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BEAVER GROUP (HOLDING) COMPANY LIMITED

永勤集團(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8275)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2020

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

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

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

*This announcement, for which the directors (the “**Directors**”) of Beaver Group (Holding) Company Limited (the “**Company**”) and together with its subsidiaries, the “**Group**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement 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 announcement misleading.*

INTERIM RESULTS

The board of Directors (the “**Board**”) of the Company presents the unaudited condensed consolidated results of the Group for the three months and six months ended 30 September 2020, together with the unaudited comparative figures of the corresponding periods in 2019, are as follows:

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and six months ended 30 September 2020

	Note	Three months ended 30 September		Six months ended 30 September	
		2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Revenue	3	24,773	22,502	57,474	48,150
Cost of sales		<u>(19,418)</u>	<u>(18,510)</u>	<u>(49,440)</u>	<u>(39,960)</u>
Gross profit		5,355	3,992	8,034	8,190
Other income and other loss	4	1,259	14	2,032	28
Administrative expenses		(4,987)	(3,373)	(7,637)	(6,637)
Change in fair value of financial assets at fair value through profit or loss ("FVTPL")		114	(1,667)	114	(1,667)
Allowance for impairment loss of financial assets, net		<u>(3,958)</u>	<u>(824)</u>	<u>(3,958)</u>	<u>(824)</u>
Loss from operations		(2,217)	(1,858)	(1,415)	(910)
Finance costs	6	<u>(410)</u>	<u>(682)</u>	<u>(814)</u>	<u>(1,155)</u>
Loss before tax		(2,627)	(2,540)	(2,229)	(2,065)
Income tax expense	7	<u>(117)</u>	<u>(36)</u>	<u>(181)</u>	<u>(179)</u>
Loss for the period attributable to owners of the Company		<u>(2,744)</u>	<u>(2,576)</u>	<u>(2,410)</u>	<u>(2,244)</u>
Other comprehensive loss:					
<i>Items that may be reclassified to profit or loss:</i>					
Exchange differences arising on translating foreign operations		<u>-</u>	<u>(3)</u>	<u>(3)</u>	<u>(3)</u>
Other comprehensive loss for the period, net of tax		<u>-</u>	<u>(3)</u>	<u>(3)</u>	<u>(3)</u>
Total comprehensive loss for the period attributable to owners of the Company		<u>(2,744)</u>	<u>(2,579)</u>	<u>(2,413)</u>	<u>(2,247)</u>
Loss per share					
Basic and diluted (HK cents)	9	<u>(0.46)</u>	<u>(0.43)</u>	<u>(0.40)</u>	<u>(0.37)</u>

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

As at 30 September 2020

		30 September 2020	31 March 2020
	<i>Note</i>	<i>HK\$'000</i> (unaudited)	<i>HK\$'000</i> (audited)
Non-current assets			
Property, plant and equipment	<i>10</i>	48,519	51,898
Right-of-use assets	<i>11</i>	8,338	8,683
Financial assets at FVTPL	<i>12</i>	8,415	8,427
Total non-current assets		65,272	69,008
Current assets			
Trade and retention receivables	<i>13</i>	32,869	48,432
Contract assets		33,693	18,807
Deposits, prepayments and other receivables		3,351	2,073
Income tax recoverable		19	159
Bank and cash balances		6,424	5,454
Total current assets		76,356	74,925
Current liabilities			
Trade and retention payables	<i>14</i>	25,474	21,067
Accruals and other payables		7,220	8,002
Bank and other borrowings		35,209	38,350
Lease liabilities	<i>11</i>	2,173	2,113
Current tax liabilities		32	32
Total current liabilities		70,108	69,564
Net current assets		6,248	5,361
Total assets less current liabilities		71,520	74,369
Non-current liabilities			
Lease liabilities	<i>11</i>	6,589	7,031
Deferred tax liabilities		4,728	4,722
Total non-current liabilities		11,317	11,753
NET ASSETS		60,203	62,616
Capital and reserves			
Share capital	<i>15</i>	6,000	6,000
Reserves	<i>16</i>	54,203	56,616
TOTAL EQUITY		60,203	62,616

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2020

	Share capital HK\$'000 (Note 15)	Share premium HK\$'000 (Note 16b(i))	Merger reserve HK\$'000 (Note 16b(ii))	Foreign currency translation reserve HK\$'000 (Note 16b(iii))	Retained earnings HK\$'000	Total equity HK\$'000
For the six months ended						
30 September 2019						
At 1 April 2019 (audited)	6,000	36,581	22	254	32,366	75,223
Total comprehensive loss for the period (unaudited)	—	—	—	(3)	(2,244)	(2,247)
At 30 September 2019 (unaudited)	<u>6,000</u>	<u>36,581</u>	<u>22</u>	<u>251</u>	<u>30,122</u>	<u>72,976</u>
For the six months ended						
30 September 2020						
At 1 April 2020 (audited)	6,000	36,581	22	251	19,762	62,616
Total comprehensive loss for the period (unaudited)	—	—	—	(3)	(2,410)	(2,413)
At 30 September 2020 (unaudited)	<u>6,000</u>	<u>36,581</u>	<u>22</u>	<u>248</u>	<u>17,352</u>	<u>60,203</u>

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

For the six months ended 30 September 2020

	Six months ended	
	30 September	
	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES		
Net cash generated from/(used in) operating activities	<u>6,937</u>	<u>(8,729)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchases of property, plant and equipment	(1,754)	(4,253)
Purchases of financial assets at FVTPL	<u>–</u>	<u>(10,000)</u>
Net cash used in investing activities	<u>(1,754)</u>	<u>(14,253)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Bank and other borrowings raised	3,601	32,277
Repayment of lease liabilities	(1,069)	(405)
Repayment of finance lease payables	–	(401)
Repayment of bank and other borrowings	<u>(6,742)</u>	<u>(10,919)</u>
Net cash (used in)/generated from financing activities	<u>(4,210)</u>	<u>20,552</u>
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		
	973	(2,430)
Cash and cash equivalents at the beginning of the period	5,454	15,250
Effect on foreign exchange rate changes, net	<u>(3)</u>	<u>(3)</u>
Cash and cash equivalents at the end of the period	<u><u>6,424</u></u>	<u><u>12,817</u></u>

NOTES TO THE UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability under the Companies Law of the Cayman Islands on 3 January 2017. The address of its registered office is at PO Box 1350, Clifton House, 75 Fort Street, Grand Cayman, KY1-1108 Cayman Islands. The address of its principal place of business is Room 1204, 12/F, Block 2, Golden Industrial Building, 16–26 Kwai Tak Street, Kwai Chung, New Territories, Hong Kong. The Company's shares are listed on GEM of the Stock Exchange on 16 October 2017.

The Company is an investment holding company. The Group is a foundation contractor primarily specialising in bored piling works as well as other foundation works. The Group is capable of installing bored piles with diameters ranging from 1.5 metres to 3 metres of various pile lengths. The Group has invested considerably in reinforcing its machinery and the Group possesses all necessary standard plant and machinery and equipment for its construction of bored piles. The Group is also engaged in leasing of machinery.

In the opinion of the Directors, as at 30 September 2020, Hunter Corporate Limited (“**Hunter Corporate**”), a company incorporated in the British Virgin Islands (“**BVI**”) with limited liability, and C3J Development Limited (“**C3J Development**”), a company incorporated in the BVI with limited liability, are the ultimate holding companies and Mr. Chui Koon Yau (“**Mr. Chui**”) and Mr. Tang Kwai Leung Stanley (“**Mr. Tang**”), are the ultimate controlling parties of the Company (collectively known as the “**Controlling Shareholders**”).

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2020 have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), the applicable disclosure requirements of the GEM Listing Rules and the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

The unaudited condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements of the Group for the year ended 31 March 2020. The accounting policies adopted in the preparation of the unaudited condensed consolidated financial statements are consistent with those adopted in the annual consolidated financial statements of the Group for the year ended 31 March 2020.

The unaudited condensed consolidated financial statements have been prepared on the historical cost basis. The unaudited condensed consolidated financial statements are presented in Hong Kong Dollars (“**HK\$**”), which is the functional currency of the Company and its subsidiaries, and all values are rounded to the nearest thousands (“**HK\$’000**”), unless otherwise indicated.

The preparation of the unaudited condensed consolidated financial statements in conformity with HKFRSs requires the use of certain critical accounting estimates. It also requires the management to exercise its judgement in the process of applying the accounting policies of the Group.

The unaudited condensed consolidated financial statements have not been audited by the Company's auditors, but have been reviewed by the Company's audit committee (the “**Audit Committee**”).

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 April 2020. HKFRSs comprise Hong Kong Financial Reporting Standards (“**HKFRS**”); Hong Kong Accounting Standards (“**HKAS**”); and Interpretations issued by the HKICPA. The adoption of these new and revised HKFRSs did not have any significant effect on the unaudited condensed consolidated financial statements.

3. REVENUE

Disaggregation of revenue from contracts with customers by major service lines for the periods is as follows:

Revenue from contracts with customers within the scope of HKFRS 15	Three months ended 30 September		Six months ended 30 September	
	2020	2019	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
Construction contract income	23,960	17,381	56,142	37,689
Rental income from machinery	813	5,121	1,332	10,461
	24,773	22,502	57,474	48,150

The Group derives revenue over time from the following major service lines:

For the six months ended 30 September	Construction contract income		Rental income from machinery		Total	
	2020	2019	2020	2019	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Timing of revenue recognition						
— Over time	56,142	37,689	1,332	10,461	57,474	48,150
Total	56,142	37,689	1,332	10,461	57,474	48,150

For the three months ended 30 September	Construction contract income		Rental income from machinery		Total	
	2020	2019	2020	2019	2020	2019
	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>	<i>HK\$'000</i>
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Timing of revenue recognition						
— Over time	23,960	17,381	813	5,121	24,773	22,502
Total	23,960	17,381	813	5,121	24,773	22,502

4. OTHER INCOME, AND OTHER LOSS

	Three months ended		Six months ended	
	30 September		30 September	
	2020	2019	2020	2019
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Government grants (<i>Note</i>)	1,221	–	1,985	–
Loss on foreign exchange differences	–	–	(126)	–
Others	38	14	173	28
Total	<u>1,259</u>	<u>14</u>	<u>2,032</u>	<u>28</u>

Note: For the six months ended 30 September 2020, the Group successfully applied for funding support from the Employment Support Scheme under the Anti-epidemic Fund, set up by the Hong Kong Government amounted to approximately HK\$1,985,000. The purpose of the funding is to provide financial support to enterprises to retain their employees who would otherwise be made redundant. Under the terms of the grant, the Group is required not to make redundancies during the subsidy period and to spend all the funding on paying wages to the employees.

5. SEGMENT INFORMATION

Operating segment information

Operating segments are identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the respective segments and to assess its performance.

As the Group principally engages in the provision of foundation work, ancillary services and machinery rental in Hong Kong and Macau, which are subject to similar business risks, and resources are allocated based on what is beneficial to the Group in enhancing the value of the Group as a whole, the Group's chief operating decision maker considers the performance assessment of the Group should be based on the loss before tax of the Group as a whole. Therefore, management considers there is only one operating segment under the requirements of HKFRS 8 "Operating Segments".

Geographical information

All of the group's revenue, loss before taxation, assets and liabilities were derived from or located in Hong Kong, and therefore no geographical information is presented.

Revenue from major customers

Customer base for whom transactions have exceeded 10% of the Group's revenue is as below:

	Six months ended 30 September	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Customer 1	27,036	N/A ¹
Customer 2	12,769	–
Customer 3	5,468	–
Customer 4	–	9,994
Customer 5	N/A ¹	7,154
Customer 6	N/A ¹	7,118
Customer 7	–	5,515
	<u> </u>	<u> </u>

¹ The corresponding revenue did not contribute over 10% of total revenue of the Group.

6. FINANCE COSTS

	Three months ended 30 September		Six months ended 30 September	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Interest on:				
— bank and other borrowings	326	647	718	1,092
— finance leases	–	25	–	53
— lease liabilities	84	10	96	10
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	<u>410</u>	<u>682</u>	<u>814</u>	<u>1,155</u>

7. INCOME TAX EXPENSE

	Three months ended 30 September		Six months ended 30 September	
	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)	2020 HK\$'000 (unaudited)	2019 HK\$'000 (unaudited)
Current tax — Hong Kong Profits Tax				
— Provision for the period	175	–	175	–
— Over-provision in prior periods	–	(32)	–	–
Deferred tax	(58)	68	6	179
	<u> </u>	<u> </u>	<u> </u>	<u> </u>
	<u>117</u>	<u>36</u>	<u>181</u>	<u>179</u>

Hong Kong Profits Tax has been provided at a rate of 16.5% (2019: 16.5%) based on the assessable profit for the year less allowable losses brought forward.

For the six months ended 30 September 2020 and 2019, Hong Kong Profits Tax of the qualified entity of the Group is calculated in accordance with the two-tiered profits tax rates regime. Under the two-tiered profits tax rates regime, the first HK\$2 million of assessable profits of qualifying corporation will be taxed at 8.25%, and assessable profits above HK\$2 million will continue to be taxed at a flat rate of 16.5%.

Other Group entities in Hong Kong not qualifying for the two-tiered profits tax rates regime will continue to be taxed at the rate of 16.5% based on the assessable profits less allowable losses brought forward.

Pursuant to the relevant laws and regulations in Macau, the Macau subsidiary is subject to Macau Profits Tax at a maximum rate on the estimated assessable profit for the six months ended 30 September 2020 and 2019.

Tax charge on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretation and practices in respect thereof.

8. DIVIDENDS

The Board does not recommend the payment of interim dividend for the six months ended 30 September 2020 (for the six months ended 30 September 2019: Nil).

9. LOSS PER SHARE

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

	Three months ended		Six months ended	
	30 September 2020 (unaudited)	2019 (unaudited)	30 September 2020 (unaudited)	2019 (unaudited)
Loss for the period attributable to owners of the Company (HK\$'000)	(2,744)	(2,576)	(2,410)	(2,244)
Weighted average number of ordinary shares for the purpose of calculating basic and diluted loss per share ('000)	600,000	600,000	600,000	600,000
Loss per share				
Basic and diluted (HK cents)	<u>(0.46)</u>	<u>(0.43)</u>	<u>(0.40)</u>	<u>(0.37)</u>

The weighted average number of ordinary shares in issue during the periods ended 30 September 2020 and 2019 was derived from 600,000,000 ordinary shares in issue.

The diluted loss per share is equal to the basic loss per share as there were no dilutive potential ordinary shares in issue for the periods ended 30 September 2020 and 2019.

10. PROPERTY, PLANT AND EQUIPMENT

	Plant and machinery <i>HK\$'000</i>	Casing and equipment <i>HK\$'000</i>	Motor vehicles <i>HK\$'000</i>	Furniture, fixture and office equipment <i>HK\$'000</i>	Total <i>HK\$'000</i>
Opening net book amount as at 1 April 2019 (audited)	32,182	25,970	2,307	30	60,489
Additions	3,979	274	–	–	4,253
Depreciation	<u>(2,999)</u>	<u>(3,302)</u>	<u>(510)</u>	<u>(17)</u>	<u>(6,828)</u>
Closing net book amount as at 30 September 2019 (unaudited)	<u>33,162</u>	<u>22,942</u>	<u>1,797</u>	<u>13</u>	<u>57,914</u>
Opening net book amount as at 1 April 2020 (audited)	30,500	21,289	103	6	51,898
Additions	–	1,731	–	23	1,754
Depreciation	<u>(2,257)</u>	<u>(2,836)</u>	<u>(30)</u>	<u>(10)</u>	<u>(5,133)</u>
Closing net book amount as at 30 September 2020 (unaudited)	<u>28,243</u>	<u>20,184</u>	<u>73</u>	<u>19</u>	<u>48,519</u>

11. RIGHT-OF-USE ASSETS/LEASE LIABILITIES

As at 30 September 2020, the carrying amounts of the Group's right-of-use assets and lease liabilities are approximately HK\$8,338,000 (31 March 2020: approximately HK\$8,683,000) and approximately HK\$8,762,000 (31 March 2020: approximately HK\$9,144,000) respectively.

12. FINANCIAL ASSETS AT FVTPL

	As at 30 September 2020 <i>HK\$'000</i> (unaudited)	As at 31 March 2020 <i>HK\$'000</i> (audited)
Investments in life insurance policies	<u>8,415</u>	<u>8,427</u>

The carrying amounts of the above financial assets are mandatorily measured at fair value through profit or loss in accordance with HKFRS 9.

The investments included above represent life insurance policies entered by Triangular Force Construction Engineering Limited (“**Triangular Force**”) to insure Mr. Tang and Mr. Chui. Under the policies, the beneficiary and the policy holder is Triangular Force and the total insured sum are approximately US\$3,456,000 (equivalent to approximately HK\$27,128,000). The Group was required to pay a one-off premium payment of approximately US\$1,274,000 (equivalent to approximately HK\$10,000,000) and can terminate the policy at any time and receive cash back based on the cash value.

The life insurance policies were pledged to secure a bank borrowing of the Group.

The carrying amounts of the Group's financial assets at FVTPL are denominated in US\$.

The carrying amounts of the Group's financial assets and financial liabilities as reflected in the unaudited condensed consolidated statement of financial position approximate their respective fair values.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

- Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets and liabilities that the Group can assess at the measurement date.
- Level 2 inputs: other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs: unobservable inputs for the asset or liability.

During the period ended 30 September 2020, there was no transfer between level 2 and level 3. The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

The following table shows the carrying amounts and fair value of financial assets, including their levels in the fair value hierarchy. It does not include fair value information for financial assets not measured at fair value of the carrying amount is a reasonable approximation of fair value. Further, for the current period the fair value disclosure of lease liabilities is also not required.

	Level 1 <i>HK\$'000</i> (unaudited)	Level 2 <i>HK\$'000</i> (unaudited)	Level 3 <i>HK\$'000</i> (unaudited)	Total <i>HK\$'000</i> (unaudited)
As at 30 September 2020				
Financial assets at FVTPL				
Recurring fair value measurements:				
— Investments in life insurance policies	<u>—</u>	<u>—</u>	<u>8,415</u>	<u>8,415</u>
	Level 1 <i>HK\$'000</i> (audited)	Level 2 <i>HK\$'000</i> (audited)	Level 3 <i>HK\$'000</i> (audited)	Total <i>HK\$'000</i> (audited)
As at 31 March 2020				
Financial assets at FVTPL				
Recurring fair value measurements:				
— Investments in life insurance policies	<u>—</u>	<u>—</u>	<u>8,427</u>	<u>8,427</u>

Reconciliation of financial assets measured at FVTPL based on level 3:

HK\$'000

Financial assets at FVTPL

— Investments in life insurance policies

At 1 April 2020 (audited)	8,427
Change in fair value of financial assets measured at FVTPL during the period	114
Loss on foreign exchange differences	(126)
	<hr/>
At 30 September 2020 (unaudited)	8,415
	<hr/> <hr/>

The fair value of investments in life insurance policies is determined by reference to the cash surrender value of the insurance policies, which is not an observable input.

13. TRADE AND RETENTION RECEIVABLES

	<i>Note</i>	30 September 2020 HK\$'000 (unaudited)	31 March 2020 HK\$'000 (audited)
Trade receivables	<i>(a)</i>	41,789	54,123
Allowance for impairment loss		(10,126)	(7,301)
		<hr/> 31,663 <hr/>	<hr/> 46,822 <hr/>
Retention receivables <i>Note</i>	<i>(b)</i>	4,293	4,592
Allowance for impairment loss		(3,087)	(2,982)
		<hr/> 1,206 <hr/>	<hr/> 1,610 <hr/>
		<hr/> 32,869 <hr/> <hr/>	<hr/> 48,432 <hr/> <hr/>

Note: Retention receivables are included in current assets as the Group expects to realise these within its normal operating cycles.

- (a) The Group receives progress billings from contract customers. The credit terms generally range from 7 to 60 days from the date of billing. Application for progress payment of contract works is made on a regular basis. The Group seeks to maintain strict control over its outstanding receivables. Overdue balances are reviewed regularly by the Directors.

The ageing analysis of trade receivables, based on the progress payment, and net of allowance for impairment loss is as follows:

	30 September 2020 HK\$'000 (unaudited)	31 March 2020 HK\$'000 (audited)
0 to 30 days	4,396	12,755
31 to 60 days	–	10,305
61 to 90 days	592	34
Over 90 days	<u>26,675</u>	<u>23,728</u>
	<u>31,663</u>	<u>46,822</u>

Movement in allowance for impairment loss of trade receivables is as follows:

	<i>HK\$'000</i>
At 1 April 2019 (audited)	2,198
Allowance for the year	<u>5,103</u>
At 31 March 2020 and 1 April 2020 (audited)	7,301
Allowance for the period	<u>2,825</u>
At 30 September 2020 (unaudited)	<u><u>10,126</u></u>

The carrying amounts of the Group's trade receivables are denominated in the following currencies:

	30 September 2020 HK\$'000 (unaudited)	31 March 2020 HK\$'000 (audited)
HK\$	31,663	45,908
Macau Pataca (“MOP”)	<u>–</u>	<u>914</u>
	<u>31,663</u>	<u>46,822</u>

- (b) The ageing analysis of retention receivables based on invoice date, and net of allowance for impairment loss is as follows:

	30 September 2020 HK\$'000 (unaudited)	31 March 2020 HK\$'000 (audited)
Within 1 year	–	184
Between 1 to 2 years	625	1,362
Between 2 to 5 years	581	64
	<u>1,206</u>	<u>1,610</u>

Movement in allowance for impairment loss of retention receivables is as follows:

	<i>HK\$'000</i>
At 1 April 2019 (audited)	3,463
Reversal for the year	<u>(481)</u>
At 31 March 2020 and 1 April 2020 (audited)	2,982
Allowance for the period	<u>105</u>
At 30 September 2020 (unaudited)	<u><u>3,087</u></u>

The carrying amounts of the Group's retention receivables are denominated in HK\$.

14. TRADE AND RETENTION PAYABLES

	<i>Note</i>	30 September 2020 HK\$'000 (unaudited)	31 March 2020 HK\$'000 (audited)
Trade payables	<i>(a)</i>	25,019	20,028
Retention payables ^{<i>Note</i>}	<i>(b)</i>	455	1,039
		<u>25,474</u>	<u>21,067</u>

Note: Retention payables are included in current liabilities as the Group expects to realise these within its normal operating cycles.

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

	30 September 2020 HK\$'000 (unaudited)	31 March 2020 HK\$'000 (audited)
0 to 30 days	3,439	1,456
31 to 60 days	2,128	1,844
61 to 90 days	1,381	463
Over 90 days	<u>18,071</u>	<u>16,265</u>
	<u>25,019</u>	<u>20,028</u>

The carrying amounts of the Group's trade payables are denominated in HK\$.

(b) Retention payables from sub-contractors of contract works are released by the Group after the completion of maintenance period of the relevant contracts or in accordance with the terms specified in the relevant contracts.

The carrying amounts of the Group's retention payables are denominated in HK\$.

15. SHARE CAPITAL

	Number of shares	Amount HK\$'000
Authorised:		
Ordinary shares of HK\$0.01 each		
At 31 March 2020 and 30 September 2020	<u>1,000,000,000</u>	<u>10,000</u>
Issued and fully paid:		
Ordinary shares of HK\$0.01 each		
At 31 March 2020 and 30 September 2020	<u>600,000,000</u>	<u>6,000</u>

16. RESERVES

(a) Reserves of the Group

The amounts of the Group's reserves and the movements therein are presented in the unaudited condensed consolidated statements of changes in equity.

(b) Nature and purpose of reserves

(i) Share premium

Under the Companies Law of the Cayman Islands, the funds in the share premium account of the Company are distributable to the shareholders of the Company provided that immediately following the date on which the dividend is proposed to be distributed, the Company will be in a position to pay off its debts as they fall due in the ordinary course of business.

(ii) Merger reserve

The merger reserve represented the aggregate of paid-in capital of Triangular Force, TMP Machinery Engineering Limited and Longson Enterprise Development Company Limited, subsidiaries of the Company, of 10,000, 10,000 and 2,000 ordinary shares of HK\$1 each respectively.

(iii) Foreign currency translation reserve

The foreign currency translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations.

17. RELATED PARTY TRANSACTIONS

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

	Six months ended	
	30 September	
	2020	2019
	HK\$'000	HK\$'000
	(unaudited)	(unaudited)
Short term employee benefits	1,434	1,732
Pension scheme contributions	36	32
	1,470	1,764

18. EVENT AFTER THE REPORTING PERIOD

Pursuant to the announcement by the Company dated 10 August 2020, the Group proposed to have rights issue (the “**Rights Issue**”) on the basis of one (1) rights share (the “**Rights Share**”) for every two (2) existing shares held by shareholders of the Company on 21 September 2020 (the “**Record Date**”), as defined on the announcement. Gransing Securities Co., Limited is the underwriter of the Rights Issue. The Rights Issue was completed on 23 October 2020. Further details of the Rights Issue are disclosed in the Company’s announcements dated 22 October 2020.

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

The Group is a foundation contractor primarily specialising in bored piling works as well as other foundation works. The Group is capable of installing bored piles with diameters ranging from 1.5 metres to 3 metres of various pile lengths. The Group has invested considerably in reinforcing its machinery and the Group possesses all necessary standard plant and machinery and equipment necessary for its construction of bored piles. The Group also engaged in leasing of machinery.

For the six months ended 30 September 2020, the Group recorded net loss of approximately HK\$2.4 million as compared to net loss of approximately HK\$2.2 million for the same period in 2019. The Board considers that the net loss was mainly attributable to less rental income from machinery and provision of allowance for impairment loss of financial assets.

Outlook

The Directors are of the view that the general outlook of the industry and the business environment in which the Group operates will remain challenging. The outbreak of the COVID-19 pandemic since early 2020 has created economic uncertainty to Hong Kong and imposed negative impacts on the foundation industry, including supply chain disruptions, workforce shortages due to illness and preventative quarantines, and work stoppages due to measures imposed by the government. Looking ahead, the Group will adhere to prudent financial management in project selection and cost control. The Group will continue to obtain additional qualifications and strengthen its financial resources to position itself to tender for suitable projects as a foundation contractor, and invest in the manpower and information system to enhance its operational capacity and efficiency in foundation and site formation works and bored piling works.

Financial Review

Revenue

The Group's revenue for the six months ended 30 September 2020 was approximately HK\$57.5 million, representing an increase of approximately 19.3% from approximately HK\$48.2 million for the six months ended 30 September 2019, which was primarily due to the increase of construction contract income with increasing number of projects being awarded.

Costs of Sales

The Group's cost of sales for the six months ended 30 September 2020 was approximately HK\$49.4 million, representing an increase of approximately 23.5% from approximately HK\$40.0 million for the six months ended 30 September 2019, which was primarily due to the increases of the construction material and subcontractor charge due to an increasing numbers of project being awarded.

Gross Profit and Gross Profit Margin

The Group's gross profit for the six months ended 30 September 2020 was approximately HK\$8.1 million, representing a decrease of approximately 1.2% from approximately HK\$8.2 million for the six months ended 30 September 2019. The Group's gross profit margin decreased from approximately 17.0% to 14.1% for the period of comparison. Such decrease was primarily due to less rental income from machinery being recognised, which relatively carried a higher gross profit margin.

Administrative Expenses

The Group's administrative expenses for the six months ended 30 September 2020 were approximately HK\$7.6 million, representing an increase of approximately 15.2% from approximately HK\$6.6 million for the six months ended 30 September 2019. The increase was mainly attributable to consultancy fee and legal and professional fee.

Loss for the Period

For the six months ended 30 September 2020, the Group recorded loss attributed to owners of the Company of approximately HK\$2.4 million as compared to loss for the six months ended 30 September 2019 of approximately HK\$2.2 million. The Board considers that the net loss was mainly attributable to less rental income from machinery recognised and provision of allowance for impairment loss of financial assets.

Capital Structure, Liquidity and Financial Resources

The shares of the Company were successfully listed on GEM of the Stock Exchange on 16 October 2017. There has been no change in the capital structure of the Group during the six months ended 30 September 2020. The capital of the Group only comprises of ordinary shares.

The Group finances its liquidity and capital requirements primarily through cash generated from operations, bank and other borrowings and equity contribution from shareholders.

As at 30 September 2020, the Group had bank and cash balances of approximately HK\$6.4 million (31 March 2020: approximately HK\$5.5 million).

As at 30 September 2020, the Group's total equity attributable to owners of the Company amounted to approximately HK\$60.2 million (31 March 2020: approximately HK\$62.6 million). As of the same date, the Group's total debts, comprising bank and other borrowings and lease liabilities, amounted to approximately HK\$44.0 million (31 March 2020: approximately HK\$47.5 million).

On 10 August 2020, the Group proposed to implement the Rights Issue on the basis of one (1) Rights Share to be issued and allotted under the Rights Issue for every two (2) existing shares held on the Record Date at the subscription price of HK\$0.027 per Rights Share.

On 23 October 2020, the Company completed the Rights Issue and issued 300,000,000 Rights Shares with par value HK\$0.01 each at a subscription price of HK\$0.027 per Rights Share on the basis of one (1) Rights Share for every two (2) existing shares held, and the net proceeds of the Rights Issue, after deducting the related expenses, were approximately HK\$7 million, which were mainly used for (i) as to HK\$4.3 million for repayment of outstanding principal and interest amount of loans; and (ii) the remaining balance of HK\$2.7 million for repayment of debts owing by the Group to its suppliers. Detailed terms of the Rights Issue and its results were set out in the Company's prospectus dated 29 September 2020 and the announcement dated 22 October 2020, respectively.

Taking the above figures into account and the Rights Issue proceeds as mentioned in below section headed "Event After the Reporting Period", the Directors believe that the Group is in a healthy financial position and have adequate resources to settle its outstanding debts, to finance its daily operational expenditures and also the cash requirements for the Group's future acquisition and expansion.

Borrowings and Gearing Ratio

As at 30 September 2020, the Group had total debt (summation of bank and other borrowings and lease liabilities) of approximately HK\$44.0 million which was denominated in Hong Kong Dollars (31 March 2020: approximately HK\$47.5 million). The Group's bank and other borrowings were primarily used in financing the working capital requirement of its operations.

As at 30 September 2020, the gearing ratio of the Group, calculated as the total debt divided by the total equity, was approximately 73.1% (31 March 2020: approximately 75.9%).

Significant Investments Held, Material Acquisitions and Disposals of Subsidiaries, Associates and Joint Ventures, and Plans for Material Investments or Capital Assets

During the six months ended 30 September 2020, the Group did not have any significant investments, material acquisitions or disposals of subsidiaries, associates or joint ventures. There is no other plan for material investments or capital assets as at 30 September 2020.

Foreign Exchange Exposure

The revenue-generating operations and borrowings of the Group were mainly transacted in Hong Kong Dollars which is the presentation currency of the Group.

The Group currently does not have a foreign currency hedging policy. The Group will continue to monitor closely the exchange rate between Macau Patacas and Hong Kong Dollars and will make necessary hedging arrangements to minimise its foreign currency exposure arising from foreign currency fluctuation in the future.

Treasury Policy

The Directors will continue to follow a prudent policy in managing the Group's cash balances and maintain a strong and healthy liquidity to ensure that the Group is well placed to take advantage of future growth opportunities.

Charge on Group Assets

As at 30 September 2020, the Group has pledged its plant and machinery with an aggregate net book value of approximately HK\$20.2 million (31 March 2020: approximately HK\$21.4 million).

Contingent Liabilities

As at 30 September 2020, the Group did not have any material contingent liabilities (31 March 2020: Nil).

Capital Commitments

The Group did not have any material capital commitment as at 30 September 2020 (31 March 2020: Nil).

Segment Information

The Group principally engages in the provision of foundation work, ancillary services and machinery rental in Hong Kong and Macau, which are subject to similar business risks, and resources are allocated based on what is beneficial to the Group.

Information on Employees

As at 30 September 2020, the Group had 80 full-time employees working in Hong Kong (30 September 2019: 72). Total staff costs including contribution to retirement benefit schemes incurred during the six months ended 30 September 2020 amounted to approximately HK\$17.2 million (for the six months ended 30 September 2019: approximately HK\$14.8 million). Employees are remunerated based on their qualifications, position and performance. The remuneration offered to employees generally includes salaries, allowances and discretionary bonus. Various types of trainings were provided to the employees.

Interim Dividend

The Board does not recommend the payment of interim dividend for the six months ended 30 September 2020 (for the six months ended 30 September 2019: Nil).

OTHER INFORMATION

Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company

As at 30 September 2020, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong (the "SFO")) which are 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 they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules to be notified to the Company and the Stock Exchange, were as follows:

Long positions in ordinary shares and underlying shares of the Company

Name of Director/ chief executive	Capacity/Nature of interest	Number of shares held/ interested	Approximate percentage of shareholding
Mr. Tang ^{Note 1}	Interest of a controlled corporation	187,000,000	31.17%
Mr. Chui ^{Note 2}	Interest of a controlled corporation	183,000,000	30.50%

Notes:

1. Mr. Tang legally and beneficially owns the entire issued share capital of C3J Development. Therefore, Mr. Tang is deemed, or taken to be, interested in all the shares held by C3J Development for the purpose of the SFO. Mr. Tang is the sole director of C3J Development.
2. Mr. Chui legally and beneficially owns the entire issued share capital of Hunter Corporate. Therefore, Mr. Chui is deemed, or taken to be, interested in all the shares held by Hunter Corporate for the purpose of the SFO. Mr. Chui is the sole director of Hunter Corporate.

Save as disclosed above, as at 30 September 2020, none of the Directors and chief executives of the Company has any interests or short positions in any shares, underlying shares and 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 recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which were required, pursuant to Rules 5.46 to 5.68 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

Substantial and Other Shareholders' Interests and Short Positions in Shares and Underlying Shares of the Company

So far as known to the Directors or chief executives of the Company, as at 30 September 2020, the following persons/entities (other than the Directors and chief executives of the Company) had or were deemed to have an interest or a short position in the shares or the underlying shares of the Company which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under Section 336 of the SFO, or who were directly or indirectly, to be interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other member of the Group:

Long positions in ordinary shares and underlying shares of the Company

Name	Capacity/Nature of interest	Number of shares held/ interested	Approximate percentage of shareholding
C3J Development	Beneficial owner	187,000,000	31.17%
Ms. Lam Ka Yi ^{Note 1}	Interest of spouse	187,000,000	31.17%
Hunter Corporate	Beneficial owner	183,000,000	30.50%
Ms. Wong Kit Chun ^{Note 2}	Interest of spouse	183,000,000	30.50%
Gransing Securities Co., Limited ^{Note 3}	Underwriter	300,000,000	33.33%
Gransing Financial Group Limited ^{Note 4}	Interest of a controlled corporation	300,000,000	33.33%
Kwok Shun Tim ^{Note 4}	Interest of a controlled corporation	300,000,000	33.33%

Notes:

- Ms. Lam Ka Yi is the spouse of Mr. Tang. Mr. Tang legally and beneficially owns the entire issued share capital of C3J Development. Therefore, Ms. Lam Ka Yi is deemed, or taken to be, interested in all the shares held by C3J Development for the purpose of the SFO.
- Ms. Wong Kit Chun is the spouse of Mr. Chui. Mr. Chui legally and beneficially owns the entire issued share capital of Hunter Corporate. Therefore, Ms. Wong Kit Chun is deemed, or taken to be, interested in all the shares held by Hunter Corporate for the purpose of the SFO.
- Pursuant to the underwriting agreement dated 10 August 2020 entered into between the Company and Gransing Securities Co., Limited (as the underwriter) in relation to the Rights Issue, 300,000,000 untaken Rights Shares shall be underwritten by Gransing Securities Co., Limited and therefore Gransing Securities Co., Limited is interested in 300,000,000 shares.
- Gransing Securities Co., Limited is wholly owned by Gransing Financial Group Limited, which is in turn owned as to 64.80% by Mr. Kwok Shun Tim. Each of Gransing Financial Group Limited and Mr. Kwok Shun Tim is deemed to be interested in 300,000,000 shares held by Gransing Securities Co., Limited for the purpose of the SFO.

Save as disclosed above, as at 30 September 2020, there was no persons or corporations, other than the Directors and chief executives of the Company whose interests are set out in the section “Directors’ and chief executives’ interests and short positions in shares, underlying shares and debentures of the Company” above, had or were deemed to have an interest or a short position in the shares or the underlying shares of the Company which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under Section 336 of the SFO, or who were directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company or any other members of the Group.

Purchase, Sale or Redemption of Listed Securities of the Company

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the six months ended 30 September 2020.

Competition and Conflict of Interest

None of the Directors, the Controlling Shareholders or substantial shareholders of the Company or any of their respective closed associates has engaged in any business that competes or may compete, either directly or indirectly, with the businesses of the Group, as defined in the GEM Listing Rules, or has any other conflict of interests with Group during the six months ended 30 September 2020.

Non-Competition Undertakings

In order to avoid any possible future competition between the Group and the Controlling Shareholders, Mr. Tang, Mr. Chui, C3J Development and Hunter Corporate (each a “**Covenantor**” and collectively the “**Covenantors**”) have entered into the deed of non-competition (the “**Deed of Non-competition**”) with the Company (for itself and for the benefit of each other member of the Group) on 22 September 2017. Pursuant to the Deed of Non-competition, each of the Covenantors has irrevocably and unconditionally undertaken to the Company (for itself and as trustee for its subsidiaries) that, during the period that the Deed of Non-competition remain effective, he/it shall not, and shall procure that his/its associates (other than any member of the Group) not to develop, acquire, invest in, participate in, carry on or be engaged, concerned or interested or otherwise be involved, whether directly or indirectly, in any business in competition with or likely to be in competition with the existing business activity of any member of the Group.

Each of the Covenantors further undertakes that if any of he/it or his/its close associates other than any member of the Group is offered or becomes aware of any business opportunity which may compete with the business of the Group, he/it shall (and he/it shall procure his/its associates to) notify the Group in writing and the Group shall have a right of first refusal to take up such business opportunity. The Group shall, within 6 months after receipt of the written notice (or such longer period if the Group is required to complete any approval procedures as set out under the GEM Listing Rules from time to time), notify the Covenantor(s) whether the Group will exercise the right of first refusal or not.

The Group shall only exercise the right of first refusal upon the approval of all the independent non-executive Directors (who do not have any interest in such opportunity). The relevant Covenantor(s) and the other conflicting Directors (if any) shall abstain from participating in and voting at and shall not be counted as quorum at all meetings of the Board where there is a conflict of interest or potential conflict of interest including but not limited to the relevant meeting of the independent non-executive Directors for considering whether or not to exercise the right of first refusal.

During the six months ended 30 September 2020, the Company had not received any information in writing from any of the Controlling Shareholders in respect of any new business opportunity which competed or might compete with the existing and future business of the Group which were offered to or came to be the knowledge of the Controlling Shareholders or their associates (other than any member of the Group).

Directors' Securities Transactions

The Company has adopted the required standard of dealing, as set out in Rules 5.48 to 5.68 of the GEM Listing Rules as the code of conduct for securities transactions by the Directors in respect of the shares of the Company (the “**Required Standard of Dealing**”). Having made specific enquiry of all Directors, all Directors have confirmed that they have complied with the Required Standard of Dealing and the code of conduct for securities transactions by the Directors during the six months ended 30 September 2020.

Share Option Scheme

The Company operates a share option scheme (the “**Share Option Scheme**”) for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants include the full-time and part-time employees, executives, officers, directors, business consultants, agents, legal and financial advisers of the Company and the Company's subsidiaries. The Share Option Scheme became effective on 22 September 2017 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date.

The maximum number of unexercised share options currently permitted to be granted under the Share Option Scheme is an amount equivalent, upon their exercise, to 10% of the shares of the Company in issue at any time. The maximum number of shares issuable under share options to each eligible participant in the Share Option Scheme within any 12-month period is limited to 1% of the shares of the Company in issue at any time. Any further grant of shares options in excess of this limit is subject to shareholders' approval in a general meeting.

The offer of a grant of share options may be accepted within 7 days from the date of the offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the Directors, and commences after a certain vesting period and ends on a date which is not later than 10 years from the date of the offer of the share options or the expiry date of the Share Option Scheme, if earlier.

The exercise price of the share options is determinable by the Directors, but may not be less than the highest of (i) the Stock Exchange closing price of the Company's shares on the date of the offer of the share options; (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of the offer; and (iii) the nominal value of the Company's shares on the date of the offer, when applicable.

Share options do not confer rights on the holder to dividends or to vote at shareholders' meetings.

For the six months ended 30 September 2020, no share option was granted, exercised, expired or lapsed and there is no outstanding share option under the Share Option Scheme.

Corporate Governance Practice

The Board considers good corporate governance is a key element in managing the business and affairs of the Group. The management of the Group periodically reviews and proposes amendments to its corporate governance practices for compliance with the Corporate Governance Code (the "CG Code") as set out in Appendix 15 of the GEM Listing Rules. To the best knowledge of the Board, the Company has complied with all applicable code provisions set out in the CG code during the six months ended 30 September 2020 and up to the date of this announcement.

Audit Committee

The Audit Committee was established on 22 September 2017. The chairman of the Audit Committee is Mr. Leung Wai Hung, the independent non-executive Director, and other members include Mr. Cheung Chung Chuen George and Mr. Law Ching Ning Paschal, the independent non-executive Directors. The written terms of reference of the Audit Committee are posted on the Stock Exchange's website and on the Company's website.

The primary duties of the Audit Committee are mainly to review the financial information and reporting process, internal control procedures and risk management system, audit plan and relationship with external auditors and arrangements to enable employees of the Company to raise, in confidence, concerns about possible improprieties in financial reporting, internal control or other matters of the Company.

The Company has complied with Rule 5.28 of the GEM Listing Rules in that at least one of the members of the Audit Committee (which must comprise a minimum of three members and must be chaired by an independent non-executive Director) is an independent non-executive Director who possesses appropriate professional qualifications or accounting related financial management expertise.

The Group's unaudited condensed consolidated financial statements for the six months ended 30 September 2020 have been reviewed by the Audit Committee. The Audit Committee is of the opinion that the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2020 comply with applicable accounting standards, GEM Listing Rules and that adequate disclosures have been made.

Events After Reporting Period

On 23 October 2020, the Company completed the Rights Issue and issued 300,000,000 new shares with par value HK\$0.01 each at a subscription price of HK\$0.027 per Rights Share on the basis of one (1) Rights Share for every two (2) existing shares held, and the net proceeds of the Rights Issue, after deducting the related expenses, were approximately HK\$7 million, which were mainly used for (i) as to HK\$4.3 million for repayment of outstanding principal and interest amount of loans; and (ii) the remaining balance of HK\$2.7 million for repayment of debts owing by the Group to its suppliers. Detailed terms of the Rights Issue and its results were set out in the Company's prospectus dated 29 September 2020 and the announcement dated 22 October 2020, respectively.

Save as disclosed in this announcement, there is no other important event affecting the Group since 30 September 2020 and up to date of this announcement.

Publication of Interim Results and Interim Report

The interim results announcement and the interim report are published on the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.beavergroup.com.hk. The interim report of the Company for the six months ended 30 September 2020 will be dispatched to the shareholders of the Company. Should the shareholders of the Company have any difficulties in accessing the corporate communications electronically, please request the printed interim report, free of charge, at any time by writing to the Company or the Company's branch registrar, Tricor Investor Services Limited.

By order of the Board
Beaver Group (Holding) Company Limited
Tang Kwai Leung Stanley
Chairman and Executive Director

Hong Kong, 9 November 2020

As at the date of this announcement, the Board comprises Mr. Tang Kwai Leung Stanley and Mr. Chui Koon Yau as executive Directors; and Mr. Cheung Chung Chuen George, Mr. Law Ching Ning Paschal and Mr. Leung Wai Hung as independent non-executive Directors.

This announcement will remain on the website of the Stock Exchange at www.hkexnews.hk on the "Latest Listed Company Information" page for at least 7 days from the date of its posting and will be published on the Company's website at www.beavergroup.com.hk.