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## 華富建業國際金融有限公司

QUAM PLUS INTERNATIONAL FINANCIAL LIMITED

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 952)**

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

The board of directors (the “Board” or the “Directors”) of Quam Plus International Financial Limited (the “Company”) hereby announces the audited consolidated results of the Company and its subsidiaries (together, the “Group”) for the year ended 31 December 2025, together with the comparative figures for the year ended 31 December 2024.

#### CONSOLIDATED STATEMENT OF PROFIT OR LOSS

	<i>Notes</i>	<b>2025</b> <b>HK\$'000</b>	2024 <i>HK\$'000</i>
Fee and commission income	4	<b>129,930</b>	89,909
Interest income			
— Calculated using the effective interest method	4	<b>93,139</b>	93,512
— Calculated using other methods	4	<b>90,494</b>	111,322
Net investment (loss)/gain	4	<b>(107,242)</b>	118,808
<b>Total revenue</b>	4	<b>206,321</b>	413,551

	<i>Notes</i>	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Other loss, net	5	<b>(26,346)</b>	(177,350)
Direct costs		<b>(88,980)</b>	(73,421)
Staff costs		<b>(156,399)</b>	(159,477)
Depreciation and amortisation	8	<b>(16,390)</b>	(19,594)
(Loss)/gain on fair value change of investment properties		<b>(17,940)</b>	8,580
Expected credit loss (“ECL”) net (charges)/reversal		<b>(55,467)</b>	21,247
Finance costs			
— Interest on borrowings	6	<b>(35,544)</b>	(50,017)
— Interest on lease liabilities	6	<b>(1,997)</b>	(2,371)
Other operating expenses	7	<b>(40,962)</b>	(51,301)
Share of result of associates, net		—	24,104
		<hr/>	<hr/>
<b>Loss before tax</b>	8	<b>(233,704)</b>	(66,049)
Tax expenses, net	9	<b>(2,984)</b>	(7,318)
		<hr/>	<hr/>
<b>Net loss attributable to equity holders of the Company</b>		<b><u>(236,688)</u></b>	<b><u>(73,367)</u></b>
		<hr/>	<hr/>
<b>Loss per share for net loss attributable to equity holders of the Company</b>		<i>HK cent(s)</i>	<i>HK cent(s)</i>
— Basic and diluted	10	<b><u>(3.9)</u></b>	<b><u>(1.2)</u></b>

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

	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<b>Net loss attributable to equity holders of the Company</b>	<u><b>(236,688)</b></u>	<u>(73,367)</u>
<b>Other comprehensive income/(loss) including reclassification adjustments</b>		
Item that may be reclassified subsequently to profit or loss		
— Exchange gain/(loss) on translation of financial statements of foreign operations	<b>1,112</b>	(1,584)
Items that will not be reclassified subsequently to profit or loss		
— Capital distribution from investment measured at fair value through other comprehensive income	—	300
— Change in fair value of investment measured at fair value through other comprehensive income	—	<u>(828)</u>
<b>Other comprehensive income/(loss) including reclassification adjustments and net of tax</b>	<u><b>1,112</b></u>	<u>(2,112)</u>
<b>Total comprehensive loss attributable to equity holders of the Company</b>	<u><u><b>(235,576)</b></u></u>	<u><u>(75,479)</u></u>

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	As at 31 December 2025			As at 31 December 2024			
	Notes	Current HK\$'000	Non- current HK\$'000	Total HK\$'000	Current HK\$'000	Non- current HK\$'000	Total HK\$'000
<b>ASSETS</b>							
Cash and cash equivalents		112,189	—	112,189	156,675	—	156,675
Bank balances held on behalf of clients		1,020,075	—	1,020,075	1,025,136	—	1,025,136
Pledged bank deposits		—	10,184	10,184	—	22,700	22,700
Financial assets held for trading		471,712	30,707	502,419	601,024	32,082	633,106
Financial assets not held for trading		130,478	51,444	181,922	132,248	3,382	135,630
Loans to margin clients	12	532,264	—	532,264	610,217	—	610,217
Credit loans	13	320,160	1,901	322,061	320,459	—	320,459
Accounts receivable	14	333,296	—	333,296	261,174	—	261,174
Prepayments, deposits and other receivables		53,751	—	53,751	49,231	—	49,231
Investment properties	15	—	563,940	563,940	—	851,760	851,760
Goodwill and other intangible assets		—	15,461	15,461	—	17,989	17,989
Other assets		—	12,586	12,586	—	15,540	15,540
Property and equipment		—	47,406	47,406	—	69,161	69,161
Tax recoverables		8,582	—	8,582	6,823	—	6,823
Deferred tax assets		—	13,534	13,534	—	13,675	13,675
<b>TOTAL ASSETS</b>		<u>2,982,507</u>	<u>747,163</u>	<u>3,729,670</u>	<u>3,162,987</u>	<u>1,026,289</u>	<u>4,189,276</u>
<b>LIABILITIES AND EQUITY</b>							
<b>LIABILITIES</b>							
Bank and other borrowings		369,798	78,180	447,978	491,350	176,934	668,284
Accounts payable	16	1,255,222	—	1,255,222	1,220,571	—	1,220,571
Contract liabilities		4,687	—	4,687	8,258	—	8,258
Lease liabilities		9,578	20,537	30,115	12,054	37,662	49,716
Accruals and other payables		299,379	—	299,379	246,424	—	246,424
Deferred tax liabilities		—	2,560	2,560	—	2,664	2,664
<b>TOTAL LIABILITIES</b>		<u>1,938,664</u>	<u>101,277</u>	<u>2,039,941</u>	<u>1,978,657</u>	<u>217,260</u>	<u>2,195,917</u>
<b>EQUITY</b>							
Share capital				20,657			20,657
Reserves				1,669,072			1,972,702
<b>TOTAL EQUITY</b>				<u>1,689,729</u>			<u>1,993,359</u>
<b>TOTAL LIABILITIES AND EQUITY</b>				<u>3,729,670</u>			<u>4,189,276</u>
<i>Net current assets</i>				<u>1,043,843</u>			<u>1,184,330</u>

## **NOTES TO THE ANNUAL RESULTS**

*For the year ended 31 December 2025*

### **1. BASIS OF PREPARATION**

The consolidated financial statements have been prepared in accordance with HKFRS Accounting Standards, which collective term includes all applicable individual Hong Kong Financial Reporting Standards (“HKFRSs”), Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of the Hong Kong Companies Ordinance. The consolidated financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities (the “Listing Rules”) on The Stock Exchange of Hong Kong Limited.

The consolidated financial statements have been prepared on the historical cost basis except for investment properties and certain financial instruments which are measured at fair value.

The consolidated financial statements are presented in Hong Kong dollars (“HK\$”), which is also the functional currency of the Company.

The preparation of consolidated financial statements in conformity with HKFRS Accounting Standards requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

### **2. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES**

#### **2.1 Adoption of amended HKFRS Accounting Standards**

The Group has applied the following amended HKFRS Accounting Standards issued by the HKICPA for the first time to the Group’s consolidated financial statements for the current accounting period beginning on 1 January 2025:

- Amendments to HKAS 21 — Lack of Exchangeability

The adoption of the amended HKFRS Accounting Standards has had no material impact on the Group’s financial positions and performance for the current and prior years and/or on the disclosures set out in the consolidated financial statements.

## 2.2 Possible impact of new and amended HKFRS Accounting Standards issued but not yet effective for the year ended 31 December 2025

Up to the date of issue of the consolidated financial statements, the HKICPA has issued a number of new and amended HKFRS Accounting Standards, which are not yet effective for the year ended 31 December 2025 and which have not been early adopted in the consolidated financial statements. These developments include the following which may be relevant to the Group.

	<b>Effective for accounting periods beginning on or after</b>
Amendments to HKFRS 9 and HKFRS 7 — Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to HKFRS 9 and HKFRS 7 — Contracts Referencing Nature-dependent Electricity	1 January 2026
Annual Improvements to HKFRS Accounting Standards — Volume 11	1 January 2026
HKFRS 18 — Presentation and Disclosure in Financial Statements	1 January 2027
Amendments to Hong Kong Interpretation 5: Presentation of Financial Statements — Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2027
Amendments to HKFRS 10 and HKAS 28 — Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined

The Group is currently accessing the possible impact of the above new and amended HKFRS Accounting Standards in the period of initial application. Except for the below, the Group has considered that the adoption of these new and amended HKFRS Accounting Standards is unlikely to have a material impact to the Group's consolidated financial statements.

### **HKFRS 18 — Presentation and Disclosure in Financial Statements (“HKFRS 18”)**

HKFRS 18 will replace HKAS 1 *Presentation of Financial Statements* and aims to improve the transparency and comparability of information about an entity's financial statements. HKFRS 18 is effective for annual reporting periods beginning on or after 1 January 2027 and is to be applied retrospectively.

Among other changes, under HKFRS 18, entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax and to present two new defined subtotals. Entities are also required to provide specific disclosures about management-defined performance measures in a single note in the financial statements.

The Group does not plan to early adopt HKFRS 18 and is still in the process of accessing the impact of the adoption.

### 3. SEGMENT INFORMATION

The Group has identified its operating segments based on the regular internal financial information reported to the chief operating decision-makers about the allocation of resources to assess the performance of the Group's business. The Group has six service lines as operating segments. These operating segments are monitored and strategic decisions are made on the basis of adjusted segment operating results.

	Corporate finance <i>HK'000</i>	Asset management <i>HK'000</i>	Brokerage <i>HK'000</i>	Interest income <i>HK'000</i>	Investment <i>HK'000</i>	Others <i>HK'000</i>	Total <i>HK'000</i>
For the year ended							
31 December 2025							
<b>Reportable segment revenue</b>							
Fee and commission income	10,914	24,758	89,279	—	—	4,979	129,930
Interest income	—	—	124,356	59,277	—	—	183,633
Net investment loss	—	—	—	—	(107,242)	—	(107,242)
<b>Segment revenue from external customers</b>							
	10,914	24,758	213,635	59,277	(107,242)	4,979	206,321
Inter-segment revenue	1,430	3,932	83	—	—	211	5,656
<b>Reportable segment revenue</b>	<b>12,344</b>	<b>28,690</b>	<b>213,718</b>	<b>59,277</b>	<b>(107,242)</b>	<b>5,190</b>	<b>211,977</b>
<b>Reportable segment profit/(loss)</b>	<b>(7,534)</b>	<b>3,085</b>	<b>38,096</b>	<b>(37,815)</b>	<b>(217,326)</b>	<b>(6,686)</b>	<b>(228,180)</b>
For the year ended							
31 December 2024							
<b>Reportable segment revenue</b>							
Fee and commission income	9,133	8,847	64,953	—	—	6,976	89,909
Interest income	—	—	146,926	57,908	—	—	204,834
Net investment gain	—	—	—	—	118,808	—	118,808
<b>Segment revenue from external customers</b>							
	9,133	8,847	211,879	57,908	118,808	6,976	413,551
Inter-segment revenue	1,450	1,974	270	—	—	493	4,187
<b>Reportable segment revenue</b>	<b>10,583</b>	<b>10,821</b>	<b>212,149</b>	<b>57,908</b>	<b>118,808</b>	<b>7,469</b>	<b>417,738</b>
<b>Reportable segment profit/(loss)</b>	<b>(10,703)</b>	<b>(4,713)</b>	<b>34,372</b>	<b>233</b>	<b>(98,444)</b>	<b>(7,028)</b>	<b>(86,283)</b>

The aggregated results of the Group's operating segments are reconciled to the key financial figures presented in the consolidated financial statements as follows:

	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Reportable segment revenue	211,977	417,738
Elimination of inter-segment revenue	<u>(5,656)</u>	<u>(4,187)</u>
Total revenue	<u><b>206,321</b></u>	<u>413,551</u>
Reportable segment loss	(228,180)	(86,283)
Share of results of associates, net	—	24,104
Unallocated corporate expenses	<u>(5,524)</u>	<u>(3,870)</u>
Loss before tax	<u><b>(233,704)</b></u>	<u>(66,049)</u>

Segment assets and liabilities are not presented as they are not regularly reviewed by the chief operating decision-makers.

#### **Geographical information**

The Group's operations are substantially located in Hong Kong and substantiating all non-current assets of the Group (excluding financial instruments and deferred tax assets) are located in Hong Kong, except for investment properties which are located in the United States of America (the "U.S."). Therefore, no detailed analysis of geographical information is presented.

The Group's customer with whom transactions have exceeded 10% of the Group's revenue (excluding net investment (loss)/gain) is as follows:

	<b>2025</b> <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Customer A*	<u><b>50,693</b></u>	<u>61,082</u>

\* Revenue from this customer, representing a group of entities known to be under common control, is attributable to interest income segment, asset management segment and brokerage segment during the years ended 31 December 2025 and 2024.

#### 4. REVENUE

##### Revenue analysis

	2025 HK\$'000	2024 HK\$'000
<b>Corporate finance business</b>		
<i>Fee and commission income: (note (i))</i>		
— Placing and underwriting commission income	3,611	1,254
— Financial and compliance advisory services fee income	7,303	7,879
	<u>10,914</u>	<u>9,133</u>
<b>Asset management business</b>		
<i>Fee and commission income: (note (i))</i>		
— Management fee, performance fee and service fee income	24,758	8,847
<b>Brokerage business</b>		
<i>Fee and commission income: (note (i))</i>		
— Commission on dealings in securities		
— Hong Kong securities	32,534	19,768
— Other than Hong Kong securities	5,236	5,140
— Commission on dealings in futures and options contracts	27,765	27,914
— Handling, custodian and other service fee income	23,744	12,131
	<u>89,279</u>	<u>64,953</u>
<b>Interest income business</b>		
<i>Interest income calculated using the effective interest method: (note (ii))</i>		
— Interest income from credit loans and bonds	56,220	55,094
— Interest income from cash clients receivables and initial public offering loans	4,433	4,395
— Interest income from bank deposits held on behalf of clients	24,414	28,599
— Interest income from house money bank deposits and others	8,072	5,424
<i>Interest income calculated using other methods: (note (ii))</i>		
— Interest income from loans to margin clients	88,173	108,076
— Interest income from others	2,321	3,246
	<u>183,633</u>	<u>204,834</u>
<b>Investment and other businesses</b>		
<i>Fee and commission income: (note (i))</i>		
— Financial media service fee income	4,979	6,976
<i>Net investment (loss)/gain: (note (ii))</i>		
— Net realised and unrealised (loss)/gain on financial assets measured at fair value through profit or loss	(113,321)	111,158
— Dividend income	6,079	7,650
	<u>(102,263)</u>	<u>125,784</u>
<b>Total revenue</b>	<u><u>206,321</u></u>	<u><u>413,551</u></u>

Notes:

- (i) Revenue arising from contracts with customers within the scope of HKFRS 15.
- (ii) Revenue from other sources.

## 5. OTHER LOSS, NET

	<i>Notes</i>	<b>2025</b> <b>HK\$'000</b>	2024 <i>HK\$'000</i>
Changes in net asset value attributable to other holders of consolidated investment funds		<b>(16,224)</b>	(6,203)
Corporate guarantee	(a)	<b>(8,108)</b>	18,032
Exchange loss, net		<b>(1,324)</b>	(3,175)
Net loss on modification of credit loans	(b)	<b>(7,834)</b>	(12,203)
Net gain/(loss) on disposal of investment properties	(c)	<b>6,760</b>	(17,617)
Sundry income		<b>384</b>	304
Fair value loss on financial liabilities measured at fair value through profit or loss	(d)	—	(156,488)
		<b><u>(26,346)</u></b>	<b><u>(177,350)</u></b>

Notes:

- (a) As at 31 December 2025 and 2024, the Group has agreed to provide corporate guarantee for any shortfall from the guaranteed amounts.
- (b) During the year ended 31 December 2025, the Group agreed with certain debtors to modify the terms of the credit loans, including the maturity date and settlement schedule. This constitutes modification of financial assets under HKFRS 9 *Financial Instruments* (“HKFRS 9”), resulting in net loss on modification of HK\$7,834,000 (2024: HK\$12,203,000), which have been recognised in the consolidated statement of profit or loss.
- (c) During the year ended 31 December 2025, the Group completed the disposal of two (2024: one) investment properties located in the U.S.. For details, please refer to note 15.
- (d) One of the Group’s borrowings which measured at fair value through profit or loss, was fully settled and derecognised during the year ended 31 December 2024.

## 6. FINANCE COSTS

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Interest on bank borrowings	23,328	37,888
Interest on other borrowings	12,216	12,129
Interest on lease liabilities	1,997	2,371
	<u>37,541</u>	<u>52,388</u>

## 7. OTHER OPERATING EXPENSES

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Advertising and promotion expenses	1,671	1,473
Auditor's remuneration	2,380	2,450
Consultancy fee	38	2,819
General office expenses	5,208	6,387
Insurance	3,538	3,933
Legal and professional fee	6,120	9,148
Loss on written-off of other intangible assets	1,429	—
Repair and maintenance	5,286	5,442
Short-term leases, rent and rates and properties management fee	9,226	12,834
Travelling and transportation expenses	2,304	2,081
Others	3,762	4,734
	<u>40,962</u>	<u>51,301</u>

## 8. LOSS BEFORE TAX

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Loss before tax is arrived at after charging:		
Depreciation and amortisation		
— Other intangible assets	1,331	1,460
— Property and equipment	<u>15,059</u>	<u>18,134</u>
	16,390	19,594
Other items		
— Loss on written-off of other intangible assets	1,429	—
— Loss on disposal of property and equipment	180	176
— Direct operating expenses arising from investment properties that do not generate rental income	10,542	14,570
— Expenses relating to short-term leases	<u>598</u>	<u>960</u>

## 9. TAX EXPENSES, NET

The Group is subject to Hong Kong Profits Tax. Under the two-tiered profits tax rates regime, the first HK\$2 million of assessable profits of qualifying entity is taxed at 8.25% and the remaining assessable profits are taxed at 16.5%. The profits of group entities not qualifying for two-tiered profits tax rates regime continued to be taxed at a flat rate of 16.5%.

Taxation for subsidiaries operating in other jurisdictions is charged at the appropriate current rates of taxation ruling in the relevant jurisdictions.

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Current tax — Hong Kong Profits Tax		
— Current year	—	856
— Under/(over)-provision in prior years	<u>210</u>	<u>(310)</u>
	210	546
Current tax — Overseas tax		
— Current year	2,943	3,354
— Over-provision in prior years	<u>(206)</u>	<u>—</u>
	2,737	3,354
Deferred tax	<u>37</u>	<u>3,418</u>
Tax expenses, net	<u><u>2,984</u></u>	<u><u>7,318</u></u>

## 10. LOSS PER SHARE

The calculation of basic and diluted loss per share attributable to equity holders of the Company is based on the followings:

### (a) Basic loss per share

#### *Loss attributable to equity holders of the Company*

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
For the purpose of calculating basic loss per share	<u>(236,688)</u>	<u>(73,367)</u>

#### *Weighted average number of ordinary shares in issue less shares held for share award scheme*

	2025 <i>Number of shares</i>	2024 <i>Number of shares</i>
For the purpose of calculating basic loss per share	<u>6,145,877,218</u>	<u>6,145,877,218</u>

### (b) Diluted loss per share

For the years ended 31 December 2025 and 2024, potential dilutive ordinary shares are not included in the calculation of diluted loss per share because they are anti-dilutive. Therefore, the diluted loss per share equals to the basic loss per share.

## 11. DIVIDENDS

Dividends payable to equity holders of the Company attributable to the year:

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Special dividend declared and paid of HK1.2 cents per ordinary share	<u>74,364</u>	<u>—</u>

The Board has resolved not to recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

## 12. LOANS TO MARGIN CLIENTS

	As at 31 December 2025 <i>HK\$'000</i>	As at 31 December 2024 <i>HK\$'000</i>
Loans to margin clients — Measured at fair value through profit or loss	<u>532,264</u>	<u>610,217</u>

*Note:*

Margin clients are required to pledge securities collateral to the Group in order to obtain the credit facilities for securities trading. The amount of credit facilities granted to them is determined based on a comprehensive analysis including but not limited to loan-to-market and loan-to-marginable value ratios (“lending ratios”), concentration risk, illiquid collaterals and overall availability of funds. The Group exercises continuous monitoring on outstanding margin loans to see if the actual lending ratios have exceeded the pre-determined levels as a credit risk control mechanism. Any excess in the lending ratios will trigger a margin call where the clients have to make good the shortfall. As at 31 December 2025, the market value of securities pledged by margin clients to the Group as collateral was HK\$9,198 million (31 December 2024: HK\$9,857 million) and the Group is permitted to sell collaterals provided by clients if they fail to fulfil margin calls. Loans to margin clients are repayable on demand and bear interest at commercial rates (normally at Hong Kong Dollar Prime Rate plus a spread). As loans to margin clients are measured at fair value through profit or loss, the carrying amounts of the loans, counted on client-by-client basis, would be marked down to the market value of the clients’ collaterals.

### 13. CREDIT LOANS

		As at 31 December 2025 <i>HK\$'000</i>	As at 31 December 2024 <i>HK\$'000</i>
	<i>Notes</i>		
Credit loans, gross amount			
— Unsecured		4,691,395	4,265,550
— Secured	(b)	<u>398,867</u>	<u>317,718</u>
	(a)	5,090,262	4,583,268
Less: ECL provisions		<u>(4,768,201)</u>	<u>(4,262,809)</u>
Credit loans, net	(c)	<u><u>322,061</u></u>	<u><u>320,459</u></u>
<b>Analysis of the net amount into current and non-current portions:</b>			
Current		320,160	320,459
Non-current		<u>1,901</u>	<u>—</u>
		<u><u>322,061</u></u>	<u><u>320,459</u></u>

*Notes:*

- (a) As at 31 December 2025, except for a gross amount of credit loans HK\$24,942,000 (31 December 2024: Nil) which bear interest at floating rate of Hong Kong Dollar Prime rate plus 2% per annum, all remaining gross amounts bear interest at fixed rates ranging from 6% to 12% (31 December 2024: 6% to 12%) per annum.
- (b) As at 31 December 2025 and 2024, the collaterals held by the Group for the secured credit loans mainly include shares of listed and private companies and assets of private companies.

(c) Ageing analysis of credit loans based on due date and net of ECL provisions is as follows:

	As at 31 December 2025 <i>HK\$'000</i>	As at 31 December 2024 <i>HK\$'000</i>
Within 30 days	42,637	63,979
31–90 days	—	—
Over 90 days	<u>279,424</u>	<u>256,480</u>
Credit loans, net	<u><u>322,061</u></u>	<u><u>320,459</u></u>

#### 14. ACCOUNTS RECEIVABLE

	<i>Notes</i>	As at 31 December 2025 <i>HK\$'000</i>	As at 31 December 2024 <i>HK\$'000</i>
<i>Accounts receivable from dealings in securities, futures and options contracts</i>			
— Brokers and clearing houses	(a)	303,595	235,074
— Cash clients	(a)	35,901	31,664
<i>Accounts receivable from asset management, corporate finance and other businesses</i>			
— Clients and others	(a)	<u>21,855</u>	<u>20,045</u>
		361,351	286,783
Less: ECL provisions		<u>(28,055)</u>	<u>(25,609)</u>
Accounts receivable, net	(b)	<u><u>333,296</u></u>	<u><u>261,174</u></u>

*Notes:*

- (a) Amounts due from brokers, clearing houses and cash clients for the dealings in securities are required to be settled on the settlement dates of their respective transactions (normally one to three business days after the respective trade dates). Amounts due from brokers and clearing houses for the dealings in futures and options contracts are repayable on demand (except for the required margin deposits for the trading of futures and options contracts). There are no credit periods granted to clients for its asset management, corporate finance and other businesses. The amounts due from cash clients after the settlement dates bear interest at commercial rates (normally at Hong Kong Dollar Prime Rate plus a higher spread than that of margin clients).
- (b) Ageing analysis of accounts receivable based on due date and net of ECL provisions is as follows:

	As at 31 December 2025 <i>HK\$'000</i>	As at 31 December 2024 <i>HK\$'000</i>
Within 30 days	310,211	251,898
31–90 days	1,134	1,401
Over 90 days	<u>21,951</u>	<u>7,875</u>
Accounts receivable, net	<u><u>333,296</u></u>	<u><u>261,174</u></u>

## 15. INVESTMENT PROPERTIES

	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
<b>At the beginning of the year</b>	<b>851,760</b>	913,380
Disposal	<b>(269,880)</b>	(70,200)
(Loss)/gain on fair value change	<b>(17,940)</b>	8,580
<b>At the end of the year</b>	<b><u>563,940</u></b>	<b><u>851,760</u></b>

As at 31 December 2025, the Group held one (31 December 2024: three) investment property located in the U.S..

All of the Group's property interests are held for capital appreciation which accounted for investment properties and measured at fair value.

During the year ended 31 December 2025, the Group disposed two (2024: one) investment properties to independent third parties, with an aggregate carrying amount of HK\$269,880,000 (2024: HK\$70,200,000). The disposals generated net proceeds of HK\$276,640,000 (2024: HK\$52,583,000), resulting in net gain of HK\$6,760,000 (2024: net loss of HK\$17,617,000). The gain/(loss) on disposal has been recognised under "Other loss, net" in the consolidated statement of profit or loss. The details of these two disposals are set out in the Company's announcements dated on 21 May 2025 and 22 October 2025.

The table below sets out the particular of the investment properties as at 31 December 2025:

Property	Type of use	Particulars of occupancy	Term of lease
40 Verbalee Lane, Hillsborough, CA 94010, County of San Mateo, State of California, the U.S.	Residential	Vacant	Freehold

## 16. ACCOUNTS PAYABLE

		As at 31 December 2025 <i>HK\$'000</i>	As at 31 December 2024 <i>HK\$'000</i>
	<i>Notes</i>		
<i>Accounts payable from dealings in securities, futures and options contracts</i>			
— Brokers and clearing houses	(a)	60,366	7,992
— Cash and margin clients	(a)	1,191,963	1,211,203
<i>Accounts payable from other businesses</i>			
— Clients and others		<u>2,893</u>	<u>1,376</u>
	(b)	<u>1,255,222</u>	<u>1,220,571</u>

### *Notes:*

- (a) Accounts payable to brokers, clearing houses and cash clients are repayable on demand up to the settlement dates of their respective transactions (normally one to three business days after the respective trade dates) except for the required margin deposits received from clients for their trading of futures and options contracts. Accounts payable to margin clients are repayable on demand.
- (b) No ageing analysis in respect of accounts payable is disclosed as, in the opinion of the Board, the ageing analysis does not give additional value in view of the business nature.

## 17. EVENTS AFTER THE REPORTING PERIOD

Save as disclosed elsewhere in this announcement, no other significant events were required to be disclosed.

## MANAGEMENT DISCUSSION AND ANALYSIS

### Macro Environment

Global economy stayed resilient amid persistent geopolitics tensions. In Japan, Sanae Takaichi became the country's first female prime minister, sparking the “Takaichi Trade”, combined with interest rate hikes to a roughly 30-year high of 0.75% and improved corporate earnings, propelling Japanese stocks. The Nikkei 225 index broke above 50,000 points for the first time, extending its winning streak to a third consecutive year.

Precious metals posted exceptional gains, with gold rising approximately 65%, its strongest annual performance in decades; silver surged nearly 1.5 times (or around 128% to 148% in various reports), marking a historic record; and copper repeatedly hit new highs, up around 44% for the year. In contrast, Bitcoin underperformed, peaking at US\$126 thousand in October before retreating, ending the year down about 6%. The U.S. dollar index weakened significantly, declining around 9%, its largest annual drop since 2017.

### *Hong Kong Market Review*

In 2025, the Hong Kong stock market delivered a robust performance, with steady gains throughout most of the year. The Hang Seng Index rose by 5,570 points or 27.8%, closing at approximately 25,630 points, marking its second consecutive year of increases and the best annual performance since 2017. February saw the strongest monthly gain of 13.4%, driven by artificial intelligence (“AI”) innovations such as DeepSeek, which prompted a revaluation of Chinese concept stocks and technology shares. In April, concerns over U.S. reciprocal tariffs pushed the index to its monthly low of 19,828 points, but it quickly recovered, reaching a near four-year high of 27,381 points in early October. Trading activity was brisk, with average daily turnover reaching HK\$249.8 billion, up 90% from 2024, while Exchange Traded Fund (“ETF”) average daily turnover hit HK\$33.3 billion, up 108%. The Hang Seng Tech Index advanced approximately 23.5%. Blue-chip stocks showed divergence, with China Hong Qiao Group Limited (1378.HK) posting the largest gain of 1.77 times, while Meituan (3690.HK) recorded the biggest decline of 31.9%.

The initial public offering (“IPO”) market staged a strong recovery, reclaiming the global top spot for the first time since 2019. A total of 119 companies listed, raising approximately HK\$285.8 billion, representing increases of 67.6% in number and 2.25 times in proceeds compared to 2024. Record numbers of Company's shares which are listing on both Hong Kong and PRC stock exchange (“A+H Share Listings”) occurred as major listed shares of mainland China-based companies (“A-share”) giants headed south, with mega-IPOs dominated by large A+H Share Listings that accounted for over half of total fundraising. Contemporary Amperex Technology Co., Limited (3750.HK) led with HK\$41.0 billion, followed closely by Zijin Gold International Company Limited (2259.

HK) at nearly HK\$28.7 billion, securing the top two positions in Hong Kong for the year's largest IPOs. In August, The Stock Exchange of Hong Kong Limited introduced IPO reform measures, offering two options for the public offer tranche, including "Mechanism B", which allows allocation of 10% to 60% to the public without clawback provisions, resulting in significantly lower allotment rates.

### ***Mainland China Market Review***

The Shanghai Composite Index rose 18.4% for the year, achieving its strongest annual gain in nearly six years. The central government rolled out multiple rounds of financial stimulus policies, driving A-share turnover to exceed Renminbi 3 trillion on several consecutive trading days and setting new records. The Shanghai Composite Index broke through the 4,000-point level during the year, reaching a near-decade high (with intraday peaks exceeding 4,100 points). Market sentiment was buoyant under policy support, with new A-share investor accounts surpassing 27 million, a three-year high. China's full-year Gross Domestic Product ("GDP") successfully achieving a year-on-year growth target of "keeping above 5%".

### ***U.S. Market Review***

U.S. stocks experienced sharp volatility but closed the year strongly, with the major indices posting gains for a third straight year. The "DeepSeek moment" and uncertainties from Donald Trump's reciprocal tariff policies triggered "TACO" trading (buying on dips), leading to sharp sell-offs followed by even stronger rebounds. The S&P 500 rose 16.4%, the Dow Jones Industrial Average gained 13.0% and the Nasdaq Composite advanced 20.4%. The ongoing AI boom supported performance, with NVIDIA Corporation (NVDA.US) becoming the world's first company to reach a US\$5 trillion market capitalisation. "Shortages" emerged as a key investment theme, with energy constraints prompting tech giants to invest heavily in power solutions; surging demand for advanced processes and high-bandwidth memory ("HBM") from AI development ignited a memory "supercycle", driving prices and related stocks to new highs. Concerns over AI valuation bubbles, geopolitical risks, and U.S. economic variables periodically unsettled sentiment. The Federal Reserve cut rates three times in the second half year, though evolving political pressures raised questions about its independence.

## **Results and Overview**

For the year ended 31 December 2025, the Group recorded a consolidated loss before tax of HK\$234 million (2024: HK\$66 million). This increase in loss was mainly attributable to the following non-cash items: (i) a fair value loss of HK\$120 million on an unlisted equity investment in Fortune Origin Group Limited (“Fortune Origin”), compared to a fair value gain of HK\$43 million in 2024; (ii) expected credit loss (“ECL”) net charge of HK\$55 million, compared to ECL net reversal of HK\$21 million in 2024; and (iii) a mark-to-market loss on margin loans of HK\$45 million, compared to a reversal of mark-to-market loss of HK\$1 million in 2024, resulting from a decline in the market value of margin client collateral where collateral values fall below the outstanding margin loans which counted on a client-by-client basis. These non-cash adverse effects were partially offset by strong performance from the Group’s investment in Quam Plus Greater China UCITS Fund, reduced operating expenses resulting from effective cost control measures, and a substantial reduction in loss from the Group’s investment in HealthKonnnect Medical and Health Technology Management Company Limited (“HealthKonnnect”) in 2025.

The Group’s net aggregate revenue decreased to HK\$206 million in 2025 from HK\$414 million in 2024, representing a year-on-year decline of HK\$208 million. It is mainly driven by a net investment loss of HK\$107 million (2024: net gain of HK\$119 million). Excluding the net investment loss/gain recorded as part of our revenue, adjusted revenue rose to HK\$313 million (2024: HK\$295 million), representing a year-on-year growth of 6%. The Group’s revenue for core operating business was HK\$249 million (2024: HK\$230 million), representing a year-on-year increase of 8%. The increment was primarily driven by increased commission and fee income from the brokerage business and the successful implementation of the External Asset Management (“EAM”) business.

The Board has resolved not to recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

## **Business Review**

The Hong Kong stock market had a volatile first quarter in 2025 before Hang Seng Index embarking on an uptrend and daily volume consistently high. IPOs and stock trading were strong directly contributing to increased IPO underwriting and brokerage income. Market sentiment was encouraging and corporate activities increased leading to more advisory opportunities. Without any IPO sponsorship fees or launching of IPOs we sponsored, the revenue of our corporate finance business increased slightly by HK\$2 million in 2025. Even though we had no new IPO sponsorship engagements in 2025, we have built an encouraging IPO sponsorship pipeline that holds promise for our future growth. On the securities front, the revenue of our brokerage business recorded a 37% increase in 2025 despite a decrease in our margin loan book in mid-2025. We successfully launched our EAM platform, enhancing our distribution capabilities. This strategic initiative has positioned us well to cater to a broader client base and deliver tailored

financial solutions. The current weak economic climate has also provided us with an opportunity to attract experienced talents in our asset management business. These new recruits have been instrumental in expanding our assets under management (“AUM”) and broadening our product pipelines and services within the asset management sector. The AUM increased from US\$350 million in 2024 to US\$550 million in 2025 and the revenue from our asset management business increased by HK\$16 million. In 2025, we disposed two investment properties in the U.S., which had been acquired in August 2023 as part of a non-cash consideration under a debt settlement arrangement, receiving net proceeds of HK\$277 million. We continued to strengthen and expand our relationships with banking partners to support future growth. 2025 was a good year for us. We delivered solid business results, stayed resilient, and continued to adapt and innovate as the market evolved. The team navigated challenges well and kept our momentum strong. As we move into 2026, we will continue to build on this progress and remain confident in the opportunities ahead.

## Financial Review

The following table summarised the revenue breakdown of the Group’s principal businesses. Except for the interest income from brokerage business of HK\$124 million (2024: HK\$147 million), the revenue generated by core operating business increased compared to 2024.

Revenue	2025	2025	2024	2024	<i>Favourable/ (unfavourable) change</i>
	<i>HK\$ million</i>	<i>Proportion</i>	<i>HK\$ million</i>	<i>Proportion</i>	
Corporate finance business	11	4%	9	4%	22%
Asset management business	25	10%	9	4%	178%
Brokerage business	89	36%	65	28%	37%
Interest income from brokerage business	124	50%	147	64%	(16%)
	<u>213</u>		<u>212</u>		
Total revenue for core operating business	<u>249</u>	100%	<u>230</u>	100%	8%
Interest income from non-brokerage business	59		58		2%
Financial media service fee income	5		7		(29%)
Net investment (loss)/gain	<u>(107)</u>		<u>119</u>		(190%)
Total revenue	<u><u>206</u></u>		<u><u>414</u></u>		(50%)

### ***Corporate finance business***

The Group's corporate finance business primarily comprises sponsorship for listing, financial advisory and equity capital market. There was no IPO sponsorship income in 2025. Revenue from corporate finance business has increased from HK\$9 million in 2024 to HK\$11 million in 2025, primarily as a result of increase in financial advisory income and IPO underwriting fee income from non-sponsor transactions.

### ***Asset management business***

The Group's asset management business demonstrated strong growth, with revenue increasing from HK\$9 million in 2024 to HK\$25 million in 2025. This growth was driven by increased AUM, from our successfully launched EAM platform, and our advising on actively managed certificates ("AMC") program issued by third party financial institutions. This diversification resulted in increased management fee and performance fee income in 2025.

### ***Brokerage business***

Revenue from brokerage business has increased by 37% from HK\$65 million in 2024 to HK\$89 million in 2025. The growth was primarily attributable to surge in Hong Kong securities trading activities. Commission income from dealing in Hong Kong securities increased by 65% from HK\$20 million in 2024 to HK\$33 million in 2025. Income from handling, custodian, and other service fees increased by 100% from HK\$12 million in 2024 to HK\$24 million in 2025, primarily driven by increased client assets under custody, more corporate actions and settlement instructions. These were a direct result of increased activities from our clients owing to a 90% year-on-year increase in the average daily turnover of the Hong Kong stock market.

### ***Interest income from brokerage business***

The interest income from brokerage business has decreased by 16% from HK\$147 million in 2024 to HK\$124 million in 2025. The decline was mainly due to decreased margin loan interest income, resulting from both lower average outstanding loans to margin clients as a result of a drop in loan amounts in mid 2025 and reduction in Hong Kong Dollar Prime Rate.

### ***Interest income from non-brokerage business***

The interest income from non-brokerage business was HK\$59 million in 2025 and consider stable as compared to HK\$58 million in 2024.

### ***Financial media service fee income***

Financial media service fee income has dropped from HK\$7 million in 2024 to HK\$5 million in 2025.

### ***Net investment loss/gain***

The Group recorded a net investment loss of HK\$107 million in 2025 as compared to a net gain of HK\$119 million in 2024. The net investment loss in 2025 mainly comprises of (i) fair value loss of HK\$120 million on investment in Fortune Origin (2024: fair value gain of HK\$43 million), (ii) mark-to-market loss on margin loans of HK\$45 million (2024: reversal of mark-to-market loss of HK\$1 million), and (iii) net investment gain of other financial assets of HK\$58 million (2024: HK\$75 million). In comparison, the net investment gain in 2024 was mainly attributable to HK\$157 million gain from the disposal of investment in Guotai Junan International Holdings Limited and HK\$95 million fair value loss from investment in HealthKonnect.

### ***Other loss, net***

Other loss was decreased by 85% from HK\$177 million in 2024 to HK\$26 million in 2025, primarily attributable to HK\$156 million loss recognised in 2024 arising from the increase in the market value of the collateral of a financial liability. The other loss in 2025 mainly comprises of HK\$16 million (2024: HK\$6 million) loss on changes in net asset value attributable to other holders of consolidated investment funds, HK\$8 million in provisions for corporate guarantee (2024: reversal of HK\$18 million) and HK\$8 million (2024: HK\$12 million) modification loss arising from modifying the terms of credit loans between the Group and the relevant counterparties, which were partially offset by the gain on disposal of investment properties of HK\$7 million (2024: loss of HK\$18 million).

### ***Expenses***

Direct costs increased by 22% from HK\$73 million in 2024 to HK\$89 million in 2025. The increase was principally driven by higher commission expenses and transaction costs of the brokerage business associated with the growth in gross commission income. Through strategic operational efficiency initiatives, we achieved appropriate cost reduction across various expense categories. Other operating expenses decreased substantially by 20% from HK\$51 million in 2024 to HK\$41 million in 2025 as a result of resource streamlining. Finance costs on bank and other borrowings decreased by 28% from HK\$50 million in 2024 to HK\$36 million in 2025 attributable to declining market interest rates and our effective debt management strategies.

### ***Impairment loss***

The Group maintained its prudent approach to credit risk management through continuous loan portfolio monitoring and strategic recovery actions. In 2025, the Group recognised ECL net charge of HK\$55 million (2024: net reversal of HK\$21 million) and were mainly arisen from ECL net charge of HK\$28 million (2024: net reversal of HK\$103 million) to credit loans and unlisted debt securities to independent third parties and ECL net charges of HK\$26 million (2024: HK\$83 million) to credit loans and unlisted debt securities to former connected parties.

In 2025, the Group did not recognise material ECL charge or reversal to any borrowers that exceeded 1% of the Group's total asset value of HK\$3,730 million as at 31 December 2025 (i.e. over HK\$37 million). The Group considers that such materiality level is appropriate for this purpose.

**(a) *Reasons for the impairment***

The Group adopted the requirements in respect of ECL assessment set forth in HKFRS 9 *Financial Instrument* ("HKFRS 9") issued by the HKICPA in determining the impairment loss allowance for its loans.

The Group has taken into account the following factors on the impairment assessment for the outstanding credit loans and unlisted debt securities due from former connected parties and independent third parties in accordance with the HKFRS 9:

- (i) Probability of default — the likelihood that borrowers may fail to repay the loans. The Group performs financial due diligence, evaluates macro-environment, reviews the latest announcements of the borrowers and considers repayment history of the borrowers;
- (ii) Loss given default — the expected cash shortfall between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive. The Group also considers the value of the collaterals pledged for the loans, if any; and
- (iii) Forward-looking market data — macroeconomic indicators such as GDP which may impact to the recoverability of the loans.

The Group regularly monitors the effectiveness of the criteria for identifying significant increase in credit risk and revises them as appropriate to ensure that such increases are identified before the amounts become past due.

**(b) *Key assumptions and basis in determining the amount of the impairment***

For the purpose of impairment assessment, the Group's credit loans and unlisted debt securities are classified as stage 1, stage 2 and stage 3 in accordance with HKFRS 9. Stage 1 represents loans with no significant increase in credit risk since initial recognition. Stage 2 represents loans with increase in credit risk since initial recognition. Stage 3 represents loans with significant increase in credit risk since initial recognition and are considered as credit-impaired. Impairment was assessed for each of the loans and the ECL model for internal impairment assessment has taken into account the following: 1) expected life and contractual terms of a financial instrument; 2) market probability of default; 3) market loss given default or discounted recovery rate; and 4) forward-looking market data.

For the year ended 31 December 2025, an independent impairment assessment was performed on credit loans to former connected parties and independent third parties by an independent valuer, Masterpiece Valuation Advisory Limited which is a professional business consulting company established in Hong Kong with a branch office in the Greater China area. The consulting teams comprise experienced professionals in accounting, finance and real estate with well-recognised qualifications including but not limited to Certified Public Accountants, Chartered Financial Analyst, member of the Hong Kong Institute of Surveyors, Registered Professional Surveyors, Financial Risk Manager and Certified Public Valuer. In applying the accounting standard, the below formula was used in assessing their respective ECL provisions:

$$\text{ECL} = \text{EAD} \times \text{PD} \times (1 - \text{PV of (Recovery Rate} \times \text{FLF)})$$

1. Exposure at Default (the “EAD”) is the principal and interest outstanding that are at risk of default.
2. Probability of Default (the “PD”) is the likelihood that counterparties will fail to repay. PD of 100% is used when the counterparties default or very likely to default. For other cases, PD sourced from “Average cumulative issuer-weighted global default rates by alphanumeric rating” published by Moody’s, a reputation credit rating agency.
3. Recovery Rate sourced from “Average debt recovery rates measured by ultimate recoveries” published by Moody’s, a reputable credit rating agency.
4. Forward-looking factor (the “FLF”) is served as adjustment to recovery rate basing on the recent and forecasted data related to assets of the borrowers. GDP growth data were selected as the appropriate macro factor (“Z”) according to the assets location of the counterparties. And for counterparties located in PRC, broad measure of money supply (M2) was also included to make relevant forward-looking adjustments to Recovery rate.
5. Present Value (“PV”) of (Recovery Rate  $\times$  FLF) = (Recovery rate  $\times$  FLF)/(1 + effective interest rate)<sup>Time to Recover</sup>.

## **Money Lending**

### ***(i) Group’s money lending business and credit risk assessment policy***

The Group’s money lending business offers both secured and unsecured loans to borrowers comprising individuals and corporations. The money lending business generates revenue and profit by way of providing loans to earn interest income.

The Group has adopted a credit risk policy to manage its money lending business which covers factors such as compliance with all applicable laws and regulations, credit assessment on potential borrower and his/its assets, the credibility of the potential borrower, the necessity in obtaining collaterals, assessment of the use of proceeds and the source of repayment.

The scope of money lending services provided by the money lending business generally includes personal loans, business loans and mezzanine loans. The Group tries to diversify the loan portfolio by providing to different borrowers to lower the concentration risk. We do not have a rigid risk appetite or fixed criteria for loan acceptance; instead, risk assessment are conducted on a case-by-case basis. These typically involve reviewing the borrower's financial position, repayment and credit history including any prior insolvency history. Within a loan category, the interest rates, the duration of the loan and repayment terms of the loan varies individually. The determination of the loan terms reflects the perceived risk level after the risk is determined to be within an acceptable and controllable level.

Provision of loans is one of the principal businesses of the Group. Management's discussion on the movements in material loans for renewal of existing loans or newly granting of the loans have been disclosed in the relevant announcement or shareholders' circular.

**(ii) Major terms of loans granted (including details of the collaterals), size and diversity of clients and concentration of loans on major clients**

To diversify the client base and reduce the concentration of loan portfolio, the Group's borrowers comprise individuals and companies from different industries, including securities investment, real estate and consulting service. As at 31 December 2025, the Group had 21 borrowers, comprise 18 unlisted corporate borrowers and 3 individual borrowers.

As at 31 December 2025, the Group had 37 credit loans with principal amounts ranging from HK\$1 million to HK\$446 million with floating rate at Hong Kong Dollar Prime Rate plus 2% per annum and fixed rates ranging from 6% to 12% per annum. The credit loan portfolio fell with the following bands:

<b>Loan size of principal</b>	<b>Number of credit loans</b>
Above HK\$100 million–HK\$500 million	11
Above HK\$50 million–HK\$100 million	7
Above HK\$10 million–HK\$50 million	13
Above HK\$5 million–HK\$10 million	2
Below or equals to HK\$5 million	4
	<hr/>
	<u>37</u>

Out of the 37 credit loans, 1 loan was secured by shares of private companies and assets of private companies with personal guarantee (1% of the total principal amount of the Group's credit loan portfolio), 1 loan was secured by shares of listed and private companies with unguaranteed (1% of the total principal amount of the Group's credit loan portfolio), 2 loans were secured by assets of borrowers and unguaranteed (1% of the total principal amount of the Group's credit loan portfolio), 2 loans were secured by shares of private companies with personal guarantee (8% of the total principal amount of the Group's credit loan portfolio), 9 unsecured loans with personal or company's guarantee (47% of the total principal amount of the Group's credit loan portfolio) and the remaining 22 loans were unsecured and unguaranteed (42% of the total principal amount of the Group's credit loan portfolio).

As at 31 December 2025, the top five borrowers constituted 68% of the total principal amount of the Group's credit loan portfolio.

***(iii) Reasons for loan impairments (and write-offs)***

Management's discussion in loan impairments highlights that the ECL recognised primarily represented the credit risk associated with collectability of certain loans, as determined under the Group's loan impairment policy. The assessment takes into account factors such as the credit history, financial conditions of the borrowers and forward-looking information. In accordance with the Group's loan impairment policy, the Group will apply the prevailing accounting standards to make such impairment. Therefore, the amount of ECL is updated at each reporting date to reflect the changes in credit risk on loan receivable since initial recognition.

As at 31 December 2025, the gross amount of credit loans increased by HK\$507 million from HK\$4,583 million as at 31 December 2024 to HK\$5,090 million. The net carrying amount after ECL provisions of credit loans has increased from HK\$320 million as at 31 December 2024 to HK\$322 million at 31 December 2025.

Ageing analysis of credit loans based on due date and net of ECL provisions is as follows:

	<b>As at 31 December 2025 HK\$'000</b>	<b>As at 31 December 2024 HK\$'000</b>
Within 30 days	<b>42,637</b>	63,979
31–90 days	—	—
Over 90 days	<b>279,424</b>	256,480
	<hr/>	<hr/>
Credit loans, net	<b><u>322,061</u></b>	<b><u>320,459</u></b>

***(iv) Internal controls measures for credit loans***

*Credit approval*

The Group's money lending business follows a stringent procedure. Due diligence and credit assessments are performed by the respective lending department to assess the credit quality of the potential borrowers. These assessments include the identity, creditability, financial background of the borrowers and the value and characteristics of the collaterals to be pledged.

A loan proposal is then prepared by the designated loan officer and submitted to the Risk Management Department ("RMD") for their comment. This comment is attached to the final submission of the proposal and presented to the Business Assessment Committee ("BAC") either through a physical meeting or in an email for their approval.

The BAC may comment, add conditions, or seek improve the terms and conditions before giving their final approval. A Transaction Approval Form ("TAF") is signed off by the Department Head of the respective lending department, the approval members, and the Chief Operating Officer to complete the approval process and for record.

Subject to the size of the loan/total exposure of each borrower and its related parties, different approval authority is applied, where higher authority is required for the approval of larger loans. Till the end of 2025, the Group has long established this hierarchy of approval authority, the details of which are stated below:

<b>Loan size/total exposure of each borrower and its related parties (HK\$)</b>	<b>Approval authority</b>
Above HK\$1,000 million	Board of Directors
Above HK\$500 million– HK\$1,000 million	Executive Committee (“ExCom.”)
Above HK\$100 million– HK\$500 million	3 members in ExCom. (must include Chairman of ExCom.)
Above HK\$50 million– HK\$100 million	BAC
Above HK\$10 million– HK\$50 million	3 members of BAC (must include Chief Executive Officer)
Above HK\$5 million– HK\$10 million	3 members of BAC (must include Chief Financial Officer or Chief Operating Officer)
Below or equals to HK\$5 million	2 members of BAC (must include Chief Financial Officer or Chief Operating Officer)

*Note:*

- 1) BAC comprises of Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Chief Investment Officer and Chief Risk Officer.

#### *Continuous loan monitoring*

The Group’s designated loan officer closely monitors the Group’s loan portfolio, include regular communication with the individual borrowers to update and review their financial position from time to time, and to determine appropriate actions for recovery of the relevant loans at the earliest time.

Also, RMD will review the risk exposure of each of the loans on a daily basis and submit written monthly report to the ExCom. with their recommendation. From time to time, RMD alerts our senior management and/or the ExCom. on specific events (e.g. failed repayment) and advise its recommended actions. In parallel, our Accounts Department and Treasury Department also keep track of the repayment schedule constantly and make relevant alerts to senior management in case of failed or late repayment.

### *Recoverability and collection*

At each month end, the designated loan officer checks if there is overdue balances or late payment, and RMD performs an independent review on the loans portfolio and closely monitors the status and reports to the senior management.

There would be internal discussions on a case-by-case basis on what recovery actions to be taken so that the Group could recover the most in a timely fashion. Means like phones calls, seizure of collaterals, statutory demand letter and further legal actions would be discussed. Demand letter and statutory demand letter will be issued to the borrower when consider appropriately if there is overdue repayment. Where appropriate, legal action will be initiated against the borrower for the recovery of the amount due and taking possession of the collateral pledged. Seizure of collaterals and realisation of underlying collaterals would also be taken if necessary. Where appropriate, the Group will also petition to the court for winding-up/bankruptcy of the borrower and/or guarantor. The recovery and collection decisions and processes are also included in the monthly risk management report to the ExCom..

### **Other Information**

#### ***Capital structure, liquidity and financial resources***

The Group generally finances its operations with internally generated cash flow as well as through the utilisation of banking facilities and short-term loans and notes from non-bank entities. The Group's cash level as at 31 December 2025 stood at HK\$112 million (31 December 2024: HK\$157 million).

As at 31 December 2025, the Group's total borrowings amounted to HK\$448 million, decreased by 33% from HK\$668 million as at 31 December 2024. Borrowings mainly consisted of two components.

- The first component as at 31 December 2025 referred to bank borrowings of HK\$287 million (31 December 2024: HK\$494 million), representing part of the Group's total available banking facilities of HK\$784 million (31 December 2024: HK\$917 million).
- The second component referred to private notes amounting to HK\$161 million as at 31 December 2025 (31 December 2024: HK\$174 million).

As at 31 December 2025, the net assets of the Group was HK\$1,690 million (31 December 2024: HK\$1,993 million). The Group's gearing ratio was 27% (31 December 2024: 34%), being calculated as total borrowings over net assets. The management has applied prudent risk and credit management on the borrowings. In addition, the Group is required to strictly follow regulatory re-pledging ratios and prudent bank borrowing benchmarks that govern the extent of bank borrowings in the securities margin lending business.

***Significant investments, material acquisitions and disposals of subsidiaries, associates and joint ventures***

For the current year, the Group had no material acquisitions and disposals of subsidiaries, associates and joint venture.

As at 31 December 2025, the Group held the following significant investment that was classified as financial assets held for trading with fair value representing 5% or more of the Group's total assets (i.e. HK\$186 million).

Description of investment	Investment costs	Fair value as at 31 December 2025	Number of ordinary shares held in the investee company as at 31 December 2025	Percentage of investment held in the investee company as at 31 December 2025	Size as compared to the Group's total assets as at 31 December 2025	Total amount of dividends received for the year ended 31 December 2025	Unrealised loss for the year ended 31 December 2025
Equity interest in Fortune Origin	211,494	190,395	3,081	19.8	5.1	N/A	119,728

Fortune Origin, a company incorporated in the British Virgin Islands, and its subsidiaries are principally engaged in investment business and brokerage services. The Group held the equity investment in Fortune Origin with a medium-term investment strategy.

***Investments held by the Group***

The Group maintained a diversified portfolio comprising listed equity securities, unlisted equity securities, private equity funds and unlisted debt securities. The Group's investment objective, except for unlisted debt securities, is to achieve capital appreciation and support its overall strategic requirements. This objective is implemented by a risk-balanced investment approach, with appropriate portfolio allocation across a diversified range of financial instruments determined by the nature, risk profile, and return characteristics. Investments in listed equity securities are primarily held to enhance portfolio liquidity and generate returns in the form of capital appreciation and dividend income. Unlisted equity securities and private equity funds are held to capture potential higher returns, access to pre-IPO opportunities and realise strategic value through medium to long-term capital growth. Unlisted debt securities are held to generate a recurring and stable stream of interest income.

As at 31 December 2025, the Group held three (31 December 2024: two) unlisted debt securities investments, classified as financial assets measured at amortised cost. The net carrying amount of the unlisted debt securities investments was HK\$169,204,000 (31 December 2024: HK\$132,248,000), representing approximately 5% (31 December 2024: 3%) of the Group's total assets. Out of the net carrying amount, two (31 December 2024: two) unlisted debt securities of HK\$130,478,000 (31 December 2024: HK\$132,248,000) was due from a former connected party, in respect of which ECL provision rate of approximately 90% has been applied. Details of ECL assessment and credit risk assessment policies are set out in the sections headed "Impairment loss" and "Money Lending" under Management Discussion and Analysis.

The value of the whole portfolio represented approximately 19% (31 December 2024: 17%) of the Group's total assets. Save for the significant investments disclosed above, none of the Group's individual investment holdings was material to the Group's total assets. The Group's investment portfolio, except for unlisted debt securities investments, by class are as follows:

	<b>Fair value as at 31 December 2025 HK\$'000</b>	<b>Fair value as at 31 December 2024 HK\$'000</b>	<b>Investment (loss)/gain for the year ended 31 December 2025 HK\$'000</b>	<b>Return/(loss) on investments %</b>
Listed equity securities <sup>1</sup>	230,775	180,329	56,915	0
Unlisted equity securities <sup>2</sup>	224,562	394,166	(118,094)	(15)
Private equity funds <sup>3</sup>	59,800	61,993	(1,118)	120
	<u>515,137</u>	<u>636,488</u>	<u>(62,297)</u>	

1 Listed equity securities accounted for approximately 6% (31 December 2024: 4%) of the Group's total assets as at 31 December 2025. The majority of these investments were listed in the Greater China Region, principally in the Mainland China, Hong Kong, and Taiwan market.

2 Unlisted equity securities accounted for approximately 6% (31 December 2024: 9%) of the Group's total assets as at 31 December 2025. These investments comprised equity interests in five companies (31 December 2024: five companies), of which the carrying amount of investment in Fortune Origin as at 31 December 2025 was HK\$190 million (31 December 2024: HK\$310 million). The decrease in investment in Fortune Origin was primarily attributable to losses on certain listed equity investments held within Fortune Origin's investment business. Further details of Fortune Origin are set out in the significant investments section disclosed above.

- 3 Private equity funds accounted for approximately 2% (31 December 2024: 1%) of the Group's total assets as at 31 December 2025. The portfolio comprised five (31 December 2024: four) private equity funds, of which two funds were managed by a subsidiary of the Group acting as investment manager or fund manager. These two (31 December 2024: two) private equity funds collectively represented approximately 83% (31 December 2024: 95%) of the Group's total investment in private equity funds.

***Risk management and approval mechanisms on investments***

The Group's investment activities are governed by stringent procedure and comprehensive risk management process. Feasibility studies, due diligence and investment analysis are conducted by the Proprietary Investment Department to identify and assess potential risks and returns associated with each investment opportunity. Investment proposals are subsequently submitted to the RMD for review. The RMD provides its opinion and risk assessment, which is attached to the final investment proposal and presented to the BAC either in a physical meeting or via email for approval. The BAC may provide comments, add conditions, or request enhanced terms and conditions before granting final approval. A TAF is then signed by the Department Head of the Proprietary Investment Department, the approving members, and the Chief Operating Officer to formalise the investment decision.

The Group applies a hierarchy of approval authority framework based on investment cost, whereby larger transactions require higher levels of authorisation. As at 31 December 2025, the approval structure was as follows:

<b>Investment cost (HK\$)</b>	<b>Approval authority</b>
Above HK\$1,000 million	Board of Directors
Above HK\$500 million–HK\$1,000 million	Jointly by Chairman of ExCom. and Chairman of Board of Directors
Above HK\$100 million–HK\$500 million	ExCom.
Above HK\$50 million–HK\$100 million	3 members of ExCom. (must include Chairman of ExCom.)
Below or equals to HK\$50 million	BAC

*Note:*

BAC comprises of Chief Executive Officer, Chief Operating Officer, Chief Financial Officer, Chief Investment Officer and Chief Risk Officer.

***Pledged assets of the Group***

At the end of 2025, the Group's assets of HK\$582 million (31 December 2024: HK\$1,093 million) were charged to banks for facilities.

### ***Employees and remuneration policies***

As at 31 December 2025, the Group had 179 full time employees (31 December 2024: 181) in Hong Kong and 19 full time employees (31 December 2024: 19) in Mainland China. In addition, the Group has 70 self-employed sales representatives (31 December 2024: 65). Competitive total remuneration packages are offered to employees by reference to industry remuneration research reports, prevailing market practices and standards and individual merit. Salaries are reviewed annually, and discretionary bonuses are paid with reference to individual performance appraisals, prevailing market conditions and the Group's financial performance. Other benefits offered by the Group include a mandatory provident fund scheme, medical and health insurance.

### ***Risk management***

The Group's business is closely related to the economy and market fluctuations of Hong Kong and China, and indirectly affected by financial markets across the globe. To cope with unpredictable market fluctuations and minimise risks, the Group takes preventive measures and established a three-tier risk management system. At the front line, there are the relevant business departments who conduct the initial risk assessments. RMD and Legal & Compliance Department then review and provide comments on identified risks, if any. RMD is responsible for risk identification and analysis, the setting and monitoring of risk limits and parameters, and produces timely risk reports to the senior management. The Legal & Compliance Department also comments and monitors the legal risks involved as required. Internal Audit conducts thorough checks periodically to ensure that any procedural and potential risks can be eradicated, concluding the final stem of our Group's comprehensive risk control.

### ***Credit risk***

Credit risk is the potential risk in respect of loss arising from incompetence of a borrower, counterparty or issuer of financial instruments to meet its obligation, or potential deterioration of credit ratings. The Group has an established Credit Approval Policy and Procedure for pre-lending approval and a post-lending monitoring system in place for all business applications and proposals with potential credit risks. The credit risks of the Group mainly arise from five business areas: corporate finance business, asset management business, brokerage business, interest income business and proprietary investment business. Advance IT systems are also utilised by the Group to conduct daily monitoring on credit and concentration risk limits.

### *Market risk*

Market risk refers to potential loss due to market price movement of investment positions held, which includes interest rates risk, equity prices risk and foreign exchange rates risk. RMD is responsible for setting up market risk limits and investment guidelines for the Group's various business functions and their investment activities as necessary. Investments with potential market risks are, where appropriate, assessed and approved by RMD. Monitoring and assessments of market risks positions are conducted timely, and significant risks are reported to senior management to ensure the market risks of the Group are controlled within an acceptable level. The Group continues to modify the market risk models through periodic back-testing and stress scenarios tests.

### *Liquidity risk*

Liquidity risk refers to the risk of the Group's ability to secure adequate capital, in a timely manner, to meet its financial obligations and support business operation needs. Fund sourcing, management, and allocation are handled by Treasury Department. Accounts Department ensures compliance with applicable rules, such as Financial Resources Rules and financial covenants imposed by lending banks via an effective monitoring system. The Group has maintained good relationships with banks to secure stable channels for short-term financing such as loans and repurchases. The Group may also raise short-term working capital through public and private offerings of corporate bonds or other financial instruments when necessary. Furthermore, the Group has also established liquidity monitoring system to ensure sufficient liquidity cushion to meet any emergency funding needs.

### *Operational risk*

Operational risk is the risk of financial loss arises mainly from negligence or omission of internal procedural management, information system failures or personnel misconduct of staffs. The Group schedules briefing sessions to improve risk awareness amongst employees as necessary and instructs all departments to establish internal procedural and control guidelines. There is a Group Incident Escalation and Reporting Policy to ensure that all risk events are timely reported to the senior management, RMD, Legal & Compliance Department and IT Department for immediate implementation of remedial action. The Group has a Business Continuity Policy and has a special committee to deal with whatever emergency situations may arise which could pose operational risks to us.

### *Regulatory compliance risk*

As a financial group operating regulated businesses, we endeavor to meet the stringent and evolving regulatory requirements, including but not limited to those related to investor interest protection and market integrity and stability maintenance. Our Legal & Compliance Department works continuously to monitor, review, and reduce the regulatory risks of the Group.

## **Dividend Policy**

The Board adopted a dividend policy in January 2019. The declaration of dividends by the Company is subject to any restrictions under the Company Act 1981 of Bermuda, the Listing Rules, Bye-laws and any applicable laws, rules and regulations. Distribution will usually be considered annually after the annual accounts of the Company are approved by the Shareholders but interim distribution may be made from time to time to Shareholders as appear to the Board to be justified by the position of the Company.

The declaration of future dividends will be subject to the decision by the Board and will depend on, among other things, the operation and financial performance, liquidity conditions, capital requirements and future funding needs, contractual restrictions, availability of reserves and the prevailing economic climate or any other factors that the Directors may consider relevant.

## **Prospects**

Global markets are likely to stay uncertain and volatile in the near term, but opportunities still exist for well-prepared firms. Hong Kong's strong market infrastructure and international connectivity give us a solid base, and we are focused on strengthening our position so we can take advantage of new opportunities as conditions improve. For the brokerage business, we are excited about our new strategic alliance with Dinosaur Group, a New York-based investment bank. In asset management, we will continue to actively expand our banking distribution network to improve the performance. The corporate finance business will continue to maintain the highest standards of compliance and service quality for every client engagement.

## **FINAL DIVIDEND**

The Board has resolved not to recommend the payment of a final dividend for the year ended 31 December 2025 (2024: Nil).

## **PURCHASE, REDEMPTION OR SALE OF LISTED SECURITIES**

During the year ended 31 December 2025, neither the Company nor any of its subsidiaries had purchased, redeemed or sold any listed securities of the Company (including sale of treasury shares (the "Treasury Shares") within the meaning under the Listing Rules). As at 31 December 2025, the Company did not hold any Treasury Shares.

## **CORPORATE GOVERNANCE PRACTICES**

The Board considers that the Company has applied the principles and complied with the code provisions set out in Corporate Governance Code of Appendix C1 of the Listing Rules (the “Corporate Governance Code”) throughout the year ended 31 December 2025 and subsequent period up to the date of this announcement, save for the deviation from code provision C.2.1 which is explained as follows:

The Co-Chairman of the Company are Mr. HAN Xiaosheng and Mr. Kenneth LAM Kin Hing (“Mr. LAM”) while the Chief Executive Officer had been performed by Mr. LAM. This constitutes a deviation from code provision C.2.1 of the Corporate Governance Code which stipulates that the roles of the chairman and the chief executive should be separate and should not be performed by the same individual. However, the Board considers that in view of the current operation, structure, size and resources of the Group together with substantial experience of financial services business, extensive management experience and leadership within the Group of Mr. LAM, that it is currently most beneficial and efficient to maintain the existing leadership structure.

## **MODEL CODE FOR SECURITIES TRANSACTIONS**

The Company has adopted a code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) under Appendix C3 of the Listing Rules. The code of conduct is also updated from time to time in order to keep abreast with the latest changes in the Listing Rules. It has also been extended to specific employees of the Company who are likely to be in possession of unpublished price-sensitive information in respect of their dealings in the securities of the Company.

In response to specific enquiry, all of the Directors confirmed that they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by Directors adopted by the Company throughout the year ended 31 December 2025.

## **AUDIT COMMITTEE REVIEW**

The audit committee of the Company (which comprises three independent non-executive directors) has reviewed the audited annual results of the Group for the year ended 31 December 2025 and discussed with the management of the Company the accounting principles and practices adopted by the Group, internal control and financial reporting matters.

## **SCOPE OF WORK OF HLB HODGSON IMPEY CHENG LIMITED**

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income, and the related notes thereto for the year ended 31 December 2025 as set out in the preliminary announcement have been agreed by the Group's auditor, HLB Hodgson Impey Cheng Limited (the "Auditor"), to the amounts set out in the Group's audited consolidated financial statements for the year ended 31 December 2025. The work performed by Auditor in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the HKICPA and consequently no opinion or assurance conclusion has been expressed by Auditor on the preliminary announcement.

## **PUBLICATION OF THE ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT**

The annual results announcement of the Group for the year ended 31 December 2025 is published on the website of HKEXnews at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Company at [www.quamplus.com](http://www.quamplus.com) respectively. The 2025 Annual Report of the Company will be despatched to the shareholders of the Company (if requested) and made available on the above websites in due course.

On behalf of the Board  
**Quam Plus International Financial Limited**  
**HAN Xiaosheng**  
*Co-Chairman*

Hong Kong, 24 March 2026

As at the date of this announcement, the Board of the Company comprises:

***Executive Directors:***

Mr. HAN Xiaosheng (*Co-Chairman*)  
Mr. Kenneth LAM Kin Hing (*Co-Chairman*)  
Mr. LIU Hongwei

***Independent Non-executive Directors:***

Mr. Roy LO Wa Kei  
Mr. LIU Jipeng  
Ms. Cindy KONG Siu Ching

***Non-executive Director:***

Mr. WANG Liuqi