

kinetix

Kinetix Systems Holdings Limited

健冠控股有限公司

(incorporated in the Cayman Islands with limited liability)

Stock Code : 8606

**THIRD
QUARTERLY
REPORT
2022**





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This report for which the directors (the “Directors” or individually a “Director”) of Kinetix Systems Holdings Limited (the “Company”, together with its subsidiaries, the “Group”, “we”, “our” or “us”) 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.





CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Yu Larry

(Chairman and Chief Executive Officer)

(formerly known as Yu Pak Lun Larry)

Mr. Law Cheung Moon

Mr. Leung Patrick Cheong Yu

Non-executive Directors

Ms. Chen Jie

Mr. Tang Biao

Independent Non-executive Directors

Ms. Lam Shun Ka

(formerly known as Lam Yuk Shan)

Dr. He Dazhi

Mr. Li Xiaoping

Mr. Tong Tsz Kwan

COMPANY SECRETARY

Mr. Fung Kui Kei

REGISTERED OFFICE

Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman

KY1-1108

Cayman Islands

HEADQUARTER AND PRINCIPAL PLACE OF BUSINESS

6/F, SML Tower

165 Hoi Bun Rond

Kwun Tong

Kowloon

Hong Kong

AUDITOR

Linksfield CPA Limited

Certified Public Accountants and

Registered Public Interest Entity Auditor

Unit 2001-2, 20th floor

Podium Plaza, 5 Hanoi Road

Tsim Sha Tsui, Kowloon

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN THE CAYMAN ISLANDS

Ocorian Trust (Cayman) Limited

Windward 3, Regatta Office Park

P.O. Box 1350

Grand Cayman

KY1-1108

Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited

17/F, Far East Finance Centre

16 Harcourt Road, Hong Kong

STOCK CODE

8606

WEBSITE

www.kinetix.com.hk





FINANCIAL HIGHLIGHTS

- The total revenue of the Group amounted to approximately HK\$204.5 million for the nine months ended 30 September 2022, increased by approximately 23.2% as compared to that of the same period in 2021.
- The gross profit amounted to approximately HK\$37.1 million for the nine months ended 30 September 2022, increased by approximately 17.6% as compared to that of the same period in 2021.
- The Group recorded a net loss of approximately HK\$19.8 million for the nine months ended 30 September 2022, as compared to a net loss of approximately HK\$14.7 million for the nine months ended 30 September 2021.
- The board of Directors (the “Board”) does not recommend the payment of quarterly dividend for the nine months ended 30 September 2022.





FINANCIAL RESULTS FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2022

The Board hereby presents the unaudited condensed consolidated financial results of the Group for the nine months ended 30 September 2022, together with the unaudited comparative figures for the corresponding period in 2021 as follows:

QUARTERLY CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the three months and nine months ended 30 September 2022

	Notes	Three months ended 30 September		Nine months ended 30 September	
		2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Revenue	5(a)	63,254	53,642	204,571	166,027
Cost of sales		(49,829)	(41,435)	(167,504)	(134,506)
Gross profit		13,425	12,207	37,067	31,521
Other income, other gains or losses	5(b)	1,220	313	1,707	1,430
Selling expenses		(2,147)	(3,203)	(9,774)	(8,771)
Administrative and general expenses (Allowance for)/reversal of expected credit losses		(15,284)	(13,929)	(45,420)	(38,219)
Finance costs		(2,007)	120	(2,332)	263
		(319)	(307)	(984)	(795)
Loss before tax	6	(5,112)	(4,799)	(19,736)	(14,571)
Income tax	8	27	80	(101)	(154)
Loss for the period		(5,085)	(4,719)	(19,837)	(14,725)
Attributable to:					
Owners of the Company		(5,766)	(4,620)	(19,410)	(13,981)
Non-controlling interests		681	(99)	(427)	(744)
Loss for the period		(5,085)	(4,719)	(19,837)	(14,725)
		HK cents	HK cents	HK cents	HK cents
Loss per share					
– Basic and diluted	10	(0.60)	(0.52)	(2.01)	(1.68)





	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Loss for the period	(5,085)	(4,719)	(19,837)	(14,725)
Other comprehensive income <i>Item that may be reclassified subsequently to profit or loss:</i>				
Exchange difference arising on translation of foreign operations	97	-	69	-
Other comprehensive income for the period, net of tax	97	-	69	-
Total comprehensive loss for the period	(4,988)	(4,719)	(19,768)	(14,725)
Attributable to:				
Owners of the Company	(5,669)	(4,620)	(19,341)	(13,981)
Non-controlling interests	681	(99)	(427)	(744)
	(4,988)	(4,719)	(19,768)	(14,725)





QUARTERLY CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the nine months ended 30 September 2022

	Attributable to owners of the Company									
	Share capital HK\$'000	Share premium HK\$'000	Other reserve HK\$'000	Convertible bonds equity reserve HK\$'000	Share-based payment reserve HK\$'000	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000	Non-controlling interests HK\$'000	Total equity HK\$'000
At 1 January 2021 (audited)	8,000	43,199	10	-	-	-	47,909	99,118	(1,216)	97,902
Loss for the period	-	-	-	-	-	-	(13,981)	(13,981)	(744)	(14,725)
Other comprehensive income for the period	-	-	-	-	-	-	-	-	-	-
Total comprehensive loss for the period	-	-	-	-	-	-	(13,981)	(13,981)	(744)	(14,725)
Recognition of equity component of convertible bonds	-	-	-	10,149	-	-	-	10,149	-	10,149
Convertible bonds conversion	1,600	46,400	-	(10,149)	-	-	-	37,851	-	37,851
Share-based payments	-	-	-	-	143	-	-	143	-	143
At 30 September 2021 (unaudited)	9,600	89,599	10	-	143	-	33,928	133,280	(1,960)	131,320
At 1 January 2022 (audited)	9,639	90,865	10	-	3,364	(10)	28,051	131,919	(2,316)	129,603
Loss for the period	-	-	-	-	-	-	(19,410)	(19,410)	(427)	(19,837)
Exchange difference arising from translation of foreign operations	-	-	-	-	-	126	-	126	-	126
Total comprehensive income/(loss) for the period	-	-	-	-	-	126	(19,410)	(19,284)	(427)	(19,711)
At 30 September 2022 (unaudited)	9,639	90,865	10	-	3,364	116	8,641	112,635	(2,743)	109,892





NOTES TO THE QUARTERLY CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the nine months ended 30 September 2022

1. GENERAL

The Company was incorporated in the Cayman Islands on 16 September 2016 as an exempted company with limited liability. The registered office of the Company is Windward 3, Regatta Office Park, P.O. Box 1350, Grand Cayman, KY1-1108, Cayman Islands.

The Company is an investment holding company while its subsidiaries' principal businesses are provision of information technology ("IT") infrastructure solutions services, IT development solutions services, IT maintenance and support services and entertainment products.

2. BASIS OF PREPARATION AND PRESENTATION

The unaudited quarterly condensed consolidated financial statements for the nine months ended 30 September 2022 has been prepared in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the applicable disclosure provisions of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "GEM Listing Rules"). The principal accounting policies used in preparing the unaudited quarterly condensed consolidated financial statements are consistent with those adopted in the preparation of the Group's annual financial statements for the year ended 31 December 2021.

The unaudited quarterly condensed consolidated financial statements have been prepared under the historical cost basis and presented in Hong Kong dollars ("HK\$"). All values are rounded to the nearest thousand except when otherwise indicated. The unaudited quarterly condensed consolidated financial statements have not been audited by the Company's auditor, but have been reviewed by the Company's audit committee.





3. ADOPTION OF HONG KONG FINANCIAL REPORTING STANDARDS (“HKFRSs”)

The accounting policies adopted in the preparation of the unaudited quarterly condensed consolidated financial statements are the same as those applied in the preparation of the Group’s annual financial statements for the year ended 31 December 2021, except for the new and amendments to HKFRSs and interpretations issued by HKICPA that are first effective for the current accounting period of the Group. There has been no significant change to the accounting policy applied in these unaudited quarterly condensed consolidated financial statements for the period presented as a result of adoption of these amendments.

4. SEGMENT INFORMATION

The chief operating decision makers are identified as the executive Directors of the Group. The Group has identified its operating segment based on the regular internal financial information reported to the executive Directors for their decisions about resource allocation and review of performance. For the reporting period, the executive Directors have considered the only operating segment of the Group is the provision of IT infrastructure solutions services, IT development solutions services, IT maintenance and support services and entertainment products.

Geographical information

The following is an analysis of the Group’s revenue by the geographical locations of customers.

	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$’000	2021 (Unaudited) HK\$’000	2022 (Unaudited) HK\$’000	2021 (Unaudited) HK\$’000
Hong Kong	63,254	53,628	201,820	164,480
Macau	–	14	2,751	1,547
	63,254	53,642	204,571	166,027





5. REVENUE FROM CONTRACTS WITH CUSTOMERS, OTHER INCOME, OTHER GAINS OR LOSSES

(a) Revenue from contracts with customers

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

	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Revenue				
IT solutions services				
IT infrastructure solutions services	19,350	14,271	66,636	52,778
IT development solutions services	31,867	31,815	92,707	79,256
IT maintenance and support services	11,855	4,268	44,161	20,428
Entertainment products	182	3,288	1,067	13,565
Total income	63,254	53,642	204,571	166,027





Disaggregation of revenue from contracts with customers by timing of revenue recognition, as well as information regarding the Group's reportable segments as provided to the executive Directors of the Company for the purposes of resource allocation and assessment of segment performance for the period is set out below.

For the three months ended 30 September 2022					
IT solutions services					
	IT infrastructure solutions services (Unaudited) HK\$'000	IT development solutions services (Unaudited) HK\$'000	IT maintenance and support services (Unaudited) HK\$'000	Entertainment products (Unaudited) HK\$'000	Total (Unaudited) HK\$'000
Disaggregated by timing of revenue recognition					
At a point in time	14,182	–	–	182	14,364
Over time	5,168	31,867	11,855	–	48,890
Revenue from external customers	19,350	31,867	11,855	182	63,254

For the three months ended 30 September 2021					
IT solutions services					
	IT infrastructure solutions services (Unaudited) HK\$'000	IT development solutions services (Unaudited) HK\$'000	IT maintenance and support services (Unaudited) HK\$'000	Entertainment products (Unaudited) HK\$'000	Total (Unaudited) HK\$'000
Disaggregated by timing of revenue recognition					
At a point in time	14,100	–	–	3,288	17,388
Over time	171	31,815	4,268	–	36,254
Revenue from external customers	14,271	31,815	4,268	3,288	53,642





For the nine months ended 30 September 2022					
IT solutions services					
	IT infrastructure solutions services (Unaudited) HK\$'000	IT development solutions services (Unaudited) HK\$'000	IT maintenance and support services (Unaudited) HK\$'000	Entertainment products (Unaudited) HK\$'000	Total (Unaudited) HK\$'000
Disaggregated by timing of revenue recognition					
At a point in time	40,085	-	-	1,067	41,152
Over time	26,551	92,707	44,161	-	163,419
Revenue from external customers	66,636	92,707	44,161	1,067	204,571

For the nine months ended 30 September 2021					
IT solutions services					
	IT infrastructure solutions services (Unaudited) HK\$'000	IT development solutions services (Unaudited) HK\$'000	IT maintenance and support services (Unaudited) HK\$'000	Entertainment products (Unaudited) HK\$'000	Total (Unaudited) HK\$'000
Disaggregated by timing of revenue recognition					
At a point in time	52,378	-	-	13,565	65,943
Over time	400	79,256	20,428	-	100,084
Revenue from external customers	52,778	79,256	20,428	13,565	166,027

(b) Other income, other gains or losses

The balance mainly represents finance lease interest income and government subsidies for the nine months ended 30 September 2022.

For the nine months ended 30 September 2021, the balance mainly represented finance lease interest income and compensation rebate.



6. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging/(crediting):

	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Auditor's remuneration				
– Audit services	–	–	–	102
– Non-audit services**	80	60	80	180
Cost of hardware and software recognised as expenses	19,778	17,995	65,860	61,869
Cost of IT solutions services*	20,255	18,512	64,408	47,187
Cost of IT maintenance and support services*	9,796	2,331	36,355	12,223
Cost of inventories recognised as an expense	183	2,802	1,064	12,527
Depreciation of property, plant and equipment	719	729	2,211	1,637
Depreciation of right-of-use assets	1,540	1,342	3,833	3,406
Amortisation of intangible assets	800	800	2,400	2,133
Provision for onerous contracts [#]	–	(205)	–	700
Loss on disposal of property, plant and equipment	536	–	588	–
Allowance for/(reversal of) expected credit losses	2,007	(120)	2,332	(263)
Foreign exchange differences, net	18	(89)	(153)	(33)
Premium charges on a life insurance policy	40	40	120	120
Lease payments under short-term leases				
– Office premises	122	100	1,221	305
– Director's quarter	165	135	503	383
Retirement fund scheme contributions	345	614	1,691	1,587
Director's fee, salaries, allowance and other benefits in kind				
– Directors of the Company	574	710	2,032	2,870
– Other staff	18,789	16,864	56,889	42,360

* Included in the above costs are subcontracting costs amounting to HK\$25,648,000 (three months ended 30 September 2021: HK\$14,195,000) and HK\$84,584,000 (nine months ended 30 September 2021: HK\$44,257,000) for the three months and nine months ended 30 September 2022, respectively.

** Non-audit services represent the agreed-upon procedures services provided relating to third quarterly results for the nine months ended 30 September 2022 (2021: third quarterly results for the nine months ended 30 September 2021).

[#] Included in cost of sales.



7. COMPENSATION OF KEY MANAGEMENT PERSONNEL AND DIRECTORS' REMUNERATION

Certain Directors received remuneration from subsidiaries comprising the Group for their appointment as directors of these subsidiaries. Compensation of key management personnel of the Company during the period was as follows:

	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Directors' fee	63	70	189	209
Short-term employee benefits	500	640	1,806	2,661
Post-employment benefits	12	19	38	54
Total compensation paid to key management personnel	575	729	2,033	2,924

8. INCOME TAX

	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Current tax	-	(80)	-	81
Deferred tax	(27)	-	101	73
	(27)	(80)	101	154

Hong Kong profits tax is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profits above HK\$2 million for both periods. Overseas taxation is calculated at tax rates applicable to jurisdictions in which the Group operates. Pursuant to the rules and regulations of the Cayman Islands, the Company was not subject to any taxation under the jurisdiction of the Cayman Islands during the relevant periods.





9. DIVIDEND

The Directors of the Company do not recommend the payment of a quarterly dividend for the nine months ended 30 September 2022 (30 September 2021: HK\$nil).

10. LOSS PER SHARE

	Three months ended 30 September		Nine months ended 30 September	
	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000	2022 (Unaudited) HK\$'000	2021 (Unaudited) HK\$'000
Loss for the period attributable to the owners of the Company	(5,766)	(4,620)	(19,410)	(13,981)
Weighted average number of ordinary shares for the purpose of calculating basic loss per share (in thousands)	963,900	890,435	963,900	830,476
Effect of dilutive ordinary shares arising from convertible bonds (in thousands)	–	67,826	–	57,436
Weighted average number of ordinary shares for the purpose of calculating diluted loss per share (in thousands)	963,900	958,261	963,900	887,912

For the nine months ended 30 September 2022 and 30 September 2021, diluted loss per share is the same as the basic loss per share as the exercise of potential ordinary shares in relation to the outstanding share options would have anti-dilutive effects to the basic loss per share.





11. SHARE CAPITAL

	Number of ordinary shares of the Company	Share capital HK\$'000
Authorised ordinary shares of HK\$0.01 each: At 30 September 2022 and 31 December 2021	10,000,000,000	100,000
Issued and fully paid ordinary shares of HK\$0.01 each At 30 September 2022 and 31 December 2021	963,900,000	9,639

12. RELATED PARTY TRANSACTIONS

- (a) No transactions with related parties were made for the nine months ended 30 September 2022 and 30 September 2021.
- (b) Details of compensation of key management personnel of the Group are included in Note 7 to the financial statements.

13. BANK BORROWINGS

As at 30 September 2022, the Group had secured bank borrowings including due for repayment after one year which contain a repayment in demand clause of HK\$2,714,000 (31 December 2021: HK\$11,717,000). The Group's interest-bearing bank borrowings are secured by the deed of assignment over life insurance policy purchased for the Company's director and the corporate guarantee of HK\$31,000,000 plus interest and other charges provided by the Company.





MANAGEMENT DISCUSSION AND ANALYSIS

Established in 1998, we are currently a well-established IT services provider with business portfolio including provision of IT infrastructure solutions services, IT development solutions services, and IT maintenance and support services, with over 23 years of experience in the IT consulting services industry in Hong Kong. Our principal businesses include IT infrastructure solutions services, IT development solutions services, IT maintenance and support services and entertainment products.

BUSINESS REVIEW AND OUTLOOK

For the nine months ended 30 September 2022 (“Quarterly 2022”), the Group recorded a loss attributable to owners of the Company of approximately HK\$19.4 million as compared to the loss attributable to owners of the Company of approximately HK\$14.0 million for the nine months ended 30 September 2021 (“Quarterly 2021”). The increase in loss for the quarterly period was mainly attributed to (i) the increase in salaries expenses by approximately HK\$6.7 million mainly due to increase in number of staff; (ii) the increase in allowance for expected credit losses by approximately HK\$2.6 million; (iii) the increase in depreciation and amortisation by approximately HK\$1.3 million; but partially offset by (iv) the increase in gross profit by approximately HK\$5.5 million mainly due to the increase in gross profit in provision of IT development solutions services.

Provision of IT infrastructure solutions services

This segment provides IT infrastructure solutions services to our clients by advising them the hardware and/or software that their IT systems would require and procuring the relevant hardware and/or software and integrating them with our client’s IT systems. The revenue generated from this segment in Quarterly 2022 amounted to approximately HK\$66.6 million, representing approximately 32.6% of the total revenue for Quarterly 2022. The revenue from this segment increased by approximately 26.3% from approximately HK\$52.8 million for Quarterly 2021 to approximately HK\$66.6 million for Quarterly 2022. The increase was primarily due to a considerably increase in the total number of projects awarded and total contract value of IT infrastructure solutions services projects undertaken in Quarterly 2022.





Provision of IT development solutions services

This segment provides IT development solutions services that generally include system analysis and design, software development and technology consultancy. The revenue generated from this segment in Quarterly 2022 amounted to approximately HK\$92.7 million, representing approximately 45.3% of the total revenue for Quarterly 2022. The revenue derived from this segment increased by approximately 17.0% from approximately HK\$79.3 million for Quarterly 2021 to approximately HK\$92.7 million for Quarterly 2022, the increase was primarily due to increase in total number of projects awarded with an increase in average revenue recognized in IT development solutions services projects undertaken in Quarterly 2022.

Provision of IT maintenance and support services

This segment provides IT maintenance and support services. The revenue generated from this segment amounted to approximately HK\$44.2 million, representing approximately 21.6% of the total revenue for Quarterly 2022. The revenue derived from this segment increased by approximately 116.2% from approximately HK\$20.4 million for Quarterly 2021 to approximately HK\$44.2 million for Quarterly 2022, the significant increase in revenue from this segment was primarily due to the increase in total number of projects with a substantial increase in average project size of IT maintenance and support services projects undertaken in Quarterly 2022.

Entertainment products

This segment operates an e-commerce business which includes trading of entertainment products. The revenue generated for this segment amounted to approximately HK\$1.1 million, representing approximately 0.5% of the total revenue for Quarterly 2022. The revenue derived from this segment decreased by approximately 92.1% from approximately HK\$13.6 million for Quarterly 2021 to approximately HK\$1.1 million for Quarterly 2022. The considerably decrease in revenue was because (i) both the total number of orders and quantities sold reduced; and (ii) the average order value decreased in trading of entertainment products.





PROSPECTS AND OUTLOOK

Up to the third quarter of 2022, our Group has recorded a higher loss when compared to the same period in 2021, mainly represented by the continue spread of COVID-19 pandemic (“COVID-19”) in Hong Kong that adversely affect our Group’s overall business and short-term performance. Under the shock to the macro-environment, China and Hong Kong government has implemented a list of proactive precautionary measures including but not limited to strict lockdowns and travel restrictions. This leads to the delay in progress of some projects due to temporary office closure of customers and challenging to enter new projects with potential customers. Our Group’s financial result is therefore being unfavourable, and in turn affecting our business operations.

In spite of these unprecedented situation, our group has carried out several policies to reduce the effect of the continuous spread of COVID-19, including intermittent shutdown of Hong Kong and Shanghai offices and allow staff to stay working from home, regularly sanitising working environment and requesting all staff and partners to wear face masks in customer and our workspaces. Except the above environment factors, our Group has often evaluated and amended policies in responding to global business challenge, implement strict cost control to improve our competitiveness by enhancing existing segments and actively seizing different business development opportunities.

Looking forward, the Group will focus on existing business segments to enhance our competitiveness for any possible opportunities, and to explore new business segments by integrating our IT infrastructure solution services and IT development solutions services, which will create synergy and generate the greatest value for shareholders in the medium to longer term.





FINANCIAL REVIEW

Revenue

The Group's revenue for Quarterly 2022 amounted to approximately HK\$204.5 million, representing an increase of approximately HK\$38.5 million or 23.2% compared to Quarterly 2021 of approximately HK\$166.0 million. The increase was attributable to (i) the increase in revenue generated from provision of IT infrastructure solutions services projects by approximately HK\$13.8 million; (ii) the increase in provision of IT development solutions services by approximately HK\$13.4 million; and (iii) the increase in provision of IT maintenance and support services by approximately HK\$23.8 million but was offset by the decrease in entertainment products by approximately HK\$12.5 million.

Gross profit and gross profit margin

The gross profit of the Group increased by approximately 17.6% from approximately HK\$31.5 million for Quarterly 2021 to approximately HK\$37.1 million for Quarterly 2022 as the increase was mainly attributable to the increase in gross profit in provision of IT development solutions services. The gross profit margin of the Group decreased from approximately 19.0% for Quarterly 2021 to approximately 18.1% for Quarterly 2022. The decrease was mainly attributable to the increase in cost of IT infrastructure solutions services projects and IT maintenance and support services projects associated with comparatively lower gross profit margin projects during Quarterly 2022.

Selling expenses

For Quarterly 2022, the Group's selling expenses amounted to approximately HK\$9.8 million, representing the increase of approximately HK\$1.0 million or 11.4% as compared to Quarterly 2021 of approximately HK\$8.8 million. Such increase was mainly attributed to the increase in advertisement and promotion expenses by approximately HK\$0.6 million and the increase in staff cost for sales by approximately HK\$0.5 million due to increase in number of sales staff.

Administrative and general expenses

The Group's administrative expenses for Quarterly 2022 amounted to approximately HK\$45.4 million, representing increase of approximately HK\$7.2 million or 18.8% as compared to Quarterly 2021 of approximately HK\$38.2 million. Such increase was mainly attributed by (i) the increase in depreciation and amortisation by approximately HK\$1.3 million mainly due to the new office in Hong Kong and Macau and the acquisition of furniture and fixtures in the PRC; (ii) the increase in staff cost by approximately HK\$5.2 million due to the increase in number of staff; and (iii) increase in rental expenses by approximately HK\$0.5 million.





Loss for the period

The Group recorded net loss by approximately HK\$19.8 million for Quarterly 2022, as compared to loss of approximately HK\$14.7 million for Quarterly 2021. The increase in loss for the quarterly period was mainly attributed to (i) the increase in salaries expenses by approximately HK\$6.7 million mainly due to increase in number of staff; (ii) the increase in allowance for expected credit losses by approximately HK\$2.6 million; (iii) the increase in depreciation and amortisation by approximately HK\$1.3 million; but partially offset by (iv) the increase in gross profit by approximately HK\$5.5 million mainly due to the increase in gross profit in provision of IT development solutions services.

Liquidity and financial resources

We financed our operations primarily through cash generated from our operating activities. As at 30 September 2022, we had cash and cash equivalents of approximately HK\$25.3 million (31 December 2021: approximately HK\$30.0 million), which were cash at banks and in hand. As at 30 September 2022, the Group has bank borrowings of approximately HK\$2.7 million (31 December 2021: HK\$11.7 million). The Group has a credit facility from the Bank of East Asia of HK\$10.0 million as at 30 September 2022 (31 December 2021: HK\$25.0 million), which are secured by a deed of assignment of the insurance policy of the Chairman of the Company and a corporate guarantee of HK\$31.0 million plus interest and other charges provided by the Company.

The Group's gearing ratio, which was calculated by total debt (defined as bank and other debts incurred not in the ordinary course of business) divided by total equity, was 25.8% as at 30 September 2022 (31 December 2021: 28.0%). The Group expect that its liquidity position would further be strengthened by using the cash generated from our operating activities and fund raising as a result of the ordinary shares (the "Shares") listed on the Stock Exchange on 16 July 2018 (the "Listing Date"). Going forward, we intend to use our capital for our operations and the expansion plans as stated in our prospectus dated 30 June 2018 (the "Prospectus").

Capital structure

As at 30 September 2022, the capital structure of the Company comprised issued share capital, and reserves and bank borrowings.





EXPOSURE TO EXCHANGE RATE FLUCTUATION

Foreign currency risk refers to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group mainly operates in Hong Kong and PRC with most of the transactions denominated and settled in HK\$ and RMB. During Quarterly 2022, the Group's exposure to foreign currency risk primarily arose from certain financial instruments including trade receivables, cash and cash equivalents and trade payables which are denominated in US\$ and EUR. During Quarterly 2022 and Quarterly 2021, the Group did not adopt any hedging strategy but the management continuously monitored the foreign exchange risk exposure on a case-by-case basis. The Group did not use any hedging contracts to engage in speculative activities during Quarterly 2022 and Quarterly 2021.

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

During Quarterly 2022, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

CORPORATE GOVERNANCE PRACTICES

The Company has adopted the code provisions of the Corporate Governance Code (the "CG Code") as set out in Appendix 15 to the GEM Listing Rules and, in the opinion of the Board, the Company has complied with the CG Code for the Quarterly 2022, save for the deviations from such code disclosed below.

The CG Code in Appendix 15 to the GEM Listing Rules provision C.2.1 provides that the roles of chairman and chief executive should be separated and should not be performed by the same individual. Mr. Yu Larry is the chairman and the chief executive officer of the Company. In view of Mr. Yu Larry is one of the co-founders of the Group and has been operating and managing the Group since 1998, the Board believes that it is in the best interest of the Group to have Mr. Yu Larry taking up both roles for effective management and business development. Therefore, the Directors consider that the deviation from the CG Code provision C.2.1 is appropriate in such circumstances.





Under the CG Code provision C.1.8, the Company should arrange appropriate insurance cover in respect of legal action against its Directors. Currently, the Company does not have insurance covering any legal action against its Directors. Every Director is, subject to the provisions of the applicable laws, indemnified out of the assets of the Company against all costs, charges, expenses, losses and liabilities he/she may sustain or incur in or about the execution of his/her office or otherwise in relation thereto pursuant to the Articles of Association of the Company. However, as the risk management and internal control systems of our Group is effective and constantly under review, and as all the executive Directors and management are familiar with the operation of the Group and the information technology industry, the Board believes that the risk of the Directors being sued or getting involved in litigation in their capacity as Directors is relatively low, and hence the Board is of the view that the benefits of the insurance may not outweigh the cost. Therefore, the Board considers that the Directors' exposure to risk is manageable.

Save for the deviations as mentioned above, the Board is satisfied that the Company had complied with all the code provisions of the CG Code since the Listing Date up to the date of this report.

SHARE OPTION SCHEME

The share option scheme of the Company (the "Share Option Scheme") is a share incentive scheme prepared in accordance with Chapter 23 of the GEM Listing Rules. The Share Option Scheme was adopted on 22 June 2018.





Details of the movement in the share options granted under the Scheme for the nine months ended 30 September 2022 are as follows:

Name or category of participants	Date of grant and vesting date of share options	Exercise period of share options granted	Exercise price of share options (HK\$ per share)	Number of share options					
				At 1 January 2022	Granted during the Quarterly 2022	Exercised during the Quarterly 2022	Lapsed during the Quarterly 2022	Cancelled during the Quarterly 2022	Outstanding as at 30 September 2022
Executive Directors									
Mr. Yu Larry	16 August 2021	16 August 2021 – 15 August 2031	0.152	960,000	-	-	-	-	960,000
Mr. Law Cheung Moon	20 August 2021	20 August 2021 – 19 August 2031	0.154	715,000	-	-	-	-	715,000
Mr. Leung Patrick Cheong Yu	20 August 2021	20 August 2021 – 19 August 2031	0.154	715,000	-	-	-	-	715,000
Chief Executive									
Mr. Lam Tai Wai David	16 August 2021	16 August 2021 – 15 August 2031	0.152	9,600,000	-	-	-	-	9,600,000
Other Employees									
Other Employees	16 August 2021	16 August 2021 – 15 August 2031	0.152	23,940,000	-	-	-	-	23,940,000
Other Employees	20 August 2021	20 August 2021 – 19 August 2031	0.154	30,570,000	-	-	-	-	30,570,000
				66,500,000	-	-	-	-	66,500,000

Note: Consideration of HK\$1 was paid by each of the grantees on their acceptance of the share options granted.

The maximum number of ordinary shares of the Company available for issuance upon exercise of all share options under the Share Option Scheme is 66,500,000, representing approximately 6.9% of the issued ordinary shares of the Company as at the date of the 2021 Annual Report. As at the date of the 2021 Annual Report, the available share options under the mandate limit of the Share Option Scheme is Nil.





USE OF PROCEEDS

The net proceeds of the Group raised from the initial public offering was approximately HK\$34.1 million, after deducting the underwriting fees, commissions and other listing expenses. The planned amount of net proceeds from the Listing has been fully utilised as at 30 September 2022 and a summary of use of proceeds are set out in the table below:

	As set out in the Prospectus	Amount expected to be used up to 30 September 2022	Amount actually used up to 30 September 2022	Balance as at 30 September 2022	Expected timeline to fully utilise the remaining net proceeds
	HK\$ million	HK\$ million	HK\$ million	HK\$ million	
Develop IT solutions services tailored for finance and insurance sectors	7.10	7.10	7.10	–	Fully utilised
Expand the application of ERP system in our IT development solutions services	1.17	1.17	1.17	–	Fully utilised
Maintain fund for performance bond and contract deposit	2.34	2.34	2.34	–	Fully utilised
Provision of cloud computing and IoT products	9.15	9.15	9.15	–	Fully utilised
Develop technical support centre to enhance our service quality	2.92	2.92	2.92	–	Fully utilised
Strengthen our marketing efforts	2.34	2.34	2.34	–	Fully utilised
Enhance the expertise of our professional team	1.75	1.75	1.75	–	Fully utilised
Enhance our Group's management information system	5.19	5.19	5.19	–	Fully utilised
Working capital and other general corporate purposes	2.14	2.14	2.14	–	Fully utilised
Total	34.10	34.10	34.10	–	

The Directors are of the view that there was no material change or delay in the use of the Group's net proceeds during the Quarterly 2022.





INTERESTS OF DIRECTORS AND CHIEF EXECUTIVE

As at 30 September 2022, the interests or short positions of the Directors and the chief executive of the Company in the shares, underlying shares or 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 were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO); or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or which will be required to notify to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, are as follows:

The Company

Director/Chief Executive	Nature of interest	Number and class of securities ⁽¹⁾	Approximate percentage of interest in the Company
Mr. Yu Larry	Interest in controlled corporations ⁽²⁾	400,360,000 ordinary shares (L)	41.54%
	Beneficial owner	960,000 ordinary shares (L) ⁽³⁾	0.10%
Mr. Law Cheung Moon	Beneficial owner	715,000 ordinary shares (L) ⁽³⁾	0.07%
Mr. Leung Patrick Cheong Yu	Beneficial owner	715,000 ordinary shares (L) ⁽³⁾	0.07%
Mr. Lam Tai Wai David	Beneficial owner	9,600,000 ordinary shares (L) ⁽³⁾	1.00%





Notes:

- (1) The letter “L” denotes a person’s long position (as defined under Part XV of the SFO) in the Shares.
- (2) The Company is held as to approximately 41.54% by Vigorous King Limited, which in turn is held as to 100% by Mr. Yu Larry.
- (3) These shares are derived from the interests in share options granted by the Company pursuant to the Share Option Scheme adopted by the Company on 22 June 2018.

The interests of the directors and chief executive in the share options of the Company are separately disclosed under the heading “Share Option Scheme” above.

Associated Corporation – Vigorous King Limited

Director	Nature of interest	Number and class of securities in associated corporation	Approximate shareholding percentage
Mr. Yu Larry	Beneficial owner	1 ordinary share	100%

Save as disclosed above, as at 30 September 2022, none of the Directors nor the chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO), which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO); or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or which will be required to notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.





INTERESTS OF SUBSTANTIAL SHAREHOLDERS

As at 30 September 2022, so far as the Directors are aware, the following persons/entities (other than the Directors and the chief executive of the Company) had an interest or short position in the Shares or underlying Shares which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO:

The Company

Shareholders	Capacity/Nature of interest	Number and class of securities ⁽¹⁾	Approximate percentage of interest in the Company
Vigorous King Limited ⁽²⁾	Beneficial owner	400,360,000 ordinary shares (L)	41.54%
Ms. Tong Po Ki Vicky ⁽³⁾	Interest of spouse	401,320,000 ordinary shares (L)	41.64%
Ms. Yiu Wai Ki	Beneficial owner	73,400,000 ordinary shares (L)	7.65%
Mr. Leung Wan Hung ⁽⁴⁾	Interest of spouse	73,400,000 ordinary shares (L)	7.65%
Mr. Lam Sze Chun Jackson	Beneficial owner	134,350,000 ordinary shares (L)	13.99%
Goldlink Hong Kong Investment Limited ⁽⁵⁾	Beneficial owner	50,000,000 ordinary shares (L)	5.21%
Rich Trend Hong Kong Investment Limited ⁽⁶⁾	Beneficial owner	50,000,000 ordinary shares (L)	5.21%

Notes:

- (1) The letter "L" denotes a person's long position (as defined under Part XV of the SFO) in the Shares.
- (2) Vigorous King Limited is held as to 100% by Mr. Yu Larry. Therefore, Mr. Yu Larry is deemed to be interested in the ordinary shares which Vigorous King Limited is interested in by virtue of the SFO.





- (3) Ms. Tong Po Ki Vicky is the spouse of Mr. Yu Larry. Therefore, Ms. Tong is deemed to be interested in the ordinary shares which Mr. Yu Larry is interested in by virtue of the SFO.
- (4) Mr. Leung Wan Hung is the spouse of Ms. Yiu Wai Ki. Therefore, Mr. Leung is deemed to be interested in the ordinary shares which Ms. Yiu Wai Ki is interested in by virtue of the SFO.
- (5) Goldlink Hong Kong Investment Limited is held as to 100% by Mr. Lam Sze Chun Jackson. Therefore, Mr. Lam is deemed to be interested in the ordinary shares which Goldlink Hong Kong Investment Limited is interested in by virtue of the SFO.
- (6) Rich Trend Hong Kong Investment Limited is held as to 100% by Mr. Lam Sze Chun Jackson. Therefore, Mr. Lam is deemed to be interested in the ordinary shares which Rich Trend Hong Kong Investment Limited is interested in by virtue of the SFO.

Save as disclosed above, as at 30 September 2022, the Directors were not aware of any persons who/entities which had an interest or short position in the ordinary shares or underlying ordinary shares of the Company, which would be required to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

REQUIRED STANDARD FOR DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted its code of conduct regarding the Directors' securities transactions on terms no less exacting than the required standard of dealings concerning securities transaction by the Directors as set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the "Code of Conduct") as its own code governing securities transactions of the Directors, and after having made specific enquiry to all of the Directors, the Directors are satisfied that the required standard set out in the Code of Conduct and its code of conduct regarding the Directors' securities transactions have been fully complied with, throughout the accounting period covered by this report.

SIGNIFICANT INVESTMENTS

During Quarterly 2022, the Group did not hold any significant investment in properties or equity interest in any other company other than the subsidiaries.





MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES AND AFFILIATED COMPANIES

During Quarterly 2022, the Group did not have any material acquisitions and disposals of subsidiaries and affiliated companies.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 September 2022, the Group had a total of 165 employees (30 September 2021: 151). Total staff costs (including directors' emoluments) were approximately HK\$58.9 million for the Quarterly 2022, as compared to approximately HK\$46.8 million for Quarterly 2021.

Remuneration policy of the Group is reviewed regularly, making reference to legal framework, market condition and performance of the Group and individual staff (including Directors). The remuneration policy and remuneration packages of the executive Directors and members of the senior management of the Group are reviewed by the Remuneration Committee.

FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS

Save as disclosed in the Prospectus, there was no other plan for material investments or capital assets as at 30 September 2022.

CHARGES ON GROUP ASSETS

As at 30 September 2022, except for the banking facilities which are secured by a deed of assignment of the insurance policy of the Chairman of the Company and the corporate guarantee of HK\$31.0 million plus interest and other charges provided by the Company (31 December 2021: HK\$31.0 million), there were no other charges on the Group's assets.

INTERESTS IN COMPETING BUSINESS

During Quarterly 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 the Group and any other conflicts of interests which any such person had or might have with the Group.

AUDIT COMMITTEE

The Group has established an audit committee (the "Audit Committee") on 22 June 2018 in compliance with Rule 5.28 of the GEM Listing Rules. Written terms of reference in compliance with code provision D.3.3 of the Code has been adopted. Among other things, the primary duties of the Audit Committee are to make recommendations to the Board on appointment, reappointment and removal of external auditor, to review financial statements of the Company and make judgments in respect of financial reporting; and to oversee the effectiveness of the internal control procedures of the Group.





The audit committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed the internal control and financial reporting matters including the review of the unaudited condensed consolidated financial statements of the Group for the nine months ended 30 September 2022 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.

DIVIDENDS

The Board has resolved not to declare a quarterly dividend for the nine months ended 30 September 2022.

DISCLOSURE OF INFORMATION

The quarterly report of the Company will also be published on the websites of both the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.kinetix.com.hk>) and shall be despatched to the shareholders timely and properly.

IMPORTANT EVENTS AFTER THE REPORTING PERIOD

Save as elsewhere disclosed in this report, there is no important event after Quarterly 2022.

By order of the Board
Kinetix Systems Holdings Limited
Yu Larry
Chairman

Hong Kong, 14 November 2022

