豐盛服務集團有限公司

FSE SERVICES GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

Stock Code: 331

Interim Report 2020-2021

About FSE Services Group Limited

FSE Services Group Limited (Hong Kong Stock Code: 331) is one of the leading diversified service providers in Hong Kong, which has 4 major competences: electrical and mechanical ("E&M") engineering, environmental services, cleaning and waste management as well as property and facility management. FSE Services' competences are being delivered through 4 major groups of companies which have all been the market leaders in the respective industries. They include FSE Engineering Group, FSE Environmental Technologies Group, Waihong Services Group ("Waihong") and FSE Property and Facility Management Services Group which comprises Urban Group ("Urban") and Kiu Lok Service Management Group ("Kiu Lok"). With their professionalism and expertise, together with the extensive synergies generated among the companies under FSE Services, the Group is able to build up a strong network and offer a full range of professional services to renowned clients and main contractors who are often engaged in property developments, public infrastructures, education and transportation facilities as well as entertainment and travel industries in Hong Kong, Macau and the Mainland China.

Our Vision

Better Life, Better Home, Better Quality to You Everyday

Our Mission

We offer superior service, we create an integrated, convenient and safe living environment.

We are devoted to serve:
Our Customers — We provide customised service and maintain long term partnership.
Our Staff — We promote work-life balance and create a strong sense of belonging.
Our Community — We maintain sustainable development and contribute to community.

Our Core Values

Quality
Teamwork
Integrity
Caring
Passion
Innovation

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Financial Highlights

	For the six months ended 31 December		
	2020 **HK$M**	2019 HK$M	% Change
Revenue	**2,758.8**	2,420.3	+14.0%
Gross profit	**553.9**	372.9	+48.5%
Profit attributable to shareholders of the Company	**329.1**	144.0	+128.5%
Basic earnings per share	**HK$0.72**	HK$0.32	+125.0%

The Board declared the payment of an interim dividend of HK28.9 cents (Six months ended 31 December 2019: HK12.8 cents) per ordinary share to the ordinary shareholders of the Company for the six months ended 31 December 2020[(i)].

Note (i) The interim dividend for the six months ended 31 December 2020 of HK28.9 cents (Six months ended 31 December 2019: HK12.8 cents) per ordinary share to be paid in March 2021 represents a dividend payout ratio of 40.0% (Six months ended 31 December 2019: 40.1%), calculated based on the Group's adjusted profit for the six months ended 31 December 2020 attributable to ordinary shareholders of HK$324.8M (Six months ended 31 December 2019: HK$143.7M) (i.e. after excluding preferred distribution to the holder of convertible preference shares of HK$4.3M (Six months ended 31 December 2019: HK$0.3M) from profit attributable to shareholders of the Company for the six months ended 31 December 2020 of HK$329.1M (Six months ended 31 December 2019: HK$144.0M)).

Chairman's Statement

To Our Shareholders:

On behalf of the board of directors (the "Board") of FSE Services Group Limited (the "Company", together with our subsidiaries, the "Group"), I am pleased to present the unaudited condensed consolidated interim results of the Group for the six months ended 31 December 2020 (the "period under review").

TRANSFORMATION SPANNING THE PAST FIVE YEARS

2020 marked the fifth anniversary of the Company's listing in Hong Kong. Since its listing on 10 December 2015, the Group has sought to grow and create value for its shareholders. Consequently, over the past five years, the Group has expanded its business scale by completing two strategic acquisitions, including the facility services business in April 2018 and property and facility management services business in December 2019. Such acquisitions have provided the Group with broader and more diversified revenue streams and enhanced its profit sources. Moreover, the Group has successfully transformed from a single-line engineering focused business to a multi-line leading city lifestyle services conglomerate, engaging in a comprehensive range of management services in Hong Kong. With the Group's expanded and better balanced business portfolio, its consolidated revenue and profit attributable to shareholders for the year ended 30 June 2020 significantly grew by more than 40% and 90% to HK$4.9 billion and HK$309.6 million respectively while its earnings per share increased more than 60%, compared with the amounts recorded for the year ended 30 June 2016, with its integrated property and facilities services segment which provides city essential services contributing more than half of its gross profit and net profit at present. Whilst the Group has completed two major acquisitions during the past five years, sound financial management remains a priority, which enabled the Group's net gearing ratio remaining unchanged at 0%. Such development has also helped the Group mitigate the cyclical risk that it was exposed to five year ago when its business was mostly focused on the engineering sector which enabled our Shareholders to enjoy a consistent dividend yield average at about 7%. Through continued mergers & acquisitions and organic growth, the Group continues to focus on developing new services lines and to create synergies amongst its existing business units.

MARKET REVIEW — BUILDING RESILIENCY

Though 2020 marked our fifth anniversary as a public company, it was also a challenging year, with the outbreak of the novel coronavirus ("COVID-19") pandemic profoundly affecting economies all over the world. Following the outsized contraction of economic activities, the revival of local economic outlook will hinge very much on the epidemic situation and the timeliness of a successful vaccine rollout. With this in mind, our Group shall be heavily qualified with caution in the face of uncertainties. During the period under review, we took the opportunity to sell our loss-making laundry operation, enabling the Group to focus its resources on its more profitable business segments. Our management has also adopted various immediate measures to cushion the adverse impacts of the pandemic, including proactive review of project execution, a well-defined sanitation management process and continuing its effective cost management. Looking ahead, our plans for performance growth are focused on leveraging our well-established and trusted brand, embracing cost effectiveness and capitalising on innovative technologies and professional expertise. In addition, we will continue to nurture our pool of young talents with diversified and tailor-made training. Our management team is well positioned and remains fully confident that opportunity abounds even amid these challenging times, allowing us to maintain and grow the Group's performance during the post-pandemic business landscape. For the period under review, with the above efforts and support from government grants received, and despite a modest setback incurred by our E&M engineering business amid the competitive business environment, the Group's profit attributable to shareholders reached HK$329.1 million, a testimony again to its resilience and capability for sustainable business growth, while maintaining a net cash position at the end of the period. The Board has declared an interim dividend of HK28.9 cents per ordinary share to its ordinary shareholders for the six months ended 31 December 2020, which represents an increase of 125.8% compared with last period and a dividend payout ratio of 40.0%.

Chairman’s Statement

E&M ENGINEERING & ENVIRONMENTAL SERVICES

Hong Kong

While building and construction activities are expected to consolidate in 2021 due to the lingering impacts of the pandemic and prevailing political uncertainties, the Hong Kong Government continues to increase infrastructure investment and maintain steady land supply. Average E&M construction works expenditure for the fiscal year 2021/22 is expected to exceed HK$25 billion for the public sector and over HK$24 billion for the private sector according to the medium-term construction expenditure forecast provided by the Construction Industry Council. The Group’s E&M engineering business currently enjoys a position as one of the two dominant players in the Hong Kong market and is adequately prepared to take on different sizeable infrastructure and building projects. Notable among these are our major submitted tenders: The Chai Wan Government Offices cum Vehicle Depot, the mixed-used developments at the former Kai Tak runway and Mass Transit Railway Corporation (“MTRC”) Wong Chuk Hang station, currently under negotiations. Preparations are also underway for the tenders for the Government Chinese Medicines Testing Institute and Chinese Medicine Hospital at Tseung Kwan O, the Acute General Hospital at Kai Tak, Lok Ma Chau Loop development and the New Town Extension projects at Kwu Tung North, Fanling North and Hung Shui Kiu. The Group continues to make strides in accommodating the Hong Kong Government’s Construction 2.0 initiative, which advocates innovation, professionalism and revitalisation. As a result of our highly skilled E&M team and use of advanced technologies such as Building Information Modelling (BIM) and Modular Integrated Construction (MiC) technology, our Vehicle Examination Centre project at Tsing Yi has been highly praised for both its productivity and work quality.

Regarding our Group’s environmental services, we will continue to capitalise on the public’s increased awareness of environmental issues, providing total solutions that are energy efficient as well as environmentally friendly.

Mainland China

Domestically, the Chinese government continues to introduce moderate growth-supportive measures to alleviate pressure from the precarious economic situation and further support the high-quality growth of the economy. Thanks to its geographical proximity, the Greater Bay Area development represents another strategically significant initiative which will undoubtedly inject a new growth impetus into the Group. As one of the few Hong Kong-based E&M general engineering contractors with Class I Qualification in Mainland China, the Group has an advantage in optimising project coverage in this crucial market, with Qianhai and Zengcheng projects in progress, and laying a solid foundation for future development. As in previous years, the Group will strive to extend its presence in Mainland China with our dual-core engine, supply/installation and project management expertise with our established goodwill.

Macau

The economic environment of Macau will continue to struggle in 2021 due to a severe drop in tourism following the pandemic. Nevertheless, we remain optimistic about its long-term development. We anticipate another wave of financial investments from the gaming concessionaires and sub-concessionaires before the licence renewal in 2022, and the operation of the Hong Kong-Zhuhai-Macau Bridge and high-speed rail will fuel economic recovery and further position Macau as a world-class tourism centre.

Chairman's Statement

INTEGRATED PROPERTY & FACILITY SERVICES

Waihong is one of the top three players in the Hong Kong environmental hygiene services market. Faced with the challenge of the recent pandemic, the Hong Kong Government has emphasised hygiene and environmental control and allocated funds for reinforcing related policies including waste management and recycling. In recent months Waihong has successfully secured its presence in the government sector including Housing Authority and Hospital Authority, further diversifying its customer base. Moreover, we have also benefited from the escalated demand for pandemic prevention and disinfection works. Once the pandemic is under control, the progressive transformation of the Hong Kong economy towards higher value-added activities, high-end residential and commercial buildings, coupled with the growing public awareness for environmental and personal hygiene, will provide great growth momentum to Waihong's business in the coming years. Capitalising on its extensive experience, high quality, customised services and distinctive brand, Waihong will continue to expand its current service capacity and broaden the spectrum of its premier clients in order to expand its market share.

Urban and Kiu Lok are the largest among all independent players in the residential, non-residential and car park property and facility management markets in Hong Kong, after discounting service companies owned by property developers. Regarding its industry outlook, the property management market is expected to expand in parallel to the growing number of properties in Hong Kong, supported by the expediting of land supply and strong demand for housing. Amid the pandemic situation, there is a growing demand for one-stop and full-service property and facility management services. Moreover, after the promulgation of Property Management Services Ordinance on the licensing regime, it will boost the demand for high-quality property management services like ours, which generally outperform their industry peers without fulfilling the licensing requirements. Leveraging the Group's extensive E&M experience in Mainland China, its property and facility management group companies are exploring and accelerating their expansion by means of organic growth, strategic collaboration and mergers and acquisitions into the Greater Bay Area, to realise its full potential and expand its scale of property and facility management business geographically. Last but not the least, innovation and advanced technology adoption is central to the Group's future in improving the productivity and quality of the business process. Waihong is currently introducing robotic equipment and a comprehensive electronic patrol system in various workplaces. The property and facility management group, meanwhile, has been applying the innovative and fully computerised work order system and plans to launch a value-added service platform aimed at enhancing productivity, operational efficiency and service effectiveness.

CONCLUSION

Despite the challenges from the pandemic in Hong Kong, the Group will surmount the difficulties through its solid financial position and proven track record. It will also continue to seek new business opportunities to further expand and maximise shareholders' value.

On behalf of the Board, I would like to express my sincerest gratitude to all shareholders, customers and business partners for their unwavering support to the Group. I wish to also thank the management team and fellow staff members for their steadfast dedication. As always, we remain fully committed to assuring the Group's long-term development and fair returns to shareholders.

Dr. Cheng Kar Shun, Henry
Chairman

Hong Kong, 26 February 2021

Management Discussion and Analysis

BUSINESS REVIEW

During the six months ended 31 December 2020 (the "period under review"), the Group recorded revenue amounting to HK$2,758.8 million, representing an increase of HK$338.5 million or 14.0%, as compared with HK$2,420.3 million for the six months ended 31 December 2019 (the "same period last year"). Profit attributable to shareholders for the period under review was HK$329.1 million, representing an increase of HK$185.1 million or 128.5% as compared with HK$144.0 million for the same period last year, mainly resulted from (i) an increase in new contracts awarded in facility/property management, and ad-hoc cleaning and disinfection projects following the outbreak of COVID-19; and (ii) the receipt of subsidies under the Employment Support Scheme (the "ESS Scheme") of the Hong Kong SAR Government; which are offset by (i) the loss recognised by the Group during the period under review in relation to its disposal of laundry business and (ii) a decrease in gross profit from the Group's E&M engineering and environmental services segment, mostly due to the significant cost savings of E&M engineering installation projects in Hong Kong and Macau in the prior year which are not repeated in the period under review. Details of the subsidies recognised by the Group are set out in Note 7 to the condensed consolidated interim financial statements.

E&M ENGINEERING & ENVIRONMENTAL SERVICES SEGMENT

E&M Engineering

The Group has maintained its position as one of the leading E&M engineering companies in Hong Kong, capable of providing a comprehensive range of E&M engineering services and continued to run strong its E&M engineering operations in Mainland China and Macau. On top of its full range of licences and qualifications and effectiveness in managing tendering risks, the Group has integrated operating and control procedures, strong networks of well-established customers and suppliers, and an experienced and well-trained workforce to support all of its operations. Thus, the Group has strong confidence in securing and undertaking integrated E&M engineering projects in Hong Kong, Mainland China and Macau.

In addition, the Group is committed to creating a greener society. To help build a sustainable environment, it has been constantly optimising design and exploring innovative methods. At the project level, the Group incorporates the application of green building principles into building services equipment; and adopts green building design, modular integrated construction (MiC), Design for Manufacture and Assembly (DfMA) to reduce energy usage, carbon footprint and construction waste. In order to help improve its operational efficiency and project management, the Group invests in innovative construction technologies such as Building Information Modelling (BIM), Digital Works Supervision System (DWSS), modularisation and prefabrication, Robotic Total Solution (RTS) and Sky Drilling Machine (SDM), 3D laser scanning and mobile Apps solutions etc.

Going ahead, the Group will continue to focus on applying its core competencies to raise customer satisfaction and ensure sustainable growth and profitability of its business. It shall give first priority to large-scale projects including design and construction contracts from the government, public infrastructure works, hospital development projects, public housing and subsidised housing projects, as well as private commercial and residential building projects.

As at 31 December 2020, the Group's E&M engineering projects encompassed a wide range of buildings and facilities, including government buildings and facilities, offices, shopping malls, convention and exhibition centres, hotels, integrated resorts, sports park, residential properties, universities, hospitals and airport facilities.

During the period under review, the Group submitted tenders for 393 E&M engineering projects (with a contract sum equal to or exceeding HK$1 million for each project, if awarded) with a total tender sum of HK$12,125 million and was awarded new contracts with a total value of HK$1,519 million, which included 86 contracts (with a net contract sum equal to or exceeding HK$1 million for each project) with a total net contract sum of HK$1,422 million. Among these contracts, 3 of them are major projects (with net contract sum equal to or exceeding HK$100 million for each project), which include a public housing development at Tai Po, 11 SKIES commercial development in Chek Lap Kok and Chow Tai Fook Finance Tower in Shenzhen Qianhai.

Management Discussion and Analysis

Environmental Services

The Group's environmental services business continues to provide environmental assessment and energy efficient solutions to assist its customers in achieving their environmental protection and energy conservation objectives.

During the period under review, the Group submitted tenders for 15 environmental service contracts (with a contract sum equal to or exceeding HK$1 million for each contract, if awarded) with a total tender sum of HK$55 million and was awarded new contracts with a total value of HK$38 million, which included 4 projects (with a net contract sum equal to or exceeding HK$1 million for each project) with a total net contract sum of HK$11 million.

As at 31 December 2020, this business segment has a total gross value of contract sum of HK$10,676 million with a total outstanding contract sum of HK$7,570 million.

INTEGRATED PROPERTY & FACILITY SERVICES SEGMENT

Cleaning Services

The Group's cleaning services business, Waihong, encompasses a wide range of private buildings and public facilities in every corner of Hong Kong, which includes office towers, shopping malls, hotels, universities, international schools, tourism facilities, government properties, public utilities, convention and exhibition centre, railway stations, airport terminal building, hospitals, industrial buildings and residential properties. It is mainly engaged in providing specialist cleaning services including general cleaning, initial cleaning, housekeeping, recycling, marble and granite floor maintenance, food and solid waste collection, clinical and construction waste disposal, clinic support and integrated pest management services.

Regarding its cleaning service business, growing public awareness for clean and hygienic environment with better lifestyle and better home is boosting the demand of prestige service providers. Waihong, as a major player in the cleaning service market, specialises in providing the highest professional standard services efficiently and effectively for fulfilling different customers' needs.

Faced with the downturn of Hong Kong's economy, the demands for specialist cleaning services are full of challenges and opportunities. Waihong has successfully entered into the market segments of the government's Housing Authority and Hospital Authority through its management competence and effort during 2020. Such breakthrough has helped Waihong obtain several mega contracts from government and private markets during the period under review. Moreover, as a result of tremendous amount of new sterilisation service orders received, Waihong was able to gain a considerable amount of revenue and profit during the period of COVID-19 outbreak. Newly-built commercial buildings, residential properties and public facilities are expected to be increasingly established in the coming years. Waihong will benefit from the corresponding increase in demands for quality cleaning and hygiene services in the market. By capitalising on its extensive experience, systematic and customised services with distinctive brand, Waihong has competitive advantages to secure new service contracts and attain a high renewal rate for its existing contracts.

During the period under review, Waihong submitted tenders for 185 cleaning service contracts (with a contract sum equal to or exceeding HK$1 million for each service contract) with a total tender sum of HK$2,221 million and was awarded service contracts with a total value of HK$455 million, which included 53 service contracts (with a net contract sum equal to or exceeding HK$1 million for each service contract) with a total contract sum of HK$437 million. Among these 53 service contracts, 7 of them were major service contracts (with net contract sum equal to or more than HK$20 million for each service contract), which included 2 government properties in Kowloon, a hospital in the Northern District, a residential estate and a shopping mall in Shatin, a golf and tennis academy in Sai Kung and an exhibition centre in Wan Chai.

Management Discussion and Analysis

Laundry Services

New China Laundry Group ("NCL") provides laundry and dry cleaning services in Hong Kong. Its clientele covers hotels, service apartments, clubhouses, an international theme park and major airlines.

During the period under review, NCL submitted tenders for 3 service contracts (with a contract sum equal to or exceeding HK$1 million for each service contract) with a total tender sum of HK$16 million and was awarded 1 new service contract with a total contract sum of HK$3 million.

Since the outbreak of COVID-19, NCL's business has been adversely affected. The hard hit retail, tourism and hospitality industries have impacted its turnovers. As it offers laundry, dry cleaning and linen management services to corporate customers including major high-end hotels, restaurant chains and theme parks, its business is impacted by the plummeted tourist arrivals and low hotel room occupancy rates. The unprecedented economic contraction, particularly the total shutdown of tourism and hospitality industries, has resulted in an overwhelming drop in the volume of NCL's laundry service. The prospect of NCL is far from being optimistic in the near future, in particular, in view of the continued adverse impact of the COVID-19 outbreak on the general economy of Hong Kong. Moreover, substantial amount of capital injection from the Group would be required for NCL's capital expenses in the coming years.

In view of the above, the Group disposed of NCL at a consideration of HK$4.0 million on 31 December 2020. The disposal provides the Group with a good opportunity to dispose of its loss-making operation and to redeploy its resources to other profitable business divisions. All employees of NCL had been laid off prior to completion. Nevertheless, the Group offered employment opportunities within its other members to the affected NCL employees.

Property and Facility Management Services

The Group's property and facility management services business, comprising Urban, including its subsidiary International Property Management Limited, and Kiu Lok, is serving one of the largest property and facility asset portfolios in Hong Kong, which provides the most comprehensive and customised professional management services for its clients.

Urban and Kiu Lok are experts in six core property and facility management pillars: (i) residential property assets management; (ii) facilities management and operations, including both public and private sectors; (iii) commercial, retail and industrial premises operations, (iv) project management; (v) leasing and tenancy management and (vi) car park operations and management. Their property asset and facility services cover all kinds of property and facility assets including government offices and quarters, academic campus and educational institutes, service apartments, Grade A intelligent buildings and commercial complexes, modern industrial premises, composite residential developments to regional car parks and various kinds of public and private facility assets.

Urban and Kiu Lok's unique market differentiation lies in their vertical integration of services, strong pool of professional talents and partnership approach towards customers. Innovation keeps Urban and Kiu Lok at the forefront of the industry. They have been pioneering in the introduction of modern international standards and service models in property and facility management in Hong Kong.

During the period under review, Urban and Kiu Lok submitted tenders for 11 service contracts (with a contract sum equal to or exceeding HK$1 million for each service contract) with a total tender sum of HK$227 million and was awarded 13 service contracts (with a net contract sum equal to or exceeding HK$1 million for each service contract) with a total contract sum of HK$188 million. Among these 13 service contracts, 2 of them were major service contracts (with net contract sum equal to or more than HK$20 million) for carparks of shopping malls.

As at 31 December 2020, this business segment has a total gross value of contract sum of HK$4,687 million with total outstanding contract sums of HK$1,645 million for its cleaning services and HK$1,601 million for its property and facility management services businesses, respectively.

Management Discussion and Analysis

FINANCIAL REVIEW

Revenue

During the period under review, the Group's revenue increased by HK$338.5 million or 14.0% to HK$2,758.8 million from HK$2,420.3 million for the same period last year, reflecting higher revenue from its E&M engineering & environmental services segment and integrated property & facility services segment amounting to HK$257.0 million and HK$81.5 million respectively.

The following tables present breakdowns of the Group's revenue by business segment and geographical region:

	For the six months ended 31 December			
	2020		2019 (restated)	
	HK$'M	**% of total revenue**	HK$'M	% of total revenue
E&M engineering & environmental services*	**1,777.6**	**64.4%**	1,520.6	62.8%
Integrated property & facility services*	**981.2**	**35.6%**	899.7	37.2%
Total	**2,758.8**	**100.0%**	2,420.3	100.0%

* Segment revenue does not include inter-segment revenue.

	For the six months ended 31 December			
	2020 HK$'M	2019 HK$'M	Change HK$'M	% Change
Hong Kong	**2,474.3**	2,096.1	378.2	18.0%
Mainland China	**153.1**	207.1	(54.0)	(26.1%)
Macau	**131.4**	117.1	14.3	12.2%
Total	**2,758.8**	2,420.3	338.5	14.0%

- *E&M (electrical and mechanical) engineering & environmental services:* This segment continued to be the key revenue driver of the Group and contributed 64.4% (Six months ended 31 December 2019: 62.8% (restated)) of the Group's total revenue. Segment revenue of HK$1,777.6 million (Six months ended 31 December 2019: HK$1,520.6 million) for the period under review composed of revenue from the provision of E&M engineering and environmental services amounting to HK$1,743.5 million (Six months ended 31 December 2019: HK$1,484.1 million) and HK$34.1 million (Six months ended 31 December 2019: HK$36.5 million) respectively. Segment revenue increased by 16.9% or HK$257.0 million to HK$1,777.6 million from HK$1,520.6 million, mainly reflecting an increase in revenue contribution from Hong Kong and Macau by HK$296.7 million and HK$14.3 million respectively, partly offset by a reduction in revenue contribution from Mainland China amounting to HK$54.0 million. The increased revenue contribution from Hong Kong and Macau mainly reflected a number of E&M engineering installation and renovation projects, including 11 SKIES and District Cooling System at Kai Tak Development Phase III in Hong Kong and St. Regis Service Apartment in Macau, which had substantial progress this period, partly offset by lower revenue contribution from the Tianjin Chow Tai Fook Financial Centre project which had substantial progress in same period last year. It should be noted that, under contract terms, only the management fees and reimbursable costs are reflected in the revenue of the Kai Tak Sports Park project.

- *Integrated property & facility services:* This segment, which presently principally provides services in Hong Kong, contributed 35.6% (Six months ended 31 December 2019: 37.2% (restated)) of the Group's total revenue. Segment revenue of HK$981.2 million (Six months ended 31 December 2019: HK$899.7 million (restated)) for the period under review comprises provision of cleaning services, laundry services and property and facility management services amounting to HK$612.3 million (Six months ended 31 December 2019: HK$550.7 million)), HK$29.1 million (Six months ended 31 December 2019: HK$71.4 million) and HK$339.8 million (Six months ended 31 December 2019: HK$277.6 million) respectively and grew HK$81.5 million or 9.1%. Such growth was mainly attributable to (i) contributions from a number of new general cleaning service contracts, which encompassed a wide range of buildings and facilities, including shopping malls, government buildings, residential and commercial properties and an exhibition centre, (ii) additional ad-hoc intensive disinfection cleaning contracts following the outbreak of COVID-19 and (iii) higher revenue from the property and facility management services business, mainly driven by a newly awarded property management contract for the government buildings in the New Territories and epidemic-induced additional works, partly offset by a reduction in revenue from the laundry business resulted from the plummeting tourist arrivals and lower hotel room occupancy rates following the outbreak of COVID-19.

Gross profit

The following tables present breakdowns of the Group's gross profit by business segment:

	For the six months ended 31 December			
	2020		2019 (restated)	
	HK$'M	**% of total gross profit**	HK$'M	% of total gross profit
E&M engineering & environmental services	**226.4**	**40.9%**	223.0	59.8%
Integrated property & facility services	**327.5**	**59.1%**	149.9	40.2%
Total	**553.9**	**100.0%**	372.9	100.0%

	For the six months ended 31 December			
	2020		2019 (restated)	
	Gross profit HK$'M	**Gross profit margin %**	Gross profit HK$'M	Gross profit margin %
E&M engineering & environmental services	**226.4**	**12.7**	223.0	14.7
Integrated property & facility services	**327.5**	**33.4**	149.9	16.7
Total	**553.9**	**20.1**	372.9	15.4

During the period under review, the Group's E&M engineering & environmental services segment and integrated property & facility services segment contributed 40.9% (Six months ended 31 December 2019: 59.8%) and 59.1% (Six months ended 31 December 2019: 40.2%) of its gross profit respectively. The Group's gross profit increased by HK$181.0 million or 48.5% to HK$553.9 million for the six months ended 31 December 2020 from HK$372.9 million for the same period last year, with an overall gross profit margin increased to 20.1% from 15.4%. The increase in gross profit was driven by the integrated property & facility services segment recording an increase in the gross profit of HK$177.6 million to HK$327.5 million from HK$149.9 million, with its gross profit margin increased to 33.4% from 16.7%, mostly attributable to an increase in new contracts awarded in facility/property management, and ad-hoc cleaning and disinfection projects following the outbreak of COVID-19 and the receipt of COVID-19 related government grants.

Management Discussion and Analysis

The gross profit of the E&M engineering & environmental segment remained stable with its gross profit margin decreased to 12.7% from 14.7%, mostly due to the significant cost savings of E&M engineering installation projects in Hong Kong and Macau in the prior year which are not repeated in the period under review.

General and administrative expenses

General and administrative expenses for the period under review decreased by 14.5% to HK$170.9 million compared to HK$199.9 million for the same period last year. Such decrease of HK$29.0 million mostly reflected a successful cost savings campaign, reduced depreciation of leasehold improvement and the COVID-19 related government grants during the period under review.

Other (expenses)/income, net

Other net expenses of HK$29.2 million was recorded by the Group during the period under review as compared to other net income of HK$1.9 million recorded in the same period last year. The net expenses recorded during the period under review mainly represented the Group's losses related to disposal of its laundry business of HK$26.2 million.

Finance income

For the period under review, the Group recorded finance income of HK$1.1 million compared to HK$3.3 million recorded in the same period last year. The decrease mainly reflected lower average market interest rates on the Group's bank deposits placed in Hong Kong.

Finance costs

The Group's finance costs of HK$3.1 million (Six months ended 31 December 2019: HK$2.5 million) for the period under review included interest expenses of HK$2.3 million for the Group's bank loan financing its acquisition of the property and facility management services business in December 2019 (Six months ended 31 December 2019: HK$0.8 million for the Group's bank loan financing its acquisition of property and facility management business and HK$0.3 million for the property and facility management services business' short-term bank borrowings which were fully repaid) and finance costs on lease liabilities of HK$0.8 million (Six months ended 31 December 2019: HK$1.4 million).

Income tax expenses

The effective tax rate of the Group reduced by 11.7% to 6.6% (Six months ended 31 December 2019: 18.3%), mainly attributable to the non-taxable COVID-19 related government grants.

Management Discussion and Analysis

Profit for the period attributable to shareholders of the Company

The following table presents breakdown of the Group's profit contribution by business segment:

	For the six months ended 31 December			
	2020	2019 (restated)	Change	% Change
	HK$'M	HK$'M	HK$'M	
E&M engineering & environmental services	**131.3**	102.2	29.1	28.5%
Integrated property & facility services	**212.3**	56.4	155.9	276.4%
Unallocated corporate expenses and finance costs*	**(14.5)**	(14.6)	0.1	(0.7%)
Total	**329.1**	144.0	185.1	128.5%

* Unallocated corporate expenses and finance costs comprise the Company's corporate expenses of HK$12.2 million (Six months ended 31 December 2019: HK$13.8 million) and interest expenses of HK$2.3 million (Six months ended 31 December 2019: HK$0.8 million). The corporate expenses in the period under review included legal and professional fees of HK$10.0 million incurred for the Group's contemplated acquisition of a group of businesses engaged in the provision of security guarding & event services, insurance solutions and landscaping services, whereas the amount for the same period of last year included legal and professional fees of HK$11.6 million incurred for the acquisition of property and facility management services business.

As a result of the foregoing, the Group's profit for the period under review increased by 128.5% or HK$185.1 million to HK$329.1 million compared to HK$144.0 million in the same period last year. The increase mainly resulted from (i) an increase in new contracts awarded in facility/property management, and ad-hoc cleaning and disinfection projects following the outbreak of COVID-19; and (ii) the receipt of subsidies under the ESS Scheme of the Hong Kong SAR Government; which are offset by (i) the loss recognised by the Group during the period under review in relation to its disposal of laundry business and (ii) a decrease in gross profit from the Group's E&M engineering and environmental services segment, mostly due to the significant cost savings of E&M engineering installation projects in Hong Kong and Macau in the prior year which are not repeated in the period under review. Details of the subsidies recognised by the Group are set out in Note 7 to the condensed consolidated interim financial statements. The net profit margin of the Group improved to 11.9% for the period under review from 6.0% for the same period last year.

Other comprehensive income/(loss)

The Group recorded other comprehensive income for the period under review of HK$16.8 million (Six months ended 31 December 2019: other comprehensive loss of HK$4.0 million), reflected a favourable exchange reserve movement of HK$12.5 million (Six months ended 31 December 2019: unfavourable exchange movement of HK$3.4 million) recorded during the period under review following an appreciation of the Renminbi ("RMB") for conversion of the Group's net investments in Mainland China and remeasurement gains on defined benefit retirement scheme of HK$0.9 million (Six months ended 31 December 2019: HK$1.0 million) and long service payment liabilities of HK$3.4 million (Six months ended 31 December 2019: losses of HK$1.6 million).

Management Discussion and Analysis

Liquidity and financial resources

The Group's finance and treasury functions are centrally managed and controlled at its headquarters in Hong Kong. As at 31 December 2020, the Group had total cash and bank balances of HK$822.0 million (30 June 2020: HK$700.9 million), of which 88%, 8% and 4% (30 June 2020: 92%, 6% and 2%) were denominated in Hong Kong dollars, RMB and other currencies respectively, and total borrowings of HK$263.7 million (30 June 2020: HK$463.2 million) denominated in Hong Kong dollars. The Group's net cash balance increased by HK$320.6 million to HK$558.3 million as at 31 December 2020 as compared to HK$237.7 million as at 30 June 2020 mainly reflecting the net cash inflow from the Group's operating activities, partly offset by its distribution of the Company's final dividend for the year ended 30 June 2020 of HK$64.8 million and preferred distribution on the convertible preference shares of HK$8.5 million. The Group's net gearing ratio was maintained at zero as at 31 December 2020 (30 June 2020: 0%). This ratio is calculated as net debt divided by total equity. Net debt is calculated as total bank borrowings less cash and cash equivalents.

Adopting a prudent financial management approach in implementing its treasury policies, the Group maintained a healthy liquidity position throughout the reporting period. As at 31 December 2020, the Group had total banking facilities in respect of bank overdrafts, bank loans, bank guarantees and/or trade financing of HK$2,521.5 million (30 June 2020: HK$2,556.4 million). As at 31 December 2020, HK$804.2 million (30 June 2020: HK$959.1 million) of the Group's banking facilities had been utilised for bank borrowings, bank guarantees and trade finance. The Group believes it has sufficient committed and unutilised banking facilities to meet current business operation and capital expenditure requirements.

Debt profile and maturity

As at 31 December 2020, the Group's total debt decreased to HK$263.7 million from HK$463.2 million as at 30 June 2020. All the bank borrowings of HK$263.7 million as at 31 December 2020 will mature in December 2021. It is denominated in Hong Kong Dollar and bears interest at floating rates.

Foreign currency exposure

The Group operates primarily in Hong Kong, Mainland China and Macau and is not exposed to significant exchange risk. The Group does not have a foreign currency hedging policy and foreign currency risk is managed by closely monitoring the movements of the foreign currency rates. It will consider entering into forward foreign exchange contracts to reduce exposure should the need arises.

As part of the Group's business is carried out in Mainland China, some of its assets and liabilities are denominated in RMB. The majority of these assets and liabilities had arisen from the net investments in Mainland China operations with net assets of HK$184.8 million (30 June 2020: HK$169.7 million) as at 31 December 2020. The foreign currency translation arising from translation of these Mainland China operations' financial statements from RMB (functional currency of these Mainland China operations) into Hong Kong dollars (the Group's presentation currency) does not affect the Group's profit before and after tax and will be recognised in its other comprehensive income.

During the period under review, the fluctuation of RMB against Hong Kong dollars was 8.4% (comparing the highest exchange rate with the lowest exchange rate of the RMB against the Hong Kong dollars during the period under review).

As at 31 December 2020, if the Hong Kong dollars had strengthened/weakened by another 8.4% against the RMB with all other variables unchanged, the Group's other comprehensive income would have been HK$15.5 million lower/higher.

Management Discussion and Analysis

Use of net proceeds from listing

Between 10 December 2015 (date of listing of the Company) and 31 December 2020, the net proceeds of HK$264.5 million received from the Company's Initial Public Offering ("IPO") or Global Offering (referred to the prospectus issued by the Company on 26 November 2015) and the revised use of unutilised proceeds of HK$133.5 million as stated in the Company's announcement dated 26 June 2018 were applied in the manner as shown in the table below:

	Original use of proceeds from Global Offering HK$'M	Utilised amount as at 26 June 2018 HK$'M	Revised use of proceeds pursuant to the Company's announcement dated 26 June 2018 HK$'M	Aggregated utilised amount from 27 June 2018 to 30 June 2020 HK$'M	Aggregated utilised amount from 1 July 2020 to 31 December 2020 HK$M	Unutilised amount as at 31 December 2020 HK$'M
Investment in/acquisition of companies engaged in the installation and maintenance of ELV system	81.6	5.9	–	–	–	–
Development of environmental management business	51.0	3.6	20.0	20.0	–	–
Operation of E&M engineering projects on hand and prospective projects	47.4	47.4	88.1	88.1	–	–
Staff-related additional expenses	20.0	20.0	–	–	–	–
Development and enhancement of design capability	19.3	18.3	16.0	16.0	–	–
Enhancement of quality testing laboratory	12.2	4.9	7.3	3.7	0.8	2.8
Upgrade of corporate information technology system and software	8.0	5.9	2.1	2.1	–	–
General working capital	25.0	25.0	–	–	–	–
Total	264.5	131.0	133.5	129.9	0.8	2.8

The Group has utilised HK$261.7 million of the net proceeds from Global Offering, of which HK$0.8 million was utilised during the period under review with the actual usage consistent with the usage as intended and previously disclosed by the Company. The Group expects that the remaining balance of the IPO proceeds in the amount of HK$2.8 million will be utilised in accordance with the manner as shown in the table above within 3 years up to 2023. The Group held the unutilised net proceeds mainly in short-term deposits or time deposits with licensed banks and authorised financial institutions in Hong Kong.

Capital commitments

As at 31 December 2020, the Group had capital commitments of HK$1.1 million (30 June 2020: HK$0.5 million) in relation to the purchase of equipment.

Contingent liabilities

The Group had no material contingent liabilities as at 31 December 2020 and 30 June 2020.

Convertible preference shares

On 16 December 2019, the Group acquired Legend Success Investments Limited (together with its subsidiaries, the "Acquired Group"), which principally engaged in the provision of property and facility management services, at a total consideration of HK$743.4 million upon which the initial sum of consideration of HK$704.9 million was satisfied by the Company through (i) the payment of HK$564.0 million in cash and (ii) a non-cash consideration of HK$140.9 million through the issuance and allotment by the Company of 43,676,379 non-voting redeemable convertible preference shares of HK$0.10 each at the issue price of HK$3.2260 per share. A final cash payment of the consideration of HK$38.5 million was made on 13 February 2020. Details of the transaction are set out in Note 2(c) to the condensed consolidated interim financial statements.

The convertible preference shares are (i) convertible into 43,676,379 ordinary shares of the Company at an initial price of HK$3.2260 per share (subject to adjustments upon occurrence of certain prescribed events, including consolidation, subdivision or reclassification of shares in the capital of the Company, capitalisation of profits or reserves etc., in each case if not also made available to the holder(s) of the convertible preference shares), provided that any conversion shall not result in the Company failing to comply with any public float requirement under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, within a period of 10 years after their date of issue of 16 December 2019 (the "Issue Date") and (ii) redeemable by the Company at its sole discretion at a redemption price equals to the Issue Price together with all outstanding preferred distributions accrued to the date fixed for redemption at any time after 10 years following the Issue Date. The convertible preference shares are treated as contingently issuable potential ordinary shares under Hong Kong Accounting Standard ("HKAS") 33 "Earnings per Share" and, since the conditions for their conversion were not met as at 31 December 2020, the effect of their conversion is not included in the calculation of the diluted earnings per share for six months ended 31 December 2020 and 2019 pursuant to HKAS 33's requirements as described in Note 9 to the condensed consolidated interim financial statements. Assuming that all of the outstanding convertible preference shares were converted as at the end of the period under review of 31 December 2020 and assuming their conditions for conversion were met, the Company's earnings per share after taking into account of the dilutive impact of such conversion for the six months ended 31 December 2020 would be HK$0.67 per share, calculated as the Group's profit attributable to shareholders of the Company of HK$329.1 million divided by the weighted average number of the Company's ordinary shares in issue of 493.7 million (after taking into account the weighted average number of incremental number of ordinary shares that would be issued from the conversion of the convertible preference shares on its Issue Date of 43.7 million). The convertible preference shares confer their holder(s) the right to receive preferred distributions from the Issue Date at a rate of 6.0% per annum on its Issue Price, payable annually in arrears. As (i) the Company may at its sole discretion redeem either in whole or in part the convertible preference shares for the time being outstanding (i.e. it has no obligation to settle them in cash unless it elects at its sole discretion to redeem) and (ii) the convertible preference shares are only convertible within a period of 10 years after the Issue Date but redeemable only after 10 years following the Issue Date, an analysis on the Company's share price at which it would be equally financially advantageous for the convertible preference share holder(s) to convert or redeem the convertible preference shares based on their implied rate of return at a range of dates in the future is not applicable. Based on the financial and liquidity position of the Group (with details set out in the paragraphs headed "Liquidity and financial resources" of this section), to the best knowledge of the Company, the Company expects that it will be able to meet its redemption obligations under the outstanding convertible preference shares issued by it.

Management Discussion and Analysis

Proposed acquisition

On 26 February 2021, FSE City Essential Services Limited (the "Buyer Co"), a wholly-owned subsidiary of the Company, as the purchaser and FSE Management Company Limited ("FMC"), a fellow subsidiary of the Company, as the vendor entered into a conditional sale and purchase agreement, pursuant to which FMC agreed to sell, and the Buyer Co agreed to purchase, the entire issued share capital in Business Investments Limited and its subsidiaries which are principally engaged in the provision of security guarding & event services, insurance solutions and landscaping services in Hong Kong. Details of this transaction are set out in Note 19 to the condensed consolidated interim financial statements.

EMPLOYEES AND REMUNERATION POLICY

As at 31 December 2020, the Group had a total of 14,098 employees (31 December 2019: 13,326), including 4,961 (31 December 2019: 5,078) casual workers and employees whose relevant costs are directly reimbursed by or charged to our customers or sub-contractors. Staff costs for the period under review, including salaries and benefits, was HK$762.0 million (Six months ended 31 December 2019: HK$834.3 million). The decrease mainly reflects various grants received by the Group from the Hong Kong, Mainland China and Macau governments recognised as deductions in its staff costs.

The Group offers attractive remuneration packages, including competitive fixed salaries plus performance-based annual bonuses, and continuously provides tailored training to its employees with the aim of promoting upward mobility within its organisation and fostering employee loyalty. Our employees are subject to regular job performance reviews which determine their promotion prospects and compensation. Remuneration is determined with reference to market norms and individual employees' performance, qualification and experience.

The Company maintained a share option scheme, which aims at providing incentives to the eligible participants (including the employees of the Group) to contribute to the Group and enables us to recruit high-caliber employees and attract human resources that are valuable to the Group. As at the date of this report, no share options under this scheme have been granted.

All of the employees of the Group in Hong Kong have joined a mandatory provident fund scheme. The scheme is registered with the Mandatory Provident Fund Schemes Authority under the Mandatory Provident Fund Schemes Ordinance (Cap. 485 of the Laws of Hong Kong). The Group has complied with the relevant laws and regulations, and the relevant contributions have been made by the Group in accordance with the relevant laws and regulations.

OUTLOOK

E&M Engineering & Environmental Services Segment

1. **Installation Services**

   In Hong Kong, the government targets to maintain an annual works expenditure of over $100 billion in the next few years as stated in its 2020 Policy Address. According to the construction expenditure forecast provided by the Construction Industry Council in September 2020, expenditure in E&M construction works each year will amount to over HK$25 billion for the public sector and over HK$23 billion for the private sector over the next five years.

   The long-term housing strategy of the Hong Kong Government, as stated in its 2018 Policy Address, aims at continuing its ongoing efforts in increasing the land and housing supply and increasing the public-private housing ratio to 7:3. According to government projections, 450,000 residential flats will be provided in the next decade including 220,000 public housing units, 95,000 subsidised-sale units and 135,000 private housing units.

Management Discussion and Analysis

In its 2020 Policy Address, the Hong Kong Government has identified 330 hectares of land to build 316,000 public housing units to meet the demand in the coming 10 years. The supply of land mainly comes from Tung Chung New Town Extension, Kai Tak, Anderson Road Quarry, Hung Shui Kiu/Ha Tsuen, Kwu Tung North/Fanling North, etc. The Hong Kong Government also plans to provide in the coming 10 to 15 years over 150,000 public and private housing units along the Northern Link and Siu Ho Wan MTR Depot topside development, and the redevelopment of three urban squatter areas (namely Cha Kwo Ling Village, Ngau Chi Wan Village and Chuk Yuen United Village) and Tai Hang Sai Estate. Furthermore, the Housing Authority was requested to explore the feasibility of redeveloping its factory estates for public housing use.

The Hong Kong Government has also dedicated HK$8.3 billion funding to build 15,000 transitional housing units by non-government organisations (NGOs) with the use of the MiC method starting from 2020 to 2023.

For private residential and commercial developments, the proposed major developments include urban renewal redevelopment projects, the developments at the Kai Tak Development Area, Yau Tong and Ap Lei Chau, together with the railway property developments including West Kowloon High Speed Rail Station, LOHAS Park Station, Wong Chuk Hang Station, Ho Man Tin Station, etc. The Hong Kong Government will also examine the development of Tseung Kwan O Area 137 for residential and commercial development and other relevant purposes.

Furthermore, the reclamation of artificial islands at Kau Yi Chau under the "Lantau Tomorrow Vision" includes the benefits of creating new land for increasing housing supply, optimising the transport network by linking up roads and railways on Hong Kong Island, North Lantau and the coastal areas of Tuen Mun. The Group foresees great business opportunities in construction of infrastructure works, residential and commercial development and associated public facilities in these areas.

To prepare for the challenges brought by the aging population, the Hong Kong Government earmarked HK$200 billion in 2016 for a ten-year hospital development plan covering, among others, the construction of a new acute hospital at Kai Tak and the redevelopment or expansion of various hospitals such as Prince of Wales Hospital, North District Hospital, Princess Margaret Hospital, Our Lady of Maryknoll Hospital and Grantham Hospital.

On top of the HK$200 billion invested in the first 10-year plan, the Hong Kong Government has committed to an extra HK$300 billion capital works programme to support the second 10-year hospital development plan, improve the clinic facilities of the Department of Health, and upgrade and increase healthcare training facilities. In addition, the Hong Kong Government has decided to finance HK$5 billion for the construction of a Chinese medicine hospital and the Government Chinese Medicines Testing Institute at Pak Shing Kok in Tseung Kwan O which is expected to be operated in 2024.

To promote sport in the community and maintain Hong Kong as a centre for major international sporting events, the Hong Kong Government has planned to spend a total of HK$20 billion between 2017 and 2021 to launch 26 projects to develop new or improve existing sports and recreation facilities. Besides, the construction of the Kai Tak Sports Park, the largest sport project with an investment over HK$30 billion, has commenced in early 2019 and planned to be completed in 2023.

Management Discussion and Analysis

Apart from the above, construction of the Shatin to Central Link, investments in the West Kowloon Cultural District, expansion of convention and exhibition venues in Wan Chai, development of university hostel, and revitalisation of industrial buildings in Kwun Tong and Wong Chuk Hang will definitely help boost the construction industry in Hong Kong in the coming decade. The Hong Kong Government has also successfully transformed Kowloon East (namely the vicinity of Kwun Tong, Kowloon Bay and Kai Tak) into the second core business district under the "Energising Kowloon East" Initiative, thereby increasing the commercial gross floor area to about 3.5 million square metres, making the scale comparable with the core business district in Central.

The Hong Kong Government, in its 2020 Policy Address, strives to implement a number of new railway projects in a proactive manner: the MTRC is embarking on the detailed planning and design for the Tung Chung Line Extension and the Tuen Mun South Extension; and will commence the planning and design of the Northern Link shortly. The MTRC will also submit the South Island Line (West) project proposal to the government.

The Hong Kong Government also requested the Airport Authority Hong Kong to create at Lantau an Aerotropolis connecting the Greater Bay Area and the world. These include the construction of a three-runway system (2022), the expansion of the existing Terminal 2 (2024), the development of a high value-added logistics centre at the South Cargo Precinct (2023), the 11 SKIES development projects (2021–2027) and the development of phase two of AsiaWorld-Expo at the Hong Kong International Airport.

Use of district cooling systems ("DCS") is also one of the Hong Kong Government's initiatives and commitment to low-carbon development. Apart from the additional DCS in the Kai Tak Development Area and the West Kowloon Cultural District, providing DCS in new development areas — Tung Chung and Kwu Tung North — have also been commenced. Feasibility, design and construction studies of DCS continue in all future new development areas, such as in Hung Shui Kiu/Ha Tsuen and Tseung Kwan O industrial estate.

To encourage and enhance Innovation and Technology (I&T), the Hong Kong Government will collaborate with Shenzhen in the development of Shenzhen-Hong Kong I&T Co-operation Zone under the "one zone, two parks" model. In addition, the infrastructure works of the Hong Kong-Shenzhen Innovation and Technology Park at the Lok Ma Chau Loop has commenced in June 2018, with the objective of providing the first batch of land parcels for superstructure development in 2021. Since the promulgation of the Smart City Blueprint for Hong Kong in late 2017, the Hong Kong Government has released over 130 smart city initiatives in the Smart City Blueprint for Hong Kong 2.0 in 2020.

Regarding the Extra Low Voltage ("ELV") business, with more property developers adopting information and technology ("IT") infrastructure and advanced technologies in their projects to enhance building sustainability and energy control, this presents good opportunities to generate business revenues and profit in the ELV business segment.

Since the establishment of the new ELV division, the Group has been awarded several ELV projects including four projects on Sai Yuen Lane, Sheung Heung Road, Luk Hop Street and Waterloo Road, two public housing projects on Texaco Road in Tsuen Wan and Tung Chung Area 27, an office development project at King's Road in North Point, an Aviation Training Centre at Chek Lap Kok, Inland Revenue Tower at Kai Tak, Immigration Headquarter at Tseung Kwan O Area 67, Kai Tak Sports Park and 11 SKIES commercial development at Chep Lap Kok.

Looking ahead, the Group will keep working with vendors to customise those systems according to the specific needs of customers and smart city blueprint, using advanced technologies and smart solutions such as Artificial Intelligence (AI) and Internet of Things (IOT), intelligent IP/IT-based and various 5G mobile applications. The Group believes that with a highly qualified and experienced staff and sound project management skills, it can fulfill its commitment of delivering quality and professional services to all its valued customers.

With increasing construction volumes, rising construction costs and ageing skilled workforce in recent years, together with multiple incidents in individual large-scale projects, the construction industry in Hong Kong has been facing enormous pressure and challenges. The Group has been endeavoring to support the "Construction 2.0" initiative (Innovation, Professionalisation and Revitalisation) as launched by the Development Bureau in 2019 to capitalise on future development opportunities and scale new heights.

The filibustering in the Legislative Council delaying award of new public works contracts may have been passed. The Legislative Council will gradually approve and release new public works contracts for tendering in coming years, and the Group is strived to secure major new public works.

The construction expenditure in 2020 was not seriously reduced due to the economic downturn and uncertainties as a result of the COVID-19 pandemic; though the Group foresees that the office and hotel development will be slowed down in 2021 but hopefully envisages its recovery to start from early 2022 as people get vaccination gradually since early 2021. The Group has implemented and constantly updated preventive measures and contingency plans both in offices and construction site offices to fight against the virus. Managing construction projects are still effective and not affected by swapping teams workplace (i.e. Teams A and B) arrangements, work from home, etc. Although there are delays in supply of materials and equipment from the supply chain due to the pandemic worldwide, the delays were cautiously under control.

In Macau, there is a constant demand for renovation and improvement works for hotels and casinos. In addition, the robust demand for public and private residential housing, the development of Galaxy Macau Phase 4 and Studio City Phase 2, the renovation work of existing casinos and hotel areas, and the renewal of casino licenses in 2022 are expected to create emerging business opportunities for the Group in the coming few years.

For the Mainland China market, the Group has followed a disciplined business development approach focusing on the provision of E&M services to major property developments of Hong Kong and foreign investors. Apart from the two core bases in Beijing and Shanghai, the Group has also established its presence in other first- and second-tier cities in Mainland China such as Tianjin, Dalian, Shenyang, Chengdu, Wuhan, Changsha and Nanjing.

The development of the Greater Bay Area will certainly enhance the economic and social growth in 11 cities of that Area. In addition, the 3 rapidly developing Guangdong Pilot Free Trade Zones — Hengqin, Qianhai and Nansha — will bring in new business opportunities to the Group.

In recent years, the Group has been providing project management services across Mainland China to an international exhibition centre development in Shenyang, 2 high-rise building complexes in Tianjin and Guangzhou, and 2 commercial buildings in Beijing. The Group firmly believes that due to its high market recognition and strong value-added E&M project management expertise in the areas of, among others, integrated services coordination, coordinated services drawing production, Building Information Modelling (BIM) techniques, project planning, quality assurance and system testing and commissioning, it will be a preferred partner of foreign and Hong Kong-based developers of high-end projects in Mainland China.

2. Maintenance Services

As reflected in the statistics available, currently about 500 new buildings will be constructed each year and over 65% of the existing buildings (approximately 42,000) aged over 20 years in Hong Kong including 1,700 commercial buildings, 1,600 industrial buildings and 24,000 residential buildings. Thus, the maintenance section of the Group's E&M engineering services envisages a growing demand for the term maintenance contracts from different prestigious commercial and residential buildings, hospitals, the public sector and educational institutions seeking the service of quality contractors to assist them in maintaining their properties in the best possible condition. Large-scale alteration and addition and system retrofit works are also set to provide favourable returns to the maintenance section.

3. Environmental Services

Increasing public awareness of the importance of sustainable environment has fuelled the demand for environmental engineering services and products. The Building Energy Efficiency Ordinance (Chapter 610 of the Laws of Hong Kong) enacted in 2012 continues to support the business development of the Group's environmental consultancy services. Its seawater and fresh water treatment and odour removal products such as electro-chlorination and biotech deodorisation systems respectively have brought steady growth to its environmental engineering segment.

Our laboratory has been accredited by the Hong Kong Accreditation Service under the Hong Kong Laboratory Accreditation Scheme (HOKLAS) since 2015 which complement the work of the E&M engineering & environmental services segment. The Group has also been approved as an Accredited Indoor Air Quality ("IAQ") Certificate Issuing Body ("CIB"). The inspection works of IAQ further strengthen the Group's environmental consultancy services.

Integrated Property & Facility Services Segment

1. Cleaning Services

Following the enhancement in preventive infection measures for public and private facilities required during the period of COVID-19 outbreak in Hong Kong, there are currently tremendous demands of antiviral coating and sterilisation services in our society. Waihong also reaps benefit from providing numerous sterilisation service orders by its current clients and ad-hoc customers over the past year. Waihong's management believes that such kind of disinfection services would keep in high demand in the market until the pandemic is under control by effective vaccines around the world. Further, Waihong's management has invested more resources to strive for mega service contracts from different government departments after its success in entering the market segments of the government's Housing Authority and Hospital Authority. Waihong will seek for opportunities to provide more one-off service orders of antiviral coating and sterilisation services which generate higher profit and expand its market share in the government sector.

Towards global trend of smart city development embracing innovation and technology, Waihong has introduced some innovative technologies which comprise 11 units of robotic equipment used for different workplaces to enhance its productivity and a comprehensive electronic patrol system for operations teams to enhance its management efficiency. Waihong has partnered with some strategic business vendors to establish its competitive edges in the industry for further expanding its specialist and sterilisation services to clients by smart and advance systems. Further, Waihong has been promoting smart toilet systems to commercial buildings for enhancing their management standard and establishing strategic partnership with its prime clients through its value-added services provided. Waihong's management will continue to explore diversified services with innovative strategies to satisfy market demands.

Sustaining its service contracts with its current clients is one of Waihong's main development objectives. With a view to increase its competitiveness in keeping the current service contracts, Waihong's management has strived to lower its operating costs and introduced smart innovative equipment to attract clients for contract renewal.

Going forward, Waihong will reallocate its labour resources to reduce operations costs and seek for new business opportunities from relatively stable clients such as public institutions or government facilities. On one hand, Waihong's management is mindful of tightening its control on expenditure to cope with the current tough time. On the other hand, Waihong will improve its fleet by replacing some of its vehicles in the coming months for expanding its transport capacity for food waste and municipal solid waste collections, acting in concert with the government's Environmental Protection Department's environmental policies.

2. Property and Facility Management Services

Based on the Group's property and facility management services group's over 50 years of substantial experience and professional capabilities in this business, it is able to provide quality management services to preserve and add value to the property and facilities for its clients to enhance their reputation and asset values. With the increasing expectation of the corporate clients and property investors, there is a growing demand of one-stop and full-service professional property and facility management services. Extended services include property pre-management services, project planning and management, building renovation and rejuvenation services, leasing and tenancy management, facility re-commissioning, and other value-added services. Under the foreseeable unstable economic situation, Urban and Kiu Lok believe that large corporations and multinational enterprises will continue the trend to outsource their non-core property and facility management activities to external professional agencies, which creates new business opportunities to them.

Apart from the strong synergies generated among business units within the Group, Urban and Kiu Lok have also established extensive partnerships with professional service suppliers and contractors in the territory. It obtains its competitive advantages by creating economies of scale and bargaining power for its clients to achieve cost-effectiveness and operational efficiency at all times. Most importantly, it is able to provide the most cost-effective services to them at the optimum price levels.

Discounting service companies owned by property developers, Urban and Kiu Lok is one of the largest independent group of Private Property and Facility Management Companies in Hong Kong. Under the current social situation and the demand for controlling rights of property owners, there is an increasing demand of independent property and facility management companies, which are not subsidiaries of property developers. Moreover, with the diminishing privilege of the property developers in directly assigning property management contracts to their subsidiaries, there is a huge market opening for management service contracts, capitalising on its good reputation, substantial experiences and extensive expertise.

Nowadays, both property owners and investors perceive brand recognition as one of the major selection criteria for their property and facility managers. With the brand equity of over 50 years' substantial experience obtained and accolades received from the Hong Kong society, Urban, including its subsidiary International Property Management Limited, and Kiu Lok have created its unique selling proposition from the industry to obtain the trust from the clients.

Urban and Kiu Lok have been maintaining one of the strongest operation teams in the Hong Kong property and facility management services industry. They have over 5,000 professionally trained and qualified staff in the areas of property and facility management, technical and engineering, customer relations and security services. Following the enactment of the Property Management Services Ordinance (Cap. 626 of the Laws of Hong Kong), apart from the licensing of property management companies, there are also statutory requirements on the number of qualified and licensed property management professionals and practitioners being employed by property management companies as a proportion to their management portfolios. Urban and Kiu Lok have been well prepared for the statutory requirements with over 500 staff who are fully qualified for the Tier 1 and Tier 2 licences, which is believed to be one of the largest service teams in the industry. With such a strong team of professionals, it has maintained good competitive advantages over its rival companies in new tendering and business development activities in future. Moreover, it has a strong technical and engineering team to fulfill the market demands on the day-to-day repairs and maintenance services of its clients as well as the building renovation and rejuvenation projects to enhance the asset values of the properties and facilities.

Urban and Kiu Lok have long been recognised as a pioneer in introducing modern management models and standards to the Hong Kong property management industry. Urban is the first property management company to obtain the internationally recognised ISO 9001 quality management certification in 1997 and implement such system in all properties under its services. Currently, Urban has also successfully obtained the ISO 14001, ISO 50001, ISO 10002 and OHSAS 18001 certification, assuring its service standards at the highest level. In addition, Urban has been applying modern information technologies into its operations, which enable it to continuously improve the operational efficiency and cost-effectiveness in its service deliveries to its clients.

Apart from the statutory requirements, Urban and Kiu Lok have been implementing stringent governance initiatives covering environmental protection and care, corporate social responsibilities as well as risks and crisis control. With the implementation of the ISO 14001 environmental management system, Urban is contributing to a greener living environment by applying green measures and control mechanisms into its daily operations. All along, Urban is a household name of "Hong Kong's Premier Community Manager" through organising and participating in over 100 CSR activities annually. More importantly, Urban's well-defined and comprehensive risks and crisis management system covers an extensive spectrum of crises, from the operational suspension of building services and systems breakdowns, to the territory-wide epidemic diseases in the society.

Impact of the outbreak of the COVID-19 and its remedial measures

Since the outbreak of COVID-19, its resulting impact to the global economy is far-reaching and we have taken various proactive measures and contingency plans to contain the operational and financial risks which it brings to the Group. These include swapping teams workplace (i.e. Teams A and B) arrangements, setting up of alternative offices, flexible business and lunch hours, IT enhancement to sustain the business operations, provision of personal protective equipment, including face masks, disposable gloves and protective gowns, to our frontline staff, body temperature checking for anyone entering into our work areas and putting sanitizing handrubs in easily accessible places in our work areas to promote their usage by our staff, workers and visitors.

Regarding our E&M engineering business, as a result of the government's measures to contain the spread of the virus, the works of our construction projects have already experienced disruptions mainly in the aspects below:

- disruptions to supply and distribution channels have caused delays in supply of construction materials and pre-fabricated parts particularly from Mainland China; and
- shortage of labour force as workers from Mainland China have to be quarantined for 14 days mandatorily. This labour shortage is especially severe in Macau as the majority of workers there comes from the Mainland China.

In view of the above disruptions, we have kick-started discussions with customers on potentially affected projects and taken the following remedial measures to manage their possible delays and financial consequences:

- analysed the contract provisions on extension of time and force majeure clauses and issued notifications promptly to engineers and architects for our projects on the likelihood of any delays;
- made detailed records of site activities together with their cost implications for those delayed portions;
- closely monitored the supplies of materials and considered re-scheduling works or sourcing other suppliers; and
- checked insurance arrangements on deferred material delivery and kept updating of new regulatory policies.

In conclusion, although some of our projects have encountered certain delays in contract completion due to the pandemic, which in turn deferred the revenue that could be recognised, COVID-19 has only minor financial consequences on our Group's E&M engineering business as a whole.

Our cleaning and property and facility management services businesses have faced relatively less disruptions. The COVID-19 outbreak has created more ad-hoc demands for intensive disinfection cleaning services and additional works from the existing property and facility management contracts. Nevertheless, for the sake of containing the risks arising from the epidemic, our cleaning and property and facility management services operations have implemented various precautionary measures including the followings:

- set policies to arrange some staff to work in alternative offices or from home if there are any reported COVID-19 cases among them and designated different entrances and exits in office for different groups of staff to reduce their interactions at our cleaning services operation; and
- implemented a well-defined sanitation management process for owners and tenants of properties, users of public and private facilities and own staff at the property and facility management services operation, including prompt sanitation actions to be taken once suspected COVID-19 cases in the work areas are reported.

Our environmental management services business remains as usual and stable under the current situation.

To cope with the resurgence of COVID-19 as reflected in the recent increase in its confirmed cases, we will closely monitor its latest development and the effectiveness of remedial measures we adopted and adjust them when required on a timely basis.

Conclusion

Despite the challenges and operational difficulties we face in this financial year, in particular those arising from the outbreak of COVID-19, the Group's operations remained stable and the Group was able to record a remarkable growth in its profit in the period under review. In addition, the Group shall endeavour to maintain a strong financial position so as to stay poised for new investment opportunities as and when they arise. We are confident that the Group will continue to grow.

Report on Review of Interim Financial Information

羅兵咸永道

To the Board of Directors of FSE Services Group Limited
(incorporated in the Cayman Islands with limited liability)

INTRODUCTION

We have reviewed the interim financial information set out on pages 25 to 58, which comprises the condensed consolidated statement of financial position of FSE Services Group Limited (the "Company") and its subsidiaries (together, the "Group") as at 31 December 2020 and the condensed consolidated income statement, the condensed consolidated statement of comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 26 February 2021

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Condensed Consolidated Income Statement — Unaudited

	Notes	For the six months ended 31 December 2020 HK$'000	 2019 HK$'000
Revenue	5	**2,758,825**	2,420,336
Cost of services and sales		**(2,204,918)**	(2,047,449)
Gross profit		**553,907**	372,887
General and administrative expenses		**(170,885)**	(199,916)
Other (expenses)/income, net	6	**(29,186)**	1,927
Operating profit	7	**353,836**	174,898
Finance income		**1,092**	3,297
Finance costs		**(3,111)**	(2,503)
Share of results of an associate and joint ventures		**445**	467
Profit before income tax		**352,262**	176,159
Income tax expenses	8	**(23,150)**	(32,125)
Profit for the period		**329,112**	144,034
Attributable to:			
Shareholders of the Company		**329,075**	144,023
Non-controlling interests		**37**	11
		329,112	144,034
Earnings per share for profit attributable to ordinary shareholders of the Company (expressed in HK$)			
Basic and diluted	9	**0.72**	0.32

The notes on pages 31 to 58 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Statement of Comprehensive Income — Unaudited

	For the six months ended 31 December	
	2020	2019
	HK$'000	HK$'000
Profit for the period	**329,112**	144,034
Other comprehensive income/(loss):		
Item that may be subsequently reclassified to condensed consolidated income statement:		
Currency translation differences	**12,469**	(3,400)
Items that will not be subsequently reclassified to condensed consolidated income statement:		
Remeasurement gains on defined benefit retirement scheme, net of tax	**882**	1,048
Remeasurement gains/(losses) on long service payment liabilities, net of tax	**3,400**	(1,637)
Other comprehensive income/(loss) for the period, net of tax	**16,751**	(3,989)
Total comprehensive income for the period	**345,863**	140,045
Attributable to:		
Shareholders of the Company	**345,826**	140,034
Non-controlling interests	**37**	11
	345,863	140,045

The notes on pages 31 to 58 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Statement of Financial Position — Unaudited

	Notes	As at 31 December 2020 HK$'000 (Unaudited)	As at 30 June 2020 HK$'000 (Audited)
ASSETS			
Non-current assets			
Property, plant and equipment	11	**331,942**	371,873
Investment property	11	**10,658**	10,850
Right-of-use assets	11	**69,933**	72,177
Other intangible assets	11	**75,308**	76,503
Interests in an associate		**10**	45
Interests in joint ventures		**1,049**	1,049
Deferred income tax assets		**17,795**	11,083
Pension assets		**3,880**	3,146
		510,575	546,726
Current assets			
Trade and other receivables	12	**1,451,277**	1,502,962
Contract assets		**349,306**	388,390
Inventories		**25,200**	52,225
Cash and bank balances	13	**821,954**	700,946
		2,647,737	2,644,523
Total assets		**3,158,312**	3,191,249
EQUITY			
Ordinary shares	14	**45,000**	45,000
Convertible preference shares	14	**140,900**	140,900
Reserves		**531,295**	258,723
Shareholders' funds		**717,195**	444,623
Non-controlling interests		**130**	93
Total equity		**717,325**	444,716

The notes on pages 31 to 58 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Statement of Financial Position — Unaudited *(Continued)*

	Note	As at 31 December 2020 HK$'000 (Unaudited)	As at 30 June 2020 HK$'000 (Audited)
LIABILITIES			
Non-current liabilities			
Lease liabilities		**24,611**	20,331
Long service payment liabilities		**28,223**	32,277
Deferred income tax liabilities		**24,225**	24,446
Borrowings		**–**	463,243
		77,059	540,297
Current liabilities			
Trade and other payables	15	**1,605,480**	1,639,326
Contract liabilities		**422,082**	454,801
Borrowings		**263,668**	–
Current portion of lease liabilities		**30,782**	41,060
Taxation payable		**41,916**	71,049
		2,363,928	2,206,236
Total liabilities		**2,440,987**	2,746,533
Total equity and liabilities		**3,158,312**	3,191,249
Net current assets		**283,809**	438,287
Total assets less current liabilities		**794,384**	985,013

The notes on pages 31 to 58 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Statement of Changes in Equity — Unaudited

	Ordinary shares (Note 14) HK$'000	Convertible preference shares (Note 14) HK$'000	Reserves HK$'000	Equity attributable to shareholders of the Company HK$'000	Non-controlling interests HK$'000	Total HK$'000
As at 1 July 2019	45,000	–	809,267	854,267	67	854,334
Profit for the period	–	–	144,023	144,023	11	144,034
Other comprehensive (loss)/income:						
Currency translation differences	–	–	(3,400)	(3,400)	–	(3,400)
Remeasurement gains on defined benefit retirement scheme, net of tax	–	–	1,048	1,048	–	1,048
Remeasurement losses on long service payment liabilities, net of tax	–	–	(1,637)	(1,637)	–	(1,637)
Total comprehensive income for the period	–	–	140,034	140,034	11	140,045
Transactions with shareholders:						
Issuance of convertible preference shares (Note 2(c))	–	140,900	–	140,900	–	140,900
Acquisition of the Acquired Group (Note 2(c))	–	–	(743,378)	(743,378)	–	(743,378)
Dividend to ordinary shareholders	–	–	(53,550)	(53,550)	–	(53,550)
At 31 December 2019	45,000	140,900	152,373	338,273	78	338,351
As at 1 July 2020	**45,000**	**140,900**	**258,723**	**444,623**	**93**	**444,716**
Profit for the period	**–**	**–**	**329,075**	**329,075**	**37**	**329,112**
Other comprehensive income:						
Currency translation differences	**–**	**–**	**12,469**	**12,469**	**–**	**12,469**
Remeasurement gains on defined benefit retirement scheme, net of tax	**–**	**–**	**882**	**882**	**–**	**882**
Remeasurement gains on long service payment liabilities, net of tax	**–**	**–**	**3,400**	**3,400**	**–**	**3,400**
Total comprehensive income for the period	**–**	**–**	**345,826**	**345,826**	**37**	**345,863**
Transactions with shareholders:						
Dividend to ordinary shareholders	**–**	**–**	**(64,800)**	**(64,800)**	**–**	**(64,800)**
Distribution to convertible preference shareholder (Note 10)	**–**	**–**	**(8,454)**	**(8,454)**	**–**	**(8,454)**
As at 31 December 2020	**45,000**	**140,900**	**531,295**	**717,195**	**130**	**717,325**

The notes on pages 31 to 58 are an integral part of these condensed consolidated interim financial statements.

Condensed Consolidated Statement of Cash Flows — Unaudited

	Notes	For the six months ended 31 December 2020 HK$'000	2019 HK$'000
Cash flows from operating activities			
Cash generated from operations	16(a)	**484,900**	58,684
Hong Kong profits tax paid		**(63,205)**	–
Mainland China and Macau income tax paid		**(336)**	(5,730)
Interest paid		**(2,576)**	(1,638)
Net cash generated from operating activities		**418,783**	51,316
Cash flows from investing activities			
Purchase of property, plant and equipment		**(8,010)**	(10,719)
Proceeds from disposal of subsidiaries	16(b)	**4,000**	–
Interest received		**1,092**	3,297
Dividend received from an associated company		**480**	482
Proceeds from disposal of property, plant and equipment		**425**	666
Cash consideration for acquisition of a business	16(c)	**–**	(564,000)
Additions to other intangible assets		**–**	(300)
Proceeds from disposal of other intangible assets		**–**	420
Net cash used in investing activities		**(2,013)**	(570,154)
Cash flows from financing activities			
Repayment of bank borrowings		**(200,000)**	(30,000)
Dividend paid to ordinary shareholders		**(64,800)**	(53,550)
Payments of principal portion of lease liabilities		**(26,389)**	(18,294)
Distribution paid to convertible preference shareholder	10	**(8,454)**	–
Proceeds from bank borrowings, net		**–**	562,792
Net cash (used in)/generated from financing activities		**(299,643)**	460,948
Net increase/(decrease) in cash and cash equivalents during the period		**117,127**	(57,890)
Cash and cash equivalents at the beginning of the period		**700,946**	562,205
Exchange differences	16(d)	**3,881**	(1,640)
Cash and cash equivalents at the end of the period		**821,954**	502,675
Representing:			
Cash and bank balances as stated in the condensed consolidated statement of financial position		**821,954**	502,675

The notes on pages 31 to 58 are an integral part of these condensed consolidated interim financial statements.

Notes to the Condensed Consolidated Interim Financial Statements

1 GENERAL INFORMATION

FSE Services Group Limited (the "Company") is a limited liability company incorporated in the Cayman Islands on 22nd June 2015. The address of its registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The Company is an investment holding company and its subsidiaries (together, the "Group") are principally engaged in provision of mechanical and electrical engineering services, trading of building materials, trading of environmental products and provision of related engineering and consultancy services in Hong Kong, Mainland China and Macau, cleaning and management of waste disposal services, recycling and environmental disposal services, and provision of property and facility management services, property agency and related services for buildings, carparks management services and guarding services in Hong Kong. The ultimate holding company of the Company is FSE Holdings Limited ("FSE Holdings") incorporated in the Cayman Islands. The directors consider Mr. Doo Wai Hoi, William to be the ultimate controlling shareholder (the "Ultimate Controlling Shareholder").

The Company has its listing on the Main Board of The Stock Exchange of Hong Kong Limited.

This condensed consolidated interim financial information is presented in Hong Kong dollars, unless otherwise stated.

This condensed consolidated interim financial information has been approved for issue by the board of directors of the Company (the "Board") on 26 February 2021.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

This unaudited condensed consolidated interim financial information for the six months ended 31 December 2020 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34, "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The interim financial information should be read in conjunction with the annual financial statements for the year ended 30 June 2020, which has been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

The significant accounting policies applied are consistent with those set out in the annual report for the year ended 30 June 2020.

(a) Adoption of new amendments to existing standards by the Group

For the six months ended 31 December 2020, the Group adopted the following new amendments to existing standards which are effective for the accounting periods of the Group beginning on 1 July 2020 and relevant to the Group's operations:

Conceptual Framework for Financial Reporting 2018	Revised Conceptual Framework for Financial Reporting
Amendments to HKAS 1 and HKAS 8	Definition of Material
Amendments to HKFRS 3	Definition of a Business
Amendments to HKFRS 7, HKFRS 9 and HKAS 39	Interest Rate Benchmark Reform
Amendments to HKFRS 16	Covid-19-Related Rent Concessions

The Group's adoption of the above pronouncements neither has any material effect on the results and financial position of the Group nor any substantial changes in the Group's accounting policies and presentation of its consolidated financial statements.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES *(Continued)*

(b) New standard, amendments and improvements to existing standards that have been issued but not yet effective and have not been early adopted by the Group

The following new standard, amendments and improvements to existing standards, that are relevant to the Group's operations, have been issued but not yet effective for the Group's financial year beginning on 1 July 2020 and have not been early adopted by the Group:

		Effective for accounting periods beginning on or after
Amendments to HKFRS 4, HKFRS 7, HKFRS 9, HKFRS 16 and HKAS 39	Interest Rate Benchmark Reform — Phase 2	1 January 2021
Amendments to HKAS 16	Property, Plant and Equipment: Proceeds before Intended Use	1 January 2022
Amendments to HKAS 37	Onerous Contracts — Cost of Fulfilling a Contract	1 January 2022
Amendments to HKFRS 3	Reference to the Conceptual Framework	1 January 2022
Annual Improvements 2018–2020 Cycle	Annual Improvements to HKFRS	1 January 2022
Amendments to HKAS 1	Classification of Liabilities as Current or Non-current	1 January 2023
HKFRS 17 and its amendment	Insurance Contracts	1 January 2023
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

The Group has already commenced an assessment of the impact of the above pronouncements to the Group and considered that there will not be any substantial changes to the Group's accounting policies and presentation of its consolidated financial statements.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES *(Continued)*

(c) Application of merger accounting for business combinations under common control

On 18 October 2019, the Company and FSE Property Management Group Limited ("FPMGL"), a wholly-owned subsidiary of the Company, as the purchaser and FSE Management Company Limited ("FMC"), a fellow subsidiary of the Company, as a vendor entered into a conditional sale and purchase agreement, pursuant to which FMC agreed to sell, and the Company agreed to purchase (or to procure a wholly-owned subsidiary to purchase) the entire issued share capital (the "Sale Share") of Legend Success Investments Limited and its subsidiaries (the "Target Group") at an initial sum of consideration of HK$704.9 million, subject to subsequent adjustment by reference to the change in the net tangible asset value ("NTAV") of the Target Group from 30 June 2019 to the date of completion of the acquisition. Pursuant thereto, the Company has nominated FPMGL to buy the Sale Share. The initial sum of consideration was satisfied by the Company through (i) the payment of HK$564.0 million in cash and (ii) a non-cash consideration of HK$140.9 million through the issuance and allotment by the Company of 43,676,379 non-voting redeemable convertible preference shares of HK$0.10 each at the issue price of HK$3.2260 per share to FMC, credited as fully paid. The Group's payment for the initial cash consideration for this transaction was mainly financed by a bank loan with a principal amount of HK$563.9 million drawn in December 2019, which bears interest at 0.7% per annum over Hong Kong Interbank Offered Rate. After the Group's repayment of HK$300 million of this bank loan since its drawdown in December 2019 up to 31 December 2020, its carrying amount at 31 December 2020, net of unamortised transaction costs, was HK$263.7 million. The convertible preference shares are convertible into 43,676,379 ordinary shares of the Company at an initial price of HK$3.2260 per share, subject to adjustments, at any time within 10 years following its issuance date of 16 December 2019. The acquisition was completed on 16 December 2019 (the "Completion Date") and a positive NTAV adjustment of HK$38.5 million was made to the consideration for this transaction, which thus in aggregate amounts to HK$743.4 million. The total amount of such consideration has been charged directly to the Group's reserves. A final cash payment of the consideration of HK$38.5 million was made on 13 February 2020 with reference to the unaudited net tangible asset value of the Target Group as at the Completion Date of the acquisition. The Target Group (or the "Acquired Group") is principally engaged in the provision of property and facility management services, property agency and related services for buildings, carparks management services and guarding services in Hong Kong.

The acquisition was considered as a business combination under common control as FPMGL and the Target Group are both ultimately controlled by FSE Holdings Limited. The acquisition of the Target Group was accounted for using merger accounting in accordance with Hong Kong Accounting Guideline 5 "Merger Accounting for Common Control Combinations" ("AG 5") issued by the HKICPA. Accordingly, the acquired Target Group was included in the condensed consolidated interim financial statements from the beginning of the earliest period presented as if the Target Group acquired had always been part of the Group. As a result, the Group has included the operating results of the Target Group and eliminated its transactions with the Target Group, as if the acquisition had been completed on the earliest date being presented.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: credit risk, liquidity risk, interest rate risk and foreign exchange risk.

The condensed consolidated interim financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's consolidated financial statements for the year ended 30 June 2020.

There have been no changes in the risk management policies since the Group's financial year ended 30 June 2020.

3.2 Fair value estimation

At 31 December 2020, the carrying amounts of Group's financial assets and liabilities approximate their fair values due to the short-term maturities of these assets and liabilities.

4 ESTIMATES

The preparation of 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 this condensed consolidated interim financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to its consolidated financial statements for the year ended 30 June 2020.

5 REVENUE AND SEGMENT INFORMATION

The Executive Directors are the Group's chief operating decision-makers ("CODM"). Management has determined the operating segments based on the information reviewed by the CODM for the purposes of allocating resources and assessing performance.

The Group's revenue represents the electrical and mechanical ("E&M") engineering services income, environmental services income, income from trading of building materials and integrated property & facility services income. An analysis of the Group's revenue is as follows:

	For the six months ended 31 December	
	2020	2019 (restated)
	HK$'000	HK$'000
Revenue		
Contracting services	**1,668,520**	1,413,231
Maintenance services	**73,211**	72,405
Sales of goods	**35,828**	34,988
Integrated property & facility services	**981,266**	899,712
Total	**2,758,825**	2,420,336

5 REVENUE AND SEGMENT INFORMATION *(Continued)*

Following the acquisition of the property and facility management services business as described in Note 2(c), the Group's CODM has reorganised the Group's businesses into two major business segments as described below to align more closely with the market dynamics and the Group's strategic direction. As a result of such changes occurred during the year ended 30 June 2020, the Group's prior period corresponding segment information that is presented for comparative purpose has been restated accordingly.

The CODM considers the business from product and service perspectives and the Group is organised into two major business segments according to the nature of products and services provided:

(i) E&M engineering & environmental services — Provision of engineering and consultancy services and trading of building materials and environmental products; and

(ii) Integrated property & facility services — Provision of cleaning and waste disposal services, recycling and environmental disposal services, laundry services (Note), property and facility management services, property agency and related services for buildings, carparks management services and guarding services.

Note:

Up to 31 December 2020 when the Group disposed of its laundry business as described in Note 16(b).

The CODM assesses the performance of the operating segments based on each segment's operating profit. The measurement of segment operating profit excludes the effects of unallocated corporate expenses. In addition, finance income and costs and share of results of an associate and joint ventures are not allocated to segments.

Operating expenses of a functional unit are allocated to the relevant segment which is the predominant user of the services provided by the unit. Operating expenses of other shared services which cannot be allocated to a specific segment and corporate expenses are included as unallocated corporate expenses.

Segment assets are those operating assets that are employed by a segment in its operating activities. Segment assets are determined after deducting related allowances that are reported as direct offsets in the statement of financial position. Segment assets consist primarily of property, plant and equipment, investment property, right-of-use assets, other intangible assets, interests in an associate, interests in joint ventures, deferred income tax assets, pension assets, trade and other receivables, contract assets, inventories and cash and bank balances.

Segment liabilities are those operating liabilities that result from the operating activities of a segment. Segment liabilities do not include other liabilities that are incurred for financing rather than operating purposes unless the segment is engaged in financing activities.

As at 31 December 2020, unallocated assets and unallocated liabilities represented the assets and liabilities not arising from the operations of the operating segments.

Capital expenditure comprises mainly additions to property, plant and equipment and right-of-use assets and other intangible assets (Note 11).

5 REVENUE AND SEGMENT INFORMATION *(Continued)*

(a) For the six months ended and as at 31 December 2020

The segment results for the six months ended 31 December 2020 and other segment items included in the condensed consolidated income statement are as follows:

	E&M engineering & environmental services HK$'000	Integrated property & facility services HK'000	Inter-segment elimination HK$'000	Total HK$'000
Revenue — External	1,777,559	981,266	–	2,758,825
Revenue — Internal	1,433	1,406	(2,839)	–
Total revenue	1,778,992	982,672	(2,839)	2,758,825
Timing of revenue recognition				
Over time	1,743,164	982,672	(2,839)	2,722,997
At a point of time	35,828	–	–	35,828
Total revenue	1,778,992	982,672	(2,839)	2,758,825
Operating profit before unallocated corporate expenses	139,780	226,287	–	366,067
Unallocated corporate expenses				(12,231)
Operating profit				353,836
Finance income				1,092
Finance costs				(3,111)
Share of results of an associate and joint ventures				445
Profit before income tax				352,262
Income tax expenses (Note 8)				(23,150)
Profit for the period				329,112
Other items				
Depreciation and amortisation	21,795	17,777	–	39,572
Losses related to disposal of subsidiaries (Note 16(b))				
— Impairment losses				
— Property, plant and equipment (Note 11)	–	22,859	–	22,859
— Right-of-use assets (Note 11)	–	2,941	–	2,941
— Loss on disposal of subsidiaries	–	420	–	420
— Total	–	26,220	–	26,220
Other impairment losses				
— Property, plant and equipment (Note 11)	1,600	–	–	1,600
— Other receivables (Note 6)	1,200	–	–	1,200
— Other intangible assets (Note 11)	845	–	–	845
— Trade receivables (Note 7)	–	473	–	473
Provision for inventories (Note 7)	7,141	–	–	7,141

5 REVENUE AND SEGMENT INFORMATION *(Continued)*

(a) For the six months ended and as at 31 December 2020 *(Continued)*

The segment assets and liabilities as at 31 December 2020 and capital expenditure for the six months ended 31 December 2020 are as follows:

	E&M engineering & environmental services HK$'000	Integrated property & facility services HK$'000	Total HK$'000
Segment assets	1,990,672	921,163	2,911,835
Unallocated assets			246,477
Total assets			3,158,312
Segment liabilities	1,690,164	417,134	2,107,298
Unallocated liabilities			333,689
Total liabilities			2,440,987
Total capital expenditure	18,811	9,567	28,378

5 REVENUE AND SEGMENT INFORMATION *(Continued)*

(b) For the six months ended 31 December 2019 and as at 30 June 2020

The segment results for the six months ended 31 December 2019 and other segment items included in the condensed consolidated income statement are as follows:

	E&M engineering & environmental services HK$'000	Integrated property & facility services HK'000	Inter-segment elimination HK$'000	Total HK$'000
Revenue — External, as restated	1,520,624	899,712	–	2,420,336
Revenue — Internal, as restated	4,120	3,049	(7,169)	–
Total revenue, as restated	1,524,744	902,761	(7,169)	2,420,336
Timing of revenue recognition				
Over time, as restated	1,489,756	902,761	(7,169)	2,385,348
At a point of time, as restated	34,988	–	–	34,988
Total revenue, as restated	1,524,744	902,761	(7,169)	2,420,336
Operating profit before unallocated corporate expenses, as restated	119,172	69,488	–	188,660
Unallocated corporate expenses				(13,762)
Operating profit				174,898
Finance income				3,297
Finance costs				(2,503)
Share of results of an associate and joint ventures				467
Profit before income tax				176,159
Income tax expenses (Note 8)				(32,125)
Profit for the period				144,034
Other items				
Depreciation and amortisation, as restated	21,929	20,159	–	42,088

5 REVENUE AND SEGMENT INFORMATION *(Continued)*

(b) For the six months ended 31 December 2019 and as at 30 June 2020 *(Continued)*

The segment assets and liabilities as at 30 June 2020 and capital expenditure for the six months ended 31 December 2019 are as follows:

	E&M engineering & environmental services HK$'000	Integrated property & facility services HK$'000	Total HK$'000
Segment assets, as restated	2,119,499	818,217	2,937,716
Unallocated assets			253,533
Total assets			3,191,249
Segment liabilities, as restated	1,858,711	354,347	2,213,058
Unallocated liabilities			533,475
Total liabilities			2,746,533
Total capital expenditure, as restated	10,296	9,411	19,707

Revenue from external customers by geographical areas is based on the geographical location of the customers.

Revenue is allocated based on the regions in which the customers are located as follows:

	For the six months ended 31 December	
	2020 HK$'000	2019 HK$'000
Revenue		
Hong Kong	**2,474,282**	2,096,107
Mainland China	**153,130**	207,086
Macau	**131,413**	117,143
Total	**2,758,825**	2,420,336

5 REVENUE AND SEGMENT INFORMATION *(Continued)*

The non-current assets excluding deferred tax assets and pension assets are allocated based on the regions in which the non-current assets are located as follows:

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
Non-current assets, other than deferred tax assets and pension assets		
Hong Kong	**430,529**	475,101
Mainland China	**28,800**	27,904
Macau	**29,571**	29,492
Total	**488,900**	532,497

6 OTHER (EXPENSES)/INCOME, NET

	For the six months ended 31 December	
	2020 HK$'000	2019 HK$'000
Losses related to disposal of subsidiaries (Note 16(b))		
— Impairment losses		
— Property, plant and equipment (Note 11)	**(22,859)**	–
— Right-of-use assets (Note 11)	**(2,941)**	–
— Loss on disposal of subsidiaries	**(420)**	–
— Total	**(26,220)**	–
Other impairment losses		
— Property, plant and equipment (Note 11)	**(1,600)**	–
— Other receivables	**(1,200)**	–
— Other intangible assets (Note 11)	**(845)**	–
(Loss)/gain on disposal of property, plant and equipment, net	**(4,567)**	635
Exchange gains/(losses), net	**2,957**	(614)
Rental income	**1,146**	1,176
Government grants[(i)]	**358**	–
Ex-gratia payment from the government for retirement of motor vehicles	**–**	225
Sundries	**785**	505
Total	**(29,186)**	1,927

Note:

(i) During the six months ended 31 December 2020, the Group has received government grants from the Anti-epidemic Fund set up by the Government of the Hong Kong Special Administrative Region (the "HKSAR Government") under a One-off Subsidy Scheme as financial support for its businesses. Under this scheme, one-off subsidies are provided to eligible businesses depending on their industries, which have business commenced before 1 January 2020 and is still in operation at the time of application. There are no unfilled conditions or other contingencies attaching to these grants.

7 OPERATING PROFIT

	Notes	For the six months ended 31 December 2020 HK$'000	2019 HK$'000
Operating profit is stated after charging/(crediting):			
Subcontracting fees		**893,225**	828,713
Staff costs (including Directors' emoluments)[(i)]		**762,028**	834,329
Raw materials and consumables used		**522,440**	387,113
Cost of inventories sold		**28,053**	21,324
Depreciation of right-of-use assets	11	**20,096**	20,148
Depreciation of property, plant and equipment	11	**18,637**	20,990
Provision/(reversal of provision) for inventories		**7,141**	(18)
Expenses relating to short-term lease		**1,446**	5,414
Amortisation of other intangible assets[(ii)]	11	**647**	758
Impairment loss on trade receivables		**473**	2
Depreciation of investment property	11	**192**	192
Reversal of impairment loss on trade receivables		**(1,299)**	(46)

Notes:

(i) Government grants have been received by the Group from (a) the Anti-epidemic Fund set up by the HKSAR Government under the Employment Support Scheme (the "ESS Scheme") and (b) the Government of the Macau Special Administrative Region (the "Macau SAR Government") under its subsidy scheme (the "Macau Scheme") as financial support. The ESS Scheme was eligible for all employers who had been making Mandatory Provident Fund ("MPF") contribution. Eligible employers were required to provide an undertaking not to make redundancies during the subsidy period from June 2020 to November 2020. Otherwise, depending on the headcount reduction percentage, the employers would have to pay penalties to the HKSAR Government. The grants were disbursed to employers in two tranches during 2020. Under the Macau Scheme, one-off subsidies were provided to each eligible business depending on the number of employees they hired. During the six months ended 31 December 2020, the Group has recognised HK$236.9 million (Six months ended 31 December 2019: Nil) in relation to these grants as deductions in its staff costs in the condensed consolidated income statement. In addition, for the purpose of easing the burden of enterprises in PRC during the period of prevention and containment of the spread of COVID-19, the Social Security Bureaus of the Government of China has reduced the obligations on social security contributions for the employers of enterprises in PRC during 2020. During the six months ended 31 December 2020, the Group was granted reduction in such obligations totalling HK$7.2 million (Six months ended 31 December 2019: Nil) which would otherwise be recorded as part of the Group's staff costs if no such reduction was granted.

(ii) Included in general and administrative expenses

Save as disclosed in this note and elsewhere in the condensed consolidated interim financial statements, the other items charged/credited to the Group's operating profit are of individually immaterial amounts, which include insurance expenses, utility expenses, motor vehicles expenses, etc.

8 INCOME TAX EXPENSES

	For the six months ended 31 December	
	2020	2019
	HK$'000	HK$'000
Current income tax		
Hong Kong profits tax	**31,357**	29,903
Mainland China taxation	**252**	167
Macau taxation	**351**	(378)
Deferred income tax (credit)/expenses	**(8,810)**	2,433
Total	**23,150**	32,125

Hong Kong profits tax has been provided at the rate of 16.5% (Six months ended 31 December 2019: 16.5%) on the estimated assessable profit. Taxation on Mainland China and Macau profits has been calculated on the estimated assessable profit for the period at the rates of taxation prevailing in the jurisdictions in which the Group operates. These rates range from 12% to 25% for the six months ended 31 December 2020 and 2019.

9 EARNINGS PER SHARE FOR PROFIT ATTRIBUTABLE TO ORDINARY SHAREHOLDERS OF THE COMPANY

(a) Basic

The calculation of basic earnings per share for the period is based on the following:

	For the six months ended 31 December	
	2020	2019
	HK$'000	HK$'000
Profit attributable to shareholders of the Company	**329,075**	144,023
Less: Preferred distribution to the holder of convertible preference shares	**(4,262)**	(371)
Earnings used in the basic earnings per share calculation	**324,813**	143,652
Weighted average number of ordinary shares in issue (shares in thousands)	**450,000**	450,000
Basic earnings per share (HK$)	**0.72**	0.32

(b) Diluted

During the six months ended 31 December 2019, the Company issued convertible preference shares, with details set out in Notes 2(c) and 14, which are treated as contingently issuable potential ordinary shares under HKAS 33 "Earnings per Share". Since the conditions for their conversion were not met as at 31 December 2020 and 2019, therefore, the effect of their conversion is not included in the calculation of the diluted earnings per share for the six months ended 31 December 2020 and 2019. As a result, the diluted earnings per share equals to the basic earnings per share for the six months ended 31 December 2020 and 2019.

10 DIVIDEND AND DISTRIBUTION

At a meeting held on 26 February 2021, the Board has resolved to declare the payment of an interim dividend of HK28.9 cents (Six months ended 31 December 2019: HK12.8 cents) per ordinary share to the ordinary shareholders of the Company for the six months ended 31 December 2020, equivalent to a total amount of HK$130.05 million (For the six months ended 31 December 2019: HK$57.60 million). The interim dividend will be paid in cash.

At a meeting held on 25 September 2020, the Board has resolved to pay a preferred distribution calculated at 6.0% per annum on the issue amount of the Company's convertible preference shares of HK$140.9 million, equivalent to a total amount of HK$8.5 million (For the six months ended 31 December 2019: Nil). The preferred distribution was paid in December 2020.

11 PROPERTY, PLANT AND EQUIPMENT, INVESTMENT PROPERTY, RIGHT-OF-USE ASSETS AND OTHER INTANGIBLE ASSETS

	Property, plant and equipment HK$'000	Investment property HK$'000	Right-of-use assets HK$'000	Other intangible assets HK$'000
Six months ended 31 December 2019				
Opening net book value as at 1 July 2019	406,957	11,235	99,345	78,137
Exchange differences	(102)	–	(82)	–
Additions	10,719	–	8,688	300
Disposals	(31)	–	–	(420)
Depreciation and amortisation charges	(20,990)	(192)	(20,148)	(758)
Closing net book value as at 31 December 2019	396,553	11,043	87,803	77,259
Six months ended 31 December 2020				
Opening net book value as at 1 July 2020	**371,873**	**10,850**	**72,177**	**76,503**
Exchange differences	**372**	**–**	**722**	**–**
Additions	**8,010**	**–**	**20,071**	**297**
Disposals	**(4,992)**	**–**	**–**	**–**
Depreciation and amortisation charges	**(18,637)**	**(192)**	**(20,096)**	**(647)**
Losses related to disposal of subsidiaries (Note 16(b))				
— Impairment losses	**(22,859)**	**–**	**(2,941)**	**–**
— Net book value after impairment losses	**(225)**	**–**	**–**	**–**
Other impairment losses	**(1,600)**	**–**	**–**	**(845)**
Closing net book value as at 31 December 2020	**331,942**	**10,658**	**69,933**	**75,308**

12 TRADE AND OTHER RECEIVABLES

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
Trade receivables		
Third parties	**455,673**	457,108
Related companies (Note 17(c))	**89,343**	98,144
	545,016	555,252
Less: Provision for impairment		
Third parties	**(8,625)**	(9,451)
	536,391	545,801
Retention receivables		
Third parties	**167,952**	154,622
Related companies (Note 17(c))	**216,992**	193,991
	384,944	348,613
Other receivables and prepayments		
Third parties	**181,345**	154,683
Related companies (Note 17(c))	**7,392**	8,468
	188,737	163,151
Accrued contract revenue	**341,354**	445,546
Less: Provision for impairment	**(149)**	(149)
	341,205	445,397
Total	**1,451,277**	1,502,962

Generally, no credit period is granted by the Group to its retail customers for trading of building materials and customers for provision of property and facility management services. The credit periods generally granted by the Group to its other customers is 30 to 60 days.

Expected credit losses

The Group determines the provision for expected credit losses by grouping together trade and other receivables with similar credit risk characteristics and collectively assessing them for likelihood of recovery, taking into account prevailing economic conditions. For trade and other receivables relating to accounts which are long overdue with significant amounts or known insolvencies or non-response to collection activities, they are assessed individually for impairment allowance. The expected credit loss is minimal as the majority of the trade and other receivables are due from a number of independent customers for whom there is no recent history of default, except for certain trade and other receivables with full impairment provision being provided for because they have been undergoing financial difficulties.

12 TRADE AND OTHER RECEIVABLES *(Continued)*

The ageing analysis of the Group's trade receivables (including amounts due from related parties of trading in nature) based on the invoice due date, net of provision for impairment, is as follows:

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
Current to 90 days	**472,907**	500,949
91 to 180 days	**46,376**	35,902
Over 180 days	**17,108**	8,950
Total	**536,391**	545,801

13 CASH AND BANK BALANCES

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
Time deposits with original maturities within three months	**197,941**	194,353
Other cash at banks and on hand	**624,013**	506,593
Total	**821,954**	700,946

14 SHARE CAPITAL

The numbers of the Company's shares authorised and issued are as follows:

	For the six months ended 31 December			
	2020		2019	
	Number of shares	**HK$'000**	Number of shares	HK$'000
Authorised:				
Ordinary shares of HK$0.1 each				
As at 1 July	**900,000,000**	**90,000**	1,000,000,000	100,000
Re-designation	**–**	**–**	(100,000,000)	(10,000)
As at 31 December	**900,000,000**	**90,000**	900,000,000	90,000
Convertible preference shares of HK$0.1 each (Note i)				
As at 1 July	**100,000,000**	**10,000**	–	–
Re-designation	**–**	**–**	100,000,000	10,000
As at 31 December	**100,000,000**	**10,000**	100,000,000	10,000
Total	**1,000,000,000**	**100,000**	1,000,000,000	100,000
Issued and fully paid:				
Ordinary shares of HK$0.1 each				
As at 1 July and 31 December	**450,000,000**	**45,000**	450,000,000	45,000
Convertible preference shares of HK$0.1 issued at HK$3.226 each (Note i)				
As at 1 July	**43,676,379**	**140,900**	–	–
Issued for the acquisition of the Acquired Group (Note i)	**–**	**–**	43,676,379	140,900
As at 31 December	**43,676,379**	**140,900**	43,676,379	140,900
Total	**493,676,379**	**185,900**	493,676,379	185,900

As at 31 December 2020 and 30 June 2020, the total nominal amount of the Company's issued shares was HK$49,367,638, comprising HK$45,000,000 for ordinary shares and HK$4,367,638 for convertible preference shares.

14 SHARE CAPITAL *(Continued)*

Note

(i) On 16 December 2019 (the "Issue Date"), the Company issued and allotted a total of 43,676,379 non-voting redeemable convertible preference shares of HK$0.1 each to FMC at an issue price of HK$3.226 per share (the "Issue Price"), credited as fully paid. The major terms of the convertible preference shares are set out below:

- Each convertible preference share shall entitle the holder to convert within a period of 10 years after the Issue Date, provided that any conversion shall not result in the Company failing to comply with any public float requirement under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

- Each convertible preference share is convertible into such number of ordinary share(s) being one multiplied by the conversion rate. The conversion rate is determined by dividing the Issue Price of convertible preference shares by the conversion price.

- The conversion price is the Issue Price, subject to adjustment upon the occurrence of certain prescribed events.

- Each convertible preference share shall confer on the holder the right to receive preferred distributions from the Issue Date at a rate of 6.0% per annum on the Issue Price, payable annually in arrears. Each preferred distribution is cumulative. The Board may, in its sole discretion, elect to defer or not to pay a preferred distribution. No interest accrues on any unpaid preferred distribution. If the Board elects to defer or not to pay a preferred distribution, the Company shall not (a) pay any dividends, distributions or make any other payment on any ordinary shares or (b) redeem, cancel, repurchase or acquire for any consideration any ordinary shares, unless at the same time it pays to the holder of the convertible preference shares any deferred or unpaid preferred distribution which was scheduled to be paid on a day falling in the same financial year in respect of which payment of such dividends, distributions or other payments is made or during which such redemption, cancellation, repurchase or acquisition occurs.

- The holder of the convertible preference shares shall not have the right to attend or vote at any general meeting of the Company (except a general meeting for winding up of the Company or a resolution is to be proposed which if passed would vary or abrogate the rights or privileges of such holder).

- The holder of the convertible preference shares will have priority over the holders of ordinary shares of the Company on the assets and funds of the Company available for distribution in a distribution of assets on liquidation, winding up or dissolution of the Company.

- At any time after 10 years following the Issue Date, the Company may at its sole discretion serve at least ten days' prior written notice to the holder of the convertible preference shares to redeem either in whole or in part of the convertible preference shares for the time being outstanding, at a redemption price equals to the Issue Price together with all outstanding preferred distributions accrued to the date fixed for redemption.

15 TRADE AND OTHER PAYABLES

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
Trade payables		
Third parties	**191,143**	196,948
Related companies (Note 17(c))	**258**	492
	191,401	197,440
Other payables		
Third parties	**313,879**	242,396
Related companies (Note 17(c))	**3,325**	6,924
	317,204	249,320
Bills payable		
Third parties	**26,428**	2,000
Retention payables		
Third parties	**251,017**	242,469
Accrued expenses	**234,556**	253,417
Provision for contracting costs	**584,874**	694,680
Total	**1,605,480**	1,639,326

The ageing analysis of the Group's trade payables (including amounts due to related parties of trading in nature) based on invoice date is as follows:

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
1 to 90 days	**171,007**	178,001
91 to 180 days	**9,315**	9,465
Over 180 days	**11,079**	9,974
Total	**191,401**	197,440

16 NOTES TO THE CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Reconciliation of profit before income tax to cash generated from operations:

	Notes	For the six months ended 31 December 2020 HK$'000	2019 HK$'000
Profit before income tax		**352,262**	176,159
Losses related to disposal of subsidiaries	6	**26,220**	–
Depreciation of right-of-use assets	11	**20,096**	20,148
Depreciation of property, plant and equipment	11	**18,637**	20,990
Provision/(reversal of provision) for inventories	7	**7,141**	(18)
Loss/(gain) on disposal of property, plant and equipment	6	**4,567**	(635)
Finance costs		**3,111**	2,503
Long service payment liabilities			
Expenses recognised in the condensed consolidated income statement		**2,604**	2,185
Benefit paid		**(387)**	(1,625)
Impairment loss on property, plant and equipment	11	**1,600**	–
Impairment loss on other receivables	6	**1,200**	–
Impairment loss on other intangible assets	11	**845**	–
Amortisation of other intangible assets	11	**647**	758
Impairment loss on trade receivables	7	**473**	2
Depreciation of investment property	11	**192**	192
Pension costs/(income) on defined benefits plan		**179**	(6)
Unrealised exchange differences		**(2,730)**	517
Reversal of impairment loss on trade receivables	7	**(1,299)**	(46)
Finance income		**(1,092)**	(3,297)
Share of results of an associate and joint ventures		**(445)**	(467)
Operating cash flows before changes in working capital		**433,821**	217,360
Change in working capital:			
Inventories		**17,007**	(12,608)
Net contract assets and liabilities		**17,957**	(127,495)
Trade and other receivables		**77,801**	85,607
Trade and other payables		**(61,655)**	(104,180)
Pension assets		**(31)**	–
Cash generated from operations		**484,900**	58,684

16 NOTES TO THE CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

(Continued)

(b) Disposal of subsidiaries

On 31 December 2020, the Group disposed of its laundry business, through the sale of its entire interest in New China Steam Laundry Limited and its subsidiaries ("NCL"), at a cash consideration of HK$4.0 million. NCL is principally engaged in the provision of laundry services which offers laundry, dry cleaning and linen management services to customers in Hong Kong and was included in the Group's integrated property & facilities segment before its disposal.

The following table summarises the book value of net assets of NCL being disposed of by the Group and the losses it recognised during the six months ended 31 December 2020 related to its disposal of NCL:

	Before impairment losses HK$'000	Impairment losses HK$'000	After impairment losses HK$'000
Net assets disposed			
Property, plant and equipment (Note 11)	23,084	(22,859)	225
Right-of-use assets (Note 11)	2,941	(2,941)	–
Deferred tax assets	1,318	–	1,318
Inventories	2,877	–	2,877
Book value of net assets disposed	30,220	(25,800)	4,420

	HK$'000
Analysis of losses related to disposal of subsidiaries	
Cash consideration	4,000
Less: Net assets disposed	(4,420)
Loss on disposal of subsidiaries	(420)
Impairment losses	(25,800)
Total losses related to disposal of subsidiaries	(26,220)

(c) Cash consideration for acquisition of a business

On 16 December 2019, the Group acquired the Acquired Group at a total consideration of HK$743.4 million upon which the initial sum of consideration of HK$704.9 million was satisfied by the Company through (i) the payment of HK$564.0 million in cash and (ii) a non-cash consideration of HK$140.9 million through the issuance and allotment by the Company of non-voting redeemable convertible preference shares. A final cash payment of the consideration of HK$38.5 million was made on 13 February 2020 and thus resulted in a total cash consideration for the acquisition amounting to HK$602.5 million. Details of the transactions are set out in Note 2(c) to the condensed consolidated interim financial statements.

(d) Exchange differences

The exchange differences of cash and cash equivalents during the period mainly arises from the remeasurement of the Group's foreign currency denominated cash and bank balances at the period end exchange rate.

16 NOTES TO THE CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

(Continued)

(e) Major non-cash transaction

On 16 December 2019, the Company issued HK$140.9 million of convertible preference shares as part of its consideration for the acquisition of the Acquired Group. Details of the transaction are set out in Note 2(c) to the condensed consolidated interim financial statements.

During the six months ended 31 December 2020, the Group acquired right-of-use assets and recognised lease liabilities totalling HK$20.1 million.

(f) Funds held on behalf of third parties

As at 31 December 2020, the Group held cash and bank balances totalling HK$1,047.6 million (30 June 2020: HK$995.1 million) in trust for owners of certain buildings which were under its management. These funds have not been included in the condensed consolidated interim financial statements of the Group.

17 RELATED PARTY TRANSACTIONS

Save as disclosed elsewhere in the condensed consolidated interim financial information, the Group undertook the following transactions with related parties, which in the opinion of the directors of the Company, were carried out in the normal course of business during the six months ended 31 December 2020 and 2019.

(a) The directors of the Company are of the view that the related parties that had transactions with the Group are listed below:

Name	Relationship
Beamland Limited	Note i
General Security (H.K.) Limited	Note i
Great City Developments Limited	Note i
Hong Kong Island Landscape Company Limited	Note i
Nova Insurance Consultants Limited	Note i
Nova Risk Services Holdings Limited	Note i
Perfect Modern Limited	Note i
Power Estate Investments Limited	Note i
Success Ocean Limited	Note i
上海華美達廣場有限公司	Note i
上海豐昌物業管理有限公司	Note i
AOS Management Limited	Note ii
ATL Logistics Centre Hong Kong Limited	Note ii
Atrend Fashion Limited	Note ii
Bright Link Engineering Limited	Note ii
Bright Moon Company Limited	Note ii
Broadway-Nassau Investments Limited	Note ii
Build King Construction Limited	Note ii
Calpella Limited	Note ii
Cheer Globe Limited	Note ii
CHI Studio Company Limited	Note ii
Chow Tai Fook Enterprises Limited	Note ii

17 RELATED PARTY TRANSACTIONS *(Continued)*

(a) The directors of the Company are of the view that the related parties that had transactions with the Group are listed below: *(Continued)*

Name	Relationship
Chow Tai Fook Jewellery and Watch (Macau) Limited	Note ii
Chow Tai Fook Jewellery Company Limited	Note ii
Chow Tai Fook Jewellery Group Limited	Note ii
CiF Solution Limited	Note ii
Cititop Limited	Note ii
Daily Land Limited	Note ii
Diamond International Limited	Note ii
Discovery Park Commercial Services Limited	Note ii
Donut Cafe Company Limited	Note ii
Donut Village Company Limited	Note ii
Earning Yield Limited	Note ii
Ever Light Limited	Note ii
Ever Right Limited	Note ii
GH Hotel Company Limited	Note ii
GHK Hospital Limited	Note ii
Global Winner Limited	Note ii
Head Step Limited T/A Pentahotel HK Kowloon	Note ii
Hip Hing Builders Company Limited	Note ii
Hip Hing Construction Company Limited	Note ii
Hip Hing Engineering Company Limited	Note ii
Hip Hing Joint Venture	Note ii
Hip Hing Joint Venture (VEC)	Note ii
Hip Seng Builders Limited	Note ii
Hip Seng Construction Company Limited	Note ii
Hong Kong Convention and Exhibition Centre (Management) Limited	Note ii
Hong Kong Golf & Tennis Academy Management Co., Limited	Note ii
Hong Kong Island Development Limited	Note ii
Hong Kong Multiple Intelligence Education Company Limited	Note ii
Hyatt Regency Hong Kong	Note ii
Joy Century Limited	Note ii
K11 Art Mall Properties Company Limited	Note ii
K11 Artus Limited	Note ii
K11 Concepts Limited	Note ii
K11 IP Licence & Creation Company Limited	Note ii
K11 Property Management Company Limited	Note ii
K11 Retail & Corporate Sales Company Limited	Note ii
K11 Select Limited	Note ii
Kai Tak Sports Park Limited	Note ii
Kid World Services Limited	Note ii
Kiu Lok Properties Services (China) Limited	Note ii
Loyalton Limited	Note ii

17 RELATED PARTY TRANSACTIONS *(Continued)*

(a) The directors of the Company are of the view that the related parties that had transactions with the Group are listed below: *(Continued)*

Name	Relationship
Luxba Limited	Note ii
Maronne Limited	Note ii
Nature Discovery Park Limited	Note ii
New Gain Limited	Note ii
New Town Project Management Limited	Note ii
New World China Construction Limited	Note ii
New World China Land Limited	Note ii
New World Construction Company Limited	Note ii
New World Department Stores Limited	Note ii
New World Development (China) Limited	Note ii
New World Development Company Limited	Note ii
New World Facilities Management Company Limited	Note ii
New World Harbourview Hotel Co Limited	Note ii
New World Hotel Management Limited	Note ii
New World Project Management (China) Limited	Note ii
New World Property Management Company Limited	Note ii
New World TMT Limited	Note ii
New World Tower Company Limited	Note ii
NW Project Management Limited	Note ii
NWS Holdings Limited	Note ii
Park New Astor Hotel Limited	Note ii
Paterson Plaza Properties Limited	Note ii
Polytown Company Limited	Note ii
Pride Success Fashion Trading Limited	Note ii
Pridemax Limited	Note ii
Renaissance Harbour View Hotel HK	Note ii
Rosewood Hotels (HK) Limited	Note ii
Sky Connection Limited	Note ii
Space Enterprises Limited	Note ii
Sunfield Investments Limited	Note ii
Sunny Goal Limited	Note ii
Techni Development Investment Limited	Note ii
The Dynasty Club Limited	Note ii
Treasure Tower Holdings Limited	Note ii
Urban Parking Limited	Note ii
Vibro (H.K.) Limited	Note ii
Vibro Construction Company Limited	Note ii
Victoria Educational Organisation Limited	Note ii
Wallmax Limited	Note ii
Wealth Master Corporation Limited	Note ii
Win Win Way Construction Co., Limited	Note ii

17 RELATED PARTY TRANSACTIONS *(Continued)*

(a) The directors of the Company are of the view that the related parties that had transactions with the Group are listed below: *(Continued)*

Name	Relationship
Wise City Investment Limited	Note ii
北京崇文•新世界房地產發展有限公司	Note ii
北京祥和物業管理有限公司	Note ii
周大福創地置業(武漢)有限公司	Note ii
天津新世界環渤海房地產開發有限公司	Note ii
天津新世界百貨有限公司	Note ii
寧波公泰置業有限公司	Note ii
寧波新立房地產開發有限公司	Note ii
廊坊新世界房地產開發有限公司	Note ii
廣州市新御運營管理有限公司	Note ii
廣州永沛房地產開發有限公司	Note ii
新世界(瀋陽)房地產開發有限公司	Note ii
新世界協中建築有限公司	Note ii
新世界嘉業(武漢)有限公司	Note ii
新世界發展(武漢)有限公司	Note ii
深圳天得房地產開發有限公司	Note ii
清遠新世界旅遊發展有限公司	Note ii
湖南成功新世紀投資有限公司	Note ii
鄭州新世界百貨有限公司	Note ii

Notes:

(i) These companies are commonly controlled by the Ultimate Controlling Shareholder.

(ii) These related companies include companies of which the key management personnel are close member of the family of the Ultimate Controlling Shareholder.

17 RELATED PARTY TRANSACTIONS *(Continued)*

(b) Transactions with related parties

	For the six months ended 31 December	
	2020 **HK$'000**	2019 HK$'000
Contract revenue (Note i)		
Related companies commonly controlled by the Ultimate Controlling Shareholder	**1,060**	925
Other related companies (Note ii)	**875,438**	604,225
Total	**876,498**	605,150
Facility service income (Note i)		
Related companies commonly controlled by the Ultimate Controlling Shareholder	**73**	91
Other related companies (Note ii)	**72,445**	84,327
Total	**72,518**	84,418
Premises management service fee and building manager remuneration (Note iii)		
Related companies commonly controlled by the Ultimate Controlling Shareholder	**1,790**	435
Other related companies (Note ii)	**12,735**	8,145
Total	**14,525**	8,580
Handling fee income from a related company commonly controlled by the Ultimate Controlling Shareholder (Note iv)	**18**	20
Insurance broking service expenses to related companies commonly controlled by the Ultimate Controlling Shareholder (Note v)	**20,971**	14,383
Rental expenses/additions or modifications of right-of-use assets (Note vi)		
Related companies commonly controlled by the Ultimate Controlling Shareholder	**6,499**	55
Other related companies (Note ii)	**113**	3,187
Total	**6,612**	3,242
Appointment fees to related companies (Note vii)	**1,286**	1,233
Disposal of plant and equipment to a related company (Note viii)	**400**	–
Security service expenses to a related company commonly controlled by the Ultimate Controlling Shareholder (Note ix)	**1,711**	1,457
Contracting service expenses to a related company (Note x)	**1,434**	–
Miscellaneous service fees (Note xi)		
Related companies commonly controlled by the Ultimate Controlling Shareholder	**1**	33
Other related companies (Note ii)	**–**	103
Total	**1**	136

17 RELATED PARTY TRANSACTIONS *(Continued)*

(b) Transactions with related parties *(Continued)*

Notes:

(i) Revenue from provision of contracting services and facility service income is principally charged in accordance with the terms of the respective contracts.

(ii) These related companies are companies of which the key management personnel are close members of the family of the Ultimate Controlling Shareholder (Mr. Doo Wai Hoi, William).

(iii) Premises management service fee and building manager remuneration was charged based on certain percentages of total expenditures of the properties in accordance with the management contracts.

(iv) Handling fee income was charged at a rate mutually agreed between the parties.

(v) Insurance broking service expenses were principally charged in accordance with the terms of the respective insurance policies.

(vi) Rental expenses/additions or modification of rights-of-use assets were principally calculated in accordance with the terms of the respective rental agreements.

(vii) Appointment fees were charged at prices and terms as agreed by both parties.

(viii) Disposal of plant and equipment is at consideration mutually agreed between the parties.

(ix) Security service expenses were charged at prices and terms as agreed by both parties.

(x) Contracting service expenses were charged in accordance with the terms of the respective contracts.

(xi) Miscellaneous service fees were charged based on fixed amounts mutually agreed by the parties.

(xii) The above transactions with related parties are based upon mutually agreed terms and conditions.

17 RELATED PARTY TRANSACTIONS *(Continued)*

(c) Balances with related parties

	As at 31 December 2020 HK$'000	As at 30 June 2020 HK$'000
Trade receivables		
Related companies commonly controlled by the Ultimate Controlling Shareholder	565	20
Other related companies (Note i)	88,778	98,124
Total	89,343	98,144
Other receivables		
Related companies commonly controlled by the Ultimate Controlling Shareholder	31	88
Other related companies (Note i)	7,361	8,380
Total	7,392	8,468
Contract assets due from related companies (Note i)	240,182	147,138
Contract liabilities due to related companies (Note i)	181,609	113,440
Retention receivables due from related companies (Note i)	216,992	193,991
Trade payables due to related companies commonly controlled by the Ultimate Controlling Shareholder	258	492
Other payables		
Related companies commonly controlled by the Ultimate Controlling Shareholder	62	534
Other related companies (Note i)	3,263	6,390
Total	3,325	6,924
Lease liabilities		
Related companies commonly controlled by the Ultimate Controlling Shareholder	27,050	36,405
Other related companies (Note i)	394	1,482
Total	27,444	37,887

Note:

(i) These related companies are companies of which the key management personnel are close members of the family of the Ultimate Controlling Shareholder (Mr. Doo Wai Hoi, William).

17 RELATED PARTY TRANSACTIONS *(Continued)*

(d) Key management compensation

Key management includes directors and senior management of the Group. The compensation paid or payable to key management for employee services is shown below:

	For the six months ended 31 December	
	2020	2019
	HK$'000	HK$'000
Fees	**791**	764
Salaries and other emoluments	**33,915**	21,358
Contributions to defined contribution schemes	**1,194**	917
Total	**35,900**	23,039

18 CAPITAL COMMITMENTS

Significant capital expenditure contracted for at the end of the reporting period but not recognised as liabilities is as follows:

	As at 31 December 2020	As at 30 June 2020
	HK$'000	HK$'000
Property, plant and equipment	**1,083**	501

19 EVENTS AFTER THE REPORTING PERIOD

On 26 February 2021, FSE City Essential Services Limited (the "Buyer Co"), a wholly-owned subsidiary of the Company, as the purchaser and FMC, a fellow subsidiary of the Company, as the vendor entered into a conditional sale and purchase agreement, pursuant to which FMC agreed to sell, and the Buyer Co agreed to purchase, the entire issued share capital in Business Investments Limited and its subsidiaries ("Business Investments") at a total consideration of HK$840.60 million (subject to adjustments, if any), comprising (i) a non-cash consideration of HK$442.65 million settled through a proposed disposal of certain properties held by the Group to FMC; and (ii) a cash consideration of HK$397.95 million, funded by the Group's internal resources. Business Investments is principally engaged in the provision of security guarding & event services, insurance solutions and landscaping services in Hong Kong. The completion of the transaction is subject to the fulfilment of certain conditions including the independent shareholders' approval. Upon completion of this acquisition transaction, the Group will account for it as a business combination under common control.

20 COMPARATIVE AMOUNTS

As explained in Note 5, due to a change in operating segments determined by the Group's CODM during the year ended 30 June 2020, certain comparative amounts have been restated to conform with the current period's presentation.

Interim Dividend

The Board has resolved to declare the payment of an interim dividend of HK28.9 cents (For the six months ended 31 December 2019: HK12.8 cents) per ordinary share to the ordinary shareholders of the Company for the six months ended 31 December 2020. The interim dividend will be paid in cash to shareholders whose names appear on the register of ordinary shareholders of the Company at the close of business on Tuesday, 16 March 2021. It is expected that the dividend warrants will be posted to shareholders on or about Wednesday, 24 March 2021.

CLOSURE OF REGISTER OF ORDINARY SHAREHOLDERS

For the purpose of determining shareholders' entitlement to the interim dividend, the register of ordinary shareholders of the Company will be closed. Details of such closure are set out below:

Ex-dividend date	11 March 2021
Latest time to lodge transfer documents for registration	4:30 pm on 12 March 2021
Closure of register of ordinary shareholders	15 and 16 March 2021
Record date	16 March 2021
Interim dividend payment date	on or about 24 March 2021

During the above closure period, no transfer of ordinary shares will be registered. In order to qualify for the interim dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar and transfer office, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than the latest time specified above.

Other Information

REVIEW OF INTERIM RESULTS

The Audit Committee of the Company was established by the Board for the purposes of, among other things, reviewing and providing supervision over the Group's financial reporting process and internal controls. It currently comprises four independent non-executive directors of the Company. The Audit Committee has reviewed the Group's unaudited condensed consolidated interim financial statements for the six months ended 31 December 2020 and discussed financial related matters with the management and the external auditors of the Company.

The unaudited condensed consolidated interim financial statements of the Group for the six months ended 31 December 2020 have been reviewed by the Company's external auditor, PricewaterhouseCoopers, in accordance with Hong Kong Standard on Review Engagement 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

CORPORATE GOVERNANCE CODE

The Company is committed to maintaining high standards of corporate governance to safeguard the interests of shareholders and enhance corporate value of the Group. Throughout the six months ended 31 December 2020, the Company had complied with all the code provisions set out in the Corporate Governance Code contained in Appendix 14 to the Rules (the "Listing Rules") Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

DIRECTORS' DEALINGS IN THE COMPANY'S SECURITIES

The Company has adopted its own Securities Dealing Code, which is no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 to the Listing Rules, as the code for dealing in securities of the Company by its directors. All directors of the Company confirmed, following specific enquiry by the Company, that they had complied with the required standard set out in the Securities Dealing Code adopted by the Company throughout the six months ended 31 December 2020.

UPDATE ON DIRECTORS' INFORMATION

Pursuant to Rule 13.51B(1) of the Listing Rules, the changes in information of the directors since the publication of the 2019-2020 Annual Report are set out below:

1. Mr. Lam Wai Hon, Patrick ("Mr. Lam") retired as non-executive director of NWS Holdings Limited with effect from 25 November 2020. Mr. Lam was appointed as the alternate director to Mr. Doo William Junior Guilherme ("Mr. Doo Jr"), the non-executive director of NWS Holdings Limited with effect from the same day.

2. Pursuant to a supplemental service agreement dated 7 December 2020 entered into by the Company with each of the executive directors (i.e. Mr. Lam, Mr. Poon Lock Kee, Rocky, Mr. Doo Jr, Mr. Lee Kwok Bong, Mr. Soon Kweong Wah and Mr. Wong Shu Hung), (a) each executive director shall be entitled to receive a director's fee, such benefits and other payments as the Board may from time to time determine; (b) the annual increment of annual salary of each executive director will not be subject to any ceiling (originally, the ceiling was 10%); and (c) the aggregate of all discretionary management bonuses payable to all the executive directors of the Company in a financial year will not be subject to any ceiling (originally, the ceiling was 10% of the audited consolidated net profit of the Group).

3. Mr. Doo Jr ceased to be a committee member of the Disciplinary Panel of The Hong Kong Institute of Certified Public Accountants in January 2021.

Except as mentioned above, there is no change in information of each director of the Company that is required to be disclosed under Rule 13.51B(1) of the Listing Rules.

Other Information

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SECURITIES

As at 31 December 2020, the interests and short positions of the directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code were as follows:

Long position in ordinary shares of associated corporation — FSE Holdings Limited ("FSE Holdings")

Name	Capacity/nature of interest	Number of shares	Percentage of shareholding[4]
Mr. Lam	Interest of controlled corporation	10,000,000[1]	2%
Mr. Doo Jr	Interest of controlled corporations	45,000,000[2]	9%
Mr. Lee Kwok Bong	Interest of controlled corporation	5,000,000[3]	1%

Notes:

1. The shares are held by Equal Merit Holdings Limited ("Equal Merit"), the entire issued share capital of which is solely and beneficially owned by Mr. Lam.

2. The shares are held by Master Empire Group Limited ("Master Empire") as to 25,000,000 shares and Supreme Win Enterprises Limited ("Supreme Win Enterprises") as to 20,000,000 shares, the entire issued share capital of each of which is solely and beneficially owned by Mr. Doo Jr.

3. The shares are held by Lagoon Treasure Limited ("Lagoon Treasure"), the entire issued share capital of which is solely and beneficially owned by Mr. Lee Kwok Bong.

4. The percentage of shareholding is calculated on the basis of 500,000,000 shares of FSE Holdings in issue as at 31 December 2020.

Save as disclosed above, none of the directors or chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as at 31 December 2020.

Other Information

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SECURITIES

As at 31 December 2020, the interests and short positions of persons in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO were as follows:

Long position in ordinary shares and underlying shares of the Company

Name	Capacity/nature of interest	Number of ordinary shares in issue	Number of underlying shares	Total number of ordinary shares interested in	Percentage of shareholding[7]
FSE Holdings	Beneficial interest and interest of controlled corporation[5]	337,500,000[1]	43,676,379[2]	381,176,379[3]	84.71%
Sino Spring Global Limited ("Sino Spring")[4]	Interest of controlled corporation	337,500,000	43,676,379	381,176,379	84.71%
Mr. Doo Wai Hoi, William ("Mr. Doo")[5]	Interest of controlled corporation	337,500,000	43,676,379	381,176,379	84.71%
Mrs. Doo Cheng Sau Ha, Amy ("Mrs. Doo")[6]	Interest of spouse	337,500,000	43,676,379	381,176,379	84.71%
FSE Management Company Limited ("FMC")[2]	Beneficial interests	–	43,676,379	43,676,379	9.71%

Notes:

1. These shares are held by FSE Holdings.

2. These shares are issuable to FMC upon full conversion of a total of 43,676,379 non-voting redeemable convertible preference shares (the "CPS") issued by the Company to FMC on 16 December 2019. Upon exercise of the conversion rights attaching to each CPS, each CPS is convertible into one ordinary share of the Company (subject to adjustments upon occurrence of certain prescribed events, including consolidation, subdivision or reclassification of shares in the capital of the Company, capitalisation of profits or reserves etc., in each case if not also made available to holder(s) of CPS) within a period of 10 years after its date of issue. FMC is wholly owned by FSE Holdings. By virtue of Part XV of the SFO, FSE Holdings is deemed to be interested in all the shares in which FMC is interested.

3. These shares comprise (a) the 337,500,000 ordinary shares in issue and held by FSE Holdings; and (b) the 43,676,379 ordinary shares issuable to FMC upon full conversion of the 43,676,379 CPS as referred to in Note 2 above.

4. FSE Holdings is held as to 63% by Sino Spring, 18% by Power Victory Global Limited ("Power Victory"), 7% by Frontier Star Limited ("Frontier Star"), 5% by Master Empire, 4% by Supreme Win Enterprises, 2% by Equal Merit and 1% by Lagoon Treasure. By virtue of Part XV of the SFO, Sino Spring is deemed to be interested in all the shares in which FSE Holdings is interested.

5. Each of Sino Spring, Power Victory and Frontier Star is wholly owned by Mr. Doo. They together are holding an aggregate of 88% interest in FSE Holdings. By virtue of Part XV of the SFO, Mr. Doo is deemed to be interested in all the shares in which each of Sino Spring, Power Victory and Frontier Star is interested.

6. Mrs. Doo is the spouse of Mr. Doo and is therefore taken to be interested in all the shares of the Company in which Mr. Doo is interested by virtue of Part XV of the SFO.

7. The percentage of shareholding is calculated on the basis of 450,000,000 voting shares of the Company in issue as at 31 December 2020. On a fully diluted basis upon full conversion of the CPS assuming no change in the number of voting shares of the Company, the total number of voting shares of the Company in issue will be 493,676,379 and the percentage of shareholdings held by FSE Holdings and FMC will be 77.21% and 8.85% respectively and in each case, each of Sino Spring, Mr. Doo and Mrs. Doo is deemed to be interested in all shares in which FSE Holdings is interested under Part XV of the SFO. These percentage shareholdings on a fully diluted basis are provided for illustrative purposes only. The terms of the CPS will not permit conversion if immediately after such conversion, the public float of the ordinary shares of the Company will fall below the minimum public float requirements of the Listing Rules.

Save as disclosed above, no other person was recorded in the register required to be kept under section 336 of the SFO as having an interest or short position in the shares or underlying shares of the Company as at 31 December 2020.

CONTINUING DISCLOSURE REQUIREMENTS UNDER RULE 13.21 OF THE LISTING RULES

On 18 October 2019, FSE Property Management Group Limited ("FPMGL") (as borrower), and FSE Engineering Group Limited ("FSEE") and FSE Facility Services Group Limited ("FFSGL") (as guarantors), all being wholly-owned subsidiaries of the Company, entered into a 2-year term loan facility agreement (the "Facility Agreement") with a bank. The Facility Agreement provides for up to the lesser of HK$600 million or 80% of the total consideration of an acquisition, details of which are set out in the "Management Discussion and Analysis" under the paragraphs headed "Convertible preference shares" on page 15, for the financing for the acquisition. The loan under the Facility Agreement bears an interest of 0.7% per annum over Hong Kong Interbank Offered Rate and is repayable on the date that is two years from the drawdown date.

Under the Facility Agreement, each of FPMGL, FSEE and FFSGL (collectively, the "Obligors") undertakes to procure that Mr. Doo Wai Hoi, William, a controlling shareholder of the Company, and Mr. Doo William Junior Guilherme, a director of the Company, shall maintain not less than 51% direct or indirect shareholding of each of the Obligors, the breach of which will constitute an event of default under the Facility Agreement. Upon occurrence of an event of default, all amounts advanced under the Facility Agreement including all interest accrued thereon will become immediately due and repayable, and the bank shall not be required to make any further advances under the Facility Agreement.

Announcement regarding the entering into of the Facility Agreement was made on 18 October 2019 pursuant to Rule 13.18 of the Listing Rules. As at 31 December 2020, the principal amount of the bank loan in respect of the Facility Agreement of HK$263.9 million remained outstanding.

Save as disclosed above, as at 31 December 2020, the Company did not have other disclosure obligations under Rule 13.21 of the Listing Rules.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the "Scheme") on 20 November 2015. No share option has been granted under the Scheme since its adoption.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 31 December 2020.

Corporate Information

BOARD OF DIRECTORS

Non-executive Directors

Dr. Cheng Kar Shun, Henry *GBM, GBS (Chairman)*
Mr. Wong Kwok Kin, Andrew
(resigned on 1 January 2021)

Executive Directors

Mr. Lam Wai Hon, Patrick *(Vice-Chairman)*
Mr. Poon Lock Kee, Rocky *(Chief Executive Officer)*
Mr. Doo William Junior Guilherme *JP*
Mr. Lee Kwok Bong
Mr. Soon Kweong Wah
Mr. Wong Shu Hung
Dr. Cheng Chun Fai
(ceased to be alternate director to Mr. Wong Shu Hung and appointed as Executive Director on 1 January 2021)

Independent Non-executive Directors

Mr. Kwong Che Keung, Gordon
Mr. Hui Chiu Chung, Stephen *JP*
Mr. Lee Kwan Hung, Eddie
Dr. Tong Yuk Lun, Paul

AUDIT COMMITTEE

Mr. Kwong Che Keung, Gordon *(Chairman)*
Mr. Hui Chiu Chung, Stephen *JP*
Mr. Lee Kwan Hung, Eddie
Dr. Tong Yuk Lun, Paul

REMUNERATION COMMITTEE

Mr. Hui Chiu Chung, Stephen *JP (Chairman)*
Mr. Lee Kwan Hung, Eddie
Dr. Tong Yuk Lun, Paul
Mr. Lam Wai Hon, Patrick
Mr. Poon Lock Kee, Rocky

NOMINATION COMMITTEE

Mr. Lee Kwan Hung, Eddie *(Chairman)*
Mr. Hui Chiu Chung, Stephen *JP*
Dr. Tong Yuk Lun, Paul
Mr. Poon Lock Kee, Rocky
Mr. Doo William Junior Guilherme *JP*

SUSTAINABILITY COMMITTEE

Mr. Soon Kweong Wah *(Chairman)*
Mr. Lee Kwok Bong
Dr. Cheng Chun Fai
Mr. Lee Kwan Hung, Eddie
Dr. Tong Yuk Lun, Paul

COMPANY SECRETARY

Mr. Chan Ju Wai

AUDITOR

PricewaterhouseCoopers
Certified Public Accountants and
Registered PIE Auditor
22/F Prince's Building
Central
Hong Kong

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
BNP Paribas Hong Kong Branch
Chong Hing Bank Limited
Crédit Agricole Corporate and Investment Bank, Hong Kong Branch
Fubon Bank (Hong Kong) Limited
Hang Seng Bank Limited
The Hongkong and Shanghai Banking Corporation Limited
JPMorgan Chase Bank NA, Singapore
Nanyang Commercial Bank, Limited
Sumitomo Mitsui Banking Corporation
Standard Chartered Bank (Hong Kong) Limited

REGISTERED OFFICE

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Cayman Islands

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Kowloon, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Conyers Trust Company (Cayman) Limited
Cricket Square, Hutchins Drive
P.O. Box 2681
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Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

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