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HM International Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8416)

**ANNUAL RESULTS ANNOUNCEMENT
FOR THE YEAR ENDED 31 DECEMBER 2025**

The board of directors (the “**Board**”) of HM International Holdings Limited (the “**Company**”) is pleased to announce the annual results of the Company and its subsidiaries for the year ended 31 December 2025. This announcement, containing the full text of the 2025 annual report of the Company, complies with the relevant requirements of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited in relation to information to accompany preliminary announcement of annual results. The printed version of the Company’s 2025 annual report will be delivered to the shareholders of the Company and will be available for viewing on the GEM website and the Company’s website in due course.

By order of the Board
HM International Holdings Limited
Yu Chi Ming
Chairman and Executive Director

Hong Kong, 16 March 2026

As at the date of this announcement, the executive directors of the Company are Mr. Yu Chi Ming, Mr. Chan Wai Lin and Ms. Chan Wai Chung Caroline; and the independent non-executive directors of the Company are Mr. Choi Hon Ting Derek, Mr. Ng Jack Ho Wan and Ms. Chow Yuen Kwan.

This announcement, for which the directors of 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 of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors of the Company, 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 “Latest Listed Company Information” page of the Stock Exchange’s website at <https://www.hkexnews.hk> for at least seven days from the date of publication. This announcement will also be published on the Company’s website at “www.hetermedia.com”.

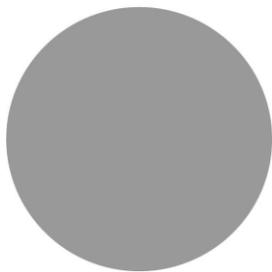
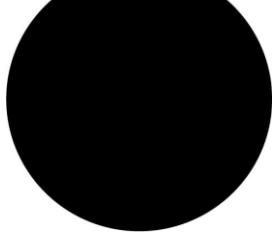
Characteristics of GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the 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.

Hong Kong Exchanges and Clearing Limited and the Stock Exchange take no responsibility for the contents of this report, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this report.

This report, for which the directors (the “Directors”) of HM International 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 and its subsidiaries (collectively, the “Group”). 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.



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Mr. Yu Chi Ming
Mr. Chan Wai Lin
Ms. Chan Wai Chung Caroline

Independent Non-executive Directors

Mr. Ng Jack Ho Wan
Mr. Choi Hon Ting Derek
Ms. Chow Yuen Kwan

COMPANY SECRETARY

Mr. Lau Fai Lawrence

COMPLIANCE OFFICER

Mr. Chan Wai Lin

AUTHORISED REPRESENTATIVES

Mr. Yu Chi Ming
Mr. Chan Wai Lin

AUDIT COMMITTEE

Mr. Ng Jack Ho Wan (Chairman)
Mr. Choi Hon Ting Derek
Ms. Chow Yuen Kwan

REMUNERATION COMMITTEE

Mr. Choi Hon Ting Derek (Chairman)
Ms. Chow Yuen Kwan
Mr. Yu Chi Ming

NOMINATION COMMITTEE

Ms. Chow Yuen Kwan (Chairlady)
Mr. Ng Jack Ho Wan
Mr. Chan Wai Lin

INDEPENDENT AUDITORS

HLB Hodgson Impey Cheng Limited
Certified Public Accountants
31/F, Gloucester Tower
The Landmark
11 Pedder Street
Central
Hong Kong

REGISTERED OFFICE

Windward 3, Regatta Office Park
PO Box 1350
Grand Cayman KY1-1108
Cayman Islands

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS IN HONG KONG

35th Floor, Dah Sing Financial Centre
248 Queen's Road East, Wan Chai
Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Ocorian Trust (Cayman) Limited
Windward 3, Regatta Office Park
PO 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

PRINCIPAL BANKERS

Bank of China (Hong Kong) Limited
Bank of China Tower
1 Garden Road
Central, Hong Kong

Citibank, N.A., Hong Kong Branch
21/F Citi Tower
One Bay East
83 Hoi Bun Road
Kwun Tong, Kowloon
Hong Kong

Hang Seng Bank Limited
Head Office
83 Des Voeux Road Central
Hong Kong

WEBSITE

www.hetermedia.com

STOCK CODE

8416



CHAIRMAN'S STATEMENT

Dear Shareholders,

On behalf of the board (the "Board") of directors (the "Directors") of HM International Holdings Limited (the "Company"), I am hereby pleased to present the consolidated audited financial results of the Company and its subsidiaries (collectively referred as the "Group") for the year ended 31 December 2025 (the "Reporting Period") for your review.

OVERVIEW

The past year has been a period of both challenge and strategic realignment for the Group. I am pleased to report that the Group recorded a net profit for the Reporting Period. Due to the sale of the entire equity interest in i.Link Group Limited and the reduction of administrative expenses, financial performance has improved from a loss for the year ended 31 December 2024 to a profit for the Reporting Period. The disposal of i.Link Group Limited was part of our wider initiative to streamline our business operations. This was to focus on core competencies, and redeploy resources to higher value and more scalable business segments.

While our bottom-line remained positive, the core revenue of the Group experienced a contraction. This was a direct reflection of the evolving landscape within the Hong Kong capital markets. The industry-wide implementation of the Paperless Listing Regime of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") has fundamentally shifted the demand for traditional physical printing services. Furthermore, the market remained intensely crowded, leading to aggressive competitive pricing across the sector.

Strategic Response: Operational excellence initiatives

Considering these revenue headwinds, the management team of the Company (the "Management") took decisive and proactive measures to safeguard our financial health. The Group would like to highlight that while core revenue decreased, the Group has successfully achieved a corresponding and significant reduction in our operating costs through a comprehensive review of our internal structures and the implementation of stringent cost-control initiatives.

During the Reporting Period, the Group has streamlined workflows, optimized staffing, rationalized non-essential expenditures, and consolidated certain functions across locations to eliminate redundant deliverables and enhance efficiency. The gradual diversification of our operations into different regions, including our new subsidiary established in Qianhai, the PRC in October 2024, also enabled us to better allocate resources, realize cost advantages where feasible, and develop a more flexible operating platform. This disciplined approach to expenditure ensured that our margins remained resilient even as the traditional printing market faced structural changes during the Reporting Period.

OUTLOOK: Strategic Digital Transformation and Future Focus

Looking ahead, we recognise that the traditional financial printing model must continue to evolve in line with regulatory developments and rapid technological change. The "paperless" trend is not merely a regulatory shift but part of a broader shift towards digital transformation and workflow solutions across the capital markets ecosystem.

Therefore, we will continue investing in technology-enabled tools and digital platforms to enhance operational speed and accuracy, modernize our service offerings, and support clients throughout their disclosure and communication cycles. While emerging technologies, including artificial intelligence ("AI"), are expected to contribute to this development, our strategic focus will remain balanced, emphasizing practical digitalization, process improvement, and the integration of value-added services that meet the underlying needs of our customers.

A combination of embedded cost discipline, selective mergers and acquisitions, and investments in digital capabilities will enable the Group to lead the capital market in a new era of automated financial communications.

CHAIRMAN'S STATEMENT

ACKNOWLEDGMENT

On behalf of the Board, I hereby wish to extend my gratitude to all employees of the Company and the Directors for the hard work they contributed, as well as the support to our Group from all the shareholders of the Company (the "Shareholders"). We will adhere to advanced development concepts, follow development trends, grasp market opportunities, and make a continuous effort to create greater value for our Shareholders and make new contributions to the community.

Yu Chi Ming

Chairman

Hong Kong 16 March 2026



MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the Reporting Period, we continued to offer a wide range of services, including financial printing services for corporations listed on the Stock Exchange and marketing collateral printing services for fund houses and insurance companies. The Reporting Period was a period of significant transition and strategic refocusing for the Group. While market conditions in Hong Kong remained challenging, impacting overall revenue, the Company successfully returned to profitability. Such financial turnaround was driven by (i) the gain on the disposal of entire equity interest in i.Link Group Limited in September 2025, and (ii) decrease in administrative expenses.

FUTURE PROSPECTS

Following a strategic return to profitability in 2025, the Group is pivoting toward high-margin digital financial communications. To address the Stock Exchange's Paperless Listing Regime, we are prioritising investments in AI and automated platforms to modernise our service offerings.

Our streamlined post-divestment structure, coupled with regional synergies from our Qianhai subsidiary, provides a resilient foundation for margin expansion of the Group. This efficient operational platform enables us to respond quickly to market changes while maintaining strict cost discipline. The Management remains committed to disciplined capital allocation and selective mergers and acquisitions to reinforce our competitive position. By focusing on technology-driven value creation, we are confident in our ability to deliver sustainable long-term shareholder value.

FINANCIAL REVIEW

Revenue

The Group's revenue for the Reporting Period was approximately HK\$132.3 million compared to approximately HK\$158.9 million for the year ended 31 December 2024, representing a decrease of approximately 16.7%. The decrease primarily due to the decrease in revenue from (i) financial printing services, which decreased by approximately HK\$17.3 million, or 15.1%, from approximately HK\$114.9 million for the year ended 31 December 2024, to approximately HK\$97.6 million for the Reporting Period; and (ii) marketing collateral printing services decreased by approximately HK\$15.1 million, or approximately 49.7% from approximately HK\$30.4 million for the year ended 31 December 2024 to approximately HK\$15.3 million for the Reporting Period.



MANAGEMENT DISCUSSION AND ANALYSIS

Gross Profit and Gross Profit Margin

The gross profit of the Group decreased by approximately HK\$3.9 million, or approximately 6.9%, from approximately HK\$56.9 million for the year ended 31 December 2024 to approximately HK\$53.0 million for the Reporting Period. It was mainly due to the decrease in revenue. The Group's gross profit margin for the Reporting Period and the year ended 31 December 2024 were approximately 40.0% and 35.8% respectively.

Other income and gains/(losses) - net

The Group recorded other net losses of approximately HK\$1.6 million for the year ended 31 December 2024 while it recorded other net income of approximately HK\$11.4 million for the Reporting Period. The income for the Reporting Period was mainly attributable to (i) a gain on disposal of the entire shares of one of the non-wholly owned subsidiary of the Company, i.Link Group Limited, in September 2025; and (ii) foreign exchange revaluation gains on bank balances due to the strengthening of other currencies against the presentation currency of the Group, being the Hong Kong Dollar.

Selling Expenses

The selling expenses of the Group decreased by approximately HK\$1.4 million, or approximately 13.3%, from approximately HK\$10.5 million for the year ended 31 December 2024 to approximately HK\$9.1 million for the Reporting Period. The decrease was mainly attributable to the decrease in employee benefits expense which is directly related to the revenue.

Administrative Expenses

The administrative expenses of the Group decreased by approximately HK\$7.7 million, or approximately 14.3%, from approximately HK\$53.9 million for the year ended 31 December 2024 to approximately HK\$46.2 million for the Reporting Period. The change was mainly attributable to (i) decrease in the depreciation of right-of-use assets during the Reporting Period; and (ii) one-off reinstatement cost incurred for the year ended 31 December 2024, which did not recur in the Reporting Period.

Finance Costs

Finance costs of the Group decreased by approximately HK\$42,000 from approximately HK\$961,000 for the year ended 31 December 2024 to approximately HK\$919,000 for the Reporting Period. Such decrease was mainly due to the decrease in finance costs on lease liabilities.



MANAGEMENT DISCUSSION AND ANALYSIS

Taxation

The income tax expense of the Group shifted from an income of approximately HK\$155,000 for the year ended 31 December 2024 to an expense of approximately HK\$384,000 for the Reporting Period.

Profit/(Loss) for the year and Net Profit/(Loss) Margin

The Group recorded a profit after tax of approximately HK\$7.8 million for the Reporting Period, compared to the loss after tax of approximately HK\$9.9 million for the year ended 31 December 2024. The turnaround was mainly attributable to (i) the gain on disposal of the entire shares of i.Link Group Limited for the Reporting Period; (ii) decrease in the depreciation of right-of-use assets during the Reporting Period; and (iii) discounting a one-off office reinstatement expenses for the year ended 31 December 2024. The profit margins for the Reporting Period was 5.9% (2024: Nil) .

FINANCIAL RESOURCES, LIQUIDITY AND GEARING RATIO

As at 31 December 2025,

- (a) the Group's total assets increased to approximately HK\$136.1 million (2024: approximately HK\$121.6 million) while the total equity increased to approximately HK\$80.1 million (2024: approximately HK\$72.5 million);
- (b) the Group's current assets increased to approximately HK\$117.8 million (2024: approximately HK\$97.0 million) while the current liabilities increased to approximately HK\$46.5 million (2024: approximately HK\$36.1 million);
- (c) the Group had approximately HK\$80.8 million in cash and bank balances (2024: approximately HK\$64.6 million), which included cash and bank balances in Renminbi ("RMB") of approximately RMB5.0 million, in US dollars ("USD") of approximately USD0.8 million, in Taiwan dollars ("TWD") of approximately TWD1.2 million, in Singapore dollars ("SGD") of approximately SGD0.04 million, in Euro dollars ("EUR") of approximately EUR2.1 million, and in Hong Kong dollars ("HK\$") of approximately HK\$49.6 million, and the current ratio of the Group was approximately 2.5 times (2024: approximately 2.7 times);
- (d) the Group had total leases liabilities of approximately HK\$13.2 million (2024: approximately HK\$17.2 million); and
- (e) the gearing ratio (calculated based on debts including payables incurred not in the ordinary course of business divided by total equity as at the respective period end and multiplied by 100%) of the Group was 17.3% (2024: 24.8%). The decrease of gearing ratio was primarily due to the repayment of loan and the decrease in lease liabilities during the Reporting Period.

MANAGEMENT DISCUSSION AND ANALYSIS

CAPITAL COMMITMENT

As at 31 December 2025 and 2024, the Group did not have any material capital commitment.

SIGNIFICANT INVESTMENTS

As at 31 December 2025, the Group did not hold any significant investments (2024: Nil).

CONTINGENT LIABILITIES

As at 31 December 2025, the Group did not have any significant contingent liabilities (2024: Nil).

SEGMENTAL INFORMATION

Segmental information is presented for the Group in Note 5 to the Consolidated Financial Statements.

EMPLOYEES AND REMUNERATION POLICIES

As at 31 December 2025, the Group had 74 employees (2024: 117) in Hong Kong, 14 employees (2024: 9) in PRC, 18 employees (2024: 20) in Taiwan, and 6 employees (2024: 9) in Singapore. We believe that hiring, motivating and retaining qualified employees are crucial to our success as a reliable financial printer. Total staff costs (including Directors' emoluments) were approximately HK\$68.3 million for the Reporting Period (2024: approximately HK\$68.4 million). The remuneration packages of the Group's employees include fees, salaries, retirement benefit scheme contributions and other benefits. The remuneration policies of the Group, including promotion, bonus, salary increment and other benefits, are formulated based on the Group's operating results, employees' individual performance, working experience, respective responsibilities, merit, qualifications and competence, as well as comparable to the prevailing market practice, standards and statistics. The remuneration policies of the Group are reviewed by the management of the Group regularly. The dedication and hard work of the Group's staff during the Reporting Period are generally appreciated and recognised.

The Group adopted a share option scheme (the "Share Option Scheme") on 15 December 2016 to provide incentives to the Directors and eligible employees.

The Group adopted a share award scheme (the "Share Award Scheme") on 4 July 2022 with the purposes and objectives to (i) recognise and reward the contributions of eligible participants to the growth and development of the Group and give incentives to them in order to retain them for the continual operation and development of the Group; and (ii) to attract suitable personnel for further development of the Group.

For details of the Share Option Scheme and the Share Award Scheme, please refer to the sections headed "SHARE OPTION SCHEME" and "SHARE AWARD SCHEME", respectively, below in the chapter named "REPORT OF DIRECTORS".



MANAGEMENT DISCUSSION AND ANALYSIS

INDEBTEDNESS AND CHARGES ON GROUP'S ASSETS

As at 31 December 2025 and 2024, the Group did not have any asset pledged to secure general banking facilities.

NOTIFIABLE TRANSACTION DURING THE REPORTING PERIOD

During the Reporting Period, the Company has carried out the following notifiable transaction:

On 1 September 2025, Trump Ever Limited (the "Purchaser"), a company incorporated with limited liability under the laws of the British Virgin Islands the entire issued shares of which are legally and beneficially wholly-owned by Ms. Ng Lok Ki, an independent third party in accordance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules") , and HM Investment Limited (the "Vendor"), a company incorporated with limited liability under the laws of the British Virgin Islands and an indirect wholly-owned subsidiary of the Company, entered into the sale and purchase agreement (the "Sale and Purchase Agreement"), pursuant to which the Purchaser has conditionally agreed to acquire and the Vendor has conditionally agreed to sell 70% of the entire issued share capital of i.Link Group Limited (the "Target Company"), being the Group's entire interest in the Target Company, and all loan(s), interests, indebtedness and sums owing by the Target Company to HeterMedia Services Limited (an indirect wholly-owned subsidiary of the Company) upon completion of the Sale and Purchase Agreement (the "Disposal"), at the consideration of HK\$5,100,000 (the "Consideration"). After completion of the Disposal, the Group no longer has any interest in the Target Company and the Target Company ceased to be a subsidiary of the Company. The financial position and operating results of the Target Company shall no longer be consolidated into the financial statements of the Group.

For further details of the Disposal, please refer to the announcements of the Company dated 1 September 2025 and 4 September 2025.

MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES AND ASSOCIATED COMPANIES

Save for the disclosure above on the section headed "NOTIFIABLE TRANSACTION DURING THE REPORTING PERIOD", the Group has not carried out any material acquisitions or disposal of subsidiaries and associated companies during the Reporting Period.

CHANGE IN THE COMPOSITION OF THE BOARD

There was no change in the composition of the Board during the Reporting Period.

FOREIGN CURRENCY EXPOSURE

The Group's businesses are mainly operated in Hong Kong. The sales and purchases of the Group are mainly denominated in HK\$ and our customers rarely request to settle our billing by other foreign currencies such as USD and RMB.

The Group's assets, liabilities and transactions are mainly denominated in HK\$, whereas only a minimal portion of the Group's bank deposits are denominated in USD, SGD, EUR and TWD (which are freely convertible into HK\$), and RMB (which is not a freely convertible currency in the international market). The Directors are of the view that the Group's operating cash flow and liquidity are not subject to significant foreign exchange rate risks and, therefore, no hedging arrangements were made during the Reporting Period. However, the Group will review and monitor the relevant foreign exchange risk from time to time based on its business development requirements and may enter into foreign exchange hedging arrangements when applicable.

● **DIRECTORS, SENIOR MANAGEMENT AND COMPANY**
● **SECRETARY**

Executive Directors	Profile
<p>Yu Chi Ming</p> <p>Chairman & Executive Director</p>	<p>Mr. Yu Chi Ming (“Mr. Yu”), aged 67, is an executive Director, the chairman of our Group and a member of the Remuneration Committee of the Company. He is mainly responsible for formulating the overall financial and strategic planning of our Group. Mr. Yu has more than 30 years of experience in the printing industry. Mr. Yu obtained a Diploma in Management for Executive Development from The Chinese University of Hong Kong in September 1991. From April 1982 to February 1992, he was the production supervisor at Speedflex Asia Limited, a financial pre-press services provider, and was subsequently promoted to the position of general manager of production, mainly responsible for managing its printing factory. In January 1992, Mr. Yu was appointed as a director of Sunland Printing Limited and he resigned from the role in September 2014. Since March 2000, Mr. Yu has been the chairman of HeterMedia Services Limited (“HM Services”). Mr. Yu is currently a director of each of HM Immediate Holdings Limited (“HM Immediate”), HM Services, HM Too Limited (“HM Too”), HM Too (Asia) Limited (“HM Asia”), HM Language Services Limited (“HM Language”), Talemis Limited and WordFlow Limited, all of which are subsidiaries of the Company. Mr. Yu is also a director of HM Ultimate Holdings Limited, the controlling shareholder of the Company.</p>

**DIRECTORS, SENIOR MANAGEMENT AND COMPANY
SECRETARY**

Executive Directors	Profile
<p>Chan Wai Lin</p> <p>Chief Executive Officer, Executive Director & Compliance Officer</p>	<p>Mr. Chan Wai Lin (“Mr. Chan”), aged 53, is an executive Director, the Chief Executive Officer of our Group, the Compliance Officer and a member of the Nomination Committee of the Company. He is mainly responsible for overall business management and making overall operational decisions of our Group. He joined our Group in November 2012 as a director of HM Too. Mr. Chan has over 15 years of experience in the financial printing industry. In December 1998, Mr. Chan obtained a degree of Bachelor of Arts in Economics from the University of Missouri, USA. In December 2000, he obtained a degree of Master of Arts in Finance from Webster University, USA. Mr. Chan also obtained a degree of Master of Business Administration from Webster University, USA, in August 2001.</p> <p>Mr. Chan worked at State Street – Kansas City (formerly known as IFTC (Investors Fiduciary Trust Company)) as fund accountant/portfolio administrator in March 1999 and as financial analyst from May 2000 to March 2001. He was mainly responsible for preparing financial reports and conducting ad hoc analysis on profitability of new fund accounts. Mr. Chan was employed by RR Donnelley Roman Financial Limited, a financial printer, from March 2002 to March 2008 and his last position was head of office in the business process outsourcing department. He was mainly responsible for developing production strategies, planning projects and developing and implementing procedures and systems. In March 2008, Mr. Chan was appointed as director of Dragon Globe Holdings Limited (formerly known as Xuanda Group Limited; HeterMedia Group Limited (軒達資訊集團有限公司); and HeterMedia Holdings Limited (軒達資訊控股有限公司)), until May 2012. From June 2012 to November 2012, he was appointed as executive director of Williams Lea Asia, Limited responsible for strategic sourcing in Asia excluding Japan. Mr. Chan is currently a director of each of HM Immediate, HM Services, HM Too, HM Asia, HM Language, Talesis Limited, WordFlow Limited and HDH Corporate Services Limited, all of which are subsidiaries of the Company. Mr. Chan is also a director of HM Ultimate Holdings Limited, the controlling shareholder of the Company.</p>

**DIRECTORS, SENIOR MANAGEMENT AND COMPANY
SECRETARY**

Executive Directors	Profile
<p>Chan Wai Chung Caroline Chief Operations Officer & Executive Director</p>	<p>Ms. Chan Wai Chung Caroline (“Ms. Chan”), aged 52, is an executive director of the Company since 11 January 2021 and the chief operations officer of our Group since 1 January 2015, and is responsible for overall business operation and management of our Group. Ms. Chan is primarily responsible for supervising the day-to-day operations of the business units of the Group. Ms. Chan joined our Group in August 2010. Ms. Chan graduated from the Deakin University in Australia in 1996, with a degree in Bachelor of Commerce. Ms. Chan obtained a degree of Master of Business Administration jointly issued by the University of Sydney, Australia and the University of New South Wales, Australia, in 2003 and a degree of Master of Environmental and Business Management from the University of Newcastle, Australia, in 2005. In 2010, Ms. Chan earned a degree of Master of Arts in Computer-Aided Translation from The Chinese University of Hong Kong. Ms. Chan was awarded a master degree in Corporate Environmental Governance from The University of Hong Kong in 2020 and has become a Graduate Member of the Institute of Sustainability & Environmental Professional (formerly known as The Institute of Environmental Management and Assessment (IEMA)*) since 14 December 2021. Ms Chan has earned an Executive Diploma in Anti-Money Laundering and Counter Terrorist Financing issued by The University of Hong Kong School of Professional and Continuing Education (HKU SPACE) in November 2021. Between September 1999 and January 2000, Ms. Chan was a customer service supervisor of Roman Financial Press Limited, where she was mainly responsible for the daily operations of the international customer service department. From January 2001 to February 2008, Ms. Chan was employed by RR Donnelley Roman Financial Limited with her last position held as financial services service delivery supervisor in the service delivery department, where she was mainly responsible for staff training. Ms. Chan is currently a director of HDH Corporate Services Limited, a wholly-owned subsidiary of the Company.</p> <p>* The Institute of Environmental Management and Assessment (IEMA) is the largest professional body for environmental practitioners in the United Kingdom and worldwide, with nearly 15,000 members. https://www.iema.net/</p>

**DIRECTORS, SENIOR MANAGEMENT AND COMPANY
SECRETARY**

Independent Non-Executive Directors	Profile
<p>Choi Hon Ting Derek</p> <p>Independent Non-Executive Director</p>	<p>Mr. Choi Hon Ting Derek (“Mr. Choi”) (formerly known as Choi Kwan Wai Derek), aged 57, is an independent non-executive Director, the chairman of the Remuneration Committee and a member of the Audit Committee of the Company. He is mainly responsible for overseeing the management independently and providing independent judgment on the issues of strategy, performance, resources and standard of conduct of our Company. Mr. Choi joined our Group on 15 December 2016. Mr. Choi has over 30 years of experience in the trading of specialised engineering equipment. Mr. Choi is the co-founder and president of Symbior Energy Limited, whose principal business activities are mainly investing in energy ventures, where he was responsible for its China business operations since August 2010. Since December 1991, Mr. Choi has worked at Balama Prima Engineering Co., Ltd., the core business of which includes infrastructure environmental conservation and agricultural-related business and he is currently its managing director, responsible for its overall management.</p> <p>Mr. Choi graduated with a degree of Bachelor of Science in Agricultural Engineering from Purdue University, USA in May 1991.</p> <p>Mr. Choi has been appointed as an executive director of D&G Technology Holding Company Limited (stock code: 1301) since 11 September 2014, the shares of which are listed on the Main Board of the Stock Exchange. Mr. Choi also served as an independent non-executive director of IPE Group Limited (Hong Kong stock code: 929) from June 2004 to June 2017.</p> <p>Mr. Choi served as the managing director of Pure Technologies (China) Limited, a company engaged in the development and application of innovative technologies for inspection, monitoring and management of physical infrastructure from May 2010 to September 2018.</p>

**DIRECTORS, SENIOR MANAGEMENT AND COMPANY
SECRETARY**

Independent Non-Executive Directors	Profile
<p>Ng Jack Ho Wan</p> <p>Independent Non-Executive Director</p>	<p>Mr. Ng Jack Ho Wan (“Mr. Ng”) (formerly known as Ng Ho Wan), aged 49, was appointed as an independent non-executive Director on 15 December 2016. He is also the chairman of the Audit Committee and a member of the Nomination Committee of the Company. He is mainly responsible for overseeing the management independently and providing independent judgment on the issues of strategy, performance, resources and standard of conduct of our Company. He has over 27 years of experience in accounting, auditing, asset management and fund administration. He worked in PricewaterhouseCoopers LLP, Canada from September 1997 until February 2001. He then joined KPMG in Hong Kong and was an audit partner during July 2008 and October 2012, where he was responsible for overseeing audit and advisory projects in the wealth and fund management sectors both in China and Hong Kong. He has been the managing director of Jack H.W. Ng CPA Limited since June 2013.</p> <p>In May 2000, Mr. Ng graduated from Simon Fraser University, Canada with a degree of Bachelor of Business Administration.</p> <p>Mr. Ng has been a fellow of the Hong Kong Institute of Certified Public Accountants since May 2010 and also a Chartered Accountant in British Columbia, Canada since February 2001. He was accredited as Certified Information Systems Auditor in January 2007. In September 2007, he was certified as Chartered Financial Analyst by the CFA Institute. He was awarded with a Specialist Certificate in asset management in February 2005.</p> <p>Mr. Ng was appointed as an independent non-executive director of Zhejiang Cangnan Instrument Group Company Limited (previous stock code: 1743) on 21 June 2018, the company was formerly listed on the Main Board of the Stock Exchange but has withdrawn from listing on 5 July 2021.</p> <p>Mr. Ng has been appointed as an independent non-executive director of AI X Tech Inc (formerly known as Cheshi Technology Inc.) (stock code: 1490) since 8 December 2020, the shares of which are listed on the Main Board of the Stock Exchange.</p> <p>Mr. Ng has been appointed an independent non-executive director of Shenzhen Dobot Corp Ltd (stock code: 2432) since May 2024, the shares of which are listed on the Main Board of the Stock Exchange.</p>

● DIRECTORS, SENIOR MANAGEMENT AND COMPANY
● SECRETARY

Independent Non-Executive Directors	Profile
<p>Chow Yuen Kwan</p> <p>Independent Non-Executive Director</p>	<p>Ms. Chow Yuen Kwan (“Ms. Chow”), aged 47, was appointed as an independent non-executive Director on 31 December 2024. Ms. Chow is also a member of each of the Audit Committee and the Remuneration Committee, and the chairlady of the Nomination Committee. Ms. Chow has been a partner of Howse Williams since 2021, specialising in initial public offerings, mergers and acquisitions, corporate restructurings and general corporate and commercial matters. From 2004 to 2021, Ms. Chow served as solicitor and held various positions in a number of sizable and international law firms. Ms. Chow obtained a bachelor’s degree in laws and a master’s degree in international and commercial law from The University of Sheffield, and a postgraduate certificate in laws from The University of Hong Kong. Ms. Chow has been admitted as a solicitor by the High Court of Hong Kong since 2004.</p>

Each of the Directors confirm that they are not related to each of the Directors or any of the senior management, substantial shareholders or controlling shareholders of the Company.

**DIRECTORS, SENIOR MANAGEMENT AND COMPANY
SECRETARY**

Senior Management	Profile
<p>Leung Wai Cheung Chief Financial Officer</p>	<p>Dr. Leung Wai Cheung (“Dr. Leung”), aged 62, has more than 30 years of experience in financial reporting and financial management. Dr. Leung obtained a Bachelor’s degree of Commerce from the Curtin University of Technology in 1995, a Postgraduate Diploma in Corporate Administration from The Hong Kong Polytechnic University in 1998, a Master degree in Professional Accounting from The Hong Kong Polytechnic University in 1999, a Doctor degree of Philosophy in Management from the Empresarial University in 2004, a Doctor degree of Educational Management from the Bulacan State University in 2008, a Doctor degree of Business Administration from European University in 2015, a Doctor degree of Philosophy in Forensic Accounting and Auditing from Charisma University in 2020 and a Master of Law in International and Commercial Law from University of Greenwich in 2021, and a Msc in Finance and Strategy from Manchester Metropolitan University in 2023. Dr. Leung has been an associate member of the Hong Kong Institute of Certified Public Accountants since 1993, CPA Australia since 1996, the Chartered Governance Institute in UK & Ireland since 1997, the Hong Kong Chartered Governance Institute since 1997, the Taxation Institute of Hong Kong since 1998 and the Chartered Professional Accountants of British Columbia, Canada since 2017. He has also been a fellow member of the Association of Chartered Certified Accountants in the UK since 1998 and the Institute of Chartered Accountants in England and Wales since 2017. Dr. Leung is currently an independent non-executive director of Mobicon Group Limited (stock code: 1213) and AV Promotions Holdings Limited (stock code: 8419), the issued shares of these two companies are listed on the Stock Exchange. From April 2021 to November 2021, he was also an executive director of Bamboos Health Care Holdings Limited (stock code: 2293), the issued shares of which are listed on the Stock Exchange. He is an adjunct lecturer at the University of Hong Kong School of Professional and Continuing Education and has been teaching diploma/bachelor/postgraduate/master courses and short courses of professional accounting examinations since 2003.</p>

● **DIRECTORS, SENIOR MANAGEMENT AND COMPANY**
● **SECRETARY**

Company Secretary	Profile
<p>Lau Fai Lawrence</p> <p>Company Secretary</p>	<p>Mr. Lau Fai Lawrence (“Mr. Lau”) has over 30 years of experience in accounting, auditing, corporate finance and company secretarial practice. Mr. Lau is currently a certified public accountant (practising) in Hong Kong. Mr. Lau graduated from The University of Hong Kong with a bachelor’s degree in business administration and obtained a master’s degree in corporate finance (with distinction) from Hong Kong Polytechnic University. Mr. Lau is currently the company secretary of BBMG Corporation (stock code: 2009) and North Asia Strategic Holdings Limited (stock code: 8080) and an independent non-executive director of China Ecotourism Group Limited (stock code: 1371), which is listed on the Main Board of the Stock Exchange, and an independent non-executive director of Sinopharm Tech Holdings Limited (stock code: 8156), which is listed on GEM of the Stock Exchange. Mr. Lau is currently a director of HDH Corporate Services Limited, a wholly-owned subsidiary of the Company.</p>



REPORT OF DIRECTORS

The Directors have pleasure in presenting the annual report together with the audited consolidated financial statements of the Group for the year ended 31 December 2025 (the “Reporting Period”) (the “Consolidated Financial Statements”).

PRINCIPAL ACTIVITIES

The Company is an investment holding company. Its subsidiaries are principally engaged in provision of integrated printing services, concept creation and artwork design, IT and languages services. The principal activities of the Company’s principal subsidiaries are set forth in Note 34 to the Consolidated Financial Statements.

BUSINESS REVIEW

A review of the business of the Group for the Reporting Period and a discussion on the Group’s future business development are provided in the Chairman’s Statement and Management Discussion and Analysis on pages 4 to 10 of this report. In addition, various financial risks have been disclosed in Note 30 to the Consolidated Financial Statements.

PRINCIPAL RISK AND UNCERTAINTIES

Our Group’s financial position, results of operations and business prospects may be affected by a number of risks and uncertainties directly and indirectly pertaining to our Group’s business. The following are the key risks and uncertainties identified by our Group.

We generally do not enter into any long-term contracts with our clients. We may not be successful in maintaining our relationship with existing clients or attracting new clients, which may expose us to potential volatility with respect to our business performance.

We provide integrated printing services for corporate clients mainly in the financial and capital markets in Hong Kong. We, in general, do not enter into any long-term contracts with our clients, and we are engaged by our clients on a project-by-project basis. Most of our projects are non-recurring in nature, such as financial printing projects related to fund investment content outputs, and the availability of these projects are subject to the financial market condition.



REPORT OF DIRECTORS

PRINCIPAL RISK AND UNCERTAINTIES (CONTINUED)

We engage subcontractors to conduct part of the works in our productions and the performance of these subcontractors may affect the quality of our overall services to our clients.

We outsource part of our productions, in particular the printing and binding/packaging works, to our subcontractors. As we do not operate any printing factory, all of our printing and binding/packaging works are outsourced to third party printing houses. Generally, our final content outputs are delivered to our clients' designated locations directly by our subcontracted printing houses or through third party logistic service providers.

ENVIRONMENTAL POLICIES AND PERFORMANCE

The Group has actively participated in sustainability and social responsibility and recognises the responsibility to protect the environment from its business activities. Details for the environmental policies and performance of the Group for the Reporting Period are set out in the Environmental, Social and Governance Report.

COMPLIANCE WITH LAWS AND REGULATIONS

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, our Group has complied in material respects with the relevant laws and regulations that have a significant impact on the business and operation of our Group during the Reporting Period.

RESULTS AND APPROPRIATIONS

The results of the Group for the Reporting Period are set out in the consolidated statement of profit or loss and other comprehensive income of the Group on page 59 of this report.

No final dividend has been recommended by the Board for the Reporting Period (2024: Nil).



REPORT OF DIRECTORS

FINANCIAL SUMMARY

A summary of the published results, assets, liabilities and non-controlling interests of the Group for the last five financial years, as extracted from the published audited Consolidated Financial Statements is set out on page 136 of this report. This summary does not form part of the Consolidated Financial Statements.

RESERVES

Details of movements in reserves of the Group during the Reporting Period are set out in consolidated statement of changes in equity of the Group on page 62 of this report.

DISTRIBUTABLE RESERVES

The Company had reserves of approximately HK\$46.2 million (2024: approximately HK\$45.8 million) available for dividend distribution to shareholders of the Company (the “Shareholders”) as at 31 December 2025.

SHARE CAPITAL

Details of movements in share capital of the Company are set out in Note 24 to the Consolidated Financial Statements.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the Reporting Period, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company’s listed shares.



REPORT OF DIRECTORS

SHARE OPTION SCHEME

The Company conditionally adopted the Share Option Scheme on 15 December 2016 which became unconditional upon the listing of the Company on 11 January 2017. Under the terms of the Share Option Scheme, the eligible participants of the Share Option Scheme include employee, adviser, consultant, service provider, agent, client, partner or joint venture partner of the Company or any subsidiary (including any Director of the Company or any subsidiary) who is in full-time or part-time employment with or otherwise engaged by the Company or any subsidiary at the time when an option is granted to such person. The Board may at its discretion grant options to the eligible participants who have contributed or may contribute to the Group as incentive or reward for their contribution to the Group.

According to Chapter 23 of the GEM Listing Rules, the maximum number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share schemes of the Company shall not, in the absence of Shareholder's approval, in aggregate exceed 40,000,000 Shares, being 10% of the aggregate number of 400,000,000 Shares in issue on the adoption date of the Share Option Scheme. No service provider sublimit was set under the Share Option Scheme.

The Share Option Scheme shall be valid and effective commencing from the adoption date (i.e. 15 December 2016) until the termination date as provided therein (which being the close of business of the Company on the date which falls 10 years from the date of the adoption of the Share Option Scheme), after which period no further options will be granted but the provisions of the Share Option Scheme shall remain in force to the extent necessary to give effect to the exercise of any options granted or exercised prior thereto or otherwise as may be required in accordance with the provisions of the Share Option Scheme.

During the Reporting Period, no share option was granted or exercised and there is no outstanding share option under the Share Option Scheme.

REPORT OF DIRECTORS

SHARE OPTION SCHEME (CONTINUED)

Set out below is a summary of the Share Option Scheme:

1.	Purpose of the Share Option Scheme	To enable the Company to grant options to eligible participants, who have contributed or may contribute to the Group as incentive or reward for their contribute to the Group to subscribe for the Shares thereby linking their interest with that of the Group.
2.	Eligible participants to the Share Option Scheme	Any employee (full-time or part-time), director, advisor, consultant, service provider, agent, customer, partner or joint-venture partner of the Company or any subsidiary of the Company, or any person who, in the sole discretion of the Board, has contributed or may contribute to the Group.
3.	Total number of Shares available for issue under the Share Option Scheme and percentage to the issued Shares as at the date of this annual report	40,000,000 Shares (approximately 9.5%).
4.	Maximum entitlement of each participant under the Share Option Scheme	Not exceeding 1% of the total number of Shares in issue for the time being in any 12-month period. Any further grant of share option in excess of such limit must be separately approved by the Shareholders in general meeting.
5.	The period within which an option may be exercised	A period determined by the Board, which shall not be more than ten (10) years after the offer date and shall be subject to the provisions for early termination as contained in the Share Option Scheme.
6.	The vesting period of the options granted	Not less than 12 months.
7.	The amount payable on application or acceptance of the option and the period within which payments or calls must be made	The payment or remittance of HK\$1.00 (being the consideration for the grant) within 21 days from the offer date or within such other period of time as may be determined by the Board pursuant to the GEM Listing Rules.
8.	The basis of determining the exercise price	Being determined by the Board and shall be at least the highest of:– (a) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheet on the offer date; (b) the average closing price of the Shares as stated in the Stock Exchange's daily quotation sheets for the five consecutive business days immediately preceding the offer date; and (c) the nominal value of a Share on the offer date.
9.	The remaining life of the Share Option Scheme	Approximately 9 months as at the date of this annual report.



REPORT OF DIRECTORS

SHARE AWARD SCHEME

On 4 July 2022, the Board has resolved to adopt the Share Award Scheme. Unless terminated earlier, the Share Award Scheme shall remain valid and effective for a period of 10 years commencing from 4 July 2022. The Share Award Scheme is subject to the administration of the Board or a subcommittee of the Board (the "Committee") without prejudice to the powers of the trustee (the "Trustee") as provided under the trust deed (the "Trust Deed") in accordance with the rules relating to the Share Award Scheme and the terms of the Trust Deed.

The Board or the Committee may, from time to time and at its absolute discretion, select any eligible participant for participation in the Share Award Scheme. The remuneration committee of the Company shall have powers on recommending and/or deciding the selection of the selected participants (the "Selected Participants") and the number of the awarded shares (the "Awarded Shares") to be awarded to the respective Selected Participants. Pursuant to the terms of the Share Award Scheme, the Awarded Shares may be acquired by the Trustee from (i) the existing market at the prevailing market price or (ii) new shares to be allotted and issued to the Trustee under general mandates or specific mandates granted or to be granted by the shareholders at general meetings from time to time. The Trustee shall transfer the Awarded Shares to the Selected Participants as soon as practicable subject to such lock-up periods or restrictions on disposal as determined by the Board or the Committee after the latest of (i) the earliest vesting date to which such Awarded Shares relates; (ii) the receipt by the Trustee of the requisite information and documents stipulated by the Trustee; and (iii) where applicable, the date on which the condition(s) and/or performance target(s) (if any) to be attained or paid by the Selected Participants have been attained or paid and notified to the Trustee by the Board or the Committee in writing.

According to Chapter 23 of the GEM Listing Rules, the maximum number of Shares which may be awarded under the Share Award Scheme and any other share schemes of the Company shall not, in the absence of Shareholder's approval, in aggregate exceed 40,000,000 Shares, being 10% of the aggregate number of 400,000,000 Shares in issue on the adoption date of the Share Award Scheme. No service provider sublimit was set under the Share Award Scheme.

During the Reporting Period, no Shares were awarded under the Share Award Scheme.

REPORT OF DIRECTORS

SHARE AWARD SCHEME (CONTINUED)

Set out below is a summary of the Share Award Scheme:

1.	Purpose of the Share Award Scheme	To (i) recognise and reward the contributions of certain eligible participants to the growth and development of the Group and to give incentives to them in order to retain them for the continual operation and development of the Group; and (ii) attract suitable personnel for the further development of the Group.
2.	Eligible participants to the Share Award Scheme	Any employee (full time and part time staff, including any executive Director but excluding any non-executive Director) of the Group or any invested entity held by the Group.
3.	Total number of Shares available for issue under the Share Award Scheme and percentage to the issued Shares as at the date of this annual report	18,585,000 Shares (approximately 4.4%)
4.	Maximum entitlement of each participant under the Share Award Scheme	Not exceeding 1% of the total number of Shares in issue for the time being in any 12-month period. Any further awards in excess of such limit must be separately approved by the Shareholders in general meeting.
5.	The vesting period of the Shares awarded	Not less than 12 months
6.	The amount payable on application or acceptance of the award and the period within which payments or calls must be made	Nil
7.	The basis of determining the purchase price of Shares awarded	Not applicable
8.	The remaining life of the Share Award Scheme	Approximately 6 years and 4 months as at the date of this annual report.

REPORT OF DIRECTORS

SHARE AWARD SCHEME (CONTINUED)

Details of movement of the Awarded Shares under the Share Award Scheme for the Reporting Period are as follows:

Number and category of participant	Date of award of the Awarded Shares	Vesting date of the Awarded Shares	Number of Awarded Shares unvested as at 1 January 2025	Number of Awarded Shares granted during the Reporting Period	Number of Awarded Shares vested during the Reporting Period	Number of Awarded Shares cancelled during the Reporting Period	Number of Awarded Shares lapsed during the Reporting Period	Number of Awarded Shares forfeited during the Reporting Period	Number of Awarded Shares unvested as at 31 December 2025
Executive Director									
Ms. Chan Wai Chung Caroline	1 April 2023 (Notes 1, 3, 4 and 5)	31 March 2025 (Note 6)	2,650,000	-	2,650,000	-	-	-	-
Other employees									
14 employees	1 April 2023 (Notes 2, 3, 4 and 5)	31 March 2025 (Note 6)	11,620,000	-	10,915,000	-	705,000	-	-
Total			14,270,000	-	13,565,000	-	705,000	-	-

Note 1: The Awarded Shares shall, subject to the satisfaction of the vesting conditions and performance targets, be vested in accordance with the following schedule:

- (i) approximately 34% of the Awarded Shares were vested on 31 March 2024; and
- (ii) approximately 66% of the Awarded Shares were vested on 31 March 2025

Vesting conditions: Continue to contribute to the Group's business and continuous performance in her role as an executive Director and discharge her role of governance during the vesting period.

Performance targets: Achievement of targets and goals that benefit the Group's operation and development, namely (i) improving the environmental, social and governance aspects of the Group's business operation; (ii) retaining talented staff that contribute to the growth of the Group; (iii) enhancing workflow efficiency by making use of information technology; (iv) identifying potential acquisition targets that are fit for the Group's business expansion; (v) nurturing relationship with existing subcontractors and forging new partnerships with new subcontractors; and (vi) improving corporate image.

Note 2: The Awarded Shares shall, subject to the satisfaction of the vesting conditions, be vested in accordance with the following schedule:

- (i) approximately 34% of the Awarded Shares were vested on 31 March 2024; and
- (ii) approximately 66% of the Awarded Shares were vested on 31 March 2025

Vesting conditions: Remain employment with the Group and satisfactory performance.

Note 3: The purchase price was nil.

Note 4: The closing price immediately before the date on which the Awarded Shares were awarded on 1 April 2023 was HK\$0.129 per Share.

Note 5: The fair value of each Awarded Share as at the date of award was HK\$0.129 and was based on the closing price per Share immediately before the date of award (i.e. 31 March 2023) as the date of award was not a business day.

Note 6: The weighted average closing price of Shares immediately before the vesting date was HK\$0.118.



REPORT OF DIRECTORS

OVERVIEW OF ALL SHARE SCHEMES OF THE COMPANY

The total number of (i) awards available for grant under the scheme mandate limit of the Share Award Scheme; and (ii) options available for grant under the scheme mandate limit of the Share Option Scheme, was 18,585,000 as at 1 January 2025, and 18,585,000 as at 31 December 2025 respectively. The Company had not adopted any service provider sublimit under all its share schemes.

The number of Shares that may be issued in respect of options and awards granted under all share schemes of the Company during the Reporting Period was nil. It is therefore not applicable to set out the percentage of such number divided by the weighted average number of Shares in issue (i.e. approximately 417,896,000 shares) for the Reporting Period.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's articles of association or the laws of the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing Shareholders.

SUBSIDIARIES

Details of the subsidiaries of the Company as at 31 December 2025 are set out in Note 34 to the Consolidated Financial Statements.

PROPERTY, PLANT AND EQUIPMENT

Details of the movements in property, plant and equipment of the Group for the Reporting Period are set out in Note 14 to the Consolidated Financial Statements.

RELATIONSHIPS WITH STAKEHOLDERS

The Company recognises that employees are our valuable assets. Thus our Group provides competitive remuneration package and long term career development to attract and motivate the employees. Our Group regularly reviews the remuneration package of employees and makes necessary adjustments to conform to the market standard. Our Group also understands that it is important to maintain good relationship with business partners and bank enterprises to achieve its long-term goals. Accordingly, our senior management have kept good communication, promptly exchanged ideas and shared business updates with them when appropriate. During the Reporting Period, there was no material and significant dispute between our Group and its business partners or bank enterprises.



REPORT OF DIRECTORS

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors as at the latest practicable date prior to the issue of this report, the Company has maintained a sufficient public float required under the GEM Listing Rules.

CHARITABLE DONATIONS

During the Reporting Period, the Group made charitable donations totalling approximately HK\$53,000 (2024: approximately HK\$57,000).

KEY RELATIONSHIPS

Employees

Our Group recognises employees as our valuable assets. We provide competitive remuneration package to attract, motivate and retain appropriate and suitable personnel to serve our Group. We have also adopted an annual review system to assess the performance of our staff, which forms the basis of our decisions with respect to salary raises and promotions.

Customers

Our majority of customers are either corporations listed on the Stock Exchange and/or financial institutions such as fund houses, insurance companies and banks. We will endeavour to accommodate their demands for our services to the extent our resources allow in order to capture more opportunities for larger scale projects in the future.

Suppliers

Our Group encompasses working relationships with suppliers to meet our customers' needs in an effective and efficient manner. All of our major suppliers are our subcontractors. It is our Group's policy to subcontract all printing and binding/packaging works to third parties. Our Group has set up an approved list of suppliers and we select suppliers based on their equipment used, production environment, qualifications and certifications and service/product quality.

MAJOR CLIENTS AND SUPPLIERS

For the Reporting Period, the five largest clients accounted for approximately 15.3% (2024: approximately 16.7%) of the Group's total revenue and the five largest suppliers of the Group accounted for approximately 32.5% (2024: approximately 34.2%) of the Group's total purchase. The largest client of the Group accounted for approximately 4.9% (2024: approximately 6.3%) of the Group's total revenue while the largest supplier of the Group accounted for approximately 8.4% (2024: approximately 9.8%) of the Group's total purchase.

None of the Directors, their close associates, or any substantial Shareholders (which, to the knowledge of the Board, owned more than 5% of the Company's share capital) had a beneficial interest in the Group's five largest customers and suppliers.



REPORT OF DIRECTORS

RELATED PARTY TRANSACTIONS

Related party transactions of the Group during the Reporting Period are disclosed in Note 32 to the Consolidated Financial Statements. They did not constitute connected transactions or continuing connected transactions, which are required to comply with the disclosure requirements pursuant to the GEM Listing Rules.

CONNECTED TRANSACTION AND CONTINUING CONNECTED TRANSACTION

During the Reporting Period, the Group had not entered into any connected transaction and continuing connected transactions pursuant to the relevant requirements under the GEM Listing Rules.

BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

Details of Directors and senior management are set out in the section headed “Directors, Senior Management and Company Secretary” of this report.

DIRECTORS

The Directors who held office during the Reporting Period and up to the date of this report were:

Executive Directors

Mr. Yu Chi Ming

Mr. Chan Wai Lin

Ms. Chan Wai Chung Caroline

Independent Non-executive Directors

Mr. Ng Jack Ho Wan

Mr. Choi Hon Ting Derek

Ms. Chow Yuen Kwan

Detailed information of the Directors standing for re-election will be set out in the circular in relation to the forthcoming annual general meeting of the Company to be dispatched together with this annual report to the Shareholders.

REPORT OF DIRECTORS

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

As at 31 December 2025, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of 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"), as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rule 5.46 of the GEM Listing Rules, were as follows:

Long Position in the Shares of the Company

Name of Director	Nature of interests	Number of ordinary Shares interested	Approximate percentage* of shareholding
Yu Chi Ming ("Mr. Yu")	Interests held jointly with another person; interest held by a controlled corporation (Note)	217,760,000	51.67%
Chan Wai Lin ("Mr. Chan")	Interests held jointly with another person; interest held by a controlled corporation (Note)	217,760,000	51.67%
Chan Wai Chung Caroline	Beneficial owner	10,700,000	2.54%

Note: The Company is owned as to 51.67% by HM Ultimate Holdings Limited ("HM Ultimate"), a company incorporated in the British Virgin Islands with limited liability, which is in turn beneficially owned as to 70.2% by Mr. Yu and 29.8% by Mr. Chan. Mr. Yu and Mr. Chan together control all the 217,760,000 Shares held by HM Ultimate. Accordingly, Mr. Yu and Mr. Chan each are deemed to be interested in the Shares in which HM Ultimate is interested by virtue of the SFO.

* The percentage represents the number of ordinary Shares involved divided by the total number of issued Shares as at 31 December 2025.

Long Position in the Shares of the Associated Corporations of the Company

Name of Director	Name of associated corporation	Nature of interests	Number of ordinary shares held	Percentage** of shareholding
Yu Chi Ming	HM Ultimate	Beneficial owner	702	70.2%
Chan Wai Lin	HM Ultimate	Beneficial owner	298	29.8%

** The percentage represents the number of ordinary shares involved divided by the total number of issued shares of the associated corporation as at 31 December 2025.

REPORT OF DIRECTORS

DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS AND SHORT POSITIONS IN THE SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS (CONTINUED)

Save as disclosed above, as at 31 December 2025, none of the Directors or the chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO as recorded in the register required to be kept under section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the required standard of dealings by Directors as referred to in Rule 5.46 of the GEM Listing Rules.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as the Directors are aware, as at 31 December 2025, the following persons/entities other than a Director or chief executive of the Company had interests or short positions in the Shares or underlying Shares, as recorded in the register of the Company required to be kept under section 336 of the SFO:

Long Position in the Shares of the Company

Name of shareholder	Nature of interests	Number of ordinary Shares interested	Approximate percentage*** of shareholding
HM Ultimate (<i>Note 1</i>)	Beneficial owner	217,760,000	51.67%
Wong Mee Che Lilian	Interest of spouse (<i>Note 2</i>)	217,760,000	51.67%
Tang Wai Kwan May	Interest of spouse (<i>Note 3</i>)	217,760,000	51.67%
Tse Kam Wing Walter ("Mr. Tse")	Beneficial owner	72,285,000	17.15%
Wong Yuk Sim Kathy	Interest of spouse (<i>Note 4</i>)	72,285,000	17.15%

Note 1: HM Ultimate is beneficially owned as to 70.2% by Mr. Yu and 29.8% by Mr. Chan. Mr. Yu and Mr. Chan together control all the Shares held by HM Ultimate.

Note 2: Ms. Wong Mee Che Lilian is the spouse of Mr. Yu. Ms. Wong Mee Che Lilian is deemed to be interested in the same number of Shares in which Mr. Yu is interested by virtue of the SFO.

Note 3: Ms. Tang Wai Kwan May is the spouse of Mr. Chan. Ms. Tang Wai Kwan May is deemed to be interested in the same number of Shares in which Mr. Chan is interested by virtue of the SFO.

Note 4: Ms. Wong Yuk Sim Kathy is the spouse of Mr. Tse. Ms. Wong Yuk Sim Kathy is deemed to be interested in the same number of Shares in which Mr. Tse is interested by virtue of the SFO. Mr. Tse resigned as a director of the Company on 31 December 2020.

*** The percentage represents the number of ordinary Shares involved divided by the total number of issued Shares as at 31 December 2025.



REPORT OF DIRECTORS

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY (CONTINUED)

Save as disclosed above, as at 31 December 2025, other than the Directors whose interests are set out in the above paragraph headed "Directors' and chief executive's interests and short positions in the shares, underlying shares and debentures of the Company and its associated corporations", no person had any interest or short position in the Shares or underlying Shares recorded in the register required to be kept under section 336 of the SFO.

EMOLUMENTS OF THE DIRECTORS AND THE FIVE HIGHEST PAID INDIVIDUALS

Details of emoluments of the Directors and of the five highest paid individuals of the Group are set out in Note 10 and Note 11 to the Consolidated Financial Statements respectively.

DIRECTORS' SERVICE AGREEMENTS

Each of the Directors is appointed for a term of three years.

None of the Directors being proposed for re-election at the forthcoming annual general meeting has a service contract with the Company and/or any of its subsidiaries which is not determinable by the Group within one year without payment of compensation, other than statutory compensation.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Apart from the share option as disclosed in the section headed "Share Option Scheme" of this report, during the Reporting Period, no rights to acquire benefits by means of the acquisition of Shares in or debentures of the Company were granted to any directors or their respective spouse or minor children, or were any such rights exercised by them; nor was the Company, or any of its subsidiaries or the holding company a party to any arrangement which enabled the Directors to acquire such rights in any other body corporate.

CONFIRMATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company has received an annual confirmation of independence pursuant to Rule 5.09 of the GEM Listing Rules from each of the independent non-executive Directors and the Company considers such Directors to be independent.

CONTROLLING SHAREHOLDER'S INTERESTS IN CONTRACTS

Save as disclosed in Note 32 to the Consolidated Financial Statements, there was no contract of significance between the Company or any of its subsidiaries on the one hand, and a controlling Shareholder or any of its subsidiaries on the other, subsisting during or at the end of the Reporting Period.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Save as the related party transactions disclosed in Note 32 to the Consolidated Financial Statements, no transactions, arrangements and contracts of significance in relation to the Group's business to which the Company or its subsidiaries or any related company was a party and in which a Director or his connected entities had a material interest, whether directly or indirectly, subsisted during or at the end of the Reporting Period.



REPORT OF DIRECTORS

DIRECTORS' INTEREST IN COMPETING BUSINESS

During the Reporting Period, none of the Directors or the controlling Shareholders or their respective close associates (as defined in the GEM Listing Rules) of the Company had an interest in a business which competed with or might compete with the business of the Group.

NON-COMPETITION UNDERTAKING BY THE CONTROLLING SHAREHOLDERS

Each of the controlling Shareholders, namely HM Ultimate, Mr. Yu Chi Ming, and Mr. Chan Wai Lin, entered into the Deed of Non-Competition in favour of the Company on 15 December 2016 (the "Deed"), details of which have been set out in the Prospectus. The Company has received an annual confirmation from the controlling Shareholders in respect of their compliance with the non-competition undertakings under the Deed throughout the Reporting Period. The independent non-executive Directors have also reviewed the compliance and enforcement of the non-competition undertakings under the Deed by the controlling Shareholders and confirmed that the controlling Shareholders have not been in breach of the Deed throughout the Reporting Period.

PLEDGE OF SHARES BY CONTROLLING SHAREHOLDERS

For the Reporting Period, there was no pledge of shares by the controlling Shareholders.

PERMITTED INDEMNITY PROVISION

Pursuant to the Company's articles of association, every Director shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, cost, charges, losses, damages and expenses incurred or sustained by him as a Director provided that this indemnity shall not extend to any matter in respect of any fraud or dishonesty attached to him. The Company has arranged appropriate insurance cover in respect of legal action against the Directors.

EQUITY-LINKED AGREEMENTS

Save for the Scheme as set out in this report, no equity-linked agreements were entered into by the Group, or existed during the Reporting Period.

FINANCIAL ASSISTANCE AND GUARANTEES TO AFFILIATED COMPANIES

For the Reporting Period, there was no financial assistance or guarantee to affiliated companies by the Company which is subject to disclosure.

MANAGEMENT CONTRACTS

No contract concerning the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the Reporting Period.

TAX RELIEF

The Company is not aware of any relief on taxation available to the Shareholders by reason of their holdings of the Shares. If the Shareholders are unsure about the taxation implications of purchasing, holding, disposing of, dealing in, or exercising of any rights in relation to the Shares, they are advised to consult their professional advisers.



REPORT OF DIRECTORS

COMPANY SECRETARY

Mr. Lau Fai Lawrence is the company secretary of our Company. Please refer to Mr. Lau's biography in the section headed "Directors, Senior Management and Company Secretary" for details.

COMPLIANCE OFFICER

Mr. Chan Wai Lin, who is also an executive Director, is the compliance officer of our Company. Please refer to Mr. Chan's biography in the section headed "Directors, Senior Management and Company Secretary" for details.

REVIEW BY AUDIT COMMITTEE

As at the date of this annual report, the audit committee (the "Audit Committee") consists of three members who are Mr. Ng Jack Ho Wan, Mr. Choi Hon Ting Derek and Ms. Chow Yuen Kwan. Mr. Ng Jack Ho Wan is the chairman of the Audit Committee. The Audit Committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed the auditing, internal control and financial reporting matters, including review of the Consolidated Financial Statements.

EVENTS AFTER THE REPORTING DATE

As from 31 December 2025 to the date of this annual report, save as disclosed in this annual report, the Board is not aware of any significant events requiring disclosure that have occurred.

AUDITORS

The Consolidated Financial Statements were audited by HLB Hodgson Impey Cheng Limited, the auditors, who shall retire and, being eligible, offer themselves for re-appointment at the forthcoming annual general meeting. The Board has taken the recommendation of the Audit Committee that a resolution for the re-appointment of HLB Hodgson Impey Cheng Limited, as the independent external auditors of the Company will be proposed at the forthcoming annual general meeting. There is no change in auditors since the date of the Listing.

On behalf of the Board

HM International Holdings Limited

Yu Chi Ming

Chairman

Hong Kong, 16 March 2026



CORPORATE GOVERNANCE REPORT

CORPORATE GOVERNANCE PRACTICES

The Board is committed to maintaining good corporate governance standards. The Board believes that good corporate governance standards are essential in providing a framework for the Company to safeguard the interests of Shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

The Company has in place a corporate governance framework and has established a set of policies and procedures based on the Corporate Governance Code (the “CG Code”) contained in Appendix C1 of the GEM Listing Rules. Such policies and procedures provide the infrastructure for enhancing the Board’s ability to implement governance and exercise proper oversight on business conduct and affairs of the Company.

The Board is of the view that throughout the Reporting Period, the Company has complied with all the code provisions set out in the CG Code. Key corporate governance principles and practices of the Company are summarised below.

A. The Board

A1. *Responsibilities and Delegation*

The Company is headed by an effective Board which is responsible for the leadership, control and management of the Company and oversees the Group’s business, strategic decision and performances in the attainment of the objective of ensuring effective functioning and growth of the Group and enhancing value to investors. All the Directors carry out their duties in good faith, take decisions objectively and act in the interests of the Company and the Shareholders at all times.

All Directors have full and timely access to all relevant information of the Group as well as the advice and services of the company secretary and senior management, with a view to ensuring compliance with Board procedures and all applicable laws and regulations. Any Director may request for independent professional advice in appropriate circumstances at the Company’s expenses for discharging his/her duties, upon reasonable request made to the Board.

The Board reserves for its decision on all major matters of the Company, including the approval and monitoring of all policy matters, overall strategies and budgets, internal control and risk management systems, material transactions (in particular those that may involve conflict of interests), financial information, appointment of Directors and other significant financial and operational matters.

The Chief Executive Officer and senior management of the Company are delegated the authority and responsibilities by the Board for the day-to-day management and operation of the Group. The delegated functions and work tasks are periodically reviewed. Approval has to be obtained from the Board prior to any significant transactions entered into by the above-mentioned officers. The Board has the full support of the senior management to discharge its responsibilities.

The Company has arranged appropriate insurance coverage on Directors’ and officers’ liabilities in respect of any legal actions taken against Directors and senior management arising out of corporate activities. The insurance coverage would be reviewed on an annual basis.

 **CORPORATE GOVERNANCE REPORT****A2. Board Composition**

The composition of the Board during the Reporting Period and up to the date of this report is as follows:

Executive Directors:

Mr. Yu Chi Ming	(Chairman of the Board and Member of the Remuneration Committee)
Mr. Chan Wai Lin	(Chief Executive Officer and Member of the Nomination Committee)
Ms. Chan Wai Chung Caroline	(Chief Operations Officer)

Independent Non-executive Directors:

Mr. Choi Hon Ting Derek	(Chairman of the Remuneration Committee and Member of the Audit Committee)
Mr. Ng Jack Ho Wan	(Chairman of the Audit Committee and Member of the Nomination Committee)
Ms. Chow Yuen Kwan (<i>Note</i>)	(Chairlady of the Nomination Committee and Member of the Audit Committee and the Remuneration Committee)

Note:

Ms. Chow Yuen Kwan, who was appointed as an Independent Non-executive Director on 31 December 2024, obtained the legal advice referred to in Rule 5.02D of the GEM Listing Rule on 27 December 2024. Ms. Chow has confirmed that she understood her obligations as a director of the Company.

The biographical information of the Directors is set out in the section headed “Directors, Senior Management and Company Secretary” in this annual report.

None of the members of the Board is related to one another.

As at the date of this annual report, the Board comprises two female Directors, therefore, the Company is currently in compliance with GEM Listing Rule 17.104 that came into effect on 1 January 2022 on promoting board gender diversity. The Company is committed to promote gender diversity for its board composition. As at the date of this annual report, the Company has maintained a board gender diversity comprising a mix of 4 males (67%) and 2 female (33%). The Board is of the view that the existing gender diversity in respect of the Board is sufficient, and that the nomination policy of the Company can ensure that there will be a pipeline of potential successors to the Board which continues the existing gender diversity in the Board. The Board is mindful of the objectives for the factors for assessing the candidacy of the Board members, and will ensure that any successors to the Board shall follow the gender diversity policy. Similar considerations shall also be in place to assess the candidacy of the senior management team from time to time. The Group is determined to maintain gender diversity and equality in terms of the whole workforce, and to procure the senior management team to achieve gender equality in terms of the gender ratio within a medium-term time frame. The Company expects the above is achievable with suitable effort in promoting the gender diversity culture, which the Group has been advocating for so.

CORPORATE GOVERNANCE REPORT

A3. Directors' Skills and Experience

The skills matrix below sets out the skills and expertise of the Board that are most relevant to the Company's strategy, governance and business and to enabling the Board to effectively discharge its duties and responsibilities in attaining the Company's strategic objectives and achieving sustainable and balanced development for the Group, particularly in terms of :

- the provision of integrated printing services for corporate clients, mainly in the financial and capital markets in Hong Kong, Chinese Mainland and the Asia Pacific Region;
- overseeing implementation of the Company's strategic to meet the needs of the Company's clients by offering a wide range of integrated printing services;
- promoting sustainability and fully compliant governance and corporate responsibility practices across the Company's business and markets;
- overseeing implementation of the risk management framework and internal controls; and
- promoting a positive and progressive culture across the Group, enabling the Company to deliver long-term sustainable performance and fulfil its role as a responsible corporate citizen in the Hong Kong local printing business sector.

	Executive leadership & strategy/directorship or senior executive experience with other listed company(ies)	Capital market expertise	Asia Pacific business exposure	Chinese Mainland business exposure	Accounting professionals/ financial management expertise	Legal professionals/ regulatory & compliance/risk management	Digital technology knowledge
Executive Director							
Mr. Yu Chi Ming	✓	✓	✓	✓	✓	✓	✓
Mr. Chan Wai Lin	✓	✓	✓	✓	✓	✓	✓
Ms. Chan Wai Chung Caroline	✓	✓	✓	✓	✓	✓	✓
Independent Non-executive Director							
Mr. Ng Jack Ho Wan	✓	✓	✓	✓	✓	✓	✓
Mr. Choi Hon Ting Derek	✓	✓	✓	✓	✓	✓	✓
Ms. Chow Yuen Kwan	✓	✓	✓	✓	✓	✓	✓
Coverage (% of entire Board)	100%	100%	100%	100%	100%	100%	100%



CORPORATE GOVERNANCE REPORT

A4. *Chairman and Chief Executive Officer*

The positions of Chairman of the Board and Chief Executive Officer of the Company are held by Mr. Yu Chi Ming and Mr. Chan Wai Lin respectively. The Chairman provides leadership and is responsible for formulating the overall financial and strategic planning of the Group. The Chief Executive Officer focuses on the Company's overall business management and making overall operational decisions. During the Reporting Period, the Chairman had a meeting with the independent non-executive directors, without the presence of the other directors.

A5. *Independent Non-executive Directors*

Throughout the Reporting Period, the Board has met the requirements of the GEM Listing Rules of having a minimum of three independent non-executive directors (representing at least one-third of the Board) with at least one of them possessing appropriate professional qualifications or accounting or related financial management expertise.

The members of the Board have skills and experience appropriate for the business requirements and objectives of the Group. Each executive Director is responsible for different business and functional division of the Group in accordance with his expertise. The independent non-executive Directors bring different business and financial expertise, experiences and independent judgment to the Board and they are invited to serve on the Board committees. Through participation in Board meetings, taking the lead in managing issues involving potential conflicts of interests, the independent non-executive Directors have made contributions to the effective direction of the Company and provided adequate checks and balances to safeguard the interests of both the Group and the Shareholders. The Group has established mechanism to ensure independent views and input are available to the Board.

The Company has received written annual confirmation from each independent non-executive Director of his independence pursuant to the requirements of the GEM Listing Rules. The Company considers all independent non-executive Directors to be independent in light of the independence guidelines set out in the GEM Listing Rules.

A6. *Appointment and Re-election of Directors*

All Directors are appointed for a specific term. Each executive Director is engaged on a service contract for an initial term of 3 years, which is renewable thereafter and is subject to termination by either party by giving to the other not less than 3 months' notice in writing. Each of the independent non-executive Directors is appointed for an initial term of 3 years, which is renewable thereafter and is subject to termination by either party by giving to the other not less than 3 months' notice in writing.

 **CORPORATE GOVERNANCE REPORT**

A6. *Appointment and Re-election of Directors (Continued)*

According to clause 108 of the articles of association of the Company (the “Articles”), one-third of the Directors for the time being (if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation at each annual general meeting (the “AGM”) provided that every Director shall be subject to retirement by rotation at least once every three years and that any Directors so to retire shall be those who have been longest in office since their last re-election or appointment. The retiring Directors should be eligible for re-election at the relevant AGM. In addition, pursuant to clause 112 of the Articles, any new Director appointed by the Board to fill a casual vacancy shall hold office until the first general meeting of Shareholders after his/her appointment, whereas any Director appointed by the Board as an addition to the existing Board shall hold office only until the next following AGM. The Director appointed by the Board as aforesaid shall be eligible for re-election at the relevant general meeting.

At the forthcoming annual general meeting for the year ended 31 December 2025 to be held on 8 May 2026 (the “2025 AGM”), Mr. Yu Chi Ming and Ms. Chan Wai Chung Caroline shall retire by rotation pursuant to Article 108 as stated in the foregoing paragraph. Both of the retiring Directors, being eligible, will offer themselves for re-election at the 2025 AGM. The Board and the Nomination Committee recommended their re-appointment. The circular of the Company, sent together with this annual report, contains detailed information of these two Directors as required by the GEM Listing Rules.

A7. *Continuous Professional Development of Directors*

Directors shall keep abreast of regulatory developments and changes in order to effectively perform their responsibilities and to ensure that their contribution to the Board remains informed and relevant.

Each newly appointed Director shall receive a formal induction on the first occasion of his/her appointment to ensure that he/she has appropriate understanding of the business and operations of the Group and that he/she is fully aware of his/her responsibilities and obligations under the GEM Listing Rules and relevant regulatory requirements.

The existing Directors are continually updated with legal and regulatory developments, and the business and market changes to facilitate the discharge of their responsibilities. Trainings and professional development for Directors are arranged whenever necessary. In addition, relevant reading materials on new or changes to salient laws and regulations applicable to the Group are provided to Directors from time to time for their reference and studying.

CORPORATE GOVERNANCE REPORT

A8. *Continuous Professional Development of Directors (Continued)*

The Directors are required to submit to the Company details of the training they received in each financial year for the Company's maintenance of proper training records of the Directors. According to the training records currently maintained by the Company, during the Reporting Period, the Directors have complied with the code provisions of the CG Code on participation in continuous professional training as follows:

	Type of training	
	Attending training on regulatory development, directors' duties or other relevant topics	Reading regulatory updates, corporate governance-related materials or materials relevant to directors' duties
<i>Executive Directors</i>		
Mr. Yu Chi Ming	✓	✓
Mr. Chan Wai Lin	✓	✓
Ms. Chan Wai Chung Caroline	✓	✓
<i>Independent Non-executive Directors</i>		
Mr. Choi Hon Ting Derek	✓	✓
Mr. Ng Jack Ho Wan	✓	✓
Ms. Chow Yuen Kwan	✓	✓

CORPORATE GOVERNANCE REPORT

A8. *Directors' Attendance Records at Meetings*

The attendance records of each Director at the Board and Board committee meetings and the general meetings of the Company held during the Reporting Period are set out below:

Name of Director	Attendance/Number of Meetings				
	Board	Audit Committee	Remuneration Committee	Nomination Committee	Annual General Meeting
<i>Executive Directors:</i>					
Mr. Yu Chi Ming	4/4	N/A	1/1	N/A	1/1
Mr. Chan Wai Lin	4/4	N/A	N/A	1/1	1/1
Ms. Chan Wai Chung Caroline	4/4	N/A	N/A	N/A	1/1
<i>Independent Non-executive Directors:</i>					
Mr. Choi Hon Ting Derek	4/4	3/3	1/1	N/A	1/1
Mr. Ng Jack Ho Wan	4/4	3/3	N/A	1/1	1/1
Ms. Chow Yuen Kwan	4/4	3/3	1/1	1/1	1/1

In addition, the Chairman of the Board held one meeting with the independent non-executive Directors without the presence of executive Directors during the Reporting Period.

A9. *Directors' and Employees' Securities Transactions*

The Company has adopted the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules (the "Required Standard of Dealings") as its own code of conduct regarding Directors' dealings in the securities of the Company.

Specific enquiry has been made of all the Directors and the Directors have confirmed that they have complied with the Required Standard of Dealings throughout the Reporting Period.

The Company has also established written guidelines (the "Employees Written Guidelines") on terms no less exacting than the Required Standard of Dealings for securities transactions by employees who are likely to possess inside information of the Company and/or its securities. Throughout the Reporting Period, no incident of non-compliance of the Employees Written Guidelines by the employees was noted by the Company.

In case when the Company is aware of any restricted period for dealings in the Company's securities, the Company will notify its Directors and relevant employees in advance.



CORPORATE GOVERNANCE REPORT

A10. *Corporate Governance Functions*

The Board is responsible for performing the functions set out in the code provisions of the CG Code.

During the Reporting Period, the Board has reviewed and monitored the Company's corporate governance policies and practices, training and continuous professional development of Directors and senior management, the Company's policies and practices on compliance with legal and regulatory requirements, the compliance of the Required Standard of Dealings and Employees Written Guidelines, and the Company's compliance with the CG Code and disclosure in this corporate governance report.

A.11 *Board Performance Review*

During the Reporting Period, the Board conducted an annual comprehensive review of its performance and effectiveness with reference to a structured set of evaluation criteria covering board composition, governance practices, culture, information flow, risk management and stakeholder engagement. The review was undertaken with the objective of the Board's commitment to regularly evaluate its performance and continue to discharge its responsibilities in a manner that supports the sustainable long term success of the Group and complies with the requirements of the CG Code.

(1) Board Composition and Skills

The Board evaluated whether its mix of skills, experience, industry expertise and diversity remains appropriate for supporting the Group's current strategic direction. The review confirmed that the Board continues to maintain a balanced and diverse composition (including but not limited to the diversity in terms of gender, age, cultural and educational background, race, skills, professional experience, the number of listed company directorships held and the length of service, and diversity of knowledge), with directors possessing relevant professional qualifications and experience to guide the Group through a rapidly evolving business and regulatory landscape. The Board also reviewed its succession planning and refreshment needs, taking into account potential future changes in the Group's business focus and emerging market developments. According to the Directors' skills matrix on page 37 of this report, the Board considers that its composition has the required skills mix that are essential to promote the sustainable development of the Group.

(2) Board Culture and Dynamics

The review considered the Board's culture, values and working dynamics. Directors agreed that the Board fosters open dialogue, constructive challenge and a culture of mutual respect. The Board also noted effective communication between directors and management, and affirmed that the relationship between the Chairman, the Chief Executive Officer, the Chief Operation Officer and senior management supports robust and well informed decision making.

(3) Board Practices and Processes

The Board assessed its governance framework, agenda setting processes, delegation arrangements and the effectiveness of its various board committees. The review concluded that existing practices remain fit for purpose and support the efficient functioning of the Board. Continued enhancement, reflecting evolving regulatory expectations and best governance standards, are identified for implementation from time to time.



CORPORATE GOVERNANCE REPORT

- (4) **Quality and Timeliness of Information**
The Board reviewed the adequacy and timeliness of information provided by management. Directors confirmed that they received accurate, relevant and sufficiently detailed information to support their oversight responsibilities. Board papers were generally circulated in advance of meetings, enabling directors to prepare thoroughly and engage meaningfully in discussions.
- (5) **Conduct of Board Meetings**
The Board evaluated its meeting arrangements and noted that four regular meetings during the Reporting Period were conducted effectively, with appropriate time devoted to strategic matters and key business issues. The frequency and duration of meetings were considered adequate for the Board to fulfil its duties.
- (6) **Compliance and Training**
The Board reviewed its compliance with applicable legal and regulatory requirements, including those under the GEM Listing Rules. Directors also confirmed that the Company had provided them with appropriate and ongoing training to ensure they remain up to date with regulatory developments, industry trends and emerging governance topics.
- (7) **Risk Management and Internal Controls**
The Board assessed its oversight of risk management and internal controls. It concluded that it had allocated sufficient time to reviewing the Group's risk profile and assessing the effectiveness of its internal control environment. The Board is satisfied that the Group has maintained adequate and effective systems and processes for identifying, evaluating and managing material risks, consistent with the CG Code.
- (8) **Stakeholder Engagement**
The Board reviewed its approach to stakeholder engagement and how stakeholder views were integrated into decision making. Directors acknowledged the importance of maintaining transparent and constructive dialogue with shareholders and other stakeholders. Feedback from various stakeholders once received were taken into account in the Board's discussions of strategic and governance matters.
- (9) **Overall Conclusion**
Based on the above, the Board concluded that it continues to operate effectively and in the best interests of the Company and its shareholders. The Board remains committed to ongoing enhancement of its governance practices to support the Group's sustainable development and long term value creation.



CORPORATE GOVERNANCE REPORT

B. BOARD COMMITTEES

The Board has established three committees, namely, the Audit Committee, the Remuneration Committee and the Nomination Committee, for overseeing particular aspects of the Company's affairs. All Board committees of the Company are established with specific written terms of reference which deal clearly with their authority and duties. The terms of reference of the Board committees are posted on the Company's website and the website of the Stock Exchange and are available to Shareholders upon request. All the Board committees should report to the Board on their decisions or recommendations made.

All Board committees are provided with sufficient resources to discharge their duties and, upon reasonable request, are able to seek independent professional advice in appropriate circumstances, at the Company's expenses.

B1. Audit Committee

The Company has met the GEM Listing Rules requirements regarding the composition of the Audit Committee throughout the Reporting Period. The Audit Committee consists of three members, being all the three independent non-executive Directors, namely Mr. Ng Jack Ho Wan (chairman of the Committee), Mr. Choi Hon Ting Derek and Ms. Chow Yuen Kwan. Mr. Ng Jack Ho Wan possesses appropriate professional qualifications or accounting or related financial management expertise. None of the Audit Committee members is a former partner of the Company's existing external auditors.

The terms of reference of the Audit Committee are of no less exacting terms than those set out in the CG Code. The main duties of the Audit Committee are to assist the Board in reviewing the financial information and reporting process, risk management and internal control systems, effectiveness of the internal audit function, scope of audit and relationship with external auditors, and arrangements to enable employees of the Company to raise concerns, in confidence, about possible improprieties in financial reporting, internal control or other matters of the Company.

The Audit Committee has reviewed the Consolidated Financial Statements.

CORPORATE GOVERNANCE REPORT

B1. Audit Committee (Continued)

During the Reporting Period, the Audit Committee held 3 regular meetings to, among other things, (1) discuss with the external auditors on the audit planning arrangement for the year ended 31 December 2025; (2) review and discuss the Group's consolidated financial statements, results announcements and reports for the year ended 31 December 2024 and for the six months ended 30 June 2025 respectively; (3) assess the significant issues on the financial reporting, operational and compliance controls, the effectiveness of the risk management and internal control systems and internal audit function; (4) re-appointment of external auditors and relevant scope of works; and (5) arrangements for employees to raise concerns, in confidence, about possible improprieties.

The attendance records of each Audit Committee member are set out in the above section A7 headed "Directors' Attendance Records at Meetings".

The Audit Committee also met the external auditors once without the presence of the executive Directors during the Reporting Period.

B2. Remuneration Committee

The Remuneration Committee consists of three members, being two independent non-executive Directors, Mr. Choi Hon Ting Derek (chairman of the Committee) and Ms. Chow Yuen Kwan, and one executive Director, Mr. Yu Chi Ming. Throughout the Reporting Period, the Company has met the GEM Listing Rules requirements of having the majority of the Remuneration Committee members being independent non-executive Directors as well as having the Committee chaired by an independent non-executive Director.

The terms of reference of the Remuneration Committee are of no less exacting terms than those set out in the CG Code. The primary functions of the Remuneration Committee include reviewing and making recommendations to the Board on the remuneration packages of individual executive Directors and senior management, the remuneration policy and structure for all Directors and senior management; and establishing formal and transparent procedures for developing such remuneration policy and structure to ensure that no Director or any of his associates will participate in deciding his own remuneration.

During the Reporting Period, the Remuneration Committee held one meeting to review and make recommendations to the Board on the remuneration policy and structure of the Company, the remuneration packages of the Directors and the senior management of the Company, and other related matters.

The attendance records of each Remuneration Committee member are set out in the above section A7 headed "Directors' Attendance Records at Meetings".

Pursuant to code provision of the CG Code, the annual remuneration of the members of the senior management, other than the Directors, by band for the Reporting Period is set out below:

Remuneration band (HK\$)	Number of individuals
500,001-1,000,000	3



CORPORATE GOVERNANCE REPORT

B3. Nomination Committee

The Nomination Committee comprises three members, being two independent non-executive Directors, Ms. Chow Yuen Kwan (chairlady of the Nomination Committee) and Mr. Ng Jack Ho Wan, and one executive Director, Mr. Chan Wai Lin. Throughout the Reporting Period, the Company has met the GEM Listing Rules requirements of having a majority of the Nomination Committee members being independent non-executive Directors and having the Nomination Committee chaired by an independent non-executive Director. The composition of the Nomination Committee has also met the GEM Listing Rules requirement of having different genders.

The terms of reference of the Nomination Committee are of no less exacting terms than those set out in the CG Code. During the Reporting Period, the terms of reference of the Nomination Committee has been updated in order to comply with the requirements arising on the revision of the Code of Corporate Governance (Appendix C1 of the GEM Listing Rules), mainly relating to the provisions on gender diversity of the composition of the Nomination Committee. The principal responsibilities of the Nomination Committee are to review the structure, size and composition (including, but not limited to, the diversity in terms of gender, age, cultural and educational experience, the number of listed company directorships held and the length of service, and diversity of knowledge) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy; identify qualified and suitable individuals to become Board members and select or make recommendations to the Board on the selection of individuals nominated for directorships to align with the Company's corporate objectives, values, strategy and desired culture; assist the Board in maintaining a Board skills matrix; assess the independence of independent non-executive Directors; and make recommendations to the Board on relevant matters relating to the appointment or re-appointment of Directors and succession planning for Directors, in particular the Chairman and the Chief Executive of the Company.

The Company also recognises and embraces the benefit of having a diverse Board to enhance the quality of its performance. To comply with the GEM Listing Rules, a Board diversity policy was adopted by the Company, pursuant to which the Nomination Committee is responsible for monitoring the implementation of the Board diversity policy and assessing the Board composition under diversified perspectives (including but not limited to gender, age, cultural and educational background, or professional experience). The Nomination Committee shall report its findings and make recommendation to the Board, if any. Such policy and objectives will be reviewed from time to time to ensure their appropriateness in determining the optimum composition of the Board.

In selecting candidates for directorship of the Company, the Nomination Committee would make reference to certain criteria such as the Company's needs, the diversity on the Board, the gender, integrity, experience, skills and professional knowledge of the candidate and the amount of time and effort that the candidate will devote to discharge his/her duties and responsibilities. External recruitment professionals might be engaged to carry out selection process when necessary.

CORPORATE GOVERNANCE REPORT

B3. *Nomination Committee (Continued)*

The Company has also adopted the director nomination policy. Such policy, devising the criteria and process of selection and performance evaluation, provides guidance to the Board on nomination and appointment of directors of the Company. The Board believes that the defined selection process is good for corporate governance in ensuring the Board continuity and appropriate leadership at Board level, and enhancing better Board effectiveness and diversity as well as in compliance with the applicable rules and regulations.

During the Reporting Period, the Nomination Committee has held one meeting in which the Committee members had reviewed the structure, size and composition of the Board to ensure that it has a balance of gender, expertise, skills and experience appropriate to the requirements for the business of the Group; recommended the reappointment of the retiring Directors standing for re-election at the Company's annual general meeting held on 9 May 2025; and assessed the independence of the existing independent non-executive Directors.

The Board will take opportunities to increase the proportion of female members over time when selecting and making recommendation on suitable candidates for Board appointments. The Board would ensure that appropriate balance of gender diversity is achieved with reference to stakeholders' expectation and international and local recommended best practices, with the ultimate goal of bringing the Board to gender parity. The Board also aspires to having an appropriate proportion of directors who have direct experience in the Group's core markets, with different ethnic backgrounds, and reflecting the Group's strategy.

The attendance records of each Nomination Committee member are set out in the above section A7 headed "Directors' Attendance Records at Meetings".

C. **RISK MANAGEMENT AND INTERNAL CONTROLS**

The Board acknowledges its responsibility for the risk management and internal control systems and reviewing their effectiveness to safeguard the interests of the Shareholders and the assets of the Group. The Audit Committee assists the Board in leading the management and overseeing their design, implementation and monitoring of the risk management and internal control systems on an ongoing basis. At the same time, the Group endeavours to identify risks, control impact of the identified risks and facilitate implementation of coordinated mitigating measures. The risk management and internal control systems are compatible with the Committee of Sponsoring Organisations of the Treadway Commission (COSO) – Integrated Framework 2013 principles. They are designed to manage rather than eliminate the risk of failures in order to achieve business objectives, and can only provide reasonable but not absolute assurance against material misstatement or loss.

The Group has established a risk management policy which sets out the process of identification, evaluation and management of the principal risks affecting the business.

1. Each division is responsible for identifying and assessing principal risks within the division on a quarterly basis establishing mitigation plans to manage the risks identified;
2. The management is responsible for overseeing the Group's risk management and internal control activities, attending quarterly meetings with each division to ensure principal risks are properly managed, and new or changing risks are identified and documented;



CORPORATE GOVERNANCE REPORT

C. RISK MANAGEMENT AND INTERNAL CONTROLS (CONTINUED)

3. The Board is responsible for reviewing and approving the effectiveness and adequacy of the Group's risk management and internal controls systems.

The risk management framework, coupled with our internal controls, ensures that the risks associated with our different business units are effectively controlled in line with the Group's risk appetite.

Our independent internal control consultant has performed an assessment on our internal control systems including reviewing guidelines and policies which are implemented through our operational process. An internal audit function is set up to examine key issues in relation to the financial and operational matters/practices and to provide its findings and any recommendations for improvement to the Audit Committee.

The Board has the responsibility to maintain the adequacies of resources, and to enhance qualifications and experiences of staff by providing training programs. The Board concluded that the Group's risk management and internal control systems were in place and effective.

With respect to the monitoring and disclosure of inside information, the Group has adopted a disclosure policy which provides a general guide to the Company's Directors, senior management and relevant employees in handling confidential information, monitoring information disclosure and responding to enquiries. Control procedures have been implemented to ensure that unauthorised access and use of inside information are strictly prohibited.

D. DIRECTORS' RESPONSIBILITY IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors have acknowledged their responsibility for preparing the Consolidated Financial Statements.

The Board is responsible for presenting a balanced, clear and understandable assessment of annual and interim reports, inside information announcements and other disclosures required under the GEM Listing Rules and other regulatory requirements. The management has provided such explanation and information to the Board as necessary to enable the Board to make an informed assessment of the financial information and position of the Group put forward to the Board for approval.

The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern.

The statement of the external auditors of the Company about their reporting responsibilities on the Consolidated Financial Statements is set out in the section headed "Independent Auditors' Report" in this annual report.

There is no disagreement between the Board and the Audit Committee on the selection, appointment, resignation or dismissal of external auditors.

CORPORATE GOVERNANCE REPORT

E. DIVERSITY AT WORKFORCE

The Company believes creating a culture of diversity and inclusion helps the employees to unleash their potentials. The Company values staff diversity in the workplace, and therefore provide equal opportunities for all applicants and employees regardless of race, colour, national origin, religion, gender, marital status, age, sexual orientation, and disability. The Company is committed to treating all employees with fairness and respect. Employees are hired based on their abilities and merits. The Company treats everyone the same regardless of their background, religions, races and gender etc. The promotion within the Company is completely based on the performance of the individual but nothing else.

As at 31 December 2025, the gender ratio of the Company's and its controlling subsidiaries' workforce (including directors, senior management and other staff) was 83% male to 100% female (31 December 2024: 104% to 100%). The decrease in the above workforce female to male ratio reflects natural workforce dynamics following the subsidiary disposal of i.Link Group Limited during the Reporting Period and related organizational restructuring. The Company remains dedicated to cultivating a gender-inclusive environment and will continue to implement measures to support balanced representation through equitable hiring and talent development practices.

F. AUDITORS' REMUNERATION

An analysis of the remuneration paid to the external auditors of the Company, HLB Hodgson Impey Cheng Limited, in respect of their services for the Reporting Period is set out below:

Service Category	Fees Paid/Payable (HK\$)
Audit Services	820,000
Non-audit Services	37,000
Total	857,000

G. COMPANY SECRETARY

Mr. Lau Fai Lawrence ("Mr. Lau") has been appointed as the Company's secretary with effect from 14 August 2020.

For the Reporting Period, Mr. Lau has undertaken not less than 15 hours of relevant professional training in compliance with Rule 5.15 of the GEM Listing Rules.



CORPORATE GOVERNANCE REPORT

H. COMMUNICATIONS WITH SHAREHOLDERS AND INVESTORS

The Company considers that effective communication with Shareholders is essential for enhancing investor relations and investors' understanding of the Group's business performance and strategies. The Company engages with Shareholders through various communication channels. Shareholders' meetings provide an opportunity for communication between the Board and the Shareholders. Board members and senior staff will be available to answer questions raised by the Shareholders at general meetings of the Company, where the Board and the Company can solicit and understand the views of the Shareholders and stakeholders. The Company will also invite representatives of the auditors to attend its AGM to answer Shareholders' questions about the conduct of the audit, the preparation and content of the auditors' report, the accounting policies and auditors' independence, if any.

The Board has reviewed the implementation and effectiveness of the Shareholders' communication policy, and having considered the multiple channels of communication and engagement in place, it is satisfied that the shareholders' communication policy has been implemented during the Reporting Period and is effective.

In addition, the Company maintains a website at www.hetermedia.com as a communication platform with its Shareholders and investors, where information and updates on the Company's business developments and operations and other information are available for public access.

Shareholders may send their enquiries or requests for publicly available information and comments and suggestions to the Company via the following contact details:

Address:	35th Floor, Dah Sing Financial Centre 248 Queen's Road East, Wan Chai Hong Kong (For the attention of the Board of Directors)
Fax:	+852.3102.0908
Email:	enquiry@hetermedia.com

Normally, the Company will not handle verbal or anonymous enquiries. Enquiries and requests will be dealt with by the Company in an informative and timely manner. The Company recognises the importance of the Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by law to do so. Shareholders may call the Company at +852.2121.1551 for any assistance.

Shareholders should direct their questions about their shareholdings by mail to the Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or by telephone at +852.2980.1333, which has been appointed by the Company to deal with Shareholders for share registration and related matters.



CORPORATE GOVERNANCE REPORT

I. SHAREHOLDERS' RIGHTS

To safeguard Shareholders' interests and rights, separate resolution is proposed for each substantially separate issue at general meetings, including the election of individual Director. All resolutions put forward at general meetings will be voted on by poll pursuant to the GEM Listing Rules and poll results will be posted on the website of the Stock Exchange as well as the Company's website after each general meeting.

Shareholders may put forward proposals at general meetings by requesting an extraordinary general meeting ("EGM").

Pursuant to the Articles, an EGM can be convened on the requisition of one or more Shareholders holding, at the date of deposit of the requisition, not less than one tenth of the paid up capital of the Company having the right of voting at general meetings. Such requisition shall be made in writing to the Board or the secretary of the Company at the Company's principal place of business in Hong Kong (currently 35th Floor, Dah Sing Financial Centre, 248 Queen's Road East, Wan Chai, Hong Kong) for the purpose of requiring an EGM to be called by the Board for the transaction of any business specified in such requisition. Such meeting shall be held within two months after the deposit of such requisition. If within 21 days of such deposit, the Board fails to proceed to convene such meeting, the requisitionist(s) himself/herself (themselves) may do so in the same manner, and all reasonable expenses incurred by the requisitionist(s) as a result of the failure of the Board shall be reimbursed to the requisitionist(s) by the Company.

With respect to the Shareholders' right in proposing persons for election as Directors, please refer to the procedures available on the website of the Company.

J. CONSTITUTIONAL DOCUMENTS

There was no change in the memorandum and articles of association of the Company ("Memorandum and Articles of Association") during the Reporting Period.

An up-to-date version of such Memorandum and Articles of Association is available on the website of the Stock Exchange and the Company's website. Shareholders may refer to the Articles of Association for further details of the rights of Shareholders.

K. POLICIES RELATING TO SHAREHOLDERS

The Company has in place a Shareholders' communication policy to ensure that Shareholders' views and concerns are appropriately addressed. Such Policy is regularly reviewed to ensure its effectiveness.

Pursuant to new Rule 16.04A(1) of the GEM Listing Rules and the Articles of Association, on 29 February 2024, the Company started to disseminate the corporate communications of the Company (the "Corporate Communications") to its shareholders electronically and only send corporate communications in printed form to the shareholders upon request. For details of the arrangement for the dissemination of Corporate Communications to shareholders, please refer to the announcement and letters to registered and non-registered shareholders of the Company dated 29 February 2024.



CORPORATE GOVERNANCE REPORT

K. POLICIES RELATING TO SHAREHOLDERS (CONTINUED)

The Company has adopted a dividend policy on payment of dividends. The Company does not have any predetermined dividend payout ratio. Depending on the financial conditions of the Company and the Group and the conditions and factors as set out in the dividend policy, dividends may be proposed and/or declared by the Board for a financial year or period and any final dividend for a financial year will be subject to the Shareholders' approval.

L. ANTI-CORRUPTION AND WHISTLE-BLOWING POLICIES

The Group has established the Anti-Bribery and Corruption Policy and Whistle-blowing System for the Board members, management, employees and third parties who represent the Group, such as suppliers, contractors and business partners, to ensure the Group and the relevant stakeholders will uphold the highest standards of professional integrity. The Whistle-blowing System not only can further strengthen the internal control environment of the Group, it also acts as a channel for the staff of the Group to report any illegal behaviours, and is dedicated to external stakeholders to report any suspected misconduct, malpractice or illegal acts.

INDEPENDENT AUDITORS' REPORT



國衛會計師事務所有限公司
HODGSON IMPEY CHENG LIMITED

31/F, Gloucester Tower
The Landmark
11 Pedder Street
Central
Hong Kong

TO THE MEMBERS OF
HM INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)

OPINION

We have audited the consolidated financial statements of HM International Holdings Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) set out on pages 59 to 135, which comprise the consolidated statement of financial position as at 31 December 2025, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing (“HKSAs”) issued by the HKICPA. Our responsibilities under those standards are further described in the Auditors’ responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the HKICPA’s Code of Ethics for Professional Accountants (the “Code”), as applicable to audits of financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

INDEPENDENT AUDITORS' REPORT

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter

How our audit addressed the key audit matter

Revenue recognition

Refer to Note 4 and Note 5 to the consolidated financial statements.

The Group recognised revenue of approximately HK\$132,314,000 from provision of integrated printing services for the year ended 31 December 2025.

Revenue from provision of integrated printing services is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation using input method as the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date. Management used significant judgements and estimations to determine the progress towards complete satisfaction of the performance obligation at the reporting date.

Our procedures in relation to revenue recognition mainly included but not limited to:

- Inspecting agreements with customers to understand the terms of the provision of integrated printing services to assess the Group's revenue recognition criteria with reference to the requirements of the prevailing accounting standards;
- Assessing the Group's revenue recognition is based on a reasonable measurement of the value of performance completed to date of the individual contract as a percentage of total transaction price;
- Recomputing the percentage-of-completion by calculating, on individual selected project basis, the actual contract costs incurred to date over the total budgeted contract costs; and
- Verifying the accuracy of the incurred costs to date and assessing the reasonableness judgements and estimates about budgeted costs to complete and expected gross profits.

Based on the procedures performed, we consider the revenue recognition to be supported by the available evidence.



INDEPENDENT AUDITORS' REPORT

OTHER INFORMATION IN THE ANNUAL REPORT

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditors' report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRS Accounting Standards issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.



INDEPENDENT AUDITORS' REPORT

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion, solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSA's will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSA's, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.



INDEPENDENT AUDITORS' REPORT

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also: (continued)

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

INDEPENDENT AUDITORS' REPORT

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement director on the audit resulting in this independent auditors' report is Mr. Kwok Kin Leung (Practising Certificate Number: P05769).

HLB Hodgson Impey Cheng Limited
Certified Public Accountants

Hong Kong, 16 March 2026

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

	Notes	2025 HK\$'000	2024 HK\$'000
Revenue	5	132,314	158,890
Cost of sales		(79,355)	(102,014)
Gross profit		52,959	56,876
Other income and gains/(losses) - net	6	11,398	(1,618)
Selling expenses		(9,075)	(10,472)
Administrative expenses		(46,185)	(53,890)
Finance costs	7	(919)	(961)
Profit/(Loss) before tax		8,178	(10,065)
Income tax (expense)/credit	8	(384)	155
Profit/(Loss) for the year	9	7,794	(9,910)
Other comprehensive (expense)/income			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Exchange differences arising on translating of foreign operations		(289)	3
Other comprehensive (expense)/income for the year, net of income tax		(289)	3
Total comprehensive income/(expense) for the year		7,505	(9,907)
Profit/(Loss) for the year attributable to:			
Owners of the Company		7,831	(7,720)
Non-controlling interests		(37)	(2,190)
		7,794	(9,910)
Total comprehensive income/(expense) for the year attributable to:			
Owners of the Company		7,543	(7,718)
Non-controlling interests		(38)	(2,189)
		7,505	(9,907)
		<i>HK cents</i>	<i>HK cents</i>
Earnings/(Loss) per share			
Basic	13	1.87	(1.90)
Diluted	13	1.87	(1.90)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2025

	Notes	2025 HK\$'000	2024 HK\$'000
Non-current assets			
Property, plant and equipment	14	6,710	8,881
Right-of-use assets	15	11,416	15,418
Intangible assets	16	167	240
		18,293	24,539
Current assets			
Contract assets	17	1,785	4,158
Trade and other receivables	18	35,272	27,875
Current tax assets		18	392
Cash and bank balances	19	80,756	64,603
		117,831	97,028
Total assets		136,124	121,567
Current liabilities			
Contract liabilities	17	8,946	8,814
Trade and other payables	20	33,118	22,140
Bank borrowings	21	616	850
Lease liabilities	22	3,746	4,238
Current tax liabilities		79	75
		46,505	36,117
Net current assets		71,326	60,911
Total assets less current liabilities		89,619	85,450

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2025

	Notes	2025 HK\$'000	2024 HK\$'000
Non-current liabilities			
Lease liabilities	22	9,472	12,922
		9,472	12,922
Net assets		80,147	72,528
Capital and reserves			
Share capital	24	4,214	4,214
Reserves	25	76,322	72,520
Equity attributable to owners of the Company		80,536	76,734
Non-controlling interests		(389)	(4,206)
Total equity		80,147	72,528

The consolidated financial statements were approved and authorised for issue by the Board of Directors on 16 March 2026 and are signed on its behalf by:

Mr. Yu Chi Ming
Director

Mr. Chan Wai Lin
Director

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2025

	Attributable to owners of the Company									Total equity HK\$'000	
	Share capital HK\$'000 (Note 24)	Share premium HK\$'000	Shares held under the share award scheme		Special reserve HK\$'000 (Note (a))	Share award reserve HK\$'000	Translation reserve HK\$'000	Retained earnings HK\$'000	Sub-total HK\$'000		Non-controlling interests HK\$'000
			share award scheme HK\$'000 (Note(b))								
Balance at 1 January 2024	4,214	31,508	(2,034)	138	765	(203)	57,473	91,861	(2,017)	89,844	
Loss for the year	-	-	-	-	-	-	(7,720)	(7,720)	(2,190)	(9,910)	
Exchange differences arising on translating of foreign operations	-	-	-	-	-	2	-	2	1	3	
Total comprehensive income/(expense) for the year	-	-	-	-	-	2	(7,720)	(7,718)	(2,189)	(9,907)	
Vest of share award (Note 26)	-	-	678	-	(678)	-	-	-	-	-	
Equity-settled share award scheme (Note 26)	-	-	-	-	1,019	-	-	1,019	-	1,019	
Dividends paid	-	(8,428)	-	-	-	-	-	(8,428)	-	(8,428)	
Balance at 31 December 2024 and 1 January 2025	4,214	23,080	(1,356)	138	1,106	(201)	49,753	76,734	(4,206)	72,528	
Profit for the year	-	-	-	-	-	-	7,831	7,831	(37)	7,794	
Exchange differences arising on translating of foreign operations	-	-	-	-	-	(288)	-	(288)	(1)	(289)	
Total comprehensive (expense)/income for the year	-	-	-	-	-	(288)	7,831	7,543	(38)	7,505	
Lapse of share award (Note 26)	-	-	67	-	-	-	(67)	-	-	-	
Vest of share award (Note 26)	-	-	1,289	-	(1,289)	-	-	-	-	-	
Equity-settled share award scheme (Note 26)	-	-	-	-	183	-	-	183	-	183	
Acquisition of non-controlling interest of a subsidiary	-	-	-	-	-	-	(3,924)	(3,924)	3,924	-	
Disposal of a subsidiary	-	-	-	-	-	-	-	-	(69)	(69)	
Balance at 31 December 2025	4,214	23,080	-	138	-	(489)	53,593	80,536	(389)	80,147	

Note:

- Special reserve represents the difference between the nominal value of the shares issued by the Company in exchange for the nominal value of the share capital of its subsidiaries arising from the reorganisation in prior years.
- The amount represents payments by the Group to the trustee of the Share Award Scheme (as defined in Note 26), net off with the vested portion to selected employees who have been awarded shares under the Share Award Scheme. Details of the Share Award Scheme is set out in Note 26.

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	2025 HK\$'000	2024 HK\$'000
Cash flows from operating activities		
Profit/(Loss) before tax	8,178	(10,065)
Adjustments for:		
Finance costs	919	961
Bank interest income	(453)	(1,019)
Depreciation of property, plant and equipment	2,551	2,026
Depreciation of right-of-use assets	4,349	9,127
Amortisation of intangible assets	155	325
Provision for impairment losses on trade receivables	394	413
Impairment losses on goodwill	-	3,146
Net losses on disposals of property, plant and equipment	-	42
Gain on disposal of a subsidiary	(3,947)	-
Share-based payment expense	183	1,019
	12,329	5,975
Movements in working capital		
Decrease/(Increase) in contract assets	2,320	(850)
(Increase)/Decrease in trade and other receivables	(14,307)	6,704
Increase/(Decrease) in contract liabilities	495	(10,612)
Increase/(Decrease) in trade and other payables	17,562	(1,448)
Cash generated from/(used in) operations	18,399	(231)
Income tax paid - net	(7)	(206)
Net cash generated from/(used in) operating activities	18,392	(437)

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2025

	2025 HK\$'000	2024 HK\$'000
Cash flows from investing activities		
Interest received	453	1,019
Proceeds on disposal of property, plant and equipment	-	19
Net cash inflow on disposal of a subsidiary	3,677	-
Payments for property, plant and equipment	(483)	(9,315)
Payments for intangible assets	(78)	(129)
Net cash generated from/(used in) investing activities	3,569	(8,406)
Cash flows from financing activities		
Dividend paid	-	(8,428)
Repayments of borrowings	(234)	(215)
Repayments of lease liabilities	(4,289)	(7,545)
Interest paid	(919)	(961)
Net cash used in financing activities	(5,442)	(17,149)
Net increase/(decrease) in cash and cash equivalents	16,519	(25,992)
Cash and cash equivalents at the beginning of year	64,603	90,576
Effect of foreign exchange rate changes	(366)	19
Cash and cash equivalents at the end of year	80,756	64,603
Analysis of balances of cash and cash equivalents		
Cash and bank balances	19	80,756
		64,603

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

1. GENERAL

The Company was incorporated in the Cayman Islands on 13 January 2016 as an exempted company with limited liability. Its parent and ultimate holding company is HM Ultimate Holdings Limited, a company incorporated in the British Virgin Islands (“BVI”) and owned by Mr. Yu Chi Ming (“Mr. Yu”) and Mr. Chan Wai Lin (“Mr. Chan”). The Company has been registered as a non-Hong Kong company under Part 16 of the Companies Ordinance (Cap. 622). Its shares were initially listed on GEM of The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The address of the registered office of the Company is Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands and the principal place of business is 35/F, Dah Sing Financial Centre, 248 Queen's Road East, Wan Chai, Hong Kong. The Company is an investment holding company. The Group is principally engaged in the provision of integrated printing services (including provision of financial printing services, marketing collateral printing services and other services).

The consolidated financial statements are presented in Hong Kong Dollars (“HK\$”), which is also the functional currency of the Company and all values are rounded to the nearest thousand (“HK\$’000”) unless otherwise stated.

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

Amendments to an HKFRS Accounting Standard that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to an HKFRS Accounting Standard as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) for the first time, which are mandatorily effective for the annual period beginning on or after 1 January 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21	Lack of Exchangeability
-----------------------	-------------------------

The application of the amendments to an HKFRS Accounting Standard in the current year had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS (CONTINUED)

New and amendments to HKFRS Accounting Standards in issue but not yet effective

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

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments ²
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity ²
Amendments to HKFRS 10 and HKAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture ¹
Amendments to HKFRS Accounting Standards HKFRS 18	Annual Improvements to HKFRS Accounting Standards — Volume 11 ² Presentation and Disclosure in Financial Statements ³

¹ Effective for annual periods beginning on or after a date to be determined.

² Effective for annual periods beginning on or after 1 January 2026.

³ Effective for annual periods beginning on or after 1 January 2027.

Except for the new and amendments to HKFRS Accounting Standards mentioned below, the directors of the Company anticipate that the application of all other new and amendments to HKFRS Accounting Standards will have no material impact on the consolidated financial statements in the foreseeable future.

HKFRS 18 Presentation and Disclosure in Financial Statements

HKFRS 18 *Presentation and Disclosure in Financial Statements*, which sets out requirements on presentation and disclosures in financial statements, will replace HKAS 1 *Presentation of Financial Statements*. This new HKFRS Accounting Standard, while carrying forward many of the requirements in HKAS 1, introduces new requirements to present specified categories and defined subtotals in the statement of profit or loss; provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation of information to be disclosed in the financial statements. In addition, some HKAS 1 paragraphs have been moved to HKAS 8 and HKFRS 7. Minor amendments to HKAS 7 *Statement of Cash Flows* and HKAS 33 *Earnings per Share* are also made.

HKFRS 18, and amendments to other standards, will be effective for annual periods beginning on or after 1 January 2027, with early application permitted. The application of the new standard is expected to affect the presentation of the statement of profit or loss and disclosures in the future financial statements. The Group is in the process of assessing the detailed impact of HKFRS 18 on the Group's consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.1 Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards issued by the HKICPA. For the purpose of preparation to 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. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of HKFRS 2 Share-based Payment, leasing transactions that are accounted for in accordance with HKFRS 16 Leases, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in HKAS 2 Inventories or value in use in HKAS 36 Impairment of Assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.1 Basis of preparation of consolidated financial statements (continued)

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3.2 Material accounting policy information

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Basis of consolidation (continued)

When the Group has less than a majority of the voting rights of an investee, it considers that it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interest in subsidiaries are presented separately from the Group's equity therein, which represent present ownership interests entitling their holders to a proportionate share of net assets of the relevant subsidiaries upon liquidation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in profit or loss as incurred.

Except for certain recognition exemptions, the identifiable assets acquired and liabilities assumed must meet the definitions of an asset and a liability in the *Framework for the Preparation and Presentation of Financial Statements* (replaced by the *Conceptual Framework for Financial Reporting* issued in October 2010).

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with HKAS 12 *Income Taxes* and HKAS 19 *Employee Benefits* respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with HKFRS 2 *Share-based Payment* at the acquisition date (see the accounting policy below);
- assets (or disposal groups) that are classified as held for sale in accordance with HKFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* are measured in accordance with that standard; and
- lease liabilities are recognised and measured at the present value of the remaining lease payments (as defined in HKFRS 16) as if the acquired leases were new leases at the acquisition date. Right-of-use assets are recognised and measured at the same amount as the relevant lease liabilities, adjusted to reflect favourable or unfavourable terms of the lease when compared with market terms.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Business combinations (continued)

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net amount of the identifiable assets acquired and the liabilities assumed as at acquisition date. If, after re-assessment, the net amount of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the relevant subsidiary's net assets in the event of liquidation are initially measured at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets or at fair value.

When the consideration transferred by the Group in a business combination includes a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively. Measurement period adjustments are adjustments that arise from additional information obtained during the "measurement period" (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured to fair value at subsequent reporting dates, with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date (i.e. the date when the Group obtains control), and the resulting gain or loss, if any, is recognised in profit or loss or other comprehensive income, as appropriate. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income and measured under HKFRS 9 would be accounted for on the same basis as would be required if the Group had disposed directly of the previously held equity interest.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Business combinations (continued)

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted retrospectively during the measurement period (see above), and additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see the accounting policy above) less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or group of cash-generating units) that is expected to benefit from the synergies of the combination, which represent the lowest level at which the goodwill is monitored for internal management purposes and is not larger than an operating segment.

A cash-generating unit (or group of cash-generating units) to which goodwill has been allocated is tested for impairment annually or more frequently when there is indication that the unit may be impaired. For goodwill arising on an acquisition in an annual period, the cash-generating unit (or group of cash-generating units) to which goodwill has been allocated is tested for impairment before the end of that annual period. If the recoverable amount is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit (or group of cash-generating units).

On disposal of the relevant cash-generating unit or any of the cash-generating unit within the group of cash-generating units, the attributable amount of goodwill is included in the determination of the amount of profit or loss on disposal. When the Group disposes of an operation within the cash-generating unit (or a cash-generating unit within a group of cash-generating units), the amount of goodwill disposed of is measured on the basis of the relative values of the operation (or the cash-generating unit) disposed of and the portion of the cash-generating unit (or the group of cash-generating units) retained, unless the Group can demonstrate that some other method better reflects the goodwill associated with the operation disposed of.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Revenue from contracts with customers

The Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when “control” of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation represents a good and service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group’s performance as the Group performs;
- the Group’s performance creates or enhances an asset that the customer controls as the Group performs; or
- the Group’s performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct good or service.

Contract assets arise when the Group has right to consideration in exchange for goods or services that the Group has transferred to a customer that is not yet unconditional. It is assessed for impairment in accordance with HKFRS 9. In contrast, a receivable represents the Group’s unconditional right to consideration. i.e. only the passage of time is required before payment of that consideration is due.

Contract liabilities arise when the Group has obligation to transfer goods and services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

A contract asset and a contract liability relating to the same contract are accounted for and presented on a net basis.

Revenue is measured based on the consideration specified in a contract with customer. The Group recognises revenue when it transfers control of service to a customer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Revenue from contracts with customers (continued)

The Group recognises revenue from provision of integrated printing services (including provision of financial printing services, marketing collateral printing services and other services) which arise from contracts with customers.

Provision of integrated printing services (including financial printing services, marketing collateral printing services and other services)

The Group provides integrated printing services (including provision of financial printing services, marketing collateral printing services and other services) under contracts with customers. Such contracts are entered into before the services begin. Revenue from provision of financial printing services, marketing collateral printing services and other services is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation using input method as the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Leases

The Group assesses whether a contract is or contains a lease based on the definition under HKFRS 16 at inception of the contract. Such contract will not be reassessed unless the terms and conditions of the contract are subsequently changed.

The Group as lessee

Allocation of consideration to components of a contract

For a contract that contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Group also applies practical expedient not to separate non-lease components from lease component, and instead account for the lease component and any associated non-lease components as a single lease component.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Leases (continued)

The Group as lessee (continued)

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to leases of properties and equipment that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the recognition exemption for lease of low-value assets. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

Right-of-use assets

The cost of right-of-use assets includes:

- the amounts of the initial measurement of the lease liabilities;
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the Group; and
- an estimate of costs to be incurred by the Group in dismantling and removing the underlying assets, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities.

Right-of-use assets in which the Group is reasonably certain to obtain ownership of the underlying leased assets at the end of the lease term are depreciated from commencement date to the end of the useful life. Otherwise, right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term.

The Group presents right-of-use assets as a separate line item on the consolidated statements of financial position.

Refundable rental deposits

Refundable rental deposits paid are accounted under HKFRS 9 Financial Instruments ("HKFRS 9") and initially measured at fair value. Adjustments to fair value at initial recognition are considered as additional lease payments and included in the cost of right-of-use assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Leases (continued)

The Group as lessee (continued)

Lease liabilities

At the commencement date of a lease, the Group recognises and measures the lease liability at the present value of lease payments that are unpaid at that date. In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable by the Group under residual value guarantees;
- the exercise price of a purchase option if the Group is reasonably certain to exercise the option; and
- payments of penalties for terminating a lease, if the lease term reflects the Group exercising an option to terminate the lease.

After the commencement date, lease liabilities are adjusted by interest accretion and lease payments.

The Group remeasures lease liabilities (and makes a corresponding adjustment to the related right-of-use assets) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the related lease liability is remeasured by discounting the revised lease payments using a revised discount rate at the date of reassessment.
- the lease payments change due to changes in expected payment under a guaranteed residual value, in which cases the related lease liability is remeasured by discounting the revised lease payments using the initial discount rate.

The Group presents lease liabilities as a separate line item on the consolidated statements of financial position.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Leases (continued)

The Group as lessee (continued)

Lease modifications

The Group accounts for a lease modification as a separate lease if:

- the modification increases the scope of the lease by adding the right to use one or more underlying assets; and
- the consideration for the leases increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the particular contract.

For a lease modification that is not accounted for as a separate lease, the Group remeasures the lease liability based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group accounts for the remeasurement of lease liabilities by making corresponding adjustments to the relevant right-of-use asset. When the modified contract contains a lease component and one or more additional lease or non-lease components, the Group allocates the consideration in the modified contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the functional currency of that entity (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items and on the retranslation of monetary items, are recognised in profit or loss in the period in which they arise, except for exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur in the foreseeable future (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on disposal or partial disposal of the Group's interest in the foreign operation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Foreign currencies (continued)

For the purpose of presenting the consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into the presentation currency of the Group (i.e. HK\$) using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity under the heading of translation reserve (attributed to non-controlling interests as appropriate).

Goodwill and fair value adjustments on identifiable assets acquired arising on an acquisition of a foreign operation are treated as assets and liabilities of that foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets until such time as the assets are substantially ready for their intended use or sale.

Any specific borrowing that remain outstanding after the related asset is ready for its intended use or sale is included in the general borrowing pool for calculation of capitalisation rate on general borrowings. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Government grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received.

Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognised as a deduction from the carrying amount of the relevant asset in the consolidated statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Government grants (continued)

Government grants related to income that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Group with no future related costs are recognised in profit or loss in the period in which they become receivable. Such grants are presented under "Other income and gains/(losses) - net".

Employee benefits

Retirement benefit costs

Payments to defined contribution retirement benefit schemes are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans including the LSP under the Hong Kong Employment Ordinance, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. In determining the present value of the Group's defined benefit obligations and the related current service cost and, where applicable, past service cost, the Group attributes benefit to periods of service under the plan's benefit formula. However, if an employee's service in later years will lead to a materially higher level of benefit than earlier years, the Group attributes the benefit on a straight-line basis from:

- (a) the date when service by the employee first leads to benefits under the plan (whether or not the benefits are conditional on further service) until
- (b) the date when further service by the employee will lead to no material amount of further benefits under the plan, other than from further salary increases.

Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the consolidated statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Employee benefits (continued)

Retirement benefit costs (continued)

Past service cost is recognised in profit or loss in the period of a plan amendment or curtailment and a gain or loss on settlement is recognised when settlement occurs. When determining past service cost, or a gain or loss on settlement, an entity shall remeasure the net defined benefit liability or asset using the current fair value of plan assets and current actuarial assumptions, reflecting the benefits offered under the plan and the plan assets before and after the plan amendment, curtailment or settlement, without considering the effect of asset ceiling (i.e. the present value of any economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan).

Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. However, if the Group remeasures the net defined benefit liability or asset before plan amendment, curtailment or settlement, the Group determines net interest for the remainder of the annual reporting period after the plan amendment, curtailment or settlement using the benefits offered under the plan and the plan assets after the plan amendment, curtailment or settlement and the discount rate used to remeasure such net defined benefit liability or asset, taking into account any changes in the net defined benefit liability or asset during the period resulting from contributions or benefit payments.

Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest on the net defined benefit liability or asset; and
- remeasurement of the net defined benefit liability or asset in other comprehensive income.

The retirement benefit obligation recognised in the consolidated statement of financial position represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Discretionary contributions made by employees or third parties reduce service cost upon payment of these contributions to the plan.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Employee benefits (continued)

Retirement benefit costs (continued)

When the formal terms of the plans specify that there will be contributions from employees or third parties, the accounting depends on whether the contributions are linked to service, as follows:

- If the contributions are not linked to services (for example contributions are required to reduce a deficit arising from losses on plan assets or from actuarial losses), they are reflected in the remeasurement of the net defined benefit liability or asset.
- If contributions are linked to services, they reduce service costs. For the amount of contribution that is dependent on the number of years of service, the Group reduces service cost by attributing the contributions to periods of service using the attribution method required by HKAS 19 paragraph 70 for the gross benefits.

For LSP obligation, the Group accounts for the employer MPF contributions expected to be offset as a deemed employee contribution towards the LSP obligation in terms of HKAS 19.93(a) and it is measure on a net basis. The estimated amount of future benefit is determined after deducting the negative service cost arising from the accrued benefits derived from the Group's MPF contributions that have been vested with employees, which are deemed to be contributions from the relevant employees.

Share-based payments

Equity-settled share-based payment transactions

Share options granted to employees

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value of the equity-settled share-based payments determined at the grant date without taking into consideration all non-market vesting conditions is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity (share option reserve). At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest based on assessment of all relevant non-market vesting conditions. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share option reserve.

When share options are exercised, the amount previously recognised in share options reserve will be transferred to share premium. When the share options are forfeited after the vesting date or are still not exercised at the expiry date, the amount previously recognised in share-based payment reserve will be transferred to retained earnings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Share-based payments (continued)

Equity-settled share-based payment transactions (continued)

Share award granted to employees

When the trustee of the share award scheme purchases the Company's shares from the open market, the consideration paid, including any directly attributable incremental costs, is presented as shares held under the share award scheme and deducted from total equity.

When the Company issues and allots new ordinary shares to the trustee of the share award scheme to be held on trust for the awardees, the fair value at the issue and allotment date, including any directly attributable incremental costs, is presented as shares held under the share award scheme and deducted from total equity.

The fair value of services received determined by reference to the fair value of shares awarded at the grant date is expensed on a straight-line basis over the vesting period, with a corresponding increase in equity (share award reserve). At the end of each reporting period, service and non-market performance vesting conditions are included in the estimation about the number of share awards that are expected to vest, the Group revises its estimate of the number of share awards that are expected to ultimately vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to share award reserve.

When the trustee transfers the Company's shares to grantees upon vesting, the related costs of the granted shares vested are reversed from shares held for share award scheme. Accordingly, the related expense of the granted shares is reversed from the share award reserve. The difference arising from such transfer is debited/credited to retained profits.

When the share award scheme is cancelled during the vesting period, the Group accounts for the cancellation as an acceleration of vesting, and recognises immediately the amount that otherwise would have been recognised for services received over the remainder of the vesting period. The amount previously recognised in share award reserve will also be transferred to retained profits.

Taxation

Income tax credit/expense represents the sum of current and deferred income tax credit/expense.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from "loss/profit before tax" because of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Taxation (continued)

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and at the time of the transaction does not give rise to equal taxable and deductible temporary differences. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates and interest in a joint venture, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For the purposes of measuring deferred tax for leasing transactions in which the Group recognises the right-of-use assets and the related lease liabilities, the Group first determines whether the tax deductions are attributable to the right-of-use assets or the lease liabilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Taxation (continued)

For leasing transactions in which the tax deductions are attributable to the lease liabilities, the Group applies HKAS 12 requirements to the lease liabilities, and the related assets separately. The Group recognises a deferred tax asset related to lease liabilities to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised and a deferred tax liability for all taxable temporary differences.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied to the same taxable entity by the same taxation authority.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Property, plant and equipment

Property, plant and equipment, including buildings held for use in the production or supply of goods or services or for administrative purposes, are stated in the consolidated statement of financial position at cost less subsequent accumulated depreciation and subsequent accumulated impairment losses, if any.

Depreciation is recognised so as to write off the cost of assets less their residual values over their estimated useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and any accumulated impairment losses. Amortisation for intangible assets with finite useful lives is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less any subsequent accumulated impairment losses.

Impairment on property, plant and equipment, right-of-use assets and intangible assets other than goodwill

At the end of the reporting period, the Group reviews the carrying amounts of its property, plant and equipment, right-of-use assets, intangible assets with finite useful lives to determine whether there is any indication that these assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the relevant asset is estimated in order to determine the extent of the impairment loss (if any).

The recoverable amount of property, plant and equipment, right-of-use assets and intangible assets are estimated individually. When it is not possible to estimate the recoverable amount individually, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

In testing a cash-generating unit for impairment, corporate assets are allocated to the relevant cash-generating unit when a reasonable and consistent basis of allocation can be established, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be established. The recoverable amount is determined for the cash-generating unit or group of cash-generating units to which the corporate asset belongs, and is compared with the carrying amount of the relevant cash-generating unit or group of cash-generating units.

Recoverable amount is the higher of fair value less costs of disposal and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset (or a cash-generating unit) for which the estimates of future cash flows have not been adjusted.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Impairment on property, plant and equipment, right-of-use assets and intangible assets other than goodwill (continued)

If the recoverable amount of an asset (or a cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or a cash-generating unit) is reduced to its recoverable amount. For corporate assets or portion of corporate assets which cannot be allocated on a reasonable and consistent basis to a cash-generating unit, the Group compares the carrying amount of a group of cash-generating units, including the carrying amounts of the corporate assets or portion of corporate assets allocated to that group of cash-generating units, with the recoverable amount of the group of cash-generating units. In allocating the impairment loss, the impairment loss is allocated first to reduce the carrying amount of any goodwill (if applicable) and then to the other assets on a pro-rata basis based on the carrying amount of each asset in the unit or the group of cash-generating units. The carrying amount of an asset is not reduced below the highest of its fair value less costs of disposal (if measurable), its value-in-use (if determinable) and zero. The amount of the impairment loss that would otherwise have been allocated to the asset is allocated pro rata to the other assets of the unit or the group of cash-generating units. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit or a group of cash-generating units) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or a cash-generating unit or a group of cash-generating units) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value except for trade receivables arising from contracts with customers which are initially measured in accordance with HKFRS 15. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets or financial liabilities at fair value through profit or loss (“FVTPL”)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

The effective interest method is a method of calculating the amortised cost of a financial asset or financial liability and of allocating interest income and interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial asset or financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Interest expense is recognised on an effective interest basis.

Interest income which are derived from the Group’s ordinary course of business are presented as revenue.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established generally by regulation or convention in the market place concerned.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Financial assets that meet the following conditions are subsequently measured at amortised cost:

- the financial asset is held within a business model whose objective is to collect contractual cash flows; and
- the contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial assets (continued)

Amortised cost and effective interest rate

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating interest income over the relevant period.

The effective interest rate is the rate that exactly discounts estimated future cash receipts and payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit loss ("ECL"), through the expected life of the financial assets, or, where appropriate, a shorter period, to the gross carrying amount of the financial assets on initial recognition.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost. For financial instruments, other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired. For financial assets that have subsequently become credit-impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset from the next reporting period. If, in subsequent reporting periods, the credit risk on the credit-impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

Impairment of financial assets

The Group recognises a loss allowance for ECL on financial assets and other assets which are subject to impairment assessment under HKFRS 9 (including contract assets, trade and other receivables and bank balances). The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date. Assessment are done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of past events and current conditions at the reporting date as well as the forecast of future economic conditions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

The Group always recognises lifetime ECL for trade receivables and contract assets and assesses the lifetime ECL for trade receivables and contract assets on a collective basis for portfolio that shares similar economic risk characteristics.

For all other financial instruments, the Group measures the loss allowance equal to 12-month ECL, unless when there has been a significant increase in credit risk since initial recognition, in which case the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the Group's debtors operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

In particular, the following information is taken into account when assessing whether the credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor; and
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

Significant increase in credit risk (continued)

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

Despite the foregoing, the Group assumes that the credit risk on a debt instrument has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the reporting date. A financial asset is determined to have low credit risk if (i) it has a low risk of default; (ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term; and (iii) adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations. The Group considers a debt instrument to have low credit risk when it has an internal or external credit rating of “investment grade” as per globally understood definitions.

The Group regularly monitors the effectiveness of the criteria used to identify where there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in the credit risk before the amount becomes past due.

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable:

- when there is a breach of financial covenants by the counterparty; or
- information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Irrespective of the above, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events of default that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the borrower;
- a breach of contract, such as a default or past due event;
- the lender(s) of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

Write-off policy

The Group writes off a financial asset when there is information indicating that the counterparty is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. A write-off constitutes a derecognition event. Any subsequent recoveries are recognised in profit or loss.

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data and forward-looking information.

Generally, the ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial assets (continued)

Impairment of financial assets (continued)

Measurement and recognition of ECL (continued)

The Group recognises an impairment gain or loss in profit or loss for all financial instruments by adjusting their carrying amount, with the exceptions of trade receivables and contract assets where the correspondence adjustment is recognised through a loss allowance account.

Where ECL is measured on a collective basis to cater for cases where evidence at the individual instrument level may not yet be available, the financial instruments are grouped on the following basis:

- Nature of financial instruments; and
- Past-due status; and
- Nature, size and industry of debtors; and
- External credit ratings where available.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date.

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically:

- For financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other income and gains/(losses) - net' line item (Note 6) as part of the net foreign exchange gains/(losses);

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial assets (continued)

Foreign exchange gains and losses (continued)

- For debt instruments measured at FVTOCI that are not part of a designated hedging relationship, exchange differences on the amortised cost of the debt instrument are recognised in profit or loss in the 'Other income and gains/(losses) - net' line item (Note 6) as part of the net foreign exchange gains/(losses). As the foreign currency element recognised in profit or loss is the same as if it was measured at amortised cost, the residual foreign currency element based on the translation of the carrying amount (at fair value) is recognised in other comprehensive income in the fair value through other comprehensive income/revaluation reserve;
- For financial assets measured at FVTPL that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss in the 'Other income and gains/(losses) - net' line item as part of the gain/(loss) from changes in fair value of financial assets (Note 6);
- For equity instruments measured at FVTOCI, exchange differences are recognised in other comprehensive income in the fair value through other comprehensive income/revaluation reserve.

Financial liabilities and equity

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the group entities are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Financial liabilities and equity (continued)

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is contingent consideration of an acquirer in a business combination to which HKFRS 3 applies.

A financial liability other than a financial liability held for trading or contingent consideration of an acquirer in a business combination may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise; or
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and HKFRS 9 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at amortised cost

Financial liabilities including trade and other payables, bank borrowings and lease liabilities are subsequently measured at amortised cost, using the effective interest method.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments. These foreign exchange gains and losses are recognised in the 'Other Income and gains/(losses) - net' line item in profit or loss (Note 6) as part of net foreign exchange gains/(losses) for financial liabilities that are not part of a designated hedging relationship. For those which are designated as a hedging instrument for a hedge of foreign currency risk, foreign exchange gains and losses are recognised in other comprehensive income and accumulated in a separate component of equity.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss for financial liabilities that are not part of a designated hedging relationship.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Financial instruments (continued)

Derecognition

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

Related parties

A party is considered to be related to the Group if:

(a) the party is a person or a close member of that person's family and that person:

- (i) has control or joint control over the Group;
- (ii) has significant influence over the Group; or
- (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

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

3.2 Material accounting policy information (continued)

Related parties (continued)

(b) the party is an entity where any of the following conditions applies:

- (i) the entity and the Group are members of the same group;
- (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
- (iii) the entity and the Group are joint ventures of the same third party;
- (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;
- (vi) the entity is controlled or jointly controlled by a person identified in (a);
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
- (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

4. KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in Note 3.2, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

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

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

Revenue recognition

The Group recognises contract revenue of a service contract is dependent on management's estimation of the progress of satisfaction of performance obligations of a service contract over time, measured by the value of performance completed to date of the individual contract as a percentage of total transaction price. Because of the nature of the activity undertaken by the Group, the Group reviews and revises the estimates of contract revenue and contract costs, prepared for each service contract as the contract progresses. Budgeted contract costs are prepared by management on the basis of quotations provided by the vendors involved and the experience of management. In order to keep the budget accurate and up to-date, management conducts periodic reviews of the budgeted contract costs and revises the budgeted contract costs as appropriate.

Significant judgement is required in estimating the value of performance completed, contract revenue and contract costs which may have an impact on percentage of completion of the service contract and the corresponding contract revenue and profit to be recognised in an accounting period. In addition, the actual outcome in terms of total revenue or costs may be higher or lower than estimation at the end of the reporting period, which would affect the revenue and profit recognised in future years as an adjustment to the amounts recorded to date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

4. KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

Impairment of trade and other receivables and contract assets

The Group estimates the amount of loss allowance for ECL on trade receivables and contract assets based on the credit risk and past due status of trade receivables. The loss allowance amount is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows with the consideration of expected future credit loss. The assessment of the credit risk involves high degree of estimation and uncertainty. The information about the ECL on trade receivables and contract assets are disclosed in Note 30(b).

Impairment assessment for goodwill

The Group tests whether goodwill have suffered any impairment in accordance with the accounting policy stated in Note 3.2. Determining whether goodwill are impaired requires an estimate of the value-in-use of the asset. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows from the assets and also choose a suitable discount rate in order to calculate the present value of those cash flows. Where the actual future cash flows are less than expected, a material impairment loss may arise.

5. REVENUE AND SEGMENT INFORMATION

The Group's revenue represents services income from provision of integrated printing services (included provision of financial printing services, marketing collateral printing services and other services).

Disaggregation of revenue from contracts with customers

The following is an analysis of the Group's revenue from its major services:

	2025 HK\$'000	2024 HK\$'000
Recognised over time:		
– Provision of financial printing services	97,632	114,855
– Provision of marketing collateral printing services	15,269	30,431
– Provision of other services	19,413	13,604
	132,314	158,890

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

5. REVENUE AND SEGMENT INFORMATION (CONTINUED)

Performance obligations for contracts with customers

The Group provides integrated printing services (including provision of financial printing services, marketing collateral printing services and other services) to customers. Such services are recognised as a performance obligation satisfied over time as the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date. Revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation using input method.

Transaction price allocated to the remaining performance obligations for contracts with customers

Provision of financial printing services, marketing collateral printing services and other services are typically provided for a period of one year. As permitted under HKFRS 15, the transaction price allocated to these unsatisfied contracts is not disclosed.

HKFRS 8 Operating Segments, requires identification and disclosure of operating segment information based on internal financial reports that are regularly reviewed by the executive directors of the Company, being the chief operating decision maker, for the purpose of resources allocation and performance assessment. On this basis, the Group has determined that it only has one operating segment which is the provision of integrated printing services.

Geographical information

In addition, the Group's revenue is substantially generated in Hong Kong and the Group's assets and liabilities are also substantially located in Hong Kong. Accordingly, the Group does not present separately segment information.

Information about major customers

No individual customer of the Group contributed over 10% of the Group's revenue for the year ended 31 December 2025 and 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

6. OTHER INCOME AND GAINS/(LOSSES) - NET

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Bank interest income	453	1,019
Government grants	-	142
Impairment losses on goodwill	-	(3,146)
Earn-out consideration received from disposed associate	1,047	946
Gain on disposal of a subsidiary	3,947	-
Net losses on disposals of property, plant and equipment	-	(42)
Waiver of amount due to a director of a subsidiary	-	266
Net foreign exchange gains/(losses)	3,304	(1,422)
Sundry income	2,647	619
	11,398	(1,618)

During the year ended 31 December 2024, the Group recognised government grants of approximately HK\$142,000 relates to Jobs Support Scheme provided by the Government of Singapore. All grants are recognised when there is reasonable assurance that the Group is complied with the conditions attaching and that the grants will be received.

7. FINANCE COSTS

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Interest on bank borrowings	54	75
Interest on lease liabilities	865	886
	919	961

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

8. INCOME TAX EXPENSE/(CREDIT)

	2025 HK\$'000	2024 HK\$'000
Hong Kong Profits Tax		
Current tax		
– Current year	192	103
– Underprovision for previous years	192	-
The People's Republic of China (the "PRC") Enterprise Income Tax		
Current tax		
– Current year	-	9
Deferred tax (Note 23)		
– Current year	-	(267)
Total income tax recognised in profit or loss	384	(155)

On 21 March 2018, the Hong Kong Legislative Council passed The Inland Revenue (Amendment) (No. 7) Bill 2017 (the "Bill") which introduces the two-tiered profits tax rates regime. The Bill was signed into law on 28 March 2018 and was gazetted on the following day. Under the two-tiered profits tax rates regime, the first HK\$2 million of profits of the qualifying group entity will be taxed at 8.25%, and profits above HK\$2 million will be taxed at 16.5%. The profits of group entities not qualifying for the two-tiered profits tax rates regime will continue to be taxed at a flat rate of 16.5%.

Accordingly, one of the subsidiaries of the Company subjected to the Hong Kong Profits Tax is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits above HK\$2 million. Other subsidiaries of the Company are subjected to Hong Kong Profit Tax at the rate of 16.5% for the years ended 31 December 2025 and 2024.

For the years ended 31 December 2025 and 2024, pursuant to relevant PRC tax laws and regulations, the annual taxable income of a small low-profit enterprises that is not more than RMB1 million shall be included in its taxable income at the reduced rate of 12.5%, with the applicable enterprise income tax rate of 20%; and the annual taxable income that is not less than RMB1 million nor more than RMB3 million shall be included in its taxable income at the reduced rate of 25%, with the applicable enterprise income tax rate of 20% for the years ended 31 December 2025 and 2024.

Taxation arising in other jurisdiction is calculated at the rates prevailing in the relevant jurisdiction.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

8. INCOME TAX EXPENSE/(CREDIT) (CONTINUED)

The tax charge/(credit) for the year can be reconciled to profit/(loss) before tax per the consolidated statement of profit or loss and other comprehensive income as follows:

	2025 HK\$'000	2024 HK\$'000
Profit/(Loss) before tax	8,178	(10,065)
Calculated at the statutory tax rate	1,455	(1,686)
Tax effect of expenses not deductible for tax purpose	290	815
Tax effect of income not taxable for tax purpose	(1,017)	(335)
Income tax at concessionary rate	(165)	(165)
Tax effect of tax loss not recognised	364	1,911
Utilisation of tax losses previously not recognised	(729)	(693)
Underprovision for previous years	192	-
Tax reduction	(6)	(2)
Income tax expense/(credit) for the year	384	(155)

9. PROFIT/(LOSS) FOR THE YEAR

Profit/(Loss) for the year has been arrived at after charging:

	2025 HK\$'000	2024 HK\$'000
Employee benefits expense (including directors' emoluments) (Note 10):		
Salaries, allowances and other benefits in kind	64,714	63,170
Contributions to retirement benefits schemes	3,332	3,686
Provision for long service payment	87	539
Equity-settled share-based payments	183	1,019
Total employee benefits expense	68,316	68,414

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

9. PROFIT/(LOSS) FOR THE YEAR (CONTINUED)

	2025 HK\$'000	2024 HK\$'000
Auditors' remuneration	820	820
Amortisation of intangible assets (included in cost of sales on the consolidated statement of profit or loss and other comprehensive income)	155	325
Depreciation of property, plant and equipment	2,551	2,026
Depreciation of right-of-use assets	4,349	9,127
Donation	53	57
Provision for impairment losses on trade receivables	394	413
Rental expense from short-term leases	746	676

10. DIRECTORS' AND THE CHIEF EXECUTIVE'S EMOLUMENTS

The emoluments paid or payable to each of the directors and the chief executive of the Company for the year were as follows:

Year ended 31 December 2025

	Fees HK\$'000	Salaries, allowances and other benefits in kind HK\$'000	Discretionary bonuses HK\$'000	Contributions to retirement benefits schemes HK\$'000	Total HK\$'000
Executive directors					
Mr. Yu	-	960	3,000	-	3,960
Mr. Chan (Note i)	-	1,282	3,000	18	4,300
Ms. Chan Wai Chung Caroline (Note ii)	-	1,303	394	18	1,715
Independent non-executive directors					
Mr. Choi Hon Ting Derek	120	-	-	-	120
Mr. Ng Jack Ho Wan	120	-	-	-	120
Ms. Chow Yuen Kwan (Note iii)	120	-	-	-	120
Total emoluments	360	3,545	6,394	36	10,335

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

10. DIRECTORS' AND THE CHIEF EXECUTIVE'S EMOLUMENTS (CONTINUED)

Year ended 31 December 2024

	Fees	Salaries, allowances and other benefits in kind	Discretionary bonuses	Contributions to retirement benefits schemes	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Executive directors					
Mr. Yu	-	962	-	3	965
Mr. Chan (<i>Note i</i>)	-	1,280	490	18	1,788
Ms. Chan Wai Chung Caroline (<i>Note ii</i>)	-	1,450	380	18	1,848
Independent non-executive directors					
Mr. Choi Hon Ting Derek	200	-	-	-	200
Mr. Ng Jack Ho Wan	200	-	-	-	200
Ms. Chow Yuen Kwan (<i>Note iii</i>)	-	-	-	-	-
Mr. Wan Chi Wai Anthony (<i>Note iv</i>)	200	-	-	-	200
Total emoluments	600	3,692	870	39	5,201

Notes:

- (i) Mr. Chan is also the chief executive of the Company and his emoluments disclosed above including these for services rendered by him as the chief executive.
- (ii) Included in the salaries, allowances and other benefits in kind, there was approximately HK\$47,000 (2024: approximately HK\$190,000) equity-settled share-based payments expense recognised during the year ended 31 December 2025 under the Share Award Scheme (*Note 26*).
- (iii) Ms. Chow Yuen Kwan was appointment as an independent non-executive director on 31 December 2024.
- (iv) Mr. Wan Chi Wai Anthony resigned as an independent non-executive director on 31 December 2024.

None of the directors waived any emoluments during the years ended 31 December 2025 and 2024. In addition, no emoluments were paid by the Group to any of the directors as an inducement to join or upon joining the Group or as compensation for loss of office.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

11. EMPLOYEES' EMOLUMENTS

The five highest paid individuals during the year included three (2024: two) directors, details of whose remuneration are set out in Note 10 above. The emoluments of the remaining two (2024: three) highest paid individuals for the year were as follows:

	2025 HK\$'000	2024 HK\$'000
Salaries, allowances and other benefits in kind	3,057	4,115
Discretionary bonuses	-	160
Contributions to retirement benefits schemes	18	36
	3,075	4,311

The number of the highest paid employees who are not the directors of the Company whose emoluments fell within the following bands is as follows:

	2025 Number of Individuals	2024 Number of Individuals
HK\$1,000,001 to HK\$1,500,000	1	3
HK\$1,500,001 to HK\$2,000,000	1	-
	2	3

During the years ended 31 December 2025 and 2024, no emoluments were paid by the Group to any of the five highest paid employees as an inducement to join or upon joining the Group or as compensation for loss of office.

12. DIVIDENDS

Subsequent to the end of the reporting period, no final dividend (2024: nil) in respect of the year ended 31 December 2025 have been proposed by the directors of the Company and is subject to approval by shareholders in the forthcoming annual general meeting.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

13. EARNINGS/(LOSS) PER SHARE

The calculation of the basic and diluted earnings/(loss) per share attributable to owners of the Company is based on the following data:

	2025	2024
Earnings/(Loss)		
Profit/(Loss) attributable to owners of the Company (<i>HK\$'000</i>)	7,831	(7,720)
Number of shares		
Weighted average number of ordinary shares for the purpose of calculating basic earnings/(loss) per share (<i>in thousand</i>)	417,896	405,369
Effect of dilutive potential ordinary shares:		
Share awards (<i>in thousand</i>)	-	10,607
Weighted average number of ordinary shares for the purpose of calculating diluted earnings/(loss) per share (<i>in thousand</i>)	417,896	415,976
Basic earnings/(loss) per share (<i>HK cents</i>)	1.87	(1.90)
Diluted earnings/(loss) per share (<i>HK cents</i>)	1.87	(1.90)

For the years ended 31 December 2025 and 2024, the calculation of the basic earnings/(loss) per share is based on the profit/(loss) attributable to owners of the Company and the weighted average number of ordinary shares issued during the year.

For the year ended 31 December 2024, the diluted loss per share is same as the basic loss per share. The computation of diluted loss per share does not assume the dilutive potential ordinary shares arising from share awards because it would result in a decrease in loss per share.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

14. PROPERTY, PLANT AND EQUIPMENT

	Plant and machinery HK\$'000	Furniture and fixtures HK\$'000	Computer equipment HK\$'000	Motor vehicles HK\$'000	Leasehold improvements HK\$'000	Total HK\$'000
Cost						
Balance at 1 January 2024	2,543	2,095	3,812	2,331	7,423	18,204
Additions	–	1,047	743	–	7,525	9,315
Disposals	–	(2,159)	(769)	–	(7,423)	(10,351)
Exchange realignment	–	(1)	(34)	–	–	(35)
Balance at 31 December 2024 and 1 January 2025						
1 January 2025	2,543	982	3,752	2,331	7,525	17,133
Additions	–	88	242	–	153	483
Disposals	–	(1)	(89)	–	–	(90)
Disposal of a subsidiary	–	(240)	(627)	–	–	(867)
Exchange realignment	–	7	34	–	19	60
Balance at 31 December 2025	2,543	836	3,312	2,331	7,697	16,719
Accumulated depreciation						
Balance at 1 January 2024	2,543	2,026	2,297	2,331	7,348	16,545
Depreciation expense	–	149	971	–	906	2,026
Eliminated on disposals of assets	–	(2,144)	(762)	–	(7,384)	(10,290)
Exchange realignment	–	(1)	(27)	–	(1)	(29)
Balance at 31 December 2024 and 1 January 2025						
1 January 2025	2,543	30	2,479	2,331	869	8,252
Depreciation expense	–	237	784	–	1,530	2,551
Eliminated on disposals of assets	–	(1)	(89)	–	–	(90)
Disposal of a subsidiary	–	(240)	(499)	–	–	(739)
Exchange realignment	–	2	29	–	4	35
Balance at 31 December 2025	2,543	28	2,704	2,331	2,403	10,009
Carrying amount						
Balance at 31 December 2025	–	808	608	–	5,294	6,710
Balance at 31 December 2024	–	952	1,273	–	6,656	8,881

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

14. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The above items of property, plant and equipment are depreciated on a straight-line basis at the following rates per annum:

Plant and machinery	20%
Furniture and fixtures	20%
Computer equipment	20% to 33 $\frac{1}{3}$ %
Motor vehicles	30%
Leasehold improvements	20% to 25%

15. RIGHT-OF-USE ASSETS

For both years, the Group leases certain motor vehicles and properties as office premises and staff quarter for its operations. Leases contracts are entered into for fixed terms of 2 to 5 years (2024: 2 to 5 years). Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

	Motor vehicles <i>HK\$'000</i>	Office premises <i>HK\$'000</i>	Staff quarter <i>HK\$'000</i>	Total <i>HK\$'000</i>
As at 31 December 2025				
Carrying amount	113	11,014	289	11,416
As at 31 December 2024				
Carrying amount	385	15,033	-	15,418
For the year ended 31 December 2025				
Depreciation charge	272	4,019	58	4,349
For the year ended 31 December 2024				
Depreciation charge	271	8,856	-	9,127
			2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Interest expense (<i>Note 7</i>)			865	886
Expense relating to short-term leases			746	676
Total cash outflow for leases			5,900	9,107
Additions to right-of-use assets			347	18,235

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For the year ended 31 December 2025

15. RIGHT-OF-USE ASSETS (CONTINUED)

The Group regularly entered into short-term leases for certain office premises.

The lease agreements do not impose any covenants other than the security interests in the leases assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

16. INTANGIBLE ASSETS

	Goodwill HK\$'000 (Note (i))	Computer software HK\$'000 (Note (ii))	Total HK\$'000
Cost			
Balance at 1 January 2024	10,627	6,866	17,493
Additions	–	129	129
Written-off	–	(142)	(142)
Exchange realignment	–	(1)	(1)
Balance at 31 December 2024 and 1 January 2025	10,627	6,852	17,479
Additions	–	78	78
Disposal of a subsidiary	(7,359)	(123)	(7,482)
Exchange realignment	–	5	5
Balance at 31 December 2025	3,268	6,812	10,080
Accumulated amortisation			
Balance at 1 January 2024	7,481	6,429	13,910
Impairment loss recognised in the year	3,146	–	3,146
Written-off	–	(142)	(142)
Amortisation expense	–	325	325
Balance at 31 December 2024 and 1 January 2025	10,627	6,612	17,239
Disposal of a subsidiary	(7,359)	(123)	(7,482)
Amortisation expense	–	155	155
Exchange realignment	–	1	1
Balance at 31 December 2025	3,268	6,645	9,913
Carrying amount			
Balance at 31 December 2025	–	167	167
Balance at 31 December 2024	–	240	240

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16. INTANGIBLE ASSETS (CONTINUED)

Notes:

- (i) For the purpose of impairment testing, goodwill has been allocated to two (2024: three) individual cash-generating unit ("CGU"), representing TILT Pte. Ltd. acquired by the Group during the year ended 31 December 2021 ("CGU 1"), i.Link Group Limited ("i.Link") acquired by the Group during the year ended 31 December 2020 and disposed by the Group during the year ended 31 December 2025 ("CGU 2"), and into23 Limited ("into23") acquired by the Group during the year ended 31 December 2023 ("CGU 3").

The management performed impairment review for the goodwill.

CGU 3

During the year ended 31 December 2024, the recoverable amount of the CGU 3 has been determined based on value-in-use calculation using the cash flow forecast derived from the most recent financial budgets and estimated future cash flows covering a 5-year period as approved by management and using a pre-tax discount rate of 15.2%. During the year ended 31 December 2024, the CGU 3's cash flows beyond the 5-year period are extrapolated at 2.4% average growth rate. Revenue growth rate are based on the directors' best estimate on the average growth rate of the industry. The key assumptions for the value-in-use calculation are those regarding the discount rates, the budgeted revenue and budgeted expenses during the forecasting periods, which are determined by the management based on the past performance and management's expectations for the market development. During the year ended 31 December 2024, the recoverable amount of the CGU 3 was assessed to be less than the carrying amount due to the challenges and uncertainties resulting from the business environment. The directors of the Company have consequently determined the impairment of goodwill related to CGU 3 amounted to approximately HK\$3,146,000. The impairment loss has been included in other loss in the consolidated statement of profit or loss and other comprehensive income.

- (ii) Computer software have finite useful lives and are amortised on a straight-line basis at 33^{1/3}% per annum.

17. CONTRACT ASSETS AND CONTRACT LIABILITIES

	2025 HK\$'000	2024 HK\$'000
Contract assets	1,785	4,158
Less: Provision for impairment loss	-	-
Contract assets – net	1,785	4,158
Contract liabilities	8,946	8,814

The contract assets primarily relate to the Group's rights to consideration for completion of financial printing services, marketing collateral printing services and other services but not yet billed under the relevant contracts at the reporting date. The contract liabilities primarily relate to the advanced consideration received from customers. The contract assets are transferred to trade receivables when the rights become unconditional. Remaining rights and performance obligations in a particular contract is accounted for and presented on a net basis, as either a contract asset or a contract liability.

There was no retention held by customers on services contracts at the end of each reporting period.

For the years ended 31 December 2025 and 2024, the Group applies the simplified approach to provide for ECL prescribed by HKFRS 9. The counterparties are grouped based on shared credit risk characteristics. No provision was made against the gross amounts of contract assets.

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For the year ended 31 December 2025

17. CONTRACT ASSETS AND CONTRACT LIABILITIES (CONTINUED)

Revenue recognised in relation to contract liabilities

The following table shows how much of the revenue recognised in the current year relates to carried-forward contract liabilities and how much relates to performance obligations that were satisfied in prior periods.

	2025 HK\$'000	2024 HK\$'000
Revenue recognised that was included in the contract liabilities balance at the beginning of the year	8,814	19,437

Typical payment terms which impact on the amount of contract liabilities recognised are as follow:

When the Group receives a deposit before services is rendered, this will give rise to contract liabilities at the beginning of a contract, until the revenue recognised on the relevant contract exceeds the amount of the deposit.

The increase in contract liabilities was mainly due to the increase in short-term advances received in relation to the provision of integrated printing services (included provision of financial printing services, marketing collateral printing services and other services).

18. TRADE AND OTHER RECEIVABLES

	2025 HK\$'000	2024 HK\$'000
Trade receivables	29,005	22,382
Less: Provision for impairment losses	(1,161)	(870)
	27,844	21,512
Other receivables and prepayments	7,428	6,363
	35,272	27,875

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18. TRADE AND OTHER RECEIVABLES (CONTINUED)

The following is an aged analysis of trade receivables presented based on the invoice date:

	2025 HK\$'000	2024 HK\$'000
0 – 30 days	19,281	13,184
31 – 60 days	2,916	2,068
61 – 90 days	506	1,053
91 – 365 days	5,250	5,195
Over 365 days	1,052	882
	29,005	22,382

The credit terms granted to customers are varied and are generally the result of negotiations between individual customers and the Group. The credit period was ranging from 30 days to 120 days (2024: 30 days to 90 days).

The management closely monitors the credit quality of trade receivables and considers the trade receivables that are neither past due nor impaired to be of a good credit quality. As at 31 December 2025, included in the Group's trade receivables balance are debtors with aggregate carrying amount of approximately HK\$7,542,000 (2024: approximately HK\$9,182,000) which are past due as at the reporting date. These relate to a number of independent customers for whom there is no significant financial difficulty and based on past experience, the overdue amounts can be recovered.

Impairment assessment on trade receivables subject to ECL model

The Group applies the simplified approach to provide for ECL prescribed by HKFRS 9. The debtors are grouped based on shared credit risk characteristics. For the year ended 31 December 2025, additional provision of approximately HK\$394,000 (2024: approximately HK\$413,000) was made against the gross amounts of trade receivables.

Details of impairment assessment of trade and other receivables for the years ended 31 December 2025 and 2024 are set out in Note 30.

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19. CASH AND BANK BALANCES

Cash and bank balances comprise cash held by the Group and short-term bank deposits with an original maturity of three months or less. Bank balances earn interest at floating rates based on daily bank deposit rates.

Included in the Group's bank balances and deposits, approximately HK\$3,402,000 (2024: approximately HK\$1,271,000) were denominated in Renminbi ("RMB") and deposited in the PRC. The conversion of these RMB denominated balances into foreign currencies and the remittance of funds out of the PRC is subject to the rules and regulations of foreign exchange control promulgated by the government of the PRC.

20. TRADE AND OTHER PAYABLES

	2025 HK\$'000	2024 HK\$'000
Trade payables	11,254	10,014
Other payables and accruals	21,385	11,587
Provision for long service payment	479	539
	33,118	22,140

The trade payables are non-interest bearing. The credit period was ranging from 30 days to 90 days (2024: 30 days to 90 days). The following is an aged analysis of trade payables presented based on the invoice date:

	2025 HK\$'000	2024 HK\$'000
0 – 30 days	5,615	7,176
31 – 60 days	2,354	1,427
61 – 90 days	700	883
91 – 365 days	1,813	528
Over 365 days	772	-
	11,254	10,014

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For the year ended 31 December 2025

21. BANK BORROWINGS

	2025 HK\$'000	2024 HK\$'000
Bank loans	616	850

	2025 HK\$'000	2024 HK\$'000
The carrying amounts of above borrowings that contain a repayment on demand clause (shown under current liabilities) but repayable:		
Within one year	252	234
Within a period of more than one year but not exceeding two years	270	253
Within a period of more than two years but not exceeding five years	94	363
	616	850

During the financial year ended 31 December 2023, the Group entered into a loan agreement with a local bank wherein the latter will provide the Group with a credit facility with aggregate principal amount of HK\$1,200,000. The loan shall be for a term of 5 years from the date of initial borrowing, with interest of 1.75% per annum over Prime Rate quoted by the bank. Payment shall be in 60 monthly instalments on each principal repayment date commencing at the end of the first month from the date of initial borrowing. The Group's bank loans are guaranteed by the Hong Kong Mortgage Corporation Insurance Limited amounting to HK\$1,080,000 and personal guarantee by the director of the subsidiary, with unlimited amount.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

22. LEASE LIABILITIES

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Current	3,746	4,238
Non-current	9,472	12,922
	13,218	17,160
Lease liabilities payable:		
Within one year	3,746	4,238
More than one year but not exceeding two years	4,036	3,631
More than two years but not exceeding five years	5,436	9,291
	13,218	17,160
Less: Amount due for settlement with 12 months shown under current liabilities	(3,746)	(4,238)
Amount due for settlement after 12 months shown under non-current liabilities	9,472	12,922

The incremental borrowing rates applied to lease liabilities range from 1.98% to 6% (2024: 1.98% to 6%).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

23. DEFERRED TAXATION

For the purpose of presentation in the consolidated statement of financial position, certain deferred tax assets and liabilities have been offset. The following is the analysis of the deferred tax balances for financial reporting purposes:

	2025 HK\$'000	2024 HK\$'000
Deferred tax assets	-	-
Deferred tax liabilities	-	-
	-	-

The following are the deferred tax assets and liabilities recognised and movements thereon during the current and prior years:

	Provision for loss allowance on trade receivables HK\$'000	Accelerated tax depreciation HK\$'000	Right-of-use assets HK\$'000	Lease liabilities HK\$'000	Total HK\$'000
At 1 January 2024	30	237	(109)	109	267
(Credited)/charged to profit or loss (Note 8)	(30)	(237)	(83)	83	(267)
At 31 December 2024 and 1 January 2025	-	-	(192)	192	-
Charged/(credited) to profit or loss (Note 8)	-	-	166	(166)	-
At 31 December 2025	-	-	(26)	26	-

At the end of the reporting period, the Group has estimated unused tax losses of approximately HK\$13,781,000 (2024: HK\$17,065,000) available for offsetting against future profits. No deferred tax asset has been recognised in respect of these estimated unused tax losses due to unpredictability of future profit streams. The losses may be carried forward indefinitely.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

24. SHARE CAPITAL

Details of movements of authorised and issued share capital of the Company during the years ended 31 December 2025 and 2024 are as follows:

	Number of ordinary shares	HK\$
Ordinary shares of HK\$0.01 each		
Authorised:		
At 1 January 2024, 31 December 2024, 1 January 2025 and 31 December 2025	5,000,000,000	50,000,000
Issued and fully paid:		
At 1 January 2024, 31 December 2024, 1 January 2025 and 31 December 2025	421,415,000	4,214,150
<i>HK\$'000</i>		
Shown on consolidated statement of financial position at 31 December 2025 and 2024		4,214

25. RESERVES

The amount of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity on page 62 of the consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

26. SHARE-BASED PAYMENT TRANSACTIONS

Equity-settled share option scheme of the Company

The Company's share option scheme (the "Scheme") was adopted pursuant to a resolution passed on 15 December 2016 for the primary purpose of providing incentives to directors and eligible employees. Under the Scheme, the Board of Directors of the Company may grant options to eligible employees, including directors of the Group, to subscribe for shares in the Company.

At 31 December 2022, the number of shares in respect of which options had been granted and remained outstanding under the Scheme was 900,000, representing 0.22% of the shares of the Company in issue at that date. The total number of shares in respect of which options may be granted under the Scheme is not permitted to exceed 10% of the shares of the Company in issue at any point in time, without prior approval from the Company's shareholders. The number of shares issued and to be issued in respect of which options granted and may be granted to any individual in any one year is not permitted to exceed 1% of the shares of the Company in issue at any point in time, without prior approval from the Company's shareholders. All of the options granted and remained outstanding under the Scheme were lapsed on 15 March 2023.

Options granted must be taken up within 21 days of the date of offer, upon payment of HK\$1 per grant. Options may be exercised at any time from twelve months or twenty-four months of the date of grant of the share option to a period to be notified by the Board to each grantee at the time of making such offer, which shall not expire later than 10 years from the date of grant. The exercise price is determined by the directors of the Company, and will not be less than the higher of (i) the closing price of shares of the Company as stated in the daily quotation sheet of the Stock Exchange on the day of the offer of grant; (ii) the average closing price of the shares of the Company as stated in the Stock Exchange's daily quotation sheet for the five trading days immediately preceding the day of the offer of the grant; and (iii) nominal value of shares of the Company.

The Scheme is valid for a period of 10 years commencing on the adoption date of 15 December 2016.

During the financial years ended 31 December 2025 and 2024, no share option was granted or exercised and there is no outstanding share option under the Scheme.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

26. SHARE-BASED PAYMENT TRANSACTIONS (CONTINUED)

Share award scheme of the Company

On 4 July 2022, the board of directors of the Company has adopted a share award scheme as a mean (i) to recognise the contributions by certain employees of the Group and to provide them with incentives in order to retain them for the continual operation and development of the Group; and (ii) to attract suitable personnel for further development of the Group (the “Share Award Scheme”). Subject to any early termination as may be determined by the board of directors, the Share Award Scheme shall be valid and effective for a term of ten years commencing on the adoption date. The board of directors of the Company shall not make any further award of awarded shares which will result in the nominal value of the shares awarded by the board of directors of the Company under the Share Award Scheme exceeding 10% of the issued share capital of the Company from time to time. The maximum number of shares which may be awarded to a selected participant under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company from time to time.

The shares to be awarded under the Share Award Scheme (the “Awarded Shares”) will either be acquired by the trustee of the Share Award Scheme (the “Trustee”) from the open market or be new shares allotted and issued to the Trustee under general mandates granted by shareholders of the Company to the directors at general meetings of the Company from time to time. The Trustee will hold the Awarded Shares in trust for the awardees until such shares are vested with the awardees in accordance with the provisions of the Share Award Scheme. The Trustee shall not exercise the voting rights in respect of any shares held under the trust.

On 18 May 2023, the Group issued and allotted 21,415,000 new ordinary shares for Share Award Scheme to the Trustee. The total amount of the new issued and allotted shares was approximately HK\$2,034,000 and has been deducted from equity and such shares were classified as shares held for share award scheme. As at 31 December 2025, there were nil (2024: 14,270,000) ordinary shares held through the trustee of the Share Award Scheme.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

26. SHARE-BASED PAYMENT TRANSACTIONS (CONTINUED)

Share award scheme of the Company (continued)

During the year ended 31 December 2023, 21,415,000 Awarded Shares were granted to selected participants pursuant to the Share Award Scheme. Details of the Awarded Shares under the Share Award Scheme during the years ended 31 December 2025 and 2024 are as follows:

Category	Date of grant	Vesting period	Outstanding at 01/01/2025	Granted during the year	Vested during the year	Lapsed during the year	Outstanding at 31/12/2025
Executive Director	1 April 2023	01/04/2023 – 31/03/2025	2,650,000	-	(2,650,000)	-	-
Employees	1 April 2023	01/04/2023 – 31/03/2025	11,620,000	-	(10,915,000)	(705,000)	-
			14,270,000	-	(13,565,000)	(705,000)	-

Category	Date of grant	Vesting period	Outstanding at 01/01/2024	Granted during the year	Vested during the year	Lapsed during the year	Outstanding at 31/12/2024
Executive Director	1 April 2023	01/04/2023 – 31/03/2025	4,000,000	-	(1,350,000)	-	2,650,000
Employees	1 April 2023	01/04/2023 – 31/03/2025	17,415,000	-	(5,795,000)	-	11,620,000
			21,415,000	-	(7,145,000)	-	14,270,000

The fair value of the Awarded Shares was based on the closing price per share at the date of grant.

The Group recognised an equity-settled share-based payments expense of approximately HK\$183,000 (2024: approximately HK\$1,019,000) for the Awarded Shares under the Share Award Scheme in profit or loss for the year ended 31 December 2025.

27. RETIREMENT BENEFIT PLANS

Defined contribution plans

The Group operates a Mandatory Provident Fund (“MPF”) Scheme under rules and regulations of MPF Schemes Ordinance for all its employees in Hong Kong. The assets of the schemes are held separately from those of the Group, in funds under the control of trustees.

The employees of the Group’s subsidiary in the PRC are members of a state-managed retirement benefit scheme operated by the government of the PRC. The subsidiary is required to contribute a specified percentage of payroll costs to the retirement benefit scheme to fund the benefits. The only obligation of the Group with respect to the retirement benefit scheme is to make the specified contributions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

27. RETIREMENT BENEFIT PLANS (CONTINUED)

Defined contribution plans (continued)

As at 31 December 2025 and 2024, there were no forfeited contributions available to offset future employers' contributions to the schemes.

The total expense recognised in consolidated statement of profit or loss and other comprehensive income amounted to approximately of HK\$3,332,000 (2024: approximately of HK\$3,686,000) represents contributions paid to these plans by the Group at rates specified in the rules of the plans. There were no outstanding contribution as at 31 December 2025 and 2024.

Obligation to pay LSP under Hong Kong Employment Ordinance (Chapter 57)

For the Group's subsidiaries operating in Hong Kong, pursuant to the Employment Ordinance, Chapter 57, the Group has the obligation to pay LSP to qualifying employees in Hong Kong under certain circumstances (e.g. dismissal by employers or upon retirement), subject to a minimum of 5 years employment period, based on the following formula:

Last monthly wages (before termination of employment) \times 2/3 \times Years of service

Last monthly wages are capped at HK\$22,500 while the amount of long service payment shall not exceed HK\$390,000. This obligation is accounted for as a post-employment defined benefit plan.

Furthermore, the Mandatory Provident Fund Schemes Ordinance passed in 1995 permits the Group to utilise the Group's mandatory MPF contributions, plus/minus any positive/negative returns thereof, for the purpose of offsetting LSP payable to an employee (the "Offsetting Arrangement").

The Amendment Ordinance was gazetted on 17 June 2022, which abolishes the use of the accrued benefits derived from employers' mandatory MPF contributions to offset the LSP. The Abolition will officially take effect on the Transition Date (i.e., 1 May 2025). Separately, the Government of the HKSAR is also expected to introduce a subsidy scheme to assist employers for a period of 25 years after the Transition Date on the LSP payable by employers up to a certain amount per employee per year.

Under the Amendment Ordinance, the Group's mandatory MPF contributions, plus/minus any positive/negative returns, after the Transition Date can continue to be applied to offset the pre-Transition Date LSP obligation but are not eligible to offset the post-Transition Date LSP obligation. Furthermore, the LSP obligation before the Transition Date will be grandfathered and calculated based on the Last monthly wages immediately preceding the Transition Date and the years of service up to that date. The Amendment Ordinance does not have material impact for the Group for the prior periods and current year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

28. DISPOSAL OF MATERIAL SUBSIDIARY

Disposal of i.Link

During the year ended 31 December 2025, the Group disposed the entire equity interests of i.Link (representing 70% of the issued shares of i.Link), an indirect owned subsidiary of the Company, for a consideration of HK\$5,100,000 to Trump Ever Limited, a company incorporated with limited liability under the laws of the British Virgin Islands which the entire issued shares are legally and beneficially wholly-owned by Ms. Ng Lok Ki, an independent third party of the Group.

The aggregated net liabilities of the i.Link as at the date of disposal are set out as follows:

	HK\$'000
Net liabilities disposal of:	
Property, plant and equipment	128
Contract assets	111
Trade and other receivables	6,714
Cash and bank balances	1,337
Contract liabilities	(373)
Trade and other payables	(6,781)
Amounts due to the Group (the "Sale Loan")	(4,092)
Net liabilities	(2,956)

	HK\$'000
Gain on disposal of i.Link:	
Cash consideration	5,100
The Sale Loan	(4,092)
Net liabilities disposal of	2,956
Non-controlling interests	69
Professional fees related to the disposal	(86)
Gain on disposal	3,947

Analysis of net inflow of cash and cash equivalents in respect of the disposal of i.Link:

	HK\$'000
Cash consideration received	5,100
Less: professional fees related to the disposal	(86)
Less: cash and cash equivalents in i.Link disposed of	(1,337)
Net cash inflow of cash and cash equivalents	3,677

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

29. CAPITAL MANAGEMENT

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to owners through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from prior year.

The capital structure of the Group consists of net debt (which includes bank borrowings and lease liabilities disclosed in Notes 21 and 22), net of cash and cash equivalents and equity attributable to owners of the Company (comprising share capital, reserves and retained earnings).

Adjusted debt-to-equity ratio

Management of the Group reviews the capital structure regularly taking into account the cost of capital and the risk associated with the capital. The Group will balance its overall capital structure through the issuance of new shares, raise of borrowings or repayment of the existing borrowings.

The adjusted debt-to-equity ratios at the end of each of the reporting period were as follows:

	2025 HK\$'000	2024 HK\$'000
Debts (<i>Note (i)</i>)	13,834	18,010
Less: cash and bank balances	(80,756)	(64,603)
Net debt	(66,922)	(46,593)
Equity (<i>Note (ii)</i>)	80,536	76,734
Adjusted debt-to-equity ratio	N/A	N/A

Notes:

- (i) Debt comprises bank borrowings and lease liabilities as detailed in Notes 21 and 22.
- (ii) Equity includes all capital and reserves attributable to owners of the Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

	2025 HK\$'000	2024 HK\$'000
Financial assets		
<i>Financial assets at amortised cost</i>		
Trade and other receivables	32,294	24,603
Cash and bank balances	80,756	64,603
	113,050	89,206
Financial liabilities		
<i>Financial liabilities at amortised cost</i>		
Trade and other payables	33,118	22,140
Bank borrowings	616	850
Lease liabilities	13,218	17,160
	46,952	40,150

(b) Financial risk management objectives and policies

The Group's major financial instruments include trade and other receivables, cash and bank balances, trade and other payables, bank borrowings and lease liabilities. Details of these financial instruments are disclosed in respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner.

The Group's activities expose it to a variety of financial risks: market risk (including foreign currency risk, interest rate risk), credit risk and liquidity risk. The management has been monitoring these risk exposures to ensure appropriate measures are implemented in a timely and effective manner so as to mitigate or reduce such risks.

There has been no change to the types of the Group's exposure in respect of financial instruments or the manner in which it manages and measures the risks during both years.

Foreign currency risk management

As the assets and liabilities of the Group are mainly denominated in HK\$ as at 31 December 2025 and 2024, the management does not expect significant foreign currency exposure in relation to the exchange rate fluctuation between HK\$ and other currencies and the Group's income and operating cash flows are substantially independent of changes in foreign currency exchange.

 **NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS (CONTINUED)**(b) Financial risk management objectives and policies (continued)****Foreign currency risk management (continued)**

The Group currently does not have a foreign exchange hedging policy. However, the management of the Group monitors foreign exposure and will consider hedging significant foreign exchange exposure should the need arise.

Interest rate risk management

The Group is exposed to fair value interest rate risk in relation to bank borrowings and fixed-rate lease liabilities. The Group is not exposed to significant cash flow interest rate risk. The Group currently does not have interest rate hedging policy. However, the management monitors interest rate exposure and will consider hedging significant interest rate exposure should the need arise.

The Group's exposures to interest rates risk on financial liabilities are detailed in the liquidity risk management section of this note.

Credit risk management

The Group's credit risk is primarily attributable to trade and other receivables, contract assets and bank balances. The Group's maximum exposure to credit risk which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties provided by the Group is arising from the carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position at the end of each of the reporting period.

In order to minimise the credit risk on trade receivables and contract assets, the management of the Group has delegated a team responsible for determination of credit limits, credit approvals and other monitoring procedures to ensure that follow-up action is taken to recover overdue debts. The credit quality of the debtors is assessed based on their financial position, past experiences and other factors. The Group has policies in place to ensure credit terms are granted to reliable debtors. In addition, the Group reviews the recoverable amount of each individual trade debt by weekly basis and debt instrument at the end of each of the reporting period to ensure that adequate impairment losses are made for irrecoverable amounts. In this regard, the management of the Group considers that the credit risk is significantly reduced.

For other receivables, management of the Group makes periodic collective as well as individual assessment on the recoverability of other receivables based on historical settlement records and past experience. The management of the Group believes that there is no material credit risk inherent in the Group's outstanding balances of other receivables.

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit-rating agencies or with good reputation.

The Group is also subject to concentration of credit risk arising from its trade receivables as 31% (2024: 9%) of these receivables are due from the Group's largest five customers as at 31 December 2025.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management objectives and policies (continued)

Credit risk management (continued)

The Group considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information.

Impairment of financial assets

The Group's trade receivables are subject to the expected credit loss model.

While bank balances, other receivables and deposits and contract assets are also subject to the impairment requirements of HKFRS 9, the identified impairment loss was immaterial.

Trade receivables

The Group applies the HKFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected credit loss rates are based on the payment profiles of trade receivables over a period of 24 months before 31 December 2025 or 31 December 2024 respectively and the corresponding historical credit losses experienced within this period. The historical credit loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified payment pattern, creditworthiness, the past collection history of each customer, the probability of insolvency or significant financial difficulties of the counterparty and default or significant delay in payments to be most relevant factors, and accordingly adjusts the historical credit loss rates based on expected changes in these factors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management objectives and policies (continued)

Credit risk management (continued)

Impairment of financial assets (continued)

Trade receivables (continued)

On that basis, the loss allowance as at 31 December 2025 and 2024 for trade receivables was determined as follows:

	Within 30 days	Over 31 days and within 60 days	Over 61 days and within 90 days	Over 91 days and within 365 days	Over 365 days	Total
Trade receivables						
As at 31 December 2025						
Weighted average expected credit loss rate	0.7%	2.5%	0.8%	1.9%	100.0%	
Gross carrying amount (HK\$'000)	22,163	520	2,876	2,524	922	29,005
Loss allowance provision (HK\$'000)	156	13	22	48	922	1,161

	Within 30 days	Over 31 days and within 60 days	Over 61 days and within 90 days	Over 91 days and within 365 days	Over 365 days	Total
Trade receivables						
As at 31 December 2024						
Weighted average expected credit loss rate	1.1%	2.0%	1.8%	3.9%	100.0%	
Gross carrying amount (HK\$'000)	15,261	1,049	1,529	4,051	492	22,382
Loss allowance provision (HK\$'000)	173	21	27	157	492	870

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engages in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 365 days past due. Impairment losses on trade receivables are presented in administrative expenses in the consolidated statement of profit or loss and other comprehensive income. Subsequent recoveries of amounts previously written off are credited against the same line item.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management objectives and policies (continued)

Credit risk management (continued)

Impairment of financial assets (continued)

Trade receivables (continued)

The movement in lifetime ECL that has been recognised for trade receivables is as follow:

	Trade receivables Life-time ECL (not credit- impaired) HK\$'000	Trade receivables Life-time ECL (credit- impaired) HK\$'000	Total HK\$'000
As at 31 December 2023 and 1 January 2024	457	224	681
Changes due to financial instruments recognised as at 1 January 2024:			
Transfer to credit-impaired	(20)	20	-
Impairment reversed	(437)	-	(437)
Impairment recognised	-	472	472
New financial assets originated or purchases	378	-	378
Written-off	-	(224)	(224)
As at 31 December 2024 and 1 January 2025	378	492	870
Changes due to financial instruments recognised as at 1 January 2025:			
Transfer to credit-impaired	(16)	16	-
Impairment reversed	(259)	(56)	(315)
Impairment recognised	-	470	470
New financial assets originated or purchases	239	-	239
Disposal of a subsidiary	(103)	-	(103)
As at 31 December 2025	239	922	1,161

Liquidity risk management

In the management of the liquidity risk, the Group monitors and maintains a level of cash and cash equivalents and banking facilities deemed adequate by management to finance the Group's operations and mitigate the effects of unexpected fluctuations in cash flows.

In addition, the Group had aggregate banking facilities of approximately HK\$1,200,000 (2024: approximately HK\$1,200,000) from a bank for a banking facility for the year ended 31 December 2025. Unused facilities as at 31 December 2025 is nil (2024: nil).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management objectives and policies (continued)

Liquidity risk management (continued)

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows. To the extent that interest flows are at floating rate, the undiscounted amount is derived from applicable interest rate at the end of each of the reporting period.

	On demand or less than 1 year HK\$'000	More than 1 year but less than 2 years HK\$'000	More than 2 years but less than 5 years HK\$'000	Total undiscounted cash flows HK\$'000	Total carrying amounts HK\$'000
At 31 December 2025					
Trade and other payables	33,118	-	-	33,118	33,118
Bank borrowings	616	-	-	616	616
Leases liabilities	4,393	4,461	5,622	14,476	13,218
	38,127	4,461	5,622	48,210	46,952

	On demand or less than 1 year HK\$'000	More than 1 year but less than 2 years HK\$'000	More than 2 years but less than 5 years HK\$'000	Total undiscounted cash flows HK\$'000	Total carrying amounts HK\$'000
At 31 December 2024					
Trade and other payables	22,140	-	-	22,140	22,140
Bank borrowings	850	-	-	850	850
Leases liabilities	5,094	4,265	9,895	19,254	17,160
	28,084	4,265	9,895	42,244	40,150

The table below summarises the maturity analysis of borrowings with a repayment on demand clause based on agreed scheduled repayments set out in the loan agreements. The amounts include interest payments computed using contractual rates or if floating, based on the current rates at the period-end date. As a result, these amounts were greater than the amounts disclosed in the "on demand" time band in the maturity analysis contained in the above table.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

30. FINANCIAL INSTRUMENTS (CONTINUED)

(b) Financial risk management objectives and policies (continued)

Liquidity risk management (continued)

The maturity analysis for the bank borrowings will be repaid in accordance with the scheduled repayment dates set out in the loan agreements without taking into account of repayment on demand clause.

Maturity analysis – Bank borrowings and interest payable without taking into account of repayment on demand clause of certain bank borrowings, based on scheduled repayments				
	Within 1 year <i>HK\$'000</i>	1 to 2 years <i>HK\$'000</i>	2 to 5 years <i>HK\$'000</i>	Total <i>HK\$'000</i>
As at 31 December 2025	287	287	96	670
As at 31 December 2024	288	288	384	960

(c) Fair value measurements of financial instruments

At the end of each of the reporting period, the Group has no financial instruments measured at fair value subsequent to initial recognition on a recurring basis.

During the years ended 31 December 2025 and 2024, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

31. NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Reconciliation of liabilities arising from financing activities

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

	Bank borrowings <i>HK\$'000</i> <i>(Note 21)</i>	Lease liabilities <i>HK\$'000</i> <i>(Note 22)</i>	Total <i>HK\$'000</i>
At 31 December 2023 and 1 January 2024	1,065	6,510	7,575
Finance costs	75	886	961
Financing cash outflows	(290)	(8,431)	(8,721)
New leases entered	-	18,235	18,235
Exchange adjustments	-	(40)	(40)
At 31 December 2024 and 1 January 2025	850	17,160	18,010
Finance costs	54	865	919
Financing cash outflows	(288)	(5,154)	(5,442)
New leases entered	-	347	347
At 31 December 2025	616	13,218	13,834

(b) Major non-cash transaction

- 1) During the years ended 31 December 2025 and 2024, the Group entered into certain leases contracts, and the additions to right-of-use assets and lease liabilities related to these leases contracts are recognised as major non-cash transaction. For more details, please refer to Note 15.
- 2) During the years ended 31 December 2025 and 2024, the Group adopted the equity-settled share option scheme and share award scheme, which included as major non-cash transaction. For more details, please refer to Note 26.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

32. SIGNIFICANT RELATED PARTY TRANSACTIONS

During the year, the Group entered into the following significant related party transactions:

- (i) Compensation of key management personnel

The directors of the Company are identified as key management personnel of the Group and the remuneration of key management during the reporting period is set out in Note 10.

33. PLEDGE OF ASSETS

At the end of each of the reporting period, the Group did not have any assets being pledged to secure general banking facilities.

34. PARTICULARS OF PRINCIPAL SUBSIDIARIES

Particulars of the Company's principal subsidiaries as at 31 December 2025 are set out as follows:

Name of company	Place of incorporation and kind of legal entity	Issued and fully paid share capital	Percentage of equity attributable to the Company		Principal activities and place of operation
			2025	2024	
HM Services	Hong Kong, limited liability company	Ordinary shares HK\$10,000	100% (indirect)	100% (indirect)	Provision of integrated printing services in Hong Kong
HM Too	Hong Kong, limited liability company	Ordinary share HK\$1	100% (indirect)	100% (indirect)	Provision of commercial printing services in Hong Kong
HM Too (Asia) Limited	Hong Kong, limited liability company	Ordinary shares HK\$10,000	100% (indirect)	100% (indirect)	Provision of procurement services to the Group in Hong Kong
HM Language Services Limited	Hong Kong, limited liability company	Ordinary shares HK\$100,000	100% (indirect)	100% (indirect)	Provision of translation services in Hong Kong
軒達資訊服務(北京)有限公司 (HM (Beijing) Limited*)	PRC, limited liability company	Registered capital RMB100,000	100% (indirect)	100% (indirect)	Provision of integrated printing services in the PRC
i.Link (Note)	Hong Kong, limited liability company	Ordinary shares HK\$5,000	N/A	70% (indirect)	Provision of financial printing services in Hong Kong

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

34. PARTICULARS OF PRINCIPAL SUBSIDIARIES (CONTINUED)

Particulars of the Company's principal subsidiaries as at 31 December 2025 are set out as follows:

Name of company	Place of incorporation and kind of legal entity	Issued and fully paid share capital	Percentage of equity attributable to the Company		Principal activities and place of operation
			2025	2024	
Talesis Limited	Hong Kong, limited liability company	Ordinary shares HK\$10,000	55% (indirect)	55% (indirect)	Provision of IT services in Hong Kong
into23	Hong Kong, limited liability company	Ordinary shares HK\$1,615,000	51% (indirect)	51% (indirect)	Provision of translation services in Hong Kong

* English translation of the name of a Chinese company is provided for identification purpose only.

Note: During the financial year ended 31 December 2025, the Group disposed the entire equity interests of i.Link to an independent third party. For more details, please refer to Note 28.

The above table lists the subsidiaries of the Group which, in the opinion of the directors, principally affect the results or assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length. All these subsidiaries are private limited companies.

The non-controlling interests in respect of the non-wholly-owned subsidiaries are not material for both years.

None of the subsidiaries had issued any listed securities at the end of the reporting period.

35. EVENTS AFTER THE END OF THE REPORTING PERIOD

Except as disclosed elsewhere in these consolidated financial statements, the Group has no significant event after the end of the reporting period up to the date of this report.

36. CAPITAL COMMITMENTS

The Group did not have any significant capital commitment as of 31 December 2025 (31 December 2024: Nil).

37. APPROVAL OF FINANCIAL STATEMENTS

The consolidated financial statements for the year ended 31 December 2025 were approved for issue by the Board of Directors on 16 March 2026.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

38. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY

	2025 HK\$'000	2024 HK\$'000
Non-current asset		
Investment in a subsidiary	23,917	23,917
Current assets		
Prepayments	729	441
Amounts due from subsidiaries	16,198	23,965
Cash and bank balances	10,283	2,168
	27,210	26,574
Total assets	51,127	50,491
Current liabilities		
Trade and other payables	730	290
Amount due to a subsidiary	-	208
	730	498
Net current assets	26,480	26,076
Net assets	50,397	49,993
Capital and reserves		
Equity attributable to owners of the Company		
Share capital	4,214	4,214
Reserves	46,183	45,779
Total equity	50,397	49,993

The Company's statement of financial position was approved and authorised for issue by the Board of Directors on 16 March 2026 and are signed on its behalf by:

Mr. Yu Chi Ming
Director

Mr. Chan Wai Lin
Director

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

38. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY (CONTINUED)

Movement in the Company's reserves

	Share premium <i>HK\$'000</i>	Shares held under the share award scheme <i>HK\$'000</i>	Special reserve <i>HK\$'000</i> <i>(Note)</i>	Share award reserve <i>HK\$'000</i>	Accumulated losses <i>HK\$'000</i>	Total <i>HK\$'000</i>
At 31 December 2023 and 1 January 2024	31,508	(2,034)	23,917	765	(971)	53,185
Profit for the year	–	–	–	–	3	3
Total comprehensive income for the year	–	–	–	–	–	–
Profit and total comprehensive income for the year	–	–	–	–	3	3
Equity-settled share award scheme	–	–	–	1,019	–	1,019
Vest of share award <i>(Note 26)</i>	–	678	–	(678)	–	–
Dividend paid	(8,428)	–	–	–	–	(8,428)
At 31 December 2024 and 1 January 2025	23,080	(1,356)	23,917	1,106	(968)	45,779
Profit for the year	–	–	–	–	221	221
Total comprehensive income for the year	–	–	–	–	–	–
Profit and total comprehensive income for the year	–	–	–	–	221	221
Equity-settled share award scheme	–	–	–	183	–	183
Lapse of share award <i>(Note 26)</i>	–	67	–	–	(67)	–
Vest of share award <i>(Note 26)</i>	–	1,289	–	(1,289)	–	–
At 31 December 2025	23,080	–	23,917	–	(814)	46,183

Note: Special reserve represents the difference between the fair value of the shares of HM Immediate Holdings Limited acquired pursuant to the reorganisation in prior years over the nominal value of the Company's share issued in exchange therefore.


FINANCIAL SUMMARY

	Year ended 31 December				
	2025	2024	2023	2022	2021
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Results					
Revenue	132,314	158,890	178,624	190,286	172,804
Cost of sales	(79,355)	(102,014)	(115,867)	(121,749)	(108,942)
Gross profit	52,959	56,876	62,757	68,537	63,862
Other income and gains/(losses) - net	11,398	(1,618)	4,556	1,308	(1,863)
Selling expenses	(9,075)	(10,472)	(11,998)	(14,413)	(14,308)
Administrative expenses	(46,185)	(53,890)	(48,431)	(47,833)	(43,403)
Share of profit/(loss) of an associate	–	–	60	(535)	1,128
Share of profit of a joint venture	–	–	296	1,000	102
Finance costs	(919)	(961)	(695)	(696)	(1,684)
Profit/(Loss) before tax	8,178	(10,065)	6,545	7,368	3,834
Income tax (expense)/credit	(384)	155	(61)	(230)	86
Profit/(Loss) for the year	7,794	(9,910)	6,484	7,138	3,920
Profit/(Loss) for the year attributable to:					
Owners of the Company	7,831	(7,720)	6,265	7,103	3,884
Non-controlling interests	(37)	(2,190)	219	35	36
	7,794	(9,910)	6,484	7,138	3,920
Assets and Liabilities					
Total assets	136,124	121,567	141,149	133,196	127,399
Total liabilities	55,977	49,039	51,305	43,948	42,153
Total capital and reserves	80,147	72,528	89,844	89,248	85,246

The summary of the consolidated results and the assets, liabilities and non-controlling interests of the Group for the last five financial years as extracted from the published audited consolidated financial statements.