期支付之付款申請。客戶一般會於呈交申請後一個月內發出中期支付證書,並於下一個月內結清付款。就買賣建材產品而言,本集團一般要求客戶按雙方協定的訂單金額百分比支付按金,並向客戶交付產品後授出30天的信貸期。

11. TRADE AND OTHER PAYABLES

11. 貿易及其他應付款項

| | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元 | As at 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
|--|--|--|--|
| Trade payables (note (a)) Bill payables Retention payables (note (b)) Accrued staff cost Other payables and accruals | 貿易應付款項 <i>(附註(a))</i> 應付票據 應付保留金 <i>(附註(b))</i> 應計員工成本 其他應付款項及應計款項 | 48,829 2,907 22,233 4,528 2,852 | 70,506 617 33,767 12,809 1,804 |
| | | 81,349 | 119,503 |

Notes:

附註:

- The ageing analysis of trade payables, based on invoice date, as of the end of the reporting period is as follows:
- 截至報告期末,貿易應付款項按發票日期 劃分的賬齡分析如下:

| | | As at 30 September 2025 於二零二五年 九月三十日 (Unaudited) (未經審核) HK\$'000 千港元 | As at 31 March 2025 於二零二五年 三月三十一日 (Audited) (經審核) HK\$'000 千港元 |
|---|------------------------------------|--|--|
| 0–30 days 31–60 days 61–90 days Over 90 days | 0至30日 31至60日 61至90日 超過90日 | 32,050 6,986 3,373 6,420 | 35,326 25,760 4,375 5,045 |
| | | 48,829 | 70,506 |

- Based on the terms and conditions agreed in relation to the release of retention monies to subcontractors and taking into account the status of rectification work, the retention payables as at the end of the reporting period are to be settled as follows:
- 根據就向分包商解除保留金協定的條款和 條件並慮及整改工作的狀況,報告期末的 應付保留金應按以下方式結算:

| | | As at | As at |
|------------------------------|-------------|---|-----------|
| | | 30 September | 31 March |
| | | 2025 | 2025 |
| | | 於二零二五年 | 於二零二五年 |
| | | 九月三十日 | 三月三十一日 |
| | | (Unaudited) | (Audited) |
| | | (未經審核) | (經審核) |
| | | HK\$'000 | HK\$'000 |
| | | 千港元 ———————————————————————————————————— | 千港元 |
| | · ** | 7.200 | 0.262 |
| On demand or within one year | 按要求或一年內 | 7,366 | 9,363 |
| After one year | <u></u> 一年後 | 14,867 | 24,404 |
| | | 22 222 | 22.767 |
| | | 22,233 | 33,767 |

12. SHARE CAPITAL

12. 股本

| Ordinary shares | 普通股 | Par value 面值 HK\$ 港元 | Number of shares 股份數目 | Amount 金額 HK\$'000 千港元 |
|---|--|-------------------------------|--------------------------|---------------------------------|
| Authorised: At 30 September 2025 and 31 March 2025 | 法定: 於二零二五年九月 三十日及二零二五 年三月三十一日 | 0.01 | 2,000,000,000 | 20,000 |
| Issued and fully paid: At 30 September 2025 and 31 March 2025 | 已發行及繳足: 於二零二五年九月 三十日及二零二五 年三月三十一日 | 0.01 | 556,930,000 | 5,569 |

13. RESERVES

Details of the movements in the Group's reserves for the six months ended 30 September 2025 and 2024 are set out in the condensed consolidated statement of changes in equity. The following describes the nature and purpose of each reserve within owners' equity:

Share premium

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

Merger reserve

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

Exchange reserve

Exchange reserve comprises foreign exchange differences arising from the translation of the financial statements of foreign operations.

Statutory reserve

Statutory reserve represents appropriation of profits of the PRC subsidiaries to non distributable reserve fund account as required by the relevant PRC statute.

Retained profits

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

13. 儲備

截至二零二五年及二零二四年九月三十日止六個月,本集團的儲備變動詳情載 於簡明綜合權益變動表。下文闡述擁有 人權益項下各儲備之性質及用途。

股份溢價

股份溢價乃本公司股份以溢價發行時所 得資金,撇除發行股份開支後,與股份 面值之差額。

合併儲備

合併儲備主要來自截至二零一六年三月 三十一日止年度就本公司股份於聯交所 上市進行之重組項下的交易。

匯兑儲備

匯兑儲備包括換算海外業務財務報表所 產生的匯兑差額。

法定儲備

法定儲備指按照中國有關法例規定,將 中國附屬公司的溢利分配至不可分派儲 備金賬。

保留溢利

保留溢利為於損益中確認的累計收益及 虧損淨額。

14. GUARANTEE

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

14. 擔保

本集團就以本集團若干建造合約之客戶為受益人發出的擔保保函提供擔保。本集團已無條件及不可撤回地同意向銀行(作為保函發出人)就保函可能產生的索賠及虧損作出賠償。於報告期末的該等擔保詳情如下:

| As at | As at |
|--------------|-----------|
| 30 September | 31 March |
| 2025 | 2025 |
| 於二零二五年 | 於二零二五年 |
| 九月三十日 | 三月三十一日 |
| (Unaudited) | (Audited) |
| (未經審核) | (經審核) |
| HK\$'000 | HK\$'000 |
| 千港元 | 千港元 |
| | |

Aggregate value of the surety bonds 以客戶為受益人發出的擔保保 issued in favour of customers 函的總值

20,839

20.839

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

誠如董事所評估,由於本集團不太可能 無法實現相關合約的履約要求,銀行應 不會就擔保合約之損失向本集團提出索 償。因此,並無就本集團於擔保項下之 責任作出撥備。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED) 簡明綜合財務報表附註(續)

15. LITIGATIONS

As at 30 September 2025, there was no any pending legal case with material claim amount against the Group.

16. RELATED PARTY TRANSACTIONS

During the six months period ended 30 September 2025 and 2024, the Group entered into the following transactions with related parties:

The remuneration of directors and other members of key management during the periods was as follows:

15. 訴訟

於二零二五年九月三十日,概無任何針對本集團的重大索賠待決法律案件。

16. 關聯方交易

截至二零二五年及二零二四年九月三十日止六個月期間,本集團與關聯方訂立 以下交易:

董事及其他主要管理人員於期內的薪酬如下:

Six months ended 30 September 截至九月三十日止六個月

| 截至九月三十日. 2025 二零二五年 (Unaudited) (未經審核) HK\$'000 千港元 | 止六個月 2024 二零二四年 (Unaudited) (未經審核) HK\$'000 千港元 |
|---|---|
| 5,280 _ | 10,783 |
| 5,280 | 10,800 |

17. EVENT AFTER THE REPORTING PERIOD

Salaries, allowances and benefits

contribution retirement plan

Contributions to defined

No event has occurred after 30 September 2025 and up to the date of this report which would have a material effect on the Group.

薪金、津貼及福利

界定供款退休計劃供款

17. 報告期後事項

於二零二五年九月三十日後及直至本報 告日期,概無發生對本集團造成重大影 響的事項。

