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CCTI FORTIS HOLDINGS LIMITED
(中 建 富 通 集 團 有 限 公 司)
(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(Stock Code: 00138)

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

CHAIRMAN'S STATEMENT

On behalf of the Board, I report the annual results of the Group for the year ended 31 December 2025.

ANNUAL RESULTS

In 2025, the global economy continues to face multiple challenges, including slowing growth, uncertainty in trade policies, geopolitical tensions, and persistent inflationary pressures. Despite Hong Kong's economy has benefited from the continued recovery in tourism and increased financial services activity, this growth is only concentrated in certain industries which is still uneven. In the face of cautious market sentiment, the Group achieved growth in revenue during the year, which contributed to an improved loss performance, for which the Group recorded net loss attributable to owners of the Company of approximately HK\$327 million, representing a decrease of approximately 17.4%, as compared to net loss attributable to owners of the Company of approximately HK\$396 million in 2024. The loss for the current year was mainly attributable to the impairment loss of promissory note receivable and assets of disposal groups held for sales, fair value loss on investment in a film as well as elevated borrowing expenses.

FINAL DIVIDEND

In light of the current adverse situation, the Group intends to conserve cash resources to combat the difficulties and challenges going forward. Therefore, the Board did not recommend the payment of a final dividend for 2025 (2024 final dividend: Nil). The Company did not pay any interim dividend for 2025 (2024 interim dividend: Nil).

BUSINESS REVIEW

In 2025, the Group was principally engaged in (i) property business; (ii) securities business; (iii) Blackbird Group's multi-faceted automotive business and investments in valuable collections; and (iv) cultural entertainment business.

PROPERTY BUSINESS

Hong Kong Property Business

Hong Kong's property market, especially residential market, is experiencing a recovery in 2025. Such recovery is mainly driven by lower interest rate, relaxed transaction restrictions and increased demand. It is anticipated that the property market will gradual recovery continuously resulted from the expected further interest rate cut.

SECURITIES BUSINESS

During the year ended 31 December 2025, to conserve cash and reduce risk, the Company did not trade in any listed shares or securities in the stock market. Indeed, our securities business received steady interest income on promissory note receivable during the year.

BLACKBIRD GROUP

The Blackbird Group, under the leadership of its chairman and chief executive officer (“CEO”), Mr. MAK Chun Kiu (“**Mr. TK Mak**”), is principally engaged in (i) the official importership and dealership of Ferrari in Hong Kong and Macau, including the repair and servicing business; (ii) the official importership and dealership of Maserati in Hong Kong and Macau, also including the repair and servicing business; (iii) valuable collections trading and investment business; and (iv) car logistics business. Despite the environment which continues to be challenging, the management is satisfied with the continuing development of the Blackbird Group's multi-faceted automotive operations.

Ferrari Business

Blackbird Concessionaires, the group's Ferrari importership for Hong Kong & Macau enjoyed significant growth for the full year of 2025, closing the year with some of its best commercial KPI results to date, further cementing the ongoing collaboration between the two companies.

Fueled by models such as the adrenaline-rushing carbon fibre equipped Ferrari 296 Speciale and the newly unveiled Amalfi and 849 Testarossa family, the Blackbird Concessionaires business enjoyed a 66% increase in new car orders for the year, alongside an increase of 30% in vehicle deliveries. After the Amalfi's incredible global debut in the world famous coastline of its namesake in Italy, Hong Kong saw the regional launch of the car in another potential world first — a live unveiling of the nautical inspired car in Q4 2025 on top of a 200ft luxury megayacht alongside 100 of the brand's VIPs as it sailed around Hong Kong's Victoria Harbour. This incredible spectacle, covered in media both in Hong Kong and around the world resulted in a robust sales, and further cemented Blackbird's commitment to continuing to set milestone moments for the Ferrari brand in Hong Kong.

The business' Ferrari approved preowned strategy also begun to bear fruit, with increased margins and sales result from 2024, driven by strong secondary market demand and trading along with factory-backed warranties provided with every Ferrari approved transaction.

Personalisation, one of the traditional indicators of demand and a healthy Ferrari market is also on the rise, with full year results showing an increase in the average of optional extras delivered on cars, and double the amount of the tailor made appointments for both the Shanghai and Maranello ateliers — a specially crafted design studio where visitors can imagine and visualize an entirely custom one-off specification for their car with a designer at the Ferrari factory.

Another key global statistic introduced by Ferrari in the full year of 2025 was the ratio of “new to brand” clients, which closed the year in Hong Kong and Macau representing 46% of all new car sales in 2025 and 70% of preowned car sales. This important new commercial KPI ensures that while traditional legacy customers of the brand are nurtured and maintained, there is a strong focus on the entire global dealer network on continuing to develop a new generation of first-time buyers and Ferraristi to ensure the longevity and continuity of the market. Strong growth in new to brand owners is further boosted by the ever-expanding experiences programme that is available exclusively to Ferrari owners, from unique regional driving tours, world premieres, and visits to the Formula 1 Grand Prix, where Hong Kong hosted 25 attendees to this year in Singapore, representing the largest foreign territory represented there.

Blackbird's Ferrari technical service team and after-sales business in Kwai Chung also managed to close a strong full year result, increasing parts sales performance by 11.4% along with its power warranty goals by over 7%. Further commercial improvement is expected with the service business as new programmes are introduced for the coming year.

As the new year looms with a schedule of no less than four exciting new Ferrari vehicle launches, including the local presentation and launch of the outrageous 1,050hp 849 Testarossa and increasingly upwards trending commercial results, Blackbird and Ferrari's partnership remains steadfast as both entities continue to implement its multi-year strategy and plan to drive its market share advantage and maximise commercial returns in this fast evolving space.

Maserati Business

Blackbird Tridente, the Group's exclusive Maserati importership for Hong Kong & Macau, delivered steady sales performance in 2025, supported by resilient demand for the Grecale. This year also saw the start of GranTurismo Trofeo deliveries, further reinforcing Maserati's high performance brand image in Hong Kong and Macau.

Profitability improved, with new vehicle gross profit margin rising from 5.31% in the 1st half of 2025 to 11.27% in the 2nd half of 2025, reflecting a stronger model mix and disciplined commercial execution. In addition, Blackbird Tridente expanded its presence in Macau by participating in a major roadshow, enhancing brand visibility and creating new opportunities to grow its customer base in the territory.

Valuable Collections Trading and Investment Business

In the year of 2025, the classic and investment car business continued to be affected by a slow global market. However, the management remains cautiously optimistic regarding the long-term improvement of the classic car trading environment. The Company will continue to monitor market trends to benefit from both sales and investment opportunities.

The Watch Manual division is well-established through its print publication and online platforms. It continued its collaborations with a number of key brands on editorial partnerships and consultancies, including hosting VIP gatherings. Its print publication has important visibility in Hong Kong and internationally, and will be available to attendees at the 2026 Watches & Wonders Geneva fair. It continues with prestigious brand partnerships, while garnering interest from new brands for the upcoming issues of the print publication. Mr. TK Mak, the chairman and the CEO of the Blackbird Group, continues on the watch advisory board for the Phillips auction house.

Car Logistics Business

To simplify organisational structure and streamline its business operations so as to focus resources on development of its principal business operations, on 31 December 2025, the Group entered into the agreement to dispose 95% of the issued share capital of Blackbird Works Supply Co. Limited (“**Blackbird Works Supply**”), a company principally engaged in provision of car towing and logistics services in Hong Kong, for a consideration of HK\$17,100,000. The disposal was completed on 31 December 2025. Upon completion, the Group only hold 5% equity interest in Blackbird Works Supply.

CULTURAL ENTERTAINMENT BUSINESS

After the disposal of associates which engaged in stage audio and lighting and stage engineering operations on 28 February 2025, film operations become the Group’s sole remaining business under the cultural entertainment segment. The Group has invested in the large scale crime thriller film entitled “Sons of the Neon Night” (風林火山) together with other companies and the film has been officially released in cinemas in Hong Kong, mainland China, Taiwan and Malaysia starting in October 2025. Due to lower-than-expected box office performance, the loss on investment in a film was incurred. The net box office proceeds are expected to be received in the first half of 2026.

OUTLOOK

The year of 2026 is expected to remain uncertain and challenging due to trade fragmentation, stubborn inflation and recent heightened geopolitical conflict. Both global and local economies remain fragile. Despite the current challenging environment, Blackbird’s Ferrari business, as a sole official Ferrari importer in Hong Kong and Macau, continues to perform well and win a round of applause. We are committed to continuing to build up and grow the Blackbird Automotive Group to become one of the global leaders in the automotive sector in the near future.

Looking forward, we will stay alert on the rapid changing environment, remain prudent in financial management and continue our on-going cost savings initiatives. We will retain our strength and lay the groundwork for the recovery to come. With our resilient and experienced management, we consider that we can withstand the impact caused by these unprecedented challenges. We will try to turn risks into opportunities and continue to pursue our core strategy of achieving long-term sustainable growth for the Company and enhancing long-term values to the Shareholders.

APPRECIATION

On behalf of the Board, I would like to express sincere gratitude and appreciation to the Directors, management and all employees for their dedication, loyalty and hard work to meet the challenges during the year. Furthermore, I am most grateful to our customers, the Shareholders, investors, bankers, landlords and suppliers for their continued encouragement and strong support to the Group throughout these unprecedented times.

Mak Shiu Tong, Clement
Chairman

Hong Kong, 30 March 2026

FINANCIAL REVIEW

OVERVIEW OF 2025 ANNUAL FINANCIAL RESULTS

HK\$ million	2025	2024 (Restated)	% increase/ (decrease)
Continuing operations:			
Revenue	<u>606</u>	<u>530</u>	14.3%
Gross profit	<u>98</u>	<u>116</u>	(15.5%)
Loss from continuing operations	(320)	(399)	(19.8%)
(Loss)/profit from discontinued operations	<u>(7)</u>	<u>3</u>	(333.3%)
Loss for the year	<u><u>(327)</u></u>	<u><u>(396)</u></u>	(17.4%)
Attributable to:			
Owners of the Company			
Continuing operations	(320)	(399)	(19.8%)
Discontinued operations	<u>(7)</u>	<u>3</u>	(333.3%)
	<u><u>(327)</u></u>	<u><u>(396)</u></u>	(17.4%)
Basic and diluted (loss)/earnings per share attributable to ordinary equity holders of the Company			
— From continuing and discontinued operations	<u><u>(HK\$2.04)</u></u>	<u><u>(HK\$2.47)</u></u>	(17.4%)
— From continuing operations	<u><u>(HK\$2.00)</u></u>	<u><u>(HK\$2.49)</u></u>	(19.7%)
— From discontinued operations	<u><u>(HK\$0.04)</u></u>	<u><u>HK\$0.02</u></u>	(300.0%)
Dividend per share	<u>Nil</u>	<u>Nil</u>	N/A

The Group's revenue from continuing operations for 2025 was approximately HK\$606 million. An increase of approximately HK\$76 million or approximately 14.3%, which was mainly driven by the incremental revenue stream contributed by Ferrari business.

In 2025, the Group recorded a net loss attributable to owners of the Company of approximately HK\$327 million as compared with a net loss of approximately HK\$396 million in 2024. This slightly improvement in financial performance was mainly due to the costs control measures successfully carried out during the year, which lead to the decrease in administrative expenses by approximately HK\$51 million in the current year.

The current year's loss was mainly derived from non-cash fair value loss on investment in a film, impairment loss of promissory note receivable and assets of disposal groups classified as held for sale of approximately HK\$64 million, approximately HK\$5 million and approximately HK\$79 million respectively.

ANALYSIS BY BUSINESS SEGMENT

HK\$ million	2025		2024 (Restated)		% increase/ (decrease)
	Amount	Relative %	Amount	Relative %	
Continuing operations:					
Property investment and holding	2	0.3%	6	1.0%	(66.7%)
Securities business	—*	—	—*	—	—
Ferrari business	551	83.6%	420	72.7%	31.2%
Maserati business	41	6.2%	61	10.6%	(32.8%)
Valuable collections business	—*	—	3	0.5%	(100%)
Other operations	12	1.8%	40	6.9%	(70.0%)
Total for continuing operations	606	91.9%	530	91.7%	14.3%
Discontinued operations:					
Logistics business	53	8.1%	48	8.3%	10.4%
Total	659	100%	578	100.0%	14.0%

* less than HK\$1 million

HK\$ million	Operating (loss)/profit		% increase/ (decrease)
	2025	2024 (Restated)	
Continuing operations:			
Property investment and holding	(88)	(121)	(27.3%)
Securities business	3	(4)	175.0%
Ferrari business	11	10	10.0%
Maserati business	(4)	(15)	(73.3%)
Valuable collections business	7	(55)	112.7%
Cultural entertainment business	(64)	(1)	6,300.0%
Other operations	(15)	(29)	(48.3%)
Total for continuing operations	(150)	(215)	(30.2%)
Discontinued operations:			
Logistics business	4	3	33.3%
Total	(146)	(212)	(31.1%)

CONTINUING OPERATIONS

Property investment and holding

Due to the disposal of certain properties through sale of subsidiaries engaged in property investment in 2024 and early termination of lease due to liquidation of tenant, rental income was reduced by approximately 66.7% to approximately HK\$2 million. This segment recorded operating loss of approximately HK\$88 million as compared with operating loss of approximately HK\$121 million in the previous year. The operating loss in 2025 and 2024 was primarily attributable to unrealised losses arising from fair value changes of our investment properties and properties being classified as assets of disposal groups held for sale, which amounted to approximately HK\$1 million and approximately HK\$79 million respectively.

Securities business

In 2025, the securities business contributed interest income on promissory note receivable of approximately HK\$7 million. This segment recorded an operating profit of approximately HK\$3 million as compared with operating loss of approximately HK\$4 million in the previous year. Due to the reduce in the non-cash credit losses against promissory note receivable by approximately 54.5% to approximately HK\$5 million in 2025 as compared to approximately HK\$11 million in 2024, the operating profit was achieved in this segment in 2025.

Ferrari business

In 2025, supported by the strong performance of the Ferrari service centre in Kwai Chung, the Ferrari business achieved revenue of approximately HK\$551 million, compared to approximately HK\$420 million in the previous year. The Ferrari business's operating profit was approximately HK\$11 million, which was nearly the same as that of 2024.

Maserati business

In 2025, the revenue from Maserati business declined by approximately 32.8% to approximately HK\$41 million as compared to approximately HK\$61 million in the previous year. Due to the cost control carried out during the year, the Maserati business's operating loss was narrowed to approximately HK\$4 million as compared with approximately HK\$15 million in the previous year.

Valuable collections business

In 2025, the revenue from valuable collections business decreased by 100% to less than HK\$1 million as compared to approximately HK\$3 million in previous year. Due to the unrealized gain arising from fair value changes on valuable collections held for investments amounted to approximately HK\$25 million in current year, the business achieved an operating profit of approximately HK\$7 million compared to an operating loss of approximately HK\$55 million incurred in previous year.

Cultural entertainment business

After the disposal of investment which engaged in stage audio and lighting and stage engineering operations on 28 February 2025, film operations become the Group's sole business under the cultural entertainment segment. No revenue from film operations was recorded in 2025 and 2024. Due to lower-than-expected box office performance on the film investment which has been officially released in cinemas starting in October 2025, the fair value loss on investment in a film of approximately HK\$64 million was incurred. As a result, an operating loss was increased significantly from approximately HK\$1 million in 2024 to approximately HK\$64 million in 2025 in this segment.

Other operations

Other operations mainly comprise the classic car services center, the multimedia business, and other new ventures in the development and start-up stage. To streamline the Group's operations and enable a more focused allocation resources to its core business, the non-profitable multimedia business was disposed in June 2024, resulting in approximately 70.0% decrease in revenue to approximately HK\$12 million and narrowing of operating loss to approximately HK\$15 million in 2025.

DISCONTINUED OPERATIONS

Logistics business

In 2025, the revenue from logistics business increased by approximately 10.4% to approximately HK\$53 million as compared to approximately HK\$48 million in previous year. Operating profit was approximately HK\$4 million as compared to approximately HK\$3 million in previous year.

ANALYSIS BY GEOGRAPHICAL SEGMENT

HK\$ million	2025				Revenue				2024 (Restated)	% increase/ (decrease)
	Continuing operations	Discontinued operations	Total	Relative %	Continuing operations	Discontinued operations	Total	Relative %		
Hong Kong, Macau and Mainland	606	53	659	100%	528	48	576	99.7%	14.4%	
Rest of the world	—*	—	—*	—	2	—	2	0.3%	(100.0%)	
Total	<u>606</u>	<u>53</u>	<u>659</u>	<u>100%</u>	<u>530</u>	<u>48</u>	<u>578</u>	<u>100.0%</u>	14.0%	

* less than HK\$1 million

Approximately 100% of our total revenue was generated in Hong Kong, Macau and the Mainland, of which most of our revenue was generated in Hong Kong. The revenue from our major market regions was approximately HK\$659 million, an increase of approximately HK\$83 million or approximately 14.4% compared to 2024. The revenue from rest of the world represented mainly sale of valuable collections to the overseas markets.

CAPITAL STRUCTURE AND GEARING RATIO

HK\$ million	2025		2024	
	Amount	Relative %	Amount	Relative %
Bank borrowings	1,106	52.3%	1,172	51.5%
Other borrowings	501	23.7%	261	11.5%
Lease liabilities	54	2.6%	43	1.9%
Convertible bonds	88	4.2%	96	4.2%
Bank borrowings directly associate with assets classified as held for sale	5	0.2%	33	1.4%
Total borrowings	1,754	83.0%	1,605	70.5%
Equity attributable to owners of the Company	358	17.0%	672	29.5%
Total capital employed	2,112	100%	2,277	100.0%

Equity attributable to owners of the Company as at 31 December 2025 was approximately HK\$358 million, representing a decrease of approximately HK\$314 million compared with approximately HK\$672 million at the beginning of the year 2025. This change was primarily attributable to the net loss attributable to owners of the Company for 2025, offset in part by the other comprehensive income of revaluation of leasehold land and buildings, which amounted to approximately HK\$14 million.

The Group's gearing ratio slightly increased from approximately 70.5% as at 31 December 2024 to approximately 83.0% as at 31 December 2025, driven mainly by the decrease in equity.

Total outstanding borrowings were approximately HK\$1,754 million (2024: HK\$1,605 million). Approximately 35.7% of these borrowings were of short-term nature, primarily representing revolving loans and mortgage loans on properties held by the Group.

As at 31 December 2025, the maturity profile of the bank and other borrowings and convertible bonds of the Group falling due within one (1) year, in the second (2nd) to the fifth (5th) year and beyond five (5) years amounted to HK\$626 million, HK\$960 million and HK\$168 million respectively (2024: HK\$1,591 million, HK\$14 million and nil respectively). There was no material effect of seasonality on the Group's borrowing requirements.

LIQUIDITY AND FINANCIAL RESOURCES

HK\$ million	2025	2024
Current assets	823	950
Current liabilities	(1,014)	(2,100)
Net current liabilities	(191)	(1,150)

The Group's net current liabilities as at 31 December 2025 was approximately HK\$191 million, a decrease of approximately HK\$959 million. The decrease was primarily due to the reclassification of certain bank and other borrowings from current liabilities to non-current liabilities. During the year, the Group obtained a waiver for non-compliance with a financial covenant related to approximately HK\$1,045 million in bank borrowings, valid until 31 December 2026. Of these borrowings, approximately HK\$828 million, repayable over one (1) year, is classified as non-current liabilities as of 31 December 2025 while those borrowings repayable over one (1) year of approximately HK\$709 million was classified as current liabilities as of 31 December 2024 instead.

Generally, the Group derives its working capital mainly from cash on hand, net cash generated from operating activities, and borrowings. In view of the net current liabilities position, the Board has given careful consideration to the future liquidity and performance of the Group and its available sources of finance in assessing whether the Group will have sufficient financial resources to continue as a going concern. The Board expects that the Group will rely on net cash from operating activities, additional borrowings and capital exercises (if required) and sale of non-core assets to meet demand of working capital and capital expenditure, if any.

CONVERTIBLE BONDS

Set out below are the particulars of the outstanding convertible bonds of the Company as at 31 December 2025:

2025 Convertible Bonds

On 20 January 2023, the Company issued the 2025 Convertible Bonds with the aggregate principal amount of HK\$220,000,000 due on 31 December 2025. The 2025 Convertible Bonds are unsecured, carry interest at 4.5% per annum on the principal amount and are redeemable at the option of the Company before the maturity date on 31 December 2025. Subject to the terms and conditions of the 2025 Convertible Bonds, holder(s) of the 2025 Convertible Bonds has a right to convert the 2025 Convertible Bonds into the Shares at the current conversion price of HK\$0.16 per conversion Share (subject to adjustments pursuant to the terms and conditions of the 2025 Convertible Bonds). On 17 May 2023, Treasure Goal transferred part of the 2025 Convertible Bonds in an aggregate principal amount of HK\$117,000,000 to Capital Winner, New Capital and Capital Force (the "Transferee(s)") for the respective principal amounts of HK\$46,500,000, HK\$45,000,000 and HK\$25,500,000 and on the same day, the Transferees exercised their conversion rights to convert an aggregate principal amount of HK\$117,000,000 of the 2025 Convertible Bonds, and a total of 731,250,000 Shares were issued and allotted by the Company. For details, please refer to the Company's circular dated 19 December 2022 and announcements dated 11 January 2023, 20 January 2023 and 17 May 2023 respectively.

On 5 June 2024, Treasure Goal transferred part of the 2025 Convertible Bonds in the principal amount of HK\$20,000,000 to Cheer Fame. For details, please refer to the Company's announcement dated 5 June 2024.

On 18 June 2024, upon completion of the disposal of the entire issued share capital of Silly Thing Group Limited, an investment holding company, and together with its subsidiaries, which were engaged in multimedia businesses including magazine publication, event management and production and provision of digital media services, the consideration for the disposal of HK\$9,500,000 had been settled by offsetting against part of the principal amount of the 2025 Convertible Bonds held by Cheer Fame on a dollar-to-dollar basis, and the remaining principal amount of the 2025 Convertible Bonds held by Cheer Fame was reduced from HK\$20,000,000 to HK\$10,500,000. For details, please refer to the Company's announcements dated 13 June 2024 and 18 June 2024 respectively.

On 30 July 2025, upon completion of disposal of entire issued share capital of an investment holding company, Cosmo Classic Limited ("**Cosmo Classic**"), and together with its subsidiaries, which were engaged in the business of provision of landscape design services, retail sale of flowers and plants and provision of food and beverages, the consideration of HK\$5,580,000 had been settled by offsetting against part of the principal amount of the 2025 Convertible Bonds held by Cheer Fame on dollar-to-dollar basis, and the remaining principal amount of the 2025 Convertible Bonds held by Cheer Fame was reduced from HK\$10,500,000 to HK\$4,920,000. For details, please refer to the Company's announcements dated 25 July 2025 and 30 July 2025 respectively.

Save as disclosed above, during the year, no exercise of the conversion rights under the 2025 Convertible Bonds was made. The 2025 Convertible Bonds has been matured on 31 December 2025 and the outstanding principal amount of the 2025 Convertible Bonds was HK\$87,920,000 as at 31 December 2025 and the date of this announcement.

On 2 January 2026, the Company and the Bondholders entered into a Deed of Amendment to restructure the 2025 Convertible Bonds by:

- Extend maturity date by 2 years (to 31 December 2027)
- Increase conversion price from HK\$0.16 to HK\$0.45 per share
- Reduce interest rate from 4.5% p.a. to 0% p.a. (from 1 January 2026)
- Convert accrued interest (Treasure Goal: HK\$13,917,261.66; Cheer Fame: HK\$653,375.33) into zero-interest shareholder loans repayable on demand

The purpose was to ease cash flow and align conversion terms with the capital reorganisation.

However, the proposed amendments were not passed at the Special General Meeting held on 25 February 2026.

Following the vote down, the Company is actively exploring alternative funding options to meet its obligations under the 2025 Convertible Bonds. These include new debt financing and bank borrowings, equity fund-raising (such as share placements or rights issues), and disposal of certain assets to generate cash.

At the same time, the Company is negotiating with bondholders to secure undertakings not to demand repayment of principal or interest for more than one year. Such undertakings would allow the 2025 Convertible Bonds and accrued interest to be classified as long-term liabilities, thereby easing immediate liquidity pressure.

For details, please refer to our announcements dated 2 January 2026, 9 February 2026, 25 February 2026 and 12 March 2026, respectively, and the circular dated 9 February 2026 in relation to, among others, the connected transaction in relation to the amendments to the 2025 Convertible Bonds due 2025.

2024 Convertible Bonds

On 18 August 2023, the Company issued the 2024 Convertible Bonds with an aggregate principal amount of HK\$30,011,500 due on 18 August 2024 to not less than six (6) places under general mandate. The 2024 Convertible Bonds are unsecured, carry interest at 4.5% per annum on the principal amount and are redeemable at the option of the Company before the maturity date on 18 August 2024 (the “**Initial Maturity Date**”). On 18 February 2024, the Company redeemed part of the 2024 Convertible Bonds in the principal amount of HK\$10,000,000. Upon the Initial Maturity Date, the Company redeemed an aggregate principal amount of HK\$13,256,500 pursuant to the terms and conditions of the 2024 Convertible Bonds. For details, please refer to the Company’s announcements dated 28 July 2023, 18 August 2023 and 11 June 2024 respectively, and monthly returns dated 5 March 2024 and 2 September 2024 respectively.

On 19 August 2024, the Company entered into four (4) deeds of amendments with four (4) bondholders of the 2024 Convertible Bonds respectively in an aggregate outstanding principal amount of HK\$6,755,000, pursuant to which the (i) maturity date of the 2024 Convertible Bonds be extended for one (1) year from 18 August 2024 to 18 August 2025 (the “**Extension**”); (ii) conversion price be changed from HK\$0.193 to HK\$0.15 per conversion Share; and (iii) interest rate be increased from 4.5% to 9.0% per annum for the Extension (the “**Amendments**”). Completion of the Amendments to the 2024 Convertible Bonds took place on 27 August 2024. For details, please refer to the Company’s announcements dated 19 August 2024 and 27 August 2024 respectively.

The net proceeds raised from the issue of the 2024 Convertible Bonds have been fully utilised as the Company's general working capital.

Save as disclosed above, during the year ended 31 December 2025, no exercise of the conversion rights under the 2024 Convertible Bonds was made. The aggregate principal amount of the 2024 Convertible Bonds (i.e. HK\$6,755,000) has been fully redeemed during the year and no amount of the 2024 Convertible Bonds was outstanding as at 31 December 2025.

CAPITAL COMMITMENTS

As at 31 December 2025, the Group has no material capital commitment (as at 31 December 2024: HK\$5 million).

TREASURY MANAGEMENT

The Group employs a conservative approach to cash management and risk control. To achieve better risk control and efficient fund management, the Group's treasury activities are centralised.

During the year ended 31 December 2025, the Group's receipts were mainly denominated in HK\$ and US\$. Payments were mainly made in HK\$ and US\$. Cash was generally placed in short-term deposits denominated in HK\$. In the year ended 31 December 2025, the Group's borrowings were mainly denominated in HK\$, and interest on the borrowings was principally determined on a floating rate basis.

The objective of the Group's treasury policies is to minimise risks and exposures due to the fluctuations in foreign currency exchange rates and interest rates. The Group's current exposure to foreign exchange risk is not significant. The Group has not used any financial instruments to hedge its interest rate risk, and will consider hedging significant interest rate risk should the need arise.

DISPOSALS OF MATERIAL SUBSIDIARIES AND ASSOCIATES

- (a) On 27 December 2024, the Group entered into two (2) sale and purchase agreements to dispose of its associates engaged in stage audio and lighting and stage engineering operations in its culture entertainment business, at a consideration of approximately HK\$8 million. Upon completion of disposal on 28 February 2025, the Group no longer operates the stage audio and lighting and stage engineering business.

- (b) On 25 July 2025, East Advance Holdings Limited (“**East Advance**”) (as vendor), a direct wholly-owned subsidiary of the Company, entered into the sale and purchase agreement with Cheer Fame (as purchaser), a connected person under Chapter 14A of the Listing Rules, pursuant to which East Advance agreed to sell and Cheer Fame agreed to purchase the entire issued share capital of Cosmo Classic, an investment holding company, and together with its subsidiaries (the “**Cosmo Classic Group**”), which were principally engaged in the business of provision of landscape design services, retail sale of flowers and plants and provision of food and beverages, at a consideration of approximately HK\$6 million (the “**Disposal**”). The Disposal constituted a discloseable and connected transaction under Chapters 14 and 14A of the Listing Rules.

Completion of the Disposal took place on 30 July 2025. Cosmo Classic ceased to be a subsidiary of the Group and the financial results of the Cosmo Classic Group ceased to be consolidated into the Group’s consolidated financial statements. For details, please refer to the Company’s announcements dated 25 July 2025 and 30 July 2025 respectively.

- (c) On 31 December 2025, the Group entered into a sale and purchase agreement with an independent third party to dispose 95% of the issued share capital of its subsidiary, namely, Blackbird Works Supply, which principally engaged in provision of car towing and logistics services in Hong Kong, at a consideration of approximately HK\$17 million. Upon completion the disposal on 31 December 2025, Blackbird Works Supply ceased to be a subsidiary of the Group and its financial results ceased to be consolidated into the Group’s consolidated financial statements. For detail, please refer to the Company’s announcements dated 31 December 2025.

Save as disclosed above, the Group did not acquire or dispose of any material subsidiaries and associates during the year ended 31 December 2025.

SIGNIFICANT INVESTMENT

The Group did not hold any significant investment as at 31 December 2025.

PLEDGE OF ASSETS

As at 31 December 2025, certain of the Group’s assets with a net book value of approximately HK\$1,686 million (as at 31 December 2024: HK\$2,103 million) and time deposits of HK\$17 million (2024: HK\$20 million) were pledged to secure the Group’s bank and other borrowings.

CONTINGENT LIABILITIES

As at 31 December 2025, the Group had the following contingent liabilities:

During 2017 and in or about August 2018, various property purchasers initiated legal proceedings against a subsidiary of the Company (the “**Relevant Subsidiary**”) concerning alleged misrepresentations on the part of the Relevant Subsidiary in relation to certain properties sold by the Relevant Subsidiary. In September 2018, the Court ordered that all individual legal proceedings against the Relevant Subsidiary were consolidated into one (1) legal proceeding. Based on the existing legal documents and advice of the legal advisor of the Company, the Directors are of the opinion that there is a reasonably good chance of success in the defence by the Relevant Subsidiary. In the opinion of the Directors, no provision is considered necessary for the claims arising from the legal proceedings at the end of the reporting period.

COMPLIANCE WITH THE LAWS AND REGULATIONS

Compliance is an integral part of the Company’s policies and corporate governance to comply with all the relevant laws and regulations in the places where we operate. The management always keep abreast of the latest development in the laws and regulations which are relevant and have a significant impact on the Group’s business operations. During the year ended 31 December 2025, there was no material breach of or non-compliance with the applicable laws and regulations by the Group.

ENVIRONMENTAL PERFORMANCE

The Group is devoted to the integration of corporate social responsibility into its day-to-day business operations to create long-term positive values and contribute to a better future for the community while minimisation of its operational environmental footprints is resulted. The Group has focused its efforts on environmental stewardship, energy efficiency, resource management and cultivation of environmental awareness amongst employees. The Group remains attentive to different energy-saving opportunities and adopts hardware upgrades to improve our energy efficiency with a comprehensive approach to waste and resource management, and its goal is to create a paperless office to minimise its paper usage.

KEY RISKS AND UNCERTAINTIES

The Group’s businesses, financial condition, results of operations and prospects are subject to a number of directly or indirectly business risks and uncertainties. In general, volatility in the worldwide financial markets, fluctuations in commodity prices and increasing energy costs, strong inflationary pressures, high interest rates, political turbulence, international trade competition and supply chain disruptions have all contributed to the increased uncertainty of global economic prospects.

Climate change poses different risks to the Group's businesses. Apart from physical risks such as rising earth's temperature and sea level, increasing greenhouse gas and extreme weather condition, have already created and will continue to create, resulting in a number of negative effects to the environment and the Group's assets, businesses and supply chain management which may pose increased risks for the Group's key stakeholders such as employees, customers and suppliers.

Faced with such daunting macro-economic and geopolitical risks and uncertainties, the Group devotes considerable efforts to focus on developing its core businesses and to explore new market opportunities in order to create and realise long-term values to the Shareholders and its key stakeholders.

EMPLOYEES AND REMUNERATION POLICY

The total number of employees of the Group as at 31 December 2025 was 144 (as at 31 December 2024: 187). The Group's remuneration policy is built on principle of equality, motivating, performance-oriented and market-competitive remuneration package to employees. Remuneration packages are normally reviewed on an annual basis. Apart from salary payments, other staff benefits include provident fund contributions, medical insurance coverage and performance related bonuses. The Company has adopted the share option scheme of the Company on 23 June 2021 (the "**Share Option Scheme**") as an incentive to eligible participants. Share options may also be granted to eligible employees and persons of the Group under the Share Options Scheme. As at 31 December 2025, there were no outstanding share options issued by the Company (as at 31 December 2024: Nil).

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

On 25 February 2026, the special resolution in relation to the Capital Reorganisation was duly passed by way of poll by the Shareholders. Please refer to the announcements dated 2 January 2026, 9 February 2026 and 25 February 2026, respectively, and the circular dated 9 February 2026 for details. Up the date of this announcement, the total number of issued Shares was 159,967,545 Shares.

Save as disclosed above, neither the Company, nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities (including sale of treasury Shares, if any) during the year ended 31 December 2025.

COMPLIANCE WITH THE CG CODE

The Company has always recognised the importance of the Shareholders' transparency and accountability. The Board considers that the Shareholders can maximise their benefits from good corporate governance. The Board is committed to maintaining and ensuring high standards of corporate governance practices and procedures by integrating social and environmental concerns into the Group's business operations such that the interests of the Shareholders and its stakeholders as well as the Company's long-term sustainable development can be safeguarded.

In the opinion of the Directors, the Company has complied with all the code provisions of the CG Code throughout the year ended 31 December 2025, thereby ensuring the Company is up to the requirements as being diligent, accountable and professional, except for the deviations with considered reasons disclosed herein.

Code Provision C.2.1

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

There is no separation of the roles of the Chairman and the CEO and hence the Company has not complied with code provision C.2.1 of the CG Code during the year ended 31 December 2025.

Mr. Mak acts as a dual leadership role of both the Chairman and the CEO by one (1) single person that has been adopted by the Company for a number of years to discharge executive functions thereby enabling more effective and efficient planning and better execution of long-term strategies. Mr. Mak is an executive of high caliber with a wide range of skills and diversified business expertise. Mr. Mak has substantial experience, strong leadership and a firmly established reputation in the diversified business that is essential to fulfilling the role of the Chairman. At the same time, Mr. Mak has appropriate management skills and business acumen that are the prerequisites for assuming the role of the CEO in the day-to-day management of the Group. The Board comprises of two (2) executive Directors (including the Chairman) and three (3) INEDs with a balance of power and authority with specialised skills and extensive experience. The Board believes that there is no need to segregate the roles of the Chairman and the CEO as the balance of power and authority is already ensured by the current structure. Moreover, the Board believes that the combined roles of Mr. Mak enhance the communication between the Board and management and facilitate the effective execution of the Board's business strategies by the management because of Mr. Mak's extensive business experience. The Board will review the current structure when and as it becomes appropriate.

SHARE OPTION SCHEME

Pursuant to the Share Option Scheme, the Company may grant options to eligible persons. The maximum number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other schemes of the Group shall not in aggregate exceed 10% of the Shares listed on the main board of the Stock Exchange on the date of annual general meeting of the Company held on 23 June 2021. As a result of the Capital Reorganisation on 27 February 2026, the maximum number of Shares which may fall to be issued pursuant to the granting of and exercise of any Share Options to be granted under the Share Option Scheme will be adjusted from 87,311,145 Existing Shares to 8,731,114.

No share options of the Company were granted, exercised, cancelled, lapsed or outstanding for the year ended 31 December 2025 and as at the date of this announcement.

COMPLIANCE WITH MODEL CODE FOR SECURITIES TRANSACTIONS BY THE DIRECTORS AND RELEVANT EMPLOYEES

The Company has adopted its code of conduct regarding the securities transactions by the Directors on terms no less exacting than the required standard set out in the Model Code. Having made specific enquiries by the Company, all the Directors have confirmed that they have complied with the required standard as set out in the Model Code throughout the year ended 31 December 2025. The Company has also adopted the Model Code to regulate the dealings in the Company's securities by its employees and directors of the subsidiaries of the Group who are likely to possess inside information relating to the Company's securities.

EVENT AFTER THE END OF THE REPORTING PERIOD

Pursuant to a special resolution passed on 25 February 2026, the Company implemented the capital reorganisation which comprise:

- (i) the share consolidation whereby every ten (10) issued ordinary shares of HK\$0.10 each of the Company were consolidated into one (1) issued consolidated ordinary share of HK\$1.00 each (the “**Consolidated Share**”) in the issued and unissued share capital of the Company effective on 27 February 2026; and
- (ii) the capital reduction whereby the par value of all the then issued Consolidated Shares shall be reduced from HK\$1.00 each to HK\$0.10 each by cancelling the paid-up capital of the Company to the extent of HK\$0.90 on each of the then Consolidated Shares in issue. All credit of approximately of HK\$143,970,791 arising from the capital reduction was transferred to the contributed surplus account for use by the Board in any manner permitted by the Companies Act and the Bye-laws.

AUDIT COMMITTEE

The Company has established an audit committee (the “**Audit Committee**”) since 2000 with specific written terms of reference formulated in compliance with the requirements of Rules 3.21 and 3.22 of the Listing Rules and code provision D.3 of the CG Code. The principal responsibilities of the Audit Committee are to review and supervise the financial reporting process, and risk management and internal control systems of the Group. The Audit Committee consists of all three (3) members who are the INEDs, namely Mr. Lau Ho Kit, Ivan (“**Mr. Lau**”) (*chairman*), Mr. Chen Li and Mr. Chow Siu Ngor (“**Mr. Chow**”). The Audit Committee is currently chaired by Mr. Lau, who is a qualified accountant and has extensive experience in accounting and financial matters.

The Audit Committee has met in person or by electronic means the Group's external auditor, Messrs. Crowe (HK) CPA Limited, and has reviewed and discussed the adopted accounting principles and practices and the auditing, internal control and financial reporting matters of the Group. The Audit Committee has also reviewed the audited consolidated financial statements, and risk management and internal control systems of the Group for the financial year ended 31 December 2025. The Audit Committee held three (3) meetings during the year ended 31 December 2025.

Further information of the Audit Committee will be disclosed in the corporate governance report as contained in the 2025 annual report of the Company.

REMUNERATION COMMITTEE

The Company has established a remuneration committee (the “**Remuneration Committee**”) since 2005 with specific written terms of reference formulated in compliance with the requirements of the Listing Rules and code provision E.1.2 of the CG Code. The Remuneration Committee consists of five (5) members comprising three (3) INEDs, namely Mr. Chen Li, Mr. Chow (*chairman*) and Mr. Lau, and two (2) executive Directors, namely Mr. Mak and Ms. Cheng Yuk Ching, Flora (“**Ms. Cheng**”). The Remuneration Committee is currently chaired by Mr. Chow. The Remuneration Committee held one (1) meeting during the year ended 31 December 2025.

Further information of the Remuneration Committee will be disclosed in the corporate governance report as contained in the 2025 annual report of the Company.

NOMINATION COMMITTEE

The Company has established a nomination committee (the “**Nomination Committee**”) since 2012 with specific written terms of reference in line with code provision B.3 of the CG Code. The Nomination Committee consists of five (5) members comprising three (3) INEDs, namely Mr. Chen Li, Mr. Chow and Mr. Lau, and two (2) executive Directors, namely Mr. Mak (*chairman*) and Ms. Cheng. The Nomination Committee is currently chaired by Mr. Mak, who is the Chairman of the Board. The Nomination Committee held one (1) meeting during the year ended 31 December 2025.

Further information of the Nomination Committee will be disclosed in the corporate governance report as contained in the 2025 annual report of the Company.

THE INEDS

Each of three (3) INEDs, namely Mr. Chen Li, Mr. Chow and Mr. Lau, has filed a written confirmation to the Company confirming his independence pursuant to Rule 3.13 of the Listing Rules and has undertaken to inform the Stock Exchange and the Company as soon as practicable if there is any subsequent change in circumstances which may affect his independence. Despite the fact that each of Mr. Chen and Mr. Chow has served as an INED on the Board for more than nine (9) years, the Board has assessed their independence and concluded that their duration of service will not interfere with their exercise of independent judgment in carrying out their duties and responsibilities as INEDs and believed that their valuable knowledge and extensive experience in the Group’s business will continually benefit the Group and the Shareholders. As at the date of this announcement, all INEDs were considered to be independent and all INEDs are suitable to serve as an INED.

The Company has complied with Rules 3.10(1), 3.10(2) and 3.10A of the Listing Rules relating to the appointment of a sufficient number of the INEDs and at least an INED with appropriate professional qualifications or accounting or related financial management expertise and the number of the INEDs representing at least one-third (1/3) of the Board throughout the year ended 31 December 2025.

SCOPE OF WORK OF MESSRS. CROWE (HK) CPA LIMITED (“CROWE”)

The figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of comprehensive income, and the related notes thereto for the year ended 31 December 2025 as set out in this preliminary announcement have been agreed by the Group’s external auditor, Crowe, to the amounts set out in the Group’s audited consolidated financial statements for the year as approved by the Board on 30 March 2026. The work performed by Crowe in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Crowe on this preliminary announcement.

PUBLICATION OF THE 2025 ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

This annual results announcement of the Company for the year ended 31 December 2025 has been published on the respective websites of the Company at www.cct-fortis.com/eng/investor/announcements.php and that of the Stock Exchange at www.hkexnews.hk. The annual report of the Company containing all information required by the Listing Rules will be despatched to the Shareholders and published on the respective websites of the Company and the Stock Exchange in April 2026.

By order of the Board of
CCT FORTIS HOLDINGS LIMITED
Mak Shiu Tong, Clement
Chairman

Hong Kong, 30 March 2026

As at the date of this announcement, the Board comprises Mr. Mak Shiu Tong, Clement and Ms. Cheng Yuk Ching, Flora as executive Directors; and Mr. Chen Li, Mr. Chow Siu Ngor and Mr. Lau Ho Kit, Ivan as independent non-executive Directors.

In case of any inconsistency, the English version of this announcement shall prevail over the Chinese version.

ANNUAL RESULTS

The Board presents the audited consolidated annual results of the Group for the year ended 31 December 2025, together with the comparative amounts for the previous year as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2025

HK\$ million	Notes	2025	2024 (Restated)
CONTINUING OPERATIONS			
REVENUE	4, 5	606	530
Cost of sales and services rendered		<u>(508)</u>	<u>(414)</u>
Gross profit		98	116
Other income and gains, net	5	53	23
Selling and distribution costs		(19)	(24)
Administrative expenses		(190)	(241)
Fair value losses on investment properties, net		(1)	(17)
Fair value loss on investment in a film		(64)	–
Impairment of assets of disposal group classified as held for sales		(79)	(104)
Impairment of promissory note receivable		(5)	(11)
Impairment of trade receivables, net		–*	(2)
Impairment of other receivables written back/(made), net		1	(1)
Other expenses, net		(2)	(25)
Finance costs	6	(127)	(116)
Share of profits of associates		–	3
LOSS BEFORE TAX	7	(335)	(399)
Income tax	8	15	–*
LOSS FOR THE YEAR FROM CONTINUING OPERATIONS		(320)	(399)
DISCONTINUED OPERATIONS			
Profit for the year from a discontinued operations	9	4	3
Loss on disposals of discontinued operations		(11)	–
		(7)	3
LOSS FOR THE YEAR		(327)	(396)

* less than HK\$1 million

HK\$ million	<i>Notes</i>	2025	2024 (Restated)
Attributable to:			
Owners of the Company			
Continuing operations		(320)	(399)
Discontinued operations		(7)	3
		<u>(327)</u>	<u>3</u>
		<u>(327)</u>	<u>(396)</u>
 EARNINGS/(LOSS) PER SHARE			
ATTRIBUTABLE TO ORDINARY EQUITY			
HOLDERS OF THE COMPANY			
	<i>11</i>		
Basic and diluted			
From continuing and discontinued operations		<u>(HK\$2.04)</u>	<u>(HK\$2.47)</u>
From continuing operations		<u>(HK\$2.00)</u>	<u>(HK\$2.49)</u>
From discontinued operations		<u>(HK\$0.04)</u>	<u>HK\$0.02</u>

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2025

HK\$ million	2025	2024 (Restated)
LOSS FOR THE YEAR	<u>(327)</u>	<u>(396)</u>
OTHER COMPREHENSIVE INCOME		
Other comprehensive income that will not be reclassified to profit or loss in subsequent periods:		
— Revaluation of the leasehold land and buildings	<u>14</u>	<u>339</u>
Other comprehensive income for the year	<u>14</u>	<u>339</u>
TOTAL COMPREHENSIVE LOSS FOR THE YEAR	<u><u>(313)</u></u>	<u><u>(57)</u></u>
Attributable to:		
Owners of the Company		
Continuing operations	(306)	(60)
Discontinued operations	<u>(7)</u>	<u>3</u>
	<u><u>(313)</u></u>	<u><u>(57)</u></u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2025

HK\$ million	Notes	2025	2024
ASSETS			
Non-current assets			
Property, plant and equipment	12	952	973
Investment properties		590	610
Goodwill		–	17
Investments in unlisted shares		1	–
Valuable collections held for investments		134	235
Other receivables		–	1
		<hr/>	<hr/>
Total non-current assets		1,677	1,836
Current assets			
Inventories		98	80
Stock of valuable collections held for sale		96	–
Trade receivables	13	18	27
Investment in a film		16	80
Prepayments and other receivables		176	153
Financial assets at fair value through profit or loss		5	5
Promissory note receivable		130	135
Pledged time deposits		17	20
Cash and cash equivalents		12	45
		<hr/>	<hr/>
		568	545
Assets of disposal groups classified as held for sale		255	405
		<hr/>	<hr/>
Total current assets		823	950
		<hr/>	<hr/>
Total assets		2,500	2,786

* less than HK\$1 million

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (CONTINUED)

As at 31 December 2025

HK\$ million	Note	2025	2024
EQUITY AND LIABILITIES			
Equity attributable to owners of the Company			
Issued capital		160	160
Reserves		198	512
Total equity		358	672
Non-current liabilities			
Interest-bearing bank and other borrowings		1,128	14
Total non-current liabilities		1,128	14
Current liabilities			
Trade payables	14	50	42
Tax payable		–	–*
Other payables and accruals		336	450
Interest-bearing bank and other borrowings		533	1,462
Convertible bonds		88	96
		1,007	2,050
Liabilities directly associated with the assets classified as held for sale		7	50
Total current liabilities		1,014	2,100
Total liabilities		2,142	2,114
Total equity and liabilities		2,500	2,786
Net current liabilities		(191)	(1,150)
Total assets less current liabilities		1,486	686

* less than HK\$1 million

Notes:

1. BASIS OF PREPARATION

These financial statements have been prepared in accordance with HKFRS Accounting Standards (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations) as issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the disclosure requirements of the Hong Kong Companies Ordinance and applicable disclosures required by the Listing Rules. They have been prepared under the historical cost convention, except for certain class of property, plant and equipment (i.e. leasehold land and building), investment properties, valuable collections held for investments, investment in a film and financial assets at fair value through profit or loss which have been measured at fair value. Assets of disposal groups held for sale are stated at lower of their carrying amounts and fair values less cost to sell. These financial statements are presented in Hong Kong dollars (“HK\$”) and all values are rounded to the nearest million except when otherwise indicated.

2. BASIS OF PRESENTATION

Going concern basis

For the year ended 31 December 2025, the Group recorded a net loss of approximately HK\$327 million and, as at 31 December 2025, the Group had net current liabilities of approximately HK\$191 million. On the same date, the Group had cash and bank balances of HK\$12 million and interest-bearing bank and other borrowings of HK\$1,666 million (including borrowings of HK\$5 million in the disposal groups), among which HK\$538 million are due for repayment within 12 months from the end of the reporting period, and convertible bonds of HK\$88 million which have been due for repayment on 31 December 2025.

In order to meet the Group’s daily operation needs and its monthly repayment of the term loans, the Group has been disposing certain assets, such as assets of disposal groups classified as held for sale and valuable collections held for investments, to generate cash flows to meet the working capital requirements.

As at 31 December 2025, the Group had breached certain financial covenants for its bank borrowings of HK\$1,045 million, waiver was obtained from the bank which is valid until 31 December 2026.

In addition, the Group’s revolving loans of HK\$254 million are subject to renewal at the discretion of the lenders every three (3) to twelve (12) months.

In view of the above circumstances, the Directors have given careful consideration to the Group’s future liquidity requirements, operating performance and available sources of financing in assessing the Group’s ability to continue operating as a going concern. The following plans and measures are formulated to manage the working capital and improve the financial position of the Group:

- (a) the Group is actively discussing with potential buyers to dispose of the assets;
- (b) the Group is able to renew and roll over the revolving, trading and working capital loans with more favourable financial covenants to be fulfilled by the Group upon or before the maturity dates;
- (c) the Group is actively discussing with financial advisor for potential capital transactions;
- (d) the Group will continue to improve the sales and collection of outstanding trade receivables; and
- (e) the Group will continue to take active measures to control its administrative costs and manage its capital expenditure.

The Directors have reviewed the Group’s cash flow forecast, covering a period of at least 12 months from the reporting date, prepared by the management. They are of the opinion that, taking into account the above-mentioned plans and measures, the Group will have sufficient working capital to finance its operations and meet its financial obligations as and when they fall due within 12 months from 31 December 2025. Accordingly, the Directors are satisfied that it is appropriate to prepare these consolidated financial statements on a going concern basis.

2. BASIS OF PRESENTATION (CONTINUED)

Going concern basis (Continued)

As stated above, (i) the Group's revolving loans, totaling HK\$254 million, are subject to renewal every three (3) to twelve (12) months at the discretion of the lenders. Historically, the Group has demonstrated a consistent track record of renewing these loans, which are primarily utilised for ongoing trading activities. The standardised renewal terms, coupled with the Group's continuous trading operations, provide a solid foundation for the banks to renew the loans. The continuity of the Group's trading activities and the strong banking relationships constitute a favorable outlook for the anticipated renewal of the revolving loans; and (ii) the Group is required to comply with financial covenant for its bank borrowings. In instances of non-compliance, historical precedent indicates that banks have shown a preference for negotiation, leading to mutually agreeable resolutions, rather than exercising their rights. This preference for dialogue and resolution is evidenced by the Group's successful negotiations in obtaining waivers for the financial covenant in 2024 and 2025. Banks remain open to considering further revisions to the terms and extension of waivers upon receiving requests by the Group and willing to engaging in negotiations.

Notwithstanding the above, significant uncertainties exist as to whether the Group is able to achieve its plans and measures as described above. Whether the Group will be able to continue as a going concern would depend upon (a) the successful and timely disposals of the Group's assets to satisfy the repayments of term loans; (b) the successful renewal of banking facilities such as revolving, trading and working capital loans with more favourable financial covenants to be fulfilled by the Group upon or before the maturity dates; (c) the successful completion of capital transactions to improve the net asset position of the Group; and (d) the successful and timely implementation of the plans to enhance operating cash flows in order to improve the Group's working capital.

Should the Group be unable to achieve the above-mentioned plans and measures and operate as a going concern, adjustments would have to be made to write down the carrying values 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 non-current liabilities as current assets and current liabilities, respectively. The effects of these adjustments have not been reflected in these consolidated financial statements.

3. CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has applied the following amendments to HKFRS Accounting Standards as issued by the HKICPA for the first time, which are mandatorily effective for the Group's financial annual period beginning on or after 1 January 2025, to the consolidated financial statements for the current accounting year:

Amendments to HKAS 21 *Lack of Exchangeability*

The nature and the impact of the new and amendments to HKFRSs that are applicable to the Group are described below:

Amendments to HKAS 21 Lack of Exchangeability

The amendments specify a currency is exchangeable when an entity is able to exchange that currency for the other currency through markets or exchange mechanisms that create enforceable rights and obligations without undue delay at the measurement date and for a specified purpose. When a currency is not exchangeable at the measurement date, an entity estimates the spot exchange rate as the rate that would have applied to an orderly transaction between market participants at the measurement date and that would faithfully reflect the prevailing economic conditions.

When a currency is not exchangeable, an entity discloses information that would enable users of its financial statements to evaluate how a currency's lack of exchangeability affects, or is expected to affect, its financial performance, financial position and cash flows.

The amendments have no material impact on the Group's consolidated financial statements for the current year.

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has the following reportable operating segments:

- (a) the property investment and holding segment which represents investment and holding of properties;
- (b) the securities business segment representing the trading in securities and holding of securities and financial assets;
- (c) Ferrari business segment representing the import and distribution of Ferrari cars and provision of after-sale services as official importer of Ferrari in Hong Kong and Macau;
- (d) Maserati business segment representing the import and distribution of Maserati cars and provision of after-sale services as official importer of Maserati in Hong Kong and Macau;
- (e) valuable collections and logistics segment representing the acquisition of classic cars and collectible precision devices for long-term investment purpose, trading and sale of classic cars and car logistics business (car logistics business were disposed during the year ended 31 December 2025);
- (f) cultural entertainment business segment representing film operations; and
- (g) other operations segment which is engaged in supportive business and start-up business including the running of a classic car service centre and artist management.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group's loss before tax except that non-lease-related finance costs, gain/loss on disposal of subsidiaries, gain on early redemption of convertible bonds, share of profits of associates, impairment of investments in associates, and head office and corporate expenses are excluded from such measurement.

Segment assets exclude deferred tax assets and corporate and other unallocated assets as these assets are managed on a group basis.

Segment liabilities exclude deferred tax liabilities and corporate and other unallocated liabilities as these liabilities are managed on a group basis.

4. OPERATING SEGMENT INFORMATION (CONTINUED)

For the year ended 31 December 2025

HK\$ million	Continuing operations							Discontinued operations		
	Property investment and holding	Securities business	Ferrari business	Maserati business	Valuable collections	Cultural entertainment business	Other operations	Total continuing operations	Logistics	Total
Segment revenue:										
Sales to external customers (<i>note 5</i>)	2	-*	551	41	-*	-	12	606	53	659
Other revenue	-*	9	13	2	28	-	1	53	-	53
	<u>2</u>	<u>9</u>	<u>564</u>	<u>43</u>	<u>28</u>	<u>-</u>	<u>13</u>	<u>659</u>	<u>53</u>	<u>712</u>
Operating profit/(loss)	(88)	3	11	(4)	7	(64)	(15)	(150)	4	(146)
Finance costs (other than interest on lease liabilities)								(125)	-*	(125)
Reconciled items:										
Corporate and other unallocated expenses								(59)	-	(59)
Loss on disposal of subsidiaries								(2)	(11)	(13)
Gain on redemption of convertible bonds								1	-	1
Loss before tax								<u>(335)</u>	<u>(7)</u>	<u>(342)</u>
Income tax								15	-	15
Loss for the year								<u>(320)</u>	<u>(7)</u>	<u>(327)</u>

* less than HK\$1 million

4. OPERATING SEGMENT INFORMATION (CONTINUED)

For the year ended 31 December 2025 (Continued)

HK\$ million	Continuing operations										Discontinued operations	
	Property investment and holding	Securities business	Ferrari business	Maserati business	Valuable collections	Cultural entertainment business	Other operations	Total continuing operations	Discontinued operations		Total	
									Logistics	Reconciliations		
Other segment information:												
Expenditure for non-current assets	-	-	62	2	1	-	4	69	1	-	70	
Depreciation and amortisation	(24)	-	(37)	(3)	(1)	-	(14)	(79)	(2)	-	(81)	
Other material non-cash items:												
Fair value loss on investment properties, net	(1)	-	-	-	-	-	-	(1)	-	-	(1)	
Fair value gain on valuable collections, net	-	-	-	-	25	-	-	25	-	-	25	
Fair value loss on investment in a film	-	-	-	-	-	(64)	-	(64)	-	-	(64)	
Loss on disposal of subsidiaries	-	-	-	-	-	-	(2)	(2)	(11)	-	(13)	
Gain on disposal of valuable collections held for investment	-	-	-	-	3	-	-	3	-	-	3	
Impairment of promissory note receivable	-	(5)	-	-	-	-	-	(5)	-	-	(5)	
Impairment of assets of disposal groups classified as held for sale	(79)	-	-	-	-	-	-	(79)	-	-	(79)	
Impairment of other receivables written back/(made), net	-*	(1)	2	-	-	-	-	1	-	-	1	
Segment assets	866	152	276	30	267	20	174	1,785	-	-	1,785	
Reconciled items:												
Corporate and other unallocated assets	-	-	-	-	-	-	-	-	-	715	715	
Total assets	866	152	276	30	267	20	174	1,785	-	715	2,500	
Segment liabilities	805	71	342	45	87	-*	79	1,429	-	-	1,429	
Reconciled items:												
Corporate and other unallocated liabilities	-	-	-	-	-	-	-	-	-	713	713	
Total liabilities	805	71	342	45	87	-*	79	1,429	-	713	2,142	

* less than HK\$1 million

4. OPERATING SEGMENT INFORMATION (CONTINUED)

For the year ended 31 December 2024 (Restated)

HK\$ million	Continuing operations							Discontinued operations		
	Property investment and holding	Securities business	Ferrari business	Maserati business	Valuable collections	Cultural entertainment business	Other operations	Total continuing operations	Logistics	Total
Segment revenue:										
Sales to external customers (note 5)	6	-*	420	61	3	-	40	530	48	578
Other revenue	-*	9	6	1	1	-	1	18	-*	18
	<u>6</u>	<u>9</u>	<u>426</u>	<u>62</u>	<u>4</u>	<u>-</u>	<u>41</u>	<u>548</u>	<u>48</u>	<u>596</u>
Operating profit/(loss)	(121)	(4)	10	(15)	(55)	(1)	(29)	(215)	3	(212)
Finance costs (other than interest on lease liabilities)								(114)	-*	(114)
Reconciled items:										
Corporate and other unallocated expenses								(74)	-	(74)
Gain on disposal of subsidiaries, net								4	-	4
Gain on redemption of convertible bonds								1	-	1
Impairment of investments in associates								(4)	-	(4)
Share of profits of associates								3	-	3
Loss before tax								(399)	3	(396)
Income tax								-*	-	-*
Loss for the year								<u>(399)</u>	<u>3</u>	<u>(396)</u>

* less than HK\$1 million

4. OPERATING SEGMENT INFORMATION (CONTINUED)

For the year ended 31 December 2024 (Restated) (continued)

HK\$ million	Continuing operations							Discontinued operations		Total	
	Property investment and holding	Securities business	Ferrari business	Maserati business	Valuable collections	Cultural entertainment business	Other operations	Total continuing operations	Logistics		Reconciliations
Other segment information:											
Expenditure for non-current assets	-	-	-*	-*	-*	-	23	23	1	-	24
Depreciation and amortisation	(33)	-	(39)	(10)	(1)	-	(15)	(98)	(2)	-	(100)
Other material non-cash items:											
Fair value loss on investment properties	(17)	-	-	-	-	-	-	(17)	-	-	(17)
Gain on disposal of subsidiaries, net	8	-	-	-	-	-	(4)	4	-	-	4
Loss on disposal of valuable collections held for investment	-	-	-	-	(18)	-	-	(18)	-	-	(18)
Impairment of investments in associates	-	-	-	-	-	(4)	-	(4)	-	-	(4)
Share of profits of associates	-	-	-	-	-	3	-	3	-	-	3
Impairment of promissory note receivable	-	(11)	-	-	-	-	-	(11)	-	-	(11)
Impairment of assets of disposal groups classified as held for sale	(104)	-	-	-	-	-	-	(104)	-	-	(104)
Impairment of trade receivables, net	(1)	-*	(1)	-*	-*	-*	-*	(2)	-	-	(2)
Impairment of other receivables, net	-*	(1)	-	-	-	-	-	(1)	-	-	(1)
Segment assets	<u>1,035</u>	<u>149</u>	<u>284</u>	<u>42</u>	<u>240</u>	<u>92</u>	<u>192</u>	<u>2,034</u>	<u>34</u>	<u>-</u>	<u>2,068</u>
Reconciled items:											
Corporate and other unallocated assets	-	-	-	-	-	-	-	-	-	718	718
Total assets	<u>1,035</u>	<u>149</u>	<u>284</u>	<u>42</u>	<u>240</u>	<u>92</u>	<u>192</u>	<u>2,034</u>	<u>34</u>	<u>718</u>	<u>2,786</u>
Segment liabilities	<u>859</u>	<u>89</u>	<u>422</u>	<u>64</u>	<u>63</u>	<u>1</u>	<u>57</u>	<u>1,555</u>	<u>7</u>	<u>-</u>	<u>1,562</u>
Reconciled items:											
Corporate and other unallocated liabilities	-	-	-	-	-	-	-	-	-	552	552
Total liabilities	<u>859</u>	<u>89</u>	<u>422</u>	<u>64</u>	<u>63</u>	<u>1</u>	<u>57</u>	<u>1,555</u>	<u>7</u>	<u>552</u>	<u>2,114</u>

* less than HK\$1 million

4. OPERATING SEGMENT INFORMATION (CONTINUED)

Geographical information

(a) Revenue from external customers

HK\$ million	2025	2024 (Restated)
Continuing operations		
Hong Kong, Macau and Mainland	606	528
Rest of the world	—*	2
	<u>606</u>	<u>530</u>
Discontinued operations		
Hong Kong, Macau and Mainland	53	48
	<u>53</u>	<u>48</u>
	<u>659</u>	<u>578</u>

* Less than HK\$1 million

The revenue information above is based on the locations where the Group's products were sold to customers.

(b) Non-current assets

HK\$ million	2025	2024
Hong Kong, Macau and Mainland	1,606	1,780
Rest of the world	70	55
	<u>1,676</u>	<u>1,835</u>

The non-current asset information above is based on the locations of the assets and excludes financial instruments.

Information about major customers

For the years ended 31 December 2025 and 2024, no single customer contributed 10% or more of the Group's total revenue.

5. REVENUE, OTHER INCOME AND GAINS, NET

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

HK\$ million	2025			2024 (Restated)		
	Continuing operations	Discontinued operations	Total	Continuing operations	Discontinued operations	Total
Revenue						
<i>Revenue from contracts with customers</i>	604	53	657	524	48	572
<i>Revenue from other sources</i>						
Gross rental income from investment properties, fixed payments	2	–	2	6	–	6
	<u>606</u>	<u>53</u>	<u>659</u>	<u>530</u>	<u>48</u>	<u>578</u>
Other income and gains, net						
Gain on disposal of subsidiaries, net	–	–	–	4	–	4
Gain on disposal of valuable collections held for investments	3	–	3	–	–	–
Gain on early redemption of convertible bonds	1	–	1	1	–	1
Fair value gain on valuable collections held for investments, net	25	–	25	–	–	–
Interest from promissory note receivable	7	–	7	7	–	7
Others	17	–	17	11	–	11
	<u>53</u>	<u>–</u>	<u>53</u>	<u>23</u>	<u>–</u>	<u>23</u>

5. REVENUE, OTHER INCOME AND GAINS, NET (CONTINUED)

Revenue from contracts with customers

(a) Disaggregated revenue information

For the year ended 31 December 2025

HK\$ million	Continuing operations						Discontinued operations
	Ferrari business	Maserati business	Valuable collections	Cultural entertainment business	Other operations	Total continuing operations	
Type of goods or services							
Sale of cars	465	20	-	-	-	485	-
Sale of other goods	-	-	-*	-	12	12	-
Provision of other services	86	21	-	-	-	107	53
Total revenue from contracts with customers	551	41	-*	-	12	604	53
Geographical markets							
Hong Kong, Macau and Mainland	551	41	-	-	12	604	53
Rest of the world	-	-	-*	-	-	-*	-
Total revenue from contracts with customers	551	41	-	-	12	604	53
Timing of revenue recognition							
Goods transferred at a point in time	465	20	-*	-	12	497	-
Services transferred over time	86	21	-	-	-	107	53
Total revenue from contracts with customers	551	41	-*	-	12	604	53

* less than HK\$1 million

5. REVENUE, OTHER INCOME AND GAINS, NET (CONTINUED)

Revenue from contracts with customers (Continued)

(a) Disaggregated revenue information (Continued)

For the year ended 31 December 2024 (Restated)

HK\$ million	Continuing operations						Discontinued operations	
	Ferrari business	Maserati business	Valuable collections	Cultural entertainment business	Other operations	Total continuing operations	Logistics	Total
Type of goods or services								
Sale of cars	336	37	2	-	-	375	-	375
Sale of other goods	-	-	1	-	18	19	-	19
Provision of other services	84	24	-	-	22	130	48	178
Total revenue from contracts with customers	420	61	3	-	40	524	48	572
Geographical markets								
Hong Kong, Macau and Mainland	420	61	1	-	40	522	48	570
Rest of the world	-	-	2	-	-	2	-	2
Total revenue from contracts with customers	420	61	3	-	40	524	48	572
Timing of revenue recognition								
Goods transferred at a point in time	336	37	3	-	18	394	-	394
Services transferred over time	84	24	-	-	22	130	48	178
Total revenue from contracts with customers	420	61	3	-	40	524	48	572

5. REVENUE, OTHER INCOME AND GAINS, NET (CONTINUED)

Revenue from contracts with customers (Continued)

(a) Disaggregated revenue information (continued)

The following table shows the amount of revenue recognised in the current reporting period that was included in the contract liabilities at the beginning of the reporting period:

HK\$ million	2025	2024
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:		
Sale of Ferrari cars	200	90
Sale of Maserati cars	8	3

(b) Performance obligations

Information about the Group's performance obligations is summarised below:

Sale of Ferrari cars

The performance obligation is satisfied upon delivery of Ferrari cars and payment in advance is normally required for customers.

Sale of Maserati cars

The performance obligation is satisfied upon delivery of Maserati cars and payment in advance is normally required for customers.

Sale of valuable collections

The performance obligation is satisfied upon delivery of the valuable collections and payment is generally due within 30 days from delivery, except for new customers, where payment in advance is normally required.

Provision of car logistics and after-sales services

The performance obligation is satisfied over time as services are rendered and payment is generally due within 30 to 90 days upon completion of services.

Provision of advertising services under other operations

The performance obligation is satisfied over time as services are rendered and payment is generally due within 30 to 90 days upon completion of services.

All the amounts of transaction prices allocated to the remaining performance obligations are expected to be recognised within one year.

6. FINANCE COSTS

An analysis of finance costs from continuing operations is as follows:

HK\$ million	2025	2024
Interest on bank and other loans and bonds	115	103
Interest on convertible bonds	9	11
Interest on finance lease	1	–
Interest on lease liabilities	2	2
	<u> </u>	<u> </u>
Total interest expense on financial liabilities not at fair value through profit or loss	127	116
	<u> </u>	<u> </u>

7. LOSS BEFORE TAX

The Group's loss before tax is arrived at after charging/(crediting):

HK\$ million	2025			2024 (Restated)		
	Continuing operations	Discontinued operations	Total	Continuing operations	Discontinued operations	Total
Cost of valuable collections sold	1	–	1	2	–	2
Cost of Ferrari business	473	–	473	350	–	350
Cost of Maserati business	31	–	31	49	–	49
Cost of automotive services provided	–	35	35	–	32	32
Cost of other operations	3	–	3	13	–	13
Depreciation of property, plant and equipment (including right-of-use assets)	79	2	81	98	2	100
Auditors' remuneration	2	–	2	3	–	3
Employee benefit expense (excluding director's and chief executive's remuneration):						
Wages and salaries	48	8	56	71	7	78
Pension scheme contributions	1	–*	1	2	–*	2
	<u>49</u>	<u>8</u>	<u>57</u>	<u>73</u>	<u>7</u>	<u>80</u>
Foreign exchange losses, net	1	–	1	1	–	1
Fair value gain on valuable collections held for investments, net	(25)	–	(25)	–*	–	–*
Fair value losses on financial assets at fair value through profit or loss	–*	–	–*	–*	–	–*
Fair value loss on investment in a film	64	–	64	–	–	–
Loss/(gain) on disposal of subsidiaries	2	11	13	(4)	–	(4)
(Gain)/loss on disposal of valuable collections held for investments	(3)	–	(3)	18	–	18
Interest from promissory note receivable	(7)	–	(7)	(7)	–	(7)
Impairment of investments in associates	–	–	–	4	–	4
Gain on early redemption of convertible bonds	(1)	–	(1)	(1)	–	(1)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

* less than HK\$1 million

8. INCOME TAX

No provision for Hong Kong profits tax has been made in respect of the years ended 31 December 2025 and 2024.

HK\$ million	2025	2024
Current — Hong Kong		
Charge for the year	—	—*
Deferred	<u>(15)</u>	<u>—</u>
Total tax credit from continuing operations for the year	<u><u>(15)</u></u>	<u><u>—*</u></u>

* *less than HK\$1 million*

9. DISCONTINUED OPERATIONS

On 31 December 2025, the Group disposed 95% of the issued share capital of Blackbird Works Supply Co. Limited at a consideration of HK\$17.1 million and discontinued all the car logistics business.

The results of the discontinued operations for the years are presented below:

HK\$ million	2025	2024
Revenue	53	48
Cost of sales	<u>(35)</u>	<u>(32)</u>
Gross profit	18	16
Administrative expenses	<u>(14)</u>	<u>(13)</u>
Profit before tax from the discontinued operations	4	3
Income tax	<u>—</u>	<u>—</u>
Profit for the year from the discontinued operations	<u><u>4</u></u>	<u><u>3</u></u>

10. DIVIDENDS

No dividends have been paid or declared by the Company for the year ended 31 December 2025 (2024: Nil).

11. LOSS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculations of the basic and diluted loss per share are based on:

HK\$ million	2025	2024 (Restated)
(Loss)/profit attributable to ordinary equity holders of the Company, used in the basic loss per share calculation:		
From continuing operations	(320)	(399)
From discontinued operations	(7)	3
	<u>(327)</u>	<u>(396)</u>
Interest on convertible bonds	9	11
	<u>(318)</u>	<u>(385)</u>
Loss attributable to ordinary equity holders of the Company before interest on convertible bonds		
Attributable to:		
Continuing operations	(311)	(388)
Discontinued operations	(7)	3
	<u>(318)</u>	<u>(385)</u>
	Number of Shares	
	2025	2024 (Restated)
Weighted average number of ordinary shares in issue used in the basic loss per share calculation	159,967,545	160,337,560
Effect of dilution — weighted average number of ordinary shares:		
Convertible bonds	59,803,779	70,122,578
	<u>219,771,324</u>	<u>230,460,138</u>
Weighted average number of ordinary shares used in the diluted loss per share calculation		

Pursuant to a special resolution passed on 25 February 2026, every ten (10) ordinary shares in the issued share capital of the Company were consolidated into one (1) consolidated ordinary share in the issued share capital of the Company effective on 27 February 2026. As a result of the share consolidation, the weighted average number of ordinary shares adopted in the calculation of the basic and diluted loss per share for the years ended 31 December 2025 and 2024 have been adjusted retrospectively.

Because the diluted loss per share amount is decreased when taking conversion of convertible bonds into account, the convertible bonds had an anti-dilutive effect on the basic loss per share for both years and were ignored in the calculation of diluted loss per share. Therefore, the diluted loss per share amounts are based on the loss for the year and the loss attributable to continuing operations of HK\$327 million (2024: HK\$396 million) and HK\$320 million (2024: HK\$399 million) respectively; and the weighted average number of ordinary shares of 159,967,545 (2024: 160,337,560) in issue.

12. PROPERTY, PLANT AND EQUIPMENT

During the year ended 31 December 2025, the Group acquired fixed assets and right-of-use assets of approximately HK\$70 million (2024: HK\$24 million) and disposed of fixed assets of HK\$3 million (2024: HK\$2 million). The Group also recognised a surplus on revaluation of leasehold land and buildings of HK\$14 million during the year (2024: HK\$339 million).

13. TRADE RECEIVABLES

An ageing analysis of the trade receivables as at the end of the reporting period, based on the agreement date and invoice date and net of loss allowance, is as follows:

HK\$ million	2025		2024	
	Balance	Percentage	Balance	Percentage
Within 180 days	13	72	23	85
181 to 365 days	2	11	1	4
1 to 2 years	1	6	1	4
Over 2 years	2	11	2	7
	<u>18</u>	<u>100</u>	<u>27</u>	<u>100</u>

The credit term given by the Group to its customers is generally one month. Each customer has a maximum credit limit.

14. TRADE PAYABLES

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

HK\$ million	2025		2024	
	Balance	Percentage	Balance	Percentage
Current to 30 days	30	60	16	38
31 to 60 days	1	2	–*	–
61 to 90 days	–*	–	–*	–
Over 90 days	19	38	26	62
	<u>50</u>	<u>100</u>	<u>42</u>	<u>100</u>

* less than HK\$1 million

The trade payables were interest free, unsecured and were normally settled on a 60-day term.

15. EVENTS AFTER THE REPORTING PERIOD

- (a) On 2 January 2026, the Company and the convertible bonds holders entered into a Deed of Amendment to restructure the convertible bonds. The proposed amendments were not passed at the Special General Meeting held on 25 February 2026. Please refer to the Company's announcements dated 2 January 2026 and 25 February 2026 for details.
- (b) Subsequent to the year ended 31 December 2025, pursuant to a special resolution passed on 25 February 2026, the Company implemented the capital reorganization which comprise: (i) the share consolidation whereby every ten (10) issued ordinary shares of HK\$0.10 each of the Company were consolidated into one (1) issued consolidated ordinary share of HK\$1.00 each (the "**Consolidated Share**") in the issued and unissued share capital of the Company effective on 27 February 2026; and (ii) the capital reduction whereby the par value of all the then issued Consolidated Shares shall be reduced from HK\$1.00 each to HK\$0.10 each by cancelling the paid-up capital of the Company to the extent of HK\$0.90 on each of the then Consolidated Shares in issue. All credit of approximately of HK\$143,970,791 arising from the capital reduction was transferred to the contributed surplus account for use by the Board in any manner permitted by the Companies Act and the Bye-laws.

GLOSSARY OF TERMS

General Terms

“2024 Convertible Bonds”	the 4.5% coupon convertible bonds due on 18 August 2024 with an aggregate principal amount of HK\$30,011,500 at the initial conversion price of HK\$0.193 per conversion Share issued by the Company on 18 August 2023 to not less than six (6) places under general mandate. The Company redeemed a partial principal amount of HK\$10,000,000 on 18 February 2024 and an aggregate principal amount of HK\$13,256,500 at maturity respectively. Following the redemption, the terms had been amended that the (i) maturity date be extended to 18 August 2025; (ii) interest rate be increased to 9.0% per annum; and (iii) conversion price be changed to HK\$0.15 per conversion Share; and the outstanding principal amount was HK\$6,755,000 has been fully redeemed during the year and no amount of the 2024 Convertible Bonds was outstanding at the date of this announcement
“2025 Convertible Bonds”	the 4.5% coupon convertible bonds due on 31 December 2025 with the initial aggregate principal amount of HK\$220,000,000 at the conversion price of HK\$0.16 per conversion Share (subject to adjustments) issued by the Company on 20 January 2023 to Treasure Goal, the subscription price of the 2025 Convertible Bonds has been satisfied by setting off the aggregate outstanding principal amount of HK\$220,000,000 under the 2024 Bonds by Treasure Goal, being the subscriber of the 2025 Convertible Bonds under the subscription agreement dated 16 November 2022. The outstanding principal amount of 2025 Convertible Bonds was HK\$87,920,000 as at 31 December 2025 and the date of this announcement
“Blackbird” or “Blackbird Group”	the Blackbird group established by the Company, which is engaged in the multi-faceted automotive business including the Ferrari business, Maserati importership, investment and trading of valuable collections, car logistics operations and other new business ventures
“Blackbird Concessionaires”	Blackbird Concessionaires Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company under the Blackbird Group
“Blackbird Tridente”	Blackbird Tridente Company Limited, a company incorporated in Hong Kong with limited liability and an indirect wholly-owned subsidiary of the Company under the Blackbird Group
“Board”	the board of the Directors

“Capital Force”	Capital Force International Limited, a company incorporated in the British Virgin Islands with limited liability, the shares of which are 51% owned by Mr. Mak and 49% owned by Mr. TK Mak, a son of Mr. Mak, beneficially
“Capital Winner”	Capital Winner Investments Limited, a company incorporated in the British Virgin Islands with limited liability, the shares of which are 51% owned by Mr. Mak and 49% owned by Mr. TK Mak beneficially
“CG Code”	the Corporate Governance Code as set out in Appendix C1 to the Listing Rules
“Chairman”	the chairman of the Company
“Cheer Fame”	Cheer Fame International Limited (喜威國際有限公司), a company incorporated in the British Virgin Islands with limited liability, the shares of which are beneficially and wholly-owned by Mr. TK Mak
“China” or “PRC”	the People’s Republic of China
“Company”	CCT Fortis Holdings Limited (中建富通集團有限公司) (Stock Code: 00138), a company incorporated in the Cayman Islands and continued in Bermuda with limited liability and the Shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries, from time to time
“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“INED(s)”	independent non-executive Director(s)
“KPI”	Key Performance Indicator
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Macau”	the Macau Special Administrative Region of the PRC
“Mainland”	the mainland of the PRC
“Model Code”	the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules

“Mr. Mak”	Mr. Mak Shiu Tong, Clement is the sole beneficial owner of Treasure Goal; and the Chairman, the chief executive officer, an executive Director and the controlling Shareholder of the Company, and holds 25,589,652 issued Shares and is deemed under Part XV of the SFO to be interested in 1,173,953,079 issued Shares, representing approximately an aggregate of approximately 74.98% of the total number of issued Shares as at 31 December 2025. As a result of the Capital Reorganisation on 27 February 2026, he holds 2,558,965 issued Shares and is, for the purposes of Part XV of the SFO, deemed to be interested in 117,395,307 issued Shares, representing approximately 74.98% of the total number of issued Shares as at the date of this announcement
“New Capital”	New Capital Industrial Limited, a company incorporated in the British Virgin Islands with limited liability, the shares of which are 51% owned by Mr. Mak and 49% owned by Mr. TK Mak beneficially
“N/A”	not applicable
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the issued Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Treasure Goal”	Treasure Goal International Limited (寶高國際有限公司), a company incorporated in the British Virgin Islands with limited liability, which is beneficially and ultimately owned by Mr. Mak
“US\$”	US dollar(s), the lawful currency of the US
“US” or “USA”	the United States of America
“%”	per cent.

Financial Terms

“Gearing Ratio”	total borrowings (representing bank and other borrowings, bonds/convertible bonds and lease liabilities) divided by total capital employed (i.e. total Shareholders’ fund plus total borrowings)
“Loss Per Share”	loss attributable to ordinary equity holders of the Company divided by weighted average number of ordinary Shares in issue during the period
“Net Current Assets/ (Liabilities)”	current assets less current liabilities
“Operating profit/(loss)”	operating profit/(loss) before interest, tax and unallocated income and expenses