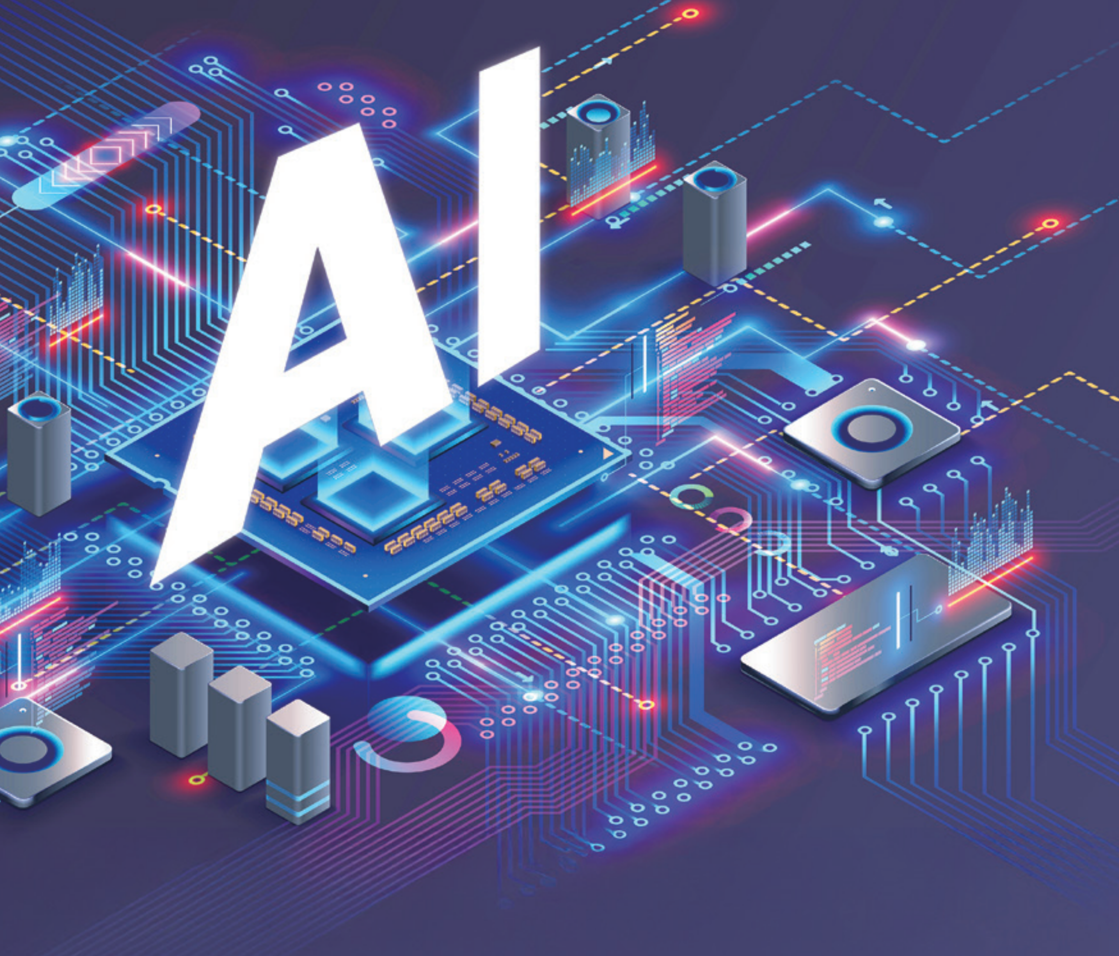
中國信息科技發展有限公司
CHINA INFORMATION TECHNOLOGY DEVELOPMENT LIMITED

(Incorporated in the Cayman Islands with limited liability)
(Stock Code : 8178)

2026
Interim Report



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This report, for which the directors (the "Directors" and each a "Director") of the China Information Technology Development Limited (the "Company"), together with its subsidiaries, (the "Group") collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "GEM Listing Rules") for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.

This report will be available on the Company's website http://www.citd.com.hk and will remain on the "Latest Listed Company Information" page on the Stock Exchange website at http://www.hkexnews.hk for at least 7 days from the date of its posting.

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CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. Wong King Shiu, Daniel
(Chairman and Chief Executive Officer)
Mr. Chu Joshua Allen Kiu Wah
Mr. So Han Meng Julian

NON-EXECUTIVE DIRECTORS

Mr. Li Sai Wing, *MH, JP*
Ms. Leung Kar Ming, *MH*

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wong Hoi Kuen
Mr. Chu Wun Chiu
Ms. Do Do Chan

COMPANY SECRETARY

Ms. Lam Mei Wai Michelle

AUTHORISED REPRESENTATIVES

Mr. Wong King Shiu, Daniel
Ms. Lam Mei Wai Michelle

NOMINATION COMMITTEE

Mr. Wong Hoi Kuen
(Committee Chairman)
Mr. Chu Wun Chiu
Ms. Do Do Chan

REMUNERATION COMMITTEE

Mr. Wong Hoi Kuen
(Committee Chairman)
Mr. Chu Wun Chiu
Ms. Do Do Chan

AUDIT COMMITTEE

Mr. Wong Hoi Kuen
(Committee Chairman)
Mr. Chu Wun Chiu
Ms. Do Do Chan

AUDITOR

CLA Prism Hong Kong Limited
(Former name: Prism Hong Kong Limited)
Certified Public Accountants
Registered Public Accountants
Registered Public Interest Entity
Auditor *(Appointed on 28 June 2024)*

ZHONGHUI ANDA CPA Limited
(Retired at the annual general meeting on 28 June 2024)

LEGAL ADVISOR

Conyers Dill & Pearman

PRINCIPAL BANKERS

The Hongkong and Shanghai Banking Corporation Limited
Public Bank (Hong Kong) Limited
DBS Bank (Hong Kong) Limited

HEAD OFFICE AND PRINCIPAL PLACE OF BUSINESS

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REGISTERED OFFICE

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Cayman Islands

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

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Grand Cayman KY1-1100
Cayman Islands

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor
Services Limited
17M Floor,
Hopewell Centre
183 Queen's Road East, Hong Kong

GEM STOCK CODE

8178

COMPANY WEBSITE

www.citd.com.hk

SUMMARY

- Revenue for the six months ended 30 June 2026 (the "Period") was approximately HK$18,415,000, representing a decrease of 11.7% from the corresponding period in last year (the "Last Period") (2025: approximately HK$20,846,000).

- Loss attributable to owners of the Company for the six months ended 30 June 2026 amounted to approximately HK$17,899,000 (2025: approximately HK$55,625,000). The decrease in loss was mainly attributed to the fair value decrease in investment properties of approximately HK$51,571,000 for the six months ended 30 June 2025.

- Loss per share attributable to owners of the Company for the six months ended 30 June 2026 was approximately HK15.60 cents (2025: approximately HK75.92 cents).

- The Board of Directors (the "Board") does not recommend the payment of an interim dividend for the six months ended 30 June 2026 (2025: Nil).

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

The rapid digital transformation across industries has driven an unprecedented demand for innovative solutions. Seeing a huge potential for growth, during the Period, the Company had continued to focus on technology advancements in cloud computing, Web 3.0 and AI etc in order to meet the evolving needs of our clients. The Company has also conducted a rights issue exercise to raise funds, aimed at strengthening its financial position so that the Group can focus on ongoing business development of the Group.

The Group has been vigilant of the uncertainties and challenges while taking opportunities to cement and expand its AI and other IT businesses with prudent risk management during the Period. The Group has been actively seeking for potential business opportunities and exploring new markets and strived to maintain its financial stability.

Rights Issue on the Basis of Three Rights Shares for Every Eight Existing Shares Held on the Record Date On a Fully Underwritten Basis

On 13 August 2025, the Company proposed to raise, before expenses, not less than approximately HK$35.44 million (assuming no change in the number of Shares in issue on or before the Record Date), by way of the rights issue of issuing up to 27,474,463 rights Shares and not more than approximately HK$38.04 million (assuming no change in the number of Shares in issue, other than as a result of the issue of Shares upon full exercise of the outstanding share options, on or before the Record Date), by way of the Rights Issue of issuing up to 29,489,418 Rights Shares, at the Subscription Price of HK$1.29 per Rights Share, on the basis of three (3) Rights Shares for every eight (8) existing Shares held by the Qualifying Shareholders on the Record Date ("2025 Rights Issue").

Meanwhile, on 13 August 2025, the Company and RaffAello Securities (HK) Limited as the Underwriter (the "Underwriter") entered into the underwriting agreement ("Underwriting Agreement"), whereby, subject to the terms and conditions thereof, in particular the fulfilment of the conditions contained therein, the Underwriter has conditionally agreed to underwrite the underwritten Shares of not less than 27,474,463 Rights Shares (assuming no change in the number of Shares in issue on or before the Record Date) and not more than 29,489,418 Rights Shares (assuming no change in the number of Shares in issue, other than as a result of the issue of Shares upon full exercise of the Outstanding Share Options, on or before the Record Date). The 2025 Rights Issue was fully underwritten by the Underwriter.

Subsequently, on completion of the 2025 Rights Issue which took place on 8 October 2025, 27,474,463 Rights Shares were allotted and issued under valid acceptances of Provisional allotment letters and pursuant to the Underwriting Agreement.

Details of the 2025 Rights Issues are set out in the announcements dated 13 August 2025, 6 October 2025 and 8 October 2025 as well as the prospectus dated 11 September 2025.

The gross proceeds from the 2025 Rights Issue are approximately HK$35.44 million and the net proceeds from the 2025 Rights Issue after deducting the underwriting commission and all other relevant expenses from the 2025 Rights Issue are estimated to be approximately HK$32.05 million.

As at 30 June 2026, the Group used (i) approximately HK$2,369,000 for rental and building management fee and (ii) approximately HK$15,242,000 for salaries; and (iii) HK$1,450,000 for repayment of professional fees and other administrative expenses as intended. The remaining net proceeds were kept in the bank accounts of the Group. The Group expects that the remaining net proceeds to be fully utilized on or before April 2027 as disclosed in the prospectus of 2025 Rights Issue.

Rights Issue on the Basis of One (1) Rights Share for Every Two (2) Existing Shares on a Non-Underwritten Basis and Placing of Placing Shares in Connection with the Rights Issue

On 21 April 2026, the Company proposed to raise up to approximately HK$10.33 million before expenses by way of the issue to the Qualifying Shareholders of a maximum of 57,369,850 Rights Shares (assuming no change in the number of Shares in issue on or before 10 June 2026 (the " Record Date")) at the Subscription Price of HK$0.18 per Rights Share on the basis of one (1) Rights Share for every two (2) existing Shares held by the Qualifying Shareholders on the Record Date.

Meanwhile, on 21 April 2026, the Company and Cheong Lee Securities Limited (the "Placing Agent") entered into the Placing Agreement, pursuant to which the Company has conditionally agreed to appoint the Placing Agent, and the Placing Agent has conditionally agreed to act, as the placing agent of the Company to procure, on a best efforts basis, Placees to subscribe for the Placing Shares at the Placing Price during the 8 July 2026 up to 23 July 2026, on and subject to the terms and conditions set out in the Placing Agreement. The Placing Shares, forming part of the Rights Issue, will be allotted and issued subject to the listing approval of the Stock Exchange (the "Placing").

As at the Record Date, the total number of issued Shares was 114,739,700. The total number of Rights Shares offered under the Rights Issue is 57,369,850 (the "Offered Shares"). The Board announces that as at 4:00 p.m. on Friday, 26 June 2026, being the Latest Time for Acceptance, a total of 7 valid applications and acceptances under the provisional allotment letters had been received for a total of 20,567,458 Rights Shares, representing approximately 35.85% of the Offered Shares available for subscription under the Rights Issue.

The remaining 36,802,392 Unsubscribed Rights Shares, representing approximately 64.15% of the total number of Offered Shares available for subscription under the Rights Issue, will be subject to the Placing.

Subsequently, on 31 July 2026, the Placing Agent had on a best effort basis, procure, not less than 6 independent placees to acquire for 36,800,000 of those Unsubscribed Rights Shares at a price of HK$0.18. A total of 57,367,458 Shares had been allotted, representing 99.99% of the total number of Rights Shares offered under the Rights Issue.

The gross proceeds from the Rights Issue and the Placing was approximately HK$10,326,000. The net proceeds from the Rights Issue after deducting the estimated expenses in relation to the Rights Issue were approximately HK$9.73 million, which are intended to apply approximately 90% of the net proceeds towards repayment of outstanding indebtedness of the Company and approximately 10% of the net proceeds towards settlement of profession fees and other administration expenses.

Details of the above Rights Issue are set out in the announcements dated 21 April 2026, 12 May 2026, 15 May 2026, 7 July 2026, 30 July and 7 August 2026; circular dated 15 May 2026 and prospectus dated 11 June 2026.

Macro Systems

During the Period, Macro Systems Limited allied with various top-class industry elites to continuously promote enterprise market's digital transformation in Hong Kong. Macro Systems was the "Nutanix Enrolled Partner" in the Nutanix Partner Program. Besides, Macro Systems has been the "Certified Partner" in Sangfor Technology Channel Partner, IBM PartnerWorld Program "Registered Partner" and Lenovo "Gold Partner". These awards and partnerships issued by various world-class partners are solid affirmation of our high quality services. Awarded by ISO 27001 & ISO 20000, our technical talents in Asia and North America are committed to serving all clients with high quality, professional, and reliable solution continuously and always.

Meanwhile, we continued to utilise our scenario driven business agility zone at our experience centre in Tsimshatsui to allow our customers to experience the business transformation we bring with secured intelligence and technology. It allows clients to have a first-hand experience of smart office with high speed connection at any location. Not only does it help business to be performed in a seamless and agile way from office to anywhere by virtual workspace, it helps business to save energy and improve environment. We believe the experience zone can successfully strengthen our clients' confidence in deploying virtual workspace solution and facilitate the related business project progress.

During the Period, Macro Systems recorded a revenue of approximately HK$11,663,000, representing a decrease of 1.02% as compared to the revenue of approximately HK$11,783,000 during the corresponding period of 2025. The business of Macro Systems was stable compared to the last period.

DataCube

During the Period, DataCube Research Centre Limited ("DataCube"), continued to use advanced artificial intelligence technology to develop a sophisticated algorithm capable of collecting real-time vibration frequency data from train bogies and cooperated with a public transportation company. It effectively predicts abnormal conditions, thereby improving monitoring and maintenance efficiency. Meanwhile, it has also continued to promote data modelling and big data analysis, as well as developing related technologies to expedite the adoption and drive the evolution of AI and business intelligence across different industries and regions with its unique advanced core technologies of the AI Book, AI Manager and BI Canvas. As such, DataCube provides the technological platforms and all related resources to drive the development of smart cities in Asia. Currently, the AI Book and BI Canvas developed by DataCube serve clients in the PRC.

The smart logistics and customer relationships management system (the "CRM system"), one of the branches of the AI Booster solution services, is a simplified AI solution targeting small to medium-sized enterprises without AI specialists. It is an end-to-end ecosystem that provides leading-edge solutions for model development, deployment, monitoring and evolution.

According to the data collected by DataCube, the smart logistics and CRM system of the AI Booster solution services help customers of the Group to select the optimal transportation by providing real-time information sharing so that on-time delivery can be achieved. It can also monitor exceptional changes of the business while providing more personalised recommendation to the customers. The algorithms and data management technologies used in the AI Book and BI Canvas can create synergy for the development of AI Booster and the smart logistics and CRM system, allowing the Group to seamlessly streamline its entire data process and leverage cutting-edge AI technologies. Therefore, the Company has been injecting resources in research and development on its AI technology in the smart logistics and CRM system to transform enormously complex data with automated machine learning platforms and augmented analytics into useful insights which enables the Group to provide timely services to its customers. The system shall also provide automated sales and customer service interactions and other logistics management services.

During the Period, DataCube contributed a revenue of approximately HK$3,736,000 representing an increase of 68.74% as compared to the revenue of approximately HK$2,214,000 during the corresponding period of 2025.

Popsible

Popsible Limited ("Popsible") is a service provider that specializes in the areas of cloud technology and digital marketing. It provides information technology services in relation to a cloud-based solution for customer loyalty management and data analysis. Popsible also prioritizes charitable fundraising and NFT care initiatives related to environmental, social, and corporate governance, benefiting various charity organizations.

During the Period, Popsible contributed a revenue of approximately HK$2,269,000, representing an increase of 295.30% as compared to the revenue of approximately HK$574,000 during the corresponding period of 2025.

FUTURE PROSPECT

Looking ahead, the business environment is expected to remain challenging, shaped by heightened geopolitical complexities and rapid technological shifts. Against this backdrop, the Group remains confident in the demand for digital transformation, bolstered by continuous commitments from the governments of Hong Kong and Mainland China to foster innovation and technological advancement across the information technology sector.

Subsequent to the Period, completion of the rights issue in July 2026 has fortified our capital structure, alleviated the financial burden and allowing the Group with financial flexibility to navigate market volatilities. Building on our core strengths in system integration, cloud services, and IT infrastructure solutions, the Group will actively seek to refine its product offerings to ensure high market relevance and competitive advantage. Meanwhile, we are committed to exploring the integration of AI and big data applications into our operations to drive superior cost efficiency, optimize asset utilization, and consistently create sustainable long-term value for our shareholders.

The Group will also proactively explore new opportunities in Hong Kong and China as well as new markets like UAE to expand its customer base and market share which will boost value to its shareholders. The Group remains dedicated to preserving a healthy liquidity position while pursuing high-potential investments that reinforce its long-term goal for sustainable business growth.

Employees

The total number of full-time employees hired by the Group maintained at 61 as of 30 June 2026 (2025: 61 employees). Total expenses on employee benefits amounted to approximately HK$9,962,000 for the six months ended 30 June 2026 (2025: approximately HK$10,704,000). The management believes the salaries offered by the Group to its employees are competitive.

Financial review

For the six months ended 30 June 2026, the Group recorded a revenue of approximately HK$18,415,000, a decrease of 11.7% from approximately HK$20,846,000 for the corresponding period of last year. The decrease was mainly due to the dispute between the Group and the tenant of the Group's properties in China. Hence, no rental income was recognised during the Period. Details of which is set out in the section "Material Litigation and Arbitration" of this report.

The Group had a total cost of sales and services of approximately HK$14,190,000 for the first half of year 2026, an increase of 56.3% compared with approximately HK$9,079,000 for the same period of 2025. The increase is mainly due to the increase in number of trading projects and the increase in cost for servers and networking hardware during the Period.

The gross profit of the Group for the first half of year 2026 was approximately HK$4,225,000, a decrease of 64.1% from approximately HK$11,767,000 for the corresponding period of last year. The decrease is mainly due to no rental income was generated during the period whereas the rental income in the last period was approximately HK$5,775,000.

Selling and distribution expenses for the Period were approximately HK$4,450,000, an increase of HK$4,082,000 from approximately HK$368,000 for the corresponding period of last year. The increase was due to the research and development expenses for enhancing cloud computing platform and cloud hosting services.

Administrative expenses for the Period were approximately HK$18,924,000, an increase of 25.18% as compared to approximately HK$15,117,000 for the corresponding period of last year. The increase is mainly due to the increase in legal and professional fees for the Period.

For the six months ended 30 June 2025, the fair value of investment properties decreased by approximately HK$51,571,000.

The Group's loss attributable to owners of the Company was approximately HK$17,899,000 for the six months ended 30 June 2026 (2025: approximately HK$55,625,000).

Financial position

As at 30 June 2026, the Group had cash and bank balances of approximately HK$10,904,000 (31 December 2025: approximately HK$14,933,000).

As at 30 June 2026, the Group's total borrowings amounted approximately HK$65,053,000 (31 December 2025: approximately HK$60,906,000). The gearing ratio (calculated as total borrowings over total equity) of the Group was 0.42 (31 December 2025: 0.36).

As the Group carried out a major portion of its operations in the PRC and Hong Kong and substantially all of its business transactions, assets and liabilities are denominated in either Renminbi or Hong Kong dollars, the foreign exchange risk of the Group was considered minimal thus no hedging activities were conducted.

Going concern

The Directors are aware that the net current liabilities and loss for the Period. More information is set out in note 1 to the Condensed Consolidated Interim Financial Statements.

Capital expenditure

The Group incurred a capital expenditure of HK$32,000 (31 December 2025: approximately HK$43,000) for addition of property, plant and equipment.

Contingent liabilities

The Group did not have any significant contingent liabilities as at 30 June 2026 and 31 December 2025 respectively.

Capital commitment

The Group did not have any material capital commitments as at 30 June 2026 and 31 December 2025.

The Board announces the unaudited results of the Company and its subsidiaries for the six months ended 30 June 2026, together with the unaudited comparative figures for the corresponding period of 2025, as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

		Six months ended 30 June	
		2026	2025
		(Unaudited)	(Unaudited)
	Notes	**HK$'000**	HK$'000
Revenue	*4*	**18,415**	20,846
Cost of sales and services		**(14,190)**	(9,079)
Gross profit		**4,225**	11,767
Other income and gains	*4*	**76**	490
Selling and distribution expenses		**(4,450)**	(368)
Administrative expenses		**(18,924)**	(15,117)
Change in fair value of investment properties		**–**	(51,571)
Fair value loss on investments at fair value through profit or loss		**–**	(102)
Finance costs	*5*	**(1,082)**	(1,108)
LOSS BEFORE TAX	*6*	**(20,155)**	(56,009)
Income tax credit	*7*	**71**	67
LOSS FOR THE PERIOD		**(20,084)**	(55,942)
Attributable to:			
Owners of the Company		**(17,899)**	(55,625)
Non-controlling interests		**(2,185)**	(317)
		(20,084)	(55,942)
Basic and diluted loss per share	*8*	**HK(15.60) cents**	HK(75.92) cents

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
LOSS FOR THE PERIOD	**(20,084)**	(55,942)
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF INCOME TAX		
– Exchange differences on translation of foreign operations	**3,406**	3,527
– Change in fair value of equity investments at fair value through other comprehensive income	**–**	(2,496)
TOTAL COMPREHENSIVE LOSS FOR THE PERIOD	**(16,678)**	(54,911)
Attributable to:		
Owners of the Company	**(14,448)**	(54,552)
Non-controlling interests	**(2,230)**	(359)
	(16,678)	(54,911)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	Notes	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
NON-CURRENT ASSETS			
Investment properties	*10*	**176,515**	169,661
Investments in joint ventures		**–**	–
Property, plant and equipment	*11*	**220**	413
Goodwill		**19,556**	19,556
Right-of-use assets		**2,072**	3,005
Other intangible assets		**391**	824
Deposits	*12*	**561**	561
Deferred tax assets		**6,105**	6,038
Total non-current assets		**205,420**	200,058
CURRENT ASSETS			
Inventories		**677**	182
Trade receivables	*13*	**3,672**	3,180
Prepayments, deposits and other receivables	*12*	**28,499**	33,641
Investments at fair value through profit or loss		**218**	218
Bank and cash balances		**10,904**	14,933
Total current assets		**43,970**	52,154
CURRENT LIABILITIES			
Trade payables	*14*	**5,845**	2,993
Contract liabilities		**3,935**	555
Other payables and accruals	*15*	**17,489**	13,082
Lease liabilities		**917**	1,938
Current tax liabilities		**135**	142
Bank and other loans	*16*	**28,265**	30,495
Total current liabilities		**56,586**	49,205

	Notes	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
NET CURRENT (LIABILITIES)/ASSETS		**(12,616)**	2,949
TOTAL ASSETS LESS CURRENT LIABILITIES		**192,804**	203,007
NON-CURRENT LIABILITIES			
Bonds	*17*	**5,252**	5,101
Bank and other loans	*16*	**31,536**	25,310
Employee benefits obligations		**906**	906
Lease liabilities		**1,205**	1,102
Deferred tax liabilities		**50**	55
Contract liabilities		**73**	73
		39,022	32,547
NET ASSETS		**153,782**	170,460
EQUITY			
Equity attributable to owners of the Company			
Share capital	*18*	**11,474**	11,474
Reserves		**155,903**	170,351
		167,377	181,825
Non-controlling interests		**(13,595)**	(11,365)
TOTAL EQUITY		**153,782**	170,460

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to owners of the Company								
	Share capital (Unaudited) HK$'000	Share premium account (Unaudited) HK$'000	Share-based payment reserve (Unaudited) HK$'000	Foreign currency translation reserve (Unaudited) HK$'000	Retained earnings/ (accumulated losses) (Unaudited) HK$'000	Investment revaluation reserve (Unaudited) HK$'000	Total (Unaudited) HK$'000	Non-controlling interests (Unaudited) HK$'000	Total equity (Unaudited) HK$'000
At 1 January 2025	7,327	192,707	6,373	(18,845)	53,380	14,589	255,531	(10,531)	245,000
Loss for the period	–	–	–	–	(55,625)	–	(55,625)	(317)	(55,942)
Other comprehensive loss									
– Change in fair value of equity investments at fair value through other comprehensive income	–	–	–	–	–	(2,496)	(2,496)	–	(2,496)
– Exchange differences on translation of foreign operations	–	–	–	3,569	–	–	3,569	(42)	3,527
Total comprehensive loss for the period	–	–	–	3,569	(55,625)	(2,496)	(54,552)	(359)	(54,911)
At 30 June 2025	7,327	192,707	6,373	(15,276)	(2,245)	12,093	200,979	(10,890)	190,089
At 1 January 2026	**11,474**	**225,376**	**6,349**	**(14,068)**	**(46,055)**	**(1,251)**	**181,825**	**(11,365)**	**170,460**
Loss for the period	**–**	**–**	**–**	**–**	**(17,899)**	**–**	**(17,899)**	**(2,185)**	**(20,084)**
Other comprehensive loss									
– Exchange differences on translation of foreign operations	**–**	**–**	**–**	**3,451**	**–**	**–**	**3,451**	**(45)**	**3,406**
Total comprehensive loss for the period	**–**	**–**	**–**	**3,451**	**(17,899)**	**–**	**(14,448)**	**(2,230)**	**(16,678)**
Lapsed of share options	**–**	**–**	**(133)**	**–**	**133**	**–**	**–**	**–**	**–**
At 30 June 2026	**11,474**	**225,376**	**6,216**	**(10,617)**	**(63,821)**	**(1,251)**	**167,377**	**(13,595)**	**153,782**

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	For six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
NET CASH USED IN OPERATING ACTIVITIES	**(2,831)**	(3,430)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceed from disposal of property, plant and equipment	**200**	–
Purchase of property, plant and equipment	**(32)**	(16)
Bank interest received	**–**	3
NET CASH GENERATED FROM/(USED IN) INVESTING ACTIVITIES	**168**	(13)
CASH FLOWS FROM FINANCING ACTIVITIES		
Advance from an independent third party	**5,139**	4,786
Bank loan interest paid	**(469)**	(582)
Lease interest paid	**(72)**	(16)
Repayment of lease liabilities	**(1,335)**	(1,154)
Repayment of bank and other borrowings	**(3,418)**	(8,003)
NET CASH USED IN FINANCING ACTIVITIES	**(155)**	(4,969)
NET DECREASE IN CASH AND CASH EQUIVALENTS	**(2,818)**	(8,412)
Cash and cash equivalents at beginning of the period	**14,933**	5,371
Effect of foreign exchange rate changes, net	**(1,211)**	4,594
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	**10,904**	1,553
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS		
Bank and cash balances	**10,904**	1,553

NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. Basis of preparation

These unaudited condensed consolidated interim financial statements for the six months ended 30 June 2026 have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and applicable disclosure requirements of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited.

These unaudited condensed consolidated interim financial statements should be read in conjunction with the annual consolidated financial statements for the year ended 31 December 2025, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs"). The accounting policies and methods of computation used in the preparation of these unaudited condensed interim financial statements are consistent with those used in the annual consolidated financial statements for the year ended 31 December 2025.

Going concern basis

During the Period, the Group incurred a loss of approximately HK$17,899,000 and as at 30 June 2026 the Group had net current liabilities of approximately HK$12,616,000. These conditions indicate the existence of a material uncertainty which may cast significant doubt on the Group's ability to continue as a going concern. Therefore, the Group may be unable to realise its assets and discharge its liabilities in the normal course of business.

Subsequent to the Period, the Company completed the Rights Issue on 31 July 2026. The gross proceeds from the Rights Issue and the Placing was approximately HK$10.3 million. The net proceeds from the Rights Issue after deducting the estimated expenses in relation to the Rights Issue were approximately HK$9.73 million, which are intended to apply approximately 90% of the net proceeds towards repayment of outstanding indebtedness of the Company and approximately 10% of the net proceeds towards settlement of professional fees and other administration expenses.

Meanwhile, the Directors have been undertaking the following plans and measures to improve the Group's liquidity and financial position:

(i) reviewing the business operations of the Group to improve their efficiency;

(ii) seeking other financing resources (including but not limited to issue of shares or obtain other credit facilities) to meet its liabilities and obligations as and when they fall due; and

(iii) actively considering liquidating certain assets to improve working capital.

The unaudited condensed consolidated financial statements do not include any adjustments that would result from the failure of the Group to obtain sufficient future funding. Should the Group be unable to continue to operate as a going concern, adjustments would have to be made to write down the carrying values of the assets of the Group to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and liabilities as current assets and liabilities, respectively.

2. Adoption of new and revised Hong Kong financial reporting standards

In the current period, the Group has adopted all the new and revised HKFRSs issued by the HKICPA that are relevant to its operations and effective for its accounting year beginning on 1 January 2026. HKFRSs comprise Hong Kong Financial Reporting Standards ("HKFRS"); HKAS and Interpretations. The adoption of these new and revised HKFRSs did not result in significant changes to the Group's accounting policies, presentation of the Group's financial statements and amounts reported for the current period and prior period.

The Group has not applied the new HKFRSs that have been issued but are not yet effective. The Group has already commenced an assessment of the impact of these new HKFRSs but is not yet in a position to state whether these new HKFRSs would have a material impact on its results of operations and financial position.

3. Operating segment information

The Group has three reportable segments as follows:

– provision of IT infrastructure solutions and maintenance services ("IT solutions and maintenance");

– securities trading ("securities investments"); and

– rental of properties.

Segment assets exclude other unallocated head office and corporate assets.

Segment liabilities exclude other loans, current tax liabilities and other unallocated head office and corporate liabilities.

The following table presents revenue and loss for the Group's operating segments for the six months ended 30 June 2026 and 2025 respectively.

Reporting segment information

	Six months ended 30 June							
	IT solutions and maintenance		Securities investments		Rental of properties		Total	
	2026	2025	**2026**	2025	**2026**	2025	**2026**	2025
	(Unaudited)	(Unaudited)	**(Unaudited)**	(Unaudited)	**(Unaudited)**	(Unaudited)	**(Unaudited)**	(Unaudited)
	HK$'000	HK$'000	**HK$'000**	HK$'000	**HK$'000**	HK$'000	**HK$'000**	HK$'000
Segment revenue:								
Sales to external customers	**18,415**	15,071	**–**	–	**–**	5,775	**18,415**	20,846
Segment loss	**(13,159)**	(3,256)	**(20)**	(123)	**(241)**	(46,203)	**(13,420)**	(49,582)
Reconciliation:								
Bank interest income							**–**	3
Unallocated gains							**–**	420
Corporate and other unallocated expenses							**(5,653)**	(5,742)
Finance costs							**(1,082)**	(1,108)
Loss before tax							**(20,155)**	(56,009)

	IT solutions and maintenance		Securities investments		Rental of properties		Total	
	30.6.2026	31.12.2025	**30.6.2026**	31.12.2025	**30.6.2026**	31.12.2025	**30.6.2026**	31.12.2025
	(Unaudited)	(Audited)	**(Unaudited)**	(Audited)	**(Unaudited)**	(Audited)	**(Unaudited)**	(Audited)
	HK$'000	HK$'000	**HK$'000**	HK$'000	**HK$'000**	HK$'000	**HK$'000**	HK$'000
Segment assets	**39,821**	39,761	**288**	291	**176,570**	169,731	**216,679**	209,783
Reconciliation:								
Corporate and other unallocated assets							**32,711**	42,429
Total assets							**249,390**	252,212
Segment liabilities	**(27,235)**	(20,016)	**–**	–	**(50,940)**	(47,925)	**(78,175)**	(67,941)
Reconciliation:								
Corporate and other unallocated liabilities							**(17,433)**	(13,811)
Total liabilities							**(95,608)**	(81,752)

Geographical information

	Revenue	
	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
Hong Kong	**18,415**	14,972
PRC except Hong Kong	**–**	5,874
Consolidated total	**18,415**	20,846

In preparing the geographical information, revenue is based on the locations of the customers.

4. Revenue, other income and gains

An analysis of revenue, other income and gains from operations is as follows:

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
Revenue		
Sale of computer hardware and software	**13,932**	7,567
Provision of technical support and maintenance services	**4,483**	7,504
Revenue from contracts with customers	**18,415**	15,071
Rental income	**–**	5,775
	18,415	20,846
Disaggregation of revenue from contracts with customers:		
Geographical markets		
Hong Kong	**18,415**	14,972
PRC except Hong Kong	**–**	99
	18,415	15,071
Major products/services		
Sale of computer hardware and software	**13,932**	7,567
Provision of technical support and maintenance services	**4,483**	7,504
Total	**18,415**	15,071
Timing of revenue recognition		
At a point in time	**13,932**	7,567
Over time	**4,483**	7,504
Total	**18,415**	15,071
Other income and gains		
Other interest income	**–**	3
Others	**76**	487
	76	490

5. Finance costs

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
Interest on bank loan	**469**	582
Interest on other loans	**390**	368
Interest on bonds	**151**	142
Lease interest	**72**	16
	1,082	1,108

6. Loss before tax

Loss before tax was arrived at after charging the following:

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
Amortisation of other intangible assets	**433**	432
Depreciation on property, plant and equipment	**48**	93
Depreciation on right-of-use assets	**1,276**	1,112
Directors' remuneration	**1,012**	1,190
Research and development expenses	**4,080**	–

7. Income tax credit

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
Deferred tax credit	**71**	67

No provision for Hong Kong Profits Tax has been made for the six months ended 30 June 2026 as the Group has accumulated tax losses brought forward from previous year (2025: Nil).

No provision of the PRC corporate income tax has been made for the six months ended 30 June 2026 as the Group did not generate any assessable profits in the PRC during the period (2025: Nil).

8. Loss per share

The calculation of the loss per share attributable to the owners of the Company is based on the following data:

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
	HK$'000	HK$'000
Loss for the period attributable to owners of the Company	**(17,899)**	(55,625)

	Six months ended 30 June	
	2026	2025
	(Unaudited)	(Unaudited)
Weighted average number of ordinary shares for basic and diluted loss per share	**114,739,700**	73,265,237

For the six months ended 30 June 2026 and 2025, diluted loss per share is the same as the basic loss per share as the computation of diluted loss per share does not assume the exercise of the Company's share options since their exercise would result in an anti-dilutive effect on loss per share during the six months ended 30 June 2026 and 2025.

9. Interim dividend

The Board does not recommend the payment of any interim dividend for the six months ended 30 June 2026 (2025: Nil).

10. Investment properties

	(Unaudited) **HK$'000**
Valuation	
At 1 January 2026	169,661
Exchange differences	6,854
At 30 June 2026	176,515

At 30 June 2026, the carrying amount of investment properties pledged as security for the Group's bank loans amounted to approximately HK$28,265,000 (31 December 2025: approximately HK$30,495,000).

11. Additions in property, plant and equipment

During the six months ended 30 June 2026, the Group spent approximately HK$32,000 (30 June 2025: HK$16,000) for additions of property, plant and equipment.

12. Prepayments, deposits and other receivables

	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
Prepayments	**1,223**	669
Consideration receivables from disposal of subsidiaries	**26,792**	32,587
Deposits and other receivables	**1,269**	1,170
	29,284	34,426
Less: Allowance for credit losses	**(224)**	(224)
	29,060	34,202
Less: Deposits and prepayment classified as non-current assets	**(561)**	(561)
	28,499	33,641

The movement in the loss allowance for impairment of deposit and other receivables is set out below:

	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
At the beginning	**224**	224
Impairment loss recognised	**–**	–
At the end	**224**	224

13. Trade receivables

An aging analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of impairment, is as follows:

	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
Within 1 month	**896**	1,512
1 to 2 months	**830**	545
2 to 3 months	**372**	18
Over 3 months	**1,574**	1,105
	3,672	3,180

The Group has granted credit terms to its customers ranging from 30 to 90 days. In certain cases, the Group would request payment in advance from the customers. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest bearing.

14. Trade payables

An aging analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
Within 1 month	**3,391**	536
1 to 2 months	**1,440**	650
2 to 3 months	**199**	706
Over 3 months	**815**	1,101
	5,845	2,993

15. Other payables and accruals

	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
Accruals	**8,688**	4,193
Other payables	**5,099**	6,453
Deposit received	**–**	1,752
Receipt in advance for rights issue	**3,702**	–
VAT payables	**–**	684
	17,489	13,082

16. Bank and other loans

	Notes	**As at 30 June 2026 (Unaudited) HK$'000**	As at 31 December 2025 (Audited) HK$'000
Bank loan:			
Mortgage loans	*(i)*	**28,265**	30,495
Other loans:			
Loans from independent third parties	*(ii)*	**31,536**	25,310
		59,801	55,805
Analysed as:			
Non-current liabilities		**31,536**	25,310
Current liabilities		**28,265**	30,495
		59,801	55,805

Notes:

(i) *As at 30 June 2026, mortgage loan of approximately HK$28,265,000 (31 December 2025: HK$30,495,000) has a term of 8 years until March 2030 with a repayable on demand clause exercisable by a bank. The average interest rate was 3.75%. The mortgage loan is secured by a charge over the Group's investment properties and corporate guarantee by the Company.*

(ii) *As at 30 June 2026, loan from an independent third party amounted to approximately HK$3,461,000 (31 December 2025: approximately HK$3,327,000) is interest bearing at 15% per annum, unsecured and repayable on 28 July 2027.*

As at 30 June 2026, loan from an independent third party amounted to approximately HK$519,000 (31 December 2025: approximately HK$499,000) is interest bearing at 13.8% per annum, unsecured and repayable on 31 July 2028.

As at 30 June 2026, loan from an independent third party amounted to approximately HK$288,000 (31 December 2025: approximately HK$277,000) is interest bearing at 13.8% per annum, unsecured and repayable on 19 September 2028.

As at 30 June 2026, loan from an independent third party amounted to approximately HK$1,154,000 (31 December 2025: approximately HK$1,109,000) is interest bearing at 13.8% per annum, unsecured and repayable on 18 December 2028.

As at 30 June 2026, loan from an independent third party amounted to approximately HK$12,039,000 (31 December 2025: approximately HK$7,567,000) is interest free, unsecured and repayable on 1 January 2028.

As at 30 June 2026, loan from an independent third party amounted to approximately HK$9,587,000 (31 December 2025: approximately HK$8,217,000) is interest free, unsecured and repayable on 1 January 2028.

As at 30 June 2026, loan from an independent third party amounted to approximately HK$4,488,000 (31 December 2025: approximately HK$4,314,000) is interest free, unsecured and repayable on 1 January 2028.

17. Bonds

	As at 30 June 2026 (Unaudited) HK$'000	As at 31 December 2025 (Audited) HK$'000
Non-current		
Bonds	**5,252**	5,101

The Group announced a completion of the zero coupon bond issuance on 12 July 2023. The total amount of the bonds is HK$100 million. The bonds will be documented using Distributed Ledger Technology (in place of paper) and will be implemented using Digital Ownership Token standard.

Bonds with HK$24.75 million has been purchased by a third party, with approximately 66.66% discount on face value. The Group received approximately HK$8,252,000 from the bond subscription. The bonds are offered at a discount with an effective yield to maturity of 3.73% per annum, and shall mature on 27 June 2053.

The initial fair value of the bonds is approximately HK$4,426,000.

18. Share capital

	Number of shares	Amount
		(Unaudited)
		HK$'000
Authorised:		
Ordinary shares of HK$0.1 each at 31 December 2025 and 30 June 2026	12,000,000,000	1,200,000
Issued and fully paid:		
Ordinary shares of HK$0.1 each		
At 31 December 2025 and 30 June 2026	114,739,700	11,474

19. Fair value measurements

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. The following disclosures of fair value measurements use a fair value hierarchy that categorises into three levels the inputs to valuation techniques used to measure fair value:

Level 1 inputs: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2 inputs: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3 inputs: unobservable inputs for the asset or liability.

The Group's policy is to recognise transfers into and transfers out of any of the three levels as of the date of the event or change in circumstances that caused the transfer.

(a) Disclosures of level in fair value hierarchy:

Description		Fair value measurements as at 30 June 2026 using:		
	Level 1 (Unaudited) HK$'000	**Level 2 (Unaudited) HK$'000**	**Level 3 (Unaudited) HK$'000**	**Total (Unaudited) HK$'000**
Recurring fair value measurements:				
Investments at fair value through profit or loss				
Equity securities				
– listed outside Hong Kong	**218**	**–**	**–**	**218**
Investment properties				
Commercial – PRC	**–**	**–**	**176,515**	**176,515**
Total recurring fair value measurement	**218**	**–**	**176,515**	**176,733**

Description		Fair value measurements as at 31 December 2025 using:		
	Level 1 (Audited) HK$'000	Level 2 (Audited) HK$'000	Level 3 (Audited) HK$'000	Total (Audited) HK$'000
Recurring fair value measurements:				
Investments at fair value through profit or loss				
Equity securities				
– listed outside Hong Kong	218	–	–	218
Investment properties				
Commercial – PRC	–	–	169,661	169,661
Total recurring fair value measurement	218	–	169,661	169,879

(b) **Reconciliation of assets measured at fair value based on level 3:**

At 30 June 2026

Description	**Investment properties (Unaudited) HK$'000**
At 1 January 2026	**169,661**
Exchange realignment	**6,854**
At 30 June 2026	**176,515**

At 31 December 2025

Description	Investment properties (Audited) HK$'000
At 1 January 2025	216,035
Total losses recognised in	
– consolidated profit or loss	(54,225)
Exchange realignment	7,851
At 31 December 2025	169,661

(c) **Disclosure of valuation process used by the Group and valuation techniques and inputs used in fair value measurements:**

The Group's chief financial officer is responsible for the fair value measurements of assets and liabilities required for financial reporting purposes, including level 3 fair value measurements. The chief financial officer reports directly to the Board of Directors for these fair value measurements. Discussions of valuation processes and results are held between the financial controller and the Board of Directors at least twice a year.

For level 3 fair value measurements, the Group will normally engage external valuation experts with the recognised professional qualifications and recent experience to perform the valuations.

As at 30 June 2026

Description	Valuation technique	Unobservable inputs	Range	Effect on fair value for increase of inputs	Fair value (Unaudited) HK$'000
Investment properties	Direct income approach	Monthly rental income	RMB84-132 per square meter	Increase	176,515
		Monthly market rent	RMB87 per square meter	Increase	
		Term yield rate	7.25%	Decrease	
		Reversionary yield rate	7.5%	Decrease	

As at 31 December 2025

Description	Valuation technique	Unobservable inputs	Range	Effect on fair value for increase of inputs	Fair value (Audited) HK$'000
Investment properties	Direct income approach	Monthly rental income	RMB84-132 per square meter	Increase	169,661
		Monthly market rent	RMB87 per square meter	Increase	
		Term yield rate	7.25%	Decrease	
		Reversionary yield rate	7.5%	Decrease	

20. Share option scheme

The Company adopted a share option scheme with effect from 2 August 2012 (the "2012 Share Option Scheme") and a new share option with effect from 15 May 2023 (the "2023 Share Option Scheme", together with 2012 Share Option Scheme, the "Schemes") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Schemes include the Company's executive and non-executive directors, full-time employees of the Group, advisers and consultants of the Group. The 2012 Share Option Scheme was expired on 1 August 2022. The 2023 Share Option Scheme became effective on 15 May 2023 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date. Upon expiry of the Schemes, the options granted under the Schemes remain valid until they expire. Further details of the term and validity of the options are set out below.

The maximum number of shares which may be issued upon exercise of all options granted and yet to be granted under the Schemes is currently limited to 30% of the shares of the Company in issue at any time. The total number of shares issued and to be issued upon exercise of the options granted and to be granted to each eligible participant in the Schemes in any 12-month period up to the date of the grant is limited to 1% of the aggregate number of issued shares of the Company at any time. Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

Share options granted to a director, chief executive or substantial shareholder of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of the grant) in excess of HK$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 21 days from the date of offer, upon payment of a nominal consideration of HK$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors at their discretion, and commences on the date upon which the options are deemed to be granted and accepted.

The exercise price of share options is determinable by the directors, but may not be less than the higher of (i) the Stock Exchange closing price of the Company's shares on the date of offer of the share options; and (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of offer.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings. Details of the specific categories of options are as follows:

Date of grant	**Vesting period**	**Exercise period**	**Exercise price** HK$
13 May 2021	13 May 2021	13 May 2021 – 12 May 2031	1.902*
16 June 2022	16 June 2022	16 June 2022 – 15 June 2032	1.216*
10 August 2023	10 August 2024	10 August 2024 – 9 August 2033	2.970*

* as adjusted

For options granted on 13 May 2021, 16 June 2022 and 10 August 2023, if the options remain unexercised after a period of 10 years from the date of grant, the options expire. Options are forfeited if the employee leaves the Group.

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

	As at 30 June 2026		As at 30 June 2025	
	Number of share options	**Weighted average exercise price HK$**	Number of share options	Weighted average exercise price HK$
Outstanding at the beginning of the period	**6,147,679**	**2.03**	5,373,213	2.33
Lapsed during the period	**(116,908)**	**2.32**	–	–
Outstanding at the end of the period	**6,030,771**	**2.03**	5,373,213	2.33

The estimated fair values of the options granted on 13 May 2021, 16 June 2022 and 10 August 2023 are approximately HK$2,992,000, HK$1,172,000 and HK$2,695,000 respectively.

At the date of approval of these condensed consolidated interim financial statements, the number of share options permitted to be granted under the Schemes was 4,608,523 (2025: 4,608,523), representing 4.02% (2025: 4.02%) of the Company's shares in issue as at that day.

These fair values were calculated using Binomial pricing model. The inputs into the model are as follows:

	10 August 2023	16 June 2022	13 May 2021
Share price at the date of grant	**HK$3.23**	HK$0.14	HK$0.245
Exercise price	**HK$3.42**	HK$0.14	HK$0.245
Expected volatility	**76.59%**	65.11%	68.33%
Expected life	**10 years**	10 years	10 years
Risk free rate	**3.356%**	3.23%	1.2%
Expected dividend yield	**0%**	0%	0%
Expected Early Exercise Multiple	**2.2/2.8**	2.2	2.2

Expected volatility was determined by calculating the historical volatility of the Company's share price over the previous 10 years.

Share options granted to consultants were incentives for helping the Group expand its business network, acquire and explore new business projects and opportunities. The fair value of such benefit could not be estimated reliably and as a result, the fair value is measured by reference to the fair value of share options granted.

21. Contingent liabilities

As at 30 June 2026, the Group did not have any significant contingent liabilities (31 December 2025: Nil).

22. Approval of the condensed consolidated interim financial statements

These condensed consolidated interim financial statements were approved and authorised for issue by the Board on 27 August 2026.

GENERAL INFORMATION

Directors' service contracts

At 30 June 2026, none of the Directors had any existing or proposed service contract with the Company which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

Directors' interests in contracts

None of the Directors had a material interest, either directly or indirectly, in any contract of significance to the business of the Group to which the Company, or any of its subsidiaries or fellow subsidiaries was a party during the six months ended 30 June 2026.

Directors' interests and short positions in shares and underlying shares and debentures

At 30 June 2026, the interests and short positions of the Directors in the share capital, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")), as recorded in the register required to be kept by the Company pursuant to section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix C3 to the Listing Rules were as follows:

Long positions in ordinary shares of the Company:

		Nature of Interest		
Name of Directors	**Capacity**	**Registered Shareholder**	**Underlying Interest**	**Percentage of the Company's issued share capital** *(approximately) (Note a)*
Executive Director				
WONG King Shiu, Daniel	Beneficial owner	669,550	–	0.58%
		–	708,113 *(Note b)*	0.62%
Non-Executive Director				
LI Sai Wing, *MH, JP*	Beneficial owner	–	230,303 *(Note c)*	0.20%
Independent Non-Executive Director				
WONG Hoi Kuen	Beneficial owner	–	39,145 *(Note d)*	0.03%

Notes:

(a) *The percentage is calculated based on the total number of ordinary shares of the Company in issue as at 30 June 2026, which was 114,739,700 Shares.*

(b) *Mr. Wong King Shiu, Daniel was granted a total of 3,430,000 share options (prior to consolidation of the shares of the Company on the basis of 10 existing shares into 1 consolidated share and completion of rights issue on the basis of three rights shares for every eight existing shares on 8 October 2025).*

(c) *Mr. Li Sai Wing, MH, JP was granted 200,000 share options (prior to completion of rights issue on the basis of three rights shares for every eight existing shares on 8 October 2025).*

(d) *Mr. Wong Hoi Kuen was granted 340,000 share options (prior to consolidation of the shares of the Company on the basis of 10 existing shares into 1 consolidated share and completion of rights issue on the basis of three rights shares for every eight existing shares on 8 October 2025).*

Save as disclosed above and in the section headed "Share Options Scheme", as at 30 June 2026, none of the Directors or chief executive had registered an interest or a short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to Divisions 7 and 8 of Part XV of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Directors' rights to acquire shares or debentures

Save as disclosed in the section "Directors' interests and short positions in shares and underlying shares and debentures" and "Share Options Scheme", at no time during the six months ended 30 June 2026, were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Director or their respective spouses or children under 18 years of age, or were any such rights exercised by them; or was the Company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors to acquire such rights in any other body corporate.

SHARE OPTION SCHEME

2012 Share Option Scheme

The Company has adopted a share option scheme with effect from 2 August 2012 pursuant to an ordinary resolution passed by the Shareholders (the "2012 Share Option Scheme"). On 13 May 2021, the Company granted a total of 23,900,000 share options with rights to subscribe for 23,900,000 shares of the Company and further granted a total of 16,360,000 share options on 16 June 2022 with rights to subscribe for 16,360,000 shares of the Company.

Purpose of the 2012 Share option scheme

The purpose of the 2012 Share Option Scheme is to enable the Company to grant share options to selected eligible participants as incentives or rewards for their contribution or potential contribution to the Group. The 2012 Share Option Scheme provides the participants with the opportunity to acquire proprietary interests in the Company and will encourage such participants to work towards enhancing the value of the Company and the Shares for the benefit of the Company and the Shareholders as a whole.

Participants of the 2012 Share Option Scheme

The 2012 Share Option Scheme also attracts and retains the best available personnel and to provide additional incentive to an employee, director (including executive director, non-executive director or independent non-executive director), consultant, professional adviser, customer, business partner, joint venture partner, strategic partner or any supplier or provider of goods or services to, the Group, and any trustee(s) of a discretionary trust of which one or more beneficiaries belong to any of the abovementioned category(ies) of persons.

There is no performance target attached to the options granted.

The basis of eligibility of any participant to the grant of any share option shall be determined by the Board from time to time on the basis of their contribution or potential contribution to the development and growth of the Group. The Board may, at its absolute discretion and on such terms as it may think fit and in accordance with the rules of the 2012 Share Option Scheme, grant share options under the 2012 Share Option Scheme to the eligible participants.

Total number of shares available for issue

The 2012 Share Option Scheme has expired on 1 August 2022 and no more share options may be granted under the 2012 Share Option Scheme during the Period. The outstanding share options under the 2012 Share Option Scheme would continue to be exercisable. 4,305,802 share options* were outstanding and so a total of 4,305,802 shares were available for issue, which represented 3.75% of the issued Shares (excluding treasury shares) as at 30 June 2026.

The scheme mandate limit of the 2012 Share Option Scheme was refreshed by way of ordinary resolution in the EGM held on 5 November 2021. Prior to the expiry of the 2012 Share Option Scheme, the Company was able to grant 34,314,132 share options* under the 2012 Share Option Scheme under the refreshed mandate limit, being 10% of the total number of shares in issue (excluding treasury shares) on 5 November 2021.

Subsequent to the Period, the number and exercise price of the share options were further adjusted accordingly upon completion of rights issue on the basis of one rights share for every two existing shares on 31 July 2026 and 144,130 share options granted has been lapsed.

As at the date of this report, 4,260,569 share options (adjusted as a result of rights issue with effect from 31 July 2026) are outstanding and so a total of 4,260,569 shares are available for issue, which represents 2.48% of the issued Shares (excluding treasury shares).

* *as adjusted as a result of rights issue with effect from 8 October 2025.*

Maximum entitlement of each participant under the 2012 Share Option Scheme

The total number of Shares issued and which may fall to be issued upon exercise of the share options granted under the 2012 Share Option Scheme and any other share option schemes of the Company (including both exercised and outstanding share options) to each participant in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue as at the date of grant. Any further grant of share options in excess of this 1% limit shall be subject to the issuance of circular by the Company to seek the approval of the Shareholders in general meeting and/or subject to other requirements prescribed under the GEM Listing Rules.

Period within which the option may be exercised by the grantee

The Company granted share options under the 2012 Share Option Scheme in 13 May 2021 and 16 June 2022. The exercise period for the respective share options granted was 10 years from the date of grant, from 13 May 2021 to 12 May 2031 and 16 June 2022 to 15 June 2032.

Vesting period of options granted

There is no vesting period with the share options granted on 13 May 2021 and 16 June 2022.

The amount payable on acceptance of options

Upon acceptance of the Option, the grantee shall pay HK$1.00 to the Company by way of consideration for the grant.

Basis of determining the exercise price of options

The subscription price of a Share in respect of any particular share option granted under the 2012 Share Option Scheme shall be such price as the Board in its absolute discretion shall determine, save that such price will not be less than the highest of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheets on the date of grant, which must be a day on which the Stock Exchange is open for the business of dealing in securities; (ii) the average of the official closing prices of the Shares as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant; and (iii) the nominal value of a Share.

Remaining life of the 2012 Share Option Scheme

The 2012 Share Option Scheme was valid and effective for a period of ten years from 2 August 2012 until its expiry on 1 August 2022. The outstanding share options granted under the 2012 Share Option Scheme remain valid until its expiry, being 10 years from the date of grant and being 12 May 2031 in respect of the share options granted in May 2021 and on 15 June 2032 in respect of the share options granted in June 2022.

During the Period, movements of the options which have been granted under the 2012 Share Option Scheme are set out below:

Name	Title	Exercise price *(HK$)*	Date of Grant	Vesting period	Exercise Period	Number of share options: Balance as at 1 January 2026	Granted	Lapsed	Cancelled	Exercised	Outstanding as at 30 June 2026
SUBSTANTIAL SHAREHOLDER											
ZHANG Rong	Substantial Shareholder	1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	29,626	—	—	—	—	29,626
	Sub-total:					**29,626**	**–**	**–**	**–**	**–**	**29,626**
DIRECTORS											
WONG King Shiu, Daniel	Executive Director ("ED"), Chairman and Chief Executive Officer	1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	394,901	—	—	—	—	394,901
WONG Hoi Kuen	Independent non-executive Director ("INED")	1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	39,145	—	—	—	—	39,145
FORMER DIRECTOR											
CHANG Ki Sum Clark (Retired on 28 June 2024)	ED	1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	307,860	—	—	—	—	307,860
		1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	84,046	—	—	—	—	84,046
	Sub-total:					**825,952**	**–**	**–**	**–**	**–**	**825,952**
EMPLOYEES											
Batch A[1]		1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	270,497	—	—	—	—	270,497
Batch B[1]		1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	212,541	—	(70,847)	—	—	141,694
Batch C[1]		1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	1,434,963	—	—	—	—	1,434,963
Batch D[1]		1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	132,401	—	—	—	—	132,401
Batch E[1]		1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	414,474	—	—	—	—	414,474

Name	Title	Exercise price (HK$)	Date of Grant	Vesting period	Exercise Period	Number of share options: Balance as at 1 January 2026	Granted	Lapsed	Cancelled	Exercised	Outstanding as at 30 June 2026
Batch F[1]		1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	394,901	—	—	—	—	394,901
	Sub-total:					**2,859,777**	**–**	**(70,847)**	**–**	**–**	**2,788,930**
CONSULTANTS											
WEI Qi	AI consultant	1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	273,081	—	—	—	—	273,081
WEI Guokang	Data center construction Consultant	1.902	13/5/2021	N/A	13 May 2021 to 12 May 2031	273,081	—	—	—	—	273,081
HUANG Jiehuan	Consultant (Algorithm)	1.216	16/6/2022	N/A	16 June 2022 to 15 June 2032	115,132	—	—	—	—	115,132
	Sub-total:					**661,294**	**–**	**–**	**–**	**–**	**661,294**
	TOTAL:					**4,376,649**	**–**	**(70,847)**	**–**	**–**	**4,305,802**

Note 1:

Batch	Number of Options Granted to each employee	Number of Employees
A	0 to 50,000	18 (7 of the 18 employees resigned and the options granted have been lapsed)
B	50,001 to 100,000	4 (2 of the 4 employees resigned and the options granted have been lapsed)
C	200,001 to 350,000	5
D	0 to 50,000	9 (4 of the 9 employees resigned and the options granted have been lapsed)
E	50,001 to 150,000	7 (1 of the 7 employees was a grantee of Batch A and 2 of the 7 employees resigned and the options granted have been lapsed)
F	150,001 to 400,000	1

Note 2:

The number of outstanding share options and the exercise price were adjusted accordingly upon completion of rights issue on the basis of one rights share for every two existing shares on 11 April 2022 and completion of share consolidation of every ten issued and unissued existing shares be consolidated into one consolidated share on 5 December 2022. They were also adjusted accordingly upon completion of rights issue on the basis of three Rights Shares for every eight existing shares on 8 October 2025.

Note 3:

The options have an exercise period of ten years from date of grant. They do not have any vesting period nor performance target.

Note 4:

The closing price of the shares immediately before the date on which the share options were granted (i.e. 16 June 2022) was HK$0.140 (prior to completion of the share consolidation mentioned in Note 2 above).

2023 Share Option Scheme

The Company has adopted the 2023 Share Option Scheme with effect from 15 May 2023 (the "Adoption Date") pursuant to an ordinary resolution passed by the Shareholders. The Company is entitled to offer 6,176,523 share options under the scheme mandate and 617,652 share options under the service provider sublimit upon the adoption of the share option scheme. As at the date of this report, 1,771,030* share options have been granted under the 2023 Share Option Scheme.

Purpose and Participants of the 2023 Share Option Scheme

The purpose of the 2023 Share Option Scheme is to enable the Board to grant share options to (i) director(s) and employee(s) of the Company or any of its subsidiaries; (ii) directors and employees of holding companies, fellow subsidiaries or associate companies of the Company; and (iii) person(s) who provide services to the Group on a continuing and recurring basis in its ordinary and usual course of business which are in the interests of the long-term growth of the Group such as advisers, consultants, distributors, contractors, suppliers, agents and service providers of any subsidiary of the Group ("Service Providers" and collectively referred as the "Eligible Participants") as incentives or rewards for their contribution or potential contribution to the Group.

There is no performance target attached to the options granted. The options granted will be subject to clawback mechanism as determined by the Board. In particular, the lapse of the options upon cessation of employment of the grantee and the cancellation of the options at the discretion of the Board.

The Directors are of the view that the adoption of the 2023 Share Option Scheme aligns with the market practice of providing incentives to employee participants to work towards achieving the long-term objectives for the benefit of the Group as a whole.

The Board may determine the Employee Participants' eligibility in its sole discretion by considering all relevant factors as appropriate and take into account criteria based on the nature of the contributions made by the Eligible Participants before granting Share Option(s) to them.

Total number of share available for issue

Pursuant to an ordinary resolution passed by the Shareholders on 15 May 2023, the Company is entitled to issue a maximum of 6,176,523 Shares upon exercise of the share option to be granted under the scheme, representing 10% of the issued Shares on 15 May 2023.

During the Period, the remaining Scheme mandate available for future grant pursuant to the 2023 Share Option Scheme was 4,608,523 shares (representing approximately 4.02%) of issued Shares (excluding treasury shares), and 617,652 shares under the service provider sublimit representing 0.54% of the issued Shares (excluding treasury shares).

During the Period, 46,061* share options were lapsed and 1,724,969 share options* were outstanding and so a total of 1,724,969 shares were available for issue, which represented 1.50% of the issued Shares (excluding treasury shares) as at 30 June 2026. During the Period, no options had been granted to service providers and the service provider sublimit has not been utilized.

Subsequent to the Period, the number and exercise price of the share options were further adjusted accordingly upon completion of rights issue on the basis of one rights share for every two existing shares on 31 July 2026.

As at the date of this report, 1,764,588 share options (adjusted as a result of rights issue with effect from 31 July 2026) are outstanding and a total of 6,373,111 shares are available for issue, which represents 3.70% of the issued Shares (excluding treasury shares).

* *as adjusted as a result of rights issue with effect from 8 October 2025.*

Maximum entitlement of each participant under the 2023 Share Option Scheme

The total number of Shares issued and which may fall to be issued upon exercise of the share option granted under the 2023 Share Option Scheme and any other share option schemes of the Company (including both exercised and outstanding share option) to each participant in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue as at the date of grant. Any further grant of share option in excess of this 1% limit shall be subject to the issuance of circular by the Company to seek the approval of the Shareholders in general meeting and/or subject to other requirements prescribed under the GEM Listing Rules.

The Board has also set the service provider sublimit in respect of the total number of Shares which may be allotted and issued in respect of all share option to be granted to Service Providers under the 2023 Share Option Scheme to 1% of the total number of Shares in issue on the Adoption Date, being no more than 617,652 Shares.

Period within which the option may be exercised by grantee

The option granted under the 2023 Share Option Scheme shall be exercised in 10 years from the date of grant.

Vesting Period of the options granted

The vesting period of share options granted under the 2023 Share Option Scheme shall be determined by the Board subject to a minimum period of no less than 12 months.

The amount payable on acceptance of options

Upon acceptance of the Option, the grantee shall pay HK$1.00 to the Company by way of consideration for the grant no later than 30 days from the date of grant.

Basis of determining the exercise price of options granted

The exercise price of a Share in respect of any particular share option granted under the 2023 Share Option Scheme shall be such price as the Board in its absolute discretion shall determine at the time of grant, save that such price will be at least the highest of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheets on the date of grant, which must be a day on which the Stock Exchange is open for the business of dealing in securities; (ii) the average of the official closing prices of the Shares as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant; and (iii) the nominal value of a Share.

The remaining life of the 2023 Share Option Scheme

The 2023 Share Option Scheme shall be valid and effective for a period of 10 years from the Adoption Date.

During the Period, movements of the options which have been granted under the 2023 Share Option Scheme are set out below:

Name	Title	Exercise price (HK$)	Date of Grant	Vesting period	Exercise Period	Number of share options: Balance as at 1 January 2026	Granted	Lapsed	Cancelled	Exercised	Outstanding as at 30 June 2026
DIRECTOR											
WONG King Shiu, Daniel	ED, Chairman and Chief Executive Officer	2,970	10/8/2023	10 August 2024	10 August 2024 – 9 August 2033	313,212	—	—	—	—	313,212
Mr. LI Sai Wing, *MH, JP*	Non-executive Director	2,970	10/8/2023	10 August 2024	10 August 2024 – 9 August 2033	230,303	—	—	—	—	230,303
FORMER DIRECTOR											
CHANG Ki Sum Clark *(Retired on 28 June 2024)*	ED	2,970	10/8/2023	10 August 2024	10 August 2024 – 9 August 2033	315,515	—	—	—	—	315,515
	Sub-total:					**859,030**	**–**	**–**	**–**	**–**	**859,030**
EMPLOYEES											
Batch A[1]		2,970	10/8/2023	10 August 2024	10 August 2024 – 9 August 2033	207,273	—	—	—	—	207,273
Batch B[1]		2,970	10/8/2023	10 August 2024	10 August 2024 – 9 August 2033	704,727	—	(46,061)	—	—	658,666
	Sub-total:					**912,000**	**–**	**(46,061)**	**–**	**–**	**865,939**
	TOTAL:					**1,771,030**	**–**	**(46,061)**	**–**	**–**	**1,724,969**

Note 1:

Batch	**Number of Options Granted to each employee**	**Number of Employees**
A	0 to 50,000	6 (2 of the 6 employees resigned and the options granted have been lapsed)
B	50,001 to 400,000	2

Note 2:

The options have an exercise period of ten years from date of grant. They have an exercise period from 10 August 2024 to 9 August 2033, both day inclusive. There is no performance target attached to the options.

Note 3:

The closing price of the shares immediately before the date on which the share options were granted (i.e. 9 August 2023) was HK$3.42.

Note 4:

The number of outstanding share options and the exercise price were adjusted accordingly upon completion of rights issue on the basis of three Rights Shares for every eight existing shares on 8 October 2025.

Substantial shareholders' and other persons' interests in shares and underlying shares

At 30 June 2026, the following interests of 5% or more of the issued share capital of the Company were required to be disclosed to the Company under the provision of Division 2 and 3 of Part XV of the SFO, or which were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Long positions in ordinary shares of the Company:

Name	Capacity and nature of interest	Number of ordinary shares held	Percentage of the Company's issued share capital *(approximately)* *(Note a)*
Mr. ZHANG Rong ("Mr. Zhang")	Beneficial owner	16,981,499 *(Registered shareholder)*	14.80%
		29,626 *(underlying interest)*	0.03%
	Through controlled corporation	3,218,800 *(Registered shareholder)* *(Note b)*	2.81%
JStage Technology Limited ("JStage Technology")	Beneficial owner	11,500,000 *(Registered shareholder)* *(Note c)*	10.02%

Notes:

(a) The percentage is calculated based on the total number of ordinary shares of the Company in issue as at 30 June 2026, which was 114,739,700.

(b) The 3,218,800 Shares are held by Corporate Advisory Limited ("Corporate Advisory"), which is wholly-owned by Mr. Zhang. Pursuant to the Division 7 and 8 of Part XV of the SFO, Mr. Zhang is deemed to have an interest in all shares in which Corporate Advisory has, or deemed to have an interest.

(c) The 11,500,000 Shares are held by JStage Technology, which is owned by Mr. Ngan Chiu Fai and Ms. Shih Mei Ling as to 30% and 70% (as at the date of this report) respectively. Pursuant to Part XV of the SFO, Mr. Ngan Chiu Fai and Ms. Shih Mei Ling are deemed to be interested in all Shares in which JStage Technology has, or is deemed to have, an interest under the SFO.

Save as disclosed above, as at 30 June 2026, no person, other than the Directors of the Company, whose interests are set out in the section "Directors' interests and short positions in shares and underlying shares" above, had registered an interest or short position in the shares or underlying shares of the Company that was required to be disclosed to the Company under the provision of Division 2 and 3 of Part XV of the SFO, or which were required to be recorded pursuant to Section 336 of the SFO.

Purchase, sale or redemption of the Company's listed securities

During the six months ended 30 June 2026, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of Company's listed securities (including sale of treasury shares).

Competing Interests of Directors and controlling shareholders

During the six months ended 30 June 2026 and up to the date of this report, none of the Directors or the controlling shareholders (as defined in the GEM Listing Rules) of the Company were considered to have interests in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

Material litigation and arbitration

Guangzhou Xinfeng Investment Consultancy Company Limited*（廣州信豐投資諮詢有限公司）("Xinfeng"), a company incorporated in the PRC with limited liability and an indirect wholly-owned subsidiary of the Company holds the property situated at Zhuangshi Building, No. 123, Lu Jing Road, Tianhe District, Guangzhou City, Guangdong Province, the PRC (the "Property").

The Property is currently leased by the Vendor to Guangzhou City Jiayi Seniors Care Co. Ltd.*（廣州市嘉怡頤養院有限公司）("Guangzhou Jiayi"), a company established under PRC laws with limited liability and an Independent Third Party, for a lease term from 5 March 2021 to 4 March 2041. Guangzhou Jiayi started to default on the lease payment since August 2024. Xinfeng has filed a lawsuit against Guangzhou Jiayi with the Guangzhou Yuexiu District People's Court*（廣州市越秀區人民法院）on 22 January 2025 to terminate the tenancy agreement and reclaim the outstanding rent of approximately RMB8.34 million and the leased premises.

The date for the hearing of the lawsuit is to be confirmed and the leased premises is still occupied by Guangzhou Jiayi as at the date of this report.

Meanwhile, in June 2025, Guangzhou Xinfeng Investment Consultancy Company Limited*（廣州信豐投資諮詢有限公司）as the Vendor (the “Vendor” or “Xinfeng”), an indirect wholly-owned subsidiary of the Company, and Guangdong Xinjingsheng Industrial Investment Co., Ltd.*（廣東新景晟產業投資有限公司）as the Purchaser (the “Xinjingsheng” or “Purchaser”), an independent third party (as defined by GEM Listing Rules), entered into the Sale and Purchase Agreement (the “Agreement”), pursuant to which, the Vendor has conditionally agreed to sell and the Purchaser has conditionally agreed to acquire the Property at the consideration of RMB150,000,000 (equivalent to approximately HK$163,800,000) (the “Disposal”).

After due and careful consideration, the Purchaser decided not to proceed with the Disposal and, on 30 July 2025, the Company received the termination agreement (the “Termination Agreement”) dated 28 July 2025 entered into by the Vendor and the Purchaser to cease and terminate the Sale and Purchase Agreement and the transactions contemplated thereunder effective from 16 July 2025 after arm’s length negotiations.

In June 2026, the Guangzhou Yuexiu District People’s Court ruled in favor of the plaintiff, Xinfeng in a real estate contract dispute against Xinjingsheng and its sole shareholder, Dayou Industrial Investment (Guangdong) Co., Ltd. The court rejected the defendants’ claims that the contract was a fraudulent lawsuit engineered by Xinjingsheng’s former legal representative, ruling that Xinjingsheng’s failure to pay a RMB10 million deposit constituted a breach of contract. Consequently, Xinjingsheng was ordered to pay the Vendor RMB1 million in liquidated damages, RMB180,000 in legal fees, and RMB3,540 in property preservation fees. Xinjingsheng then has filed an appeal against the court’s judgment and the date for the hearing is to be confirmed.

Save as disclosed, the Company was not involved in any litigation, arbitration or claims of material importance and there was no litigation or claim of material importance which was known to the Directors to be pending or threatened by or against the Company for the Period.

CORPORATE GOVERNANCE

Corporate governance practices

During the six months ended 30 June 2026, the Company has complied with the code provisions on the Corporate Governance Code (the “Code”) as set out in Appendix C1 to the GEM Listing Rules, except for the followings:

Code Provision C.2.1

Code Provision C.2.1 stipulates the roles of chairman and chief executive should be separate and should not be performed by the same individual.

Mr. Wong King Shiu, Daniel ("Mr. Wong") now serves as both the chairman (the "Chairman") and the chief executive officer of the Company (the "Chief Executive Officer"), such practice deviates from code provision C.2.1 of the Code. The Board is of the opinion that it is appropriate and in the best interests of the Company for Mr. Wong to hold both positions as it helps maintain the continuity of the policies and the stability of the operations of the Company.

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. Having made specific enquiry of all Directors, the Directors have complied with such code of conduct and the required Standard of dealings and its code of conduct regarding securities transactions by the Directors during the six months ended 30 June 2026.

Audit Committee

The Company established an audit committee with written terms of reference in compliance with Rules 5.28 and 5.29 of the GEM Listing Rules.

The role and functions of the Audit Committee include but not limited to supervising the financial reporting procedure and reviewing the consolidated financial statements of the Group, overseeing the Company's financial reporting system risk management and internal control systems adopted by the Group and reviewing the relevant work of the Group's external auditor. The Audit Committee had reviewed this report and confirmed that it complies with the applicable standard, the GEM Listing Rules and other applicable legal requirements and the adequate disclosures have been made. There is no disagreement between the members of the Audit Committee regarding the selection and appointment of external auditors.

As at the date of this report, the Audit Committee comprises three members, including Mr. Wong Hoi Kuen (Audit Committee chairman), Mr. Chu Wun Chiu and Ms. Do Do Chan. All Audit Committee Members are independent non-executive Directors.

The Group's unaudited condensed consolidated interim financial statements for the six months ended 30 June 2026 have been reviewed by the Audit Committee, which was of the opinion that the preparation of such results complied with the applicable accounting standards.

Change in information of Directors

Pursuant to the Rule 17.50A(1) of the GEM Listing Rules, the changes in information of Directors during the six months ended 30 June 2026 and up to the date of this report are set out below:

(1) Mr. Chu Joshua Allen Kiu Wah, the executive Director, has ceased to work with FPGS (HK) Limited, a company of NewGenIVF Group Limited (Nasdaq: NIVF) with effect from 22 July 2026.

Save as disclosed above, there are no other matters required to be disclosed pursuant to Rule 17.50A of the GEM Listing Rules.

Continuing Disclosure Obligations Pursuant to the GEM Listing Rules

The Company does not have any other disclosure obligation under Rule 17.22, Rule 17.23 and Rule 17.24 of the GEM Listing Rules.

Internal control and Risk management

The Board has the ultimate responsibility to maintain sound and effective internal control and risk management systems for the Group to safeguard the shareholders' investment and the Group's assets and to ensure strict compliance with relevant laws, rules and regulations. The Group has established a risk management framework which consists of the Board, the Audit Committee and the senior management of the Group. The Board determines the nature and extent of risks that shall be taken in achieving the Group's strategic objectives. The Audit Committee is responsible for reviewing the effectiveness of the internal control and risk management systems and reporting to the Board. The Board, through the Audit Committee, conducts reviews of the effectiveness of such systems at least annually, covering all material controls including financial, operational and compliance controls.

Interim dividend

The Board does not recommend the payment of any interim dividend for the six months ended 30 June 2026 (2025: Nil).

Events after Reporting Period

Save as disclosed in this report, there was no other significant event after the Period.

By Order of the Board
China Information Technology Development Limited
Wong King Shiu, Daniel
Chairman and Chief Executive Officer

Hong Kong, 27 August 2026

As at the date of this report, the Board comprises Mr. Wong King Shiu, Daniel (Chairman and Chief Executive Officer), Mr. Chu Joshua Allen Kiu Wah and Mr. So Han Meng Julian as executive Directors; Mr. Li Sai Wing, MH, JP and Ms. Leung Kar Ming, MH as non-executive Directors; Mr. Wong Hoi Kuen, Mr. Chu Wun Chiu and Ms. Do Do Chan as independent non-executive Directors.