



WK Group (Holdings) Limited 泓基集團 (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 : 2535



2024

INTERIM REPORT
中期報告

Contents 目錄

		Pages頁次
Corporate Information	公司資料	2
Interim Results Highlights	中期業績摘要	5
Management Discussion and Analysis	管理層討論及分析	6
Corporate Governance and Other Information	企業管治及其他資料	16
Unaudited Consolidated Interim Statement of Comprehensive Income	未經審核綜合中期全面收益表	24
Unaudited Consolidated Interim Statement of Financial Position	未經審核綜合中期財務狀況表	25
Unaudited Consolidated Interim Statement of Changes in Equity	未經審核綜合中期權益變動表	27
Unaudited Condensed Consolidated Interim Statement of Cash Flows	未經審核簡明綜合中期現金流量表	28
Notes to the Unaudited Condensed Consolidated Interim Financial Statements	未經審核簡明綜合中期財務資料附註	29

Corporate Information 公司資料

BOARD OF DIRECTORS

Executive Directors

Mr. Chan Kam Kei (*Chief Executive Officer*)

Mr. Chan Kam Kong

Ms. Chan Suk Man

Non-executive Directors

Mr. Chan Wing Hong (*Chairman*)

Ms. Choi Chick Cheong

Independent non-executive Directors

Mr. Cha Ho Wa

Mr. Yu Chun Kit

Mr. Liu Chi Kwun Albert

AUDIT COMMITTEE

Mr. Yu Chun Kit (*Chairperson*)

Mr. Cha Ho Wa

Mr. Liu Chi Kwun Albert

REMUNERATION COMMITTEE

Mr. Cha Ho Wa (*Chairperson*)

Mr. Chan Kam Kei

Mr. Yu Chun Kit

NOMINATION COMMITTEE

Mr. Chan Kam Kei (*Chairperson*)

Mr. Liu Chi Kwun Albert

Mr. Yu Chun Kit

REGISTERED OFFICE IN THE CAYMAN ISLANDS

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P.O. Box 712

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Grand Cayman KY1-9006

Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

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董事會

執行董事

陳鑫基先生 (*行政總裁*)

陳鑫江先生

陳淑雯女士

非執行董事

陳永康先生 (*主席*)

蔡植昌女士

獨立非執行董事

車灝華先生

余俊傑先生

廖志崑先生

審核委員會

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車灝華先生

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陳鑫基先生

余俊傑先生

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Cayman Islands

總部及香港主要營業地點

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新界荃灣

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AUTHORISED REPRESENTATIVES

Ms. Chan Suk Man
Mr. Tam Hon Fai

授權代表

陳淑雯女士
譚漢輝先生

CAYMAN ISLANDS PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Appleby Global Services (Cayman) Limited
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Cayman Islands

開曼群島股份過戶登記總處

Appleby Global Services (Cayman) Limited
71 Fort Street
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COMPANY SECRETARY

Mr. Tam Hon Fai
Certified Public Accountant

公司秘書

譚漢輝先生
執業會計師

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants
Registered Public Interest Entity Auditor
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Hong Kong

核數師

羅兵咸永道會計師事務所
執業會計師
註冊公眾利益實體核數師
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本公司之法律顧問

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香港
中環
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PRINCIPAL BANKER

The Hongkong and Shanghai Banking Corporation Limited
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Hong Kong

主要往來銀行

香港上海滙豐銀行有限公司
香港
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Corporate Information 公司資料

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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STOCK CODE

2535

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股份代號

2535

Interim Result Highlights 財務摘要

For the six months ended 30 June 2024
截至2024年6月30日止六個月

INTERIM RESULT HIGHLIGHTS

- Revenue increased by approximately HK\$38.5 million or 28.9%, from approximately HK\$133.2 million for the six months ended 30 June 2023 to approximately HK\$171.7 million for the six months ended 30 June 2024.
- Gross profit increased by approximately HK\$5.6 million or 20.7%, from approximately HK\$27.0 million for the six months ended 30 June 2023 to approximately HK\$32.6 million for the six months ended 30 June 2024.
- The Group recorded a profit attributable to owners of the Company of approximately HK\$13.4 million for the six months ended 30 June 2024 (six months ended 30 June 2023: approximately HK\$9.3 million).
- Basic earnings per share was approximately HK0.81 cents for the six months ended 30 June 2024 (six months ended 30 June 2023: approximately HK0.62 cents).
- The Board resolved not to recommend the payment of an interim dividend for the period from the Listing Date to 30 June 2024.

中期業績摘要

- 收益由截至2023年6月30日止六個月約133.2百萬港元增加約38.5百萬港元或28.9%至截至2024年6月30日止六個月約171.7百萬港元。
- 毛利由截至2023年6月30日止六個月約27.0百萬港元增加約5.6百萬港元或20.7%至截至2024年6月30日止六個月約32.6百萬港元。
- 本集團於截至2024年6月30日止六個月錄得本公司擁有人應佔溢利約13.4百萬港元(截至2023年6月30日止六個月：約9.3百萬港元)。
- 截至2024年6月30日止六個月，每股基本盈利約為0.81港仙(截至2023年6月30日止六個月：約0.62港仙)。
- 董事會議決不建議就上市日期至2024年6月30日期間派付中期股息。

Management Discussion and Analysis 管理層討論與分析

INTERIM RESULTS

The board (the “**Board**”) of directors (the “**Directors**”) of WK Group (Holdings) Limited (the “**Company**”) is pleased to present the unaudited condensed consolidated interim financial statements of the Company and its subsidiaries (collectively, the “**Group**”) for the six months ended 30 June 2024, together with the comparative figures for the six months ended 30 June 2023.

BUSINESS REVIEW

The Group is a structural steelwork contractor in Hong Kong, specialising in the supply, fabrication and installation of structural steel for construction projects in Hong Kong. The Group was established in 1999 and have since undertaken structural steelwork in the role of subcontractor. With two production facilities in Dongguan, the PRC, the Group possesses the in-house capacity to process and fabricate structural steel tailored to the specifications of the customers.

The shares of the Company (the “**Shares**”) were successfully listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on 8 March 2024 (the “**Listing Date**”) by way of share offer (the “**Share Offer**”) (the “**Listing**”).

With a commendable track record and unwavering dedication to quality, the Group had firmly established itself as a dependable and trusted partner within the construction industry. Boasting a team of skilled professionals who possess extensive expertise and experience in structural engineering and steel fabrication, the Group had successfully executed numerous prestigious projects during the six months ended 30 June 2024. These projects encompass a diverse range of structures, including infrastructure and public facilities, commercial buildings, bridges, and residential buildings. The Group’s proficiency in delivering intricate steel constructions distinguishes it from competitors and instills a sense of confidence in customers regarding the Group’s capabilities. Throughout every stage of a project, from drawings to installation, the Group adheres to rigorous quality control procedures. They diligently source materials from reputable suppliers and employ highly proficient workers to ensure the highest standards of workmanship. By prioritizing quality above all else, the Group has cultivated a strong reputation for consistently delivering structurally sound steelwork. Valuing its customers immensely, the Group nurtures robust

中期業績

泓基集團(控股)有限公司(「本公司」)董事(「董事」)會(「董事會」)欣然呈報本公司及其附屬公司(統稱「本集團」)截至2024年6月30日止六個月的未經審核簡明綜合中期財務報表，連同截至2023年6月30日止六個月的比較數字。

業務回顧

本集團為一間香港鋼結構工程承造商，專注於為香港建造項目供應、製造及安裝結構鋼。本集團於1999年成立，自此以分包商身份承接鋼結構工程。本集團在中國東莞擁有兩項生產設施，並擁有根據客戶規格加工及製造結構鋼的內部能力。

於2024年3月8日(「上市日期」)，本公司股份(「股份」)以股份發售(「股份發售」)的方式於香港聯合交易所有限公司(「聯交所」)主板成功上市(「上市」)。

憑藉值得表揚的往績記錄及對品質的不懈追求，本集團已確立在建築界的可靠可信形象。本集團擁有一支熟練的專業團隊，彼等在結構工程及鋼製造方面擁有豐富的專業知識及經驗，因此本集團於截至2024年6月30日止六個月已成功執行多個享負盛名的項目。該等項目涵蓋各種結構，包括基建及公共設施、商業樓宇、橋樑及住宅樓宇。本集團具備交付複雜鋼結構的能力，因此在芸芸競爭對手中脫穎而出，讓客戶對本集團充滿信心。在項目從繪圖到安裝的每個階段，本集團均堅守嚴格的質量監控程序，致力從信譽良好的供應商處採購材料，並聘用技藝熟練的工人，以確保工藝達致最高標準。本集團一向將質量放在首位，並已在持續交付結構堅固的鋼結構工程方面樹立良好聲譽。本集團非常重視客戶，在信任與合作的基礎上建立穩健關係。本集團在每個項目的過程中均積

Management Discussion and Analysis 管理層討論與分析

relationships founded on trust and collaboration. Actively engaging with customers throughout each project, the Group maintains clear communication and a thorough understanding of their specific requirements. By placing great emphasis on customer satisfaction and fulfilling their commitments, the Group has garnered a loyal customer base, resulting in continuously tender invitations from various main contractors.

As at 30 June 2024, the Group had 25 projects (31 December 2023: 19 projects) on hand with backlog value of approximately HK\$406.6 million (31 December 2023: approximately HK\$550.5 million).

PROSPECTS

In the face of an unstable real estate market, the Groups takes a cautious and analytical approach to ensure the company maintains stable financial conditions. There are some strategies employed by the Group: (i) the Group practises strict budget management to avoid onerous contracts. The Group carefully assesses the risks and returns of each project, ensuring the sustainability and profitability of projects; (ii) the Group establishes long-term partnerships with suppliers to ensure stable material supply and competitive pricing. This helps mitigate the adverse impact of cost fluctuations on the Group's finances; (iii) the Group focuses on optimizing cash flow management by ensuring prompt collection of receivables and proactively communicating payment terms with customers. At the same time, they exercise careful control over payables to maintain a balanced and liquid financial position; and (iv) the Group closely monitors market trends and real estate dynamics, adjusting strategies accordingly.

極與客戶協作，以保持清晰的溝通，徹底了解客戶的具體要求。透過高度重視客戶滿意度及履行承諾，本集團獲得了忠實的客戶基礎，進而不斷獲得多個總承建商的投標邀請。

於2024年6月30日，本集團手頭有25個項目(2023年12月31日：19個項目)，未完成項目價值約406.6百萬港元(2023年12月31日：約550.5百萬港元)。

前景

面對動蕩不穩的房地產市場，本集團採取審慎分析部署，以確保公司維持穩健的財務狀況。本集團採取的策略包括：(i)實行嚴格的預算管理，避免虧損性合約，並仔細評估每個項目的風險及回報，確保項目的可持續性及盈利能力；(ii)與供應商建立長期合作關係，確保材料供應穩定，價格具競爭力，從而減輕成本波動對本集團財務造成的不利影響；(iii)集中優化現金流管理，確保及時收回應收款項，並主動與客戶溝通付款條款，同時謹慎監管應付款項，以維持平衡而具流動性的財務狀況；及(iv)密切關注市場趨勢及房地產動態，並相應調整策略。

Management Discussion and Analysis 管理層討論與分析

FINANCIAL REVIEW

Revenue

Revenue increased by approximately HK\$38.5 million or 28.9%, from approximately HK\$133.2 million for the six months ended 30 June 2023 to approximately HK\$171.7 million for the six months ended 30 June 2024, which was mainly attributable to the increase in revenue derived from the projects with relatively larger scale during the six months ended 30 June 2024, such as (i) a private commercial development located at Causeway Bay with an estimated contract sum of approximately HK\$388.0 million; (ii) a private commercial development located at Central with an estimated contract sum of approximately HK\$55.0 million; and (iii) an infrastructure and public facilities development located at Kai Tak with an estimated contract sum of approximately HK\$62.3 million.

Cost of Services

Cost of services mainly comprised cost of materials, subcontracting fees, direct labour costs, transportation and machinery service fees.

The cost of services increased by approximately HK\$32.9 million or 31.0%, from approximately HK\$106.2 million for the six months ended 30 June 2023 to approximately HK\$139.1 million for the six months ended 30 June 2024. The increase was primarily driven by the increase in the amount of works performed, which was in line with the increase in the revenue.

Gross profit and gross profit margin

Gross profit increased by approximately HK\$5.6 million or 20.7%, from approximately HK\$27.0 million for the six months ended 30 June 2023 to approximately HK\$32.6 million for the six months ended 30 June 2024, which was mainly driven by the increase in revenue as discussed above. Gross profit margin remained stable at approximately 19.0% for the six months ended 30 June 2024 and at approximately 20.3% for the six months ended 30 June 2023.

財務回顧

收益

收益由截至2023年6月30日止六個月約133.2百萬港元增加約38.5百萬港元或28.9%至截至2024年6月30日止六個月約171.7百萬港元，主要歸因於截至2024年6月30日止六個月規模相對較大的項目所產生的收益增加，如(i)一個位於銅鑼灣的私人商業發展項目，估計合約金額約為388.0百萬港元；(ii)一個位於中環的私人商業發展項目，估計合約金額約為55.0百萬港元；及(iii)一個位於啟德的基建及公共設施發展項目，估計合約金額約為62.3百萬港元。

服務成本

服務成本主要包括材料成本、分包費用、直接勞工成本、運輸及機械服務費。

服務成本由截至2023年6月30日止六個月約106.2百萬港元增加約32.9百萬港元或31.0%至截至2024年6月30日止六個月約139.1百萬港元。增加主要由於工程量增加，與收益增加一致。

毛利及毛利率

毛利由截至2023年6月30日止六個月約27.0百萬港元增加約5.6百萬港元或20.7%至截至2024年6月30日止六個月約32.6百萬港元，主要由於上文所討論的收益增加所致。截至2024年6月30日止六個月毛利率維持穩定在約19.0%，而截至2023年6月30日止六個月約為20.3%。

Management Discussion and Analysis 管理層討論與分析

Other income and other gain/(loss), net

Other income and other net gain/(loss) changed from other loss of approximately HK\$0.5 million for the six months ended 30 June 2023 to other income and gain of approximately HK\$74,000 for the six months ended 30 June 2024, which was mainly due to the change in cash surrender value of life insurance contracts at each balance sheet date.

Administrative expenses

Administrative expenses mainly comprised staff costs, motor vehicles expenses, depreciation and exchange differences.

The administrative expenses increased by approximately HK\$1.0 million or 10.4%, from approximately HK\$9.7 million for the six months ended 30 June 2023 to approximately HK\$10.7 million for the six months ended 30 June 2024. The increase in staff costs and entertainment fee was partially offset by the decrease in exchange losses recognised in relation to the Group's operation in the People's Republic of China ("PRC").

Reversal of impairment losses on financial assets and contract assets

The Group recorded reversal of impairment losses on financial assets and contract assets of approximately HK\$0.1 million for the six months ended 30 June 2024 and approximately HK\$0.2 million for the six months ended 30 June 2023, respectively.

Profit for the period

As a result of the foregoing, the profit for the period significantly increased by approximately HK\$4.1 million or 44.2%, from approximately HK\$9.3 million for the six months ended 30 June 2023 to approximately HK\$13.4 million for the six months ended 30 June 2024. The net profit margin remained stable at approximately 7.8% and 7.0% for the six months ended 30 June 2024 and 2023, respectively.

其他收入及其他收益／(虧損)淨額

其他收入及其他收益／(虧損)淨額由截至2023年6月30日止六個月的其他虧損0.5百萬港元變動至截至2024年6月30日止六個月的其他收入及收益約74,000港元，主要由於各資產負債表日期的人壽保險合約現金退保價值變動。

行政開支

本集團之行政開支主要包括員工成本、汽車開支、折舊及匯兌差額。

行政開支由截至2023年6月30日止六個月的約9.7百萬港元增加約1.0百萬港元或10.4%至截至2024年6月30日止六個月的約10.7百萬港元。員工成本及娛樂費增加被就本集團的中華人民共和國(「中國」)業務確認匯兌虧損減少所部分抵銷。

金融資產及合約資產減值虧損撥回

本集團於截至2024年6月30日止六個月及截至2023年6月30日止六個月錄得金融資產及合約資產減值虧損撥回分別約0.1百萬港元及約0.2百萬港元。

期內溢利

由於上述原因，期內溢利由2023年6月30日止六個月的約9.3百萬港元大幅增加約4.1百萬港元或44.2%至截至2024年6月30日止六個月的約13.4百萬港元。截至2024年及2023年6月30日止六個月的純利維持穩定，分別為約7.8%及7.0%。

Management Discussion and Analysis 管理層討論與分析

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group needs to maintain a solid liquidity for working capital to support the Group's business operations. The principal sources of liquidity are equity capital, cash generated from operations and bank borrowings. As at 30 June 2024, the Group maintained a healthy liquidity position with net current assets balance of approximately HK\$217.3 million (31 December 2023: approximately HK\$117.7 million), short-term bank deposits of approximately HK\$45.0 million (31 December 2023: nil) and cash and cash equivalents of approximately HK\$72.4 million (31 December 2023: approximately HK\$8.7 million), respectively. The short-term bank deposits and cash and cash equivalents were denominated in Hong Kong dollars and in Renminbi ("RMB"). The Shares were listed on the Main Board of the Stock Exchange on 8 March 2024. There has been no change in the capital structure of the Company since then. During the six months ended 30 June 2024, the Company held no treasury shares and did not sell any treasury shares. As at 30 June 2024, the capital structure of the Company comprised mainly issued share capital and reserves. The Group also deployed bank borrowings as its financial resources.

Bank Borrowings

Bank borrowings as at 30 June 2024 amounted to approximately HK\$6.4 million (31 December 2023: approximately HK\$9.9 million). The bank borrowings were denominated in Hong Kong dollars and bear interest at floating rates.

Gearing Ratio

Gearing ratio is calculated as total borrowings (i.e. bank borrowings and lease liabilities) divided by the total equity as at the respective reporting dates. The gearing ratio decreased from 9.5% as at 31 December 2023 to approximately 3.6% as at 30 June 2024. Such decrease was mainly due to the increase in total equity for the six months ended 30 June 2024.

流動資金、財務資源及資本架構

本集團需要保持穩健的營運資金流動性，以支持本集團的業務運營。流動資金的主要來源為股本、經營產生現金及銀行借款。於2024年6月30日，本集團保持穩健的流動資金狀況，流動資產淨值結餘約為217.3百萬港元（2023年12月31日：約117.7百萬港元），短期銀行存款約45.0百萬港元（2023年12月31日：無），現金及現金等價物約72.4百萬港元（2023年12月31日：約8.7百萬港元）。短期銀行存款及現金及現金等價物以港元及人民幣（「人民幣」）計值。股份於2024年3月8日在聯交所主板上市。本公司的資本架構從彼時起概無變動。截至2024年6月30日止六個月，本公司並無持有任何庫存股份，亦並無出售任何庫存股份。於2024年6月30日，本公司的資本架構主要由已發行股本及儲備組成。本集團亦將銀行借款用作財務資源。

銀行借款

於2024年6月30日，銀行借款約為6.4百萬港元（2023年12月31日：約9.9百萬港元）。銀行借款以港元計值，並按浮動利率計息。

資產負債比率

資產負債比率乃按於各報告日期借款總額（即銀行借款及租賃負債）除以權益總額計算。資產負債比率由2023年12月31日約9.5%下降至2024年6月30日約3.6%，有關下降主要由於截至2024年6月30日止六個月權益總額減少。

Management Discussion and Analysis 管理層討論與分析

Net debt to equity ratio

Net debt to equity ratio is calculated as net debts (i.e. bank borrowings, amounts due to directors and lease liabilities, net of cash and cash equivalents) divided by total equity as at the respective reporting dates.

The net debt to equity ratio was not applicable as at 30 June 2024 as the Group had net cash position. The net debt to equity ratio was approximately 3.1% as at 31 December 2023.

Treasury Policy

The Group has adopted a prudent financial management approach towards its treasury policy. 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 all the time.

Capital Expenditures

For the six months ended 30 June 2024, the Group incurred capital expenditures of approximately HK\$1.3 million (six months ended 30 June 2023: approximately HK\$0.8 million).

CONTINGENT LIABILITIES

During the six months ended 30 June 2024 and in the ordinary course of the Group's business, the Group has been subject to a number of claims due to personal injuries suffered by employees of the Group or the Group's subcontractors in accidents arising out of and in the course of their employment. The Board is of the opinion that such claims are covered by insurance and will not result in any material adverse impact on the financial position or results and operations of the Group. No provision has been made in respect of these claims for the six months ended 30 June 2024 (six months ended 30 June 2023: same).

債務淨額權益比率

債務淨額權益比率乃按於各報告日期的債務淨額(即銀行借款、應付董事款項及租賃負債，扣除現金及現金等價物)除以權益總額計算。

於2024年6月30日，因本集團錄得淨現金狀況，故債務淨額權益比率並不適用。於2023年12月31日，債務淨額權益比率為約3.1%。

庫務政策

本集團對其庫務政策採取了審慎的財務管理方法。董事會密切監控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始終滿足其融資要求。

資本開支

截至2024年6月30日止六個月，本集團產生資本開支約1.3百萬港元(截至2023年6月30日止六個月：約0.8百萬港元)。

或然負債

於截至2024年6月30日止六個月及於本集團的一般業務過程中，本集團已面臨多項因本集團的僱員或本集團的分包商在其受僱期間中發生的事故中遭受人身傷害的申索。董事會認為，該等申索已獲保險保障，不會對本集團的財務狀況或業績及營運造成任何重大不利影響。於截至2024年6月30日止六個月並無就該等申索作出撥備(截至2023年6月30日止六個月：相同)。

Management Discussion and Analysis 管理層討論與分析

OFF-BALANCE SHEET ARRANGEMENTS AND COMMITMENTS

The Directors confirm that as at 30 June 2024, the Group did not have any off-balance sheet arrangements or commitments.

PLEDGE OF ASSETS

As at 30 June 2024, all of the personal guarantees and securities for the Group's bank borrowings had been released.

SIGNIFICANT INVESTMENTS, ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

During the six months ended 30 June 2024, the Group did not have any significant investments, acquisitions or disposals of subsidiaries, associates and joint ventures.

FOREIGN EXCHANGE EXPOSURE

The Group's revenue from customers is mainly from Hong Kong while the part of materials purchased in the PRC and the fabrication of structural steel mainly operates in the PRC. Accordingly, the revenue is received in HK\$ while part of costs arising from the Group's operations are generally settled in RMB. As a result, fluctuations in the value of HK\$ against RMB could adversely affect the financial results of the Group. During the six months ended 30 June 2024, the Group did not experience any material difficulties or impacts on its operations or liquidity as a result of currency exchange fluctuation.

The Group did not use any financial instruments for hedging purposes during the six months ended 30 June 2024 and there was no hedging instruments outstanding as at 30 June 2024. The Group will continue to monitor closely the exchange rate risk arising from its existing operations and new investments in future. The Group will further implement the necessary hedging arrangement to mitigate any significant foreign exchange risk when and if appropriate.

資產負債表外安排及承擔

董事確認，於2024年6月30日，本集團並無任何資產負債表外安排或承擔。

資產抵押

於2024年6月30日，有關本集團銀行借款的所有個人擔保及證券均已獲解除。

附屬公司、聯營公司及合營公司的重大投資、收購或出售

截至2024年6月30日止六個月，本集團並無附屬公司、聯營公司及合營公司的任何重大投資、收購或出售。

外匯風險

本集團來自客戶的收益主要源自香港，而部分材料乃於中國採購及結構鋼製造主要於中國營運。因此，收益以港元收取，而本集團營運產生的部分成本一般以人民幣結算。因此，港元兌人民幣價值波動，可能對本集團財務業績產生不利影響。於截至2024年6月30日止六個月，本集團經營或流動資金並無因匯率波動而出現重大困難或受影響。

本集團於截至2024年6月30日止六個月並無使用任何金融工具作對沖用途，而於2024年6月30日，本集團亦無任何尚未平倉的對沖工具。本集團將繼續密切監察其現有業務及未來新投資所產生的匯率風險。本集團將於適當時候進一步實施必需的對沖安排，以降低任何重大外匯風險。

Management Discussion and Analysis 管理層討論與分析

FINANCIAL INSTRUMENTS

As at 30 June 2024, the major financial instruments include trade receivables, other receivables and deposits, short-term bank deposits, cash and cash equivalents, trade payables, accruals and other payables, bank borrowings and lease liabilities. The management manages such exposure to ensure appropriate measures are implemented in a timely and effective manner.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2024, the Group had 154 employees (31 December 2023: 148 employees) who were directly employed by the Group and based in Hong Kong and the PRC. The Group offers remuneration package to the employees which includes salary and bonuses. Generally, the Group considers employees' salaries based on each of their qualifications, position and seniority. The Group has an annual review system to appraise the performance of the employees, which constitutes the grounds of the decision as to the salary raises, bonuses and promotions. The remuneration of the Directors is decided by the Board upon the recommendation from the remuneration committee of the Company having regard to the Group's operating results, individual performance and comparable market statistics.

Details of the remuneration of the employees and Directors during the six months ended 30 June 2024 and 30 June 2023 are set out in Note 8 to the unaudited condensed consolidated interim financial statements.

EVENTS AFTER THE REPORTING PERIOD

There have been no other material events from the end of the reporting period to the date of this interim results report.

USE OF PROCEEDS

The Shares were successfully listed on the Main Board of the Stock Exchange on 8 March 2024.

The amount of gross proceeds from the Share Offer is HK\$125.0 million and the amount of net proceeds from the Share Offer is approximately HK\$91.0 million after deducting underwriting commissions and the expenses relating to the Share Offer (the "**Net Proceeds**").

金融工具

於2024年6月30日，主要金融工具包括貿易應收款項、其他應收款項及按金、短期銀行存款、現金及現金等價物、貿易應付款項、應計費用及其他應付款項、銀行借款及租賃負債。管理層管理有關風險以確保及時且有效地實施合適的措施。

僱員及薪酬政策

於2024年6月30日，本集團有154名(2023年12月31日：148名僱員)由本集團直接僱用並位於香港及中國的僱員。本集團向僱員提供的薪酬方案包括薪金及花紅。一般而言，本集團根據其各自的資歷、職位及職級考慮僱員的薪金。本集團設有年度審查系統以評核僱員的表現，而此構成加薪、花紅及晉升決定的理據。董事的薪酬由董事會根據本公司薪酬委員會的建議，經考慮本集團的經營業績、個人表現及可資比較市場統計數據後釐定。

截至2024年6月30日及2023年6月30日止六個月有關僱員及董事的薪酬詳情載於未經審核簡明綜合中期財務報表附註8。

報告期後事項

自報告期末至本中期業績報告發佈之日，概無發生任何其他重大事件。

所得款項用途

股份於2024年3月8日在聯交所主板成功上市。

股份發售所得款項總額為125.0百萬港元，而股份發售所得款項淨額約為91.0百萬港元(經扣除包銷佣金及與股份發售有關的開支)(「**所得款項淨額**」)。

Management Discussion and Analysis 管理層討論與分析

The Net Proceeds will be used in the manner consistent with that as disclosed in the section headed “Future Plans and Use of Proceeds” of the prospectus of the Company dated 29 February 2024 (the “**Prospectus**”), the details of which are as outlined below:

所得款項淨額將會按照與本公司日期為2024年2月29日的招股章程（「招股章程」）「未來計劃及所得款項用途」一節所披露者一致的方式動用，其詳情概述如下：

Purposes	Intended use of Net Proceeds	Utilised amount of	Unutilised amount	Expected timeline for the use of Net Proceeds
		Net Proceeds from Listing Date to 30 June 2024	of Net Proceeds as at 30 June 2024	
用途	所得款項淨額的擬定用途	所得款項淨額已動用金額	所得款項淨額未動用金額	動用所得款項淨額的預期時間表
	<i>HK\$ million</i>	<i>HK\$ million</i>	<i>HK\$ million</i>	
	百萬港元	百萬港元	百萬港元	
Financing the up-front costs of projects	為項目的前期成本提供資金	56.0	45.0	December 2024 2024年12月
Acquiring a piece of land and setting up a new production facility	收購一幅地塊，並建立一個新生產設施	33.1	–	December 2025 2024年12月
Expanding and strengthening manpower	擴大及加強人手	1.9	0.5	December 2024 2024年12月
		91.0	45.5	

As at the date of this report, there was no change for the intended use of Net Proceeds as disclosed in the Prospectus.

於本報告日期，招股章程所披露的所得款項淨額的擬定用途概無變動。

Management Discussion and Analysis 管理層討論與分析

FUTURE PLAN FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS

Save as disclosed in the section headed “Future Plans and Use of Proceeds” of the Prospectus, as at 30 June 2024, the Group did not have other plans for material investments and capital assets.

DIVIDEND

In January 2024, prior to the capitalisation issue on 8 March 2024 and the Listing, the Company declared an interim dividend of approximately HK\$26,586,000, of which approximately HK\$10,000,000 was settled by cash and approximately HK\$16,586,000 was offset against the aggregate amounts due from the Directors and the related company. Other than the above, the Board resolved not to recommend the payment of an interim dividend for the six months ended 30 June 2024.

During the six months ended 30 June 2023 and prior to the reorganisation as described in the paragraph headed “History, development and Reorganisation – Reorganisation” of the Prospectus, dividends of HK\$20,000,000 were declared and settled by a subsidiary of the Company to its then shareholders.

重大投資及資本資產的未來計劃

除招股章程「未來計劃及所得款項用途」一節所披露者外，於2024年6月30日，本集團並無重大投資及資本資產的其他計劃。

股息

於2024年1月（於2024年3月8日資本化發行及上市前），本公司已宣派中期股息約26,586,000港元，其中約10,000,000港元已以現金結清，及約16,586,000港元則抵銷應收董事及關聯公司款項總額。除上述者外，董事會決議不建議就截至2024年6月30日止六個月派付中期股息。

於截至2023年6月30日止六個月及招股章程「歷史、發展及重組－重組」一段所述重組前，本公司一間附屬公司向其當時股東宣派及結付股息20,000,000港元。

Corporate Governance and Other Information 企業管治報告及其他資料

CORPORATE GOVERNANCE CODE

The Company is committed to ensuring high standards of corporate governance and business practices. The Company's corporate governance practices are based on the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**"). During the period from the Listing Date to 30 June 2024, the Company has complied with the applicable code provisions of the CG Code and, where applicable, the recommended best practices of the CG Code.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 to the Listing Rules as the required standard for securities transactions by Directors. All Directors, after specific enquiries by the Company, confirmed that they have complied with the required standard set out in the Model Code during the period from the Listing Date to 30 June 2024.

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

No purchase, sale or redemption of the Company's listed securities was made by the Company or any of its subsidiaries during the period from the Listing Date to 30 June 2024.

企業管治守則

本公司致力維持高標準的企業管治及業務常規。本公司的企業管治常規乃基於聯交所證券上市規則(「**上市規則**」)附錄C1所載的企業管治守則(「**企業管治守則**」)。於上市日期至2024年6月30日期間，本公司已遵守企業管治守則的適用守則條文以及(如適用)企業管治守則之建議最佳常規。

證券交易的標準守則

本公司已採納上市規則附錄C3所載的上市發行人董事進行證券交易的標準守則(「**標準守則**」)，作為董事進行證券交易的規定準則。經本公司進行特定查詢後，全體董事確認彼等於上市日期至2024年6月30日期間已遵守標準守則所載的規定準則。

購買、出售或贖回本公司上市證券

於上市日期至2024年6月30日期間，本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

No transactions, arrangements or contracts of significance in relation to the Company's business to which the Company or any of its subsidiaries was a party and in which a Director or a connected entity of a Director had a material interest, whether directly or indirectly, subsisted at 30 June 2024 or at any time during the six months ended 30 June 2024.

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

As at 30 June 2024, 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 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 and short positions which they are 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 referred to therein or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

董事於重大交易、安排或合約的權益

於2024年6月30日或截至2024年6月30日止六個月任何時間，概無存續與本公司業務有關且本公司或其任何附屬公司作為訂約方及董事或董事的關連實體直接或間接擁有重大權益的重大交易、安排或合約。

董事及最高行政人員於本公司及其相聯法團的股份、相關股份及債權證中的權益及淡倉

於2024年6月30日，本公司董事及最高行政人員於本公司及其相聯法團(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，擁有須根據證券及期貨條例第XV部第7及8分部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相關條文彼等被當作或被視為擁有的權益及淡倉)，或根據證券及期貨條例第352條須登記於該條所指登記冊內的權益及淡倉，或根據標準守則須知會本公司及聯交所的權益及淡倉如下：

Corporate Governance and Other Information 企業管治報告及其他資料

(a) Long positions in the Shares

(a) 於股份的好倉

Name of Director 董事姓名	Capacity/Nature of interest 身份／權益性質	Number of Shares interested 擁有權益的股份數目	Percentage of interest 權益的百分比
Mr. Chan Kam Kei 陳鑫基先生	Interest in controlled corporation (Note 1) 於受控法團的權益(附註1)	1,500,000,000	75%
Mr. Chan Kam Kong 陳鑫江先生	Interest in controlled corporation (Note 1) 於受控法團的權益(附註1)	1,500,000,000	75%
Ms. Chan Suk Man 陳淑雯女士	Interest in controlled corporation (Note 1) 於受控法團的權益(附註1)	1,500,000,000	75%
Mr. Chan Wing Hong 陳永康先生	Interest in controlled corporation/ Interest of spouse (Notes 1 and 2) 於受控法團的權益／配偶權益(附註1及2)	1,500,000,000	75%
Ms. Choi Chick Cheong 蔡植昌女士	Interest in controlled corporation/ Interest of spouse (Notes 1 and 2) 於受控法團的權益／配偶權益(附註1及2)	1,500,000,000	75%

Notes:

附註：

- The Company is owned as to 75% by WK (BVI) Limited. WK (BVI) Limited is beneficially owned as to 30% by Mr. Chan Kam Kei, 30% by Mr. Chan Kam Kong, 15% by Mr. Chan Wing Hong, 15% by Ms. Choi Chick Cheong and 10% by Ms. Chan Suk Man. By virtue of the SFO, Mr. Chan Kam Kei, Mr. Chan Kam Kong, Mr. Chan Wing Hong, Ms. Choi Chick Cheong and Ms. Chan Suk Man are deemed to be interested in the same number of Shares held by WK (BVI) Limited.
- Mr. Chan Wing Hong and Ms. Choi Chick Cheong are spouses. Under the SFO, Mr. Chan Wing Hong is deemed to be interested in the same number of Shares in which Ms. Choi Chick Cheong is interested, and Ms. Choi Chick Cheong is deemed to be interested in the same number of Shares in which Mr. Chan Wing Hong is interested.

- 本公司由WK (BVI) Limited擁有75%權益。WK (BVI) Limited由陳鑫基先生、陳鑫江先生、陳永康先生、蔡植昌女士及陳淑雯女士分別實益擁有30%、30%、15%、15%及10%權益。根據證券及期貨條例，陳鑫基先生、陳鑫江先生、陳永康先生、蔡植昌女士及陳淑雯女士被視為於WK (BVI) Limited所持有相同數目股份中擁有權益。
- 陳永康先生及蔡植昌女士為配偶。根據證券及期貨條例，陳永康先生被視為於蔡植昌女士擁有權益的相同數目股份中擁有權益及蔡植昌女士被視為於陳永康先生擁有權益的相同數目股份中擁有權益。

Corporate Governance and Other Information 企業管治報告及其他資料

(b) Long position in the shares of associated corporations

(b) 於相聯法團股份的好倉

Name of Director	Name of associated corporation	Capacity/Nature of interest 身份／權益性質	Number of Shares held interested 擁有權益的所持股份數目	Percentage of interest 權益的百分比
董事姓名	相聯法團名稱			
Mr. Chan Kam Kei 陳鑫基先生	WK (BVI) Limited WK (BVI) Limited	Beneficial owner 實益擁有人	30	30%
Mr. Chan Kam Kong 陳鑫江先生	WK (BVI) Limited WK (BVI) Limited	Beneficial owner 實益擁有人	30	30%
Ms. Chan Suk Man 陳淑雯女士	WK (BVI) Limited WK (BVI) Limited	Beneficial owner 實益擁有人	10	10%
Mr. Chan Wing Hong 陳永康先生	WK (BVI) Limited WK (BVI) Limited	Beneficial owner 實益擁有人	15	15%
Ms. Choi Chick Cheong 蔡植昌女士	WK (BVI) Limited WK (BVI) Limited	Beneficial owner 實益擁有人	15	15%

Save as disclosed above, as at 30 June 2024, none of the Directors or 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) 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 are 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 register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code of the Listing Rules.

除上文所披露者外，於2024年6月30日，概無董事或本公司最高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任何根據證券及期貨條例第XV部第7及8分部已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的相關條文彼等被當作或被視為擁有的權益或淡倉)，或根據證券及期貨條例第352條須登記於該條所指登記冊內的權益或淡倉，或根據上市規則的標準守則須知會本公司及聯交所的權益或淡倉。

Corporate Governance and Other Information 企業管治報告及其他資料

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

As at 30 June 2024, the following persons had interests or short positions in the shares and underlying shares of the Company which were notified to the Company and the Stock Exchange pursuant to Divisions 2 and 3 of Part XV of the SFO and entered in the register maintained by the Company pursuant to Section 336 of the SFO were as follows:

Long positions in the Shares

Name of Shareholder	Capacity/Nature of interest	Number of Shares held interested	Percentage of interest
股東姓名	身份／權益性質	擁有權益的所持股份數目	權益的百分比
WK (BVI) Limited	Beneficial owner (Note 1)	1,500,000,000	75%
WK (BVI) Limited	實益擁有人(附註1)		
Mr. Chan Kam Kei	Interest in controlled corporation (Notes 1 and 3)	1,500,000,000	75%
陳鑫基先生	於受控法團的權益(附註1及3)		
Mr. Chan Kam Kong	Interest in controlled corporation (Notes 1 and 4)	1,500,000,000	75%
陳鑫江先生	於受控法團的權益(附註1及4)		
Ms. Chan Suk Man	Interest in controlled corporation (Note 1)	1,500,000,000	75%
陳淑雯女士	於受控法團的權益(附註1)		
Mr. Chan Wing Hong	Interest in controlled corporation/ Interest of spouse (Notes 1 and 2)	1,500,000,000	75%
陳永康先生	於受控法團的權益／配偶權益(附註1及2)		
Ms. Choi Chick Cheong	Interest in controlled corporation/ Interest of spouse (Notes 1 and 2)	1,500,000,000	75%
蔡植昌女士	於受控法團的權益／配偶權益(附註1及2)		

主要股東於本公司股份、相關股份及債權證的權益及淡倉

於2024年6月30日，下列人士於本公司股份及相關股份中擁有已根據證券及期貨條例第XV部第2及3分部知會本公司及聯交所並登記於本公司根據證券及期貨條例第336條存置之登記冊之權益或淡倉如下：

於股份的好倉

Corporate Governance and Other Information 企業管治報告及其他資料

Notes:

1. WK (BVI) Limited is beneficially owned as to 30% by Mr. Chan Kam Kei, 30% by Mr. Chan Kam Kong, 15% by Mr. Chan Wing Hong, 15% by Ms. Choi Chick Cheong and 10% by Ms. Chan Suk Man. By virtue of the SFO, Mr. Chan Kam Kei, Mr. Chan Kam Kong, Mr. Chan Wing Hong, Ms. Choi Chick Cheong and Ms. Chan Suk Man are deemed to be interested in the same number of Shares held by WK (BVI) Limited.
2. Mr. Chan Wing Hong and Ms. Choi Chick Cheong are spouses. Under the SFO, Mr. Chan Wing Hong is deemed to be interested in the same number of Shares in which Ms. Choi Chick Cheong is interested, and Ms. Choi Chick Cheong is deemed to be interested in the same number of Shares in which Mr. Chan Wing Hong is interested.
3. Ms. Tang Wing Yee Jenny is the spouse of Mr. Chan Kam Kei. Under the SFO, Ms. Tang Wing Yee Jenny is deemed to be interested in the same number of Shares in which Mr. Chan Kam Kei is interested.
4. Ms. Fong Ying Wah is the spouse of Mr. Chan Kam Kong. Under the SFO, Ms. Fong Ying Wah is deemed to be interested in the same number of Shares in which Mr. Chan Kam Kong is interested.

Save as disclosed above, as at 30 June 2024, the Company had not been notified by any persons who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register maintained by the Company pursuant to Section 336 of the SFO.

SHARE OPTION SCHEME

Written resolutions were passed on 5 February 2024 to adopt the share option scheme (the “**Scheme**”). The principal terms of the Scheme are summarised in the paragraph headed “D. Share Option Scheme” in Appendix V of the Prospectus.

No share options have been granted, exercised, cancelled, forfeited or lapsed under the Scheme during the period from the Listing Date to 30 June 2024. The Scheme will remain in force for a period of 10 years after the date of adoption.

附註：

1. WK (BVI) Limited由陳鑫基先生、陳鑫江先生、陳永康先生、蔡植昌女士及陳淑雯女士分別實益擁有30%、30%、15%、15%及10%權益。根據證券及期貨條例，陳鑫基先生、陳鑫江先生、陳永康先生、蔡植昌女士及陳淑雯女士被視為於WK (BVI) Limited所持有相同數目股份中擁有權益。
2. 陳永康先生及蔡植昌女士為配偶。根據證券及期貨條例，陳永康先生被視為於蔡植昌女士擁有權益的相同數目股份中擁有權益及蔡植昌女士被視為於陳永康先生擁有權益的相同數目股份中擁有權益。
3. 鄧詠儀女士為陳鑫基先生之配偶。根據證券及期貨條例，鄧詠儀女士被視為於陳鑫基先生擁有權益的相同數目股份中擁有權益。
4. 方映華女士為陳鑫江先生之配偶。根據證券及期貨條例，方映華女士被視為於陳鑫江先生擁有權益的相同數目股份中擁有權益。

除上文所披露者外，於2024年6月30日，概無任何人士曾知會本公司於本公司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披露或登記於本公司根據證券及期貨條例第336條存置之登記冊之權益或淡倉。

購股權計劃

本公司於2024年2月5日通過書面決議案，以採納購股權計劃（「**計劃**」）。計劃的主要條款於招股章程附錄五「D.購股權計劃」一段概述。

於上市日期至2024年6月30日期間，概無購股權根據計劃獲授出、行使、註銷、沒收或失效。計劃將自採納日期起計10年期內維持有效。

Corporate Governance and Other Information 企業管治報告及其他資料

MANAGEMENT CONTRACT

No contract, other than a contract of service with any Director or any person in the full-time employment of the Company, concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the six months ended 30 June 2024.

COMPETING INTERESTS

During the six months ended 30 June 2024, none of the Directors or their close associates (as defined under the Listing Rules) has any interest in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, at least 25% of the Company's total issued share capital was held by the public during the period from the Listing Date to 30 June 2024.

AUDIT COMMITTEE

The Company established an audit committee (“**Audit Committee**”) with written terms of reference in compliance with Rule 3.22 of the Listing Rules and paragraph D.3.3 of part 2 of the CG Code. The primary duties of the Audit Committee are, among others, to make recommendations to the Board on the appointment, reappointment and removal of external auditor, review the financial statements and material advice in respect of financial reporting, oversee the financial reporting process, internal control, risk management systems and audit process of the Company and perform other duties and responsibilities assigned by the Board.

The Audit Committee comprises Mr. Yu Chun Kit, Mr. Cha Ho Wa and Mr. Liu Chi Kwun Albert, all being our independent non-executive Directors. Mr. Yu Chun Kit is the chairperson of our audit committee.

管理合約

截至2024年6月30日止六個月，除與任何董事或本公司全職聘用的任何人士訂立服務合約外，概無訂立或存續有關本公司全部或任何重大部分業務的管理及行政的合約。

競爭權益

於截至2024年6月30日止六個月，概無董事或彼等的緊密聯繫人(定義見上市規則)於與本集團業務直接或間接構成競爭或可能構成競爭的業務中擁有任何權益。

足夠公眾持股量

根據本公司公開可得的資料及據董事所知悉，於上市日期至2024年6月30日期間，本公司已發行股本總額最少25%由公眾人士持有。

審核委員會

本公司已成立審核委員會(「**審核委員會**」)，並根據上市規則第3.22條及企業管治守則第2部分第D.3.3段制定其書面職權範圍。審核委員會的主要職責為(其中包括)就委任、重新委任及罷免外聘核數師向董事會提出建議、審閱財務報表及有關財務報告的重大建議、監督本公司的財務申報程序、內部監控、風險管理系統及審核程序，以及履行董事會指派的其他職責及責任。

審核委員會的成員包括獨立非執行董事余俊傑先生、車灝華先生及廖志崑先生。余俊傑先生為審核委員會主席。

Corporate Governance and Other Information 企業管治報告及其他資料

REVIEW OF INTERIM FINANCIAL RESULTS BY AUDIT COMMITTEE

The unaudited condensed consolidated interim financial information of the Group for the six months ended 30 June 2024 and the accounting information given in this report has not been audited by the Company's external auditor but has been reviewed by the Audit Committee of the Company, which was of the opinion that the preparation of such accounting information complied with the applicable accounting standards and requirements as well as the Listing Rules and that adequate disclosures have been made.

PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT

The interim results announcement and this interim report are published on the Company's website at www.wing-kei.com.hk and the Stock Exchange's website at www.hkexnews.hk.

APPRECIATION

The Board would like to express its sincere gratitude to the management of the Group and all the staff for their hard work and dedication, as well as its shareholders, business associates and other professional parties for their support throughout the period.

On behalf of the Board

WK Group (Holdings) Limited

Chan Wing Hong

Chairman and Non-executive Director

Hong Kong, 26 August 2024

審核委員會審閱中期財務業績

本集團截至2024年6月30日止六個月的未經審核簡明綜合中期財務資料及本報告所載會計資料尚未經本公司外聘核數師審核，惟已經本公司審核委員會審閱，審核委員會認為編製該會計資料符合適用會計準則及規定，亦符合上市規則，並已作出充分披露。

刊發中期業績及中期報告

中期業績公告及中期報告登載於本公司網站www.wing-kei.com.hk及聯交所網站www.hkexnews.hk。

鳴謝

董事會謹此對本集團管理層及全體員工的辛勤工作及熱誠投入，以及各股東、業務合作夥伴及其他專業人員於期內一直對我們的支持，致以衷心謝意。

代表董事會

泓基集團(控股)有限公司

主席兼非執行董事

陳永康

香港，2024年8月26日

Unaudited Consolidated Interim Statement of Comprehensive Income

未經審核綜合中期全面收益表

		Six months ended 30 June		
		截至6月30日止六個月		
		2024	2023	
		2024年	2023年	
		HK\$'000	HK\$'000	
		千港元	千港元	
		(Unaudited)	(Unaudited)	
		(未經審核)	(未經審核)	
Revenue	收益	6	171,708	133,246
Cost of services	服務成本		(139,088)	(106,211)
Gross profit	毛利		32,620	27,035
Other income	其他收入	7	3	-
Other gain/(loss), net	其他收益／(虧損)淨額	7	71	(529)
Administrative expenses	行政開支		(10,726)	(9,716)
Listing expenses	上市開支		(4,838)	(4,687)
Reversal of impairment losses on financial assets and contract assets	金融資產及合約資產減值虧損撥回		112	230
Operating profit	經營溢利		17,242	12,333
Finance income	財務收入	9	380	106
Finance costs	財務成本	9	(279)	(384)
Finance income/(costs), net	財務收入／(成本)淨額		101	(278)
Profit before income tax expense	除所得稅開支前溢利		17,343	12,055
Income tax expense	所得稅開支	10	(3,941)	(2,762)
Profit for the period attributable to owners of the Company	本公司擁有人應佔期內溢利		13,402	9,293
Earnings per share attributable to owners of the Company	本公司擁有人應佔每股盈利			
Basic and diluted (expressed in HK cents per share)	基本及攤薄(以每股港仙列示)	11	HK0.81 cents	HK0.62 cents
			0.81港仙	0.62港仙
Profit for the period	期內溢利		13,402	9,293
Other comprehensive income:	其他全面收益：			
Item that may be reclassified to profit or loss:	可能重新分類至損益的項目：			
Currency translation differences	貨幣換算差額		341	786
Total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內全面收益總額		13,743	10,079

The above consolidated statement of comprehensive income should be read in conjunction with the accompany notes.

以上綜合全面收益表應與隨附附註一併閱覽。

Unaudited Consolidated Interim Statement of Financial Position

未經審核綜合中期財務狀況表

		Note 附註	30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Assets	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備	13	6,966	6,482
Right-of-use assets	使用權資產	14	4,436	5,484
Deferred tax assets	遞延稅項資產	15	752	773
Investments in life insurance contracts	人壽保險合約投資		5,972	5,901
Deposits	按金	16	102	–
			18,228	18,640
Current assets	流動資產			
Trade receivables	貿易應收款項	16	42,158	43,199
Contract assets	合約資產	17	133,317	161,569
Other receivables, deposits and prepayments	其他應收款項、按金及預付款項	16	9,978	12,620
Amounts due from directors	應收董事款項		–	759
Amount due from a related company	應收一間關聯公司款項		–	11,627
Short-term bank deposits	短期銀行存款	18	45,025	–
Cash and cash equivalents	現金及現金等價物	18	72,435	8,650
			302,913	238,424
Total assets	資產總值		321,141	257,064
Equity	權益			
Equity attributable to owners of the Company	本公司擁有人應佔權益			
Share capital	股本	19	20,000	–*
Reserves	儲備		215,213	136,233
Total equity	權益總額		235,213	136,233

* The amount is below HK\$1,000.

* 金額低於1,000港元。

Unaudited Consolidated Interim Statement of Financial Position

未經審核綜合中期財務狀況表

		Note 附註	30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
Liabilities	負債			
Non-current liabilities	非流動負債			
Lease liabilities	租賃負債	14	285	110
Current liabilities	流動負債			
Trade and retention payables	貿易應付款項及應付保證金	20	61,334	83,624
Accruals and other payables	應計費用及其他應付款項	20	8,813	17,516
Contract liabilities	合約負債	17	2,725	3,196
Lease liabilities	租賃負債	14	1,845	2,896
Bank borrowings	銀行借款	21	6,432	9,886
Current income tax liabilities	即期所得稅負債		4,494	3,603
			85,643	120,721
Total liabilities	負債總額		85,928	120,831
Total equity and liabilities	權益及負債總額		321,141	257,064

Unaudited Consolidated Interim Statement of Changes in Equity

未經審核綜合中期權益變動表

		Share capital 股本 HK\$'000 千港元	Share premium 股份溢價 HK\$'000 千港元	Capital reserve 股本儲備 HK\$'000 千港元	Exchange reserve 匯兌儲備 HK\$'000 千港元	Retained earnings 保留盈利 HK\$'000 千港元	Total 總計 HK\$'000 千港元
(Unaudited)	(未經審核)						
Balance at 1 January 2024	於2024年1月1日的結餘	-*	-	1,700	(437)	134,970	136,233
Shares issued in the Initial Public Offerings ("IPO")	首次公開發售中發行的股份	5,000	120,000	-	-	-	125,000
Capitalisation issue of shares	資本化發行股份	15,000	(15,000)	-	-	-	-
Share issuance costs	股份發行成本	-	(13,177)	-	-	-	(13,177)
Profit for the period	期內溢利	-	-	-	-	13,402	13,402
Other comprehensive income for the period	期內其他全面收益	-	-	-	341	-	341
Total comprehensive income for the period	期內全面收益總額	-	-	-	341	13,402	13,743
Dividend	股息	-	-	-	-	(26,586)	(26,586)
Balance at 30 June 2024	於2024年6月30日的結餘	20,000	91,823	1,700	(96)	121,786	235,213
(Unaudited)	(未經審核)						
Balance at 1 January 2023	2023年1月1日的結餘	-	-	1,700	(877)	129,765	130,588
Profit for the period	期內溢利	-	-	-	-	9,293	9,293
Other comprehensive income for the period	期內其他全面收益	-	-	-	786	-	786
Total comprehensive income for the period	期內全面收益總額	-	-	-	786	9,293	10,079
Dividend	股息	-	-	-	-	(20,000)	(20,000)
Issuance of share of the Company*	發行本公司股份*	-*	-	-	-	-	-*
Balance at 30 June 2023	於2023年6月30日的結餘	-*	-	1,700	(91)	119,058	120,667

* The amount is below HK\$1,000.

* 金額低於1,000港元。

Unaudited Condensed Consolidated Interim Statement of Cash Flows

未經審核簡明綜合中期現金流量表

		Six months ended 30 June 截至6月30日止六個月	
		2024 2024年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from operating activities	經營活動所得現金流量		
Cash generated from/(used in) operations	經營業務所得/(所用)現金	17,320	(13,414)
Income tax paid	已付所得稅	(3,028)	-
Net cash generated from/(used in) operating activities	經營活動所得/(所用)現金淨額	14,292	(13,414)
Cash flows from investing activities	投資活動所得現金流量		
Purchase of plant and equipment	購買廠房及設備	(1,264)	(808)
Purchase of investments in insurance	購買保險投資	-	(2,846)
Increase in short-term bank deposits	短期銀行存款增加	(45,025)	-
Repayments from a related company	一間關聯公司還款	-	(75)
Finance income received	已收財務收入	265	106
Net cash used in investing activities	投資活動所用現金淨額	(46,024)	(3,623)
Cash flows from financing activities	融資活動所得現金流量		
Proceeds from bank borrowings	銀行借款所得款項	-	2,000
Repayments of bank borrowings	償還銀行借款	(3,454)	(1,651)
Dividend paid	已付股息	(10,000)	(20,000)
Payment for principal and interest of lease liabilities	支付租賃負債本金及利息	(1,761)	(2,314)
Proceeds from issue of new shares	發行新股份之所得款項	125,000	-
Payment of listing expenses	支付上市開支	(9,794)	(904)
Finance cost paid	已付財務成本	(229)	(218)
Repayment to directors	向董事還款	(4,200)	(7,518)
Net cash generated from/(used in) financing activities	融資活動所得/(所用)現金淨額	95,562	(30,605)
Net increase/(decrease) in cash and cash equivalents	現金及現金等價物增加/(減少)淨額	63,830	(47,642)
Cash and cash equivalents at beginning of the period	於期初的現金及現金等價物	8,650	68,696
Exchange difference on cash and cash equivalents	現金及現金等價物匯兌差額	(45)	58
Cash and cash equivalents at end of the period	於期末的現金及現金等價物	72,435	21,112

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

1. General information

WK Group (Holdings) Limited (the “**Company**”) was incorporated in the Cayman Islands on 28 June 2023 as an exempted company with limited liability under Companies Act (as revised) of the Cayman Islands. The address of the Company’s registered office is Suite 102, Cannon Place, P.O. Box 712, North Sound Rd., George Town, Grand Cayman KY1-9006, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (collectively referred to as the “**Group**”) are engaged in the provision of services for structural steelwork in Hong Kong. The ultimate holding company of the Company is WK (BVI) Limited, a limited liability company incorporated in the British Virgin Islands. The ultimate controlling shareholders of the Group are Mr. Chan Kam Kei, Mr. Chan Kam Kong, Mr. Chan Wing Hong, Ms. Choi Chick Cheong and Ms. Chan Suk Man.

On 8 March 2024, the shares of the Company (the “**Shares**”) were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Listing**”) by way of share offer (the “**Share Offer**”).

2. Basis of preparation

These unaudited interim condensed consolidated financial statements (the “**unaudited interim financial statements**”) are prepared in accordance with Hong Kong Accounting Standard (“**HKAS**”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the applicable disclosure requirements of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”). These unaudited interim financial statements have been prepared under the historical cost convention, except for the investments in life insurance contracts, which have been measured at cash surrender value. These unaudited interim financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Company’s annual audited consolidated financial statements for the year ended 31 December 2023.

1. 一般資料

泓基集團(控股)有限公司(「**本公司**」)於2023年6月28日根據開曼群島公司法(經修訂)在開曼群島註冊成立為獲豁免有限公司。本公司的註冊辦事處地址為Suite 102, Cannon Place, P.O. Box 712, North Sound Rd., George Town, Grand Cayman KY1-9006, Cayman Islands。

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**」)於香港從事鋼結構工程服務。本公司的最終控股公司為WK (BVI) Limited，該公司為一間於英屬處女群島註冊成立的有限公司。本集團的最終控股股東為陳鑫基先生、陳鑫江先生、陳永康先生、蔡植昌女士及陳淑雯女士。

於2024年3月8日，本公司股份(「**股份**」)以股份發售(「**股份發售**」)的方式於香港聯合交易所有限公司主板上市(「**上市**」)。

2. 編製基準

此等未經審中期核簡明綜合財務報表(「**未經審核中期財務報表**」)乃根據香港會計師公會(「**香港會計師公會**」)頒佈的香港會計準則(「**香港會計準則**」)第34號「中期財務報告」、聯交所證券上市規則(「**上市規則**」)的適用披露規定編製。此等未經審核中期財務報表按歷史成本慣例編製，惟人壽保險合約投資按現金退保價值計量。此等未經審核中期財務報表不包括年度財務報表規定的所有資料及披露事項，並應與本公司截至2023年12月31日止年度之年度經審核綜合財務報表一併閱讀。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

2. Basis of preparation (Continued)

The accounting policies adopted in the preparation of this unaudited interim financial statements are consistent with those adopted in the Company's annual audited consolidated financial statements for the year ended 31 December 2023, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which also include HKASs and Interpretations) issued by the HKICPA, except for the adoption of the amendments to HKFRSs as disclosed in note 3 below.

These unaudited interim financial statements are presented in Hong Kong dollars ("HK\$") and all values are rounded to the nearest thousand ("HK\$'000") except when otherwise indicated. These unaudited interim financial statements have not been audited or reviewed by the Company's external auditors, but have been reviewed by the Company's audit committee.

3. Application of amendments to HKFRSs

The Group has applied the following amendments to HKFRSs issued by the HKICPA, for the first time, which are mandatorily effective for the Group's annual period beginning on 1 January 2024 for the preparation of the unaudited interim financial statements:

Amendments to HKFRS 16	Lease Liability in a Sale and Leaseback
Amendments to HKAS 1	Classification of Liabilities as Current or Noncurrent and related amendments to Hong Kong Interpretation 5 (2020)
Amendments to HKAS 1	Non-current Liabilities with Covenants
Amendments to HKAS 7 and HKFRS 7	Supplier Finance Arrangements

2. 編製基準(續)

編製本未經審核中期財務報表所採納的會計政策與本公司截至2023年12月31日止年度的年度經審核綜合財務報表所採納者一致，乃按照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」)(亦包括香港會計準則及詮釋)編製，惟下述附註3所披露採納香港財務報告準則修訂本除外。

除另有指明者外，此等未經審核中期財務報表以港元(「港元」)呈列，而所有數值均湊整至最接近的千位數(「千港元」)。此等未經審核中期財務報表並未經本公司外聘核數師審核或審閱，但已獲本公司審核委員會審閱。

3. 採納香港財務報告準則修訂本

本集團已就編製未經審核中期財務報表首次應用以下由香港會計師公會頒佈並於2024年1月1日開始之本集團年度期間強制生效之香港財務報告準則修訂本：

香港財務報告準則第16號(修訂本)	於售後租回之租賃負債
香港會計準則第1號(修訂本)	負債分類為流動或非流動以及香港詮釋第5號相關修訂(2020年)
香港會計準則第1號(修訂本)	附帶契諾的非流動負債
香港會計準則第7號及香港財務報告準則第7號(修訂本)	供應商融資安排

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

3. Application of amendments to HKFRSs (Continued)

The application of the amendments to HKFRSs has had no material impact on the Group's financial positions and performance for the current and prior periods and/or on the disclosures set out in these unaudited condensed consolidated interim financial statements.

4. Issued but not yet effective HKFRSs

The following amendments to standards, and interpretation that have been issued, but are not yet effective for the six months ended 30 June 2024 and have not been early adopted by the Group:

		Effective for annual year beginning on or after 於以下日期或之 後開始的年度 期間生效
HKFRS 18 香港財務報告準則第18號	Presentation and Disclosure in Financial Statements 財務報表之呈列及披露	1 January 2027 2027年1月1日
HKFRS 19 香港財務報告準則第19號	Subsidiaries without Public Accountability: Disclosures 非公共受託責任之附屬公司：披露	1 January 2027 2027年1月1日
Amendments to HKFRS 9 and HKFRS 7 香港財務報告準則第9號 香港財務報告準則第7號	Amendments to the Classification and Measurement of Financial Instruments 金融工具分類及計量的修訂	1 January 2026 2026年1月1日
Amendments to HKFRS 10 and HKAS 28 香港財務報告準則第10號及 香港會計準則第28號	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture 投資者與其聯營公司或合營公司間之資產出售或注資	to be determined 待釐定
Amendments to HKAS 21 香港會計準則第21號	Lack of Exchangeability 缺乏交換性	1 January 2025 2025年1月1日

The Group has already commenced an assessment of the impact of these amended standards and interpretation. According to the preliminary assessment made by the directors of the Company now comprising the Group, no significant impact on the financial performance and positions of the Group is expected when they become effective.

3. 採納香港財務報告準則修訂本(續)

應用香港財務報告準則修訂本對本集團於本期間及過往期間之未經審核簡明綜合中期財務報表所載之財務狀況及表現及／或披露並無重大影響。

4. 已發行但尚未生效之香港財務報告準則

本集團並未提早採納以下於截至2024年6月30日止六個月已發行但尚未生效之準則修訂本及詮釋：

本集團已開始評估該等經修訂準則及詮釋的影響。根據本集團現時旗下本公司的董事所作的初步評估，於其生效時預期不會對本集團的財務表現及狀況造成重大影響。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

5. Critical accounting estimates and judgements

The preparation of these unaudited interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these unaudited interim financial information, the critical judgments made by the management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied in the preparation of the Company's annual audited consolidated financial statements for the year ended 31 December 2023.

6. Revenue and segment information

The executive Directors are identified as the chief operating decision makers (“**CODM**”) of the Group who review the Group's internal reporting in order to assess performance and allocate resources.

The Group's revenue is derived from provision of structural steelwork in Hong Kong and accordingly, there is only one single operating segment for the Group under HKFRS 8.

Revenue

Structural steelwork

鋼結構工程

5. 重大會計估計及判斷

管理層於編製此等未經審核中期財務資料時須作出影響會計政策的應用以及資產及負債、收入及開支的呈報金額的判斷、估計及假設。實際結果可能有別於該等估計。

管理層於編製此等未經審核中期財務資料時就應用本集團的會計政策所作出重大判斷以及估計不確定因素的主要來源，與編製本公司截至2023年12月31日止年度的年度經審核綜合財務報表所應用者相同。

6. 收益及分部資料

執行董事被認為本集團主要經營決策者（「**主要經營決策者**」），負責審閱本集團內部報告以評估績效及分配資源。

本集團的收益來自在香港提供鋼結構工程，因此，根據香港財務報告準則第8號，本集團僅有一個單獨的經營分部。

收益

Six months ended 30 June

截至6月30日止六個月

2024	2023
2024年	2023年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
171,708	133,246

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

6. Revenue and segment information (Continued)

All of the Group's revenue is recognised over time.

Revenue from major customers

Customer 1	客戶1
Customer 2	客戶2
Customer 3	客戶3
Customer 4	客戶4

* Represent less than 10% of revenue for the respective period.

All of the Group's revenue are generated in Hong Kong.

7. Other income and other gain/(loss), net

Other income:	其他收入：
– Government grants	– 政府補助
Other gain/(loss), net:	其他收益／(虧損)淨額：
– Change in value of life insurance contracts	– 人壽保險合約價值變動
Other income and other gain/(loss), net	其他收入及其他收益／(虧損)淨額

6. 收益及分部資料(續)

本集團所有收益隨時間確認。

來自主要客戶的收益

Six months ended 30 June

截至6月30日止六個月

2024	2023
2024年	2023年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
79,327	N/A*不適用*
25,009	52,231
24,232	19,913
N/A*不適用*	26,680

* 佔相關期間收益不足10%。

本集團所有收益均於香港產生。

7. 其他收入及其他收益／(虧損)淨額

Six months ended 30 June

截至6月30日止六個月

2024	2023
2024年	2023年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
3	–
71	(529)
74	(529)

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

8. Expenses by nature

Employee benefit expenses (including Directors' remuneration)	僱員福利開支(包括董事酬金)：
– Directors' fees	– 董事袍金
– Salaries, wages, bonuses and other welfare and allowances	– 薪金、工資、花紅以及其他福利及津貼
– Pension costs – defined contribution plan	– 退休金成本 – 界定供款計劃
Depreciation of plant and equipment	廠房及設備折舊
Depreciation of right-of-use assets	使用權資產折舊

8. 按性質劃分的開支

Six months ended 30 June	
截至6月30日止六個月	
2024	2023
2024年	2023年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
143	–
17,471	16,882
815	780
18,429	17,662
779	1,036
1,867	2,547

9. Finance income/(costs), net

Finance income:	財務收入：
– Interest income from bank deposits	– 銀行存款利息收入
Finance costs:	財務成本：
– Interest expense on bank borrowings	– 銀行借款的利息開支
– Interest expense on lease liabilities	– 租賃負債的利息開支
Finance income/(costs), net	財務收入/(成本)淨額

9. 財務收入/(成本)淨額

Six months ended 30 June	
截至6月30日止六個月	
2024	2023
2024年	2023年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
380	106
(229)	(218)
(50)	(166)
(279)	(384)
101	(278)

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

10. Income tax expense

Pursuant to the rules and regulations of the Cayman Islands and the British Virgin Islands, the Group is not subject to any income tax in the Cayman Islands and the British Virgin Islands.

Hong Kong profits tax is calculated at 16.5% (six months ended 30 June 2023: 16.5%) of the estimated assessable profits during the six months ended 30 June 2024, except for one entity of the Group that is qualified under the two-tiered profits tax rate regime, under which the first HK\$2.0 million of its assessable profits are taxed at 8.25% and the remaining assessable profits are taxed at 16.5% (six months ended 30 June 2023: same).

Provision for Mainland China corporate income tax is calculated at the statutory rate of 25% (six months ended 30 June 2023: 25%) on the assessable income.

11. Earnings per share

The calculation of basic earnings per share is based on the profit for the period attributable to owners of the Company of approximately HK\$13,402,000 (six months ended 30 June 2023: approximately HK\$9,293,000), and the weighted average number of ordinary shares of 1,656,164,000 (six months ended 30 June 2023: 1,500,000,000) during the six months ended 30 June 2024.

On 8 March 2024, 1,499,999,999 shares were issued under capitalisation issue. On the same date, 500,000,000 shares were issued by way of Share Offer upon the Company's Listing.

The weighted average number of shares in issue for the six months ended 30 June 2024 and 2023 for the purpose of earnings per share computation has been retrospectively adjusted for the effect of the 1,499,999,999 shares issued under the capitalisation issue on 8 March 2024. Further, 156,164,000 shares, being the effect of the Share Offer calculated using a time-weighting factor, has been included in such weighted average numbers in issue for the six months ended 30 June 2024.

10. 所得稅開支

根據開曼群島及英屬處女群島規則及法規，本集團毋須於開曼群島及英屬處女群島繳納任何所得稅。

於截至2024年6月30日止六個月，香港利得稅乃按估計應課稅溢利的16.5%（截至2023年6月30日止六個月：16.5%）計算，惟本集團一間實體符合利得稅兩級制，據此其應課稅溢利的首2.0百萬港元按8.25%計算，而餘下應課稅溢利則按16.5%計算（截至2023年6月30日止六個月：相同）

中國內地企業所得稅撥備按應課稅收入乘以法定稅率25%（截至2023年6月30日止六個月：25%）計算。

11. 每股盈利

每股基本盈利乃根據本公司擁有人應佔期內溢利約13,402,000港元（截至2023年6月30日止六個月：約9,293,000港元）及截至2024年6月30日止六個月已發行普通股加權平均數1,656,164,000股（截至2023年6月30日止六個月：1,500,000,000股）計算。

於2024年3月8日，1,499,999,999股股份根據資本化發行獲發行。於同日，500,000,000股股份於本公司上市時透過股份發售獲發行。

就計算每股盈利而言，截至2024年及2023年6月30日止六個月的已發行股份加權平均數已就於2024年3月8日根據資本化發行而發行的1,499,999,999股股份的影響作出追溯調整。此外，156,164,000股股份（即使用時間權重系數計算的股份發售的影響）已計入截至2024年6月30日止六個月已發行股份的加權平均數當中。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

12. Dividend

In January 2024, prior to the Capitalisation Issue and the Listing, the Company declared an interim dividend of approximately HK\$26,586,000, of which approximately HK\$10,000,000 was settled by cash and approximately HK\$16,586,000 was offset against the aggregate amounts due from the Directors and the related company. Other than the above, the Board resolved not to recommend the payment of an interim dividend for the six months ended 30 June 2024.

During the six months ended 30 June 2023 and prior to the Reorganisation, dividends of HK\$20,000,000 were declared and settled by a subsidiary of the Company to its then shareholders.

13. Property, Plant and equipment

For the six months ended 30 June 2024, the Group incurred capital expenditures of approximately HK\$1.3 million (six months ended 30 June 2023: approximately HK\$0.8 million).

14. Leases

The consolidated statement of financial position shows the following amounts relating to leases:

Right-of-use assets	使用權資產
Leased premises	租賃物業
Leasehold land	租賃土地
Motor vehicle	汽車
Lease liabilities	租賃負債
Current portion	即期部分
Non-current portion	非即期部分

12. 股息

於2024年1月(於資本化發行及上市前)，本公司已宣派中期股息約26,586,000港元，其中約10,000,000港元已以現金結清，及約16,586,000港元則抵銷應收董事及關聯公司款項總額。除上述者外，董事會決議不建議就截至2024年6月30日止六個月派付中期股息。

於截至2023年6月30日止六個月及重組前，本公司一間附屬公司向其當時股東宣派及結付股息20,000,000港元。

13. 物業、廠房及設備

截至2024年6月30日止六個月，本集團產生資本開支約1.3百萬港元(截至2023年6月30日止六個月：約0.8百萬港元)。

14. 租賃

綜合財務狀況表列示以下有關租賃的金額：

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
3,556	4,551
231	242
649	691
4,436	5,484
1,845	2,896
285	110
2,130	3,006

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

14. Leases (Continued)

There were additions to the right-of-use assets of approximately HK\$885,000 during the six months ended 30 June 2024 (six months ended 30 June 2023: nil).

15. Deferred income tax assets

The movements in deferred income tax assets are as follows:

14. 租賃(續)

截至2024年6月30日止六個月，使用權資產添置約885,000港元(截至2023年6月30日止六個月：無)。

15. 遞延所得稅資產

遞延所得稅資產的變動如下：

	Provision	Lease liabilities	Accelerated tax depreciation	Right-of-use assets	Total
	撥備	租賃負債	加速稅項折舊	使用權資產	總計
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	千港元	千港元	千港元	千港元	千港元
(Unaudited)					
At 1 January 2024	1,159	652	(332)	(706)	773
Credited/(charged) to the consolidated interim statement of comprehensive income	(18)	(291)	(25)	313	(21)
Exchange difference	-	(10)	-	10	-
At 30 June 2024	1,141	351	(357)	(383)	752

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

16. Trade and other receivables

(a) Trade receivables

Trade receivables	貿易應收款項
Less: provision for impairment	減：減值撥備

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

Within 90 days	90天內
91-180 days	91至180天
Over 180 days	180天以上

The credit terms provided to customers mainly range from 30 to 60 days. The Group's trade receivables are denominated in HK\$.

The carrying amounts of trade receivables approximate their fair values.

16. 貿易及其他應收款項

(a) 貿易應收款項

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
45,034	46,063
(2,876)	(2,864)
42,158	43,199

基於發票日期的貿易應收款項總額的賬齡分析如下：

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
40,037	43,077
37	376
4,960	2,610
45,034	46,063

提供予客戶的信貸期主要介乎30至60天。本集團的貿易應收款項乃以港元計值。

貿易應收款項的賬面值與其賬面值相若。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

16. Trade and other receivables (Continued)

(b) Other receivables, deposits and prepayments

Prepayments for structural steelwork	鋼結構工程預付款項
Other prepayments	其他預付款項
Other receivables	其他應收款項
Other tax receivables	其他應收稅項
Deposits	按金
Deferred listing expenses	遞延上市開支
Prepayment for listing expenses	預付上市開支
Less: non-current deposits	減：非即期按金
Current portion	即期部分

16. 貿易及其他應收款項(續)

(b) 其他應收款項、按金及預付款項

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
5,756	2,254
130	223
16	43
3,049	2,911
1,129	2,362
-	4,661
-	166
10,080	12,620
(102)	-
9,978	12,620

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

17. Contract assets and contract liabilities

Included in contract assets/(liabilities) are the following:

Contract assets	合約資產
Unbilled revenue	未開票收益
Retention receivables for structural steelwork	鋼結構工程的應收保證金
Total contract assets	合約資產總值
Less: provision for impairment	減：減值撥備
Contract assets, net	合約資產淨值
Contract liabilities	合約負債

14. 合約資產及合約負債

計入合約資產／(負債)如下：

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
61,974	96,060
75,378	69,668
137,352	165,728
(4,035)	(4,159)
133,317	161,569
(2,725)	(3,196)

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

18. Cash and cash equivalents and short-term bank deposits

Cash at bank and on hand	銀行及手頭現金
– Cash at bank	– 銀行現金
– Cash on hand	– 手頭現金
Short-term bank deposits	短期銀行存款

Cash and bank balances and short-term deposits are denominated in the following currencies:

Cash and bank balances	現金及銀行結餘
HK\$	港元
Renminbi	人民幣
Total	總計
Short-term bank deposits	短期銀行存款
HK\$	港元

Interest rates of short-term bank deposits are approximately 2.0% to 3.8% per annum as at 30 June 2024.

18. 現金及現金等價物以及短期銀行存款

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
72,399	8,622
36	28
72,435	8,650
45,025	–

現金及銀行結餘以及短期存款以下列貨幣計值：

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
69,428	7,946
3,007	704
72,435	8,650
45,025	–

於2024年6月30日，短期銀行存款的年利率介乎約2.0%至3.8%。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

19. Share capital

Authorised:
Ordinary shares of HK\$0.01 each upon incorporation on 28 June 2023 and balance at 31 December 2023
Increased authorised share capital on 5 February 2024
Balance at 30 June 2024
Issued and fully paid:
Upon incorporation on 28 June 2023 and as at 31 December 2023
Shares to be issued pursuant to the Capitalisation Issue (Note 1)
Shares to be issued pursuant to the Share Offer (Note 2)
Balance at 30 June 2024

* The amount is below HK\$1,000.

Note:

- On 8 March 2024, the Company issued additional 1,499,999,999 shares by way of capitalisation of HK\$14,999,999.99 standing to the credit of the Company's share premium account.
- On 8 March 2024, the shares were listed on the Main Board of the Stock Exchange with an offer price of HK\$0.25 per Share. In connection with the Listing, the Company issued a total of 500,000,000 shares for total proceeds (before related fees and expenses) of HK\$125,000,000. Dealing in the shares of the Company on the Main Board of the Stock Exchange commenced on 8 March 2024.

19. 股本

	Number of ordinary shares 普通股數目	Equivalent nominal value of ordinary share 普通股面值等值 HK\$'000 千港元
法定：		
於2023年6月28日註冊成立後每股0.01港元的普通股及於2023年12月31日的結餘	38,000,000	380
於2024年2月5日法定股本增加	9,962,000,000	99,620
於2024年6月30日的結餘	10,000,000,000	100,000
已發行及繳足：		
於2023年6月28日註冊成立後及於2023年12月31日	1	—*
根據資本化發行將予發行的股份(附註1)	1,499,999,999	15,000
根據股份發售將予發行的股份(附註2)	500,000,000	5,000
於2024年6月30日的結餘	2,000,000,000	20,000

* 金額低於1,000港元。

附註：

- 於2024年3月8日，本公司透過將本公司股份溢價賬進賬額14,999,999.99港元撥充資本，發行1,499,999,999股額外股份。
- 於2024年3月8日，股份於聯交所主板上市，發售價為每股0.25港元。就上市而言，本公司發行合共500,000,000股股份，所得款項總額(扣除相關費用及開支前)為125,000,000港元。本公司股份於2024年3月8日開始在聯交所主板買賣。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

20. Trade, retention and other payables

Trade payables	貿易應付款項
Retention payables	應付保證金
Accruals and other payables	應計費用及其他應付款項
– Accrued staff cost	– 應計員工成本
– Accruals for listing expenses	– 應計上市開支
– Other accruals and payables	– 其他應計費用及應付款項

The trade payables, retention payables, accruals and other payables are mainly denominated in HK\$ and the carrying amounts approximate their fair values.

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

Within 30 days	30日內
31-60 days	31至60日
61-90 days	61至90日
More than 90 days	超過90日

20. 貿易應付款項、應付保證金及其他應付款項

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
60,006	77,770
1,328	5,854
61,334	83,624
1,355	4,275
–	5,309
7,458	7,932
8,813	17,516

貿易應付款項、應付保證金、應計費用及其他應付款項主要以港元計值，且賬面值與其公平值相若

基於發票日期的貿易應付款項的賬齡分析如下：

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
25,299	23,730
10,347	28,475
1,471	1,939
22,889	23,626
60,006	77,770

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

21. Bank borrowings

Current, secured and guaranteed	即期，有抵押及有擔保
– Bank loans	– 銀行貸款

The bank loans are denominated in HK\$ and bear interest at floating rates that are market dependent (31 December 2023: same).

The carrying amounts of the bank borrowings approximate their fair values. The weighted average interest rate is 5.24% (31 December 2023: 4.91%).

As at 30 June 2024, the bank loans were guaranteed by corporate guarantee of the Company.

As at 31 December 2023, the bank loans were guaranteed by Mr. Chan Kam Kei, Mr. Chan Kam Kong, Ms. Chan Suk Man and Mr. Chan Wing Hong, secured by properties owned by Wealthy River International Investment Limited, a related company of the Group, and life insurance contracts owned by Mr. Chan Kam Kei and Ms. Chan Suk Man.

21. 銀行借款

30 June 2024 2024年 6月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 December 2023 2023年 12月31日 HK\$'000 千港元 (Audited) (經審核)
6,432	9,886

銀行貸款乃以港元計值，並按市場影響的浮動利率計息(2023年12月31日：相同)。

銀行借款的賬面值與其公平值相若。加權平均年利率為5.24%(2023年12月31日：4.91%)。

於2024年6月30日，銀行貸款由本公司擔保作抵押。

於2023年12月31日，銀行貸款由陳鑫基先生、陳鑫江先生、陳淑雯女士及陳永康先生提供擔保及以富江國際投資有限公司擁有的物業、本集團一間關聯公司及陳鑫基先生及陳淑雯女士擁有人壽保險合約作抵押。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

22. Related party transactions

- (a) The following transactions were carried out with related parties:

Rental paid to	支付予
Wealthy River International Investment Limited	富江國際投資有限公司 的租金

The transactions were conducted in the normal course of business at prices and terms as agreed between the Group and the related party.

- (b) Key management compensation

Key management includes the executive directors of the Company.

- (c) Amounts due from/to a related company and directors

As at 31 December 2023, the balances with a related company and directors of the Company were unsecured, interest-free and repayable on demand and approximate their fair values.

During the six months ended 30 June 2024, the maximum amount due from a related company was HK\$12,033,000 (six months ended 30 June 2023: HK\$12,018,000).

22. 關聯方交易

- (a) 以下交易乃與關聯方進行：

Six months ended 30 June 截至6月30日止六個月

2024 2024年 HK\$'000 千港元 (Unaudited) (未經審核)	2023 2023年 HK\$'000 千港元 (Unaudited) (未經審核)
270	240

交易乃於正常業務過程中按本集團與關聯方之間協定的價格及條款所進行。

- (b) 主要管理層酬金

主要管理層包括本公司執行董事。

- (c) 應收／應付一間關聯公司及董事款項

於2024年12月31日，與一間關聯公司及本公司董事之結餘無抵押、免息及須按要求償還且與其公平值相若。

截至2024年6月30日止六個月，應收一間關聯公司款項最高為12,033,000港元(截至2023年6月30日止六個月：12,018,000港元)。

Notes to the Unaudited Condensed Consolidated Interim Financial Statements

未經審核簡明綜合中期財務報表附註

22. Related party transactions (Continued)

- (c) Amounts due from/to a related company and directors (Continued)

During the six months ended 30 June 2024, the maximum amount due from directors was HK\$4,959,000 (six months ended 30 June 2023: HK\$Nil).

As at 31 December 2023, the balance with a related company and directors were denominated in HK\$.

23. Contingent liability

In the ordinary course of the Group's business, the Group has been subject to a number of claims due to personal injuries suffered by employees of the Group or the Group's subcontractors in accidents arising out of and in the course of their employment. The directors of the Company are of the opinion that such claims are covered by insurance and will not result in any material adverse impact on the financial position or results and operations of the Group. No provision has been made in respect of these claims in the consolidated financial statements (31 December 2023: same).

24. Events after the reporting period

There have been no other material events subsequent to 30 June 2024 which require adjustment or disclosure in accordance with HKFRS.

22. 關聯方交易(續)

- (c) 應收／應付一間關聯公司及董事款項(續)

截至2024年6月30日止六個月，應收董事款項最高為4,959,000港元(截至2023年6月30日止六個月：無)。

於2023年12月31日，與一間關聯公司及董事的結餘以港元計值。

23. 或然負債

本集團的一般業務過程中，本集團已面臨多項因本集的僱員或本集團的分包商在其受僱期間中發生的事故中遭受人身傷害的申索。本公司董事認為，該等申索已獲保險保障，不會對本集團的財務狀況或業績及營運造成任何重大不利影響。綜合財務報表中並無就該等申索作出撥備(2023年12月31日：相同)。

24. 報告期後事項

2024年6月30日後並無發生須根據香港財務報告準則作出調整或披露的其他重大事宜。



WK Group (Holdings) Limited
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