Yun Lee Marine Group Holdings Limited
潤利海事集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2682)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2026

HIGHLIGHTS

- The net profit for the year attributable to owners of the Company has decreased by 1.8%, from approximately HK$19,807,000 for the year ended 31 March 2025 to approximately HK$19,441,000 for the year ended 31 March 2026.
- Basic earnings per share for the year ended 31 March 2026 was approximately HK1.94 cents (2025: HK1.98 cents).
- The Board has resolved to recommend the payment of a final dividend of HK1.0 cent per ordinary share in respect of the year ended 31 March 2026 (2025: HK1.0 cent). The proposed final dividend which totals HK$10,000,000 (2025: HK$10,000,000), if approved at the forthcoming annual general meeting, will be paid on 25 September 2026 to the shareholders on the register of members as at 3 September 2026.

ANNUAL RESULTS FOR THE YEAR ENDED 31 MARCH 2026

The board (the "**Board**") of directors (the "**Director(s)**") of Yun Lee Marine Group Holdings Limited (the "**Company**") is pleased to announce the consolidated results of the Company and its subsidiaries (collectively the "**Group**") for the year ended 31 March 2026, together with the comparative figures for the previous year, as follows:

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2026

	Notes	**2026**	2025
		HK$'000	HK$'000
Revenue	3	**396,828**	373,187
Cost of revenue		**(285,461)**	(274,623)
Gross profit		**111,367**	98,564
Other income	4	**2,013**	3,983
Other gains and losses, net	5	**18**	1,771
Impairment loss recognised under expected credit loss model, net		**(1,259)**	(848)
Administrative expenses		**(70,995)**	(68,782)
Finance costs	6	**(506)**	(708)
Share of result of an associate		**8**	(107)
Profit before taxation		**40,646**	33,873
Income tax expenses	7	**(5,217)**	(1,368)
Profit for the year	8	**35,429**	32,505
Profit for the year attributable to:			
– owners of the Company		**19,441**	19,807
– non-controlling interests		**15,988**	12,698
		35,429	32,505
Earnings per share – Basic (HK cents)	10	**1.94**	1.98

	2026	2025
	HK$'000	HK$'000
Profit for the year	**35,429**	32,505
Other comprehensive expense for the year		
Items that may be reclassified to profit or loss in subsequent periods:		
Exchange differences on the translation of foreign operations	**(8)**	(1)
Total comprehensive income for the year	**35,421**	32,504
Total comprehensive income for the year attributable to:		
– owners of the Company	**19,433**	19,806
– non-controlling interests	**15,988**	12,698
	35,421	32,504

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2026

	Notes	**2026**	2025
		HK$'000	HK$'000
Non-current assets			
Property, plant and equipment		**110,443**	119,186
Right-of-use assets		**5,554**	8,387
Interest in an associate		**2,135**	3,327
Other non-current asset		**3,100**	3,100
Goodwill		**16,986**	16,986
Intangible asset		**2,831**	5,661
Rental deposits		**502**	459
Deferred tax assets		**1.061**	1,129
		142,612	158,235
Current assets			
Inventories		**5,262**	—
Trade and other receivables	11	**97,890**	84,297
Contract assets		**77,922**	58,586
Amount due from an associate		**6**	7
Tax recoverable		**1,802**	1,659
Financial asset at fair value through profit or loss ("FVTPL")	12	**12,156**	12,611
Time deposits		**19,011**	51,538
Cash and cash equivalents		**112,516**	73,572
		326,565	282,270
Current liabilities			
Trade and other payables	13	**72,384**	54,341
Amounts due to non-controlling shareholders of subsidiaries		**43,689**	42,961
Bank and other borrowings		**6,320**	7,385
Lease liabilities		**3,505**	4,943
Tax payables		**3,111**	4,847
		129,009	114,477
Net current assets		**197,556**	167,793
Total assets less current liabilities		**340,168**	326,028

	Note	**2026**	2025
		HK$'000	HK$'000
Non-current liabilities			
Lease liabilities		**2,226**	3,764
Deferred tax liabilities		**13,513**	14,436
		15,739	18,200
Net assets		**324,429**	307,828
Capital and reserves			
Share capital	14	**10,000**	10,000
Reserves		**274,212**	264,779
Equity attributable to owners of the Company		**284,212**	274,779
Non-controlling interests		**40,217**	33,049
Total equity		**324,429**	307,828

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

The Company was incorporated in the Cayman Islands and registered as an exempted company with limited liability under the Companies Law Chapter 22 of the Cayman Islands on 21 February 2018. Its immediate and ultimate holding company is Kitling Investments (BVI) Limited ("**Kitling (BVI)**"). The ultimate controlling shareholders of the Company and its subsidiaries (the "**Group**") are Mr. Wen Tsz Kit Bondy ("**Mr. Wen**") and Ms. Chan Sau Ling Amy ("**Ms. Chan**"), the spouse of Mr. Wen (collectively as "**the Controlling Shareholders**"). The address of the registered office of the Company is 89 Nexus Way, Camana Bay, Grand Cayman, KY1-9009, Cayman Islands. The principal place of business of the Company is Flat D, 31/F., Billion Plaza II, 10 Cheung Yue Street, Cheung Sha Wan, Kowloon, Hong Kong.

The Company is an investment holding company. The principal activities of its subsidiaries are provision of (i) vessel chartering and related services; (ii) ship management services; (iii) marine construction services; and (iv) trading of machineries and equipment related to marine and construction industries in Hong Kong.

The consolidated financial statements are presented in Hong Kong Dollars ("**HK$**"), which is the same as the functional currency of the Company and its subsidiaries.

2. APPLICATION OF NEW AND AMENDMENTS TO HKFRS ACCOUNTING STANDARDS

Amendments to an HKFRS Accounting Standard that are mandatorily effective for the current year

In the current year, the Group has applied the following amendments to an HKFRS Accounting Standard as issued by the Hong Kong Institute of Certified Public Accountants ("**HKICPA**") for the first time, which are mandatorily effective for the Group's annual period beginning on 1 April 2025 for the preparation of the consolidated financial statements:

Amendments to HKAS 21	Lack of Exchangeability

The application of the amendments to an HKFRS Accounting Standard in the current year 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 these consolidated financial statements.

3. REVENUE AND SEGMENT INFORMATION

Revenue represents revenue arising from provision of vessel chartering and related services, ship management services and marine construction services.

Information reported to the executive director of the Company, Mr. Wen, being the chief operating decision maker (the "**CODM**") of the Group, for the purposes of resource allocation and assessment of segment performance focuses on types of service provided. The Group's operating segments are classified as (i) vessel chartering and related services; (ii) ship management services; and (iii) marine construction services. The details of the Group's operating segments are as follows:

(i)	Vessel chartering and related services:	The Group provides vessel chartering services mainly to contractors for construction projects in Hong Kong, including time chartering representing the hiring of vessel and crew for a specific period of time and voyage chartering representing the hiring of vessel and crew for a specific voyage between two designated locations.
(ii)	Ship management services:	The Group provides ship management services for two vessels which transport the dewatered sludge from Stonecutters Island and other designated sites to the sludge treatment facilities located at Nim Wan, Tuen Mun. The Group is responsible for the provision of crew members for daily operation and the repair and maintenance services.
(iii)	Marine construction services:	The Group provides marine construction and engineering services and mainly to contractors for marine construction projects in Hong Kong.

These operating segments also represent the Group's reportable segments. No operating segments identified by the CODM have been aggregated in arriving at the reportable segments of the Group.

Segment revenues and results

The following is an analysis of the Group's revenue and results by operating and reportable segments:

Year ended 31 March 2026

	Vessel chartering and related services HK$'000	Ship management services HK$'000	Marine construction services HK$'000	Eliminations HK$'000	Total HK$'000
SEGMENT REVENUE					
External revenue	**106,304**	**27,202**	**263,322**	**—**	**396,828**
Inter-segment revenue	**21,451**	**—**	**1,296**	**(22,747)**	**—**
Total	**127,755**	**27,202**	**264,618**	**(22,747)**	**396,828**
Segment profit	**50,414**	**11,893**	**47,801**	**—**	**110,108**
Other income					**2,013**
Other gains and losses, net					**18**
Administrative expenses					**(70,995)**
Finance costs					**(506)**
Share of result of an associate					**8**
Profit before taxation					**40,646**

Year ended 31 March 2025

	Vessel chartering and related services HK$'000	Ship management services HK$'000	Marine construction services HK$'000	Eliminations HK$'000	Total HK$'000
SEGMENT REVENUE					
External revenue	130,933	26,718	215,536	—	373,187
Inter-segment revenue	17,172	—	1,958	(19,130)	—
Total	148,105	26,718	217,494	(19,130)	373,187
Segment profit	56,502	11,458	29,756	—	97,716
Other income					3,983
Other gains and losses, net					1,771
Administrative expenses					(68,782)
Finance costs					(708)
Share of result of an associate					(107)
Profit before taxation					33,873

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment profit represents the profit before taxation earned by each segment without allocation of share of result of an associate, other income, other gains and losses, administrative expenses and finance costs. This is the measure reported to the CODM of the Group for the purposes of resource allocation and performance assessment.

Except as disclosed above, no other amounts are regularly provided to the CODM of the Group and therefore, no further analysis is presented.

Segment assets and liabilities

No analysis of segment assets or segment liabilities is presented as they are not regularly provided to the CODM of the Group on making decision for resource allocation and performance assessment.

4. OTHER INCOME

	2026	2025
	HK$'000	HK$'000
Interest income from banks	**1,224**	2,211
Management fee income	**594**	672
Insurance refund	**162**	1,063
Others	**33**	37
	2,013	3,983

5. OTHER GAINS AND LOSSES, NET

	2026	2025
	HK$'000	HK$'000
Loss on lease modification	**—**	(23)
Fair value changes of financial asset/liability at FVTPL	**(455)**	9,908
Impairment loss recognised on goodwill	**—**	(8,414)
Gain on disposal of scrapped materials	**—**	297
Exchange gain	**471**	3
Others	**2**	—
	18	1,771

6. FINANCE COSTS

	2026	2025
	HK$'000	HK$'000
Interest on bank and other borrowings	**185**	297
Interest on lease liabilities	**321**	411
	506	708

7. INCOME TAX EXPENSES

	2026	2025
	HK$'000	HK$'000
Hong Kong Profits Tax		
– Current year	**6,072**	3,531
– Overprovision in prior years	**—**	(1,377)
	6,072	2,154
Deferred tax		
Current year	**(855)**	(786)
	5,217	1,368

8. PROFIT AND TOTAL COMPREHENSIVE INCOME FOR THE YEAR

	2026	2025
	HK$'000	HK$'000
Profit and total comprehensive income for the year has been arrived at after charging:		
Cost of inventories recognised as expense (included in cost of sales)	**195**	179
Staff costs, including directors' remuneration		
– Salaries, discretionary bonus and other allowances	**121,719**	118,997
– Retirement benefit scheme contributions	**3,264**	3,278
Total staff costs	**124,983**	122,275
Amortisation of an intangible asset	**2,830**	2,830
Depreciation of property, plant and equipment	**11,820**	12,085
Depreciation of right-of-use assets	**5,209**	5,654
Auditor's remuneration	**880**	1,100

9. DIVIDENDS

	2026 HK$'000	2025 HK$'000
Dividends for ordinary shareholders of the Company recognised as distribution during the year:		
2025 Final - HK1.0 cent (2024 Final: HK1.0 cent)	**10,000**	10,000

Subsequent to the end of the reporting period, a final dividend in respect of the year ended 31 March 2026 of HK1.0 cent (2025: HK1.0 cent) per ordinary share, in an aggregate amount of HK$10,000,000 (2025: HK$10,000,000), has been proposed by the directors of the Company and is subject to approval by the shareholders in the forthcoming general meeting.

10. EARNINGS PER SHARE

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

	2026	2025
Earnings:		
Profit for the year attributable to owners of the Company for purpose of basic earnings per share (HK$'000)	**19,441**	19,807
Number of shares:		
Weighted average number of ordinary shares for the purpose of basic earnings per share (in thousand)	**1,000,000**	1,000,000

No diluted earnings per share is presented for both years as there was no potential ordinary share in issue.

11. TRADE AND OTHER RECEIVABLES

The Group allows a credit period of 30 days (2025: 30 days) to its trade customers.

The following is an aged analysis of trade receivables net of allowance for credit losses presented based on the invoice date at the end of the reporting period:

	2026	2025
	HK$'000	HK$'000
Within 30 days	**38,233**	33,146
31 to 60 days	**14,288**	9,121
61 to 90 days	**8,489**	8,436
91 to 120 days	**8,376**	7,745
Over 120 days	**19,969**	16,889
	89,355	75,337

12. FINANCIAL ASSET AT FVTPL

On 13 January 2023, the Group entered into a sale and purchase agreement to acquire additional 34% of equity interest from two non-controlling shareholders of Yun Lee (Tim Kee) Marine Construction Limited ("**YLTK**") (the "**Vendors**") at a total consideration of HK$23,800,000. Pursuant to the sale and purchase agreement, each of the Vendors irrevocably and unconditionally warrants and guarantees to the Company that the aggregate audited consolidated net profits attributable to the owners of YLTK for the financial years ending 31 March 2024, 2025 and 2026, prepared in accordance with HKFRS Accounting Standards, ("**Actual Profits**") shall not be less than HK$70,000,000 ("**Profit Guarantee**"). In the event that of shortfall, each of the Vendors severally undertakes to pay 17% of such shortfall within 30 days after the issuance of audited financial statements of YLTK for the financial year ended 31 March 2026. Each of the Vendors will be severally responsible to indemnify and keep indemnified the Group 17% (34% in aggregate) of the amount of shortfall.

The Actual Profits of YLTK for the years ended 31 March 2024, 2025 and 2026 were HK$3,832,000, HK$7,663,000 and HK$22,752,000, respectively, totaling HK$34,247,000.

Pursuant to the terms and conditions of the sale and purchase agreement, the shortfall of Profit Guarantee is HK$35,753,000 (i.e. HK$70,000,000 minus HK$34,247,000), therefore a total of HK$12,156,000 (i.e. HK$35,753,000 at 34%) shall be payable by the Vendors to the Group in aggregate in cash within 30 days after the issuance of audited consolidated financial statements of YLTK for the financial year ended 31 March 2026, i.e. on or before 31 July 2026. The Board has informed the Vendors in relation to the shortfall of the Profit Guarantee and requested for the payment of the Profit Guarantee compensation to the Group on or before 31 July 2026.

13. TRADE AND OTHER PAYABLES

The credit period of trade payables is from 30 to 60 days (2025: 30 to 60 days) from the invoice date.

The following is an aged analysis of trade payables based on the invoice date at the end of each reporting period.

	2026	2025
	HK$'000	HK$'000
Within 30 days	**18,268**	12,830
31 to 60 days	**11,142**	9,329
61 to 90 days	**4,713**	4,767
91 to 120 days	**2,315**	840
Over 120 days	**9,505**	9,698
	45,943	37,464

14. SHARE CAPITAL

	Number of shares	Amount	Shown as
		HK$	HK$'000
Ordinary shares of HK$0.01 each			
Authorised			
At 1 April 2024, 31 March 2025 and 31 March 2026	5,000,000,000	50,000,000	N/A
Issued and fully paid			
At 1 April 2024, 31 March 2025 and 31 March 2026	1,000,000,000	10,000,000	10,000

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS PROSPECTS

As there are numbers of high-profile development projects and infrastructure projects related to marine construction works initiated by the government of Hong Kong which reached their final stage in recent years, management of the Group expects the demand of the Group's vessel chartering and related services for these marine construction projects would diminish gradually. On the other hand, for marine construction services, the acquisition of 34% equity interest in YLTK (the "**Acquisition**") allows the Group to capitalise on the majority of the duration and revenue of two subcontracts marine construction agreements (the "**Sub-contracts**") with contract sum of approximately HK$540 million, providing the Group with a long-term, stable and major customer until March 2027 which are expected to contribute to the Group's revenue in the future.

Group has established a trading business arm for the trading of machineries and equipment related to marine and construction industries (the "**New Business Activities**"). The New Business Activities will complement the existing businesses of the Group by providing different products to its clients, which will diversify the Group's revenue streams. It is expected that the New Business Activities will potentially generate additional revenue growth and operation returns to the Group from time to time, which is in the interests of the Company and its shareholders as a whole. The Group intends to fund the New Business Activities with its internal financial resources. The Group is currently exploring a potential cooperation with an independent business entity which is engaging in the production and sales of machineries and equipment for construction industry.

The Group will continue to invest in its vessel fleet and identify other opportunities in order to capture such business opportunities.

Hong Kong has a long coastal line and the Government of Hong Kong SAR (the "**Government**") is dedicated to improving the infrastructure of Hong Kong. As a result, the Directors believe that the long term outlook of the local marine construction market remains promising. The Company is in constant contact with the relevant departments within the government setup and are constantly being updated on the Government's directions.

Overall speaking, management of the Group is cautiously optimistic about the on-going growth of revenue and profits from the Group's vessel leasing and related services, ship management and marine construction business in the short coming future.

FINANCIAL REVIEW

Revenue

The Group's total revenue increased by approximately 6.3%, from HK$373,187,000 for the year ended 31 March 2025 to HK$396,828,000 for the year ended 31 March 2026. Such increase was mainly attributed by a net effect of (i) the decreased revenue of vessel chartering and related services a result of decrease in the demands for the Group's overall vessel chartering and related services from other short term marine services projects during the year; and (ii) the increased revenue of marine construction services as a result of undertaking of a number of new small and medium sized projects and improved progress of certain sizeable projects during the year.

Cost of revenue

The Group's cost of revenue primarily consists of vessel chartering costs, staff costs and related expenses, subcontracting fees, repair and maintenance expenses, fuel costs, depreciation expenses, and other costs. The cost of revenue increased by approximately 3.9%, from HK$274,623,000 for the year ended 31 March 2025 to HK$285,461,000 for the year ended 31 March 2026, which was mainly represented by a net effect of (i) the decreased vessel chartering expenses payable to third-party vessel suppliers and other costs related to services rendered to short term marine services projects; and (ii) the increased construction and engineering costs of the marine construction projects as a result of undertaking of a number of new small and medium sized projects and improved progress of certain sizeable projects during the year.

Gross profit and gross profit margins

The Group's gross profit increased by approximately 13.0%, from HK$98,564,000 for the year ended 31 March 2025 to HK$111,367,000 for the year ended 31 March 2026. Meanwhile, the Group's gross profit margin increased by approximately 1.7 percentage point from approximately 26.4% for the year ended 31 March 2025 to approximately 28.1% for the year ended 31 March 2026, which was mainly due to combined effect of (i) the aforesaid decrease in the provision of third-party owned vessels, which generated relatively lower gross profit margin than the Group's self-owned vessels; and (ii) improved gross profit margin from marine construction services segment as a result of undertaking of a number of new small and medium sized projects with higher gross profit margins.

Other income

The Group's other income decreased by approximately 49.5%, from HK$3,983,000 for the year ended 31 March 2025 to HK$2,013,000 for the year ended 31 March 2026. The decrease was mainly due to (i) decrease in bank interest income of HK$987,000 as a result of decrease in overall market interest rates; and (ii) decrease in compensation income from insurance refund covered by insurance policies of HK$762,000 during the year.

Other gains and losses, net

The Group's other gains decreased from other losses of HK$1,771,000 for the year ended 31 March 2025 to other gains of HK$18,000 for the year ended 31 March 2026. Such decrease was mainly due to (i) decrease in fair value gain on a financial asset at fair value through profit or loss of HK$10,438,000 during the year; and (ii) absence of one-off impairment loss on goodwill for the acquisition of equity interest of YLTK of HK$8,414,000 recognised in the year ended 31 March 2025 during the year.

Administrative expenses

The Group's administrative expenses increased by approximately 3.2%, from HK$68,782,000 for the year ended 31 March 2025 to HK$70,995,000 for the year ended 31 March 2026.

Finance costs

The Group's finance costs decreased from HK$708,000 for the year ended 31 March 2025 to HK$506,000 for the year ended 31 March 2026, which was attributable by a combined effect of (i) the recognition of interest expenses from the new leases on lease liabilities; and (ii) decreased interest expenses of bank and other borrowings as a result of gradual repayments of bank and other borrowings during the year.

Share of result of an associate

The Group recorded share of profit from an associate of HK$8,000 during the year ended 31 March 2026 (2025: share of loss of HK$107,000). Such change mainly represented by the share of profit of Eastlink Marine Services Limited.

Income tax expenses

For the year ended 31 March 2026, the Group's income tax expenses were HK$5,217,000 (2025: HK$1,368,000), and the effective tax rate was approximately 12.8% (2025: approximately 4.0%). The increase in effective tax rate was mainly due to a combined effect of (i) absence of adjustment of tax for over provision of tax; and (ii) absence of utilisation of tax loss in marine construction segment in prior year during the year.

Profit and total comprehensive income for the year attributable to owners of the Company

As a result of the foregoing, the Group's profit for the year attributable to owners of the Company decreased by approximately 1.8%, from HK$19,807,000 for the year ended 31 March 2025 to HK$19,441,000 for the year ended 31 March 2026. Basic earnings per share attributable to owners of the Company decreased from approximately HK1.98 cents for the year ended 31 March 2025 to approximately HK1.94 cents for the year ended 31 March 2026.

Dividend

The Board has resolved to recommend the payment of a final dividend of HK1.0 cent per ordinary share in respect of the year ended 31 March 2026 (2025: HK1.0 cent). The proposed final dividend which totals HK$10,000,000 (2025: HK$10,000,000), if approved at the forthcoming annual general meeting, will be paid on 25 September 2026 to the shareholders on the register of members as at 3 September 2026.

Trade and other receivables

The Group's trade and other receivables increased by approximately 16.1%, from HK$84,756,000 as at 31 March 2025 to HK$98,392,000 as at 31 March 2026.

The Group's trade receivables turnover days increased from approximately 66.8 days for the year ended 31 March 2025 to approximately 75.7 days for the year ended 31 March 2026.

LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL STRUCTURE

The Group had net current assets of HK$197,556,000 as at 31 March 2026 (2025: HK$167,793,000). The Group's current ratio increased from approximately 2.47 as at 31 March 2025 to approximately 2.53 as at 31 March 2026.

Gearing ratio is calculated based on the interest bearing borrowings excluding lease liabilities divided by total equity and multiplied by 100% at the respective reporting date. As at 31 March 2026, the Group's gearing ratio was approximately 1.95% (2025: 2.40%).

Following the Listing, the Group's operations were mainly financed by internal resources including but not limited to existing cash and cash equivalents, cash flow from its operating activities and the net proceeds generated from the Listing. The Board believes that the Group's liquidity needs will be satisfied. With strengthened liquidity position, the Group is able to expand in accordance with its business strategy.

Details of the Company's share capital are set out in note 14 to this announcement.

CAPITAL EXPENDITURE

The Group incurred capital expenditure of HK$3,077,000 during the year ended 31 March 2026 (2025: HK$4,564,000), mainly represented the addition of vessels and equipment.

CAPITAL COMMITMENTS

As at 31 March 2026, save as disclosed elsewhere in this announcement, the Group had no significant capital commitments (2025: nil).

SIGNIFICANT INVESTMENT, MATERIAL ACQUISITION AND DISPOSAL OF SUBSIDIARIES

Subsequent to the reporting period, on 1 April 2026 and 8 May 2026, the Group has disposed two vessels amounted to HK$206,000 and HK$357,000 to third party buyer for considerations of HK$350,000 and HK$1,650,000, respectively.

Save as disclosed elsewhere in this announcement, the Group did not conduct any significant investment, material acquisition and disposal of subsidiaries during the year.

CONTINGENT LIABILITIES

As at 31 March 2026, save as disclosed elsewhere in this announcement, the Group did not have any significant contingent liabilities (2025: nil).

PLEDGE OF ASSETS

At 31 March 2026, bank and other borrowings and lease liabilities of HK$1,389,000 (2025: HK$3,826,000) are secured by mortgages over the equipment with an aggregate carrying value of HK$3,826,000 (2025: HK$3,991,000).

Save as disclosed elsewhere in this announcement, the Group had no other material pledge of assets at 31 March 2026.

EVENTS AFTER THE REPORTING PERIOD

Save as disclosed elsewhere in this announcement, there were no significant events affecting the Company nor any of its subsidiaries after the end of the reporting period and up to the date of this announcement requiring disclosure in this announcement.

PAST PERFORMANCE AND FORWARD LOOKING STATEMENTS

The performance and the results of operation of the Group as set out in this annual results announcement are historical in nature and past performance is not a guarantee of future performance. This annual results announcement may contain certain statements that are forward-looking or which use certain forward-looking terminologies. These forward-looking statements are based on the current beliefs, assumptions and expectations of the Board regarding the industry and markets in which it operates. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. The Group, the Directors, employees and agents of the Group assume (a) no obligation to correct or update the forward-looking statements or opinions contained in this annual results announcement of the Company; and (b) no liability in the event that any of the forward-looking statements or opinions do not materialise or turn out to be incorrect.

CORPORATE GOVERNANCE PRACTICES

The Board of the Company is committed to achieving high corporate governance standards. The Board believes that good corporate governance standards are essential in providing a framework for the Company to safeguard the interests of shareholders, enhance corporate value, formulate its business strategies and policies, and enhance its transparency and accountability.

The Company has adopted the principles and code provisions of the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 to the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**") and has complied with the CG Code since Listing Date and up to 31 March 2026, except in relation to provision A.2.1 of the CG Code which requires that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. Mr. Wen Tsz Kit Bondy, an executive Director, is both the chairman of the Board and the chief executive officer of the Company. With over 30 years of experience in the maritime industry in Hong Kong, Mr. Wen has been responsible for the overall management of the Group's operations and business development and has been instrumental to the Group's growth and business expansion since November 1994. The Board considers that vesting the roles of chairman and chief executive officer in the same person is beneficial to the management of the Group. The balance of power and authority is ensured by the operation of the senior management and the Board, which comprises experienced and high-calibre individuals. The Board currently comprises two executive Directors (including Mr. Wen) and three independent non-executive Directors and therefore has a strong independence element in its composition.

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

From the Listing Date up to the date of this announcement, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities.

MODEL CODE OF SECURITIES TRANSACTIONS BY DIRECTORS

For the year ended 31 March 2026, the Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 of the Listing Rules as rules governing dealings by the Directors in the listed securities of the Company. The Company has made specific enquiries to all Directors and all Directors have confirmed that they have complied with the Model Code from the Listing date and up to the date of this announcement.

USE OF NET PROCEEDS FROM THE LISTING

The Company was successfully listed on the Main Board of the Stock Exchange on 18 March 2019. Net proceeds from the Listing (after deducting underwriting fee and relevant expenses payable by the Group in connection with the Listing) amounted to approximately HK$65.6 million. As at 31 March 2026, a total amount of HK$43.6 million out of the net proceeds had been used by the Group according to the allocation set out in the Company's announcement of offer price and allotment results dated 15 March 2019. As at 31 March 2026, the Group's planned application and actual utilisation of the net proceeds is set out below:

	Planned use of net proceeds	**Utilisation of net proceeds during the year ended 31 March 2026**	**Utilised net proceeds as at 31 March 2026**	**Remaining balance of the net proceeds as at 31 March 2026**	**Expected timetable of full utilisation of the balance**
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*	*Year*
Acquiring vessels	43,625	—	43,625	—	—
Setting up a shipyard in Hong Kong *(Note)*	22,000	—	—	22,000	2027
	65,625	—	43,625	22,000	

Note: In late December 2018, the Group had submitted tenders to the Lands Department with the tender deposits paid for two parcels of lands along Ap Lei Chau Praya Road (the "**Proposed Sites**"), of which (i) a parcel of land has a proposed site area of approximately 889 m^2; and (ii) the other parcel of land has a proposed site area of approximately 1,981 m^2. The Proposed Sites are proposed to be used for ship or boat building, or ship or boat repairing or both (excluding building and/or repairing of steel ships or boats) and are proposed to be leased for a fixed term of five years with an option to extend up to seven years in total. The average annual rental of the Proposed Sites tendered by the Group is approximately HK$1 million. In the event that the Group succeeds in both tenders of the Proposed Sites, the Group will select the most suitable parcel of land (in terms of the actual site conditions, final prices and final tender conditions to be offered by the Lands Department) for establishing the intended shipyard. After making enquiries with the Lands Department, the tender result will normally be released within three months after tender submission and the Directors expect that the tender results of the Proposed Sites will be released in the second quarter of 2019.

Although the Group has endeavoured to adhere to the implementation plan for the use of proceeds as disclosed in the prospectus of the Company dated 4 March 2019 (the "**Prospectus**") by submitting tenders to rent Proposed Sites for shipyard sites in late December 2018, the Group was not awarded any tenancy from the Government for the tendered parcel of land.

The repeated delay was attributable to the tendering cycle for the Proposed Sites, which recurs every five to seven years. The Group was unsuccessful in the tender conducted in mid-2019. The tender was anticipated to reopen to the market between 2024 and 2026. The Group has continuously monitored the tender process for tenancy of the Proposed Sites since mid-2019. It is considered probable that the tender will reopen in 2026, and the Group is cautiously optimistic that it may be awarded the forthcoming tender for the Proposed Sites.

The estimated timeline for the establishment and unutilized amount of the use of proceed for the shipyard is as follows: (i) award of tenancy for the Proposed Sites in early 2027 with annual rental of approximately HK$1 million; (ii) completion of design and construction works with estimated cost of approximately HK$14.5 million in late 2027; (iii) acquisition and installation of machinery and equipment with estimated cost of approximately HK$6.5 million in early 2028; and (iv) commencement of shipyard operations in mid-2028.

SCOPE OF WORK OF MESSRS. DELOITTE TOUCHE TOHMATSU

The figures in respect of the Group's consolidated statement of financial position, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 March 2026 as set out in the preliminary announcement have been agreed by the Group's auditor, Messrs. Deloitte Touche Tohmatsu, to the amounts set out in the audited consolidated financial statements of the Group for the year as approved by the Board of Directors on 26 June 2026. The work performed by Messrs. Deloitte Touche Tohmatsu in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Messrs. Deloitte Touche Tohmatsu on the preliminary announcement.

AUDIT COMMITTEE

The audit committee of the Company (the "**Audit Committee**") is responsible for assisting the Board in safeguarding the Group's assets by providing an independent review of the effectiveness of the financial reporting process and the internal controls and risk management systems of the Group. It also performs other duties as assigned by the Board.

The Audit Committee has discussed with the management of the Group and reviewed this annual financial results announcement and the consolidated financial statements for the year ended 31 March 2026, including the accounting policies, principles and practices adopted by the Group, and discussed risk management and internal control system, and financial related matters.

The Audit Committee comprises three independent non-executive Directors and chaired by Ms. Hong Ting, who has appropriate professional qualifications and experience as required by the Listing Rules.

CLOSURE OF REGISTER OF MEMBERS

The register of members will be closed from 20 August 2026 to 25 August 2026, both days inclusive. During this period, no transfer of shares will be registered. Shareholders whose names appear on the register of members of the Company on 25 August 2026 are entitled to attend the forthcoming annual general meeting scheduled on 25 August 2026. In order to qualify for the right to vote for and/or attend the forthcoming annual general meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 19 August 2026.

The record date for the purpose of determining the eligibility of the shareholders to attend and vote at the annual general meeting is therefore 25 August 2026.

The proposed final dividend is subject to the passing of an ordinary resolution by the shareholders at the forthcoming annual general meeting. For determining the entitlement to the proposed final dividend, the register of members will be closed for one day on 3 September 2026, during that day no transfer of shares will be effected. In order to qualify for the final dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on 2 September 2026.

PUBLICATION OF ANNUAL RESULTS AND 2026 ANNUAL REPORT

This announcement will be published on the websites of the Stock Exchange and the Company.

The annual report of the Company for the year ended 31 March 2026 containing all the information required by Appendix 16 to the Listing Rules and other applicable laws and regulations will be despatched to the shareholders of the Company and published on the websites of the Stock Exchange and the Company in due course.

By order of the Board
Yun Lee Marine Group Holdings Limited
Wen Tsz Kit Bondy
Chairman and executive Director

Hong Kong, 26 June 2026

As at the date of this announcement, the Board comprises two executive Directors, namely Mr. Wen Tsz Kit Bondy, and Ms. Chan Sau Ling Amy, and three independent non-executive Directors, namely Ms. Chan Hei Ting, Ms. Hong Ting and Mr. Ng Simon.