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**ZHEJIANG UNITED INVESTMENT HOLDINGS GROUP LIMITED**

**浙江聯合投資控股集團有限公司**

(於開曼群島註冊成立的有限公司)

(股份代號：8366)

**截至二零二二年十月三十一日止六個月之中期業績公佈**

香港聯合交易所有限公司(「聯交所」)GEM的特色

GEM的定位，乃為相比起其他在聯交所上市的公司帶有較高投資風險的小型及中型公司提供一個上市的市場。有意投資者應瞭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上市公司一般為小型及中型公司，在GEM買賣的證券可能會較於聯交所主板買賣的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。

本公佈乃遵照聯交所GEM證券上市規則(「GEM上市規則」)的規定而提供有關浙江聯合投資控股集團有限公司(「本公司」)的資料。本公司各董事(「董事」)願共同及個別就本公佈負全責，並在作出一切合理查詢後確認，就他們所深知及確信，本公佈所載資料在各重大方面均屬準確完整，並無誤導或欺詐成份，及並無遺漏其他事項，致使本公佈任何聲明或本公佈有所誤導。

浙江聯合投資控股集團有限公司(「本公司」)董事(「董事」)會(「董事會」)欣然公佈本公司及其附屬公司(統稱「本集團」)截至二零二二年十月三十一日止六個月的未經審核簡明綜合業績。本公佈載有本公司二零二二年中期報告全文，符合GEM上市規則有關中期業績初步公佈隨附資料的相關規定。

承董事會命  
浙江聯合投資控股集團有限公司  
執行董事  
黎碧芝

香港，二零二二年十二月十四日

於本公佈日期，本公司執行董事為黎碧芝女士、蔡本立先生及羅家明先生，本公司獨立非執行董事為梁俊業先生、許文浩先生及符恩明先生。

本公佈乃遵照GEM上市規則而刊載，旨在提供有關本公司的資料，而董事願就本公佈共同及個別承擔全部責任。董事在作出一切合理查詢後確認，就其所深知及確信，本公佈所載資料在各重要方面均屬準確完整，並無誤導或欺詐成分，且本公佈並無遺漏任何其他事項，以致本公佈所載任何陳述或本公佈有所誤導。

本公佈將由其刊發日期起至少7日刊登於GEM網站[www.hkexnews.hk](http://www.hkexnews.hk)「最新公司公告」一頁。本公佈亦將刊載於本公司網站<http://www.zjuv8366.com>。

## 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 “Director(s)”) of Zhejiang United Investment Holdings Group Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM (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.*

*This report will remain on the “Latest Listed Company Information” page of the Stock Exchange website at [www.hkexnews.hk](http://www.hkexnews.hk) for at least 7 days from its date of posting and on the designated website of this Company at <http://www.zjuv8366.com>.*

## 香港聯合交易所有限公司（「聯交所」） GEM之特色

GEM的定位，乃為較於聯交所上市的其他公司帶有更高投資風險的中小型公司提供上市的市場。有意投資者應了解投資於此類公司的潛在風險，並應經過審慎周詳考慮後方作出投資決定。

由於GEM上市公司通常為中小型公司，在GEM買賣的證券可能承受較於聯交所主板買賣的證券為高的市場波動風險，同時亦無法保證在GEM買賣的證券會有高流通量的市場。

香港交易及結算所有限公司及聯交所對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不會就本報告全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

本報告乃遵照GEM證券上市規則（「GEM上市規則」）而刊載，旨在提供有關浙江聯合投資控股集團有限公司（「本公司」）的資料，而本公司董事（「董事」）願就本報告共同及個別承擔全部責任。董事在作出一切合理查詢後確認，就其所深知及確信，本報告所載資料在各重要方面均屬準確完整，並無誤導或欺詐成分，且本報告並無遺漏任何其他事項，以致本報告或其所載任何陳述有所誤導。

本報告將由其刊發日期起至少7日登載於聯交所網站[www.hkexnews.hk](http://www.hkexnews.hk)「最新上市公司公告」一頁，亦將於本公司指定網站<http://www.zjuv8366.com>刊載。

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- Revenue amounted to approximately HK\$67.3 million for the six months ended 31 October 2022 (the "Reporting Period") (2021: approximately HK\$46.3 million), representing an increase of approximately 45.4% as compared with the corresponding period of last year.  
截至二零二二年十月三十一日止六個月（「報告期間」），收益約為67.3百萬港元（二零二一年：約46.3百萬港元），較去年同期增加約45.4%。
- Loss attributable to owners of the Company for the six months ended 31 October 2022 amounted to approximately of HK\$1.6 million (2021: HK\$4.2 million).  
截至二零二二年十月三十一日止六個月，本公司擁有人應佔虧損約為1.6百萬港元（二零二一年：4.2百萬港元）。
- Basic loss per share amounted to approximately of HK0.10 cents for the six months ended 31 October 2022 (2021: HK0.27 cents).  
截至二零二二年十月三十一日止六個月，每股基本虧損約為0.10港仙（二零二一年：0.27港仙）。
- The Board does not recommend the payment of interim dividend for the six months ended 31 October 2022 (2021: Nil).  
董事會不建議派付截至二零二二年十月三十一日止六個月的中期股息（二零二一年：無）。

## 4 Management Discussion and Analysis

### 管理層討論及分析

#### BUSINESS REVIEW AND OUTLOOK

The Group is a contractor principally engaged in undertaking slope works, foundation works and other general building works in Hong Kong. Slope works generally refer to landslip preventive and remedial works for improving or maintaining the stability of slopes and/or retaining walls. Foundation works are generally concerned with the construction of foundations. General building works mainly include the general construction of buildings. Fraser Construction Company Limited, our principal operating subsidiary, is an approved specialist contractor included in the List of Approved Specialist Contractors for Public Works maintained by the Development Bureau of the Government of the Hong Kong Special Administrative Region (the “Hong Kong Government”) under the categories of “Landslip Preventive/Remedial Works to Slopes/Retaining Walls” with a confirmed status and “Land Piling (Group II)”. Being on such list is a prerequisite for tendering for public sector projects in the relevant works categories. In addition, Fraser Construction Company Limited is registered under the Buildings Ordinance (Chapter 123 of the Laws of Hong Kong) as a (i) Registered Specialist Contractor under the sub-register of “Site Formation Works” and “Foundation Works” categories; and (ii) Registered General Building Contractor.

Hong Kong construction companies are facing tougher competitive condition, as well as the slower progress of scrutinising the funding proposals for public works projects by the Finance Committee and the Public Works Subcommittee. The Group has also been facing challenging operating environment resulting from increasing costs of operation including, in particular, higher subcontracting rate. As such, the Directors consider that competition in the market remain intense.

Nevertheless, we believe that the Hong Kong Government’s continuing increase in major construction and infrastructure projects in Hong Kong will increase the demand for slope works that are directly related to public safety. The Hong Kong Government still maintain its stand to launch a rolling Landslip Prevention and Mitigation Programme to systematically deal with the landslide risk associated with both man-made slopes and natural hillsides. The stand enable steady flow of slopes construction works load to the construction industry. All in all, the Directors remain cautiously optimistic about the slope works industry in Hong Kong.

#### 業務回顧及展望

本集團為一名主要在香港承建斜坡工程、地基工程及其他一般建築工程的承建商。斜坡工程一般指改善或保持斜坡及／或擋土牆穩定性的防止山泥傾瀉及修補工程。地基工程一般指地基建造。一般建築工程主要包括一般建築施工。我們的主要營運附屬公司科正建築有限公司為一名香港特別行政區政府（「香港政府」）發展局備存的「斜坡／擋土牆的防止山泥傾瀉／修補工程」（已取得核准資格）及「土地打樁（第II組）」類別下的認可公共工程專門承建商名冊上的認可專門承建商。名列該名冊是投標有關工程類別中的公營項目的必備條件。此外，科正建築有限公司已根據建築物條例（香港法例第123章）登記註冊為(i)「地盤平整工程」及「地基工程」類別分冊下的註冊專門承建商；及(ii)註冊一般建築承建商。

香港的建築公司正面臨更嚴峻的競爭環境，財務委員會及工務小組委員會放慢公共工程項目的撥款建議的審議進度。本集團亦面臨更具挑戰性的經營環境，此乃由於經營成本不斷上升，包括（尤其是）分包費用升高。因此，董事認為，市場競爭仍然激烈。

然而，我們相信，香港政府於香港持續增加主要建設及基建項目將增加斜坡工程之需求，而斜坡工程與公共安全息息相關。香港政府仍持續展開長遠防治山泥傾瀉計劃，以有系統地處理人造斜坡和天然山坡涉及的山泥傾瀉風險，為建造業帶來穩定斜坡建造工程。總而言之，董事對香港斜坡工程行業仍持審慎樂觀態度。

Looking forward, the Group anticipates that the Hong Kong construction market will remain challenging with rising trend in subcontracting costs and intensive competition, which is expected to continue to place repeated pressure on our profit margin.

## FINANCIAL REVIEW

### Revenue

The Group's overall revenue increased by approximately HK\$21.0 million or approximately 45.4% from approximately HK\$46.3 million for the six months ended 31 October 2021 to approximately HK\$67.3 million for the six months ended 31 October 2022. The increase in revenue was mainly due to the increase in revenue derived from undertaking slope works as further discussed below.

**Slope works:** Undertaking landslip preventive and remedial works for improving or maintaining the stability of slopes and/or retaining walls. Revenue from undertaking slope works increased from approximately HK\$46.1 million for the six months ended 31 October 2021 to approximately HK\$67.2 million for the six months ended 31 October 2022, representing an increase of approximately 45.8%. The increase in revenue was primarily attributable to the increase in the number of slopes works projects.

**Foundation works:** Undertaking works in relation to the construction of foundations for general building construction. Revenue from undertaking foundation works remain the same from approximately HK\$0.1 million for the six months ended 31 October 2021 to approximately HK\$0.1 million for the six months ended 31 October 2022.

### Gross Profit and Gross Profit Margin

The Group's gross profit increased by approximately HK\$0.5 million from approximately HK\$0.5 million for the six months ended 31 October 2021 to approximately HK\$1.0 million for the six months ended 31 October 2022 and the Group's gross profit margin increased from approximately 1.2% for the six months ended 31 October 2021 to approximately 1.6% for the six months ended 31 October 2022. The increase in gross profit margin was mainly due to increase in revenue.

展望未來，本集團預期香港建築市場仍充滿挑戰，預期分包費用的上升趨勢及激烈競爭將持續，這預計會對溢利率構成沉重壓力。

## 財務回顧

### 收益

本集團總體收益由截至二零二一年十月三十一日止六個月之約46.3百萬港元增加約21.0百萬港元或約45.4%至截至二零二二年十月三十一日止六個月之約67.3百萬港元。收益增加主要是由於承建斜坡工程所產生的收益增加（於下文作進一步論述）。

**斜坡工程：**承建改善或保持斜坡及／或擋土牆穩定性的防止山泥傾瀉及修補工程。來自承建斜坡工程的收益由截至二零二一年十月三十一日止六個月之約46.1百萬港元增加至截至二零二二年十月三十一日止六個月之約67.2百萬港元，增幅約45.8%。收益增加乃主要由於斜坡工程項目數量增加所致。

**地基工程：**承建與一般樓宇建設的地基建造有關的工程。來自承建地基工程的收益由截至二零二一年十月三十一日止六個月之約0.1百萬港元維持不變至截至二零二二年十月三十一日止六個月之約0.1百萬港元。

### 毛利及毛利率

本集團的毛利由截至二零二一年十月三十一日止六個月的約0.5百萬港元增加約0.5百萬港元至截至二零二二年十月三十一日止六個月的約1.0百萬港元，而本集團的毛利率由截至二零二一年十月三十一日止六個月的約1.2%增加至截至二零二二年十月三十一日止六個月的約1.6%。毛利率增加主要由於收益增加所致。

## 6 Management Discussion and Analysis

### 管理層討論及分析

The Group's direct costs increased by approximately HK\$20.6 million or approximately 45.1% from approximately HK\$45.7 million for the six months ended 31 October 2021 to approximately HK\$66.3 million for the six months ended 31 October 2022. Such increase was mainly attributable to the increase in the number of slopes works projects.

#### Other Income

The Group's other income increased from HK\$0.6 million for the six months ended 31 October 2021 to approximately HK\$1.5 million for the six months ended 31 October 2022. Such increase was mainly attributable to the government subsidies and the reversal of an amount of dispute case that former employee had initiated a legal claims against the Company in Labour Tribunal in respect of her salary and her allegation compensation which the Company has disclosed in its annual report for the year ended 30 April 2021. As at 31 October 2022, such dispute case has come to the end.

#### Administrative Expenses

The Group's administrative expenses decreased by approximately HK\$1.4 million or approximately 26.4% from approximately HK\$5.3 million for the six months ended 31 October 2021 to approximately HK\$3.9 million for the six months ended 31 October 2022. The decrease in the Group's administrative expenses was mainly due to the decrease in total staff costs and rental expenses.

#### Finance costs

For the six months ended 31 October 2022, the Group has incurred an expense of approximately HK\$0.2 million (2021: HK\$0.1 million). An increase in finance costs is due to a loan provided by financial institution. Detail is set out in note 14 to the Condensed Consolidated Financial Statements.

#### Loss attributable to owners of the Company

As a result of the foregoing combined effects of the above, the loss attributable to owners of the Company for the six months ended 31 October 2022 was approximately HK\$1.6 million as compared to loss attributable to owners of the Company approximately HK\$4.2 million for the six months ended 31 October 2021.

本集團直接成本由截至二零二一年十月三十一日止六個月的約45.7百萬港元增加約20.6百萬港元或約45.1%至截至二零二二年十月三十一日止六個月的約66.3百萬港元。有關增加乃主要由於斜坡工程項目數量增加所致。

#### 其他收入

本集團的其他收入由截至二零二一年十月三十一日止六個月的0.6百萬港元增加至截至二零二二年十月三十一日止六個月的約1.5百萬港元。有關增加乃主要由於政府補貼以及撥回本公司已於其截至二零二一年四月三十日止年度之年報中披露之一名前僱員就其工資及指控補償向勞資審裁處對本公司提出法律申索的爭議案件金額所致。於二零二二年十月三十一日，該爭議案件已結案。

#### 行政開支

本集團的行政開支由截至二零二一年十月三十一日止六個月的約5.3百萬港元減少約1.4百萬港元或約26.4%至截至二零二二年十月三十一日止六個月的約3.9百萬港元。本集團行政開支減少乃主要由於員工總成本及租賃開支減少所致。

#### 融資成本

截至二零二二年十月三十一日止六個月，本集團產生的開支約為0.2百萬港元（二零二一年：0.1百萬港元）。融資成本增加乃由於金融機構提供的貸款。詳情載於簡明綜合財務報表附註14。

#### 本公司擁有人應佔虧損

由於上述各項的綜合影響，故截至二零二二年十月三十一日止六個月本公司擁有人應佔虧損約為1.6百萬港元，而截至二零二一年十月三十一日止六個月本公司擁有人應佔虧損則約為4.2百萬港元。



**LIQUIDITY, FINANCIAL AND CAPITAL RESOURCES****Capital structure**

As at 31 October 2022, the issued share capital of the Company was 1,577,200,000 ordinary shares of HK\$0.01 each.

As at 31 October 2022, the equity attributable to owners of the Company amounted to approximately negative HK\$20.8 million (as at 30 April 2022: approximately negative HK\$19.2 million).

**Cash position**

As at 31 October 2022, the cash at banks and in hand of the Group amounted to approximately HK\$8.1 million (as at 30 April 2022: approximately HK\$44.8 million), representing a decrease of approximately HK\$36.7 million as compared to that as at 30 April 2022.

**Charges over Assets of the Group**

As at 31 October 2022, the Group did not have any charges over assets of the Group (as at 30 April 2022: Nil).

**Gearing ratio**

As at 31 October 2022, the gearing ratio of the Group was negative approximately 104.0% (as at 30 April 2022: negative approximately 317.7%). The gearing ratio is calculated as total debts divided by the equity attributable to owners of the Company as the respective reporting date. Total debts includes amount due to related company, due to former directors and director of a subsidiary.

The Group's gearing ratio was negative as the Group's equity was deficit position as at 31 October 2022 and 30 April 2022.

**Capital Commitments**

The Group had no material capital commitment as at 31 October 2022 and 30 April 2022.

**流動資金、財務及資本資源****資本架構**

本公司於二零二二年十月三十一日的已發行股本為1,577,200,000股每股面值0.01港元的普通股。

於二零二二年十月三十一日，本公司擁有人應佔權益達約負20.8百萬港元（於二零二二年四月三十日：約負19.2百萬港元）。

**現金狀況**

於二零二二年十月三十一日，本集團的銀行及手頭現金約為8.1百萬港元（於二零二二年四月三十日：約44.8百萬港元），較二零二二年四月三十日減少約36.7百萬港元。

**本集團的資產抵押**

於二零二二年十月三十一日，本集團並無將任何本集團資產抵押（於二零二二年四月三十日：無）。

**資產負債比率**

於二零二二年十月三十一日，本集團的資產負債比率約為負104.0%（於二零二二年四月三十日：約負317.7%）。資產負債比率乃按於各報告日期的債務總額除以本公司擁有人應佔權益計算。債務總額包括應付關連公司款項、應付前董事及一間附屬公司之董事款項。

本集團的資產負債比率為負值，原因是於二零二二年十月三十一日及二零二二年四月三十日本集團的權益處於虧損狀態。

**資本承擔**

於二零二二年十月三十一日及二零二二年四月三十日，本集團並無重大資本承擔。

## 8 Management Discussion and Analysis

### 管理層討論及分析

#### Going Concern

The Directors are aware that the net liabilities, loss and operating cash outflow for the Period. More information is set out in note 2 to the Condensed Consolidated Financial Statements.

#### Foreign Exchange Risk

The Group's assets and liabilities are mainly denominated in Hong Kong dollar which is the functional currency of respective group companies. The Group has no material exposed to exchange rate risk for the six months ended 31 October 2022.

#### Significant Investments Held, Material Acquisitions or Disposals of Subsidiaries and Affiliated Companies

Save as disclosed in this interim report, the Group did not have other plans for material investments or capital assets as of 31 October 2022.

#### Contingent Liabilities

As at 31 October 2022, the Group had no material contingent liabilities (as at 30 April 2022: Nil).

#### Employees and Remuneration Policy

The Group had 47 employees (including directors) as at 31 October 2022 (as at 30 April 2022: 46 employees). Remuneration is determined with reference to market terms and the performance, qualifications and experience of the individual employee. Remuneration includes monthly salaries, performance linked bonuses, retirement benefits schemes and other allowance and benefits.

#### 持續經營

董事知悉期內的負債淨額、虧損及經營現金流出。更多資料載於簡明綜合財務報表附註2。

#### 外匯風險

本集團之資產及負債主要以港元計值，而港元為相關集團公司之功能貨幣。本集團截至二零二二年十月三十一日止六個月並無面臨重大的外匯風險敞口。

#### 所持重大投資、重大收購或出售附屬公司及聯屬公司

除本中期報告所披露者外，截至二零二二年十月三十一日，本集團概無其他重大投資或資本資產計劃。

#### 或然負債

於二零二二年十月三十一日，本集團概無重大或然負債（於二零二二年四月三十日：無）。

#### 僱員及薪酬政策

於二零二二年十月三十一日，本集團擁有47名僱員（包括董事）（於二零二二年四月三十日：46名僱員）。薪酬乃按市場水平及個別僱員的表現、資格及經驗釐定。薪酬包括每月薪金、表現掛鈎獎金、退休福利計劃及其他津貼及福利。

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 October 2022, so far as is known to the Directors, none of the Directors and chief executives of the Company and their associates had any interests or short positions in 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 (Chapter 571 of the laws of Hong Kong) (the "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 and short positions which any such director or chief executive is taken or deemed to have under such provisions of the SFO) or which were required pursuant to section 352 of the SFO, to be entered in the register of members of the Company, or which were required, pursuant to standard of dealings by Directors as to the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

### DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES OF THE COMPANY

At no time during the six months ended 31 October 2022 (the "Period") was the Company or any of its subsidiaries a party to any arrangements to enable the directors of the Company to acquire benefits by means of acquisition of shares in, or debt securities (including debentures) of, the Company or any associated corporations, and none of the directors of the Company, or their spouses or children under age of 18, had any right to subscribe for the shares or debt securities of the Company or had exercised any such right during the Period.

### DIRECTORS' INTERESTS IN CONTRACTS

There was no contract of significance to which the Company, its holding company, subsidiaries or fellow subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the Period or at any time during the Period.

### 董事及最高行政人員於股份、相關股份及債權證的權益及淡倉

於二零二二年十月三十一日，據董事所知，本公司董事及最高行政人員及彼等的聯繫人概無於本公司或其任何相聯法團（定義見香港法例第571章證券及期貨條例（「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8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例該等條文任何該等董事或最高行政人員被當作或視為擁有的權益及淡倉），或根據證券及期貨條例第352條須知存於本公司股東名冊的權益或淡倉，或根據GEM上市規則所述董事進行買賣的準則須知會本公司及聯交所的權益或淡倉。

### 董事購買本公司股份或債權證的權利

於截至二零二二年十月三十一日止六個月（「本期間」）任何時間，本公司或其任何附屬公司概無訂立任何安排，致使本公司董事透過收購本公司或任何相聯法團的股份或債務證券（包括債權證）而獲得利益，且於本期間內，本公司董事或彼等配偶或十八歲以下子女並無任何認購本公司股份或債務證券的權利，亦無行使任何該等權利。

### 董事於合約的權益

於本期間末或本期間任何時間，本公司、其控股公司、附屬公司或同系附屬公司概無訂立本公司任何董事於其中直接或間接擁有重大利益關係的重大合約。

**SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES**

As at 31 October 2022, so far as is known to the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which were disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or were required to be entered in the register maintained by the Company pursuant to Section 336 of the SFO:

**主要股東及其他人士於股份、相關股份及債權證的權益及淡倉**

於二零二二年十月三十一日，就董事所知，以下人士（並非本公司董事或最高行政人員）於本公司的股份或相關股份中擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露的權益或淡倉，或須於本公司根據證券及期貨條例第336條存置的登記冊記錄的權益或淡倉：

Name	Capacity/Nature	Number of shares held/interested	Approximate percentage of shareholding
名稱／姓名	權益身份／性質	所持／擁有權益的股份數目	股權概約百分比
Emperor Securities Limited 英皇證券(香港)有限公司	Beneficial owner 實益擁有人	792,000,000	50.21%
Emperor Capital Group Limited 英皇證券集團有限公司	Interest in controlled corporation (Note) 受控制法團權益(附註)	792,000,000	50.21%
Albert Yeung Capital Holdings Limited	Interest in controlled corporation (Note) 受控制法團權益(附註)	792,000,000	50.21%
CDM Trust & Board Services AG	Trustee of a private discretionary trust (Note) 私人酌情信託之受託人(附註)	792,000,000	50.21%
Dr. Yeung Sau Shing, Albert 楊受成博士	Founder of a private discretionary trust (Note) 私人酌情信託之創立人(附註)	792,000,000	50.21%
Ms. Luk Siu Man, Semon 陸小曼女士	Interest of spouse (Note) 配偶權益(附註)	792,000,000	50.21%
Mr. Zhang Yan 張延先生	Beneficial owner 實益擁有人	158,000,000	10.02%

**Note:**

These Shares were held by Emperor Securities Limited, a wholly-owned subsidiary of Emperor Capital Group Limited which was in turn owned by Albert Yeung Capital Holdings Limited as to 42.75%. Albert Yeung Capital Holdings Limited was in turn held by CDM Trust & Board Services AG in trust for a private discretionary trust set up by Dr. Yeung Sau Shing, Albert. By virtue of the SFO, Dr. Yeung Sau Shing, Albert, CDM Trust & Board Services AG, Albert Yeung Capital Holdings Limited, Emperor Capital Group Limited are deemed to be interested in the 792,000,000 Shares held by Emperor Securities Limited.

**附註：**

該等股份由英皇證券有限公司持有，該公司為英皇證券集團有限公司的全資附屬公司，而英皇證券集團有限公司由Albert Yeung Capital Holdings Limited擁有42.75%權益。Albert Yeung Capital Holdings Limited為CDM Trust & Board Services AG為楊受成博士設立的私人全權信託持有。根據證券及期貨條例，楊受成博士、CDM Trust & Board Services AG、Albert Yeung Capital Holdings Limited及英皇證券集團有限公司被視作於英皇證券有限公司持有的792,000,000股股份中擁有權益。

### COMPETING INTERESTS

None of the Directors, the controlling shareholders and substantial shareholders, neither themselves nor their respective associates (as defined in the GEM Listing Rules) had held any position or had interest in any businesses or companies that were or might be materially competing with the business of the Group, or gave rise to any concern regarding conflict of interests during the Period.

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

During the Period and up to the date of this report, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's securities.

### DISCLOSURE OF CHANGES IN INFORMATION OF DIRECTOR

Pursuant to Rule 17.50A(1) of the GEM Listing Rules, there is no changes in Directors' information since the date of the Annual Report 2022.

### CORPORATE GOVERNANCE CODE

During the Period and up to the date of this report, the Company has complied with the applicable code provisions of the Corporate Governance Code (the "CG Code") contained in Appendix 15 of the GEM Listing Rules save for the deviation from code provision A.2.1 explained below.

Code provision A.1.8 – the Company did not arrange appropriate insurance cover in respect of legal action against its directors. The insurance was bought and covered for the period of one year up to 11 August 2022.

### CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Group has adopted a code of provisions of conduct regarding securities transactions by the Directors the ("Code of Conduct") on terms no less exacting than the required standards of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiries with the Directors, all Directors have confirmed that they have complied with the required standards set out in the Code of Conduct during the Period and up to the date of this report.

### 競爭權益

於本期間，董事、控股股東及主要股東自身或彼等各自的聯繫人（定義見GEM上市規則）並無於與本集團業務構成或可能構成重大競爭的任何業務或公司出任任何職務，或於當中擁有權益，或產生任何有關利益衝突的疑慮。

### 購買、出售或贖回本公司的上市證券

於本期間及直至本報告日期，本公司及其任何附屬公司概無購買、出售或贖回本公司任何證券。

### 董事資料變動之披露

根據GEM上市規則第17.50A(1)條，自二零二二年年報日期以來董事資料概無發生變動。

### 企業管治守則

於本期間及直至本報告日期，本公司一直遵守GEM上市規則附錄15所載企業管治守則（「企業管治守則」）的適用守則條文，惟下文所述與守則條文第A.2.1條有所偏離者除外。

守則條文第A.1.8條 – 本公司並無就對本公司董事採取的法律行動安排適當的保險。所購買保險的保障期為一年，自二零二二年八月十一日起生效。

### 董事進行證券交易的操守守則

本集團已採納有關董事進行證券交易的操守守則條文（「操守守則」），其條款的嚴格程度不遜於GEM上市規則第5.48至5.67條所載的買賣規定標準。經向董事作出具體查詢後，全體董事均確認彼等於本期間及直至本報告日期，一直遵守操守守則所載的規定標準。

## 12 Other Information 其他資料

### DIVIDENDS

The Board did not recommend any payment of dividend for the six months ended 31 October 2022 (2021: Nil).

### SHARE OPTION SCHEME

The Company adopted a share option scheme on 15 October 2015 (the "Scheme"). The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

As at 31 October 2022, no options outstanding in relation to the grant of share options under the Scheme.

### AUDIT COMMITTEE

The Company established the Audit Committee on 14 October 2015 with written terms of reference in compliance with the GEM Listing Rules which are available on the websites of the Stock Exchange and the Company. The Audit Committee currently consists of three independent non-executive Directors, namely Mr. Fu Yan Ming, Mr. Leung Tsun Ip and Mr. Hui Man Ho Ivan. The chairman of the Audit Committee is Mr. Fu Yan Ming, who has appropriate professional qualifications and experience in accounting matters.

The Audit Committee had reviewed the unaudited condensed consolidated results of the Group for the Period with the management and is of the view that such results complied with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures had been made.

By order of the Board  
Zhejiang United Investment Holdings Group Limited  
Lai Pik Chi Peggy  
Executive Director

Hong Kong, 14 December 2022

### 股息

董事會不建議派付截至二零二二年十月三十一日止六個月的任何股息(二零二一年:無)。

### 購股權計劃

本公司於二零一五年十月十五日採納一項購股權計劃(「該計劃」)。該計劃的條款乃符合GEM上市規則第23章之條文。

於二零二二年十月三十一日,概無根據該計劃有關授出購股權的購股權尚未行使。

### 審核委員會

本公司於二零一五年十月十四日成立審核委員會,並備有符合GEM上市規則規定之書面職權範圍,其可於聯交所及本公司網站閱覽。審核委員會現由三位獨立非執行董事,即符恩明先生、梁俊業先生及許文浩先生組成。審核委員會主席為符恩明先生,彼具備合適的會計專業資格及經驗。

審核委員會已與管理層審閱本集團於本期間之未經審核簡明綜合業績,並認為有關業績符合適用會計準則、GEM上市規則之規定及其他適用法律規定,且已作出足夠披露。

承董事會命  
浙江聯合投資控股集團有限公司  
執行董事  
黎碧芝

香港,二零二二年十二月十四日

## Other Comprehensive Income (Unaudited)

### 簡明綜合損益及其他全面收益表(未經審核)

For the three and six months ended 31 October 2022 截至二零二二年十月三十一日止三個月及六個月

The board (the “Board”) of Directors of the Company is pleased to present the unaudited condensed consolidated financial results of the Company and its subsidiaries (collectively referred to as the “Group”) for the three months and six months ended 31 October 2022 together with the comparative figures for the corresponding periods in 2021.

本公司董事會(「董事會」)欣然呈列本公司及其附屬公司(統稱為「本集團」)截至二零二二年十月三十一日止三個月及六個月的未經審核簡明綜合財務業績連同二零二一年同期的比較數字。

		Notes 附註	For the three months ended 31 October 截至十月三十一日止三個月		For the six months ended 31 October 截至十月三十一日止六個月	
			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	4	43,391	21,182	67,307	46,258
Direct costs	直接成本		(42,638)	(20,775)	(66,260)	(45,711)
Gross profit	毛利		753	407	1,047	547
Other income	其他收入	4	1,082	550	1,475	630
Administrative expenses	行政開支		(2,142)	(2,502)	(3,947)	(5,290)
Finance costs	融資成本	6	141	(93)	(179)	(93)
Loss before income tax	除所得稅前虧損	7	(166)	(1,638)	(1,604)	(4,206)
Income tax expenses	所得稅開支	8	–	–	–	–
Loss and total comprehensive expense for the period	期內虧損及全面開支總額		(166)	(1,638)	(1,604)	(4,206)
Loss and total comprehensive expense for the period attributable to:	以下各項應佔期內虧損及全面開支總額:					
– Owners of the Company	– 本公司擁有人		(166)	(1,638)	(1,604)	(4,206)
– Non-controlling interests	– 非控股權益		–	–	–	–
			(166)	(1,638)	(1,604)	(4,206)
Loss per share	每股虧損					
– Basic and diluted (HK cents)	– 基本及攤薄(港仙)	10	(0.01)	(0.10)	(0.10)	(0.27)

## 14 Condensed Consolidated Statement of Financial Position (Unaudited)

### 簡明綜合財務狀況表(未經審核)

As at 31 October 2022

於二零二二年十月三十一日

			As at 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
	Notes 附註			
<b>Non-current assets</b>		<b>非流動資產</b>		
Property, plant and equipment	11	物業、廠房及設備	163	302
			163	302
<b>Current assets</b>		<b>流動資產</b>		
Trade and other receivables	12	貿易及其他應收款項	21,033	16,512
Contract assets		合約資產	3,377	9,500
Tax recoverable		可收回稅項	278	278
Cash and cash equivalents		現金及現金等價物	8,086	44,770
			32,774	71,060
<b>Current liabilities</b>		<b>流動負債</b>		
Trade and other payables	13	貿易及其他應付款項	47,057	85,574
Amount due to related company	14	應付關連公司款項	6,657	4,969
Tax payables		應付稅項	45	37
			53,759	90,580
<b>Net current liabilities</b>		<b>流動負債淨值</b>	(20,985)	(19,520)
<b>Net liabilities</b>		<b>負債淨值</b>	(20,822)	(19,218)
<b>Equity</b>		<b>權益</b>		
Share capital	15	股本	15,772	15,772
Reserves		儲備	(36,594)	(34,990)
<b>Equity attributable to owners of the Company</b>		<b>本公司擁有人應佔權益</b>	(20,822)	(19,218)
Non-controlling interests		非控股權益	-	-
<b>Total equity</b>		<b>權益總額</b>	(20,822)	(19,218)



		Equity attributable to owners of the Company 本公司擁有人應佔權益					
		Share capital	Share premium*	Share-based payment reserve* 以股份為基礎的 付款儲備	Merger reserve*	Retained earnings/ (accumulated losses)* 保留盈利/ (累計虧損)*	Total equity
		股本 HK\$'000 千港元	股份溢價* HK\$'000 千港元	付 款 儲 備 HK\$'000 千港元 (Note a) (附註a)	合 併 儲 備* HK\$'000 千港元 (Note b) (附註b)	保 留 盈 利/ (累 計 虧 損) * HK\$'000 千港元	權 益 總 額 HK\$'000 千港元
As at 30 April 2021 (audited) and 1 May 2021	於二零二一年四月三十日(經審核)及 二零二一年五月一日	15,772	72,131	7,962	18,001	(125,720)	(11,854)
Loss for the period	期內虧損	-	-	-	-	(4,206)	(4,206)
Total comprehensive expense for the period	期內全面開支總額	-	-	-	-	(4,206)	(4,206)
Release of reserve on forfeiture of share options	解除沒收購股權的儲備	-	-	(7,962)	-	7,962	-
As at 31 October 2021 (unaudited)	於二零二一年十月三十一日 (未經審核)	15,772	72,131	-	18,001	(121,964)	(16,060)
As at 30 April 2022 (audited) and 1 May 2022	於二零二二年四月三十日(經審核)及 二零二二年五月一日	15,772	72,131	-	18,001	(125,122)	(19,218)
Loss for the period	期內虧損	-	-	-	-	(1,604)	(1,604)
Total comprehensive expense for the period	期內全面開支總額	-	-	-	-	(1,604)	(1,604)
As at 31 October 2022 (unaudited)	於二零二二年十月三十一日 (未經審核)	15,772	72,131	-	18,001	(126,726)	(20,822)

\* The total of these balances represents "Reserves" in the condensed consolidated statement of financial position.

\* 該等結餘總額指簡明綜合財務狀況表中的「儲備」。

## 16 Condensed Consolidated Statement of Changes in Equity (Unaudited)

### 簡明綜合權益變動表(未經審核)

For the three and six months ended 31 October 2022

截至二零二二年十月三十一日止三個月及六個月

#### Notes:

- (a) Share-based payment reserve represents the fair value of services estimated to be received in exchange for the grant of the relevant share options over the relevant vesting periods, the total of which is based on the fair value of the share options at grant date. The amount for each period is determined by spreading the fair value of the share options over the relevant vesting period (if any) and is recognised in other operating expenses with a corresponding increase in the share-based payment reserve.
- (b) Merger reserve represents the difference between the share capital issued by the Company for acquisition of the subsidiaries pursuant to a reorganisation for the listing and the aggregate capital of the subsidiaries being acquired at the time of the reorganisation.

#### 附註：

- (a) 以股份為基礎的付款儲備指於相關歸屬期內授出相關購股權以換取估計將接獲服務的公平值，其總額乃根據購股權於授出日期的公平值計算。各期間的金額乃透過將購股權公平值於相關歸屬期（如有）內攤分釐定，並於其他營運開支確認，而以股份為基礎的付款儲備作相應增加。
- (b) 合併儲備指本公司根據上市進行的重組就收購附屬公司已發行的股本與於重組時被收購的附屬公司的總資本的差額。

		For the six months ended	
		31 October	
		截至十月三十一日止六個月	
		2022	2021
		二零二二年	二零二一年
Notes		HK\$'000	HK\$'000
附註		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
<b>Operating activities</b>	<b>經營活動</b>		
Net cash generated from/(used in) operating activities	經營活動所得/(所用)現金淨額	2,728	(8,135)
<b>Investing activities</b>	<b>投資活動</b>		
Purchase of property, plant and equipment	購買物業、廠房及設備	–	–
Net cash used in investing activities	投資活動所用現金淨額	–	–
<b>Financing activities</b>	<b>融資活動</b>		
Advance from a former director	前董事墊款	–	242
Repayment of lease liabilities	償還租賃負債	–	–
Interest paid	已付利息	–	–
(Repaid to)/advance from a director of subsidiary	(向附屬公司董事還款)/附屬公司董事墊款	(41,100)	10,700
Advance from a related company	一間關連公司之墊款	14	3,114
Net cash (used in)/generated from financing activities	融資活動(所用)/所得現金淨額	(39,412)	14,056
Net (decrease)/increase in cash and cash equivalents	現金及現金等價物(減少)/增加淨額	(36,684)	5,921
Cash and cash equivalents at the beginning of the reporting period	報告期初現金及現金等價物	44,770	25,183
Cash and cash equivalents at the end of the reporting period represented by cash and bank balances	報告期末現金及現金等價物即現金及銀行結餘	8,086	31,104

## I. CORPORATE INFORMATION

Zhejiang United Investment Holdings Group Limited (the “Company”) was incorporated in the Cayman Islands on 20 May 2015 as an exempted company with limited liability and its shares have been listed on the GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on 2 November 2015. The immediate and ultimate holding companies of the Company were United Financial Holdings Group Limited (“United Financial Holdings”) and Century Investment Holdings Limited (“Century Investment”), respectively. United Financial Holdings was incorporated in Hong Kong and held 50.21% of issued shares of the Company. United Financial Holdings was 100% owned by Century Investment, a company incorporated in the Cayman Islands and is wholly owned by Mr. Zhou Ying (“Mr. Zhou”) from 1 May 2022 to 27 July 2022. On 28 July 2022, Emperor Securities Limited (“Emperor Securities”), a company incorporated in Hong Kong and indirectly wholly-owned subsidiary of Emperor Capital Group Limited, has taken enforcement action (“Enforcement Action”) in accordance with the terms of the facilities agreements entered into between United Financial Holdings as borrower, Mr. Zhou as guarantor and Emperor Securities as lender and a share charge in respect of 792,000,000 shares of the Company (“Charged Shares”) between United Financial Holdings and Emperor Securities. As a result of the Enforcement Action, United Financial Holdings no longer held the Charged Shares and has ceased to be the controlling shareholder of the Company. The directors of the Company consider that the immediate holding company of the Company is Emperor Securities, the intermediate holding company of the Company is Emperor Capital Group Limited, a company incorporated in Bermuda and the shares of which are listed on the Main Board of the Stock Exchange with stock code 717 while the Company’s ultimate holding company is, in the opinion of the directors of the Company, Albert Yeung Capital Holdings Limited, a limited liability company incorporated in the British Virgin Islands. The entire issued share capital of Albert Yeung Capital Holdings Limited is in turn held by CDM Trust & Board Services AG, being the trustee of Albert Yeung Capital Discretionary Trust, a discretionary trust set up by Dr. Yeung Sau Shing, Albert.

## I. 公司資料

浙江聯合投資控股集團有限公司（「本公司」）於二零一五年五月二十日在開曼群島註冊成立為一間獲豁免有限公司，以及其股份已於二零一五年十一月二日在香港聯合交易所有限公司（「聯交所」）GEM上市。本公司的直接及最終控股公司分別為聯合金融控股集團有限公司（「聯合金融控股」）及Century Investment Holdings Limited（「Century Investment」）。聯合金融控股於香港註冊成立，持有本公司已發行股份的50.21%。自二零二二年五月一日至二零二二年七月二十七日，聯合金融控股由Century Investment擁有100%權益，Century Investment為於開曼群島註冊成立的公司，由周穎先生（「周先生」）全資擁有。於二零二二年七月二十八日，英皇證券（香港）有限公司（「英皇證券」）（一間於香港註冊成立之公司及為英皇證券集團有限公司之間接全資附屬公司）已根據聯合金融控股（作為借款人）、周先生（作為擔保人）及英皇證券（作為貸款人）訂立之融資協議之條款以及聯合金融控股與英皇證券之間就792,000,000股本公司股份（「押記股份」）所訂立之股份抵押，採取執行行動（「執行行動」）。鑒於採取執行行動，聯合金融控股不再持有押記股份及終止成為本公司之控股股東。本公司董事認為本公司之直接控股公司為英皇證券，本公司之中間控股公司為英皇證券集團有限公司（一間於百慕達註冊成立之公司，其股份於聯交所主板上市，股份代號：717），而本公司董事認為，本公司之最終控股公司為Albert Yeung Capital Holdings Limited（一間於英屬處女群島註冊成立之有限公司）。楊受成產業控股有限公司之全部已發行股本由楊受成博士創立的一項酌情信託Albert Yeung Capital Discretionary Trust之受託人CDM Trust & Board Services AG持有。

**1. CORPORATE INFORMATION** (Continued)

The address of the registered office of the Company is Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands. The address of the principal place of business of the Company is Unit A6-D, 12th floor, Block A, Hong Kong Industrial Centre, 489-491 Castle Peak Road, Lai Chi Kok, Kowloon, Hong Kong. The Company is an investment holding company and its subsidiaries (collectively, the “Group”) are principally engaged in undertaking slope works, foundation works and other general building works in Hong Kong. The consolidated financial statements are presented in Hong Kong dollar (“HK\$”), which is the functional currency of the Company and its subsidiaries, and all values are rounded to the nearest thousands (“HK\$’000”), except when otherwise indicated.

**2. BASIS OF PREPARATION**

The unaudited condensed consolidated interim financial statements (the “Interim Financial Information”) of the Group for the six months ended 31 October 2022 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 GEM Listing Rules on the Stock Exchange.

The Interim Financial Information have been prepared in accordance with the same accounting policies applied in the 2022 annual financial statements for the year ended 30 April 2022, except for additional accounting policies resulting from application of new and revised Hong Kong Financial Reporting Standards (“HKFRSs”) and application of certain accounting policies which became relevant to the Group for the six months ended 31 October 2022 as set out in note 3 to the Interim Financial Information.

**1. 公司資料 (續)**

本公司註冊辦事處的地址為Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands。本公司的主要營業地點的地址為香港九龍荔枝角青山道489-491號香港工業中心A座12樓A6-D室。本公司為一間投資控股公司，本公司及其附屬公司（統稱「本集團」）主要在香港承建斜坡工程、地基工程及其他一般建築工程。綜合財務報表以港元（「港元」）呈列，港元為本公司及其附屬公司之功能貨幣，而除另有指明外，所有金額均約整至最接近的千位（「千港元」）。

**2. 編製基準**

本集團於截至二零二二年十月三十一日止六個月的未經審核簡明綜合中期財務報表（「中期財務資料」）已根據香港會計師公會（「香港會計師公會」）頒佈的香港會計準則（「香港會計準則」）第34號中期財務報告及聯交所GEM上市規則的適用披露規定而編製。

中期財務資料乃按照截至二零二二年四月三十日止年度的二零二二年年報財務報表所應用的相同會計政策而編製，惟因應用新訂及經修訂香港財務報告準則（「香港財務報告準則」）及應用若干於截至二零二二年十月三十一日止六個月與本集團有關之會計政策而產生之額外會計政策（載於中期財務資料附註3）除外。

**2. BASIS OF PREPARATION** (Continued)

The preparation of the Interim Financial Information in conformity with HKAS 34 requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

The Interim Financial Information contains condensed consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and financial performance of the Group since 2022 annual financial statements for the year ended 30 April 2022. The Interim Financial Information and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with HKFRSs and should be read in conjunction with the 2022 annual financial statements for the year ended 30 April 2022.

The Interim Financial Information have been prepared on the historical cost basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

The Interim Financial Information are presented in Hong Kong dollar ("HK\$") and all values are rounded to the nearest thousands ("HK\$'000"), unless otherwise stated.

The Group incurred a net loss of approximately HK\$1,604,000 for the six months ended 31 October 2022, the Group had net current liabilities and net liabilities of approximately HK\$20,822,000 and HK\$20,985,000 as at 31 October 2022 and 30 April 2022 respectively. However, the Group generated a net operating cash inflow of approximately HK\$2,728,000 for the six months ended 31 October 2022. The Directors adopted the going concern basis in the preparation of the Interim Financial Information and implemented some measures in order to improve the working capital and liquidity and cash flow position of the Group. More information is set out in the Company's annual report for the year ended 30 April 2022.

**2. 編製基準 (續)**

編製符合香港會計準則第34號的中期財務資料需要管理層作出影響政策應用及按截至當前的年度基準所報告資產及負債、收入及開支金額的判斷、估計及假設。實際結果或會有別於該等估計。

中期財務資料載有簡明綜合財務報表及選定的說明附註。附註包括對了解本集團自截至二零二二年四月三十日止年度的二零二二年年財務報表以來財務狀況及財務表現的變動而言屬重要的事件及交易的說明。中期財務資料及其附註並不包括根據香港財務報告準則編製完整財務報表要求的所有資料，並應與截至二零二二年四月三十日止年度的二零二二年年財務報表一併閱讀。

中期財務資料已按歷史成本基準編製。

歷史成本一般根據為交換貨品及服務所給代價的公平值而釐定。

中期財務資料以港元(「港元」)呈列，而除另有指明外，所有金額均約整至最接近的千位(「千港元」)。

截至二零二二年十月三十一日止六個月，本集團產生虧損淨額約1,604,000港元，且於二零二二年十月三十一日及二零二二年四月三十日，本集團的流動負債淨額及負債淨額分別約為20,822,000港元及20,985,000港元。然而，截至二零二二年十月三十一日止六個月，本集團產生經營現金流入淨額約2,728,000港元。董事於編製中期財務資料時採用持續經營基準並採取部分措施以改善本集團的營運資金及流動資金及現金流量狀況。更多資料載於本公司截至二零二二年四月三十日止年度的年報。

### 3. APPLICATION OF NEW AND AMENDMENTS TO HKFRSS

In the current interim period, the Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the annual period beginning on or after 1 May 2022 for the preparation of the Group's Interim Financial Information:

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

The application of the amendments to HKFRSs has no material impact on the Group's financial position and financial performance for the current and/or prior periods and/or on the disclosure set out in the Interim Financial Information.

The Group has not applied any new and amendments to HKFRSs that have been issued but not yet effective for the current accounting period.

### 3. 應用新訂及經修訂香港財務報告準則

於本中期期間，本集團首次應用下列香港會計師公會頒佈之香港財務報告準則之修訂本，其於二零二二年五月一日或之後開始的年度期間強制生效，以編製本集團的中期財務資料：

香港財務報告準則 第3號之修訂本	概念框架指引
香港財務報告準則 第16號之修訂本	二零二一年 六月三十日後 Covid-19相關 的租金優惠
香港會計準則 第16號之修訂本	物業、廠房及設 備－擬定用途 前之所得款項
香港會計準則 第37號之修訂本	虧損性合約－ 履約成本
香港財務報告準則 之修訂本	對二零一八年至 二零二零年週 期之香港財務 報告準則的年 度改進

應用香港財務報告準則之修訂本對本集團於本期間及／或過往期間的財務狀況及財務表現及／或中期財務資料所載的披露資料並無重大影響。

本集團於本會計期間並無採納已頒佈惟尚未生效的任何新訂及經修訂香港財務報告準則。

## 4. REVENUE AND OTHER INCOME

## 4. 收益及其他收入

		Three months ended		Six months ended	
		31 October		31 October	
		截至十月三十一日止三個月		截至十月三十一日止六個月	
		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)
Slope works	斜坡工程	43,341	21,119	67,257	46,119
Foundation works	地基工程	50	63	50	139
		43,391	21,182	67,307	46,258
Timing of revenue recognition:	確認收益的時間：				
Over time	隨時間	43,391	21,182	67,307	46,258

An analysis of other income is as follows:

其他收入分析如下：

		Three months ended		Six months ended	
		31 October		31 October	
		截至十月三十一日止三個月		截至十月三十一日止六個月	
		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)
Government grant (note 1)	政府撥款(附註1)	176	—	289	—
Sundry income (note 2)	雜項收入(附註2)	906	550	1,186	630
		1,082	550	1,475	630

Note: 1. The government grant was related to Employment Support Scheme. It was no unfulfilled conditions and other contingencies attached to the receipts of those subsidies.

附註：1. 政府撥款與保就業計劃相關。就收取該等補貼概無附帶未達成條件及其他或然事項。

2. It was mainly attributable to the reversal of an amount of dispute case that former employee had initiated a legal claims against the Company in Labour Tribunal in respect of her salary and her allegation compensation. Previously, the Company has recorded it as liability. As at 31 October 2022, such dispute case has come to the end.

2. 其乃主要由於撥回前僱員就其工資及指控補償向勞資審裁處對本公司提出法律申索的爭議案件金額所致。先前，本公司已將其列作負債。於二零二二年十月三十一日，該爭議案件已結案。



## 5. SEGMENT INFORMATION

The Group has determined the operating segments based on the information reported to the CODM. During the interim period, the CODM regards the Group's business of performing slope works and foundation works in Hong Kong as a single operating segment and assesses the operating performance and allocates the resources of the Group as a whole. Accordingly, no segment 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.

### Information about major customers

Revenue from customers of the corresponding periods contributing over 10% of the total revenue of the Group during the six months ended 31 October 2022 and 2021 are as follows:

		Six months ended 31 October	
		截至十月三十一日止六個月	
		2022	2021
		二零二二年	二零二一年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Customer A	客戶A	28,147	6,757
Customer B	客戶B	29,919	35,523

Except disclosed above, no other customers contributed 10% or more to the Group's revenue for both periods.

## 5. 分部資料

本集團已基於向主要經營決策者呈報的資料釐定經營分部。於中期期間，主要經營決策者將本集團於香港進行斜坡工程及地基工程的業務視為單一經營分部，並評估經營表現及分配本集團整體資源。因此，並無呈列相關分部資料。

### 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（即香港），故並無呈報按地理分部劃分的分部資料獨立分析。

### 有關重大客戶的資料

於截至二零二二年及二零二一年十月三十一日止六個月，相應期間佔本集團收益總額超過10%的客戶收益如下：

除上文所披露者外，概無其他客戶於兩個期間貢獻10%或以上的本集團收益。

## 6. FINANCE COSTS

An analysis of finance costs is as follows:

		Three months ended 31 October		Six months ended 31 October	
		截至十月三十一日止三個月		截至十月三十一日止六個月	
		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)
Interest on amount due to related company (note 14)	應付關連公司款項利息 (附註14)	(141)	93	179	93
		(141)	93	179	93

## 6. 融資成本

融資成本分析如下：

## 7. LOSS BEFORE INCOME TAX

		Three months ended 31 October		Six months ended 31 October	
		截至十月三十一日止三個月		截至十月三十一日止六個月	
		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)
Loss before income tax for the period has been arrived at after charging:	期內除所得稅前 虧損已扣除 以下各項：				
Staff costs (including directors' emoluments)	員工成本(包括董事薪酬)				
– salaries, allowances and benefits in kind	– 薪金、津貼及實物福利	1,159	1,136	2,220	2,936
– retirement benefits scheme contributions	– 退休福利計劃供款	38	41	73	91
Total staff costs	員工成本總額	1,197	1,177	2,293	3,027
Depreciation of property, plant and equipment	有關物業、廠房及設備的折舊	67	124	139	266
Expenses relating to short-term leases	有關短期租賃的開支	113	257	225	521
Subcontracting charges (included in direct costs)	分包開支(計入直接成本)	42,638	20,775	66,260	45,711

## 7. 除所得稅前虧損

## 8. INCOME TAX EXPENSE

## 8. 所得稅開支

	Three months ended		Six months ended	
	31 October		31 October	
	截至十月三十一日止三個月	截至十月三十一日止六個月		
	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				

Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

The directors considered the amount involved upon implementation of the two-tiered profits tax rates regime as insignificant to the Interim Financial Information. Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for both periods.

No provision for Hong Kong Profits Tax has been made for the six months ended 31 October 2022 (2021: nil) as the Group has no assessable profits arising in Hong Kong or taxable profits were wholly absorbed by estimated tax losses brought forward.

根據香港利得稅的利得稅兩級制，合資格集團實體首兩百萬港元的溢利將按8.25%稅率徵稅，超過兩百萬港元的溢利則按16.5%稅率徵稅。不符合利得稅兩級制資格的集團實體所得溢利將仍然按照16.5%的統一稅率徵稅。

董事認為實施利得稅兩級制所涉及金額對中期財務資料而言並不重大。香港利得稅於兩個期間按估計應課稅溢利之16.5%計算。

由於本集團概無任何源自香港之應課稅溢利或該等應課稅溢利已全數計入承前估計稅項虧損，故並無就截至二零二二年十月三十一日止六個月之香港利得稅作出撥備（二零二一年：無）。

**9. DIVIDEND**

The Directors do not recommend a payment of an interim dividend for the six months ended 31 October 2022 (2021: Nil).

**9. 股息**

截至二零二二年十月三十一日止六個月，董事不建議派付中期股息（二零二一年：無）。

**10. LOSS PER SHARE**

The calculation of basic and diluted loss per share attributable to owners of the Company is based on the following:

**10. 每股虧損**

本公司擁有人應佔每股基本及攤薄虧損乃按下列數據計算：

	Three months ended		Six months ended	
	31 October		31 October	
	截至十月三十一日止三個月		截至十月三十一日止六個月	
	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)
<b>Loss</b>	<b>虧損</b>			
Loss for the period attributable to owners of the Company for the purpose of basic and diluted loss per share	用於計算每股基本及攤薄虧損的本公司擁有人應佔期內虧損			
	(166)	(1,638)	(1,604)	(4,206)

## 10. LOSS PER SHARE (Continued)

## 10. 每股虧損 (續)

		Three months ended 31 October		Six months ended 31 October	
		截至十月三十一日止三個月		截至十月三十一日止六個月	
		2022	2021	2022	2021
		二零二二年	二零二一年	二零二二年	二零二一年
		'000	'000	'000	'000
		千股	千股	千股	千股
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
<b>Number of shares</b>	<b>股份數目</b>				
Weighted average number of ordinary shares for the purpose of basic and diluted loss per share	用於計算每股基本及攤薄虧損的普通股加權平均數	1,577,200	1,577,200	1,577,200	1,577,200

The basic and diluted loss per share are the same for both periods.

兩個期間之每股基本及攤薄虧損為相同。

## 11. PROPERTY, PLANT AND EQUIPMENT

During the period under review, the Group did not acquire any property, plant and equipment (six months ended 31 October 2021: Nil).

## 11. 物業、廠房及設備

於回顧期間，本集團並無購入任何物業、廠房及設備（截至二零二一年十月三十一日止六個月：無）。

**12. TRADE AND OTHER RECEIVABLES**

The following is an analysis of trade and other receivables at the end of the reporting period:

		As at 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
Trade receivables from contract with customers (net of allowance for credit losses)	來自客戶合約的貿易應收款項 (扣除信貸虧損撥備)	10,698	12,746
Other receivables	其他應收款項	13	20
Prepayment and deposits	預付款及按金	10,322	3,746
		<b>21,033</b>	<b>16,512</b>

**Trade receivables:**

The Group usually provide customers with a credit term of 21-60 days (as at 30 April 2022: 21-60 days). For the settlement of trade receivables from provision of 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.

**12. 貿易及其他應收款項**

下列為於報告期末的貿易及其他應收款項分析：

**貿易應收款項：**

本集團通常向客戶提供21至60天(於二零二二年四月三十日:21至60天)信用期。就結算提供服務的貿易應收款項而言,本集團通常就每筆付款的期限與客戶達成協議,計及(其中包括)客戶的信貸歷史、流動資金狀況及本集團營運資金需求等因素,其按個別情況而有所不同,並須依靠管理層的判斷及經驗。

## 12. TRADE AND OTHER RECEIVABLES (Continued)

## Trade receivables: (Continued)

Based on the invoice dates (or date of revenue recognition, if earlier), the ageing analysis of the trade receivables, net of allowance for credit losses, was as follows:

		As at 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
0–30 days	0至30天	9,359	12,634
31–60 days	31至60天	–	–
61–90 days	61至90天	–	–
Over 90 days	超過90天	1,339	112
		<b>10,698</b>	<b>12,746</b>

## 13. TRADE AND OTHER PAYABLES

## 13. 貿易及其他應付款項

		As at 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
Trade payables (note a)	貿易應付款項(附註a)	18,281	19,272
Retention payables (note b)	應付保留金(附註b)	2,572	2,452
Accruals and other payables (note c)	應計費用及其他應付款項(附註c)	26,204	63,850
		<b>47,057</b>	<b>85,574</b>

**13. TRADE AND OTHER PAYABLES** (Continued)

Payment terms granted by suppliers are 42-60 days (as at 30 April 2022: 42-60 days) from the invoice date of the relevant purchases.

Notes:

- (a) The ageing analysis of trade payables based on the invoice date is as follows:

		As at 31 October 2022 於二零二二年 十月三十一日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 30 April 2022 於二零二二年 四月三十日 HK\$'000 千港元 (Audited) (經審核)
0-30 days	0至30天	8,198	19,189
31-60 days	31至60天	-	-
61-90 days	61至90天	9,979	-
Over 90 days	超過90天	104	83
		<b>18,281</b>	<b>19,272</b>

- (b) Retention payables are interest-free and settled in accordance with the terms of the respective contracts.
- (c) Accruals and other payables included an amount due to a director of a subsidiary of approximately HK\$10,700,000 (as at 30 April 2022: HK\$51,800,000). The amount due is unsecured, interest-free and repayable on demand.

**13. 貿易及其他應付款項** (續)

供應商授予的付款期限為自有關購買發票日期起42至60天(於二零二二年四月三十日:42至60天)。

附註:

- (a) 貿易應付款項按發票日期的賬齡分析如下:

- (b) 應付保留金為免息，並根據有關合約的條款結算。
- (c) 應計費用及其他應付款項包括應付一間附屬公司的董事款項約10,700,000港元(於二零二二年四月三十日:51,800,000港元)。應付金額為無抵押、免息及按要求償還。



**14. AMOUNT DUE TO RELATED COMPANY**

During the six months ended 31 October 2022, the Company borrowed the loan principal including interests amounted to approximately HK\$6,657,000 at 12% interest per annum (30 April 2022: 4,969,000) and repayable on demand.

Following the change of the Company's controlling shareholder subsequent to the end of the reporting period for the year ended 30 April 2022, the financial institution which provides the loan facility to the Company becomes the fellow subsidiary of the Company.

**14. 應付關連公司款項**

截至二零二二年十月三十一日止六個月，本公司已借入貸款本金金額（包括利息）約6,657,000港元，按每年12%計息（二零二二年四月三十日：4,969,000港元）及須按要求償還。

於截至二零二二年四月三十日止年度之報告期末本公司控股股東變更後，向本公司提供貸款融資的金融機構成為本公司的同系附屬公司。

**15. SHARE CAPITAL****15. 股本**

	As at 31 October 2022		As at 30 April 2022	
	於二零二二年十月三十一日		於二零二二年四月三十日	
	Number of ordinary shares	Carrying amount	Number of ordinary shares	Carrying amount
	普通股數目	賬面值	普通股數目	賬面值
	'000	HK\$'000	'000	HK\$'000
	千股	千港元	千股	千港元
	(Unaudited)	(Unaudited)	(Audited)	(Audited)
	(未經審核)	(未經審核)	(經審核)	(經審核)
Ordinary shares of HK\$0.01 each	每股面值0.01港元的普通股			
<b>Authorised:</b>	<b>法定：</b>			
At the beginning/end of the reporting period	於報告期初／期末			
		2,000,000	20,000	2,000,000
<b>Issued and fully paid:</b>	<b>已發行及繳足：</b>			
At the beginning/end of the reporting period	於報告期初／期末			
		1,577,200	15,772	1,577,200

**16. RELATED PARTY TRANSACTIONS**

Save as disclosed elsewhere in the Interim Financial Information, the Group entered into the following transactions with its related parties:

Name of related party 關聯方名稱	Nature 性質	Six months ended 31 October 截至十月三十一日止六個月	
		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)
Mars Glare Limited ("Mars Glare") 星之明有限公司(「星之明」)	Expenses relating to short-term leases (note) 有關短期租賃的開支(附註)	220	218

Note:

Mr. Yu Shek Man Ringo ("Mr. Yu"), a director of certain subsidiaries of the Company, had equity interest on Mars Glare. As Mr. Yu is a connected person at the subsidiary level of the Company under Chapter 20 of GEM Listing Rules. Rent of office and car parking space from Mars Glare constitutes as continuing connected transaction under Chapter 20 of GEM Listing Rules. In the opinion of the Directors, the transactions were fully exempted from shareholders' approval, annual review and all the disclosure requirements of continuing connected transaction as set out in Chapter 20 of the GEM Listing Rules.

**16. 關聯方交易**

除中期財務資料其他部分所披露者外，本集團與其關聯方訂立下列交易：

附註：

本公司若干附屬公司董事余錫萬先生(「余先生」)擁有星之明的股權。根據GEM上市規則第20章，由於余先生為本公司附屬公司層面之關連人士，向星之明租用辦公室及停車位構成GEM上市規則第20章項下之持續關連交易。董事認為，該等交易已全面獲豁免遵守GEM上市規則第20章所載持續關連交易之股東批准、年度審查及所有披露規定。

**17. EVENTS AFTER REPORTING PERIOD**

There is no significant event took place subsequent to the end of the reporting period.

**17. 報告期後事項**

於報告期結束後，概無發生重大事項。

**18. APPROVAL AND AUTHORISATION FOR ISSUE OF INTERIM FINANCIAL INFORMATION**

The Interim Financial Information were approved and authorised for issue by the Board on 14 December 2022.

**18. 批准及授權刊發中期財務資料**

中期財務資料於二零二二年十二月十四日獲董事會批准及授權刊發。