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# **EPS Creative Health Technology Group Limited**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock code: 3860)

## **ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 MARCH 2026**

### **FINANCIAL HIGHLIGHTS**

For the year ended 31 March 2026, the operating results of the Group are as follows:

- Revenue of approximately HK\$457.6 million was recorded for the year ended 31 March 2026;
- Loss after taxation for the year ended 31 March 2026 amounted to approximately HK\$11.0 million;
- Basic loss per share for the year ended 31 March 2026 based on the number of 522,177,419 ordinary shares was approximately HK2.65 cents; and
- The Directors do not recommend the payment of a final dividend for the year ended 31 March 2026.

## ANNUAL RESULTS

The board (the “**Board**”) of directors (the “**Directors**”) of EPS Creative Health Technology Group Limited (the “**Company**”) is pleased to announce the consolidated results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the year ended 31 March 2026 (the “**Reporting Year**”), together with comparative figures for the preceding financial year as follows:

### CONSOLIDATED STATEMENT OF PROFIT OR LOSS

*For the year ended 31 March 2026*

|                                      |       | 2026                   | 2025                 |
|--------------------------------------|-------|------------------------|----------------------|
|                                      | Notes | HK\$'000               | HK\$'000             |
| Revenue                              | 3     | 457,646                | 544,522              |
| Cost of sales                        |       | <u>(382,628)</u>       | <u>(449,944)</u>     |
| <b>Gross profit</b>                  |       | <b>75,018</b>          | 94,578               |
| Other income, gains and losses, net  |       | (1,847)                | 50,169               |
| Research and development expenses    |       | –                      | (18,105)             |
| Selling and distribution expenses    |       | (31,327)               | (35,327)             |
| Administrative expenses              |       | <u>(42,918)</u>        | <u>(49,593)</u>      |
| <b>(Loss) profit from operations</b> |       | <b>(1,074)</b>         | 41,722               |
| Finance costs                        |       | <u>(6,446)</u>         | <u>(8,306)</u>       |
| <b>(Loss) profit before tax</b>      | 6     | <b>(7,520)</b>         | 33,416               |
| Taxation                             | 5     | <u>(3,510)</u>         | <u>(3,022)</u>       |
| <b>(Loss) profit for the year</b>    |       | <b><u>(11,030)</u></b> | <b><u>30,394</u></b> |
| <b>Attributable to:</b>              |       |                        |                      |
| Owners of the Company                |       | (13,849)               | 38,585               |
| Non-controlling interests            |       | <u>2,819</u>           | <u>(8,191)</u>       |
| <b>(Loss) profit for the year</b>    |       | <b><u>(11,030)</u></b> | <b><u>30,394</u></b> |
| <b>(Loss) earnings per share</b>     | 8     |                        |                      |
| Basic and diluted (HK cents)         |       | <u>(2.65)</u>          | <u>7.41</u>          |

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 March 2026

|                                                                       | 2026<br>HK\$'000             | 2025<br>HK\$'000     |
|-----------------------------------------------------------------------|------------------------------|----------------------|
| <b>(Loss) profit for the year</b>                                     | <b>(11,030)</b>              | 30,394               |
| <b>Other comprehensive income (expense) for the year</b>              |                              |                      |
| <i>Items that may be reclassified subsequently to profit or loss:</i> |                              |                      |
| Exchange differences arising on translation of foreign operations     | <b>5,828</b>                 | 133                  |
| Release of exchange reserve upon disposal of subsidiaries             | <u>—</u>                     | <u>(2,519)</u>       |
| <b>Other comprehensive income (expense) for the year</b>              | <u><b>5,828</b></u>          | <u>(2,386)</u>       |
| Total comprehensive (expense) income for the year                     | <u><b>(5,202)</b></u>        | <u>28,008</u>        |
| <b>Attributable to:</b>                                               |                              |                      |
| Owners of the Company                                                 | <b>(10,176)</b>              | 36,330               |
| Non-controlling interests                                             | <u><b>4,974</b></u>          | <u>(8,322)</u>       |
| <b>Total comprehensive (expense) income for the year</b>              | <u><u><b>(5,202)</b></u></u> | <u><u>28,008</u></u> |

# **CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

*At 31 March 2026*

|                                              | <i>NOTES</i> | <b>2026</b><br><i>HK\$'000</i> | <b>2025</b><br><i>HK\$'000</i> |
|----------------------------------------------|--------------|--------------------------------|--------------------------------|
| <b>Non-current assets</b>                    |              |                                |                                |
| Property, plant and equipment                |              | <b>4,228</b>                   | 5,502                          |
| Right-of-use assets                          |              | <b>4,314</b>                   | 3,576                          |
| Other financial assets                       |              | <b>260</b>                     | 260                            |
| Goodwill                                     |              | <b>20,528</b>                  | 19,505                         |
| Intangible assets                            |              | <b>69,207</b>                  | 75,207                         |
| Refundable rental deposits                   | <i>9</i>     | <b>704</b>                     | 1,038                          |
|                                              |              | <b>99,241</b>                  | 105,088                        |
| <b>Current assets</b>                        |              |                                |                                |
| Inventories                                  |              | <b>27,383</b>                  | 16,648                         |
| Contract assets                              |              | <b>–</b>                       | 46                             |
| Trade and other receivables                  | <i>9</i>     | <b>52,141</b>                  | 73,732                         |
| Other financial assets                       |              | <b>16</b>                      | –                              |
| Tax recoverable                              |              | <b>2,115</b>                   | 1,644                          |
| Pledged bank deposits                        |              | <b>4,000</b>                   | 4,000                          |
| Cash and cash equivalents                    |              | <b>126,494</b>                 | 135,691                        |
|                                              |              | <b>212,149</b>                 | 231,761                        |
| <b>Current liabilities</b>                   |              |                                |                                |
| Trade and other payables and accruals        | <i>10</i>    | <b>41,714</b>                  | 31,800                         |
| Lease liabilities                            |              | <b>2,702</b>                   | 2,617                          |
| Contract liabilities                         |              | <b>12,292</b>                  | 10,669                         |
| Amounts due to related parties               | <i>11</i>    | <b>24,446</b>                  | 14,779                         |
| Amount due to non-controlling interests      | <i>11</i>    | <b>33,139</b>                  | 10,084                         |
| Tax payable                                  |              | <b>1,825</b>                   | 7,376                          |
| Bank borrowings                              |              | <b>–</b>                       | 2,897                          |
|                                              |              | <b>116,118</b>                 | 80,222                         |
| <b>Net current assets</b>                    |              | <b>96,031</b>                  | 151,539                        |
| <b>Total assets less current liabilities</b> |              | <b>195,272</b>                 | 256,627                        |

|                                                     |       | 2026                  | 2025                  |
|-----------------------------------------------------|-------|-----------------------|-----------------------|
|                                                     | NOTES | HK\$'000              | HK\$'000              |
| <b>Non-current liabilities</b>                      |       |                       |                       |
| Lease liabilities                                   |       | 1,749                 | 1,168                 |
| Amounts due to related parties                      | 11    | 29,386                | 50,540                |
| Amount due to non-controlling interests             | 11    | –                     | 29,987                |
| Deferred tax liabilities                            |       | <u>11,419</u>         | <u>12,409</u>         |
|                                                     |       | <u>42,554</u>         | <u>94,104</u>         |
| <b>Net assets</b>                                   |       | <u><u>152,718</u></u> | <u><u>162,523</u></u> |
| <b>Capital and reserves</b>                         |       |                       |                       |
| Share capital                                       | 12    | 5,222                 | 5,222                 |
| Reserves                                            |       | <u>100,683</u>        | <u>115,462</u>        |
| <b>Equity attributable to owners of the Company</b> |       | <b>105,905</b>        | 120,684               |
| Non-controlling interests                           |       | <u>46,813</u>         | <u>41,839</u>         |
| <b>Total equity</b>                                 |       | <u><u>152,718</u></u> | <u><u>162,523</u></u> |

## NOTES

*For the year ended 31 March 2026*

### 1. GENERAL INFORMATION

EPS Creative Health Technology Group Limited (the “**Company**”) was incorporated in the Cayman Islands as an exempted company and registered in the Cayman Islands with limited liability under the Companies Act, Cap. 22 (Act 3 of 1961, as consolidated and revised) of the Cayman Islands on 19 November 2015. The address of the Company’s registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands and the principal place of business of the Company is Flat A, 17/F., Gemstar Tower, 23 Man Lok Street, Hung Hom, Kowloon, Hong Kong.

The Company is an investment holding company and its subsidiaries (collectively referred to as the “**Group**”) are principally engaged in provision of apparel supply chain management service selling knitwear apparel products to its customers, trading of healthcare and medicated products and leasing of medical devices, specialised contract research organisation (“**CRO**”) and innovative research organisation (“**IRO**”) services performing in Japan and the People’s Republic of China (“**PRC**”). The Group is also engaged in in-house drug discovery and development.

The immediate and ultimate holding company is EPS Holdings, Inc., a company incorporated in Japan with limited liability, the issued shares of which were listed on the Tokyo Stock Exchange until its subsequent privatisation on 17 September 2021.

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

### 2. BASIS OF PREPARATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements of the Company have been prepared in accordance with HKFRS Accounting Standards issued by the Hong Kong Institute of Certified Public Accountants. For the purpose of preparation of the consolidated financial statements, information is considered material if such information is reasonably expected to influence decisions made by primary users. In addition, the consolidation financial statements include applicable disclosure required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and by the Hong Kong Companies Ordinance.

The directors of the Company have, at the time of approving the consolidated financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. Thus, they continue to adopt the going concern basis of accounting in preparing the consolidated financial statements.

### 3. REVENUE

Revenue represents the amounts received and receivable for goods sold and services provided by the Group, less discounts and sales related taxes, and leasing income during the year.

#### 4. SEGMENT INFORMATION

Information reported to the executive directors of the Company, being the chief operating decision maker, for the purposes of resources allocation and assessment of segment performance focuses on types of goods or services delivered or provided.

The Group's reportable and operating segments are therefore as follows:

- (a) Sales of apparel products with the provision of apparel supply chain management services (“**Garment Business**”)
- (b) Trading of healthcare and medicated products and leasing of medical devices (“**Healthcare Products Business**”)
- (c) Provision of IRO and CRO services and In-house R&D Business (“**IRO with CRO and In-House R&D Business**”)

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

|                                         | Revenue        |                | Segment profit (loss) |               |
|-----------------------------------------|----------------|----------------|-----------------------|---------------|
|                                         | 2026           | 2025           | 2026                  | 2025          |
|                                         | HK\$'000       | HK\$'000       | HK\$'000              | HK\$'000      |
| Garment Business                        | 172,008        | 329,716        | (2,966)               | 2,190         |
| Healthcare Products Business            | 217,707        | 169,592        | 16,234                | 18,187        |
| IRO with CRO and In-House R&D Business  | 67,931         | 45,214         | (1,416)               | (34,232)      |
| Total                                   | <u>457,646</u> | <u>544,522</u> | 11,852                | (13,855)      |
| Interest income                         |                |                | 125                   | 11            |
| Unallocated corporate (expenses) income |                |                | (19,317)              | 47,300        |
| Finance costs on lease liabilities      |                |                | (180)                 | (40)          |
| (Loss) profit before tax                |                |                | <u>(7,520)</u>        | <u>33,416</u> |

All of the segment revenue reported above is from external customers.

Segment profit (loss) represents the profit earned/loss incurred by each segment without allocation of interest income, unallocated corporate income/expenses and finance costs on lease liabilities. This is the measure reported to the Group's management for the purpose of resources allocation and performance assessment.

## Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by operating and reportable segment:

### As at 31 March 2026

|                          | Garment<br>business<br><i>HK\$'000</i> | Healthcare<br>Products<br>Business<br><i>HK\$'000</i> | IRO with CRO<br>and In-House<br>R&D Business<br><i>HK\$'000</i> | Consolidated<br><i>HK\$'000</i> |
|--------------------------|----------------------------------------|-------------------------------------------------------|-----------------------------------------------------------------|---------------------------------|
| Segment assets           | 67,331                                 | 187,725                                               | 16,707                                                          | 271,763                         |
| Other assets             |                                        |                                                       |                                                                 | <u>39,627</u>                   |
| Consolidated assets      |                                        |                                                       |                                                                 | <u><u>311,390</u></u>           |
| Segment liabilities      | 17,848                                 | 73,566                                                | 15,051                                                          | 106,465                         |
| Other liabilities        |                                        |                                                       |                                                                 | <u>52,207</u>                   |
| Consolidated liabilities |                                        |                                                       |                                                                 | <u><u>158,672</u></u>           |

### As at 31 March 2025

|                          | Garment<br>business<br><i>HK\$'000</i> | Healthcare<br>Products<br>Business<br><i>HK\$'000</i> | IRO with CRO<br>and In-House<br>R&D Business<br><i>HK\$'000</i> | Consolidated<br><i>HK\$'000</i> |
|--------------------------|----------------------------------------|-------------------------------------------------------|-----------------------------------------------------------------|---------------------------------|
| Segment assets           | 73,278                                 | 175,150                                               | 21,599                                                          | 270,027                         |
| Other assets             |                                        |                                                       |                                                                 | <u>66,822</u>                   |
| Consolidated assets      |                                        |                                                       |                                                                 | <u><u>336,849</u></u>           |
| Segment liabilities      | 20,662                                 | 77,618                                                | 21,465                                                          | 119,745                         |
| Other liabilities        |                                        |                                                       |                                                                 | <u>54,581</u>                   |
| Consolidated liabilities |                                        |                                                       |                                                                 | <u><u>174,326</u></u>           |

For the purpose of monitoring segment performance and allocating resources among segments:

- All assets are allocated to operating and reportable segments other than certain property, plant and equipment, other financial assets, certain other receivables and deposits and cash and cash equivalents.
- All liabilities are allocated to operating and reportable segments other than certain other payables and amounts due to related parties.

## Other segment information

### As at 31 March 2026

|                                                                               | Garment<br>business<br><i>HK\$'000</i> | Healthcare<br>Products<br>Business<br><i>HK\$'000</i> | IRO with CRO<br>and In-House<br>R&D Business<br><i>HK\$'000</i> | Segment<br>total<br><i>HK\$'000</i> | Unallocated<br><i>HK\$'000</i> | Consolidated<br><i>HK\$'000</i> |
|-------------------------------------------------------------------------------|----------------------------------------|-------------------------------------------------------|-----------------------------------------------------------------|-------------------------------------|--------------------------------|---------------------------------|
| Amounts included in the measure of segment<br>profit (loss) or segment assets |                                        |                                                       |                                                                 |                                     |                                |                                 |
| Results or segment assets:                                                    |                                        |                                                       |                                                                 |                                     |                                |                                 |
| Interest income                                                               | 30                                     | 67                                                    | 21                                                              | 118                                 | 7                              | 125                             |
| Interest expenses                                                             | 153                                    | –                                                     | 43                                                              | 196                                 | 6,250                          | 6,446                           |
| Depreciation of property, plant and<br>equipment                              | 258                                    | 3,725                                                 | 134                                                             | 4,117                               | –                              | 4,117                           |
| Depreciation of right-of-use assets                                           | 1,935                                  | –                                                     | 569                                                             | 2,504                               | 555                            | 3,059                           |
| Amortisation of intangible assets                                             | –                                      | 9,680                                                 | –                                                               | 9,680                               | –                              | 9,680                           |
| Additions to property, plant and equipment                                    | 502                                    | 2,591                                                 | –                                                               | 3,093                               | –                              | 3,093                           |
| Additions to right-of-use assets                                              | 3,869                                  | –                                                     | –                                                               | 3,869                               | 739                            | 4,608                           |

### As at 31 March 2025

|                                                                               | Garment<br>Business<br><i>HK\$'000</i> | Healthcare<br>Products<br>business<br><i>HK\$'000</i> | IRO with CRO<br>and In-House<br>R&D Business<br><i>HK\$'000</i> | Segment<br>total<br><i>HK\$'000</i> | Unallocated<br><i>HK\$'000</i> | Consolidated<br><i>HK\$'000</i> |
|-------------------------------------------------------------------------------|----------------------------------------|-------------------------------------------------------|-----------------------------------------------------------------|-------------------------------------|--------------------------------|---------------------------------|
| Amounts included in the measure of segment<br>profit (loss) or segment assets |                                        |                                                       |                                                                 |                                     |                                |                                 |
| Results or segment assets:                                                    |                                        |                                                       |                                                                 |                                     |                                |                                 |
| Interest income                                                               | 440                                    | 70                                                    | 17                                                              | 527                                 | 11                             | 538                             |
| Interest expenses                                                             | 3,276                                  | –                                                     | 414                                                             | 3,690                               | 4,616                          | 8,306                           |
| Depreciation of property, plant and<br>equipment                              | 203                                    | 2,576                                                 | 152                                                             | 2,931                               | 7                              | 2,938                           |
| Depreciation of right-of-use assets                                           | 1,751                                  | –                                                     | 680                                                             | 2,431                               | 543                            | 2,974                           |
| Impairment losses on goodwill                                                 | –                                      | –                                                     | 18,050                                                          | 18,050                              | –                              | 18,050                          |
| Amortisation of intangible assets                                             | –                                      | 9,544                                                 | 356                                                             | 9,900                               | –                              | 9,900                           |
| Additions to property, plant and equipment                                    | 54                                     | 5,619                                                 | 34                                                              | 5,707                               | –                              | 5,707                           |
| Additions to right-of-use assets                                              | –                                      | –                                                     | 1,684                                                           | 1,684                               | 1,086                          | 2,770                           |

## Geographic information

The Group's operation of Garment Business, Healthcare Products Business and IRO with CRO and In-House R&D Business are located in Hong Kong, Japan and the PRC.

The Group's revenue from external customers and information about non-current assets by geographical location of the customers and assets respectively are set out below:

|                 | Revenues from external customers |                  | Non-current assets |                  |
|-----------------|----------------------------------|------------------|--------------------|------------------|
|                 | 2026<br>HK\$'000                 | 2025<br>HK\$'000 | 2026<br>HK\$'000   | 2025<br>HK\$'000 |
| Hong Kong       | 26,667                           | 29,444           | 92,094             | 96,486           |
| Japan           | 185,868                          | 186,662          | 4,967              | 5,478            |
| The PRC         | 203,185                          | 151,171          | 1,216              | 1,826            |
| Europe          | 38,507                           | 90,498           | –                  | –                |
| United States   | 2,630                            | 84,535           | –                  | –                |
| Other countries | 789                              | 2,212            | –                  | –                |
|                 | <u>457,646</u>                   | <u>544,522</u>   | <u>98,277</u>      | <u>103,790</u>   |

*Note:* Non-current assets exclude financial assets.

### *Revenue from major customers:*

Revenue from customers contributed over 10% of the total revenue of the Group for the year is as follows:

|                                    | 2026<br>HK\$'000 | 2025<br>HK\$'000 |
|------------------------------------|------------------|------------------|
| Customer A (from Garment Business) | –                | 148,485          |
| Customer B (from Garment Business) | <u>53,372</u>    | <u>N/A*</u>      |

\* The corresponding revenue did not contribute over 10% of the total revenue of the Group.

## 5. TAXATION

Taxation in the consolidated statement of profit or loss represents:

|                                                         | 2026<br><i>HK\$'000</i> | 2025<br><i>HK\$'000</i> |
|---------------------------------------------------------|-------------------------|-------------------------|
| The taxation comprises:                                 |                         |                         |
| Current tax:                                            |                         |                         |
| Hong Kong Profits Tax                                   |                         |                         |
| Charge for the year                                     | 2,876                   | 3,218                   |
| Overprovision in respect of prior year                  | –                       | (5)                     |
| PRC Enterprise Income Tax                               |                         |                         |
| Charge for the year                                     | 478                     | 157                     |
| Overprovision in respect of prior year                  | –                       | (160)                   |
| Japan Corporate Income Tax                              |                         |                         |
| Charge for the year                                     | 1,537                   | 1,498                   |
| Underprovision (Overprovision) in respect of prior year | <u>216</u>              | <u>(111)</u>            |
|                                                         | 5,107                   | 4,597                   |
| Deferred tax credit for the year                        | <u>(1,597)</u>          | <u>(1,575)</u>          |
|                                                         | <u><u>3,510</u></u>     | <u><u>3,022</u></u>     |

For the years ended 31 March 2026 and 2025, Hong Kong Profits Tax is calculated at 8.25% on the first HK\$2 million of the estimated assessable profits of one of the subsidiaries of the Company and at 16.5% on the estimated assessable profits above HK\$2 million under the two-tiered profits tax rates regime. The assessable profits of group entities not qualified for the two-tier profit tax regime will continue to be taxed at a flat rate of 16.5%.

Under the Law of PRC on Enterprise Income Tax (the “**EIT Law**”) and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both years.

Under the rule of Japan Corporate Income Tax, the tax rate of the Japan subsidiaries is 34.59% for both years.

## 6. (LOSS) PROFIT BEFORE TAX

(Loss) profit before tax is arrived at after charging:

|                                                | 2026<br>HK\$'000 | 2025<br>HK\$'000 |
|------------------------------------------------|------------------|------------------|
| Auditor's remuneration                         | 1,200            | 1,400            |
| Staff costs (including directors' emoluments)  |                  |                  |
| – Salaries, wages and other benefits           | 39,900           | 42,500           |
| – Contributions to retirement benefits schemes | 1,459            | 2,695            |
| – Share-based payment expenses                 | 619              | 266              |
| Total staff costs                              | 41,978           | 45,461           |
| Cost of inventories recognised as an expense   | 314,314          | 412,106          |
| Gain on disposals of subsidiaries              | –                | (43,247)         |
| Depreciation of property, plant and equipment  | 4,117            | 2,938            |
| Depreciation of right-of-use assets            | 3,059            | 2,974            |
| Amortisation of intangible assets              | 9,680            | 9,900            |

## 7. DIVIDENDS

No dividend was proposed for the year ended 31 March 2026.

A final dividend in respect of the year ended 31 March 2025 of HK1.0 cent per ordinary share, in an aggregate amount of HK\$5,221,774, was declared and paid.

## 8. (LOSS) EARNINGS PER SHARE

### Basic (loss) earnings per share

The calculation of basic (loss) earnings per share is based on the loss for the year attributable to owners of the Company of approximately HK\$13,849,000 (2025: profit for the year attributable to owners of the Company HK\$38,585,000) and the number of ordinary shares of 522,177,419 (2025: weighted average number of ordinary shares of 520,901,458) in issue during the year.

### Diluted (loss) earnings per share

The computation of diluted (loss) earnings per share for the years ended 31 March 2026 and 2025 did not assume the exercise of certain of share options granted by the Company since the exercise price of those share options was higher than the average market price of the shares for the years.

## 9. TRADE AND OTHER RECEIVABLES

|                                      | 2026<br><i>HK\$'000</i> | 2025<br><i>HK\$'000</i> |
|--------------------------------------|-------------------------|-------------------------|
| Trade debtors, net of loss allowance | 33,882                  | 29,984                  |
| Bills receivable                     | 210                     | 2,242                   |
| Deposits and other receivables       | 13,055                  | 12,979                  |
| Prepayments                          | 5,698                   | 29,565                  |
|                                      | <u>52,845</u>           | <u>74,770</u>           |
| Analysed for reporting purpose as:   |                         |                         |
| Current assets                       | 52,141                  | 73,732                  |
| Non-current assets                   | 704                     | 1,038                   |
|                                      | <u>52,845</u>           | <u>74,770</u>           |

As at 1 April 2024, the carrying amount of trade receivables from contracts with customers amounted to approximately HK\$71,638,000.

As at 31 March 2026, trade debtors of HK\$33,882,000 (2025: HK\$29,984,000) comprised receivables from contracts with customers and lease receivables of HK\$32,982,000 (2025: HK\$28,248,000) and HK\$900,000 (2025: HK\$1,736,000) respectively.

The Group's credit terms for the Garment Business and Healthcare Products Business generally range from 30 to 90 days. For customers of the IRO and CRO services, the Group typically allows an average credit period of 60 to 120 days. A credit period of up to 180 days is granted to a customer for IRO and CRO services with whom the Group has an established business relationship and who is in sound financial condition.

### Ageing analysis

As of the end of the reporting period, the ageing analysis of trade debtors based on the invoice date and net of loss allowance, is as follows:

|              | 2026<br><i>HK\$'000</i> | 2025<br><i>HK\$'000</i> |
|--------------|-------------------------|-------------------------|
| 1 – 30 days  | 26,357                  | 14,194                  |
| 31 – 60 days | 2,794                   | 2,697                   |
| 61 – 90 days | 4,034                   | 11,985                  |
| Over 90 days | 697                     | 1,108                   |
|              | <u>33,882</u>           | <u>29,984</u>           |

## 10. TRADE AND OTHER PAYABLES AND ACCRUALS

|                     | 2026<br><i>HK\$'000</i> | 2025<br><i>HK\$'000</i> |
|---------------------|-------------------------|-------------------------|
| Trade payables      | <b>27,968</b>           | 17,451                  |
| Accrued staff costs | <b>1,162</b>            | 1,152                   |
| Accrued expenses    | <b>7,851</b>            | 8,645                   |
| Other payables      | <b>4,733</b>            | 4,552                   |
|                     | <u>41,714</u>           | <u>31,800</u>           |

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

|              | 2026<br><i>HK\$'000</i> | 2025<br><i>HK\$'000</i> |
|--------------|-------------------------|-------------------------|
| 1 – 30 days  | <b>19,805</b>           | 5,590                   |
| 31 – 60 days | <b>889</b>              | 1,303                   |
| 61 – 90 days | <b>3,215</b>            | 5,313                   |
| Over 90 days | <b>4,059</b>            | 5,245                   |
|              | <u>27,968</u>           | <u>17,451</u>           |

## 11. AMOUNTS DUE TO RELATED PARTIES/NON-CONTROLLING INTERESTS

### (a) Amounts due to related parties

At 31 March 2026, except for the amounts due to related parties of HK\$49,979,000 (2025: HK\$51,281,000) are related to the subscription agreements and incentive agreements entered with Mr. Chan Wing Kai (“**Mr. Chan**”), a director of subsidiaries, the remaining balances due to related parties (which are fellow subsidiaries of the Group) of HK\$3,853,000 (2025: HK\$14,038,000) are unsecured, interest free and repayable on demand.

|                                                                                | 2026<br>HK\$'000     | 2025<br>HK\$'000     |
|--------------------------------------------------------------------------------|----------------------|----------------------|
| Within one year or on demand                                                   | 24,446               | 14,779               |
| Within a period of more than one year but less than two years                  | 29,386               | 50,540               |
|                                                                                | <hr/>                | <hr/>                |
|                                                                                | 53,832               | 65,319               |
| Less: Amount due for settlement with 12 months shown under current liabilities | <u>(24,446)</u>      | <u>(14,779)</u>      |
| Amount due for settlement after 12 months shown under non-current liabilities  | <u><u>29,386</u></u> | <u><u>50,540</u></u> |

### (b) Amounts due to non-controlling interests

At 31 March 2026, except for HK\$33,139,000 (2025: HK\$29,987,000) of amount due to non-controlling interests that is carried at FVTPL in relation to contingent consideration for acquisition of Taiga Group, the remaining balance of HK\$Nil (2025: HK\$10,084,000) is unsecured, interest free and repayable on demand.

On 28 March 2023, a wholly-owned subsidiary of the Group entered into a sales and purchase agreement with the then owner of Taiga Group to acquire 65% equity interest of Taiga Group using a contingent consideration arrangement. The acquisition was completed on 23 May 2023 upon all conditions were fulfilled. Based on the relevant agreement, the Company is required to issue new ordinary shares of the Company to the non-controlling interests by reference to (i) the actual and target profits before interest, taxes, depreciation and amortisation (“**EBITDA**”) of Taiga Group for three years from 1 April 2023 to 31 March 2026 and (ii) adjusted issue price as set out in the sales and purchase agreement. The completion of the subscription of new ordinary shares of the Company is expected to be taken place on the fifth business day from the date of the delivery of the audited certificate of EBITDA of Taiga Group or 15 July 2026, whichever is later. The audited certificate should be issued within three working days from the issue date of the audited consolidated financial statements of the Group. The contingent consideration of HK\$33,139,000 (2025: HK\$29,987,000) represents the fair value of this obligation at 31 March 2026, with reference to the actual EBITDA (2025: actual and projected EBITDA) of the Group attributable to Taiga Group for three years from 1 April 2023 to 31 March 2026, compared with the targeted EBITDA. Fair value loss of HK\$3,152,000 was recognised during the year ended 31 March 2026 (2025: fair value gain of HK\$20,217,000).

## 12. SHARE CAPITAL

Details of movements of share capital of the Company are as follows:

|                                                                  | Number of<br>shares  | Share capital<br>HK\$'000 |
|------------------------------------------------------------------|----------------------|---------------------------|
| Ordinary shares of HK\$0.01 each                                 |                      |                           |
| <i>Authorised:</i>                                               |                      |                           |
| At 1 April 2024, 31 March 2025, 1 April 2025 and 31 March 2026   | <u>1,000,000,000</u> | <u>10,000</u>             |
| <i>Issued and fully paid:</i>                                    |                      |                           |
| At 1 April 2024                                                  | 500,000,000          | 5,000                     |
| Issue of new shares under subscription agreement ( <i>note</i> ) | <u>22,177,419</u>    | <u>222</u>                |
| At 31 March 2025, 1 April 2025 and 31 March 2026                 | <u>522,177,419</u>   | <u>5,222</u>              |

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

*Note:*

On 22 April 2024, 22,177,419 new ordinary shares were allotted and issued to the subscribers at a subscription price of HK\$0.992 per share. Details of which are set out in the Company's announcements dated 9 April 2024 and 22 April 2024.

## 13. EVENTS AFTER THE REPORTING PERIOD

On 29 June 2026, the Company, Mr. Chan and Speed Apparel (HK) Limited, a wholly owned indirect subsidiary of the Company, entered into a deed of set-off and settlement (the "Deed") in relation to the repayment of the promissory note with principal amount of HK\$50,000,000 (the "2024 Note") due on 30 June 2026 issued by the Company to Mr. Chan and the settlement of the issue price under the promissory note with principal amount of HK\$30,000,000 (the "2026 Note") due on 30 June 2027 to be issued by the Company to Mr. Chan at the completion of the subscription on 30 June 2026. Pursuant to the Deed, payment of the issue price of the 2026 Note shall be effected by way of set-off against the outstanding sum of the 2024 Note, and the Company designated Speed Apparel (HK) Limited to remit the remaining balance of HK\$20,000,000 under the 2024 Note to Mr. Chan.

## MANAGEMENT DISCUSSION AND ANALYSIS

### INTRODUCTION

In pursuit of our vision to become a specialised business company connecting Japan, China, and Asia through the healthcare industry as a Business Development Partner, our Group is currently engaged in three core business segments: the Healthcare and Medicated Products Business, the Innovative Research Organisation (IRO) Business with Specialised Contract Research Organisation (CRO) Service in China and the Garment Business.

The Healthcare and Medicated Products Business encompasses two main areas: the Health and Medicated Food Distribution Business and the Laboratory Supply Distribution Business.

### BUSINESS REVIEW

#### Healthcare and Medicated Products Business (the “HCP Business”)

##### *Health and medicated food distribution business:*

In March 2023, we acquired 65% equity interest in R&E Corporation Limited (“**R&E**”). Through R&E and its subsidiaries, we have been engaged in the import and distribution of Japanese food products in the Chinese market.

Our strengths in this business lie in our ability to identify Japanese health and medicated food products with strong latent demand, as well as our extensive distribution network across the Chinese market.

During the Reporting Year, despite facing challenges including regulatory constraints and an economic slowdown in the market, we had an improvement in business performance as a result of our strategic initiatives such as the development of new sales channels which helped sustain our growth.

##### *Laboratory supply distribution business:*

In December 2022, we acquired 100% of the shares of EP Trading Co., Ltd. (“**EPTR**”). Through EPTR and its subsidiaries, we have long been engaged in the import and distribution of non-clinical research materials and equipment—primarily manufactured in the USA—to both the Japanese and Chinese markets.

Our key strength in this business lies in our extensive customer network, which covers nearly 100% of pharmaceutical companies and academic research institutions across Japan.

During the Reporting Year, despite facing headwinds from the continued depreciation of the Japanese yen against the U.S. dollar and no large-scale project, strong sales of a product for research having a high profit margin and expanding sales of medical devices contributed to maintaining a certain level of our business performance.

## **IRO with CRO Service and In-house R&D Business**

The Group has been aiming to provide one stop solution to academia, biotech-ventures and pharmaceutical companies in the People's Republic of China (the “**PRC**”), based on our knowledge and experiences of drug development support businesses that we have cultivated over many years in Japan and the PRC.

We have called it “IRO Business” (Innovative Research Organisation Business) which is quite a new business model to provide services for business development and commercialisation support including the entry of the PRC companies into the Japanese market and the entry of the biotech-ventures in Japan into the PRC.

The China-IRO business with CRO service, which was acquired by the Group in September 2022, achieved certain improvement in terms of business performance by strategically narrowing down service areas and controlling costs, especially in CRO services.

Following completion of the disposal of the entire issued share capital of EPS Innovative Medicine (Hong Kong) Limited (“**EPS Innovative**”) in March 2025, the Company has ceased to operate the In-house R&D Business.

## **Garment Business**

The Group is engaged in the Garment Business, providing apparel supply chain management service for knitwear products. The Group provides one-stop apparel supply chain management solutions for its clients ranging from fashion trend analysis, product design and development, sourcing and procurement of materials, production management, quality control to logistics services. The Group does not possess its own labels. All the Group's knitwear products are manufactured in accordance with the specifications and requirements set out by the Group's clients in the sales orders, some designs of which are recommended or inspired by the Group. Since the Group does not own or operate any manufacturing operations, the Group outsources the whole manufacturing process to third-party manufacturers with manufacturing operations located in the PRC, Thailand and/or Cambodia.

In view of the uncertain international trade environment coupled with the challenges brought by the ongoing geopolitical tensions and the policy flux over USA tariff following the return of Donald Trump to office as the USA president, the Group's performance in the garment segment has been adversely affected.

Nevertheless, we are under no illusions that market remains highly unstable. We have continued to combat all challenges with a high sense of crisis, prudent cashflow management and strong financial discipline and through implementing the measures set out in the section headed “Future Prospects” below.

## FINANCIAL REVIEW

### Revenue from Healthcare and Medicated Products Business

Revenue derived from the Healthcare and Medicated Products Business (HCP Business) of the Group increased by approximately HK\$48.1 million or 28.4% to approximately HK\$217.7 million for the year ended 31 March 2026 from approximately HK\$169.6 million for the year ended 31 March 2025. The increase in revenue mainly arose as a result of the realisation of expansion in sales. As for the sales in the health and medicated food distribution business, the development of new sales channels contributed to the increase in revenue. As for the sales in the laboratory supply distribution business, despite no large-scale project, strong sales of a product for research and expanding sales of medical devices contributed to maintaining a certain level of our business performance.

|                                                  | Revenue                                        |                         | Rate of<br>Change<br>% |
|--------------------------------------------------|------------------------------------------------|-------------------------|------------------------|
|                                                  | Year ended 31 March<br>2026<br><i>HK\$'000</i> | 2025<br><i>HK\$'000</i> |                        |
| Health and medicated food distribution business  | <b>158,262</b>                                 | 94,664                  | 67.2                   |
| Laboratory supply distribution business          | <b>50,095</b>                                  | 67,910                  | (26.2)                 |
| Provision of leasing of medical devices services | <b>9,350</b>                                   | 7,018                   | 33.2                   |
| Total                                            | <b><u>217,707</u></b>                          | <b><u>169,592</u></b>   | 28.4                   |

## Revenue from IRO with CRO and In-house R&D Business

Revenue derived from the IRO with CRO Services and In-house R&D Business of the Group increased by approximately HK\$22.7 million or 50.2% to HK\$67.9 million for the year ended 31 March 2026 from approximately HK\$45.2 million for the year ended 31 March 2025. The increase in revenue was mainly attributed to the ongoing efforts of the Group in optimising industry resources in the competitive PRC specialised CRO service business.

|                      | Revenue             |                 | Rate of<br>Change<br>% |
|----------------------|---------------------|-----------------|------------------------|
|                      | Year ended 31 March |                 |                        |
|                      | 2026                | 2025            |                        |
|                      | <i>HK\$'000</i>     | <i>HK\$'000</i> |                        |
| IRO with CRO Service | 67,931              | 45,102          | 50.6                   |
| In-house R&D         | <u>—</u>            | <u>112</u>      | (100.0)                |
| Total                | <u>67,931</u>       | <u>45,214</u>   | 50.2                   |

## Revenue from Garment Business

The Group's knitwear products are divided into three categories, namely womenswear products, menswear products and kidswear products. During the Reporting Year, the Group's revenue mainly derived from the sales of womenswear products, which accounted for approximately 83.5% (for the year ended 31 March 2025: approximately 86.8%) of the Group's total revenue from Garment Business for the Reporting Year. The following table sets out a breakdown of the Group's revenue by product category for each of the two years ended 31 March 2026:

|            | Year ended 31 March   |                     |                |              | Rate of<br>Change<br>% |
|------------|-----------------------|---------------------|----------------|--------------|------------------------|
|            | 2026                  |                     | 2025           |              |                        |
|            | <i>HK'000</i>         | %                   | <i>HK'000</i>  | %            |                        |
| Womenswear | <b>143,563</b>        | <b>83.5</b>         | 286,080        | 86.8         | (49.8)                 |
| Menswear   | <b>28,317</b>         | <b>16.4</b>         | 39,320         | 11.9         | (28.0)                 |
| Kidswear   | <u><b>128</b></u>     | <u><b>0.1</b></u>   | <u>4,316</u>   | <u>1.3</u>   | (97.0)                 |
| Total      | <u><b>172,008</b></u> | <u><b>100.0</b></u> | <u>329,716</u> | <u>100.0</u> | (47.8)                 |

During the Reporting Year, the sales volume of the Group amounted to approximately 1.3 million pieces (for the year ended 31 March 2025: approximately 3.6 million pieces) of finished knitwear products. Set out below are the total sales quantity of each product category for each of the two years ended 31 March 2026:

|            | Year ended 31 March |              |                    |              | Rate of<br>Change<br>% |
|------------|---------------------|--------------|--------------------|--------------|------------------------|
|            | 2026                |              | 2025               |              |                        |
|            | <i>Pieces '000</i>  | <i>%</i>     | <i>Pieces '000</i> | <i>%</i>     |                        |
| Womenswear | 1,181               | 87.7         | 3,214              | 89.0         | (63.3)                 |
| Menswear   | 164                 | 12.2         | 318                | 8.8          | (48.4)                 |
| Kidswear   | <u>2</u>            | <u>0.1</u>   | <u>81</u>          | <u>2.2</u>   | (97.5)                 |
| Total      | <u>1,347</u>        | <u>100.0</u> | <u>3,613</u>       | <u>100.0</u> | (62.7)                 |

The selling price of each of the product category depends primarily on, among other things, (i) the complexity of the product design; (ii) the size of an order; (iii) the delivery schedule set out by customers; (iv) the costs of raw materials; and (v) the production costs as quoted by the third-party manufacturers. Accordingly, the selling price of the Group's products may differ considerably in different purchase orders by different customers. Set out below are the average selling prices per piece of finished product sold by the Group by product category for each of the two years ended 31 March 2026:

|                                         | Year ended 31 March                                    |                                                        | Rate of Change |
|-----------------------------------------|--------------------------------------------------------|--------------------------------------------------------|----------------|
|                                         | 2026                                                   | 2025                                                   |                |
|                                         | Average selling price <sup>(Note)</sup><br><i>HK\$</i> | Average selling price <sup>(Note)</sup><br><i>HK\$</i> |                |
| Womenswear                              | <b>121.6</b>                                           | 89.0                                                   | 36.6           |
| Menswear                                | <b>172.7</b>                                           | 123.6                                                  | 39.7           |
| Kidswear                                | <b>64.0</b>                                            | 53.3                                                   | 20.1           |
| Overall average selling price per piece | <b><u>127.7</u></b>                                    | <b><u>91.3</u></b>                                     | 39.9           |

*Note:* The average selling price per piece represents the revenue for the year divided by the total sales quantity for the year.

The Group's revenue from the garment segment decreased by approximately 47.8%, or approximately HK\$157.7 million, from approximately HK\$329.7 million for the year ended 31 March 2025 to approximately HK\$172.0 million for Reporting Year. The decrease in revenue was primarily attributable to the decrease in purchase orders of the Group from the major customers headquartered in USA. In particular, the Group's top customer in this segment ceased to place any orders with the Group during the Reporting Year.

### **Womenswear**

During the Reporting Year, the Group's revenue from the garment segment was mainly derived from the sales of womenswear products. Revenue derived from the sales of womenswear products decreased by approximately HK\$142.5 million or 49.8%, from approximately HK\$286.1 million for the year ended 31 March 2025 to approximately HK\$143.6 million for the Reporting Year. Such decrease was mainly attributable to the decrease in sales quantity from approximately 3.2 million pieces for the year ended 31 March 2025 to approximately 1.2 million pieces for the Reporting Year, which outweighed an increase in average selling price per piece of womenswear products from approximately HK\$89.0 for the year ended 31 March 2025 to approximately HK\$121.6 for the Reporting Year.

### **Menswear**

The Group's revenue derived from the sales of menswear products decreased by approximately HK\$11.0 million or 28.0% from approximately HK\$39.3 million for the year ended 31 March 2025 to approximately HK\$28.3 million for the Reporting Year. Such decrease was mainly attributable to the decrease in sales quantity from approximately 0.3 million pieces for the year ended 31 March 2025 to approximately 0.2 million pieces for the Reporting Year which outweighed an increase in average selling price per piece of menswear products from approximately HK\$123.6 for the year ended 31 March 2025 to approximately HK\$172.7 for the Reporting Year.

### **Kidswear**

Revenue derived from the sales of kidswear products of the Group decreased by approximately HK\$4.2 million or 97.0% to approximately HK\$0.1 million for the Reporting Year from approximately HK\$4.3 million for the year ended 31 March 2025. The decrease in the revenue of the Group's kidswear products was mainly attributable to the decrease in sales volume of the Group's kidswear products from approximately 81,000 pieces for the year ended 31 March 2025 to approximately 2,000 pieces for the Reporting Year, which outweighed the increase in average selling price per piece of the kidswear products from approximately HK\$53.3 for the year ended 31 March 2025 to approximately HK\$64.0 for the Reporting Year.

## **Gross profit and gross profit margins**

### ***Healthcare and Medicated Products Business (HCP Business)***

The Group's gross profit in this business segment increased to approximately HK\$38.9 million for the Reporting Year from approximately HK\$38.1 million for the year ended 31 March 2025, representing an increase of approximately 2.1%. The increase in gross profit mainly arose as a result of expansion in sales. As for the health and medicated food distribution business, the development of new sales channels contributed to the increase in the gross profit.

### ***IRO with CRO Services and In-house R&D Business***

The Group's gross profit decreased to approximately HK\$2.7 million for the Reporting Year from approximately HK\$10.5 million for the year ended 31 March 2025, representing a decrease of approximately 74.3%. The decrease in gross profit was primarily driven by intensified market competition and increasing subcontracting cost structure.

### ***Garment Business***

The Group's gross profit decreased to approximately HK\$33.4 million for the Reporting Year as compared to approximately HK\$46.0 million for the year ended 31 March 2025, representing a decrease of approximately 27.4%. The decrease in gross profit of the Group in this segment was primarily attributable to the decrease in the overall sales volume of the major customers headquartered in the USA as explained above. The Group's gross profit margin increased to approximately 19.4% for the Reporting Year from approximately 14.0% for the year ended 31 March 2025. Such increase in the Group's gross profit margin was mainly attributable to the increase in average selling price of both womenswear and menswear.

## **Other income, gain and loss, net**

Other income and gains and losses, net mainly consists of sample sales income, exchange differences, fair value loss on promissory note due to non-controlling interests and gain on non-substantial modification of promissory note due to a related party. The Group incurred a net loss for the Reporting Year, as compared to a net gain for the year ended 31 March 2025. The decrease in other income, gains and losses, net was primarily attributable to (i) the decrease in fair value gain on promissory note due to non-controlling interests; (ii) the absence of gain on disposals of subsidiaries in the Reporting Year; and (iii) the netting of absence of impairment loss on goodwill in the Reporting Year.

## **Research and development expenses**

Research and development expenses mainly consist of research and development cost and related administrative expenses in In-house R&D Business. The Group incurred research and development expenses of approximately HK\$18.1 million for the year ended 31 March 2025. Following completion of the disposal of the entire issued share capital of EPS Innovative in March 2025, the Company has ceased to operate the In-house R&D Business and hence did not incur any research and development expenses during the Reporting Year.

## **Selling and distribution expenses**

Selling and distribution expenses mainly consist of advertising expenses, commission expenses, logistic expenses, sample costs and staff costs and benefits of merchandising staff. Selling and distribution expenses decreased to approximately HK\$31.3 million for the Reporting Year from approximately HK\$35.3 million for the year ended 31 March 2025, representing a decrease of approximately 11.3%. Such decrease was mainly attributable to the overall decrease in the selling expenses incurred for the Garment Business.

## **Administrative expenses**

Administrative expenses primarily consist of audit fees, legal and professional fees, overseas and local travelling and general administrative expenses. Administrative expenses decreased to approximately HK\$42.9 million for the Reporting Year from approximately HK\$49.6 million for the year ended 31 March 2025, representing a decrease of approximately 13.5%. Such decrease was mainly attributable to the reduction of the general administrative expenses incurred for the Japan-IRO business which was disposed of in October 2024 and the decrease of legal and professional fees and audit fees during the Reporting Year.

## **Finance costs**

Finance costs decreased to approximately HK\$6.4 million for the Reporting Period from approximately HK\$8.3 million for the year ended 31 March 2025. Such decrease was mainly attributable to the decrease in the interest expense on factoring of trade receivables.

## **Total comprehensive expense attributable to owners of the Company**

Total comprehensive expense attributable to owners of the Company amounted to approximately HK\$10.2 million for the Reporting Year as compared with the total comprehensive income attributable to owners of the Company of approximately HK\$36.3 million for the year ended 31 March 2025 representing a decrease of approximately HK\$46.5 million. The turnaround from the total comprehensive income to expense attributable to owners of the Company was mainly attributable to (i) a decrease in fair value gain on promissory note due to non-controlling interests; (ii) the absence of gain on disposals of subsidiaries in the Reporting Year; and (iii) a decrease in revenue and corresponding decrease in gross profit of the Group in the Garment Business during the Reporting Year.

## **BASIC (LOSS) EARNINGS PER SHARE**

The Company's basic loss per share for the year ended 31 March 2026 was approximately HK2.65 cents, as compared to the basic earnings per share of approximately HK7.41 cents for the year ended 31 March 2025. The turnaround from basic earnings per share to basic loss per share for the year ended 31 March 2026 was primarily attributable to the decrease in revenue generated in the garment business for the Reporting Year and the decrease in fair value gain on promissory note due to non-controlling interests.

## **FINAL DIVIDEND**

The Board does not recommend the payment of a final dividend for the year ended 31 March 2026 (for the year ended 31 March 2025: HK1.0 cent per share).

## **LIQUIDITY AND FINANCIAL RESOURCES**

During the year ended 31 March 2026, the Group's operations were generally financed through its internally generated cash flows and borrowings from banks. The Directors believe that in the long term, the Group's operations will be funded by a combination of internally generated cash flows and bank borrowings and, if necessary, additional equity financing.

As at 31 March 2026 and 2025, the Group had net current assets of approximately HK\$96.0 million and HK\$151.5 million, respectively, including cash and cash equivalents of approximately HK\$126.5 million and HK\$135.7 million, respectively. The Group's current ratio decreased from approximately 2.9 as at 31 March 2025 to approximately 1.8 as at 31 March 2026. Such decrease was mainly due to current liabilities increasing significantly by approximately 44.7% as compared to the balances as at 31 March 2025. They were mainly attributable to the non-current liabilities, including amount due to a related party and amount due to non-controlling interests, which were due to be settled within twelve months after the Reporting Year, being reclassified as current liabilities.

Gearing ratio is calculated based on the total loans and borrowings (including bank borrowings due within one year and lease liabilities) divided by total equity at the respective reporting date. As at 31 March 2026 and 31 March 2025, the Group's gearing ratio was 0.03 and 0.04, respectively. The Group entered into banking facility agreements with the amount in aggregate of up to approximately HK\$8.0 million as at 31 March 2026 (as at 31 March 2025: approximately HK\$8.0 million). The Group's rate of unutilised banking facilities was 100.0% as at 31 March 2026. With the existing available cash and cash equivalents, the Group has sufficient liquidity to satisfy its funding requirements, but the Group will continue to look for fund raising opportunities in order to further strengthen the Group financial cash position, if necessary.

## **TREASURY POLICIES**

The Group adopts prudent treasury policies. The Group's credit risk is primarily attributable to its trade and other receivables. In order to minimise its credit risk, the management of the Group has delegated a team to perform ongoing credit evaluation of the financial conditions of the customers including but not limited to the determination of credit limits, credit approvals and other monitoring procedures to ensure that appropriate follow-up action(s) is/are taken to recover overdue debts and reduce the Group's exposure to credit risk. In addition, the Group reviews the recoverable amount of each individual debt at the end of the reporting period to ensure that adequate expected loss allowance is made. The Group generally grants an average credit period of 30 to 90 days to its customers. Most of these counterparties are either owners or sourcing agents of apparel retail brands based in Japan and the USA. The management of the Group considered that the credit risk on amounts due from these customers is insignificant after considering their historical settlement records, credit qualities and financial positions of the counterparties. In management of the liquidity risk, the Board closely monitors and maintains levels of cash and cash equivalents deemed adequate by the management to finance the Group's operations and mitigate the effects of fluctuations in the currency of Japanese yen ("JPY") and Renminbi ("RMB").

## **CAPITAL STRUCTURE**

There was no change in the capital structure of the Company during the year ended 31 March 2026. The share capital of the Company only comprises ordinary shares.

As at 31 March 2026, the Company's issued share capital was approximately HK\$5.2 million divided by 522,177,419 ordinary shares of HK\$0.01 each.

## **MATERIAL ACQUISITIONS OR DISPOSALS OF SUBSIDIARIES, ASSOCIATES OR JOINT VENTURES**

During the Reporting Year, the Group did not have any material acquisitions or disposals of subsidiaries, associates or joint ventures.

## **FUTURE PLANS FOR MATERIAL INVESTMENTS AND CAPITAL ASSETS**

The Group currently has no plan for material investments and capital assets.

## **CONTINGENT LIABILITIES**

The Group did not have any material contingent liabilities as at 31 March 2026 (as at 31 March 2025: Nil).

## **CAPITAL COMMITMENTS**

The Group did not have material capital commitment as at 31 March 2026 (as at 31 March 2025: Nil).

## **FOREIGN EXCHANGE EXPOSURE**

Certain trade and bills receivables, other receivables, bank and cash balances, trade and other payables are denominated in foreign currency of the respective group entities which are exposed to foreign currency risk. Although the Group's revenue and major expenses are mainly in US\$, the functional currency of the Company is HK\$, as HK\$ is pegged to US\$, the Group does not expect any significant movement in the US\$/HK\$ exchange rate. The Group has operations both in the PRC and Japan and the Group currently does not have a foreign currency hedging policy. However, the management of the Group monitors foreign exchange exposure closely and will consider hedging significant foreign currency exposure in relation to JPY and RMB should the need arise.

## **PLEDGE OF ASSETS**

At the end of each of the below reporting years, the following assets were pledged to banks to secure certain banking facilities granted to the Group:

|                      | <b>Year ended 31 March</b> |                        |
|----------------------|----------------------------|------------------------|
|                      | <b>2026</b>                | <b>2025</b>            |
|                      | <b><i>HK\$'000</i></b>     | <b><i>HK\$'000</i></b> |
| Pledged bank deposit | <b><u>4,000</u></b>        | <b><u>4,000</u></b>    |

## **EMPLOYEES AND REMUNERATION POLICIES**

As at 31 March 2026, the Group employed a total of 133 full-time employees (as at 31 March 2025: 135). The Group's staff costs included Directors' emoluments, salaries, other staff benefits and contributions to retirement schemes. For the years ended 31 March 2026 and 2025, the Group's total staff costs (including Directors' emoluments) amounted to approximately HK\$42.0 million and HK\$45.5 million, respectively. Remuneration is determined with reference to market terms and the performance, qualification(s), experience, position and seniority of individual employee. In addition to the basic salary, year-end bonuses would be discretionarily offered to those employees with outstanding performance, in order to retain employees continuously contributing to the Group.

The remuneration committee of the Company reviews and determines the remuneration and compensation packages of the Directors and senior management of the Company with reference to their experience, responsibilities, workload, time devoted to the Group and performance of the Group. Share options may also be granted to the Directors and senior management under the share option scheme. The Group has also implemented training programs for staff training and development covering various aspects.

## **COMPLIANCE WITH LAWS AND REGULATIONS**

During the year ended 31 March 2026, the Group mainly carried out its businesses in Hong Kong, the PRC and Japan. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, the Group has complied with all relevant laws and regulations in Hong Kong, the PRC and Japan.

## **ENVIRONMENTAL POLICY**

The Group aims to protect the environment by minimising environmental adverse impacts in daily operations, such as energy saving and recycling of office resources. The Group will continue to seek better environmental practices and promote the right environmental attitudes within the organisation. The Group has complied with all relevant laws, rules and regulations regarding environmental protection, health and safety, workplace conditions and employment during the year ended 31 March 2026.

## **RELATIONSHIP WITH STAKEHOLDERS**

The Group recognises employees as one of the valuable assets of the Group and the Group strictly complies with the labour laws, rules and regulations in Hong Kong and reviews regularly the existing staff benefits for improvement. Apart from the reasonable remuneration packages, the Group also offers other employee benefits, such as medical insurance, birthday leave to the eligible employees, etc. The Group works closely with its customers in devising new product designs each season and delivering knitwear products according to their requirements. Over the years, the Directors believe that the Group has fostered a trustworthy and reliable strategic partnership with its customers built upon its proven track record of quality products, industry and product know-how, market awareness, dedicated management team and competitive pricing. The Group has also established stable, close working and long-term relationships with its suppliers. During the year, there was no material dispute or disagreement with the employees, the customers and the suppliers of the Group.

## **FUTURE PROSPECTS**

The Group is focusing on the following three key challenges and are steadily advancing efforts to address each challenge.

1. Strengthening and expanding existing profit-generating businesses
2. Optimising the business portfolio
3. Exploring and launching new profit-generating businesses

Our future initiatives include the following:

### **Health and medicated food distribution business**

Although current market conditions remain challenging due to regulatory constraints and persistent economic slowdown in the market may continue, in the medium term, we expect the market demand to shift from recovery to growth. In this context, we will continue to strengthen and expand this business based on our strengths in identifying Japanese health and medicated foods that have potential of high demand in the market and our extensive sales network.

### **Laboratory supply distribution business**

Although we believe that the demand for our existing core products has matured and that significant growth is not expected in the future, we will expand this business by actively discovering new products and entering new areas in the market while firmly maintaining the business of these core products.

## **China-IRO business with CRO service**

While we expect that demand for CRO services will increase, the competition in the market will continue in the future. We believe that the key to future growth is to optimise our own resources and strengthen cooperation with other companies to forge complementary relationship within the industry. In parallel with the enhancement of CRO services, we will also promote the IRO business to realise the provision of a wider range of services to biotech companies and pharmaceutical companies in the PRC and Japan.

## **Garment Business**

Our garment business recorded a decline in both revenue and profit in Reporting Year. Looking ahead, the challenging economic and global trade environment, softening demand and intensified competition are expected to continue impacting our customers and our garment business. We are actively strengthening and accelerating new market expansion, seizing growth opportunities in emerging and premium segments, and providing diversified localised solutions for our brand customers. With greater emphasis on product research and development, we will ensure rapid response to consumer needs across different regions while enhancing the Group's competitive advantages in the global fashion arena. There is also performance-based incentive arrangement in place with Mr. Chan Wing Kai, a senior management member who oversees the garment business, demonstrating the Group's continued commitment to improve the performance of the garment business. To remain competitive and agile, we continue to streamline our operations, maintain prudent cashflow and financial discipline, improve production efficiency through maximising automation and reducing wastage, and control our costs stringently. Meanwhile, we strive to create a diversified, high-return and high-growth portfolio of products with profitable margin.

## **OTHER INFORMATION**

### **Corporate Governance Practices**

The Board recognises that the transparency and accountability are important to a listed company. As such, the Company is committed to establishing and maintaining good corporate governance practices and procedures. The Directors believe that good corporate governance provides a framework that is essential for effective management, successful business growth and healthy corporate culture in return for the benefits of the Company's stakeholders as a whole.

The Company has adopted the provisions of the Corporate Governance Code (the “**CG Code**”) as set out in Part 2 of Appendix C1 to the Listing Rules. The Directors will continue to review its corporate governance practices in order to enhance its corporate governance standard, to comply with the increasingly tightened regulatory requirements from time to time, and to meet the rising expectation of the shareholders and other stakeholders of the Company.

During the Reporting Year, the Group has complied with all the code provisions of the CG Code, save as the deviation from the code provision C.2.1 of the CG Code for the period from 1 April 2025 to 31 March 2026, where Mr. Washikita Kenichiro, an executive Director, took up the roles of the chairman of the Board and the chief executive officer of the Company during the period from 1 April 2025 to 31 March 2026. He has been managing the Group's business and supervising the overall operations of the Group in the period. The Directors consider that vesting the roles of the chairman of the Board and the chief executive officer of the Company in the same individual is beneficial to the management and the business developments of the Group and will provide a strong and consistent leadership to the Group. The Board will continue to review and consider splitting the roles of the chairman of the Board and the chief executive officer of the Company at a time when it is appropriate and suitable by taking into account the circumstances of the Group as a whole.

## **MODEL CODE FOR DIRECTORS' SECURITIES TRANSACTIONS**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix C3 to the Listing Rules as its code of conduct for securities transactions by the Directors. Having been made specific enquiry by the Company, all Directors confirmed that they have complied with the required standard of dealings and the code of conduct concerning securities transactions by the Directors for the year ended 31 March 2026.

## **Purchase, Sale or Redemption of The Company's Listed Securities**

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities (including the sale of treasury shares (as defined under the Listing Rules)) for the year ended 31 March 2026. As at 31 March 2026, there were no treasury shares held by the Company.

## **Closure of Register of Members**

The Company will make further announcement when the book closure period of the transfer books and the register of members of the Company for determining shareholders' entitlement to attend and vote at the forthcoming annual general meeting is fixed.

## **Audit Committee**

The Audit Committee was established with terms of reference in compliance with Rules 3.21 to 3.23 of the Listing Rules and code provision D.3.3 of the CG Code. The primary duties of the Audit Committee are to (i) assist the Board in reviewing the Company's financial information; (ii) oversee the Group's financial reporting system, risk management and internal control systems; (iii) review and monitor the effectiveness of the scope of audit; and (iv) make recommendations to the Board on the appointment of external auditors.

The Audit Committee currently consists of three members, namely Mr. Chan Cheuk Ho (the chairman of the Audit Committee), Mr. Choi Koon Ming and Mr. Uematsu Takahiro, being two independent non-executive Directors and a non-executive Director respectively. No member of the Audit Committee is a member of the former or existing independent auditor of the Company in the last two years. The Audit Committee has reviewed this annual results, including the audited consolidated results of the Group for the year ended 31 March 2026.

## **SCOPE OF WORK OF CONFUCIUS INTERNATIONAL CPA LIMITED (“CONFUCIUS INTERNATIONAL”)**

The figures in respect of the Group’s consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income and the related notes thereto for the year ended 31 March 2026 as set out in the preliminary announcement have been agreed by the Group’s auditor, Confucius International, 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 29 June 2026. The work performed by Confucius International in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by Confucius International on the preliminary announcement.

## **Publication of the Annual Results Announcement and Annual Report for the Year Ended 31 March 2026 on the Website**

This announcement is published on the website of the Stock Exchange at <http://www.hkexnews.hk> and the website of the Company at <http://www.epshk.hk>. The annual report of the Company for the year ended 31 March 2026 will be despatched to the shareholders of the Company and published on the respective websites of the Stock Exchange and the Company in due course.

By order of the Board  
**EPS Creative Health Technology Group Limited**  
**Washikita Kenichiro**  
*Executive Director and Chief Executive Officer*

Hong Kong, 29 June 2026

*As at the date of this announcement, the executive Directors are Mr. Washikita Kenichiro, Mr. Miyano Tsumoru, Mr. Narumi Shoichi, Ms. Du Yao, Mr. Liang Fei and Mr. Kitagawa Rikiya; the non-executive Director is Mr. Uematsu Takahiro; and the independent non-executive Directors are Mr. Chan Cheuk Ho, Mr. Choi Koon Ming, Mr. Saito Hironobu and Ms. Zhang Cuiping.*