

HING MING HOLDINGS LIMITED

興銘控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Stock code: 8425

2022
INTERIM REPORT

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

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

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

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This report, for which the directors of Hing Ming Holdings Limited (the "Company" and the "Directors", respectively) 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.

INTERIM RESULTS

The board of Directors (the “Board”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 September 2022 together with the relevant comparative unaudited figures for the corresponding period in 2021 and the relevant explanatory notes as follows:

UNAUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three and six months ended 30 September 2022

	Notes	Three months ended 30 September		Six months ended 30 September	
		2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000
Revenue	3	23,435	11,539	48,872	22,726
Cost of sales and services rendered		(18,530)	(7,230)	(36,779)	(14,949)
Gross profit		4,905	4,309	12,093	7,777
Other income		2,210	2	2,651	12
Administrative expenses		(4,661)	(2,510)	(7,401)	(5,097)
Finance costs		(421)	(161)	(789)	(198)
Profit before income tax expense	5	2,033	1,640	6,554	2,494
Income tax expense	6	(327)	(585)	(689)	(344)
Profit and total comprehensive income for the period attributable to owners of the Company		1,706	1,055	5,865	2,150
Earnings per share — Basic and diluted	8	HK0.43 cent	HK0.26 cent	HK1.47 cent	HK0.54 cent

UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 September 2022

		As at 30 September 2022 (unaudited) HK\$'000	As at 31 March 2022 (audited) HK\$'000
	Notes		
Non-current assets			
Property, plant and equipment		129,981	125,631
Deposits paid for purchase of property, plant and equipment		—	1,126
		<u>129,981</u>	<u>126,757</u>
Current assets			
Inventories		—	210
Trade receivables	9	17,133	17,411
Prepayments, deposits and other receivables		2,698	4,096
Cash and cash equivalents		28,470	30,422
		<u>48,301</u>	<u>52,139</u>
Current liabilities			
Trade and other payables	10	7,870	12,558
Lease liabilities		8,266	5,503
Borrowings		8,017	14,152
		<u>24,153</u>	<u>32,213</u>

	As at 30 September 2022 (unaudited) HK\$'000	As at 31 March 2022 (audited) HK\$'000
Notes		
Net current assets	24,148	19,926
Total assets less current liabilities	154,129	146,683
Non-current liabilities		
Borrowings	10,333	4,690
Lease liabilities	2,634	6,194
Deferred tax liabilities	15,134	14,445
	28,101	25,329
Net Assets	126,028	121,354
Capital and Reserves		
Share capital	4,000	4,000
Reserves	122,028	117,354
Total Equity	126,028	121,354

UNAUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2022

	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Treasury Share HK\$'000	Retained earnings HK\$'000	Total HK\$'000
At 1 April 2022 (audited)	4,000	63,824	6,000	—	47,530	121,354
Profit and total comprehensive income for the period	—	—	—	—	5,865	5,865
Repurchase of Shares	—	—	—	(1,191)	—	(1,191)
At 30 September 2022 (unaudited)	<u>4,000</u>	<u>63,824</u>	<u>6,000</u>	<u>(1,191)</u>	<u>53,395</u>	<u>126,028</u>
At 1 April 2021 (audited)	4,000	63,824	6,000	—	50,565	124,389
Profit and total comprehensive income for the period	—	—	—	—	2,150	2,150
At 30 September 2021 (unaudited)	<u>4,000</u>	<u>63,824</u>	<u>6,000</u>	<u>—</u>	<u>52,715</u>	<u>126,539</u>

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2022

	Six months ended 30 September	
	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000
Net cash from/(used in) operating activities	12,712	(1,480)
Net cash used in investing activities	(15,366)	(15,724)
Net cash from financing activities	702	14,323
Net decrease in cash and cash equivalents	(1,952)	(2,881)
Cash and cash equivalents at beginning of the period	30,422	13,796
Cash and cash equivalents at end of the period	28,470	10,915

NOTES

1. GENERAL

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 8 April 2016. The issued shares of the Company (the “**Shares**”) were initially listed on GEM of the Stock Exchange (the “**Listing**”) on 15 March 2017 (the “**Listing Date**”). The address of the Company’s registered office is Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman KY1-1111, Cayman Islands and its principal place of business in Hong Kong is Room A4, 2/F., Tsim Sha Tsui Mansion, 83- 87 Nathan Road, Kowloon, Hong Kong.

The Company is an investment holding company. The Company and its subsidiaries (collectively referred to as the “**Group**”) are principally engaged in trading, installation and renting of suspended working platforms and other construction equipment.

In the opinion of the Directors, the immediate and ultimate holding company is Hing Gut Limited (“**Hing Gut**”), a company incorporated in the British Virgin Islands.

2. SIGNIFICANT ACCOUNTING POLICIES

(A) Statement of compliance

The unaudited consolidated financial statements of the Group for the six months ended 30 September 2022 (the “**2022 Interim Financial Statements**”) have been prepared in accordance with the Hong Kong Financial Reporting Standards (the “**HKFRSs**”) issued by the Hong Kong Institute of Certified Public Accountants (the “**HKICPA**”) and the applicable disclosure requirements of the GEM Listing Rules.

Other than the adoption of new accounting policies and changes in accounting policies resulting from application of new and amendments to HKFRSs, the accounting policies and methods of computation used in the unaudited consolidated financial statements for the six months ended 30 September 2022 are the same as those presented in the Group’s annual financial statements for the year ended 31 March 2022.

2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

(A) Statement of compliance (Continued)

Amendments to HKFRSs that are mandatorily effective for the current period

The Group has applied the following amendments to HKFRSs which are mandatorily effective for the period:

Amendment to HKFRS 16	Covid-19-Related Rent Concessions
Amendment to HKFRS 16	Covid-19-Related Rent Concessions beyond 30 June 2021
Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	Interest Rate Benchmark Reform — Phase 2

The application of the amendments to HKFRSs in the relevant period has had no material effect on the amounts reported and/or disclosures in these unaudited consolidated financial statements.

(B) Basis of preparation

The measurement basis used in the preparation of the 2022 Interim Financial Statements is the historical cost basis.

The preparation of the 2022 Interim Financial Statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The 2022 Interim Financial Statements have not been audited by the Company's independent auditor, but have been reviewed by the audit committee of the Board (the "Audit Committee").

The 2022 Interim Financial Statements are presented in Hong Kong dollars ("HK\$") which is also the functional currency of the Group, and all values are rounded to the nearest thousands, except when otherwise indicated.

3. REVENUE

Revenue, which is also the Group's turnover, represents income received and receivable from rental and related services and trading of equipment and spare parts during the six months ended 30 September 2022 and is summarised as follows:

	Three months ended 30 September		Six months ended 30 September	
	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000
Rental and related services	23,435	10,494	47,474	21,357
Trading of equipment and spare parts	—	1,045	1,398	1,369
Total	23,435	11,539	48,872	22,726

4. SEGMENT INFORMATION

The chief operating decision maker is identified as the executive Directors. The Group has identified the operating segment based on the regular internal financial information reported to the executive Directors for their decisions about resources allocation and review of performance. During the six months ended 30 September 2022, the executive Directors have considered the only operating segment of our Group is rental and related services and trading of equipment and spare parts.

5. PROFIT BEFORE INCOME TAX EXPENSE

	Three months ended 30 September		Six months ended 30 September	
	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000
Profit before income tax expense is arrived at after charging/ (crediting):				
Auditor's remuneration	129	113	258	223
Cost of inventories sold and materials consumed	318	475	2,906	591
Exchange gain, net	—	—	(165)	(5)
Depreciation of property, plant and equipment	3,900	2,706	7,628	6,224
Staff costs (including Directors' remuneration)				
— Salaries, wages and other benefits	4,898	2,178	8,772	5,115
— Retirement costs	131	92	259	217

6. INCOME TAX EXPENSE

The income tax expense in the unaudited consolidated statement of profit or loss and other comprehensive income represents:

	Three months ended 30 September		Six months ended 30 September	
	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000
Hong Kong profits tax				
Current tax	—	204	—	204
Deferred tax expense	327	381	689	140
Income tax expense	<u>327</u>	<u>585</u>	<u>689</u>	<u>344</u>

Hong Kong Profits Tax

Under the two-tiered profits tax rates regime, one of the subsidiaries of the Company is subject to Hong Kong Profits Tax at the rate of 8.25% for the first HK\$2 million of estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million. Other subsidiaries of the Company are subject to Hong Kong Profits Tax at the rate of 16.5% for the six months ended 30 September 2022 and 30 September 2021, respectively.

Income tax from other tax jurisdictions

Pursuant to the rules and regulations of the Cayman Islands and the BVI, the Group is not subject to any income tax in the respective tax jurisdictions.

7. DIVIDEND

The Board does not declare the payment of any dividend for the six months ended 30 September 2022 (2021: Nil).

8. EARNINGS PER SHARE

The calculation of the basic earnings per share attributable to the owners of the Company is based on the following data:

	Three months ended 30 September		Six months ended 30 September	
	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000	2022 (unaudited) HK\$'000	2021 (unaudited) HK\$'000
Earnings:				
Profit attributable to owners of the Company for the purpose of calculating basic earnings per share	1,706	1,055	5,865	2,150
	'000	'000	'000	'000
Number of shares:				
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share (Note)	400,000	400,000	400,000	400,000
Basic earnings per share	HK0.43 cent	HK0.26 cent	HK1.47 cent	HK0.54 cent

Note:

The calculation of basic earnings per share is based on the profit attributable to the owners of the Company for the six months ended 30 September 2022 of HK\$5,865,000 (2021: HK\$2,150,000) and the weighted average of ordinary shares of 400,000,000 (2021: 400,000,000) in issue during the period.

Diluted earnings per share were the same as the basic earnings per share as there were no dilutive ordinary shares in existence during the six months ended 30 September 2022 and 2021.

9. TRADE RECEIVABLES

	As at 30 September 2022 (unaudited) HK\$'000	As at 31 March 2022 (audited) HK\$'000
Trade receivables	19,001	21,214
Less: loss allowance	(1,868)	(3,803)
	17,133	17,411

9. TRADE RECEIVABLES (CONTINUED)

The Group's trading terms with its existing customers are mainly on credit. The credit period is 30 days or based on the terms agreed in the sale and rental agreements.

An ageing analysis of the Group's trade receivables net of impairment and based on invoice date, is as follows:

	As at 30 September 2022 (unaudited) HK\$'000	As at 31 March 2022 (audited) HK\$'000
Within 1 month	5,811	7,696
More than 1 month but not more than 3 months	7,364	5,883
More than 3 months but not more than 6 months	3,426	3,349
More than 6 months but not more than 1 year	475	483
More than 1 year	57	—
	17,133	17,411

Trade receivables that were past due but not impaired relate to customers that have a good track record with the Group. Based on past experience, the directors of the Group are of the opinion that no provision for impairment is necessary in respect of these balances as there has not been a significant change in credit quality and the balances are still considered fully recoverable. The Group does not hold any collateral over these balances.

10. TRADE AND OTHER PAYABLES

	As at 30 September 2022 (unaudited) HK\$'000	As at 31 March 2022 (audited) HK\$'000
Trade payables	1,593	3,317
Payable for purchase of property, plant and equipment	3,186	7,313
Accrual expenses and other payables	3,091	1,928
	7,870	12,558

All trade and other payables are expected to be settled within one year.

An ageing analysis of the Group's trade payables, based on invoice date, is as follows:

	As at 30 September 2022 (unaudited) HK\$'000	As at 31 March 2022 (audited) HK\$'000
Within 1 month	1,593	951
More than 1 month but not more than 3 months	—	2,366
	1,593	3,317

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW AND OUTLOOK

Our Group is principally engaged in (i) providing rental services of temporary suspended working platforms and other equipment, mainly including tower cranes and generators; and (ii) trading of equipment and spare parts, mainly including permanent suspended working platforms, motors and wire rope.

Rental and Related Services

Our Group has been providing temporary suspended working platforms to our customers for housing construction or repair and refurbishment purposes. We source motors and other temporary suspended working platform components separately from our suppliers, and we assemble the platforms in our storage and repairing workshop located in Pat Heung, Hong Kong. Apart from temporary suspended working platforms, our Group also offers tower crane and generator rental services to our customers for housing construction purpose.

Trading of Equipment and Spare Parts

With our established customer and supplier base, we also engage in the trading of equipment and spare parts, mainly including permanent suspended working platforms, motors and wire rope, predominantly in Hong Kong which further enhances our capability to satisfy customers' demands. We source our equipment and spare parts from suppliers mainly located in Germany, Belgium, Spain, Singapore and China, and sell them mainly to construction contractors and trading companies in Hong Kong.

During the reporting period, our Group recorded an increase in revenue for the six months ended 30 September 2022, which increased by approximately 115% to approximately HK\$48.9 million as compared with revenue of approximately HK\$22.7 million for the six months ended 30 September 2021. Our Group will endeavor to further improve its revenue performance on its core business by executing flexible strategies to face the market challenges and will continue to intensify the rental service of tower crane to capture the market demands.

On 25 August 2022 (after trading hours), Hing Ming Equipment Company Limited, a wholly-owned subsidiary of our Company, entered into a non-legally binding strategic cooperation framework agreement with Xuzhou Construction Machinery Group Imp. & Exp. Co., Ltd. (徐州工程機械集團進出口有限公司) in respect of potential cooperation in the tower cranes business in Hong Kong, as an initiative of our Group to expand in the field of the tower crane business and enhance the market competitiveness of our Group. For further details, please refer to the announcement of our Company dated 25 August 2022.

Looking forward, our Group will continue to adopt a positive yet prudent approach in its business strategies aiming to enhance the Group's profitability and shareholders' value in the long run.

FINANCIAL REVIEW

Revenue

Our Group recorded an increase in revenue for the six months ended 30 September 2022, which increased by approximately 115% to approximately HK\$48.9 million as compared with revenue of approximately HK\$22.7 million for the six months ended 30 September 2021. The increase was mainly due to increase in income generated from tower crane rental and related service.

Cost of sales and services rendered

Our Group's cost of sales and services rendered amounted to approximately HK\$36.8 million for the six months ended 30 September 2022, representing an increase of approximately 146% (2021: approximately HK\$14.9 million). Cost of sales and services rendered mainly represents the cost of inventories sold and materials consumed, staff costs, subcontracting fee, rental of equipment and depreciation. The increase was in line with the increase in revenue for the six months ended 30 September 2022.

Gross profit and gross profit margin

Our Group's gross profit increased by approximately 55.5% from approximately HK\$7.8 million for the six months ended 30 September 2021 to approximately HK\$12.1 million for the six months ended 30 September 2022, with gross profit margin at approximately 24.7% (2021: approximately 34.2%). The increase in gross profit was mainly due to the increase in revenue during the period.

Other income

Our Group recognised other income of approximately HK\$2.7 million and approximately HK\$12,000 for the six months ended 30 September 2022 and 2021, respectively. The increase was mainly due to the income received from anti-epidemic fund subsidy scheme and recovery from impairment loss of trade receivable in the six months ended 30 September 2022 (six months ended 30 September 2021: nil).

Administrative expenses

Our administrative expenses increased by approximately HK\$2.3 million or 45.2% from approximately HK\$5.1 million for the six months ended 30 September 2021 to approximately HK\$7.4 million for the six months ended 30 September 2022. The increase was mainly due to the increase of staff cost and director's emoluments.

Finance costs

Our finance costs increased by approximately HK\$591,000 or 298.5% from approximately HK\$198,000 for the six months ended 30 September 2021 to approximately HK\$789,000 for the six months ended 30 September 2022. The increase was mainly due to the increase in finance liabilities under finance lease of tower cranes and borrowing.

Profit and total comprehensive income for the period

Our Group's profit and total comprehensive income increased by approximately 172.8% from approximately HK\$2.2 million for the six months ended 30 September 2021 to approximately HK\$5.9 million for the six months ended 30 September 2022. The increase was mainly due to the increase in revenue and other income during the six months ended 30 September 2022.

Liquidity and capital resources

Our Group financed the operations through a combination of cash flow from operations, borrowings and finance leases. As at 30 September 2022, our Group had cash and cash equivalents of approximately HK\$28.5 million (31 March 2022: approximately HK\$30.4 million). The decrease in cash and cash equivalents was mainly due to purchase of property, plant and equipment during the six months ended 30 September 2022.

As at 30 September 2022, we had lease liabilities of approximately HK\$10.9 million (31 March 2022: HK\$11.7 million) and short term borrowings of approximately HK\$18.3 million (31 March 2022: HK\$18.8 million), which were all denominated in Hong Kong Dollars. Our gearing ratio, calculated based on the sum of the lease liabilities and short term borrowings divided by the total equity at the end of the period/year and multiplied by 100%, stood at approximately 23.2% as at 30 September 2022 (31 March 2022: approximately 25.2%). Our Group's financial position is sound and strong. With available bank balances and cash and banking facilities, our Group has sufficient liquidity to satisfy the funding requirements.

Capital structure

On 15 March 2017 (the "Listing Date"), the issued shares of our Company (the "Shares") were successfully listed on GEM of the Stock Exchange. The share capital of our Company only comprises ordinary shares.

Since the Listing Date and up to 30 September 2022, our Group's capital structure had not changed. As at 30 September 2022, our Company's issued share capital amounted to HK\$4,000,000 and there were a total of 400,000,000 issued ordinary shares with a nominal value of HK\$0.01 each.

During the period from 20 September 2022 to 5 October 2022, pursuant to the general mandate to repurchase the Shares granted by the shareholders of our Company at the annual general meeting of our Company held on 18 August 2022, our Company repurchased an aggregate of 24,000,000 Shares, representing 6% of the then total number of issued Shares. For further details of the repurchase of Shares, please refer to the next day disclosure returns of our Company published during the period from 20 September 2022 to 5 October 2022. The 24,000,000 Shares repurchased by our Company were cancelled on 14 October 2022. Following the cancellation of Shares and as at the date of this report, our Company's issued share capital amounted to HK\$3,760,000 and there were a total of 376,000,000 issued ordinary shares with a nominal value of HK\$0.01 each.

Commitments

As at 30 September 2022, the Group did not have any significant capital commitments (31 March 2022: approximately HK\$1.1 million).

Contingent liabilities

As at 30 September 2022, the Company issued corporate guarantee to a subsidiary in respect of the plant and machinery under lease arrangement at 5.12%-5.18% (31 March 2022: 5.12%-5.18%) per annum with the carrying amount of approximately HK\$7.1 million (31 March 2022: HK\$7.5 million).

Foreign exchange exposure

Our Group's revenue generating operations are mainly transacted in Hong Kong Dollars. Our Directors consider that the impact of foreign exchange exposure to our Group is minimal.

Material acquisitions or disposals of subsidiaries, associates and joint ventures, and plans for material investments or capital assets

There were no material acquisitions or disposals of subsidiaries, associates and joint ventures by the Group during the six months ended 30 September 2022. Save for the business plan as disclosed in the prospectus of the Company dated 28 February 2017 (the "Prospectus") and the announcement of the Company dated 28 August 2020, there was no other plan for material investments or capital assets as at 30 September 2022.

Significant investments

As at 30 September 2022, our Group did not hold any significant investments.

Charge on our Group's assets

As at 30 September 2022, our Group had no charges on our Group's assets.

Employees and remuneration policies

As at 30 September 2022, our Group employed 39 (31 March 2022: 39) full-time employees. Staff costs of our Group (including Directors' remuneration) were approximately HK\$9.0 million for the six months ended 30 September 2022 (2021: approximately HK\$5.3 million). The increase in staff costs was mainly due to the increase in director's emoluments and staff monthly salaries for the six months ended 30 September 2022. We determine the employees' remuneration based on factors such as qualification, responsibilities, contributions and years of experience. In addition to basic salary, discretionary bonus may be granted to staff by reference to the Group's financial results, individual staff member's performance and the market conditions. We provide a defined contribution to the mandatory provident fund as required under the Mandatory Provident Fund Schemes Ordinance (Chapter 485 of the Laws of Hong Kong) for our eligible employees in Hong Kong. The key principles of the remuneration policy are to remunerate employees in a manner that is market competitive. We regularly carry out staff evaluation to assess their performance. Furthermore, our Company has adopted a share option scheme to reward the participants for their contribution to our Group. Our Group also arranges on-the-job trainings relevant to the employees' current job duties to update and further develop their skills and knowledge.

DISCLOSURE OF INTERESTS

A. DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY ASSOCIATED CORPORATION

As at 30 September 2022, the interests or short positions of each of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "SFO")), which would be required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she was taken or deemed to have under such provisions of the SFO) or (b) pursuant to section 352 of the SFO, to be recorded in the register referred to therein or (c) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, are set out as follows:

Long position in the ordinary Shares

Name of Directors	Capacity/ Nature of Interest	Number of Shares Held	Approximate Percentage of Total Issued Shares
Mr. Tang Hing Keung (Note 1)	Interest in a controlled corporation	120,000,000	30.0% (Note 2)
Ms. Au Fung Yee (Note 1)	Interest of spouse	120,000,000	30.0% (Note 2)

Notes:

1. The Company is owned as to 30.0% by Hing Gut Limited ("Hing Gut"), which is an investment holding company. Hing Gut is owned as to 90% by Mr. Tang Hing Keung and as to 10% by Ms. Au Fung Yee. Under the SFO, Mr. Tang Hing Keung is deemed to be interested in the same number of Shares held by Hing Gut. Ms. Au Fung Yee is the wife of Mr. Tang Hing Keung. Under the SFO, Ms. Au Fung Yee is deemed to be interested in the same number of Shares in which Mr. Tang Hing Keung is interested and is deemed to be interested. Mr. Tang Hing Keung and Ms. Au Fung Yee are directors of Hing Gut.

2. Following the cancellation of Shares on 14 October 2022 as detailed in “Management Discussion and Analysis — Financial Review — Capital Structure” in this report, the Company has an aggregate of 376,000,000 issued Shares. The approximate percentage of shareholding in the Company that Mr. Tang Hing Keung and Ms. Au Fung Yee are interested in amounts to 31.9% following the said cancellation of Shares.

Long position in the ordinary shares of the associated corporation

Name of Directors	Name of Associated Corporation	Capacity/ Nature of Interest	Number of Shares Held	Approximate Percentage of Shareholding
Mr. Tang Hing Keung	Hing Gut	Beneficial owner	9	90%
Ms. Au Fung Yee	Hing Gut	Beneficial owner	1	10%

Save as disclosed above, as at 30 September 2022, none of the Directors and the chief executive of the Company had registered an interest or short position in the shares or underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have under such provisions of the SFO) or (b) pursuant to section 352 of the SFO, to be recorded in the register referred to therein or (c) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange.

B. SUBSTANTIAL SHAREHOLDERS' INTERESTS IN THE SHARES AND UNDERLYING SHARES

As at 30 September 2022, so far as is known to the Directors, the following entity/person (other than the Directors or chief executive of the Company, whose interests or short positions are disclosed under the paragraph headed "Directors' and chief executive's interests and short positions in the shares, underlying shares and debentures of the Company or any associated corporation" above) had interests or short positions in the Shares and the underlying Shares, which were required to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to section 336 of the SFO, to be entered in the register referred to therein:

Name of Shareholders	Capacity/Nature of Interest	Number of Shares Held	Percentage of Total Issued Shares
Hing Gut (Note 1)	Beneficial interest	120,000,000 (L)	30.0% (Note 2)
Mr. Lee Yu Leung	Beneficial interest	98,524,000 (L)	24.6% (Note 3)

Notes:

1. The Company is owned as to 30.0% by Hing Gut as at 30 September 2022. Hing Gut is owned as to 90% by Mr. Tang Hing Keung and as to 10% by Ms. Au Fung Yee.
 2. Following the cancellation of Shares on 14 October 2022 as detailed in "Management Discussion and Analysis — Financial Review — Capital Structure" in this report, the Company has an aggregate of 376,000,000 issued Shares. The approximate percentage of shareholding in the Company that Hing Gut is interested in amounts to 31.9% following the said cancellation of Shares.
 3. Following the cancellation of Shares on 14 October 2022 as detailed in "Management Discussion and Analysis — Financial Review — Capital Structure" in this report, the Company has an aggregate of 376,000,000 issued Shares. The approximate percentage of shareholding in the Company that Mr. Lee Yu Leung is interested in amounts to 26.2% following the said cancellation of Shares.
- L: Denotes a "long position" (as defined under Part XV of the SFO) in such Shares.

Save as disclosed above, as at 30 September 2022, the Directors were not aware of any persons who or entities which had interests or short positions in the Shares or underlying Shares, which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to section 336 of the SFO, to be recorded in the register referred to therein.

CORPORATE GOVERNANCE PRACTICES

Code provision C.2.1 of the Corporate Governance Code contained in Appendix 15 to the GEM Listing Rules (the “CG Code”) stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. Tang Hing Keung is the chairman of our Board and the chief executive officer of the Company. In view of the fact that Mr. Tang Hing Keung is one of the co-founders of our Group and has been operating and managing our Group since its establishment in 1997, all the other Directors believe that the vesting of the roles of chairman and chief executive officer in Mr. Tang Hing Keung is beneficial to the business operations and management of our Group and will provide a strong and consistent leadership to our Group. Mr. Tang Hing Keung provides leadership to the Company and is responsible for strategic planning and the overall management and supervision of operations of our Group. As all major decisions are made in consultation with the members of the Board, and there are three independent non-executive Directors on the Board offering independent advices, the Board is of the view that there are adequate safeguards in place to ensure sufficient balance of powers and authority within the Board. Accordingly, the Company has not segregated the roles of its chairman and chief executive officer as required by the said code provision. The Board will continue to review and monitor the practices of our Company for the purpose of complying with the CG Code and maintaining a high standard of corporate governance practices of our Company.

Save for the deviation from code provision C.2.1 as mentioned above, the Board is satisfied that the Company had complied with all the code provisions of the CG Code during the six months ended 30 September 2022.

SHARE OPTION SCHEME

The Company’s share option scheme (the “Share Option Scheme”) was adopted pursuant to a resolution of the sole shareholder passed on 23 February 2017 for the purpose of providing incentives or rewards to eligible persons whom the Board considers, in its sole discretion, to have contributed or will contribute to our Group. The terms of the Share Option Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

As no share option has been granted since the adoption of the Share Option Scheme, there was no share option outstanding as at 30 September 2022 and no options were exercised or cancelled or lapsed during the six months ended that date.

COMPETING BUSINESS

During the six months ended 30 September 2022, the Directors were not aware of any business or interest of the Directors, the controlling shareholders of the Company and their respective close associates that had competed or might compete with the business of our Group and any other conflicts of interests which any such person had or might have with our Group.

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

Neither our Company nor any member of our Group purchased, sold or redeemed any of the listed securities of our Company during the six months ended 30 September 2022.

SECURITIES TRANSACTIONS BY DIRECTORS

Our Company has adopted the required standard of dealings in the securities (the "Required Standard of Dealings") as contained in Rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct governing the securities transactions by the Directors. Following a specific enquiry made by our Company on each of the Directors, all Directors have confirmed that they have complied with the Required Standard of Dealings during the six months ended 30 September 2022.

COMPARISON OF BUSINESS OBJECTIVES WITH ACTUAL BUSINESS PROGRESS

An analysis comparing the business objectives as set out in the Prospectus with our Group's actual business progress for the period from the Listing Date to 30 September 2022 is set out below:

BUSINESS OBJECTIVES

Strengthen our market position in the suspended working platform industry

Diversify our income stream and capture the market demand of rental services of tower crane

ACTUAL PROGRESS

Our Group has acquired new motors and other necessary components for replacement of old temporary suspended working platforms.

Our Group acquired additional tower cranes in order to capture the market demand of rental services of tower crane and meet the needs of our customers. Our Group retained two general technicians and a sales manager to support our operation in the tower crane rental business.

PRINCIPAL RISKS AND UNCERTAINTIES

Our Group's financial condition, results of operations, businesses and prospects would be affected by a number of risks and uncertainties. All the risks relating to our Group's business have been set out in the section headed "Risk Factors" in the Prospectus.

IMPORTANT EVENTS AFTER THE REPORTING PERIOD

Save as disclosed in this report, the Board is not aware of any material event requiring disclosure that has taken place subsequent to 30 September 2022 and up to the date of this report.

AUDIT COMMITTEE

The Company established an Audit Committee on 23 February 2017 with written terms of reference in compliance with code provision D.3.3 of the CG Code and Rules 5.28 to 5.33 of the GEM Listing Rules. The primary duties of the Audit Committee are, among other things, to make recommendations to the Board on the appointment, re-appointment and removal of external auditors and to review and supervise the financial reporting process, risk management and internal control systems of the Group. The Audit Committee currently comprises three independent non-executive Directors, namely Mr. Chiu Chi Wing, Mr. Kwan Woon Man Boris and Mr. Yeung Chi Fai. Mr. Chiu Chi Wing is the chairman of the Audit Committee. The Audit Committee has reviewed the 2022 Interim Financial Statements and this report and is of the view that such statements have been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and other applicable legal requirements, and that adequate disclosure has been made.

By order of the Board
Hing Ming Holdings Limited
Tang Hing Keung
Chairman and Chief Executive Officer

Hong Kong, 14 November 2022

As at the date of this report, the executive Directors are Mr. Tang Hing Keung (Chairman and Chief Executive Officer) and Mr. Tang Ming Hei; the non-executive Directors are Ms. Au Fung Yee and Mr. Au Lop Wah Edmond; and the independent non-executive Directors are Mr. Kwan Woon Man Boris, Mr. Chiu Chi Wing and Mr. Yeung Chi Fai.