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## **PALADIN LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 495)**

### **ANNOUNCEMENT OF INTERIM RESULTS FOR THE SIX MONTHS ENDED 31 DECEMBER 2025**

The Board of Directors (the “Board”) of Paladin Limited (the “Company”) announces the unaudited interim results of the Company and its subsidiaries (the “Group”) for the six months ended 31 December 2025.

#### **CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

*For the six months ended 31 December 2025*

		<b>Six months ended 31 December</b>	
	<i>Note</i>	<b>2025</b>	2024
		<b>HK\$'000</b>	HK\$'000
		<b>(Unaudited)</b>	(Unaudited)
<b>Revenue</b>	3	<b>14,917</b>	21,135
Cost of sales and service		<u><b>(8,668)</b></u>	<u>(11,047)</u>
<b>Gross profit</b>		<b>6,249</b>	10,088
Other income		<b>57</b>	327
Other gains and losses	4	<b>(4,433)</b>	(17,870)
Administrative and other operating expenses		<u><b>(17,969)</b></u>	<u>(20,297)</u>
<b>Loss from operations</b>		<b>(16,096)</b>	(27,752)
Finance costs	5	<u><b>(2,567)</b></u>	<u>(3,277)</u>
<b>Loss before tax</b>		<b>(18,663)</b>	(31,029)
Income tax expense	6	<u><b>–</b></u>	<u>(167)</u>
<b>Loss for the period</b>	7	<u><b>(18,663)</b></u>	<u>(31,196)</u>

		<b>Six months ended 31 December</b>	
	<i>Note</i>	<b>2025</b>	2024
		<b>HK\$'000</b>	<i>HK\$'000</i>
		<b>(Unaudited)</b>	(Unaudited)
<b>Other comprehensive income:</b>			
<i>Item that reclassified or may be reclassified to profit or loss:</i>			
Exchange differences on translating foreign operations		<u>392</u>	<u>1,500</u>
<b>Other comprehensive income for the period, net of tax</b>		<u>392</u>	<u>1,500</u>
<b>Total comprehensive income for the period</b>		<u><u>(18,271)</u></u>	<u><u>(29,696)</u></u>
<b>Loss for the period attributable to:</b>			
Owners of the Company		(18,553)	(31,288)
Non-controlling interests		<u>(110)</u>	<u>92</u>
		<u><u>(18,663)</u></u>	<u><u>(31,196)</u></u>
<b>Total comprehensive income for the period attributable to:</b>			
Owners of the Company		(18,263)	(30,073)
Non-controlling interests		<u>(8)</u>	<u>377</u>
		<u><u>(18,271)</u></u>	<u><u>(29,696)</u></u>
<b>Loss per share</b>	9		
Basic ( <i>HK cents per share</i> )		<u><u>(1.13)</u></u>	<u><u>(2.16)</u></u>
Diluted ( <i>HK cents per share</i> )		<u><u>(1.13)</u></u>	<u><u>(2.17)</u></u>

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2025

		31 December 2025	30 June 2025
	<i>Note</i>	<b>HK\$'000</b> <b>(Unaudited)</b>	<i>HK\$'000</i> <b>(Audited)</b>
<b>Non-current assets</b>			
Investment properties		<b>301,802</b>	306,261
Property, plant and equipment		<b>179,547</b>	183,037
Goodwill		–	–
Other intangible assets		–	–
Financial assets at fair value through profit or loss ("FVTPL")		<b>37,419</b>	37,393
		<hr/>	<hr/>
<b>Total non-current assets</b>		<b>518,768</b>	526,691
<b>Current assets</b>			
Inventories		<b>7,335</b>	5,637
Trade and other receivables	<i>10</i>	<b>5,711</b>	5,308
Current tax assets		<b>166</b>	–
Bank and cash balances		<b>11,903</b>	18,860
		<hr/>	<hr/>
<b>Total current assets</b>		<b>25,115</b>	29,805
<b>Current liabilities</b>			
Trade and other payables	<i>11</i>	<b>15,371</b>	18,866
Contract liabilities		<b>495</b>	213
Due to related parties		<b>14,212</b>	12,659
Secured bank borrowings		<b>108,744</b>	100,784
Other borrowings		<b>2,357</b>	5,600
Current tax liabilities		–	429
		<hr/>	<hr/>
<b>Total current liabilities</b>		<b>141,179</b>	138,551
<b>Net current liabilities</b>		<b>(116,064)</b>	(108,746)
		<hr/>	<hr/>
<b>Total assets less current liabilities</b>		<b>402,704</b>	417,945
		<hr/>	<hr/>

	<b>31 December</b> <b>2025</b> <b>HK\$'000</b> <b>(Unaudited)</b>	30 June 2025 HK\$'000 (Audited)
<b>Non-current liabilities</b>		
Other borrowings	<u>22,114</u>	<u>19,084</u>
<b>NET ASSETS</b>	<b><u>380,590</u></b>	<b><u>398,861</u></b>
<b>CAPITAL AND RESERVES</b>		
Share capital	16,450	16,450
Reserves	<u>395,044</u>	<u>414,127</u>
Equity attributable to owners of the Company	411,494	430,577
Non-controlling interests	<u>(30,904)</u>	<u>(31,716)</u>
<b>TOTAL EQUITY</b>	<b><u>380,590</u></b>	<b><u>398,861</u></b>

## NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

*For the six months ended 31 December 2025*

### 1. BASIS OF PREPARATION

These 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 (the “HKICPA”) and the applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

These condensed consolidated financial statements should be read in conjunction with the 2025 annual consolidated financial statements. Except as described below, the accounting policies (including the significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty) and methods of computation used in the preparation of these condensed consolidated financial statements are consistent with those used in the annual consolidated financial statements for the year ended 30 June 2025.

The Group incurred a loss of approximately HK\$18,663,000 during the six months ended 31 December 2025 and, as of that date, the Group had net current liabilities of approximately HK\$116,064,000. 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.

Notwithstanding the above conditions, the condensed consolidated financial statements have been prepared on a going concern basis as the directors have given careful consideration to their impact on the current and anticipated future liquidity of the Group by taking into consideration the mitigating factors which include, but not limited to, the following:

- (i) The secured bank loans of approximately HK\$108,744,000 with a repayment on demand clause will be repaid in accordance with the scheduled repayment dates and the banks will not exercise their discretionary rights to demand immediate repayment;
- (ii) Gold Seal Holdings Limited, a shareholder of the Company, has agreed not to demand for repayment of the balance of approximately HK\$13,391,000 due from the Group as at 31 December 2025 until it is in a financial position to do so;
- (iii) The Group has undrawn available banking facilities of approximately HK\$55,000,000 as at 31 December 2025; and
- (iv) The Group has implemented and will continue to implement various strategies to enhance the Group’s revenue and profitability including adopting various of measures to control costs.

Having taken into account the above, the directors consider that the Group will have sufficient financial resources to meet in full its working capital requirements and financial obligations as and when they fall due in the foreseeable future. Accordingly, the condensed consolidated financial statements have been prepared on a going concern basis. Should the Group be unable to continue as a going concern, adjustments would have to be made to the condensed consolidated financial statements to adjust the value of the Group's assets to their recoverable amounts, to provide for any further liabilities which might arise and to reclassify non-current assets and liabilities as current assets and liabilities, respectively.

## **2. NEW AND AMENDED HKFRS ACCOUNTING STANDARDS**

The Group has applied the amendments to HKAS 21 "Lack of Exchangeability" for the first time from 1 July 2025. The Group did not change its accounting policies or make retrospective adjustments as a result of adopting the abovementioned amended standard.

## **3. REVENUE AND SEGMENT INFORMATION**

The Group's operations and main revenue streams are those described in the last annual consolidated financial statements. The Group's revenue is derived from contracts with customers.

The Group has two operating segments as follows:

- Property investment: rental income from leasing out the properties; and
- Research and development: conducting research and development, software and hardware design for the manufacture and sale of a range of high technology products such as portable x-ray systems, advanced algorithm and software solutions, image sensors etc. as well as provision of autonomous mobile robotic solutions and related services.

The Group's reportable segments are strategic business units that offer different products and services. They are managed separately because each business requires different technology and marketing strategies.

Segment profits or losses do not include certain other income, certain other gains and losses and unallocated corporate expenses.

	<b>Property investment <i>HK\$'000</i> (Unaudited)</b>	<b>Research and development <i>HK\$'000</i> (Unaudited)</b>	<b>Total <i>HK\$'000</i> (Unaudited)</b>
Six months ended 31 December 2025:			
Revenue from external customers	<u>1,447</u>	<u>13,470</u>	<u>14,917</u>
Segment loss	<u>(4,982)</u>	<u>(3,836)</u>	<u>(8,818)</u>
Unallocated expenses			<u>(9,871)</u>
Unallocated income			<u>26</u>
Consolidated loss before tax			<u><u>(18,663)</u></u>
	<b>Property investment <i>HK\$'000</i> (Unaudited)</b>	<b>Research and development <i>HK\$'000</i> (Unaudited)</b>	<b>Total <i>HK\$'000</i> (Unaudited)</b>
Six months ended 31 December 2024:			
Revenue from external customers	<u>2,894</u>	<u>18,241</u>	<u>21,135</u>
Segment loss	<u>(18,934)</u>	<u>(5,038)</u>	<u>(23,972)</u>
Unallocated expenses			<u>(10,305)</u>
Unallocated income			<u>3,248</u>
Consolidated loss before tax			<u><u>(31,029)</u></u>

Information about operating segment assets and liabilities is not provided to the Chief Executive Officer, being the chief operating decision maker, therefore, segment assets and liabilities are not presented.

Reconciliation of segment loss from operations:

	<b>Six months ended 31 December</b>	
	<b>2025</b>	2024
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
	<b>(Unaudited)</b>	(Unaudited)
Total loss of reportable segments	<b>(8,818)</b>	(23,972)
Unallocated amounts:		
Other income	–	18
Other gains and losses	<b>26</b>	3,230
Administrative and other operating expenses	<b>(9,871)</b>	(10,305)
	<u><b>(18,663)</b></u>	<u>(31,029)</u>
Consolidated loss before tax	<u><b>(18,663)</b></u>	<u>(31,029)</u>

**Geographical information:**

The Group's revenue from external customers by location of operations is detailed below:

	<b>Six months ended 31 December</b>	
	<b>2025</b>	2024
	<b><i>HK\$'000</i></b>	<i>HK\$'000</i>
	<b>(Unaudited)</b>	(Unaudited)
Hong Kong	<b>1,447</b>	2,894
Finland	<b>12,301</b>	17,444
Others	<b>1,169</b>	797
	<u><b>14,917</b></u>	<u>21,135</u>
Consolidated total	<u><b>14,917</b></u>	<u>21,135</u>

#### 4. OTHER GAINS AND LOSSES

	Six months ended 31 December	
	2025	2024
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Fair value losses on investment properties	(4,459)	(21,100)
Fair value gains/(losses) on financial assets at FVTPL	26	(218)
Fair value gains on convertible notes	—	3,448
	<u>(4,433)</u>	<u>(17,870)</u>

#### 5. FINANCE COSTS

	Six months ended 31 December	
	2025	2024
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Interest on bank borrowings	2,511	3,218
Interest on other borrowings	56	59
	<u>2,567</u>	<u>3,277</u>

#### 6. INCOME TAX EXPENSE

	Six months ended 31 December	
	2025	2024
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Current tax – Hong Kong Profits Tax		
Provision for the period	—	167
	<u>—</u>	<u>167</u>

Under the two-tiered Profits Tax regime, the first HK\$2 million of profits of the qualifying Group entity established in Hong Kong will be taxed at 8.25% (2024: 8.25%), and profits above that amount will be subject to the tax rate of 16.5% (2024: 16.5%). The profits of the Group entities not qualifying for the two-tiered Profits Tax rate regime will continue to be taxed at a rate of 16.5% (2024: 16.5%).

## 7. LOSS FOR THE PERIOD

The Group's loss for the period is arrived at after charging/(crediting) the following:

	Six months ended 31 December	
	2025	2024
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
Bank interest income	(38)	(327)
Cost of inventories sold	7,639	10,389
Direct operating expenses of investment properties that generate rental income	43	18
Direct operating expenses of investment properties that did not generate rental income	986	640
Depreciation of property, plant and equipment	3,733	2,749
	<u>3,733</u>	<u>2,749</u>

## 8. DIVIDEND

No dividend was paid or proposed by the Company during the six months ended 31 December 2025 (2024: Nil), nor has any dividend been proposed since the end of the reporting period.

## 9. LOSS PER SHARE

The calculation of basic and diluted loss per share is based on the following:

	Six months ended 31 December	
	2025	2024
	<i>HK\$'000</i>	<i>HK\$'000</i>
	(Unaudited)	(Unaudited)
<b>Loss</b>		
Loss for the purpose of calculating basic loss per share	(18,553)	(31,288)
Fair value gains on convertible notes	—	(3,448)
	<u>—</u>	<u>(3,448)</u>
Loss for the purpose of calculating diluted loss per share	<u>(18,553)</u>	<u>(34,736)</u>

	<b>Six months ended 31 December</b>	
	<b>2025</b>	2024
	<b>(Unaudited)</b>	(Unaudited)
<b>Number of shares</b>		
Weighted average number of ordinary shares used in basic loss per share calculation	<b>1,644,959,219</b>	1,450,294,733
Effect of dilutive potential ordinary shares arising from 2017 Convertible Notes outstanding	<u>–</u>	<u>153,037,784</u>
Weighted average number of ordinary shares used in diluted loss per share calculation	<b><u>1,644,959,219</u></b>	<b><u>1,603,332,517</u></b>

The computation of diluted loss per share did not assume the exercise of the Company's outstanding share options as the exercise prices of those share options were higher than the average market price for shares for the six months ended 31 December 2025.

The conversion of the Company's outstanding 2014 Convertible Notes would be anti-dilutive before the exercise of the conversion rights during the six months ended 31 December 2024. The computation of diluted loss per share did not assume the exercise of the Company's outstanding share options as the exercise prices of those share options were higher than the average market price for shares for the six months ended 31 December 2024.

#### **10. TRADE AND OTHER RECEIVABLES**

	<b>31 December</b>	30 June
	<b>2025</b>	2025
	<b>HK\$'000</b>	HK\$'000
	<b>(Unaudited)</b>	(Audited)
Trade receivables	<b>1,719</b>	908
Other receivables	<b>2,199</b>	2,110
Deposits	<b>1,185</b>	1,307
Prepayments	<u><b>608</b></u>	<u>983</u>
	<b><u>5,711</u></b>	<b><u>5,308</u></b>

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

	<b>31 December 2025 HK\$'000 (Unaudited)</b>	30 June 2025 HK\$'000 (Audited)
0 – 90 days	1,616	908
91 – 180 days	18	–
181 – 365 days	85	–
	<u>1,719</u>	<u>908</u>

#### 11. TRADE AND OTHER PAYABLES

	<b>31 December 2025 HK\$'000 (Unaudited)</b>	30 June 2025 HK\$'000 (Audited)
Trade payables	1,939	1,343
Accruals	4,466	5,255
Rental deposits received	1,496	3,969
Other payables	7,470	8,299
	<u>15,371</u>	<u>18,866</u>

The ageing analysis of trade payables, based on the date of receipt of goods, is as follows:

	<b>31 December 2025 HK\$'000 (Unaudited)</b>	30 June 2025 HK\$'000 (Audited)
0 – 90 days	<u>1,939</u>	<u>1,343</u>

## **MANAGEMENT DISCUSSION AND ANALYSIS**

The principal activities of the Group are property investment and research and development of high technology system and applications.

### **BUSINESS REVIEW AND PROSPECTS**

The Group's turnover decreased by approximately 29% to approximately HK\$15 million for the six months ended 31 December 2025 compared to the same period last year, and recorded a loss of approximately HK\$19 million as compared to a loss of approximately HK\$31 million for the corresponding period in 2024. The decrease in loss is primarily attributable to the decrease in fair value losses by approximately HK\$17 million on investment properties for the six months ended 31 December 2025.

#### **Properties investment**

Rental income of the Group for the six months ended 31 December 2025 generated from its investment properties amounted to approximately HK\$1 million (2024: HK\$3 million).

The Group will continue to seek and explore investment opportunities to strengthen its investment portfolios.

#### **Development of high technology products**

The Group is actively developing next-generation technology applications, encompassing imaging, surveillance, navigation, and advanced semiconductor processing. The Group has made considerable investments to date, reflecting our strategic focus on sustainable development. Looking ahead, further investment is anticipated as we continue to build long-term value for our shareholders and stakeholders. As the Group continues to mature, we expect the sales of various technological products and systems we have developed to either continue or commence in the near future. Our goal is for the technology division to become a significant contributor to the Group's revenue by the end of the decade.

The three major subsidiaries of the Company in our technology division are engaged in the following areas of technological development:

Pexray Oy – a non-wholly owned subsidiary, based in Espoo, Finland is engaged in the development of portable, digital x-ray inspection devices for industrial and security applications. Industrial business area focuses on non-destructive testing (NDT) of critical structures. Most typical applications being weld inspection, corrosion inspection and other structural inspections.

Security business consists of EOD and IED operations and to some extent counterintelligence applications in such areas on the detection of explosive devices, baggage scanning, border control and customs, forensic investigation and security at large scale sporting and other events.

The total sales for the six months ended 31 December 2025 were approximately HK\$12 million.

The major products are focusing on portable x-ray devices intended for security and NDT applications as follows:

– Security product line:

The first sales was in August 2019. Pexray Oy has released multiple enhancements to increase product quality and customer satisfaction.

– NDT product line:

The first sales was in September 2020. Multiple new products, accessories and SW features have been released to support products and to meet customer demand.

Pexray released a novel battery operated, portable X-ray source in 2022. First shipments were made in April 2022. The new generator is a complimentary product for both Security and NDT markets. The generator is sold as a stand-alone product in NDT market and is one of the company's growth drivers.

Overall NDT sales dominate over security sales. Growth in fiscal year 2024-2025 and 2025-2026 was and will be strongly driven by NDT sales.

Navigs Oy – a non-wholly owned subsidiary, based in Espoo, Finland. Navigs Oy is at the forefront of R&D in state-of-the-art GNSS and image-based positioning. While these solutions are integral for autonomous, semi-automated agricultural machinery and advanced driver-assist systems to optimize precision farming, their applications extend far beyond agriculture. They are also engineered to be compatible with a variety of off-highway industrial vehicles and have uses in marine navigation systems as well as drones. The product portfolio includes IPESSA Tiny, IPESSA Base Station, IPESSA Nano, IPESSA Yaw Bar, and IPESSA RTK-VINS. The newly developed LOCANOS hardware platform will enable the launching of several new products with special emphasis on cost-effectiveness and ease-of-use. Owing to presence in select exhibitions, the company has become well-known in the agricultural market, but also in other sectors, such as construction and marine.

- IPESSA Tiny is a cost-efficient positioning solution ideal for various autonomous applications like precision farming and heavy working machines. It operates on a dual-antenna satellite receiver coupled with inertial sensing and is equipped with a global narrowband cellular modem.
- IPESSA Base Station is based on IPESSA Tiny but features the capability of providing RTK correction data to moving vehicles (rovers). The RTK correction data is an essential enabler for achieving centimeter-level positioning accuracy. IPESSA Base Station also includes a UHF radio for sending the data to the rovers.
- IPESSA Nano is a compact positioning module, perfect for size-sensitive applications like drones and compact AGVs. It runs on a dual-antenna satellite receiver and an inertial measurement unit (IMU). However, Nano comes with a more limited feature set compared to Tiny.

- IPESSA Yaw Bar is a high-end positioning device, fine-tuned for marine use-cases. It features an optional fiber optic gyroscope (FOG) for top-tier orientation sensing, essential for GNSS-independent North Finding in certain marine scenarios. Like Tiny and Nano, Yaw Bar utilizes similar GNSS receivers and inertial sensors. The IMO (International Maritime Organization) hasn't approved RTK corrections for marine vessels, so the initial market focus is on non-SOLAS ships like fishing boats and utility vessels. The sales of the entry-level version of the IPESSA Yaw Bar with MEMS-based inertial sensors have commenced.
- IPESSA RTK-VINS leverages the core tech of both Tiny and Nano, augmented with a visual inertial navigation system (VINS). This hybrid approach enhances positioning accuracy and robustness in GNSS-challenged environments, making it highly applicable for various UGV, AGV and drone contexts. The RTK-VINS system is a joint venture with Dynim Oy.

Dynim Oy, a non-wholly owned subsidiary headquartered in Espoo, Finland, is developing the RTK VINS series in close collaboration with its fellow subsidiaries – Navigs Oy and Techvico.

In parallel with product development, Dynim Oy is introducing a complementary business model: Digital Twins as a Service (DTaaS). This model leverages Dynim's cross-regional ecosystem, combining network reach, geolocation expertise, and operational presence across Europe and Asia. Through DTaaS, Dynim aims to bridge manufacturing hubs in Asia with design centers and sales markets in Europe, enabling faster development cycles, improved localization, and more efficient market entry.

The RTK VINS platforms and products are currently in the development phase across Dynim and its fellow subsidiaries. Ongoing engineering challenges and technical bottlenecks have led to timeline adjustments; therefore, the DTaaS strategy is being deployed in parallel to generate near-term commercial traction while core product development continues.

Upon completion, the RTK VINS product lines will be commercialized under the Dynim brand in the European market. To support ongoing development and future scalability, Dynim is also actively expanding its engineering team in Vietnam.

## Business Model

- Platform & Product Sales

Delivery of RTK-enabled navigation and positioning solutions for a wide range of industries.

- Engineering & Professional Services

Customization, system integration, and technical support for robotics, automation, and AI-driven applications.

- OEM/ODM Services

End-to-end support for customers designing and manufacturing RTK-enabled products within the RTK VINS scope, including (but not limited to) e-bikes, robotic lawn mowers, surveying equipment, camera systems, and related autonomous platforms.

## **LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE**

As at 31 December 2025, net current liabilities of the Group were approximately HK\$116 million. The current ratio was 0.18. The bank and cash balances were approximately HK\$12 million.

As at 31 December 2025, the Group has outstanding liabilities of approximately HK\$163 million comprising (i) trade and other payables of approximately HK\$15 million, (ii) amounts due to related parties of approximately HK\$14 million, (iii) secured bank borrowings of approximately HK\$108 million, and (iv) other liabilities of approximately HK\$26 million. The secured bank borrowings are on floating interest rates basis.

The majority of the Group's assets and borrowings are denominated in Hong Kong dollars. The directors consider that the Group has no significant exposure to exchange fluctuation and does not hedge against foreign exchange risk.

The Group's bank borrowings were secured by investment properties and leasehold land and buildings of approximately HK\$159 million and HK\$161 million respectively.

The Group's gearing ratio as determined by total debt divided by total assets was approximately 30%.

## **SIGNIFICANT INVESTMENTS, ACQUISITIONS AND DISPOSALS**

During the six months ended 31 December 2025, the Group had no material acquisitions and disposals of subsidiaries.

As at 31 December 2025, the Group had no material investment.

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 31 December 2025, the Group employed a total of 43 employees. They were remunerated according to market conditions.

## **CONTINGENT LIABILITIES**

As at 31 December 2025, the Group did not have any significant contingent liability.

## **INTERIM DIVIDEND**

The Directors of the Company do not recommend the payment of any interim dividend for the six months ended 31 December 2025.

## **PURCHASE, SALE AND REDEMPTION OF SHARES**

During the six months ended 31 December 2025, neither the Company nor any of its subsidiaries purchased, sold or redeemed interest in any of the Company's listed shares.

## **BOARD DIVERSITY AND COMPLIANCE WITH LISTING RULES**

Pursuant to Rule 13.92 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, a single-gender board does not meet the diversity requirement. Accordingly, issuers with a single-gender board are required to appoint at least one director of a different gender by no later than 31 December 2024.

To ensure compliance with the Listing Rules, the Company remains committed to identifying and appointing a suitable candidate to fill the required board position as soon as practicable. The selection process will be conducted with due diligence and in accordance with the relevant Listing Rules.

## **RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR AND NON-COMPLIANCE WITH RULE 3.10(1) OF THE LISTING RULES**

Mr. Luo Rongxuan ("Mr. Luo") has resigned as an independent non-executive Director of the Company with effect from 6 January 2026. Following the resignation of Mr. Luo, the Board comprises of one executive Directors, two non-executive Directors and two independent non-executive Directors. As a result of the foregoing, the Company is not in compliance with the requirements of Rule 3.10(1) of the Listing Rules that the Board must include at least three independent non-executive Directors.

The Company is in the process of identifying suitable candidate(s) to fill the vacancies for independent non-executive Director in order to comply with the aforementioned Listing Rules requirements, and will use its best endeavours to ensure that appropriate appointments are made as soon as practicable and, in any event, within three months from 6 January 2026.

## **UPDATE ON THE STOCK EXCHANGE'S DECISION REGARDING LISTING RULE 13.24**

On 15 November 2024, the Company received a letter from the Listing Division of the Stock Exchange (the "Listing Division") stating, among other things, that the Listing Division has determined the Company has failed to maintain a sufficient level of operations and assets of adequate value, as required under Listing Rule 13.24. As a result, trading in the Company's shares should be suspended under Listing Rule 6.01(3).

In an announcement dated 25 November 2024, the Company reported its decision not to apply for a review of this determination. Consequently, trading in the Company's shares on the Stock Exchange has been suspended since 27 November 2024 and will remain suspended until further notice.

Pursuant to Listing Rule 6.01A, the Company has 18 months from 27 November 2024 to take the necessary actions to demonstrate compliance with Listing Rule 13.24. If the Company fails to do so within this period, the Stock Exchange may cancel the listing of its shares.

The Company will issue further announcements as appropriate and in compliance with the Listing Rules.

## **AUDIT COMMITTEE**

The interim results for the six months ended 31 December 2025 has not been audited by the Group's auditor, but the Audit Committee has reviewed with management the accounting principles and practices adopted by the Company, and discussed internal control and financial reporting matters including the review of the unaudited interim results for the six months ended 31 December 2025.

## **CORPORATE GOVERNANCE**

During the period, the Company had complied with the relevant provisions set out in the Corporate Governance Code (the "Code") set out in Appendix C1 of the Listing Rules, save for the following:

- under the code provision B.1.5, the Company has adopted a board diversity policy to ensure an appropriate balance of skills, experience, and diversity on the Board. The policy sets out the Company's commitment to achieving gender diversity. While a suitable female director has not yet been identified, the Board continues to make efforts in this regard and will comply with the policy requirements upon the appointment of a suitable candidate.
- under code provision C.1.5 of the Code, independent non-executive directors and other non-executive directors should attend general meeting of the Company. Certain independent non-executive directors of the Company were unable to attend the annual general meeting of the Company as they had other business commitment.
- under the Code provision C.2.1, the roles of the chairman and chief executive officer should be separated and should not be performed by the same individual. Dr. Oung Shih Hua, James is the Chairman of the Company and the Company currently does not appoint any new Chief Executive Officer. In the opinion of the Board, Dr. Oung temporarily acts as the role of the Chief Executive Officer. The Board considers that the present structure provides the Group with strong and consistent leadership and allows for efficient and effective business planning and execution.

The Company will review the current bye-laws as and when it becomes appropriate in future.

## **PUBLICATION OF INTERIM RESULTS AND INTERIM REPORT**

The interim results announcement is available for viewing on the website of the Stock Exchange and on the website of the Company at <https://www.paladin495.com>. The interim report of the Company will be despatched to the shareholders of the Company in due course.

## **CONTINUED SUSPENSION OF TRADING**

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 27 November 2024 and shall remain suspended until further notice.

**Shareholders and potential investors of the Company should exercise caution when dealing in the securities of the Company.**

By order of the Board  
**Paladin Limited**  
**Oung Shih Hua, James**  
*Chairman*

Hong Kong, 27 February 2026

As at the date of this announcement, the board of directors of Paladin Limited comprises:

Oung Shih Hua, James (*Executive director*)

Chan Chi Ho (*Non-executive director*)

Yuen Chi Wah (*Non-executive director*)

Liu Man Kin Dickson (*Independent non-executive director*)

Au Chik Lam Alexander (*Independent non-executive director*)