



SINO-LIFE GROUP LIMITED

中國生命集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8296)

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

**CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG
LIMITED (THE “STOCK EXCHANGE”)**

GEM has been positioned as a market designed to accommodate 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 and no assurance is given that there will be a liquid market in the securities traded on GEM.

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This announcement, for which the directors (the “Directors”) of Sino-Life Group Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company.

The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading; and there are no other matters the omission of which would make any statement herein or in this announcement misleading.

The board (the “Board”) of directors (the “Directors”) of Sino-Life Group Limited (the “Company”, together with its subsidiaries, the “Group”) hereby announces the consolidated results of the Group for the year ended 31 December 2025 (the “Year”), together with the comparative figures for the year ended 31 December 2024, which have been prepared in accordance with the Hong Kong Financial Reporting Standard (“HKFRS”) Accounting Standards as below.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2025

	<i>Notes</i>	2025 RMB’000	2024 RMB’000 (Restated) (Note 1)
Continuing operations			
Revenue	3(a)	64,380	74,542
Cost of sales and services rendered		<u>(33,430)</u>	<u>(41,330)</u>
Gross profit		30,950	33,212
Fair value loss on investment properties		(578)	(748)
Fair value gain on financial assets measured at fair value through profit or loss (“FVTPL”)		4,806	3,378
Fair value (loss)/gain on convertible bonds designated at FVTPL		(100)	2,035
Other income and other net (losses)/gains		355	2,208
Selling expenses		(3,362)	(3,131)
Administrative expenses		(37,984)	(34,716)
Deficit on revaluation of freehold land and buildings		(1,895)	–
Reversal of impairment losses/(impairment losses) recognised under expected credit loss (“ECL”) model on trade and other receivables and deposits paid, net		1,283	(4,128)
Other operating expenses		<u>(1,030)</u>	<u>(1,458)</u>
Operating loss from continuing operations		(7,555)	(3,348)
Finance costs	4	<u>(1,055)</u>	<u>(1,458)</u>
Loss before taxation from continuing operations		(8,610)	(4,806)
Income tax expenses	6	<u>(2,168)</u>	<u>(2,948)</u>
Loss for the year from continuing operations		<u>(10,778)</u>	<u>(7,754)</u>

	<i>Notes</i>	2025 RMB'000	2024 RMB'000 (Restated) (Note 1)
<i>Discontinued operation</i>			
Loss from discontinued operation	<i>11(a)</i>	<u>(61)</u>	<u>(2,648)</u>
Loss for the year		<u>(10,839)</u>	<u>(10,402)</u>
Other comprehensive (expense)/income			
<i>Items that will not be reclassified to profit or loss:</i>			
(Deficit)/surplus on revaluation of freehold land and buildings		(3,598)	3,032
Exchange differences arising on translation		(2,081)	1,017
Fair value loss on convertible bonds designated at FVTPL attributable to change in credit risk		<u>(28)</u>	<u>(31)</u>
		<u>(5,707)</u>	<u>4,018</u>
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Exchange differences arising on translation of foreign operations from continuing operations		3,136	(4,044)
Exchange differences arising on translation of foreign operations arising from discontinuing operation	<i>11(a)</i>	(211)	2,391
Reclassification of cumulative foreign currency translation reserve upon disposal of subsidiaries	<i>11(b)</i>	7,857	–
Reclassification of cumulative foreign currency translation reserve upon deregistration/strike-off of subsidiaries		<u>210</u>	<u>(1,608)</u>
		<u>10,992</u>	<u>(3,261)</u>
Other comprehensive income for the year, net of income tax		<u>5,285</u>	<u>757</u>
Total comprehensive expense for the year, net of income tax		<u>(5,554)</u>	<u>(9,645)</u>

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i> (Restated) <i>(Note 1)</i>
Loss for the year attributable to:		
Owners of the Company	(6,564)	(8,699)
Non-controlling interests	<u>(4,275)</u>	<u>(1,703)</u>
	<u>(10,839)</u>	<u>(10,402)</u>
 Loss for the year attributable to owners of the Company arising from:		
Continuing operations	(6,503)	(6,570)
Discontinued operation	<u>(61)</u>	<u>(2,129)</u>
	<u>(6,564)</u>	<u>(8,699)</u>
 Loss for the year attributable to non-controlling interests arising from:		
Continuing operations	(4,275)	(1,184)
Discontinued operation	<u>–</u>	<u>(519)</u>
	<u>(4,275)</u>	<u>(1,703)</u>
 Total comprehensive income/(expense) attributable to:		
Owners of the Company	597	(5,613)
Non-controlling interests	<u>(6,151)</u>	<u>(4,032)</u>
	<u>(5,554)</u>	<u>(9,645)</u>
 Total comprehensive income/(expense) for the year attributable to owners of the Company arising from:		
Continuing operations	869	(5,361)
Discontinued operation	<u>(272)</u>	<u>(252)</u>
	<u>597</u>	<u>(5,613)</u>

	<i>Notes</i>	2025 <i>RMB'000</i>	2024 <i>RMB'000</i> (Restated) <i>(Note 1)</i>
Loss per share arising from continuing and discontinued operations	8	<i>RMB cents</i>	<i>RMB cents</i>
Basic		(6.95)	(9.48)
Diluted		(6.95)	(9.95)
		<u><u> </u></u>	<u><u> </u></u>
Loss per share arising from continuing operations	8	<i>RMB cents</i>	<i>RMB cents</i>
Basic		(6.89)	(7.16)
Diluted		(6.89)	(7.94)
		<u><u> </u></u>	<u><u> </u></u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

	<i>Notes</i>	2025 RMB'000	2024 <i>RMB'000</i>
NON-CURRENT ASSETS			
Property, plant and equipment		7,457	33,946
Right-of-use assets		8,852	14,601
Investment properties		23,805	4,392
Intangible assets		5,165	2
Interest in an associate		–	–
Financial asset measured at fair value through other comprehensive income		300	–
Goodwill		–	–
Other receivables and deposits paid		915	1,307
		46,494	54,248
CURRENT ASSETS			
Financial assets measured at FVTPL		34,677	39,373
Development and formation costs		–	3,790
Inventories		228	943
Trade and other receivables, prepayments and deposits paid	9	49,577	43,016
Income tax recoverable		27	–
Cash and cash equivalents		98,425	109,256
		182,934	196,378
CURRENT LIABILITIES			
Trade and other payables and deposits received	10	12,698	12,253
Contract liabilities		76,667	81,937
Lease liabilities		5,692	5,821
Bank borrowings		992	1,271
Income tax liabilities		3,705	5,008
Amounts due to directors		2,937	2,935
Amount due to a shareholder		12,961	11,146
Convertible bonds		12,258	12,754
Provisions		482	486
		128,392	133,611
NET CURRENT ASSETS		54,542	62,767
TOTAL ASSETS LESS CURRENT LIABILITIES		101,036	117,015

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
NON-CURRENT LIABILITIES		
Other payables and deposits received	–	590
Contract liabilities	–	577
Lease liabilities	2,458	8,686
Bank borrowings	143	1,149
Other borrowing	240	–
Amount due to a shareholder	–	2,479
	2,841	13,481
NET ASSETS	98,195	103,534
EQUITY		
Equity attributable to owners of the Company		
Share capital	87,489	87,489
Reserves	32,879	35,963
	120,368	123,452
Non-controlling interests	(22,173)	(19,918)
TOTAL EQUITY	98,195	103,534

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2025

1. GENERAL INFORMATION

The Company was incorporated on 24 February 2005 in the Cayman Islands as an exempted company with limited liability under the Cayman Islands Companies Law. Its shares are listed on GEM of the Stock Exchange on 9 September 2009. The address of the Company's registered office is The Grand Pavilion Commercial Centre, Oleander Way, 802 West Bay Road, P.O. Box 32052, Grand Cayman KY1-1208, Cayman Islands. The address of the Company's principal place of business is 18/F, Ovest, 77 Wing Lok Street, Sheung Wan, Hong Kong.

The Company is an investment holding company. The principal activities of the subsidiaries are the provision of funeral and related services in the People's Republic of China (the "PRC"), Taiwan and Hong Kong Special Administrative Region, the PRC ("Hong Kong"), sales of new energy unmanned ground effect vehicles and related products in the PRC and sales of advanced biotechnical machinery in Hong Kong.

The Group also engaged in the sales of burial plots and tombstones and provision of cemetery maintenance services in Socialist Republic of Vietnam ("Vietnam") which was discontinued through disposal of subsidiaries during the year ended 31 December 2025. Consequently, certain comparative figures have been restated in the presentation of the consolidated financial statements for the years ended 31 December 2025 and 2024. Further details of the disposal are set out in Note 11 to this announcement.

The consolidated financial statements are presented in Renminbi ("RMB"), which is different from the Company's functional currency of United States dollar ("US\$"). The consolidated financial statements are presented in RMB, rounded to the nearest thousand, except when otherwise indicated, which is different from the functional currency of the Company as majority of the Group's transactions are denominated in RMB.

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

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

In the current year, the Group has applied the following amendments to HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants for the first time, which are mandatorily effective for the Group's annual period beginning on 1 January 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21	Lack of Exchangeability
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The application of the amendments to HKFRS Accounting Standards in the current year has 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.

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 HKAS 21	Translation to a Hyperinflationary Presentation Currency ³
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	Annual Improvements to HKFRS Accounting Standards – Volume 11 ²
HKFRS 18 and consequential amendments to other HKFRS Accounting Standards	Presentation and Disclosure in Financial Statements ³
HKFRS 19 and subsequent amendments	Subsidiaries without Public Accountability: Disclosures 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 HKFRS Accounting Standards mentioned below, the Directors 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* (“HKFRS 18”), which sets out requirements on presentation and disclosures in financial statements, will replace HKAS 1 *Presentation of Financial Statements* (“HKAS 1”). 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 (“MPMs”) 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 *Accounting Policies, Changes in Accounting Estimates and Errors* (the title of which will be changed to *Basis of Preparation of Financial Statements* upon effective of HKFRS 18) and HKFRS 7 *Financial Instruments: Disclosures*. 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. HKFRS 18 requires retrospective application with specific transition provisions. The application of the new standard is not expected to have significant impact on the financial performance and positions of the Group in terms of recognition and measurement. However, it is expected to affect the structure and presentation of the consolidated statement of profit or loss and other comprehensive income. Additional disclosures required for the Group's MPMs will be disclosed in a separate note to the consolidated financial statements. The Group is in the process of assessing the detailed impact of HKFRS 18 on the Group's consolidated financial statements.

3. REVENUE AND SEGMENT INFORMATION

The Group manages its businesses by divisions, which are organised by a mixture of both business lines and geography. In a manner consistent with the way in which information is reported internally to the executive Directors, which are the chief operating decision maker (the "CODM"), for the purposes of resources allocation and performance assessment.

During the year ended 31 December 2025, the revenue and results from the provision of the funeral related services in Vietnam are presented as discontinued operation in accordance with HKFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* ("HKFRS 5"). Details are further set out in Note 11 to this announcement.

Accordingly, the segment information for the year ended 31 December 2024 has been restated to conform with the current year's presentation.

Details of the reportable segments are as follows:

Continuing operations

- Funeral services – Other regions: Provision of funeral related services in the PRC, Hong Kong and Taiwan, including arrangement services and related consultancy services and provision of funeral and cremation services; and
- Biotechnical and other businesses: Sales of new energy unmanned ground effect vehicles and related products and biotechnical machineries.

Discontinued operation

- Funeral services – Vietnam: Provision of funeral related services in Vietnam, including sale of burial plots and provision of cemetery maintenance services.

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

Segment results represent the profit and loss of each segment without allocation of fair value loss on investment properties, fair value gain on financial assets measured at FVTPL, fair value (loss)/gain on convertible bonds designated at FVTPL, net reversal of impairment losses/(impairment losses) recognised under ECL model on trade and other receivables and deposits paid, finance costs, deficit on revaluation of freehold land and buildings, gain on disposal of subsidiaries, loss on deregistration/strike-off of subsidiaries, unallocated other income and other net (losses)/gains, unallocated head office and corporate expenses and income tax expenses. This is the measure reported to the CODM for the purposes of resource allocation and assessment of segment performance.

(a) Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major products or services is as follows:

For the year ended 31 December 2025

	Continuing operations			Discontinued operation	Total RMB'000
	Funeral services - Other regions RMB'000	Biotechnical and other business RMB'000	Sub-total RMB'000	Funeral services - Vietnam RMB'000	
Major products and services					
- Funeral services and cremation services provided in funeral parlours and funeral service centres under the Group's management	61,797	-	61,797	-	61,797
- Funeral arrangement and related consultancy services	1,965	-	1,965	-	1,965
- Sales of burial plots and tombstones	-	-	-	616	616
- Sales of new energy unmanned ground effect vehicles and related products	-	618	618	-	618
	<u>63,762</u>	<u>618</u>	<u>64,380</u>	<u>616</u>	<u>64,996</u>
Timing of revenue recognition					
At a point in time	3,360	618	3,978	616	4,594
Over time	<u>60,402</u>	<u>-</u>	<u>60,402</u>	<u>-</u>	<u>60,402</u>
	<u>63,762</u>	<u>618</u>	<u>64,380</u>	<u>616</u>	<u>64,996</u>
Segment operating profit/(loss)	<u>4,873</u>	<u>(90)</u>	<u>4,783</u>	<u>(402)</u>	<u>4,381</u>

For the year ended 31 December 2024 (Restated) (Note 1)

	Continuing operations			Discontinued operation	Total RMB'000
	Funeral services – Other regions RMB'000	Biotechnical and other business RMB'000	Sub-total RMB'000	Funeral services – Vietnam RMB'000	
Major products and services					
– Funeral services and cremation services provided in funeral parlours and funeral service centres under the Group's management	67,035	–	67,035	–	67,035
– Funeral arrangement and related consultancy services	3,007	–	3,007	–	3,007
– Sales of burial plots and tombstones	–	–	–	401	401
– Sales of biotechnical machineries	–	4,500	4,500	–	4,500
	<u>70,042</u>	<u>4,500</u>	<u>74,542</u>	<u>401</u>	<u>74,943</u>
Timing of revenue recognition					
At a point in time	5,014	4,500	9,514	401	9,915
Over time	<u>65,028</u>	<u>–</u>	<u>65,028</u>	<u>–</u>	<u>65,028</u>
	<u>70,042</u>	<u>4,500</u>	<u>74,542</u>	<u>401</u>	<u>74,943</u>
Segment operating profit/(loss)	<u>5,044</u>	<u>1,201</u>	<u>6,245</u>	<u>(2,594)</u>	<u>3,651</u>

There are no inter-segment sales during the year ended 31 December 2025 (2024: Nil).

(b) Segment profit or loss

	<i>Notes</i>	2025 RMB'000	2024 RMB'000 (Restated) (Note 1)
Profit or loss			
Total reportable segment profit derived from Group's external customers	3(a)	4,381	3,651
Fair value loss on investment properties		(578)	(748)
Fair value gain on financial assets measured at FVTPL		4,806	3,378
Fair value (loss)/gain on convertible bonds designated at FVTPL		(100)	2,035
Net reversal of impairment losses/ (impairment losses) recognised under ECL model on:			
– Trade receivables		674	(556)
– Other receivables and deposits paid		591	(3,594)
Finance costs	4	(1,067)	(1,473)
Deficit on revaluation of freehold land and buildings		(1,895)	–
Gain on disposal of subsidiaries		396	–
Loss on deregistration/strike-off of subsidiaries		(1,458)	(106)
Unallocated other income and other net (losses)/gains		335	314
Unallocated head office and corporate expenses		(14,756)	(10,355)
		(8,671)	(7,454)
Consolidated loss before taxation		(8,671)	(7,454)
Add: Loss before taxation from discontinued operation	11(a)	61	2,648
		(8,610)	(4,806)

(c) Geographical information on revenue

	Revenue from external customers					
	2025			2024 (Restated) (Note 1)		
	Continuing operations	Discontinued operation	Consolidated total	Continuing operations	Discontinued operation	Consolidated total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
The PRC	62,415	–	62,415	67,035	–	67,035
Taiwan	1,220	–	1,220	2,188	–	2,188
Hong Kong	745	–	745	5,319	–	5,319
Vietnam	–	616	616	–	401	401
	64,380	616	64,996	74,542	401	74,943

4. FINANCE COSTS

	2025		
	Continuing operations RMB'000	Discontinued operation RMB'000	Total RMB'000
Interest on:			
– lease liabilities	844	12	856
– bank borrowings	43	–	43
– convertible bonds designated at FVTPL	168	–	168
	1,055	12	1,067
	2024 (Restated) (Note 1)		
	Continuing operations RMB'000	Discontinued operation RMB'000	Total RMB'000
Interest on:			
– lease liabilities	1,218	15	1,233
– bank borrowings	72	–	72
– convertible bonds designated at FVTPL	168	–	168
	1,458	15	1,473

5. LOSS BEFORE TAXATION

Loss before taxation is arrived at after charging the followings:

	2025		
	Continuing operations RMB'000	Discontinued operation RMB'000	Total RMB'000
Auditor's remuneration			
– audit services	830	–	830
Cost of inventories recognised as an expense	9,240	50	9,290
Depreciation of property, plant and equipment	1,566	60	1,626
Depreciation of right-of-use assets	5,018	89	5,107
Amortisation of intangible assets (included in administrative expenses)	484	–	484

	2024 (Restated) (Note 1)		
	Continuing operations RMB'000	Discontinued operation RMB'000	Total RMB'000
Auditor's remuneration			
– audit services	1,062	–	1,062
Cost of inventories recognised as an expense	12,900	35	12,935
Depreciation of property, plant and equipment	1,697	19	1,716
Depreciation of right-of-use assets	5,103	117	5,220
Amortisation of intangible assets (included in administrative expenses)	290	–	290

6. INCOME TAX EXPENSES

	2025		
	Continuing operations RMB'000	Discontinued operation RMB'000	Total RMB'000
PRC Enterprise Income Tax			
– Current year	1,438	–	1,438
– Under-provision in prior years	730	–	730
	2,168	–	2,168

	2024 (Restated) (Note 1)		
	Continuing operations RMB'000	Discontinued operation RMB'000	Total RMB'000
PRC Enterprise Income Tax			
– Current year	2,206	–	2,206
– Under-provision in prior years	611	–	611
	2,817	–	2,817
Hong Kong Profits Tax			
– Current year	123	–	123
– Under-provision in prior years	8	–	8
	131	–	131
Total	2,948	–	2,948

Notes:

- (a) Under the two-tiered profits tax rates regime of Hong Kong Profits Tax, the first Hong Kong dollar (“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, the Hong Kong Profits Tax of the qualifying group entity is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits and at 16.5% on the estimated assessable profit above HK\$2 million for the year ended 31 December 2024.

No provision for Hong Kong Profits Tax has been made as the Group has no assessable profits in Hong Kong for the year ended 31 December 2025.

- (b) The Group is not subject to any taxation under the jurisdiction of the Cayman Islands, Independent State of Samoa and the British Virgin Islands for both years.
- (c) During the years ended 31 December 2025 and 2024, all subsidiaries operating in the PRC are subject to Enterprise Income Tax rate at 25% in accordance with the Law of the PRC on Enterprises Income Tax.
- (d) Bau Shan Life Science Technology Co., Ltd. (“Bau Shan”), a direct subsidiary of the Company, and Bu Lao Lin Limited (“BLL”), which is an indirect subsidiary of the Company, are subject to Taiwan Enterprise Income Tax at 17% (2024: 17%) on taxable profits determined in accordance with the Income Tax Act and other relevant laws in Taiwan. For the year ended 31 December 2025, no provision for Taiwan Enterprise Income Tax has been made as Bau Shan and BLL have no assessable profits. For the year ended 31 December 2024, no provision for Taiwan Enterprise Income Tax had been made as Bau Shan had accumulated tax losses brought forward which exceeded the estimated assessable profit, and BLL had no assessable profit.
- (e) Bao Son Life Company Limited (“Bao Son Life”) and Hoan Loc Viet Duc Hoa Corporation (“HLV Duc Hoa”), indirect non-wholly-owned subsidiaries of the Company, which were disposed by the Group during the year ended 31 December 2025 (Note 11), were subject to Vietnam Corporate Income Tax at 20% (2024: 20%) on taxable profits determined in accordance with the relevant laws and regulations in Vietnam. No provision for Vietnam Corporate Income Tax has been made as Bao Son Life and HLV Duc Hoa have no assessable profits for the period from 1 January 2025 to the date of disposal and the year ended 31 December 2024.

7. DIVIDENDS

No dividend was paid or proposed for ordinary shareholders of the Company for the years ended 31 December 2025 and 2024, nor has any dividend been proposed since the end of the reporting period.

8. LOSS PER SHARE

	2025 RMB'000	2024 RMB'000 (Restated) (Note 1)
Loss:		
Loss for the year attributable to owners of the Company for the purpose of basic loss per share	(6,564)	(8,699)
Effect of dilutive potential ordinary shares		
– Interest on convertible bonds (note (i))	N/A	168
– Fair value gain on convertible bonds (note (i))	N/A	(2,035)
	<u>(6,564)</u>	<u>(10,566)</u>
Loss for the year attributable to owners of the Company for the purpose of diluted loss per share	<u>(6,564)</u>	<u>(10,566)</u>
Loss for the year attributable to owners of the Company for the purpose of basic loss per share arising from:		
– Continuing operations	(6,503)	(6,570)
– Discontinued operation	(61)	(2,129)
	<u>(6,564)</u>	<u>(8,699)</u>
Loss for the year attributable to owners of the Company for the purpose of diluted loss per share arising from:		
– Continuing operations	(6,503)	(8,437)
– Discontinued operation	(61)	(2,129)
	<u>(6,564)</u>	<u>(10,566)</u>
	2025	2024
Number of shares:		
Weighted average number of shares for the purpose of basic loss per share for continuing and discontinued operations	94,500,000	91,795,082
Effect of dilutive potential ordinary shares		
– Convertible bonds (note (i))	N/A	14,412,698
	<u>94,500,000</u>	<u>106,207,780</u>
Weighted average number of shares for the purpose of diluted loss per share for continuing and discontinued operations (note (ii))	<u>94,500,000</u>	<u>106,207,780</u>

	2025 <i>RMB cents</i>	2024 <i>RMB cents</i> (Restated) (Note 1)
Basic loss per share arising from:		
– Continuing operations	(6.89)	(7.16)
– Discontinued operation	(0.06)	(2.32)
	<u>(6.95)</u>	<u>(9.48)</u>
Diluted loss per share arising from:		
– Continuing operations	(6.89)	(7.94)
– Discontinued operation (<i>notes (iii), (iv)</i>)	(0.06)	(2.01)
	<u>(6.95)</u>	<u>(9.95)</u>

Notes:

- (i) The calculation of diluted loss per share for the year ended 31 December 2025 did not assume the conversion of convertible bonds, since the conversion would result in an anti-dilutive effect on the basic loss per share.
- (ii) For the years ended 31 December 2025 and 2024, the computation of diluted loss per share did not assume the exercise of share options because the share options had an anti-dilutive effect on the basic loss per share.
- (iii) For the year ended 31 December 2024, the conversion of convertible bonds shall be adjusted to the computation of diluted loss per share of the continuing operations only, since the convertible bonds were issued by the Company.
- (iv) For the year ended 31 December 2024, the diluted loss per share of continuing and discontinued operations was RMB9.95 cents per share, and the diluted loss per share of continuing operation was RMB7.94 cents per share, after taking into account the conversion convertible bonds. Consequently, the diluted loss per share of discontinued operation was RMB2.01 cents per share, which was anti-dilutive to the basic loss per share of discontinued operation of RMB2.32 cents per share.

9. TRADE AND OTHER RECEIVABLES, PREPAYMENTS AND DEPOSITS PAID

The average credit period granted to non-funeral services deed customers under funeral arrangement services is 45 days (2024: 45 days).

The average credit period granted to customers for sales of new energy unmanned ground effect vehicles and related products and biotechnical machineries ranged at 15 to 90 days (2024: 90 days).

Included in trade and other receivables and deposits paid are trade receivables, net of allowance for credit losses, of approximately RMB1,163,000 (2024: RMB527,000) and an aged analysis based on invoice date at the end of the reporting period, is as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
0 to 180 days	<u>1,163</u>	<u>527</u>

10. TRADE AND OTHER PAYABLES AND DEPOSITS RECEIVED

The average credit periods on purchase of goods for (i) funeral services; and (ii) new energy unmanned ground effect vehicles and related products are 30 days (2024: 30 days) and 0 to 3 days (2024: N/A) respectively.

Included in trade and other payables and deposits received are trade payables of approximately RMB2,034,000 (2024: RMB2,256,000) and an aged analysis based on the invoice date at the end of the reporting period is as follows:

	2025 <i>RMB'000</i>	2024 <i>RMB'000</i>
0 to 30 days	1,291	1,283
31 days to 90 days	66	51
Over 90 days	<u>677</u>	<u>922</u>
	<u>2,034</u>	<u>2,256</u>

11. DISPOSAL OF SUBSIDIARIES CONSTITUTED A DISCONTINUED OPERATION

During the year ended 31 December 2025

On 30 July 2025, the Company entered into the sale and purchase agreement with an independent third party (the “Purchaser”), pursuant to which the Purchaser has conditionally agreed to acquire and the Group has conditionally agreed to sell the entire issued share capital of Allied Smart Development Limited (“Allied Smart”), a direct wholly owned subsidiary of the Company, at a consideration of approximately HK\$10,000,000 (or equivalent to approximately RMB9,224,000) (the “Disposal”). Allied Smart and its subsidiaries, namely Bao Son Life and HLV Duc Hoa, are collectively referred to as the “Disposal Group”). The Disposal Group are principally engaged in sales of burial plots and tombstones and provision of cemetery maintenance services in Vietnam.

The Disposal was completed on 15 August 2025 (the “Disposal Date”). The Disposal constituted a discontinued operation under HKFRS 5, as the Disposal Group represented a separate major line of business and also a geographical area of operation (i.e. Vietnam).

Financial information of the Disposal Group relating to the discontinued operation for the period from 1 January 2025 to 15 August 2025 (the “Disposal Date”) and the year ended 31 December 2024 as comparative information is set out below.

(a) *Financial performance of the discontinued operation*

	<i>Notes</i>	For the period from 1 January 2025 to 15 August 2025 RMB'000	For the year ended 31 December 2024 RMB'000
Revenue	<i>3(a)</i>	616	401
Cost of sales and services rendered		<u>(105)</u>	<u>(1,330)</u>
Gross profit/(loss)		511	(929)
Other income and other net gain/(loss)		2	(4)
Selling expenses		(77)	(58)
Administrative expenses		(863)	(1,620)
Impairment losses recognised under ECL model on trade and other receivables and deposits paid, net		<u>(18)</u>	<u>(22)</u>
Operating loss from discontinued operation		(445)	(2,633)
Finance costs	<i>4</i>	<u>(12)</u>	<u>(15)</u>
Loss before taxation from discontinued operation	<i>5</i>	(457)	(2,648)
Income tax expense	<i>6</i>	<u>–</u>	<u>–</u>
Loss for the period/year from discontinued operation		(457)	(2,648)
Gain on the Disposal	<i>11(b)</i>	<u>396</u>	<u>–</u>
Loss from discontinued operation	<i>3(b)</i>	<u>(61)</u>	<u>(2,648)</u>
Other comprehensive (expense)/income			
Exchange differences arising on translation of foreign operations arising from discontinued operation		<u>(211)</u>	<u>2,391</u>
Total comprehensive expense from discontinued operation		<u>(272)</u>	<u>(257)</u>

	For the period from 1 January 2025 to 15 August 2025 RMB'000	For the year ended 31 December 2024 RMB'000
Loss for the period/year arising from discontinued operation attributable to:		
Owners of the Company	(61)	(2,129)
Non-controlling interests	—	(519)
	<u>(61)</u>	<u>(2,648)</u>
Total comprehensive expense for the period/ year arising from discontinued operation attributable to:		
Owners of the Company	(272)	(252)
Non-controlling interests	—	(5)
	<u>(272)</u>	<u>(257)</u>

(b) *Assets and liabilities of the Disposal Group on the Disposal Date*

	As at 15 August 2025 RMB'000
	<i>Note</i>
Net assets disposed of:	
Property, plant and equipment	242
Right-of-use assets	119
Development and formation costs	3,426
Inventories	647
Trade and other receivables and deposits paid	568
Bank balances and cash	335
Trade and other payables and deposits received	(784)
Contract liabilities	(2,775)
Lease liabilities	(114)
Amount due to a director	(693)
	<u>971</u>
Release of foreign currency translation reserve	7,857
Gain on the Disposal	<i>11(a)</i> <u>396</u>
Total consideration	<u><u>9,224</u></u>

An analysis of the net cash flow arising on the Disposal was as follows:

	<i>RMB'000</i>
Cash consideration	9,224
Less: Bank balances and cash disposed of	<u>(335)</u>
	8,889
Less: Consideration receivable (<i>note</i>)	<u>(7,564)</u>
Net cash inflow arising from the Disposal	<u><u>1,325</u></u>

Note: On the Disposal Date, the consideration receivable of HK\$8,200,000 (or equivalent to approximately RMB7,564,000) is repayable within one year by the Purchaser pursuant to the terms of the sale and purchase agreement.

(c) *Cash flow information of discontinued operation*

	For the period from 1 January 2025 to 15 August 2025 <i>RMB'000</i>	For the year ended 31 December 2024 <i>RMB'000</i>
Net cash inflow from operating activities	836	104
Net cash (outflow)/inflow from investing activities	(224)	1
Net cash outflow from financing activities	<u>(99)</u>	<u>(150)</u>
Net increase/(decrease) in bank balances and cash of the Disposal Group	<u><u>513</u></u>	<u><u>(45)</u></u>

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

During the Year, the Group conducted its operations within a multifaceted macroeconomic environment in the People’s Republic of China (the “PRC”). Although the national gross domestic product maintained a stable trajectory – achieving a growth rate of 5.0% at constant price (Source: National Bureau of Statistics of China) in alignment with state targets – the underlying economic structure exhibited a pronounced “Two-Speed” character. Traditional consumer retail and secondary real estate sectors encountered stagnation as household expenditure patterns transitioned toward high-utility and essential services. This structural pivot was driven by a cautious consumer sentiment in the wake of deflationary pressures, which necessitated a strategic recalibration for firms operating in the service sector. In contrast, the “New Quality Productive Forces,” prioritized by sovereign policy, experienced a substantial influx of capital allocation and accelerated technological adoption. This bifurcated economic landscape presented a complex array of challenges and opportunities. While deflationary pressures influenced discretionary spending in the mid-market segment, there was a concomitant increase in demand for sophisticated, technologically integrated life-cycle services that offer long-term value and cultural significance. The Group leveraged its “Capital Services Technology” framework to harmonize operational activities with this national mandate for high-quality development, ensuring that its service offerings remained relevant within an increasingly discerning market.

The funeral and memorial services segment in 2025 was primarily defined by the Ministry of Civil Affairs (“MCA”) implementing rigorous new standards focused on pricing transparency and the promotion of “Green Burials.” These regulatory frameworks effectively served as a market filter, favoring professionalized, environmental, social and governance compliant entities like the Group while marginalizing sub-scale operators who lacked the capital to meet modern environmental and digital compliance requirements. This shift accelerated the professionalization of the industry, reinforcing a market environment where institutional scale and a commitment to sustainable memorialization have become the baseline for participation.

While strengthening the Group’s market position in funeral business segment, the Group is simultaneously looking toward the horizon of the “New Economy.” To ensure sustainable growth in an era of rapid technological disruption, the Group has strategically deployed capital into high-tech domains that offer significant synergy with China’s future industrial landscape.

In alignment with national industrial development trends and the objective of achieving sustainable, healthy growth, the Group has actively deployed resources into cutting-edge strategic emerging industries. This proactive stance facilitates the Group’s transformation from a traditional funeral service provider into a high-tech enterprise possessing independent research and development (“R&D”) capabilities. A cornerstone of this evolution is the Group’s strategic entry into the low-altitude economy. In November 2024, the Group established Fusha Weilai (Guangdong) Aviation Technology Limited* (“Fusha Aviation”) (蝠鯊未來(廣東)航空科技有限公司), a non-wholly owned subsidiary, to spearhead the development of new energy unmanned ground effect vehicles. By March 2025, the Group achieved a significant milestone with the successful maiden test flight of its first-generation vehicle, the FU1. Fusha Aviation is currently advancing through critical phases of collaboration regarding financing, the construction of production facilities, and market penetration strategies in conjunction with various government and industrial partners.

While Fusha Aviation spearheads the Group’s entry into the low-altitude economy, the Group simultaneously maintains a strategic focus on the biotechnology sector. This dual-track approach ensures that its investment portfolio is positioned at the intersection of technological mobility and human longevity.

The biotechnology sector experienced a profound and substantial expansion through a strategic “innovation pivot.” In 2025, the biopharmaceutical landscape in the PRC transitioned decisively away from generic development toward high-frontier longevity science and regenerative medicine. This expansion was fueled by a national emphasis on “Healthy China 2030” goals, which catalyzed the global integration of Chinese R&D. Within this segment, the Group maintains an opportunistic and disciplined approach, focusing on targeted investments designed to protect and enhance its intellectual property and technological capabilities. To drive these initiatives, the Group has assembled a multidisciplinary investment team comprising industry experts and research professionals. Since 2021, this specialized investment platform has targeted high-growth sectors, including biomedicine, life science instruments, and synergistic healthcare businesses. Concurrently, the Group employs flexible investment strategies to expand revenue streams and maximize shareholder returns. By accelerating the R&D of new products and strengthening cooperation with industry partners, the Group remains focused on expediting commercialization to create substantial value for the shareholders of the Company (the “Shareholder(s)”) while maintaining vigilant risk management mechanisms.

During the Year and the year ended 31 December 2024 (the “Prior Year”), the amount and percentage of the revenue derived from respective geographical segments were as follow:

	2025		2024	
	RMB'000	%	RMB'000	%
<i>Continuing operations:</i>				
The PRC	62,415	96.1	67,035	89.5
Taiwan	1,220	1.9	2,188	2.9
Hong Kong	745	1.1	5,319	7.1
<i>Discontinued operation:</i>				
Vietnam	616	0.9	401	0.5
	64,996	100.0	74,943	100.0

The PRC

The PRC remains the primary revenue driver for the Group, representing the cornerstone of its geographical portfolio. In this region, the Group is principally engaged in the provision of funeral, cremation, and cemetery services through funeral parlours and service centres under its management in Chongqing, the PRC, and the sales of new energy unmanned ground effect vehicles and related products in the PRC. Despite broader economic moderation, the PRC operations maintained a resilient revenue profile, underscoring the non-discretionary nature of high-quality memorial services.

Hindered by the weakening Asia economy, the demand for the traditional funeral, cremation and cemetery services in the PRC shifted from high-quality services to more value-oriented offerings due to the economic pressures. The full-year revenue in the PRC recorded a decrease of approximately 6.9% from approximately RMB67,035,000 for the Prior Year to approximately RMB62,415,000 for the Year.

Taiwan and Hong Kong

In Taiwan and Hong Kong, the Group is principally engaged in the sales of funeral services deeds, which was accounted for by the Group as contract liabilities, and provision of funeral arrangement services to the deed holders and non-funeral services deed holders, which are accounted for by the Group as revenue.

The Taiwan market has mostly been impacted by the weakening Asia economy. In Taiwan, the full-year revenue recorded a decrease of approximately 44.2%, from approximately RMB2,188,000 for the Prior Year to approximately RMB1,220,000 for the Year.

Revenue from the Group's Hong Kong operations recorded a year-on-year decrease of approximately 86.0%, from approximately RMB5,319,000 for the Prior Year to approximately RMB745,000 for the Year. The decrease largely reflected the completion of a major biotechnological machinery delivery amounting to RMB4,500,000 in the Prior Year. The Group was actively evolving its revenue model by exploring new biotechnology machinery contracts while integrating its cutting-edge unmanned ground effect vehicle technology into its sales pipeline. This included the successful soft launch of sales for new energy unmanned ground effect vehicles and related innovative products during the Year. This strategic shift was intended to reduce reliance on single-large-scale deliveries and fostered a more sustainable, multi-pillared revenue stream in Hong Kong.

Management views the Year as one of strategic consolidation and structural transition as the Group diversifies its business model to ensure sustainable growth. To mitigate the impact of shifting consumer trends in the Group's traditional funeral business, the Group has expanded its operational footprint into a multi-industry platform, encompassing the 'low-altitude economy' and life science sectors. By evolving into a multi-industry operator, the Group is better positioned to navigate sector-specific risks while capturing emerging opportunities in China's strategic high-tech corridors, resulting in a resilient portfolio aligned with the evolving economic landscape.

Vietnam

Since the Prior Year, the Group strategically pivoted its focus away from the Vietnam market following a cooling in demand for traditional burial plots. During the Year, revenue contribution from this region remained minimal at approximately RMB616,000, representing only 0.9% of the Group's total revenue.

Guided by a commitment to capital efficiency and strategic rationalization, the Group undertook a decisive review of the Vietnam operations. To safeguard shareholder interests and optimize the Group's resource allocation, a sale and purchase agreement (the "Sale and Purchase Agreement") was entered into on 30 July 2025 with Hao Shan Limited (the "Purchaser"), an independent third party ultimately owned by Wang Li Wen. Under this agreement, the Group disposed of its entire equity interest in Allied Smart Development Limited (the "Disposal Company") for a cash consideration of HK\$10,000,000 (the "Disposal").

This transaction represents a significant strategic advantage for the Group. By divesting from a stagnating market at a premium over the Disposal Company's net asset value as of 31 December 2024, the Group has successfully unlocked capital and mitigated the operational risks associated with underperforming assets. The completion of this Disposal serves as a catalyst for institutional streamlining, allowing the Group to reallocate management attention and financial reserves toward high-growth segments with superior prospects for long-term value creation. The Board remains confident that the terms of the Disposal, conducted on normal commercial terms, are fair, reasonable, and fundamentally aligned with the best interests of the Company and its Shareholders.

FINANCIAL REVIEW

Continuing operations

Revenue

	2025			2024		
	Revenue	Segment operating profit/(loss)	Segment operating profit/(loss) margin	Revenue	Segment operating profit	Segment operating profit margin
	RMB'000	RMB'000		RMB'000	RMB'000	
<i>Continuing operations:</i>						
Funeral services	63,762	4,873	7.6%	70,042	5,044	7.2%
Biotechnical and other businesses	618	(90)	(14.6)%	4,500	1,201	26.7%
	<u>64,380</u>	<u>4,783</u>	<u>7.4%</u>	<u>74,542</u>	<u>6,245</u>	<u>8.4%</u>

The Group's revenue architecture is anchored in two primary segments: (i) funeral services, comprising arrangement, consultancy and cremation services; and (ii) the sale of biotechnological machinery, new energy unmanned ground effect vehicles and other related products.

During the Year, the Group transitioned its strategic focus toward margin enhancement and capital optimization, moving away from a model of aggressive, volume-driven expansion. This recalibration was a direct response to the evolving macroeconomic environment and reflects the Group's objective to establish a more resilient and sustainable earnings profile.

The Group's revenue decreased during the Year was primarily influenced by two key factors. Firstly, in the Group's traditional funeral services segment within the PRC market, consumer demand shifted toward more value-oriented offerings due to economic pressures, resulted into a lower average selling price. Secondly, the restructuring of the Group revenue mix by putting focus on low-altitude economy, biotechnology and the new economy and facing the short-term revenue drop. Therefore, the full-year revenue from its continuing operations recorded a decrease of approximately 13.6% from approximately RMB74,542,000 for the Prior Year to approximately RMB64,380,000 for the Year.

Cost of sales

For the Group's funeral services, the cost of sales is primarily driven by direct service provision and operational maintenance. Key components include:

- (i) direct labor and staff costs for ceremonies held in Group-managed parlours and service centers;

- (ii) subcontracting charges for specialized regional services, particularly in Taiwan;
- (iii) commission expenses from the recognition of commission paid to sales agents for funeral services deeds at the point when the services of the funeral services deeds are provided;
- (iv) management fees and lease charges for hire of funeral parlours and funeral service centres; and
- (v) materials used for funeral ceremonies and cremation services such as fresh flowers, fuel for the cremation furnace and cost of the goods sold in the funeral parlour and funeral service centres under the Group's management in the PRC.

Cost of sales for the Year from its continuing operations was decreased by approximately 19.1% from approximately RMB41,330,000 for the Prior Year to approximately RMB33,430,000 for the Year was mainly attributable to the decrease in sales of funeral services during the Year.

Gross profit

The Group achieved a significant strengthening of its gross profit margin in its continuing operations, which rose from 44.6% for the Prior Year to approximately 48.1% for the Year. This margin expansion is a direct outcome of the Group's strategic emphasis on operational efficiency and the successful realization of economies of scale.

Other income and other net (losses)/gains

The Group recorded other income and other net (losses)/gains from its continuing operations of approximately RMB355,000 for the Year (Prior Year: RMB2,208,000), representing a decrease of approximately 83.9% during the Year. The decrease in the other income and other net (losses)/gains was mainly contributed by the loss on strike-off of subsidiaries of approximately RMB1,458,000 during the Year. While this resulted in a non-recurring accounting loss, it significantly fortified the Group's consolidated statement of financial position by purging low-yield assets and providing immediate liquidity for reinvestment.

Selling and administrative expenses

Despite of the expansion in gross profit margin, the Group maintained a focused approach to market expansion and cost discipline. Selling expenses incurred for its continuing operations, which represented approximately 5.2% of revenue (Prior Year: 4.2%), increased to approximately RMB3,362,000 (Prior Year: RMB3,131,000). This deliberate increase was driven by targeted promotional campaigns designed to consolidate the Group's market position in the cemetery segment. Management views this as a critical strategic investment to align with long-term demographic trends – specifically the aging population – while positioning the Group to capture demand as consumer sentiment remains cautious.

Administrative expenses incurred for its continuing operations, which accounted for approximately 59.0% (Prior Year: 46.6%) of revenue, increased by approximately 9.4% to approximately RMB37,984,000 (Prior Year: RMB34,716,000) during the Year. The increase in the administrative expenses was mainly contributed by the general increase in the salary level across different geographical segments, repair and maintenance costs, travelling expenses and legal and professional expenses during the Year.

Finance costs

Finance costs incurred for its continuing operations, encompassing interest on bank borrowings, lease liabilities under HKFRS 16, and convertible bonds, decreased significantly to approximately RMB1,055,000 (Prior Year: RMB1,458,000). This improvement was primarily driven by the successful reduction of interest on lease liabilities and bank borrowings. The decline reflected the Group's strengthened balance sheet management and its commitment to reducing financing burdens within a volatile interest rate environment.

Income tax expense

Income tax expense incurred for its continuing operations, primarily arising from the Group's core operations in the PRC, amounted to approximately RMB2,168,000 for the Year (Prior Year: RMB2,948,000). The decrease was directly correlated with the decrease in taxable profit from the PRC operations.

Loss from discontinued operation

Guided by a commitment to capital efficiency, the Group successfully completed the disposal of its entire equity interest in Allied Smart Development Limited on 15 August 2025 for a cash consideration of HK\$10,000,000. This move effectively terminated its operations in Vietnam, a market where the Group observed a significant cooling in demand for traditional burial plots.

The strategic correctness of this pivot is evidenced by the financial results: losses attributable to the discontinued Vietnam operations were narrowed from approximately RMB2,648,000 in the Prior Year to a nominal of approximately RMB61,000 for the Year. The Disposal has successfully unlocked capital and mitigated the operational risks associated with underperforming assets. Furthermore, it served as a catalyst for institutional streamlining, allowing the Group to reallocate management attention and financial reserves toward high-growth segments with superior prospects for long-term value creation.

Loss for the Year attributable to the owners of the Company arising from continuing operations

Reflecting the cumulative impact of the aforementioned strategic asset rationalization, the Group's loss attributable to the owners of the Company for the Year narrowed to approximately RMB6,503,000 from approximately RMB6,570,000 for the Prior Year. This improvement reflected the Group's commitment to operational efficiency and its strategic pivot toward high-growth industries. Management continues to focus on its roadmap for profitability, utilizing a leaner cost structure and diversified technology investments to enhance shareholder value.

Correspondingly, the loss per share from its continuing operations was approximately RMB6.89 cents (Prior Year: RMB7.16 cents).

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The equity attributable to owners of the Company as at 31 December 2025 decreased to approximately RMB120,368,000, a decrease of approximately 2.5% over that as at 31 December 2024 of approximately RMB123,452,000.

Despite this adjustment in equity, the Group's liquidity position remains robust, and the directors of the Company are confident in the Group's ability to secure sufficient resources to meet all commitments and working capital requirements. The Group maintains a disciplined approach to capital structure and liquidity management, ensuring it can withstand short-term market volatility while funding long-term strategic goals. As of 31 December 2025, cash and bank balances of approximately RMB98,425,000 (2024: RMB109,256,000).

To further enhance Shareholder's value, the Group strategically invests surplus cash in quality equity securities and exchange-traded funds ("ETF") listed on well-recognized stock exchanges. This approach aims to generate additional returns for both the Group and its Shareholders. For comprehensive details on the Group's treasury investments and significant investments held, please refer to the section titled "Treasury investments and significant investments held" within "LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE."

As at 31 December 2025, the Group's current bank borrowings were approximately RMB992,000 and non-current bank borrowings and other borrowing were approximately RMB143,000 and RMB240,000 respectively (2024: RMB1,271,000, RMB1,149,000 and RMB nil respectively). All bank borrowings are denominated in New Taiwan Dollars ("NTD") and are at prevailing market interest rates, ensuring transparent and manageable financing costs.

The Company also issued the convertible bonds on 11 August 2023 in the principal amount of Hong Kong dollars (“HK\$” or “HKD”) 18,160,000 (the “Convertible Bonds”) to Shenzhen Nanyue Crown Block Bio Intelligent Equipment Investment Co., Ltd. (“Nanyue CB”) or its nominee(s). Nanyue CB is ultimately owned as to approximately 71.25% by Mr. Xu Jianchun, the executive Director and the substantial Shareholder, and his associates. The Convertible Bonds were denominated in HK\$ which entitled the holder of the Convertible Bonds to convert them in ordinary shares of the Company at any time commencing from the date of issue of the Convertible Bonds up the sixth anniversary of the date of issue of the Convertible Bonds (the “Maturity Date”), at a conversion price of HK\$0.126 per Convertible Bond (subject to anti-dilutive adjustments) (the “Conversion Price”). The Convertible Bonds carry interests at 1% per annum and payable in arrears on the Maturity Date.

The holder of the Convertible Bonds had the right at any time during the conversion period to convert the whole or part of the outstanding principal amount of the Convertible Bonds registered in its name into conversion shares provided further that any conversion shall be made in amounts of not less than a whole multiple of HK\$1,000,000 on each conversion save that if at any time the aggregate outstanding principal amount of the Convertible Bonds is less than HK\$1,000,000, the whole (but not part only) of the outstanding principal amount of the Convertible Bonds may be converted.

The holder of the Convertible Bonds may require the Company to redeem all or part of the Convertible Bonds in the multiples of HK\$1,000,000 by given a notice of redemption at any time before the Maturity Date only in event that any holder of the Convertible Bonds had given a notice in respect of the occurrence of an event of default at the redemption price equal to 100% of the principal amount of all or part of the Convertible Bonds to be redeemed. During the Year, no Convertible Bonds were converted by the holder of Convertible Bonds, and the Company did not redeem any part of the Convertible Bonds.

As a result of the share consolidation of every ten issued and unissued shares of the Company of par value of HK\$0.1 each (the “Existing Share(s)”) into one consolidated share of par value of HK\$1.0 each (the “Consolidated Share(s)”), effective on 14 October 2024, the Conversion Price of the outstanding Convertible Bonds, being initially at HK\$0.126 per Existing Share (subject to adjustment), was adjusted in accordance with the terms and conditions of the Convertible Bonds to HK\$1.26 per Consolidated Share. Accordingly, the number of Consolidated Shares upon full conversion at the adjusted conversion price of HK\$1.26 per Consolidated Share of the Convertible Bonds immediately after the Share Consolidation becoming effective was 14,412,698 Consolidated Shares.

The Group maintained a prudent financial management strategy during the Year, opting not to utilize any financial instruments for hedging purposes. The Group’s policy is to sustain a suitable level of liquidity facilities, ensuring we can meet both our operational requirements and any emerging acquisition opportunities.

Looking ahead, while uncertainties persist on the path to a full societal return to normalcy, the Group is actively monitoring economic conditions. The Group recognizes that potential future changes could impact its financial results, though the precise extent cannot be estimated as of the date of this announcement. Rest assured, the Group will continue to give continuous attention to the situation and will react actively and decisively to any circumstances that may affect our financial position and operating results.

Treasury investments and significant investments held

As at 31 December 2025, the Group invested approximately RMB4,491,000 (2024: RMB7,716,000) in certain equity securities and ETFs listed outside Hong Kong, and unlisted investment held for trading purpose. These listed and unlisted equity investments and ETFs are denominated in RMB and were classified as financial assets measured at fair value through profit or loss (“FVTPL”). The directors of the Company (the “Director(s)”) considered that the closing price of those listed equity securities and ETFs as at 31 December 2025 was the fair value of those investments, and the unlisted equity investment was stated at fair value with reference to a valuation conducted by the management of the Company. As at 31 December 2025, the fair value of the Group’s investment portfolio was approximately RMB4,491,000 (2024: RMB7,716,000).

The movements in the investment portfolio held by the Group during the Year

	Number of securities as at 31 December 2025	% of the Group’s total assets	% of the Group’s investment portfolio	1 January 2025 RMB’000	Addition RMB’000	Disposal/ Redemption RMB’000	Fair value change in profit or loss RMB’000	31 December 2025 RMB’000
Financial assets measured at FVTPL								
- Equity securities listed outside Hong Kong	3	1.0%	53.3%	7,519	20,869	(29,246)	3,252	2,394
- ETFs listed outside Hong Kong	1	0.3%	12.8%	197	525,849	(527,503)	2,032	575
- Debt instruments listed outside Hong Kong	-	-	-	-	1,893,859	(1,893,859)	-	-
- Unlisted investment held for trading outside Hong Kong	1	0.7%	33.9%	-	2,000	-	(478)	1,522
Total	5	2.0%	100.0%	7,716	2,442,577	(2,450,608)	4,806	4,491

The aggregate value of the investment portfolio decreased by approximately RMB3,225,000 during the Year.

Additions to investment portfolio during the Year totalled approximately RMB2,442,577,000, including investments in 3 equity securities, 4 ETFs and 2 debt instruments listed outside Hong Kong and 1 unlisted investment held for trading purpose. Whereas disposals in investment portfolio during the Year totalled approximately RMB2,450,608,000, including divestments of 3 equity securities, 4 ETFs and 2 debt instruments listed outside Hong Kong. Other movements of the investment portfolio during the Year included net fair value gain on financial assets measured at FVTPL of approximately RMB4,806,000.

To broaden the Group's revenue base and optimize capital returns, the Group maintained a diversified investment portfolio encompassing listed equity securities, ETFs, debt instruments, and unlisted investment held for trading purpose. This multi-asset strategy is designed to mitigate concentration risk and enhance Shareholders' value by proactively deploying idle financial resources. To support these objectives, the Group has established a strategic partnership with a professional investment firm specializing in venture capital and emerging industry consultation. This partnership provides the Group with access to a specialized investment team with extensive experience in identifying and managing high-potential assets.

Throughout the Year, the Group maintained a dual-track investment approach: prioritizing long-term opportunities that align with its core life-service and technology strategies, while simultaneously executing short-term tactical trades to capture capital appreciation. This disciplined deployment of surplus liquidity ensures that the Group's financial resources are consistently utilized to drive institutional growth and maximize returns in a dynamic market environment.

Financial assets measured held at FVTPL held by the Group at 31 December 2025 comprised a total of 3 listed equity securities, 1 listed ETF and 1 unlisted investment with an aggregate fair value of approximately RMB4,491,000 (accounting for 2.0% of the Group's total assets) covering various industry sectors including optical optoelectronics, industrial products and consumables and index fund.

The primary objective of the Group's treasury management operations is to enhance Shareholders' returns by optimizing the value of its financial assets. To achieve this, the Group adheres to a prudent investment strategy characterized by a balanced portfolio that harmonizes diverse investment instruments with a calibrated risk-return profile. This framework allows the Group to maximize returns on idle capital through targeted exposure to capital appreciation opportunities – via equity securities, ETFs, debt instruments, and unlisted investment held for trading purpose – without compromising its essential liquidity position. In collaboration with its strategic investment partners, the Group's internal investment team conducts periodic portfolio reviews to prevent excessive risk concentration and ensure alignment with institutional risk tolerances. This multi-layered approach not only diversifies revenue streams to mitigate dependency on any single income source but also strives to deliver consistent, risk-adjusted returns over the long term. As of 31 December 2025, the investment portfolio remained a non-core component of the Group's balance sheet, representing only 2.0% of total assets, with the largest single security exposure maintained at a conservative 1.0% of total assets.

The performance of the Group's investment portfolio remains contingent upon a complex interplay of political, economic, and financial variables, alongside industry-specific technological trends and broader market sentiment. Consequently, the prospects for individual holdings will vary in accordance with macroeconomic fluctuations and the specific outlook for their respective sectors. Notwithstanding these inherent market risks, the Group seeks to mitigate volatility through rigorous asset allocation and the construction of a diversified portfolio designed to achieve superior average returns relative to its risk profile.

Apart from disclosed elsewhere in this announcement, the Group has no other significant investment held for the Year.

Treasury policy

The Group continues to adopt a conservative treasury policy in liquidity and financial management. The Group conducted its continuing operational business transactions mainly in RMB and HK\$. Surplus cash is generally placed in bank deposits, high-quality debt securities and equity securities, and ETFs mostly denominated in NTD, HK\$, United States dollar (“USD”) or RMB. During the Year, the Group did not use any financial instruments for hedging purposes.

Gearing ratio

The current net debt-to-equity ratio remains conservative, ensuring the Group retains sufficient financial flexibility to execute on these strategic investment opportunities without compromising its financial stability. As at 31 December 2025, the gearing ratio representing the ratio of total liabilities to total assets of the Group was approximately 57.2% (2024: 58.7%).

CAPITAL EXPENDITURE

For the Year, the Group incurred capital expenditure of approximately RMB1,405,000 (Prior Year: RMB753,000) on property, plant and equipment, RMB nil (Prior Year: RMB1,362,000) on right-of-use assets and approximately RMB5,768,000 (Prior Year: RMB nil) on intangible assets. There were approximately RMB24,000 (Prior Year: RMB24,000) of property, plant and equipment that were disposed during the Year.

CAPITAL COMMITMENT, PROVISION AND CONTINGENT LIABILITIES

As at 31 December 2025 and 2024, capital expenditure contracted for but not provided for in the consolidated financial statements of the Company are as follows:

	2025	2024
	<i>RMB'000</i>	<i>RMB'000</i>
Capital expenditure contracted but not provided for:		
– Interest in an associate	2,460	2,460
– Financial asset measured at fair value through other comprehensive income	230	–
– Financial asset measured at FVTPL	–	2,000
– Intangible assets	–	225
	2,690	4,685

In March 2025, the Group discovered that certain subsidiaries of the Company in the PRC were involved in a litigation. As of the date of this announcement, the Group had not received any documents regarding this litigation and was therefore unable to assess its potential financial impact to the Group. In the opinion of the directors of the Company, the potential financial impact that would be brought by this litigation could not be reliably measured.

Except for the above and disclosed elsewhere in the consolidated financial statements, the Group does not have other significant capital commitment and contingent liabilities as at 31 December 2025 and 2024.

PRINCIPAL RISKS

The Group's activities are exposed to a variety of risks.

Foreign exchange exposure

The Group's operations are geographically based in the PRC, Taiwan, Hong Kong and Vietnam. These consolidated financial statements of the Group are presented in RMB, except for certain incomes and expenses which are denominated in United States dollars ("USD"), New Taiwan dollars ("NTD"), Hong Kong dollars ("HK\$") and Vietnamese Dong ("VTD"). It is possible that the value of RMB may fluctuate against that of USD, NTD, HK\$ and VTD. The Group's operating results and financial condition may be affected by changes in the exchange rates of RMB against USD, NTD, HK\$ and VTD in which the Group's revenue and expenses are denominated.

As at 31 December 2025 and 2024, the Group currently does not have a foreign currency hedging policy. However, the Directors monitor the Group's foreign currency exposures and will consider hedging significant foreign currency exposures should the need arises.

Credit risk exposure

The Group's credit risk is primarily attributable to trade receivables, other receivables and deposits paid, and cash and cash equivalents. Management has a credit policy in place and the exposure to this credit risk is monitored on an ongoing basis. The Group performed impairment assessment for financial assets and other items under expected credit loss ("ECL") model.

Besides, the Group's exposure to credit risk arising from refundable rental deposits is considered to be low, taking into account (i) the landlords' credit rating; and (ii) the remaining lease term and the period covered by the rental deposits.

The Group has established a credit risk management policy under which individual credit evaluations are performed on all customers requiring credit over a certain amount. These evaluations focus on the customer's past history of making payments when due and current ability to pay, and take into account information specific to the customer as well as pertaining to the economic environment in which the customer operates. In respect of trade receivables from funeral services, the Group generally offer credit period of 45 days (2024: 45 days) to customers, whereas no credit period is granted to customers for other services rendered by the Group. Normally, the Group does not hold any collateral over trade receivables. The Group has no significant concentration of credit risk in industries or countries in which the customers operate. The maximum exposure to credit risk without taking account of any collateral held is represented by the carrying amount of each financial asset in the consolidated statement of financial position after deducting any impairment allowance.

The Group does not provide any guarantees which would expose the Group to credit risk. The Group measures loss allowances for trade receivables at an amount equal to lifetime ECLs, which is calculated using a provision matrix. The Group segments its trade receivables based on geographic regions, due to different loss patterns experienced in the different regions. Expected loss rates are based on actual loss experience over the past 12 months. These rates are adjusted to reflect differences between economic conditions during the period over which the historic data has been collected, current conditions and the Group's view of economic conditions over the expected lives of the receivables.

SIGNIFICANT ACQUISITIONS AND DISPOSAL OF INVESTMENTS

On 30 July 2025, the Company entered into the Sale and Purchase Agreement with the Purchaser, a company incorporated in the British Virgin Islands with limited liability, and the ultimate beneficial owner of the Purchaser is an independent third party to the Group, in relation to the sale and purchase of all the issued share in Allied Smart Development Limited (the "Sale Share") at the consideration of HK\$10,000,000 (the "Consideration").

Pursuant to the Sale and Purchase Agreement, the Company conditionally agreed to sell and the Purchaser conditionally agreed to acquire the Sale Share, representing 100% of the issued share capital of the Disposal Company.

The Consideration shall be HK\$10,000,000 and shall be payable as follows:

- (i) on the fifth business days following the fulfilment of the conditions and the performance by the parties of their respective obligations under the Sale and Purchase Agreement (the "Completion Date"), the Purchaser shall pay HK\$1,800,000;
- (ii) within six months from the Completion Date but no later than the last business day of the sixth month following the Completion Date, the Purchaser shall pay HK\$6,000,000; and
- (iii) within twelve months from the Completion Date but no later than the last business day of the twelfth month following the Completion Date, the Purchaser shall pay HK\$2,200,000.

The Consideration was arrived at after arm's length negotiations between the Company and the Purchaser on normal commercial terms with reference to the latest financial information of the Disposal Company.

The Disposal Company and its subsidiaries (the “Disposal Group”) have been generated minimal revenue since its establishment and has failed to achieve the anticipated business growth. After careful consideration of the relevant financial performance of the Disposal Group, the Company has decided to cease operations of the Disposal Group in Vietnam through the Disposal. The Disposal will enable the Company to streamline its business operations, reallocate its resources more effectively to other business segments with better growth prospects and save up additional reserve for backing up its other business development opportunities in the future.

In view that the Consideration representing a premium over the net asset value of the Disposal Group as at 31 December 2024, the Board considers that the terms of the Disposal are on normal commercial terms, which are fair and reasonable and in the interest of the Company and its shareholders as a whole.

For details, please refer to the announcements of the Company dated 30 July 2025 and 5 August 2025.

Except for the above, the Group’s did not have any other significant acquisitions and disposal of investments during the Year and the Prior Year.

CHARGE ON GROUP ASSETS

As at 31 December 2025, the carrying amounts of investment properties pledged as security for the Group’s bank borrowings was approximately RMB20,017,000 (2024: Property, plant and equipment of approximately RMB26,192,000).

DIVIDEND

The Directors do not recommend the payment of any final dividend in respect of the Year (Prior Year: RMB nil). There is no arrangement under which a Shareholder has waived or agreed to waive any dividend.

THE NUMBER AND REMUNERATION OF EMPLOYEES

As at 31 December 2025, the Group employed 159 employees (2024: 173 employees). The Group determines staff remuneration in accordance with prevailing market salary scales, individual qualifications and performance. Remuneration packages including performance bonuses and entitlements to share options are reviewed on regular basis. During the Year, no share option was granted, exercised and lapsed.

As at 31 December 2025, 1,853,200 share options (2024: 1,853,200 share options) were outstanding.

PROSPECTS

The key operating strategies for the 2025 fiscal year are the asset optimization of the traditional funeral operations and the resolute investment in the technology sectors. A critical component of this strategy was the disposal of a non-core subsidiary for HK\$10,000,000, as disclosed in the Company's announcements dated 30 July 2025 and 5 August 2025. This transaction facilitated the strategic release of approximately RMB7,857,000 in foreign currency translation reserve losses. While this resulted in a non-recurring accounting loss, it further optimized the Group's asset structure by purging low-yield assets and providing immediate liquidity for reinvestment. These proceeds are being actively invested in the Group's strategic emerging industries, primarily focusing on the biotechnology business with the synergistic development of other businesses, which can enhance the Group's capital utilization efficiency and will improve expected operating performance.

The Chinese economy is currently navigating a pivotal structural transition. While short-term headwinds – including soft domestic demand, cautious investment sentiment, and real estate market adjustments – persist, dragging down economic growth to a certain extent, a raft of policies are rolling out by the state by actively fostering “New Quality Productive Forces,” focusing on the development of future industries. Emerging industries present a thriving prospect, providing a fertile landscape for the Group's innovative businesses. In alignment with these development trends of the times, the Group actively embraces and grasps the development opportunities of national innovation dividends. Driven by technological innovation, the Group accelerates the construction of a business system primarily based on the biotechnology industry with the synergistic development of other businesses, and will unswervingly continue to increase investment to achieve high-quality, large-scale, and sustainable development of the Group's businesses.

Looking toward to 2026, the Group will actively leverage its resource advantages and embrace the era of scientific and technological innovation. Guided by the achievement of the Group's strategic goals, we will deepen extensional cooperation through methods including but not limited to equity investments and strategic mergers and acquisitions, establish the breadth and depth of the business system, and increase the building of professional talent teams to create an excellent team with cohesion and combat effectiveness. Concurrently, to address potential external environmental risks, the Group prioritizes strict control over operating costs and maintains a diversified portfolio strategy, and accelerates the push for new products to reach the commercialization phase to achieve large-scale sales. By maintaining this vigilant and proactive stance, the Group aims to navigate external uncertainties while creating enduring value for its shareholders.

EVENT AFTER REPORTING PERIOD

Save as disclosed elsewhere in this announcement, there has been no significant event occurred after the end of the reporting period.

PURCHASE, REDEMPTION OR SALE OF SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Year.

As at 31 December 2025, the Company does not hold any treasury shares.

CHANGES IN INFORMATION OF DIRECTORS

Mr. Chai Chung Wai, the independent non-executive Director of the Company, was appointed as an independent non-executive Director of Universal Technologies Holdings Limited (Stock code: 1026) on 31 March 2026.

Apart from the aforementioned and upon specific enquiry by the Company and following confirmations from the Directors, there has no change in the information of the Directors required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules during the Year and up to the date of this announcement.

CHANGES TO THE BOARD

Mr. Zhu Bing (朱冰) (“Mr. Zhu”) has been appointed as a non-executive Director with effect from 16 September 2025. Mr. Zhu obtained legal advice referred to in Rule 3.09D of the Listing Rules on 25 November 2024 and he has confirmed he understood his obligations as a director of a listed issuer.

ANNUAL GENERAL MEETING

The annual general meeting for 2026 will be held on Friday, 29 May 2026 (the “2026 AGM”). A notice of meeting together with the circular for the 2026 AGM will be despatched to the Shareholders according to the Articles of Association and the GEM Listing Rules.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from Tuesday, 26 May 2026, to Friday, 29 May 2026, (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending at the 2026 AGM, all transfer documents, accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Friday, 22 May 2026.

COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The corporate governance practices of the Company are based on the principles and the code provisions as set out in the Corporate Governance Code (the “Code”) as set out in Appendix C1 to the GEM Listing Rules. The principles adopted by the Company emphasize a quality board, transparency and accountability to shareholders. In the opinion of the Directors, the Company has complied with the then effective Code for the Year except for deviations of the code provisions C.1.2 and F.1.3 of the Code regarding the independent non-executive directors should attending the annual general meetings of the Company.

Dr. Yang Jingjing, an independent non-executive Director and the chairman of nomination committee of the Company, and Ms. Hu Zhaohui, an independent non-executive Director and the chairman of remuneration committee of the Company, were unable to attend the annual general meeting held on 25 June 2025 (the “2025 AGM”) due to other business engagements, and failing to meet the requirements the code provisions C.1.5 and F.1.3 of the Code regarding the independent non-executive directors should attending the annual general meetings of the Company.

Both Dr. Yang Jingjing and Ms. Hu Zhaohui had appointed another member of the committee as their delegate to attend and to answer questions at the 2025 AGM.

The Company will continue to enhance its corporate governance practices appropriate to the conduct and growth of its business and to review its corporate governance practices from time to time to ensure they comply with the statutory requirements and the Code and align with the latest developments.

COMPLIANCE WITH THE RELEVANT LAWS AND REGULATIONS

Save as disclosed in the section headed “COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE” in this announcement, as far as the Board is aware, the Group has complied in material respects with the relevant laws and regulations that have a significant impact on the business and operation of the Group. The amendments to the CG code effective on 1 July 2025 will apply to corporate governance reports and annual reports for financial years commencing on or after 1 July 2025. For this announcement, the Company shall refer to the then effective CG Code.

During the Year, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

CODE OF CONDUCT REGARDING SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted a code of conduct regarding Directors' securities transactions on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Specific enquiry has been made of all the Directors and the Directors have confirmed that they have complied with such code of conduct throughout the Year.

Specific employees who are likely to be in possession of unpublished inside information of the Group are also subject to compliance with the same code. No incident of non-compliance was noted by the Company for the Year.

As at 31 December 2025, the Company did not hold any treasury shares.

AUDIT COMMITTEE

The Company has established an audit committee (the "Audit Committee") with written terms of reference in compliance with the GEM Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control systems of the Group. As at 31 December 2025, the Audit Committee comprises three independent non-executive Directors, namely Mr. CHAI Chung Wai (chairman of the Audit Committee), Ms. HU Zhaohui, and Dr. YANG Jingjing. The Audit Committee has reviewed the audited consolidated financial statements of the Group for the Year pursuant to the relevant provisions contained in the Corporate Governance Code as set out in Appendix C1 of the GEM Listing Rules and was of the opinion that the preparation of such statements complied with applicable accounting standards and that adequate disclosures have been made in respect thereof.

SCOPE OF WORK OF CROWE (HK) CPA LIMITED

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income, and the related notes thereto for the year ended 31 December 2025 as set out in the preliminary announcement have been agreed by the Group's auditors, Crowe (HK) CPA Limited, to the amounts set out in the Group's audited consolidated financial statements for the Year. The work performed by Crowe (HK) CPA Limited in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Crowe (HK) CPA Limited on the preliminary announcement.

PUBLICATION OF ANNUAL REPORT

This annual results announcement is published on the websites of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>) and the Company (<http://www.sinolifegroup.com>). The annual report of the Company for the year ended 31 December 2025 containing all the information as required by the GEM Listing Rules will be despatched to the shareholders of the Company and made available for review on the same websites in due course.

By Order of the Board
Sino-Life Group Limited
XU Jianchun
Chairman and Executive Director

Hong Kong, 31 March 2026

As at the date hereof, the Board comprises Mr. XU Jianchun and Mr. LIU Tien-Tsai being executive Directors; Mr. Zhu Bing being non-executive director and Mr. CHAI Chung Wai, Dr. YANG Jingjing and Ms. HU Zhaohui being independent non-executive Directors.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at <http://www.hkexnews.hk> for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at <http://www.sinolifegroup.com>.

* *For identification purpose only*