



Boltek Holdings Limited
寶燧控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock code 股份代號: 8601



2022 Interim
Report
中期報告

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This report, for which the directors (the “Directors”) of Boltek Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

香港聯合交易所有限公司(「聯交所」)GEM的特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於GEM上市公司普遍為中小型公司，在GEM買賣的證券可能會較於聯交所主板買賣之證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

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本報告的資料乃遵照聯交所的《GEM證券上市規則》(「GEM上市規則」)而刊載，旨在提供有關寶燧控股有限公司(「本公司」，連同其附屬公司「本集團」)的資料；本公司的董事(「董事」)願就本報告的資料共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成分，且並無遺漏任何事項，足以令致本報告或其所載任何陳述產生誤導。

CONTENTS 目錄

3	公司資料	Corporate Information
6	簡明綜合損益及其他全面收益表 (未經審核)	Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income (Unaudited)
7	簡明綜合財務狀況表 (未經審核)	Condensed Consolidated Statement of Financial Position (Unaudited)
8	簡明綜合權益變動表 (未經審核)	Condensed Consolidated Statement of Changes in Equity (Unaudited)
9	簡明綜合現金流量表 (未經審核)	Condensed Consolidated Statement of Cash Flow (Unaudited)
10	未經審核簡明綜合財務報表附註	Notes to the Unaudited Condensed Consolidated Financial Statements
26	管理層討論及分析	Management Discussion and Analysis
32	權益披露及其他資料	Disclosure of Interests and Other Information

CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Cheung Kwan Tar

Mr. Ng Pak Hung

Independent non-executive Directors

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackision

Ms. Chik Wai Chun

AUDIT COMMITTEE

Ms. Chik Wai Chun (*Chairlady*)

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackision

NOMINATION COMMITTEE

Mr. Cheung Kwan Tar (*Chairman*)

Mr. Chan Yu Sum Sam

Mr. Chan Kai Kow Mackision

REMUNERATION COMMITTEE

Mr. Chan Yu Sum Sam (*Chairman*)

Mr. Cheung Kwan Tar

Mr. Chan Kai Kow Mackision

COMPLIANCE OFFICER

Mr. Cheung Kwan Tar

COMPANY SECRETARY

Mr. Yu Chun Kit

AUTHORISED REPRESENTATIVE

Mr. Cheung Kwan Tar

Mr. Yu Chun Kit

公司資料

董事會

執行董事

張群達先生

吳柏鴻先生

獨立非執行董事

陳如森先生

陳啟球先生

戚偉珍女士

審核委員會

戚偉珍女士 (*主席*)

陳如森先生

陳啟球先生

提名委員會

張群達先生 (*主席*)

陳如森先生

陳啟球先生

薪酬委員會

陳如森先生 (*主席*)

張群達先生

陳啟球先生

合規主任

張群達先生

公司秘書

余俊傑先生

授權代表

張群達先生

余俊傑先生

AUDITOR

Grant Thornton Hong Kong Limited

11th Floor, Lee Garden Two
28 Yun Ding Road, Causeway Bay
Hong Kong

LEGAL ADVISER

As to Cayman Islands law

Appleby
Suites 4201-03 & 12, 42/F
One Island East, Taikoo Place
18 Westlands Road
Quarry Bay, Hong Kong

REGISTERED OFFICE IN THE CAYMAN ISLANDS

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

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

5/F, Winning Commercial Building
46-48 Hillwood Road
Tsim Sha Tsui, Kowloon
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
P.O. Box 1350
Grand Cayman KY1-1108
Cayman Islands

核數師

致同(香港)會計師事務所有限公司

香港
銅鑼灣恩平道28號
利園二期11樓

法律顧問

有關開曼群島法律
毅柏律師事務所
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太古坊港島東中心
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開曼群島註冊辦事處

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

香港總部及主要營業地點

香港
九龍尖沙咀
山林道46-48號
運通商業大廈5樓

開曼群島股份過戶登記總處

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
P.O. Box 1350
Grand Cayman KY1-1108
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Boardroom Share Registrars (HK) Limited
2103B, 21/F, 148 Electric Road
North Point, Hong Kong

PRINCIPAL BANKER

Bank of China (Hong Kong) Limited
Bank of China Tower
1 Garden Road
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COMPANY'S WEBSITE

www.boltekholdings.com

STOCK CODE

8601

香港股份過戶登記分處

寶德隆證券登記有限公司
香港北角
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主要往來銀行

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香港
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中銀大廈

公司網站

www.boltekholdings.com

股份代號

8601

The board of Directors (the "Board") is pleased to present the unaudited condensed consolidated results of the Company and its subsidiaries for the three months and six months ended 30 June 2022, together with the unaudited comparative figures for the three months and six months ended 30 June 2021, as follows:

董事會（「董事會」）欣然呈報本公司及其附屬公司截至二零二二年六月三十日止三個月及六個月的未經審核簡明綜合業績，連同截至二零二一年六月三十日止三個月及六個月的未經審核比較數字如下：

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and six months ended 30 June 2022

簡明綜合損益及其他全面收益表

截至二零二二年六月三十日止三個月及六個月

		Notes 附註	Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
			2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)	2022 二零二二年 HK\$'000 千港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	3	41,871	29,960	78,839	61,580
Cost of services	服務成本		(27,466)	(19,068)	(50,134)	(38,746)
Gross profit	毛利		14,405	10,892	28,705	22,834
Other income and other gain	其他收入及其他收益	3	378	142	1,011	307
Administrative expenses	行政開支		(8,116)	(5,639)	(14,104)	(11,986)
Finance costs	融資成本		(27)	(19)	(51)	(36)
Profit before income tax	除所得稅前溢利	5	6,640	5,376	15,561	11,119
Income tax expenses	所得稅開支	6	(1,205)	(1,028)	(2,430)	(1,902)
Profit and total comprehensive income for the period attributable to equity holders of the Company	本公司權益持有人應佔期內溢利及全面收益總額		5,435	4,348	13,131	9,217
Earning per share attributable to equity holders of the Company	本公司權益持有人應佔每股盈利					
Basic and diluted (HK cents per share)	基本及攤薄(每股港仙)	7	0.68	0.54	1.64	1.15

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2022

簡明綜合財務狀況表

於二零二二年六月三十日

			As at 30 June 2022 於二零二二年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2021 於二零二一年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
ASSETS AND LIABILITIES	資產及負債			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		7,515	8,609
			7,515	8,609
Current assets	流動資產			
Contract assets	合約資產		21,057	19,826
Trade and other receivables	貿易及其他應收款項	9	48,065	44,772
Time deposit with original maturity over 3 months	原到期日超過3個月的定期存款		46,830	46,753
Cash and cash equivalents	現金及現金等價物		79,016	74,294
			194,968	185,645
Current liabilities	流動負債			
Contract liabilities	合約負債		146	134
Provisions	撥備		2,198	2,231
Trade and other payables	貿易及其他應付款項	10	7,903	10,273
Lease liability	租賃負債		3,781	3,476
Amount due to a director	應付一名董事款項		-	4,130
Tax payable	應付稅項		2,846	416
			16,874	20,660
Net current assets	流動資產淨值		178,094	164,985
Total assets less current liabilities	總資產減流動負債		185,609	173,594
Non-current liabilities	非流動負債			
Lease liability	租賃負債		921	2,037
Deferred tax liabilities	遞延稅項負債		162	162
			1,083	2,199
Net assets	資產淨值		184,526	171,395
EQUITY	權益			
Share capital	股本	11	8,000	8,000
Reserves	儲備	12	176,526	163,395
Total equity	權益總額		184,526	171,395

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 June 2022

簡明綜合權益變動表

截至二零二二年六月三十日止六個月

		Share Capital 股本 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 January 2022 (Audited)	於二零二二年一月一日 結餘(經審核)	8,000	17,000	64,668	81,727	171,395
Profit and total comprehensive income for the period	期內溢利及全面收益 總額	-	-	-	13,131	13,131
Balance at 30 June 2022 (Unaudited)	於二零二二年 六月三十日 結餘(未經審核)	8,000	17,000	64,668	94,858	184,526

For the six months ended 30 June 2021

截至二零二一年六月三十日止六個月

		Share Capital 股本 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
Balance at 1 January 2021 (Audited)	於二零二一年一月一日 結餘(經審核)	8,000	17,000	64,668	61,495	151,163
Profit and total comprehensive income for the period	期內溢利及全面收益 總額	-	-	-	9,217	9,217
Balance at 30 June 2021 (Unaudited)	於二零二一年 六月三十日 結餘(未經審核)	8,000	17,000	64,668	70,712	160,380

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

簡明綜合現金流量表(未經審核)

		Six months ended 30 June	
		截至六月三十日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
Net cash generated from operating activities	經營活動所得現金淨額	7,213	11,062
Net cash used in investing activities	投資活動所用現金淨額	(496)	(152)
Net cash used in financing activities	融資活動所用現金淨額	(1,995)	(1,714)
Increase in cash and cash equivalents	現金及現金等價物增加	4,722	9,196
Cash and cash equivalents at beginning of the period	期初現金及現金等價物	74,294	103,365
Cash and cash equivalents at end of the period	期末現金及現金等價物	79,016	112,561

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2022

未經審核簡明綜合財務報表 附註

截至二零二二年六月三十日止六個月

1. CORPORATE INFORMATION

The Company was incorporated as an exempted company with limited liability in the Cayman Islands under the Companies Law of the Cayman Islands on 18 April 2018. The address of registered office is located at Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands. The principal place of business of the Company is located at 5/F, Winning Commercial Building, 46–48 Hillwood Road, Tsim Sha Tsui, Kowloon, Hong Kong.

The Company is an investment holding company. The Group is principally engaged in provision of engineering consultancy services in Hong Kong.

The Company's immediate and ultimate holding company is Waywin Investment Holding Limited, a company incorporated in the British Virgin Islands (the "BVI"). The ultimate controlling shareholder of the Group is Mr. Cheung Kwan Tar ("Mr. Cheung" or "Controlling Shareholder").

1. 公司資料

本公司於二零一八年四月十八日在開曼群島根據開曼群島公司法註冊成立為獲豁免有限公司。註冊辦事處地址為Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman KY1-1108, Cayman Islands。本公司主要營業地點位於香港九龍尖沙咀山林道46–48號連通商業大廈5樓。

本公司為一家投資控股公司。本集團主要從事於香港提供工程顧問服務。

本公司的直接及最終控股公司為煒榮投資控股有限公司，該公司為一家於英屬處女群島（「英屬處女群島」）註冊成立的公司。本集團的最終控股股東為張群達先生（「張先生」或「控股股東」）。

2. BASIS OF PREPARATION AND REORGANISATION

The unaudited condensed consolidated financial statements for the six months ended 30 June 2022 have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure requirements of the GEM Listing Rules.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company and its subsidiaries, and all values are rounded to the nearest thousands (“HK\$’000”), except where otherwise indicated.

The unaudited condensed consolidated financial statements should be read in conjunction with the audited consolidated financial information for the year ended 31 December 2021 as set out in the annual report of the Company dated 25 March 2022 (“Annual Report”), the unaudited consolidated financial information for the period ended 31 March 2022 as set out in the first quarterly report of the Company dated 6 May 2022, the unaudited consolidated financial information for the period ended 30 June 2021 as set out in the interim report of the Company dated 6 August 2021.

Except as described below, the accounting policies used in the financial highlights for the six months ended 30 June 2022 are the same as those followed in the preparation of the Annual Report.

2. 編製基準及重組

截至二零二二年六月三十日止六個月的未經審核簡明綜合財務報表乃根據香港會計師公會（「香港會計師公會」）頒佈的香港財務報告準則（「香港財務報告準則」）及GEM上市規則的適用披露規定編製。

該等未經審核簡明綜合財務報表乃以港元（「港元」）呈列，該貨幣亦為本公司及其附屬公司的功能貨幣，除非另有指明，所有金額均約整至最接近之千元（「千港元」）。

該等未經審核簡明綜合財務報表應與本公司日期為二零二二年三月二十五日的年報（「年報」）所載截至二零二一年十二月三十一日止年度的經審核綜合財務資料、本公司日期為二零二二年五月六日的第一季度報告所載截至二零二二年三月三十一日止期間的未經審核綜合財務資料及本公司日期為二零二一年八月六日的中報所載截至二零二一年六月三十日止期間的未經審核綜合財務資料一併閱讀。

除下文所述外，截至二零二二年六月三十日止六個月之財務概要所應用之會計政策與編製年報所採納者完全一致。

2. BASIS OF PREPARATION AND REORGANISATION (CONTINUED)

Pursuant to the reorganisation of the Group in connection with the listing of the shares of the Company on GEM (the “Reorganisation”), the Company became the holding company of the companies now comprising the Group on 10 August 2018. Details of the Reorganisation are set out in the section headed “History, Reorganisation and Corporate Structure – Reorganisation” in the prospectus of the Company dated 29 August 2018 (“Prospectus”).

The Group is under the common control of the Controlling Shareholder prior to and after the Reorganisation. The Group comprising the Company and its subsidiaries resulting from the Reorganisation is regarded as a continuing entity. Accordingly, the unaudited combined financial statements of the Group have been prepared using the principles of merger accounting in accordance with Hong Kong Accounting Guideline 5 “Merger Accounting for Common Control Combinations” issued by HKICPA as if the group structure under the Reorganisation had been in existence throughout the periods presented, or since their respective dates of incorporation, where it is a shorter period. The assets and liabilities of all the companies now comprising the Group are consolidated using the book values from the Controlling Shareholder’s perspective.

2. 編製基準及重組(續)

根據涉及本公司股份在GEM上市的本集團重組(「重組」)，本公司於二零一八年八月十日成為現時組成本集團的公司的控股公司。重組的詳情載列於本公司日期為二零一八年八月二十九日的招股章程(「招股章程」)「歷史、重組及公司架構－重組」一節。

本集團於重組前後受控股股東共同控制。重組而成的本集團(包括本公司及其附屬公司)被視為持續經營實體。因此，本集團的未經審核合併財務報表已根據香港會計師公會頒佈的香港會計指引第5號「共同控制合併的合併會計法」使用合併會計原則編製，猶如重組項下的集團架構於所呈列的整個期間或自各公司各自註冊成立日期以來(以較短期間為準)一直存在。本集團現時旗下所有公司的資產及負債乃使用控股股東認可的賬面值合併入賬。

3. REVENUE AND OTHER INCOME

3.1 Revenue

The Group's principal activities are disclosed in Note 1 of the unaudited condensed consolidated financial statements. Revenue is recognised over time and is disaggregated by nature of engineering design and consultancy services as follows:

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		HKS'000	HKS'000	HKS'000	HKS'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Civil engineering	土木工程				
– Road & structural engineering	– 道路及結構工程	27,296	18,179	52,185	37,366
– Geotechnical engineering	– 岩土工程	4,732	2,597	8,910	5,338
– Others	– 其他	2,632	1,884	4,955	3,872
		34,660	22,660	66,050	46,576
Traffic engineering	交通工程	5,334	6,288	9,256	12,923
Building engineering	樓宇工程	1,554	539	2,925	1,109
Other ancillary services	其他配套服務	323	473	608	972
		41,871	29,960	78,839	61,580

Under the contracts with customers, each engineering design and consultancy service contract relates to facts and circumstances that are specific to each customer. Contract terms provide the Group with an enforceable right to payment, for its performance completed to date, of its costs incurred plus a reasonable margin.

3. 收益及其他收入

3.1 收益

本集團主要業務於未經審核簡明綜合財務報表附註1披露。收益於一段時間內確認及按照工程設計及顧問服務的性質分類如下：

根據與客戶的合約，各工程設計及顧問服務合約與對每名客戶而言屬特殊的事實及情況有關。合約條款為本集團提供一項可執行權利，以就其迄今已完成的履約獲得其已產生費用加合理溢利率的付款。

3. REVENUE AND OTHER INCOME (CONTINUED)

3.1 Revenue (continued)

Remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) as at 30 June 2022.

3. 收益及其他收入(續)

3.1 收益(續)

剩餘履約責任

下表包括預期將於日後確認且有關於二零二二年六月三十日尚未清償(或部分尚未清償)的履約責任之收益。

		At 30 June 2022 於二零二二年 六月三十日 HK\$'000 千港元 (Unaudited) (未經審核)
Remaining performance obligations expected to be satisfied during the year ending	預期將於截至以下日期止年度清償的剩餘履約責任	
30 June 2023	二零二三年六月三十日	136,319
30 June 2024	二零二四年六月三十日	36,655
After 30 June 2024	二零二四年六月三十日後	8,525
		181,499

3. REVENUE AND OTHER INCOME (CONTINUED)

3. 收益及其他收入(續)

3.2 Other Income

3.2 其他收入

		Three months ended 30 June 截至六月三十日止三個月		Six months ended 30 June 截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Bank interest income	銀行利息收入	41	47	234	71
Government subsidies (note a)	政府補貼(附註a)	135	95	575	236
COVID-19 related government subsidies (note b)	COVID-19相關政府補貼(附註b)	202	-	202	-
		378	142	1,011	307

Notes:

附註：

- (a) Subsidies have been received from the Hong Kong Vocational Training Council and the Construction Industry Council, institutions established by the Hong Kong Government (the "HKSAR Government"), for providing on-the-job training for graduate engineers and trainees, respectively. There were no unfulfilled conditions or contingencies relating to these subsidies.
- (b) During the period ended 30 June 2022, government subsidies in respect of COVID-19 in relation to Employment Support Scheme provided by the HKSAR Government have been received.

- (a) 自香港職業訓練局及建造業議會獲得補貼。該等機構乃香港政府(「香港政府」)為向見習工程師及實習生提供在職培訓而設立。概無有關該等補貼的未達成條件或或然事項。
- (b) 截至二零二二年六月三十日止期間，已獲得香港政府提供有關保就業計劃的COVID-19的相關政府補貼。

4. SEGMENT INFORMATION

Segment information

The chief operating decision maker has been identified as the executive directors of the Company. The directors regard the Group's business of provision of engineering design and consultancy services as a single operating segment and reviews the overall results of the Group as a whole to make decision about resources allocation. Accordingly, no segment analysis information is presented.

Geographical information

No separate analysis of segment information by geographical segment is presented as the Group's revenue and non-current assets are principally attributable to a single geographical region, which is Hong Kong.

4. 分部資料

分部資料

主要經營決策者被認為本公司執行董事。董事將本集團提供工程設計及顧問服務的業務視為單一經營分部，並審閱本集團整體之業績，以就資源分配作出決策。因此，並無呈列分部分析資料。

地理資料

由於本集團的收益及非流動資產主要屬於單一地理區域(香港)，故並無呈列按地理分部劃分的分部資料獨立分析。

5. PROFIT BEFORE INCOME TAX

5. 除所得稅前溢利

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Profit before income tax is stated after charging:	除所得稅前溢利經扣除以下各項後得出：				
(a) Staff costs (including directors' emoluments) (Note (i))	(a) 員工成本(包括董事酬金)(附註(i))				
- Salaries, wages, bonus and other benefits	- 薪金、工資、花紅及其他福利	24,981	18,400	43,434	36,901
- Contributions to defined contribution retirement plans	- 向界定供款退休計劃供款	604	484	1,146	1,014
		25,585	18,884	44,580	37,915
(b) Other items	(b) 其他項目				
Depreciation (included in administrative expenses)	折舊(計入行政開支)				
- Owned assets	- 自有資產	433	322	755	643
- Right of use asset	- 使用權資產	1,297	908	1,944	1,529
Subconsultancy fees (included in cost of services)	分包顧問費(計入服務成本)	4,172	1,988	6,774	4,590
Auditor's remuneration	核數師酬金	257	160	407	310
Operating lease charges in respect of leased premises	有關租賃物業的經營租賃開支	129	62	132	113

Note:

附註：

(i) Staff costs (including directors' emoluments)

(i) 員工成本(包括董事酬金)

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Cost of services	服務成本	22,924	16,725	39,764	33,602
Administrative expenses	行政開支	2,661	2,159	4,816	4,313
		25,585	18,884	44,580	37,915

6. INCOME TAX EXPENSE

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Current tax – Hong Kong Profits Tax	當期稅項—香港利得稅	1,205	1,027	2,430	1,900
Deferred income tax	遞延所得稅	-	1	-	2
		1,205	1,028	2,430	1,902

Hong Kong profits tax has been provided in accordance with the two-tiered profits tax regime for the six months ended 30 June 2022 and 2021.

截至二零二二年及二零二一年六月三十日止六個月，香港利得稅乃按兩級利得稅制度計提撥備。

7. EARNING PER SHARE

The calculation of basic earning per share attributable to equity holders of the Company is based on the following:

7. 每股盈利

本公司權益持有人應佔每股基本盈利乃根據以下各項計算：

		Three months ended 30 June		Six months ended 30 June	
		截至六月三十日止三個月		截至六月三十日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Earning	盈利				
Profit for the period attributable to equity holders of the Company	本公司權益持有人應佔期內溢利	5,435	4,348	13,131	9,217
Number of shares	股份數目				
Weighted average number of ordinary shares (in thousands)	普通股加權平均數(千股)	800,000	800,000	800,000	800,000

7. EARNING PER SHARE (CONTINUED)

There were no dilutive potential ordinary shares during the three months and six months ended 30 June 2022 and 2021 and therefore, diluted earning per share equals to basic earning per share.

Diluted earnings per share

The Group has no potentially dilutive ordinary shares in issue during the three months and six months ended 30 June 2022 and 2021. Diluted earnings per share for the three months and six months ended 30 June 2022 and 2021 were the same as the basic earnings per share.

8. DIVIDEND

No dividends have been proposed or paid by the Company or any of its subsidiaries during the six months ended 30 June 2022 (six months ended 30 June 2021: nil).

7. 每股盈利(續)

於截至二零二二年及二零二一年六月三十日止三個月及六個月概無潛在攤薄普通股，因此，每股攤薄盈利等於每股基本盈利。

每股攤薄盈利

截至二零二二年及二零二一年六月三十日止三個月及六個月，本集團並無已發行潛在攤薄普通股。截至二零二二年及二零二一年六月三十日止三個月及六個月，每股攤薄盈利與每股基本盈利相同。

8. 股息

截至二零二二年六月三十日止六個月，本公司或其任何附屬公司並無擬派或派付股息(截至二零二一年六月三十日止六個月：無)。

9. TRADE AND OTHER RECEIVABLES

9. 貿易及其他應收款項

		As at 30 June 2022 於二零二二年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2021 於二零二一年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables	貿易應收款項	44,696	39,876
Less: ECL allowance	減：預期信貸虧損撥備	(1,479)	(1,479)
		43,217	38,397
Other receivables	其他應收款項	4,062	5,831
Prepayments	預付款項	614	414
Utility and other deposits	公用事業及其他按金	172	130
		48,065	44,772

The directors of the Group consider that the fair values of trade and other receivables are not materially different from their carrying amounts, because their balances have short maturity periods on their inception.

Trade receivables

The Group usually provide customers with a credit term of 0 to 60 days. For the settlement of trade receivables from provision of engineering consultancy services, the Group usually reaches an agreement on the term of each payment with the customer by taking into account of factors such as, among other things, the credit history of the customer, its liquidity position and the Group's working capital needs, which varies on a case-by-case basis that requires the judgment and experience of the management.

本集團董事認為，由於貿易及其他應收款項的結餘於產生初期的到期期限較短，故其公平值與其賬面值並無重大差異。

貿易應收款項

本集團通常向客戶提供0至60日的信貸期。就結算提供工程顧問服務的貿易應收款項而言，本集團通常就每筆付款的年期與客戶達成協議，計及（其中包括）客戶的信貸記錄、流動資金狀況及本集團營運資金需求（按個別情況而有所不同）等因素，並須依靠管理層的判斷及經驗。

9. TRADE AND OTHER RECEIVABLES (CONTINUED)

Based on the invoice dates, the ageing analysis of the trade receivables was as follows:

		As at 30 June 2022 於二零二二年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2021 於二零二一年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	11,697	10,623
31 – 60 days	31至60日	10,050	9,110
61 – 90 days	61至90日	4,185	3,555
91 – 365 days	91至365日	12,739	10,898
Over 365 days	超過365日	4,546	4,211
		43,217	38,397

Other receivables

No amounts in relation to other receivables were past due as at 30 June 2022 and 31 December 2021.

9. 貿易及其他應收款項(續)

根據發票日期，貿易應收款項的賬齡分析如下：

		As at 30 June 2022 於二零二二年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2021 於二零二一年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	11,697	10,623
31 – 60 days	31至60日	10,050	9,110
61 – 90 days	61至90日	4,185	3,555
91 – 365 days	91至365日	12,739	10,898
Over 365 days	超過365日	4,546	4,211
		43,217	38,397

其他應收款項

並無有關其他應收款項的金額於二零二二年六月三十日及二零二一年十二月三十一日逾期。

10. TRADE AND OTHER PAYABLES

10. 貿易及其他應付款項

		As at 30 June 2022 於二零二二年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2021 於二零二一年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
Trade payables (note (a))	貿易應付款項 (附註(a))	1,082	1,353
Accruals and other payables	應計費用及其他應付款項	6,821	8,920
		7,903	10,273

Notes:

- (a) The Group is usually granted by suppliers with a credit term of 0 to 30 days.

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

附註：

- (a) 供應商授予本集團的信貸期限一般為0至30日。

貿易應付款項按發票日期的賬齡分析如下：

		As at 30 June 2022 於二零二二年 六月 三十日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 December 2021 於二零二一年 十二月 三十一日 HK\$'000 千港元 (Audited) (經審核)
0 – 30 days	0至30日	–	681
31 – 60 days	31至60日	–	130
61 – 90 days	61至90日	–	–
91 – 365 days	91至365日	811	340
Over 365 days	超過365日	271	202
		1,082	1,353

- (b) All amounts are short-term and hence, the carrying values of the Group's trade payables and accruals and other payables are considered to be a reasonable approximation of fair value.

- (b) 所有款項均為短期，因此，本集團貿易應付款項及應計費用以及其他應付款項的賬面值被視為公平值的合理近似值。

11. SHARE CAPITAL

11. 股本

		Number of shares 股份數目	HK\$'000 千港元
Authorised:	法定：		
Ordinary shares of HK\$0.01 each upon incorporation on 18 April 2018 (Note (a))	於二零一八年四月十八日註冊 成立時每股0.01港元的普 通股(附註(a))	10,000,000	100
Increase of authorised share capital (Note (b)(ii))	增加法定股本(附註(b)(ii))	1,490,000,000	14,900
As at 31 December 2021 and 30 June 2022	於二零二一年十二月三十一日 及二零二二年六月三十日	1,500,000,000	15,000
Issued but not paid up:	已發行惟未繳足：		
Ordinary shares of HK\$0.01 each upon incorporation on 18 April 2018 (Note (a))	於二零一八年四月十八日註冊 成立時每股0.01港元的普 通股(附註(a))	1	-
Transfer to issued and fully paid upon Reorganisation (Note (b)(i))	於重組後轉撥至已發行及繳足 (附註(b)(i))	(1)	-
As at 31 December 2021 and 30 June 2022	於二零二一年十二月三十一日 及二零二二年六月三十日	-	-
Issued and fully paid:	已發行及繳足：		
Ordinary shares of HK\$0.01 each upon incorporation on 18 April 2018 (Note (a))	於二零一八年四月十八日註冊 成立時每股0.01港元的普 通股(附註(a))	-	-
Transfer from issued and not paid upon the Reorganisation (Note (b)(i))	於重組後自己已發行及 未繳股款轉出(附註(b)(i))	1	-*
Issuance of ordinary shares (Note (b)(i))	發行普通股(附註(b)(i))	1,999	-*
Issuance of ordinary shares pursuant to the Capitalisation Issue (Note (b)(iii))	根據資本化發行發行普通股 (附註(b)(iii))	599,998,000	6,000
Issuance of ordinary shares pursuant to the Share Offer (Note (c))	根據股份發售發行普通股 (附註(c))	200,000,000	2,000
As at 31 December 2021 and 30 June 2022	於二零二一年十二月三十一日 及二零二二年六月三十日	800,000,000	8,000

* The balances represented an amount less than HK\$1,000.

* 該等結餘指少於1,000港元的金額。

11. SHARE CAPITAL (CONTINUED)

Notes:

- (a) The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands on 18 April 2018 with an initial authorised share capital of HK\$100,000 divided into 10,000,000 ordinary shares of HK\$0.01 each and 1 nil-paid share was issued thereafter.
- (b) As part of the Reorganisation for the Listing:
- (i) On 10 August 2018, 1,999 new ordinary shares and the one issued ordinary share were credited as fully paid.
- (ii) On 20 August 2018, the authorised share capital was increased from HK\$100,000 divided into 10,000,000 ordinary shares of par value HK\$0.01 each to HK\$15,000,000 divided into 1,500,000,000 ordinary shares of par value HK\$0.01 each, by the creation of an additional 1,490,000,000 shares.
- (iii) On 20 August 2018, 599,998,000 new ordinary shares of nominal value of HK\$5,999,980 were issued and credited as fully paid, by way of capitalisation from the share premium account of the Company, pursuant to the Capitalisation Issue as detailed in the Prospectus.
- (c) On 12 September 2018, 200,000,000 new ordinary shares of par value of HK\$0.01 each share were issued at a price of HK\$0.4 per share and credited as fully paid pursuant to the Share Offer as detailed in the Prospectus. The gross proceeds amounted to HK\$80,000,000 and the listing costs directly attributable to the issue of shares amounted to approximately HK\$7,332,000. The remaining proceeds amounted to approximately HK\$70,668,000 were credited to the Company's share premium account.
- (d) On 27 February 2018, the same capital of Mannings was increased by HK\$4,999,900 with allotment of 4,999,900 ordinary shares by capitalising HK\$4,999,900 of amounts due to the then shareholder ("Loan Capitalisation").
- (e) In March 2018, as part of the Reorganisation, (i) Richness Universal was authorised to allot and issue, credited as fully paid, a total of 482 ordinary shares of US\$1 each to Pre-IPO Investors at consideration of HK\$12,000,000 ("Pre-IPO Investments"); and (ii) 518 new ordinary shares and 98 new ordinary shares of Richness Universal, credited as fully paid at par, were allotted to Mr. Cheung Kwan Tar and a Pre-IPO Investor respectively, by way of bonus issue ("Bonus Shares").

11. 股本(續)

附註：

- (a) 本公司於二零一八年四月十八日根據開曼群島公司法於開曼群島註冊成立為獲豁免有限公司，初步法定股本為100,000港元(分為10,000,000股每股面值0.01港元的普通股)，其後發行1股未繳股款股份。
- (b) 作為籌備上市所進行之重組之一環：
- (i) 於二零一八年八月十日，1,999股新普通股及1股已發行普通股已入賬列作繳足。
- (ii) 於二零一八年八月二十日，透過增設額外1,490,000,000股股份，法定股本由100,000港元(分為10,000,000股每股面值0.01港元之普通股)增至15,000,000港元(分為1,500,000,000股每股面值0.01港元之普通股)。
- (iii) 於二零一八年八月二十日，根據招股章程詳述之資本化發行，透過資本化本公司的股份溢價賬，599,998,000股面值為5,999,980港元之新普通股已發行並入賬列作繳足。
- (c) 於二零一八年九月十二日，根據招股章程詳述之股份發售，面值為每股0.01港元之200,000,000股新普通股已按每股0.4港元的價格發行並入賬列作繳足。所得款項總額為80,000,000港元及發行股份直接應佔上市成本約為7,332,000港元。所得款項餘額約70,668,000港元計入本公司的股份溢價賬。
- (d) 於二零一八年二月二十七日，透過資本化應付當時股東款項4,999,900港元而配發4,999,900股普通股之方式，萬利仕相同的股本增加4,999,900港元(「貸款資本化」)。
- (e) 於二零一八年三月，作為重組之一部分，(i) Richness Universal獲授權配發及發行合共482股每股面值1美元入賬列作繳足之普通股予首次公開發售前投資者，代價為12,000,000港元(「首次公開發售前投資」)；及(ii) Richness Universal之518股新普通股及98股新普通股已透過紅股(「紅股」)發行之方式分別配發予張群達先生及首次公開發售前投資者，該等股份已按面值入賬列作繳足。

12. RESERVES

The amounts of the Group's reserves and the movements during the periods are presented in the condensed consolidated statement of changes in equity of the condensed consolidated financial statements.

(a) Capital reserve

Capital reserve of the Group as at 30 June 2022 represents the difference between the nominal value of the share capital of subsidiaries acquired by the Group and the nominal value of the Company's shares issued for the acquisition under the Reorganisation.

(b) Share premium

The share premium includes (i) the difference between the par value of the shares of the Company and net proceeds received from the issuance of the shares of the Company as detailed in Note 11(c) less the Capitalisation Issue as detailed in Note 11(b)(iii).

Under the Companies Law of the Cayman Islands, the share premium account of the Company may be applied for payment of distributions or dividends to the shareholders provided that immediately following the date on which the distribution or dividend is proposed to be paid, the Company is able to pay its debts as they fall due in the ordinary course of business.

12. 儲備

本集團於期內的儲備金額及變動乃於簡明綜合財務報表的簡明綜合權益變動表呈列。

(a) 資本儲備

本集團於二零二二年六月三十日的資本儲備指本集團所收購附屬公司的股本面值與根據重組進行收購所發行本公司股份的面值之間的差額。

(b) 股份溢價

股份溢價包括(i)本公司股份面值與自發行本公司股份收取的所得款項淨額之間的差額(詳見附註11(c))減資本化發行(詳見附註11(b)(iii))。

根據開曼群島公司法，本公司的股份溢價賬可用於向股東支付分派或股息，惟緊隨建議支付分派或股息日期後，本公司能夠於日常業務過程中償付到期債務。

MANAGEMENT DISCUSSION AND ANALYSIS

DEVELOPMENT OF BUSINESS AND PROSPECTS

The Group is an engineering consultant in Hong Kong with a focus on the field of infrastructure developments.

For the six months ended 30 June 2022, the Group recorded a net profit of approximately HK\$13.1 million as compared to a net profit of approximately HK\$9.2 million for the same period in 2021. The Directors are of the view that the increase was primarily due to the increase in the number of technical staff, which enhanced the productivity of the Group. In view of the fact that there has been an increasing number of project quotation invitations received by the Group from potential and current customers, the Directors are cautiously optimistic about the Group's business outlook.

OUTLOOK

The Group always strives to improve our operation efficiency and profitability of our business. The Group will also proactively seek opportunities to expand our customer base and our market share and undertake more projects which will enhance value to our shareholders.

管理層討論及分析

業務發展及前景

本集團為專注基礎設施發展領域的香港工程顧問。

截至二零二二年六月三十日止六個月，本集團錄得純利約13.1百萬港元，而二零二一年同期錄得純利約9.2百萬港元。董事認為，增加主要是由於技術人員數量的增加提高本集團的生產力所致。鑒於本集團自潛在及現有客戶接獲的項目報價邀請數目日益增加，董事對本集團的業務前景謹慎樂觀。

前景

本集團一直致力於提高業務營運效率及盈利能力。本集團亦將積極尋求機會以擴大客戶群及市場份額，承接更多項目以提升股東價值。

FINANCIAL REVIEW

Revenue

Our revenue increased to approximately HK\$78.8 million for the six months ended 30 June 2022 by approximately HK\$17.3 million or 28.0%, from approximately HK\$61.6 million for the corresponding period ended 30 June 2021. This was principally due to the increase in number of technical staff, which enhanced the productivity of the Group.

Direct Costs

Our direct costs increased to approximately HK\$50.1 million for the six months ended 30 June 2022 by approximately HK\$11.4 million or 29.4%, from approximately HK\$38.7 million for the corresponding period ended 30 June 2021. The increase in costs was mainly due to the increase in number of technical staff and subconsultancy fees.

Gross Profit

Our gross profit increased to approximately HK\$28.7 million for the six months ended 30 June 2022 by approximately HK\$5.9 million or 25.7%, from approximately HK\$22.8 million for the corresponding period ended 30 June 2021. The increase was substantially due to the increase in number of technical staff, which enhanced the productivity of the Group.

Administrative Expenses

Our administrative expenses increased to approximately HK\$14.1 million for the six months ended 30 June 2022, by approximately HK\$2.1 million or 17.7%, from approximately HK\$12.0 million for the corresponding period ended 30 June 2021. The increase was mainly due to the increase in number of staff.

財務回顧

收益

收益由截至二零二一年六月三十日止相應期間的約61.6百萬港元增加約17.3百萬港元或28.0%至截至二零二二年六月三十日止六個月的約78.8百萬港元。這主要由於技術人員數量的增加提高本集團的生產力所致。

直接成本

直接成本由截至二零二一年六月三十日止相應期間的約38.7百萬港元增加約11.4百萬港元或29.4%至截至二零二二年六月三十日止六個月的約50.1百萬港元。成本增加主要由於技術員工人數及分包顧問費增加所致。

毛利

毛利由截至二零二一年六月三十日止相應期間的約22.8百萬港元增加約5.9百萬港元或25.7%至截至二零二二年六月三十日止六個月的約28.7百萬港元。該增加主要由於技術人員數量的增加提高本集團的生產力所致。

行政開支

行政開支由截至二零二一年六月三十日止相應期間的約12.0百萬港元增加約2.1百萬港元或17.7%至截至二零二二年六月三十日止六個月的約14.1百萬港元。出現增加主要由於員工人量增加所致。

Dividend

The Board does not recommend the payment of dividend for the six months ended 30 June 2022.

LIQUIDITY AND FINANCIAL RESOURCES

The Group financed its operations primarily through cash generated from its operating activities.

Cash and cash equivalents and time deposits

As at 30 June 2022, the Group's cash and bank balances and time deposits amounted to HK\$125.8 million (2021: HK\$121.0 million).

Net current assets

As at 30 June 2022, the Group had net current assets of HK\$178.1 million (2021: HK\$165.0 million).

Total equity

The equity of the Group mainly comprises share capital, share premium and reserves. The Group's total equity attributable to owners of the Company amounted to HK\$184.5 million (2021: HK\$171.4 million).

CAPITAL STRUCTURE

There has been no change in the capital structure of the Group during the six months ended 30 June 2022 and up to the date of this report.

股息

董事會並不建議就截至二零二二年六月三十日止六個月派付股息。

流動資金及財務資源

本集團主要透過經營活動所得現金為我們的營運撥付資金。

現金及現金等價物以及定期存款

於二零二二年六月三十日，本集團的現金及銀行結餘以及定期存款為125.8百萬港元（二零二一年：121.0百萬港元）。

流動資產淨值

於二零二二年六月三十日，本集團的流動資產淨值為178.1百萬港元（二零二一年：165.0百萬港元）。

權益總額

本集團的權益主要包括股本、股份溢價及儲備。本公司擁有人應佔本集團的權益總額為184.5百萬港元（二零二一年：171.4百萬港元）。

資本架構

截至二零二二年六月三十日止六個月及直至本報告日期，本集團的資本架構並無發生變動。

TREASURY POLICY

The Group has adopted a conservative approach towards its treasury policies and thus maintained a healthy liquidity position during the six months ended 30 June 2022. 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.

CONTINGENT LIABILITIES

As at 30 June 2022, the Group did not have any contingent liabilities (2021: nil).

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2022, including the Directors, the Group had a total of 322 employees (2021: 287).

The Group recognises employees as valuable assets and the Group's success is underpinned by its employees. In line with the Group's human resource policies, the Group is committed to providing attractive remuneration packages, and a fair and harmonious working environment to safeguard the legitimate rights and interests of employees. The Group regularly reviews the human resource policies which outline the Group's compensation, working hours, rest periods and other benefits and welfare, to ensure compliance with laws and regulations. We always place emphasis on attracting qualified applicants by offering competitive remuneration packages. These packages are reviewed based on employees' performance and reference to prevailing market conditions, and are adjusted in a timely manner to keep them in line with market benchmarking. In addition, the Company has conditionally adopted a share option scheme on 20 August 2018 so as to motivate, attract and retain the right employees.

庫務政策

本集團採納審慎的庫務政策，因此於截至二零二二年六月三十日止六個月維持良好的流動資金狀況。本集團致力透過對其客戶進行持續信貸評估及財務現狀評估以減少信貸風險。為管理流動資金風險，董事會密切監管本集團的流動資金狀況，以確保本集團資產、負債及其他承擔的流動資金架構可滿足其不時的資金需求。

或然負債

於二零二二年六月三十日，本集團並無任何或然負債（二零二一年：無）。

僱員及薪酬政策

於二零二二年六月三十日，包括董事，本集團共有322名僱員（二零二一年：287名）。

本集團視僱員為寶貴資產，且本集團的成功乃由其僱員提供支持而獲得鞏固。與本集團的人力資源政策一致，本集團致力於提供具吸引力的薪酬待遇及公平和諧的工作環境，以保障僱員的合法權利及權益。本集團定期審閱人力資源政策（概述本集團的補償、工時、休息期以及其他利益及福利），以確保符合法律及法規。我們時常著重透過提供具競爭力的薪酬待遇吸引合資格人選。該等待遇乃根據僱員表現及參考現行市況進行審閱，並及時作出調整以令其符合市場標桿。此外，本公司於二零一八年八月二十日有條件採納購股權計劃以激勵、吸引及挽留優秀僱員。

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITIONS OR DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Except on disclosed herein, the Group did not have any significant investments during the six months ended 30 June 2022 and did not have any material acquisition and disposal of subsidiary, associates or joint ventures during the six months ended 30 June 2022.

CAPITAL RISK MANAGEMENT AND FINANCIAL RISK MANAGEMENT

Capital management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance.

The management of the Group reviews the capital structure from time to time. As a part of this review, the management considers the cost of capital and the risks associated with each class of capital.

Gearing ratio

Gearing ratio is calculated as total borrowings (including payables incurred not in the ordinary course of business) divided by the total equity as at the respective reporting dates. As at 30 June 2022 the Group's gearing ratio was nil (2021: nil).

對附屬公司、聯營公司及合營企業進行的重大投資、重大收購或出售

除本報告所披露者外，本集團於截至二零二二年六月三十日止六個月並無作出任何重大投資，且於截至二零二二年六月三十日止六個月並無對附屬公司、聯營公司或合營企業進行任何重大收購及出售。

資本風險管理及財務風險管理

資本管理

本集團對其資本進行管理以確保其能夠持續經營，並透過優化債務及權益結餘為股東帶來最大回報。

本集團管理層不時對資本架構進行審閱。作為審閱的一部分，管理層考慮資本成本及與各類別資本有關的風險。

資產負債比率

資產負債比率乃按各報告日期的借款總額（包括並非於日常業務過程中產生的應付款項）除以權益總額計算。於二零二二年六月三十日，本集團的資產負債比率為零（二零二一年：零）。

COMPETITION AND CONFLICT OF INTERESTS

None of the Directors, the controlling shareholders of the Company or any of their respective close associates (as defined in the GEM Listing Rules) has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group, or has any other conflict of interests with the Group as required to be disclosed pursuant to Rule 11.04 of the GEM Listing Rules during the six months ended 30 June 2022.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 June 2022.

競爭及權益衝突

截至二零二二年六月三十日止六個月，董事、本公司控股股東或彼等各自任何緊密聯繫人（定義見GEM上市規則）概無進行與本集團業務直接或間接構成競爭或可能構成競爭的任何業務，或與本集團產生根據GEM上市規則第11.04條須予披露之任何其他利益衝突。

購買、出售或贖回本公司的上市證券

截至二零二二年六月三十日止六個月期間，本公司及其任何附屬公司概無購買、出售或贖回任何本公司的上市證券。

DISCLOSURE OF INTERESTS AND OTHER INFORMATION

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

As at 30 June 2022, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to the required standard of dealings as referred to in Rule 5.46 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Long positions in ordinary shares of the Company

Name of Director	Nature of interest	Number of the shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding 股權百分比
Cheung Kwan Tar 張群達	Interest in a controlled corporation (Note) 於受控法團的權益 (附註)	426,000,000	53.25%

Note: These shares were held by Waywin Investment Holding Limited ("Waywin"), a controlled corporation of Mr. Cheung Kwan Tar.

權益披露及其他資料

董事及主要行政人員於本公司及其相聯法團的股份、相關股份或債權證的權益及淡倉

於二零二二年六月三十日，董事及本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中擁有根據證券及期貨條例第XV部第7及第8分部將須知會本公司及聯交所的權益及淡倉（包括根據證券及期貨條例的有關條文被當作或被視為擁有的權益或淡倉），或記錄於本公司根據證券及期貨條例第352條須備存的登記冊的權益及淡倉，或根據GEM上市規則第5.46條所指的交易必守標準須知會本公司及聯交所的權益及淡倉如下：

本公司普通股的好倉

附註：該等股份由張群達先生的受控法團煒榮投資控股有限公司（「煒榮」）持有。

Long positions in ordinary shares of associated corporation – Waywin

於相聯法團－焯榮普通股的好倉

Name of Director	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding 股權百分比
董事姓名	權益性質		
Cheung Kwan Tar 張群達	Beneficial owner 實益擁有人	1	100%

Saved as disclosed above, as at 30 June 2022, none of the Directors nor the chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO.

除上文所披露外，於二零二二年六月三十日，概無董事或本公司的主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的任何股份、相關股份或債權證中擁有記錄於本公司根據證券及期貨條例第352條須備存的登記冊的任何權益或淡倉。

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

主要股東及其他人士於本公司股份及相關股份的權益及淡倉

As at 30 June 2022, the following parties (other than the Directors or the chief executive of the Company) had interests of 5% or more in the shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO:

於二零二二年六月三十日，以下人士（董事或本公司主要行政人員除外）於本公司股份中擁有記錄於本公司根據證券及期貨條例第336條須備存的登記冊的5%或以上的權益：

Long positions in ordinary shares of the Company

本公司普通股的好倉

Name of substantial shareholder	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding 股權百分比
主要股東姓名／名稱	權益性質		
Cheung Kwan Tar 張群達	Interest in a controlled corporation (Note 1) 於受控法團的權益（附註1）	426,000,000	53.25%
Chiu Chui Ping 趙翠萍	Interest of spouse (Note 2) 配偶權益（附註2）	426,000,000	53.25%

Name of substantial shareholder	Nature of interest	Number of shares held/ interested 所持／擁有權益 的股份數目	Percentage of shareholding 股權百分比
主要股東姓名／名稱	權益性質		
Waywin Investment Holding Limited 煒榮投資控股有限公司	Beneficial owner 實益擁有人	426,000,000	53.25%
Cheng Chi Heng 鄭志恆	Beneficial owner 實益擁有人	58,800,000	7.35%
Polar Lights Limited	Beneficial owner 實益擁有人	57,600,000	7.20%
Wong Che Shing 王志誠	Interest in a controlled corporation (Note 3) 於受控法團的權益(附註3)	57,600,000	7.20%
Lam Mi Yung 林美容	Interest of spouse (Note 4) 配偶權益(附註4)	57,600,000	7.20%
Twinkle Galaxy Limited	Beneficial owner 實益擁有人	57,600,000	7.20%
Lam Kwan Yuen 林坤源	Interest in a controlled corporation (Note 5) 於受控法團的權益(附註5)	57,600,000	7.20%
Qiu Jianlian 丘健蓮	Interest of spouse (Note 6) 配偶權益(附註6)	57,600,000	7.20%

Notes:

- These shares were held by Waywin, a controlled corporation of Mr. Cheung Kwan Tar.
- Ms. Chiu Chui Ping was deemed to be interested in 426,000,000 shares of the Company through the interest of her spouse, Mr. Cheung Kwan Tar.
- These shares were held by Polar Lights Limited, a controlled corporation of Mr. Wong Che Shing.
- Ms. Lam Mi Yung was deemed to be interested in 57,600,000 shares of the Company through the interest of her spouse, Mr. Wong Che Shing.
- These shares were held by Twinkle Galaxy Limited, a controlled corporation of Mr. Lam Kwan Yuen.
- Ms. Qiu Jianlian was deemed to be interested in 57,600,000 shares of the Company through the interest of her spouse, Mr. Lam Kwan Yuen.

附註：

- 該等股份由張群達先生的受控法團煒榮持有。
- 趙翠萍女士被視為透過其配偶張群達先生的權益而擁有本公司426,000,000股股份的權益。
- 該等股份由王志誠先生的受控法團Polar Lights Limited持有。
- 林美容女士被視為透過其配偶王志誠先生的權益而擁有本公司57,600,000股股份的權益。
- 該等股份由林坤源先生的受控法團Twinkle Galaxy Limited持有。
- 丘健蓮女士被視為透過其配偶林坤源先生的權益而擁有本公司57,600,000股股份的權益。

Save as disclosed above, as at 30 June 2022, the Company is not aware of any other person (other than the Directors or chief executive of the Company) who had an interest or short position 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.

CORPORATE GOVERNANCE PRACTICE

The Company is committed to achieving a high standard of corporate governance practices in enhancing the confidence of shareholders, investors, employees, creditors and business partners and also the growth of its business. The Board has and will continue to review and improve the Company's corporate governance practices from time to time in order to increase its transparency and accountability to shareholders. The Company has adopted the code provisions as set out in the Corporate Governance Code (the "CG Code") contained in Appendix 15 of the GEM Listing Rules as its own corporate governance code since the Listing Date. The Company has, so far as applicable, principally complied with the CG Code throughout the period from the Listing Date to 30 June 2022.

DIRECTORS' SECURITIES TRANSACTIONS

The Company adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding Directors' securities transactions in the Company. No incidence of non-compliance was noted for the six months ended 30 June 2022 and up to the date of this report.

SHARE OPTION SCHEME

The Company has adopted a share option scheme (the "Share Option Scheme") on 20 August 2018. No share option has been granted under the Share Option Scheme since its adoption.

除上文所披露者外，於二零二二年六月三十日，本公司並不知悉任何其他人士（董事或本公司主要行政人員除外）於本公司股份或相關股份中擁有記錄於本公司根據證券及期貨條例第336條須備存的登記冊的權益或淡倉。

企業管治常規

本公司致力於達致高水平的企業管治常規，以增強股東、投資者、僱員、債權人及業務夥伴的信心並推動公司業務增長。董事會一直且將持續不時檢討及改善本公司的企業管治常規，從而提高其透明度及股東問責性。本公司自上市日期起已採納GEM上市規則附錄十五所載企業管治守則（「企業管治守則」）的守則條文，作為其本身的企業管治守則。於上市日期至二零二二年六月三十日止整個期間，本公司大致上一直遵守企業管治守則（倘適用）。

董事的證券交易

本公司已採納GEM上市規則第5.48至5.67條所載的交易必守標準，作為有關董事進行本公司證券交易的操守守則。截至二零二二年六月三十日止六個月及直至本報告日期內並無獲悉任何不合規情況。

購股權計劃

本公司於二零一八年八月二十日已採納一項購股權計劃（「購股權計劃」）。自採納起概無根據購股權計劃授出購股權。

AUDIT COMMITTEE

The Company has established an audit committee with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules. The primary duties of the audit committee include, among others, (a) making recommendations to our Board on the appointment, reappointment and removal of the external auditor and approving the remuneration and terms of engagement of the external auditor; (b) reviewing our financial statements, our periodic reports and accounts and significant financial reporting judgements contained therein; and (c) reviewing our financial controls, internal control and risk management systems. As at the date of this report, the audit committee comprises of three independent non-executive Directors, namely Ms. Chik Wai Chun, Mr. Chan Yu Sum Sam and Mr. Chan Kai Kow Macksion.

The unaudited interim results of the Group for the six months ended 30 June 2022 have not been audited by the Company's independent auditors, but have been reviewed by the audit committee members who have provided advice and comments thereon.

By order of the Board
Boltek Holdings Limited
Cheung Kwan Tar
Chairman and executive Director

Hong Kong, 8 August 2022

As at the date of this report, the executive Directors are Mr. Cheung Kwan Tar and Mr. Ng Pak Hung and the independent non-executive Directors are Ms. Chik Wai Chun, Mr. Chan Yu Sum Sam and Mr. Chan Kai Kow Macksion.

審核委員會

本公司已成立審核委員會，其書面職權範圍符合GEM上市規則第5.28至5.33條。審核委員會的主要職責為(其中包括)(a)就委任、續聘及罷免外聘核數師以及批准委任外聘核數師的薪酬及期限向董事會提供推薦建議；(b)審閱我們的財務報表、定期報告及賬目以及所載述的重大財務報告判斷；及(c)檢討我們的財務控制、內部控制及風險管理系統。於本報告日期，審核委員會由三名獨立非執行董事戚偉珍女士、陳如森先生及陳啟球先生組成。

本集團截至二零二二年六月三十日止六個月的未經審核中期業績並未經本公司獨立核數師審核，惟已由審核委員會成員審閱，且彼等已就此提供建議及意見。

承董事會命
寶燧控股有限公司
主席兼執行董事
張群達

香港，二零二二年八月八日

於本報告日期，執行董事為張群達先生及吳柏鴻先生以及獨立非執行董事為戚偉珍女士、陳如森先生及陳啟球先生。

Boltek Holdings Limited
寶燧控股有限公司