Global Uin Intelligence Holdings Limited
環球友飲智能控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8496)

ANNOUNCEMENT OF ANNUAL RESULTS FOR THE YEAR ENDED 30 JUNE 2025

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

GEM has been positioned as a market designed to accommodate companies 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.

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

*This announcement, for which the directors (the "**Director(s)**") of Global Uin Intelligence Holdings Limited (the "**Company**") 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 announcement 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 announcement misleading.*

The board (the "**Board**") of Directors is pleased to present the audited consolidated financial results of the Company and its subsidiaries (the "**Group**") for the year ended 30 June 2025 (the "**Year**") together with the audited comparative figures for the corresponding period in 2024 as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 30 June 2025

		2025	2024
	NOTES	***S$***	*S$*
Revenue	*4*	**6,254,192**	6,717,427
Other income	*5*	**44,068**	41,241
Other gains/(loss), net	*6*	**6,221,181**	784,290
Raw materials and consumables used		**(3,880,037)**	(3,171,730)
Employee benefit costs		**(2,298,009)**	(3,168,376)
Expenses under short-term and variable lease payments		**(163,970)**	(184,286)
Depreciation of right-of-use assets		**(206,924)**	(528,811)
Depreciation of plant and equipment		**(223,865)**	(20,776)
Impairment loss on inventories		**(8,328)**	–
Impairment loss on right-of-use assets		**(42,066)**	(514,583)
Impairment loss on plant and equipment		**(669,535)**	(8,698)
Expected credit loss on trade receivables		**(543,116)**	(42,550)
Expected credit loss on other receivables		**(4,759,663)**	–
Other expenses		**(1,192,348)**	(1,801,332)
Finance income	*7*	**442**	9,848
Finance costs	*7*	**(84,854)**	(149,292)
Loss before income tax		**(1,552,832)**	(2,037,628)
Income tax expense	*8*	**(34,559)**	(154,143)
Loss for the year	*9*	**(1,587,391)**	(2,191,771)
Other comprehensive (expense)/income			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences arising on translation of foreign operations		**(306,499)**	42,179
Reclassification of cumulative translation reserve upon disposal of a foreign operation		**34,947**	–
Total comprehensive expense for the year		**(1,858,943)**	(2,149,592)

	NOTES	2025	2024
		S$	S$
Profit/(loss) attributable to:			
Owners of the Company		**(1,507,586)**	(2,238,651)
Non-controlling interests		**(79,805)**	46,880
		(1,587,391)	(2,191,771)
Total comprehensive (expense)/income attributable to:			
Owners of the Company		**(1,830,417)**	(2,190,805)
Non-controlling interests		**(28,526)**	41,213
		(1,858,943)	(2,149,592)
Loss per share			
Basic and diluted *(S$ cents)*	*11*	**(0.57)**	(0.91)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2025

	NOTES	As at 30 June 2025 S$	As at 30 June 2024 S$
ASSETS			
Non-current assets			
Plant and equipment		**2,202,480**	540,177
Right-of-use assets		**138,379**	355,519
Deferred tax assets		**–**	88,844
Deposits and prepayments	*12*	**–**	562,332
		2,340,859	1,546,872
Current assets			
Inventories		**226,897**	66,561
Trade and other receivables, deposits and prepayments	*12*	**1,348,245**	1,741,462
Cash and cash equivalents		**963,512**	279,473
		2,538,654	2,087,496
Total assets		**4,879,513**	3,634,368
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	*14*	**488,559**	488,559
Share premium		**8,496,491**	8,496,491
Other reserves		**1,884,671**	1,780,379
Exchange reserves		**(283,280)**	39,551
Accumulated losses		**(17,102,395)**	(15,594,809)
		(6,515,954)	(4,789,829)
Non-controlling interests		**2,665,645**	(354,880)
Total deficit		**(3,850,309)**	(5,144,709)

	NOTES	As at 30 June 2025 S$	As at 30 June 2024 S$
LIABILITIES			
Non-current liabilities			
Provision for reinstatement cost		**–**	38,530
Lease liabilities		**55,607**	196,166
Deferred tax liability		**34,595**	88,880
		90,202	323,576
Current liabilities			
Trade and other payables	*13*	**4,728,307**	1,468,410
Amounts due to related parties		**3,400,486**	5,449,355
Current income tax liabilities		**96,417**	104,469
Contract liabilities		**41,220**	510,589
Lease liabilities		**107,364**	712,454
Provision for reinstatement cost		**–**	62,146
Borrowings		**265,826**	148,078
		8,639,620	8,455,501
Total liabilities		**8,729,822**	8,779,077
Net current liabilities		**(6,100,966)**	(6,368,005)
Total equity and liabilities		**(4,879,513)**	(3,634,368)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION AND REORGANISATION

Global Uin Intelligence Holdings Limited ("**the Company**") was incorporated in the Cayman Islands on 16 May 2019 as an exempted company with limited liability under Companies Act Cap 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands. The address of the Company's registered office is at Cricket Square, Hutchins Drive, PO Box 2681, Grand Cayman, KY1-1111, Cayman Islands.

The Company is an investment holding company. The Company and its subsidiaries (together, the "**Group**") principally engage in the manufacturing and retailing of bakery products, operation of restaurants and provision of food and beverage supply.

The Company's immediate and ultimate holding company is China Uwin Technology Co., Limited ("**China Uwin**"), a company incorporated in Hong Kong with limited liability which is beneficially and wholly-owned by Mr. Zhang Yang ("**Mr. Zhang**").

These consolidated financial statements are presented in Singapore dollars ("**SGD**" or "**S$**"), which is also the functional currency of the Company.

2. APPLICATION OF AMENDMENTS TO INTERNATIONAL FINANCIAL REPORTING STANDARDS ("IFRS ACCOUNTING STANDARDS")

In the current year, the Group has applied, for the first time, the following amendments to IFRS Accounting Standards issued by the International Accounting Standards Board (the "**IASB**"), which are effective for Group's financial year beginning on or after 1 July 2024:

Amendments to IFRS 16	Lease Liability in a Sale and Leaseback
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IAS 1	Non-current Liabilities with Covenants
Amendments to IAS 7 and IFRS 7	Supplier Finance Arrangements

The application of the amendments to IFRS Accounting Standards in the current year has had no material effect on the Group's financial performance and positions for the current and prior periods and/or on the disclosures set out in these consolidated financial statements.

New and amendments to IFRS Accounting Standards issued but not yet effective

The Group has not early applied the following new and amendments to IFRS Accounting Standards that have been issued but are not yet effective:

Amendments to IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments[2]
Amendments to IFRS 10 and IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[4]
Amendments to IFRS Accounting Standards	Annual Improvements to IFRS Accounting Standards – Volume 11[2]
Amendments to IAS 21 and IFRS 1	Lack of Exchangeability[1]
IFRS 18	Presentation and Disclosure in Financial Statement[3]

1 Effective for annual periods beginning on or after 1 January 2025.
2 Effective for annual periods beginning on or after 1 January 2026.
3 Effective for annual periods beginning on or after 1 January 2027.
4 Effective for annual periods beginning on or after a date to be determined.

The directors of the Company anticipate that the application of the new and amendments to IFRS Accounting Standards will have no material impact on the results and the financial position of the Group.

3. BASIS OF PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS AND MATERIAL ACCOUNTING POLICY INFORMATION

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards issued by the IASB. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited ("**Listing Rules**") and by the Hong Kong Companies Ordinance.

The directors of the Company have, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

The consolidated financial statements have been prepared on the historical cost basis at the end of each reporting period as explained in the accounting policies set out below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

Going concern basis

During the year ended 30 June 2025, the Group recorded a consolidated net loss of S$1,587,391 and, as of that date, the Group had net current liabilities of S$6,100,966, while cash and bank balances amounted to only approximately S$963,512 as at 30 June 2025. The above conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern.

In the preparation of the Group's consolidated financial statements, the directors of the Company (the "**directors**") have prepared a cash flow forecast covering a period of not less than twelve months from the date of consolidated financial statements and have given careful consideration to the Group's future liquidity and performance and its available sources of financing to continue as a going concern. After taking into account the following considerations in preparing the cash flow forecast, in the opinion of directors, the consolidated financial statements have been prepared on a going concern basis:

a. Financial support from the ultimate holding company

China Uwin Technology Co., Limited, the ultimate holding company agreed to continuously provide financial support for the continuing operations of the Company so as to maintain sufficient working capital to realise its assets and discharge its liabilities in the normal course of businesses.

b. Operation plans

Management has been endeavoring to improve the Group's operating results and cash flows through various cost control measures and close certain underperforming retail outlets in Singapore. And the management will enhance the future operating cash flows from expanding the existing business in the PRC markets.

c. Waiver of repayments of amounts due to related parties

Mr. Goh Leong Heng Aris and Ms. Anita Hee Mei, the related parties of the Group, agreed not to call for any repayment of amount due to them totalling S$2,952,872 as at 30 June 2025 until the Group is in a financial position to do so.

d. New investment injection from independent third party signed after the year ended

An investment agreement has been reached by the Group and to the Group's investment in fund injection in the major operating subsidiary – 安徽秋田智能科技有限公司 of the new business operating segment- provision for food and beverage supply of a total of RMB12,000,00 (equivalent to approximately S$2,181,600) after the year ended date.

Notwithstanding the above, material uncertainties exist that may cast significant doubt on the Group's ability to continue as going concern, which depends on (i) whether the Subscription shall subsequently be completing; (ii) the success of the Group's expansion of operations in the PRC; (iii) the successful implementation of measures described above in the normal course of businesses.

Should the Group be unable to continue as a going concern, it may be unable to realise its assets and discharge its liabilities in the normal course of business. Adjustments would have to be made to the consolidated financial statements to adjust the value of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and liabilities as current assets and liabilities, respectively.

4. REVENUE AND SEGMENT INFORMATION

The executive directors of the Company have been identified as the chief operating decision maker ("**CODM**"). The CODM monitors the operating results of its segments separately for the purpose of making decisions about resource allocation and performance assessment.

The Group operates under three operating segments:

1. sale of bakery products – operation of retail bakery outlets;

2. operation of restaurants – operation of fast casual dining restaurants; and

3. provision of food and beverage supply.

The Board is of the view that the original segment description of "Provision of Intelligent Drink Vending Machine" does not reflect the business model accurately, and after discussion with the auditors, it should be changed to "Provision of Food & Beverage Supply" to avoid confusion.

The CODM considers the business from a product perspective. They reviewed the qualitative factors such as business activities, economic and legal characteristics and quantitative factors such as financial performance to assess the performance of the operating segments.

Segment result as presented below represents operating profit/loss before unallocated finance income, unallocated finance costs, listing expense and unallocated other expenses and other losses. The segment information provided to the CODM for the year is as follows:

For the year ended 30 June 2025	Sales of bakery products *S$*	Operation of restaurants *S$*	Provision of food and beverage supply *S$*	Total *S$*
Revenue from external customers recognised at a point in time	**982,263**	**531,253**	**4,740,676**	**6,254,192**
Raw materials and consumables used	**(212,255)**	**(221,077)**	**(3,446,705)**	**(3,880,037)**
Employee benefit cost	**(458,717)**	**(278,305)**	**(1,358,867)**	**(2,095,889)**
Expenses under short-term lease and variable lease payments	**(68,120)**	**(95,850)**	**–**	**(163,970)**
Depreciation of right-of-use assets	**–**	**–**	**(206,924)**	**(206,924)**
Depreciation of plant and equipment	**–**	**–**	**(223,865)**	**(223,865)**
Delivery agent service charging	**(4,173)**	**(5,228)**	**–**	**(9,401)**
Impairment loss on inventories	**–**	**(2,303)**	**(6,025)**	**(8,328)**
Impairment loss on plant and equipment	**–**	**–**	**(669,535)**	**(669,535)**
Impairment loss on right-of-use asset	**–**	**–**	**(42,066)**	**(42,066)**
Expected credit loss on trade receivables	**–**	**–**	**(543,116)**	**(543,116)**
Expected credit loss on other receivables	**(4,561,615)**	**(111,292)**	**(86,756)**	**(4,759,663)**
Utilities and other expenses	**(389,800)**	**(185,834)**	**(224,940)**	**(800,574)**
Finance income	**–**	**–**	**377**	**377**
Finance cost	**(8,086)**	**(13,196)**	**(34,964)**	**(56,246)**
Other income	**1,960**	**22,355**	**167**	**24,482**
Other gains net	**4,275,468**	**1,876,865**	**6,571**	**6,158,904**
Segment results	**(443,075)**	**1,517,388**	**(2,095,972)**	**(1,021,659)**
Finance income	**–**	**–**	**–**	**65**
Finance cost	**–**	**–**	**–**	**(28,608)**
Unallocated other expenses and other losses	**–**	**–**	**–**	**(502,630)**
Loss before income tax	**–**	**–**	**–**	**(1,552,832)**

For the year ended 30 June 2024	Sales of bakery products *S$*	Operation of restaurants *S$*	Provision of food and beverage supply *S$*	Total *S$*
Revenue from external customers recognised at a point in time	2,757,785	2,106,456	1,853,186	6,717,427
Raw materials and consumables used	(1,096,259)	(693,179)	(1,382,292)	(3,171,730)
Employee benefit cost	(1,053,060)	(1,213,788)	(550,764)	(2,817,612)
Expenses under short-term lease and variable lease payments	(119,517)	(64,769)	–	(184,286)
Depreciation of right-of-use assets	(238,686)	(137,096)	(153,029)	(528,811)
Depreciation of plant and equipment	(725)	–	(20,051)	(20,776)
Delivery agent service charges	(19,644)	(94,709)	–	(114,353)
Impairment loss on right-of-use assets	(343,214)	(171,369)	–	(514,583)
Impairment loss on plant and equipment	(8,698)	–	–	(8,698)
Expected credit loss on trade receivables	–	–	(42,550)	(42,550)
Utilities and other expenses	(77,371)	(97,255)	–	(174,626)
Finance income	7,268	1,538	–	8,806
Finance cost	(77,657)	(49,658)	(21,977)	(149,292)
Other income	8,385	19,588	13,268	41,241
Other gains, net	287,093	497,197	–	784,290
Segment results	25,700	102,956	(304,209)	(175,553)
Finance income	–	–	–	1,042
Finance cost	–	–	–	–
Unallocated other expenses and other losses	–	–	–	(1,863,117)
Loss before income tax	–	–	–	(2,037,628)

Segment assets and liabilities

The CODM makes decisions according to operating results of each segment. No analysis of segment asset and segment liability is presented as the CODM does not regularly review such information for the purposes of resources allocation and performance assessment. Therefore, only segment revenue and segment results are presented.

Information about major customers

Revenue from customers of the corresponding years contributing over 10% of the total revenue of the Group are as follows:

	Year ended 30 June	
	2025	2024
	S$	*S$*
Customer A	**1,192,390**	750,846
Customer B	**627,813**	–

Geographical information

The Group's operations are located in Singapore and the People's Republic of China ("**PRC**").

Information about the Group's revenue from external customers and non-current assets is presented based on the location of the operations.

	Year ended 30 June	
	2025	2024
	S$	*S$*
Revenue from external customers		
– Singapore	**1,513,516**	**3,587,825**
– PRC	**4,740,676**	**3,129,602**
	6,254,192	**6,717,427**

	As at 30 June	
	2025	2024
	S$	*S$*
Non-current assets		
– Singapore	**–**	89,929
– PRC	**2,340,859**	1,368,099
– Unallocated – Deferred tax assets	**–**	88,844
	2,340,859	1,546,872

All revenue contracts are for one year or less, as permitted by practical expedient under IFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

5. OTHER INCOME

	Year ended 30 June	
	2025	2024
	S$	*S$*
Government grant *(Note (i))*	**24,202**	16,421
Others	**19,866**	24,820
	44,068	41,241

Note (i):

Government grant mainly comprised Special Employment Credit ("**SEC**"), Enabling Employment Credit ("**EEC**") and Progressive Wage Credit Scheme ("**PWCS**") granted to the Group by the Singapore authorities in premise of certain conditions. There are no unfulfilled conditions and other contingencies attached to the receipts of the Group.

6. OTHER GAINS/(LOSSES), NET

	Year ended 30 June	
	2025	2024
	S$	*S$*
Gain on lease modifications	**172,234**	784,290
Gain on disposal of subsidiary *(note a)*	**1,754,024**	–
Gain on deconsolidation of a subsidiary *(note b)*	**5,912,654**	–
Loss on deregistration of subsidiaries *(note c)*	**(1,552,994)**	–
Others	**(64,737)**	–
	6,221,181	784,290

Notes:

a. The Group disposed of its 100% equity interests in a subsidiary on 11 November 2024. The disposal was made due to a strategic consideration for the development of the Group. The above-mentioned subsidiary is an investment holding company, which held interests in Group's subsidiary in operation of restaurants. Gain on disposal of a subsidiary was approximately S$1.8 million. Further details, please refer to note 15.

b. It was disclosed in the Group's announcements dated 24 April 2025 that the Group has recently ceased its business operations in Singapore. One of its operating subsidiaries- Proofer Bakery Pte. Ltd. have been entered into winding up proceedings on 4 April 2025, and being taken over by the liquidator, up to the report date. Whereas the Group no longer has control over the deconsolidated entity, the financial results of these subsidiaries have been deconsolidated from those of the Group. Further details, please refer to note 16.

c. During the year, certain subsidiaries of the Group were struck off, namely Caracara Tea Pte. Ltd. Proofer (Tanjong Pagar) Pte. Ltd. and Laura Café Pte. Ltd. The deregistration has resulted in a loss of approximately S$1.6 million.

7. FINANCE INCOME/(COSTS)

	Year ended 30 June	
	2025	2024
	S$	*S$*
Interest income on:		
– bank deposits	**442**	1,042
– unwinding of discount on rental deposits	**–**	8,806
	442	9,848
Interest expense on:		
– lease liabilities	**(30,901)**	(103,089)
– bank and other borrowings	**(53,953)**	(42,470)
– provision for reinstatement cost	**–**	(3,733)
	(84,854)	(149,292)

8. INCOME TAX EXPENSE

Singapore income tax has been provided at the rate of 17% (2024: 17%) on the estimated assessable profit during the year.

Under the Law of the PRC on Enterprise Income Tax (the "**EIT Law**") and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25%. The PRC subsidiaries, 上海超凱帆盛餐飲管理有限公司, 戀食餐飲管理(上海) 有限公司 and 上海超滿帆福餐飲管理有限公司, have been assessed as a Small Low-profit Enterprise (小型微利企業) during both years and subjected to a tax rate of 5% (2024: 5%) for the year ended 30 June 2025.

The income tax expense charged to profit or loss represents:

	Year ended 30 June	
	2025	2024
	S$	*S$*
Tax expense attributable to loss:		
– Current income credit	**–**	(24,841)
– Deferred tax	**34,559**	178,984
Income tax expense	**34,559**	154,143

9. LOSS FOR THE YEAR

	Year ended 30 June	
	2025	2024
	S$	*S$*
Loss for the year has been arrived at after charging:		
Directors' and chief executive's emoluments	**234,911**	220,391
Staff costs (excluding directors' and chief executive's emoluments)		
– Salaries, wages, allowances and other benefits	**1,858,657**	2,508,100
– Contributions to retirement benefits scheme	**154,076**	284,885
– Others	**50,365**	155,000
	2,063,098	2,947,985
Total staff costs	**2,298,009**	3,168,376
Depreciation for plant and equipment	**223,865**	20,776
Depreciation for right-of-use assets	**206,924**	528,811
Total depreciation	**430,789**	549,587
Impairment loss on plant and equipment	**669,535**	8,698
Impairment loss on right-of-use assets	**42,066**	514,583
Impairment loss on inventories	**8,328**	–
Total impairment losses	**719,929**	523,281
Expected credit loss on trade receivables	**543,116**	42,550
Expected credit loss on other receivables	**4,759,663**	–
Utilities	**45,653**	174,626
Delivery agent service charges	**9,401**	114,353
Auditor's remuneration	**134,347**	137,960
Legal and professional fees	**193,317**	358,879
Other operating expenses	**809,630**	1,015,514
Total other expenses	**1,192,348**	1,801,332

10. DIVIDEND

The Board of directors do not recommend a payment of any dividend for the year ended 30 June 2025 (2024: Nil).

11. LOSS PER SHARE

	Year ended 30 June	
	2025	2024
	S$	*S$*
Loss:		
Loss attributable to owners of the Company for the purpose of calculating basic loss per share	**(1,507,586)**	(2,238,651)
Number of shares:		
Weighted average number of ordinary shares for the purpose of calculating for basic loss per share	**266,175,000**	246,167,260

The basic and diluted loss per share are the same as there were no potential ordinary shares in issue for the years ended 30 June 2025 and 2024.

12. TRADE AND OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	As at 30 June	
	2025	2024
	S$	*S$*
Trade receivables from third parties	**930,368**	555,636
Rental deposits	**9,420**	288,119
Other prepayments and deposits	**408,457**	1,460,039
	1,348,245	2,303,794
Less: non-current portion	**–**	(562,332)
	1,348,245	1,741,462

Trade receivables were mainly comprised, among others, receivables from credit card institutions for customers' payments settled by credit cards and receivables from delivery services agents. Such amounts are normally settled within 3 to 15 business days from transaction dates. Generally, there is no credit period granted to customers. And the trade receivables for customers of the provision for food and beverage supply segment, the Group normally grants credit terms to these customers ranging from 30 to 90 days.

The ageing analysis of the trade receivables based on invoice date is as follows:

	As at 30 June	
	2025	2024
	S$	*S$*
Current	**–**	439,611
1–30 days	**855,739**	–
31–60 days	**–**	–
61–90 days	**78,809**	48,181
91–120 days	**56,731**	25,412
Over 120 days	**507,749**	84,982
	1,499,028	598,186
Less: allowance for expected credit loss	**(568,660)**	(42,550)
	930,368	555,636

13. TRADE PAYABLES

	As at 30 June	
	2025	2024
	S$	*S$*
Trade payables	**1,549,884**	473,588

The carrying amount of trade payables approximate their fair values due to their short maturities.

The average credit period on trade payables is 30–90 days. The ageing analysis of the trade payables based on invoice date is as follows:

	As at 30 June	
	2025	2024
	S$	*S$*
0–30 days	**1,448,403**	184,528
31–60 days	**563**	17,318
61–90 days	**–**	11,629
91–120 days	**–**	3,831
Over 120 days	**100,918**	256,282
	1,549,884	473,588

14. SHARE CAPITAL AND SHARE PREMIUM

	Number of ordinary shares	**Equivalent nominal value of ordinary share**
		S$
Authorised:		
Ordinary shares of HK$0.001 each		
As at 1 July 2023, 30 June 2024, 1 July 2024 and 30 June 2025	600,000,000	1,099,752

	Number of ordinary shares	Share capital S$	Share premium S$	Total S$
Issued and fully paid:				
As at 1 July 2023	240,000,000	441,360	7,100,029	7,541,389
Share issued upon placing of new shares	26,175,000	47,199	1,396,462	1,443,661
At 30 June 2024	266,175,000	488,559	8,496,491	8,985,050
Issued and fully paid:				
As at 1 July 2024 and at 30 June 2025	266,175,000	488,559	8,496,491	8,985,050

15. DISPOSAL OF SUBSIDIARY

On 11 November 2024, the Group disposed of its entire equity interests in AA International Holdings Limited and its subsidiaries ("**AA International**") for a consideration of S$72,744. The net liabilities of the subsidiary being disposed at the time of the disposal were as follows:

	S$
Analysis of assets and liabilities over which control was lost:	
Inventories	102,220
Trade and other receivables, deposits and prepayments	367,835
Cash and cash equivalents	17,103
Trade and other payables	(412,897)
Amount due to former related parties	(2,029,523)
Contract liabilities	(24,115)
Lease liabilities	(644)
Net liabilities disposed of	(1,980,021)
Gain on disposal of a subsidiary:	
Consideration receivable	72,744
Net liabilities disposed of	1,980,021
Non-controlling interests	(333,688)
Reclassification of cumulative translation reserve upon disposal of Disposal Group to profit or loss	34,947
Gain on disposal	1,754,024
Net cash inflow arising on disposal:	
Cash consideration	–
Less: cash and cash equivalents disposed of	(17,103)
	(17,103)

Note: The deferred consideration will be settled in cash by the purchaser on or before 21 November 2025. As at 30 June 2025, the amount remained outstanding and was classified as "Other receivables".

16. DECONSOLIDATION OF A SUBSIDIARY

On 4 April 2025, the supplier of Proofer Bakery Pte. Ltd. and its subsidiary- Food Lab Pte. Ltd. (collectively known as "**Proofer Bakery Group**"), a wholly-owned indirect subsidiary of the Company, resolved that Proofer Bakery Group could not by reason of its liabilities, continue its business, and that it should be wound up. Accordingly, a special resolution has passed by the shareholder of Proofer Bakery Group to wind up Proofer Bakery Group by way of creditors' voluntary liquidation and liquidator was appointed.

In the opinion of the directors, the Group has considered to have lost control on Proofer Bakery Group as the Group has no further involvement in the relevant activities of Proofer Bakery Group nor any liability to affect the return thereof.

Assets and liabilities as at the date of deconsolidation are as follows:

	S$
Analysis of assets and liabilities upon deconsolidation are as follows:	
Trade and other receivables, deposits and prepayments	236,378
Amount due from former fellow subsidiaries	1,144,574
Cash and cash equivalents	2,892
Trade and other payables	(139,632)
Amount due to fellow subsidiaries	(1,974,192)
Amount due to holding company	(1,878,792)
Amount due to related parties	(2,746,108)
Bank overdraft	(90,074)
Lease liabilities	(387,317)
Tax payable	(8,052)
Provision for reinstatement	(72,331)
Net liabilities disposed of	(5,912,654)
Gain on deconsolidation of a subsidiary:	
Net liabilities disposed of	5,912,654
Gain on deconsolidation	5,912,654
Net cash inflow arising on deconsolidation:	
Cash consideration	–
Less: cash and cash equivalents	(2,892)
	(2,892)

EXTRACT FROM INDEPENDENT AUDITORS' REPORT

The following is an extract of the independent auditor's report on the Group's audited consolidated financial statements for the Year which has included an emphasis of matter paragraph for material uncertainty in relation to going concern, but without modification of opinion.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 30 June 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ("**IFRS Accounting Standards**") issued by the International Accounting Standards Board ("**IASB**") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

We draw attention to Note 3 to the consolidated financial statements, which indicates that the Group incurred a net loss of approximately S$1,587,391 and, as of that date, the Group had net current liabilities of S$6,100,966, while cash and bank balances amounted to only approximately S$963,512 as at 30 June 2025. As stated in Note 3, these events or conditions, along with other matters as set forth in Note 3, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

As at 30 June 2025, the Group has one company in the People‘s Republic of China (the “**PRC**”) providing food and beverage supply through intelligent food and beverage machine.

For the Year, the Group recorded a loss for the Year of approximately S$1.6 million (2024: approximately S$2.2 million).

The Directors are of the view that the decrease in the loss for the Year compared with last financial year was mainly due to (i) the closure of bakery outlets and restaurant in Singapore considering the increasing rents which would considerably increase the operation costs of the Group; (ii) the decrease in employee benefit cost; and (iii) the decrease in impairment loss on right-of-use assets.

OUTLOOK

The Group is constantly seeking ways to enhance its operational efficiency and the profitability of its business. The Group will also proactively explore new restaurants in Hong Kong and the PRC to expand its customer base and market share which will boost value to its shareholders.

Looking ahead, the Company remains focused on navigating the challenging economic landscape and seizing strategic opportunities to drive sustainable growth. To address the rising operating costs due to inflationary pressures, the Group has made the prudent decision to close the bakery outlets and restaurant in Singapore. This rationalisation of its footprint will allow the Group to better monitor and control expenses in its home market.

The Group has established a new segment in the PRC since last financial year, focused on the provision of food and beverage supply. This expansion into a promising new product category in the PRC market represents an exciting avenue for the Group to diversify its revenue streams and capitalise on the robust consumer demand in the world’s second-largest economy. Additionally, the Group has been proactively developing effective marketing strategies and identifying and securing suitable store locations. Subsequent to the Year end and up to the reporting date, we have opened two new tea shops in the Mainland China and restaurants in Hong Kong and expected to bring with a stable income stream for the Group.

Apart from restructuring the restaurants and developing business, the Group committed to operating as a multi-brand food and beverage group and to further strengthening its catering business and will scale up its operations to attract more customers. To enhance its efficiency and productivity, the Group has been taking decisive measures to protect profit margins by controlling its costs (such as rent and labour costs) as well as reviewing and readjusting its recurrent expenditure.

Looking forward, the Group will actively broaden its platforms and develop its new brands and explore other new business models with a view to maintaining flexible market responses and coping with the change in consumption manner. Besides, the Group will accelerate its expansion in Hong Kong and the PRC, and strengthen marketing efforts to expand its customer base, marking its presence of its brands and increasing its market share in Hong Kong and the PRC.

EVENTS AFTER THE END OF REPORTING PERIOD

Request to review the decision of the GEM Listing Committee

On 5 September 2025, the Company received a letter from the Stock Exchange notifying the Company of its decision (the "**Division Decision**") that the Stock Exchange decided that the acquisition of intelligent beverage machine between December 2023 and March 2025 (the "**Acquisitions**") and the disposal of two PRC restaurants in November 2024 (the "**Disposal**") formed part of a series of transactions and arrangements which constituted an attempt to achieve the listing of the intelligent beverage machine business and a means to circumvent the new listing requirements under Chapter 11 of the GEM Listing Rules. Therefore, the Acquisitions and the Disposal should be treated as if it were one transaction and constitute a reverse takeover ("**RTO**") under Rule 19.06B of the GEM Listing Rules. On 15 September 2025, the Company has submitted a written request to the Stock Exchange for the Division Decision to be referred to the GEM Listing Committee for review.

The review hearing of the Division Decision by the GEM Listing Committee was held on 11 November 2025. On 24 November 2025, the Company received a letter from the GEM Listing Committee notifying the Company that, having considered all the submissions (both written and oral) made by the Company, the GEM Listing Committee decided to uphold the Division Decision (the "**Committee Decision**"). The Company has submitted a written request to refer the Committee Decision to the GEM Listing Review Committee for review pursuant to Chapter 4 of the GEM Listing Rules.

For details, please refer to the announcements of the Company dated 24 April 2025, 8 September 2025, 15 September 2025, 25 November 2025 and 3 December 2025. Further announcement(s) will be made by the Company regarding any material developments on the review as and when appropriate and in accordance with the requirements of the GEM Listing Rules.

Suspension of trading in the Shares

As disclosed in the announcement of the Company dated 30 September 2025, the publication of the annual results of the Company for the Year would be delayed as additional time and procedures are required by the auditor to complete the audit.

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on Thursday, 2 October 2025 pending the publication of this announcement.

For details, please refer to the announcements of the Company dated 30 September 2025 and 2 October 2025.

Change of principal place of business in Hong Kong

The principal place of business of the Company in Hong Kong has been changed to 13/F, Hong Kong Industrial Innovation Centre, 44–50 Wang Wo Tsai Street, Tsuen Wan, New Territories, Hong Kong, with effect from 16 September 2025.

Save as disclosed above, the Group has no other material events subsequent to 30 June 2025 being the end of the Year and up to the date of this announcement.

FINANCIAL REVIEW

Revenue

During the Year, all of the Group's revenue was generated through our bakery outlets, restaurants and provision of food and beverage supply. The number of outlets for the respective concepts as at the respective year-ends has been set out in the following table:

	As at 30 June	
	2025	2024
Bakery outlets	**–**	3
Fast casual dining restaurants		
– Japanese	**–**	1
– Western	**–**	1
– Chinese	**–**	3
Food and beverage supply	**1**	1
Total	**1**	9

During the Year, the Group recorded revenue of approximately S$6.3 million, representing a decrease of approximately S$0.4 million, or 5.9%, from approximately S$6.7 million for the year ended 30 June 2024. The decrease was principally due to the decrease in the number of bakery outlets and restaurants, as the Group has closed the bakery outlets and restaurant in Singapore considering the increasing rents which would considerably increase the operation costs of the Group in Singapore. The impact of this reduction in bakery outlets and restaurant outweighed the effect of revenue generated from the Group's new segment of provision of food and beverage supply, which was established during the year ended 30 June 2024 in the PRC.

	Year ended 30 June			
	2025		2024	
	Total revenue	**% of total revenue**	Total revenue	% of total revenue
	S$	***%***	*S$*	*%*
Bakery outlets	**982,263**	**15.7**	2,757,785	41.1
Fast casual dining restaurants				
– Japanese	**49,112**	**0.8**	381,316	5.7
– Western	**205,175**	**3.3**	836,911	12.4
– Chinese	**276,965**	**4.4**	888,229	13.2
Food and beverage supply company	**4,740,677**	**75.8**	1,853,186	27.6
Total revenue	**6,254,192**	**100**	6,717,427	100.0

Bakery outlets

During the Year, bakery outlets of the Group have generated total revenue of approximately S$982,000, representing a decrease of approximately S$1.8 million, or 64.3%, from approximately S$2.8 million for the year ended 30 June 2024. This decrease was mainly due to the closure of bakery outlets during the Year.

Fast casual dining restaurants

The Chinese fast casual dining restaurants of the Group generated revenue of approximately S$0.3 million, representing a decrease of approximately S$0.6 million or 66.7% comparing to the financial year ended 30 June 2024. The Japanese fast casual dining restaurants of the Group generated revenue of approximately S$49,000, representing a decrease of approximately S$0.3 million or 87.1% comparing to the financial year ended 30 June 2024. The Western fast casual dining restaurants of the Group generated revenue of approximately S$0.2 million, representing a decrease of S$0.6 million or approximately 75% compared to the financial year ended 30 June 2024.

The overall revenue of fast casual dining restaurants amounted to approximately S$0.5 million for the Year, representing a decrease of approximately S$1.6 million, or 76.2% from approximately S$2.1 million for the year ended 30 June 2024. This decrease was mainly due to the closure of fast casual dining restaurants during the Year.

Provision of food and beverage supply

The Group established a new food and beverage supply segment and commenced operations during the year ended 30 June 2024. This business line has already generated approximately S$4.7 million in revenue during the year, representing an increase of approximately S$2.8 million, or 147.4% from approximately S$1.9 million for the year ended 30 June 2024.

Other income

The other income recorded for the Year was S$44,068, which was similar to last financial year of S$41,241.

Other gains/(losses), net

Other gains/(losses), net consist of gain on disposal of a subsidiary, deconsolidation of a subsidiary and gain on lease modifications.

The other gains/(loss), net amounted to approximately S$6.2 million for the Year, representing an increase of approximately S$5.4 million, or 675% from approximately S$0.8 million for the year ended 30 June 2024. The increase in other gains/(loss), net was primarily attributable to the increase in gain on the disposal of bakery shops and restaurant and deconsolidation of a subsidiary during the Year.

Raw materials and consumables used

Raw materials and consumables mainly consist of (i) food ingredients; (ii) packaging materials; and (iii) raw materials for food and beverage supply.

There was an increase in raw materials and consumables used of approximately S$0.7 million, or 21.9% from approximately S$3.2 million for the financial year ended 30 June 2024 to approximately S$3.9 million for the Year. This increase was primarily driven by the increasing demand of raw materials consumed by a subsidiary of the Company which is principally engaged in the provision of food and beverage supply. The raw material requirements of this subsidiary outweighed the cost-cutting measures implemented by the Group across its operations.

Employee benefit cost

The Group's employee benefit cost comprises (i) wages, salaries and allowances paid to its employees, including our Directors, managerial and operation staff; (ii) employer's contribution to defined contribution plans; and (iii) levies on foreign workers and skills development imposed by the Singapore Government.

There was a decrease in employee benefit cost of approximately S$0.9 million, or 28.1% from approximately S$3.2 million for the financial year ended 30 June 2024 to approximately S$2.3 million for the Year. The decrease in employee benefit cost was mainly attributable to the decrease in the number of employees due to the close down of bakery outlets and restaurants in Singapore during the Year,

Cost of leasing for our operations

The Group's cost of leasing for operations represented rental-related costs for leasing its bakery outlets, restaurants, head office, central kitchen premises and motor vehicles as shown in the following table:

	Year ended 30 June	
	2025	2024
	S$	*S$*
Expenses under short-term lease and variable lease payments	**163,970**	184,286
Depreciation of right-of-use assets	**206,924**	528,811
Interest expense on lease liabilities	**30,901**	103,089
Total	**401,795**	816,186

There was a decrease in the cost of leasing for operations of approximately S$0.4 million, or 50.0%, from approximately S$0.8 million for the year ended 30 June 2024 to approximately S$0.4 million for the Year. This decrease in cost of leasing for operations was mainly due to the decrease in number of bakery outlets and restaurants during the Year.

The total cash outflow for leases during the years ended 30 June 2025 and 2024 were S$412,130 and S$1,798,512 respectively.

Depreciation of plant and equipment

Depreciation expense arises from the systematic allocation of the costs, less respective residual value of our plant and equipment over their respective useful lives.

There was an increase in depreciation of plant and equipment of approximately S$203,089, or 977.5%, from approximately S$20,776 for the year ended 30 June 2024 to S$223,865 for the Year. This increase in depreciation of plant and equipment was mainly due to the increase in plant and equipment for the business of provision of food and beverage supply during the Year.

Other expenses

Other expenses consist of other operating expenses such as utilities, delivery agent service charges, legal and professional fees, and other miscellaneous administrative expenses.

There was a decrease in other expenses of approximately S$0.6 million, or 33.3%, from approximately S$1.8 million for the year ended 30 June 2024 to approximately S$1.2 million for the Year. The decrease in other expenses was mainly due to the close down of bakery outlets and restaurants during the Year.

Net finance costs

The net finance costs include interest expense on lease liabilities, bank borrowings, provision for reinstatement and effects of discounting of non-current deposits, offset by interest income on bank deposits earned during the Year.

There was a decrease in net finance cost of S$55,032 or 39.5% from S$139,444 for the year ended 30 June 2024 to S$84,412 for the Year. The decrease was mainly due to the decrease in interest expense on lease liabilities as a result of the close down of bakery outlets and restaurants during the Year.

DIVIDEND POLICY

In deciding whether to propose a dividend and in determining the dividend amount, the following will be taken into account, *inter alia*:

(i) the actual and expected financial performance of our Group;

(ii) retained earnings and distributable reserves of our Company and each of the other members of our Group;

(iii) economic conditions and other internal or external factors that may have an impact on the business or financial performance and position of our Group;

(iv) business strategies of our Group, including future cash commitments and investment needs to sustain the long-term growth aspect of the business;

(v) the current and future operations, liquidity position and capital requirements of our Group;

(vi) statutory and regulatory restrictions; and

(vii) other factors that our Board deems appropriate.

The payment of the dividend by the Company is also subject to any restrictions under the Companies Act of the Cayman Islands and any other applicable laws, rule and regulations and amended and restated memorandum and articles of association (the "**Articles**") of the Company. The dividend policy of the Company will be reviewed by the Board from time to time and there can be no assurance that a dividend will be proposed or declared in any specific periods.

DIVIDEND

After taking into account the dividend policy of the Company summarised above, the Board does not recommend the payment of final dividend for the Year.

For the Year, the Board confirms that no Shareholder has waived or agreed to waive any dividend.

LIQUIDITY AND CAPITAL RESOURCES

During the Year, the Group financed its operations primarily through cash generated from its operating activities and bank borrowings.

Cash and bank balances

As at 30 June 2025, the Group's cash and bank balances amounted to approximately S$963,512 (2024: S$279,473).

Net current liabilities

As at 30 June 2025, the Group had net current liabilities of approximately S$6.1 million (30 June 2024: approximately S$6.4 million).

Total deficit

As at 30 June 2025, the Group's total deficit attributable to owners of the Company amounted to approximately S$3.9 million (30 June 2024: approximately S$5.1 million).

Borrowings

The Group's borrowings increased by approximately S$118,000 or 79.7% from approximately S$148,000 as at 30 June 2024 to approximately S$266,000 as at 30 June 2025. The increase was primarily due to addition of loans during the Year.

CAPITAL STRUCTURE

There has been no change in the capital structure of the Group since the Listing Date and up to the date of this announcement.

TREASURY POLICY

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

CAPITAL COMMITMENT AND CONTINGENT LIABILITIES

As at 30 June 2025, the Group did not have any material capital commitment and contingent liabilities (30 June 2024: nil).

CHARGES ON ASSETS

As at 30 June 2025, the Group did not have any charges on assets (30 June 2024: nil).

EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2025, including the Directors, the Group had a total of 24 employees (30 June 2024: 98).

The Group recognises employees as valuable assets and our success is underpinned by its people. In line with the Group's human resource policies, the Group is committed to providing attractive remuneration packages, and a fair and harmonious working environment to safeguard the legitimate rights and interests of its employees. The Group regularly reviews its human resource policies which outline the Group's compensation, working hours, rest periods and other benefits and welfare, to ensure compliance with laws and regulations. The Group always places emphasis on attracting qualified applicants by offering competitive remuneration packages. These packages are reviewed based on employees' performance and reference to prevailing market conditions, and are adjusted in a timely manner to keep them in line with market benchmarking.

SIGNIFICANT INVESTMENT, FUTURE PLANS FOR MATERIAL INVESTMENTS OR CAPITAL ASSETS, MATERIAL ACQUISITIONS OR DISPOSAL OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Save as disclosed in this announcement, the Group did not have any significant investments during the Year and did not have any future plans for material investments or capital assets, material acquisition and disposal of subsidiary, associates or joint ventures during the Year.

CAPITAL RISK MANAGEMENT AND FINANCIAL RISK MANAGEMENT

Capital management

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance.

The management of the Group reviews the capital structure from time to time. As a part of this review, the management considers the cost of capital and the risks associated with each class of capital.

Gearing ratio

Gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings plus total lease liabilities less cash and cash equivalents. Total capital is calculated as “Equity” as shown in the consolidated statement of financial position plus net debt.

As at 30 June 2025, the Group’s gearing ratio was -13.4% (30 June 2024: -15.1%).

Exposure to Fluctuations in Exchange Rates

The headquarters and principal place of business of the Group is in Singapore with its revenue and cost of sales mainly denominated in Singapore dollars, and one of the Group’s subsidiaries’ place of business are in the PRC with its revenue and cost of sales mainly denominated in Renminbi. As a result, fluctuations in the value of Singapore dollars against Renminbi could adversely affect the financial results of the Group. During the Year, the Group did not experience any material difficulties or impacts on its operations or liquidity as a result of currency exchange fluctuation.

The Group did not use any financial instruments for hedging purposes during the Year and there was no hedging instruments outstanding as at 30 June 2025. The Group will continue to monitor closely the exchange rate risk arising from its existing operations and new investments in future. The Group will further implement the necessary hedging arrangement to mitigate any significant foreign exchange risk when and if appropriate.

SIGNIFICANT EVENTS

Set out below are the significant events taking place during the Year.

Change of board composition

Changes in information on Directors during the Year are set out below:

Mr. SHI Minyue has resigned as an executive Director with effect from 13 March 2025. Mr. LI Yuanbing and Mr. Wang Zhisheng have been appointed as an executive Director and independent executive Director respectively with effect from 13 March 2025.

CORPORATE GOVERNANCE PRACTICES

The Company recognises the importance of corporate transparency and accountability. The Company is committed to achieving and maintaining a high standard of corporate governance, as our Board believes that good and effective corporate governance practices are key to obtaining and maintaining the trust of the shareholders of the Company and other stakeholders, and are essential for encouraging accountability and transparency so as to sustain the success of the Group and to create long-term value for the shareholders of the Company.

The Company's corporate governance practices are based on the Corporate Governance Code (the "**CG Code**") contained in Appendix C1 to the GEM Listing Rules. To the best knowledge of the Board, save for code provision C.2.1 of the CG Code, the Company has complied with the CG Code from the Listing Date up to the date of this announcement.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted Rules 5.48 to 5.67 of the GEM Listing Rules as the code of conduct regarding securities transactions by Directors in respect of the shares of the Company (the "**Code of Conduct**"). After specific enquires by the Company, all Directors have confirmed that they have fully complied with the required standard of dealings set out in the Code of Conduct during the Year.

FINAL DIVIDEND

The Board has resolved not to recommend the declaration of any final dividend for the Year.

PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S SECURITIES

The Board confirms that during the Year, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's securities.

PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the Articles or the Laws of the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

CLOSURE OF REGISTER OF MEMBERS

In order to determine entitlement to attend and vote at the forthcoming annual general meeting of the Company (the "**AGM**"), the register of members of the Company will be closed from Monday, 26 January 2026 to Thursday, 29 January 2026, both days inclusive, during which no transfer of shares of the Company will be effected. In the case of shares of the Company, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar and transfer office, Boardroom Share Registrars (HK) Limited at 2103B, 21/F, 148 Electric Road, North Point, Hong Kong no later than 4:30 p.m. on Friday, 23 January 2026. The record date for determining the eligibility of the Shareholders for attending and voting at the AGM is Thursday, 29 January 2026.

SHARE OPTION SCHEME

The Company has adopted the Share Option Scheme on 24 April 2020 (the "**Adoption Date**"). The terms of the Share Option Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

SUFFICIENCY OF PUBLIC FLOAT

As at the date of this announcement, based on the information that is publicly available to the Company and within the best knowledge of the Directors, the Company maintained a sufficient amount of public float for its shares as required under the GEM Listing Rules.

AUDIT COMMITTEE

The Company established an audit committee (the "**Audit Committee**") on 24 April 2020 with written terms of reference in compliance with Rule 5.29 of the GEM Listing Rules and paragraph C.3.3 of the CG Code. The primary duties of the Audit Committee include, among others, (a) making recommendations to the Board on the appointment, re-appointment and removal of the external auditor and approving the remuneration and terms of engagement of the external auditor; (b) reviewing the Group's financial statements, periodic reports and accounts and significant financial reporting judgements contained therein; and (c) reviewing the financial controls, internal control and risk management systems. The Audit Committee comprises four independent non-executive Directors, namely Mr. Wong Wah, Mr. Zhao Shiwei, Mr. Wang Zhisheng and Mr. Kuan Hong Kin Daniel. Mr. Wong Wah is the chairman of the Audit Committee.

The Audit Committee has reviewed the annual results of the Group for the Year.

SCOPE OF WORK OF HLB HODGSON IMPEY CHENG LIMITED

The figures in respect of the preliminary announcement of the Group's results for the Year have been agreed by the Group's auditors, HLB Hodgson Impey Cheng Limited, to the amounts set out in the Group's consolidated financial statements for the Year. The work performed by HLB Hodgson Impey Cheng Limited in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants and consequently, no assurance has been expressed by HLB Hodgson Impey Cheng Limited on the preliminary announcement.

PUBLICATION OF ANNUAL RESULTS AND 2025 ANNUAL REPORT

This annual results announcement is published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (https://youyinzhinengkeji.com/tzzgx) and the Company's annual report for the Year containing all the information required by the Listing Rules will be despatched to the Shareholders and published on the respective websites of the Stock Exchange and the Company in due course.

RESUMPTION OF TRADING

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9 a.m. on 2 October 2025. Application has been made by the Company to the Stock Exchange for the resumption of trading in the shares of the Company on the Stock Exchange with effect from 9 a.m. on 8 December 2025.

By order of the Board
Global Uin Intelligence Holdings Limited
Zhang Yang
Chairman and executive Director

Beijing PRC, 5 December 2025

As at the date of this announcement, the executive Directors are Mr. Zhang Yang, Mr. Sing Hob Ming, Ms. Zhang Lu and Mr. Li Yuanbing; and the independent non-executive Directors are Mr. Zhao Shiwei, Mr. Wong Wah, Mr. Kuan Hong Kin Daniel and Mr. Wang Zhisheng.

This announcement, for which the Directors 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 of Hong Kong Limited 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 announcement 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 announcement misleading.

This announcement will remain on the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk on the "Latest Listed Company Information" for at least seven days from the date of its posting and on the Company's website at https://youyinzhinengkeji.com/tzzgx.