華億金控集團有限公司
SINOFORTUNE FINANCIAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 08123)

INTERIM REPORT 2026

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

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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 report, for which the directors (the "Directors") of Sinofortune Financial Holdings 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.

Highlights

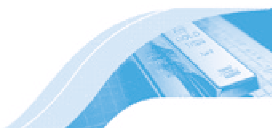
The Group recorded a revenue of approximately HK$46,061,000 for the six months ended 30 June 2026.

Loss for the six months ended 30 June 2026 was approximately HK$5,914,000.

Loss attributable to owners of the Company for the six months ended 30 June 2026 amounted to approximately HK$5,909,000.

Basic loss per share was 4.58 HK cent.

The Directors do not recommend the payment of a dividend for the six months ended 30 June 2026.



Interim Results (Unaudited)

The board of Directors of the Company (the "Board") announces the unaudited condensed consolidated results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30 June 2026 together with the comparative unaudited figures for the comparative six months ended 30 June 2025.

Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the six months ended 30 June 2026

		Six months ended 30 June	
		2026	2025
	Notes	**HK$'000**	HK$'000
		(unaudited)	(unaudited)
Revenue	3	**46,061**	4,501
Other income and gains, net	5	**213**	34
Changes in inventories of finished goods		**(13,655)**	(4,494)
Costs of services		**(31,771)**	–
Employee benefit expenses		**(5,250)**	(5,272)
Depreciation of property, plant and equipment		**(190)**	(1,182)
Depreciation of right-of-use assets		**(982)**	(280)
Impairment loss on trade receivables reversed		**–**	779
Impairment loss on advance payments for purchase of trading motor vehicles reversed		**–**	18,642
Impairment loss on other receivables reversed		**3,471**	–
Finance costs	6	**(95)**	(1,466)
Other expenses		**(3,692)**	(4,346)
(Loss)/profit before income tax		**(5,890)**	6,916
Income tax (expense)/credit	7	**(24)**	111
(Loss)/profit for the period		**(5,914)**	7,027

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Other comprehensive income/(loss)		
Item that may be subsequently reclassified to profit or loss:		
Exchange differences arising on translation of foreign operations	**21**	965
Other comprehensive income for the period, net of tax	**21**	965
Total comprehensive (loss)/income for the period	**(5,893)**	7,992
(Loss)/profit for the period attributable to:		
Owners of the Company	**(5,909)**	6,975
Non-controlling interests	**(5)**	52
	(5,914)	7,027
Total comprehensive (loss)/income for the period attributable to:		
Owners of the Company	**(5,883)**	7,942
Non-controlling interests	**(10)**	50
	(5,893)	7,992

	Note	Six months ended 30 June **2026** **HK cents** **(unaudited)**	 2025 HK cents (unaudited) (restated)
(Loss)/earnings per share attributable to owners of the Company for the period	8		
Basic (loss)/earnings per share		**(4.58)**	5.40
Diluted (loss)/earnings per share		**(4.58)**	5.40

Condensed Consolidated Statement of Financial Position

At 30 June 2026

	Notes	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
Non-current assets			
Property, plant and equipment		**446**	630
Right-of-use assets		**2,941**	3,877
		3,387	4,507
Current assets			
Inventories		**40**	39
Trade receivables	9	**19,719**	158
Prepayments, deposits and other receivables	10	**81,666**	86,755
Bank balances and cash		**33,477**	20,444
		134,902	107,396
Total assets		**138,289**	111,903
Current liabilities			
Trade payables	11	**17,858**	–
Other payables and accruals		**1,603**	2,763
Contract liabilities		**87,308**	84,793
Provisions		**11,970**	11,541
Lease liabilities		**1,106**	1,913
Amount due to a director	12	**21,540**	8,000
		141,385	109,010

	Note	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
Net current liabilities		**(6,483)**	(1,614)
Total assets less current liabilities		**(3,096)**	2,893
Non-current liabilities			
Lease liabilities		**1,894**	1,990
		(1,894)	(1,990)
Net (liabilities)/assets		**(4,990)**	903
Capital and reserves			
Share capital	13	**1,291**	77,489
Reserves		**(6,140)**	(76,455)
Equity attributable to owners of the Company		**(4,849)**	1,034
Non-controlling interests		**(141)**	(131)
Total equity		**(4,990)**	903

Condensed Consolidated Statement of Changes in Equity

For the six months ended 30 June 2026

	Attributable to owners of the Company							
	Share capital HK$'000 (unaudited)	Share premium HK$'000 (unaudited)	Statutory reserve HK$'000 (unaudited)	Translation reserve HK$'000 (unaudited)	Accumulated losses HK$'000 (unaudited)	Sub-total HK$'000 (unaudited)	Non-controlling interests HK$'000 (unaudited)	Total equity HK$'000 (unaudited)
Balance at 1 January 2025 (audited)	77,489	1,673,299	3,912	(25,464)	(1,714,366)	14,870	(100)	14,770
Profit for the period	–	–	–	–	6,975	6,975	52	7,027
Other comprehensive income/(loss) for the period	–	–	–	967	–	967	(2)	965
Total comprehensive income for the period	–	–	–	967	6,975	7,942	50	7,992
Balance at 30 June 2025 (unaudited)	77,489	1,673,299	3,912	(24,497)	(1,707,391)	22,812	(50)	22,762
Balance at 1 January 2026 (audited)	**77,489**	**1,673,299**	**3,912**	**(24,648)**	**(1,729,018)**	**1,034**	**(131)**	**903**
Loss for the period	**–**	**–**	**–**	**–**	**(5,909)**	**(5,909)**	**(5)**	**(5,914)**
Other comprehensive income/(loss) for the period	**–**	**–**	**–**	**26**	**–**	**26**	**(5)**	**21**
Total comprehensive income/(loss) for the period	**–**	**–**	**–**	**26**	**(5,909)**	**(5,883)**	**(10)**	**(5,893)**
Capital Reorganisation	**(76,198)**	**–**	**–**	**–**	**76,198**	**–**	**–**	**–**
Balance at 30 June 2026 (unaudited)	**1,291**	**1,673,299**	**3,912**	**(24,622)**	**(1,658,729)**	**(4,849)**	**(141)**	**(4,990)**

Condensed Consolidated Statement of Cash Flows

For the six months ended 30 June 2026

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Net cash used in operating activities	**(503)**	(1,010)
Net cash used in investing activities	**(4)**	(10)
Net cash generated from/(used in) financing activities	**13,540**	(3,000)
Net increase/(decrease) in cash and cash equivalents	**13,033**	(4,020)
Cash and cash equivalents at the beginning of period	**20,444**	13,532
Cash and cash equivalents at the end of period	**33,477**	9,512
Analysis of cash and cash equivalents at the end of the reporting period		
Bank balances and cash	**33,477**	9,512

Notes:

1. General Information

Sinofortune Financial Holdings Limited (the "Company") was incorporated as an exempted company with limited liability in the Cayman Islands under the Companies Law of the Cayman Islands. The Company's registered office is situated at Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman KY1-1111, Cayman Islands. The Company's principal place of business is situated at 16th Floor, CMA Building, No. 64-66 Connaught Road Central, Hong Kong.

In the opinion of the directors of the Company, the ultimate controlling party of the Company is Mr. Wang Jiawei, the Chairman and executive director of the Company.

The Company's shares are listed on the GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

During the current period, the Group comprising the Company and its subsidiaries, was principally engaged in (i) trading of motor vehicles, provision of agency services and accessories sourcing in the People's Republic of China ("PRC"), excluding Hong Kong, and (ii) provision of artificial intelligence and digital marketing services in the PRC, excluding Hong Kong.

The unaudited condensed consolidated financial statements are presented in Hong Kong dollars ("HK$"), which is different from the Company's functional currency of RMB. For the convenience of the financial statements users, the unaudited condensed consolidated financial statements are presented in HK$, as the Company's shares are listed on GEM of the Stock Exchange. All values stated in these unaudited condensed consolidated financial statements are rounded to the nearest thousands Hong Kong dollars (HK$'000), unless otherwise stated. These unaudited condensed consolidated financial statements have been approved and authorised for issue by the Board of Directors on 14 August 2026.

2. Basis of Preparation

The unaudited condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). For the purpose of preparation of the unaudited condensed consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the unaudited condensed consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on GEM of the Stock Exchange ("GEM Listing Rules").

Going concern basis

Notwithstanding that the Group incurred net losses amounted to HK$5,914,000 for the six months ended 30 June 2026 and that the total current liabilities of the Group at 30 June 2026 exceed the Group's total current assets at that date by approximately HK$6,483,000, the directors of the Company consider it appropriate for the preparation of the condensed consolidated financial statements on a going concern basis after taking into account the following circumstances and measures:

(i) The Group is implementing various measures, such as optimising its overall sales network and undergoing effective cost control to improve the profit margin and operating cash flows of its business;

(ii) The Group is actively liaising with debtors in order to recover the outstanding other receivables on or before the agreed settlement dates; and

(iii) The Group continues to seek for alternative financing and borrowings to finance the settlement of its existing financial obligations and future operating and capital expenditures.

The directors of the Company are of the opinion that, taking into account the above-mentioned plans and measures, the Group will have sufficient working capital to finance its operations and to meet its financial obligations as and when they fall due for at least twelve months after 30 June 2026. Accordingly, the condensed consolidated financial statements have been prepared on a going concern basis. Should the Group be unable to operate as a going concern, adjustments would have to be made to reduce the carrying amounts of the Group's assets to their net realisable amounts, to provide for further liabilities which might arise, and to reclassify the non-current assets and non-current liabilities to current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in the condensed consolidated financial statements.

The condensed consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments, which are measured at fair values, as appropriate.

The accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2026 are the same as those presented in the Group's consolidated financial statements for the year ended 31 December 2025.

The application of all amendments to HKFRS Accounting Standards issued by the HKICPA are disclosed below.

Application of amendments to HKFRS Accounting Standards

In the current interim period, the Group has applied the following amendments to HKFRS Accounting Standards issued by the HKICPA, for the first time, which are mandatorily effective for the Group's annual period beginning on 1 January 2026 for the preparation of the Group's condensed consolidated financial statements:

Amendments to HKFRS 9 and HKFRS 7	Amendments to the Classification and Measurement of Financial Instruments
Amendments to HKFRS 9 and HKFRS 7	Contracts Referencing Nature-dependent Electricity
Amendments to HKFRS Accounting Standards	Annual Improvements to HKFRS Accounting Standards – Volume 11

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

3. Revenue

Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major products or service lines for the period is as follows:

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Revenue from contracts with customers within the scope of HKFRS 15		
Disaggregated by major products or service lines		
– Trading of motor vehicles where the Group acts as principal	**13,683**	4,501
– Provision of artificial intelligence and digital marketing services	**32,378**	–
	46,061	4,501
Disaggregated by timing of revenue recognition within the scope of HKFRS 15		
– Over time	**32,378**	–
– At point in time	**13,683**	4,501
	46,061	4,501

Unsatisfied performance obligations

The Group applies the practical expedient in HKFRS 15 and does not disclose the remaining transaction price allocated to unsatisfied performance obligations for contracts in which revenue is recognised in the amount to which the Group has a right to invoice for services performed. Such services primarily relate to provision of artificial intelligence and digital marketing services billed based on actual performance metrics achieved.

4. Segment Information

The executive directors of the Company (the "Executive Directors") are regarded the chief operating decision-maker. The Executive Directors review the Group's internal reporting in order to assess performance and allocate resources. Operating segments were determined based on these reports.

During the current period, in addition to the business operations of trading of motor vehicles carried out by the Group, the Group commenced its business operations of provisions of artificial intelligence and digital marketing services. Accordingly, two operating and reportable segments were identified by the Executive Directors for the current period:

The Group's revenue and results for the six months ended 30 June 2026 analysed by reportable segments are as follows:

	Trading of motor vehicles HK$'000 (unaudited)	Provision of artificial intelligence and digital marketing services HK$'000 (unaudited)	Total HK$'000 (unaudited)
Segment revenue			
External sales	13,683	32,378	46,061
Inter-segment sales	–	–	–
	13,683	32,378	46,061
Segment (loss)/profit	(1,166)	448	(718)
Interest income			3
Other income and gains, net			184
Unallocated expenses			(5,264)
Finance costs			(95)
Loss before income tax			(5,890)
Income tax expense			(24)
Loss for the period			(5,914)

The Group's revenue and results for the six months ended 30 June 2025 analysed by reportable segments are as follows:

	Trading of motor vehicles HK$'000 (unaudited)	Provision of artificial intelligence and digital marketing services HK$'000 (unaudited)	Total HK$'000 (unaudited)
Segment revenue			
External sales	4,501	–	4,501
Inter-segment sales	–	–	–
	4,501	–	4,501
Segment profit	16,794	–	16,794
Interest income			2
Other income and gains, net			(1)
Unallocated expenses			(8,413)
Finance costs			(1,466)
Profit before income tax			6,916
Income tax credit			111
Profit for the period			7,027

The Group mainly operates in the PRC. Revenue from external customers are allocated based on the geographical areas in which the customers are located.

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Revenue		
The PRC	**46,061**	4,501

5. Other Income and Gains, Net

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Other income		
Interest income from bank deposits	**29**	35
Sundry income	**33**	97
	62	132
Other gains and losses		
Exchange gains/(losses), net	**151**	(98)
Other gains/(losses), net	**151**	(98)
Other income and gains, net	**213**	34

6. Finance Costs

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
Interest on borrowings	**–**	1,459
Interest on lease liabilities	**95**	7
	95	1,466

7. Income Tax (Expense)/Credit

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
PRC enterprise income tax expense	**(24)**	–
Deferred tax credit	**–**	111
Income tax (expense)/credit	**(24)**	111

No provision for Hong Kong profits tax has been made in the unaudited condensed consolidated financial statements as the group companies incurred tax losses for the six months ended 30 June 2026 (For the six months ended 30 June 2025: Nil).

Under the Law of the PRC on Enterprise Income Tax (the "EIT Law") and Implementation Regulation of the EIT Law, the tax rate of subsidiaries of the Group in the PRC was 25% in both periods.

8. (Loss)/Earnings Per Share

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

	Six months ended 30 June	
	2026	2025
	HK$'000	HK$'000
	(unaudited)	(unaudited)
(Loss)/profit for the purpose of basic (loss)/earnings per share		
(Loss)/profit for the period attributable to owners of the Company	**(5,909)**	6,975

	Six months ended 30 June	
	2026	2025
	'000	'000
		(restated)
Number of shares for the purpose of basic (loss)/earnings per share		
Weighted average number of ordinary shares in issue	**129,149**	129,149

The weighted average number of ordinary shares for the purpose of basic (loss)/earnings per share has been adjusted for the consolidation of shares made by the Company during the current period.

Diluted (loss)/earnings per share

Diluted (loss)/earnings per share for the six months ended 30 June 2026 and 30 June 2025 are the same as the basic (loss)/earnings per share for the respective periods as there were no potential ordinary shares in issue for both of the periods.

9. Trade Receivables

	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
Gross receivables	**21,099**	1,488
Less: impairment loss recognised	**(1,380)**	(1,330)
	19,719	158

Receivables from trading of motor vehicles

The receivables from customers in respect of the trading of motor vehicles are due in 120 days from date of billing.

Receivables from the provision of artificial intelligence and digital marketing services

The receivables from customers in respect of the provision of artificial intelligence and digital marketing services are due in 90 days from date of billing.

The following is an aged analysis of trade receivables arising from trading of motor vehicles and provision of digital marketing services based on invoice dates and net off loss allowance at the reporting period:

	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
0 to 60 days	**19,555**	158
Over 180 days	**164**	–
	19,719	158

The maximum exposure to credit risk at the end of reporting period is the carrying amounts of trade receivables.

Movements of impairment losses on trade receivables are as follows:

	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
At the beginning of period/year	**1,330**	2,038
Impairment loss reversed for the period/year	**–**	(785)
Exchange realignment	**50**	77
At the end of period/year	**1,380**	1,330

10. Prepayments, Deposits and Other Receivables

	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
Deposits paid for acquisition of motor vehicles for resale	40,864	46,053
Other deposits and prepayments	868	1,048
Total deposits and prepayments	41,732	47,101
Other receivables	39,934	39,654
	81,666	86,755
Analysed for reporting as:		
Non-current assets	–	–
Current assets	81,666	86,755
	81,666	86,755

Movements of impairment losses on deposits paid are as follows:

	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
At the beginning of period/year	58,543	75,851
Impairment loss reversed for the period/year	–	(20,371)
Exchange realignment	2,178	3,063
At the end of period/year	60,721	58,543

11. Trade Payables

The following is an aged analysis of trade payables arising from the provision of artificial intelligence and digital marketing services based on invoice dates at the reporting period:

	At 30 June 2026 HK$'000 (unaudited)	At 31 December 2025 HK$'000 (audited)
0 to 60 days	**17,858**	–

The credit period on purchase of goods is up to 90 days. The Group has financial risk management policies in place to ensure that all payables are within credit timeframe.

12. Amount Due to a Director

The amount due to a director is unsecured, interest-free and repayable on demand.

13. Share Capital

	Notes	Number of shares '000	Nominal value HK$'000
Authorised:			
Ordinary shares of HK$0.01 each at 1 January 2025, 31 December 2025 and 1 January 2026		10,000,000	100,000
Consolidation of every issued and unissued existing shares of par value of HK$0.01 each to 1 consolidated share of par value of HK$0.60 each	(i)	(9,833,333)	(98,333)
Share subdivision	(iii)	9,833,333	98,333
Ordinary shares of HK$0.01 each at 30 June 2026		10,000,000	100,000

	Notes	Number of shares '000	Nominal value HK$'000
Issued and fully paid:			
Ordinary shares of HK$0.01 each at 1 January 2025, 31 December 2025 and 1 January 2026		7,748,958	77,489
Consolidation of every issued existing shares of par value of HK$0.01 each to 1 consolidated share of par value of HK$0.60 each	(i)	(7,619,809)	–
Reduction of issued share capital	(ii)	–	(76,198)
Ordinary shares of HK$0.01 each at 30 June 2026		129,149	1,291

On 23 April 2026, the Company completed a capital reorganisation (the "Capital Reorganisation") involving the share consolidation (the "Share Consolidation"), the capital reduction (the "Capital Reduction") and the share subdivision (the "Share Subdivision"), details of which are set out below. The Capital Reorganisation was approved at an extraordinary general meeting of shareholders held on 21 April 2026.

(i) Share Consolidation

Every sixty (60) issued and unissued shares of the Company at par value of HK$0.01 each was consolidated into one (1) consolidated share (the "Consolidated Share(s)") at par value of HK$0.60 each;

(ii) Capital Reduction

The issued share capital of the Company was reduced by cancelling the paid-up capital of the Company to the extent of HK$0.59 on each of the then issued Consolidated Shares such that the par value of each issued Consolidated Share was reduced from HK$0.60 to HK$0.01. The credit arising from the Capital Reduction, being approximately HK$76,198,000, was applied for offsetting against the accumulated losses of the Company as at the effective date of the Capital Reduction, thereby reducing the accumulated losses of the Company; and

(iii) Share Subdivision

Immediately following the Capital Reduction becoming effective, each of the authorised but unissued Consolidated Shares at par value of HK$0.60 each in the authorised share capital of the Company was subdivided into sixty (60) authorised but unissued adjusted shares at par value of HK$0.01 each.

14. Dividends

The directors of the Company do not recommend any payment of a dividend in respect for the six months ended 30 June 2026 (For the six months ended 30 June 2025: Nil).

Business Review

The Group recorded revenue of approximately HK$46.06 million and a loss of approximately HK$5.91 million for the six months ended 30 June 2026, compared with the revenue of approximately HK$4.50 million and the profit of approximately HK$7.03 million for the same period in 2025, the revenue has increased by approximately HK$41.56 million. As disclosed in the Company's announcement dated 6 August 2026, although the Group recorded a substantial increase in revenue to approximately HK$46.06 million for the six months ended 30 June 2026, driven by the newly established provision of artificial intelligence and digital marketing services segment alongside higher revenue from the trading of motor vehicles, the increase in revenue was accompanied by corresponding rises in changes in inventories of finished goods and other direct costs. As a result, before taking into account the one-off impairment reversal items, the Group's underlying operating performance for the six months ended 30 June 2026 was broadly comparable to that of the six months ended 30 June 2025.

The loss was primarily attributable to several one-off and non-cash items. During the six months ended 30 June 2026, there was an absence of the substantial reversal of impairment loss on advance payments for purchase of trading motor vehicles (six months ended 30 June 2025: approximately HK$18.64 million). This effect was partially offset by the reversal of impairment loss on other receivables of approximately HK$3.47 million recognised in the six months ended 30 June 2026 (six months ended 30 June 2025: Nil).

For the period ended 30 June 2026 and 30 June 2025, the Group recorded the revenue of trading of motor vehicles where the Group acts as principal approximately HK$13.68 million and approximately HK$4.50 million respectively.

On 13 February 2026, a wholly-owned subsidiary of the Company, namely 杭州鈞瀚雲聯網絡科技有限公司 (transliterated as Hangzhou Junhan Yunlian Network Technology Co., Ltd.) ("Junhan Yunlian") was incorporated in the PRC. Junhan Yunlian is a digital marketing service provider dedicated to delivering in-depth user insights and precise marketing capabilities through the application of artificial intelligence. The segment of provision of artificial intelligence and digital marketing services recorded revenue of approximately HK$32.38 million for the period ended 30 June 2026.

Financial Review

The Group recorded an unaudited revenue of approximately HK$46.06 million for the six months ended 30 June 2026 as compared to an unaudited revenue of approximately HK$4.50 million for the corresponding period in 2025, there was an increase of approximately HK$41.56 million or 9.24 times. The increase in revenue was mainly due to the increase in the trading of motor vehicles and provision of artificial intelligence and digital marketing services which operated in the PRC.

The segment of trading of motor vehicles, provision of agency services and accessories sourcing recorded revenue of approximately HK$13.68 million for the six months ended 30 June 2026 and it recorded approximately HK$4.50 million of revenue for the corresponding period last year. The Group has lowered the selling price of its motor vehicles to push up the sales under the intense price war in the PRC market, as well as broader challenges such as geopolitical tensions and looming threat of global trade restrictions. Although the sale volume of the motor vehicles was increased, the profits under this business segment had not improved for the period under review.

The new segment of provision of artificial intelligence and digital marketing services recorded revenue of approximately HK$32.38 million for the six months ended 30 June 2026. The Group expects the business performance under the segment of provision of artificial intelligence and digital marketing services will be increased if more explore and utilise of latest technology on the new business platform, the profits under this business segment will be enhanced slightly.

The Group recorded an unaudited loss for the six months ended 30 June 2026 of approximately HK$5.91 million compared with an unaudited profit of approximately HK$7.03 million for the corresponding period last year. The basic loss per share for the reporting period with approximately HK$4.58 cent compared to the basic earnings per share attributable to owners for the Company of approximately HK$5.40 cent for the same period last year.

Outlook

As at 30 June 2026, approximately 29.7% revenue of the Group came from the segment of trading of motor vehicles, provision of agency services and accessories sourcing and approximately 70.3% revenue came from the segment of provision of artificial intelligence and digital marketing services.

As disclosed in the circular of the Company dated 19 March 2018, the motor vehicles business has a risk of reliance on a small number of customers. As at 30 June 2026, 重慶盛渝泓嘉國際貿易有限公司 (transliterated as Chongqing Sheng Yu Hong Jia International Trading Company Limited) ("Sheng Yu Hong Jia") has improved its number of customers and increased to 142 customers and with 44 customers in the progress of negotiation. Sheng Yu Hong Jia will strive to increase more customers to reduce the level of reliance in the future.

As disclosed in the announcement of the Company dated 7 March 2022, due to the change of government policy in the PRC on the China 6 Standard imported motor vehicles, the PRC government requires the parallel importers of motor vehicles to obtain certification administered by the Ministry of Ecology and Environment of the PRC ("EE Certificate") for China 6 Standard imported motor vehicles before offering the same for trade in the PRC. As at 30 June 2026, the Group obtained EE Certificate for six types of China 6 Standard imported motor vehicles, and the others are still in the certification process. The Group has been closely monitoring the certification process for their China 6 Standard imported motor vehicles. To improve the business performance under the segment of trading of motor vehicles, the Group plans to leverage the globally green transition and technological advancement in the automotive industry by introducing more new energy vehicles and to promote the trading of petrol vehicles and new energy vehicles to the customers.

The establishment of Junhan Yunlian aligns with the Group's strategy of exploring asset-light initiatives in artificial intelligence and digital marketing, as disclosed in 2025 annual report of the Company. Following the establishment of Junhan Yunlian, provision of artificial intelligence and digital marketing services business would help to reduce the Group's reliance on a single business, provide new growth drivers and enhance overall risk resistance, thereby achieving sustainable growth in the long run.

The Group will continue to develop other businesses and seek opportunities to expand its revenue sources to enhance the Group's revenue.

Liquidity and Financial Resources

The Group's current asset as at 30 June 2026 amounted to approximately HK$134.90 million (31 December 2025: approximately HK$107.40 million) and the liquidity of the Group, as demonstrated by the current ratio (current assets over current liabilities) was 0.95 time (31 December 2025: 1.0 time). As at 30 June 2026, the Group's bank balances and cash amounted to approximately HK$33.48 million (31 December 2025: approximately HK$20.44 million).

The gearing ratio of the Group as at 30 June 2026 (calculated by the total liabilities of approximately HK$143.28 million over equity deficit attributable to the owners of the Company of approximately HK$4.85 million) is -2,954.7% (31 December 2025: 10,735.8%).

The equity deficit attributable to owner of the Company amounted to approximately HK$4.85 million as at 30 June 2026, representing a decrease of approximately HK$5.88 million from that of 31 December 2025.

Share Capital

As at 30 June 2026, the authorised share capital of the Company was HK$100,000,000 divided into 10,000,000,000 shares of HK$0.01 each and the issued share capital of the Company was approximately HK$1,291,493 divided into 129,149,302 shares of HK$0.01 each.

Capital Reorganisation

On 5 March 2026, the Company proposed to implement the Capital Reorganisation involving: (i) the Share Consolidation of every 60 issued and unissued existing shares of the Company of a par value of HK$0.01 each into one Consolidated Share of HK$0.60 each; (ii) (a) the Capital Reduction whereby, immediately following the Share Consolidation becoming effective, the par value of each issued Consolidated Share will be reduced from HK$0.60 to HK$0.01 by cancelling the paid-up capital to the extent of HK$0.59 on each issued Consolidated Share, and (b) the credit arising from the Capital Reduction will be applied towards offsetting the accumulated losses of the Company as at the effective date of the Capital Reduction, thereby reducing the accumulated losses of the Company; and (iii) the share subdivision whereby, immediately following the Capital Reduction becoming effective, each authorised but unissued Consolidated Share of a par value of HK$0.60 each (including those arising from the Capital Reduction) will be subdivided into 60 new shares of a par value of HK$0.01 each ("New Shares").

The proposed Capital Reorganisation was approved by a special resolution at the extraordinary general meeting of the Company on 21 April 2026, and became effective on 23 April 2026. As a result, the issued share capital of the Company was approximately HK$1,291,493 divided into 129,149,302 New Shares and the authorized share capital of the Company remains at HK$10,000,000,000, divided into 1,000,000,000,000 New Shares immediately upon the Capital Reorganisation become effective. For details, please refer to the Company's announcement dated 5 March 2026 and the circular dated 27 March 2026.

Foreign Exchange Exposure

The Group manages the foreign exchange exposure arising from its normal course of business activities and investment in foreign operations by funding its local operations and investments through cash flow generated from business transaction locally. As at 30 June 2026, the Group did not have any material unhedged foreign exchange exposure of interest rate mismatch.

Employee Information

As at 30 June 2026, the Group had a workforce of 33 employees (31 December 2025: 35). The total staff costs, including directors' emoluments, amounted to approximately HK$5.25 million for the period ended 30 June 2026 (30 June 2025: approximately HK$5.27 million). The Group's remuneration policies are reviewed on an annual basis and commensurate with the industry pay level. The remuneration package includes basic salary, mandatory provident fund, medical benefits and discretionary bonus.

Charges on Assets

At 30 June 2026 and 31 December 2025, no leasehold land and buildings of the Group were pledged for credit facilities granted to the Group.

Contingent Liabilities

At 30 June 2026 and 31 December 2025, the Group did not have any contingent liabilities.

Significant Investment, Material Acquisitions and Disposal of Subsidiaries, Associates and Joint Ventures

The Group did not have any other significant investment, material acquisitions and disposal of subsidiaries, associates and joint ventures during the period ended 30 June 2026.

Disclosure Pursuant to Rules 17.15 to 17.17 and 17.22 of the GEM Listing Rules

Certain deposits paid by Sheng Yu Hong Jia to various vehicle suppliers under purchase contracts for the procurement of vehicles from overseas constituted advances to entities under Rules 17.15 to 17.17 of the GEM Listing Rules. The circumstances giving rise to the disclosure obligations continued to exist as at 30 June 2026. Pursuant to Rule 17.22 of the GEM Listing Rules, the following information is disclosed:

Advance to Fuxinzhong

During the period from 21 July 2020 to 27 December 2021, Sheng Yu Hong Jia and 深圳福鑫眾國際貿易有限公司 (transliterated as Shenzhen Fuxinzhong International Trade Company Limited) ("Fuxinzhong") entered into several purchase contracts, pursuant to which Sheng Yu Hong Jia agreed to purchase, and Fuxinzhong agreed to sell, an aggregate of more than 400 vehicles from overseas. As stipulated in the contracts, Sheng Yu Hong Jia was required to make deposit payments for the procurement of vehicles, which were non-interest bearing and unsecured.

Due to a series of external factors, no vehicles had been delivered since the signing of the contracts. Given the prolonged inability to deliver the vehicles, Sheng Yu Hong Jia and Fuxinzhong entered into a settlement agreement on 30 December 2024, pursuant to which the deposit would be fully refunded in three instalments. However, Fuxinzhong only partially settled the second instalment. Subsequently, Sheng Yu Hong Jia and Fuxinzhong entered into a supplemental agreement on 31 December 2025, pursuant to which the remaining balance from the first two instalments would be combined with the third instalment and paid on or before 31 December 2026.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, Fuxinzhong and its ultimate beneficial owners are independent third parties.

As at 30 June 2026, the gross amount and the net amount of the balance of advance to Fuxinzhong were approximately RMB34.3 million (equivalent to approximately HK$39.4 million) and RMB23.1 million (equivalent to approximately HK$26.6 million) respectively, representing approximately 28.5% and 19.2% of the Group's total assets as at 30 June 2026.

Advance to Shengchang

During the period from 25 April 2025 to 29 April 2025, Sheng Yu Hong Jia and 寧波盛昌供應鏈管理有限公司 (transliterated as Ningbo Shengchang Supply Chain Management Co., Ltd.) ("Shengchang") entered into several purchase contracts, pursuant to which Sheng Yu Hong Jia agreed to purchase, and Shengchang agreed to sell, an aggregate of more than 100 vehicles from overseas. As stipulated in the contracts, Sheng Yu Hong Jia was required to make deposit payments for the procurement of vehicles, which were non-interest bearing and unsecured.

However, Shengchang was unable to deliver the vehicles due to the impact of geopolitical tensions. After negotiations, Sheng Yu Hong Jia and Shengchang entered into a settlement agreement on 31 December 2025, pursuant to which Shengchang agreed to refund half of the deposit (i.e. RMB10.0 million) by 23 March 2026 and retain the remainder as deposit for revised vehicle specifications. The refund of RMB10.0 million was received by Sheng Yu Hong Jia in two instalments on 20 March 2026 and 23 March 2026.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, Shengchang and its ultimate beneficial owners are independent third parties.

As at 30 June 2026, both the gross amount and the net amount of the balance of advance to Shengchang were approximately RMB10.0 million (equivalent to approximately HK$11.5 million), representing approximately 8.3% of the Group's total assets as at 30 June 2026.

Advance to Changyang

During the period from 3 December 2021 to 13 December 2023, Sheng Yu Hong Jia and 寧波昌洋國際貿易有限公司 (transliterated as Ningbo Changyang International Trade Co., Ltd.) ("Changyang") entered into several purchase contracts, pursuant to which Sheng Yu Hong Jia agreed to purchase, and Changyang agreed to sell, an aggregate of 60 vehicles from overseas. As stipulated in the contracts, Sheng Yu Hong Jia was required to make deposit payments for the procurement of vehicles, which were non-interest bearing and unsecured.

Due to the prolonged transaction period resulting from external factors, many of the intended end-customers became unwilling or unable to take delivery of the vehicles. After considerable delay, the vehicles eventually arrived at the bonded zone, but by that time their models had lost market competitiveness, making it difficult for the Group to identify suitable buyers in a timely manner. The Group has been actively pursuing resolution of the outstanding balance, including continuing to actively seek potential customers, maintaining dialogue with Changyang to explore alternative solutions and initiating legal recovery actions against the relevant customers. In April 2025, Changyang refunded a partial deposit of approximately HK$7.9 million to Sheng Yu Hong Jia after it successfully matched certain vehicles with an interested buyer.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, Changyang and its ultimate beneficial owners are independent third parties.

As at 30 June 2026, the gross amount and the net amount of the balance of advance to Changyang were approximately RMB27.7 million (equivalent to approximately HK$31.8 million) and RMB10.2 million (equivalent to approximately HK$11.8 million) respectively, representing approximately 23.0% and 8.5% of the Group's total assets as at 30 June 2026.

Advance to Lianzhi

During the period from 2 December 2021 to 24 January 2024, Sheng Yu Hong Jia and 重慶聯智供應鏈管理有限公司 (transliterated as Chongqing Lianzhi Supply Chain Management Co., Ltd.) ("Lianzhi") entered into several purchase contracts, pursuant to which Sheng Yu Hong Jia agreed to purchase, and Lianzhi agreed to sell, an aggregate of more than 100 vehicles from overseas. As stipulated in the contracts, Sheng Yu Hong Jia was required to make deposit payments for the procurement of vehicles, which were non-interest bearing and unsecured.

Due to the prolonged transaction period resulting from external factors, many of the intended end-customers became unwilling or unable to take delivery of the vehicles. After considerable delay, the vehicles eventually arrived at the bonded zone, but by that time their models had lost market competitiveness, making it difficult for the Group to identify suitable buyers in a timely manner. The Group has been actively pursuing resolution of the outstanding balance, including continuing to actively seek potential customers, maintaining dialogue with Lianzhi to explore alternative solutions and initiating legal recovery actions against the relevant customers.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, Lianzhi and its ultimate beneficial owner are independent third parties.

As at 30 June 2026, the gross amount and the net amount of the balance of advance to Lianzhi were approximately RMB36.6 million (equivalent to approximately HK$42.0 million) and RMB11.9 million (equivalent to approximately HK$13.6 million) respectively, representing approximately 30.4% and 9.9% of the Group's total assets as at 30 June 2026.

Advance to Jiahong

On 1 April 2025, Sheng Yu Hong Jia and 山東佳宏汽車貿易有限公司 (transliterated as Shandong Jiahong Automobile Trading Co., Ltd.) ("Jiahong") entered into a purchase contract, pursuant to which Sheng Yu Hong Jia agreed to purchase, and Jiahong agreed to sell, an aggregate of 13 vehicles from overseas. As stipulated in the contract, Sheng Yu Hong Jia was required to make deposit payments for the procurement of vehicles, which were non-interest bearing and unsecured.

As at 30 June 2026, all underlying vehicles have arrived at the bonded zone. However, customs clearance and final delivery have been temporarily delayed due to recent tightening of tax policies affecting the automotive sector. Jiahong is actively coordinating with the relevant authorities to resolve the constraints, and the Group has been continuously monitoring the progress to facilitate the prompt issuance of invoices and completion of delivery.

To the best knowledge, information and belief of the Directors having made all reasonable enquiries, Jiahong and its ultimate beneficial owner are independent third parties.

As at 30 June 2026, both the gross amount and the net amount of the balance of advance to Jiahong were approximately RMB9.5 million (equivalent to approximately HK$10.9 million), representing approximately 7.9% of the Group's total assets as at 30 June 2026.

Events After the Reporting Period

The Debt Capitalisation

On 15 June 2026, the Company and Mr. Wang Jiawei ("Mr. Wang"), an executive Director and a shareholder of the Company, entered into a subscription agreement (the "Subscription Agreement") in respect of a debt capitalisation (the "Debt Capitalisation"), pursuant to which, the Company has conditionally agreed to allot and issue, and Mr. Wang has conditionally agreed to subscribe for, 215,499,000 capitalisation shares (the "Capitalisation Shares") at the capitalisation issue price of HK$0.1 per Capitalisation Share. The subscription price in the amount of HK$21,549,900 payable by Mr. Wang under the Subscription Agreement shall be satisfied by setting off against all of the shareholder's loans owing by the Company to Mr. Wang on a dollar-to-dollar basis.

The independent shareholders of the Company duly passed the ordinary resolution approving the Subscription Agreement and the granting of the specific mandate for the allotment and issue of the Capitalisation Shares at the extraordinary general meeting held on 10 August 2026. The Stock Exchange granted its listing approval in respect of the Capitalisation Shares on 11 August 2026. The completion of the Subscription Agreement took place on 13 August 2026.

Immediately upon the completion of the Subscription Agreement, Mr. Wang and parties acting in concert with him were interested in 253,353,877 Shares in aggregate, representing approximately 73.51% of the total issued share capital of the Company as enlarged by the allotment and issue of the Capitalisation Shares.

The Offer

Pursuant to Rule 26.1 of the Takeovers Code, following completion of the Subscription Agreement, Mr. Wang was required to make a mandatory unconditional cash offer (the "Offer") for all the issued shares (other than those already owned or agreed to be acquired by Mr. Wang and parties acting in concert with him (excluding Ms. Lai Yuk Mui, an executive Director of the Company)).

For details of the Debt Capitalisation and the Offer, please refer to the announcements of the Company dated 23 June 2026, 14 July 2026 and 13 August 2026 and the circular of the Company dated 20 July 2026.

Save as disclosed above, there were no other significant events subsequent to period end and up to the date of this interim report.

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company

As at 30 June 2026, the interests or short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which were notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have taken under such provisions of the SFO), or which were required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules, to be notified to the Company and the Stock Exchange, were as follows:

Long positions in shares of the Company

Name of Directors	Capacity	Number of shares held	Approximate percentage of shareholding
Wang Jiawei	Beneficial owner	35,389,932	27.40%
Lai Yuk Mui	Beneficial owner	46,335	0.04%

Save as disclosed above, as at 30 June 2026, none of the Directors or the chief executive of the Company had an interest or short position in any shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they were taken or deemed to have under such provisions of the SFO) or which were required pursuant to section 352 of the SFO to be entered in the register referred to therein, or which were required to be notified to the Company and the Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

Substantial Shareholders' and Other Persons' Interests and Short Positions in Shares and Underlying Shares of the Company

(a) Long Positions in Shares of the Company

As at 30 June 2026, the Directors and the chief executive of the Company are not aware of any person (not being a Director or a chief executive of the Company) who had an interest or short position in the shares or underlying shares which were notified to the Company and the Stock Exchange pursuant to the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept under section 336 of the SFO.

(b) Long Positions in Underlying Shares of the Company

As at 30 June 2026, the Company had not been notified of any person (other than the Directors whose interests are set out in the section "Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures" above) who had an interest or short position in the shares or underlying shares of the Company and was required to be recorded in the register required to be kept under Section 336 of the SFO and/or was directly or indirectly interested in 5% or more of the issued share capital carrying rights to vote in all circumstances at general meetings of any other members of the Group.

Directors' Interest in Competing Business

As at 30 June 2026, the Directors were not aware of any business or interest of each Director, controlling shareholder (as defined in the GEM Listing Rules) and the respective associates of each that competes or may compete with the business of the Group and any other conflicts of interest which any such person has or may have with the Group.

Purchase, Sale or Redemption of Listed Securities

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

Compliance with Code on Corporate Governance Practice

The Company has applied the principles and has complied with all the code provisions as set out in the Corporate Governance Code contained in Appendix C1 of the GEM Listing Rules throughout the period under review, save and except for the following deviation.

Code Provision C.2.1

Code provision C.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established and set out in writing.

Mr. Wang Jiawei is the chairman and chief executive officer of the Company. In view of Mr. Wang has extensive experience in project management and securities investments and is responsible for the overall corporate strategies, planning and business development of the Company. Under the supervision by the Board which is comprised of four independent non-executive Directors, which represent more than half of the Board, the interests of the shareholders of the Company will be adequately and fairly represented.

Directors' Securities Transactions

The Company has adopted a code of conduct regarding directors' securities transactions on terms no less exacting than the required standard of dealings as set out in rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of all Directors, all Directors of the Company confirmed that they have complied with the required standard of dealings and the code of conduct regarding securities transactions by directors adopted by the Company throughout the period under review.

Audit Committee

In compliance with rules 5.28 to 5.33 of the GEM Listing Rules, the Company has established an audit committee with written terms of reference which deal clearly with its authority and duties. The principal duties of the audit committee of the Company are to review and supervise the financial reporting process and internal control procedures of the Group.

The audit committee comprises three independent non-executive Directors, namely Professor Zhang Benzheng, Mr. Li Jianxing and Professor Chen Shu Wen.

The audit committee has reviewed the financial statements of the Group for the six months ended 30 June 2026 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 disclosure has been made in respect thereof.

By order of the Board
Sinofortune Financial Holdings Limited
Wang Jiawei
Chairman

Hong Kong, 14 August 2026

As of the date of this report, the executive Directors are Mr. Wang Jiawei and Ms. Lai Yuk Mui, the independent non-executive Directors are Professor Zhang Benzheng, Mr. Li Jianxing, Professor Chen Shu Wen and Mr. Lee Kwun Kwan.