



鄺文記集團有限公司

KWONG MAN KEE GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

Stock Code 股份代號：8023

2021/22

THIRD QUARTERLY REPORT

第三季度業績報告

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE")

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This report, for which the directors (the "Directors") of Kwong Man Kee Group Limited (the "Company", together with its subsidiaries, the "Group") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules governing the Listing of Securities on GEM of the Stock Exchange (the "GEM Listing Rules") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

香港聯合交易所有限公司（「聯交所」）
GEM之特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在聯交所主板上市的公司帶有較高投資風險。有意投資的人士應了解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於GEM上市公司普遍為中小型公司，在GEM買賣的證券可能會較於聯交所主板買賣的證券承受較大的市場波動風險，同時無法保證在GEM買賣的證券會有高流通量的市場。

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本報告乃遵照聯交所GEM證券上市規則（「GEM上市規則」）之規定而提供有關鄭文記集團有限公司（「本公司」，連同其附屬公司統稱為「本集團」）之資料，本公司各董事（「董事」）願共同及個別對此負全責。董事經作出一切合理查詢後，確認就彼等所深知及確信，本報告所載資料在一切重要方面均屬準確及完整，並無誤導或欺詐成份，且本報告並無遺漏任何其他事實致使本報告所載任何聲明或本報告產生誤導。

HIGHLIGHTS

- The revenue of the Group decreased by 20.4% from approximately HK\$96.5 million for the nine months ended 31 December 2020 to approximately HK\$76.8 million for the nine months ended 31 December 2021.
- The Group's gross profit decreased by 25.8% from approximately HK\$35.8 million for the nine months ended 31 December 2020 to approximately HK\$26.6 million for the nine months ended 31 December 2021. The gross profit margin of the Group decreased from 37.1% for the nine months ended 31 December 2020 to 34.6% for the same period ended 31 December 2021.
- The profit of the Group decreased by 74.0% from approximately HK\$16.7 million for the nine months ended 31 December 2020 to approximately HK\$4.3 million for the same period ended 31 December 2021.
- The Board does not recommend the payment of interim dividend for the nine months ended 31 December 2021 (2020: Nil).

摘要

- 本集團的收益由截至二零二零年十二月三十一日止九個月約96,500,000港元減少至截至二零二一年十二月三十一日止九個月約76,800,000港元，減少20.4%。
- 本集團的毛利由截至二零二零年十二月三十一日止九個月約35,800,000港元減少至截至二零二一年十二月三十一日止九個月約26,600,000港元，減少25.8%。本集團的毛利率由截至二零二零年十二月三十一日止九個月的37.1%減少至截至二零二一年十二月三十一日止同期的34.6%。
- 本集團的溢利由截至二零二零年十二月三十一日止九個月的約16,700,000港元減少至截至二零二一年十二月三十一日止同期的約4,300,000港元，減少74.0%。
- 董事會不建議派發截至二零二一年十二月三十一日止九個月之中期股息（二零二零年：無）。

FINANCIAL RESULTS

The board of directors (the “Board”) of the Company is pleased to announce the unaudited condensed consolidated financial results of the Group for the nine months ended 31 December 2021 together with the unaudited comparative figures for the corresponding period in 2020 as follows:

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE NINE MONTHS ENDED 31 DECEMBER 2021

財務業績

本公司董事會（「董事會」）欣然宣佈本集團於截至二零二一年十二月三十一日止九個月之未經審核簡明綜合財務業績，連同二零二零年同期之未經審核比較數字如下：

簡明綜合全面收益表

截至二零二一年十二月三十一日止九個月

		Notes 附註	Three months ended 31 December 截至十二月三十一日止三個月		Nine months ended 31 December 截至十二月三十一日止九個月	
			2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)
Revenue	收益	3	25,083,200	32,634,775	76,796,312	96,458,735
Cost of sales	銷售成本	8	(16,397,235)	(20,496,697)	(50,227,335)	(60,664,228)
Gross profit	毛利		8,685,965	12,138,078	26,568,977	35,794,507
Other income/(loss), net	其他收入/(虧損)淨額	4	(28,872)	40,400	166,904	1,450,277
Impairment loss on trade and retention receivables and contract assets	應收貿易賬款及應收保留金以及合約資產之減值虧損		(1,742,058)	(271,472)	(3,421,462)	(1,213,903)
General and administrative expenses	一般及行政開支	8	(5,981,787)	(5,521,694)	(17,527,569)	(15,965,650)
Operating profit	經營溢利		933,248	6,385,312	5,786,850	20,065,231
Finance costs, net	財務成本淨額		(68,216)	(61,561)	(219,810)	(234,331)
Profit before income tax	除所得稅前溢利		865,032	6,323,751	5,567,040	19,830,900
Income tax expense	所得稅開支	5	(524,944)	(1,017,464)	(1,222,656)	(3,132,363)
Profit for the period	期間溢利		340,088	5,306,287	4,344,384	16,698,537

**CONDENSED CONSOLIDATED
STATEMENT OF COMPREHENSIVE
INCOME (CONTINUED)**

簡明綜合全面收益表(續)

FOR THE NINE MONTHS ENDED 31 DECEMBER 2021

截至二零二一年十二月三十一日止九個月

	Notes 附註	Three months ended 31 December 截至十二月三十一日止三個月		Nine months ended 31 December 截至十二月三十一日止九個月	
		2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)
Profit/(loss) for the period attributable to:	應佔期間溢利/(虧損):				
- Owners of the Company	- 本公司擁有人	391,612	5,441,526	4,411,544	16,775,127
- Non-controlling interests	- 非控股權益	(51,524)	(135,239)	(67,160)	(76,590)
		340,088	5,306,287	4,344,384	16,698,537
Other comprehensive income/(loss) for the period:	期間其他全面收益/(虧損):				
Item that may be reclassified to profit or loss	可能重新分類至損益之項目				
- Exchange difference on translation of foreign operations	- 換算外國業務之匯兌差額	(1,516)	94,428	3,301	95,199
Total comprehensive income for the period	期間全面收益總額	338,572	5,400,715	4,347,685	16,793,736
Total comprehensive income/(loss) for the period attributable to:	應佔期間全面收益/(虧損)總額:				
- Owners of the Company	- 本公司擁有人	387,991	5,539,221	4,413,166	16,873,406
- Non-controlling interests	- 非控股權益	(49,419)	(138,506)	(65,481)	(79,670)
		338,572	5,400,715	4,347,685	16,793,736
Earnings per share attributable to owners of the Company	本公司擁有人應佔每股盈利				
- Basic and diluted (HK cents per share)	- 基本及攤薄 (每股港仙)	0.07	0.91	0.74	2.80

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**CONDENSED CONSOLIDATED
STATEMENT OF CHANGES IN EQUITY**

簡明綜合權益變動表

FOR THE NINE MONTHS ENDED 31 DECEMBER 2021

截至二零二一年十二月三十一日止九個月

		Attributable to owners of the Company 本公司擁有人所佔							Non- controlling	
		Share capital 股本 HK\$ 港元 (Unaudited) (未經審核)	Share premium 股份溢價 HK\$ 港元 (Unaudited) (未經審核)	Capital reserves 資本儲備 HK\$ 港元 (Unaudited) (未經審核)	Shareholders contribution 股東出資 HK\$ 港元 (Unaudited) (未經審核)	Translation Reserves 換算儲備 HK\$ 港元 (Unaudited) (未經審核)	Retained earnings 保留盈利 HK\$ 港元 (Unaudited) (未經審核)	Total 總計 HK\$ 港元 (Unaudited) (未經審核)	interests 非控股權益 HK\$ 港元 (Unaudited) (未經審核)	Total 總計 HK\$ 港元 (Unaudited) (未經審核)
Balance at 1 April 2021	於二零二一年四月一日 之結餘	6,000,000	52,482,955	108	8,800,000	(11,127)	33,371,435	100,643,371	(241,129)	100,402,242
Profit/(loss) for the period	期間溢利/(虧損)	-	-	-	-	-	4,411,544	4,411,544	(67,160)	4,344,384
Other comprehensive income for the period	期間其他全面收益									
Exchange differences on translation of foreign operations	換算外國業務之 匯兌差額	-	-	-	-	1,622	-	1,622	1,679	3,301
Total comprehensive income/(loss) for the period	期間全面收益/ (虧損)總額	-	-	-	-	1,622	4,411,544	4,413,166	(65,481)	4,347,685
Dividend (Note 6)	股息(附註6)	-	-	-	-	-	(6,000,000)	(6,000,000)	-	(6,000,000)
Balance at 31 December 2021	於二零二一年十二月 三十一日之結餘	6,000,000	52,482,955	108	8,800,000	(9,505)	31,782,979	99,056,537	(306,610)	98,749,927
Balance at 1 April 2020	於二零二零年 四月一日之結餘	6,000,000	52,482,955	108	8,800,000	(804)	17,803,615	85,085,874	(92,375)	84,993,499
Profit/(loss) for the period	期間溢利/(虧損)	-	-	-	-	-	16,775,127	16,775,127	(76,590)	16,698,537
Other comprehensive income/(loss) for the period	期間其他全面 收益/(虧損)									
Exchange differences on translation of foreign operations	換算外國業務之 匯兌差額	-	-	-	-	98,279	-	98,279	(3,080)	95,199
Total comprehensive income/(loss) for the period	期間全面收益/ (虧損)總額	-	-	-	-	98,279	16,775,127	16,873,406	(79,670)	16,793,736
Balance at 31 December 2020	於二零二零年十二月 三十一日之結餘	6,000,000	52,482,955	108	8,800,000	97,475	34,578,742	101,959,280	(172,045)	101,787,235

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION

1 GENERAL INFORMATION

The Company was incorporated in the Cayman Islands on 30 May 2016 as an exempted company with limited liability under the Companies Law, Cap. 22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of its registered office is P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands and its principal place of business is 21/F, The Bedford, 91-93 Bedford Road, Kowloon, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (together, the “**Group**”) are principally engaged in the provision of engineering services in flooring, screeding, anti-skid surfacing, specialised texture painting, waterproofing works and sales of car park flooring materials. The controlling shareholder of the Company is Mr. Kwong Chi Man (“**Mr. Kwong**”) and the parent company of the Company is Sage City Investments Limited.

The condensed consolidated financial information is presented in Hong Kong dollars (“**HK\$**”), unless otherwise stated.

The Company listed its shares on GEM of The Stock Exchange of Hong Kong Limited on 13 October 2016.

The condensed consolidated financial information has not been audited but has been reviewed by the audit committee (the “**Audit Committee**”) of the Company.

簡明綜合財務資料附註

1 一般資料

本公司於二零一六年五月三十日根據開曼群島法律第22章公司法（一九六一年法例三，經綜合及修訂）在開曼群島註冊成立為獲豁免有限公司。其註冊辦事處地址為P.O. Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands，而其主要營業地點為香港九龍必發道91-93號The Bedford 21樓。

本公司為投資控股公司。本公司及其附屬公司（統稱「**本集團**」）主要從事提供地坪鋪設、地台批盪、鋪設防滑、專業紋理塗裝及防水工程方面的工程服務。本公司之控股股東為鄭志文先生（「**鄭先生**」），而本公司之母公司為Sage City Investments Limited。

除文義另有所指者外，簡明綜合財務資料乃以港元（「**港元**」）呈列。

本公司股份於二零一六年十月十三日在香港聯合交易所有限公司GEM上市。

簡明綜合財務資料未經審核，惟已由本公司審核委員會（「**審核委員會**」）審閱。

2 BASIS OF PREPARATION

This condensed consolidated financial information for the nine months ended 31 December 2021 has been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the applicable disclosure provisions of the GEM Listing Rules. The Third Quarterly Financial Information has been prepared under the historical cost convention.

The preparation of the condensed consolidated financial information for the nine months ended 31 December 2021 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 expenses. Actual results may differ from these estimates.

Other than changes in accounting policies resulting from application of new and amendments to HKFRSs, the accounting policies and methods of computation used in the Third Quarterly Financial Information are the same as those presented in the Group’s annual financial statements for the year ended 31 March 2021.

The application of the new and amendments to HKFRSs in the current period has had no material impact on the Group’s financial performance and positions for the current and prior periods and/or on the disclosures set out in the Third Quarterly Financial Information.

The Group has not early applied the new and revised HKFRSs that have been issued but are not yet effective.

2 編製基準

截至二零二一年十二月三十一日止九個月之簡明綜合財務資料乃根據香港會計師公會（「香港會計師公會」）頒佈的香港財務報告準則（「香港財務報告準則」）及 GEM 上市規則適用之披露條文而編製。第三季度財務資料乃根據歷史成本慣例法編製。

編製截至二零二一年十二月三十一日止九個月之簡明綜合財務資料要求管理層作出判斷、估計及假設，而有關於判斷、估計及假設會對會計政策的應用以及資產及負債、收入及開支所呈報金額造成影響。實際結果可能有別於該等估計。

除因應用新訂香港財務報告準則及香港財務報告準則的修訂而引起的會計政策變化外，第三季度財務資料所採用的會計政策和計算方法與本集團截至二零二一年三月三十一日止年度的年度財務報表所呈列的會計政策和計算方法相同。

本期間應用的新訂香港財務報告準則及香港財務報告準則的修訂對本集團本期間和以往期間的財務表現和狀況及／或對第三季度財務資料所載的披露並無重大影響。

本集團並無提前應用已頒佈但尚未生效的新訂及經修訂香港財務報告準則。

3 REVENUE AND SEGMENT INFORMATION

3 收益及分部資料

		Three months ended 31 December 截至十二月 三十一日止三個月		Nine months ended 31 December 截至十二月 三十一日止九個月	
		2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)
Flooring	地坪鋪設	22,019,845	30,107,677	67,091,740	86,067,746
Ancillary services	配套服務	3,038,715	2,489,092	8,641,711	10,163,765
Sales of materials	銷售材料	24,640	38,006	1,062,861	227,224
		25,083,200	32,634,775	76,796,312	96,458,735
Timing of revenue recognition:	收益確認的時間性：				
At a point in time	於某時點	24,640	38,006	1,062,861	227,224
Over time	隨時間	25,058,560	32,596,769	75,733,451	96,231,511
		25,083,200	32,634,775	76,796,312	96,458,735

The executive Directors have been identified as the chief operating decision-makers of the Group who review the Group's internal reporting in order to assess performance and allocate resources. The Directors regard the Group's business as a single operating segment and review consolidated financial information accordingly.

執行董事已確定為本集團的主要經營決策者，彼等檢討本集團的內部申報以評估表現及分配資源。董事將本集團的業務視為一個經營分部並相應審核財務資料。

The Group operates primarily in Hong Kong with substantially all of its non-current assets located and capital expenditure incurred in Hong Kong.

本集團主要於香港經營業務，其幾乎所有非流動資產位於香港及資本開支於香港產生。

During the nine months ended 31 December 2021, revenue generated from customers in Hong Kong and Macau amounted to HK\$71,324,853 (2020: HK\$91,529,639) and HK\$5,471,459 (2020: HK\$4,929,096), respectively.

截至二零二一年十二月三十一日止九個月，從位於香港及澳門的客戶所賺取之收益分別為71,324,853港元（二零二零年：91,529,639港元）及5,471,459港元（二零二零年：4,929,096港元）。

4 OTHER INCOME/(LOSS), NET

4 其他收入／(虧損)淨額

		Three months ended 31 December		Nine months ended 31 December	
		截至十二月三十一日止三個月		截至十二月三十一日止九個月	
		2021	2020	2021	2020
		二零二一年	二零二零年	二零二一年	二零二零年
		HK\$	HK\$	HK\$	HK\$
		港元	港元	港元	港元
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)
Government grants (Note)	政府補貼 (附註)	80,834	40,400	267,610	1,450,277
Changes in cash surrender value of key management life insurance contract	主要管理層之人壽保險合約之退保現金價值變動	(128,706)	-	(128,706)	-
Others	其他	19,000	-	28,000	-
		(28,872)	40,400	166,904	1,450,277

Note: For the nine months ended 31 December 2020, the government grants mainly represented the subsidies provided by the Government of Hong Kong Special Administrative Region under the Employment Support Scheme arising from the novel coronavirus-2019 pandemic (COVID-19). There were no such subsidies received for the nine months ended 31 December 2021.

附註：截至二零二零年十二月三十一日止九個月，政府補貼主要為香港特別行政區政府就2019新型冠状病毒病疫情（2019冠狀病毒病）而在保就業計劃項下提供的補貼。截至二零二一年十二月三十一日止九個月，概無收取相關補貼。

5 INCOME TAX EXPENSE

Income tax expense is recognised based on management's estimate of the weighted average annual income tax rate expected for the full financial year. The estimated average annual tax rate used is approximately 22.0% for the nine months ended 31 December 2021 (2020: approximately 15.8%).

In accordance with the two-tiered profits tax rates regime, for the subsidiary entitled to this benefit, Hong Kong profits tax was calculated at 8.25% on the first HK\$2 million and 16.5% on the remaining balance of the estimated assessable profits for the nine months ended 31 December 2021 and 2020. For other Hong Kong incorporated subsidiaries, Hong Kong profits tax was calculated at 16.5%.

5 所得稅開支

所得稅開支乃根據管理層對整個財政年度預期加權平均年度所得稅率的估計確認。於截至二零二一年十二月三十一日止九個月使用的估計平均年度稅率約為22.0%（二零二零年：約15.8%）。

根據利得稅兩級制，就享有該優惠的附屬公司而言，截至二零二一年及二零二零年十二月三十一日止九個月，香港利得稅按估計應課稅溢利首2,000,000港元以8.25%稅率計算，而其餘估計應課稅溢利則按16.5%稅率計算。其他在香港註冊成立之附屬公司的香港利得稅則按16.5%稅率計算。

Macau corporate income tax was provided at the applicable rate of 12% on the estimated assessable profits in excess of MOP600,000 (approximately HK\$583,000) of the Group's operation in Macau.

6 DIVIDEND

The Board does not recommend the payment of dividend for the nine months ended 31 December 2021 (2020: Nil).

A final dividend in respect of the year ended 31 March 2021 of HK 1 cent per share, in an aggregate amount of HK\$6,000,000, had been declared and approved by the shareholders of the Company in August 2021 and was paid in October 2021.

7 EARNINGS PER SHARE ATTRIBUTABLE TO OWNERS OF THE COMPANY

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the periods.

澳門企業所得稅按本集團澳門業務之估計應課稅溢利中超過600,000澳門元(約583,000港元)的部分以適用稅率12%計提撥備。

6 股息

董事會不建議派發截至二零二一年十二月三十一日止九個月之股息(二零二零年：無)。

截至二零二一年三月三十一日止年度的末期股息為每股1港仙，總額為6,000,000港元，已於二零二一年八月宣派及獲得本公司股東批准，並已於二零二一年十月派付。

7 本公司擁有人應佔每股盈利

每股基本盈利按有關期間之本公司擁有人應佔溢利除以已發行普通股的加權平均數計算。

		Three months ended 31 December 截至十二月 三十一日止三個月		Nine months ended 31 December 截至十二月 三十一日止九個月	
		2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)
Profit attributable to owners of the Company	本公司擁有人應佔溢利	391,612	5,441,526	4,411,544	16,775,127
Weighted average number of ordinary shares in issue	已發行普通股的加權平均數	600,000,000	600,000,000	600,000,000	600,000,000
Basic earnings per share (HK cents)	每股基本盈利(港仙)	0.07	0.91	0.74	2.80

No adjustment has been made to the basic earnings per share presented for the nine months ended 31 December 2021 and 2020 as the Group had no potentially diluted ordinary shares in issue during those periods.

並無對截至二零二一年及二零二零年十二月三十一日止九個月所呈列之每股基本盈利作出調整，原因為本集團於該等期間並無具攤薄潛力之已發行普通股。

8 EXPENSES BY NATURE

Expenses included in cost of sales and general and administrative expenses are analysed as follows:

8 按性質劃分的開支

計入銷售成本以及一般及行政開支的開支分析如下：

		Three months ended 31 December 截至十二月 三十一日止三個月		Nine months ended 31 December 截至十二月 三十一日止九個月	
		2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)	2021 二零二一年 HK\$ 港元 (Unaudited) (未經審核)	2020 二零二零年 HK\$ 港元 (Unaudited) (未經審核)
Cost of materials used	已用材料成本	5,920,281	11,541,823	22,917,311	34,274,403
Subcontractor cost	分包商成本	8,713,024	7,767,367	22,494,724	22,267,659
Employee benefit expenses	僱員福利開支	4,721,437	3,781,474	13,930,498	11,089,200
Auditor's remuneration	核數師酬金	240,000	230,000	720,000	693,800

9 RELATED PARTY TRANSACTIONS

The Directors are of the view that the following individuals were related parties that had transactions or balances with the Group.

Related parties	Relationship with the Group
Mr. Kwong	Controlling shareholder and executive Director of the Group
Ms. Li Chuen Chun ("Mrs. Kwong")	Spouse of Mr. Kwong
Ms. Kwong Wing Yan ("Ms. Kwong")	Daughter of Mr. Kwong

(a) During the nine months ended 31 December 2021 and 2020, the Group had the following transactions with its related parties:

	與下列人士訂立之租賃合約有關之已付租金：
Rental paid in relation to rental contract entered into with:	
Mr. Kwong	鄭先生
Mrs. Kwong	鄭太
Mrs. Kwong and Ms. Kwong	鄭太及鄭女士

(b) As at 31 December 2021, the Group recognised lease liabilities to related parties of approximately HK\$338,000 (2020: Nil) over the relevant property leases.

9 關聯方交易

董事認為以下人士為與本集團有交易或結餘之關聯方。

關聯方	與本集團的關係
鄭先生	控股股東及本集團執行董事
李存珍女士 (「鄭太太」)	鄭先生的配偶
鄭詠欣女士 (「鄭女士」)	鄭先生的女兒

(a) 截至二零二一年及二零二零年十二月三十一日止九個月，本集團與其關聯方有以下交易：

Nine months ended	
31 December	
截至十二月三十一日止九個月	
2021	2020
二零二一年	二零二零年
HK\$	HK\$
港元	港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)
180,000	180,000
23,800	-
33,300	33,300

(b) 於二零二一年十二月三十一日，本集團就相關物業租賃而確認應付關聯方的租賃負債約338,000港元(二零二零年：無)。

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS AND FINANCIAL REVIEW

The Group is principally engaged in the Hong Kong car park flooring industry. We provide (i) flooring services, which involve the application of proprietary floor coating products for the purpose of providing a colorful, slip-resistance, hard wearing surface that is resistant against water and petrochemicals; (ii) ancillary services, which include specialised texture painting and waterproofing works; and (iii) sales of car park flooring materials. Our target segment ranges from mid to high end projects in the car park flooring market.

During the nine months ended 31 December 2021, the Group recorded total revenue of approximately HK\$76.8 million, a decrease of 20.4% as compared with approximately HK\$96.5 million for the same period of last year, and the Group's profit decreased from approximately HK\$16.7 million for the nine months ended 31 December 2020 to approximately HK\$4.3 million for the same period ended 31 December 2021.

Revenue

The revenue, which was principally generated from the provision of car park flooring services for construction projects, decreased by 20.4% from approximately HK\$96.5 million for the nine months ended 31 December 2020 to approximately HK\$76.8 million for the nine months ended 31 December 2021. The decrease of revenue was mainly driven by the postponement of certain contracts caused by the change of schedules of relevant main contractors and property developers.

管理層討論及分析

業務及財務回顧

本集團主要從事香港停車場地坪鋪設行業。我們提供：(i)地坪鋪設服務，涉及塗裝專利地坪鋪設塗層產品以提供色彩豐富、防滑以及具防水及不易受石油化工產品破壞特性的耐磨表面；(ii)配套服務，包括專業紋理塗裝及防水工程；及(iii)銷售停車場地坪鋪設材料。我們的目標業務分部為停車場地坪鋪設市場之中高端項目。

截至二零二一年十二月三十一日止九個月，本集團錄得總收益約76,800,000港元，較去年同期約96,500,000港元減少20.4%，而本集團的溢利由截至二零二零年十二月三十一日止九個月的約16,700,000港元減少至截至二零二一年十二月三十一日止同期約4,300,000港元。

收益

截至二零二一年十二月三十一日止九個月，收益（主要來自為建築項目提供停車場地坪鋪設服務）由截至二零二零年十二月三十一日止九個月約96,500,000港元減少20.4%至約76,800,000港元。收益減少主要是由於相關總承建商及物業發展商的計劃變更，導致部分合約延期。

Gross profit and gross profit margin

The Group's gross profit decreased by 25.8% from approximately HK\$35.8 million for the nine months ended 31 December 2020 to approximately HK\$26.6 million for the nine months ended 31 December 2021, primarily due to the decrease of revenue. The gross profit margin of the Group decreased from 37.1% for the nine months ended 31 December 2020 to 34.6% for the same period ended 31 December 2021. The decrease in gross profit was mainly caused by (1) the decrease in revenue for the nine months ended 31 December 2021; and (2) fewer projects with higher profit margin as compared with the nine months ended 31 December 2020.

Other income

Other income of the Group significantly decreased by approximately HK\$1.3 million from approximately HK\$1.5 million for the nine months ended 31 December 2020 to approximately HK\$167,000 for the nine months ended 31 December 2021. Other income for the nine months ended 31 December 2020 primarily consisted of the subsidies provided by the Government of Hong Kong Special Administrative Region under the Employment Support Scheme. There were no such subsidies received for the nine months ended 31 December 2021.

Impairment loss on trade and retention receivables and contract assets

The impairment loss on trade and retention receivables and contract assets increased by approximately HK\$2.2 million from approximately HK\$1.2 million for the nine months ended 31 December 2020 to approximately HK\$3.4 million for the same period ended 31 December 2021.

毛利及毛利率

本集團的毛利由截至二零二零年十二月三十一日止九個月約35,800,000港元減少25.8%至截至二零二一年十二月三十一日止九個月約26,600,000港元，主要由於收益減少。本集團的毛利率由截至二零二零年十二月三十一日止九個月的37.1%減少至截至二零二一年十二月三十一日止同期的34.6%。毛利減少主要是由於(1)截至二零二一年十二月三十一日止九個月之收益減少；及(2)與截至二零二零年十二月三十一日止九個月相比，毛利率較高的項目減少。

其他收入

本集團的其他收入由截至二零二零年十二月三十一日止九個月約1,500,000港元大幅減少約1,300,000港元至截至二零二一年十二月三十一日止九個月約167,000港元。截至二零二零年十二月三十一日止九個月的其他收入主要來自香港特別行政區政府在保就業計劃下所提供的補貼。於截至二零二一年十二月三十一日止九個月並無收取有關補貼。

應收貿易賬款及應收保留金以及合約資產之減值虧損

應收貿易賬款及應收保留金以及合約資產之減值虧損由截至二零二零年十二月三十一日止九個月約1,200,000港元增加約2,200,000港元至截至二零二一年十二月三十一日止同期約3,400,000港元。

Impairment loss is calculated under expected credit loss model with reference to the expected credit loss rates, which were determined based on the Group's internal and historical credit loss data, the days past due and the probability of default of customers and also taking into account the forward-looking information.

General and administrative expenses

General and administrative expenses of the Group increased from approximately HK\$16.0 million for the nine months ended 31 December 2020 to approximately HK\$17.5 million for the nine months ended 31 December 2021. The increase was mainly attributable to the increase in staff cost due to the increased staff number. General and administrative expenses consist primarily of staff cost, depreciation, professional fee, vehicle expenses and other general administrative expenses.

Income tax expense

Income tax expense for the Group was approximately HK\$1.2 million for the nine months ended 31 December 2021 as compared with approximately HK\$3.1 million for the same period ended 31 December 2020. The decrease of income tax expense was mainly due to the decrease in profit before income tax from approximately HK\$19.8 million for the nine month ended 31 December 2020 to approximately HK\$5.6 million for the same period ended 31 December 2021.

減值虧損乃根據預期信貸虧損模型及參照預期信貸虧損率計算，預期信貸虧損率則根據本集團內部及過往信貸虧損數據、逾期日數及客戶違約概率釐定，當中亦考慮前瞻性信息。

一般及行政開支

本集團的一般及行政開支由截至二零二零年十二月三十一日止九個月約16,000,000港元增加至截至二零二一年十二月三十一日止九個月約17,500,000港元。有關增加主要可歸因於員工人數增加導致員工成本增加。一般及行政開支主要包括員工成本、折舊、專業費用、汽車開支及其他一般行政開支。

所得稅開支

截至二零二一年十二月三十一日止九個月，本集團的所得稅開支約為1,200,000港元，而截至二零二零年十二月三十一日止同期的所得稅開支則約為3,100,000港元。所得稅開支減少，主要是因為除所得稅前溢利由截至二零二零年十二月三十一日止九個月約19,800,000港元減少至截至二零二一年十二月三十一日止同期約5,600,000港元。

Profit for the period

As a result of foregoing, the profit of the Group decreased from approximately HK\$16.7 million for the nine months ended 31 December 2020 to approximately HK\$4.3 million for the same period ended 31 December 2021.

OUTLOOK

Looking forward, in light of the uncertainty of the duration and impact of COVID-19 pandemic, the Directors believe the challenges faced by the Group will be (i) the market and economic uncertainty which will affect the development of local property market and the construction schedule of our main contractors who are mainly property developers, which in turn, may have an adverse impact on our business; and (ii) the threat of increasing labour and material costs, which all may weaken the Group's financial performance for coming years.

In order to cope with the challenges and achieve continuous growth for the Group and the shareholders' value as a whole, the Group will continue to pursue the following key strategies: (i) seeking for potential business opportunities to broaden the sources of income; (ii) expanding the market share in specialised texture painting and waterproofing sectors to strengthen its income stream; and (iii) enhancing our operational efficiency and further strengthening our cost control measures.

期內溢利

基於以上所述，本集團溢利由截至二零二零年十二月三十一日止九個月的約16,700,000港元減少至截至二零二一年十二月三十一日止同期的約4,300,000港元。

展望

展望未來，鑑於2019冠狀病毒病疫情的持續時間及影響存在不確定性，董事認為本集團面對的挑戰是(i)市場及經濟的不確定性，其將會影響本地物業市場發展及我們的總承建商（主要為物業發展商）的施工時間表，繼而可能對我們的業務造成不利影響；及(ii)勞工及材料成本上漲的威脅，此等挑戰均可能削弱本集團於未來數年的財務表現。

為應對挑戰以及實現本集團及股東整體價值的持續增長，本集團將繼續採取以下主要策略：(i)尋找潛在商機以擴闊收入來源；(ii)擴大於專業紋理塗裝及防水業務界別的市場份額，以鞏固收入來源；及(iii)提升營運效率並進一步加強成本控制措施。

TREASURY POLICY

The Group adopted a prudent financial management approach towards its treasury policies and maintained a healthy liquidity position throughout the reporting period. The Group strives to reduce exposure to credit risk by performing ongoing credit assessments and evaluations of the financial status of its customers. To manage liquidity risk, the Board closely monitors the Group's liquidity position to ensure that the liquidity structure of the Group's assets, liabilities and commitments can meet its funding requirements from time to time.

CONTINGENT LIABILITY

As at 31 December 2021 and 2020, the Group did not have any significant contingent liabilities.

EVENTS AFTER THE REPORTING PERIOD

Up to the date of this report, there was no significant event after the reporting period that requires disclosures.

庫務政策

本集團已就其庫務政策採納審慎的財務管理方針，於報告期間一直維持穩健的流動資金狀況。本集團通過對其客戶的財務狀況進行持續信貸評估及評價，致力降低所面對的信貸風險。為管理流動資金風險，董事會密切監察本集團的流動資金狀況，以確保本集團的資產、負債及承擔的流動資金結構能夠符合不時的資金需求。

或然負債

於二零二一年及二零二零年十二月三十一日，本集團並無任何重大或然負債。

報告期後事項

截至本報告日期，並無任何重大的報告期後事項須予披露。

DISCLOSURE OF INTERESTS

A. Directors' and chief executives' interests and short positions in the shares, underlying shares and debenture of the Company or any associated corporation

As at 31 December 2021, the interests or short positions of the Directors or chief executive officer of the Company in the shares, underlying shares and debentures of the Company or any of the associated corporations (within the meaning of Part XV of the Securities & Futures Ordinance (Chapter 571 of the Laws of Hong Kong (the "SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they were taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors, to be notified to the Company and the Stock Exchange, were as follows:

權益披露

A. 董事及最高行政人員於本公司或任何相聯法團的股份、相關股份及債權證中擁有的權益及淡倉

於二零二一年十二月三十一日，本公司董事或最高行政人員於本公司或任何相聯法團（定義見香港法例第571章證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債權證中，擁有須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例有關條文彼等被當作或被視為擁有的任何權益或淡倉），或根據證券及期貨條例第352條須登記於該條所指的登記冊內的權益或淡倉，或根據GEM上市規則第5.46至5.67條有關董事進行證券交易而須知會本公司及聯交所的權益或淡倉如下：

Long Position in the shares of the Company

於本公司股份的好倉

Name of Director	Nature of interest	Number of shares held or interested 持有或擁有 權益的股份數目	Approximate percentage of shareholding 股權百分比約佔
董事姓名	權益性質		
Mr. Kwong Chi Man ("Mr. Kwong")	Interest in controlled corporation (Note 1)	392,886,000	65.48%
鄭志文先生(「鄭先生」)	於受控制法團之權益(附註1)		

Note 1: Mr. Kwong beneficially owns 70% of the issued share capital of Sage City Investments Limited ("Sage City"), the beneficial owner holding 65.48% shareholding in the Company. Therefore, Mr. Kwong is deemed to be interested in all the shares of the Company which are beneficially owned by Sage City for the purpose of the SFO. Mr. Kwong is the chairman and an executive Director of the Company, and also a director of Sage City.

附註1：鄭先生實益擁有 Sage City Investments Limited (「Sage City」) 已發行股本的70%，而Sage City為持有本公司約65.48%股權的實益擁有人。因此，就證券及期貨條例而言，鄭先生被視為於Sage City實益擁有之所有本公司股份中擁有權益。鄭先生為本公司主席兼執行董事以及 Sage City的董事。

Long position in the shares of associated corporation

於相聯法團股份的好倉

Name of Director	Nature of interest	Number of shares held or interested in associated corporation 持有或擁有權益的相聯法團股份數目	Percentage of shareholding 股權百分比
董事姓名	權益性質		
Mr. Yip Kong Lok ("Mr. Yip") 葉港樂先生(「葉先生」)	Beneficial owner (Note 2) 實益擁有人(附註2)	3,000 shares in Sage City 於Sage City的3,000股股份	30% in Sage City 於Sage City的 30%權益

Note 2: Mr. Yip is an executive Director and chief executive officer of the Company.

附註2：葉先生為本公司的執行董事兼行政總裁。

Save as disclosed above, as at 31 December 2021, none of the Directors or chief executive officer of the Company had any interests and short positions in the shares, underlying shares or debentures of the Company or any of the associated corporations (within the meaning of Part XV of the SFO) which would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests or short positions which they were taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to the Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors, to be notified to the Company and the Stock Exchange.

除上文披露者外，於二零二一年十二月三十一日，概無本公司董事或最高行政人員於本公司或任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份或債權證中擁有任何權益及淡倉為須根據證券及期貨條例第XV部第7及8分部知會本公司及聯交所(包括根據證券及期貨條例有關條文彼等被當作或被視為擁有的任何權益或淡倉)，或根據證券及期貨條例第352條須登記於該條所指的登記冊內，或根據GEM上市規則第5.46至5.67條有關董事進行證券交易而須知會本公司及聯交所。

B. Substantial Shareholders' and other persons' interests and short positions in the shares, underlying shares and debenture of the Company

So far as the Directors were aware, as at 31 December 2021, the following persons (other than the Directors or chief executive officer of the Company) had interests or short positions in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who were recorded in the register of interests required to be kept under section 336 of the SFO:

Long Position in the shares of the Company

Name	Nature of interest	Number of shares held or interested	Approximate percentage of shareholding
名稱/姓名	權益性質	持有或擁有權益的股份數目	股權百分比約佔
Sage City	Beneficial interest (Note 1) 實益權益(附註1)	392,886,000	65.48%
Mrs. Kwong 鄭太	Interest of spouse (Note 2) 配偶權益(附註2)	392,886,000	65.48%

Notes:

1. Sage City is a company incorporated in the British Virgin Islands and is owned by Mr. Kwong and Mr. Yip as to 70% and 30%, respectively. Mr. Kwong is the chairman, an executive Director of the Company, and also a director of Sage City. Mr. Yip is an executive Director and chief executive officer of the Company.
2. Mrs. Kwong is the spouse of Mr. Kwong and is deemed to be interested in all the shares of the Company in which Mr. Kwong is interested for the purposes of the SFO.

B. 主要股東及其他人士在本公司股份、相關股份及債權證中擁有的權益及淡倉

就董事所知，於二零二一年十二月三十一日，以下人士（並非本公司董事或最高行政人員）於股份或相關股份中擁有權益或淡倉為根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露，或已登記於根據證券及期貨條例第336條須存置的權益登記冊內：

於本公司股份的好倉

Number of shares held or interested	Approximate percentage of shareholding
持有或擁有權益的股份數目	股權百分比約佔
392,886,000	65.48%
392,886,000	65.48%

附註：

1. Sage City乃於英屬處女群島註冊成立之公司，並由鄭先生及葉先生分別擁有70%及30%權益。鄭先生為本公司主席兼執行董事及Sage City之董事。葉先生為本公司執行董事兼行政總裁。
2. 鄭太是鄭先生的配偶，就證券及期貨條例而言，被視為於鄭先生所擁有之所有本公司股份中擁有權益。

Save as disclosed above, as at 31 December 2021, the Directors were not aware that any persons (other than the Directors or chief executive officer of the Company) had interests or short positions in the shares or underlying shares which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who were required to be recorded in the register of interests required to be kept under section 336 of the SFO.

COMPETING INTERESTS

Other than members of the Group, none of the Directors or the controlling shareholders of the Company, neither themselves nor their respective close associates (as defined in the GEM Listing Rules) had interest in any business which competes or is likely to compete, directly or indirectly, with the business of the Group during the nine months ended 31 December 2021.

CORPORATE GOVERNANCE PRACTICE AND COMPLIANCE

The Company has complied with the principles and applicable code provisions of the Corporate Governance Code and Corporate Governance Report (the “**CG Code**”) as set out in Appendix 15 of the GEM Listing Rules for the nine months ended 31 December 2021.

除上文披露者外，就董事所知，於二零二一年十二月三十一日，並無任何人士（並非本公司董事或最高行政人員）於股份或相關股份中擁有權益或淡倉為根據證券及期貨條例第XV部第2及3分部條文須向本公司及聯交所披露，或須登記於根據證券及期貨條例第336條須存置的權益登記冊。

競爭權益

除本集團成員公司外，概無董事或本公司控股股東本身或彼等各自之緊密聯繫人（定義見GEM上市規則）於截至二零二一年十二月三十一日止九個月內直接或間接與本集團業務構成競爭或相當可能構成競爭之任何業務中擁有權益。

企業管治常規及遵例

於截至二零二一年十二月三十一日止九個月，本公司已遵守GEM上市規則附錄十五所載的企業管治守則及企業管治報告（「**企業管治守則**」）的原則及適用守則條文。

CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct for securities transactions by the Directors in respect of the shares of the Company (the “**Code of Conduct**”). Having made specific enquiries to all Directors, each of them has confirmed that he/she has fully complied with the required standard of dealings set out in the Code of Conduct during the nine months ended 31 December 2021.

PURCHASE, SALE OR REDEMPTION OF THE SHARES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the shares of the Company for the nine months ended 31 December 2021.

DIVIDEND

The Board does not recommend the payment of interim dividend for the nine months ended 31 December 2021 (2020: Nil).

SHARE OPTION SCHEME

The Company conditionally adopted a share option scheme (the “**Scheme**”) on 24 September 2016. The terms of the Scheme comply with the provisions of Chapter 23 of the GEM Listing Rules.

No share option has been granted since the adoption of the Scheme and there was no share option outstanding as at 31 December 2021.

董事進行證券交易的操守守則

本公司已採納GEM上市規則第5.48至5.67條作為董事就本公司股份進行證券交易的操守守則(「**操守守則**」)。對全體董事作出具體查詢後，各董事已確認本身於截至二零二一年十二月三十一日止九個月已全面遵守操守守則所載的必守交易準則。

購買、出售或贖回股份

本公司或其任何附屬公司於截至二零二一年十二月三十一日止九個月均並無購買、出售或贖回任何本公司股份。

股息

董事會不建議派發截至二零二一年十二月三十一日止九個月之中期股息(二零二零年：無)。

購股權計劃

本公司已於二零一六年九月二十四日有條件採納購股權計劃(「**該計劃**」)。該計劃之條款符合GEM上市規則第二十三章的條文。

自採納該計劃以來並無授出購股權，於二零二一年十二月三十一日並無發行在外的購股權。

AUDIT COMMITTEE

The Company established the Audit Committee on 24 September 2016 with its written terms of reference in accordance with the GEM Listing Rules and the CG Code. The primary duties of the Audit Committee are to oversee internal control and risk management systems of the Group, and provide advice and comments on the Group's financial reporting matters to the Board.

The Audit Committee has reviewed this report and the Group's unaudited condensed consolidated financial results for the nine months ended 31 December 2021.

By order of the Board

Kwong Man Kee Group Limited

Kwong Chi Man

Chairman and Executive Director

Hong Kong, 8 February 2022

As at the date of this report, the executive Directors are Mr. Kwong Chi Man, Mr. Yip Kong Lok and Mr. Yip Wai Man and the independent non-executive Directors are Ms. Yu Wan Wah Amparo, Mr. Law Pui Cheung and Mr. Wat Danny Hiu Yan.

審核委員會

本公司已於二零一六年九月二十四日根據GEM上市規則及企業管治守則之規定，成立審核委員會並以書面方式訂明其職權範圍。審核委員會之主要職責為監察本集團的內部控制系統及風險管理系統，並就本集團的財務報告事宜向董事會提供建議及意見。

審核委員會已審閱本報告及本集團截至二零二一年十二月三十一日止九個月的未經審核簡明綜合財務業績。

承董事會命

鄭文記集團有限公司

主席兼執行董事

鄭志文先生

香港，二零二二年二月八日

於本報告日期，執行董事為鄭志文先生、葉港樂先生及葉偉文先生以及獨立非執行董事為余韻華女士、羅沛昌先生及屈曉昕先生。

鄺文記集團有限公司
KWONG MAN KEE GROUP LIMITED



MIX

Paper from responsible sources

源自負責任的森林資源的紙張

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