

Super Strong Holdings Limited

(incorporated in the Cayman Islands with limited liability)

Stock Code: 8262



2022/23

Third Quarterly Report

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

GEM has been positioned as a market designed to accommodate small and medium-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 medium-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.

*This report, for which the directors (the “**Directors**”) of Super Strong Holdings Limited (the “**Company**”) 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 and its subsidiaries. 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.*

THIRD QUARTERLY RESULTS

The board of Directors (the “**Board**”) of the Company is pleased to announce the unaudited condensed consolidated results of the Company and its subsidiaries (collectively, the “**Group**”) for the nine months ended 31 March 2023 (the “**Relevant Period**”), together with the unaudited comparative figures for the corresponding period in 2022 as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (UNAUDITED)

For the nine months ended 31 March 2023

		Nine months ended 31 March	
		2023	2022
Notes		HK\$'000	HK\$'000
		(Unaudited)	(Unaudited)
Revenue	3	86,689	85,250
Direct costs		(86,006)	(84,911)
Gross profit		683	339
Other income		809	233
Administrative expenses		(14,442)	(15,323)
Finance costs		(21)	(63)
Loss before taxation		(12,971)	(14,814)
Income tax expense	4	–	–
Loss and total comprehensive expense for the period		(12,971)	(14,814)
Loss and total comprehensive expense for the period attributable to:			
Owners of the Company		(12,969)	(14,882)
Non-controlling interests		(2)	68
		(12,971)	(14,814)
Loss per share			
– Basic (HK cents)	6	(1.63)	(1.86)
– Diluted		(1.63)	(1.86)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the nine months ended 31 March 2023

	Attributable to owners of the Company						Non- controlling interests	Total
	Share capital	Share premium	Capital contribution	Share options reserve	Retained profits	Subtotal		
	HK\$'000	HK\$'000	HK\$'000 (Note)	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 July 2022 (audited)	8,000	40,537	11,572	5,916	51,621	117,646	2	117,648
Repurchase of shares	(41)	40	-	-	-	(1)	-	(1)
Loss and total comprehensive expense for the period	-	-	-	-	(12,969)	(12,969)	(2)	(12,971)
At 31 March 2023 (unaudited)	7,959	40,577	11,572	5,916	38,652	104,676	-	104,676
At 1 July 2021 (audited)	8,000	40,903	11,572	5,557	63,577	129,609	-	129,609
Loss and total comprehensive expense for the period	-	-	-	-	(14,882)	(14,882)	68	(14,814)
At 31 March 2022 (unaudited)	8,000	40,903	11,572	5,557	48,695	114,727	68	114,795

Note: Capital contribution represents (a) the difference between the combined share capital of the operating subsidiaries and the share capital of the Company for shares issued pursuant to a group reorganisation in preparation for listing of the Company's shares; (b) capital contributions from the controlling shareholder of the Company; and (c) a deemed distribution for the financial guarantee provided by a subsidiary of the Group to a related company wholly owned by the controlling shareholder of the Company.

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the nine months ended 31 March 2023

1. GENERAL

The Company was incorporated and registered as an exempted company with limited liability in the Cayman Islands on 22 September 2015 and its shares are listed on the GEM of the Stock Exchange on 30 March 2016. The registered office of the Company is located at PO Box 309, Ugland House, Grand Cayman KY1-1104, Cayman Islands. The principal place of business of the Company is located at Unit D, 3/F., Freder Centre, 3 Mok Cheong Street, Tokwawan, Kowloon, Hong Kong.

The principal activity of the Company is investment holding. The Group's principal activities are the provision of property construction services in Hong Kong and trading of construction materials in China.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("**HK\$**"), which is the functional currency of the Company.

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the Relevant Period have been prepared in accordance with accounting principles generally accepted in Hong Kong and comply with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by Hong Kong Institute of Certified Public Accountants (the "**HKICPA**") and the applicable disclosure requirements of the GEM Listing Rules and the Hong Kong Companies Ordinance.

In the Relevant Period, the Group has adopted new or revised HKFRSs issued by the HKICPA which are relevant to Group's operations and effective for the Group's financial statements for accounting period beginning on or after 1 July 2022. The adoption has no significant changes on the Group's reported results and the financial position of the Group for the current or prior accounting periods. The Group has not applied any new or revised HKFRSs that is not yet effective for the Relevant Period. For those which are not yet effective and have not been early adopted, the Group is in the process of assessing their impact on the Group's results and financial position.

These unaudited condensed consolidated financial statements have been reviewed by the audit committee of the Company.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the nine months ended 31 March 2023 are the same as those followed in the preparation of the Group's annual financial statements for the year ended 30 June 2022.

Equity-settled share-based payment transactions

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note 7 to the condensed consolidated financial statements.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (share option reserve).

At the end of the Relevant Period, the Company revises its estimates of the number of options that are expected to ultimately vest. The impact of the revision of the estimates during the vesting period, if any, is recognized in profit or loss such that the cumulative expense reflects the revised estimates, with a corresponding adjustment to share options reserve.

For share options that vest immediately at the date of grant, the fair value of share options granted is expensed immediately to profit or loss. When share options are exercised, the amount previously recognised in share option reserve will be transferred to share premium. When share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share option reserve will be transferred to retained earnings.

Equity-settled share-based payment transactions with parties other than employees are measured at the fair value of the goods or services rendered, except where that fair value cannot be estimated reliably, in which case they are measured at the fair value of the equity instruments granted, measured at the date the entity obtains the goods or the counterparty renders the services.

3. REVENUE AND SEGMENT INFORMATION

Revenue represents the fair value of amounts received and receivable for services rendered by the Group to outside customers, less discount. Information reported to the Company's executive Directors, being the chief operating decision maker, for the purposes of resource allocation and assessment of segment performance focuses on types of services provided.

Specifically, the Group's operating segments are as follows:

		Nine months ended 31 March	
		2023	2022
		HK\$'000	HK\$'000
		(Unaudited)	(Unaudited)
(i)	Provision of construction works for residential buildings, commercial buildings, industrial buildings and general superstructure erection	84,529	85,250
(ii)	Trading of construction materials	2,160	–
	General building works	86,689	85,250

4. INCOME TAX EXPENSE

		Nine months ended 31 March	
		2023	2022
		HK\$'000	HK\$'000
		(Unaudited)	(Unaudited)
	Hong Kong Profits Tax	–	–

Under the two-tiered profits tax regime, profits tax rate for the first HK\$2.0 million of assessable profits of qualifying corporations established in Hong Kong will be lowered to 8.25%, and profits above that amount will be subject to the tax rate of 16.5%.

5. DIVIDEND

The Board did not recommend the payment of a dividend for the nine months ended 31 March 2023 (31 March 2022: Nil).

6. LOSS PER SHARE

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

	Nine months ended 31 March	
	2023 HK\$'000 (Unaudited)	2022 HK\$'000 (Unaudited)
Loss for the purpose of calculating basic loss per share and total comprehensive expense for the period attributable to owners of the Company	(12,971)	(14,882)
Number of shares: Weighted average number of ordinary shares for the purpose of calculating basic and diluted earnings per share	795,940,000	800,000,000

7. SHARE-BASED PAYMENT TRANSACTIONS

The Company operates a share option scheme (the “**Share Option Scheme**”) for the purpose of providing incentives or rewards to eligible participants for their contribution to the Group pursuant to a resolution passed on 9 March 2016.

The total number of shares (the “**Shares**”) which may be allotted and issued upon the exercise of all options (excluding, for this purpose, options which have lapsed in accordance with the terms of the Share Option Scheme and any other share option scheme of the Group) to be granted under the Share Option Scheme and any other share option scheme of the Group must not in aggregate exceed 10% of the Shares in issue on the listing date.

Directors may, at its absolute discretion, invite any person belonging to any of the following classes of participants (“**Eligible Participants**”), to take up options (the “**Share Options**”) to subscribe for Shares:

- (i) any director, employee, officer, consultant, customer, supplier, agent, partner or adviser of or contractor to the Group or any entity in which the Company or any subsidiary holds any interest;
- (ii) any discretionary trust the discretionary objects of which include any director, employee, officer, consultant, customer, supplier, agent, partner or adviser of or contractor to the Group or any invested entity; and
- (iii) any corporation wholly-owned by any person mentioned in clause (i) above.

Share Options granted must be taken up within 21 days from the date of grant, upon payment of HK\$1.00. An offer may not be accepted by an Eligible Participant who ceases to be an Eligible Participant after an offer is made to him but before his acceptance. No offer shall be capable of or open for acceptance after the date that falls on expiry of 10 years commencing on the date of which the Share Option Scheme is adopted.

Share Options exercise price is the highest of (i) the nominal value of a share of the Company; (ii) the closing price of the Shares as stated in the daily quotations sheet of Stock Exchange on the date of the offer for granting the Share Options; and (iii) the average closing price of Shares as stated in the daily quotations sheets on the Stock Exchange.

At 31 March 2023, the number of shares in respect of which options has been granted and remained outstanding under the Share Option Scheme was 16,800,000 (31 March 2022: 49,200,000), which if exercised in full representing 2.11% (31 March 2022: 6.2%) of the shares of the Company in issue at the date.

Movement of the Company’s Share Options during the Relevant Period are as followings:

	Number of Share Options
At 1 July 2022	49,200,000
Granted during the period	–
Lapsed during the period	(32,400,000)
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At 31 March 2023	16,800,000
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MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW

Revenue

The Group's revenue decreased from approximately HK\$85.3 million for the nine months ended 31 March 2022 to approximately HK\$84.5 million for the Relevant Period, representing a decrease of approximately 0.9%.

Direct costs

The Group's direct costs decreased from approximately HK\$84.9 million for the nine months ended 31 March 2022 to approximately HK\$83.9 million for the Relevant Period, representing a decrease of approximately 1.18%. Such decrease was mainly due to the decrease in revenue during the Relevant Period.

Gross profit

Gross profit of the Group amounts to HK\$0.7 million (31 March 2022: HK\$0.3 million) for the Relevant Period. The increase was mainly driven by the increase in gross profit generated from general building works for the Relevant Period.

Other income

The Group's other income amounted to approximately HK\$0.8 million and approximately HK\$0.2 million for the Relevant Period and the nine months ended 31 March 2022, respectively. Such increase was mainly due to the one time-limited financial support from the Employment Support Scheme under the Anti-epidemic Fund launched by The Government of the Hong Kong Special Administrative Region and interest income for the nine months ended 31 March 2023.

Administrative expenses

Administrative expenses of the Group decreased by approximately 5.9% from approximately HK\$15.3 million for the nine months ended 31 March 2022 to approximately HK\$14.4 million for the Relevant Period. The decrease was mainly attributable to the decrease in staff costs and business entertainment during the Relevant Period.

Income tax expense

No income tax expense incurred by the Group during the Relevant Period (31 March 2022: HK\$Nil) as the Group has recorded loss.

Loss and total comprehensive expense for the period attributable to owners of the Company

Loss and total comprehensive expense for the period attributable to owners of the Company was approximately HK\$13.0 million (31 March 2022: approximately HK\$14.9 million). Such decrease was primarily attributable to the decrease in staff costs and business entertainment during the Relevant Period.

BUSINESS REVIEW AND OUTLOOK

During the Relevant Period, the Group has submitted 26 tenders for construction projects in the market. We run 6 main projects and followed up on 7 construction projects which have been substantially completed in previous years. Due to the COVID-19 pandemic, a few committed projects have been delayed, consequently affecting the financial performance of the Group during the Relevant Period.

Facing keen competition and uncertainties in the economic environment, the Group continues to maintain a healthy financial position by keeping a low gearing level in particular.

Looking forward, the Directors consider that the future business opportunities faced by the Group will be affected by the competition in the construction market together with the performance of the property market in Hong Kong. The substantial increase of interest rate by the United States Government and the political instability has fueled uncertainties in Hong Kong property market. From the new ideas of Hong Kong Chief Executive to proactively develop north of Hong Kong, we hope that the number of relevant construction projects will be increased in the market and we will catch this opportunity to actively participate in the expected new projects in this area.

In line with the Group's business strategy, the Group is exploring modular integrated construction (MiC) work opportunities in relation to transitional housing projects of the Hong Kong Government. The Group anticipates that these opportunities will bring in more revenue to the Group in coming years if relevant contracts can be secured. The Group also started the trading business of construction materials in China aiming to an integration of our business in construction field and exploring opportunities in China market.

On the other hand, the Group will continue to diversify its businesses and seek for lucrative business opportunities in other business areas for the benefits of the shareholders of the Group as a whole. We will continue to explore new business and investment opportunities that may generate return to the shareholders of the Group through acquisitions or strategic cooperation with partners in different field of businesses, so as to strengthen the Group's profitability in the long run.

DISCLOSURE OF INTERESTS

A. Directors' and chief executives' interests and short positions in the shares, the underlying shares or debentures

As at 31 March 2023, the interests and short positions of the Directors and chief executives of the Company in the shares, the underlying shares or 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 required to be 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 any such Director or chief executive was taken or deemed to have under such provision of the SFO) or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to standard of dealings by Directors as referred to in Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange were as follows:

(i) Long positions in the shares

Name of Director	Nature of interest	Number of the shares held/ interested in	Number of share options	Percentage of total issued share capital of the Company (approximately)
Mr. Kwok Tung Keung ("Mr. Kwok")	Interest in controlled corporation ^(Note 1)	250,000,000	-	31.41%
	Beneficial owner	-	7,900,000	0.99%
Mr. Ko Chun Hay Kelvin	Beneficial owner	149,500,000	-	18.78%
	Beneficial owner	-	7,900,000	0.99%

Note:

- Mr. Kwok beneficially owns 100% of the total issued share capital of Best Brain Investments Limited ("Best Brain"). By virtue of the SFO, Mr. Kwok is deemed to be interested in the same number of the shares held by Best Brain.

(ii) Long position in the ordinary shares of associated corporations

Name of Director	Name of associated corporation	Nature of interest	Number of shares held/ interested in	Percentage of total issued share capital of Best Brain
Mr. Kwok	Best Brain	Beneficial owner	7,500	100%

Save as disclosed above, as at 31 March 2023, none of the Directors nor chief executive of the Company has registered an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) (i) which were required to be 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 were taken or deemed to have under such provisions of the SFO); or (ii) which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein; or (iii) which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

B. Substantial shareholders' and other persons' interests and short positions in the shares or underlying shares

So far as the Directors are aware, as at 31 March 2023, the following persons (other than the Directors or chief executive of the Company) or companies were interested in 5% or more of the total issued share capital of the Company which were recorded in the register of interests required to be kept by the Company under Section 336 of the SFO, or to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO and the GEM Listing Rules:

Name of shareholder	Nature of interest	Number of the Shares held/ interested in	Long/short position	Percentage of total issued share capital of the Company
Best Brain	Beneficial owner	250,000,000	Long	31.41%
Ning Xu Zhan	Beneficial owner	113,840,000	Long	14.30%
Liu Long	Beneficial owner	60,000,000	Long	7.54%
Ye Shanmin	Beneficial owner	60,000,000	Long	7.54%

Save as disclosed above, as at 31 March 2023, the Directors were not aware of any other persons or companies who had any interest or short position in the shares or underlying shares of the Company that was required to be recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO, or which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO.

COMPETING INTERESTS

During the Relevant Period, so far as the Directors are aware, none of the Directors or the controlling shareholders of the Company, neither themselves nor their respective close associates (as defined in the GEM Listing Rules) had any business or interest that competes or may compete with the business of the Group, or any other conflict of interests which any such person has or may have with the Group.

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

During the Relevant Period, the Company has purchased 4,060,000 shares of the Company's listed securities and neither the Company nor any of its subsidiaries has sold or redeemed any of the Company's listed securities.

CORPORATE GOVERNANCE CODE

The Company's corporate governance practices are based on the principles and code provisions as set out in the Corporate Governance Code (the "**CG Code**") and Corporate Governance Report in Appendix 15 of the GEM Listing Rules.

During the Relevant Period, the Company has complied with the CG Code.

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 concerning securities transactions by the Directors as 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 Relevant Period.

DIVIDEND

The Board did not recommend the payment of a dividend for the Relevant Period.

SHARE OPTION SCHEME

The shareholders of the Company approved and adopted the Share Option Scheme by way of written resolutions on 9 March 2016. As at 31 March 2023, a total of 16,800,000 share options to subscribe for 16,800,000 ordinary shares of HK\$0.01 each of the Company, representing approximately 2.11% of the total issued share capital of the Company, were granted to two executive Directors and other employees under the Share Option Scheme.

Details of the movements of share options granted, exercised or cancelled/lapsed during the Relevant Period and outstanding as at 31 March 2023 are as follows:

Grantee	Date of grant of share options	Exercise price of share options	Closing price immediately before date of grant	Exercise period (both dates inclusive)	At	Granted during the period	Exercised during the period	Cancelled/ lapsed during the period	Outstanding at 31 March 2023
		HK\$	HK\$		1 July 2022				
Mr. Kwok Tung Keung	29 November 2017	0.371	0.385	29 November 2017 to 28 November 2022	7,900,000	-	-	7,900,000	-
	3 December 2018	0.307	0.300	3 December 2018 to 2 December 2023	7,900,000	-	-	-	7,900,000
	3 March 2020	0.245	0.245	3 March 2020 to 3 March 2023	7,900,000	-	-	7,900,000	-
Mr. Ko Chun Hay Kelvin	29 November 2017	0.371	0.385	29 November 2017 to 28 November 2022	7,900,000	-	-	7,900,000	-
	3 December 2018	0.307	0.300	3 December 2018 to 2 December 2023	7,900,000	-	-	-	7,900,000
	3 March 2020	0.245	0.245	3 March 2020 to 3 March 2023	7,900,000	-	-	7,900,000	-
Other employees	29 November 2017	0.371	0.385	29 November 2017 to 28 November 2022	500,000	-	-	500,000	-
	3 December 2018	0.307	0.300	3 December 2018 to 2 December 2023	1,000,000	-	-	-	1,000,000
	3 March 2020	0.245	0.245	3 March 2020 to 3 March 2023	300,000	-	-	300,000	-
Total					49,200,000	-	-	32,400,000	16,800,000

AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) on 9 March 2016 with its written terms of reference in compliance with paragraph C.3 of the CG Code. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of the Group, nominate and monitor external auditors and to provide advices and comments to the Board on matters related to corporate governance. The Audit Committee consists of three members, namely Mr. Donald William Sneddon, Mr. Ng Man Li and Ms. Wong Shuk Fong, all being independent non-executive Directors. Ms. Wong Shuk Fong currently serves as the chairman of the Audit Committee.

The Audit Committee has reviewed this report and the unaudited condensed consolidated financial statements of the Group for the Relevant Period and the effectiveness of internal control system. The Audit Committee is of the view that such results comply with the applicable accounting standards, the requirements under the GEM Listing Rules and other applicable legal requirements, and that adequate disclosures has been made.

By Order of the Board
Super Strong Holdings Limited
Ko Chun Hay Kelvin
Chief Executive Officer

Hong Kong, 15 May 2023

As at the date of this report, the executive Directors are Mr. Kwok Tung Keung, Mr. Ko Chun Hay Kelvin and Mr. Qiu Haiquan; and the independent non-executive Directors are Mr. Donald William Sneddon, Mr. Ng Man Li and Ms. Wong Shuk Fong.