高萌·科技

KML Technology Group Limited

高萌科技集團有限公司

(Incorporated in the Cayman Islands with limited liability)

（於開曼群島註冊成立之有限公司）

Stock Code 股份代號：8065

First Quarterly Report
第一季度報告 2021

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

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This report, in both English and Chinese versions, is available on the Company's website at www.kml.com.hk.

香港聯合交易所有限公司(「聯交所」)GEM的特色

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主板買賣之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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*本報告的資料乃遵照聯交所的GEM證券上市規則(「**GEM上市規則**」)而刊載，旨在提供有關高萌科技集團有限公司(「**本公司**」，連同其附屬公司統稱「**本集團**」或「**我們**」)的資料；本公司董事(「**董事**」)願就本報告共同及個別地承擔全部責任。各董事在作出一切合理查詢後，確認就其所深知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成份，且並無遺漏其他事項，足以令致本報告或其所載任何陳述產生誤導。*

本報告的英文本及中文本已登載於本公司網站www.kml.com.hk。

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CORPORATE INFORMATION 公司資料

BOARD OF DIRECTORS 董事會

Executive Directors **執行董事**
Mr. Luk Kam Ming *(Chairman)* 陸鑑明先生*(主席)*
Mr. Chan Chak Lun Philip *(Chief executive officer)* 陳澤麟先生*(行政總裁)*
Mr. Luk Kwai Lung 陸季農先生
Mr. Luk Yin Cheung 陸彥彰先生

Independent Non-executive Directors **獨立非執行董事**
Mr. Lau On Kwok 劉安國先生
Mr. Law Wing Chi Stephen 羅永志先生
Dr. Tse Chi Kong 謝智剛博士

Audit Committee **審核委員會**
Mr. Lau On Kwok *(Chairman)* 劉安國先生*(主席)*
Mr. Law Wing Chi Stephen 羅永志先生
Dr. Tse Chi Kong 謝智剛博士

Remuneration Committee **薪酬委員會**
Dr. Tse Chi Kong *(Chairman)* 謝智剛博士*(主席)*
Mr. Lau On Kwok 劉安國先生
Mr. Luk Kam Ming 陸鑑明先生

Nomination Committee **提名委員會**
Mr. Luk Kam Ming *(Chairman)* 陸鑑明先生*(主席)*
Mr. Law Wing Chi Stephen 羅永志先生
Dr. Tse Chi Kong 謝智剛博士

Risk Management Committee **風險管理委員會**
Mr. Law Wing Chi Stephen *(Chairman)* 羅永志先生*(主席)*
Mr. Chan Chak Lun Philip 陳澤麟先生
Mr. Lau On Kwok 劉安國先生
Mr. Luk Kwai Lung 陸季農先生
Mr. Luk Yin Cheung 陸彥彰先生

AUTHORISED REPRESENTATIVES 法定代表
Mr. Luk Kwai Lung 陸季農先生
Ms. Woo Siu Wai 胡劭卉女士

COMPANY SECRETARY 公司秘書
Ms. Woo Siu Wai 胡劭卉女士

COMPLIANCE OFFICER 合規主任
Mr. Luk Yin Cheung 陸彥彰先生

AUDITOR
Ernst & Young
Certified Public Accountants
Registered Public Interest Entity Auditor
27/F, One Taikoo Place
979 King's Road, Quarry Bay
Hong Kong

REGISTERED OFFICE
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG
B12, G/F
Shatin Industrial Centre
Siu Lek Yuen Road
Shatin, New Territories
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS
Conyers Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

HONG KONG SHARE REGISTRAR
Tricor Investor Services Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

PRINCIPAL BANKER
The Hongkong and Shanghai Banking Corporation Limited
HSBC Main Building
1 Queen's Road Central
Hong Kong

COMPANY'S WEBSITE
www.kml.com.hk

STOCK CODE
8065

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執業會計師
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香港
新界沙田
小瀝源路
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地下B12室

開曼群島主要股份過戶登記處

Conyers Trust Company (Cayman) Limited
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香港股份登記處
卓佳證券登記有限公司
香港
皇后大道東183號
合和中心54樓

主要往來銀行
香港上海滙豐銀行有限公司
香港
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公司網站
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股份代號
8065

FINANCIAL HIGHLIGHTS

Revenue of the Group for the three months ended 30 June 2021 amounted to approximately Hong Kong dollars ("**HK$**") 47.3 million, representing a decrease of approximately HK$15.8 million or approximately 25.0% as compared with the revenue of approximately HK$63.1 million for the three months ended 30 June 2020.

Gross profit of the Group for the three months ended 30 June 2021 amounted to approximately HK$16.7 million (2020: approximately HK$14.1 million).

The net profit of the Group for the three months ended 30 June 2021 amounted to approximately HK$5.8 million (2020: approximately HK$5.3 million).

The board of directors (the "**Board**") does not recommend a payment of an interim dividend for the three months ended 30 June 2021 (2020: Nil).

財務摘要

本集團截至二零二一年六月三十日止三個月的收益約為47.3百萬港元(「**港元**」),較截至二零二零年六月三十日止三個月的收益約63.1百萬港元減少約15.8百萬港元或約25.0%。

本集團截至二零二一年六月三十日止三個月的毛利約為16.7百萬港元(二零二零年:約14.1百萬港元)。

本集團截至二零二一年六月三十日止三個月的純利約為5.8百萬港元(二零二零年:約5.3百萬港元)。

董事會(「**董事會**」)不建議就截至二零二一年六月三十日止三個月派付中期股息(二零二零年:無)。

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months ended 30 June 2021

簡明綜合損益及其他全面收益表

截至二零二一年六月三十日止三個月

		Notes 附註	Three months ended 30 June 截至六月三十日止三個月 **2021** **二零二一年** **HK$'000** **千港元** **(Unaudited)** **(未經審核)**	 2020 二零二零年 HK$'000 千港元 (Unaudited) (未經審核)
Revenue	收益	4	**47,325**	63,095
Cost of sales	銷售成本		**(30,609)**	(48,979)
Gross profit	毛利		**16,716**	14,116
Other income	其他收入		**129**	2,085
Other gains and loss, net	其他收益及虧損淨額		**40**	–
Impairment losses on financial assets and contract assets, net of reversal	金融資產及合約資產減值虧損，扣除撥回		**54**	323
Administrative expenses	行政開支		**(10,068)**	(10,311)
Finance costs	融資成本	5	**(27)**	(92)
Profit before tax	除税前溢利		**6,844**	6,121
Income tax expense	所得税開支	6	**(1,026)**	(864)
Profit and total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期內溢利及全面收益總額		**5,818**	5,257
Earnings per share attributable to ordinary equity holders of the Company	本公司普通股權益持有人應佔每股盈利	8		
Basic	基本		**HK1.47 cents** **1.47港仙**	HK1.33 cents 1.33港仙
Diluted	攤薄		**HK1.46 cents** **1.46港仙**	HK1.33 cents 1.33港仙

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

簡明綜合權益變動表

For the three months ended 30 June 2021

截至二零二一年六月三十日止三個月

		Attributable to owners of the Company 本公司擁有人應佔						
		Share capital 股本 HK$'000 千港元	Share premium 股份溢價 HK$'000 千港元	Shares held under the share award scheme 股份獎勵計劃下持有的股份 HK$'000 千港元	Share-based payment reserves 以股份為基礎付款儲備 HK$'000 千港元	Other reserves 其他儲備 HK$'000 千港元 *(Note)* *(附註)*	Accumulated profits 累積溢利 HK$'000 千港元	Total equity 總權益 HK$'000 千港元
Three months ended 30 June 2021	**截至二零二一年六月三十日止三個月**							
At 31 March 2021 and 1 April 2021 (audited)	於二零二一年三月三十一日及二零二一年四月一日(經審核)	4,025	40,507	(825)	920	14,791	132,393	191,811
Profit and total comprehensive income for the period	期內溢利及全面收益總額	–	–	–	–	–	5,818	5,818
Equity-settled share-option arrangements	權益結算購股權安排	–	–	–	118	–	–	118
At 30 June 2021 (unaudited)	於二零二一年六月三十日(未經審核)	4,025	40,507	(825)	1,038	14,791	138,211	197,747
Three months ended 30 June 2020	**截至二零二零年六月三十日止三個月**							
At 31 March 2020 and 1 April 2020 (audited)	於二零二零年三月三十一日及二零二零年四月一日(經審核)	4,000	47,552	(858)	305	14,791	100,396	166,186
Profit and total comprehensive income for the period	期內溢利及全面收益總額	–	–	–	–	–	5,257	5,257
Equity-settled share-option arrangements	權益結算購股權安排	–	–	–	306	–	–	306
Purchases of shares and contribution in the share award scheme	購買股份及股份獎勵計劃的供款	–	–	(143)	–	–	–	(143)
At 30 June 2020 (unaudited)	於二零二零年六月三十日(未經審核)	4,000	47,552	(1,001)	611	14,791	105,653	171,606

Note: The Group's other reserves mainly represent (i) the difference between the nominal values of the ordinary shares issued by the Company and the share capital of subsidiaries acquired through an exchange of shares pursuant to the reorganisation of the Group during the year ended 31 March 2018 and (ii) the deemed capital contribution from Mr. Luk Kam Ming ("**Mr. KM Luk**"), a controlling shareholder and an executive director of the Company, in respect of the transfer of 2,000,000 shares to the trust of the share award scheme at nil consideration during the year ended 31 March 2020.

附註： 本集團之其他儲備主要指(i)本公司截至二零一八年三月三十一日止年度之已發行普通股之面值與透過根據本集團重組交換股份所收購附屬公司股本之差額及(ii)就截至二零二零年三月三十一日止年度內按零代價向股份獎勵計劃之信託轉讓2,000,000股股份而言，視作本公司控股股東及執行董事陸鑑明先生(「**陸鑑明先生**」)注資。

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the three months ended 30 June 2021

簡明綜合財務報表附註

截至二零二一年六月三十日止三個月

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands as an exempted company with limited liability on 5 May 2017 under the Companies Law, Cap. 22 (Law 3 of 1961, a consolidated and revised) of the Cayman Islands. The registered office of the Company is located at Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The principal place of business of the Company in Hong Kong is located at B12, G/F, Shatin Industrial Centre, Siu Lek Yuen Road, Shatin, New Territories, Hong Kong.

The Company's shares were listed on the GEM of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on 16 October 2017. The principal activity of the Company is investment holding and its subsidiaries are principally engaged in the provision of mechancial and electrical ("**M&E**") engineering solutions and services. The condensed consolidated financial statements are presented in Hong Kong dollars ("**HK$**"), which is the same as the functional currency of the Company and its principal subsidiaries.

1. 一般資料

本公司於二零一七年五月五日在開曼群島根據開曼群島第22章公司法(一九六一年第3號法律，經綜合及修訂)註冊成立為一間獲豁免有限公司。本公司的註冊辦事處地址為Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands。本公司於香港的主要營業地址為香港新界沙田小瀝源路沙田工業中心地下B12室。

本公司股份於二零一七年十月十六日在香港聯合交易所有限公司(「**聯交所**」)GEM上市。本公司的主要業務為投資控股及其附屬公司主要從事提供機械與電氣(「**機電**」)工程解決方案及服務。簡明綜合財務報表以港元(「**港元**」)呈列，港元亦為本公司及其主要附屬公司的功能貨幣。

2. BASIS OF PREPARATION

The condensed consolidated financial statements for the three months ended 30 June 2021 prepared in accordance with Hong Kong Financial Reporting Standards ("**HKFRSs**") issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") as well as with the applicable disclosure requirements of Chapter 18 of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange.

2. 編製基準

截至二零二一年六月三十日止三個月的簡明綜合財務報表已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**」)及聯交所GEM證券上市規則第18章的適用披露規定編製。

2. BASIS OF PREPARATION (Continued)

The condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements and should read in conjunction with the Group's annual financial statements for the year ended 31 March 2021.

The condensed consolidated financial information of the Group has been prepared in accordance with the same accounting policies adopted in the Group's annual financial statements for the year ended 31 March 2021, except for the adoption of the revised HKFRSs (which include all HKFRSs, Hong Kong Accounting Standards ("**HKASs**") and Interpretations) as disclosed in note 3 below.

3. CHANGES IN ACCOUNTING POLICIES

The Group has adopted the Conceptual Framework for Financial Reporting 2018 (the "**Conceptual Framework**") and the following revised HKFRSs for the current period financial statements:

Amendments to HKFRS 3	*Definition of a Business*
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	*Interest Rate Benchmark Reform*
Amendments to HKAS 1 and HKAS 8	*Definition of Material*

These amendments have had no material effect on how the Group's results and financial position for the current or prior periods that have been presented in this condensed consolidated financial information. The Group has not applied any other new standards or interpretation that is not yet effective for the current accounting period.

2. 編製基準(續)

簡明綜合財務資料並無包括年度財務報表所需的全部資料及披露，並應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一併閱讀。

除採納按下文附註3所披露經修訂香港財務報告準則(包括所有香港財務報告準則、香港會計準則(「**香港會計準則**」)及詮釋)外，本集團的簡明綜合財務資料根據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中所採納的相同會計政策編製。

3. 會計政策的變更

本集團已於本期間之財務報表應用二零一八年財務報告的概念框架(「**概念框架**」)及以下經修訂香港財務報告準則。

香港財務報告準則第3號(修訂本)	*業務的定義*
香港財務報告準則第9號、香港會計準則第39號及香港財務報告準則第7號(修訂本)	*利率基準改革*
香港會計準則第1號及香港會計準則第8號(修訂本)	*重大的定義*

該等修訂並無對本簡明綜合財務資料中呈列的本集團於本期間或過往期間的業績及財務狀況產生重大影響。本集團並無採納其他於本會計期間尚未生效的新準則或詮釋。

4. REVENUE AND SEGMENTAL INFORMATION

An analysis of the Group's revenue for both periods is as follows:

4. 收益及分部資料

本集團於兩個期間的收益分析如下：

		Three months ended 30 June 截至六月三十日止三個月	
		2021 二零二一年 HK$'000 千港元 (Unaudited) (未經審核)	2020 二零二零年 HK$'000 千港元 (Unaudited) (未經審核)
Revenue from contracts with customers:	來自客戶合約的收益：		
Transportation Mission Critical System Solutions	交通關鍵系統解決方案	**9,701**	9,659
Mobile Ticketing and Digital Payment Solutions and Services	流動票務及數碼支付解決方案及服務	**9,272**	13,427
Digital Fabrication and Maintenance Services	數碼裝配及保養服務	**9,230**	10,273
M&E Technology Solutions and Engineering Services	機電技術解決方案及工程服務	**17,952**	29,106
Sales of Products, Parts and Components	銷售產品、零件及部件	**1,170**	630
		47,325	63,095

Segment information

The Group's operating income during both periods was derived from:

(i) Transportation Mission Critical System Solutions:

Provision of a complete and convenient one-stop solution including design, supply, installation, installation of systems and implementation of M&E engineering solutions and services.

分部資料

於兩個期間內，本集團的經營收入來自：

(i) 交通關鍵系統解決方案：

提供完整便利的一站式解決方案，包括設計、供應、安裝、系統安裝及執行機電工程解決方案及服務。

4. REVENUE AND SEGMENTAL INFORMATION (Continued)

Segment information (Continued)

(ii) Mobile Ticketing and Digital Payment Solutions and Services:

Provision of mobile ticketing and digital payment solution in adoption of multiple ePayment including quick response code ("**QR Code**"), credit cards, octopus and account-based ticketing and fare collection enabled by credit cards or mobile Apps conforming to the EMV specifications.

(iii) Digital Fabrication and Maintenance Services:

Provision of technical and maintenance support services for various M&E systems, terminals and equipment, including the replacement of parts/components, equipment upgrading and/or improvement modification.

(iv) M&E Technology Solutions and Engineering Services:

Provision of M&E engineering systems such as railway station M&E engineering services and architectural works, train-borne systems provisions, trackside and depot M&E works and different kinds of renovation works.

(v) Sales of Products, Parts and Components:

Provision of parts and components and customises certain products according to customers' requirements.

For the purposes of resource allocation and performance assessment, the chief operation decision maker (i.e. the executive directors of the Company) reviews the overall results and financial position of the Group as a whole. Accordingly, the Group has only one single operating segment and no separate analysis of this single segment is presented other than entity-wide disclosure.

4. 收益及分部資料(續)

分部資料(續)

(ii) 流動票務及數碼支付解決方案及服務：

採用多種電子支付方式以提供流動票務及數碼支付解決方案，包括快速響應碼(「**二維碼**」)、信用卡、八達通及符合EMV標準的信用卡或移動應用程式使用的以賬戶為基礎的票務及收費系統。

(iii) 數碼裝配及保養服務：

為各種機電系統、終端及設備提供技術及保養支援服務，包括更換零件／部件及設備升級及／或改良修改。

(iv) 機電技術解決方案及工程服務：

提供機電工程系統，例如鐵路車站機電服務及建築工程、車攜系統設施、軌道旁及車廠機電工程，以及不同種類的翻新工程。

(v) 銷售產品、零件及部件：

提供零件及部件，以及根據客戶要求客制化若干產品。

就資源分配及表現評估而言，主要經營決策者(即本公司執行董事)審閱本集團的整體業績及財務狀況。因此，本集團僅有一個單一經營分部及除實體範圍內的披露外，並無呈列該單一分部的單獨分析。

5. FINANCE COSTS

An analysis of finance costs is as follows:

5. 融資成本

融資成本分析如下：

		Three months ended 30 June 截至六月三十日止三個月	
		2021	2020
		二零二一年	二零二零年
		HK$'000	HK$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Interest on lease liabilities	租賃負債之利息	**27**	92

6. INCOME TAX EXPENSE

6. 所得稅開支

		Three months ended 30 June 截至六月三十日止三個月	
		2021	2020
		二零二一年	二零二零年
		HK$'000	HK$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Current – Hong Kong:	即期－香港：		
Charge for the period	期內開支	**902**	508
Deferred	遞延	**124**	356
Total tax expense for the period	期內稅項開支總額	**1,026**	864

Hong Kong profits tax has been provided at the rate of 16.5% (2020: 16.5%) on the estimated assessable profits arising in Hong Kong during the period, except for one subsidiary of the Group which is a qualifying entity under the two-tiered profits tax rates regime. The first HK$2,000,000 (2020: HK$2,000,000) of assessable profits of this subsidiary are taxed at 8.25% (2020: 8.25%) and the remaining assessable profits are taxed at 16.5% (2020: 16.5%).

香港利得稅已按期內於香港產生的估計應課稅溢利按16.5%(二零二零年：16.5%)的稅率計提撥備，惟本集團旗下一間附屬公司符合兩級利得稅稅率制度除外。該附屬公司首2,000,000港元(二零二零年：2,000,000港元)的應課稅溢利按8.25%(二零二零年：8.25%)的稅率徵稅，其餘應課稅溢利稅率為16.5%(二零二零年：16.5%)。

6. INCOME TAX EXPENSE (Continued)

The Group is not subject to any income tax in the Cayman Islands and the British Virgin Islands pursuant to the rules and regulations in those jurisdictions.

6. 所得稅開支(續)

根據於開曼群島及英屬處女群島的規則及規例，本集團於該等司法權區無須繳納任何所得稅。

7. DIVIDEND

The Board does not recommend the payment of any dividend for the three months ended 30 June 2021 (2020: Nil).

7. 股息

董事會不建議就截至二零二一年六月三十日止三個月派付任何股息(二零二零年：無)。

8. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share amount for the three months ended 30 June 2021 is based on the profit for the period attributable to owners of the Company of HK$5,818,000 (2020: HK$5,257,000), and the weighted average number of ordinary shares in issue less treasury shares held under share award scheme during the three months ended 30 June 2021 of 396,544,000 (2020: 395,837,000). No adjustment has been made to the basic earnings per share amount presented for the three months ended 30 June 2020 in respect of a dilution as the impact of the share options outstanding had no dilutive effect on the basic earnings per share amount presented.

The calculation of the diluted earnings per share amounts for the three months ended 30 June 2021 is based on the profit for the period attributable to owners of the Company and the weighted average number of ordinary shares in issue as used in the basic earnings per share calculation, and the weighted average number of 895,000 ordinary shares assumed to have been issued at no consideration on the deemed exercise of the shares held under share award scheme into ordinary shares.

8. 本公司普通股權益持有人應佔每股盈利

截至二零二一年六月三十日止三個月每股基本盈利金額乃根據本公司擁有人應佔期內溢利5,818,000港元(二零二零年：5,257,000港元)，以及截至二零二一年六月三十日止三個月已發行普通股加權平均數減根據股份獎勵計劃持有的庫存股份396,544,000股(二零二零年：395,837,000股)計算。由於尚未行使的購股權對所呈列每股基本盈利金額並無攤薄影響，故概無就攤薄對截至二零二零年六月三十日止三個月所呈列的每股基本盈利金額作出調整。

截至二零二一年六月三十日止三個月每股攤薄盈利金額乃根據本公司擁有人應佔期內溢利、計算每股基本盈利時所使用的已發行普通股加權平均數，以及被視作行使根據股份獎勵計劃持有的股份為普通股時，假設無償發行之895,000股普通股加權平均股數。

9. RELATED PARTY TRANSACTIONS

The Group entered into the following transactions with its related parties:

9. 關聯方交易

本集團與其關聯方訂立下列交易：

		Three months ended 30 June 截至六月三十日止三個月	
		2021 **二零二一年** **HK$'000** **千港元** **(Unaudited)** **(未經審核)**	2020 二零二零年 HK$'000 千港元 (Unaudited) (未經審核)
Purchase of materials from Logistic Industrial Supply Company Limited ("**Logistic Industrial**") *(Note a)*	向洛士工業器材有限公司(「**洛士工業**」)採購物料 *(附註a)*	**–**	7
Rental payments K M L Limited *(Note b)*	繳付租金圖遠有限公司 *(附註b)*	**1,389**	1,389

Notes:

(a) Logistic Industrial is a company over which Mr. KM Luk and Ms. Leung Kwok Yee have significant influence. The purchase prices of goods were mutually agreed between the parties.

(b) K M L Limited is controlled by Mr. KM Luk. Rental payments were on a mutually-agreed basis and constitute connected transactions or continuing connected transactions as defined in Chapter 20 of the GEM Listing Rules.

附註：

(a) 洛士工業為陸鑑明先生及梁幗儀女士對其有重大影響力的公司。貨品之採購價由雙方相互協定。

(b) 圖遠有限公司由陸鑑明先生控制。繳付租金按相互協定基準釐定，並構成關連交易或持續關連交易(定義見 GEM 上市規則第20章)。

BUSINESS REVIEW 業務回顧

Overview 概覽

The Group has been providing electrical and mechanical engineering solutions and services in Hong Kong for over 40 years. We are diversifying our businesses and comprise mainly the provision of (i) transportation mission critical systems; (ii) mobile ticketing and digital payment solutions and services; (iii) digital fabrication and maintenance services; (iv) mechanical and electrical ("**M&E**") technology solutions and engineering services; and (v) sales of products, parts and components. Depending on our customers' needs and requirements, we provide a full spectrum of solutions and services covering design, equipment assembly, supply, installation, fabrication, testing, and commissioning and 7 x 24 maintenance support.

本集團於香港提供機電工程解決方案和服務逾四十年。我們的業務多元化，主要包括提供(i)交通關鍵系統解決方案；(ii)流動票務及數碼支付解決方案及服務；(iii)數碼裝配及保養服務；(iv)機械與電氣(「**機電**」)技術解決方案及工程服務；及(v)銷售產品、零件及部件。視乎客戶的需求，我們提供涵蓋設計、設備裝置、供應、安裝、裝配、測試及調試以及全天候維護支援的全面解決方案及服務。

During the three months ended 30 June 2021, the Group has submitted 71 tenders and quotations to our customers (2020: 81 tenders and quotations) with 27 contracts being awarded (2020: 39 contracts). As at 30 June 2021, the Group had outstanding contracts in hand value at approximately HK$363.6 million including approximately HK$52.4 million were awarded during the three months ended 30 June 2021.

於截至二零二一年六月三十日止三個月，本集團已向客戶提交71項投標及報價(二零二零年：81項投標及報價)，獲授27份合約(二零二零年：39份合約)。於二零二一年六月三十日，本集團手頭未完成的合約價值約為363.6百萬港元，其中約52.4百萬港元於截至二零二一年六月三十日止三個月獲授。

Transportation Mission Critical System Solutions

The Group possesses technologies and know-how in the Hong Kong Transportation Mission Critical System Solutions market and have strong system integration capabilities. Our comprehensive offerings enable us to provide our customers with a complete and convenient one-stop solution, which reduces their operations and management costs and mitigates the incompatibility risks of different M&E engineering systems. The Group has extensive experience to the works in relation to the railway sigalling, communication and control system and platform screen door (PSD) system.

For the three months ended 30 June 2021, revenue generated from this segment amounted to approximately HK$9.7 million (2020: approximately HK$9.7 million). The major projects in progress during the three months ended 30 June 2021 included:

- installation of optical fibre backbones for communications-based train control (CBTC) signalling systems in several railway lines
- provision of platform gap light-emitting diode (LED) flashing lights system for certain railway lines
- provision of pedestrian warning system at some hotspot locations
- signalling power supply network reliability improvement works in a railway line

As at 30 June 2021, the total value of outstanding contracts of this segment amounted to approximately HK$33.6 million.

交通關鍵系統解決方案

本集團具備香港交通關鍵系統解決方案市場上的技術及專業知識及擁有強大的系統集成能力，使我們能夠向客戶提供完整便利的一站式解決方案，縮減營運及管理成本及減低不同機電工程系統的不兼容風險。本集團於軌道信號、通訊及控制系統及月台幕門(PSD)系統多方面擁有豐富經驗。

截至二零二一年六月三十日止三個月，該分部產生的收益約為9.7百萬港元(二零二零年：約9.7百萬港元)。於截至二零二一年六月三十日止三個月，進行中的主要項目包括：

- 為多條鐵路線的通訊式列車控制(CBTC)信號系統安裝光纖聯網
- 為若干鐵路線提供月台踏板發光二極體(LED)閃燈系統
- 為一些熱點位置提供行人警報系統
- 為一條鐵路線的信號供電網絡進行可靠性改善工程

於二零二一年六月三十日，該分部的未完成合約總值約為33.6百萬港元。

Mobile Ticketing and Digital Payment Solutions and Services

This segment offers mobile ticketing and digital payment solutions and services to different sectors in Hong Kong and overseas. The Group's capabilities in payment solution adoption of quick response code ("**QR Code**"), credit cards, octopus, multiple ePayment including QR Code and account-based ticketing and fare collection system enabled by credit cards or mobile Apps conforming to the EMV specifications have provided us with increasing numbers of business opportunities as digital payment and mobile ticketing have been penetrating to our everyday activities.

The major projects in progress during the three months ended 30 June 2021 included:

- application of QR Code for Travel on MTR
- supply of automatic fare collection ("**AFC**") equipment for Taoyuan Airport MRT
- replacement and upgrading of AFC gates and ticket issuing machines for various railway lines
- supply and installation of lane equipment for ePayment system for the Cross Harbour Tunnel

For the three months ended 30 June 2021, revenue generated from this segment amounted to approximately HK$9.3 million (2020: approximately HK$13.4 million). As at 30 June 2021, the total value of outstanding contracts of this segment amounted to approximately HK$132.6 million. Meanwhile, the Group is expecting the award of more contracts in relation to AFC system in the second half of the year.

流動票務及數碼支付解決方案及服務

該分部為香港及海外不同行業提供流動票務及數碼解決方案及服務。隨著數碼支付及流動票務滲透於我們的日常活動，本集團採用支付解決方案包括快速響應碼(「**二維碼**」)、信用卡、八達通、多種電子支付方式包括二維碼及符合EMV標準的信用卡或移動應用程式使用的以賬戶為基礎的票務及收費系統，為我們提供更多商機。

截至二零二一年六月三十日止三個月進行中的主要項目包括：

- 港鐵出行應用二維碼
- 為桃園機場捷運提供自動收費系統(「**自動收費**」)設備
- 更換及升級多條鐵路線的自動收費設備(閘機及售票機)
- 供應及安裝海底隧道的電子支付系統收費通道設備

截至二零二一年六月三十日止三個月，該分部產生的收益約為9.3百萬港元(二零二零年：約13.4百萬港元)。於二零二一年六月三十日，該分部的未完成合約總值約為132.6百萬港元。同時，本集團預期於下半年獲授更多與自動收費系統有關的合約。

Digital Fabrication and Maintenance Services

This segment mainly offers technical and maintenance support services for various M&E systems, terminals and equipment, including the replacement of parts/components, equipment upgrading or improvement modification, provision of upgrade and/or replacement services for both hardware and/or software, testing, and provision of routine preventive, corrective and workshop maintenance services. During the reporting period, the major maintenance projects included:

- maintenance and enhancement of AFC equipment and security systems at various railway lines
- maintenance of trackside signalling equipment for a high-speed railway line
- maintenance and enrichment of kiosks dedicated for the Public Transport Fare Subsidy Scheme
- maintenance and support services of wi-fi network at railway stations

For the three months ended 30 June 2021, revenue generated from this segment amounted to approximately HK$9.2 million (2020: approximately HK$10.3 million). As at 30 June 2021, the total value of outstanding contracts of this segment amounted to approximately HK$20.3 million. The Group is in the process of making considerable investment on strengthening our digital fabrication facility which will be comprehensive enough to support our maintenance services on replacement or replenishment of parts and components and to manage better their obsolescence. By making use of the digital fabrication facility, we can readily apply reverse engineering techniques to produce hard-to-find parts and components and minimise the need to order them from overseas suppliers whose promise on price and delivery are not always reasonable or reliable. In addition, the facility will unleash our business value creation on meeting exacting customer demand in respect of interactive design approach, rapid prototyping and low volume production by short notice – all under one roof.

數碼裝配及保養服務

該分部主要為各種機電系統、終端及設備提供技術及保養支援服務，包括更換零件／部件、設備升級或改良修改、提供硬件及／或軟件升級及／或替換服務、測試，以及提供預防及矯正保養服務。於報告期間，主要保養項目包括：

- 保養及改善多條鐵路線的自動收費及保安系統設備
- 高速鐵路線軌道旁信號設備保養項目
- 保養及優化公共交通費用補貼計劃專用的站機項目
- 鐵路車站無線網絡的保養支援服務

截至二零二一年六月三十日止三個月，該分部產生的收益約為9.2百萬港元(二零二零年：約10.3百萬港元)。於二零二一年六月三十日，該分部的未完成合約總值約為20.3百萬港元。本集團正就加強我們的數碼裝配設施作出大量投資，該設施將足以全面支持我們的保養服務，以更換或補充零件及部件，以及更好地管理其存量。我們可透過利用數碼裝配設施隨時應用逆向工程技術，生產難以找到的零件及部件，並盡量減少向海外供應商訂購這些零件的需要，因為海外供應商在價格和送貨方面所作的承諾未必合理或可靠。此外，該設施將於短時間內集互動式設計方法、快速原型機製造及低量生產於一體，以滿足客戶的嚴格需求，實現我們的業務價值創造。

M&E Technology Solutions and Engineering Services

M&E Technology Solutions and Engineering Services continued to be the largest business segment of the Group in the reporting period in terms of revenue. Its capabilities encompass design, installation, testing and commissioning and maintenance of miscellaneous M&E engineering systems such as railway station M&E engineering services and architectural works, train-borne systems provisions, trackside and depot M&E works and different kinds of renovation works. For the three months ended 30 June 2021, revenue generated from this segment amounted to approximately HK$18.0 million (2020: approximately HK$29.1 million). The major projects in progress during the reporting period included:

- replacement and modification of smoke curtains at two railway lines
- replacement of trackside advertising panels along a railway line and a railway station
- standardisation of shop signs in a railway line
- provision of electrical work of stage 1 for existing automatic people mover (APM) system modification works at the Hong Kong International Airport
- renovation works at several ferry piers

As at 30 June 2021, the total value of outstanding contracts of this segment amounted to approximately HK$174.9 million, including two new major projects awarded to the Group during the reporting period i.e. (i) refurbishment and replacement of air handling units (AHU) and primary air units (PAU) in several railway lines; and (ii) revamp of trackside advertising panels along a railway line. These two projects amounted to approximately HK$50.0 million.

Sales of Products, Parts and Components

The Group sources certain parts and components and sometime customises certain products to our customers according to their requirements. We primarily supply railway signalling and AFC related products, parts and components.

For the three months ended 30 June 2021, revenue generated from this segment amounted to approximately HK$1.2 million (2020: approximately HK$0.6 million). As at 30 June 2021, the total value of outstanding contracts of this segment amounted to approximately HK$2.3 million.

機電技術解決方案及工程服務

就收益而言，於報告期間，機電技術解決方案及工程服務繼續為本集團的最大業務分部。其業務範圍涵蓋設計、安裝、測試及調試以及保養各種機電工程系統，例如鐵路車站機電服務及建築工程、車攜系統設施、軌道旁及車廠機電工程，以及不同種類的翻新工程。截至二零二一年六月三十日止三個月，該分部產生的收益約為18.0百萬港元(二零二零年：約29.1百萬港元)。於報告期間，進行中的主要項目包括：

- 更換及修改兩條鐵路線的煙幕系統
- 更換一條鐵路線及鐵路車站沿線軌道旁廣告牌
- 標準化一條鐵路線的商店標誌
- 為香港國際機場現有的旅客捷運系統(APM)改裝工程提供第一階段的電力工程
- 數個碼頭的翻新工程

於二零二一年六月三十日，該分部的未完成合約總值約為174.9百萬港元，包括本集團於報告期內獲授的兩個新主要項目(即(i)翻新及更換多條鐵路線的風櫃；及(ii)更換一條鐵路線沿線軌道旁廣告牌)。這兩個項目約為50.0百萬港元。

銷售產品、零件及部件

本集團根據客戶要求採購若干零件及部件，並不時為其客制化若干產品。我們主要供應與鐵路信號及自動收費相關的產品、零件及部件。

截至二零二一年六月三十日止三個月，該分部產生的收益約為1.2百萬港元(二零二零年：約0.6百萬港元)。於二零二一年六月三十日，該分部的未完成合約總值約為2.3百萬港元。

OUTLOOK

During the three months ended 30 June 2021, the Group has submitted 71 tenders and quotations to our customers (2020: 81 tenders and quotations) with 27 contracts being awarded (2020: 39 contracts). Among the 71 tenders and quotations submitted for the three months ended 30 June 2021, 17 tenders and quotations were in relation to the "EV-charging at Home Subsidy Scheme" ("**EHSS**"). EHSS is a government pilot scheme to encourage and subsidise the installation of electric vehicle (EV) charging-enabling infrastructure in private car parks in order to support the wider use of electric private cars in Hong Kong. The Group by utilising our experience and expertise is pursuing business opportunities in this area. The Group has been invited to attend several tender interviews and are expecting to hear the results of these tenders.

Besides, as disclosed in our annual report 2020/21, a new subsidiary targeting to the ePayment business will be set up. In June 2021, e2B Limited ("**e2B**") has been successfully incorporated. By making use of the knowledge and experience we gained when carrying out the project at the Taoyuan MRT on the integration of mobile payment application with QR Code and various contactless payment method, the Group has lined up with various business partners including banks and digital payment providers to take up broader roles in the ePayment business arena. The establishment of e2B signifies a step further for the Group to open up with more diversified business opportunities. The Group expects that some agency agreements between e2B and various banks and Stored Value Facility (SVF) licensees will be signed up in the near future.

FINANCIAL REVIEW

Revenue

Revenue of the Group for the three months ended 30 June 2021 amounted to approximately HK$47.3 million, representing a decrease of approximately HK$15.8 million or approximately 25.0% as compared with approximately HK$63.1 million for the three months ended 30 June 2020.

展望

於截至二零二一年六月三十日止三個月，本集團已向客戶提交71項投標及報價(二零二零年：81項投標及報價)，獲授27份合約(二零二零年：39份合約)。於截至二零二一年六月三十日止三個月提交的71項投標及報價中，17項投標及報價與EV屋苑充電易資助計劃(「**EV屋苑充電易資助計劃**」)有關。EV屋苑充電易資助計劃為政府先導計劃，旨在鼓勵及資助私人停車場裝設電動車(「電動車」)充電基礎設施，以支持香港廣泛使用電動私家車。本集團正利用其經驗及專長致力在這範疇掌握商機。本集團已獲邀出席多個投標會談並期望聽取該等投標結果。

此外，誠如我們的二零二零／二一年報所披露，一家專注於電子支付業務的新附屬公司將會成立。於二零二一年六月，e2B Limited(「**e2B**」)已成功註冊成立。利用在桃園捷運項目中將二維碼與各種免觸支付方式相結合所獲得的知識及經驗，本集團已與不同業務夥伴(包括銀行及電子支付供應商)結盟，在電子支付業務領域扮演更廣泛的角色。設立e2B意味著本集團進一步拓展更多元化的商機。本集團預期，e2B與多家銀行及儲值支付工具(SVF)持牌人將於短期內簽訂若干代理協議。

財務回顧

收益

本集團截至二零二一年六月三十日止三個月的收益約為47.3百萬港元，較截至二零二零年六月三十日止三個月的約63.1百萬港元減少約15.8百萬港元或約25.0%。

Cost of Sales and Gross Profit

The majority of the Group's cost of sales comprised (i) material and equipment; (ii) direct labour; and (iii) subcontracting cost. The cost of sales decreased by approximately 37.6% from approximately HK$49.0 million for the three months ended 30 June 2020 to approximately HK$30.6 million for the three months ended 30 June 2021. The gross profit of the Group increased by approximately 18.4% from approximately HK$14.1 million for the three months ended 30 June 2020 to approximately HK$16.7 million for the three months ended 30 June 2021. The increase in gross profit is mainly due to the adjustment of costs of certain major projects under warranty period during the period.

銷售成本及毛利

本集團的主要銷售成本包括(i)物料及設備；(ii)直接勞工；及(iii)分包成本。銷售成本由截至二零二零年六月三十日止三個月約49.0百萬港元減少約37.6%至截至二零二一年六月三十日止三個月約30.6百萬港元。本集團毛利由截至二零二零年六月三十日止三個月約14.1百萬港元增加約18.4%至截至二零二一年六月三十日止三個月約16.7百萬港元。毛利增加主要由於期內若干於保證期的主要項目的成本調整。

Administrative Expenses

The Group's administrative expenses decreased by approximately 1.9% from approximately HK$10.3 million for the three months ended 30 June 2020 to approximately HK$10.1 million for the three months ended 30 June 2021.

行政開支

本集團行政開支由截至二零二零年六月三十日止三個月約10.3百萬港元減少約1.9%至截至二零二一年六月三十日止三個月約10.1百萬港元。

Profit attributable to owners of the Company

The Group recorded net profit attributable to the owners of the Company of approximately HK$5.8 million for the three months ended 30 June 2021 (2020: net profit approximately HK$5.3 million).

本公司擁有人應佔溢利

截至二零二一年六月三十日止三個月，本集團錄得本公司擁有人應佔純利約5.8百萬港元(二零二零年：純利約5.3百萬港元)。

Dividend

The Board does not recommend a payment of an interim dividend for the three months ended 30 June 2021 (2020: Nil).

股息

董事會不建議就截至二零二一年六月三十日止三個月派付中期股息(二零二零年：無)。

SUBSEQUENT EVENT AFTER REPORTING PERIOD

報告期後事項

On 5 July 2021, 2,375,000 shares ("**Shares**") were awarded to certain eligible employees of KML Engineering Limited pursuant to the share award scheme of the Company. The 2,375,000 awarded Shares ("**Awarded Shares**") granted represent approximately 0.6% of the total number of Shares in issue as at the date of this report (i.e. 5 August 2021 (the "**Date of this Report**"). Based on the closing price of HK$0.39 per Share on the date of grant of the Awarded Shares, the market value of the 2,375,000 Awarded Shares is approximately HK$926,250. 790,000, 1,170,000 and 415,000 Awarded Shares will be vested to the eligible employees in year 2022, 2023 and 2024 respectively.

於二零二一年七月五日，根據本公司的股份獎勵計劃，2,375,000股股份(「**股份**」)已授予高明科技工程有限公司的若干合資格僱員。授出的2,375,000股獎勵股份(「**獎勵股份**」)佔本報告日期(即二零二一年八月五日)(「**本報告日期**」)已發行股份總數約0.6%。根據獎勵股份授出日期每股0.39港元的收市價計算，2,375,000股獎勵股份的市值約為926,250港元。790,000、1,170,000及415,000股獎勵股份將分別於二零二二年、二零二三年及二零二四年歸屬予合資格僱員。

Save as disclosed above, up to the Date of this Report, there were no subsequent events after this reporting period.

除上文所披露者外，於本報告日期，概無本報告期後事項。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

CORPORATE GOVERNANCE PRACTICE

The Company is committed to maintaining high standards of corporate governance to safeguard the interests of the shareholders of the Company (the "**Shareholder(s)**") and to enhance corporate value and accountability. The Company has adopted the Corporate Governance Code (the "**CG Code**") as set out in Appendix 15 to the GEM Listing Rules as its own code of corporate governance. During the three months ended 30 June 2021, the Company has complied with all applicable code provisions of the CG Code.

企業管治常規

本集團致力維持高水平的企業管治，以保障本公司股東(「**股東**」)權益以及提升企業價值及問責性。本公司已採納GEM上市規則附錄十五所載的企業管治守則(「**企業管治守則**」)，作為其本身的企業管治守則。本公司於截至二零二一年六月三十日止三個月一直遵守企業管治守則項下的所有適用守則條文。

COMPLIANCE WITH THE REQUIRED STANDARD OF DEALINGS IN SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules as its own code of conduct regarding Directors' securities transactions in the securities of the Company. Having made specific enquiries of all the Directors, each of the Director has confirmed that he has complied with the required standard of dealings during the three months ended 30 June 2021.

遵守董事進行證券交易的必守標準

本公司已採納GEM上市規則第5.48至5.67條所載交易必守標準作為其本身就董事進行本公司證券交易的操守準則。經向全體董事作出特定查詢後，各董事確認，於截至二零二一年六月三十日止三個月已遵守交易必守標準。

AUDIT COMMITTEE AND REVIEW OF ACCOUNTS

The Company has established an audit committee (the "**Audit Committee**") with written terms of reference in compliance with Rules 5.28 to 5.33 of the GEM Listing Rules and the CG Code. The Audit Committee comprises three members, namely Mr. Lau On Kwok (chairman), Mr. Law Wing Chi Stephen and Dr. Tse Chi Kong, all of them are independent non-executive Directors. The Audit Committee has reviewed with the management the accounting policies and practices adopted by the Group and discussed financial reporting matters of the Company, including the review of the unaudited condensed consolidated results of the Group for the three months ended 30 June 2021 and this quarterly report. The Audit Committee is of the opinion that the unaudited condensed consolidated results of the Group for the three months ended 30 June 2021 comply with the applicable accounting standards and that adequate disclosures have been made.

審核委員會及賬目審閱

本公司已遵照GEM上市規則第5.28條至第5.33條及企業管治守則成立審核委員會(「**審核委員會**」)並以書面界定其職權範圍。審核委員會由三名成員(劉安國先生(主席)、羅永志先生及謝智剛博士)組成，彼等均為獨立非執行董事。審核委員會已連同管理層審閱本集團採納的會計政策及慣例，並討論本公司的財務申報事宜，包括審閱本集團截至二零二一年六月三十日止三個月的未經審核簡明綜合業績及本季度報告。審核委員會認為，本集團截至二零二一年六月三十日止三個月的未經審核簡明綜合業績符合適用會計準則，並已作出足夠披露。

CHANGES TO DIRECTORS' INFORMATION

As at the Date of this Report, the Directors confirm that no information is required to be disclosed pursuant to GEM Rule 17.50A(1) of the GEM Listing Rules.

董事資料變動

於本報告日期，董事確認概無須根據GEM上市規則第17.50A(1)條予以披露之資料。

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

During the three months ended 30 June 2021, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

購買、出售或贖回本公司的上市證券

於截至二零二一年六月三十日止三個月，本公司或任何其附屬公司概無購買、出售或贖回任何本公司的上市證券。

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

As at 30 June 2021, the interests and short positions of the Directors and the chief executive of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "**SFO**")) which were required (i) 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 taken under such provisions of the SFO); or (ii) to be recorded in the register required to be kept pursuant to Section 352 of the SFO; or (iii) as otherwise notified to the Company and the Stock Exchange pursuant to the Rules 5.46 to 5.67 of the GEM Listing Rules were as follows:

董事及主要行政人員於本公司股份、相關股份及債權證的權益及淡倉

於二零二一年六月三十日，董事及本公司主要行政人員於本公司或其相聯法團(定義見《證券及期貨條例》(「**《證券及期貨條例》**」)第XV部)股份、相關股份及債權證中擁有(i)根據《證券及期貨條例》第XV部第7和8分部須知會本公司及聯交所的權益及淡倉(包括根據《證券及期貨條例》有關條文視為或當作擁有的權益及淡倉)，或(ii)須登記於根據《證券及期貨條例》第352條存置的登記冊；或(iii)根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益及淡倉將如下：

Name **姓名**	**Capacity/ Nature of Interest** **身份／權益性質**	**Number of Shares/underlying Shares held/ interested** **所持／擁有權益股份／相關股份數目**	**Long/short position** [5] **好倉／淡倉**[5]	**Approximate Percentage of Shareholding in the Company(%)**[6] **於本公司的股權概約百分比(%)**[6]
Mr. Luk Kam Ming ("**Mr. KM Luk**")[1] 陸鑑明先生(「**陸鑑明先生**」)[1]	Beneficial owner; Interest of spouse 實益擁有人；配偶權益	157,000,000	L	39.01
Mr. Luk Kwai Lung ("**Mr. KL Luk**")[2] 陸季農先生(「**陸季農先生**」)[2]	Interest in a controlled corporation 受控法團權益	138,000,000	L	34.29
Mr. Luk Yin Cheung ("**Mr. YC Luk**")[2][3] 陸彥彰先生(「**陸彥彰先生**」)[2][3]	Interest in a controlled corporation, Interest of spouse 受控法團權益；配偶權益	138,600,000	L	34.43
Mr. Chan Chak Lun Philip ("**Mr. CL Chan**")[4] 陳澤麟先生(「**陳澤麟先生**」)[4]	Beneficial owner 實益擁有人	4,000,000	L	0.99

Notes:

(1) Mr. KM Luk directly holds 100,000,000 Shares. Since Mr. KM Luk is the spouse of Ms. Leung Kwok Yee ("**Madam Leung**"), Mr. KM Luk is deemed to be interested in all the Shares in which Madam Leung is interested or deemed to be interested under the SFO, which is 57,000,000 Shares.

(2) Each of Mr. KL Luk and Mr. YC Luk owns one common share in KML Holdings Limited ("**KML Holdings**"), representing 50% of the issued share capital of KML Holdings carrying voting rights. Mr. KL Luk and Mr. YC Luk are deemed to be interested in all Shares in which KML Holdings is interested or deemed to be interested under the SFO, which is 138,000,000 Shares.

(3) Since Mr. YC Luk is the spouse of Ms. Woo Siu Wai ("**Madam Woo**"), Mr. YC Luk is deemed to be interest in all the Shares in which Madam Woo is interested or deemed to be interested under the SFO, which is 600,000 Shares.

(4) Mr. CL Chan directly holds 2,000,000 Shares and was interested as a grantee of options to subscribe for up to 2,000,000 Shares under the share option scheme (announced on 2 January 2020).

(5) The Letter "L" denotes the entity/person's long position in the Shares.

(6) As at 30 June 2021, the total number of issued Shares were 402,500,000.

Save as disclosed above, as at 30 June 2021, none of the Directors or the chief executive of the Company had or was deemed to have any interest or short position in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) that was required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they were taken or deemed to have taken under such provisions of the SFO), or required to be 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 Rules 5.46 to 5.67 of the GEM Listing Rules.

附註：

(1) 陸鑑明先生直接擁有100,000,000股股份。由於陸鑑明先生為梁幗儀女士(「**梁女士**」)的配偶，故陸鑑明先生被視為於梁女士擁有權益或根據《證券及期貨條例》被視作擁有權益的所有股份(即57,000,000股股份)中擁有權益。

(2) 陸季農先生及陸彥彰先生各自擁有一股KML Holdings Limited(「**KML Holdings**」)普通股(佔KML Holdings附帶投票權之已發行股本的50%)。陸季農先生及陸彥彰先生於KML Holdings擁有權益或根據《證券及期貨條例》被視作擁有權益的所有股份(即138,000,000股股份)中擁有權益。

(3) 由於陸彥彰先生為胡劭卉女士(「**胡女士**」)的配偶，陸彥彰先生被視為於胡女士擁有權益或根據《證券及期貨條例》被視作擁有權益的所有股份(即600,000股股份)中擁有權益。

(4) 陳澤麟先生直接擁有2,000,000股股份並以購股權承授人身份擁有權益，可根據購股權計劃(於二零二零年一月二日公佈)認購最多2,000,000股股份。

(5) 字母「L」表示該實體／個人於股份之好倉。

(6) 於二零二一年六月三十日，已發行股份之總數為402,500,000股。

除上文所披露者外，於二零二一年六月三十日，概無董事或本公司主要行政人員於本公司或其相關法團(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或被視作擁有任何根據《證券及期貨條例》第XV部第7及第8分部須知會本公司及聯交所的權益及淡倉(包括根據《證券及期貨條例》有關條文彼等被當作或視作擁有的權益及淡倉)、或須登記於根據《證券及期貨條例》第352條存置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條須知會本公司和聯交所的權益或淡倉。

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

主要股東及其他人士於股份、相關股份及債權證的權益及淡倉

As at 30 June 2021, to the best knowledge of the Directors, the following persons (not being a Director or chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

於二零二一年六月三十日，就董事所深知，以下人士(並非董事或本公司主要行政人員)於本公司股份或相關股份擁有根據《證券及期貨條例》第336條須存置的登記冊所記載根據《證券及期貨條例》第XV部第2及3分部條文須向本公司披露的權益或淡倉：

Name 姓名／名稱	Capacity/ Nature of Interest 身份／權益性質	Number of Shares/ underlying Shares held/interested 所持／擁有權益股份／相關股份數目	Long/short position [5] 好倉／淡倉 [5]	Approximate Percentage of Shareholding in the Company(%) [6] 於本公司的股權概約百分比(%) [6]
KML Holdings [1]	Beneficial owner 實益擁有人	138,000,000	L	34.29
Madam Leung [2] 梁女士 [2]	Beneficial owner; interest of spouse 實益擁有人；配偶權益	157,000,000	L	39.01
Ms. Chan Patricia [3] 陳珮筠女士 [3]	Interest of spouse 配偶權益	138,000,000	L	34.29
Madam Woo [4] 胡女士 [4]	Beneficial owner; interest of spouse 實益擁有人；配偶權益	138,600,000	L	34.43

Notes:

(1) Each of Mr. KL Luk and Mr. YC Luk owns one common share in KML Holdings, representing 50% of the issued share capital of KML Holdings carrying voting rights. Mr. KL Luk and Mr. YC Luk also own approximately 50% and approximately 50%, respectively, of the issued preferred shares in KML Holdings which do not carry voting rights but only rights to dividends.

(2) Madam Leung is the spouse of Mr. KM Luk. By virtue of the SFO, Madam Leung is deemed to be interested in all the Shares in which Mr. KM Luk is interested or deemed to be interested under the SFO, and vice versa.

(3) Ms. Chan Patricia is the spouse of Mr. KL Luk. By virtue of the SFO, Ms. Chan Patricia is deemed to be interested in all the Shares in which Mr. KL Luk is interested or deemed to be interested under the SFO.

(4) Madam Woo is the spouse of Mr. YC Luk. By virtue of the SFO, Madam Woo is deemed to be interested in all the Shares in which Mr. YC Luk is interested or deemed to be interested under the SFO, which is 138,000,000 Shares. Madam Woo directly holds 300,000 Shares and was interested as a grantee of options to subscribe for up to 300,000 Shares under the share option scheme (announced on 2 January 2020).

(5) The Letter "L" denotes the entity/person's long position in the Shares.

(6) As at 30 June 2021, the total number of issued Shares were 402,500,000.

Save as disclosed above, as at 30 June 2021, the Directors were not aware of any persons (who were not Directors or chief executive of the Company) who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed under 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.

附註：

(1) 陸季農先生及陸彥彰先生各自擁有KML Holdings一股普通股，佔KML Holdings附帶投票權的已發行股本50%。陸季農先生及陸彥彰先生亦分別擁有KML Holdings已發行優先股(並無附帶投票權但僅有收取股息的權利)約50%及約50%。

(2) 梁女士為陸鑑明先生的配偶。根據《證券及期貨條例》，梁女士被視為於陸鑑明先生擁有權益或根據《證券及期貨條例》被視作擁有權益的所有股份中擁有權益，反之亦然。

(3) 陳珮筠女士為陸季農先生的配偶。根據《證券及期貨條例》，陳珮筠女士被視為於陸季農先生擁有權益或根據《證券及期貨條例》被視作擁有權益的所有股份中擁有權益。

(4) 胡女士為陸彥彰先生的配偶。根據《證券及期貨條例》，胡女士被視為於陸彥彰先生擁有權益或根據《證券及期貨條例》被視作擁有權益的所有股份(即138,000,000股股份)中擁有權益。胡女士直接持有300,000股股份並以購股權承授人身份擁有權益，可根據購股權計劃(於二零二零年一月二日公佈)認購最多300,000股股份。

(5) 字母「L」表示該實體／個人於股份之好倉。

(6) 於二零二一年六月三十日，已發行股份之總數為402,500,000股。

除上文所披露者外，於二零二一年六月三十日，董事並不知悉任何人士(並非董事或本公司主要行政人員)於本公司股份或相關股份中擁有根據《證券及期貨條例》第XV部第2及3分部須披露，或根據《證券及期貨條例》第336條須記入該條所述登記冊內的權益或淡倉。

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the three months ended 30 June 2021 was the Company or any of its subsidiaries a party to any arrangement that would enable the Directors to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors or any of their spouses or children under the age of 18 were granted any right to subscribe for the equity or debt securities of the Company or any other body corporate or had exercised any such right.

董事收購股份或債權證的權利

於截至二零二一年六月三十日止三個月內任何時間，本公司或其任何附屬公司概無訂立任何安排，使董事可藉收購本公司或任何其他法團的股份或債權證而獲得利益，且董事或其任何配偶或未滿18歲子女概無獲授予任何認購本公司或任何其他法團的權益或債務證券的權利或已經行使任何該權利。

DIRECTOR'S, CONTROLLING SHAREHOLDERS' INTERESTS IN COMPETING BUSINESS

For the three months ended 30 June 2021, none of the Directors, controlling Shareholders or their respective associates had engaged in or had any interest in any business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

董事及控股股東於競爭業務的權益

截至二零二一年六月三十日止三個月，概無董事、控股股東或彼等各自的聯繫人從事與本集團業務直接或間接競爭或可能競爭的任何業務或於該等業務中擁有任何權益。

On behalf of the Board
KML Technology Group Limited
Luk Kam Ming
Chairman and Executive Director

承董事會命
高萌科技集團有限公司
陸鑑明
主席兼執行董事

Hong Kong, 5 August 2021

香港，二零二一年八月五日

As at the Date of this Report, the executive Directors are Mr. LUK Kam Ming, Mr. CHAN Chak Lun Philip, Mr. LUK Kwai Lung and Mr. LUK Yin Cheung; and the independent non-executive Directors are Mr. LAU On Kwok, Mr. LAW Wing Chi Stephen and Dr. TSE Chi Kong.

於本報告日期，執行董事為陸鑑明先生、陳澤麟先生、陸季農先生及陸彥彰先生；及獨立非執行董事為劉安國先生、羅永志先生及謝智剛博士。

高萌·科技

KML Technology Group Limited

高萌科技集團有限公司